



Ref No.: Minechem/Stock Exch/Letter/8100

September 7, 2021

**The Dy. General Manager,
Bombay Stock Exchange Limited
Corporate Relations & Services Dept.,
Phirojsha Jeejibhoy Towers,
Dalal Street,
Mumbai - 400 001**

**The Dy. General Manager,
National Stock Exchange of India Ltd.,
Corporate Relations Dept.,
Exchange Plaza,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051**

Scrip Code: 527001

Scrip Code: ASHAPURMIN

Dear Sir/Madam,

Sub: Annual Report of the Company for the Financial Year 2020-2021

Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith Annual Report of the Company for the financial year 2020-2021.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For **Ashapura Minechem Ltd.,**


Sachin Polke
Company Secretary & VP (Group Affairs)

Encl.: As Above



ASHAPURA
MINECHEM LIMITED

ANNUAL REPORT 2020 - 21



Value beyond Mining...

REGISTERED OFFICE

Jeevan Udyog Bldg., 3rd Floor,
278, D. N. Road, Fort,
Mumbai – 400 001.
Tel.: +91-22-66221700
Fax : +91-22-22074452
Website : www.ashapura.com

REGISTRAR & SHARE TRANSFER AGENT

M/s. Link Intime India Pvt. Ltd.
C-101, 247 Park, L.B.S. Marg,
Vikhroli (West), Mumbai – 400 083.
Tel.: +91-22-49186000
Fax : +91-22-49186060
E-mail : rnt.helpdesk@linkintime.co.in

PLANT LOCATION

1. Village Baraya, Bhuj-Mundra Highway, Tal. Mundra, Kutch, Gujarat.
2. Chitra, GIDC Bhavnagar, Gujarat.
3. Village Paddhar, Taluka - Bhuj, Dist. Kutch, Gujarat.
4. Mamuara, Taluka - Bhuj, Dist. Kutch, Gujarat.
5. KINFRA Apparel Park, Menamkulam, Thiruvananthapuram, Kerala.
6. Industrial Area, Baikampady, Mangalore.

SHAREHOLDER'S INFORMATION

The Company's Securities are listed on the following Stock Exchanges :

1. Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001.
2. National Stock Exchange of India Limited
"Exchange Plaza", Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051.

ASHAPURA MINECHEM LIMITED

BOARD OF DIRECTORS

- Shri Chetan Shah
(DIN :- 00018960) Executive Chairman
- Shri Hemul Shah
(DIN: 00058558) Executive Director &
Chief Executive Officer
- Smt. Himani Shah
(DIN: 02467277) Non-Executive,
Non-Independent
Director
- Shri Harish Motiwalla
(DIN : 00029835) Non-Executive,
Independent Director
Chairman – Audit Committee
- Shri Ashok Kadakia
(DIN :- 00317237) Non-Executive,
Independent Director
(Completed 2nd term on
12.08.2021)
- Shri Abhilash Munsif
(DIN :- 02773542) Non-Executive,
Independent Director
- Shri Pundarik Sanyal
(DIN :- 01773295) Non-Executive,
Independent Director
- Smt. Navita Gaiha
(DIN :- 07248115) Non-Executive,
Independent (Woman) Director
(Resigned w.e.f 10.06.2020)
- Smt. Neeta Shah
(DIN :- 07134947) Non-Executive,
Independent (Woman) Director
(Appointed w.e.f 11.11.2020)
- Shri Sachin Polke
Company Secretary
& Vice President (Group Affairs)
- Shri Ashish Desai
Chief Financial Officer
- M/s. PARK & Company
Statutory Auditors
- Bank of India &
Other Banks in the Consortium
Bankers

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NOTICE

NOTICE is hereby given that the 40th Annual General Meeting of the Members of **ASHAPURA MINECHEM LIMITED** will be held on **Wednesday, 29th September, 2021** at 12 Noon through **Video Conferencing / Other Audio Visual Means (VC/OAVM)** the venue of the meeting shall be deemed to be the Registered Office of the Company respectively to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company (including Consolidated Financial Statements) for the Financial Year ended 31st March, 2021, together with the Reports of the Board of Directors and Auditors thereon.
2. To declare Final Dividend for the Financial Year 2020-21
3. To appoint a Director in place of Shri Hemul Shah (DIN- 00058558) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

4. To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and rules framed there under, as amended from time to time and subject to such guidelines and approval as may be required, appointment of M/s. S. K. Rajani & Co., Cost Accountants as Cost Auditors, for conducting audit of the cost accounting records relating to the Company's Products for the Financial Year 2021-2022 at a remuneration of Rs. 1,62,565/- (Rupees One lakh Sixty Two Thousand Five Hundred and Sixty Five only) per annum plus Goods and Service Tax (GST) and out of pocket expenses, as recommended by Audit committee and subsequently confirmed by the Board of the Company, be and is hereby ratified.”

5. To Consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the “Act”) and the Rules framed thereunder, (including any statutory modifications or re-enactment thereof, for the time being in force) and the Articles of Association of the Company and on recommendation of Audit committee and Nomination and Remuneration Committee and subject to such other approvals as may be necessary, the approval of the Members be and hereby accorded for revision in payment of remuneration to Mr. Chetan Shah (DIN: 00018960), Executive Chairman, effective from 1st October 2021 which shall in no case exceed ten percent of the Net Profits of the Company to all Executive Directors, as may be applicable;

RESOLVED FURTHER THAT the revised terms of remuneration as set out in the Explanatory Statement of this Resolution shall be deemed to form part hereof and in the event of any inadequacy or absence of profits in any financial year or years, the aforementioned remuneration comprising salary, perquisites and benefits approved herein be continued to be paid as minimum remuneration to the Executive Chairman, subject to such other approvals as may be necessary;

RESOLVED FURTHER THAT save and except as aforesaid, the Resolution approved and passed by the Members on 27th December 2019 with respect to the redesignation of Mr. Chetan Shah, as Executive Chairman shall continue to remain in full force and effect; and

RESOLVED FINALLY THAT the Board of Directors of the Company (including any Committee of Directors) be and is hereby authorised to vary and/or revise the remuneration of Mr. Chetan Shah as Executive Chairman within the overall limits under the Act and to do all such acts, deeds and things and execute all such documents, instruments.

6. To Consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the “Act”) and the Rules framed thereunder, (including any statutory modifications or re-enactment thereof, for the time being in force) and the Articles of Association of the Company and on recommendation of Audit committee and Nomination and Remuneration Committee and subject to such other approvals as may be necessary, the approval of the Members be and is hereby accorded for revision in payment of remuneration to Mr. Hemul Shah (DIN: 00058558), Executive Director and Chief Executive Officer of the Company, effective from 1st October 2021, which shall in no case exceed ten percent of the Net Profits of the Company to all Executive Directors, as may be applicable;

RESOLVED FURTHER THAT the revised terms of remuneration as set out in the Explanatory Statement of this Resolution shall be deemed to form part hereof and in the event of any inadequacy or absence of profits in any financial year or years, the aforementioned remuneration comprising salary, perquisites and benefits approved herein be continued to be paid as minimum remuneration to the Executive Director, subject to such other approvals as may be necessary;

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RESOLVED FURTHER THAT save and except as aforesaid, the Special Resolution approved and passed by the Members on 30th December 2020 with respect to the appointment of Mr. Hemul Shah, as an Executive Director shall continue to remain in full force and effect; and

RESOLVED FINALLY THAT the Board of Directors of the Company (including any Committee of Directors) be and is hereby authorized to vary and/or revise the remuneration of Mr. Hemul Shah as an Executive Director within the overall limits under the Act and to do all such acts, deeds and things and execute all such documents, instruments

By Order of the Board of Directors

Sd/-
SACHIN POLKE
COMPANY SECRETARY &
VICE PRESIDENT (GROUP AFFAIRS)

Mumbai, 12th August 2021



NOTES

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, ('the Act') relating to the Special Business to be transacted at the Annual General Meeting ('AGM') is annexed hereto. The Board of Directors have considered and decided to include the Item Nos. 4 to 6 given above as Special Business in the forthcoming AGM, as they are unavoidable in nature.
2. In view of the outbreak of the COVID-19 pandemic over the country and restrictions on the movements apart from social distancing, Circular No.02/2021 issued by Ministry of Corporate Affairs ('MCA') and Circular number SEBI/HO/CFD/CMD2/CIR/P/2021/11 issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as "the Circulars"), Companies are permitted to hold their Annual General Meeting ('AGM') through VC/OVAM for the Calendar Year 2021.
3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OVAM, 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.
4. 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 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 bhattivirendra1945@yahoo.co.in with a copy marked to cosec@ashapura.com.
5. Pursuant to Section 91, Company's Transfer Books will remain closed from 23rd September, 2021 (Thursday) to 29th September, 2021 (Wednesday) (both days inclusive).
6. Dividend, as may be declared by the members at the meeting, will be paid to those members on the basis of particulars of beneficial ownership furnished by the Depositories and as mentioned in Company's Register of Members as on 22nd September, 2021 (Wednesday) i.e. In respect of shares held in dematerialised form.
7. A dividend of ₹ 0.50 paise per equity share (@25%) has been recommended by the Board of Directors for the F.Y. 2020-2021, subject to TDS and to the approval of Members at the 40th AGM.

If the dividend, as recommended by the Board of Directors, is approved at the AGM, payment of such dividend, subject to deduction of tax at source ("TDS"), will be made on or after 30th September 2021 as under:

- i. To all Beneficial Owners in respect of shares held in Dematerialized Form as per the data as may be made available by National Security Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") (both collectively referred to as "Depositories") as of the close of business hours on 22nd September, 2021 ("Record Date").
- ii. To all Members in respect of shares held in Physical Form after giving effect to valid transmission and transposition requests lodged with the Company on or before the close of business hours 22nd September, 2021 ("Record Date").

8. Members are requested to note and give attention to the following with respect to dividend to be declared :

- a. Pursuant to the Income Tax Act, 1961, ("the IT Act") as amended by the Finance Act, 2020, mandates that dividends paid or distributed by a company after April 01, 2020 shall be taxable in the hands of members. The Company shall therefore be required to deduct tax at source (TDS) at the time of making the payment of final dividend. In general, to enable compliance with TDS requirements, Members are requested to complete and/or update their Residential Status, Permanent Account Number ("PAN"), Category as per the IT Act with their Depository Participants ("DPs"), or in case shares are held in Physical Form, with the Company by sending documents on e-mail id cosec@ashapura.com.
- b. For all Members (i.e. holding shares either in Dematerialized Form and/ or Physical Form): The forms for tax exemption can be downloaded from Link Intime's website. The URL for the same is <https://www.linkintime.co.in/client-downloads.html> - On this page select the General tab. All forms are available in under the head "Form 15G/15H/10F".

The aforementioned documents (duly completed and signed) are required to be uploaded on the URL mentioned below: <https://linkintime.co.in/formsreg/submission-of-form-15g-15h.html>

On this page, the user shall be prompted to select / share the following information to register their request.

1. Select the company (Dropdown)
2. Folio / DP-Client ID
3. PAN
4. Financial year (Dropdown)
5. Form selection
6. Document attachment – 1 (PAN)
7. Document attachment – 2 (Forms)
8. Document attachment – 3 (Any other supporting document)

Please Note that the upload of documents (duly completed and signed) on the website of Link Intime India Private Ltd. should be done on or before Record date for the dividend, in order to enable the Company to determine and deduct appropriate TDS / Withholding Tax. Incomplete and/or unsigned forms and declarations will not be considered by the Company.

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- c. No communication on the tax determination / deduction shall be considered after Record date for the dividend, i.e. 22nd September, 2021 (Wednesday). Members may note that in case the tax on final dividend is deducted at a higher rate in absence of receipt of the aforementioned details/ documents, an option is available to Members to file the return of income as per Income Tax Act, 1961 and claim an appropriate refund, if eligible.
- d. All communications/ queries in this respect should be addressed to our RTA, Link Intime India Private Limited to its email address rnt.helpdesk@linkintime.co.in.
- e. Further, in order to receive the dividend in a timely manner, Members holding shares in Physical Form, who have not updated their mandate for receiving dividends directly in their bank accounts through Electronic Clearing Service ("ECS") or any other means, are requested to send hard copies of the following details / documents to the Company's Registrar and Share Transfer Agent ("RTA"), Link Intime India Pvt. Ltd. (LIPL) at C 101, 247 Park, LBS Marg, Vikhroli (West), Mumbai 400 083 on or before record date
 - a signed request letter mentioning your Name, Folio Number, complete address and following details relating to the Bank Account in which the dividend is to be received:
 - Name and Branch of Bank and Bank Account type;
 - Bank Account Number and type allotted by your bank after implementation of Core Banking Solutions; and
 - 11 digit IFSC Code.
 - Self-attested copy of cancelled cheque bearing the name of the Member or first holder, in case shares are held jointly;
 - Self-attested copy of the PAN Card; and
 - Self-attested copy of any document (such as Aadhaar Card, Driving License, Election Identity Card, Passport) in support of the address of the Member as registered with the STA

Online Registration of Bank Details for Members holding shares in Physical Form:

- i. Members of the Company holding Equity Shares of the Company in Physical Form, and who have not registered their Bank details can get the same registered with Link Intime India Pvt. Ltd., by clicking the link: https://linkintime.co.in/emailreg/email_register.html in their web site www.linkintime.co.in at the Investor Services tab by choosing the E mail/ Bank Registration heading and follow the registration process as guided therein.
- ii. Members are requested to provide details such as Name, Folio Number, Certificate number, PAN, e-mail id along with the copy of the cheque leaf with the first named Members name imprinted in the face of the cheque leaf containing the bank name and branch, type of account, bank account number, MICR details and IFSC code in PDF or JPEG format.

It is very important for the Member to submit the request letter duly signed. Link Intime will verify the documents uploaded, and will only take on record all valid cases.

On submission of details by a Member as stated above, an OTP will be received by a Member which needs to be entered in the link for verification.

- f. Members holding shares in Dematerialized Form may please note that their bank details as furnished by the respective Depositories to the Company will be considered for remittance of dividend as per the applicable regulations of the Depositories and the Company will not entertain any direct request from such Members for change / deletion in such bank details. Further, instructions, if any, already given by them in respect of shares held in Physical Form, will not be automatically applicable to the dividend paid on shares held in Dematerialized Form. Members may, therefore, give instructions to their DP regarding bank accounts in which they wish to receive dividend.
- g. For Members who are unable to receive the dividend directly in their bank accounts through ECS or any other means, due to non-registration of the Electronic Bank Mandate, the Company shall dispatch the dividend warrant / Bankers' cheque / demand draft to such Members upon normalization of the postal services.
- h. As per Regulation 40 of the Listing Regulations, as amended, securities of listed companies can be transferred only in Dematerialized Form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in Physical Form are requested to consider converting their holdings to Dematerialised Form.
- i. Transmission, Name Deletion and Transposition of Physical Shares are still permitted to be carried out in Physical Form without any restrictions even after April 1, 2019.
- j. Un-encashed dividend amounts are now to be directly credited into the Investor's bank account only. Investors holding shares in Physical Form are requested to submit a duly signed request letter of the Member with original cancelled cheque leaf having their name printed on it along with copy of a recent utility bill for address verification and PAN.
- k. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registering of nomination and power of attorney, Bank Mandate details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DP in case the shares are held in Dematerialized Form, and to the RTA in case the shares are held in Physical Form.



- l. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.
- m. As per the provisions of Section 72 of the Act, the facility for making a nomination is available for Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The said form can be downloaded from the Company's website www.ashapura.com (under Investor section). Members are requested to submit the said form to their DP in case the shares are held in Dematerialized Form and to the RTA in case the shares are held in Physical Form.
- n. Members are requested to note that dividends, if not encashed by them, may contact the Company's Share Transfer Agent immediately to encash the same. In case dividends are un-encashed for a consecutive period of 7 years from the date of transfer to the Unpaid Dividend Account of the Company, such amounts are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). Further, the shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members / Claimants are requested to claim their dividends from the Company within the stipulated timeline.

ELECTRONIC DISPATCH OF ANNUAL REPORT AND PROCESS FOR REGISTRATION OF EMAIL ID FOR OBTAINING COPY OF ANNUAL REPORT

9. In compliance with the said requirements of the MCA Circulars, electronic copy of the Notice along with the Annual Report for the financial year ended 31st March, 2021 have been sent only to those members whose e- mail ids are registered with the Company or the Registrar and Share Transfer Agent or the Depository Participants(s) through electronic means and no physical copy of the Notice has been sent by the Company to any member.
10. Those shareholders who have not yet registered their email address are requested to get their email addresses registered by following the procedure given below:

Physical Holding	Please Send a request to the Registrar and Share Transfer Agents of the Company, AML at mf_helpdesk@linkintime.co.in along with Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card).
Demat Holding	Please contact your Depository Participant (DP) and register your email address and bank account details in your demat account, as per the process advised by your DP.

11. If there is any change in the e-mail ID already registered with the Company, members are requested to immediately notify such change to the Company or its RTA in respect of shares held in physical form and to DPs in respect of shares held in electronic form.
12. The Notice has also been hosted on the website of the Company www.ashapura.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com.
13. In compliance with the said Circulars, the Company has also published a public notice by way of an advertisement made dated 28th August 2021 in Free Press Journal and Navashakti both having a wide circulation in Mumbai, inter alia, advising the members whose e-mail ids and bank Account details are not registered with the Company, its Registrar and Share Transfer Agent (RTA) or Depository Participant(s) (DPs), as the case may be, to register their e-mail ids with them.

GENERAL INSTRUCTIONS AND PROCEDURE FOR JOINING THE AGM THROUGH VC / OAVM

14. The Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting and Annual General Meeting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
15. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned hereafter. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
16. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- (i) As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

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- (ii) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
- (iii) The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
- (iv) In continuation of this Ministry's **General Circular No. 20/2020**, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January,13,2021.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

- (i) The voting period begins on 25th September, 2021 (Saturday) at 9.00 a.m. and end on 28th September, 2021 (Tuesday) at 5.00 p.m.. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date/record date of 22nd September, 2021 (Wednesday) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.
- (iv) In terms of SEBI circular no. **SEBI/HO/CFD/CMD/CIR/P/2020/242** dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for **Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing 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 https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.



