

# BEDMUTHA INDUSTRIES LIMITED



CIN - L 31200MH1990PLC057863

MANUFACTURER & EXPORTER OF

★ ALL TYPES OF GALVANISED WIRES & BLACK WIRES



- ★ ACSR CORE WIRES
- ★ CABLE ARMOURING WIRE & STRIPS
- ★ STAY WIRES & EARTH WIRES
- ★ M.S. & H.B. WIRES

- ★ SPRING STEEL WIRES
- ★ ROLLING QUALITY WIRES
- ★ P.C. WIRE & P.C. STRAND WIRES
- ★ ROPE WIRES

- ★ BARBED WIRE
- ★ CHAIN LINK FENCINGS
- ★ WIRE NAILS
- ★ BINDING WIRES

Date: 06/09/2021

To  
**BSE Ltd**  
Department of Corporate Services,  
Phiroj Jeejibhoy Towers, Dalal Street,  
Mumbai – 400 001  
**Scrip Code: 533270**

To  
**National Stock Exchange of India Limited**  
Listing Department,  
C-1, G-Block, Bandra-Kurla Complex,  
Bandra (E), Mumbai – 400 0051  
**Scrip Symbol: BEDMUTHA**

Dear Sir/Madam,

## **Sub.: Submission of Annual Report for Financial Year 2020-21**

Kindly find attached herewith Annual Report of the Company for the Financial Year ended March 31, 2021 under Regulation 34(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take a note of the same.

Thanking You,

For and on behalf of  
Bedmutha Industries Limited

  
  
Ajay Topale  
Company Secretary & Compliance Officer  
Membership No.: A26935

**Encl.: as above**



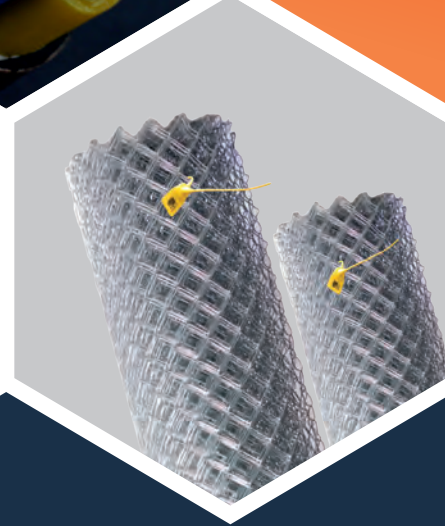
**BEDMUTHA**  
**G R O U P**

# **BEDMUTHA INDUSTRIES LIMITED**

**COMMANDO**  
Wires & Wire Products

**SUR**  
- WIRE ROPES -

**2020-21**  
**ANNUAL REPORT**



# BEDMUTHA INDUSTRIES LIMITED

## BOARD OF DIRECTORS

Mr. Kachardas Ratanchand Bedmutha	Chairman Emeritus
Mr. Vijay Kachardas Vedmutha	Chairman & Managing Director
Mr. Ajay Kachardas Vedmutha	Managing Director & CFO
Mr. Narayan Kadu	Independent Director
Mrs. Vandana Sonwaney	Independent Director
Mr. Vasant B. Joshi	Independent Director
Mr. Shreekrishna Marathe	Independent Director

### S- CEO

Mrs. Vinita Vedmutha

### Company Secretary

Mr. Ajay Topale

### Registered Office

#### BEDMUTHA INDUSTRIES LIMITED

**CIN : L31200MH1990PLC057863**

A 70/71/72, Sinnar Taluka Industrial Co-operative Estate (STICE) Musalgaon, Sinnar, Nashik, Maharashtra 422 112

#### Bankers

Punjab National Bank

Bank of India

Andhra Bank (now Union Bank)

Bank of Baroda

Export Import Bank of India

#### Registrar and Transfer Agent

Universal Capital Securities Private Limited  
(Formerly known as Mondkar Computers Pvt. Ltd.)  
C - 101,247 Park, LBS Road, Vikhroli (West),  
Mumbai - 400 083.

#### Auditors

M/s A. D. Kulkarni & Co.

Chartered Accountants

Particulars	Page No.
Notice	3
Letter to Shareholders	14
Board's Report	15
Management Discussion and Analysis Report	26
Secretarial Audit Report	45
Corporate Governance Report	51
Certificate on Corporate Governance	68
CEO & CFO Certificate	69
Auditors' Report on Standalone Accounts	71
Standalone Balance Sheet, Statement of Profit & Loss, Statement of Changes in Equity, Cash Flow Statement, Schedules & Notes thereof	78
Auditors' Report on Consolidated Accounts	111
Consolidated Balance Sheet, Statement of Profit & Loss, Statement of Changes in Equity, Cash Flow Statement, Schedules & Notes thereof	118

### **IMPORTANT COMMUNICATION TO MEMBERS**

The Ministry of Corporate Affairs has taken a “Green Initiative in the Corporate Governance” by allowing paperless Compliances by Companies and has issued circular stating the service of notice/documents including annual report can be sent by e-mail to its members. We fully support the Ministry’s green initiative.

Accordingly, the members, who have not registered their e-mail addresses so far, are requested to register their e-mail addresses, in respect of shareholding in electronic form with the Depository through their concerned Depository Participant.

Members, who hold shares in physical form, are requested to register their e-mail addresses by sending E-mail to [bedmutha@uniseq.in](mailto:bedmutha@uniseq.in) or [cs@bedmutha.com](mailto:cs@bedmutha.com) of the Company so as to reach the Company at the earliest.

## BEDMUTHA INDUSTRIES LIMITED

### NOTICE

**Notice** is hereby given that the **Thirty-First (31<sup>st</sup>)** Annual General Meeting of the Members of Bedmutha Industries Limited will be held on Tuesday, September 28, 2021 at 12.00 Noon through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”), to transact the following business:

#### **Ordinary Business:**

#### **ADOPTION OF AUDITED FINANCIAL STATEMENTS:**

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2021, together with the Reports of the Board of Directors and Auditors thereon and in this regard, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the Financial Year ended on March 31, 2021 and the reports of the Board of Directors and Auditors thereon laid before the meeting be and are hereby considered and adopted.”

2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2021, together with the Reports of the Board of Directors and Auditors thereon and in this regard, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** the Audited Consolidated Financial Statements of the Company for the Financial Year ended on March 31, 2021 and the report of the Auditors thereon laid before the meeting be and are hereby considered and adopted.”

3. **RE-APPOINTMENT OF MR. AJAY VEDMUTHA (DIN: 01726879), AS A DIRECTOR LIABLE TO RETIRE BY ROTATION:**

To appoint a Director in place of Mr. Ajay Vedmutha (**DIN:01726879**), who retires by rotation and, being eligible, offers himself for re-appointment and in this regard to pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Ajay Vedmutha (DIN: 01726879), who retires by rotation at this meeting and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

**RESOLVED FURTHER THAT** the above-mentioned re-appointment of Mr. Ajay Vedmutha as a Director, shall not in any way constitute a break in his existing office as the Managing Director of the Company.”

#### **Special Business:**

4. **APPROVAL OF RELATED PARTY TRANSACTIONS:**

**To consider and, if thought fit, to give assent or dissent to the following resolution proposed to be passed as a Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 188(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014, (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in terms of applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendment, modification or re-enactment thereof), the consent of the members of the Company be and is hereby accorded to approve the contract and/or arrangement entered into/proposed to be entered into by the Company from time to time with the following related parties viz. for a period of 5 (Five) years from 29th September, 2021 to 28th September 2026 on the terms and conditions, as per the Explanatory Statement attached to this notice.

Name of the Related Party	Relationship	Value per annum not exceeding (₹)
Aakansha Elements Industries Private Limited	Mrs. Aakansha Vedmutha (Director and 50% Shareholder of Aakansha Elements Industries Private Limited) is daughter in law of Mr. Vijay Vedmutha.	₹ 1 0 0 , 0 0 , 0 0 , 0 0 0 / - (Rupees Hundred Crores)
MNE Components India Private Limited	Mrs. Aakansha Vedmutha (Director of MNE Components India Private Limited) is daughter in law of Mr. Vijay Vedmutha.	₹ 1 0 0 , 0 0 , 0 0 , 0 0 0 / - (Rupees Hundred Crores)

“**RESOLVED FURTHER THAT** the Board of Directors (hereinafter called the “Board”, which term shall be deemed to include any person(s) authorized and / or Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution) of the Company, be and is hereby authorised to do all such acts, matters, deeds and things as may be necessary or desirable in this regard to give effect to this resolution.”

**5. RATIFICATION OF THE REMUNERATION TO BE PAID TO THE COST AUDITORS FOR THE FINANCIAL YEAR ENDING MARCH 31, 2022:**

To consider ratification of remuneration payable to Cost Auditors and in this regard to pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, including any statutory modification/(s) or re-enactment/(s) thereof for the time being in force M/s. Deodhar Joshi & Associates (Firm Registration No. 002146), be and are hereby appointed as the Cost Auditors for conducting the audit of the Cost Records of the Company, for the financial year ending March 31, 2022 at a remuneration not exceeding ₹ 1,75,000/- plus applicable tax and reimbursement of the out of pocket expenses, if any, incurred by M/s. Deodhar Joshi & Associates, Cost Auditors, to conduct the audit of the cost records of the Company for the Financial Year 2021-22.”

**For and on behalf of  
BEDMUTHA INDUSTRIES LIMITED**

**Vijay Vedmutha  
Chairman and Managing Director  
DIN : 00716056**

**Place : Sinnar  
Date: August 17, 2021**



## BEDMUTHA INDUSTRIES LIMITED

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### Notes

1. Explanatory Statements pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business under serial no 4 & 5 to be transacted at the Meeting are annexed hereto.
2. All documents referred to in the accompanying Notice and Explanatory Statements are open for inspection at the Registered Office of the Company at A-70/71/72, STICE, Musalgaon MIDC, Sinnar, Nashik – 422103, Maharashtra, on all working days except Saturdays and Sundays during business hours up to the date of the Meeting. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before **25<sup>th</sup> September, 2021** through email on [cs@bedmutha.com](mailto:cs@bedmutha.com). The same will be replied by the Company.
3. The Register of Directors and Key Managerial Persons and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the Members at the AGM.
4. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.

The notice is being sent to all the members, whose names appeared in the Register of Members as on Friday, August 27, 2021. This notice of the Annual General Meeting of the members of the company along with Annual Report is also displayed/ posted on the websites of the company i.e. [www.bedmutha.com](http://www.bedmutha.com) and that of Link Intime India Pvt Ltd i.e. <https://instavote.linkintime.co.in>.

5. The Register of Members of the Company will remain closed from Wednesday, September 22, 2021 to Tuesday, September 28, 2021 (both days inclusive).
6. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice as per the requirement of the “Secretarial Standard-2” on General Meetings.
7. The Company has appointed severally Mr. Sachin Sharma & Mr. Dinesh Trivedi Designated Partners of M/s S. Anantha & Ved LLP, (Firm Reg. No.AAH-8229), Company Secretaries, Mumbai as Scrutinizer for conducting the e-voting process for the Annual General Meeting in a fair and transparent manner.
8. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two days of the conclusion of the Annual General Meeting, a consolidated scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company at [www.bedmutha.com](http://www.bedmutha.com) and on the website of Link Intime India Pvt Ltd immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited and National Stock Exchange of India Limited.

9. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its Circular No. 20 dated May 5, 2020 read with Circular No. 14 dated April 8, 2020 and Circular No. 17 dated April 13, 2020 and Circular No. 33 dated September 28, 2020 and Circular No. 39 dated December 31, 2020 and Circular No. 2 dated January 13, 2021 (here inafter collectively referred to as “MCA Circulars”) permitted the holding of Annual General Meeting through VC or OAVM without the physical presence of Members at a commonvenue. In compliance with these MCA Circulars and the relevant provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Annual General Meeting of the Members of the Company is being held through VC/OAVM.
10. 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, 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.

Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc. authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/ Authorization shall be sent to the Scrutinizer by email through its registered email address to [gains108@yahoo.com](mailto:gains108@yahoo.com) with a copy marked to [cs@bedmutha.com](mailto:cs@bedmutha.com)



11. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by the min electronic form and with LIPL in case the shares are held by them in physical form.

In compliance with the aforesaid MCA Circulars dated May 12, 2020 and SEBI Circular, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2020-21 will also be available on the Company's website [www.bedmutha.com](http://www.bedmutha.com), websites of the Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively, and on the website of RTA <https://www.unisec.in>

12. The Members can attend and participate in the Annual General Meeting through VC/OAVM facility only. The Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum in accordance with Section 103 of the Act.

13. In terms of the provisions of Section 107 of the Companies Act, 2013, since the resolutions as set out in this Notice are being conducted through e-voting, the said resolutions will not be decided on a show of hands at the AGM, how ever facility for casting vote during the AGM through e-voting would be provided to the members who have not cast their vote through remote e-voting earlier.

In addition to the remote e-voting facility provided by the Company, the members who have not cast their vote on resolutions through remote e-voting would be given a facility to cast their vote through e-voting during the AGM by clicking the link, <https://instameet.linkintime.co.in> However, we encourage members to use e-voting facilities during e-voting time period.

14. Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India, the Company is providing remote e-voting facility to all its Members to enable them to cast their vote on the matters listed in the Notice by electronics means and business may be transacted through the e-Voting services. For this purpose, the Company has engaged services of Link Intime India Private Limited, for providing e-Votingservices.

Remote e-voting facility will be available on the website <https://instavote.linkintime.co.in> from 9.00 a.m. on Saturday, September 25, 2021 and ends at 05:00 p.m. on Monday, September 27, 2021, after which the facility will be disabled by Instavote and remote e-voting shall not be allowed beyond the said date and time. The notice is also available on the website <https://www.bedmutha.com>. During this period shareholders of the Company, holding shares in dematerialised form, as on the cut off date of September 21, 2021 may cast their votes electronically.

Any person, who acquires shares of the Company and becomes member of the Company after dispatch of notice and holding shares as on cut-off date i.e. September 21, 2021, may obtain the login ID and password by sending a request at [evoting@linkintime.co.in](mailto:evoting@linkintime.co.in) or contact M/s Link Intime India Private Limited telephone number 022-49186175 The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on September 21, 2021.

15. Information required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 (SS-2) with respect to the Director, seeking re-appointment is as under:

1.	Name of the Director	<b>Mr. Ajay K Vedmutha</b>
2.	Director Identification Number(DIN)	01726879
3.	Date of Birth/Age	February 10, 1967
4.	Date of appointment / re-appointment	November 14, 2018
5.	Qualifications & Expertise in specific functional area	Mechanical Engineer
6.	Relationship with other Directors inter-se	Mr. Ajay Vedmutha is brother of Mr. Vijay Vedmutha (Chairman & Managing Director)
7.	Remuneration last drawn	₹ 60 Lakhs per annum

## BEDMUTHA INDUSTRIES LIMITED

8.	Directorships in other Public Companies as on the date of appointment	1. Kamalasha Infrastructure And Engineering Private Limited [CIN: U45200MH2007PTC167532] 2. Ashoka Pre-Con Private Limited [CIN: U26940MH2008PTC187764]
9.	Chairperson/Member of the committees of Director of the Company	Stakeholders Relationship Committee - Member
10.	Chairman/Member of the Committees of other Companies as on the date of appointment	Nil
11.	No. of Meetings of the Board attended during the year	4 Board Meetings held and attended
12.	Shareholding, if any, in the Company as on the date of appointment as required under Regulation 36 (3) (e)	34,76,464 (10.78%)

Mr. Ajay Vedmutha does not hold directorship in any other listed entities.

### **Remote e-Voting Instructions for shareholders post change in the Login mechanism for Individual shareholders holding securities in demat mode, pursuant to SEBI circular dated December 9, 2020:**

Pursuant to SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode can vote through their demat account maintained with Depositories and Depository Participants only post 9<sup>th</sup> June, 2021.

Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode/ physical mode is given below:

<b><u>Type of shareholders</u></b>	<b><u>Login Method</u></b>
<b>Individual Shareholders holding securities in demat mode with NSDL</b>	<p>If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password.</p> <ul style="list-style-type: none"> <li>After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ul> <p>If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

<u>Type of shareholders</u>	<u>Login Method</u>
<b>Individual Shareholders holding securities in demat mode with CDSL</b>	<p>Existing user of who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</p> <ul style="list-style-type: none"> <li>After successful login of Easi / Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL, KARVY, LINKINTIME, CDSL. Click on e-Voting service provider name to cast your vote.</li> </ul> <p>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP where the E Voting is in progress.</p>
<b>Individual Shareholders (holding securities in demat mode) &amp; login through their depository participants</b>	<ul style="list-style-type: none"> <li>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility.</li> <li>Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ul>
<b>Individual Shareholders holding securities in Physical mode &amp; evoting service Provider is LINKINTIME.</b>	<ol style="list-style-type: none"> <li>Open the internet browser and launch the URL: <a href="https://instavote.linkintime.co.in">https://instavote.linkintime.co.in</a> <ul style="list-style-type: none"> <li>Click on “<b>Sign Up</b>” under ‘<b>SHARE HOLDER</b>’ tab and register with your following details: -                             <ol style="list-style-type: none"> <li><b>User ID:</b> Shareholders/ members holding shares in <b>physical form shall provide</b> Event No + Folio Number registered with the Company.</li> <li><b>PAN:</b> Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.</li> <li><b>DOB/DOI:</b> Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)</li> <li><b>Bank Account Number:</b> Enter your Bank Account Number (last four digits), as recorded with your DP/Company.                                     <ul style="list-style-type: none"> <li>Shareholders/ members holding shares in <b>physical form</b> but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above</li> </ul> </li> </ol> </li> <li>Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&amp;*), at least one numeral, at least one alphabet and at least one capital letter).</li> <li>Click “confirm” (Your password is now generated).</li> </ul> </li> <li>Click on ‘Login’ under ‘<b>SHARE HOLDER</b>’ tab.</li> <li>Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘<b>Submit</b>’.</li> <li>After successful login, you will be able to see the notification for e-voting. Select ‘<b>View</b>’ icon.</li> <li>E-voting page will appear.</li> <li>Refer the Resolution description and cast your vote by selecting your desired option ‘<b>Favour / Against</b>’ (If you wish to view the entire Resolution details, click on the ‘<b>View Resolution</b>’ file link).</li> <li>After selecting the desired option i.e. Favour / Against, click on ‘<b>Submit</b>’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘<b>Yes</b>’, else to change your vote, click on ‘No’ and accordingly modify your vote.</li> </ol>

## BEDMUTHA INDUSTRIES LIMITED

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### Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as '**Custodian / Mutual Fund / Corporate Body**'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the '**Custodian / Mutual Fund / Corporate Body**' login for the Scrutinizer to verify the same.

### **Individual Shareholders holding securities in Physical mode & evoting service Provider is LINKINTIME. have forgotten the password:**

- o Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password?**'
- o Enter **User ID**, select **Mode** and Enter Image Verification (CAPTCHA) Code and Click on '**Submit**'.
  - In case shareholders/ members is having valid email address, Password will be sent to his / her registered e-mail address.
  - Shareholders/ members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.
  - The password should contain minimum 8 characters, at least one special character (@!#\$%^), at least one numeral, at least one alphabet and at least one capital letter.

### **Individual Shareholders holding securities in demat mode with NSDL/ CDSL have forgotten the password:**

- Shareholders/ members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.
  - It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
  - For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
  - During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

### **Helpdesk for Individual Shareholders holding securities in demat mode:**

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 or 22-23058542-43.

In case shareholders/ members holding securities in demat mode have any technical issues related to login through Depository i.e. NSDL/ CDSL, they may contact the respective helpdesk given below:

### **Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders & evoting service Provider is LINKINTIME.**

In case shareholders/ members holding securities in physical mode/ Institutional shareholders have any queries regarding e-voting, they may refer the **Frequently Asked Questions ('FAQs')** and **InstaVote e-Voting manual** available at <https://instavote.linkintime.co.in>, under **Help** section or send an email to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 -4918 6000.

### **Process and manner for attending the Annual General Meeting through InstaMeet:**

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>
  - ▶ Select the “**Company**” and ‘**Event Date**’ and register with your following details: -
    - A. Demat Account No. or Folio No:** Enter your 16 digit Demat Account No. or Folio No
      - Shareholders/ members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID
      - Shareholders/ members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID
      - Shareholders/ members holding shares in physical form shall provide Folio Number registered with the Company
    - B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP) / Company shall use the sequence number provided to you, if applicable.
    - C. Mobile No.:** Enter your mobile number.
    - D. Email ID:** Enter your email id, as recorded with your DP/Company.
  - ▶ Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

Please refer the instructions (annexure) for the software requirements and kindly ensure to install the same on the device which would be used to attend the meeting. Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

### **Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:**

1. Shareholders who would like to speak during the meeting must register their request mentioning their name demat account no/folio no, email id, mobile no at [cs@bedmutha.com](mailto:cs@bedmutha.com) from 10.00 a.m. on September 25, 2021 to 5.00 p.m. September 27, 2021.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking

### **Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:**

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on ‘Submit’.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.

## BEDMUTHA INDUSTRIES LIMITED

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4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet 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 facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or contact on: - Tel: 022-49186175.

### **Guidelines to attend the AGM proceedings of Link Intime India Pvt. Ltd.: InstaMEET**

For a smooth experience of viewing the AGM proceedings of Link Intime India Pvt. Ltd. InstaMEET, shareholders/ members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

Please download and install the Webex application by clicking on the link <https://www.webex.com/downloads.html/>

or

If you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:

Step 1 Enter your First Name, Last Name and Email ID and click on Join Now.

- 1 (A) If you have already installed the Webex application on your device, join the meeting by clicking on Join Now
- 1 (B) If Webex application is not installed, a new page will appear giving you an option to either Add Webex to chrome or Run a temporary application.

Click on Run a temporary application, an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on Join Now

**For and on behalf of  
BEDMUTHA INDUSTRIES LIMITED**

**Vijay Vedmutha  
Chairman and Managing Director  
DIN : 00716056**

**Place: Sinner  
Date: August 17, 2021**



**ANNEXURE TO NOTICE**
**Statement pursuant to Section 102 of the Companies Act, 2013, setting out material facts concerning each item of Special Business**
**ITEM NO.: 04**

Section 188 of the Companies Act, 2013 read with Rules 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, prescribe the requirement for obtaining approval of the Members of the Company towards the related party transactions. Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any amendment, modification or re-enactment thereof) has also prescribed seeking of shareholders' approval for material related party transactions viz. transaction/transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds the limits viz. 10% of the Consolidated Turnover of the Company as per last audited financial Statement of the Company.

On the recommendation of the Audit Committee, and subject to approval of the shareholders at the ensuing Annual General Meeting, the Board of Directors at its meeting held on August 13, 2021, approved the contract / arrangement proposed to be entered into by the Company with the following related parties for a period of 5 (Five) years from 29th September, 2021 to 28th September, 2026, as per following terms and conditions mentioned below viz.:

<b>Name of the Related Party</b>	Aakansha Elements Industries Private Limited	MNE Components India Private Limited
<b>Name of the Director or Key Managerial Personnel who is related, if any</b>	Mr. Vijay Vedmutha, Chairman and Managing Director of the Company	Mr. Vijay Vedmutha, Chairman and Managing Director of the Company
<b>Nature of Relationship</b>	Mrs. Aakansha Vedmutha (Director of Aakansha Elements Industries Private Limited) is daughter in law of Mr. Vijay Vedmutha.	Mrs. Aakansha Vedmutha (Director of MNE Components India Private Limited) is daughter in law of Mr. Vijay Vedmutha.
<b>Nature, material terms, monetary value and particulars of the Contract or arrangement</b>	<p>Nature – Sale and purchase of wire, wire products and allied products. Availing from and rendering services to the Company.</p> <p>Duration – 5 years (29<sup>th</sup> September, 2021 to 28<sup>th</sup> September, 2026)</p> <p>Monetary value: Not exceeding ₹ 100,00,00,000/- (Rupees Hundred Crores) per annum</p> <p>Particulars– Aakansha Elements Industries Private Limited is in the business of recycling of copper, copper cable, druid, relay cables, copper catalyst which are useful for running the business of the Company. It also enters into related commercial transactions.</p>	<p>Nature – Sale and purchase of wire, wire products and allied products. Availing from and rendering services to the Company.</p> <p>Duration – 5 years (29<sup>th</sup> September, 2021 to 28<sup>th</sup> September, 2026)</p> <p>Monetary value: Not exceeding ₹ 100,00,00,000/- (Rupees Hundred Crores) per annum</p> <p>Particulars– MNE Components India Private Limited is in the business of manufacture, fabricate and assemble, repair, buy, sell, import, export, distribute, and deal in automobile parts of all kinds and descriptions, automotive and other gears, transmission and electrical and mechanical components.</p>
<b>Any other information relevant or important for the Members to make a decision on the proposed transaction</b>	The quality and durability of the materials transacted and effective and efficient services prompted the Company to enter into the contract/transaction/ arrangement with the related party.	The quality and durability of the materials transacted and effective and efficient services prompted the Company to enter into the contract/transaction/ arrangement with the related party.
<b>Shareholding, if any ,of the related parties</b>	Mrs. Aakansha Yash Vedmutha daughter in law of Mr. Vijay Vedmutha, is a Director and holds 5,000 Shares (50%) Equity Shares of Face Value of ₹ 10/- each in Aakansha Elements Industries Private Limited. Aakansha Elements Industries Pvt. Ltd. does not hold any share in the Company. However, Mr. Vijay Vedmutha, Chaiman & Managing Director holds 34,27,232 (10.62%) shares in the Company.	Mrs. Aakansha Yash Vedmutha daughter in law of Mr. Vijay Vedmutha, is a Director and does not hold any Equity Share in MNE Components India Private Limited. MNE Components India Pvt. Ltd. does not hold any share in the Company. However, Mr. Vijay Vedmutha, Chaiman & Managing Director holds 34,27,232 (10.62%) shares in the Company.

Mr. Vijay Vedmutha, Mr. Ajay Vedmutha, Promoter cum Executive Directors and Mrs. Vinita Vedmutha, CEO and their relatives and their entities are connected or interested directly or indirectly in the above resolution. No other Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested in the Resolution, except to the extent of their shareholding in the Company and/or Directorships and/or Shareholding in the related party as listed above.

## BEDMUTHA INDUSTRIES LIMITED

In terms of the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any amendment, modification or re-enactment thereof), the related parties shall not participate in the voting. Accordingly, Mr. Vijay Vedmutha and Mr. Ajay Vedmutha and their relatives and their entities as listed below shall not participate in passing the proposed resolution to be passed as a Special Resolution.

The detail of shareholding of the promoters and the concerned related parties who shall not participate in passing of the proposed resolution as mentioned above are as follows:

S.No.	Name of the Promoters and concerned Related Parties	No. of shares held	% of total no. of shares
1	Mr. Ajay Kachardas Vedmutha	34,76,464	10.78
2	Ms. Divya Ajay Vedmutha	11,039	0.03
3	Mr. Kachardas Ratanchand Bedmutha	23,41,973	7.26
4	Mrs. Kamalabhai Kachardas Bedmutha	12,77,313	3.96
5	Ms. Usha Vijay Vedmutha	16,62,475	5.15
6	Mr. Vijay Kachardas Vedmutha	34,27,232	10.62
7	Ms. Vinita Ajay Vedmutha	16,72,148	5.18
8	Mr. Yash Vijay Vedmutha	23,901	0.07
9	Bedmutha Sons Realty Ventures Private Ltd,	32,39,898	10.04
10	K R Bedmutha Techno Assoicates Private Ltd.	12,72,753	3.95
	<b>TOTAL</b>	<b>1,84,05,196</b>	<b>57.05</b>

All the documents referred in the Notice are open for inspection at the Registered Office of the Company during 11:00 a.m. to 01:00 p.m., on all working days except Saturday, Sunday and Public Holidays up to the date of ensuing Annual General Meeting of the Company.

The Board of Directors recommends passing of the Resolution at Item no. 03 as contained in the notice as a Special Resolution.

### ITEM NO.: 05

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of the Cost Auditors detailed below to conduct the audit of the cost records of the Company and to submit Cost Audit Report for the Financial Year ending March 31, 2022.

Name of the Cost Auditor	Audit Fees
M/s. Deodhar Joshi & Associates (Firm Registration No. 002146),	₹ 1,75,000/- [Rupees One lakhs Seventy Five Thousands only]

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors requires ratification by the shareholders of the Company.

Accordingly, consent of the Members is sought for passing an Ordinary Resolution as set out at Item No. 04 of the Notice for ratification of the remuneration payable to the Cost Auditors for the Financial Year ending March 31, 2022.

None of the Directors and Key Managerial Personnel and their relatives is in any way concerned or interested, financially or otherwise, except to the extent of their shareholding, if any, in the Company.

All the documents referred in the Notice are available for inspection by the shareholders at the Registered Office of the Company on all working days except Public holidays, Saturdays and Sundays between 11.00 a.m. to 1.00 p.m. upto the date of the ensuing Annual General Meeting and will also be available for inspection at the Meeting.

The Board of Directors recommends passing of the Resolution at Item no. 04 as contained in the notice as an Ordinary Resolution.

For and on behalf of  
BEDMUTHA INDUSTRIES LIMITED

Vijay Vedmutha  
Chairman and Managing Director  
DIN : 00716056

Place: Sinnar  
Date: August 17, 2021

## **LETTER TO SHAREHOLDERS**

Dear Shareholders,

On behalf of Board of Directors and myself It's my pleasure to present the 31<sup>st</sup> Annual Report of Bedmutha Industries Limited.

It won't be out of place to mention that FY 2020-21 was a historic year and one of its kind in decades on account of Covid 19 pandemic situation. It has made the mankind to realize that nature is more powerful and we have to respect the same and preserve the environment for better future, it has disrupted in many ways, our way of living & working. It has made us realise that we have to work in co-operation rather than competing against each other, and together we can commit and make things happen which will help all mankind.

For our Company too, this year has given the most awaited life line by way of Restructuring by the Financial Institutions, which has created a level playing field. The restructuring package got implemented on 16<sup>th</sup> January 2021 and since then the team at company level is geared up to ramp up the production and enhance the capacity utilisation in every segment of the Company.

The focus, is to sweat the existing assets to the maximum and become a long term debt free Company in next 5 years by focusing on capacity utilisation, marketing efforts, reducing the cost element of the production, and monetizing the non-current assets.

With this positive note, I express thanks to all the stakeholders namely, suppliers, customers, employees, Board of Directors, Senior Management Team, Financial Institutions, all Government Departments and special mention of the new Investors joint recently for supporting the Company in the hour of need.

With Best Regards,

Vijay Vedmutha

Chairman and Managing Director

DIN: 00716056

# BEDMUTHA INDUSTRIES LIMITED

## BOARD'S REPORT

To the Members

### BEDMUTHA INDUSTRIES LIMITED

The Board of Directors presents the 31<sup>st</sup> Annual Report together with the Audited Financial Statements (Standalone and Consolidated) for the Financial Year ended March 31, 2021.

#### HIGHLIGHTS OF FINANCIAL PERFORMANCE:

The financial performance of the Company for the Financial Year ended on March 31, 2021 is summarized as under:

(Amount in ₹ Lakhs)

Particulars	Standalone		Consolidated	
	2020-21	2019-20	2020-21	2019-20
Income from Operations	38,808.46	35,978.14	38,835.02	36,079.68
Add : Other Income	31,087.54	2,730.81	31,099.22	2,727.67
Profit before Interest, Depreciation and Taxes	29,405.45	2,608.03	29,424.67	2,645.71
Less : Finance Cost	6,162.63	6,433.00	6,162.65	6,433.37
Profit/ (Loss) before Depreciation and Taxes	23,242.82	(3,824.97)	23,262.03	(3,787.66)
Less : Depreciation	3,572.59	3,308.50	3,573.89	3,314.74
Profit/ (Loss) Before Taxes	19,670.23	(7,133.46)	19,688.14	(7,102.40)
Less : Provision for Current Taxation	-	-	2.40	9.38
Less: Provision for Deferred Taxation	-	-	(0.24)	(1.32)
Less: Taxes in respect of earlier years	93.33	-	93.33	-
Profit/ (Loss) after Taxes	19,576.90	(7,133.46)	19,592.65	(7,110.46)
less: Minority Interest	-	-	1.64	9.58
add: Share in Profit / (Loss) of Associates	-	-	7.86	(0.85)
Profit / (Loss) for the year	19,576.90	(7,133.46)	19,598.87	(7,120.88)

#### SUMMARY OF OPERATIONS/STATE OF THE COMPANY'S AFFAIRS:

During the financial year 2020-21, the Standalone, Income from operations of your Company increased by 7.87%, from ₹ 359.78 Crores to ₹ 388.08 Crores. The company has earned profit of ₹ 294.05 crores before interest, depreciation and taxes and earned Profit of ₹ 195.77 Crores after taxes as compared to previous year.

During the financial year 2020-21, the Consolidated, Income from operations of your Company increased by 7.64%, from ₹ 360.80 Crores to ₹ 388.35 Crores. The company has earned profit of ₹ 294.25 crores before interest, depreciation and taxes and earned profit of ₹ 195.99 Crores after taxes as compared to previous year.

The other income of ₹ 31087.54 Lakhs includes ₹ 28106.74 Lakhs on account of Interest Cost Reversal on account of Restructuring of ₹ 12,133.96 Lakhs and initial gain on Recognition of CRPS at Fair value of ₹ 15,972.78 and other income of ₹ 2980.80 Lakhs against other income of ₹ 2730.81 for the previous financial year.

#### FINANCIAL PERFORMANCE OF SUBSIDIARY, ASSOCIATE ENTITIES & JOINT VENTURES:

Further to the approval of the members of the Company at the Annual General Meeting held on 24th December, 2019, and pursuant to the restructuring plan, the Board of Directors disinvested the entire investment of 5,42,000 Equity Shares in the subsidiary on 22nd September, 2020, consequently, Kamalasha Infrastructure and Engineering Private Limited, ceased to be the Company's subsidiary.

#### CONSOLIDATED FINANCIAL STATEMENTS:

In accordance with the Companies Act, 2013 ("the Act") and IND AS 23 on Consolidated Financial Statements read with IND AS 28 on Investment in Associates and Joint Ventures, the audited consolidated financial statement is provided in the Annual Report. The summarized consolidated results are given alongside the financial results of your Company.

#### AMOUNT CARRIED FORWARD TO RESERVES:

Your Company has not transferred any amount to its reserves.

**DIVIDEND:**

Your Directors do not recommend any dividend for the financial year 2020-21.

**BUSINESS REVIEW:**

The outbreak of COVID-19 pandemic has led to an unprecedented health crisis and has disrupted economic activities and global trade, while weighing on consumer sentiments.

During the year under review, the Government of India had imposed stringent nationwide lockdowns, in phases, which severely impacted manufacturing activities. Though the Steel sectors were allowed to operate under the Essential Services Maintenance Act, 1968 they were subject to certain guidelines. Steel demand was affected as key steel consuming sectors struggled to operate amidst weakening economic activities, working capital constraints, shortage of manpower, and logistical issues.

There was impact of COVID-19 on the Company's operations, cash flow, liquidity and profitability as well as the Company's contribution to the community in wake of the pandemic.

As conveyed in the last Annual General Meeting regarding progress of implementation of Restructuring Plan and further to the approval of members of the Company at the Annual General meeting held on 14th December, 2020, that the Restructuring Plan has been successfully implemented on January 16, 2021. It has created positive impact on the financials of the Company for the Financial Year 2020-21 due to following features of the Restructuring Plan:

- a) ₹ 42.50 crores has been invested by the Investors and Promoters into the Company as on January 16, 2021 at total price of ₹ 55/- per share including premium of ₹ 45/- and ₹ 10/- face value.
- b) Consortium Banks have converted unsustainable loan of ₹ 230.15 crores into Non-Convertible Cumulative Redeemable Preference Shares (CRPS) with coupon rate of 1.00% w.e.f. 01/01/2018. Hence, bank loan on the Company reduced by ₹ 230.15 crores w.e.f. 01/01/2018
- c) The Banks have also reduced the interest rate on sustainable loan from 12% pa to 9.05% pa w.e.f. 01/01/2018.

**In line with the requirements of the restructuring, the Board of Directors has approved and completed the following Preferential Issues of Equity & Preference Shares of the Company, through their Fund Raising Committee at their meeting held on 16th January, 2021:**

- Allotted 68,23,182 Equity Shares of ₹ 10/- each for cash @ ₹ 55/ per Equity Share (including a premium of ₹ 45/- per Equity Share) aggregating to ₹ 37,52,75,010/- to 3 Corporates belonging to Non-Promoter category;  
59,09,091 Equity Shares to K-FX Services Private Limited;  
9,09,091 Equity Shares to Aakash Universal Limited; and  
5,000 Equity Shares to Aakaash Buildmate Construction Private Limited
- Allotted 9,09,091 Equity Shares of ₹ 10/- each for cash @ ₹ 55/- per Equity Share (including a premium of ₹ 45/- per Equity Share) aggregating to ₹ 5,00,00,005/- to K.R. Bedmutha Techno Associates Private Limited, Promoter Group category; and
- Allotted 23,01,500, in aggregate, 1.00% Non-Convertible Cumulative Redeemable Preference Shares ("CRPS") having a face value of ₹ 10/- each, at ₹ 1000/-, aggregating to ₹ 230,15,00,000/-, to Punjab National Bank, Bank of Baroda, Bank of India, Exim Bank and Andhra Bank (now Union Bank), as per the Loan Restructuring scheme.

**CHANGES IN THE NATURE OF BUSINESS:**

There has been no change(s) of business of the Company or in the nature of business carried on by the Company during the financial year under review.

**SHARE CAPITAL:**

During the year under review, the Company had allotted (a) 77,32,273 Equity shares by way of Preferential Allotment, and due to which the paid up Equity share capital of the Company has been increased from ₹ 24,53,16,110/- to 32,26,38,840/- of face value of Rs10/- each and (b)23,01,500, 1.00% Non- Convertible Cumulative Redeemable Preference Shares (CRPS) of face value of ₹ 10/- each.

## BEDMUTHA INDUSTRIES LIMITED

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During the current financial year the Company has increased the Authorized Share Capital of the Company from ₹ 30,00,00,000/- (Rupees Thirty Crores only) divided into 3,00,00,000 (Three Crores) Equity Shares of ₹ 10/- (Rupees Ten only) to ₹ 37,50,00,000/- (Rupees Thirty Seven Crores Fifty Lakhs only) divided into 3,50,00,000 (Three Crores Fifty Lakhs) Equity Shares of ₹ 10/- (Rupees Ten only) each and 25,00,000 (Twenty Five Lakhs) Preference Shares of ₹ 10/- (Rupees Ten only) each.

The Company has neither issued any shares with differential rights as to dividend, voting or otherwise nor issued any sweat equity shares during the year under review.

The Company has not granted any employee stock options. Further, it has not provided any money to its employees for purchase of its own shares hence the Company has nothing to report in respect of Rule 4(4), Rule 12(9) and Rule 16 of the Companies (Share Capital & Debentures) Rules, 2014.

The Company has not issued any Debentures / debt securities during the year under review.

As on March 31, 2021, none of the Directors of the Company hold instruments convertible into Equity Shares of the Company

### DEPOSITS:

During the year 2020-21, the Company has not accepted any deposit from public within the meaning of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

### INDUSTRY SCENARIO:

National Steel Policy (NSP), 2017, aims to create crude steel capacity of 300 million tonnes (MT) and targets a robust finished steel per capita consumption of 158 kgs by 2030-31.

The construction sector, which includes both infrastructure and real estate, contributes about 62 per cent of the total steel demand. Both these sub-segments are witnessing demand revival which is expected to become stronger in 2021, especially as the government loosens its purse strings and spends more on infrastructure projects.

#### Policy for providing preference to Domestically Manufactured Iron and Steel Products (DMI & SP Policy) in Government Procurement

- This policy provides preference to Domestically Manufactured Iron and Steel Products (DMI & SP) in Government procurement. The policy covers a list of 49 manufactured products of iron and steel.
- The minimum domestic value addition of 20-50 per cent is specified on these 49 products of iron and Steel. The Policy also covers capital goods for manufacturing iron and steel products for which minimum domestic value addition of 50 per cent is specified.
- No Global Tender Enquiry (GTE) shall be invited for tenders related to procurement of iron and steel products. No Global Tender Enquiry (GTE) shall be invited for tenders related to procurement of Capital Goods for manufacturing iron and steel products having estimated value upto ₹ 200 Crore except with the approval of competent authority as designated by Department of Expenditure.

The policy has provisions for waivers to all such procurements, where specific grades of steel are not manufactured in the country, or the quantities as per the demand of the project cannot be met through domestic sources.

In the budget announced on February 1, 2021, Finance Minister announced revocation of anti-dumping duties and countervailing duties on stainless steel products and slashed custom duties on non-alloy steel products at 7.50% across all non-alloy products. While stainless steel industry may be adversely affected by this step, it might have little implications on non-alloy steel. Since, the imports of non-alloy steel takes place majorly from nations with whom the country has signed free trade agreement and these imports enjoy zero import duty. However, the reduction in custom duties is likely to benefit the end users in MSME sector which were under stress due to rising prices of steel products.

The reduction of custom duties on scrap is expected to lower the prices of imported raw material which in turn is expected to marginally reduce production cost of steel for secondary steel players. The budget also unfurled number of infrastructure projects and increased the outlay on capital expenditure which are likely to strengthen the steel demand in the medium-term. The announcements such as capex augmentation in railways, metro rail projects, and vehicle scrapping policy are likely to benefit both primary and secondary steel producers. In medium term, domestic steel pipe manufacturers are likely to benefit from Jal Jeevan mission which has received allocation of ₹ 2.87 lakh crore and from proposed extension of city gas distribution.



## MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

The Management Discussion and Analysis Report for the year under review, as stipulated under Regulation 34(2)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is given in **Annexure 1** forming part of the Annual Report.

## PARTICULARS OF EMPLOYEES:

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the details of top ten employees, and none of the employees drawing the remuneration in excess of the limits set out in the said rules, are provided in **Annexure 2** of this Board's Report.

The Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are also provided in **Annexure 2** of the Board's Report.

## MANAGERIAL REMUNERATION:

In accordance with Section 178 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 issued thereunder and Regulation 19 of the SEBI (LODR) Regulations, 2015, the Board of Directors at their meeting held on February 12, 2015 formulated the Nomination and Remuneration Policy of your Company on the recommendations of the Nomination and Remuneration Committee.

The salient aspects covered in the Nomination and Remuneration Policy, covering the policy on appointment and remuneration of Directors and other matters have been outlined in the Corporate Governance Report which forms part of this Report.