<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>1. 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: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on 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 & voting during the meeting.</p> <p>2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (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 & voting during the meeting</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful 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 & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

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

(v) **Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.**

1. The shareholders should log on to the e-voting website www.evotingindia.com.
2. Click on “Shareholders” module.
3. Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4. Next enter the Image Verification as displayed and Click on Login.
5. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6. If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
<p>PAN</p>	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</p>
<p>Dividend Bank Details OR Date of Birth (DOB)</p>	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <p>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</p>

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- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cosec@ashapura.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **3 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at company email id. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **3 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at company email id. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.



9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

17. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 22nd September, 2021 (Wednesday) may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com or cosec@ashapura.com.
18. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM.
19. Shri Virendra Bhatt, Practicing Company Secretary (Membership No. 1157) has been appointed as the Scrutinizer to scrutinize the voting at the AGM and remote e-voting process in a fair and transparent manner.

PROCEDURE FOR INSPECTION OF DOCUMENTS:

20. All the documents referred to in the accompanying Notice and Explanatory Statements, shall be available for inspection through electronic mode, basis the request being sent on cosec@ashapura.com.
21. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. Members seeking to inspect such documents can send an email to cosec@ashapura.com.

OTHER INSTRUCTIONS

22. Members, holding shares in physical form, may avail of the facility of nomination in terms of Section 72 of the Act and rules made thereunder, by filing prescribed Form No. SH. 13 (in duplicate) with the Company's Registrar & Share Transfer Agent. In case of shares held in dematerialized form, the nomination has to be lodged with the respective Depository Participants (DP).

During the Financial Year 2018-19, the Securities and Exchange Board of India ('SEBI') and the Ministry of Corporate Affairs ('MCA') has mandated that existing Members of the Company who hold securities in physical form and intend to transfer their securities after April 1, 2019, can do so only in dematerialized form. In view of the above and the inherent benefits of holding shares in electronic form, Members holding shares in physical form are requested to consider converting their shareholding to dematerialized form.

23. The Ministry of Corporate Affairs (MCA) has adopted/implemented "Green Initiative in Corporate Governance" allowing paperless compliances by Companies through electronic mode. The Companies are now permitted to send various notices/documents to its shareholders through electronic mode to the registered email addresses of the shareholders.

To support this green initiative and to receive communication from the Company through electronic mode, members who have not registered their e-mail addresses and holding shares in physical form are requested to contact the Company's Registrar & Share Transfer Agent and register their e-mail ID and Members holding shares in dematerialised form are requested to contact their Depository Participant (DP). Members may please note that notices, annual reports, etc. will also be available on the Company's website viz. www.ashapura.com.

24. The Securities and Exchange Board of India (SEBI) vide its Circular No. SEBI/HO/MIRSD/ DOP1/CIR/P/2018/73 dated 20th April, 2018 has mandated the registration of Permanent Account Number (PAN) and Bank Account Details of all their shareholders holding shares in physical mode through their RTA.

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Members holding shares in physical form are therefore, requested to submit their PAN and Bank Account Details to the Company's RTA, viz. M/s. Link Intime India Pvt. Ltd., by sending self-attested copy of PAN Card along with self-attested legible copy of Aadhar/passport/utility bill (not older than 3 months) and Original cancelled cheque leaf containing the Bank A/c No., Bank Name, type of account, IFSC Code, MICR Code and the name of the shareholder printed on the cheque leaf.

In cases wherein the cancelled cheque leaf does NOT contain the shareholder's name printed on it, Members are requested to submit the Original cancelled cheque leaf along with legible copy of the bank passbook / bank statement specifying the KYC details of the registered shareholder such as the name, address, bank account number etc. duly attested by the Officer of the same Bank with his signature, name, employee code, designation, bank seal & address stamp, phone no. and date of attestation.

25. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
26. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM, 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.
27. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.ashapura.com and on the website of CDSL www.evotingindia.com 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 & the National Stock Exchange of India Limited.

By Order of the Board of Directors

**SD/-
SACHIN POLKE
COMPANY SECRETARY &
VICE PRESIDENT (GROUP AFFAIRS)**

Mumbai
Date: - 12th August 2021
Registered Office:
Jeevan Udyog Building,
3rd Floor, 278,
Dr. D. N. Road, Fort,
Mumbai – 400 001
CIN: L14108MH1982PLC026396



EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

Item No 4:

RATIFICATION OF REMUNERATION OF COST AUDITOR:

The Board, on the recommendation of the Audit Committee, has approved the appointment of M/s. S. K. Rajani & Co., Cost Accountants as Cost Auditors, of the Company for the Financial Year ending on 31 March 2022, to conduct audit of cost accounting records of the Company as may be required for cost audit under the Companies Act, 2013, and Rules made thereunder, at a remuneration of Rs. 1,62,565/- (Rupees One lakh Sixty Two Thousand Five Hundred and Sixty Five only) per annum plus Goods and Service Tax (GST) and out of pocket expenses, if any.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration proposed to be paid to the Cost Auditor is required to be ratified by the shareholders of the Company. Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out in the Notice for ratification of the remuneration payable to the Cost Auditors.

None of the Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

The Board recommends the resolution set out at Item No. 4 for the approval of members to be passed as an Ordinary Resolution.

Item No 5:

RISVISION IN REMUNERATION PAYABLE TO MR. CHETAN SHAH, EXECUTIVE CHAIRMAN:

The Members of the Company vide resolution dated 27th December 2019, had re-appointed/re-designated Mr. Chetan Shah as the Executive Chairman of the Company for a tenure of three years effect from 24th October 2019. The approved remuneration payable to Mr. Chetan Shah was minimum as prescribed under The Companies Act, 2013 due to negative net worth and inadequate profits.

Performance during Financial Year 2020-2021 has been exemplary, in view of the commencement of the Guinean operations; induction of a wide range of products for waterproofing, repair & restoration, admixtures, azgrouts and floor hardeners, under the aegis of its Building Materials Group; Company's other mainstays such as Bentonite's and Bleaching Clay's classic resilience in volatile domestic and global conditions etc. Considering the turnaround and sustainable growth during the previous three quarters, the Company has recommended dividend to the shareholders of the Company as a token of gratitude for each and every shareholder for their continued support and trust shown in the management's capacity to sail through such a challenging phase.

Also, the Board Members, on the recommendation of Nomination and Remuneration Committee in its meeting held on 12th August 2021, taking into consideration sustainable profitability, had proposed to revise the remuneration of the Executive Chairman for his valuable contribution in successful turnaround despite of all adversities and challenges.

Accordingly, the approval of the Members pursuant to Sections 196, 197, 198, 203 read with Schedule V of the Companies Act, 2013 as amended from time to time is now sought for the revision in remuneration payable to Mr. Chetan Shah as the Executive Chairman of the Company for the period starting from 1st October, 2021.

The details are set out below:

a.	Salary	:	Rs. 1,25,00,000/- p.a. (Rupees One Crore and Twenty Five Lakhs only), with authority to the Board to sanction increments, subject to the overall limits and the provisions of the Companies Act, 2013.
b.	Perquisites & other Allowances	:	Perquisites & other allowances shall be paid in addition to the Salary as per the policy of the Company but within the overall limit, if any, prescribed under the Companies Act, 2013, as amended from time to time. He shall also be entitled to receive the following: - a) Contribution to Provident Fund, Superannuation Fund and Gratuity as per the rules of the Company. b) Encashment of leave at the end of tenure.

Pursuant to Section 190 of the Companies Act, 2013 a copy of the Agreement dated 13th November 2019 and the draft supplementary agreement proposed to be executed by the Company with the Executive Chairman (on approval by Members of this Resolution) are kept and available for inspection at the Registered Office of the Company on all working days (except Saturdays, Sundays and Public Holidays) between 11.00 a.m. to 1.00 p.m. up to the date of this Annual General Meeting ("AGM").

The specified information required under Section II of Part II of the Schedule V of the Companies Act, 2013, while seeking approval/consent of the shareholders, for revision in of Remuneration to Shri Chetan Shah, Executive Chairman, is listed out herein below:

I	General Information :	
1.	Nature of Industry	Mining and Mineral Processing Industry
2.	Date or expected date of commencement of commercial production	19 th February, 1982

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3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not applicable
4.	Financial performance based on given indicators:	(Rs. in Lakhs)
		2020-2021
		2019-2020
	Paid up Capital	1,739.72
	Reserves & Surplus	3,069.69
	Revenue from Operations	42,148.70
	Other Income	2,151.31
	Total Expenditure	(39,646.18)
	Exceptional Items	1,933.22
	Profit before Taxation	6,587.04
	Tax Expenses including Deferred Tax	(1023.93)
	Profit after Taxation	5,563.11
	Managerial Remuneration (Total)	192.17
		227.27
5.	Foreign investments or collaborators, if any	The holdings of Foreign Portfolio Investor (Corporate), Foreign Institutional Investors and NRIs as on 31 st March, 2021 is 26.98% of the equity share capital.
II Information about the Appointee :		
1.	Background details	He has more than 3 decades of experience in the bentonite and baurite busines. Under his guidance Ashapura Group has achieved successful turnaround.
2.	Past remuneration	Shri Chetan Shah was paid with the Minimum Remuneration as mentioned under schedule V of Companies Act 2013 due to inadequacy of profit till FY 2020-2021.
3.	Recognition or awards	-
4.	Job profile and his suitability	An Executive Chairman of the Company is entrusted with the responsibility of overall supervision and day-to-day management of the affairs of the Company, subject to superintendence & direction of the Board of Directors.
5.	Remuneration proposed	As stated in the explanatory statement above.
6.	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person	The remuneration proposed to be paid to Shri Chetan Shah has been determined after taking into consideration the current state of affairs & financial performance of the Company.
7.	Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any	Shri Chetan Shah has no pecuniary relationship with the Company except for the proposed remuneration paid to him as an Executive Chairman of the Company. Shri Chetan Shah is not related to any of the Managerial Personnel of the Company.
III Other Information:		
1.	Reasons of loss or inadequate profits	NA
2.	Steps taken or proposed to be taken for improvement & expected increase in productivity and profits in measurable terms	NA
IV. Disclosures:		
The elements of remuneration to be paid to Shri Chetan Shah are as stated in explanatory statement above.		

None of the Directors, Key Managerial Personnel of the Company and their relatives other than Shri. Chetan Shah and Smt. Himani Shah, who is related to Shri. Chetan Shah, is in any way concerned or interested, financial or otherwise, in the said Resolution.

The Board recommends the resolution set out at Item No. 5 for the approval of members to be passed as an Ordinary Resolution.

Item 6:

REVISION IN REMUNERATION PAYABLE TO MR. HEMUL SHAH, EXECUTIVE DIRECTOR & CEO:

The Members of the Company vide special resolution dated 30th December 2020, had appointed Shri. Hemul Shah as the Executive Director & Chief Executive Officer of the Company for a tenure of three years effective from 16th February, 2020 on such terms and conditions that forms part of the agreement. The approved remuneration payable to Shri. Hemul Shah was minimum as prescribed under The Companies Act, 2013 due to negative net worth and inadequate profits.



Considering the contribution of Shri. Hemul Shah in the sustainable growth of the company and keeping in sync with the company's turnaround, the Board Members on the recommendation of Nomination and Remuneration Committee in its meeting held on 12th August 2021 had proposed to revise his remuneration. Accordingly, the approval of the Members pursuant to Sections 196, 197, 198, 203 read with Schedule V of the Companies Act, 2013 as amended from time to time is now sought for the revision in remuneration payable to Mr. Hemul Shah as the Executive Director & CEO of the Company for the period starting from 1st October 2021.

The details are set out below:

a.	Salary	:	Rs. 80,00,000/- p.a. (Rupees Eighty Lakhs only) per month, with authority to the Board to sanction increments, subject to the overall limits and the provisions of the Companies Act, 2013.
b.	Perquisites & other Allowances	:	Perquisites & other allowances shall be paid in addition to the Salary as per the policy of the Company but within the overall limit, if any, prescribed under the Companies Act, 2013, as amended from time to time. He shall also be entitled to receive the following: - a) Contribution to Provident Fund, Superannuation Fund and Gratuity as per the rules of the Company. b) Encashment of leave at the end of tenure.

Pursuant to Section 190 of the Companies Act, 2013 a copy of the Agreement dated 16th February 2020 and the draft supplementary agreement proposed to be executed by the Company with the Executive Director (on approval by Members of this Resolution) are kept and available for inspection at the Registered Office of the Company on all working days (except Saturdays, Sundays and Public Holidays) between 11.00 a.m. to 1.00 p.m. up to the date of this Annual General Meeting ("AGM").

The specified information required under Section II of Part II of the Schedule V of the Companies Act, 2013, while seeking approval/consent of the shareholders, for revision in of Remuneration to Shri Hemul Shah, Executive Director and CEO, is listed out herein below:

I		General Information :	
1.	Nature of Industry	Mining and Mineral Processing Industry	
2.	Date or expected date of commencement of commercial production	19 th February, 1982	
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not applicable	
4.	Financial performance based on given indicators:		(Rs. in Lakhs)
		2020-2021	2019-2020
	Paid up Capital	1,739.72	1,739.72
	Reserves & Surplus	3,069.69	(2,433.98)
	Revenue from Operations	42,148.70	20,585.63
	Other Income	2,151.31	700.42
	Total Expenditure	(39,646.18)	(28,006.82)
	Exceptional Items	1,933.22	46,051.51
	Profit before Taxation	6,587.03	39,330.74
	Tax Expenses including Deferred Tax	(1023.93)	-
	Profit after Taxation	5,563.10	39,330.74
	Managerial Remuneration (Total)	192.17	227.27
5.	Foreign investments or collaborators, if any	The holdings of Foreign Portfolio Investor (Corporate), Foreign Institutional Investors and NRIs as on 31 st March, 2021 is 26.98% of the equity share capital.	
II		Information about the Appointee :	
1.	Background details	Shri Hemul Shah has been supervising the accounts, marketing and operation functions of the Company and is associated with Ashapura group at different levels for more than 2 decades.	
2.	Past remuneration	Shri Hemul Shah was paid with the minimum Remuneration as mentioned under Schedule V of Companies Act 2013 due to inadequacy of profit till FY 2020-2021.	
3.	Recognition or awards	-	
4.	Job profile and his suitability	Being an Executive Director and CEO, he is entrusted with the responsibility of overall supervision and day to day management of the affairs of the Company, subject to superintendence and directions of the Board of Directors of the Company.	

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5.	Remuneration proposed	As stated in the explanatory statement above.
6.	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person	The remuneration proposed to be paid to Shri Hemul Shah has been determined after taking into consideration the current state of affairs & financial performance of the Company.
7.	Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any	Shri Hemul Shah has no pecuniary relationship with the Company except for the proposed remuneration paid to him as an Executive Director and CEO of the Company. Shri Hemul Shah is not related to any of the Managerial Personnel of the Company.
III	Other Information:	
1.	Reasons of loss or inadequate profits	NA
2.	Steps taken or proposed to be taken for improvement & expected increase in productivity and profits in measurable terms	NA
IV.	Disclosures:	
The elements of remuneration to be paid to Shri Hemul shah are as stated in explanatory statement above.		

None of the Directors, Key Managerial Personnel of the Company and their relatives other than Shri. Hemul Shah, is in any way concerned or interested, financial or otherwise, in the said Resolution.

The Board recommends the resolution set out at Item No. 6 for the approval of members to be passed as an Ordinary Resolution.

By Order of the Board of Directors

**Sd/-
SACHIN POLKE
COMPANY SECRETARY &
VICE PRESIDENT (GROUP AFFAIRS)**

Mumbai, 12th August 2021

Registered Office:
Jeevan Udyog Building,
3rd Floor, 278,
Dr. D. N. Road, Fort,
Mumbai – 400 001
CIN: L14108MH1982PLC026396

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DIRECTORS' REPORT

To
The Members,

Your Directors are pleased to present the 40th Annual Report of the Company together with the Audited Financial Statements (Standalone & Consolidated) for the year ended 31st March, 2021.

1. FINANCIAL RESULTS AND PERFORMANCE:

(Rs. In Lakhs)

Particulars	Standalone		Consolidated	
	2020-2021	2019-2020	2020-2021	2019-2020
Net Sales / Income from Operations	42,148.70	20,585.63	1,14,811.24	33,432.34
Less: Total Expenditure	37,623.61	25,914.47	1,08,575.47	42,260.99
Profit/(Loss) from Operations before Dep., Other Income and Exceptional Items	4,525.09	(5,328.84)	6,235.78	(8,828.65)
Less: Depreciation	2,022.59	2,092.35	4,496.11	2,838.94
Profit/(Loss) from Operations before Other Income and Exceptional Items	2,502.5	(7,421.19)	1,739.67	(1,1667.59)
Add: Other Income	2,151.31	700.42	6,079.15	1,594.67
Profit/(Loss) before Exceptional Items, share of net profit of investments accounted for using the equity method and Tax	4,653.81	(6,720.77)	7,818.82	(1,0072.92)
Share of net profit of Joint Ventures & associates accounted for using the equity method	-	-	1,262.63	891.25
Profit/(Loss) before exceptional items	4,653.81	(6,720.77)	9,081.45	(9,181.67)
Add: Exceptional Items	1,933.22	46,051.51	1,933.22	47,397.97
Profit/(Loss) before tax	6,587.03	39,330.74	11,014.67	38,216.30
Tax Expenses		-	-	-
Current Tax	-	-	313.62	106.00
Earlier Year's Tax	(1,023.93)	-	1,604.59	14.55
Deferred Tax	-	-	348.09	(223.62)
Profit/(Loss) after tax	5,563.10	39,330.74	8,748.37	38,319.37
Profit attributable to non-controlling interest	-	-	0.14	448.87
Profit/(Loss) for the year	5,563.10	39,330.74	8,748.37	38,319.37

a) Performance of the company:

After a challenging decade, The Company has had an inspiring turnaround since March 2020; It has performed admirably in the last few quarters after having entered into long-term settlements for claims against The Company. The exemplary performance of the Company despite the challenges posed by the Covid 19 is mainly attributed to the commencement of export of ores (i.e. Bauxite and Iron Ore) from Guinea as projected. Induction of a wide range of products for waterproofing, repair & restoration, admixtures, azgrouts and floor hardeners, under the aegis of its Building Materials Group; Company's other mainstays such as Bentonite's and Bleaching Clay's resilience in volatile domestic and global conditions contributed as additional growth drivers in current year.

Income from operations at standalone level increased by 104% and stood at Rs. 421 Crores as against Rs. 206 Crores for the previous Financial Year ended 31st March, 2020 and that the total expenses stood at Rs. 396 Crores which resulted into profit of Rs. 47 Crores before exceptional items and tax.

At Consolidated level, the total income from operations stood at Rs. 1148 Crores as against Rs. 334 Crores for the previous Financial Year ended 31st March, 2020 and that total expenses stood at Rs. 1131 Crores which resulted into profit of Rs. 78 Crores before exceptional items and tax.

P S : The consolidated results for FY 2020-21 are not comparable to FY 2019-20 on account of the fact that the ownership of shareholding in specific subsidiaries and joint ventures of AML was only restored to the Company on February 28, 2020; therefore, the financials of those specific entities was not included in the consolidated results prior to February 28, 2020 for FY 2019-20.

b) Business outlook:

During the year 2020-2021, the operations at Guinea has begun as perceived. Further in order to achieve optimal volumes at Guinea, Company has started developing the requisite mining, processing, road and port related infrastructure at its multiple mining hubs.

Ashapura Minechem Limited

Your Directors are happy to inform that company is already a pioneer and the largest producer of Geosynthetic Clay Liners in India, which are used in lining canals, ponds, metro tunnels and industrial waste disposal sites and during the year the Company had brought in its considerable technical expertise and its marketing network to induct a wide range of products for waterproofing, repair & restoration, admixtures, azgrouts and floor hardeners, under the aegis of its Building Materials Group and this has been the company's first foray into a B2C business.

Ashapura's global network accords it the ability to identify opportunities in sourcing minerals and supplying minerals all across the world. Although Ashapura has been largely an exporter of minerals from India to more than 90 countries across the world, it has begun to identify and bridge the growing Indian import demand for minerals and ores. Ashapura has already begun importing gypsum, white cement, soda ash and calcium carbonate into India in FY 2020-21 and endeavors to expand its portfolio to several more minerals and ores in the near future.

2. SIGNIFICANT EVENTS DURING THE FY 2020-21 AND TILL THE DATE OF REPORT:

a) Re-classification of Share capital

During the year under review The Company sought approval of shareholders for reclassification of Authorised Share Capital viz-a-viz alteration to Capital Clause of Memorandum of Association of the Company.

Considering the future business plans and to be in readiness to encash the probable business opportunity, fund requirements, the Company reclassified its Authorized Share Capital of the Company by shifting the certain unissued part of Preference Share Capital to the Equity Share Capital of the Company.

Post the reclassification, the Authorized Share Capital of the Company now consist of 30,00,00,000 (Thirty Crores) Equity Shares of Rs. 2/- (Rupees Two only) each and 30,00,000 Preference shares of Rs. 100 each aggregating to Rs. 90,00,00,000/- (Rupees Ninety Crores only). Consequently the Clause V of the Memorandum of Association of the Company has been approved by members in Annual general meeting held on 30th December 2020.

b) Acquisition of Equity Shares of M/s. Shantilal Multiport Infrastructure Private Limited

The company has acquired Equity Shares of M/s. Shantilal Multiport Infrastructure Private Limited by way of subscription to 6,63,690 Equity Shares of Rs. 10 each. Before this acquisition it was holding 1,86,285 shares of M/s. Shantilal Multiport Infrastructure Private Limited and Post this acquisition the percentage shareholding/control of the company shall increase to 50%, thereby making it an Associate Company.

The said acquisition is a strategic move in order to strengthen the Company's logistics and port activities.

c) Related Party Transaction ;

Post closure of FY 2020-2021, Company has sought Approval of shareholders through postal ballot for certain related party transactions.

Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) prescribes the approval of the members through a resolution for all material related party transactions, even if they are in the ordinary course of business and on arm's length basis. Accordingly Company had decided to seek approval of below mentioned material related party transactions.

Sr. No.	Name of Related Party	Nature of relationship	Aggregate maximum value of the contract/ arrangement in one or more tranches in any financial year	Nature and material terms of Contract/ arrangement/ transaction
1	Ashapura Perfoclay Limited	Joint Venture	Up to 20% of the consolidated turnover of the Company for the previous financial year	The proposed contracts/arrangements/ transactions relate to sale/purchase of goods/services or any other transaction(s) as prescribed under the Companies Act, 2013 and rules framed thereunder and in terms of Listing regulations and the Company's Related Party Transaction Policy and shall be approved/ratified by the Audit Committee and Board within the overall limits approved by the members.
2	Orient Abrasives Limited	Associate Company	Up to 15% of the consolidated turnover of the Company for the previous financial year	
3	Ashapura Holdings UAE FZE	Wholly owned step down subsidiary (Foreign Company)	Up to 20% of the consolidated turnover of the Company for the previous financial year	
5	Ashapura Guinea Resources SARL	Wholly owned step down subsidiary (Foreign Company)	Up to 30% of the consolidated turnover of the Company for the previous financial year	
6	Societe Guineenne Des Mines De Fer	Wholly owned step down subsidiary (Foreign Company)	Up to 30% of the consolidated turnover of the Company for the previous financial year	
7	Ashapura Minex Resources SAU	Wholly owned step down subsidiary (Foreign Company)	Up to 30% of the consolidated turnover of the Company for the previous financial year	

The members approved the above-mentioned related party transactions on 11th August 2021.



d) Sale/Transfer Of Asset /Plant Of Material Subsidiary of The Company :

M/s Bombay Minerals Limited (BML) is a material subsidiary of the Company as defined under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations). BML proposed sale/transfer of its Proppant plant as a part of strategic restructuring in order to manage its future cash flow situation. BML approached company being material subsidiary seeking permission for executing such sale.

As mentioned in Regulation 24 (6) of Listing Regulations, selling, disposing and leasing of assets amounting to more than 20% of the assets of the material subsidiary (on an aggregate basis) during a financial year shall require prior approval of shareholders by way of special resolution. Hence, in compliance with the applicable provisions of Listing Regulation, company sought shareholder's approval through postal ballot by way of remote E- voting on 11th August 2021.

3. DIVIDEND:

Your Directors are pleased to recommend a final Dividend @ 25% per equity share of face value of ₹2/- each for the year ended 31st March, 2021. The Dividend for the Financial Year ended 31st March, 2021 amounts to 0.50 paise per share of face value of ₹2/- each. The final Dividend, subject to the approval of Members at the Annual General Meeting on 29th September 2021, will be paid on or after 30th September 2021. The dividend for the Financial Year will absorb Rs.457 Lakhs .

Income Tax Act, 1961, ("the IT Act") as amended by the Finance Act, 2020, mandates that dividends paid or distributed by a Company after April 01, 2020 shall be taxable in the hands of members hence the Dividend Payout will be exclusive of dividend distribution tax. The dividend, subject to its declaration, will be distributed to shareholders whose names appear on the Register of Members on 22nd September, 2021 (Wednesday).

The Company also has its Dividend Distribution Policy which has been approved by the Board of Directors. The said policy is uploaded on the website of the Company at <https://www.ashapura.com/investor-corner.php>

4. TRANSFER TO RESERVES:

During the financial year under review, no amount has been transferred to the General Reserve.

5. IEPF

Pursuant to the applicable provisions of the Companies Act, 2013, read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time, Dividends that are unpaid/unclaimed for a period of seven years are required to be transferred to the Investor Education and Protection Fund administered by the Central Government. Your Company has initiated the process of transferring the balance lying with the unpaid/unclaimed dividend accounts, in accordance with the above provisions.

6. DEPOSITS:

Your Company has not accepted any amount as deposits within the meaning of provisions of Chapter V – Acceptance of Deposits by Companies of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

7. DIRECTORS & KEY MANAGERIAL PERSONNEL:

a) Retirement by Rotation:

In accordance with the provisions of Section 152 of the Companies Act, 2013 and the Articles of Association of your Company, Shri. Hemul Shah (DIN : 00058558) , retires by rotation at the ensuing Annual General Meeting and being eligible has offered himself for re-appointment.

The details as required under the provisions of the Companies Act and Listing Regulations are provided in the Notice convening the ensuing Annual General Meeting.

b) Re-appointment of Shri Pundarik Sanyal, Non-Executive, Independent Director:

Shri Pundarik Sanyal was re- appointed as a Non-Executive, Independent Director w.e.f 9th February, 2021 for the term of five consecutive years.

Further, his appointment was duly approved by shareholders in 39th Annual General Meeting of the Company which was held on 30th December 2020.

c) Appointment of Smt. Neeta Shah, Non-Executive, Independent Director:

Smt. Neeta Shah was appointed as a Non-Executive, Independent Woman Director w.e.f 11th November 2020 for the term of five consecutive years.

Further, her appointment was duly approved by shareholders in 39th Annual General Meeting of the Company which was held on 30th December 2020.

d) Completion of tenure of Shri. Ashok Kadakia as an Independent Director pursuant to section 149 of Companies Act, 2013

Mr. Ashok Kadakia completed his second consecutive term as an Independent Director on 12th August 2021 and accordingly ceased to be a Director of the Company with effect from closure of business hours on 12th August 2021.

The Board of Directors expresses their deep appreciation for the contributions made by Shri. Ashok Kadakia during his tenure as an Independent Director of the company.

Ashapura Minechem Limited

e) Resignation of Smt. Navita Gaiha, Non-Executive Independent Director:

Smt. Navita Gaiha who was appointed as Non-Executive, Independent Director of the company, resigned w.e.f. 10th June, 2020 due to her other professional commitments & responsibilities. The Board takes this opportunity to acknowledge her service and places on record its appreciation for the contribution made by her as a member of Board.

f) Declaration by Independent Directors:

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed under the provisions of section 149(6) of the Companies Act, 2013 read with schedules & rules issued thereunder as well as regulation 16 of the Listing Regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

g) Board's Opinion Regarding Integrity, Expertise and Experience (Including the proficiency) of the Independent Directors appointed during the year:

The Board is of the opinion that the Independent Directors appointed during the year under review are person(s) of integrity and possess core skills/expertise/competencies (including the proficiency) as identified by the Board of Directors as required in the context of Company's business(es) and sector(s) for the Company to function effectively.

h) Appointment of Key Managerial Personnel (KMP):

- a. From the date of appointment of Shri Chetan Shah as an Executive Chairman w.e.f. 24th October, 2019, he is forthwith considered as a Key Managerial Personnel (KMP) of the Company.
- b. In accordance with the provisions of Sections 2(51) and 203 of the Companies Act, 2013, Shri Ashish Desai as CFO and Shri Sachin Polke, Company Secretary & Vice President, are recognized as the KMP of the Company.
- c. From the date of appointment of Shri Hemul Shah as an Executive Director & CEO w.e.f. 16th February, 2020, he is forthwith considered as a KMP of the Company.

In addition, the following Executives of your Company have been recognized as whole-time Key Managerial Personnel to perform such duties/functions as may be assigned to them under their prescribed designation and/or generally and specifically assigned to them by the Board of Directors and/or its Committee from time to time:

- d. Mrs. Surekha Sathe - Chief IT (Superannuated w.e.f. 30th June 2020)
- e. Shri Akhilesh Sinha - Vice President – HR (Superannuated w.e.f. 9th July 2021)

8. DISCLOSURES RELATING TO SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES:

a. Business Performance & overview of principal Subsidiaries & Joint Venture Companies:

Ashapura International Limited (AIL):

For the year under review, the Company has registered a total revenue of Rs.39,172 Lakhs which is 15% lower as compared to Rs. 45,801 Lakhs of previous years. This reduction in revenue is mainly because of adverse economic conditions, lockdown restrictions, volatile freight and other charges on transportation. The company has reported profit of Rs. 1014 Lakhs.

Bombay Minerals Limited (BML):

The Company has seen a sharp increase in its revenues i.e. Rs. 30,894 Lakhs from Rs. 7,960 Lakhs in the previous financial year and has registered a post-tax profit of Rs. 991 Lakhs for the year under review.

Ashapura Perfoclay Ltd. (APL):

The Company saw a gradual increase in revenue for the year under review i.e. Rs. 32,969 Lakhs versus Rs. 28,423 Lakhs in the previous financial year and registered an considerable increase in profit before tax i.e. Rs. 5,505 Lakhs versus Rs. 3,493 Lakhs in the previous financial year on account of cost efficiencies.

Other Overseas Subsidiaries:

The other overseas subsidiaries and joint ventures of the Company exhibited modest increases in revenues. The Company's step-down subsidiary in Guinea has shown remarkable growth.

a. Companies which have become and ceased to be subsidiary, associate and/or joint venture:

During the year under review Ashapura Holding Fareast Pte. Ltd, Singapore, Ashapura Global Infratech SARLU Guinea, Ashapura Boffa Bauxite Guinea became overseas step down subsidiaries of the Company.

b. Material Subsidiaries:

As required under Regulations 16(1)(c) and 46 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 (Listing Regulations), the Board of Directors have approved the Policy for determining Material Subsidiaries. The details of the Policy are available on the Company's website at www.ashapura.com/investor-corner.php



9. CONSOLIDATED FINANCIAL STATEMENTS:

Pursuant to the provisions of Section 129(3) of the Companies Act, 2013, the Consolidated Financial Statements of the Company and its subsidiaries & associates, have been prepared in accordance with the Indian Accounting Standards, which forms part of this Annual Report. Further, pursuant to the provisions of the said section, a statement containing salient features of the Financial Statements of the Company's subsidiaries and associate companies (in Form AOC - 1) is given in this Annual Report.

In accordance with Section 136 of the Companies Act, 2013, the Audited Financial Statements including Consolidated Financial Statements, Financial Statements of subsidiaries and all other documents required to be attached to this Report have been uploaded on the website of the Company at www.ashapura.com/investor-corner.php

10. STATUS OF THE PENDING LITIGATIONS:

A. SHIPPING MATTERS:

The shipping matters are settled now. We have signed a settlement agreement dated 27th February 2020 with Global Value Investments Pte. Ltd. and Addendum agreement dated 20th June 2020 with ASQ Connect Ltd.

We had filed Consent Terms in Execution Application (L.) no. 956 of 2017 and Commercial Execution Application (L.) No. 2917 of 2019 filed by Armada (later substituted by Global Value Investment Pte. Ltd.). We had also filed Consent Terms in Commercial Execution (L.) No. 2525 of 2018 and Commercial Execution (L.) No. 2526 of 2018 filed by ASQ Connect Ltd. on 28th July 2021. The Hon'ble Bombay High Court took this Consent Terms on record and allow to the above Execution Application/Commercial Execution Application to be withdrawn.

The Hon'ble Bombay High Court also allowed the Court Receiver, Mumbai to handover the symbolic possession of the unencumbered properties to Ashapura Minechem Ltd. which was given to the said Court to the Court Receiver by the Order dated 31st October 2018.

B. FOREX DERIVATIVES:

The Company had approached the Bankers and has successfully settled the claims amicably with most of the bankers.

The Company has settled with HDFC Bank Ltd. and all the proceedings filed by the said Bank at various tribunal and Courts of Law are withdrawn.

The Company has settled with J P Morgan and all the payment has been made under the said Settlement. J P Morgan has now withdrawn all the proceedings against the Company from Debt Recovery Tribunal, Mumbai.

11. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN 31st MARCH, 2021 AND 12th August 2021 (DATE OF THE REPORT):

Other than as stated elsewhere in this report, there are no material changes and commitments affecting the financial position of the Company between the end of the current financial year and the date of this report.

12. SIGNIFICANT AND MATERIAL ORDERS BY THE REGULATIONS:

Other than as stated elsewhere in this report, during the year under review, the Company has not received any significant or material order passed by any regulatory authority, court or tribunals which shall affect the going concern status of the Company.

13. MEETINGS OF THE BOARD:

The Board of the Company comprised of eight Directors as on March 31, 2021. During the year, four meetings of the Board of Directors were held. The details of meetings held and attended by each Director are detailed in the Corporate Governance Report, which forms part of this Annual Report.

14. DIRECTOR'S RESPONSIBILITY STATEMENT:

In pursuance of Section 134(5) of the Companies Act, 2013 read with the rules made there under, including any enactment or re-enactment thereon, (the Companies Act, 2013), the Directors hereby confirm that:

- a. in the preparation of the annual accounts, the applicable Indian Accounting Standards had been followed along with proper explanation relating to material departures;
- b. the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the Profit of the Company for that period;
- c. the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

Ashapura Minechem Limited

- d. the directors had prepared the annual accounts on a going concern basis;
- e. the directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
- f. the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

15. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES:

The information required under Section 197(12) of the Companies Act, 2013, read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is set out in "Annexure - A" to this Report.

Further, the statement containing particulars of employees in terms of section 197(12) of the Companies Act, 2013, read with rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate statement and that forms part of the Annual Report.

Considering the provisions to section 136 of the Companies Act, 2013, the Annual Report, excluding the aforesaid statement required to be given under rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is being sent to the shareholders of the Company and others entitled thereto. The said statement is available for inspection of members will be available electronically for inspection. Members seeking to inspect such documents can send an email to cosec@ashapura.com.

16. PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED:

Particulars of loans given, investments made, guarantees given and securities provided in accordance with the provisions of Section 186 of the Companies Act, 2013, are given in the Notes to Financial Statements (Please refer to Note no. 5 & 6).

17. DISCLOSURES ON POLICIES ADOPTED BY THE COMPANY:

A. Nomination & Remuneration Policy:

Pursuant to the provisions of the Companies Act, 2013 and Listing Regulations, the Board of Directors, based on the recommendations of the Nomination & Remuneration Committee, adopted a Policy for selection and appointment of Directors, Key Managerial Personnel & Senior Management and for determining their remunerations, qualifications, positive attributes and independence of Directors. The policy also ensures that the relationship of remuneration to performance is clear so as to meet appropriate performance benchmark.

The Policy on Nomination & Remuneration is available on the website of the Company viz. www.ashapura.com/investor-corner.php. The details about the Nomination & Remuneration Committee and payment of remuneration to the Directors are provided in the Report on Corporate Governance which forms part of this Annual Report.