## SUBSIDIARIES, JOINT VENTURE OR ASSOCIATES COMPANIES DURING THE YEAR:

**Pursuant to restructuring, the Board of Directors disinvested the entire investment of 5,42,000 Equity Shares in the subsidiary on 22nd September, 2020, consequently, Kamalasha Infrastructure and Engineering Private Limited, ceased to be the Company's subsidiary, According, consolidation of accounts has been done only an accounts of Associate Company.**

The company has one associate company named as "Ashoka Pre-con Pvt. Ltd."

The Statement in form AOC-1 containing salient features of the financial statements of Company's Subsidiaries and associates is attached as **Annexure 3** to the financial statements of the Company.

In accordance with third proviso of Section 136(1) of the Companies Act, 2013, the Annual Report of the Company, containing therein its standalone and the consolidated financial statements has been placed on the website of the Company. Further, as per fourth proviso of the said section, audited annual accounts of each of the subsidiary company have also been placed on the website of the Company, [www.bedmutha.com](http://www.bedmutha.com). Shareholders interested in obtaining a copy of the audited annual accounts of the subsidiary company may write to the Company Secretary at the Company's registered office address.

## SIGNIFICANT AND MATERIAL ORDER PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS:

During the year under review, no order has been passed by the regulators or courts or tribunals against the Company or any Directors, Key Managerial Personnel of the Company.

## PARTICULARS OF CONTRACTS OR ARRANGMENTS WITH RELATED PARTIES:

All contracts/ arrangements/ transactions entered by the Company during the financial year 2020-21 with related parties are in compliance with the applicable provisions of the Companies Act, 2013 Rules issued thereunder and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year under review, the Company had not entered into any materially significant related party transactions with Promoters, Directors, Key Managerial Personnel or other designated persons, which may have a potential conflict with the interest of the Company at large. None of the Directors has any pecuniary relationships or transactions vis-à-vis the Company.

All Related Party Transactions are placed before the Audit Committee and the Board of Directors for their approval.

## **BEDMUTHA INDUSTRIES LIMITED**

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The policy on Related Party Transactions as approved by the Board may be accessed on the Company's website ([www.bedmutha.com](http://www.bedmutha.com)).

The particulars of contracts or arrangements entered into by the Company with related parties are appended in **Annexure 4** to the Board's Report.

### **CORPORATE GOVERNANCE:**

The Company is committed to maintain the highest standards of Corporate Governance and adhere to the Corporate Governance requirements set out by SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has also implemented several best Corporate Governance practices as prevalent throughout the country. The Report on Corporate Governance as stipulated under Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is presented in a separate section forming part of the Annual 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.

### **BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL:**

As on March 31, 2021, the Company has 6 (Six) Directors consisting of 4 (Four) Independent Directors, and 2 (Two) Executive Directors.

Mr. Ajay Kachardas Vedmutha (DIN: 01726879), Managing Director of the Company, retires by rotation at the ensuing Annual General Meeting pursuant to the provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the Articles of Association of the Company and being eligible, offered himself for re-appointment. Your Directors recommend his re-appointment.

The Shareholders of the Company at the 30<sup>th</sup> Annual General Meeting has approved the appointment of Mr. Shreekrishna Marathe (DIN:08691908) as an Independent Director of the Company for a period of 5 (Five) consecutive years, not liable to retire by rotation i.e., till March 31, 2025

On the basis of the recommendation of the Nomination and Remuneration Committee and the Board of Directors, members accorded their approval at the 29<sup>th</sup> Annual General Meeting of the Company for continuation of appointment of Mr. Vasant Joshi, (DIN 07348931) who has attained the age of 80 years.

The Shareholders of the Company at the 30<sup>th</sup> Annual General Meeting has approved the appointment of Mr. Vasant Joshi, (DIN 07348931), as an Independent Director for the (2<sup>nd</sup>) second term on the Board of Directors of the Company with effect from 26<sup>th</sup> November, 2020 till 25<sup>th</sup> November, 2025.

The brief resume of the Director(s) seeking appointment or re-appointment and other related information under Regulation 36 of the SEBI (LODR) Regulations, 2015 and Secretarial Standard-2 (SS-2) has been provided in the Notice convening 31<sup>st</sup> Annual General Meeting.

Presently, Mr. Vijay Vedmutha -Chairman and Managing Director, Mr. Ajay Vedmutha–Managing Director and Chief Financial Officer, Mrs. Vinita Ajay Vedmutha - Chief Executive Officer and Mr. Ajay Topale - Company Secretary are the Key Managerial Personnel of your Company in accordance with the provisions of Sections 2(51) and 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

### **DECLARATION BY INDEPENDENT DIRECTORS:**

The Independent Directors of the company are not associated with the Company in any manner as stipulated under section 149(6) of Companies Act, 2013 and at the same time possess relevant expertise and experience that are additive to the Board of the company for delivering higher growth and higher values. Further, the Company has received declarations from all the Independent Directors confirming that they meet the criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (LODR) Regulations, 2015.

### **ANNUAL EVALUATION OF BOARD'S PERFORMANCE:**

According to Regulations 25(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a meeting of the Independent Directors is required to be held to evaluate the performance of the Non-Independent Directors. Accordingly, a meeting of Independent Directors was held on February 11, 2021 wherein the performance of the Non-Independent Directors, including the Chairman, was evaluated.

Pursuant to the provisions of the Companies Act, 2013 and Regulation 25(4) of SEBI (Listing Obligations and Disclosure Requirements) 2015, the Board has carried out an annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of the members of Audit, Nomination and Remuneration and other Compliance Committees. The manner, in which the evaluation is carried out, has been explained in the Corporate Governance Report.

**FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS:**

Every new Independent Director of the Board attends an orientation program. To familiarize the new Independent Director with the strategy, operations and functions of our Company, the Executive Directors/ Senior Managerial Personnel make presentations to the new Independent Director about the company's strategy, operations, product and service and offerings, markets, organization structure, human resources, technology quality, facilities and risk management.

**NUMBER OF BOARD MEETINGS:**

The meeting of the Board of Directors was held 4 (Four) times as prescribed under section 173 of the Companies Act, 2013 during the Financial Year 2020-21 and the intervening gap between two succeeding meetings was more than 120 days pursuant to relaxation provided by Circular no. 11/2020 dated March 24, 2020 in view of Covid 19 outbreak. Your Company has complied with the provisions of Chapter XII – Meetings of Board and its Powers, of the Companies Act, 2013 with respect to meetings of the Board. The details regarding the Board meetings and the attendance of the Directors present in such meetings are provided in the Corporate Governance report.

**COMMITTEES OF THE COMPANY:****Audit Committee:**

The Board has properly constituted the Audit Committee in compliance with Section 177 of Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which consists of the following members' viz.:

Name of Member	Designation	Category
Mr. Narayan Kadu	Chairman	Independent Director
Mrs. Vandana Sonwaney	Member	Independent Director
Mr. Vijay Vedmutha	Member	Executive Director (Chairman & Managing Director)
Mr. Vasant B. Joshi	Member	Independent Director
Mr. Shreekrishna Marathe	Member	Independent Director*

\*Mr. Shreekrishna Marathe (DIN: 08691908) has been appointed as Additional Director (Non-Executive & Independent) w.e.f. April 01, 2020 and has been appointed as Member of Audit Committee w.e.f. June 26, 2020.

The details regarding Composition, meetings and attendance of the members have been mentioned in the Corporate Governance Report.

All the recommendations of the Audit Committee during the year were accepted by the Board of Directors of the Company.

**Establishment of Vigil Mechanism / Whistle Blower Policy:**

The Company has established a vigil mechanism and oversees through the committee, the genuine concerns expressed by the employees and other Directors. The Company has also provided adequate safeguards against victimization of employees and Directors who express their concerns about unethical practice. Any complainant can have direct access to the Chairman of the Audit Committee via e-mail ID. The Vigil Mechanism Policy of the Company is placed on Company's website i.e., <http://www.bedmutha.com>.

**Nomination and Remuneration Committee:**

The Board of Directors has constituted the Nomination and Remuneration Committee in accordance with the Companies Act, 2013 and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which comprises of the following members viz.:

## BEDMUTHA INDUSTRIES LIMITED

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Name of Member	Designation	Category
Mr. Narayan Kadu	Chairman	Independent Director
Mrs. Vandana Sonwaney	Member	Independent Director
Mr. Vasant B. Joshi	Member	Independent Director
Mr. Shreekrishna Marathe	Member	Independent Director *

\*Mr. Shreekrishna Marathe (DIN: 08691908) has been appointed as Additional Director (Non-Executive & Independent) w.e.f. April 01, 2020 and has been appointed as Member of Nomination & Remuneration Committee w.e.f. November 11, 2020.

The details regarding composition, meeting and attendance of the members have been mentioned to the Corporate Governance Report.

### **Policy for Selection, Appointment and Remuneration of Directors Including Criteria for Their Performance Evaluation**

The Company has adopted a policy titled as “Nomination & Remuneration Policy” which inter alia includes Company’s policy on Board Diversity, selection, appointment and remuneration of directors, criteria for determining qualifications, positive attributes, independence of a director and criteria for performance evaluation of the Directors.

The Nomination & Remuneration Policy as approved by the Board is placed on the website of the Company. ([www.bedmutha.com](http://www.bedmutha.com))

### **Stakeholder Relationship Committee:**

The Board of Directors has constituted Stakeholders Relationship Committee in accordance of the Companies Act, 2013 and Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The details regarding Composition, meeting and attendance of the members have been mentioned to the Corporate Governance Report.

### **Corporate Social Responsibility Committee (CSR):**

As per Section 135 of the Companies Act, 2013, every Company having net worth of Rupees five hundred crore or more, or turnover of Rupees one thousand crore or more, or a net profit of Rupees five crore or more during the immediately preceding financial year shall constitute the CSR Committee.

Considering the above threshold limit specified above, the Company is not required to constitute the CSR Committee.

### **RISK MANAGEMENT POLICY:**

The Company has implemented Risk Management Policy and the Board of Directors has prepared a comprehensive framework of risk management for assessment of risks and to determine the responses to these risks so as to minimize their adverse impact on the organization. The policy as approved by the Board of Directors is uploaded on the Company’s website. ([www.bedmutha.com](http://www.bedmutha.com))

The Company manages, monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its strategic objectives. The Company’s management systems, organizational structures, processes, standards, code of conduct and behaviors together form the Bedmutha Management System (BMS) that governs how the Group conducts the business of the Company and manages associated risks.

The Company has introduced several improvements to drive a common integrated view of risks, optimal risk mitigation responses and efficient management of internal control and assurance activities. This integration is enabled by all three being fully aligned in the Company wide Risk Management, Internal Control and Internal Audit methodologies and processes.

### **Risk & Mitigation:**

The Company has identified various risks faced by the Company from different areas. As required under Regulation 21 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has adopted a risk management policy whereby a proper framework is set up.

Appropriate structures are present so that risks are inherently monitored and controlled. A combination of policies and procedures attempts to counter risk as and when they evolve.

**INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

Your 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. Your Company has introduced several improvements such as Integrated Enterprise Risk Management, Internal Control Management and Assurance Frameworks and processes to drive a common integrated view of risks, optimal risk mitigation responses and efficient management of internal control and internal audit activities. Risk management and internal control frameworks are designed and implemented to manage rather than completely eliminated the risk of failure to achieve business objectives.

The Company has appointed M/s. Swati Ware & Co., Chartered Accountant as an internal Auditor to have check on the adequacy of controls in the overall operations and functioning of various departments. The monthly reports of the Internal Auditors are placed before the Audit committee. It is a key component which assists the management in discovering controls, weakness, regulatory violations, policy violation and operational inefficiencies. This self-discovery of issues provides the management an ability to take corrective action in order to maintain the safety, soundness, profitability and integrity.

**PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS HELD BY THE COMPANY UNDER SECTION 186 WITH DETAILS:**

The loans, guarantees and investments covered under section 186 of the Companies Act, 2013 form part of the notes to the financial statements provided in this Annual Report.

**MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION BETWEEN THE END OF FINANCIAL YEAR AND DATE OF REPORT:**

There are no material changes and commitments made which may affect financial position of the Company between the end of financial year and date of report.

**STATUTORY AUDITORS:**

Mr. A. D. Kulkarni (ICAI Membership No.: 049739), Proprietor of M/s. A. D. Kulkarni & Co., Chartered Accountants, Jalgaon (Firm Registration No. 115959) were appointed as Statutory Auditors of the Company at the Annual General Meeting held on September 25, 2017, for a period of five (5) consecutive years commencing from the conclusion of 27<sup>th</sup> AGM till the conclusion of the 32<sup>nd</sup> AGM of the Company.

In terms of the provisions relating to statutory auditors forming part of the Companies Amendment Act, 2017, notified on May 7, 2018, ratification of appointment of Statutory Auditors at every AGM is no more a legal requirement. Accordingly, the Notice convening the ensuing AGM does not carry any resolution on ratification of appointment of Statutory Auditors.

**AUDITORS' REPORT:**

During the year under review, there were no frauds reported by the Auditors to the Audit Committee or the Board under Section 143(12) of the Companies Act, 2013.

There are no qualifications, reservations, disclaimer or adverse remarks in the Auditors' Report.

**INTERNAL AUDITORS:**

M/s. Swati Ware & Co., Chartered Accountants, is the Internal Auditors of the Company and their reports are reviewed by the Audit Committee on periodical basis.

**COST AUDITORS:**

In accordance with the provisions of Section 148 of Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, your Company has to appoint cost auditors for conducting the audit of cost records of the applicable products of the Company for the financial year. Accordingly, during the year, your Company has appointed M/s. Deodhar Joshi & Associates, Cost Accountants (Firm Registration No.: 002146) to conduct the cost audit of the Company for the Financial Year 2020-21. The ratification of the remuneration payable to the Cost Auditors shall be sought from shareholders in the ensuing Annual General Meeting.

**COST RECORDS**

The Company is maintaining the Cost Records as specified by the Central Government under Section 148(1) of the Companies Act, 2013.

## BEDMUTHA INDUSTRIES LIMITED

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### SECRETARIAL AUDITORS:

In terms of Section 204 of the Companies Act, 2013 and the Rules made there under, M/s. S. Anantha & Ved LLP (LLPIN: AAH-8229) had been appointed as the Secretarial Auditors of the Company for the financial year 2020-21.

The Secretarial Audit Report for the year under review is annexed as “**Annexure 5**” to this report.

Necessary explanation to the observation made in the Secretarial Audit Report is given below:

*The Company has availed benefit of immunity offered by MCA under CFSS and extension granted by MCA for filing e-forms after due date without payment of additional fees, considering COVID-19 Pandemic situation.*

### Management Reply:

The Board has advised the Secretarial Department to file the E-forms within due date to avoid such delay in future. Also due to Covid 19 pandemic, the Company has availed benefit of immunity offered by MCA under CFSS for filing of few forms.

### ANNUAL RETURN:

The Annual Return of the Company in prescribed form MGT-7 is available on the website of the Company at [www.bedmutha.com](http://www.bedmutha.com).

### DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors of your Company hereby state that:

- (i) In the preparation of the Annual accounts for the year ended March 31, 2021, the applicable accounting standards have been followed along with proper explanation related to material departure(s), if any;
- (ii) The Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2021 and of the profit of the Company for the year ended on that date;
- (iii) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) The Directors have prepared the annual accounts on a 'going concern' basis;
- (v) The Directors of the Company have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and are operating effectively; and
- (vi) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### HUMAN RESOURCES:

Your Company enjoys cordial relations with its employees. The key focus of your Company is to attract, retain and develop talent. The Board wishes to place on the record its appreciation of the contributions made by all employees ensuring high levels of performance and growth during the year.

### CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The information on conservation of Energy, Technology Absorption and Foreign Exchange Earnings and outgo mentioned under Section 134(3)(m) read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is annexed as **Annexure 6** to this report.

### TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND:

Your Company did not have any funds, being dividends lying unpaid or unclaimed for a period of seven years. Therefore, there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).



**POLICY ON PREVENTION OF SEXUAL HARASSMENT:**

The Company has in place Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. During the year 2020-21, no complaints were received regarding sexual harassment. Further, the Company is conducting the awareness programs at regular interval of time.

**OTHER MATERIAL INFORMATION:**

During the year under review, there is no other material information to report.

**SECRETARIAL STANDARDS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA (ICSI):**

The Company complies with the Secretarial Standards issued by ICSI, one of the premier professional bodies in India.

**CAUTIONARY STATEMENT:**

Statement in the Directors' report and the Management Discussion and Analysis describing the company's objectives, expectations or predictions, may be forward looking within the meaning of applicable securities laws and regulations. Actual results may differ materially from those expressed in statement. Important factors that could influence the company operation include: global and domestic demand and supply conditions affecting selling prices, new capacity additions, availability of critical material and their cost, changes in government policies and tax laws, economic developments of the country and other factors which are material to the business operations of the company.

**ACKNOWLEDGEMENT:**

Your Directors wish to thank and acknowledge the contributions of Financial Institutions, Banks, Government Authorities, dealers, suppliers, business associates, auditors, consultants and the Company's valued customers for their assistance and co-operation and the esteemed shareholders for their continued trust and support. The Directors also wish to acknowledge members of Bedmutha Group at all levels for their spirit of commitment, dedication and support extended in challenging times.

**For and on behalf of Board of Directors  
BEDMUTHA INDUSTRIES LIMITED**

**Vijay Vedmutha  
Chairman & Managing Director  
DIN: 00716056**

**Date: August 17, 2021  
Place: Sinnar**

## **BEDMUTHA INDUSTRIES LIMITED**

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### **DECLARATION UNDER REGULATION 34(3) READ WITH PART D OF SCHEDULE VOF SEBI (LODR) REGULATIONS, 2015 WITH REGARDS TO COMPLIANCE WITH CODE OF CONDUCT**

This is to certify that, in line with the requirement of Regulation 26 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, all the Directors of the Board and Senior Management Personnel have solemnly affirmed that to the best of their knowledge and belief, they have complied with the provisions of the Code of Conduct during the Financial Year 2020-21.

**For and on behalf of Board of Directors  
Bedmutha Industries Ltd**

**Vinita A. Vedmutha  
Senior Chief Executive Officer**

**Date: August 13, 2021  
Place: Sinner**

**MANAGEMENT DISCUSSION AND ANALYSIS**

Management Discussion and Analysis Report for the year under review, as per regulation 34 (2) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 is presented as below.

**Economic and Industry Overview:**

Fiscal year 2020-21 ends. With an estimated annual contraction of 8% in GDP, 2020-21 has been the worst year in terms of economic performance in India since 1950-51, the earliest period for which data is available.

The bad growth performance in 2020-21 is largely on account of the 68-day long hard lockdown which was imposed on March 25 2020 to prevent the spread of Covid-19 infections.

While the Indian economy was losing growth momentum for several years before the pandemic, the exceptionally bad growth performance in 2020-21 is largely on account of the 68-day long hard lockdown which was imposed on March 25 2020 to prevent the spread of Covid-19 infections in the country, and continuing restrictions on economic and recreational activities for the rest of the year.

To be sure, the economy has been recovering with the easing of restrictions. India's GDP re-entered growth territory in the quarter ending December 2020.

Retail inflation as measured by the Consumer Price Index (CPI) stayed above 6%; the upper limit of the Reserve Bank of India's tolerance band, continuously between April and November 2020.

While headline CPI growth fell sharply from 7.6% in October 2020 to just 4.1% in January 2021, it accelerated once again in February to 5%.

The crucial difference between inflation in 2020 and 2021 is the trajectory of food and non-food prices. The 2020 inflationary surge and subsequent moderation was largely driven by food prices, but over the past few months non-food inflation has been slowly gaining momentum in the economy.

Among the biggest uncertainties regarding the pandemic's impact on the Indian economy is its impact on taxes. Even provisional estimates for the central government's tax collections in 2020-21 will only be available in May.

The government slashed its Budget Estimates (BE) of 2020-21 Gross Tax Revenue collection by more than 21% in the Revised Estimates (RE) which were published in the 2021-22 Budget.

The gap between government expenditure and revenue was estimated at ₹ 12 trillion due to increased borrowings by the government in May 2020 to address the COVID-19 outbreak.

**Saving Lives and Livelihoods amidst a Once-in-a-Century Crisis**

- India focused on saving lives and livelihoods by its willingness to take short-term pain for long-term gain, at the onset of the COVID-19 pandemic
- Response stemmed from the humane principle that Human lives lost cannot be brought back, GDP growth will recover from the temporary shock caused by the pandemic
- An early, intense lockdown provided a win-win strategy to save lives, and preserve livelihoods via economic recovery in the medium to long-term
- Strategy also motivated by the Nobel-Prize winning research by Hansen & Sargent (2001): a policy focused on minimizing losses in a worst-case scenario when uncertainty is very high

COVID-19 pandemic emphasized the importance of healthcare sector and its inter-linkages with other sectors - showcased how a health crisis transformed into an economic and social crisis.

While China is forecasted to continue its rapid growth in 2021, Latin America and the Eurozone is expected to lag behind. US saw overall GDP decline of 3.5%. India's economy rebounded quickly from one of the world's longest and most stringent lockdowns, which also came with steepest fall in GDP in Q2. Real GDP grew by 0.4% in Q3FY2021 after a contraction in the previous two quarters. Real GDP is estimated to have contracted by ~8% in FY 2020-21 India is expected to witness a full economic recovery in H2FY2022 driven by (a) ongoing vaccination supporting the current recovery momentum;

## BEDMUTHA INDUSTRIES LIMITED

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Disruption on both demand and supply resulted in global steel demand in 2020 to fall by 0.2% against a growth of 3.7% in 2019.

China and Turkey were two key countries that saw an increase in finished steel demand of 9% and 13% respectively in 2020.

India also contributed to global decline, as steel consumption in India declined by 13.7% to 88.5 MnT in 2020 against 102.6 MnT in 2019.

The construction sector was less affected, as it was supported by government stimulus schemes in many regions. As a result, steel prices rallied in all regions in late 2020.

Steel demand is expected to be strong due to recovery in manufacturing businesses around the world and global fiscal stimulus supporting infrastructure projects. The outlook for 2021 is expected to be positive because of the unprecedented fiscal stimulus provided by the governments across the Globe.

Steel demand in key emerging economies (like India, Turkey) and Europe is expected to witness double digit recovery. India's steel industry has also suffered the production loss due to lockdown last year and recovered gradually since then, initially driven by export followed by gradual recovery in domestic demand. Strong rebound in manufacturing and infrastructure development activity has led to a sharp rise in both production and consumption of steel in India. In 2021, India's steel demand is expected to grow by 20% over 2020, taking the demand higher than the pre-pandemic level, driven by strong infrastructure spending and sustained demand of automotive and consumer durables.

The key opportunities boosting the steel demand are as follows:

- Government's focus on strengthening the domestic manufacturing base under the flagship "Atmanirbhar Bharat" programme. The Production Linked Incentive scheme has been introduced to boost the manufacturing sector in industries like automobile & auto components, consumer durables, solar equipment, telecom, etc. These are expected to boost steel consumption.
- Government has announced an investment of over ₹1 trillion in infrastructure over the next 5 years.
- Emergence of new trends after COVID-19 such as work from home, preference to physical distancing would create additional demand for furniture, personal mobility, etc. In addition, the rise in e-commerce activity will support the growth of warehousing and light commercial vehicles.

'Atmanirbhar Bharat' economic stimulus package which was announced by the Government of India included the following measures: -

- Reduction of tax burden for most vulnerable firms such as SMEs.
- Relaxation of NPA norms.
- For SMEs: reducing interest rates, increasing debt rollovers.
- Waiver of fixed charges such as fixed electricity charges for small businesses.
- Validity of licenses / approvals / NOCs (eg. Consent to operate, EC etc.) for another 6 months wherever required to ensure sustained operations post lockdown and avoid potential challenges due to clearance bottlenecks post lockdown.
- GST credit / rebate for salaries paid during lockdown, ESIC/EPF payment relaxation for high employment multiplier industries like steel.
- Deferred payment of mining dues including royalty without penal interests.
- 6 month moratorium on payment of registration charges, upfront payment etc. for recently auctioned mines.
- Extension of time to comply with new mining lease requirements.
- Waiver of compensation cess on coal.

### Industry Structure and Development

During the period of January to December, 2020, India remained the 2nd largest producer of Crude Steel in the world.

The Crude Steel production expanded from 95.477 Million Tonne (MT) in 2016 to 99.57 MT (provisional) in 2020. However, the Crude Steel production showed a decline of 10.6% over the Corresponding Period Last Year (CPLY).

Capacity for domestic crude steel expanded from 128.277 Million Tonne Per Annum (MTPA) in 2016 to 142.724 MTPA in 2020.

Facts for total finished steel (non-alloy + alloy/stainless):

- Production of total Finished Steel stood at 91.435 MT showing a decline of 12.1% over the year.
- Export of total Finished Steel stood at 10.15 MT showing an annual growth of 23.7%.
- Import of total Finished Steel was at 4.463 MT, down by 40.0% over the CPLY.
- India was a net exporter of total Finished Steel (in volume).
- Consumption of total Finished Steel was 88.535 MT showing a decline of 13.7% over the CPLY

National Steel Policy (NSP) 2017 was implemented to encourage the Industry to reach the Global benchmarks.

Under the Union Budget 2021-22, the Government allocated ₹ 39.25 crores (US \$ 5.4 millions) to the Ministry of Steel.

Ease availability of low cost man power and presence of abundant iron ore reserves make India complete in the global set up.

Increased steel demand from sectors including infrastructure, oil and gas and automotive will drive the growth of the Industry. In April 2021, India finished consumption stood at 6.78 MT. According to CARE ratings crude steel production is expected to reach 112-114 MT, an increase of 8-9% YoY, in FY 2022, which will be supported by economic recovery, government spending and enhanced liquidity.

The industry is witnessing consolidation of players, which has led to investment by entities from other sectors. The ongoing consolidation also presents an opportunity to global players to enter the Indian market.

According to the data released by Department for Promotion of Industry and Internal Trade (DPIIT), the Indian metallurgical industries attracted Foreign Direct Investment (FDI) to the tune of US\$ 14.24 billion in the period April 2000-September 2020.

**Our business:** our products are down-stream products, and we expect vast potential in the years to come on account of the Government initiatives like Atmanirbhar Bharat, Production link Incentives announced recently and thrust of Government spending on building the national Infrastructure like rail, road, port, digitalization where there is application of our products.

### **Business Environment:**

India jumped 14 places to 63 in the 2020 World Bank's Ease of Doing Business ranking and was the only country in the emerging market basket that received positive FPIs of USD 23.6 billion in 2020; the country ranked eighth among the world's top stock markets with a market capitalisation of USD 2.5 trillion in 2020.

India's Gross Domestic Product (GDP) contracted 7.3% in 2020-21, as per provisional National Income estimates released by the National Statistical Office, marginally better than the 8% contraction in the economy projected earlier. GDP growth in 2019-20, prior to the COVID-19 pandemic, was 4%.

The fourth quarter of 2020-21 recorded a growth of 1.6% in GDP, the second quarter of positive growth, after the country had entered a technical recession in the first half of the year. The Gross Value Added recorded 3.7% growth in Q4, compared to 1% in Q3. GVA had contracted 22.4% and 7.3% in the first and second quarters of 2020-21.

GDP had contracted 24.4% in the April to June 2020 quarter, followed by a 7.4% shrinkage in the second quarter. It had returned to positive territory in the September to December quarter with a marginal 0.5% growth.

The country has witnessed good economic growth for two quarters consecutively with the unlocking of the economy that led the operations to scale up leading to better revenue generation. The second wave of pandemic may temporarily slower the economic growth in Q1FY'22, however, the nationwide vaccination drive has helped in improving the business sentiment across the country.

India is expected to witness a full economic recovery FY 2022-23 driven by (a) ongoing vaccination supporting the current recovery momentum; (b) restart of investment cycle with significant spending on infrastructure and (c) continued recovery in consumption supported by urban demand.

## BEDMUTHA INDUSTRIES LIMITED

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According to the Industry chamber FICCI's survey, the overall capacity utilisation in manufacturing witnessed a rise to 74 percent in Q3 as compared to 65 percent in previous quarter. The future investment outlook was slightly better as 30 percent of respondents reported plans for capacity additions for the next six months as compared to 18 percent in previous quarter. Also growth assessment going forward for metal and metal products predicted at strong level as compared to earlier quarters of the FY 2020-21.

High raw material prices, high cost of finance, shortage of skilled labor and working capital, high logistics cost, low domestic and global demand due to imposition of lockdown across all countries to contain spread of coronavirus, excess capacities due to high volume of cheap imports into India, lack of financial assistance, uncertain demand scenario across globe, complex procedures for obtaining environmental clearances, high power tariff, are some of the major constraints which were highlighted.

The Indian government initiated structural reforms in agriculture, labour laws and medium-small enterprise segments. The labour reforms were intended to empower MSMEs increase employment, enhance labour productivity and wages.

The Government relaxed foreign direct investment (FDI) norms for sectors like defence, coal mining, contract manufacturing and single-brand retail trading.

### **Financial Performance:**

The top line of the Company for the Financial Year 2020-21 is ₹ 388.08 crores increased by ₹ 28.30 crores in comparison for the Financial Year 2019-20.

As conveyed in the last Annual General Meeting regarding progress of implementation of Restructuring Plan, we further wants to keep you informed that the Restructuring Plan has been successfully implemented on January 16, 2021. It has created positive impact on the financials of the Company for the Financial Year 2020-21 due to following features of the Restructuring Plan:

- a) ₹ 42.50 crores has been invested by the Investors and Promoters into the Company as on January 16, 2021 at total price of ₹ 55/- per share including premium of ₹ 45/- and ₹ 10/- face value.
- b) Consortium Banks have converted unsustainable loan of ₹ 230.15 crores into Non-Convertible Cumulative Redeemable Preference Shares (CRPS) with coupon rate of 1.00% w.e.f. 01/01/2018. Hence, bank loan on the Company reduced by ₹ 230.15 crores w.e.f. 01/01/2018
- c) The Banks have also reduced the interest rate on sustainable loan from 12% pa to 9.05% pa w.e.f. 01/01/2018.

Now, the Company is in full swing to ramp the production to the desired quantity so as to achieve the desired results as noted in the Restructuring Plan.

### **RISK, OPPORTUNITIES AND THREATS:**

#### ***Opportunities:***

Due to structural changes brought out by the present government, more particularly by introduction of GST (Goods & Service Tax). The whole Country has become one market, due to this sea change in taxation; our company sees seamless growth in the market for our products.

Our companies product namely Steel Wire, Wire Products, wire ropes & Copper products, has wide application in Infrastructure segment and same being the focus of our country for its growth, we see lot of opportunity for our products.

#### ***RISKS AND THREATS:***

The risks which the Company may face are discussed as follows.

##### **i) Present Pandemic Risk:**

The rapid spread of Covid 19 since March 2020, has caught the whole world unaware of the risk. All are navigating the path of total uncertainty and this is the biggest risk for the Company going forward this Current Financial Year 2021-22.

##### **ii) Health, Safety and Environment Risk:**

The manufacture of steel wire involves processes that are potentially hazardous if not executed with due care.



The business of the Company are subject to numerous laws, regulations and contractual commitments relating to health, safety of the staffs and laborers and the environment in the country and these rules and regulations are becoming more stringent. A better safety performance, not only enhances life and effectiveness of human and capital assets, but also improves their availability and reduces losses due to safety incidents.

To minimize the risk, and to enhance the health and safety of employees, our company is adhering to ISO. 18000 system.

**iii) Technology Risk:**

A key challenge before the Company is to ensure that its plants are equipped with updated technologies in order to serve clients better and secure cost competitiveness. To that effect, the management of the Company has continued to gear up the improving existing process so as to advance the groups' cost competitive position.

The management upgrades the machineries with the latest improvements to cope up with the market demand and for development of the existing products. The company improves its product line to the next level in the competitive market.

**iv) Currency Risk:**

The Company's functional currency is Indian Rupees (INR). The Company undertakes transactions denominated in foreign currencies; consequently, exposure to exchange rate fluctuations arise. Volatility in exchange rates affects the Company's revenue from export markets and the costs of imports, primarily in relation to raw materials. The Company is exposed to exchange rate risk under its trade and debt portfolio. Adverse movements in the exchange rate between the Rupee and any relevant foreign currency result's in increase in the Company's overall debt position in Rupee terms without the Company having incurred additional debt and favorable movements in the exchange rates will conversely result in reduction in the Company's receivables in foreign currency. The Company's currency exposures in respect of monetary items at March 31, 2021 & March 31, 2020 that result in net currency gains and losses in the income statement arise principally from movement in US Dollar and Euro exchange rates. Currently, this currency risk exposure is hedged with forward cover.

**v) Financing Risk:**

Our Company manages financial risks to maintain a prudent financing strategy, even when undertaking major investment, and therefore taking controlled risks in the area.

**vi) Interest Risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company at present does not have any floating interest rate borrowings and other Long term borrowings of the company are at fixed interest rate. Thus the company does not have any interest rate risk at present.

**vii) Liquidity Risks**

Liquidity Risk is defined as the risk that the company will not be able to settle or meet its obligations on time or at reasonable price. The Company is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. The Company monitors its liquidity risk and maintains a level of cash and cash equivalents deemed adequate by management to finance the Company's present operations and to mitigate the effects of fluctuations in cash flows. However, the liquidity crisis has led to defaults in repayments and interest payment to lenders, for which the Company had approached Lenders for Restructuring and has been sanctioned and implemented.

Further the repayment of loan is based on the cash flow from subsidies to be received from Government of Maharashtra for setting up the Mega Project in the backward area of the state, which is likely to get delayed due to Government priority to allot more funds to health sector, we are trying to mitigate the short fall by availing the funds through other sources like bridge loan etc.

**viii) Regulatory and Compliance Risk:**

There are number of complex laws and regulations and multiple compliances to be complied with by the Company. Further, unstable political system and frequent changes in investment and economic policies are common and any unforeseen change can expose the Company's business. This signifies the alignment of corporate performance objectives, while ensuring compliance with regulatory requirements.

## BEDMUTHA INDUSTRIES LIMITED

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### RESEARCH & DEVELOPMENT

Your Company's Technology function continues to support the Company's growth strategy with focus on new capabilities/ technology development, development for substantially new products, feature enhancement of existing products and productivity improvement.

#### Internal control systems and their adequacy

The Companies Act, 2013 re-emphasizes the need for an effective Internal Financial Control System (IFC) in the Company which should be adequate and shall operate effectively. The Company has an Internal Control System including Internal Financial Controls, commensurate with the size, scale and complexity of its operations. The same is approved by Audit Committee. The Joint Internal Auditors evaluate the efficacy and adequacy of internal control system, accounting procedures and policies adopted by the Company for efficient conduct of its business, adherence to Company's policies, safeguarding of Company's assets, prevention and detection of frauds & errors and timely preparation of reliable financial information etc. The Internal Financial Controls are adequate and working effectively. The scope and authority of the Internal Audit is laid down by the Audit Committee and accordingly the Internal Audit Plan is approved.

The Board is of the opinion that the Company has a process in place to continuously monitor the existing controls and identify gaps, if any, and implement new and /or improved controls wherever the effect of such gaps would have a material effect on the Company's operations.

### INFORMATION TECHNOLOGY

Your Company continues to be in forefront of leveraging relevant Information Technology trends to better facilitate the business and enhance the value proposition to its customers.

### HUMAN RESOURCES DEVELOPMENT

As on 31st March 2021, the number of permanent employees in the Company is 525 at various levels. Talent management has always been the crucial factor for the Company, as your Company believes that its continued success will depend on its ability to attract and retain key personnel with relevant skills and experience. The attrition rate among the Top Management of the Company has been negligible in last many years. The Company has robust process of human resource development. The Company has a HR Policy in place and encouraging working environment. The Company has continued to focus on various aspects like employee training, welfare and safety thereby maintaining a constructive relationship with employees.

The Management had taken all required efforts for implementation of terms and conditions laid down by Ministry of Home Affairs of Central Government of India for prevention of outbreak at work places through detailed Standard Operating Procedure and Human Resource Department had taken effort in its implementation at all the sites. Moreover, all the required insurance policies were obtained for employees of the Company and its subcontractors, manpower suppliers for providing treatment cover for COVID-19 infection. The necessary arrangement were made through site HR officials for groceries, vegetables during lockdown phases and the required home isolation facilities were allocated to the workers of subcontractors too during the entire period.

#### Details of significant changes in key financial ratios

Particulars	FY 2020-21	FY 2019-2020
Current Ratio	1.37	0.47
Net Profit Margin ratio(%)	50.44	-19.83
Return on Net Worth(%)	249.47	-
Debt Equity Ratio	3.40	-2.88
Interest Coverage ratio(%)	4.19	-0.11
Operating Margin ratio(%)	66.56	-1.94

The significant changes in the ratios and net worth was mainly on account of implementation of Restructuring Plan on January 16, 2021. It has created positive impact on the financials of the Company for the Financial Year 2020-21 due to following features of the Restructuring Plan:

- ₹ 42.50 crores has been invested by the Investors and Promoters into the Company as on January 16, 2021 at total price of ₹ 55/- per share including premium of ₹ 45/- and ₹ 10/- face value.

- b) Consortium Banks have converted unsustainable loan of ₹ 230.15 crores into Non-Convertible Cumulative Redeemable Preference Shares (CRPS) with coupon rate of 1.00% w.e.f. 01/01/2018. Hence, bank loan on the Company reduced by ₹ 230.15 crores w.e.f. 01/01/2018
- c) The Banks have also reduced the interest rate on sustainable loan from 12% pa to 9.05% pa w.e.f. 01/01/2018.
- d) During the Quarter 4 FY 2020-21, the Company has reserved interest provision on account of issued CRPS. Gain arising from the reversal is shown under other income. Also under IND AS, CRPS is shown as financial liability and discounted to its net present value (NPV). The difference between issue proceeds and NPV has been shown as gain on initial recognition under other income.

In line with the requirements of the restructuring, the Board of Directors has approved and completed the following Preferential Issues of Equity & Preference Shares of the Company:

- Allotted 68,23,182 Equity Shares of ₹ 10/- each for cash @ ₹ 55/- per Equity Share (including a premium of ₹ 45/- per Equity Share) aggregating to ₹ 37,52,75,010/- to 3 Corporates belonging to Non-Promoter category;
- Allotted 9,09,091 Equity Shares of ₹ 10/- each for cash @ ₹ 55/- per Equity Share (including a premium of ₹ 45/- per Equity Share) aggregating to ₹ 5,00,00,005/- to K.R. Bedmutha Techno Associates Private Limited, Promoter Group category; and
- Allotted 23,01,500, in aggregate, 1.00% Non-Convertible Cumulative Redeemable Preference Shares (“CRPS”) having a face value of ₹ 10/- each, at ₹ 1000/-, aggregating to ₹ 230,15,00,000/-, to Punjab National Bank, Bank of Baroda, Bank of India, Exim Bank and Andhra Bank (now Union Bank), as per the Loan Restructuring scheme.

**DISCLOSURE OF ACCOUNTING TREATMENT:**

The Company has consistently followed a treatment that has been prescribed in Indian Accounting Standards (Ind AS) in the preparation of financial statements and the same shows true and fair view of the financial statements.

**CAUTIONARY STATEMENT:**

Statement in this Management Discussion and Analysis describing the Company’s objectives, projections, estimates, expectations or predictions may be ‘forward-looking statements’ within the meaning of applicable Securities Laws and Regulations. Actual results could differ materially from those expressed or implied. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent development, information or events or otherwise.

**Outlook:**

IN FY 2022, we look better year than FY 2021 on account of two factors internal and external. On front of internal, our loans has been restructured by the Lenders and thus financial cost has been brought on realistic level and we have plans to ramp up the production to maximize the capacity utilisation on all product segment.

On external front, due to control on spread of Covid 19, the economic activity is expected to be back to normal and also due to long term initiatives by Government to take the National GDP to 5.00 trillion dollar economy by 2025.

**For Bedmutha Industries Ltd.**

**Vijay Vedmutha**  
**Chairman and Managing Director**  
**DIN: 00716056**

**Date: August 13, 2021**

**Place: Sinnar**

## BEDMUTHA INDUSTRIES LIMITED

### Annexure 2

**Information pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

**I. The ratio of the remuneration of each director to the median remuneration of the employees for the financial year:**

Sr. No.	Name of KMP	Designation	Per cent increase in remuneration in the financial year (FY) 2020-21	Ratio of the remuneration of each director to the median remuneration of the employees for the financial year
1	Mr. Vijay Vedmutha	Managing Director	NIL	25.32
2	Mr. Ajay Vedmutha	Managing Director	NIL	25.32
3	Mrs. Vinita Vedmutha	S-CEO	NIL	25.32
4	Mr. Ajay Topale	Company Secretary	NIL	N.A.

**Note:** Median remuneration of all the employees of the Company for the fiscal year 2020-21: ₹ 2.37 Lakhs.

\* The Company has paid sitting fees to the Independent Directors which shall not be treated as remuneration under section 197 of the Companies Act, 2013.

**II. The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;**

- No increase in the remuneration of director, CFO, CEO, Company Secretary or manager, during the financial year 2020-21.

**III. The percentage increase in the median remuneration of employees in the fiscal year:**

- During the financial year 2020-21, there is 9.10% increase in the median remuneration of the employees.

**IV. The number of permanent employees on the payrolls of the Company as on March 31, 2021:**

- No. of Employees 525.

**V. The average percentile increase already made in the salaries of the employees other than the managerial personnel in the last fiscal year and its comparison with the percentile increase in the managerial remuneration:**

- No increase in the salaries of the employees during the last fiscal year.

**VI. Remuneration is as per the remuneration policy of the Company.**

- The Company has implemented and uploaded the Remuneration policy on its website ([www.bedmutha.com](http://www.bedmutha.com)) and the remuneration paid to its Directors, KMP and other employees are in conformity with this policy.

**1. Statement under Section 197 (12) of Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 and forming part of Directors' Report for the year ended March 31, 2021.**

Sr. No	Name of the employee	Date of Joining	Designation	Qualification	Age	Experience (In years)	Remuneration* (in ) per annum	Last Employment	The percentage of equity shares held by the employee in the Company	whether any such employee is a relative of any director or manager of the Company and if so, name of such director or manager
1	Mr. K. R. Bedmutha	From Inception	Chairman Emeritus	<b>Engineer</b>	84	40+	22,19,444	NIL	9.55%	Mr. Vijay Vedmutha, Mr. Ajay Vedmutha, Mrs. Vinita Vedmutha
2	Mr. Vijay Vedmutha	From Inception	Managing Director	<b>Industrial &amp; Production Engineer</b>	56	20+	60,00,000	NIL	13.97%	Mr. K. R. Bedmutha, Mr. Ajay Vedmutha, Mrs. Vinita Vedmutha
3	Mr. Ajay Vedmutha	From Inception	Managing Director & CFO	<b>Mechanical Engineer</b>	53	18+	60,00,000	NIL	14.17%	Mr. K. R. Bedmutha, Mr. Vijay Vedmutha, Mrs. Vinita Vedmutha
4	Mrs. Vinita Vedmutha	From Inception	S-CEO	<b>Engineer</b>	52	15+	50,00,004	NIL	6.82	Mr. K. R. Bedmutha, Mr. Vijay Vedmutha, Mr. Ajay Vedmutha,

2. Employed for the part of the year and were in receipt of remuneration at the rate of not less than 8,50,000/- per month: Nil

3. Employed throughout the financial year and were in receipt of remuneration in the aggregate was not less than 1.02 Crores per annum: Nil

For and on behalf of Board of Directors  
Bedmutha Industries Ltd.

Vijay Vedmutha  
Chairman & Managing Director  
DIN: 00716056

Date: August 13, 2021  
Place: Sinner

# BEDMUTHA INDUSTRIES LIMITED

## Annexure 3

### Form AOC-I

( 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 company's / Joint ventures.**

#### **Part "A" : Subsidiary**

(₹ in Lakhs)

1	Sr. No.	:-	1
2	<b>Name of Subsidiary</b>	:-	<b>Kamalasha Infrastructure &amp; Engineering Pvt. Ltd.</b>
3	The date since when subsidiary was acquired	:-	July 27, 2009
4	Financial year ending	:-	31-Mar-21
5	Reporting currency and exchange rate as on last date of the relevant Financial year in the case of foreign subsidiaries.	:-	Indian Rupees
6	Share Capital	:-	99.00
7	Reserves & Surplus	:-	(89.19)
8	Total Assets	:-	981.49
9	Total Liabilities	:-	971.68
10	Investment	:-	-
11	Turnover	:-	261.88
12	Profit Before taxation	:-	46.50
13	Provision for taxation	:-	12.67
14	Profit after taxation	:-	33.82
15	Proposed Dividend	:-	-
16	% of Shareholding	:-	54.75%

**Note :** The Company has disinvested its entire stake in the Kamalasha Infrastructure and Engineering Private Limited i.e. Subsidiary Company w.e.f. September 22, 2020. The Kamalasha Infrastructure and Engineering Private Limited i.e. Subsidiary Company ceased to be the Subsidiary of the Company.

#### **Part "B" : Associate / Joint Venture**

<b>Name of Associate / Joint Venture</b>			<b>Ashoka Pre-con Pvt. Ltd.</b>
1	Latest Audited Balance Sheet Date	:-	31-Mar-21
2	Date on which the Associate or Joint Venture was associated or acquired		December 22, 2008
3	<b>Share of Associate / Joint Ventures held by the company on the year end</b>		
	Number of Shares	:-	<b>21,99,070</b>
	Amount of Investment in associates / Joint venture (₹ in Lakhs)	:-	318.19
	Extend of Holding %	:-	49%
4	Description of how there is significant influence	:-	Associate
5	Reason why the associate / Joint venture is not consolidated	:-	Consolidated
6	Networth Attributable to Shareholding as per latest audited Balance Sheet (₹ in Lakhs)	:-	377.78
7	Profit / (Loss) for the year (₹ in Lakhs)		16.03
	I] Considered in consolidation (₹ in Lakhs) - 49%	:-	7.86
	II] not Considered in consolidation (₹ in Lakhs) - 51%	:-	8.17

For and on the behalf of Board of Directors of  
**Bedmutha Industries Limited**

**Vijay Vedmutha**  
Chairman &  
Managing Director  
DIN : 00716056

**Ajay Vedmutha**  
Managing Director &  
Chief Financial Officer  
DIN : 01726879

**Date: August 13, 2021**  
**Place: Sinner**

**Vinita Vedmutha**  
Senior - Chief Executive  
Officer

**Ajay Topale**  
Company Secretary  
M.No. A26935



**Form No. AOC- 2**

( Pursuant to clause (h) of Sub-section (3) of section 134 of the Act read with rule 8(2) of the companies (Accounts) rules, 2014 )

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

<b>1. <u>Details of contracts or arrangements or transaction not at arm's length basis</u></b>		
(a)	Name(s) of the related party and nature of relationship	:-
(b)	Nature of contracts/ arrangements/transactions	:-
(c)	Duration of the contacts / arrangements/transactions	:-
(d)	Salient terms of the contracts or arrangements or transactions including the value , if any	:-
(e)	Justification for entering into such contracts or arrangements or transactions	:-
(f)	Date(s) of Approval by the Board	:-
(g)	Amount paid as advances , if any	:-
(h)	Date on which the special resolution was passed in General Meeting as required under first proviso to Section 188	:-

Not Applicable

**2. Details of Material contracts or arrangements or transaction at arm's length basis**

(a)	Name(s) of the related party and nature of relationship	:-	Kamalsha Infrastructure & Engineering Pvt. Ltd.
(b)	Nature of contracts/ arrangements/transactions	:-	Sale and purchase of wire, wire products and allied products. Availing from and rendering services to the Company.
(c)	Duration of the contacts / arrangements/transactions	:-	5 years
(d)	Salient terms of the contracts or arrangements or transactions including the value , if any.	:-	During the Financial Year 2020-21 the total transaction value of the contracts or arrangements are as under: i) Purchase by the Company of ₹ 164.86 Lakhs ii) Sale of the Company of ₹ 5.42 Lakhs
(e)	Date(s) of Approval by the Board , if any.	:-	November 12, 2019
(f)	Amount paid as advances , if any.	:-	₹ 461.31 Lakhs

**For and on behalf of Board of Directors  
Bedmutha Industries Ltd.**

**Vijay Vedmutha**  
Chairman & Managing Director  
DIN: 00716056

**Date: August 13, 2021**  
**Place: Sinnar**

# BEDMUTHA INDUSTRIES LIMITED

## Form No. AOC- 2

( Pursuant to clause (h) of Sub-section (3) of section 134 of the Act read with rule 8(2) of the companies (Accounts) rules, 2014 )

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

1. <i>Details of contracts or arrangements or transaction not at arm's length basis</i>		
(a)	Name(s) of the related party and nature of relationship	:-
(b)	Nature of contracts/ arrangements/transactions	:-
(c)	Duration of the contracts / arrangements/transactions	:-
(d)	Salient terms of the contracts or arrangements or transactions including the value , if any	:-
(e)	Justification for entering into such contracts or arrangements or transactions	:-
(f)	Date(s) of Approval by the Board	:-
(g)	Amount paid as advances , if any	:-
(h)	Date on which the special resolution was passed in General Meeting as required under first proviso to Section 188	:-
Not Applicable		
2. <i>Details of Material contracts or arrangements or transaction at arm's length basis</i>		
(a)	Name(s) of the related party and nature of relationship	:- K R Bedmutha Techno Associates Pvt. Ltd.
(b)	Nature of contracts/ arrangements/transactions	:- Sale and purchase of wire, wire products and allied products. Availing from and rendering services to the Company.
(c)	Duration of the contracts / arrangements/transactions	:- 5 years
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	:- During the Financial Year 2020-21 the total transaction value of the contracts or arrangements are as under: i) Purchase by the Company of ₹ 0.65 Lakhs ii) Sale of the Company of ₹ Nil iii) Service by the Company of ₹ 5.15 Lakhs
(e)	Date(s) of Approval by the Board, if any	:- November 12, 2019
(f)	Amount paid as advances, if any	:- --Nil--

**For and on behalf of Board of Directors  
Bedmutha Industries Ltd.**

**Vijay Vedmutha  
Chairman & Managing Director  
DIN: 00716056**

**Date: August 13, 2021  
Place: Sinnar**

**Form No. AOC- 2**

(Pursuant to clause (h) of Sub-section (3) of section 134 of the Act read with rule 8(2) of the companies (Accounts) rules, 2014 )

**Form for disclosure of particulars of contracts / arrangement entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act , 2013 including certain arms length transactions under third proviso thereto**

<b>1. Details of contracts or arrangements or transaction not at arm's length basis</b>		
(a)	Name(s) of the related party and nature of relationship	:-
(b)	Nature of contracts/ arrangements/transactions	:-
(c)	Duration of the contacts / arrangements/transactions	:-
(d)	Salient terms of the contracts or arrangements or transactions including the value , if any	:-
(e)	Justification for entering into such contracts or arrangements or transactions	:-
(f)	Date(s) of Approval by the Board	:-
(g)	Amount paid as advances , if any	:-
(h)	Date on which the special resolution was passed in General Meeting as required under first proviso to Section 188	:-
Not Applicable		
<b>2. Details of Material contracts or arrangements or transaction at arm's length basis</b>		
(a)	Name(s) of the related party and nature of relationship	:- Bedmutha Sons Realty Ventures Pvt. Ltd.
(b)	Nature of contracts/ arrangements/transactions	:- Sale and purchase of wire, wire products and allied products. Availing from and rendering services to the Company.
(c)	Duration of the contacts / arrangements/transactions	:- 5 years
(d)	Salient terms of the contracts or arrangements or transactions including the value , if any	:- During the Financial Year 2020-21 the total transaction value of the contracts or arrangements are as under: i) Purchase by the Company of ₹ Nil ii) Sale of the Company of ₹ Nil
(e)	Date(s) of Approval by the Board , if any	:- November 12, 2019
(f)	Amount paid as advances , if any	:- -- Nil --

**For and on behalf of Board of Directors  
Bedmutha Industries Ltd.**

**Vijay Vedmutha  
Chairman & Managing Director  
DIN: 00716056**

**Date: August 13, 2021  
Place: Sinnar**

# BEDMUTHA INDUSTRIES LIMITED

## Form No. AOC- 2

( Pursuant to clause (h) of Sub-section (3) of section 134 of the Act read with rule 8(2) of the companies (Accounts) rules, 2014 )

**Form for disclosure of particulars of contracts / arrangement entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act , 2013 including certain arms length transactions under third proviso thereto**

1. <i>Details of contracts or arrangements or transaction not at arm's length basis</i>		
(a)	Name(s) of the related party and nature of relationship	:-
(b)	Nature of contracts/ arrangements/transactions	:-
(c)	Duration of the contacts / arrangements/transactions	:-
(d)	Salient terms of the contracts or arrangements or transactions including the value , if any	:-
(e)	Justification for entering into such contracts or arrangements or transactions	:-
(f)	Date(s) of Approval by the Board	:-
(g)	Amount paid as advances , if any	:-
(h)	Date on which the special resolution was passed in General Meeting as required under first proviso to Section 188	:-
Not Applicable		
2. <i>Details of Material contracts or arrangements or transaction at arm's length basis</i>		
(a)	Name(s) of the related party and nature of relationship	:- Kamal Wire Products
(b)	Nature of contracts/ arrangements/transactions	:- Sale and purchase of wire, wire products and allied products. Availing from and rendering services to the Company.
(c)	Duration of the contacts / arrangements/transactions	:- 5 years
(d)	Salient terms of the contracts or arrangements or transactions including the value , if any	:- During the Financial Year 2020-21 the total transaction value of the contracts or arrangements are as under: i) Purchase by the Company of ₹ 854.49 Lakhs ii) Sale of the Company of ₹ 905.02 Lakhs iii) Service by the Company of ₹ 2.69 Lakhs
(e)	Date(s) of Approval by the Board , if any	:- November 12, 2019
(f)	Amount paid as advances , if any	:- --- Nil---

**For and on behalf of Board of Directors  
Bedmutha Industries Ltd.**

**Vijay Vedmutha  
Chairman & Managing Director  
DIN: 00716056**

**Date: August 13, 2021  
Place: Sinnar**

**Form No. AOC- 2**

( Pursuant to clause (h) of Sub-section (3) of section 134 of the Act read with rule 8(2) of the companies (Accounts) rules, 2014 )

**Form for disclosure of particulars of contracts / arrangement entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act , 2013 including certain arms length transactions under third proviso thereto**

<b>1. Details of contracts or arrangements or transaction not at arm's length basis</b>		
(a)	Name(s) of the related party and nature of relationship	:-
(b)	Nature of contracts/ arrangements/transactions	:-
(c)	Duration of the contacts / arrangements/transactions	:-
(d)	Salient terms of the contracts or arrangements or transactions including the value , if any	:-
(e)	Justification for entering into such contracts or arrangements or transactions	:-
(f)	Date(s) of Approval by the Board	:-
(g)	Amount paid as advances , if any	:-
(h)	Date on which the special resolution was passed in General Meeting as required under first proviso to Section 188	:-
Not Applicable		
<b>2. Details of Material contracts or arrangements or transaction at arm's length basis</b>		
(a)	Name(s) of the related party and nature of relationship	:- Kreepa Steel Industries
(b)	Nature of contracts/ arrangements/transactions	:- Sale and Purchase of Wire, Wire Products and allied Products. Availing from and rendering services to the Company
(c)	Duration of the contacts / arrangements/transactions	:- 5 years
(d)	Salient terms of the contracts or arrangements or transactions including the value , if any	:- During the Financial Year 2020-21 the total transaction value of the contracts or arrangements are as under: i) Purchase by the Company of ₹ Nil ii) Sale of the Company of ₹ 0.09 Lakhs
(e)	Date(s) of Approval by the Board , if any	:- November 12, 2019
(f)	Amount paid as advances , if any	:- ₹ 4.82 Lakhs

**For and on behalf of Board of Directors  
Bedmutha Industries Ltd.**

**Vijay Vedmutha**  
**Chairman & Managing Director**  
**DIN: 00716056**

**Date: August 13, 2021**  
**Place: Sinnar**

## BEDMUTHA INDUSTRIES LIMITED

### Form No. AOC- 2

( Pursuant to clause (h) of Sub-section (3) of section 134 of the Act read with rule 8(2) of the companies (Accounts) rules, 2014 )

**Form for disclosure of particulars of contracts / arrangement entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act , 2013 including certain arms length transactions under third proviso thereto**

1. <i>Details of contracts or arrangements or transaction not at arm's length basis</i>			
(a)	Name(s) of the related party and nature of relationship	:-	Not Applicable
(b)	Nature of contracts/ arrangements/transactions	:-	
(c)	Duration of the contacts / arrangements/transactions	:-	
(d)	Salient terms of the contracts or arrangements or transactions including the value , if any	:-	
(e)	Justification for entering into such contracts or arrangements or transactions	:-	
(f)	Date(s) of Approval by the Board	:-	
(g)	Amount paid as advances , if any	:-	
(h)	Date on which the special resolution was passed in General Meeting as required under first proviso to Section 188	:-	
2. <i>Details of Material contracts or arrangements or transaction at arm's length basis</i>			
(a)	Name(s) of the related party and nature of relationship	:-	Elme Plast Company
(b)	Nature of contracts/ arrangements/transactions	:-	Sale and purchase of wire, wire products and allied products. Availing from and rendering services to the Company.
(c)	Duration of the contacts / arrangements/transactions	:-	5 years
(d)	Salient terms of the contracts or arrangements or transactions including the value , if any	:-	During the Financial Year 2020-21 the total transaction value of the contracts or arrangements are as under: i) Purchase by the Company of ₹ Nil ii) Sale of the Company of ₹ Nil iii) Service by the Company of ₹ 1.91 Lakhs
(e)	Date(s) of Approval by the Board , if any	:-	November 12, 2019
(f)	Amount paid as advances , if any	:-	₹ 266.32 Lakhs

**For and on behalf of Board of Directors  
Bedmutha Industries Ltd.**

**Vijay Vedmutha  
Chairman & Managing Director  
DIN: 00716056**

**Date: August 13, 2021  
Place: Sinnar**



**Form No. AOC- 2**

( Pursuant to clause (h) of Sub-section (3) of section 134 of the Act read with rule 8(2) of the companies (Accounts) rules, 2014 )

**Form for disclosure of particulars of contracts / arrangement entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act , 2013 including certain arms length transactions under third proviso thereto**

<b>1. Details of contracts or arrangements or transaction not at arm's length basis</b>		
(a)	Name(s) of the related party and nature of relationship	:-
(b)	Nature of contracts/ arrangements/transactions	:-
(c)	Duration of the contacts / arrangements/transactions	:-
(d)	Salient terms of the contracts or arrangements or transactions including the value , if any	:-
(e)	Justification for entering into such contracts or arrangements or transactions	:-
(f)	Date(s) of Approval by the Board	:-
(g)	Amount paid as advances , if any	:-
(h)	Date on which the special resolution was passed in General Meeting as required under first proviso to Section 188	:-
Not Applicable		
<b>2. Details of Material contracts or arrangements or transaction at arm's length basis</b>		
(a)	Name(s) of the related party and nature of relationship	:- Usha's Chemicals
(b)	Nature of contracts/ arrangements/transactions	:- Sale and purchase of wire, wire products and allied products. Availing from and rendering services to the Company.
(c)	Duration of the contacts / arrangements/transactions	:- 5 years
(d)	Salient terms of the contracts or arrangements or transactions including the value , if any	:- During the Financial Year 2020-21 the total transaction value of the contracts or arrangements are as under: i) Purchase by the Company of ₹ 12.15 Lakhs ii) Sale of the Company of ₹ Nil
(e)	Date(s) of Approval by the Board , if any	:- November 12, 2019
(f)	Amount paid as advances , if any	:- -- Nil --

**For and on behalf of Board of Directors  
Bedmutha Industries Ltd.**

**Vijay Vedmutha**  
**Chairman & Managing Director**  
**DIN: 00716056**

**Date: August 13, 2021**  
**Place: Sinnar**

## BEDMUTHA INDUSTRIES LIMITED

### Form No. AOC- 2

( Pursuant to clause (h) of Sub-section (3) of section 134 of the Act read with rule 8(2) of the companies (Accounts) rules, 2014 )

**Form for disclosure of particulars of contracts / arrangement entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act , 2013 including certain arms length transactions under third proviso thereto**

<b><u>1. Details of contracts or arrangements or transaction not at arm's length basis</u></b>		
(a)	Name(s) of the related party and nature of relationship	:-
(b)	Nature of contracts/ arrangements/transactions	:-
(c)	Duration of the contacts / arrangements/transactions	:-
(d)	Salient terms of the contracts or arrangements or transactions including the value , if any	:-
(e)	Justification for entering into such contracts or arrangements or transactions	:-
(f)	Date(s) of Approval by the Board	:-
(g)	Amount paid as advances , if any	:-
(h)	Date on which the special resolution was passed in General Meeting as required under first proviso to Section 188	:-

Not Applicable

<b><u>2. Details of Material contracts or arrangements or transaction at arm's length basis</u></b>		
(a)	Name(s) of the related party and nature of relationship	:- Ashoka Pre-con Pvt. Ltd.
(b)	Nature of contracts/ arrangements/transactions	:- Sale and purchase of wire, wire products and allied products. Availing from and rendering services to the Company.
(c)	Duration of the contacts / arrangements/transactions	:- 5 years
(d)	Salient terms of the contracts or arrangements or transactions including the value , if any.	:- During the Financial Year 2020-21 the total transaction value of the contracts or arrangements are as under: i) Purchase by the Company of ₹ Nil ii) Sale of the Company of ₹ Nil
(e)	Date(s) of Approval by the Board , if any.	:- 13-Aug-19
(f)	Amount paid as advances , if any.	:- -- Nil --

For and on behalf of Board of Directors  
Bedmutha Industries Ltd.

Vijay Vedmutha  
Chairman & Managing Director  
DIN: 00716056

Date: August 13, 2021  
Place: Sinnar

**Form No. AOC- 2**

( Pursuant to clause (h) of Sub-section (3) of section 134 of the Act read with rule 8(2) of the companies (Accounts) rules, 2014 )

**Form for disclosure of particulars of contracts / arrangement entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act , 2013 including certain arms length transactions under third proviso thereto**

<b>1. Details of contracts or arrangements or transaction not at arm's length basis</b>		
(a)	Name(s) of the related party and nature of relationship	:-
(b)	Nature of contracts/ arrangements/transactions	:-
(c)	Duration of the contacts / arrangements/transactions	:-
(d)	Salient terms of the contracts or arrangements or transactions including the value , if any	:-
(e)	Justification for entering into such contracts or arrangements or transactions	:-
(f)	Date(s) of Approval by the Board	:-
(g)	Amount paid as advances , if any	:-
(h)	Date on which the special resolution was passed in General Meeting as required under first proviso to Section 188	:-
Not Applicable		
<b>2. Details of Material contracts or arrangements or transaction at arm's length basis</b>		
(a)	Name(s) of the related party and nature of relationship	:- Arian Finishings Pvt. Ltd.
(b)	Nature of contracts/ arrangements/transactions	:- Sale and purchase of wire, wire products and allied products. Availing from and rendering services to the Company.
(c)	Duration of the contacts / arrangements/transactions	:- 5 years
(d)	Salient terms of the contracts or arrangements or transactions including the value , if any	:- During the Financial Year 2020-21 the total transaction value of the contracts or arrangements are as under: i) Purchase by the Company of ₹ 1.83 Lakhs ii) Sale of the Company of ₹ 3.46 Lakhs
(e)	Date(s) of Approval by the Board , if any	:- 14/08/2018
(f)	Amount paid as advances , if any	:- Nil

**For and on behalf of Board of Directors  
Bedmutha Industries Ltd.**

**Vijay Vedmutha  
Chairman & Managing Director  
DIN: 00716056**

**Date: August 13, 2021  
Place: Sinnar**

**Form No. MR-3****SECRETARIAL AUDIT REPORT**

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

**FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021**

To  
The Members  
Bedmutha Industries Limited

We have conducted the Secretarial Audit of the Compliance of Applicable Statutory provisions and the adherence to good corporate practices by **Bedmutha Industries Limited** having CIN:L31200MH1990PLC057863 (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 Company'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 March 31, 2021, 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 the Company for the financial year ended on March 31, 2021, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder (*except couple of instances where the Company has filed e-Form after prescribed time limit. However, The Company has availed benefit of immunity offered by MCA under CFSS and extension granted by MCA for filing e-forms after due date without payment of additional fees, considering COVID-19 Pandemic situation*);
- (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 (*Not Applicable as there were no instances of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings during the year under review*);
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - (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** for the year under review);
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (**Not Applicable** for the year under review);
  - (f) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (**Not Applicable** for the year under review); and
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (**Not Applicable** for the year under review).
- (vi) Other laws applicable specifically to the Company:
  - a) The Air (Prevention and Control Pollution) Act, 1981 and rules made thereunder;
  - b) The Water (Prevention and Control Pollution) Act, 1974 and rules made thereunder; and

- c) Hazardous Wastes (Management, Handling and Transboundary Movement) Rules, 2008.

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

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India; and  
(ii) SEBI (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.

**We further report that**

Based on the information provided by the Company, its officers and authorized representatives during the conduct of the audit, and also on the review of compliance reports by the respective Department Heads / Company Secretary / CFO / KMP taken on record by the Board of Directors of the Company, in our opinion, adequate systems and processes and control mechanism exist in the Company to monitor and ensure compliance with applicable general laws like labour laws, competition law, environmental laws and all other applicable laws, rules, regulations and guidelines. The Company has responded to compliance requirements, notices for demands, claims, penalties etc. levied, by statutory/regulatory authorities and initiated actions for corrective measures and compliance thereof.

**We further report that** the compliance by the Company of applicable financial laws, like direct and indirect tax laws, and Labour Law Compliances have not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professionals.

The Board is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The Board of Directors at its meeting held on 12<sup>th</sup> February, 2020, approved the appointment of Mr. Shreekrishna Marathe (DIN: 08691908) as an Additional Director (Non-Executive & Independent) w.e.f. 01<sup>st</sup> April, 2020. Further, the shareholders of the Company at its 30<sup>th</sup> Annual General Meeting held on 14<sup>th</sup> December, 2020 had regularize his appointment as Director (Non-Executive & Independent) and shall hold office till 31<sup>st</sup> March, 2025.

**We further report that**

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

All decisions at the Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

**We further report that** during the audit period the following are the major events, carried out by the Company:

- a) Preferential Allotment of 23,01,500, 1.00% Non - Convertible Cumulative Redeemable Preference Shares (CRPS), having a face value of ₹ 10/- each and premium of ₹ 990/- each, in aggregate, to the Consortium Bankers against the unsustainable loan amount of ₹ 230.15 Crores; and  
b) Preferential Allotment of 77,32,273 Equity Shares at ₹ 55/- each (Face value ₹ 10/- and premium of ₹ 45/-) aggregating to ₹ 42,52,75,015/-, for cash

**We further report that** there were no other major events during the year under review viz.:

- (i) Public / Right /sweat equity;  
(ii) Redemption/Buy-back of securities;  
(iii) Merger / amalgamation / reconstruction, etc; and  
(v) Foreign technical collaborations; or such other specific events / actions in pursuance of the above referred laws, rules, regulations, guidelines, etc., having any bearing on the Company's affairs.

**For S. Anantha &Ved LLP**  
Company Secretaries

**Sachin Hukumchand Sharma**  
Designated Partner  
Membership No.: A46900  
CP No.: 20423  
UDIN: A046900C000771976

Date: 11/08/2021  
Place: Jodhpur

## BEDMUTHA INDUSTRIES LIMITED

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### Annexure

To

The Members

Bedmutha Industries Limited

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

Management's Responsibility

- (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.

Auditor's Responsibility

- (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) Wherever 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, Standard is the responsibility of Management. Our examination was limited to the verification of procedures on test basis.

Disclaimer

- (6) The Secretarial Audit report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

**For S. Anantha &Ved LLP  
Company Secretaries**

**Sachin Hukumchand Sharma  
Designated Partner  
Membership No.: A46900  
CP No.: 20423**

**Date: 11/08/2021**

**Place: Jodhpur**



**A. CONSERVATION OF ENERGY**

**a) Energy conservation measure taken:**

DX chilling system is replaced by chilled water system .DX system – 1.25 kw/TR & Chilled water system – 0.8 KW/TR .DX – 361350 unit /year, chilled water system – 210240 Units/year

**b) Additional investments and proposals, if any, being implemented for reduction of consumption of energy:**

- 1) Chilled water system for room cooling to be install at RWD panel room.
- 2) Heat recovery system is to be install for flux bath heater in-place of 36 KW existing electrical heater.

**c) Impact of measures at (a) and (b) above for reduction of energy consumption and consequent impact on the cost of production of goods:**

- 1) Power consumption per TR will be reduce from 1.25 kw to 0.8 kw per TR Tentative saving of will be 151110 units/year. Production efficiency will be improve due to less tripping of machine on high temperature.
- 2) 12 kw x 3=36 kw electrical heaters are installed at flux bath. With heat recovery system, at least 24 kw /hr unit can be save .207360 units /year saving is expected.

<b>A</b>	<b>Power and fuel consumption</b>	<b>2019-20</b>	<b>2020-21</b>
<b>1</b>	<b>Electricity</b>		
	<b>a) Purchased</b>		
	Unit (Thousand KWH)	14273219	14838020
	Total amount (₹ in Lacs)	1212.76	1253.97
	Rate/unit	9.31	9.85
	<b>B) Own Generation</b>		
	<i>i) Through diesel generator</i>		
	Unit (Thousand KWH)	45836	48546
	Units per Liter of diesel oil (KWH)	3.21	3.31
	Cost/unit		
	<i>ii) Through steam turbine/generator</i>		
	Units	NIL	NIL
	Units per Liter of fuel oil/gas	NA	NA
	Cost /Unit	NA	NA
<b>2</b>	<b>Coal</b>	NA	NA
	Quantity	NA	NA
	Total cost	NA	NA
	Average rate	NA	NA
<b>3</b>	<b>Furnace oil</b>	NA	NA
	Quantity (MT)	57169	NA
	Total amount (₹ in Lakhs)	NA	NA
	Average Rate	NA	NA
<b>4</b>	<b>Others/ Internal generation</b>	NA	NA
	<i>Fuel Oil/LDO</i>		
	Quantity (Ltr.)		<b>44600</b>
	Total Cost (₹ in Lakhs)		
	Rate/unit		

## BEDMUTHA INDUSTRIES LIMITED

<b>B</b>				
	I	Wire Drawing (Unit : MT)	37955	35504
	I	Electricity [KWH]	3976045	472693
	ii	Furnace Oil	NIL	NIL
	iii	Others	NIL	NIL
	II	Galvanising (Unit : MT)	24882	29144
	I	Electricity [KWH]	2203247	2577331
	ii	Furnace Oil [MT]	NIL	NIL
	iii	Others	NIL	NIL

### B) TECHNOLOGY ABSORPTION

#### 1. Specific areas in which R & D carried out by the company.

- Water proofing is done by ultraviolet resistance coating due to which rather than water leakage proofing ,the inside room temperature is reduced by two degree centigrade.
- Installation of 11 blocker Medium & Fine wire drawing mc for FG wire 0.90 to 1.40 mm, also feeding the wire to rope division. The machine PLC programming is modified for spool DIN 400/630
- Installation of 6BBx250 & 12BBx250 rope stranding mc & 6BBx500 rope closing mc to increase the rope productivity
- Installation Rope pre-stretching mc to develop the new product for export customer.
- Procurement of new TC die grinding & polishing mc for die shop
- Modification in HT 33 Kv panel due to frequent power tripping
- Installation of 5 blocker wire drawing mc is done & commissioning in final stage h) Installation of 9 blocker wire drawing mc is done & commissioning is final stage

#### 2. Benefit derived as a result of the above R & D.

- Water proofing -Due to new tech coating rather than arresting the water leakage, room temperature reduced by 2 deg. Cent. Reduce power consumption for Air conditioning in various cabin cost ₹ 12,21,341/-
- 1 Blocker - Finished good wire productivity is increased. Rope productivity increasing due to additional feeding from 11 blocker ₹ 12,50,000/-
- Installation of 6BBx250 & 12BBx250 - Rope productivity increased, dependability on single mc is reduced. Rewinding machine load is reduced .1947000/-
- Installation Rope pre-stretching mc – New product is developed. -900000/-
- Procurement of new TC die grinding & polishing mc - Product quality is improved due to effective die polishing and reduce time and cost ₹ 3,64,840/-
- Modification in HT 33 Kv panel – Frequent power tripping in rainy season is eliminated and so productivity is improved.-600000/-
- 5 Blocker – The production capacity will be increase by 450MT/Month
- 9 blocker wire drawing mc –Production capacity will be increase by 250 MT/Month

#### 3. Future Plan of action:

- HCL neutralization project – Further Improvement to treat the effluent from 4 Ph to 7 Ph.
- Heat recovery system at Flux bath to save the power 24 kw/hr

#### 4. Expenditure on Research & Development: 6218752/-

#### 5. Technology Absorption, Adoption and Innovation, Efforts made, Benefit derived, Import of Technology:

**B. FOREIGN EXCHANGE EARNINGS AND OUTGO**

1. Activities relating to exports, initiatives taken to increase exports, development of new export markets for products and services, and export plans: Marketing team is visiting the customer overseas to consider the rate, quality and other requirement of the market and developing the market for export.
2. Total foreign exchange used and earned:

i. VALUE OF IMPORTS ON C.I.F. BASIS :-

Rs in lakhs

Particulars	for the period ending	
	31.03.2021	31.03.2020
Raw Material	8.16	102.20
Stores & Spares		48.23
Capital Goods	44.36	10.74
<b>Total</b>	<b>52.52</b>	<b>161.17</b>

ii. EXPENSES INCURRED IN FOREIGN CURRENCY :-

Rs in lakhs

Particulars	for the period ending	
	31.03.2021	31.03.2020
Exhibition, Advt. & Seminar Expenses	-	0.06
Mechanical Rep. & Maintenance	15.55	46.67
Foreign Tour & Traveling	-	5.86
Interest	-	15.12
Others		3.62
<b>Total</b>	<b>15.55</b>	<b>71.34</b>

iii. VALUE OF EXPORT ON F.O.B BASIS :-

Rs in lakhs

Particulars	for the period ending	
	31.03.2021	31.03.2020
Export Sales	594.19	59.99
<b>Total</b>	<b>594.19</b>	<b>59.99</b>

For and on behalf of Board of Directors  
BEDMUTHA INDUSTRIES LIMITED

Vijay Vedmutha  
Chairman & Managing Director  
DIN:00716056

Date: August 13, 2021  
Place: Sinnar

## BEDMUTHA INDUSTRIES LIMITED

### REPORT ON CORPORATE GOVERNANCE FOR THE YEAR ENDED ON MARCH 31, 2021

#### I. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE:

Corporate Governance is a systematic process driven by the ethical conduct of the business and affairs of an organization aimed at promoting sustainable business and enhancing stakeholders' value in the long term. We believe that Corporate Governance is not a destination but a continuous journey for sustainable value creation for all its stakeholders. Our governance practices are a product of self-desire, reflecting the culture of good governance that is deeply ingrained in our value system and reflected in our strategic thought process

#### GOVERNANCE STRUCTURE

Bedmutha Industries Limited's Governance structure broadly comprises the Board of Directors and the Committees of the Board at the apex level and the Management structure at the operational level. This layered structure brings about a harmonious blend in governance as the Board sets the overall corporate objectives and gives direction and freedom to the Management to achieve these corporate objectives within a given framework, thereby bringing about an enabling environment for value creation through sustainable profitable growth.

#### II. BOARD OF DIRECTORS:

##### A. Composition of Board:

The composition of Board of Directors is in compliance with Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013. The present strength of the Board comprises of 6 (Six) Directors having an optimum combination of Executive and Non-Executive Directors.

Category	No. of Directors	% of Total No. Directors
Executive Directors	2	33.33%
Independent Directors	4	66.67%
<b>Total</b>	<b>6</b>	<b>100.00%</b>

None of the Directors on the Board is a Member in more than ten Committees and Chairman of more than five committees across all the Companies in which they are Directors. All the Directors have made necessary disclosures regarding Committee positions occupied by them.

The Composition, Categories, Number of Board Meetings held along with their attendance thereat, as also the Committee Memberships held by them in the Company are given below:

##### B. Details of Board Meetings Held:

During the Financial Year, Four (4) Meetings of the Board of Directors of the Company were held on June 26, 2020, September 10, 2020, November 11, 2020 and February 11, 2021.

##### i. Details of meetings attended by Directors and their Directorship and membership in other Companies:

Name of Director	Categories	Attendance of meeting during the year		*No. of Directorships	No. of Membership(s)/ Chairmanship(S) of Board Committees in other Companies	Relationship between the Director Inter-se
		Board Meeting	Last AGM			
Mr. Vijay K. Vedmutha (DIN: 00716056)	Executive Director - Promoter	4	Yes	Nil	Nil	Mr. Vijay Vedmutha is brother of Mr. Ajay Vedmutha (Managing Director)
Mr. Ajay K. Vedmutha (DIN: 01726879)	Executive Director - Promoter	4	Yes	Nil	Nil	Mr. Ajay Vedmutha is brother of Mr. Vijay Vedmutha (Managing Director)
Mr. Narayan Kadu (DIN: 02807124)	Independent Director	4	Yes	Nil	Nil	Nil

Name of Director	Categories	Attendance of meeting during the year		*No. of Directorships	No. of Membership(s)/ Chairmanship(S) of Board Committees in other Companies	Relationship between the Director Inter-se
		Board Meeting	Last AGM			
Mr. V. B. Joshi (DIN: 07348931)	Independent Director	0	No	Nil	Nil	Nil
Mrs. Vandana Sonwaney (DIN: 06955363)	Independent Director	4	Yes	Nil	Nil	Nil
Mr. Shreekrishna Marathe (DIN: 08691908) <sup>1</sup>	Independent Director	4	Yes	Nil	Nil	Nil

\* exclude directorship in private company, alternate directorship, foreign company, section 8 Company.

# Only covers Membership/Chairmanship of Audit Committee and Stakeholders' Relationship Committee of Listed and Unlisted Public Limited Companies.

Note: Though Mr. V.B.Joshi did not attend any Board meeting during the FY, he is continuing his office as he has attended the Board meeting in the subsequent FY.

#### Meetings and Attendance during the year:

Name of the Directors	Dates of the Board Meetings held and Attendance			
	June 26, 2020	September 10, 2020	November 11, 2020	February 11, 2021
Mr. Vijay Vedmutha	✓	✓	✓	✓
Mr. Ajay Vedmutha	✓	✓	✓	✓
Mr. Narayan Kadu	✓	✓	✓	✓
Mr. V. B. Joshi	X	X	X	X
Ms. Vandana Sonwaney	✓	✓	✓	✓
Mr. Shreekrishna Marathe	✓	✓	✓	✓

✓= Present, X = Absent, NA = Not Applicable

#### C. Directorship and Committee membership in other companies

None of the Directors on the Board is a Member of more than 10 committees and Chairman of more than 5 Committees (as specified in regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, only Audit Committee and Stakeholders Relationship Committee are considered as per this regulation) across all companies in India, of which they are directors.

#### D. Independent Directors do not serve in more than 7 listed companies.

In accordance with Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Independent Directors do not serve in more than 7 listed companies.

#### E. Number of shares and convertible instruments held by Non-Executive Directors:

During the year the Non-Executive Directors do-not held any shares or convertible instrument.

#### F. Induction & Training of Board Members:

On appointment, the concerned Director is issued a Letter of Appointment setting out in detail, the terms of appointment, duties, responsibilities and expected time commitments. Each newly appointed Independent Director is taken through a formal induction program including the presentation from the Managing Director & CEO on the Company's manufacturing, marketing, finance and other important aspects. The Company Secretary briefs the Director about their legal and regulatory responsibilities as a Director. The induction

## BEDMUTHA INDUSTRIES LIMITED

for Independent Directors include interactive sessions with Board and Committee Members, Business and Functional Heads, visit to the manufacturing site etc. The detail of familiarization programme imparted to Independent Directors is also placed on the website of the Company viz., [www.bedmutha.com](http://www.bedmutha.com).

### G. Evaluation of the Board's Performance:

During the year, the Board adopted a formal mechanism for evaluating its performance as well as that of its Committees and Executive Directors, including the Chairman of the Board. The exercise was carried out through a structured evaluation process covering various aspects of the Board's functioning such as composition of the Board & committees, experience & competencies, performance of specific duties & obligations, governance issues etc. Separate exercise was carried out to evaluate the performance of Executive Directors including the Chairman of the Board, who were evaluated on parameters such as attendance, contribution in the meetings and otherwise, independent judgment, safeguarding the shareholders' interest etc.

### H. Policy on (Prohibition of Insider Trading) Regulations, 2015:

As per SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has adopted a Code of Internal Procedure and Code of Conduct for Prevention of Insider Trading. All the Directors, Employees at Senior Management and other Employees, who could have the access to the unpublished price sensitive information of the Company, are governed by this code.

Pursuant to the amendment in provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 trading window is closed from the end of every quarter till 48 hours after the declaration of financial results and occurrence of any material events as per the code. The Company has appointed Mr. Ajay Topale, the Company Secretary of the Company as Compliance Officer, who is responsible for setting forth procedures and implementation of the code for trading in Company's securities. During the year under review, there has been due compliance with the said code.

As per SEBI (Prohibition of Insider Trading) Regulations, 2015 and its further amendments, the Board of Directors of the Company also approved and adopted Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons and Code of Practices and Procedures for fair disclosure of Unpublished Price Sensitive Information.

### I. Code of Conduct

The Board of Directors has laid down a Code of Conduct for Business and Ethics (the Code) for all the Board members and all the employees in the management grade of the Company. The Code covers amongst other things, the Company's commitment to honest & ethical personal conduct, fair competition, corporate social responsibility, sustainable environment, health & safety, transparency and compliance of laws & regulations etc. The Code of Conduct is posted on the website of the Company.

All the Board members and senior management personnel have confirmed compliance with the code.

#### List of Board skills, expertise, competencies required in the context of business and sector:

Skills, competencies	Description	Name of the Director possessing such skill/ expertise
Understanding of industry	Experience and knowledge of industry and changing trends in steel, steel wire and other metals	Mr. Ajay Vedmutha Mr. Vijay Vedmutha Mr. Narayan Kadu
Planning	Planning considering the industry trend and leading the management team so as to make decisions in uncertain environments	Mr. Narayan Kadu Mr. Ajay Vedmutha
Technical updation	Consideration and acceptance of emerging trends in the technology and innovation for the betterment of industry	Mr. Vasant Joshi Mr. Vijay Vedmutha Mr. Ajay Vedmutha
Sales and marketing	Experience in developing market share and strategies to grow sales, build brand awareness at National and International level.	Mr. Ajay Vedmutha Mrs. Vandana Sonwaney



**III. BOARD COMMITTEES:**

**The Company has following eight committees:**

- A) Audit Committee (Mandatory)
- B) Stakeholders' Relationship Committee (Mandatory)
- C) Nomination and Remuneration Committee. (Mandatory)
- D) Management Committee (Non-Mandatory)
- E) Project Management Steering Committee (Non-Mandatory)
- F) Internal Complaints Committee
- G) Preferential Allotment Committee
- H) Fund Raising Committee (Non-Mandatory)

The Board of Directors has also adopted the following policies in line with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013 viz.:

- a) Whistle Blower Policy (Vigil mechanism)
- b) Internal Financial Control;
- c) Related Party Transaction Policy;
- d) Risk Management Policy;
- e) Policy for determining materiality of events;
- f) Policy for preservation of documents;
- g) Archival Policy; and
- h) Nomination and Remuneration Policy.

**MANDATORY COMMITTEES****A) AUDIT COMMITTEE****I) Brief Description of Terms of reference:**

**The terms of reference stipulated by the Board to the Audit Committee are as follows:**

1. Review of Company's financial reporting process and the disclosure to ensure that the financial statement is correct, sufficient and credible.
2. Recommending Appointment/Removal of External Auditors, Fixation of audit fees and payment for other services.
3. Reviewing with the management, Annual Financial statements and Auditors' Report before submission to the Board with focus on the matters required to be included in Director's Responsibility Statement to be included in Board's report, changes in accounting policies and practices, major accounting entries, disclosure of any related party transactions, qualifications in draft audit report, significant adjustments arising out of audit Accounting standards.
4. Statutory compliance and legal requirements.
5. Any related party transactions of material nature with promoters, managements, subsidiaries or relatives etc. that may have potential conflict with interest of the Company at large.
6. Reviewing and monitoring the auditor's independence, their performance and effectiveness of audit process.
7. Scrutinizing inter-corporate loans and investments.
8. Evaluating internal financial controls and risk management systems.