B. Performance Evaluation Policy and Annual Performance Evaluation:

The Board of Directors adopted the performance evaluation policy with an objective of evaluating the performance of the each and every Director of the Board, Committees of the Board including the performance of the Board as a whole, which would contribute significantly to performance improvements at all the three levels i.e. the organizational, the board and the individual director level, which in turn would help in increased accountability, better decision making, enhanced communication and more efficient Board operations.

Accordingly, pursuant to the provisions of Companies Act, 2013, Listing Regulations and Performance Evaluation Policy of the Company, the Board of Directors, in consultation with the Nomination & Remuneration Committee and Independent Directors, carried out & analysed the annual performance evaluation of all the Directors, the Board as a whole and its Committees.

The annual performance evaluation was carried out based on detailed questionnaires drafted in accordance with the guidance note issued by SEBI. The performance of the individual Directors was evaluated after seeking inputs from all the Directors other than the one who is being evaluated. The evaluation was based on the criteria such as Director's knowledge and understanding of their role, Company's vision and mission, Director's commitment, qualification, skill and experience, assertiveness in communication, etc.

The performance of the Board was evaluated on the basis of various criteria such as composition of the Board, information flow to the board, matters addressed in the meeting, strategic issues, roles and functions of the Board, relationship with the management, engagement with the Board and external stakeholders and other development areas.

The performance of the Committees was evaluated after seeking the inputs of committee members on the criteria such as understanding the terms of reference, Committee composition, Independence, contributions to Board's decisions etc.

Further, the performance of Chairman & Executive Director were evaluated on certain additional parameters depending upon their roles and responsibilities such as leadership, relationship with stakeholders, execution of business plans, risk management, development of plans and policies in alignment with the vision and mission of the Company, etc.

Similarly, criteria for evaluation of Independent Directors include effective deployment of knowledge and expertise, willingness to devote time and efforts towards his/her role, high ethical standards, adherence to applicable codes and policies, effective participation, etc.



The Independent Directors had met separately on 17th March 2021 and discussed, inter-alia, the performance of the Chairman, Executive Director & Chief Executive Officer of the Company and the Board as a whole. The Nomination and Remuneration Committee has also carried out evaluation of every Director's performance.

The Board evaluation report on performance of each individual Director and the Board as a whole was placed before the Board of Directors for appropriate analysis and confirmation.

Based on the annual performance evaluation, the Board expressed its satisfaction with the performance evaluation process.

C. Corporate Social Responsibility Policy:

In terms of Section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014 amended vide Ministry of Corporate affairs Notification dated January 22, 2021, the Company has amended the Corporate Social Responsibility Policy. The same is hosted on the website of the Company www.ashapura.com/investor-corner.php. The Company has a CSR Committee to monitor adherence to Corporate Social Responsibility Policy and to track transactions related to Ongoing / Non-ongoing projects etc.

Further, a detailed report on the CSR activities inter- alia disclosing the composition of CSR Committee and CSR activities is attached as Annexure B to this Report. The disclosure pertaining to the constitution of committee and number of meetings held during the year forms part of the Corporate Governance Report which is a part of Annual Report.

D. Vigil Mechanism - Whistle Blower Policy:

The Company has vigil mechanism named a Whistle Blower Policy, in compliance with the provisions of Section 177 of the Companies Act, 2013 and Listing Regulations, wherein the employees/directors can report the instances of unethical behaviour, actual or suspected fraud, mismanagement or any violation of the Code of Conduct and/or laws applicable to the Company and seek redressal. This mechanism provides appropriate protection to a genuine Whistle.

The said Policy is available on the website of the Company viz. www.ashapura.com/investor-corner.php. During the year under review, no complaint has been received under the Whistle Blower Policy (Vigil Mechanism).

E. Risk Management Policy:

A well-defined risk-management framework is integral to our business strategy. Company has an independent and dedicated risk management committee to identify, manage and mitigate business risks. The team has a risk Management policy and processes for risk evaluation and measurement, whereas business units focus on developing and implementing mitigation measures, while taking controlled risks. Specific risk approaches are in place for financial and non-financial businesses. Risk management, internal controls and assurance processes are embedded into all activities of the Company.

Moreover as per recent amendments in regulation 21 of SEBI listing regulation, any company which is amongst top 1000 companies based on Market capitalization (as on 31st March 2021) shall require to form Risk management committee and have policy thereof. The board in its meeting held on 12th August 2021 has duly constituted the risk management committee and approved the above-mentioned policy.

The above mentioned Policy is available on the website of the Company viz. www.ashapura.com/investor-corner.php

F. Prevention of Sexual Harassment at Workplace:

The Company has zero tolerance for sexual harassment of women at workplace and has adopted a Policy for prevention, prohibition and redressal of sexual harassment at workplace, in terms of provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed thereunder and constituted Internal Complaint Committee (ICC) for safe working environment where all employees treat each other with courtesy, dignity and respect, irrespective of their gender, race, caste, creed, religion, place of origin, sexual orientation, disability, economic status or position in the hierarchy.

The ICC which has been constituted as per the policy in this regards, provides a forum to employees to lodge Complaints, if any, therewith for appropriate redressal.

During the year, no complaint was lodged with the ICC nor any such instance was reported and the management is happy to take the same on record. The said Policy is available on the website of the Company viz. www.ashapura.com/investor-corner.php

G. Related Party Transactions Policy:

Pursuant to the applicable provisions of the Companies Act and Listing Regulations, the Company has in place the Policy on Related Party Transactions and the same is uploaded on Company's website at www.ashapura.com/investor-corner.php This policy deals with the review and approval of related party transactions.

All transactions with related parties are approved by the Audit Committee prior to entering into any kind of transactions. The Audit Committee has after obtaining approval of the Board of Directors, laid down the criteria for granting omnibus approval for transactions which are repetitive in nature and entered in the ordinary course of business and at an arm's length basis which also forms part of the Policy. The said omnibus approval is granted for one financial year at a time. Moreover to monitor due compliance, all related party transactions are placed before the Audit Committee & the Board on a quarterly basis, specifying the nature, value and terms & conditions of the transactions for their review and confirmation.

Ashapura Minechem Limited

During the year under review, all the transactions entered pursuant to the contracts and arrangements with related parties under Section 188 (1) of the Companies Act, 2013, were on arm's length basis and in the ordinary course of business. Further, the disclosure of material related party transactions as required under Section 134(3)(h) of the Act has been attached in "Annexure E" to this report.

The details of related party transaction are disclosed in the notes to Financial Statements. (Note No. 38).

H. FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

Refer Report on Corporate Governance para on Familiarisation Programme.

18. AUDIT COMMITTEE:

The Company has in place an Audit Committee in terms of the requirements of the Companies Act, 2013 read with the rules made thereunder and Regulation 18 of the Listing Regulations. Detailed information pertaining to the Audit Committee including its composition, meeting, etc. has been provided in the Corporate Governance Report, which forms part of this Annual Report.

19. AUDITORS AND AUDITORS' REPORT:

A. Statutory Auditors:

M/s. P A R K & Co., Chartered Accountants were appointed as the Statutory Auditors of the Company to hold office till the conclusion of the 41st Annual General Meeting to be held in the year 2022. M/s. P A R K & Co., have confirmed their eligibility and qualification required under Section 139, 141 and other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

The Auditors' Report for the financial year ended 31st March, 2021 on the financial statements (standalone & consolidated) of the Company forms part of this Annual Report.

B. Cost Auditors:

Pursuant to the provisions of Section 148 of the Companies Act, 2013, M/s. S. K. Rajani & Co., Cost Accountants were appointed as the Cost Auditors of the Company to conduct audit of the Company's Cost Accounting Records in respect of the products of the Company for the financial year 2020-2021 at the remuneration of Rs. 1,62,565/- (Rupees One lakh Sixty Two Thousand Five Hundred and Sixty Five only) per annum plus Goods and Service Tax (GST) and out of pocket expenses.

Your Company has received consent from M/s. S. K. Rajani & Co., Cost Accountants, to act as the Cost Auditors of your Company for the financial year 2021-2022 along with a certificate confirming their independence. As per the provisions of the Companies Act, 2013, a resolution seeking approval of the Shareholders for the remuneration payable to the Cost Auditors forms part of the Notice convening Annual General Meeting.

The Company has maintained the cost accounts and records in accordance with Section 148 of the Companies Act, 2013 and Rules framed thereunder. The Cost Audit Report for the financial year 2019-2020 was filed with the Ministry of Corporate Affairs on 27th October 2020.

C. Secretarial Auditors:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, your Company had engaged the services of Shri Virendra G. Bhatt, Company Secretary in Practice, Mumbai to undertake the Secretarial Audit of the Company for the Financial Year ended 31st March, 2021.

The Secretarial Audit Report in **Form No.: MR – 3** for the Financial Year ended 31st March, 2021 is annexed with this report as "Annexure - C".

Company's Reply to the Secretarial Auditor's Observations:

The Compliance Officer has not granted any pre clearance approval to trade to any of the Designated Persons during the closure of trading window period.

The Company has not filed Form No. CHG-1 (for Creation of charge) as confirmation from respective Banks not yet received and it is under process.

20. INTERNAL (FINANCIAL) CONTROL SYSTEM & THEIR ADEQUACY:

The Company has an adequate Internal Control System commensurate with the size, scale and nature of its operation. The Audit Committee reviews the adequacy and effectiveness of Internal Control System. The Company continues to improve the present internal control systems by implementation of appropriate policy and processes evaluated based on the recommendation of Internal Auditors.

The Company had appointed M/s. Atul HMV & Associates LLP, Chartered Accountants as its Internal Auditors for Financial Year 2019-2020 which carried out the periodic audit as per the Scope of Work approved by the Audit Committee. The Audit Committee of the Board of Directors of the Company periodically reviews the Internal Audit Reports submitted by the Internal Auditors. Internal Audit observations and corrective action taken by the Management are presented to the Audit Committee. The status of implementation of the recommendations are reviewed by the Audit Committee on a regular basis and concerns, if any, are reported to the Board. The Company is taking due action to ensure that the Internal Control is strengthened in all the areas of operations.



Besides this, the Company has also implemented 'SAP' Systems, an advanced IT business solution platform, to achieve standardized operations that ensures seamless data and information flow. This would further ensure ease in working environment & style and shall enable the Company to be in line with the best global practices.

21. COMPLIANCE WITH SECRETARIAL STANDARDS:

The Company has complied with the Secretarial Standards issued by the Institute of Company Secretaries of India on;

1. Meetings of the Board of Directors
2. General Meetings
3. Reports of the Board of Directors

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

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo, as required to be disclosed under the Companies Act, 2013, are provided in "Annexure - D" to this Report.

23. EXTRACT OF ANNUAL RETURN:

Further, in accordance with the provisions of Section 92(3) of the Companies Act, 2013, the copy of Annual Return of the Company is available on its website at www.ashapura.com/investor-corner.php

24. CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

A report on 'Corporate Governance' along with the Certificate from M/s. P A R K & Co., Chartered Accountants regarding its compliance and 'Management Discussion and Analysis' Report as stipulated under Regulation 34 of the Listing Regulations are set out separately which forms part of this Report.

25. BUSINESS RESPONSIBILITY REPORT:

The Business Responsibility and Sustainability Report for the year ended 31st March, 2021 as stipulated under Regulation 34 of the SEBI Listing Regulations is set out separately which forms part of this Report.

26. No application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 during the year under review.
27. There were no one-time settlements with Banks or Financial Institutions during the year under review.

28. ACKNOWLEDGEMENT:

Your Directors wish to express their appreciation for the assistance and co-operation received from the financial institutions, banks, employees, investors, customers, members & shareholders and all other business associates for the continuous support given by them to the Company and their confidence in its management during the year under review and look forward for their contributed support in future.

For and on Behalf of the Board of Directors

**Sd/-
CHETAN SHAH
EXECUTIVE CHAIRMAN
(DIN: 00018960)**

Place : Mumbai
Date : 12th August 2021

E. & O.E. are regretted

INFORMATION UNDER SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 FOR THE FY 2020-2021

a) the ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year : **19.61 times***

* Ratio calculated on the basis of remuneration of Whole-time Director & CEO.

(NOTE: i) "**median**" means the numerical value separating the higher half of a population from the lower half and the median of a finite list of numbers may be found by arranging all the observations from lowest value to highest value and picking the middle one

ii) If there is an even number of observations, the median shall be the average of the two middle values

b) the percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year : **5.1% (CS & CFO)**

c) the percentage increase in the median remuneration of employees in the financial year; **7.04 %**

d) the number of permanent employees on the rolls of company; **411 (Previous year 468)**

e) average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;

Overall Increased in salary	:	-9.41%
Increase in salary for Managerial person	:	-9.75%
Increase in salary for other than Managerial person	:	-9.36%

- Note:
- 1) The Managerial Personnel include the other Whole Time Key Managerial Personnel recognized by the Board of Directors of the Company.
 - 2) Overall decreases in salary of 9.41% as on 31.03.2021 is due to reduction in Manpower to 411 versus last Year 468 (31.03.2020).
 - 3) Decrease in salary of KMP is due to reduction in number of KMP to 5 versus last Year 6 (31.03.2020)

f) affirmation that the remuneration is as per the remuneration policy of the company.

For ASHAPURA MINECHEM LIMITED

**Sd/-
CHETAN SHAH
EXECUTIVE CHAIRMAN
(DIN: 00018690)**

**Place: Mumbai
Date: 12th August 2021**



**ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES
(AS PER SECTION 135 OF THE COMPANIES ACT, 2013)**

The Corporate Social Responsibility "CSR" Committee of the Company was constituted on 14th October, 2014 in terms of provisions of Section 135 of the Companies Act, 2013 (the Act) read with the Companies (Corporate Social Responsibility), Rules 2014 (the Rules).

1. Brief outline on CSR Policy of the Company.

The Company has framed a CSR Policy in compliance with the provisions of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014.

Pursuant to Section 135 of the Act and the Rules framed thereunder it was a mandatory commitment for a corporate to contribute and operate in an economically, socially and environmentally sustainable manner and also establish a Corporate Social Responsibility Policy ('CSR Policy') with an 'Aim and Objective' and guiding principles for selection, implementation, and monitoring of the activities and a Committee to track the transactions relating to CSR initiatives. Hence, it is a continuing commitment for a Company to perform ethically and contribute to economic development of the society. CSR, therefore, is not a mere philanthropic activity but also comprises of activities that require a Company to integrate social, environmental and ethical concerns into the Company's vision and mission through such activities.

During the year under review, your Company undertook CSR activities for promotion of education & Literacy, women empowerment, art & culture and for other activities as set out below.

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Shri Harish Motiwalla (Chairman)	Non-Executive, Independent	2	2
2	Shri Chetan Shah	Executive Chairman	2	2
3	Shri Pundarik Sanyal	Non-Executive, Independent	2	2

3. The web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.

The Link to the website is <https://www.ashapura.com/investor-corner.php>

4. The details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014.

Not applicable to the Company as the obligation on the contribution to CSR activities is less than 10 crores.

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year :- NA

6. Average net profit of the company as per section 135(5) :- Rs. 734.43 lakhs

7. Total amount Spent during the year 2020-2021:-

- Two percent of average net profit of the company as per section 135(5) :- Rs. 146.89 lakhs
- Surplus arising out of the CSR projects or programmes or activities of the previous financial years. :- NA
- Amount required to be set off for the financial year, if any :- NA
- Total CSR obligation for the financial year :- Rs. 146.89 lakhs

8. CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
Rs. 151.51 lakhs	NA		NA		

9. Details of CSR amount spent against ongoing projects for the financial year: NA

10. Details of CSR amount spent against other than ongoing projects for the financial year:

Ashapura Minechem Limited

(1) Sl. No.	(2) Name of The Project	(3) Item from the list of activities in Schedule VII to the Act.	(4) Local area (Yes/No).	(5) Location of the project.		(6) Amount spent for the project	(7) Mode of implementation - Direct (Yes/No)	(8) Mode of implementation - Through implementing agency.	
				State	District			Name	CSR Registration Number
1.	Empowering women; Establishment of Museum for protection of national heritage, art and culture and expenses towards protection of culture; To promote health care & Eradicating hunger	Promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups; protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art; setting up public libraries; promotion and development of traditional art and handicrafts; Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swach Bharat Kosh set-up by the Central Government for the promotion of sanitation] and making available safe drinking water.	Yes	Gujarat	Kutch	Rs. 45 Lakhs	-	Ashapura Foundation	-
2.	Empowering women; Establishment of Museum for protection of national heritage, art and culture and expenses towards protection of culture; To promote health care & Eradicating hunger	Promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups; protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art; setting up public libraries; promotion and development of traditional art and handicrafts; Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swach Bharat Kosh set-up by the Central Government for the promotion of sanitation] and making available safe drinking water.	Yes	Gujarat	Kutch	Rs 105 Lakhs	No	Kutch Navnirman Trust	-
5.	To promote health care & Eradicating hunger	Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swach Bharat Kosh set-up by the Central Government for the promotion of sanitation] and making available safe drinking water.	Yes	Maharashtra	Ratnagiri	Rs. 1 Lakh	-	-	-
	TOTAL		-	-	-	151.51 Lakhs	-	-	-



(d) Amount spent in Administrative Overheads: N.A.

(e) Amount spent on Impact Assessment, if applicable: N.A.

(f) Total amount spent for the Financial Year: Rs. 151.50 lakhs

(g) Excess amount for set off, if any

Sl. No.	Particular	Amount (in Rs. In Lakhs)
(i)	Two percent of average net profit of the company as per section 135(5)	146.89
(ii)	Total amount spent for the Financial Year	151.51
(iii)	Excess amount spent for the financial year [(ii)-(i)]	4.62
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off over three succeeding financial years [(iii)-(iv)]	4.62

11. Details of Unspent CSR amount for the preceding three financial years: NA

12. Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):NA

13. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details):- NA

- Date of creation or acquisition of the capital asset(s).
- Amount of CSR spent for creation or acquisition of capital asset.
- Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.
- Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).

14. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5):- NA

For and on Behalf of the Board of Directors

Sd/-
CHETAN SHAH
EXECUTIVE CHAIRMAN
(DIN: 00018960)

Place: Mumbai

Date : 12th August, 2021

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Ashapura Minechem Limited

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by the Ashapura Minechem Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provides me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's statutory registers, minute books, forms and returns filed with the Registrar of Companies ('the ROC'), soft copy of the various records sent over mail as provided by the Company and other relevant records maintained by the Company and also the information provided by the Company, its Officers and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2021 ("audit period"), prima facie complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the statutory registers, minute books, forms and returns filed with the ROC and other relevant records maintained by the Company for the financial year ended on 31st March, 2021 according to the provisions of:

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

Though the following laws are prescribed in the format of Secretarial Audit Report by the Government, the same were not applicable to the Company for the financial year ended 31st March, 2021:-

- (a) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (b) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
 - (c) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (vi) I further report that, based on the Compliance Report of various Laws submitted by Department Heads of the Company, I am of the opinion that the Company has prima facie proper system to comply with the applicable laws.
 - (vii) I have also examined compliance with the applicable clauses of the following and I am of the opinion that the Company has prima facie complied with the applicable provisions:
 - (a) Secretarial Standards 1 and 2 issued by the Institute of Company Secretaries of India.
 - (b) The Listing agreements entered into by the Company with the Stock Exchanges read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the audit period, I am of the opinion that the Company has prima facie complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above except the following:

- i) **As per the information provided by the Company, the Compliance Officer has not granted any pre clearance approval to trade by any of the Designated Persons during the closure of trading window period.**
- ii) **The Company has not filed Form No.: CHG-1 (for Creation of charge) as confirmation from respective Banks not yet received and it is under process.**



I further report that:-

1. I have not examined the Financial Statements, Financial books and related financial Act like Income Tax, Sales Tax, Value Added Tax, Goods and Services Tax, ESIC, Provident Fund, Professional Tax, Foreign Currency Transactions, Related Party Transactions etc., For these matters, I rely on the report of statutory auditor's and their observations, if any, and notes on accounts in Financial Statement for the year ended 31st March, 2021.
2. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were prima facie carried out in compliance with the provisions of the Act.
3. As per the information provided, the company has prima facie given adequate notice to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on agenda items before the Meeting and for meaningful participation at the Meeting.
4. I was informed and I observed from the minutes of the Board and Committee Meetings that all the decisions at the Meetings were prima facie carried out unanimously.
5. There are prima facie adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines subject to observations and qualifications, if any made by the Statutory Auditors in their report.
6. The management is responsible for compliances of all business laws. This responsibility includes maintenance of statutory registers/files required by the concerned authorities and internal control of the concerned department.
7. Pursuant to Arbitration award dated 28th Feb 2020, the Company regained the ownership and control of the shares of its 2 subsidiary Companies and 1 Joint Venture Company which, however, continue to be under pledge in favour of the creditor's against the amount payable by the Company.
8. BSE and NSE sought clarification for the delay in the submission of the results of the Postal Ballot. To which the Company duly replied, however, penalty was imposed by NSE. The Company appropriately submitted its reply to the BSE and NSE. Nevertheless, the penalty was imposed by NSE and the Company made a payment under protest.
9. During the audit period, the Company has prima facie filed forms within time, and few forms under the Companies Fresh Start Scheme, 2020 ("CFSS").
10. I further report that during the audit period, there were no instances of:
 - i. Public/ Rights/debentures/ sweat equity etc.;
 - ii. Issue of equity shares under Employee Stock Option Scheme;
 - iii. Redemption / Buy- back of securities;
 - iv. Major decisions taken by the Members in pursuance to Section 180 of the Companies Act, 2013 which would have major bearing on the Company's affairs;
 - v. Merger / Amalgamation / Reconstruction etc.;
 - vi. Foreign Technical Collaborations.

I further report that:

1. Maintenance of Secretarial record is the responsibility of the Management of the Company. My responsibility is to express an opinion on these Secretarial Records based on my audit.
2. I have followed the audit practices and 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 the Secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. Where ever required, I have obtained the Management representation about the compliance of Laws, Rules and Regulations and happening of events etc.
4. I have not verified the correctness and appropriateness of financial records and Books of Accounts of Company.
5. The compliance of the provisions of Corporate and other applicable Laws, Rules, Regulations, Standards is the responsibility of the Management. My examination was limited to the verification of procedures on test basis.
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.
7. I have conducted online verification and examination of records, as facilitated by the Company due to Covid-19 and subsequent lockdown situation for the purpose of issuing this Report.

Date: 12th August, 2021
Place: Mumbai

Virendra G. Bhatt
Practicing Company Secretary
ACS No.: 1157 / COP No.: 124
Peer Review Cert. No.: 491/2016
UDIN: A001157C00072136

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

A. CONSERVATION OF ENERGY

a) Energy Conservation measures taken:

1. Water Purification System (Gravity Based) -

- A water purification filtration setup of capacity - 12000 KLPH is installed for purification of bore-water with high TDS and TSS. The water filtration system works under gravity flow system with less maintenance and zero operational cost. The installed filtration setup gives about 1500-1800 KLPH of filtered water. The existing capacity can be extended to 3500-4000 KLPH through gravity filtration.
- This initiative is cost effective and environment friendly way to purify ground water for agriculture and cleaning purposes. The installed setup saves energy and cost of water purification.

2. Process Heating –

- In Kiln section - a separate provision to heat drier and its small burner design with low diesel consumption reduce to 20-25% saves diesel and operation cost.
- Periodic maintenance plan and implementation for all equipment/machineries such as Generator, Forklift, Motors, Drier, Kiln, etc. reduces wear-tear saves cost and energy.
- Maintenance plan for all IKC air-conditions (with ducting provision or individuals save electricity and energy. Installation of fans at all laboratories in winter and rainy season reduces the electricity bill from 10-15% w.r.t. actual cost of Air-condition operation.
- In operation of Drier and Kiln (hot zone section) use PLC- SCADA software integration, VFD along with pyrometer use for temperature control.
- In case of high temperature material processing, the excess and waste heat in the form of flue gas is used in drier to remove moisture saves 10-12% of total fuel consumption used during the material processing.

3. Motors and Equipment –

- VFD installation in Roller Mill control the fineness and yield of the trial mineral control the particle fineness and save material wastage and improve yield/output of the product.
- The modification in vibro-sieve shakers reduces material losses during process reduces wastages and save process time of material.
- Proper use of machinery and equipment's by implementation of SOP's and on-job staff training, reduces maintenance of equipment's/ machinery i.e. granulator, pulverize, ball mill, jaw crusher, filter press, and types of grinding mills, etc.
- Continuous use of recommended equipment's like VFD, draft fan, blunger, agitator and air blowers enhanced process efficiency and save energy.
- Introduction of proper ladder provision during safety audit recommendation reduces the chance of accidents and enhance work efficiency.

4. Lighting –

- Replacement of LED lights gives more brightness, requires less wattage compared to CFL used earlier.
- Increase the nos of turbo natural fans for ventilation and natural light in the non-working shed of Pilot plant and Sample storage Shed saves power consumption to some extent.

5. Employees –

- In-house implementation of Safety and waste management training and awareness including SOPs introduction help to enhance the efficient use of instrument/equipment/machineries.
- Continuous use of IKC-activities software obviates the usage of papers (hard copy) in day to day working.
- In-house developed software is used by the IKC-employees for day to day activities introduces paper less working and save time and energy.
- Proper assessment of energy load and preventive measures taken from time to time with employees awareness program control the average consumption per month of electricity bill during previous year.
- Safety and Housekeeping of their own sections/ working areas becomes part of the activity taken care by the employees.



b) Impact of above measures:

All initiative and measures taken to saves energy consumption and cost through various energy sources such as modification equipment/ machinery, break-down reduction, SOP's introduction, paperless working and good laboratory practices, Safety measures, employees awareness through training programs. The overall impact of these measures not only save energy and cost, where as efficient working and enhanced output is also observed. The practice of pre and post impact assessment of all measures is in continual practice to maintain the equipment/machinery and day to day work in order.

B. TECHNOLOGY ABSORPTION:

	2020-21	2019-20
1. Efforts made towards technology absorption	<p>1. Specialty Mineral Products</p> <ul style="list-style-type: none"> a. Development of Bleaching Clay for Plastic Oil purification. b. Development of some Herbal products tables for Immunity, Antistress and Energy enhancement. c. Low Cost Bleaching Clay for Rice Bran Oil purification. d. Multi-mineral grades new products development for Pharma and cosmetic industries such as High D-value Bentonite, DC grade Calcium Carbonate and some synthetic grade products such as Magnesium Silicate, Magnesium Trisilicate, Magnesium Aluminum meta Silicate, Magnesium Carbonate, Magnesium Oxide, Amorphous Silica & Gypsum with high purity. e. Extensive study done on various types of Natural extracts and Essential Oils and done characterization using chromatographic technique i.e. HPLC. f. New products of Bleaching clay with higher efficiency through powder activation method. g. Bleaching products with low MCPD is developed and tested for efficient performance. h. With Bentonite, CEC enhancement study done for Bleaching Clay products. i. Enhancement of properties i.e. Net Acidity and Pore Volume is done in process using additives. j. Use of Lean-grade bauxite material and bag filter dust in proppant manufacturing. k. Study on effect of Organic and Inorganic binders in proppant manufacturing and its plant scale validation of process. l. Development of Ultra High Strength Proppant using high-grade Bauxite for 20 k psi proppant. m. Trials with various fluxing agent to reduce the sintering temperature in proppant manufacturing process. n. Development of Zirmul aggregates and its thermo-mechanical properties tested to check suitability in making Castable. o. Development of ND-66 aggregates using BTA method and its performance evaluation in LC 60 castable. p. Effect of Iron conc in BTA products and further impact assessment on the physico mechanical properties of LC 60 castable product. q. Alumina and Zirconium Silicate beads preparation by drip casting method and its properties evaluation. 	<p>1. Specialty Mineral Products</p> <ul style="list-style-type: none"> a. New product development of Pharma and Cosmetic grade Mineral based micronized and Ultra micronized size products i.e. Talc, Calcite, Attapulgit, Kaolin, Bentonite, Multani- Mitti, Magnesium Aluminium Silicate, etc. b. Product development for purification of resin base oil and amines. c. Direct Compressive grade - Calcium Carbonate for Pharma application. d. Mineral based more efficient water treatment products for Fluoride and Arsenic treatment. e. Product Development for Rice Bran Oil/Tire Oil/ Plastic Oil/ Engine Oil purification. f. Development of Clay based Sanitizer and Disinfectant. g. Feasibility study of Rice Husk Ash and Siliceous Earth for its use in Bleaching Earth products as filtering aid. h. Raw Material suitability of BTX and BE grade products. i. Enhance Net Acidity value in BTX grade product using natural mineral blending. j. Development of Micronized Bleaching Clay Products using organic acid. k. Synthetic Clay development for Selenium and Chromium removal. l. Zeolite based products for water hardness removal using kaolin clay. m. Proppant development (HSP & ISP – grade) from various clay and bauxite raw material. n. CC and LCC grade - Castable research for low and high Iron content product. o. BFA replacement by BTA in making CC and LCC products. p. Exploration of new additives use in making Proppant.

	<p>2. Industrial Functional & White Mineral.</p> <ul style="list-style-type: none"> a) Synthesis and performance evaluation of Polymers for enhancement of Bentonite properties i.e. FSV, W/L, etc. b) Beneficiation study of Minerals such as Iron Ore and Bauxite from Indian and Guinea source. c) Development of Building products such as Wall putty, Tile Adhesive, Water Proofing, Decorative White Cement, Grout, Gypsum and Jointing Mortar. d) Wall Putty development with new features such as various colors and fragrance. e) Improvement properties study of Kaolin products such as whiteness, brightness, and opacity. f) Development of Rainbow color Cat litter and its performance evaluation. g) Resin development for compressed wood pallet and its performance validation at Plant process. h) Testing of resourced minerals i.e. Bauxite, Bentonite, Kaolin, Silica, etc. i) Development of Plaster of Paris (POP) using Gypsum and completed its large scale trial at Plant. j) Study the grindability efficiency of Ball Mill for Cement and Gypsum. k) Meta-Kaolin product development for Cable and Construction. l) Development of Calcined Kaolin with enhanced properties such as improved Oil Absorption value and Brightness. m) Development through processing and testing of resourcing Silica Sand for various grades of products for applications such as Frac-sand, Foundry, glass, back-filling, construction grade. 	<p>2. Industrial Functional Minerals</p> <ul style="list-style-type: none"> a. Development of polymers for improvement of IOP and Foundry- grade Bentonite. b. Natural Mineral based products – granules processing for Heavy metal i.e. Lead, Zinc, Copper, Chromium removal from waste-water industries. c. New product development for Selenium (VI), Chromium (III), Phosphate and Ammonia removal media from drinking water. d. Application based study of Geo-synthetic clay liners using T-Polymer. e. Identification and process improvement study on clay settling rate using polymers in Kaolin and Silica plant. f. Evaluation of various polymers to enhance bentonite properties and its comparison with in-house developed polymers. g. Suitability study of Polymer and Clay based composites for construction and other applications. h. Spent Clay treatment through Microbial treatment. i. Development of Biocides for Paper grade Kaolin. j. Grinding feasibility and properties evaluation of Cement clinkers from cement plant and available cement from market. k. Feasibility of making chamotte product using various sources of Bauxite. l. Development of Nono-Graphene product. m. Zirmul development through sintering method.
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	<p>3. Water Treatment and Catalysis development-</p> <ul style="list-style-type: none"> a) Development of various type of Catalytic products for reduction of SO₂, H₂S, etc. b) Zeolites development with various grade such as Zeolite – 3, 4, 5 & 13X for purification and separation of gasses. c) Development of high performance and effective water impurities removal media for Iron and Alumina rich minerals and spent acid such as Ferrihydrite, treated minerals, etc. d) Modification and development of Mineral based adsorbent products in gravels and granules form removes heavy metals, Fluoride, Arsenic, Chromium, Silica, Phosphate, etc. e) Scale up study performed in-house for Iron removal media with treated capacity of 1500-1800 liters per hour. f) Adsorbent media development for Hardness removal and its performance evaluation study using column study. 	<p>3. White Performance Mineral</p> <ul style="list-style-type: none"> a. Alumina Leaching and Purification study using Kaolin and Aluminium Tri-hydroxide material. b. Catalyst product development using Kaolin. c. Beneficiation of Silica – Iron removal using spiral technology. d. Quartz purification study using acid – Iron and Alumina removal. e. Size fraction-based study of Kutchh Sand to reduce Iron impurity. f. Suitability study of Silica Sand samples from various sources for applications i.e. Construction, Glass grade, Silica-Proppant grade, etc. g. Gypsum and Silica based light weight board development. h. Development of hydrophobic kaolin using Stearate coating. i. Meta-kaolin product with High lime-reactivity properties. j. Silica Sand Proppant feasibility of samples from Kutchh region. k. Evaluation and feasibility of Kaolin and Sand for various applications from Kutch Mines.
	<p>4. Technology Absorption Center -</p> <ul style="list-style-type: none"> a) Grindability study of Gypsum and OPC cement and validate the power consumption along with cost evaluation per MT. b) Scale-up study of various adsorbent and refractory products to cease out plant level SOP. c) Optimize the grinding parameters of minerals with different properties such as hardness, steaky, density, etc. and check its suitability at various grinding mills. d) Modification and upgradation of equipment and machinery in Technology Absorption Center to reduce wastage and to control safety measure. e) Maintenance plan for all equipment and machineries at Pilot plant and Process cum application center is established along with SOP's. 	<p>4. Technology Absorption Center</p> <ul style="list-style-type: none"> a. Pilot scale facilities (200 kg capacity) created for Bleaching Earth trials. b. Setup prepared for small scale processing of Polymers at Pilot Plant. c. Grinding feasibility study of Bentonite using different grinding mills i.e. ACM, Bitter Mill, Roller mill etc. d. Grinding efficiency evaluation of Air Classifier Mill/Roller Mill for various Raw Material/Products i.e. Bentonite (Pharma Grade), Calcite, Calcined Alumina, Kaolin, Aluminous-White & Red Clay. e. Earthing Grade Material Processing through extrusion and Calcination. f. Small scale processing of Iron removal media using Bauxite and Laterite. g. Mullite 70 preparation and parameters optimization. h. Drying and Semi-calcination of Pharma grade Kaolin for pharma industry.

	<p>5. Accreditation and Recognition:</p> <ul style="list-style-type: none"> a) Scope extension and renewal process for NABL-accreditation of Advanced Characterization Center facilities at IKC-Laboratory. b) DSIR renewal process completion for period 2019-22. c) 5S – certification process implemented in the working system. d) Certification process of staff is pursued for NABL 2017 – An upgraded version. e) Internal Audits methodology is adopted for all departments at IKC. f) In-house training conducted for safety and waste management program. <p>6. Other Activities:</p> <ul style="list-style-type: none"> a) Castable product testing facility is installed for Thermal and Mechanical testing of Aggregates and Castable products. b) Testing facilities for Herbal extracts and Oil i.e. High Performance Liquid Chromatography is installed for product evaluation. c) Herbal Tablet Lab level processing facilities is commissioned in Process Laboratory. d) Water purification setup of 12000 – 15000 liters per day capacity is installed successfully to cater the in-house water consumption. e) Green Area development through plantation work is in progress. 	<p>5. Other Activities</p> <ul style="list-style-type: none"> a. Construction and establishment of the New Process Cum Application Lab for sample process and facilities for application-wise testing. b. 'Ashapura Glimpses' facilities for visitors is completed at IKC to have virtual round of all Ashapura – Plants located at various locations. c. Temple construction activity completed in IKC-premises. d. NABL-Accreditation vigilance Audit completed for Advanced Characterization Center at IKC. e. Employees internal, external and on-job trainings are organized and conducted different session in-house (for IKC-junior staff, given by the seniors). f. Successful implementation working of IKC-activities on inhouse designed software results paper less working.
<p>2. Benefits derived like product improvement, cost reduction, product development, import substitution etc.</p>	<ul style="list-style-type: none"> a. Introduce efficient product range with higher performance/working efficiency in Water treatment and Oil purification process provide techno-commercial feasible solution to customers. b. In-house product development of various adsorbent and catalysis obviate the need of imported product. c. Substituted Refractory aggregates manufacturing through sintering route saves energy and replaces the energy intensive fused products. d. The development of niche products and various startups of company businesses i.e. Building Products, Pellet Manufacturing, etc. enhance value addition and profitability in business. e. Indigenous working with state-of-art well equipped facility of sophisticated instruments and equipment/machinery for testing of Minerals, Materials and related products saves time, cost and energy. The new developed products scale up facilities platform is being used to create plant level SOPs facilitates quality and production team of all units/plant. 	<ul style="list-style-type: none"> a. Indigenous technologies for product development at R&D center (IKC) in Refractory & Castables, Pharma & Cosmetics, Oil purification and refining, Water Treatment – Drinking/Wastewater, Catalysis, Polymer development, etc. areas, saves cost and energy for product and technological development at Ashapura company. Added value to the current product portfolio and obviate the need or support for technology transfer/import from outside institute/university/research organization. b. Infrastructure establishment as New facilities i.e. Microbial Testing Laboratory and Building Product testing facilities in Process cum Application laboratory add value to develop range of new and value added products. c. To transfer technology from Lab to Plant, scale up of all in-house developed product at Technology Adsorption Center (TAC) center. This intermediate steps make us understand - the process SOPs and save energy and time to establish plant level SOPs.