## BEDMUTHA INDUSTRIES LIMITED

9. Reviewing with the management, external and internal auditors, the adequacy of internal control systems and internal audit function.
10. Discussion with internal Auditors, any significant findings and follow-up thereon. Reviewing any suspected fraud, irregularity or failure of internal control system of material nature and reporting the matter to Board.
11. Discussion with external Auditor in respect of pre and post audit matters to ascertain any area of concern.
12. Reviewing the functioning of Whistle Blower Mechanism.
13. Look into reason for substantial defaults in payments to depositors, debenture holders and creditors, if any.
14. Reviewing the utilization of loans and / or advances from / investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.

### ii) Composition, names of members & Chairman:

Name of Members	Designation	Category
Mr. Narayan Kadu	Chairman	Independent Director
Mrs. Vandana Sonwaney	Member	Independent Director
Mr. Vijay Vedmutha	Member	Executive Director (Managing Director)
Mr. V. B. Joshi	Member	Independent Director
Mr. Shreekrishna Marathe	Member	Independent Director

Note: Mr. Shreekrishna Marathe (DIN: 08691908) appointed as as Member of Audit Committee w.e.f. June 26, 2020.

### iii) Meetings and Attendance during the year:

Name of Members	Dates of the Audit Committee Meetings held and Attendance			
	June 25, 2020	September 09, 2020	November 10, 2020	February 10, 2021
Mr. Narayan Kadu	✓	✓	✓	✓
Mr. Vijay Vedmutha	✓	✓	✓	✓
Mr. V. B. Joshi	X	X	X	X
Mrs. Vandana Sonwaney	✓	✓	X	X
Mr. Shreekrishna Marathe <sup>1</sup>	NA	✓	✓	✓

✓= Present, X = Absent, NA = Not Applicable.

Note: 1. Mr. Shreekrishna Marathe (DIN: 08691908) appointed as as Member of Audit Committee w.e.f. June 26, 2020.

The Managing Director, Senior Chief Executive Officer, Company Secretary, Senior Account Personnel, General Managers and the representative of Statutory Auditors, Internal Auditor/Consultants were also invited for the meetings of Audit Committee as and when required. The Company Secretary acts as Secretary of the Committee. Apart from various responsibilities, Committee focused on the area of Internal Control System to improve overall efficiency of organization.

## B) STAKEHOLDERS' RELATIONSHIP COMMITTEE:

### i) Brief Description of Terms of reference:

The Company has constituted a Stakeholders' Relationship Committee to consider and redress the grievances of security holders of the Company such as non-receipt of refund orders, shares sent for registration of transfer, non-receipt of notices and audited annual report, dividend etc.

**ii) Composition of Shareholders'/ Investors' Grievances Committee:**

Name of the Members	Designation	Category
Mr. Narayan Kadu	Chairman	Independent Director
Mr. Vijay Vedmutha	Member	Managing Director
Mr. Ajay Vedmutha	Member	Managing Director

Mr. Ajay Topale, Company Secretary & Compliance Officer of the Company acts as Secretary of the -Committee.

Status report on number of shareholder complaints/requests received and replied by the Company during the Financial Year 2020-21:

Particulars	Received	Resolved	Pending
<b>COMPLAINTS</b>			
Status of applications lodged for public issue(s)	0	0	0
Non-receipt of electronic credits	0	0	0
Non-receipt of refund order	0	0	0
Non-receipt of dividend warrants	0	0	0
Non-receipt of Annual Report	0	0	0
<b>TOTAL</b>	0	0	0

During the year under review, no Investors Complaints was received under SEBI Complaints Redress System (SCORES)

Further, the Company has not received any complaint or investor grievance from the shareholders of the Company;

**Meetings and Attendance during the year:**

Name of Members	February 11, 2021
Mr. Narayan Kadu	✓
Mr. Vijay Vedmutha	✓
Mr. Ajay Vedmutha	✓

**iii) Share Transfer Agent**

The Company has appointed Universal Capital Securities Pvt. Ltd. as Share Transfer Agent, to look after the shareholders correspondence, share transfer, transmissions, transpositions, to prepare shareholding pattern, issue of duplicate, split and consolidated share certificates, which are approved by the Committee. The Company has connectivity with NSDL & CDSL for dematerialization of shares.

The Compliance Officer in terms of the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, interacts and monitors the activities of the Share Transfer Agent.

During the year, the Company has not received any complaint from any shareholder and there was no outstanding complaint as on March 31, 2021.

**C) NOMINATION AND REMUNERATION COMMITTEE:**

**i) Brief Description of Terms of reference:**

**The terms of reference stipulated by the Board to the Nomination and Remuneration Committee are as follows:**

1. The Company has a Remuneration Committee, which determines and recommends the remuneration payable to the Managing Director and Whole Time Director, Key Managerial Personnel and other employees on the basis of their performances as well as Company's performance, subject to the consents as may be required. The remuneration to the Executive Directors consists of a fixed salary and other perquisites, wherever applicable. The perquisites are considered as a part of remuneration.
2. Formulating criteria for evaluation of Independent Directors and the Board.

## BEDMUTHA INDUSTRIES LIMITED

The Non-Executive Directors are not paid any remuneration except sitting fees for attending the Board Meetings or Committee Meetings.

### ii) Composition of Nomination and Remuneration Committee:

Name of Members	Designation	Category
Mr. Narayan Kadu	Chairman	Independent Director
Mrs. Vandana Sonwaney	Member	Independent Director
Mr. V. B. Joshi	Member	Independent Director
Mr. Shreekrishna Marathe*	Member	Independent Director

\* The Board of Directors re-constituted the Committee with induction of Mr. Marathe as a Member of the Committee with effect from 11th November, 2020.

### iii) Meetings and Attendance during the year:

Name of Members	Dates of the Nomination & Remuneration Committee Meetings held and Attendance
	November 11, 2020
Mr. Narayan Kadu	✓
Mr. Shreekrishna Marathe	✓
Mr. V. B. Joshi	X
Mrs. Vandana Sonwaney	X

### iv) NOMINATION AND REMUNERATION POLICY

#### Objective and Purpose of the Policy

- (1) Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
- (2) Formulation of criteria for evaluation of performance of independent directors and the board of directors;
- (3) Devising a policy on diversity of board of directors;
- (4) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.
- (5) Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
- (6) recommend to the board, all remuneration, in whatever form, payable to senior management.

### v) Details of Remuneration for the year ended on March 31, 2021.

#### a) Executive Directors:

Name of the Directors	Basic Salary	Perquisites and allowance	Retire Benefits	Commission payable	Performance linked incentive	Total (Rs)
Mr. V. K. Vedmutha	60,00,000	NIL	NIL	NIL	NIL	60,00,000
Mr. A. K. Vedmutha	60,00,000	NIL	NIL	NIL	NIL	60,00,000

**b) Independent Directors:**

Name of the Directors	Sitting Fees	Commission	Total (Rs)
Mr. Narayan Kadu	2,10,000	-	2,10,000
Mr. Vasant B. Joshi	-	-	-
Mrs. Vandana Sonwane	1,40,000	-	1,40,000
Mr. Shreekrishna Marathe <sup>1</sup>	1,80,000	-	1,80,000

During the period under review, there was no pecuniary relationship or transaction of the non-executive directors with the Company.

The Independent Directors fulfill the criteria of independence as given under Section 149(6) of the Companies Act, 2013 and Regulation 16(1) b of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and have given declaration of independence. The Draft Letter of Appointment of Independent Directors is available on the website of the Company [www.bedmutha.com](http://www.bedmutha.com).

There is no stock option scheme in the Company, hence, the disclosure with respect to such scheme is not applicable to the Company.

**NON-MANDATORY COMMITTEE**
**D) MANAGEMENT COMMITTEE:**

Board of Directors has formed the Management Committee to look after the day-to-day administrative work of the Company and the matters related to Banking and legal.

**i) Composition:**

Name of the Members	Designation	Category
Mr. Ajay Vedmutha	Chairman	Managing Director
Mr. Vijay Vedmutha	Member	Managing Director
Mrs. Vinita Vedmutha	Member	S-CEO

**E) PROJECT MANAGEMENT STEERING COMMITTEE:**

The Board of Directors has constituted the Project Management Steering Committee to steer the implementation of mega project of the Company at Nardana, Dist. Dhule. The Committee reviews the implementation of the project from various aspects which include financial, technical, personnel activity and statutory requirements/compliances etc. The review and suggestions of the Project Management Steering Committee has upgraded the implementation.

**Composition:**

Name of Members	Designation	Category
Mr. Narayan Kadu	Chairman	Independent Director
Mr. K.R. Bedmutha	Member	Chairman Emeritus - Advisor
Mr. Vijay K. Vedmutha	Member	Managing Director
Mr. Ajay K. Vedmutha	Member	Managing Director

The Project Committee members met periodically during the year and monitored and reviewed the progress in the implementation of the project. The members of the Committee gave suitable guidance to the top management, wherever required.

**F) Internal Complaints Committee:**

The Company has in place Anti Sexual Harassment policy in line with the requirements of the Sexual Harassment of Women at Work Place (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaints Committee has been set up to redress the complaint received regarding sexual harassment. All the women employees (permanent, contractual, trainee, temporary) are covered under this policy.

## BEDMUTHA INDUSTRIES LIMITED

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The Company has not received any complaint during the Financial Year 2020-21 under this policy. Further, the Company conducts awareness programs at regular interval of time.

### G) Preferential Allotment Committee:

The Company has constituted the Preferential Allotment Committee on November 26, 2015.

The Preferential Allotment Committee consists of the following members' viz.:

Name of Director	Designation	Category
Mr. Narayan Kadu	Member	Independent Director
Mr. Vasant Joshi	Member	Independent Director
Mr. Vijay Vedmutha	Member	Chairman & Managing Director
Mr. Ajay Vedmutha	Member	Managing Director

### H) Fund Raising Committee:

The Company has constituted the Fund Raising Committee on November 02, 2018 for implementation of restructuring plan and comply with the requirements of applicable law. The Restructuring plan includes raising of funds through preferential issue / right issue, issue of Cumulative Redeemable Preference Shares, increase in authorised share capital, enabling resolution for conversion of the restructured loan, in the event of default, into Equity Shares of the Company.

Name of Director	Designation	Category
Mr. Narayan Kadu	Chairman	Independent Director
Mr. Vasant B. Joshi	Member	Independent Director
Mr. Vijay Vedmutha	Member	Chairman & Managing Director
Mr. Ajay Vedmutha	Member	Managing Director

During the Current Financial Year in line with the requirements of the restructuring, the Fund Raising Committee has approved and completed the following Preferential Issues of Equity & Preference Shares of the Company:

- Allotted 68,23,182 Equity Shares of ₹ 10/- each for cash @ ₹ 55/ per Equity Share (including a premium of ₹ 45/- per Equity Share) aggregating to ₹ 37,52,75,010/- to 3 Corporates belonging to Non-Promoter category;
- Allotted 9,09,091 Equity Shares of ₹ 10/- each for cash @ ₹ 55/- per Equity Share (including a premium of ₹ 45/- per Equity Share) aggregating to ₹ 5,00,00,005/- to K.R. Bedmutha Techno Associates Private Limited, Promoter Group category; and
- Allotted 23,01,500, in aggregate, 1.00% Non-Convertible Cumulative Redeemable Preference Shares ("CRPS") having a face value of ₹ 10/- each, at ₹ 1000/-, aggregating to ₹ 230,15,00,000/-, to Punjab National Bank, Bank of Baroda, Bank of India, Exim Bank and Andhra Bank (now Union Bank), as per the Loan Restructuring scheme.

**GENERAL BODY MEETINGS:**

## i) Annual General Meetings:

**A. Particulars of last three Annual General Meetings**

AGM	Year Ending	Venue	Date and Time	Special Resolutions were passed for the following items
30 <sup>th</sup>	March 31, 2020	The Meeting was held through two-way video conferencing	December 14, 2020 at 12.00 noon	<ol style="list-style-type: none"> <li>1. Appointment of Mr. Vasant Joshi (DIN: 07348931) as an Independent Director of the Company for the Second Term</li> <li>2. Alteration of Articles of Association</li> <li>3. consider and Approve Issue, Offer and Allotment of Non-Convertible Cumulative Redeemable Preference Shares (CRPS) on Preferential Basis to consortium bankers</li> <li>4. consider and Approve Issue, Offer and Allotment of Equity Shares on Preferential Basis – to Promoters' Group</li> <li>5. consider and Approve Issue, Offer and Allotment of Equity Shares on Preferential Basis to Non-Promoters</li> <li>6. consider, and approve issue of shares under Employee Stock Option Scheme(s)</li> <li>7. consider, and approve issue of shares under Employee Stock Option Scheme(s) to the employees of holding/ subsidiary companies</li> <li>8. Approval of grant of Options to identified employees, during any one year, equal to or exceeding one percent of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grant of Options</li> </ol>
29 <sup>th</sup>	March 31, 2019	Hotel Saiways, F-4 Sinnar-Shirdi Road, STICE, Sinnar, Dist. Nashik-422103	December 24, 2019 at 12.00 noon	<ol style="list-style-type: none"> <li>1. Continuation of Mr. Vasant B. Joshi (DIN: 07348931) as an Independent Director of the Company</li> <li>2. Re-Appointment of Mr. Narayan Kadu (DIN: 02807124) as an Independent Director of the Company</li> <li>3. Reclassification of the shareholding pattern of the Company.</li> <li>4. Disinvestment in Subsidiary Company, Kamalasha Infrastructure &amp; Engineering Private Limited</li> <li>5. Re-Appointment of Mrs. Vandana Sonwaney (DIN: 06955363) as an Independent Director of the Company</li> <li>6. Authority for sale of barren land(s) [Non-Core Assets] of the Company</li> </ol>
28 <sup>th</sup>	March 31, 2018	Hotel Saiways, F-4 Sinnar-Shirdi Road, STICE, Sinnar, Dist. Nashik-422103	September 25, 2018 at 12.00 noon	<ol style="list-style-type: none"> <li>1. Re-Appointment of Mr. Vijay K. Vedmutha (DIN: 00716056) as Managing Director of the Company</li> <li>2. Re-Appointment of Mr. Ajay K. Vedmutha (DIN: 01726879) – as Managing Director of the Company</li> <li>3. Authority for sale of barren land(s) [Non-Core Assets] of the Company</li> </ol>



## BEDMUTHA INDUSTRIES LIMITED

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### B. Postal Ballot

**During the Financial Year 2020-21, no agenda has been passed by way of postal ballot.**

#### **DISCLOSURES:**

- a) There were no transactions of material nature undertaken by your Company with its promoters, Directors or the management, their subsidiaries or relatives that may have a potential conflict with the interest of the Company.
  - b) The Company has fulfilled all the statutory compliances and there was no penalty imposed on the Company by Stock Exchanges or SEBI or any Statutory Authority on any matter related to Listing Agreement or SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the last three years.
  - c) Your Company has followed Whistle Blower Mechanism by adopting and adhering to Whistle Blower Policy and affirms that no personnel have been denied access to the Audit Committee.
- d) **Whistle Blower Policy (Vigil Mechanism)**

With the rapid expansion of business in terms of volume, value and geography, various risks associated with the business have also increased considerably. One such risk identified is the risk of fraud & misconduct. The Audit Committee is committed to ensure fraud-free work environment and to this end, the Committee formed Whistle Blower Policy providing a platform to all the employees to report any suspected or confirmed incident of fraud/ misconduct through any of the following reporting protocols:

- E-mail: [cs@bedmutha.com](mailto:cs@bedmutha.com)
- Written Communication to: A-70/71/72, STICE, Musalgaon MIDC, Sinnar, Nashik – 422 103
- Website: [www.bedmutha.com](http://www.bedmutha.com)

In order to instill more confidence amongst Whistle Blowers, the management of the above referred reporting protocols are managed by an independent agency. Adequate safeguards have been provided in the policy to prevent victimization of anyone who is using this platform and direct access to the Chairman of the Audit Committee is also available in exceptional cases.

This policy is applicable to all the directors, employees, vendors and customers of the Company and contains features similar to the Whistle Blower Policy. The policy is also posted on the website of the Company.

The main objectives of the policy are as under:

1. This mechanism aims to provide a channel to the Directors and employees to report genuine concerns about unethical behavior, actual or suspected fraud or violation of the Code of Conduct or policy.
  2. The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations and in order to maintain these standards, the Company encourages its employees who have genuine concerns about suspected misconduct to come forward and express these concerns without fear of punishment or unfair treatment.
  3. The mechanism provides for adequate safeguards against victimization of Directors and Employees to avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in exceptional cases.
  4. This neither releases employees from their duty of confidentiality in the course of their work nor can it be used as a route for raising malicious or unfounded allegations about a personal situation.
- e) The Company has complied with the requirements regarding the Board of Directors, Audit Committee and other Board Committees and other disclosures as required under the provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the SEBI (Depositories and Participants) Regulations, 2018.

**f) Subsidiary Companies**

There was one subsidiary of the Company: Kamalasha Infrastructures and Engineering Private Limited.

Pursuant to restructuring, the Board of Directors disinvested the entire investment of 5,42,000 Equity Shares in the subsidiary on 22nd September, 2020, consequently, Kamalasha Infrastructure and Engineering Private Limited, ceased to be the Company's subsidiary.

- g) The Company has provided the entire discretionary requirement in part E of Schedule II of SEBI (LODR) have been adopted. The details as per part E of Schedule II of SEBI (LODR) is provided under section (xvii) NONMANDATORY REQUIREMENTS of this report.
- h) The Company is in compliance with all the applicable provisions as specified under regulation 17 to 27 of SEBI(LODR), As well as the company has disseminated all the information on its website (www.bedmutha.com) as required under clauses (b) to (i) of regulation 46 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**CEO / CFO Certification**

The Chief Executive Officer (CEO) and Chief Financial Officer (CFO) have issued certificate pursuant to the regulation 17 (8) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 certifying that the financial statements do not contain any materially untrue statement and these statements represent a true and fair view of the Company's affairs. The said certificate is annexed and forms part of the Annual Report.

**MEANS OF COMMUNICATION:**

- (i) **Quarterly Results and Annual Financial Results:** Quarterly and Annual Financial results of the Company are generally published in National newspaper i.e. Free Press Journal in English and Nav Shakti in vernacular language.
- (ii) **Website:** The Securities and Exchange Board of India (SEBI) has made it mandatory for companies to maintain an updated website to post yearly and quarterly financial statements, shareholding pattern, details for shareholders, code of conduct, presentation made to institutional investors/analysts/press release etc. on the website. Accordingly, the Company has provided all such disclosures under "Investor Relation" section of the Company's website: www.bedmutha.com apart from filing the same to NSE and BSE for publishing the same on their website.

**GENERAL SHAREHOLDER INFORMATION:****i) Forthcoming Annual General Meeting**

**Date:** September 28, 2021

**Time:** 12.00 Noon

**Venue:** through Video-conferencing mode

ii) **Financial Year:** April 01, 2020 to March 31, 2021.

iii) **Date of Book Closure:** September 22, 2021 to September 28, 2021 (both days inclusive).

iv) **Dividend Payment:** Board of Directors has not recommended any dividend for the financial year ended on March 31, 2021.

**v) Listing on Stock Exchanges:****BSE Limited (BSE)**

Phiroj Jeejibhoy Towers, Dalal Street, Mumbai – 400 001.

**The National Stock Exchange of India Limited**

(NSE) "Exchange Plaza", Bandra – Kurla Complex. Bandra (E) Mumbai – 400 051.

The Annual Listing Fee has been paid to both the Stock Exchanges for the Financial Year 2020-21.

## BEDMUTHA INDUSTRIES LIMITED

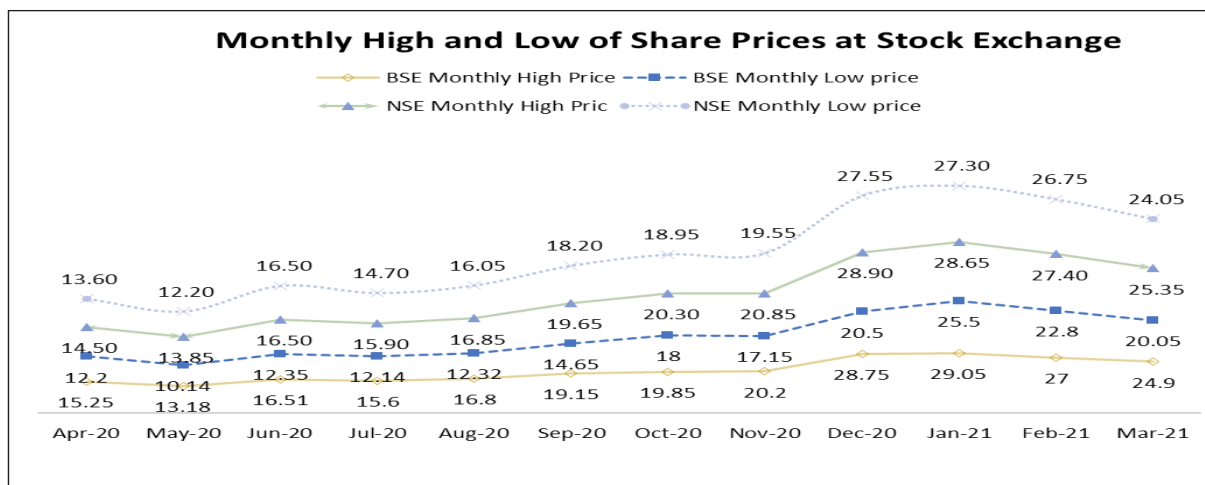
### vi) Stock Code:

- 1) BSE : 533270
- 2) NSE : BEDMUTHA
- 3) ISIN Code for the Company's equity share: INE844K01012

### vii) Market Price Data:

Monthly high and low of share prices at the stock exchanges:

Month	BSE		NSE	
	Monthly High Price	Monthly Low Price	Monthly High Price	Monthly Low Price
Apr-20	15.25	12.2	14.50	13.60
May-20	13.18	10.14	13.85	12.20
Jun-20	16.51	12.35	16.50	16.50
Jul-20	15.6	12.14	15.90	14.70
Aug-20	16.8	12.32	16.85	16.05
Sep-20	19.15	14.65	19.65	18.20
Oct-20	19.85	18	20.30	18.95
Nov-20	20.2	17.15	20.85	19.55
Dec-20	28.75	20.5	28.90	27.55
Jan-21	29.05	25.5	28.65	27.30
Feb-21	27	22.8	27.40	26.75
Mar-21	24.9	20.05	25.35	24.05



### viii) Registrar and Share Transfer Agent:

**Universal Capital Securities Private Limited**  
 (Formerly known as 'Mondkar Computers Pvt. Ltd.')

'C-101,247 Park,L.B.S. Marg, Vikhroli (West) Mumbai -400083  
 Tel : +91 22 28207203/05, 022 - 28257641;  
 Fax : +91 22 28207207.

**ix) Share Transfer System:**

Transfer of shares which are in dematerialized form will be done through the depositories with no involvement of the Company. As regards transfer of share held in physical form, the transfer of document can be lodged to the Registrar and Share Transfer Agent at the above address. The Directors / Company Secretary are severally empowered to approve the above transfer.

The Company has submitted a Compliance Certificate to the stock exchanges under regulation 7 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on half yearly basis certifying compliance with the requirements of sub-regulation (2) of Regulation 7 of SEBI (LODR).

**x) Distribution of Shareholding as on March 31, 2021:**

No. of Shares	Shareholders	Shares	% of Total Paid-up Share
UPTO - 500	3552	471871	1.463
501 - 1000	422	358083	1.110
1001 - 2000	462	412558	1.297
2001 - 3000	97	257850	0.799
3001 - 4000	40	145343	0.450
4001 - 5000	39	187244	0.580
5001 - 10,000	80	584439	1.811
10,001 AND ABOVE	104	29846496	92.507
<b>TOTAL</b>	<b>4599</b>	<b>32263884</b>	<b>100.00</b>

**xi) Dematerialization of shares and liquidity as on March 31, 2021:**

Category	Number of Shares	% of Total Paid-up Share
NSDL	12995992	40.28
CDSL	11519616	35.70
PHYSICAL	7748276 *	24.02
	<b>32263884</b>	<b>100.00</b>

\* **Note:** Company has allotted 7732273 equity shares on preferential basis, listing and trading permission has not been received as on 31.03.2021

**xii) Shareholding Pattern as on March 31, 2021:**

Category code	Category of Shareholders	Number of Shareholders	Total number of Shares	As a percentage of A+B+C
<b>A</b>	Shareholding Pattern of Promoter and Promoter Group			
<b>1</b>	Indian	<b>10</b>	<b>1,84,05,196</b>	57.05%
<b>2</b>	Foreign	-	-	0.00%
	<b>Total shareholding of Promoter and Promoter Group</b>	<b>10</b>	<b>1,84,05,196</b>	<b>57.05%</b>
<b>B</b>	Public Shareholding			
	Institutions	-	-	
	Non Institutions	4,589	1,38,58,688	42.95%
	<b>Total Public Shareholding</b>	<b>4,589</b>	<b>1,38,58,688</b>	<b>42.95%</b>

## BEDMUTHA INDUSTRIES LIMITED

Category code	Category of Shareholders	Number of Shareholders	Total number of Shares	As a percentage of A+B+C
<b>C</b>	Shares held by Custodians and against which Depository receipt have been issued			
	Promoter and promoter group	-	-	-
	Public	-	-	-
	Total Shares held by Custodians and against which Depository receipt have been issued	-	-	-
<b>(A+B+C)</b>	<b>Total</b>	<b>4,599</b>	<b>3,22,63,884</b>	<b>100.00%</b>

**Note:** The above shareholding pattern is as per the record of Registrar and Transfer Agent as on March 31, 2021.

### xiii) Outstanding GDR/Warrants and Convertible Bonds, Conversion Dates and likely impact on Equity

The Company has no outstanding GDR / ADR / Warrants or any convertible instruments.

### xiv) Plant Locations:

**Plant-1:** Plot No. A-31 to 35 & 57, STICE, Musalgaon, Sinnar, Dist. Nashik (Maharashtra)-422103

**Plant-2:** Plot No. A-70/71/72, STICE, Musalgaon, Sinnar, Dist. Nashik (Maharashtra)-422103.

**Plant-3:** Plot No. B-113, STICE, Musalgaon, Sinnar, Dist. Nashik (Maharashtra)-422103.

**Plant-4:** Plot No. E-1, MIDC, Phase-2, Nardana, Tal. Sindkheda, Dist. Dhule – 424 309

### xv) Financial Calendar of the Company relating to future immediate reporting:

The Financial year covers the period from April 01, 2021 to March 31, 2022.

#### Financial Reporting:

Quarter ending June 30, 2021	Upto August 14, 2021.
Half Year ending September 30, 2021	Upto November 14, 2021.
Quarter ending December 31, 2021	Upto February 14, 2022
Year ending March 31, 2022	Upto May 30, 2022.
Annual General Meeting for the year ended March 31, 2022.	Upto September 30, 2022

### xvi) Address for correspondence:

The shareholders may address their queries and communications to the Registrar and Share Transfer Agent at the address given above or may contact a company at the registered office address:

#### BEDMUTHA INDUSTRIES LIMITED:

Registered Office:	A-70/71/72, STICE, Musalgaon, Sinnar, Dist. Nashik-422103 (Maharashtra).
Tel	+91-2551 240481 /240631 /240068 /240069
Fax	+91 2551 240482.
Corporate office	A-70/71/72, STICE, Musalgaon, Sinnar, Dist. Nashik – 422103.
Website	<a href="http://www.bedmutha.com">www.bedmutha.com</a>
Email	<a href="mailto:cs@bedmutha.com">cs@bedmutha.com</a>

### xvii) Details of fees paid to statutory Auditors during the financial year 2020-21.

The total fees paid by the Company and its subsidiaries to M/s A. D. Kulkarni & Co., Chartered Accountants, Statutory Auditors of the Company, and all other entities forming part of the same network, aggregate ₹ 8.10 Lakhs.

**xviii) COMPLIANCE UNDER MANDATORY AND NON-MANDATORY REQUIREMENTS**

A) The Company had complied with all the mandatory requirements of SEBI (LODR), Regulations, 2015 to the extent applicable.

B) Compliance with Non-Mandatory requirements as detailed below:

**1. Office of the Chairman of the Board and re-imburement of expenses by the Company.**

The Chairman of the Company, Mr. Vijay Vedmutha is an Executive Director and any reimbursement of his expenses is made by the Company.

**2. Shareholders' Rights**

The Company's financial results are published in the newspapers and also posted on its own website (www.bedmutha.com). The Company furnishes the financial results on receipt of request from the shareholders.

**3. Audit Qualification**

The Company, at present, does not have any audit qualification pertaining to the financial statements.

**4. Separate posts of Chairman and CEO**

The Company has a separate post of Chairman and CEO. Mr. Vijay Vedmutha is the Chairman of the Company Mrs. Vinita Ajay Vedmutha is the S-CEO of the Company.

**5. Reporting of Internal Auditor**

The Company's Internal Auditor reports directly to the Audit Committee.

**xix) Disclosure with respect to demat suspense account / unclaimed suspense account**

The disclosures with respect to demat suspense account / unclaimed suspense account are as follows:

S. No.	Particulars	Status
1	Aggregate no. of shareholders and the outstanding shares in the suspense account lying at the beginning of the years	NIL
2	Number of shareholders who approached listed entity for transfer of shares from suspense account during the year	Not Applicable
3	number of shareholders to whom shares were transferred from suspense account during the year	Not Applicable
4	aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year	Not Applicable
5	that the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares	Not Applicable

**xx) Disclosure as per Regulation 32 (7A) of SEBI (LODR) Regulations, 2015 for the year ended on March 31, 2021:-**

The utilization of issue proceeds from Preferential Allotment of Equity Shares (₹ 42.50 crores) is as follows:-

(₹ In Crores)

Particulars of Fund Utilization for	Amount to be utilized as per disclosures	Actual Utilization
Working Capital requirement	₹ 42.50	₹ 42.50

As on March 31, 2021, the company has fully deployed the funds of Preferential Allotment of Equity Shares for working capital requirements of the Company so as to improve the liquidity position of the Company.

## **BEDMUTHA INDUSTRIES LIMITED**

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### **xxi) Disclosure in relation to the Sexual Harassment of women at work place (Prevention, Prohibition and Redressal) Act, 2013:**

- i) Number of complaints filed during the year: NIL
- ii) Number of complaints disposed during the year: NA
- iii) Number of complaints pending as on end of financial year: NA

### **xxii) Reconciliation of Share Capital Audit**

As stipulated under Regulation 76(1) of SEBI (Depositories and Participants) Regulations, 2018, a qualified Practicing Company Secretary carried out an Audit to reconcile the total issued capital, listed capital and capital held in National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) in dematerialized form,. This audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges and to the Board of Directors. The auditor confirms that the total listed and paid-up capital is in agreement with the aggregate of the total number of shares held in dematerialized and physical form.

**For and on behalf of the Board of  
Bedmutha Industries Limited**

**sd/-  
Vijay Vedmutha  
Chairman and Managing Director  
DIN: 00716056**

**Date: August 17, 2021  
Place: Sinnar**



**Corporate Governance Certificate**

To  
The Members of  
Bedmutha Industries Limited

We have examined the compliance of conditions of Corporate Governance by Bedmutha Industries Limited having CIN: L31200MH1990PLC057863 (“the Company”) for the year ended on 31st March, 2021, as stipulated in Regulations 17-27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 and Para C, D and E of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

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

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

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the Management of the Company and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 Pandemic, we certify that the Company has in all material respect complied with the conditions of Corporate Governance as stipulated in the above mentioned SEBI Listing Regulations, as applicable.

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

**For S. Anantha & Ved LLP**  
**Company Secretaries**

**sd/-**  
**Sachin Hukumchand Sharma**  
**Designated Partner**  
Membership No.: A46900  
CP No.: 20423  
UDIN: A046900C000796550

**Place: Jodhpur**  
**Date: 17/08/2021**

## **BEDMUTHA INDUSTRIES LIMITED**

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### **COMPLIANCE CERTIFICATE UNDER REGULATION 17(8)**

#### **CEO & CFO CERTIFICATE**

We, Ajay K. Vedmutha, Chief Financial Officer of the Company and Vinita A. Vedmutha, Chief Executive Officer of the Company hereby certify that:

- A. We have reviewed Financial Statements and the Cash Flow Statement for the year and that to the best of our knowledge and belief:
- (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (2) these statements together present a true and fair view of the listed entity's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the listed entity during the year which are fraudulent, illegal or violative of the listed entity's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and they have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the auditors and the Audit committee:
- (1) significant changes in internal control over financial reporting during the year;
  - (2) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - (3) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

**For and on behalf of  
BEDMUTHA INDUSTRIES LTD.**

**For and on behalf of  
BEDMUTHA INDUSTRIES LTD.**

**sd/-**  
**Ajay K. Vedmutha**  
(Chief Financial Officer)

**sd/-**  
**Vinita A. Vedmutha**  
(S-CEO)

**Date:** August 13, 2021

**Place:** Sinnar

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To

**The Members of  
Bedmutha Industries Limited**

We have examined the relevant registers, records, forms, returns and disclosures relating to the Directors of **Bedmutha Industries Limited** having CIN: L31200MH1990PLC057863 and having Registered Office at **A-70/71/72, Stice, Musalgaon MIDC, Sinnar Shirdi Road, Nashik – 422 112** (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub Clause 10 (i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2021 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	#Date of appointment in Company
1.	Vijay Vedmutha Kachardas	00716056	23 <sup>rd</sup> August, 1990
2.	Ajay Vedmutha Kachardas	01726879	23 <sup>rd</sup> August, 1990
3.	Narayan Marotrao Kadu	02807124	14 <sup>th</sup> November, 2009
4.	Vandana Prashant Sonwaney	06955363	13 <sup>th</sup> November, 2014
5.	Vasant Balawantrao Joshi	07348931	26 <sup>th</sup> November, 2015
6.	Shreekrishna Yashvantrao Marathe	08691908	01 <sup>st</sup> April, 2020

# The date of appointment is as per the MCA website.

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

**For S. Anantha & Ved LLP  
Company Secretaries**

**sd/-  
Sachin Sharma  
Designated Partner  
ACS: 46900  
CP No.: 20423  
UDIN: A046900C000796484**

**Place: Jodhpur  
Date: 17/08/2021**

## **Independent Auditor's Report**

**To the Members of Bedmutha Industries Limited**

**Report on the Standalone Financial Statements**

### **Opinion**

We have audited the accompanying standalone financial statements of Bedmutha Industries Limited ("the Company"), which comprise the Balance sheet as at March 31, 2021, and the statement of Profit and Loss (including Other Comprehensive Income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the standalone financial statements, including significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021 and its profits, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

### **Basis of Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial statements section of our report. We are independent of the company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the 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 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 on consolidate financial statements.

### **Information other than the financial statements and auditor's report there on:**

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. The annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the financial statements does not cover the other information and we will 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 identified above when it becomes available 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. When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate action as applicable under the relevant laws and regulations.

### **Key Audit matters**

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

We have determined the matters described below to be key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of Standalone financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risk of material misstatements of standalone financial statements. The results of the audit procedures performed by us, including those procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone financial statements.

<b>Key Audit Matters</b>	<b>How our audit addressed the key audit matter</b>
<b>A. Sale of 100% stake in subsidiary company:</b>	Our audit procedures included and were not limited to following:
<p>Bedmutha Industries Limited has disinvested its entire stake in subsidiary company Kamalasha Infrastructure and Engineering Private Limited as on 22nd September 2020 and hence now Kamalasha infrastructure and engineering private limited i.e the subsidiary has ceased to be the subsidiary of the company.</p> <p>Given the complexity and judgement involved in the share valuation and the magnitude of the disinvestment made by Bedmutha Industries Limited , this is considered to be a key audit matter.</p>	<p>1) Reading the documents pertaining to the disinvestment to understand the key terms and conditions of the disinvestment. 2)Assessing the competence, capabilities and objectivity of the experts engaged by Bedmutha Industries Ltd and relying on the valuation report given by the valuation expert engaged by the entity. 3)Assessing the adequacy of Bedmutha Industries Ltd disclosures in respect of the disinvestment in accordance with the accounting standards.</p>
<b>B. Restructure of Loan facilities:</b>	Our audit procedures included and were not limited to following:
<p>There is a restructuring carried out in the 4th Quarter during the year in accordance with RBI guidelines which is approved by the consortium of all bankers and the compliances are met. 1)₹ 42.50 cr in the form of equity has been invested by the investors &amp; promoters into the company as on 16.01.2021 (one equity share was priced at ₹ 55 per share of which ₹ 10 is the face value and ₹ 45 is the premium) 2)Banks have converted unsustainable Loan of ₹ 230 cr into cumulative redeemable preference shares (CRPS) with coupon rate of 1% and also reduced the Interest rate on sustainable loan from 12% p.a to 9.05% p.a 3)Banks have permitted for sale of Non-core assets of the company. Funds will be generated thereby to the tune of approx 30cr (as expected by the management of the company).</p> <p>Due to substantial transactions or events occurred during the year , this is considered to be a key audit matter.</p>	<p>1) Reading the documents such as the sanction letters of the banks pertaining to the restructuring of the credit facilities. 2)Checking the relevant documents relating to the securities issued to the investors and to the banks. 3)Checking the bank statement for the money received towards the equity issue. 4)Where relevant, reading external expert advices obtained by the management or discussion of matters with the management and placing reliance on the expert advices on legal, taxation matters and conclusions drawn therefrom. 5)Verified the adequacy and appropriateness of the disclosures made in this respect.</p>

**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 Companies Act, 2013 (“the Act”) with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, statement of changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act.

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

In preparing the 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.

## BEDMUTHA INDUSTRIES LIMITED

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### Auditor's responsibilities for the audit of the 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:

- 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.
- 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.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the 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 standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### 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 B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

- 2) As required by Section 143(3) of the Act, 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, Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of accounts.
  - (d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards specified under section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - (e) On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by Board of Directors, None of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of sub-section (2) of section 164 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 A".
  - (g) In our opinion, the managerial remuneration for the year ended March 31, 2021 has been paid / provided by the company, to their directors in accordance with the provisions of section 197 read with Schedule V 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 explanation given to us:
    - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements; Refer Note 39 to the Standalone Financial Statements.
    - ii. The Company has made provision, as required under the applicable law or accounting standards, material foreseeable losses, if any, on long-term contracts including derivative contracts; if any.
    - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company; if any.

**For A .D. Kulkarni & Co.**  
**Chartered Accountants**

**CA Anil .D. Kulkarni**  
Proprietor  
Membership No: 049739  
Firm Registration No: 115959W

Place: Nashik  
Date: July 24, 2021  
UDIN: 21049739AAAAEI2949



## BEDMUTHA INDUSTRIES LIMITED

### ANNEXURE - B TO THE INDEPENDENT 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 March 31, 2021, we report that

- (i) (a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The Company has a regular programme of physical verification of fixed assets by which fixed assets are verified in a phased manner over a period of three years. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the company and the nature of its assets and as per information and explanations given to us no material discrepancies were noticed on such verification
- (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) As explained to us, physical verification of inventory has been conducted at reasonable intervals by the Management and no material discrepancies were noticed on such verification.
- (iii) The company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the Register maintained under section 189 of the Companies Act, 2013.
- (iv) In our opinion and according to the information and explanation given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
- (v) The company has not accepted any deposits from the public within the meaning of section 73 to 76 of the Act and the rules framed there under to the extent notified.
- (vi) We have broadly reviewed the books of accounts maintained by the company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as prescribed by Central Government of India under sub-section (1) of section 148 of the Companies Act, 2013 and are of opinion that prima facie, the prescribed accounts and records have been made and maintained. We have, however, not made a detailed examination of cost records with the view to determine whether they are accurate or complete.
- (vii) (a) According to the information and explanations given to us and the records of the company examined by us in respect of statutory dues, the Company is regular in depositing with appropriate authorities, undisputed statutory dues including provident fund, income tax, sales tax, service tax, employees' state insurance, custom duty, cess, goods and services tax and other material statutory dues applicable to it. There have been no statutory dues in arrears as on 31st March, 2021 for a period of more than six months from the date they became payable.
- (b) According to the information and explanation given to us, details of dues of sales tax, income tax, customs duty, wealth tax, excise duty and cess which have not been deposited on account of any dispute are stated below:-

(₹ In Lakhs)

Sr. No.	Department	Financial Year	Amount of Dispute & Possible Impact
1	Customs, Excise and Service Tax Appellate Tribunal, Mumbai	2012-15	210.5

- (viii) In our opinion and according to the information and explanations given to us, the company has regularise all it's previous defaults in repayment of loans and borrowings to financial institution, bank or government. However, the company has got the CRPS Scheme Approved by the financial Institutions.

- (ix) In our opinion and according to the information and explanations given to us, The Company has not raised any moneys during the year by way of term loans and already raised proceeds have been applied by the Company for the purposes for which they were raised or as per purpose revised with appropriate approvals. The Company has neither raised any money by way of initial public offer/ further public offer nor such proceeds were pending to be applied during the current year.
- (x) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.
- (xi) In our opinion and according to the information and explanations given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V of the Companies Act, 2013.
- (xii) The Company is not a Nidhi Company and hence reporting under Paragraph 3(xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, the Company is in compliance with Sections 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- (xiv) According to the information and Explanation given to us and based on our examination of the records of the company, the company has carried out preferential allotment of Equity shares (fully paid-up) during the year and in respect of which the company has complied with Section 42 of the Act, amount raised have been applied for the purpose for which the funds are raised.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions during the year with its directors or persons connected with them.
- (xvi) In our opinion and according to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

**For A .D. Kulkarni & Co.**  
**Chartered Accountants**

**CA Anil .D. Kulkarni**  
Proprietor  
Membership No: 049739  
Firm Registration No: 115959W

Place: Nashik  
Date: July 24, 2021  
UDIN:21049739AAAAEI2949

# BEDMUTHA INDUSTRIES LIMITED

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## ANNEXURE - A to the INDEPENDENT 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 Bedmutha Industries Ltd ("the Company"), as of 31st March, 2021 in conjunction with our audit of the standalone Ind AS financial statements of the company for the year ended on that date.

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

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the guidance note on audit of internal financial controls over financial reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, 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 the Institute of Chartered Accountants of India and prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting 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 internal financial controls system over financial reporting and their operating effectiveness. Our audit 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.

For A .D. Kulkarni & Co.  
Chartered Accountants

CA Anil .D. Kulkarni  
Proprietor

Place: Nashik  
Date: July 24, 2021  
UDIN: 21049739AAAAEI2949

Membership No: 049739  
Firm Registration No: 115959W

**Standalone Balance Sheet as on March 31, 2021**

Particulars	Note	As At March 31, 2021 (₹ in Lakhs)	As At March 31, 2020 (₹ in Lakhs)
<b>I. ASSETS</b>			
<b>1. Non - Current Assets</b>			
a. Property, Plant and Equipment	1	18,853.58	20,827.86
b. Capital work-in-progress	1	3,378.92	4,396.72
c. Investment Property	2	117.60	117.60
d. Goodwill	1	-	-
e. Other Intangible assets	1	-	-
f. Investments in Subsidiaries and Associate	3	318.19	369.40
g. Financial Assets			
Investments	3	43.04	31.21
Trade receivables	4	622.36	1,849.75
Loans	5	181.06	177.16
Others Financial Assets	6	52.40	48.77
h. Non Current Tax Assets (Net)	7	632.85	566.63
i. Other non-current assets	8	16.09	677.33
<b>2. Current assets</b>			
a. Inventories	9	3,977.81	4,084.51
b. Financial Assets			
Investments	10	-	-
Trade receivables	11	6,215.77	4,983.10
Cash and cash equivalents	12	878.99	822.74
Bank balances other than (iii) above	12	389.60	466.38
Loans	13	99.52	326.74
Others Financial Assets	14	9,346.47	6,510.53
c. Current Tax Assets (Net)	15	-	-
d. Other current assets	16	1,633.56	1,814.30
<b>Total Assets</b>		<b>46,757.82</b>	<b>48,070.72</b>
<b>II. EQUITY &amp; LIABILITIES</b>			
<b>A. EQUITY</b>			
a. Equity Share Capital	17	3,226.39	2,453.16
b. Other Equity	18	4,620.77	(18,435.65)
<b>B. LIABILITIES</b>			
<b>1. Non - Current Liabilities</b>			
a. Financial Liabilities			
Borrowings	19	20,750.24	21,660.62
Trade payables	20	-	-
Other financial liabilities	21	1,731.47	1,866.57
b. Provisions	22	-	-
c. Deferred Tax Liabilities (net)	23	-	-
d. Other non-current liabilities	24	-	-
<b>2. Current Liabilities</b>			
a. Financial Liabilities			
Borrowings	25	5,916.55	24,405.83
Trade payables	26	5,448.86	1,918.70
Other financial liabilities	27	3,964.49	4,517.07
b. Other Current liabilities	28	120.59	73.07
c. Provisions	29	978.46	9,611.35
<b>Total Equity &amp; Liabilities</b>		<b>46,757.82</b>	<b>48,070.72</b>

**Notes form an integral part of these financial statements**

As per our report of even date.  
for **A. D. Kulkarni & Co.**  
Chartered Accountants

For and on the behalf of Board of Directors of  
**Bedmutha Industries Limited**

**Anil D. Kulkarni**  
Proprietor  
M. No. 049739  
Firm Regd. 115959W

**Vijay Vedmutha**  
Chairman &  
Managing Director  
DIN : 00716056

**Ajay Vedmutha**  
Managing Director &  
Chief Financial Officer  
DIN : 01726879

Place: Nashik  
Date : July 24, 2021

**Vinita Vedmutha**  
Senior - Chief Executive  
Officer

**Ajay Topale**  
Company Secretary  
M.No. A26935

## BEDMUTHA INDUSTRIES LIMITED

### Standalone Profit and Loss Statement for the Period ended March 31, 2021

Particulars	Note	Year Ended March 31, 2021 (₹ in Lakhs)	Year Ended March 31, 2020 (₹ in Lakhs)
<b>I. Revenue from operations</b>	<b>30</b>	38,808.46	35,978.14
<b>II. Other Income</b>	<b>31</b>	31,087.54	2,730.81
<b>III. Total Revenue (I + II)</b>		<b>69,896.00</b>	<b>38,708.95</b>
<b>IV. Expenses:</b>			
Cost of material consumed	<b>32</b>	31,711.27	28,513.38
Purchase of Stock-in-Trade	<b>33</b>	-	-
Changes in inventories of finished goods work-in-progress and Stock-in-Trade	<b>34</b>	(226.46)	(333.63)
Employee benefits expenses	<b>35</b>	1,325.38	1,327.97
Finance Cost	<b>36</b>	6,162.63	6,433.00
Depreciation and amortisation expenses	<b>37</b>	3,572.59	3,308.50
Other Expenses	<b>38</b>	7,680.36	6,593.20
<b>Total Expenses</b>		<b>50,225.77</b>	<b>45,842.41</b>
<b>V. Profit before exceptional Item &amp; Tax (III - IV)</b>		<b>19,670.23</b>	<b>(7,133.46)</b>
<b>VI. Exceptional Item</b>			
<b>VII. Profit before Tax (V - VI)</b>		<b>19,670.23</b>	<b>(7,133.46)</b>
<b>VIII. Tax Expenses</b>			
(1) Current Tax		-	-
(2) Deferred Tax		-	-
(3) Tax in respect of earlier year		<b>93.33</b>	-
<b>IX. Other Comprehensive Income</b>			
A) Items that will not be reclassified to Profit or Loss		-	-
B) Items that will be reclassified to Profit or Loss		-	-
<b>X. Total Comprehensive Income</b>		<b>19,576.90</b>	<b>(7,133.46)</b>
<b>XI. Earning per equity share of ₹ 10 each</b>			
(1) Basic		60.68	(29.08)
(2) Diluted		60.68	(29.08)
<b>Weighted average number of shares outstanding</b>		<b>3,22,63,884</b>	<b>2,45,31,611</b>
<b>Notes form an integral part of these financial statements</b>			

As per our report of even date.

for **A. D. Kulkarni & Co.**

Chartered Accountants

**Anil D. Kulkarni**

Proprietor

M. No. 049739

Firm Regd. 115959W

Place: Nashik

Date : July 24, 2021

For and on the behalf of Board of Directors of

**Bedmutha Industries Limited**

**Vijay Vedmutha**

Chairman &  
Managing Director

DIN : 00716056

**Vinita Vedmutha**

Senior - Chief Executive  
Officer

**Ajay Vedmutha**

Managing Director &  
Chief Financial Officer

DIN : 01726879

**Ajay Topale**

Company Secretary  
M.No. A26935

**Standalone Cash Flow Statement for the year ended March 31, 2021**

Particulars	Year Ended March 31, 2021 (₹ in Lakhs)	Year Ended March 31, 2020 (₹ in Lakhs)
<b>A CASH FLOW FROM OPERATING ACTIVITIES</b>		
<b>Net Profit Before Tax and Extra Ordinary items</b>	19,670.23	(7,133.46)
Adjustment For		
<b>Add : Depreciation</b>	3,570.58	3,306.48
(Profit) / Loss on Sale of Investment	45.32	(9.83)
(Profit) / Loss on Sale of Property, Plant & Equipments	(36.01)	(64.52)
Provision for Bad and Doubtful Debts/Loans & Advances	1,841.19	57.40
Miscellaneous Expenses written off	2.01	2.01
Interest & Financial charges (Net)	5,289.15	6,326.95
Dividend Income	-	(0.14)
Unwinding Interest Cost on Financial Liability	835.78	36.42
Gain on Initial Recognition of CRPS at Fair Value	(15,972.78)	-
Interest Cost Reversal on account of Restructuring	(12,133.96)	-
<b>Operating Profit Before Working Capital Changes</b>	<b>3,111.51</b>	<b>2,521.32</b>
<b>Adjustment for working capital changes</b>		
(Increase) / Decrease in non-current/current financial and other assets	(3,732.59)	7,575.97
(Increase) / Decrease in Inventories	106.69	(881.86)
Increase / (Decrease) in non-current/current financial and other liabilities/provisions	6,436.50	(1,484.27)
<b>Cash Generated from Operations</b>	<b>5,922.12</b>	<b>7,731.15</b>
<b>Adjustment for Extra Ordinary Transactions</b>		
Direct Taxes paid (Net)	(93.33)	-
<b>Net Cash From Operating Activities</b>	<b>5,828.79</b>	<b>7,731.15</b>
<b>B CASH FLOW FROM INVESTING ACTIVITIES</b>		
Net purchase of Property, Plant & Equipments / capital work in progress	(544.31)	(427.62)
Net purchase of investments	(5.95)	119.01
Dividend Income	-	0.14
<b>Net Cash used in Investing Activities</b>	<b>(550.25)</b>	<b>(308.47)</b>
<b>C CASH FLOW FROM FINANCING ACTIVITIES</b>		
Increase/ ( Decrease) Net Proceeds from Long Term Borrowings	14,226.62	(1,379.36)
Increase/ ( Decrease) Net Proceeds form Short Term Borrowings	(18,489.28)	309.41
Proceeds from Issue of Shares	4,252.75	-
Interest & Financial charges (Net)	(5,289.15)	(6,326.95)
<b>Net Cash From Financing Activities</b>	<b>(5,299.06)</b>	<b>(7,396.89)</b>
<b>Net Increase/(Decrease) in Cash &amp; Cash Equivalents (A+B+C)</b>	<b>(20.53)</b>	<b>25.79</b>
<b>Opening Cash &amp; Cash equivalents</b>	<b>1,289.12</b>	<b>1,263.33</b>
<b>Closing Cash &amp; Cash equivalents</b>	<b>1,268.59</b>	<b>1,289.12</b>

Note : i. Figures in brackets represents outflows  
ii. Previous year figures have been regrouped / restated wherever necessary

As per our report of even date.

for **A. D. Kulkarni & Co.**

Chartered Accountants

**Anil D. Kulkarni**

Proprietor

M. No. 049739

Firm Regd. 115959W

For and on the behalf of Board of Directors of

**Bedmutha Industries Limited**

**Vijay Vedmutha**

Chairman &

Managing Director

DIN : 00716056

**Ajay Vedmutha**

Managing Director &

Chief Financial Officer

DIN : 01726879

Place: Nashik

Date : July 24, 2021

**Vinita Vedmutha**

Senior - Chief Executive

Officer

**Ajay Topale**

Company Secretary

M.No. A26935

**Standalone Statement of Changes in Equity for the period ended March 31, 2021**

A. Equity Share Capital				(₹ in Lakhs)
Balance as on April 01, 2019	Changes in equity share capital during the year	Balance as on March 31, 2020	Changes in equity share capital during the year	Balance as on March 31, 2021
2,453.16	-	2,453.16	773.23	3,226.39

B. Other Equity							(₹ in Lakhs)
Particulars	Reserves and Surplus				Other items of Other Comprehensive Income	Total	
	Capital Reserve	Securities Premium	Other Reserves	Retained Earnings			
<b>Balance as on April 01, 2019</b>	44.17	8,480.49	-	(19,855.67)	-	(11,331.01)	
Add : Total Comprehensive Income for the year	-	-	-	(7,133.46)	-	(7,133.46)	
Less : Adjustment relating to Property, Plant & Equipments (Prior Period)	-	-	-	(28.83)	-	(28.83)	
<b>Balance as on March 31, 2020</b>	44.17	8,480.49	-	(26,960.31)	-	(18,435.65)	
Add: Equity Shares Issue at Premium	-	3,479.52	-	-	-	3,479.52	
Add : Total Comprehensive Income for the year.	-	-	-	19,576.90	-	19,576.90	
Less : Adjustment relating to Property, Plant & Equipments (Prior Period).	-	-	-	-	-	-	
<b>Balance as on March 31, 2021</b>	44.17	11,960.02	-	(7,383.41)	-	4,620.77	

As per our report of even date.  
for **A. D. Kulkarni & Co.**  
Chartered Accountants

**Anil D. Kulkarni**  
Proprietor  
M. No. 049739  
Firm Regd. 115959W

Place: Nashik  
Date : July 24, 2021

**Vijay Vedmutha**  
Chairman &  
Managing Director  
DIN : 00716056

**Vinita Vedmutha**  
Senior - Chief Executive  
Officer

**Ajay Vedmutha**  
Managing Director &  
Chief Financial Officer  
DIN : 01726879

**Ajay Topale**  
Company Secretary  
M.No. A26935

For and on the behalf of Board of Directors of  
**Bedmutha Industries Limited**



**NOTE : 1 - Property, Plant and Equipment, Goodwill & Capital Work in Progress.** (₹ in Lakhs)

Sr. No.	Particulars	GROSS BLOCK			DEPRECIATION / AMORTISATION			NET BLOCK		
		As at 1-04-2020	Adjustments / Additions	Adjustments / Disposals (deductions)	As at 31-3-2021	As at 1-04-2020	Adjustments / Additions	Adjustments / Disposals (deductions)	As at 31-03-2021	As at 31-03-2020
A)	<u>Property, Plant &amp; Equipment</u>									
	<u>Own Assets :</u>									
i)	Freehold Land	2,649.59	-	-	2,649.59	-	-	-	2,649.59	2,649.59
ii)	Computer	348.36	4.04	-	352.40	319.71	24.06	20.61	323.16	28.65
iii)	Furniture and Fixtures	222.65	8.23	-	230.87	163.74	21.54	-	185.28	58.91
iv)	Vehicles	156.47	-	-	156.47	105.70	16.66	0.05	122.32	50.77
v)	Office equipment	176.42	3.54	-	179.95	161.81	9.54	5.59	165.76	14.61
vi)	Electric Installation	2,026.74	215.47	-	2,242.21	1,059.96	199.39	-	1,259.34	966.78
vii)	Factory Building	7,257.32	321.82	-	7,579.14	1,704.83	235.27	-	1,940.09	5,552.49
viii)	Plant & Machinery	26,217.64	1,045.02	10.58	27,252.08	14,864.47	3,064.13	(15.66)	17,944.26	11,353.18
	<u>Right-of-Use Assets:</u>									
i)	Leasehold Land	173.13	-	-	173.13	20.25	1.81	-	22.06	151.07
	<b>Total (A)</b>	<b>39,228.32</b>	<b>1,598.11</b>	<b>10.58</b>	<b>40,815.85</b>	<b>18,400.46</b>	<b>3,572.39</b>	<b>10.59</b>	<b>21,962.27</b>	<b>20,827.86</b>
B)	<u>Goodwill</u>	86.51	-	-	86.51	86.51	-	-	86.51	-
	<b>Total (B)</b>	<b>86.51</b>	<b>-</b>	<b>-</b>	<b>86.51</b>	<b>86.51</b>	<b>-</b>	<b>-</b>	<b>86.51</b>	<b>-</b>
C)	<u>Capital Work in Progress</u>	4,396.72	295.58	1,313.38	3,378.92	-	-	-	3,378.92	4,396.72
	<b>Total (C)</b>	<b>4,396.72</b>	<b>295.58</b>	<b>1,313.38</b>	<b>3,378.92</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>3,378.92</b>	<b>4,396.72</b>
	<b>TOTAL (A+B+C)</b>	<b>43,711.54</b>	<b>1,893.69</b>	<b>1,323.96</b>	<b>44,281.28</b>	<b>18,486.97</b>	<b>3,572.39</b>	<b>10.59</b>	<b>22,048.78</b>	<b>25,224.57</b>

**NOTE : 2 - Investment Property** (₹ in Lakhs)

Sr. No.	Particulars	GROSS BLOCK			DEPRECIATION / AMORTISATION			NET BLOCK		
		As at 1-04-2020	Adjustments / Additions	Adjustments / Disposals (deductions)	As at 31-3-2021	As at 1-04-2020	Adjustments / Additions	Adjustments / Disposals (deductions)	As at 31-03-2021	As at 31-03-2020
i)	Freehold Land*	117.60	-	-	117.60	-	-	-	117.60	117.60
	<b>TOTAL</b>	<b>117.60</b>	<b>-</b>	<b>-</b>	<b>117.60</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>117.60</b>	<b>117.60</b>

\*Fair value of investment property i.e. freehold land as on March 31, 2021 is ₹ 457.00 Lakhs based on the valuation done by external independent valuer on 20.03.2021

## BEDMUTHA INDUSTRIES LIMITED

	Nos.	Face Value	As At March 31, 2021 (₹ in Lakhs)	Nos.	Face Value	As At March 31, 2020 (₹ in Lakhs)
<b>NOTE - 3</b>						
<b>NON-CURRENT INVESTMENTS</b>						
<b>A. Investments carried at Cost</b>						
<b>Subsidiary Company {Trade Investments (unquoted)}</b>						
<b>a. Investment in Equity Instruments</b>						
Kamalasha Infrastructure & Engineering Pvt.Ltd.*	-	-	-	5,42,000	10	51.21
<b>Associate {Trade Investments (unquoted)}</b>						
<b>b. Investment in Equity Instruments</b>						
Ashoka Pre-con Private Ltd.**	21,99,070	10	318.19	21,99,070	10	318.19
<b>TOTAL (i)</b>			<b>318.19</b>			<b>369.40</b>
<b>B. Other Investments</b>						
<b>a. Investment in Equity Instruments (unquoted) (at Cost)</b>						
Jenil Steel Pvt. Ltd.	1	10	0.00	1	10	0.00
Shares In Steel Chamber			0.01			0.01
Shares In Stice Sinnar			0.01			0.01
Sharamrao Vitthal Bank Shares			0.03			0.03
Saraswat Co-operative Bank			0.05			0.05
Nashik Merchants Co-op Bank			0.36			0.36
<b>TOTAL (ii)</b>			<b>0.45</b>			<b>0.45</b>
<b>b. Investment in Government Securities (unquoted) (at Cost)</b>						
Government Securities & Others			0.05			0.65
Sovereign Gold Bond			3.15			3.15
<b>TOTAL (iii)</b>			<b>3.20</b>			<b>3.80</b>
<b>c. Investments in Mutual Funds (quoted) (through FVTPL)</b>						
	Units	NAV	Amt. (₹ in Lakhs)	Units	NAV	Amt. (₹ in Lakhs)
IDFC Large Cap Fund-Regular Plan-Growth	10,000	41.41	4.14	10,000	25.70	2.57
Principal Emerging Bluechip Fund - Growth Option	3,528	143.14	5.05	3,528	81.55	2.88
Principal Emerging Bluechip Fund - Growth Option	3,528	143.14	5.05	3,528	81.55	2.88
Principal Emerging Bluechip Fund - Growth Option	3,528	143.14	5.05	3,528	81.55	2.88
Principal Emerging Bluechip Fund - Growth Option	3,528	143.14	5.05	3,528	81.55	2.88
Principal Emerging Bluechip Fund - Growth Option	3,528	143.14	5.05	3,528	81.55	2.88
Nippon India Equity Hybrid Fund - Segregated Portfolio 1 - Growth Plan	1,483	0.05	0.00	1,483	0.05	0.00
<b>TOTAL (iv)</b>			<b>29.39</b>			<b>16.95</b>

	Nos.	Face Value	As At March 31, 2021 (₹ in Lakhs)	Nos.	Face Value	As At March 31, 2020 (₹ in Lakhs)
<b>d. Other Investments (unquoted) (at Cost)</b>						
ICICI Prudential Life Insurance			-			4.50
Metlife India Insurance Co. Ltd.			10.00			23.92
<b>TOTAL (v)</b>			<b>10.00</b>			<b>28.42</b>
<b>GRAND TOTAL (i + ii + iii + iv + v)</b>						
			<b>361.23</b>			<b>400.61</b>
Aggregate of Quoted Investment			<b>29.39</b>			<b>16.95</b>
Aggregate of Unquoted Investment			<b>331.84</b>			<b>383.65</b>

\* The Company has disinvested its entire stake in the Kamalasha Infrastructure and Engineering Private Limited i.e. Subsidiary Company w.e.f. September 22, 2020. The Kamalasha Infrastructure and Engineering Private Limited i.e. Subsidiary Company ceased to be the Subsidiary of the Company.

\*\* The company has made an investment of ₹ 318.19 Lakhs (Previous Year ₹ 318.19 Lakhs) in the shares of Ashoka Pre-con Private Limited (APPL), the company has 49% share holding . Further the company has given Loans & Advances, Trade receivables, net of Trade Payable amounting to ₹ 0 Lakhs (Previous ₹ 0 Lakhs) payable to APPL. There is considerable erosion in the net worth of APPL due to operational losses. No provision is provided by the management at present as the losses are expected to be recoverable in the future.

	As at March 31, 2021 (₹ in Lakhs)	As at March 31, 2020 (₹ in Lakhs)
<b>NOTE - 4</b>		
<b>Non-Current Financial Assets</b>		
<b>TRADE RECEIVABLES</b>		
i. Trade Receivables considered good - Secured	-	-
ii. Trade Receivables considered good - Unsecured	435.35	1,679.63
Less : Allowance for Doubtful Debts	-	(3.14)
iii. Trade Receivables which have significant increase in Credit Risk	1,293.46	54.26
Less : Allowance for Doubtful Debts	(1,293.46)	(54.26)
iv. Trade Receivables - credit impaired		-
v. Debts due by directors or other officers of the company or any of them either severally or jointly with any other person or debts due by firms or private companies respectively in which any director is a partner or a director or a member.	187.01	173.26
	<b>622.36</b>	<b>1,849.75</b>

	As at March 31, 2021 (₹ in Lakhs)	As at March 31, 2020 (₹ in Lakhs)
<b>NOTE - 5</b>		
<b>Non-Current Financial Assets</b>		
<b>LOANS (UNSECURED AND CONSIDERED GOOD)</b>		
i. Security Deposit	181.06	177.16
ii. Loans to related parties	-	-
iii. Other Loans	-	-
	<b>181.06</b>	<b>177.16</b>

## BEDMUTHA INDUSTRIES LIMITED

	As at March 31, 2021 (₹ in Lakhs)	As at March 31, 2020 (₹ in Lakhs)				
<b>NOTE - 6</b>						
<b>Non-Current Financial Assets</b>						
<b>OTHER FINANCIAL ASSETS</b>						
i. Bank deposits	52.40	48.77				
	<b>52.40</b>	<b>48.77</b>				
<b>NOTE - 7</b>						
<b>Non-current assets</b>						
<b>NON CURRENT TAX ASSETS (NET)</b>						
i. Tax Deducted at Sources	632.85	566.63				
	<b>632.85</b>	<b>566.63</b>				
<b>NOTE - 8</b>						
<b>Non-current assets</b>						
<b>OTHER NON-CURRENT ASSETS (UNSECURED AND CONSIDERED GOOD)</b>						
i. Capital Advance	620.76	676.04				
Less:-Provision for Bad & Doubtful Advances	604.67	-				
<b>ii. Advance Other Than Capital Advance</b>						
a. Advances to Related Parties	-	-				
b. Other Advances	-	-				
iii. Other Assets*	-	1.29				
	<b>16.09</b>	<b>677.33</b>				
* Other assets includes Issue expenses and Prepaid expenses.						
<b>NOTE - 9</b>						
<b>Current Assets</b>						
<b>INVENTORIES</b>						
i. Raw Material	1,095.86	1,431.29				
Raw Material ( in Transit)	-	-				
ii. Finished Goods	1,022.92	1,033.02				
iii. Trading Stock	-	-				
iv. Consumables	339.75	337.48				
v. Work-in-Progress	1,519.29	1,282.72				
vi. Stock in Transit	-	-				
	<b>3,977.81</b>	<b>4,084.51</b>				
<b>NOTE - 10</b>						
<b>Current Financial Assets</b>						
<b>Investments</b>						
<b>Investment in Mutual Funds (quoted)</b> <b>(through FVTPL)</b>	<b>Units</b>	<b>NAV</b>	<b>Amt.</b> <b>(₹ in Lakhs)</b>	<b>Units</b>	<b>NAV</b>	<b>Amt.</b> <b>(₹ in Lakhs)</b>
<b>TOTAL</b>			-			-

	As at March 31, 2021 (₹ in Lakhs)	As at March 31, 2020 (₹ in Lakhs)
<b>NOTE - 11</b>		
<b>Current Financial Assets</b>		
<b>TRADE RECEIVABLES</b>		
i. Trade Receivables considered good - Secured	-	-
ii. Trade Receivables considered good - Unsecured	6,215.67	4,966.47
iii. Trade Receivables which have significant increase in Credit Risk	-	-
iv. Trade Receivables - credit impaired	-	-
v. Debts due by directors or other officers of the company or any of them either severally or jointly with any other person or debts due by firms or private companies respectively in which any director is a partner or a director or a member	0.09	16.63
	<b>6,215.77</b>	<b>4,983.10</b>
<b>NOTE - 12</b>		
<b>Current Financial Assets</b>		
<b>CASH AND CASH EQUIVALENTS</b>		
i. Cash In Hand	15.70	13.01
<b>ii. Balance in Bank</b>		
a. In Current Account with Scheduled Bank	863.30	809.73
iii. Term deposits with original maturity for less than 3 months & Accrued Interest thereon.	-	-
	<b>878.99</b>	<b>822.74</b>
<b>NOTE - 12</b>		
<b>Current Financial Assets</b>		
<b>OTHER BALANCES WITH BANKS</b>		
i. Term deposits with original maturity for more than 3 months but less than 12 months & Accrued Interest thereon.	14.05	64.04
ii. Term deposits held as margin money against bank guarantee and other commitments & Accrued Interest thereon.	375.55	402.34
	<b>389.60</b>	<b>466.38</b>
<b>NOTE - 13</b>		
<b>Current Financial Assets</b>		
<b>LOANS (UNSECURED AND CONSIDERED GOOD)</b>		
i. Security Deposit	49.69	280.06
ii. Loans to Related Parties	-	-
iii. Other Loans*	49.84	46.68
	<b>99.52</b>	<b>326.74</b>
* Other loans includes Inter Corporate Deposit (ICD)		
<b>NOTE - 14</b>		
<b>Current Financial Assets</b>		
<b>OTHER FINANCIAL ASSETS</b>		
i. Other Current Financial Asset*	9,346.47	6,510.53
	<b>9,346.47</b>	<b>6,510.53</b>
* Other current financial assets includes accrued balances for claims receivable from government under Package Scheme of Incentives (PSI) under DIC.		

## BEDMUTHA INDUSTRIES LIMITED

	As at March 31, 2021 (₹ in Lakhs)	As at March 31, 2020 (₹ in Lakhs)
<b>NOTE - 15</b>		
<b>CURRENT TAX ASSETS (NET)</b>		
i. Tax Deducted at Sources	-	-
	-	-

### NOTE - 16

#### Current Assets

#### OTHER CURRENT ASSETS

##### i. Advance Other Than Capital Advance

a. Advances to Related Parties	466.13	466.14
b. Other Advances*	329.36	339.21
Less:-Provision for Bad & Doubtful Advances	47.64	-
ii. Other Assets**	885.71	1,008.95
	<b>1,633.56</b>	<b>1,814.30</b>

\* Other advances includes Advance Against Goods / Services and Advances to Employees.

\*\* Other assets includes balances with Government Authorities, Construction Contract Assets and Prepaid Expenses.

### NOTE - 17

#### a. Equity Share Capital

##### Authorised Equity Capital

[3,50,00,000 Equity Shares Of ₹ 10 Each]	3,500.00	3,000.00
[3,00,00,000 Equity Shares Of ₹ 10 Each For Previous Year]		

##### aa. Preference Share Capital

##### Authorised Preference Share Capital

[25,00,000 1% Non Convertible Cumulative Redeemable Preference Shares of ₹ 10 each]	250.00	-
---	--------	---

##### Issued, Subscribed and Paid up Capital

[3,22,63,884 Equity Shares Of ₹ 10 Each]	3,226.39	2,453.16
[2,45,31,611 Equity Shares Of ₹ 10 Each for Previous Year]		
(*)1% Non Convertible Cumulative Redeemable Preference Shares classified as Financial Liability as per IND AS 32( Refer Note no 19)		
	<b>3,226.39</b>	<b>2,453.16</b>

#### Details of shares held by shareholders holding more than 5% of the aggregate shares in the company :

Name of Shareholder	% of Holding & No. of Shares	
	As at March 31, 2021	As at March 31, 2020
K-FX Services Pvt Ltd	5909091 (18.31%)	-
Ajay Kachardas Vedmutha	3476464 (10.78%)	3476464 (14.17%)
Vijay Kachardas Vedmutha	3427232 (10.62%)	3427232 (13.97%)
Kachardas Ratanchand Bedmutha	2341973 (7.26%)	2341973 (9.55%)
Vinita Ajay Vedmutha	1672148 (5.18%)	1672148 (6.82%)
Usha Vijay Vedmutha	1662475 (5.15%)	1662475 (6.78%)
Bedmutha Sons Reality Ventures Private Limited	3239898 (10.04%)	3239898 (13.21%)
Kamalabai Kachardas Bedmutha	-	1277313 (5.21%)

The reconciliation of the number of shares outstanding is set out below :

Particulars	No of Shares	No of Shares
Equity Shares at the beginning of the year	2,45,31,611	2,45,31,611
Add : Equity shares issued	77,32,273	-
<b>Equity Shares at the end of the year</b>	<b>3,22,63,884</b>	<b>2,45,31,611</b>

	As at March 31, 2021 (₹ in Lakhs)	As at March 31, 2020 (₹ in Lakhs)
--	---	---

**NOTE - 18**

**Other Equity**

**Capital Reserve**

**Opening Balance**

44.17

44.17

Add : During the year

-

-

Less : On Amalgamation

-

-

**Closing Balance**

**44.17**

**44.17**

**Nature and purpose of reserve :** Capital reserve is created from the assistance received from the State Government of Maharashtra under the Sales Tax Deferral Scheme.

**Share Premium**

**Opening Balance**

8,480.49

8,480.49

Add : During the year

3,479.52

-

**Closing Balance**

**11,960.02**

**8,480.49**

**Nature and purpose of reserve :** The amount received in excess of face value of the equity shares is recognized in Securities Premium. It is utilized in accordance with the provisions of section 52 of the Companies Act, 2013.

**Surplus**

**Opening Balance**

(26,960.31)

(19,855.67)

Add : Surplus / (Deficit) during the year

19,576.90

(7,133.46)

Less : Adjustment relating to Property, Plant & Equipments (Prior Period)

-

(28.83)

**Closing Balance**

**(7,383.41)**

**(26,960.31)**

**Nature and purpose of reserve :** Surplus / Retained earnings are the profits / (losses) that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders, if any.

**Other Comprehensive Income (OCI)**

**Opening Balance**

-

-

Add : OCI during the year

-

-

Less : Adjustment relating to Property, Plant & Equipments (Prior Period)

-

-

**Closing Balance**

-

-

**4,620.77**

**(18,435.65)**



## BEDMUTHA INDUSTRIES LIMITED

	As at March 31, 2021 (₹ in Lakhs)	As at March 31, 2020 (₹ in Lakhs)
<b>NOTE - 19</b>		
<b>Non-Current Financial Liabilities</b>		
<b>BORROWINGS</b>		
<b>i. Secured</b>		
a. Term Loan from Banks <sup>2,3</sup>	12,271.37	21,177.01
b. Vehicle Loan <sup>2,3</sup>	-	1.03
c. 1% Non Convertible Cumulative Redeemable Preference Shares <sup>3*</sup>	7,852.08	-
<b>i.</b>	<b>20,123.45</b>	<b>21,178.03</b>
<b>ii. Unsecured</b>		
a. From WMDC / DIC	468.78	473.59
b. From Directors	-	-
c. From Others	158.01	9.00
<b>ii.</b>	<b>626.79</b>	<b>482.59</b>
<b>( i. + ii. )</b>	<b>20,750.24</b>	<b>21,660.62</b>

### <sup>2</sup> Nature of Security

Term loans & Funded Interest Term Loan amounting to ₹ 16044.37 lakhs (March 31, 2020 : ₹ 25510.20 lakhs ) {inclusive of ₹ 3773.00 lakhs (March 31, 2020 : ₹ 4333.20 lakhs) grouped under Note No. 27 are secured by first pari-passu / equitable mortgage on entire block of assets of the company situated at Plot No. E 1, Nardana Industrial Estate, Dhule and personal guarantee of promoter directors & are secured by pari-passu on entire block of assets of the company situated at Gat no. 232,237,29, Rasegaon, Taluka Dindori, Nashik, Plant 1, A 32-35 & 57, STICE, Sinnar, Nashik 422103, Plant 2, A 70-72, STICE, Sinnar, Nashik 422 103, Plant 3, B113, STICE, Sinnar, Nashik 422103, Plant 4, B 140, STICE, Sinnar, Nashik 422 103, Land S.No.156(153)3, situated in Village Sinnar, Taluka Sinnar, District Nasik.

Vehicle Loans amounting to ₹ 1.47 lakhs ( March 31, 2020 : ₹ 7.83 lakhs ) {inclusive of ₹ 1.47 lakhs (March 31, 2020 : ₹ 6.80 lakhs) grouped under Note No. 27 {Current Maturities for Long Term Debts} are secured by the way of hypothecation of Vehicle purchased thereunder.

### <sup>3</sup> Terms of Repayment

Term Loan amounting to ₹ 3882.53 Lakhs (March 31, 2020 : ₹ 6554.38 Lakhs) is repayable in 37 Structured Quarterly Installments. Last Installment due in Mar, 2028.

Funded Interest Term Loan amounting to ₹ 325.76 Lakhs (March 31, 2020 : ₹ 0 Lakhs) is repayable in 37 Structured Quarterly Installments. Last Installment due in Mar, 2028.

Term Loan amounting to ₹ 3848.35 Lakhs (March 31, 2020 : ₹ 6180.22 Lakhs) is repayable in 37 Structured Quarterly Installments. Last Installment due in Mar, 2028.

Funded Interest Term Loan amounting to ₹ 357.73 Lakhs (March 31, 2020 : ₹ 0 Lakhs) is repayable in 37 Structured Quarterly Installments. Last Installment due in Mar, 2028.

Term Loan amounting to ₹ 2817.00 Lakhs (March 31, 2020 : ₹ 4401.60 Lakhs) is repayable in 37 Structured Quarterly Installments. Last Installment due in Mar, 2028.

Funded Interest Term Loan amounting to ₹ 263.00 Lakhs (March 31, 2020 : ₹ 0 Lakhs) is repayable in 37 Structured Quarterly Installments. Last Installment due in Mar, 2028.

Term Loan amounting to ₹ 2787.00 Lakhs (March 31, 2020 : ₹ 5074.24 Lakhs) is repayable in 37 Structured Quarterly Installments. Last Installment due in Mar, 2028.

Funded Interest Term Loan amounting to ₹ 260.00 Lakhs (March 31, 2020 : ₹ 0 Lakhs) is repayable in 37 Structured Quarterly Installments. Last Installment due in Mar, 2028.

Term Loan amounting to ₹ 1375.00 Lakhs (March 31, 2020 : ₹ 3299.76 Lakhs) is repayable in 37 Structured Quarterly Installments. Last Installment due in Mar, 2028.

Funded Interest Term Loan amounting to ₹ 128.00 Lakhs (March 31, 2020 : ₹ 0 Lakhs) is repayable in 37 Structured Quarterly Installments. Last Installment due in Mar, 2028.

Vehicle Loan amounting to ₹ 0 Lakhs (March 31, 2020 : ₹ 2.39 Lakhs) is repayable in 60 Structured Quarterly Installments. Last Installment due in Mar, 2021.

Vehicle Loan amounting to ₹ 1.47 Lakhs (March 31, 2020 : ₹ 3.51 Lakhs) is repayable in 60 Structured Quarterly Installments. Last Installment due in Nov, 2021.

Vehicle Loan amounting to ₹ 0 Lakhs (March 31, 2020 : ₹ 1.85 Lakhs) is repayable in 60 Structured Quarterly Installments. Last Installment due in Mar, 2021.

Vehicle Loan amounting to ₹ 0 Lakhs (March 31, 2020 : ₹ 0.08 Lakhs) is repayable in 36 Structured Quarterly Installments. Last Installment due in April, 2020.

Installments falling due in respect of all the above Loans up to March 31, 2022 has been grouped under "Current maturities of long term debt (refer Note 27).

\*The Company has Issued 23,01,500 1% Non Convertible Cumulative Redeemable Preference Shares at Issue Price of ₹ 1000 (₹ 10 Face Value & ₹ 990 Premium) to Consortium Members Banks as Part of Restructuring of loan facilities carried out in accordance with RBI Guidelines.

1% Non Convertible Cumulative Redeemable Preference Shares amounting to ₹ 23015 lakhs (March 31,2020: ₹ 0 Lakhs) is repayable in 5 Yearly Installments.Last Installment due in Mar, 2033.

	As at March 31, 2021 (₹ in Lakhs)	As at March 31, 2020 (₹ in Lakhs)
<b>NOTE - 20</b>		
<b>Non-Current Financial Liabilities</b>		
<b>TRADE PAYABLES</b>		
i. Creditors Raw Material	-	-
ii. Creditors For Expenses	-	-
	-	-
<b>NOTE - 21</b>		
<b>Non-Current Financial Liabilities</b>		
<b>OTHER FINANCIAL LIABILITIES</b>		
i. Creditors for Property, Plant & Equipment	19.93	18.77
ii. Long term funds for margin	1,246.50	1,246.50
iii. Contractors Deduction	459.04	571.30
iv. Earnest Money Deposit / Security Deposit	6.00	30.00
	<b>1,731.47</b>	<b>1,866.57</b>
<b>NOTE - 22</b>		
<b>Non-Current Liabilities</b>		
<b>PROVISIONS</b>		
i. Provisions	-	-
	-	-
<b>NOTE - 23</b>		
<b>Non-current Liabilities</b>		
<b>DEFERRED TAX LIABILITIES (NET)</b>		
Deferred Tax - Liability / (Assets)- Net	-	-
	-	-
<b>NOTE - 24</b>		
<b>Non-current Liabilities</b>		
<b>OTHER NON CURRENT LIABILITIES</b>		
i. Earnest Money Deposit / Security Deposit	-	-
ii. Advances From Customers	-	-
	-	-
	-	-

## BEDMUTHA INDUSTRIES LIMITED

	As at March 31, 2021 (₹ in Lakhs)	As at March 31, 2020 (₹ in Lakhs)
<b>NOTE - 25</b>		
<b>Current Financial Liabilities</b>		
<b>BORROWINGS (SECURED)</b>		
i. Working Capital Loans*	5,913.45	24,405.83
ii. Demand Loan	3.10	-
iii. Deposit	-	-
	<b>5,916.55</b>	<b>24,405.83</b>
<p>*Working Capital loans amounting to ₹ 5913.45 lakhs (March 31, 2020 ₹ 24405.83 lakhs ) are secured by way of hypothecation of Current Assets and extension of second pari passu charge on the movable and non-movable Property, Plant &amp; Equipment excluding windmill and vehicles. During Q4 FY 2020-21 the company has carried out Restructuring of Loan facilities in accordance with RBI Guidelines on 16.01.2021 with cut off date 1.1.2018 which is approved by consortium of all bankers in which Non sustainable Portion of Working Capital Loans amounting to ₹ 192.03 cr was converted into 1% Non Convertible Cumulative Redeemable Preference shares..</p>		
<b>NOTE - 26</b>		
<b>Current Financial Liabilities</b>		
<b>TRADE PAYABLES</b>		
i. Creditors Raw Material	4,193.39	995.81
ii. Creditors For Expenses	1,255.46	922.89
	<b>5,448.86</b>	<b>1,918.70</b>
<b>NOTE - 27</b>		
<b>Current Financial Liabilities</b>		
<b>OTHER CURRENT FINANCIAL LIABILITIES</b>		
i. Current maturities of long term debts	3,946.69	4,451.57
ii. Creditors For Property, Plant & Equipment	17.80	65.50
	<b>3,964.49</b>	<b>4,517.07</b>
<b>NOTE - 28</b>		
<b>Current Liabilities</b>		
<b>OTHER CURRENT LIABILITIES</b>		
i. Advances From Customers	69.14	33.72
ii. Others*	51.45	39.35
	<b>120.59</b>	<b>73.07</b>
* Others include Outstanding payables to government authorities.		
<b>NOTE - 29</b>		
<b>Other Current Liabilities</b>		
<b>PROVISIONS</b>		
i. Provisions	978.46	9,611.35
	<b>978.46</b>	<b>9,611.35</b>

	Year Ended March 31, 2021 (₹ in Lakhs)	Year Ended March 31, 2020 (₹ in Lakhs)
<b>NOTE - 30</b>		
<b>REVENUE FROM OPERATIONS</b>		
Sale of Products	37,919.85	34,381.74
Stock in Trade	-	-
Sales of Services	234.44	1,179.08
Scrap Sales	569.23	408.61
Other Operating Revenues	84.93	8.71
	<b>38,808.46</b>	<b>35,978.14</b>
<b>Class of Goods</b>		
<b>Sale of Products</b>		
Galvanized Wire	10,718.20	8,235.06
M.S. / H.C. Wire	9,206.81	8,904.95
Stranded Wire / Earth Wire	-	-
P.C. Wire	-	-
Copper - Rod / Strip / Busbar / Cable	13,423.47	12,887.40
Others	523.04	39.79
Sales of stone crushing / Raw Stone	-	18.97
Wire Rope	4,048.33	4,295.58
	<b>37,919.85</b>	<b>34,381.74</b>
<b>Trading Sales</b>		
Wire Rod/ Steel Wire Sales	-	-
Misc Sales	-	-
<b>Sales of Services</b>		
Job Work Receipt /Others Receipts	199.78	198.09
Contract Revenue	34.65	8,556.43
Unbilled Revenue	-	(7,575.45)
	<b>234.44</b>	<b>1,179.08</b>
<b>Other Operating Revenues</b>		
Wind Mill Energy Receipts	5.85	7.78
Other Operating Receipts	79.07	0.93
	<b>84.93</b>	<b>8.71</b>
<b>Scrap Sales</b>		
Scrap	569.23	408.61
	<b>569.23</b>	<b>408.61</b>
<b>NOTE - 31</b>		
<b>OTHER INCOME</b>		
Dividend Receipt	-	0.14
<b>Interest Income</b>		
On Deposit	29.73	37.69
On Advances & Others	7.98	31.95
Profit/(Loss) on Sale of Property, Plant & Equipment	36.01	64.52
Profit/(Loss) on Sale of Investment	(45.32)	9.83
Incentive Income	2,909.89	2,563.69
Other non-operative income	42.53	23.00
Interest Cost Reversal on account of Restructuring	12,133.96	-
Intitial gain on Recognition of CRPS at Fair value	15,972.78	-
	<b>31,087.54</b>	<b>2,730.81</b>

## BEDMUTHA INDUSTRIES LIMITED

	Year Ended March 31, 2021 (₹ in Lakhs)	Year Ended March 31, 2020 (₹ in Lakhs)
<b>NOTE - 32</b>		
<b>COST MATERIAL CONSUMED</b>		
Opening Stock of Raw Material	1,431.29	899.84
Add : Manufacturing Purchases	31,375.84	29,044.83
	<b>32,807.13</b>	<b>29,944.67</b>
Less : Closing Stock Of Raw Material	1,095.86	1,431.29
	<b>31,711.27</b>	<b>28,513.38</b>
<b>Imported and Indigenous Raw Material purchase</b>		
Imported	8.16	102.61
(%)	0.03%	0.35%
Indigenous	31,367.68	28,942.21
(%)	99.97%	99.65%
	<b>31,375.84</b>	<b>29,044.83</b>
<b>Details of Raw Material Purchase</b>		
Wire Rod / Wire	16,253.91	14,753.25
Zinc	1,913.80	1,781.53
Copper	13,073.33	12,485.18
Lead	212.35	82.06
Others	(77.54)	(57.19)
	<b>31,375.84</b>	<b>29,044.83</b>
<b>NOTE - 33</b>		
<b>PURCHASE OF STOCK IN TRADE</b>		
Trading Purchase	-	-
	-	-
<b>NOTE - 34</b>		
<b>CHANGES IN INVENTORIES OF FINISHED GOODS WORK IN PROGRESS AND STOCK IN TRADE</b>		
<b>Opening Stock</b>		
i. Opening Finished Goods	1,033.02	601.30
ii. Opening Stock-in-Trade	-	-
iii. Opening Work in Progress	1,282.72	1,380.82
	<b>2,315.74</b>	<b>1,982.11</b>
<b>Closing Stock</b>		
i. Closing Finished Goods	1,022.92	1,033.02
ii. Closing Stock-in-Trade	-	-
iii. Closing Work in Progress	1,519.29	1,282.72
	<b>2,542.20</b>	<b>2,315.74</b>
<b>(Increase) / Decrease in Stock</b>	<b>(226.46)</b>	<b>(333.63)</b>
<b>NOTE - 35</b>		
<b>EMPLOYEE BENEFIT EXPENSES</b>		
Salary and Remuneration	1,142.54	1,116.75
Workmen and Staff Welfare	63.70	82.83
Contribution to Provident Fund and Others	119.14	128.39
	<b>1,325.38</b>	<b>1,327.97</b>

	Year Ended March 31, 2021 (₹ in Lakhs)	Year Ended March 31, 2020 (₹ in Lakhs)
<b>NOTE - 36</b>		
<b>FINANCE COST</b>		
<b>Interest On</b>		
Fixed Loans	2,521.35	2,863.33
Working Capital	2,615.89	3,340.76
Bank Charges & Commission	1,033.70	224.96
Forex (Gain) / Loss	(8.31)	3.94
	<b>6,162.63</b>	<b>6,433.00</b>
<b>NOTE - 37</b>		
<b>DEPRECIATION AND AMORTISATION EXPENSES</b>		
Depreciation on Property, Plant & Equipment	3,570.58	3,306.48
Depreciation on Right to Use Assets	1.81	1.81
Miscellaneous Expenditure Written off	0.20	0.20
	<b>3,572.59</b>	<b>3,308.50</b>
<b>NOTE - 38</b>		
<b>a. MANUFACTURING AND OPERATING COSTS</b>		
Job Work, Wages & Others	1,131.08	1,041.11
Packing Material	418.00	416.98
Power & Fuel	1,947.20	1,976.03
Contract Expenses	288.22	981.93
Consumables, Stores & Spares	631.45	546.72
Repairs & Maintainance	331.28	377.36
Other Manufacturing & Operating Expenses	57.97	56.19
	<b>i. 4,805.19</b>	<b>5,396.32</b>
<b>b. SELLING &amp; DISTRIBUTION EXPENSES</b>		
Advertisement & Exhibitions	0.66	6.44
Carriage Outward, Freight & Octroi	101.30	154.92
Discount On Sales	113.60	96.31
Bad Debts written off	1.96	(21.59)
Provision for Bad and Doubtful Debts	1,841.19	57.40
Loading & Unloading	18.36	32.50
Tender Expenses	-	0.77
Tour & Travelling Exp.	31.44	82.80
Export Expenses	122.99	55.80
Other Selling & Distribution expenses	19.97	72.05
	<b>ii. 2,251.48</b>	<b>537.40</b>
<b>c. OPERATING, ADMINISTRATIVE &amp; OTHER EXPENSES</b>		
Audit Fees	7.55	7.54
Insurance Premium	51.22	57.05
Legal & Statutory Expenses	155.23	163.69
Conveyance Charges	34.19	39.80
Office Exp	6.37	8.70
Other Expenses	73.88	68.09
Postage & Telegram	2.85	4.09
Printing & Stationery	10.54	20.27
Professional Charges	218.00	193.38
Security Charges	41.80	40.72
Telephone Charges	13.56	16.27
Rent Expenses	2.55	6.34
Testing Expenses	5.95	33.53
	<b>iii. 623.69</b>	<b>659.48</b>
	<b>(i. + ii. + iii.) 7,680.36</b>	<b>6,593.20</b>

## BEDMUTHA INDUSTRIES LIMITED

### 39. Contingent liabilities not provided for in respect of :-

(₹ in Lakhs)

a. Sr. No.	Particular	for the period ended	
		31.03.2021	31.03.2020
i.	Counter Guarantees given against Bank Guarantees.	1,222.39	2,588.53
ii.	Customs, Excise and Service Tax Appellate Tribunal, Mumbai (F.Y. 2012-15)	210.50	210.50
iii.	E.P.C.G. Obligation	-	1,378.92

### b. Claims Outstanding with Banks :-

Following claims were made by the company which are still outstanding as on the last day of the balance sheet and no confirmation from bank is there on record.