3. In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year), following information may be furnished: a. Details of technology imported b. Year of import c. Whether the technology been fully absorbed d. If not fully absorbed, areas where absorption has not taken place, and the reasons, therefore.	No technology has been imported in the last 3 years.	No technology has been imported in the last 3 years.
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4. Expenditure on Research & Development:		
	2020-21 (Rs. In Lakhs)	2019-2020 (Rs. In Lakhs)
a) Capital	183.75	56.66
b) Recurring	432.47	421.36
c) Depreciation and Amortization	88.91	108.56
d) Total	705.13	586.42
e) Total R&D Expenditure as a Percentage of total turnover	1.59%	2.75%

C. FOREIGN EXCHANGE EARNING OUTGO:

	2020-21 (Rs. In Lakhs)	2019-2020 (Rs. In Lakhs)
a. Foreign Exchange earned in terms of actual inflows during the year (F.O.B.)	23,899.20	3,259.95
b. Foreign Exchange outgo during the year in terms of actual outflows	18,292.32	2,975.01

For and on Behalf of Board of Directors

Sd/-
CHETAN SHAH
EXECUTIVE CHAIRMAN
(DIN: 00018960)

Place: Mumbai
Date: 12th August 2021

FORM NO. AOC-2

(Pursuant to clause (h) of sub-section(3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

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

1. Details of contract or arrangements or transactions not at arm's length basis- **Not Applicable**

- a. Name(s) of related party and nature of relationship
- b. Nature of contracts/arrangement/transactions
- c. Duration of contracts/arrangement/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. *Details of material contracts or arrangement or transactions at arm's length basis-

Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts / arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	date(s) of approval by the Board	Amount paid as advances, if any
Societe Guineenne Des Mines De Fer	Trading Purchase for Export Sales	2020-21	The terms and conditions of purchase of goods set forth in each of the purchase order.	10 th July 2020	Rs.9304 Lakhs (as on 31 st March 2021)
Ashapura International Limited (Wholly owned Subsidiary)	Sale/purchase/ rent paid/received	2020-21	The terms and conditions of purchase of goods set forth in each of the purchase order.	10 th July 2020	Rs. 6,009 Lakhs (as on 31 st March 2021)

* The Company has reported only material transaction (exceeding 10 % of annual turnover). Please refer Note No 38 of Financial Statements for all Related Party Transactions.

For and on Behalf of the Board of Directors

**Sd/-
CHETAN SHAH
EXECUTIVE CHAIRMAN
(DIN: 00018960)**

Date: 12th August, 2021
Place: Mumbai



Business Responsibility Statement
[See Regulation 34(2) (f) of SEBI Listing Regulations]

About Ashapura

Ashapura means “Fulfilling Aspirations”; we believe that sustainable growth occurs only when we fulfill aspirations of all our stakeholders such as customers, employees, shareholders, the environment and the society as a whole. With a legacy of more than 60 years, Ashapura is a leading multi-mineral solutions provider Company with a global footprint, having a wide network of operations pan-India and in 7 other countries. Our captive mineral resources, state-of-the-art manufacturing base, cutting edge research capabilities, logistical prowess and dynamic, progressive, result oriented employees accord us global leadership in several segments. Our consistent quality and our ability to customize mineral solutions make us a preferred supplier to multi-nationals in more than 70 countries across the continents.

From soaps to steel, energy to edible oils, metal to medicine and cement to ceramics, we offer multi-mineral solutions across several industries. We firmly believe in enriching nature’s mineral bounties in harmony with society. Ashapura has always sought to minimize the environmental impact of its activities and to continually seek to explore environment friendly ways of mining and mineral processing.

In conformance to the requirements of the clause (f) of sub-regulation (2) of regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), the Business Responsibility Report of Ashapura Minechem Limited for Financial Year 2020-2021 is aligned with the nine principles of the National Voluntary Guidelines on Social, Environmental and Economic Responsibilities of Business (NVG-SEE) notified by the Ministry of Corporate Affairs, Government of India.

Principles

- ✓ **Principle 1:** Businesses should conduct and govern themselves with Ethics, Transparency and Accountability
- ✓ **Principle 2:** Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle
- ✓ **Principle 3:** Businesses should promote the wellbeing of all employees
- ✓ **Principle 4:** Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized.
- ✓ **Principle 5:** Businesses should respect and promote human rights
- ✓ **Principle 6:** Business should respect, protect, and make efforts to restore the environment
- ✓ **Principle 7:** Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner
- ✓ **Principle 8:** Businesses should support inclusive growth and equitable development
- ✓ **Principle 9:** Businesses should engage with and provide value to their customers and consumers in a responsible manner.

The link to policies is given wherever required in report and further all the policies referred under report are uploaded on website of www.ashapura.com in Investor section.

Section A : General Information about the Company

1.	Corporate Identity Number (CIN) of the Company	L14108MH1982PLC026396	
2.	Name of the Company	Ashapura Minechem Limited	
3.	Registered Address	Jeevan Udyog Building, 278, 3 rd Floor, D. N. Road, Fort, Mumbai – 400001, Maharashtra.	
4.	Website	www.ashapura.com	
5.	Email Id	cosec@ashapura.com	
6.	Financial Year reported	2020-2021	
7.	Sector(s) that the Company is engaged in	Sector	NIC Code
		Mining & quarrying	729, 810
8.	List three key products/services that the Company manufactures/provides (Assuming standalone)	<ol style="list-style-type: none"> 1. Bauxite 2. Bentonite 3. Kaolin 4. Calcined China Clay (CCC) 5. Ground Calcium Carbonate (GCC) 6. Trading 7. Logistics 	

Ashapura Minechem Limited

9.	Total number of locations where business activity is undertaken by the Company	The total number of locations of Ashapura Group of Companies is as follows: (i) Number of international locations: 6 (ii) Number of national locations at states level: 5
10.	Markets served by the Company - Local/State/ National/ International	Ashapura serves both national and international markets

Section B: Financial Details of the Company

1.	Paid up Capital (INR)	Rs. 1739.72 Lakhs
2.	Total Turnover (INR)	Rs. 44,300.00 Lakhs
3.	Total Profit after taxes (INR)	Rs. 5,563.11 Lakhs
4.	Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%)	2%
5.	List of activities in which expenditure in 4 above has been incurred:	Please refer Annexure B of the Directors' Report.

Section C: Other Details

1. Does the Company have any Subsidiary Company/Companies?

Following are the subsidiary companies:

- I. Ashapura International Ltd.
- II. Bombay Minerals Ltd.
- III. Ashapura Claytech Ltd.
- IV. Prashansa Ceramics Ltd.
- V. Peninsula Property Developers Pvt. Ltd.
- VI. Sharda Consultancy Pvt. Ltd.
- VII. Ashapura Consultancy Services Pvt. Ltd.
- VIII. Ashapura Aluminium Ltd.
- IX. Ashapura Resources Pvt. Ltd.
- X. Ashapura Minechem (UAE) FZE

2. Do the Company/Companies participate in the BR initiatives of the parent Company? If yes, then indicate the number of such subsidiary Company(s) –

The Company encourages its subsidiaries to adopt Business Responsibility (BR) initiatives. All the Company's subsidiaries are expected to conduct their business in an ethical, transparent and accountable manner.

3. Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%] - No

Section D: BR Information

1. **Details of Director/Directors responsible for implementation of BR policy:**

- a. DIN Number - 00018960
- b. Name - Mr. Chetan Navnitlal Shah
- c. Designation - Executive Chairman
- d. Telephone Number - 022-66221700
- e. Email id - cosec@ashapura.com

2. **Principle-wise (as per NVGs) BR Policy/Policies**

a. Details of compliances (Reply in Y/N)



Questions	Principle 1	Principle 2	Principle 3	Principle 4	Principle 5	Principle 6	Principle 7	Principle 8	Principle 9
Do you have a policy/ policies for	Y	Y	Y	Y	Y	Y	Y	Y	Y
Has the policy being formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
Does the policy conform to any national / international standards? If yes, specify?	The policies conformance to the spirit of the regulatory requirements such as Companies Act, 2013, SEBI Listing Regulations and Industrial Laws.								
Has the policy being approved by the Board? Is yes, has it been signed by MD/ owner/ CEO/ appropriate Board of Directors?	Mandatory polices namely Corporate Social Responsibility Policy, Whistle Blower Policy, Code of Conduct have been approved and adopted by the board and other polices are Internal Policies approved and adopted by the Management.								
Does the company have a specified committee of the Board/ Director/ Official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	Y	Y	Y	Y
Indicate the link for the policy to be viewed online?	www.ashapura.com								
Has the policy been formally communicated to all relevant internal and external stakeholders?	The policies have been communicated to all relevant stakeholders.								
Does the company have In – house structure to implement the policy/ policies.	Y	Y	Y	Y	Y	Y	Y	Y	Y
Does the Company have a grievance redressal mechanism related to the policy/ policies to address stakeholders' grievances related to the policy/ policies?	The whistle blower mechanism provides stakeholders to report any concerns or grievances pertaining to any potential or actual violation of Code of Conduct, which covers all principles of Business Responsibility Report.								
Has the company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?	Y	Y	Y	Y	Y	Y	Y	Y	Y

Ashapura Minechem Limited

b. If answer to the question at serial number 1 against any principle, is 'No', please explain why: (Tick up to 2 options)

Questions	Principle 1	Principle 2	Principle 3	Principle 4	Principle 5	Principle 6	Principle 7	Principle 8	Principle 9
The company has not understood the Principles	-	-	-	-	-	-	-	-	-
The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles	-	-	-	-	-	-	-	-	-
The company does not have financial or manpower resources available for the task	-	-	-	-	-	-	-	-	-
It is planned to be done within next 6 months	-	-	-	-	-	-	-	-	-
It is planned to be done within the next 1 year	-	-	-	-	-	-	-	-	-
Any other reason	-	-	-	-	-	-	-	-	-

3. Governance related to BR

a. Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. Within 3 months, 3 - 6 months, Annually, More than 1 year:

The Board of Directors has decided to discuss the BR performance annually and the action points that will emerge from the discussions at these meetings are to be reviewed to ensure their closure.

b. Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?

The BR Report is available as a part of the Annual Report. Business Responsibility Report for 2020-2021 is available at www.ashapura.com.

Section E: Principle wise Performance

PRINCIPLE 1

1. Does the policy relating to ethics, bribery and corruption cover only the company? Yes/ No. Does it extend to the Group/Joint Ventures/Suppliers/Contractors/NGOs/Others?

The Company has Code of Conduct and Whistle Blower Policy relating to ethics, bribery and corruption. Code of Conduct which is applicable to all the employees of the Company. It does not extend to the suppliers/contractors/NGOs etc. Whistle Blower Policy is applicable to the Directors of the Company or a person who is in direct or indirect employment with the company who makes a protected disclosure under this policy. This Policy provides a platform to these stakeholders for making any communication made in good faith that discloses or demonstrates evidence of any fraud or unethical activity within the company and had provisions to ensure protection of the whistleblower against victimization for the disclosures made by him/her.

2. How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.

Our Stakeholders include Investors, Customers, Employees, Clients, Statutory Authorities and Vendors. During the reporting period no complaint was received except investor related queries which were resolved by the company from time to time.

PRINCIPLE 2

1. List upto 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities:

The Company is principally involved in mining and mineral processing, the character and design of our products is primarily natural. The Company has long since been mindful of the social and environmental dimensions of all the **three aspects of its operations i.e. mining, mineral processing and logistics** and has accordingly aligned its processes.

Social impact: The Company continues to involve and engage local communities throughout the chain of its operations and activities. Preference is given to local contractors, labourers, trainees and employees to participate in the Company's mining, processing and logistical operations. In addition to direct socio-economic development of the adjacent communities, these practices foster vocational training, skill development and entrepreneurship in the human assets in the community.



Furthermore, the company has promulgated several institutions that promote healthcare, education and culture via its extensive CSR activities to bring about an ameliorative social impact.

Environmental impact: The Company adheres to all the requisite regulations and guidelines to minimise its environmental footprint and carry out sustainable operations.

Products: The Company at group level has also pioneered several value- added products that have a positive socio-environmental impact.

Geosynthetic Clay Liners: Geosynthetic Clay liners (GCLs) are carpet like barriers consisting of a layer of Bentonite supported by geotextiles held together by needling and stitching. GCLs used for lining landfills, industrial ponds, canals etc. to prevent seepage into the surrounding soil.

Ceramic & Silica Proppants: A proppant is a solid material, used during hydraulic fracturing (i.e. fracking) – a globally acclaimed process for extracting natural gas from deposits. Natural gas is a relatively cleaner fuel and preferred world over as compared to petrol, diesel or coal.

2. Does the company have procedures in place for sustainable sourcing (including transportation)? If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so.

The primary activities of the Company involve mining, mineral processing, logistics. A better part of the Company's inputs are minerals that are mined in open cast mines. The Company adheres to all the requisite regulations and guidelines both in letter and in spirit to carry out responsible and sustainable mining. The Company also engages in responsible sourcing practises from local accredited mine owners.

3. Has the company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work? If yes, what steps have been taken to improve their capacity and capability of local and small vendors?

Yes, the Company sources packing materials and has awarded contracts like security, housekeeping and other repairs and maintenance through local sources. As we deal in Mining, our purchases are mostly from organized sector. However, we do buy some engineering items from small producers. We also hire contractors from the areas neighboring our plant and improve their capability by imparting training in various fields like safety, hazard handling, compliances etc.

4. Does the company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as <5%, 5 - 10%, >10%). Also, provide details thereof, in about 50 words or so.

Nearly all of the Company's products are natural ores or additives that form a part of the end-product obviating the need to recycle. Even though certain specific applications of our customers could generate a mineral residue, transporting the same for any recycling processing is both environmentally and economically unsustainable.

PRINCIPLE 3

1. Please indicate the total number of employees:- 411
2. Please indicate the total number of employees fired on temporary/contractual/casual Basis:- NIL
3. Please indicate the number of permanent women employees:- 30
4. Please indicate the Number of permanent employees with disabilities:- NIL
5. Do you have an employee association that is recognized by management? No
6. What percentage of your permanent employees is members of this recognized employee association? NIL
7. Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.

Sr. No.	Category	No of complaints filed during the financial year	No of complaints pending as on end of the Financial Year
1.	Child labour/forced labour/involuntary labour	0	0
2.	Sexual harassment	0	0
3.	Discriminatory employment	0	0

8. What percentage of your under mentioned employees were given safety & skill up gradation training in the last year?
 - a) Permanent Employees : 23.11%
 - b) Permanent Women Employees : 3.33%
 - c) Casual/Temporary/Contractual Employees : 78.40%
 - a) Employees with Disabilities : NIL

Ashapura Minechem Limited

PRINCIPLE 4

1. Has the company mapped its internal and external stakeholders?

Yes. The Company has mapped its internal and external stakeholders. It uses both formal and informal mechanisms to engage with various stakeholders to understand their concerns and expectations. Individual departments within the organization have roles and responsibilities identified and defined to engage with various stakeholders:

- (1) Employees and their families
- (2) Local community and society
- (3) Environment and regulatory authorities
- (4) Customers and their families
- (5) Shareholders and investors
- (6) Dealers, suppliers and other business partners

2. Out of the above, has the company identified the disadvantaged, vulnerable & marginalized stakeholders.

Yes, the Company has identified disadvantaged, vulnerable & marginalized stakeholders from the local community and the work force and has also engaged them for their socio-economic development through various CSR at Group level and Affirmative Action interventions. Local communities have been engaged under the CSR framework to work on good quality teaching-learning opportunities.

3. Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable and marginalized stakeholders. If so, provide details thereof, in about 50 words or so.

Yes, the Company, in partnership with the local communities, has taken many initiatives under Affirmative Action and CSR focused upon Education, Skill and Livelihood development of the local community. In addition, recruitment of the equally qualified people from the local community is also encouraged.

PRINCIPLE 5

1. Does the policy of the company on human rights cover only the company or extend to the Group/Joint Ventures/Suppliers/Contractors/NGOs/ Others?

Company does not have a separate Human Rights Policy. Aspects of human rights such as child labour, forced labour, occupational safety, Prevention of Sexual Harassment, Non-discrimination, Health and Safety of the employees, associates, customers and societies are covered by its various Human Resource Policies, Code of Conduct, Prevention of Sexual Harassment policy and Whistleblower Policy.

2. How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?

No complaint was received pertaining to human rights violation during the past financial year.

PRINCIPLE 6

1. Does the policy related to Principle 6 cover only the company or extends to the Group/Joint Ventures/Suppliers/Contractors/NGOs/others.

Protection of the environment ranks high among Company's corporate goals and as a responsible corporate citizen, the Company is committed to putting a specific policy in place to ensure to take definite steps to protect the environment. The Company has implemented the Consolidated Environment, Health and Safety Policy for all its plants which covers all its Business verticals and it applies to the contractors working for the company.

2. Does the company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc? Y/N. If yes, please give hyperlink for webpage etc.

Yes, at plant level Company take all mitigation measures prevent pollution contributing to global environmental issues. No web page is designed for such activities.