(₹ in Lakhs)

Sr. No.	Name of Bank	Excess Interest / Charges debited by bank	
		31.03.2021	31.03.2020
i.	Bank of Baroda	141.00	3.89
ii.	Bank of India	470.00	49.87
iii.	Andhra Bank	555.00	45.05
	<b>Total</b>	<b>1,166.00</b>	<b>98.81</b>

### 40. Remuneration Paid to Directors :-

(₹ in Lakhs)

Sr. No.	Particular	for the period ending	
		31.03.2021	31.03.2020
i.	Mr. Vijay K. Vedmutha	53.50	60.00
ii.	Mr. Ajay K. Vedmutha	53.50	60.00

**Note :-** Details regarding remuneration paid to independent / non executive directors are mentioned under Corporate Governance Report of this Annual Report.

### 41. Auditors Remuneration :-

(₹ in Lakhs)

Sr. No.	Particular	for the period ending	
		31.03.2021	31.03.2020
i.	Statutory & Tax Audit Fees	6.06	6.06
ii.	Cost Audit Fees	2.18	2.18
iii.	Company Law Audit & Consultancy	7.08	7.08
iv.	Consultation & Certification	6.40	6.65

### 42. Employees Benefit :-

- Company has paid premium of ₹ 11.24 Lakhs towards LIC group gratuity policy for the period 01.01.2020 to 31.12.2020, Out of which proportionate expense for Q4 (2019-20) were provided in books of accounts.
- Company has paid premium of ₹ 3.30 Lakhs towards workmen compensation policy in FY 2020-21.



**43. Disclosure in respect of derivative instruments :-**

- a. Derivative Instruments that are outstanding : Nil
- b. Foreign currency exposure that are not hedged by derivative instruments

(In Lakhs)

Sr. No.	Particulars	in US (\$)	in Euro (€)
<b>i.</b>	<b>Creditors</b>	<b>0.08</b>	-
	(Previous year)	0.08	-
<b>ii.</b>	<b>Buyers Credit</b>	-	-
	(Previous year)	-	-
<b>iii.</b>	<b>Term Loan</b>	-	-
	(Previous year)	-	-
<b>iv.</b>	<b>Debtors</b>	<b>1.41</b>	-
	(Previous year)	-	-

**44. Related Party Transactions (As required by Indian Accounting Standard (IND AS) - 24 'Related Parties Disclosures') :-**
**I) List of Related Parties and Relationship (As identified by the Management)**

- i. Key Managerial Personnel** :- Vijay K. Vedmutha, Chairman and M. D.  
Ajay K. Vedmutha, M. D. and C.F.O.  
Vinita A. Vedmutha, Senior C.E.O.  
Ajay Topale, Company Secretary
- ii. Relatives of Key Management** :- K. R. Bedmutha, Chairman Emeritus  
Usha V. Vedmutha  
Yash V. Vedmutha  
Divya S. Munot  
Kamalabai K. Bedmutha  
Aakashsha Yash Vedmutha
- iii. Enterprises over which Key Management Personnel and their relatives exercise significant influence with whom transactions have been taken place during the year** :- Bedmutha Sons Reality Ventures Pvt. Ltd.  
Bedmutha Agro Farms  
Kamal Wire Products  
K.R. Bedmutha Techno Associates Pvt. Ltd.  
Elme Plast Co.  
Usha's Chemicals  
Kreepa Steel Industries  
Arian Finishing Pvt. Ltd.  
Kamalasha Infrastructure & Engineering Private Limited\*
- iv. Associate Company** :- Ashoka Pre-con Private Limited (49%)
- v. Subsidiary Company** :- Kamalasha Infrastructure & Engineering Private Limited (54.75%)\*

## BEDMUTHA INDUSTRIES LIMITED

### II) Transactions :-

(₹ in Lakhs)

Description	31.03.2021			31.03.2020		
	Associate / Subsidiary	Key Managerial Personnel's	Enterprise Controlled by Key Managerial Personnel's & their relatives	Associate / Subsidiary	Key Managerial Personnel's	Enterprise Controlled by Key Managerial Personnel's & their relatives
<b>Purchase of goods / Services &amp; Property, Plant &amp; Equipments;</b>	<b>81.13</b>	<b>-</b>	<b>952.85</b>	<b>287.93</b>	<b>-</b>	<b>10.95</b>
Kreepa Steel Industries	-	-	-	-	-	-
Kamal Wire Products	-	-	854.49	-	-	7.53
Kamalasha Infrastructure & Engineering Pvt. Ltd.	81.13	-	83.73	287.93	-	-
Arian Finishing Pvt. Ltd.	-	-	1.83	-	-	1.93
K. R. Bedmutha Techno Associates Pvt. Ltd.	-	-	0.65	-	-	1.49
Usha's Chemicals	-	-	12.15	-	-	-
<b>Sales of goods / Services &amp; Property, Plant &amp; Equipments;</b>	<b>-</b>	<b>-</b>	<b>908.57</b>	<b>-</b>	<b>-</b>	<b>3.87</b>
Kamalasha Infrastructure & Engineering Pvt. Ltd.	-	-	-	-	-	-
Kamal Wire Products	-	-	905.02	-	-	0.09
Ashoka Pre-Con Pvt. Ltd.	-	-	-	-	-	-
Usha's Chemicals	-	-	-	-	-	0.89
Arian Finishing Pvt. Ltd.	-	-	3.46	-	-	2.89
Kreepa Steel Industries	-	-	0.09	-	-	-
<b>Sale of Investment (Buy Back of Shares by Associate Co.);</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>59.30</b>	<b>-</b>	<b>-</b>
Ashoka Pre-Con Pvt. Ltd.	-	-	-	59.30	-	-
<b>Disinvestment of Subsidiary Co.</b>	<b>5.42</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Kamalasha Infrastructure & Engineering Pvt. Ltd.	5.42	-	-	-	-	-
<b>Remuneration paid;</b>	<b>-</b>	<b>107.00</b>	<b>-</b>	<b>-</b>	<b>120.00</b>	<b>-</b>
Vijay K. Vedmutha	-	53.50	-	-	60.00	-
Ajay K. Vedmutha	-	53.50	-	-	60.00	-
<b>Salary Paid;</b>	<b>-</b>	<b>51.92</b>	<b>70.92</b>	<b>-</b>	<b>56.93</b>	<b>68.11</b>
K. R. Bedmutha	-	-	53.51	-	-	60.01
Vinita A. Vedmutha	-	44.58	-	-	50.00	-
Yash V. Vedmutha	-	-	6.44	-	-	6.00
Divya S. Munot	-	-	7.48	-	-	2.10
Ajay Topale	-	7.33	-	-	6.93	-
Aakansha Y Vedmutha	-	-	3.50	-	-	-
<b>Interest paid</b>	<b>-</b>	<b>-</b>	<b>5.15</b>	<b>-</b>	<b>-</b>	<b>-</b>
K. R. Bedmutha Techno Associates Pvt. Ltd.	-	-	5.15	-	-	-
<b>Rent paid;</b>	<b>-</b>	<b>-</b>	<b>5.44</b>	<b>-</b>	<b>-</b>	<b>4.93</b>
Kamalabai K. Bedmutha	-	-	0.84	-	-	0.84
Kamal Wire Products	-	-	2.69	-	-	2.18
Elme Plast Co.	-	-	1.91	-	-	1.91

**III) Balances :-**

(₹ in Lakhs)

Description	31.03.2021			31.03.2020		
	Associate / Subsidiary	Key Managerial Personnel's	Enterprise Controlled by Key Managerial Personnel's & their relatives	Associate / Subsidiary	Key Managerial Personnel's	Enterprise Controlled by Key Managerial Personnel's & their relatives
<b>Advance Given for Goods, Services &amp; Property, Plant &amp; Equipments;</b>	-	-	<b>466.13</b>	<b>461.32</b>	-	<b>270.89</b>
Kamalasha Infrastructure & Engineering Pvt. Ltd.	-	-	461.31	461.32	-	-
Kreepa Steel Industries	-	-	4.82	-	-	4.82
Elme Plast Co.	-	-	266.32	-	-	266.07
Less:-Provision for Doubtful Advances	-	-	(266.32)	-	-	-
<b>Advance Received for Goods, Services &amp; Property, Plant &amp; Equipments;</b>	-	-	<b>27.00</b>	-	-	-
Ashoka Pre-Con Pvt. Ltd.	-	-	-	-	-	-
K. R. Bedmutha Techno Associates Pvt. Ltd.	-	-	27.00	-	-	-
<b>Trade Receivables;</b>	-	-	<b>187.73</b>	<b>186.41</b>	-	<b>5.07</b>
Usha's Chemicals	-	-	1.23	-	-	4.02
Kamal Wire Products	-	-	-	-	-	0.09
Arian Finishing Pvt. Ltd.	-	-	-	-	-	0.96
Kamalasha Infrastructure & Engineering Pvt. Ltd.	-	-	186.41	186.41	-	-
Kreepa Steel Industries	-	-	0.09	-	-	-
<b>Long Terms Funds For Margin;</b>	-	-	<b>1,246.50</b>	<b>247.50</b>	-	<b>999.00</b>
Kamalasha Infrastructure & Engineering Pvt. Ltd.	-	-	247.50	247.50	-	-
Bedmutha Sons Reality Ventures Pvt. Ltd.	-	-	999.00	-	-	999.00
<b>Inter Corporate Deposit(ICD)</b>	-	-	<b>209.66</b>	-	-	-
K. R. Bedmutha Techno Associates Pvt. Ltd.	-	-	209.66	-	-	-
<b>Trade Payables;</b>	-	-	<b>111.91</b>	<b>47.54</b>	-	<b>6.46</b>
Elme Plast Co.	-	-	0.48	-	-	0.32
Kreepa Steel Industries	-	-	2.10	-	-	2.10
Kamalasha Infrastructure & Engineering Pvt. Ltd.	-	-	73.85	47.54	-	-
K. R. Bedmutha Techno Associates Pvt. Ltd.	-	-	0.25	-	-	1.98
Kamal Wire Products	-	-	35.23	-	-	2.06

\* Note :- The Company's subsidiary in which ₹ 51.21 Lakhs is invested is mainly focusing on 'EPC Projects' business. As Board has decided to go slow on 'EPC Projects' business due to working capital shortage, it is decided to disinvest in this subsidiary for which approval of the Members obtained vide resolution passed by the Members at the 29th Annual General Meeting and the Meeting of the Board of Directors held on August 14, 2017, we would like to inform you that the Company has disinvested its entire stake in the Kamalasha Infrastructure and Engineering Private Limited i.e. Subsidiary Company w.e.f. September 22, 2020. The Kamalasha Infrastructure and Engineering Private Limited i.e. Subsidiary Company ceased to be the Subsidiary of the Company.

## BEDMUTHA INDUSTRIES LIMITED

45. Previous Year's figures have been re-grouped and re-arranged as and when necessary.

46. Fair value measurement :-

(₹ in Lakhs)

Particulars	31.03.2021			31.03.2020		
	Carrying Amount	Level of input used in		Carrying Amount	Level of input used in	
		Level 1	Level 2		Level 1	Level 2
<b>Financial Assets</b>						
<b>At Amortized Cost</b>						
Investments*	-	-	-	-	-	-
Trade receivables	6,838	-	-	6,833	-	-
Loans	281	-	-	504	-	-
Cash and cash equivalents	1,269	-	-	1,289	-	-
Others Financial Assets	9,399	-	-	6,559	-	-
<b>Through FVTPL</b>						
Investments	29	29	-	17	17	-
<b>Financial Liabilities</b>						
<b>At Amortized Cost</b>						
Borrowings	26,667	-	8,321	46,066	-	474
Trade payables	5,449	-	-	1,919	-	-
Other financial liabilities	5,696	-	112	6,384	-	112

\*Excludes Financial Assets measured at Cost (Refer Note No. 3)

### Fair Value Techniques :

The fair value of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

**The following methods and assumptions were used to estimate the fair values:**

- Fair value of cash and short term deposits, trade receivables, trade payables, current loans, other current financial assets, short term borrowings and other current financial liabilities approximate to their carrying amount largely due to the short term maturities of these instruments. The Financial Assets & Liabilities for which time period is not defined / not available were carried at cost.
- The fair value of Investment in quoted Mutual Funds is measured at NAV.
- Sales Tax Loans are discounted at 10% p.a. to arrive at fair value as on transaction date.
- All foreign currency loan and liabilities are translated using exchange rate at reporting date.
- 1% Non Convertible Cumulative Redeemable Preference shares are discounted at 11.50% to arrive at fair Value

47. Disclosure pursuant to Construction contracts as required under IND AS 115 "Revenue from Contracts with Customers" :-

i. Revenue from Operations :

(₹ in Lakhs)

Particulars	31.03.2021	31.03.2020
Revenue from contract with customers as per note 30	34.65	980.98

Disclosure of revenue recognized from Construction Contracts disaggregation in to categories has not been made since it falls under only one segment of Engineering and Construction.

**ii. Construction Contract Balances :**
**a. The Table provides information about Trade Receivables, Contract Assets and Contract Liabilities from contracts with customers :**

(₹ in Lakhs)

Particulars	31.03.2021	31.03.2020
Trade Receivables	1,096.05	2,397.85
Contract Assets	-	-
Contract Liabilities	-	-

**b. Change in the contract assets balances during the year is as follows :**

(₹ in Lakhs)

Particulars	31.03.2021	31.03.2020
Opening Balances	-	7,575.45
Less : Transferred to receivables	-	7,575.45
Add: Revenue recognized net off invoicing	-	-
<b>Closing Balance</b>	-	-

**c. Change in the contract liabilities balances during the year :**

(₹ in Lakhs)

Particulars	31.03.2021	31.03.2020
Opening Balance	-	3,233.57
Less: Revenue recognized during the year	-	3,233.57
Add: Increase due to invoicing net off revenue recognition	-	-
<b>Closing Balance</b>	-	-

**48. Capital Management :-**

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximize shareholders value. The capital structure of the Company is based on the management's judgement of its strategic and day-to-day needs with a focus on total equity so as to maintain investor, creditors and market confidence. The calculation of the capital for the purpose of capital management is as below.

(₹ in Lakhs)

Particulars	31.03.2021	31.03.2020
Equity Share Capital	3,226.39	2,453.16
Other equity	4,620.77	(18,435.65)
<b>Total capital</b>	<b>7,847.16</b>	<b>(15,982.49)</b>

**49. Financial Risk Management Framework:-**

In the course of its business, the Company is exposed to certain financial risks namely credit risk, interest risk, currency risk, commodity risk & liquidity risk. The Company's primary focus is to achieve better predictability of financial markets and seek to minimize potential adverse effects on its financial performance. The financial risks are managed in accordance with the Company's risk management policy which has been approved by its Board of Directors.

## BEDMUTHA INDUSTRIES LIMITED

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- i. **Market Risk** :- Market risk is the risk that changes in market prices such as foreign exchange rates, interest rates etc. could affect the Company's income or the value of its holdings of financial instruments including cash flow. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while maximizing the return. Market risk comprises three types of risk: interest rate risk, foreign currency risk and price risk, such as commodity risk. The Company's exposure to market risk is primarily on account foreign currency risk. Financial instruments affected by market risk include loans and borrowings, FVTPL investments.
- ii. **Interest Rate Risk** :- Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company at present does not have any floating interest rate borrowings and other Long term borrowings of the company are at fixed interest rate. Thus the company does not have any interest rate risk at present.
- iii. **Currency Risk** :- The Company's functional currency is Indian Rupees (INR). The Company undertakes transactions denominated in foreign currencies; consequently, exposure to exchange rate fluctuations arise. Volatility in exchange rates affects the Company's revenue from export markets and the costs of imports, primarily in relation to raw materials. The Company is exposed to exchange rate risk under its trade and debt portfolio. Adverse movements in the exchange rate between the Rupee and any relevant foreign currency result's in increase in the Company's overall debt position in Rupee terms without the Company having incurred additional debt and favorable movements in the exchange rates will conversely result in reduction in the Company's receivables in foreign currency. The Company's currency exposures in respect of monetary items at March 31, 2021 & March 31, 2020 that result in net currency gains and losses in the income statement arise principally from movement in US Dollar and Euro exchange rates. Currently, this currency risk exposure is not hedged with forward cover and the company management is of the opinion that the currency risk is not material and also the currency risk is naturally hedged with company's export trade receivables.

The Company's exposure to foreign currency risk as at the end of the reporting period are being given in Note No 43.

- iv. **Commodity price risk** :- The Company has a strong framework and governance mechanism in place for meeting market volatility in terms of price and availability. Mechanism like proactive planning, strategic decision making and proper contracting is in place to mitigate price volatility risks in various commodities. Backward integration strategy, rate negotiation with vendors, alternative sourcing, indigenization of critical components, and value-engineering driven initiatives also help the Company to mitigate this risk to a great extent.
- v. **Liquidity Risk** :- Liquidity Risk is defined as the risk that the company will not be able to settle or meet its obligations on time or at reasonable price. The Company is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. The Company monitors its liquidity risk and maintains a level of cash and cash equivalents deemed adequate by management to finance the Company's present operations and to mitigate the effects of fluctuations in cash flows. However, the liquidity crisis has led to defaults in repayments and interest payment to lenders.
- vi. **Credit Risk Management** :- Credit Risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company's exposure are continuously monitored.
- vii. **Trade Receivables** :- The Company extends credit to customers in normal course of business. The Company considers factors such as credit track record in the market and past dealings for extension of credit to customers. The Company monitors the payment track record of the customers. Outstanding customer receivables are regularly monitored. The Company periodically assesses the financial reliability of the customers taking into account the financial condition and ageing of accounts receivable. The Company also take advances or Letter of Credit from some of its customers. The company evaluates the concentration of risk with respect to trade

receivables as low, as its customers are located in several jurisdictions and operate in largely independent markets. The Company applies the simplified approach to providing for expected credit losses prescribed by IND AS 109, which permits the use of the lifetime expected loss provision for trade receivables which are not recoverable.

**viii. Cash and cash equivalents :-** As at the year end, the Company held cash and cash equivalents of ₹ 1268.59 Lakhs (31.03.2020 : ₹ 1289.12 lakhs). The Cash and Cash Equivalents are held with Bank and financial institutions counterparties with good credit rating.

**ix. Other Bank Balances :-** Other Bank balances are held with bank and financial institution counterparties with good rating.

**50.** The Company has carried out restructuring of loan facilities in the Q4 of FY 2020-21 in accordance with RBI guidelines on 16.01.2021 with cutoff date as 1/1/2018, which is approved by the consortium of all bankers and the compliances are met. This restructuring of loan has reduced interest burden on the company to a large extent. Salient features of the restructuring are as follows:-

- 1) ₹ 42.50 cr in the form of equity has been invested by the investors & promoters into the company as on 16.01.2021 (one equity share was priced at ₹ 55 per share of which ₹ 10 is the face value and ₹ 45 is the premium).
- 2) Banks have converted unsustainable loan of ₹ 230.15 cr (₹ 192.03 Cr Working Capital Loans and ₹ 38.12 Cr Term Loans) into cumulative redeemable preference shares (CRPS) with coupon rate of 1% wef. 1/1/2018. Banks have also reduced the interest rate on sustainable loan from 12% pa to 9.05% pa wef. 1/1/2018.
- 3) Banks have permitted for sale of non-core assets of the company. Funds from sale of this non-core asset will be generated thereby to the tune of approx ₹ 30 cr which will be used for working capital purpose.

**51. Significant accounting policies and practices adopted by the Company are disclosed in the statement annexed to these financial statements as per Annexure I.**

As per our report of even date.  
for **A. D. Kulkarni & Co.**  
Chartered Accountants

For and on the behalf of Board of Directors of  
**Bedmutha Industries Limited**

**Anil D. Kulkarni**  
Proprietor  
M. No. 049739  
Firm Regd. 115959W

**Vijay Vedmutha**  
Chairman &  
Managing Director  
DIN : 00716056

**Ajay Vedmutha**  
Managing Director &  
Chief Financial Officer  
DIN : 01726879

Place: Nashik  
Date : July 24, 2021

**Vinita Vedmutha**  
Senior - Chief Executive  
Officer

**Ajay Topale**  
Company Secretary  
M.No. A26935



## BEDMUTHA INDUSTRIES LIMITED

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### Annexure I

#### **CORPORATE INFORMATION :**

Bedmutha Industries Ltd. (the 'Company') is a public limited Company and is listed on the Bombay Stock Exchange (BSE) and the National Stock Exchange of India Limited (NSE). The company is a leading manufacturer & exporter of Wire Rope, Tyre Bead Wire, Galvanized Wires, Galvanized Patented Wire, Phosphate Patented Wire, HC Wire For Ropes, Spring Wire, ACSR Core Wire, Cable Armoring Wire, Earth Wire, Stay Wire, Barbed Wire, Copper Products, Etc. Company is also involved in EPC Projects and Consultancy division.

#### **SIGNIFICANT ACCOUNTING POLICIES :**

The significant accounting policies applied by the Company in the preparation of its financial statements are listed below. Such accounting policies have been applied consistently to all the periods presented in these financial statements, unless otherwise indicated.

##### **a. Basis of preparation :-**

###### **i. Compliance with Ind AS :-**

These standalone financial statements comply in all material aspects with Indian Accounting Standards (IND AS) notified under Section 133 of the Companies Act, 2013 (the Act) read with Companies (Indian Accounting Standards) Rules, as amended from time to time and other relevant provisions of the Act.

###### **ii. Historical cost convention :-**

These financial statements have been prepared on the historical cost basis, except for the following :

a) Certain financial assets and liabilities which are measured at Fair Value.

(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).

###### **iii. Current and Non Current Classification :-**

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current – non-current classification of assets and liabilities.

##### **b. Use of estimates and critical accounting judgements :-**

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

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

##### **c. Property, plant and equipment :-**

###### **i. Tangible Assets :-**

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at historical cost less depreciation, amortization and impairment. Historical cost includes purchase price including non refundable taxes and directly attributable expenses relating to the acquisition of the items to bring the asset to its working condition and location for its intended use. Trial run expenses (net of revenue) are capitalized. Borrowing costs incurred during the period of construction is capitalized as part of cost of the qualifying assets.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to the statement of profit and loss during the reporting period in which they are incurred. The gain or loss arising on disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is recognized in the statement of profit and loss.

Capital Work in Progress ('CWIP') comprises of cost of assets not ready for intended use as on the Balance sheet date. CWIP is not depreciated until such time as the relevant asset is completed and ready for its intended use.

In case of new projects and in case of substantial modernization / expansion at existing units of the company, all pre-operative expenditure specifically for the project, incurred up to the date of completion, is capitalized and added pro-rata to the cost of fixed assets.

**ii. Intangible Assets :-**

Intangible Assets are stated at cost of acquisition net of recoverable taxes, trade discount and rebates less accumulated amortization/depletion and impairment loss, if any. Such cost includes purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the intangible assets.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.

**iii. Depreciation and amortization of property, plant and equipment and intangible assets :-**

a. Depreciation on Fixed Asset is provided to the extent of depreciable amount on the Straight Line Method (SLM). Depreciation is Provided based on useful life of the assets as prescribed in Schedule II to the Companies Act 2013 or based on technical estimate made by the Company, except in respect of following assets, where useful life is different than those prescribed in the Schedule II are used;

Particulars	Depreciation
End User Devices, such as, desktops, laptops, etc.	Useful life over the period of 6 years

b. Depreciation on addition to the Fixed Asset or on sale/discardment is calculated pro rata from the date of such addition or up to the date of such sale/discardment, as the case may be;

**iv. Leases:-**

On April 1, 2019, the Company has adopted Ind AS 116, 'Leases', using modified retrospective approach. Accordingly, the comparatives have not been retrospectively adjusted. The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

**Company as lessor :** Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

**Company as lessee :** The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

**Right-of-use assets :** The Company recognises right-of-use assets at the commencement date of the lease (i.e. the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Unless the Company is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognised right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term. If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. Right-of-use assets are subject to impairment test.

## BEDMUTHA INDUSTRIES LIMITED

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**Lease liabilities** : At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The variable lease payments that do not depend on an index or a rate are recognised as expense in the period on which the event or condition that triggers the payment occurs. In calculating the present value of lease payments, the Company uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable.

**Short-term leases and leases of low-value assets** : The Company applies the short-term lease recognition exemption to its short-term leases (i.e. those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered of low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

**d. Impairment of non-financial assets - property, plant and equipment and intangible assets :-**

The Company assesses at each reporting date as to whether there is any indication that any property, plant and equipment and intangible assets or group of assets, called cash generating units (CGU) may be impaired. If any such indication exists the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs.

An impairment loss, if any is recognized in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets.

**e. Investment Properties :-**

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Company, is classified as Investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure are capitalized to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognized.

Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment losses if any.

**f. Government Grant :-**

Grant and subsidies from the government are recognized if the following conditions are satisfied,

- i. There is reasonable assurance that the Company will comply with the conditions attached to it.
- ii. Such benefits are earned and reasonable certainty exists of the collection.

**Industrial Promotional Subsidy** : Government grants received with reference to Industrial Promotional Subsidy under Package Scheme of Incentives, 2007 is treated as grant related to income and is recognized as other income in the statement of Profit and Loss as and when company makes the sale.

**g. Inventories :-**

Inventories are valued at the lower of cost and net realizable 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.

Costs incurred in bringing each product to its present location and condition are accounted for as follows :-

**i. Raw materials :**

**Steel Segment** : These are valued at lower of cost or net realizable value. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on FIFO basis.

**Copper Segment** : These are valued at lower of cost or net realizable value. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

**EPC Segment** : These are valued at lower of cost or net realizable value. Cost includes all charges in bringing the materials to the place of usage, excluding refundable duties and taxes.

- ii. **Work - in - Process** : Work - in - Process is valued at Raw material cost plus conversion cost depending upon the stage of completion or estimated net realizable value whichever is lower. Work in progress in case of construction contracts is measured in terms of a proportion of actual cost incurred to-date, to the total estimated cost attributable to the performance obligation.
- iii. **Finished goods** : These are valued at lower of cost or net realizable value. Cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity. Cost is determined on weighted average basis.
- iv. **Stock-in-Trade** : These are valued at lower of cost or net realizable value. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.
- v. **Stock in Transit** : Goods and materials in transit are valued at actual cost incurred upto the date of balance sheet.
- vi. **Stores and Spares** : Stores & Spare parts are valued at lower of cost (FIFO) or net realizable value and other minor's (Stores & Spares) are written off in the year of purchase.
- vii. **Scrap** : These are valued at net realizable value.
- viii. Obsolete inventories are identified and written down to net realizable value. Slow moving and defective inventories are identified and provided to net realizable value.

#### **h. Revenue Recognition :-**

Revenue from contracts with customers is recognized on transfer of control of promised goods or services to a customer at an amount that reflects the consideration to which the Company is expected to be entitled to in exchange for those goods or services.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract. This variable consideration is estimated based on the expected value of outflow. Revenue (net of variable consideration) is recognized only to the extent that it is highly probable that the amount will not be subject to significant reversal when uncertainty relating to its recognition is resolved.

In certain customer contracts shipping and handling services are treated as a distinct separate performance obligation and the Company recognizes revenue for such services over time when the performance obligation is completed.

#### **i. Sale of goods :-**

Revenue from sale of products is recognized when the Company satisfies a performance obligation in accordance with the provisions of contract with customer. This is achieved when control of the product has been transferred to the customer, which is generally determined when title, ownership, risk of obsolescence and loss pass to the customer and the Company has present right to payment, all of which occurs at a point in time upon shipment or delivery of goods. The Company collects goods and services tax (GST) on behalf of the government and, therefore, these are not economic benefits flowing to the Company. Hence, they are excluded from revenue. Excise duty deducted from revenue (gross) is the amount that is included in the revenue (gross) and not the entire amount of liability arising during the year.

Certain of the Company's sales contracts provide for provisional pricing based on the price on the London Metal Exchange ("LME"), as specified in the contract, when shipped. Final settlement of the price is based on the applicable price for a specified future period. The Company's provisionally priced sales are marked to market using the relevant forward prices for the future period specified in the contract and is adjusted in revenue.

Revenue from operations comprises proceeds from sale of scrap net of disposal expenses.

## BEDMUTHA INDUSTRIES LIMITED

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### ii. **Sale of wind energy :-**

Revenue from sale of wind energy is recognized when delivered and measured based on rates as per bilateral contractual agreements with buyers and at rate arrived at based on the principles laid down under the relevant Tariff Regulations as notified by the regulatory bodies, as applicable.

### iii. **Contract Revenue :-**

The Company recognizes revenue from contracts with customers when it satisfies a performance obligation by transferring promised good or service to a customer. The revenue is recognized to the extent of transaction price allocated to the performance obligation satisfied. Performance obligation is satisfied over time when the transfer of control of asset (good or service) to a customer is done over time and in other cases, performance obligation is satisfied at a point in time. For performance obligation satisfied over time, the revenue recognition is done by measuring the progress towards complete satisfaction of performance obligation. The progress is measured in terms of a proportion of actual cost incurred to-date, to the total estimated cost attributable to the performance obligation.

#### **Contract Balances :-**

**Trade Receivable** :- Trade Receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section (p) Financial instruments – initial recognition and subsequent measurement.

**Contract Assets** :- Contract Assets are recognized when there is excess of revenue earned over billings on contracts. Contract assets are classified as unbilled receivables (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.

**Contract Liabilities** :- Contract Liabilities are recognized when there is billing in excess of revenue and advance received from customers.

### iv. **Interest income :-**

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

### v. **Dividend income :-**

Dividend income is recognized in the statement of profit and loss only when the right to receive payment is established, provided it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of the dividend can be measured reliably.

### vi. **Others :-**

Revenue relating to insurance claims and interest on delayed or overdue payments from trade receivable is recognized when no significant uncertainty as to measurability or collection exists. Export benefits are accounted for in the year of export based on eligibility and when there is no significant uncertainty in receiving the same. Any other income is recognized on accrual basis.

### vii. **Revenue from Service :-**

Revenue from services is recognized over time by measuring progress towards satisfaction of performance obligation for the services rendered. The Company collects service tax /GST on behalf of the government and, therefore, it is not an economic benefit flowing to the Company. Hence, it is excluded from revenue.

### viii. **Penalty and Liquidated Damages :-**

Penalty and liquidated damages are accounted for as and when these are realized and/or considered recoverable by the company.

### ix **Profit on Sale of Investment :-**

Profit on sale of investment is recognized upon transfer of title by the company and is determined as the difference between the sales price and the then carrying value of the investment.

**i. Borrowing Costs :-**

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

**j. Employees Benefit :-**

The liability for Gratuity benefits, on the basis of amounts contributed to LIC's Group Gratuity Policy and the difference between the amounts paid on retirement and recovered from LIC, is charged to Profit & Loss Account. Employer's Contribution to Provident Fund is debited to Profit & Loss Account. Premium paid for Workmen Compensation Insurance is charged to profit and loss account net off claims received, if any.

**k. Foreign Currency Transactions :-**

- i. Items included in the financial statements are measured using the currency of the primary economic environment in which the company operates ('the functional currency'). The financial statements are presented in Indian rupee (INR), which is also the company's functional and presentation currency.
- ii. Transactions in foreign currency are recorded at exchange rates prevailing on the day of the transaction. Monetary assets and liabilities denominated in foreign currency, remaining unsettled at the period end are translated at closing rates. The difference in translation of monetary assets and liabilities and realized gains and losses on foreign currency transactions are recognized in the Statement of Profit and Loss. Non monetary items that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction.

**l. Tax Expenses :-**

The tax expense for the period comprises current and deferred tax. Tax is recognized in Statement of Profit and Loss, except to the extent that it relates to items recognized in the comprehensive income or in equity. In which case, the tax is also recognized in other comprehensive income or equity.

**i. Current Tax :-**

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted at the Balance sheet date.

**ii. Deferred Tax :-**

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax assets are recognized for all deductible temporary differences only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of Deferred tax liabilities and assets are reviewed at the end of each reporting period.

**m. Earnings Per Share :-**

The Company reports basic and diluted Earnings per share (EPS) in accordance with Ind AS 33 on "Earnings per Share". Basic EPS is computed by dividing the net profit or loss for the period (without taking impact of OCI) attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the year as adjusted for the effects of all dilutive potential equity shares.

**n. Cash Flow Statement :-**

Cash flows are reported using the indirect method where by net profit before tax is adjusted for the effects of transactions of a non cash nature and any deferral or accruals of past or future cash receipts or payments. The cash flows from regular operating, investing and financing activities of the company are segregated.



## BEDMUTHA INDUSTRIES LIMITED

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### **o. Provisions, Contingent Liabilities and Contingent Assets :-**

A provision is recognized when there is a present legal or constructive obligation in respect of which a reliable estimate can be made as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation. Provisions are measured at the present value of best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognized as interest expense.

Contingent liabilities and Contingent assets are not recognized but disclosed in the notes to the Financial Statements.

### **p. Financial instruments :-**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument.

#### **A. Financial assets :-**

##### **i. Classification :-**

The Company classifies financial assets as subsequently measured at amortized cost, fair value through other comprehensive income or fair value through Statement of Profit and Loss on the basis of its business model for managing the financial assets and the contractual cash flows characteristics of the financial asset.

##### **ii. Initial recognition and measurement :-**

All financial assets are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition.

##### **iii. Subsequent measurement :-**

For purposes of subsequent measurement financial assets are classified in below categories :

- a) Financial assets carried at amortized cost (AC) :** A financial asset is measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.
- b) Financial assets at fair value through other comprehensive income (FVTOCI) :** A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.
- c) Financial assets at fair value through profit or loss (FVTPL) :** A financial asset which is not classified in any of the above categories are measured at FVTPL.
- d) Other Equity Investments :** All other equity investments are measured at fair value, with value changes recognized in Statement of Profit and Loss.

##### **iv. Derecognition :-**

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

##### **v. Investment in subsidiaries, joint ventures and associates :-**

The company has accounted for its investment in subsidiaries, joint ventures and associates at cost. The company assesses whether there is any indication that these investments may be impaired. If any such indication exists, the investment is considered for impairment based on the fair value thereof.

##### **vi. Cash and cash equivalents :-**

Cash and cash equivalents consist of cash at bank and in hand and short term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.



**vii. Impairment of other financial assets :-**

The Company assesses impairment based on expected credit losses (ECL) model for measurement and recognition of impairment loss on the financial assets that are trade receivables or contract revenue receivables etc.

**viii. Reclassification of other financial assets :-**

The company determines classification of financial assets and liabilities on initial recognition. For financial assets which are debt instruments and equity instruments for which company has not elected for irrevocable option of FVTOCI, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The company determines change in the business model as a result of external or internal changes which are significant to the company's operations.

**B. Financial liabilities :-****i. Initial recognition and measurement :-**

All financial liabilities are recognized at fair value and in case of loans, net of directly attributable cost. Fees of recurring nature are directly recognized in the Statement of Profit and Loss as finance cost.

**ii. Subsequent measurement :-**

Financial liabilities are carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

**iii. Derecognition :-**

A financial liability is derecognized when the obligation specified in the contract is discharged, cancelled or expires.

**C. Offsetting Financial Instruments :-**

Financial assets and liabilities are offset and the net amount is included in the Balance Sheet where there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously.

**D. Fair Value Measurement :-**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole :-

i. **Level 1** : Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

ii. **Level 2** : Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

iii. **Level 3** : Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

**q. Events Occurring after the Reporting Period :-**

The company adjusts the amount recognized in its financial statements to reflect adjusting material events after the reporting period and does not adjust the amount to reflect non-adjusting events after the reporting period. However where retrospective restatement is not practicable for a particular prior period then the circumstances that lead to the existence of that condition and the description of how and from where the error is corrected are disclosed in Notes on Accounts.

**r. Prior Period Items :-**

Errors of material amount relating to prior period(s) are disclosed by a note with nature of prior period errors, amount of correction of each such prior period presented retrospectively, to the extent practicable along with change in basic and diluted earnings per share. However where retrospective restatement is not practicable for a particular period then the circumstances that lead to the existence of that condition and the description of how and from where the error is corrected are disclosed in Notes on Accounts.

## Independent Auditor's Report

To the Members of Bedmutha Industries Limited

Report on the Consolidated Financial Statements

### Opinion

We have audited the accompanying consolidated financial statements of Bedmutha Industries Limited (hereinafter referred to as the "Holding Company"), and its Associate Company, which comprise the Balance sheet as at March 31, 2021, and the statement of Profit and Loss (including Other Comprehensive Income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the consolidated financial statements, including significant accounting policies and other explanatory information, prepared based on the relevant records (hereinafter referred to as the "Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated Ind AS financial statements give the information required by the 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 as at March 31, 2021 and its net profit, consolidated total comprehensive income, its consolidated cash flow and the consolidated changes in equity for the year ended on that date.

### Basis of Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial statements section of our report. We are independent of the Holding company and its associate 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 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 on consolidated financial statements.

### Information other than the financial statements and auditor's report there on:

The Holding 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 Consolidated financial statements and our and other auditor's report thereon. The annual report is expected to be made available to us after the date of this auditor's report.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available 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.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to report that fact. We have nothing to report in this regard

### Key Audit matters

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

We have determined the matters described below to be key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of consolidated financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures

designed to respond to our assessment of the risk of material misstatements of consolidated financial statements. The results of the audit procedures performed by us and by other auditors of components not audited by us, as reported by them in their audit reports furnished to us by the management, including those procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Key Audit Matters	How our audit addressed the key audit matter
<b>A. Sale of 100% stake in subsidiary company:</b>	Our audit procedures included and were not limited to following:
Bedmutha Industries Limited has disinvested its entire stake in subsidiary company Kamalasha Infrastructure and Engineering Private Limited as on 22nd September 2020 and hence now Kamalasha infrastructure and engineering private limited i.e the subsidiary has ceased to be the subsidiary of the company.  Given the complexity and judgement involved in the share valuation and the magnitude of the disinvestment made by Bedmutha Industries Limited , this is considered to be a key audit matter.	1) Reading the documents pertaining to the disinvestment to understand the key terms and conditions of the disinvestment. 2)Assessing the competence, capabilities and objectivity of the experts engaged by Bedmutha Industries Ltd and relying on the valuation report given by the valuation expert engaged by the entity. 3)Assessing the adequacy of Bedmutha Industries Ltd disclosures in respect of the disinvestment in accordance with the accounting standards.
<b>B. Restructure of Loan facilities:</b>	Our audit procedures included and were not limited to following:
There is a restructuring carried out in the 4th Quarter during the year in accordance with RBI guidelines which is approved by the consortium of all bankers and the compliances are met. 1)₹ 42.50 cr in the form of equity has been invested by the investors & promoters into the company as on 16.01.2021 (one equity share was priced at ₹ 55 per share of which ₹ 10 is the face value and ₹ 45 is the premium) 2)Banks have converted unsustainable Loan of ₹ 230 cr into cumulative redeemable preference shares (CRPS) with coupon rate of 1% and also reduced the Interest rate on sustainable loan from 12% p.a to 9.05% p.a 3)Banks have permitted for sale of Non-core assets of the company. Funds will be generated thereby to the tune of approx 30cr (as expected by the management of the company).  Due to substantial transactions or events occurred during the year , this is considered to be a key audit matter.	1) Reading the documents such as the sanction letters of the banks pertaining to the restructuring of the credit facilities. 2)Checking the relevant documents relating to the securities issued to the investors and to the banks. 3)Checking the bank statement for the money received towards the equity issue. 4)Where relevant, reading external expert advices obtained by the management or discussion of matters with the management and placing reliance on the expert advices on legal, taxation matters and conclusions drawn therefrom. 5)Verified the adequacy and appropriateness of the disclosures made in this respect.

### Responsibilities of management and those charged with governance for the consolidated financial statements

The Holding Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these consolidated Ind AS financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including consolidated total comprehensive income, statement of changes in equity of the Holding Company including its associate and consolidated cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act.

The respective Board of Directors of the companies included in the Holding Company and of its Associate company are responsible for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Holding Company and of its Associate company for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Ind AS financial statements that give a true and fair view and are free from material

## BEDMUTHA INDUSTRIES LIMITED

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misstatement, whether due to fraud or error, which have been used for the preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the Respective Board of Directors of the companies included in the Holding Company's and of its associate company are responsible for assessing the Holding company and its Associate company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Holding company and its Associate Company's financial reporting process.

### **Auditor's responsibilities for the audit of the Consolidated financial statements**

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 Holding company and the Associate company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associate company to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company, of which we are 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.

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

#### **Other Matter**

The consolidated audited financial Statements also include the Holding company's share of net profit of 7.86 Lakhs for the year ended March 31, 2021, as considered in Consolidated Financial statement in respect of Ashoka Precon Pvt. Ltd (hereinafter referred to as 'the Associate Company') whose financial results have not been reviewed by us.

These financial results have been reviewed by other Auditor, whose report has been furnished to us by the management and our conclusion on the statement, in so far as it relates to the amounts and disclosures, in respect of the Associate Company in our report in terms of section 143(3) is based solely on the report of the other Auditor. Our conclusion on the consolidated financial statement, and our report on the Legal and Regulatory Requirements below is not modified in respect of the above matters with respect to the work done and the reports of the other auditors

#### **Report on Other Legal and Regulatory Requirements**

- 1) As required by Section 143(3) of the Act, based on our audit and on the consideration of report of other auditors on separate financial statements and other financial information of associate, as noted in 'other matter' paragraph 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 Consolidated Financial Statements have been kept by the Company so far as it appears from our examination of those books.
  - (c) The Consolidated Balance Sheet, Consolidated Statement of Profit and Loss including Consolidated Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of consolidated financial statements.
  - (d) In our opinion, the aforesaid Consolidated Ind AS financial statements comply with the Indian Accounting Standards specified under section 133 of the Companies Act, 2013.
  - (e) On the basis of the written representations received from the directors of the holding company as on 31st March, 2021 taken on record by Board of Directors of the Holding Company, and the report of its Independent Auditors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of sub-section (2) of section 164 of the Act.
  - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in "Annexure A".
  - (g) In our opinion and based on the consideration of reports of other statutory auditors of associate incorporated in India, the managerial remuneration for the year ended March 31, 2021 has been paid / provided by the holding company, its associate incorporated in India to their directors in accordance with the provisions of section 197 read with Schedule V 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 explanation given to us, as noted in the 'Other matter' paragraph :

## **BEDMUTHA INDUSTRIES LIMITED**

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- i. The consolidated financial statements disclose the impact if any of the pending litigations as at March 31, 2021 on the consolidated financial position of the Group and its associated company- Refer Note 39 of the consolidated financial statements.
- ii. The Holding Company and Its associate Company has made provision, as required under the applicable law or accounting standards, material foreseeable losses, if any, on long-term contracts including derivative contracts; if any.
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company; if any.

**For A .D. Kulkarni & Co.**  
**Chartered Accountants**

**CA Anil .D. Kulkarni**  
Proprietor  
Membership No: 049739  
Firm Registration No: 115959W

Place : Nashik  
Date : July 24, 2021  
UDIN : 21049739AAAAEJ3772

**ANNEXURE - A to the INDEPENDENT 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 Bedmutha Industries Ltd ("the Company"), as of March 31, 2021 in conjunction with our audit of the consolidated Ind AS financial statements of the company for the year ended on that date.

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

The Board of Directors of the Holding Company and its Subsidiary Company, to whom reporting under clause (i) of section 143 is applicable, which are companies incorporated in India, are 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 respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

**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 Institute of Chartered Accountants of India and prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting 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 internal financial controls system over financial reporting and their operating effectiveness. Our audit 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 and the audit evidence obtained by the other auditors in terms of their report referred in the "Other Matter" paragraph below, 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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



## BEDMUTHA INDUSTRIES LIMITED

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### Opinion

In our opinion, to the best of our information and according to the explanation given to us the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Holding 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.

### Other Matter

Our aforesaid report under section 143(3)(i) of the Act, on the adequacy and operating effectiveness of internal financial controls over financial reporting in so far as it relates to the Associate company, which is incorporated in India, is based on the corresponding report of the Auditor of such company incorporated in India.

**For A .D. Kulkarni & Co.**  
**Chartered Accountants**

**CA Anil .D. Kulkarni**  
Proprietor  
Membership No: 049739  
Firm Registration No: 115959W

Place: Nashik  
Date : July 24, 2021  
UDIN : 21049739AAAAEJ3772



**Consolidated Balance Sheet as on March 31, 2021**

Particulars	Note No.	As At March 31, 2021 (₹ in Lakhs)	As At March 31, 2020 (₹ in Lakhs)
<b>I. ASSETS</b>			
<b>1. Non - Current Assets</b>			
a. Property, Plant and Equipment	1	18,853.58	20,839.89
b. Capital work-in-progress	1	3,378.92	4,396.72
c. Investment Property	2	117.60	117.60
d. Goodwill	1	-	3.67
e. Other Intangible assets	1	-	-
f. Investment in Associate	3	184.31	176.46
<b>g. Financial Assets</b>			
Investments	3	43.04	31.21
Trade receivables	4	622.36	1,705.98
Loans	5	181.06	634.86
Others Financial Assets	6	52.40	48.77
h. Non Current Tax Assets (Net)	7	632.85	568.49
i. Other non-current assets	8	16.09	677.33
<b>2. Current assets</b>			
a. Inventories	9	3,977.81	4,090.37
<b>b. Financial Assets</b>			
Investments	10	-	-
Trade receivables	11	6,215.77	5,021.74
Cash and cash equivalents	12	878.99	842.21
Bank balances other than (iii) above	12	389.60	466.38
Loans	13	99.52	326.74
Others Financial Assets	14	9,346.47	6,510.53
c. Current Tax Assets (Net)	15	-	6.84
d. Other current assets	16	1,633.56	1,388.10
<b>Total Assets</b>		<b>46,623.95</b>	<b>47,853.91</b>
<b>II. EQUITY &amp; LIABILITIES</b>			
<b>A. EQUITY</b>			
a. Equity Share Capital	17	3,226.39	2,453.16
b. Other Equity	18	4,486.90	(18,648.45)
Minority		-	(12.10)
<b>B. LIABILITIES</b>			
<b>1. Non - Current Liabilities</b>			
<b>a. Financial Liabilities</b>			
Borrowings	19	20,750.24	21,660.62
Trade payables	20	-	-
Other financial liabilities	21	1,731.47	1,732.75
b. Provisions	22	-	-
c. Deferred Tax Liabilities (net)	23	-	0.40
d. Other non-current liabilities	24	-	0.22
<b>2. Current Liabilities</b>			
<b>a. Financial Liabilities</b>			
Borrowings	25	5,916.55	24,405.83
Trade payables	26	5,448.86	1,920.61
Other financial liabilities	27	3,964.49	4,517.07
b. Other Current liabilities	28	120.59	85.13
c. Provisions	29	978.46	9,738.67
<b>Total Equity &amp; Liabilities</b>		<b>46,623.95</b>	<b>47,853.91</b>

**Notes form an integral part of these financial statements**

As per our report of even date.  
for **A. D. Kulkarni & Co.**  
Chartered Accountants

For and on the behalf of Board of Directors of  
**Bedmutha Industries Limited**
**Anil D. Kulkarni**  
Proprietor  
M. No. 049739  
Firm Regd. 115959W

**Vijay Vedmutha**  
Chairman &  
Managing Director  
DIN : 00716056

**Ajay Vedmutha**  
Managing Director &  
Chief Financial Officer  
DIN : 01726879

Place: Nashik  
Date : July 24, 2021

**Vinita Vedmutha**  
Senior - Chief Executive  
Officer

**Ajay Topale**  
Company Secretary  
M.No. A26935

## BEDMUTHA INDUSTRIES LIMITED

### Consolidated Profit and Loss Statement for the Period ended March 31, 2021

Particulars	Note No.	Year Ended March 31, 2021 (₹ in Lakhs)	Year Ended March 31, 2020 (₹ in Lakhs)
<b>I. Revenue from operations</b>	<b>30</b>	38,835.02	36,079.68
<b>II. Other Income</b>	<b>31</b>	31,099.22	2,727.67
<b>III. Total Revenue (I + II)</b>		<b>69,934.24</b>	<b>38,807.35</b>
<b>IV. Expenses:</b>			
Cost of material consumed	<b>32</b>	31,711.28	28,503.30
Purchase of Stock-in-Trade	<b>33</b>	-	10.02
Changes in inventories of finished goods work-in-progress and Stock-in-Trade	<b>34</b>	(226.46)	(333.63)
Employee benefits expenses	<b>35</b>	1,404.93	1,597.52
Finance Cost	<b>36</b>	6,162.65	6,433.37
Depreciation and amortisation expenses	<b>37</b>	3,573.89	3,314.74
Other Expenses	<b>38</b>	7,619.82	6,384.44
<b>Total Expenses</b>		<b>50,246.10</b>	<b>45,909.75</b>
<b>V. Profit before exceptional Item &amp; Tax (III - IV)</b>		<b>19,688.14</b>	<b>(7,102.40)</b>
<b>VI. Exceptional Item</b>		-	-
<b>VII. Profit before Share of Profit / (Loss) of Associate and Tax (V - VI)</b>		<b>19,688.14</b>	<b>(7,102.40)</b>
<b>VIII. Share in Profit / (Loss) of Associate</b>		7.86	(0.85)
<b>IX. Profit before Tax (VII - VIII)</b>		<b>19,696.00</b>	<b>(7,103.25)</b>
<b>X. Tax Expenses</b>			
(1) Current Tax		2.40	9.38
(2) Deferred Tax		(0.24)	(1.32)
(3) Tax in respect of earlier year		93.33	-
<b>XI. Other Comprehensive Income</b>			
A) Items that will not be reclassified to Profit or Loss		-	-
B) Items that will be reclassified to Profit or Loss		-	-
<b>XII. Total Comprehensive Income</b>		<b>19,600.51</b>	<b>(7,111.31)</b>
<b>Total Comprehensive Income attributable to:</b>			
Owners of the Company		19,598.87	(7,120.89)
Non Controlling Interest		1.64	9.58
<b>XIII. Earning per equity share of ₹ 10 each</b>			
(1) Basic		60.75	(29.03)
(2) Diluted		60.75	(29.03)
<b>Weighted average number of shares outstanding</b>		<b>3,22,63,884</b>	<b>2,45,31,611</b>

Notes form an integral part of these financial statements

As per our report of even date.  
for **A. D. Kulkarni & Co.**  
Chartered Accountants

For and on the behalf of Board of Directors of  
**Bedmutha Industries Limited**

**Anil D. Kulkarni**  
Proprietor  
M. No. 049739  
Firm Regd. 115959W

**Vijay Vedmutha**  
Chairman &  
Managing Director  
DIN : 00716056

**Ajay Vedmutha**  
Managing Director &  
Chief Financial Officer  
DIN : 01726879

Place: Nashik  
Date : July 24, 2021

**Vinita Vedmutha**  
Senior - Chief Executive  
Officer

**Ajay Topale**  
Company Secretary  
M.No. A26935

**Consolidated Cash Flow Statement for the year ended March 31, 2021**

Particulars	Year Ended March 31, 2021 (₹ in Lakhs)	Year Ended March 31, 2020 (₹ in Lakhs)
<b>A CASH FLOW FROM OPERATING ACTIVITIES</b>		
<b>Net Profit Before Tax and Extra Ordinary items</b>	19,695.99	(7,103.25)
Adjustment For		
<b>Add :</b> Depreciation	3,571.88	3,312.73
Share of (Profit) / Loss of Associate	(7.86)	0.85
(Profit) / Loss on Sale of Investment	45.32	(9.83)
(Profit) / Loss on Sale of property, plant & equipments	(36.01)	(60.58)
Provision for Bad and Doubtful Debts/Loans & Advances	1,841.19	57.40
Miscellaneous Expenses written off / Amortisation Exp.	2.01	2.01
Interest & Financial charges (Net)	5,289.17	6,326.43
Dividend Income	-	(0.14)
(Profit) / Loss on Disposal of Subsidiary Co.	(11.67)	-
Unwinding Interest Cost on Financial Liability	835.78	36.42
Gain on Initial Recognition of CRPS at Fair Value	(15,972.78)	-
Interest Cost Reversal on account of Restruturing	(12,133.96)	-
<b>Operating Profit Before Working Capital Changes</b>	<b>3,119.07</b>	<b>2,562.05</b>
<b>Adjustment for working capital changes</b>		
(Increase) / Decrease in non-current/current financial and other assets	(3,795.77)	7,276.18
(Increase) / Decrease in Inventories	112.56	(881.86)
Increase / (Decrease) in non-current/current financial and other liabilities/ provisions	6,426.40	(1,206.91)
<b>Cash Generated from Operations</b>	<b>5,862.26</b>	<b>7,749.46</b>
<b>Adjustment for Extra Ordinary Transactions</b>		
Direct Taxes paid (Net)	(95.06)	(11.34)
<b>Net Cash From Operating Activities</b>	<b>5,767.20</b>	<b>7,738.13</b>
<b>B CASH FLOW FROM INVESTING ACTIVITIES</b>		
Net purchase of property, plant & equipments / capital work in progress	(529.93)	(427.14)
Net purchase of investments	21.82	119.01
Dividend Income	-	0.14
<b>Net Cash used in Investing Activities</b>	<b>(508.11)</b>	<b>(307.98)</b>
<b>C CASH FLOW FROM FINANCING ACTIVITIES</b>		
Increase/ ( Decrease) Net Proceeds from Long Term Borrowings	14,226.62	(1,379.36)
Increase/ ( Decrease) Net Proceeds form Short Term Borrowings	(18,489.28)	309.41
Proceeds from Issue of Shares	4,252.75	-
Interest & Financial charges (Net)	(5,289.17)	(6,326.43)
<b>Net Cash From Financing Activities</b>	<b>(5,299.08)</b>	<b>(7,396.38)</b>
<b>Net Increase/(Decrease) in Cash &amp; Cash Equivalents (A+B+C)</b>	<b>(40.00)</b>	<b>33.77</b>
<b>Opening Cash &amp; Cash equivalents</b>	<b>1,308.59</b>	<b>1,274.82</b>
<b>Closing Cash &amp; Cash equivalents</b>	<b>1,268.59</b>	<b>1,308.59</b>

Note : i. Figures in brackets represents outflows  
ii. Previous year figures have been regrouped / restated wherever necessary

As per our report of even date.  
for **A. D. Kulkarni & Co.**  
Chartered Accountants

For and on the behalf of Board of Directors of  
**Bedmutha Industries Limited**

**Anil D. Kulkarni**  
Proprietor  
M. No. 049739  
Firm Regd. 115959W

**Vijay Vedmutha**  
Chairman &  
Managing Director  
DIN : 00716056

**Ajay Vedmutha**  
Managing Director &  
Chief Financial Officer  
DIN : 01726879

Place: Nashik  
Date : July 24, 2021

**Vinita Vedmutha**  
Senior - Chief Executive  
Officer

**Ajay Topale**  
Company Secretary  
M.No. A26935

**Consolidated Statement of Changes in Equity for the period ended March 31, 2021**

**A. Equity Share Capital**

(₹ in Lakhs)			
Balance as on April 01, 2019	Changes in equity share capital during the year	Balance as on March 31, 2020	Balance as on March 31, 2021
2,453.16	-	2,453.16	3,226.39
	773.23		

**B. Other Equity**

Particulars	Reserves and Surplus				Other items of Other Comprehensive Income	Non Controlling Interest	Total
	Capital Reserve	Securities Premium	Other Reserves	Retained Earnings			
<b>Balance as on April 01, 2019</b>	<b>44.17</b>	<b>8,480.49</b>	-	<b>(20,081.06)</b>	-	<b>(21.68)</b>	<b>(11,578.07)</b>
Add : Total Comprehensive Income for the year.	-	-	-	(7,120.88)	-	9.58	(7,111.30)
Less : Adjustment relating to Property, Plant & Equipments (Prior Period).	-	-	-	(28.83)	-	-	(28.83)
<b>Balance as on March 31, 2020</b>	<b>44.17</b>	<b>8,480.49</b>	-	<b>(27,173.11)</b>	-	<b>(12.10)</b>	<b>(18,660.54)</b>
Add: During the Year		3,479.52					3,479.52
Add : Total Comprehensive Income for the year.	-	-	-	19,598.87	-	1.64	19,600.51
Less : Adjustment relating to Property, Plant & Equipments (Prior Period).	-	-	-	-	-	-	-
Less:- Subsidiary Disinvestment Effect				(56.96)		(10.46)	(67.42)
<b>Balance as on March 31, 2021</b>	<b>44.17</b>	<b>11,960.02</b>	-	<b>(7,517.28)</b>	-	-	<b>4,486.90</b>

As per our report of even date.  
for **A. D. Kulkarni & Co.**  
Chartered Accountants

For and on the behalf of Board of Directors of  
**Bedmutha Industries Limited**

**Anil D. Kulkarni**  
Proprietor  
M. No. 049739  
Firm Regd. 115959W

**Vijay Vedmutha**  
Chairman &  
Managing Director  
DIN : 00716056

**Ajay Vedmutha**  
Managing Director &  
Chief Financial Officer  
DIN : 01726879

Place: Nashik  
Date : July 24, 2021

**Vinita Vedmutha**  
Senior - Chief Executive  
Officer

**Ajay Topale**  
Company Secretary  
M.No. A26935

**NOTE : 1 - Property, Plant and Equipment, Goodwill & Capital Work in Progress.**

Sr. No.	Particulars	GROSS BLOCK			DEPRECIATION / AMORTISATION			NET BLOCK	
		As at 1-04-2020	Adjustments / Additions	Adjustments / Disposals (deductions)*	As at 31-03-2021	As at 1-04-2020	Adjustments / Additions	Adjustments / Disposals (deductions)*	As at 31-03-2021
<b>A)</b>	<b>Property, Plant &amp; Equipment</b>								
	Own Assets :								
i)	Freehold Land	2,649.59	-	-	2,649.59	-	-	-	2,649.59
ii)	Computer	355.98	4.04	7.61	352.40	326.75	24.06	323.16	29.25
iii)	Furniture and Fixtures	223.52	8.23	0.88	230.87	164.20	21.54	185.28	45.59
iv)	Vehicles	166.09	-	9.62	156.47	110.30	16.66	122.31	34.15
v)	Office equipment	181.19	3.54	4.78	179.95	165.27	9.54	165.76	14.19
vi)	Electric Installation	2,029.04	215.47	2.30	2,242.21	1,059.20	199.39	1,259.34	982.87
vii)	Factory Building	7,434.52	321.82	177.19	7,579.15	1,713.09	235.27	1,940.09	5,639.06
viii)	Plant & Machinery	26,078.98	1,045.02	(128.07)	27,252.08	14,893.08	3,084.13	17,944.26	9,307.81
	<b>Right-of-Use Assets:</b>								
i)	Leasehold Land	173.13	-	-	173.13	20.25	1.81	22.06	151.07
	<b>Total (A)</b>	<b>39,292.05</b>	<b>1,598.11</b>	<b>74.31</b>	<b>40,815.85</b>	<b>18,452.16</b>	<b>3,572.39</b>	<b>21,962.27</b>	<b>18,853.58</b>
<b>B)</b>	<b>Goodwill</b>	90.18	-	3.67	86.51	86.51	-	86.51	0.00
	<b>Total (B)</b>	<b>90.18</b>	<b>-</b>	<b>3.67</b>	<b>86.51</b>	<b>86.51</b>	<b>-</b>	<b>86.51</b>	<b>0.00</b>
<b>C)</b>	<b>Capital Work In Progress</b>	4,396.72	295.58	1,313.38	3,378.92	-	-	-	3,378.92
	<b>Total (C)</b>	<b>4,396.72</b>	<b>295.58</b>	<b>1,313.38</b>	<b>3,378.92</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>3,378.92</b>
	<b>TOTAL (A+B+C)</b>	<b>43,778.95</b>	<b>1,893.70</b>	<b>1,391.36</b>	<b>44,281.29</b>	<b>18,538.67</b>	<b>3,572.39</b>	<b>22,048.78</b>	<b>22,232.50</b>
									<b>25,240.28</b>

\*The Company has disinvested its entire stake in the Kamalasha Infrastructure and Engineering Private Limited i.e. Subsidiary Company w.e.f. September 22, 2020. The Kamalasha Infrastructure and Engineering Private Limited i.e. Subsidiary Company ceased to be the Subsidiary of the Company.

**NOTE : 2 - Investment Property**

Sr. No.	Particulars	GROSS BLOCK			DEPRECIATION / AMORTISATION			NET BLOCK	
		As at 1-04-2020	Adjustments / Additions	Adjustments / Disposals (deductions)	As at 31-03-2021	As at 1-04-2020	Adjustments / Additions	Adjustments / Disposals (deductions)	As at 31-03-2021
i)	Freehold Land*	117.60	-	-	117.60	-	-	-	117.60
		<b>117.60</b>	<b>-</b>	<b>-</b>	<b>117.60</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>117.60</b>

\*Fair value of investment property i.e. freehold land as on March 31, 2021 is ₹ 457.00 Lakhs based on the valuation done by external independent valuer on 20.03.2021

## BEDMUTHA INDUSTRIES LIMITED

	Nos.	Face Value	As At March 31, 2021 (₹ in Lakhs)	Nos.	Face Value	As At March 31, 2020 (₹ in Lakhs)
<b>NOTE - 3</b>						
<b>b. NON-CURRENT INVESTMENTS</b>						
<b>A. Investments carried at Cost</b>						
<b>Associate {Trade Investments (unquoted)}</b>						
<b>a. Investment in Equity Instruments</b>						
Ashoka Pre-con Private Ltd.*	21,99,070	10	184.31	21,99,070	10	176.46
<b>TOTAL (i)</b>			<b>184.31</b>			<b>176.46</b>
<b>B. Other Investments</b>						
<b>a. Investment in Equity Instruments (at Cost)</b>						
Jenil Steel Pvt. Ltd.	1	10	0.00	1	10	0.00
Shares In Steel Chamber			0.01			0.01
Shares In Stice Sinnar			0.01			0.01
Sharamrao Vitthal Bank Shares			0.03			0.03
Saraswat Co-operative Bank			0.05			0.05
Nashik Merchants Co-op Bank			0.36			0.36
<b>TOTAL (ii)</b>			<b>0.45</b>			<b>0.45</b>
<b>b. Investment in Government Securities (at Cost)</b>						
Government Securities & Others			0.05			0.65
Sovereign Gold Bond			3.15			3.15
<b>TOTAL (iii)</b>			<b>3.20</b>			<b>3.80</b>
<b>c. Investment in Mutual Funds (quoted) (through FVTPL)</b>						
	<b>Units</b>	<b>NAV</b>	<b>Amt. (₹ in Lakhs)</b>	<b>Units</b>	<b>NAV</b>	<b>Amt. (₹ in Lakhs)</b>
IDFC Large Cap Fund-Regular Plan-Growth	10,000	41.41	4.14	10000	25.70	2.57
Principal Emerging Bluechip Fund - Growth Option	3,528	143.14	5.05	3528	81.55	2.88
Principal Emerging Bluechip Fund - Growth Option	3,528	143.14	5.05	3528	81.55	2.88
Principal Emerging Bluechip Fund - Growth Option	3,528	143.14	5.05	3528	81.55	2.88
Principal Emerging Bluechip Fund - Growth Option	3,528	143.14	5.05	3528	81.55	2.88
Principal Emerging Bluechip Fund - Growth Option	3,528	143.14	5.05	3528	81.55	2.88
Nippon India Equity Hybrid Fund - Segregated Portfolio 1 - Growth Plan	1,483	0.05	0.00	1483	0.05	0.00
<b>TOTAL (iv)</b>			<b>29.39</b>			<b>16.95</b>
<b>d. Other Investments (at Cost)</b>						
ICICI Prudential Life Insurance			-			4.50
Metlife India Insurance Co. Ltd.			10.00			23.92
<b>TOTAL (v)</b>			<b>10.00</b>			<b>28.42</b>
<b>GRAND TOTAL (i + ii + iii + iv + v)</b>			<b>227.36</b>			<b>207.67</b>

	Nos.	Face Value	As At March 31, 2021 (₹ in Lakhs)	Nos.	Face Value	As At March 31, 2020 (₹ in Lakhs)
Aggregate of Quoted Investment			<u>29.39</u>			<u>16.95</u>
Aggregate of Unquoted Investment			<u>197.97</u>			<u>190.71</u>

\* The company has made an investment of ₹ 318.19 Lakhs (Previous Year ₹ 318.19 Lakhs) in the shares of Ashoka Pre-con Private Limited (APPL), the company has 49% share holding Further the company has given Loans & Advances, Trade receivables, net of Trade Payable amounting to ₹ 0 Lakhs (Previous ₹ 0 Lakhs) payable to APPL. There is considerable erosion in the net worth of APPL due to operational losses. No provision is provided by the management at present as the losses are expected to be recoverable in the future.

	As At March 31, 2021 (₹ in Lakhs)	As At March 31, 2020 (₹ in Lakhs)
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**NOTE - 4**
**Non-Current Financial Assets**
**TRADE RECEIVABLES**

i. Trade Receivables considered good - Secured	-	-
ii. Trade Receivables considered good - Unsecured	435.35	1,705.73
Less : Allowance for Doubtful Debts	-	(3.14)
iii. Trade Receivables which have significant increase in Credit Risk	1,293.46	54.26
Less : Allowance for Doubtful Debts	(1,293.46)	(54.26)
iv. Trade Receivables - credit impaired	-	-
v. Debts due by directors or other officers of the company or any of them either severally or jointly with any other person or debts due by firms or private companies respectively in which any director is a partner or a director or a member	187.01	3.40
	<u>622.36</u>	<u>1,705.98</u>

**NOTE - 5**
**Non-Current Financial Assets**
**LOANS (UNSECURED AND CONSIDERED GOOD)**

i. Security Deposit	181.06	577.36
ii. Loans to related parties	-	-
iii. Other Loans	-	963.59
Less : Provision for Other Doubtful Advances	-	(906.09)
	<u>181.06</u>	<u>634.86</u>

**NOTE - 6**
**Non-Current Financial Assets**
**OTHER FINANCIAL ASSETS**

Bank deposits	52.40	48.77
	<u>52.40</u>	<u>48.77</u>

**NOTE - 7**
**Non-current assets**
**NON CURRENT TAX ASSETS (NET)**

i. Tax Deducted at Sources	632.85	568.49
	<u>632.85</u>	<u>568.49</u>

## BEDMUTHA INDUSTRIES LIMITED

	As At March 31, 2021 (₹ in Lakhs)	As At March 31, 2020 (₹ in Lakhs)
<b>NOTE - 8</b>		
<b>Non-current assets</b>		
<b>OTHER NON-CURRENT ASSETS (UNSECURED AND CONSIDERED GOOD)</b>		
i. Capital Advance	620.76	676.04
Less:-Provision for Bad & Doubtful Advances	604.67	
<b>ii. Advance Other Than Capital Advance</b>		
a. Advances to Related Parties	-	-
b. Other Advances	-	-
iii. Other Assets*	-	1.29
	<b>16.09</b>	<b>677.33</b>

\* Other assets includes Issue expenses and Prepaid expenses.

### NOTE - 9

#### Current Assets

#### INVENTORIES

i. Raw Material	1,095.86	1,431.29
Raw Material ( in Transit)	-	-
ii. Finished Goods	1,022.92	1,033.02
iii. Trading Stock	-	-
iv. Consumables	339.75	337.48
v. Work-in-Progress	1,519.29	1,288.59
vi. Stock in Transit	-	-
	<b>3,977.81</b>	<b>4,090.37</b>

### NOTE - 10

#### Current Financial Assets

#### Investments

Investment in Mutual Funds (quoted) (through FVTPL)	Units	NAV	Amt. (₹ in Lakhs)	Units	NAV	Amt. (₹ in Lakhs)
<b>TOTAL</b>			-			-

### NOTE - 11

#### Current Financial Assets

#### TRADE RECEIVABLES

i. Trade Receivables considered good - Secured	-	-
ii. Trade Receivables considered good - Unsecured	6,215.67	5,021.66
iii. Trade Receivables which have significant increase in Credit Risk	-	-
iv. Trade Receivables - credit impaired	-	-
v. Debts due by directors or other officers of the company or any of them either severally or jointly with any other person or debts due by firms or private companies respectively in which any director is a partner or a director or a member	0.09	0.09
	<b>6,215.77</b>	<b>5,021.74</b>



	As At March 31, 2021 (₹ in Lakhs)	As At March 31, 2020 (₹ in Lakhs)
<b>NOTE - 12</b>		
<b>Current Financial Assets</b>		
<b>CASH AND CASH EQUIVALENTS</b>		
i. Cash In Hand	15.70	15.50
<b>ii. Balance in Bank</b>		
a. In Current Account with Scheduled Bank	863.30	826.71
iii. Term deposits with original maturity for less than 3 months & Accrued Interest thereon.	-	-
	<u>878.99</u>	<u>842.21</u>
<b>NOTE - 12</b>		
<b>Current Financial Assets</b>		
<b>OTHER BALANCES WITH BANKS</b>		
i. Term deposits with original maturity for more than 3 months but less than 12 months & Accrued Interest thereon.	14.05	64.04
ii. Term deposits held as margin money against bank guarantee and other commitments & Accrued Interest thereon.	375.55	402.34
	<u>389.60</u>	<u>466.38</u>
<b>NOTE - 13</b>		
<b>Current Financial Assets</b>		
<b>LOANS (UNSECURED AND CONSIDERED GOOD)</b>		
i. Security Deposit	49.69	280.06
ii. Loans to Related Parties	-	-
iii. Other Loans*	49.84	46.68
	<u>99.52</u>	<u>326.74</u>
* Other loans includes Inter Corporate Deposit (ICD)		
<b>NOTE - 14</b>		
<b>Current Financial Assets</b>		
<b>OTHER FINANCIAL ASSETS</b>		
i. Other Current Financial Asset*	9,346.47	6,510.53
	<u>9,346.47</u>	<u>6,510.53</u>
* Other current financial assets includes accrued balances for claims receivable from government under Package Scheme of Incentives (PSI) under DIC.		
<b>NOTE - 15</b>		
<b>CURRENT TAX ASSETS (NET)</b>		
i. Tax Deducted at Sources	-	6.84
	<u>-</u>	<u>6.84</u>
<b>NOTE - 16</b>		
<b>Current Assets</b>		
<b>OTHER CURRENT ASSETS</b>		
<b>i. Advance Other Than Capital Advance</b>		
a. Advances to Related Parties	466.13	4.82
b. Other Advances*	329.36	359.68
Less:-Provision for Bad & Doubtful Advances	47.64	-
ii. Other Assets**	885.71	1,023.60
	<u>1,633.56</u>	<u>1,388.10</u>

\* Other advances includes Advance Against Goods / Services and Advances to Employees.

\*\* Other assets includes balances with Government Authorities, Construction Contract Assets and Prepaid Expenses.

## BEDMUTHA INDUSTRIES LIMITED

	As At March 31, 2021 (₹ in Lakhs)	As At March 31, 2020 (₹ in Lakhs)
<b>NOTE - 17</b>		
<b>a. Equity Share Capital</b>		
<b>Authorised Equity Capital</b>	3,500.00	3,000.00
[3,50,00,000 Equity Shares Of ₹ 10 Each]		
[3,00,00,000 Equity Shares Of ₹ 10 Each For Previous Year]		
<b>aa. Preference Share Capital</b>		
<b>Authorised Preference Share Capital</b>		
[25,00,000 1% Non Convertible Cumulative Redeemable Preference Shares of ₹ 10 each]	250.00	-
<b>Issued, Subscribed and Paid up Capital</b>	3,226.39	2,453.16
[3,22,63,884 Equity Shares Of ₹ 10 Each]		
[2,45,31,611 Equity Shares Of ₹ 10 Each for Previous Year]		
(*)1% Non Convertible Cumulative Redeemable Preference Shares classified as Financial Liability as per IND AS 32( Refer Note no 19)	<b>3,226.39</b>	<b>2,453.16</b>

### Details of shares held by shareholders holding more than 5% of the aggregate shares in the company :

Name of Shareholder	% of Holding & No. of Shares	
	As at March 31, 2021	As at March 31, 2020
K-FX Services Pvt Ltd	5909091 (18.31%)	-
Ajay Kachardas Vedmutha	3476464 (10.78%)	3476464 (14.17%)
Vijay Kachardas Vedmutha	3427232 (10.62%)	3427232 (13.97%)
Kachardas Ratanchand Bedmutha	2341973 (7.26%)	2341973 (9.55%)
Vinita Ajay Vedmutha	1672148 (5.18%)	1672148 (6.82%)
Usha Vijay Vedmutha	1662475 (5.15%)	1662475 (6.78%)
Bedmutha Sons Reality Ventures Private Limited	3239898 (10.04%)	3239898 (13.21%)
Kamalabai Kachardas Bedmutha	-	1277313 (5.21%)

### The reconciliation of the number of shares outstanding is set out below :

Particulars	No of Shares	No of Shares
Equity Shares at the beginning of the year	2,45,31,611	2,45,31,611
Add : Equity shares issued	77,32,273	-
<b>Equity Shares at the end of the year</b>	<b>3,22,63,884</b>	<b>2,45,31,611</b>

	As At March 31, 2021 (₹ in Lakhs)	As At March 31, 2020 (₹ in Lakhs)
<b>NOTE - 18</b>		
<b>Other Equity</b>		
<b>Capital Reserve</b>		
Opening Balance	44.17	44.17
Add : During the year	-	-
Less : On Amalgamation	-	-
<b>Closing Balance</b>	<b>44.17</b>	<b>44.17</b>
 <b>Nature and purpose of reserve</b> : Capital reserve is created from the assistance received from the State Government of Maharashtra under the Sales Tax Deferral Scheme.		
 <b>Share Premium</b>		
Opening Balance	8,480.49	8,480.49
Add : During the year	3,479.52	-
<b>Closing Balance</b>	<b>11,960.02</b>	<b>8,480.49</b>
 <b>Nature and purpose of reserve</b> : The amount received in excess of face value of the equity shares is recognized in Securities Premium. It is utilized in accordance with the provisions of section 52 of the Companies Act, 2013.		
 <b>Surplus</b>		
Opening Balance	(27,173.11)	(20,081.06)
Add : Surplus / (Deficit) during the year	19,598.87	(7,120.88)
Less : Adjustment relating to Property, Plant & Equipments (Prior Period)	-	(28.83)
Less : Subsidiary Disinvestment Effect	(56.96)	-
<b>Closing Balance</b>	<b>(7,517.28)</b>	<b>(27,173.11)</b>
 <b>Nature and purpose of reserve</b> : Surplus / Retained earnings are the profits / (losses) that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders, if any.		
 <b>Other Comprehensive Income (OCI)</b>		
Opening Balance	-	-
Add : OCI during the year	-	-
Less : Adjustment relating to Property, Plant & Equipments (Prior Period)	-	-
<b>Closing Balance</b>	<b>-</b>	<b>-</b>
	<b>4,486.90</b>	<b>(18,648.45)</b>

## BEDMUTHA INDUSTRIES LIMITED

	As At March 31, 2021 (₹ in Lakhs)	As At March 31, 2020 (₹ in Lakhs)
<b>NOTE - 19</b>		
<b>Non-Current Financial Liabilities</b>		
<b>BORROWINGS</b>		
<b>i. Secured</b>		
a. Term Loan from Banks <sup>2,3</sup>	12,271.37	21,177.01
b. Vehicle Loan <sup>2,3</sup>	-	1.03
c. 1% Non Convertible Cumulative Redeemable Preference Shares <sup>3*</sup>	7,852.08	-
<b>i.</b>	<b>20,123.45</b>	<b>21,178.03</b>
<b>ii. Unsecured</b>		
a. From WMDC / DIC	468.78	473.59
b. From Directors	-	-
c. From Others	158.01	9.00
<b>ii.</b>	<b>626.79</b>	<b>482.59</b>
<b>( i. + ii. )</b>	<b>20,750.24</b>	<b>21,660.62</b>

### <sup>2</sup> Nature of Security

Term loans & Funded Interest Term Loan amounting to ₹ 16044.37 lakhs (March 31, 2020 : ₹ 25510.20 lakhs ) {inclusive of ₹ 3773.00 lakhs (March 31, 2020 : ₹ 4333.20 lakhs) grouped under Note No. 27 are secured by first pari-passu / equitable mortgage on entire block of assets of the company situated at Plot No. E 1, Nardana Industrial Estate, Dhule and personal guarantee of promoter directors & are secured by pari-passu on entire block of assets of the company situated at Gat no. 232,237,29, Rasegaon, Taluka Dindori, Nashik, Plant 1, A 32-35 & 57, STICE, Sinnar, Nashik 422103, Plant 2, A 70-72, STICE, Sinnar, Nashik 422 103, Plant 3, B113, STICE, Sinnar, Nashik 422103, Plant 4, B 140, STICE, Sinnar, Nashik 422 103, Land S.No.156(153)3, situated in Village Sinnar, Taluka Sinnar, District Nasik.

Vehicle Loans amounting to ₹ 1.47 lakhs ( March 31, 2020 : ₹ 7.83 lakhs ) {inclusive of ₹ 1.47 lakhs (March 31, 2020 : ₹ 6.80 lakhs) grouped under Note No. 27 {Current Maturities for Long Term Debts} are secured by the way of hypothecation of Vehicle purchased thereunder.

### <sup>3</sup> Terms of Repayment

Term Loan amounting to ₹3882.53 Lakhs (March 31, 2020 : ₹ 6554.38 Lakhs) is repayable in 37 Structured Quarterly Installments. Last Installment due in Mar, 2028.

Funded Interest Term Loan amounting to ₹ 325.76 Lakhs (March 31, 2020 : ₹ 0 Lakhs) is repayable in 37 Structured Quarterly Installments. Last Installment due in Mar, 2028.

Term Loan amounting to ₹ 3848.35 Lakhs (March 31, 2020 : ₹ 6180.22 Lakhs) is repayable in 37 Structured Quarterly Installments. Last Installment due in Mar, 2028.

Funded Interest Term Loan amounting to ₹ 357.73 Lakhs (March 31, 2020 : ₹ 0 Lakhs) is repayable in 37 Structured Quarterly Installments. Last Installment due in Mar, 2028.

Term Loan amounting to ₹ 2817.00 Lakhs (March 31, 2020 : ₹ 4401.60 Lakhs) is repayable in 37 Structured Quarterly Installments. Last Installment due in Mar, 2028.

Funded Interest Term Loan amounting to ₹ 263.00 Lakhs (March 31, 2020 : ₹ 0 Lakhs) is repayable in 37 Structured Quarterly Installments. Last Installment due in Mar, 2028.

Term Loan amounting to ₹ 2787.00 Lakhs (March 31, 2020 : ₹ 5074.24 Lakhs) is repayable in 37 Structured Quarterly Installments. Last Installment due in Mar, 2028.

Funded Interest Term Loan amounting to ₹ 260.00 Lakhs (March 31, 2020 : ₹ 0 Lakhs) is repayable in 37 Structured Quarterly Installments. Last Installment due in Mar, 2028.

Term Loan amounting to ₹ 1375.00 Lakhs (March 31, 2020 : ₹ 3299.76 Lakhs) is repayable in 37 Structured Quarterly Installments. Last Installment due in Mar, 2028.

Funded Interest Term Loan amounting to ₹ 128.00 Lakhs (March 31, 2020 : ₹ 0 Lakhs) is repayable in 37 Structured Quarterly Installments. Last Installment due in Mar, 2028.

Vehicle Loan amounting to ₹ 0 Lakhs (March 31, 2020 : ₹ 2.39 Lakhs) is repayable in 60 Structured Quarterly Installments. Last Installment due in Mar, 2021.

Vehicle Loan amounting to ₹ 1.47 Lakhs (March 31, 2020 : ₹ 3.51 Lakhs) is repayable in 60 Structured Quarterly Installments. Last Installment due in Nov, 2021.

Vehicle Loan amounting to ₹ 0 Lakhs (March 31, 2020 : ₹ 1.85 Lakhs) is repayable in 60 Structured Quarterly Installments. Last Installment due in Mar, 2021.