3. Does the company identify and assess potential environmental risks? Y/N

Yes, the Company regularly identifies and assesses environmental risk during all stages of its existing and planned projects. In case of significant risks appropriate controls are established to minimize the impact on environment.

4. Does the company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if Yes, whether any environmental compliance report is filed?

Not Applicable



5. Has the company undertaken any other initiatives on clean technology, energy efficiency, renewable energy, etc. Y/N. If yes, please give hyperlink for web page etc.

Yes, the company use the features such as dust collector, sensors, ventilators, products from lean grade raw material and other possible automation at plant level. No web page is designed for such activities.

6. Are the Emissions/Waste generated by the company within the permissible limits given by CPCB/SPCB for the Financial Year being reported?

Yes, the company complies with all the Central Pollution Control Board /State Pollution Control Board norms of emission and waste generation.

7. Number of show cause/ legal notices received from PCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year:

There are no show cause / legal notices received from CPCB/SPCB which are pending as of end of Financial Year.

PRINCIPLE 7

1. Is your company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with: -

- (a) Chemicals & Allied Products Export Promotion Council (CAPEXIL)
- (b) Federation of Indian Export Organisations (FIEO)

2. Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No; if yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others) - No

PRINCIPLE 8

1. Does the company have specified programmes/initiatives/projects in pursuit of the policy related to Principle 8? If yes details thereof.

Yes, for the inclusive growth and equitable development of the local community, based upon the need assessment, the Company under CSR, has taken many initiatives, Community focused upon Education, Vocational Skill, Natural Resource Management and Rural Development. Details of the specified programmes/initiatives/ projects in pursuit of the CSR Policy are available in the said Policy which is available on the website of the Company at www.ashapura.com.

2. Are the programmes/projects undertaken through in - house team/own foundation/external NGO/government structures/any other organization?

Programmes pertaining to Principle 8 are developed and executed by Ashapura Foundation and Kutch Navnirman Trust, a nonprofit entities formed by the Company.

3. Have you done any impact assessment of your initiative?

Yes, CSR Committee/Board of Directors of the Company assesses on the efficacy of the programme in terms of delivery of the desired benefits to the beneficiaries of the projects.

4. What is your company's direct contribution to community development projects - Amount in INR and the details of the projects undertaken.

Details of the projects and the contribution made by the Company for the development of community are given in Annexure B of the Boards' Report forming part of the Annual Report.

5. Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.

Yes. As based upon the need assessment, the Company undertakes all its CSR activity.

PRINCIPLE 9

1. What percentage of customer complaints/consumer cases are pending as on the end of Financial Year:

Since the Company's products are sold through B2B channels, the process of addressing and attending to customer grievances is real-time. Although rare, customer grievances if any are received by the respective marketing channels and are duly communicated to the logistics, QC or production department depending on the nature of the complaint. There is a well-established grievance redressal mechanism which involves calling back product sample, testing batch samples at mines/factory or sending technical personnel at the customer's site for resolution.

2. Does the company display product information on the product label, over and above what is mandated as per local laws?

Yes / No / N.A. / Remarks (additional information)

Yes

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3. Is there any case filed by any stakeholder against the company regarding unfairtrade practices, irresponsible advertising and/or anti - competitive behavior during the last five years and pending as on end of financial year. If so, provide details thereof, an about 50 words or so:

There were no such pending cases against the Company in a court of law.

4. Did your company carry out any consumer survey/ consumer satisfaction trends?

The Company carries out surveys for specific products from time to time.

E & Oe Regretted



REPORT ON CORPORATE GOVERNANCE

1. ASHAPURA'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE:

Corporate Governance covers a set of principles, process and systems to be followed by Directors, Management and Employees of the Company for increasing the shareholders' value, keeping in view interest of other stakeholders. While adhering to the above, your Company is committed to integrity, accountability, transparency and compliance with laws and in dealings with the Government, customers, suppliers, employees and other stakeholders. The Corporate Governance framework at Ashapura is followed seriously and in spirit. It ensures timely disclosures of all mandatory & reportable events, based on performance/activities undertaken by the Management under the guidance of the Board of Directors of the Company and is committed to meet the aspirations of all the Stakeholders be it Shareholders, Employees, Suppliers, Customers, Investors, Banks, Government and Community at large.

The Company is in compliance with the requirements stipulated under the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 ("Listing Regulations"). The Company presents the Report on Corporate Governance for the financial year ended 31st March, 2021 in compliance with Regulation 34(3) read with Schedule V of the Listing Regulations.

2. BOARD OF DIRECTORS:

A. Composition and category of Board of Directors:

The composition of the Board of Directors was in conformity with the provisions of Section 149 of the Companies Act, 2013 and Regulation 17 of the Listing Regulations during the period under review. The strength of the Board of Directors as on March 31, 2021 consisted of Eight (8) Directors which apart from Executive Chairman being a Promoter-Director, comprised of One (1) Executive Director, One (1) Non-Executive Non-Independent Woman Director and Five (5) Non-Executive Independent Directors (including One Woman Director). The Board meets the requirement of not less than half of the Board being Independent Directors, the Chairman being Executive Promoter Director.

The Company has obtained the requisite disclosures from the Directors in respect of their Directorships and Memberships in Committees of other Companies.

Key Information pertaining to Directors as on 31st March, 2021 is given below:

Name	DIN	Category of Directors	Attendance at		No. of Directorships in other companies ¹	No. of Committee Positions held in Indian Public Limited Companies ²	
			Board Meetings	Last AGM Held on 30 th Dec,2020		Member	Chairman
Shri Chetan Shah	00018960	Promoter, Executive Chairman	4	Yes	7	1	-
Shri Hemul Shah	00058558	Executive Director & Chief Executive Officer (CEO)	4	Yes	7	1	3
Shri Ashok Kadakia**	00317237	Non-Executive, Independent	4	Yes	4	3	4
Shri Harish Motiwalla	00029835	Non-Executive, Independent	4	Yes	7	5	4
Shri Abhilash Munsif	02773542	Non-Executive, Independent	4	Yes	1	2	-
Shri Pundarik Sanyal	01773295	Non-Executive, Independent	4	Yes	4	5	2
Smt Himani Shah	02467277	Non-Executive, Non-Independent	4	Yes	-	-	-
Smt. Neeta Shah#	07134947	Non-Executive, Independent	1	Yes	1	-	-

1 Excludes directorships in Private Limited Companies, Foreign Companies, Companies incorporated under Section 8 of the Companies Act, 2013 and Alternate Directorships.

2 Represents only Membership of Indian Public Companies and Chairmanship of Indian Public Listed Companies of the Audit Committee and the Stakeholders' Relationship Committee including Ashapura Minechem Limited.

* Smt. Navita Gaiha has resigned w.e.f. 10th June, 2020.

** Shri Ashok Kadakia shall complete his second term as an Independent Director from closing hours of 12th August, 2021.

Smt. Neeta Shah has been co-opted as an Additional Director (Independent Woman Director) w.e.f. 11th November, 2020.

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As required under Para C(2) of Schedule V to the Listing Regulations, based on the latest disclosures received by the Company, following are the number of other directorships and the names of the listed entities where the Directors of the Company are also a Director and the category of their directorships therein:

Name of Directors	Directorships and its category in listed entities other than the Company	
Shri Chetan Shah	Nil	Not Applicable
Shri Hemul Shah	Orient Abrasives Limited	Non-Executive, Non-Independent Director
Smt Himani Shah	Nil	Not Applicable
Shri Ashok Kadakia	Emmessar Biotech And Nutrition Ltd	Independent Director
	Hotel Rugby Limited	Independent Director
Shri Harish Motiwalla	Multibase India Limited	Independent Director
	Balkrishna Paper Mills Limited	Independent Director
	Excel Industries Limited	Independent Director
	Orient Abrasives Limited	Independent Director
	Hitech Corporation Limited	Independent Director
Shri Abhilash Munsif	Nil	Not Applicable
Shri Pundarik Sanyal	Orient Abrasives Limited (Completed his second term on closing hours of 14 th July, 2021)	Independent Director
	Asit C Mehta Financial Services Limited	Independent Director
Smt Neeta Shah	Orient Abrasives Limited	Independent Director

B. Inter-se relationships among Directors:

None of the Directors of the Company have any inter-se relationships except Smt. Himani Shah who is the daughter of Shri Chetan Shah, Chairman of the Company.

C. Number of shares held by Non-Executive Directors:

The details of number of shares held by the Non-Executive Directors as on 31st March, 2021 is given below:

Name	Designation	Number of Shares Held
Shri Harish Motiwalla	Non-Executive, Independent	500
Smt Himani Shah	Non-Executive, Non-Independent	1,42,980
Shri Ashok Kadakia	Non-Executive, Independent	19,361

D. Board Meetings:

The Board met Four (4) times during the Financial Year 2020-2021 on 10th July, 2020, 19th August, 2020, 11th November, 2020 and 11th February, 2021 and that the time elapsed between any two consecutive meetings did not exceed 120 days except for the 1st quarter meeting held on 10th July, 2020 and that the meeting held on 10th February, 2020. Where MCA & SEBI, considering the severity of pandemic Covid 19, vide their circulars had relaxed the requirement of the maximum stipulated time gap of 120 days between two meetings of the board. The necessary quorum was present for all the meetings.

E. Core Skills / Expertise / Competencies:

The Board as on 31st March, 2021 comprises of qualified members who bring in the required skills, competence and expertise that allow them to make effective contributions to the Board and its Committees.

The table below summarizes the list of core skills, expertise, competencies identified by the Board as required in the context of the Company's business and as possessed by individual members of the Board.

Each Director may possess varied combinations of skills/ expertise within the described set of parameters and it is not necessary that all Directors possess all skills/ expertise listed therein.



Expertise in	Description	Name of the Directors
Mining Industry expertise and experience	Knowledge and experience of Mining industry structure, manufacturing, operations and Research & Development activities	Shri Chetan Shah, Shri Hemul Shah
Business Management & Leadership	Knowledge and experience in corporate strategy, planning, risk Management and business Sustainability. Leadership experience in advisory and supervising corporate management.	Shri Chetan Shah, Shri Hemul Shah, Shri Ashok Kadakia, Smt. Himani Shah
Sales & Marketing	Expert Knowledge & experience in Selling and Marketing.	Shri Chetan Shah, Shri Hemul Shah, Smt. Himani Shah
Financial Management	Expert knowledge and understanding in Accounts, Finance, Banking, Auditing and Financial Control.	Shri Chetan Shah, Shri Hemul Shah, Shri Harish Motiwalla, Shri Ashok Kadakia, Shri Abhilash Munsif, Shri Pundarik Sanyal
Legal Compliances	Knowledge in the field of law and legal compliance Management.	Shri Hemul Shah, Shri Harish Motiwalla, Shri Ashok Kadakia
Corporate Governance	Experience in developing good governance practices, serving the best interests of all stakeholders, maintaining board and management accountability, building long term effective stakeholder engagements and driving corporate ethics and values.	Shri Chetan Shah, Shri Hemul Shah, Shri Harish Motiwalla, Shri Ashok Kadakia, Shri Abhilash Munsif, Shri Pundarik Sanyal, Smt. Neeta Shah
Global Business Development	Expertise in global business development, operation and strategy.	Shri Chetan Shah, Shri Hemul Shah, Shri Abhilash Munsif, Shri Pundarik Sanyal
Corporate Social Responsibility	Experience and knowledge in the matters of Corporate Social Responsibility including environment protection and social development.	Shri Chetan Shah, Shri Hemul Shah, Shri Harish Motiwalla, Shri Ashok Kadakia, Shri Abhilash Munsif, Shri Pundarik Sanyal, Smt. Neeta Shah

F. Independent Directors:

- a. The Company has received necessary declarations from the Independent Directors of the Company, confirming that they meet the criteria of independence as prescribed. Further, in the opinion of the Board Independent Directors fulfil the conditions specified in the Listing Regulations and are independent of the Management.
- b. Mrs. Navita Gaiha, Independent Woman Director, resigned w.e.f. 10th June, 2020, due to her other professional commitments & responsibilities and that there is no other material reason for her resignation.
- c. During the year, the Independent Directors separately met on 17th March, 2021 without the attendance of Non-Independent Directors and Management Personnel of the Company. The meeting was held with the objective of reviewing the performance of Non-Independent Directors, the Board as a whole and the Chairman of the Company. The Independent directors also assessed the quality, quantity and timeliness of flow of information between the Management of the Company and the Board of Directors that is necessary for the Board of Directors to effectively and reasonably perform their duties.

d. Familiarization Program of Independent Directors:

Whenever any new Independent Director is appointed, he/she is made familiar to the business and its operations through familiarization programs enabling them to familiarize and get acquainted with operational performance and forward going business formulations/strategies, so as to gain a better understanding of their roles, rights and responsibilities for the purpose of providing appropriate assistance, counselling & directions in order to achieve growth of the Company, the details of which are available on the website of the Company at www.ashapura.com.

As a part of such program, the Independent Directors have an opportunity to interact with Management Personnel and are provided with all the relevant information and documents required and/or sought by them enabling them to have a good understanding of the Company, its business model and various operations.

e. CEO/CFO Certification:

A Compliance Certificate, pursuant to the provisions of Regulation 17(8) of the Listing Regulations read with Part B of Schedule II thereunder, duly signed by Shri Hemul Shah, CEO & Shri Ashish Desai, CFO in respect of the financial year ended 31st March, 2021 was taken on record by the Board of Directors of the Company.

f. Code of Conduct:

The Company has adopted Ashapura's Code of Conduct for the Board Members, Senior Management and all employees above Officers level and the same has been posted on the website of the Company at www.ashapura.com. The duties of the Independent Directors as laid down in the Companies Act, 2013 have been framed separately and forms part of Ashapura's Code of Conduct.

A declaration from the CEO that all Board members and senior management personnel have affirmed compliance with the Code of Conduct for the financial year ended 31st March, 2021, forms part of the Annual Report.

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The Company is in due compliance of all the provisions of Regulation 17 of the Listing Regulations for the Financial Year 2020-2021.

3. COMMITTEE(S) OF BOARD OF DIRECTORS:

The following Committee(s) were constituted by the Board of Directors, the basic structure of which is detailed herein below:

A. AUDIT COMMITTEE:

The Board has constituted a qualified and independent Audit Committee in line with the provisions of Regulation 18 of the Listing Regulations, read with Section 177 of the Companies Act, 2013 and is in due compliance of all the provisions stated therein.

a. Terms of Reference:

The terms of reference of the Audit Committee are in line with the regulatory requirements which amongst others are specified herein below:

- Oversight of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Reviewing with the management, the quarterly/half yearly/annual financial statements before submission to the Board and wherever required necessary recommendations are made to comply with applicable legislations.
- Approving or subsequently modifying transactions of the Company with related parties and to grant omnibus approval after confirming that they satisfy the requirement of law.
- Reviewing the adequacy of internal audit function, reporting structure, coverage and frequency of internal audit.
- Discussion with Auditors before the audit commences on nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- Overseeing/Reviewing the Vigil (Whistle Blower) Mechanism.
- Recommending appointment, removal and terms of remuneration of Auditors.
- Reviewing statement of deviations, if any.
- To review all other information as requested by the Board of Directors and/or are required under the Regulations.

b. Composition:

As on 31st March, 2021, the Audit Committee comprised of Four (4) Independent Directors. The members of the Audit Committee are eminent professionals and financially literate. The composition of the Audit Committee and the details of meetings attended by its members are given below:

Name	Category	Number of meetings Attended
Shri Harish Motiwalla (Chairman)	Non-Executive, Independent	4
Shri Ashok Kadakia	Non-Executive, Independent	4
Shri Abhilash Munsif	Non-Executive, Independent	4
Shri Pundarik Sanyal	Non-Executive, Independent	4

Shri Harish Motiwalla, the Chairman of the Audit Committee was present at the 39th Annual General Meeting of the Company held on 30th December, 2020.

The CFO, the representative of Statutory Auditors and the Internal Auditors are the regular invitees to the Audit Committee Meetings.

Shri Sachin Polke, Company Secretary & Vice President acts as the Secretary to the Audit Committee.

c. Meetings:

During the year under review, the Audit Committee met four (4) times on 10th July, 2020, 19th August, 2020, 11th November, 2020 and 11th February, 2021 and that the time elapsed between any two consecutive meetings did not exceed 120 days except for the 1st quarter meeting held on 10th July, 2020 and that the meeting held on 10th February, 2020. Where MCA & SEBI, considering the severity of pandemic Covid 19, vide their circulars had relaxed the requirement of the maximum stipulated time gap of 120 days between two meetings of the Audit Committee. The necessary quorum was present for all the meetings.

B. NOMINATION AND REMUNERATION COMMITTEE:

The Board has constituted the Nomination and Remuneration Committee in line with the provisions of Regulation 19 of the Listing Regulations read with Section 178 of the Companies Act, 2013 and is in compliance of all the provisions stated therein.

a. Terms of Reference:

The terms of reference of the Nomination and Remuneration Committee are in line with the regulatory requirements which among other are specified herein below:

- To form criteria/policy for appointment/remuneration/removal of Directors including Whole-time Director/ Managing Director, if any and Senior Management Executives.
- To identify and recommend deserving candidates for Directorships & Senior Management positions.



- To form policy for performance evaluation and to evaluate performance of Directors/ CEO/Committee of Directors and to alter and modify the same to be in line with the Companies Act, 2013 and the Listing Regulations.
- To devise guidelines for Diversity of Board of Directors of the Company.
- To recommend extension/termination of the term of appointment of the Independent Directors, on the basis of the report of performance evaluation of the Independent Directors.

b. Composition:

As on 31st March, 2021, the Nomination & Remuneration Committee comprised of three (3) Directors. The composition of the Nomination & Remuneration Committee and the details of meetings attended by its members are appearing hereinafter:

Name	Category	Number of meetings Attended
Shri Harish Motiwalla (Chairman)	Non-Executive, Independent	2
Shri Abhilash Munsif	Non-Executive, Independent	2
Shri Pundarik Sanyal	Non-Executive, Independent	2

c. Meetings:

During the year under review, Two (2) meetings of the Nomination and Remuneration Committee were held on 11th November, 2020 and 17th March, 2021.

d. Performance Evaluation:

Pursuant to applicable provisions of the Companies Act, 2013 and the Listing Regulations, the Board, in consultation with its Nomination & Remuneration Committee, has carried out the annual performance evaluation of its own performance, as well as the evaluation of the working of its Committees.