Vehicle Loan amounting to ₹ 0 Lakhs (March 31, 2020 : ₹ 0.08 Lakhs) is repayable in 36 Structured Quarterly Installments. Last Installment due in April, 2020.

Installments falling due in respect of all the above Loans up to March 31, 2022 has been grouped under "Current maturities of long term debt (refer Note 27).

\*The Company has Issued 23,01,500 1% Non Convertible Cumulative Redeemable Preference Shares at Issue Price of ₹ 1000(₹ 10 Face Value & ₹ 990 Premium) to Consortium Members Banks as Part of Restructuring of loan facilities carried out in accordance with RBI Guidelines. 1% Non Convertible Cumulative Redeemable Preference Shares amounting to ₹ 23015 lakhs (March 31,2020: ₹ 0 Lakhs) is repayable in 5 Yearly Installments.Last Installment due in Mar, 2033.

	As At March 31, 2021 (₹ in Lakhs)	As At March 31, 2020 (₹ in Lakhs)
<b>NOTE - 20</b>		
<b>Non-Current Financial Liabilities</b>		
<b>TRADE PAYABLES</b>		
i. Creditors for Raw Material	-	-
ii. Creditors for Expenses	-	-
	<u>-</u>	<u>-</u>
<b>NOTE - 21</b>		
<b>Non-Current Financial Liabilities</b>		
<b>OTHER FINANCIAL LIABILITIES</b>		
i. Creditors for Property, Plant & Equipment	19.93	18.77
ii. Long term funds for margin	1,246.50	999.00
iii. Contractors Deduction	459.04	684.98
iv. Earnest Money Deposit / Security Deposit	6.00	30.00
	<u>1,731.47</u>	<u>1,732.75</u>
<b>NOTE - 22</b>		
<b>Non-Current Liabilities</b>		
<b>PROVISIONS</b>		
i Provisions	-	-
	<u>-</u>	<u>-</u>
<b>NOTE - 23</b>		
<b>Non-current Liabilities</b>		
<b>DEFERRED TAX LIABILITIES (NET)</b>		
Deferred Tax - Liability / (Assets)- Net	-	0.40
	<u>-</u>	<u>0.40</u>

## BEDMUTHA INDUSTRIES LIMITED

	As At March 31, 2021 (₹ in Lakhs)	As At March 31, 2020 (₹ in Lakhs)
<b>NOTE - 24</b>		
<b>Non-current Liabilities</b>		
<b>OTHER NON CURRENT LIABILITIES</b>		
i. Earnest Money Deposit / Security Deposit	-	0.22
ii. Advances From Customers	-	-
	<u>-</u>	<u>0.22</u>
<b>NOTE - 25</b>		
<b>Current Financial Liabilities</b>		
<b>BORROWINGS (SECURED)</b>		
i. Working Capital Loans*	5,913.45	24,405.83
ii. Demand Loan	3.10	-
iii. Deposit	-	-
	<u>5,916.55</u>	<u>24,405.83</u>
*Working Capital loans amounting to ₹ 5913.45 lakhs (March 31, 2020 ₹ 24405.83 lakhs ) are secured by way of hypothecation of Current Assets and extension of second pari passu charge on the movable and non-movable Property, Plant & Equipment excluding windmill and vehicles. During Q4 FY 2020-21 the company has carried out Restructuring of Loan facilities in accordance with RBI Guidelines on 16.01.2021 with cut off date 1.1.2018 which is approved by consortium of all bankers in which Non sustainable Portion of Working Capital Loans amounting to ₹ 192.03 cr was converted into 1% Non Convertible Cumulative Redeemable Preference shares.		
<b>NOTE - 26</b>		
<b>Current Financial Liabilities</b>		
<b>TRADE PAYABLES</b>		
i. Creditors for Raw Material	4,193.39	995.81
ii. Creditors for Expenses	1,255.46	924.80
	<u>5,448.86</u>	<u>1,920.61</u>
<b>NOTE - 27</b>		
<b>Current Financial Liabilities</b>		
<b>OTHER CURRENT FINANCIAL LIABILITIES</b>		
i. Current maturities of long term debts	3,946.69	4,451.57
ii. Creditors For Property, Plant & Equipment	17.80	65.50
	<u>3,964.49</u>	<u>4,517.07</u>
<b>NOTE - 28</b>		
<b>Current Liabilities</b>		
<b>OTHER CURRENT LIABILITIES</b>		
i. Advances From Customers	69.14	33.72
ii. Others*	51.45	51.41
	<u>120.59</u>	<u>85.13</u>
* Others include Outstanding payables to government authorities.		
<b>NOTE - 29</b>		
<b>Other Current Liabilities</b>		
<b>PROVISIONS</b>		
i. Provisions	978.46	9,738.67
	<u>978.46</u>	<u>9,738.67</u>

	Year Ended March 31, 2021 (₹ in Lakhs)	Year Ended March 31, 2020 (₹ in Lakhs)
<b>NOTE - 30</b>		
<b>REVENUE FROM OPERATIONS</b>		
Sale of Products	37,919.85	34,381.74
Stock in Trade	-	-
Sales of Services	261.00	1,280.61
Scrap Sales	569.23	408.61
Other Operating Revenues	84.93	8.71
	<b>38,835.02</b>	<b>36,079.68</b>
<b>NOTE - 31</b>		
<b>OTHER INCOME</b>		
Dividend Receipt	-	0.14
<b>Interest Income</b>		
On Deposit	29.73	37.69
On Advances & Others	7.98	32.83
Profit/(Loss) on Sale of Property, Plant & Equipment	36.01	60.58
Profit/(Loss) on Sale of Investment	(33.65)	9.83
Incentive Income	2,909.89	2,563.69
Other non-operative income	42.53	22.92
Interest Cost Reversal on account of Restructuring	12,133.96	-
Intitial gain on Recognition of CRPS at Fair Value	15,972.78	-
	<b>31,099.22</b>	<b>2,727.67</b>
<b>NOTE - 32</b>		
<b>COST MATERIAL CONSUMED</b>		
Opening Stock of Raw Material	1,431.29	899.84
Add : Manufacturing Purchases	31,375.84	29,034.75
	<b>32,807.13</b>	<b>29,934.59</b>
Less : Closing Stock Of Raw Material	1,095.86	1,431.29
	<b>31,711.28</b>	<b>28,503.30</b>
<b>NOTE - 33</b>		
<b>PURCHASE OF STOCK IN TRADE</b>		
Trading Purchase	-	10.02
	-	<b>10.02</b>

## BEDMUTHA INDUSTRIES LIMITED

	Year Ended March 31, 2021 (₹ in Lakhs)	Year Ended March 31, 2020 (₹ in Lakhs)
<b>NOTE - 34</b>		
<b>CHANGES IN INVENTORIES OF FINISHED GOODS WORK IN PROGRESS AND STOCK IN TRADE</b>		
<b>Opening Stock</b>		
i. Opening Finished Goods	1,033.02	601.30
ii. Opening Stock-in-Trade	-	-
iii. Opening Work in Progress	1,282.72	1,380.82
	<b>2,315.74</b>	<b>1,982.11</b>
<b>Closing Stock</b>		
i. Closing Finished Goods	1,022.92	1,033.02
ii. Closing Stock-in-Trade	-	-
iii. Closing Work in Progress	1,519.29	1,282.72
	<b>2,542.20</b>	<b>2,315.74</b>
<b>(Increase) / Decrease in Stock</b>	<b>(226.46)</b>	<b>(333.63)</b>
<b>NOTE - 35</b>		
<b>EMPLOYEE BENEFIT EXPENSES</b>		
Salary and Remuneration	1,219.23	1,378.21
Workmen and Staff Welfare	63.95	81.95
Contribution to Provident Fund and Others	121.75	137.36
	<b>1,404.93</b>	<b>1,597.52</b>
<b>NOTE - 36</b>		
<b>FINANCE COST</b>		
<b>Interest On</b>		
Fixed Loans	2,521.35	2,863.33
Working Capital	2,615.89	3,302.55
Bank Charges & Commission	1,033.72	263.54
Forex (Gain) / Loss	(8.31)	3.94
	<b>6,162.65</b>	<b>6,433.37</b>
<b>NOTE - 37</b>		
<b>DEPRECIATION AND AMORTISATION EXPENSES</b>		
Depreciation on Property, Plant & Equipment	3,571.88	3,312.73
Depreciation on Right to Use Assets	1.81	1.81
Miscellaneous Expenditure Written off	0.20	0.20
	<b>3,573.89</b>	<b>3,314.74</b>



	Year Ended March 31, 2021 (₹ in Lakhs)	Year Ended March 31, 2020 (₹ in Lakhs)
<b>NOTE - 38</b>		
<b>a. MANUFACTURING AND OPERATING COSTS</b>		
Job Work, Wages & Others	1,131.08	1,041.11
Packing Material	418.00	416.98
Power & Fuel	1,947.20	1,976.03
Contract Expenses	223.34	747.82
Consumables, Stores & Spares	631.45	547.51
Repairs & Maintainance	331.28	377.36
Other Manufacturing & Operating Expenses	57.97	56.14
<b>i.</b>	<b>4,740.31</b>	<b>5,162.94</b>
<b>b. SELLING &amp; DISTRIBUTION EXPENSES</b>		
Advertisement & Exhibitions	0.66	6.44
Carriage Outward, Freight & Octroi	101.30	154.92
Discount On Sales	113.60	96.31
Bad Debts written off	1.96	(21.59)
Provision for Bad and Doubtful Debts	1,841.19	57.40
Loading & Unloading	18.36	32.39
Tender Expenses	-	0.77
Tour & Travelling Exp.	31.51	107.51
Export Expenses	122.99	55.80
Other Selling & Distribution expenses	19.97	72.10
<b>ii.</b>	<b>2,251.54</b>	<b>562.04</b>
<b>c. OPERATING, ADMINISTRATIVE &amp; OTHER EXPENSES</b>		
Audit Fees	7.55	8.04
Insurance Premium	51.39	57.24
Legal & Statutory Expenses	155.27	163.81
Conveyance Charges	36.06	26.10
Office Exp	6.78	12.54
Other Expenses	74.16	72.29
Postage & Telegram	2.85	4.16
Printing & Stationery	10.71	20.97
Professional Charges	218.00	193.87
Security Charges	41.80	40.72
Telephone Charges	14.88	19.83
Rent Expenses	2.55	6.34
Testing Expenses	5.95	33.53
<b>iii.</b>	<b>627.97</b>	<b>659.45</b>
<b>(i. + ii. + iii.)</b>	<b>7,619.82</b>	<b>6,384.44</b>

## BEDMUTHA INDUSTRIES LIMITED

### 39. Contingent liabilities not provided for in respect of :-

(₹ in Lakhs)

(a) Sr. No.	Particular	for the period ended	
		31.03.2021	31.03.2020
i.	Counter Guarantees given against Bank Guarantees.	1,222.39	2,588.53
ii.	Customs, Excise and Service Tax Appellate Tribunal, Mumbai (F.Y. 2012-15)	210.50	210.50
iii.	E.P.C.G. Obligation	-	1,378.92

### (b) Claims Outstanding with Banks :-

Following claims were made by the company which are still outstanding as on the last day of the balance sheet and no confirmation from bank is there on record.

(₹ in Lakhs)

Sr. No.	Name of Bank	Excess Interest / Charges debited by bank	
		31.03.2021	31.03.2020
i.	Bank of Baroda	141.00	3.89
ii.	Bank of India	470.00	49.87
iii.	Andhra Bank	555.00	45.05
	<b>Total</b>	<b>1,166.00</b>	<b>98.81</b>

### 40. Remuneration Paid to Directors :-

(₹ in Lakhs)

Sr. No.	Particular	for the period ending	
		31.03.2021	31.03.2020
i.	Mr. Vijay K. Vedmutha	53.50	60.00
ii.	Mr. Ajay K. Vedmutha	53.50	60.00
iii.	Mr. Raman Kothari**	5.43	10.80

\*\* Mr. Raman Kothari has been appointed as a director of Kamalasha Infrastructure & Engineering Pvt. Ltd. from 19.02.2019.

### 41. Auditors Remuneration :-

(₹ in Lakhs)

Sr. No.	Particular	for the period ending	
		31.03.2021	31.03.2020
i.	Statutory & Tax Audit Fees	6.90	6.90
ii.	Cost Audit Fees	2.18	2.18
iii.	Company Law Audit & Consultancy	7.08	7.08
iv.	Consultation & Certification	6.40	6.65

### 42. Employees Benefit :-

- Company has paid premium of ₹ 11.24 Lakhs towards LIC group gratuity policy for the period 01.01.2020 to 31.12.2020, Out of which proportionate expense for Q4 (2019-20) were provided in books of accounts.
- Company has paid premium of ₹ 3.30 Lakhs towards workmen compensation policy in FY 2020-21.

**43. Disclosure in respect of derivative instruments :-**

- (a) Derivative Instruments that are outstanding **Nil**  
 (b) Foreign currency exposure that are not hedged by derivative instruments

**(In Lakhs)**

Sr. No.	Particulars	in US (\$)	in Euro (€)
<b>i. Creditors</b>		<b>0.08</b>	-
	(Previous year)	0.08	-
<b>ii. Buyers Credit</b>		-	-
	(Previous year)	-	-
<b>iii. Term Loan</b>		-	-
	(Previous year)	-	-
<b>iv. Debtors</b>		<b>1.41</b>	-
	(Previous year)	-	-

**44. Related Party Transactions (As required by Indian Accounting Standard (IND AS) - 24 'Related Parties Disclosures') :-**
**I) List of Related Parties and Relationship (As identified by the Management)**

- i. Key Managerial Personnel** :- Vijay K. Vedmutha, Chairman and M. D.  
 Ajay K. Vedmutha, M. D. and C.F.O.  
 Vinita A. Vedmutha, Senior C.E.O.  
 Raman Kothari, Director (Kamalasha Infrastructure & Engineering Pvt. Ltd.)\*  
 Natwarlal A. Makwana, Director (Kamalasha Infrastructure & Engineering Pvt. Ltd.)\*  
 Ajay Topale, Company Secretary
- ii. Relatives of Key Management** :- K. R. Bedmutha, Chairman Emeritus  
 Usha V. Vedmutha  
 Yash V. Vedmutha  
 Divya S. Munot  
 Kamalabai K. Bedmutha  
 Aakansha Y Vedmutha
- iii. Enterprises over which Key Management Personnel and their relatives exercise significant influence with whom transactions have been taken place during the year** :- Bedmutha Sons Reality Ventures Pvt. Ltd.  
 Bedmutha Agro Farms  
 Kamal Wire Products  
 K. R. Bedmutha Techno Associates Pvt. Ltd.  
 Elme Plast Co.  
 Usha's Chemicals  
 Kreepa Steel Industries  
 Arian Finishing Pvt. Ltd.  
 Kamalasha Infrastructure & Engineering Pvt. Ltd.\*
- iv. Associate Company** :- Ashoka Pre-con Pvt. Ltd. (49%)
- v. Subsidiary Company** :- Kamalasha Infrastructure & Engineering Pvt. Ltd. (54.75%)\*

## BEDMUTHA INDUSTRIES LIMITED

### II) Transactions :-

(₹ in Lakhs)

Description	31.03.2021			31.03.2020		
	Associate	Key Managerial Personnels	Enterprise Controlled by Key Managerial Personnels & their relatives	Associate	Key Managerial Personnels	Enterprise Controlled by Key Managerial Personnels & their relatives
<b>Purchase of goods / Services &amp; Property, Plant &amp; Equipments;</b>	-	-	<b>952.85</b>	-	-	<b>10.95</b>
Kreepa Steel Industries	-	-	-	-	-	-
Kamal Wire Products	-	-	854.49	-	-	7.53
Arian Finishing Pvt. Ltd.	-	-	1.83	-	-	1.93
Kamalasha Infrastructure & Engineering Pvt. Ltd.	-	-	83.73	-	-	-
Usha's Chemicals	-	-	12.15	-	-	-
K. R. Bedmutha Techno Associates Pvt. Ltd.	-	-	0.65	-	-	1.49
<b>Sales of goods / Services &amp; Property, Plant &amp; Equipments;</b>	-	-	<b>937.10</b>	-	-	<b>123.68</b>
Kamal Wire Products	-	-	905.02	-	-	0.09
Kreepa Steel Industries	-	-	0.09	-	-	-
Usha's Chemicals	-	-	-	-	-	0.89
Arian Finishing Pvt. Ltd.	-	-	3.46	-	-	2.89
K. R. Bedmutha Techno Associates Pvt. Ltd.	-	-	28.53	-	-	119.81
<b>Sale of Investment (Buy Back of Shares by Associate Co.);</b>	-	-	-	<b>59.30</b>	-	-
Ashoka Pre-Con Pvt. Ltd.	-	-	-	59.30	-	-
<b>Disinvestment of Subsidiary Co.</b>	-	-	<b>5.42</b>	-	-	-
Kamalasha Infrastructure & Engineering Pvt. Ltd.	-	-	5.42	-	-	-
<b>Remuneration paid;</b>	-	<b>112.43</b>	-	-	<b>130.80</b>	-
Vijay K. Vedmutha	-	53.50	-	-	60.00	-
Ajay K. Vedmutha	-	53.50	-	-	60.00	-
Raman Kothari	-	5.43	-	-	10.80	-
<b>Salary Paid;</b>	-	<b>51.92</b>	<b>70.92</b>	-	<b>56.93</b>	<b>68.11</b>
K. R. Bedmutha	-	-	53.51	-	-	60.01
Vinita A. Vedmutha	-	44.58	-	-	50.00	-
Yash V. Vedmutha	-	-	6.44	-	-	6.00
Divya S. Munot	-	-	7.48	-	-	2.10
Ajay Topale	-	7.33	-	-	6.93	-
Aakansha Y Vedmutha	-	-	3.50	-	-	-
<b>Interest paid</b>	-	-	<b>5.15</b>	-	-	-
K. R. Bedmutha Techno Associates Pvt. Ltd.	-	-	5.15	-	-	-
<b>Rent paid;</b>	-	-	<b>5.73</b>	-	-	<b>8.47</b>
Kamalabai K. Bedmutha	-	-	0.84	-	-	0.84
Kamal Wire Products	-	-	2.69	-	-	2.18
Elme Plast Co.	-	-	2.21	-	-	5.45

**III) Balances :-**

(₹ in Lakhs)

Description	31.03.2021			31.03.2020		
	Associate / Subsidiary	Key Managerial Personnels	Enterprise Controlled by Key Managerial Personnels & their relatives	Associate	Key Managerial Personnels	Enterprise Controlled by Key Managerial Personnels & their relatives
<b>Advance Given for Goods, Services &amp; Property, Plant &amp; Equipments;</b>	-	-	<b>466.13</b>	-	-	<b>270.89</b>
Kamalasha Infrastructure & Engineering Pvt. Ltd.	-	-	461.31	-	-	-
Kreepa Steel Industries	-	-	4.82	-	-	4.82
Elme Plast Co.	-	-	266.32	-	-	266.32
Less:-Provision for Doubtful Advances	-	-	(266.32)	-	-	-
<b>Advance Received for Goods, Services &amp; Property, Plant &amp; Equipments;</b>	-	-	<b>27.00</b>	-	-	<b>-</b>
Ashoka Pre-con Pvt. Ltd.	-	-	-	-	-	-
K. R. Bedmutha Techno Associates Pvt. Ltd.	-	-	27.00	-	-	-
<b>E.M.D;</b>	-	-	<b>-</b>	-	-	<b>400.00</b>
Bedmutha Sons Reality Ventures Pvt. Ltd.	-	-	-	-	-	400.00
<b>Trade Receivables;</b>	-	-	<b>187.73</b>	-	-	<b>60.85</b>
Kreepa Steel Industries	-	-	0.09	-	-	0.47
Usha's Chemicals	-	-	1.23	-	-	4.02
Kamal Wire Products	-	-	-	-	-	0.09
K. R. Bedmutha Techno Associates Pvt. Ltd.	-	-	-	-	-	55.31
Arian Finishing Pvt. Ltd.	-	-	-	-	-	0.96
Kamalasha Infrastructure & Engineering Pvt. Ltd.	-	-	186.41	-	-	-
<b>Long Terms Funds For Margin;</b>	-	-	<b>1,246.50</b>	-	-	<b>999.00</b>
Bedmutha Sons Reality Ventures Pvt. Ltd.	-	-	999.00	-	-	999.00
Kamalasha Infrastructure & Engineering Pvt. Ltd.	-	-	247.50	-	-	-
<b>Inter Corporate Deposit(ICD)</b>	-	-	<b>209.66</b>	-	-	<b>-</b>
K. R. Bedmutha Techno Associates Pvt. Ltd.	-	-	209.66	-	-	-
<b>Trade Payables;</b>	-	-	<b>111.91</b>	-	-	<b>19.83</b>
Elme Plast Co.	-	-	0.48	-	-	13.69
Kreepa Steel Industries	-	-	2.10	-	-	2.10
K. R. Bedmutha Techno Associates Pvt. Ltd.	-	-	0.25	-	-	1.98
Kamalasha Infrastructure & Engineering Pvt. Ltd.	-	-	73.85	-	-	-
Kamal Wire Products	-	-	35.23	-	-	2.06

## BEDMUTHA INDUSTRIES LIMITED

\* Note :- The Company's subsidiary in which ₹ 51.21 Lakhs is invested is mainly focusing on 'EPC Projects' business. As Board has decided to go slow on 'EPC Projects' business due to working capital shortage, it is decided to disinvest in this subsidiary for which approval of the Members obtained vide resolution passed by the Members at the 29th Annual General Meeting and the Meeting of the Board of Directors held on August 14, 2017, we would like to inform you that the Company has disinvested its entire stake in the Kamalasha Infrastructure and Engineering Private Limited i.e. Subsidiary Company w.e.f. September 22, 2020. The Kamalasha Infrastructure and Engineering Private Limited i.e. Subsidiary Company ceased to be the Subsidiary of the Company.

### 45. Segment Reporting :-

The Group's operating segments are established on the basis of those components of the group that are evaluated regularly by the Executive Committee (the 'Chief Operating Decision Maker' as defined in Ind AS 108 - 'Operating Segments'), in deciding how to allocate resources and in assessing performance. These have been identified taking into account nature of products and services, the differing risks and returns and the internal business reporting systems.

The accounting policies adopted for segment reporting are in line with the accounting policy of the Company.

As per Indian Accounting Standard 108 - Operating Segments, the Company has reported segment information on consolidated basis including businesses conducted through its subsidiaries.

The Company has following segments mainly :-

- i. Steel
- ii. Copper
- iii. Consultancy \*
- iv. Windmill
- v. EPC Projects

\* The consultancy activity of the company are carried out in the name of M/s K.R. Bedmutha Techno Associates.

### a) Segment Reporting for FY 2020-21:-

Particulars	Business Segments					TOTAL
	Steel	Copper	EPC Projects	Other	Inter-Segment Eliminations	
<b>A. Segment Revenue From Operation</b>						
External Revenue	25,267.29	13,506.51	61.22	-	-	38,835.02
Inter Segment Revenue	-	-	-	-	-	-
<b>Total Segment Revenue</b>	<b>25,267.29</b>	<b>13,506.51</b>	<b>61.22</b>	<b>-</b>	<b>-</b>	<b>38,835.02</b>
<b>B. Segment results before finance costs, exceptional items and tax</b>	<b>24,875.04</b>	<b>1,021.77</b>	<b>(46.82)</b>	<b>0.79</b>	<b>-</b>	<b>25,850.78</b>
Less : Finance Cost						6,162.65
Less : Tax Expense						95.49
<b>Profit after Tax</b>						<b>19,592.65</b>
Share of profit in Associates						<b>7.86</b>
<b>Profit after Tax (before adjustment for Non Controlling Interest)</b>						<b>19,600.50</b>
Add: Share of (Profit) / Loss transferred to Non Controlling Interest						1.64
<b>Profit after Tax (after adjustment for Non Controlling Interest)</b>						<b>19,598.87</b>
<b>C. Segment Assets</b>	<b>35,094.02</b>	<b>8,515.11</b>	<b>2,947.11</b>	<b>67.71</b>	<b>-</b>	<b>46,623.95</b>
<b>D. Segment Liabilities</b>	<b>35,211.30</b>	<b>2,722.60</b>	<b>971.04</b>	<b>5.73</b>	<b>-</b>	<b>38,910.66</b>
<b>E. Depreciation &amp; Amortization Exp.</b>	<b>3,312.59</b>	<b>252.38</b>	<b>8.93</b>	<b>-</b>	<b>-</b>	<b>3,573.89</b>

**b) Segment Reporting for FY 2019-20 :-**

(₹ in Lakhs)

Particulars	Business Segments					TOTAL
	Steel	Copper	EPC Projects	Other	Inter-Segment Eliminations	
<b>A. Segment Revenue From Operation</b>						
External Revenue	22,066.86	12,930.30	1,082.52	-	-	36,079.68
Inter Segment Revenue	-	-	-	-	-	-
<b>Total Segment Revenue</b>	<b>22,066.86</b>	<b>12,930.30</b>	<b>1,082.52</b>	<b>-</b>	<b>-</b>	<b>36,079.68</b>
<b>B. Segment results before finance costs, exceptional items and tax</b>	<b>(982.23)</b>	<b>519.19</b>	<b>(206.67)</b>	<b>0.68</b>	<b>-</b>	<b>(669.03)</b>
Less : Finance Cost						6,433.37
Less : Tax Expense						8.06
<b>Profit after Tax</b>						<b>(7,110.46)</b>
Share of profit in Associates						<b>(0.85)</b>
<b>Profit after Tax (before adjustment for Non Controlling Interest)</b>						<b>(7,111.31)</b>
Add: Share of (Profit) / Loss transferred to Non Controlling Interest						9.58
<b>Profit after Tax (after adjustment for Non Controlling Interest)</b>						<b>(7,120.88)</b>
<b>C. Segment Assets</b>	<b>35,705.54</b>	<b>7,514.00</b>	<b>4,555.02</b>	<b>79.35</b>	<b>-</b>	<b>47,853.91</b>
<b>D. Segment Liabilities</b>	<b>58,075.42</b>	<b>4,598.63</b>	<b>1,359.52</b>	<b>27.74</b>	<b>-</b>	<b>64,061.31</b>
<b>E. Depreciation &amp; Amortization Exp.</b>	<b>3,114.06</b>	<b>185.45</b>	<b>15.22</b>	<b>-</b>	<b>-</b>	<b>3,314.74</b>

**Notes :-**

During the period, no significant revenue was generated in Consultancy & Wind Power Generation segments. Hence no separate segment reporting is done.

Segment Revenue, Segment Results, Segment Assets and Segment Liabilities include the respective amounts identifiable to each of the segments as also amounts allocated on a reasonable basis.

**46. Additional Information, as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as Subsidiaries /Limited Liability Partnerships / Associates/ Joint Ventures :-**
**a) FY 2020-21 :-**

(₹ in Lakhs)

Name of the entity	Net Assets - total assets minus total liabilities		Share in profit or (loss) / Total Comprehensive Income	
	As % of consolidated net assets	Amt.	As % of consolidated Profit / (Loss)	Amt.
<b>Parent</b>				
Bedmutha Industries Ltd.	97.61%	7,528.97	100.30%	19,657.79
<b>Subsidiary</b>				
Kamalasha Infrastructure and Engineering Pvt. Ltd.	0.00%	-	-0.33%	(65.14)
<b>Associate</b>				
Ashoka Precon Pvt. Ltd.	2.39%	184.31	0.04%	7.86
<b>Minority Interest</b>				
	0.00%	-	-0.01%	(1.64)
<b>TOTAL</b>		<b>7,713.29</b>		<b>19,598.87</b>



## BEDMUTHA INDUSTRIES LIMITED

b) FY 2019-20 :-

(₹ in Lakhs)

Name of the entity	Net Assets - total assets minus total liabilities		Share in profit or (loss) / Total Comprehensive Income	
	As % of consolidated net assets	Amt.	As % of consolidated Profit / (Loss)	Amt.
<b>Parent</b>				
Bedmutha Industries Ltd.	103.19%	(16,712.73)	96.72%	(6,887.51)
<b>Subsidiary</b>				
Kamalasha Infrastructure and Engineering Pvt. Ltd.	-2.18%	352.88	3.13%	(222.95)
<b>Associate</b>				
Ashoka Precon Pvt. Ltd.	-1.09%	176.46	0.01%	(0.85)
<b>Minority Interest</b>	0.07%	(12.10)	0.13%	(9.58)
<b>TOTAL</b>		<b>(16,195.49)</b>		<b>(7,120.88)</b>

47. Previous Year's figures have been re-grouped and re-arranged as and when necessary.

48. Fair value measurement :-

(₹ In Lakhs)

Particulars	31.03.2021			31.03.2020		
	Carrying Amount	Level of input used in		Carrying Amount	Level of input used in	
		Level 1	Level 2		Level 1	Level 2
<b>Financial Assets</b>						
<b>At Amortized Cost</b>						
Investments*	-			-		
Trade receivables	6,838	-	-	6,728	-	-
Loans	281	-	-	962	-	-
Cash and cash equivalents	1,269	-	-	1,309	-	-
Others Financial Assets	9,399	-	-	6,559	-	-
<b>Through FVTPL</b>						
Investments	29	29	-	17	17	-
<b>Financial Liabilities</b>						
<b>At Amortized Cost</b>						
Borrowings	26,667	-	8,321	46,066	-	474
Trade payables	5,449	-	-	1,921	-	-
Other financial liabilities	5,696	-	112	6,250	-	112

\*Excludes financial assets measured at cost (Refer Note No. 3)

### Fair Value Techniques :

The fair value of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

### The following methods and assumptions were used to estimate the fair values:

- Fair value of cash and short term deposits, trade receivables, trade payables, current loans, other current financial assets, short term borrowings and other current financial liabilities approximate to their carrying amount largely due to the short term maturities of these instruments. The Financial Assets & Liabilities for which time period is not defined / not available were carried at cost.
- The fair value of Investment in quoted Mutual Funds is measured at NAV.
- Sales Tax Loans are discounted at 10% p.a. to arrive at fair value as on transaction date.
- All foreign currency loan and liabilities are translated using exchange rate at reporting date.
- 1% Non Convertible Cumulative Redeemable Preference shares are discounted at 11.50% to arrive at fair Value.

**49. Disclosure pursuant to Construction Contracts as required under IND AS 115 “Revenue from Contracts with Customers” :-**

**i. Revenue from Operations :-**

(₹ in Lakhs)

Particulars	31.03.2021	31.03.2020
Revenue from contract with customers as per note 30	61.22	980.98

Disclosure of revenue recognized from Construction Contracts disaggregation in to categories has not been made since it falls under only one segment of Engineering and Construction.

**ii. Construction Contract Balances :-**

**a. The table provides information about Trade Receivables, Contract Assets and Contract Liabilities from contracts with customers :-**

(₹ in Lakhs)

Particulars	31.03.2021	31.03.2020
Trade Receivables	1,096.05	2,397.85
Contract Assets	-	-
Contract Liabilities	-	-

**b. Change in the contract assets balances during the year is as follows :-**

(₹ in Lakhs)

Particulars	31.03.2021	31.03.2020
Opening Balances	-	7,575.45
Less : Transferred to receivables	-	7,575.45
Add: Revenue recognised net off invoicing	-	-
<b>Closing Balance</b>	-	-

**c. Change in the contract liabilities balances during the year :-**

(₹ in Lakhs)

Particulars	31.03.2021	31.03.2020
Opening Balance	-	3,233.57
Less: Revenue recognised during the year	-	3,233.57
Add: Increase due to invoicing net off revenue recognition	-	-
<b>Closing Balance</b>	-	-

## BEDMUTHA INDUSTRIES LIMITED

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### 50. Capital Management :-

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximize shareholders value. The capital structure of the Company is based on the management's judgement of its strategic and day-to-day needs with a focus on total equity so as to maintain investor, creditors and market confidence. The calculation of the capital for the purpose of capital management is as below.

Particulars	(₹ in Lakhs)	
	31.03.2021	31.03.2020
Equity Share Capital	3,226.39	2,453.16
Other equity	4,486.90	(18,648.45)
<b>Total capital</b>	<b>7,713.29</b>	<b>(16,195.29)</b>

### 51. Financial Risk Management Framework :-

In the course of its business, the Company is exposed to certain financial risks namely credit risk, interest risk, currency risk, commodity risk & liquidity risk. The Company's primary focus is to achieve better predictability of financial markets and seek to minimize potential adverse effects on its financial performance. The financial risks are managed in accordance with the Company's risk management policy which has been approved by its Board of Directors.

- i. **Market Risk** :- Market risk is the risk that changes in market prices such as foreign exchange rates, interest rates etc. could affect the Company's income or the value of its holdings of financial instruments including cash flow. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while maximizing the return. Market risk comprises three types of risk: interest rate risk, foreign currency risk and price risk, such as commodity risk. The Company's exposure to market risk is primarily on account foreign currency risk. Financial instruments affected by market risk include loans and borrowings, FVTPL investments.
- ii. **Interest Rate Risk** :- Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company at present does not have any floating interest rate borrowings and other Long term borrowings of the company are at fixed interest rate. Thus the company does not have any interest rate risk at present.
- iii. **Currency Risk** :- The Company's functional currency is Indian Rupees (INR). The Company undertakes transactions denominated in foreign currencies; consequently, exposure to exchange rate fluctuations arise. Volatility in exchange rates affects the Company's revenue from export markets and the costs of imports, primarily in relation to raw materials. The Company is exposed to exchange rate risk under its trade and debt portfolio. Adverse movements in the exchange rate between the Rupee and any relevant foreign currency result's in increase in the Company's overall debt position in Rupee terms without the Company having incurred additional debt and favorable movements in the exchange rates will conversely result in reduction in the Company's receivables in foreign currency. The Company's currency exposures in respect of monetary items at March 31, 2021 & March 31, 2020 that result in net currency gains and losses in the income statement arise principally from movement in US Dollar and Euro exchange rates. Currently, this currency risk exposure is not hedged with forward cover and the company management is of the opinion that the currency risk is not material and also the currency risk is naturally hedged with company's export trade receivables.

The Company's exposure to foreign currency risk as at the end of the reporting period are being given in Note No 43.

- iv. **Commodity price risk** :- The Company has a strong framework and governance mechanism in place for meeting market volatility in terms of price and availability. Mechanism like proactive planning, strategic decision making and proper contracting is in place to mitigate price volatility risks in various commodities. Backward integration strategy, rate negotiation with vendors, alternative sourcing, indigenization of critical components, and value-engineering driven initiatives also help the Company to mitigate this risk to a great extent.

- v. **Liquidity Risk :-** Liquidity Risk is defined as the risk that the company will not be able to settle or meet its obligations on time or at reasonable price. The Company is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. The Company monitors its liquidity risk and maintains a level of cash and cash equivalents deemed adequate by management to finance the Company's present operations and to mitigate the effects of fluctuations in cash flows. However, the liquidity crisis has led to defaults in repayments and interest payment to lenders.
- vi. **Credit Risk Management :-** Credit Risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company's exposure are continuously monitored.
- vii. **Trade Receivables :-** The Company extends credit to customers in normal course of business. The Company considers factors such as credit track record in the market and past dealings for extension of credit to customers. The Company monitors the payment track record of the customers. Outstanding customer receivables are regularly monitored. The Company periodically assesses the financial reliability of the customers taking into account the financial condition and ageing of accounts receivable. The Company also take advances or Letter of Credit from some of its customers. The company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and operate in largely independent markets. The Company applies the simplified approach to providing for expected credit losses prescribed by Ind AS 109, which permits the use of the lifetime expected loss provision for trade receivables which are not recoverable.
- viii. **Cash and cash equivalents :-** As at the year end, the Company held cash and cash equivalents of ₹ 1268.59 Lakhs (31.03.2020 : ₹ 1308.59 lakhs). The Cash and Cash Equivalents are held with Bank and financial institutions counterparties with good credit rating.
- ix. **Other Bank Balances :-** Other Bank balances are held with bank and financial institution counterparties with good rating.
52. The Company has carried out restructuring of loan facilities in the Q4 of FY 2020-21 in accordance with RBI guidelines on 16.01.2021 with cutoff date as 1/1/2018, which is approved by the consortium of all bankers and the compliances are met. This restructuring of loan has reduced interest burden on the company to a large extent. Salient features of the restructuring are as follows:-
- 1) ₹ 42.50 cr in the form of equity has been invested by the investors & promoters into the company as on 16.01.2021 (one equity share was priced at ₹ 55 per share of which ₹ 10 is the face value and ₹ 45 is the premium).
  - 2) Banks have converted unsustainable loan of ₹ 230.15 cr (₹ 192.03 Cr Working Capital Loans and ₹ 38.12 Cr Term Loans) into cumulative redeemable preference shares (CRPS) with coupon rate of 1% wef. 1/1/2018. Banks have also reduced the interest rate on sustainable loan from 12% pa to 9.05% pa wef. 1/1/2018.
  - 3) Banks have permitted for sale of non-core assets of the company. Funds from sale of this non-core asset will be generated thereby to the tune of approx ₹ 30 cr which will be used for working capital purpose.
53. **Significant accounting policies and practices adopted by the Company are disclosed in the statement annexed to these financial statements as per Annexure I**

As per our report of even date.  
for **A. D. Kulkarni & Co.**  
Chartered Accountants

For and on the behalf of Board of Directors of  
**Bedmutha Industries Limited**

**Anil D. Kulkarni**  
Proprietor  
M. No. 049739  
Firm Regd. 115959W

**Vijay Vedmutha**  
Chairman &  
Managing Director  
DIN : 00716056

**Ajay Vedmutha**  
Managing Director &  
Chief Financial Officer  
DIN : 01726879

Place: Nashik  
Date : July 24, 2021

**Vinita Vedmutha**  
Senior - Chief Executive  
Officer

**Ajay Topale**  
Company Secretary  
M.No. A26935

# BEDMUTHA INDUSTRIES LIMITED

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## Annexure I

### **CORPORATE INFORMATION :-**

Bedmutha Industries Ltd. (the 'Company') is a public limited Company and is listed on the Bombay Stock Exchange (BSE) and the National Stock Exchange of India Limited (NSE). The company is a leading manufacturer & exporter of Wire Rope, Tyre Bead Wire, Galvanized Wires, Galvanized Patented Wire, Phosphate Patented Wire, HC Wire For Ropes, Spring Wire, ACSR Core Wire, Cable Armouring Wire, Earth Wire, Stay Wire, Barbed Wire, Copper Products, Etc. Company is also involved in EPC Projects and Consultancy division.

### **SIGNIFICANT ACCOUNTING POLICIES :-**

The significant accounting policies applied by the Company in the preparation of its financial statements are listed below. Such accounting policies have been applied consistently to all the periods presented in these financial statements, unless otherwise indicated.

#### **a. Basis of preparation :-**

##### **i. Compliance with IND AS :-**

These standalone financial statements comply in all material aspects with Indian Accounting Standards (IND AS) notified under Section 133 of the Companies Act, 2013 (the Act) read with Companies (Indian Accounting Standards) Rules, as amended from time to time and other relevant provisions of the Act.

##### **ii. Historical cost convention :-**

These consolidated financial statements have been prepared on the historical cost basis, except for the following :

- a) Certain financial assets and liabilities which are measured at Fair Value.

(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).

##### **iii. Current and Non Current Classification :-**

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current – non-current classification of assets and liabilities.

#### **b. Principles of Consolidation :-**

The consolidated financial statements relate to Bedmutha Industries Limited ('the Company') and its subsidiary company and associate. The consolidated financial statements have been prepared on the following basis :-

- i. The financial statements of the Company and its subsidiary are combined on a line by line basis by adding together like items of assets, liabilities, equity, incomes, expenses and cash flows, after fully eliminating intragroup balances and intra-group transactions.
- ii. Profits or losses resulting from intra-group transactions that are recognised in assets, such as inventory and property, plant & equipment, are eliminated in full.
- iii. Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of subsidiary.
- iv. Non Controlling Interest's share of profit / loss of consolidated subsidiary for the year is identified and adjusted against the income of the group in order to arrive at the net income attributable to shareholders of the Company.
- v. Non Controlling Interest's share of net assets of consolidated subsidiary is identified and presented in the Consolidated Balance Sheet separate from liabilities and the equity of the Company's shareholders.
- vi. Investment in Associate has been accounted under the equity method as per Ind AS 28 - Investments in Associates and Joint Ventures.

- vii. Goodwill represents the difference between the Company's share in the net worth of subsidiary and the cost of acquisition at each point of time of making the investment in the subsidiary.
- viii. The Consolidated Financial Statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances. The differences in accounting policies of the holding company & its subsidiary / associate are not material.
- xi. The Company accounts for its share of post acquisition changes in net assets of associate, after eliminating unrealised profits and losses resulting from transactions between the Company and its associate to the extent of its share, through its Consolidated Statement of Profit and Loss, to the extent such change is attributable to the associates' Statement of Profit and Loss and through its reserves for the balance based on available information.

**c. Other Significant Accounting Policies**

These are set out under “Significant Accounting Policies” as given in the Company’s standalone financial statements.







**TÜV NORD**

## CERTIFICATE

Management system as per  
**ISO 14001 : 2004**

In accordance with TÜV NORD CERT procedures, it is hereby certified that

**BEDMUTHA INDUSTRIES LIMITED**  
Plot No.E-1, Nardana MIDC, Phase-2,  
Waghodi Khurd, Shindkheda Dist / Dhule - 425 404,  
Maharashtra,  
India

applies a management system in line with the above standard for the following scope

**Manufacture and Supply of Galvanized Steel Wire, Spring Wire, Rope Wire, Steel Wire Rope, Tyre Bead Wire, Gabian Wire, Wire for Farming, ACSR, Earth Wire and Copper Rod, Copper Bus Bars & Copper Foil**

Certificate Registration No. 44 114 1330470      Valid until 30.01.2016  
Audit Report No. 2.6-47650214

*S.K. Ghatge*  
Certification Body  
at TÜV NORD CERT GmbH      Issue 01.01.2015  
Place: Mumbai

This certificate was conducted in accordance with the TÜV NORD CERT auditing and certification procedures and is subject to regular surveillance audits.

TÜV NORD CERT GmbH    Langensieboldweg 20    61111 Eschen    www.tuv-nord.com  
TUV Nord PA Ltd., 801, Farnham Road - 1, L.S.S. Road, Chesham (UK)    Mumbai - 400 086, India    [india@tuv-nord.com](mailto:india@tuv-nord.com)

**IAP**    **DAKKS**  
DIN EN ISO 9001:2008

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## **BEDMUTHA INDUSTRIES LIMITED**

Registered Office : A-70/71/72, STICE, Sinnar, Nashik – 422 103

[www.bedmutha.com](http://www.bedmutha.com)