As a part of the nomination & remuneration policy, a structured questionnaire for evaluation was prepared after taking into consideration various aspects depending on the category of Director, Board & Committee, whose performance is to be evaluated. Accordingly, the annual performance evaluation of the Board, its Committees and each Director was carried out for the financial year 2020-2021 by Independent Directors at their separate Meeting held on 17th March, 2021, as also by the Nomination & Remuneration Committee and the same was analyzed & confirmed by the Board of Directors.

Details of methodology adopted for performance evaluation of Directors including that of the Board as a whole and its Committee have been provided in the Board's Report.

e. Remuneration of Directors:

The Non-Executive Directors have no pecuniary relationship or transactions with the Company in their personal capacity except that the Sitting Fees is paid for attending the Board Meetings, Audit Committee Meetings & Nomination and Remuneration Committee Meetings (detailed herein below) as recommended by the Board pursuant to the provisions of the Companies Act, 2013 and rules framed thereunder. Besides payment of sitting fees, no other fees/compensation /commission is paid to the Non-Executive Directors.

The details of sitting fees paid to Non-Executive Directors for the year ended 31st March, 2021 are as under:

(Amount in Rs.)

Name	Board Meetings	Audit Committee Meetings	Nomination & Remuneration Committee Meetings
Shri Harish Motiwalla	2,00,000/-	2,00,000/-	50,000/-
Shri Ashok Kadakia	2,00,000/-	2,00,000/-	-
Shri Abhilash Munsif	2,00,000/-	2,00,000/-	50,000/-
Shri Pundarik Sanyal	2,00,000/-	2,00,000/-	50,000/-
Smt. Neeta Shah	50,000/-	-	-
Smt. Himani Shah	2,00,000/-	-	-

The criteria of making payments to Non-Executive Directors is covered in Nomination and Remuneration Policy.

The details of Remuneration paid to Executive Director for the year ended 31st March, 2021 are as under:

Name	Salaries & Perquisites including allowance	Tenure as per agreement upto	Notice period
Shri Chetan Shah	Rs. 60,00,000/-	23 rd October, 2022	3 months
Shri Hemul Shah	Rs. 42,42,692/-	15 th February 2023	3 months

The Company does not have stock option scheme for grant of stock options either to the Executive Directors or employees.

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C. STAKEHOLDERS' RELATIONSHIP COMMITTEE:

The Board has constituted the Stakeholders' Relationship Committee in line with the provisions of Regulation 20 of the Listing Regulations, read with Section 178 of the Companies Act, 2013 and is in due compliance of all the provisions stated therein.

a. Terms of Reference:

The terms of reference of the Stakeholders' Relationship Committee are in line with the regulatory requirements which among other are specified herein below:

- Issue of Duplicate Share Certificates.
- Matters connected with transfer/credit of securities/transmission.
- Redressal of Shareholders'/Investors' complaints related to non-receipt of declared dividend, transfer of shares, non-receipt of annual reports, non-receipt of duplicate share certificates etc.
- To review the periodicity and effectiveness of the share transfer process, statutory certifications, depository related issues and activities of the Registrar and Share Transfer Agent.
- Any other function as may be stipulated by the Companies Act, 2013, SEBI, Stock Exchange or any other regulatory authorities from time to time.

b. Composition:

As on 31st March, 2021, the Stakeholders' Relationship Committee comprised of three (3) Directors. The composition of the Stakeholders' Relationship Committee and the details of meetings attended by its members are given below:

Name	Category	Number of meetings Attended
Shri Ashok Kadakia (Chairman)	Non-Executive, Independent	3
Shri Chetan Shah	Executive Chairman	3
Shri Pundarik Sanyal	Non-Executive, Independent	2

c. Meetings:

During the year under review, the members of the Stakeholders' Relationship Committee met three (3) times on 29th July, 2020, 12th October, 2020 and 11th February 2021.

d. Name, Designation and Address of Compliance Officer:

Shri Sachin Polke, Company Secretary & Vice President acts as the Compliance Officer and is available at 'Ashapura Minechem Limited', Jeevan Udyog Building, 3rd Floor, 278, D. N. Road, Fort, Mumbai – 400 001.

e. Details of investor complaints received and redressed during the financial year 2020-2021 are as follows:

Opening balance	Received during the year	Resolved during the year	Closing balance
NIL	1	1	NIL

D. COMMITTEE OF DIRECTORS:

a. Terms of Reference:

The terms of reference of the Committee of Directors are as follows:

- Reviewing various day to day administrative, operational and finance matters requiring urgent decisions.
- Availing/making of loans, raising of funds, giving of corporate guarantees/securities considering the limits and provisions as specified in the Companies Act, 2013.
- To consider and approve intrinsic & time bound policy decisions such as investment/ disinvestment in other body corporate(s)/firm(s), leasing/ disposing off the Company's assets within the group & such other decisions where time is of essence and that the said decisions are placed before the Board of Directors for ratification.
- Such other matters as may be delegated by the Board to the Committee pursuant to the provisions of the Companies Act, 2013 and such other Acts.

b. Composition:

As on 31st March, 2021, the Committee of Directors comprised of Four (4) Directors. The Composition of the Committee of Board of Directors and the particulars of attendance of the Committee Members are as follows:

Name	Category	No. of Meetings Attended
Shri Chetan Shah (Chairman)	Executive Chairman	7
Shri Hemul Shah	Executive Director & CEO	7
Shri Harish Motiwalla	Non-Executive, Independent	7
Smt Himani Shah	Non-Executive, Non-Independent	5



c. Meetings:

During the year under review, Seven (7) meetings of the Committee of Directors were held on 13th May, 2020, 24th July, 2020, 7th September, 2020, 12th October, 2020, 11th December, 2020, 4th February, 2021 and 22nd March, 2021 .

E. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:

The Corporate Social Responsibility (CSR) Committee of the Company is constituted in line with the provisions of Section 135 of the Companies Act, 2013 and is in due compliance of all the provisions stated therein.

a. Terms of reference:

- Formulate and recommend to the Board, a Corporate Social Responsibility (CSR) Policy indicating the activities to be undertaken by the Company after taking into consideration Schedule VII of the Act.
- Recommend the amount of expenditure to be incurred on the activities referred above.
- Monitor the CSR activities of the Company from time to time.
- To finalize the budget for CSR expenditure and recommend the same to the Board for approval considering the applicable rules/regulations.

b. Composition:

The composition of the CSR Committee and details of the meetings attended by its members during the year under review are given below:

Name	Category	No. of Meetings Attended
Shri Harish Motiwalla (Chairman)	Non-Executive, Independent	2
Shri Chetan Shah	Executive Chairman	2
Shri Pundarik Sanyal	Non-Executive, Independent	2

c. Meetings:

During the year under review, two (2) meetings of the CSR Committee were held on 10th November, 2020 and 11th February, 2021.

4. GENERAL BODY MEETINGS:

Details of Annual General Meetings (AGMs) held during the last three years, are as follows:

Financial Year	Date	Time	Location	Special Resolution Passed
2019-20	30 th December, 2020	3.00 p.m.	Video Conferencing	Yes
2018-19	27 th December, 2019	3.00 p.m.	Rangaswar Hall, 4 th Floor, Y.B. Chavan Centre, General Jagannath Bhosale Road, Nariman Point, Mumbai-400021	Yes
2017-18	28 th September, 2018	3.00 p.m.	Rangaswar Hall, 4 th Floor, Y.B. Chavan Centre, General Jagannath Bhosale Road, Nariman Point, Mumbai-400021	Yes

Details of Special Resolutions passed in the previous three Annual General Meetings:

Date of AGM	Special Resolution Details
30 th December, 2020	<ul style="list-style-type: none"> • Appointment of Shri Hemul Shah as an Executive Director & CEO • Re-appointment of Shri Pundarik Sanyal (DIN:01773295) as Non-Executive, Independent Director of the Company for the second term • Reclassification of the Authorised Share Capital of the Company
27 th December 2019	<ul style="list-style-type: none"> • Re-appointment of Shri Harish Motiwalla (DIN:00029835) as Non-Executive, Independent Director of the Company for the second term • Re-appointment of Shri Abhilash Munsif (DIN:02773542) as Non-Executive, Independent Director of the Company for the second term
28 th September, 2018	<ul style="list-style-type: none"> • Re-appointment of Shri Ashok Kadakia as a Non-Executive, Independent Director of the Company

Details of Special Resolution passed last year through postal ballot:

During the Financial Year ended March 31, 2021, No Resolution was passed through postal ballot.

Nevertheless, after Financial Year ended March 31, 2021 two resolutions were passed through postal ballot, the result of which was declared on 11th August, 2021

Apart from the above announcement of results, there is no immediate proposal for passing any other special resolution through Postal Ballot on or before ensuing Annual General Meeting.

Ashapura Minechem Limited

5. MEANS OF COMMUNICATION:

The quarterly, half yearly and annual financial results	Published in one English daily newspaper in 'Business Standard' and one Marathi newspaper in 'Sakal'
Any Website, where displayed	https://www.ashapura.com
Whether it also displays official news release	-
Presentations made to institutional investors or to the analysts	-

All other statutory information as may be prescribed under the Companies Act, 2013 and/or Listing Regulations are displayed on the website of the Company.

6. GENERAL SHAREHOLDER INFORMATION:

Annual General Meeting:	Wednesday, 29 th September, 2021 at 12.00 noon through Video Conferencing / Other Audio Visual Means (VC)
Financial Year:	April 01, 2020 to March 31, 2021
Date of Book Closure:	23 rd September, 2021 (Thursday) to 29 th September, 2021 (Wednesday) (both days inclusive)
Record Date for Dividend:	22 nd September, 2021 (Wednesday)
Dividend Payment Date:	After 29 th September, 2021, if approved by the members in the ensuing Annual General Meeting.
Listing Details:	Equity Shares are listed on the following Stock Exchanges: 1. Bombay Stock Exchange Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001. 2. National Stock Exchange of India Limited, "Exchange Plaza", Bandra Kurla Complex, Bandra (East), Mumbai – 400051. The Annual Listing Fees for the year 2020-2021 has been paid to the said Stock Exchanges.
Stock Code:	Bombay Stock Exchange Ltd. - 527001 National Stock Exchange of India Ltd. - ASHAPURMIN
ISIN Number:	INE348A01023
Corporate Identification Number (CIN):	L14108MH1982PLC026396
Registrar and Share Transfer Agent:	M/s. Link Intime India Pvt. Ltd. C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083
Share Transfer System:	The Company's shares are traded on the Stock Exchanges in Demat as well as in Physical Mode. In Demat Mode, the transfers are effected through National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). Share transfers in physical form are processed and approved weekly and the share certificates are returned to the shareholders within a period of 15 days from the date of receipt of the transfer documents, subject to the documents being valid and complete in all respects. Your Company obtains a half-yearly Compliance Certificate from a Company Secretary in Practice as required under Regulation 40(9) of the SEBI Listing Regulations and file a copy of the said Certificate with the Stock Exchanges. Pursuant to Regulation 7(3) of the SEBI Listing Regulations, Compliance Certificate, duly signed by the Compliance Officer and the authorized representative of the Company's RTA viz. Link Intime India Private Limited confirming that all activities in relation to share transfer facility are being maintained by the RTA for the half year ended 30 th September, 2020 and 31 st March, 2021 have been duly submitted to the Stock Exchanges.
Distribution of Shareholding & Category-wise distribution:	Refer Table A & B



Dematerialization of shares and liquidity:	As on 31 st March, 2021, 99.70% of the paid-up share capital (face value of Equity Shares of Rs. 2 each) is held in Demat form with NSDL and CDSL.		
	Mode	No. of equity shares	% to the Total Share Capital
	Physical	260243	0.30%
	Electronic:		
	(A) NSDL	51283499	58.96%
(B) CDSL	35442356	40.74%	
TOTAL	86986098	100.00%	
Outstanding GDR / ADR / Warrants or any Convertible Instruments and their likely impact on Equity:	As on 31 st March, 2021, 45,00,000 number of convertible warrants are outstanding representing 45,00,000 Equity Shares of face value of Rs. 2 each. The said warrants are issued to M/s. Ashapura Industrial Finance Ltd., Promoter Group Company, which has an option to exercise the warrants to subscribe to Equity Shares of the Company within 18 months from date of its allotment. Consequent to exercise of the option, the total shareholding of M/s. Ashapura Industrial Finance Ltd. would be increased to 14,014,431 Equity Shares constituting 15.32% of the paid-up share capital of the Company. There will not be change in control of the Company pursuant to the preferential allotment.		
Plant Locations:	<ol style="list-style-type: none"> 1. Village Baraya, Bhuj-Mundra Highway, Tal. Mundra, Kutch, Gujarat. 2. Chitra, GIDC Bhavnagar, Gujarat. 3. Village Paddhar, Taluka - Bhuj, Dist. Kutch, Gujarat. 4. Mamuara, Taluka - Bhuj, Dist. Kutch, Gujarat. 5. KINFRA Apparel Park, Menamkulam, Thiruvananthapuram, Kerala. 6. Industrial Area, Baikampady, Mangalore. 		
Address for Correspondence:	<p>The Company's Registrar and Share Transfer Agent viz. M/s Link Intime India Pvt. Ltd. provides all shareholder related services.</p> <p>Any query relating to shares and requests for transactions such as transfers, transmissions and nomination facilities, duplicate share certificates, change of address and also dematerialization of shares may please be taken up with: M/s. Link Intime India Pvt. Ltd. C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400 083 Tel.: +91-22-49186000 Fax: +91-22-49186060. E-mail: rnt.helpdesk@linkintime.co.in</p>		

7. OTHER DISCLOSURES:

- a. The Company has formulated a policy on dealing with Related Party Transactions and has been uploaded on the website of the Company at <http://www.ashapura.com/investor-corner.php>. The Board of Directors has entrusted responsibility on the Audit Committee to grant omnibus approval for the transactions which are repetitive in nature and to confirm that they meet the criteria of having entered into ordinary course of business and at arm's length basis. Related party transactions have been disclosed under Note 38 to the Accounts for the year under review. A Statement in summary form of transactions with related parties in the ordinary course of business are placed periodically before the Audit Committee/Board for review and approval. None of the transactions with any related parties were in conflict with the Company's interest.
- b. During the year under review, penalty was imposed on the Company by NSE for delaying the filing of the result of the Postal Ballot which was held during the Financial Year ended 31st March, 2020, the Company had paid the penalty to NSE under protest during the FY 2020-2021.

The Company has complied with all requirements of the provisions of the Listing Regulations, as well as regulations and guidelines of SEBI, as issued from time to time and applicable to the Company during the Financial Year ended 31st March, 2021.

- c. In line with Regulation 22 of the Listing Regulations and Section 177 of the Act, Whistle Blower Policy/ Vigil Mechanism has been formulated for Directors and employees to report genuine concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct. The mechanism provides for adequate safeguard against victimization of Director(s)/employee(s) who avail the mechanism, by providing for direct access to the Chairman of the Audit Committee in exceptional cases. No person has been denied access to the Chairman of the Audit Committee. The Policy is available on the Company's website <http://www.ashapura.com/investor-corner.php>.

During the year under review, no complaint has been received under the Vigil Mechanism /Whistle Blower Policy.

- d. The Company has in place a Code of Conduct for Prevention of Insider Trading and Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information to regulate, monitor and report trading by Insiders as prescribed under SEBI (Prohibition of Insider Trading) Regulations, 2015, as approved by the Board of Directors.
- e. In terms of Regulation 16 of the Listing Regulations, the Company has in place a policy on Determining Material Subsidiary, approved by the Board and the same has been displayed on the Company's website at <http://www.ashapura.com/investor-corner.php>.

Ashapura Minechem Limited

f. Certificate from Company Secretary in Practice on Non-Disqualification of Directors of the Company:

A Certificate has been received from Shri Virendra Bhatt, Practicing Company Secretary, that none of the Directors on the Board of the Company 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 Statutory Authority.

g. Fees Paid to Statutory Auditors:

The details of fees paid by the Company to the Statutory Auditor is mentioned in Note No. 27 of the Standalone Financial Statements.

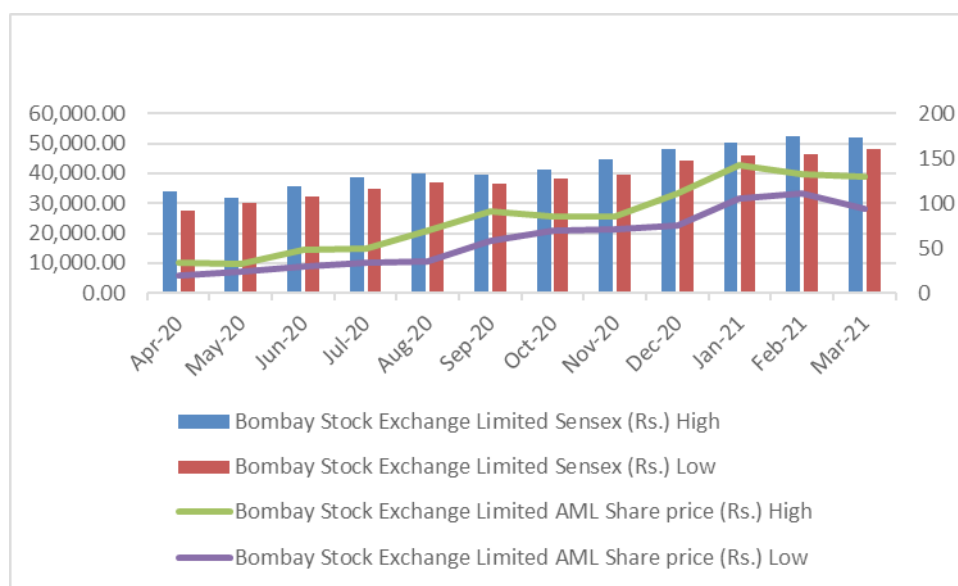
h. Disclosures in Relation to Sexual Harassment of women at workplace (Prevention, Prohibition and Redressal) Act, 2013:

The details have been disclosed in the Directors Report forming part of this Annual Report

Market Price Data:

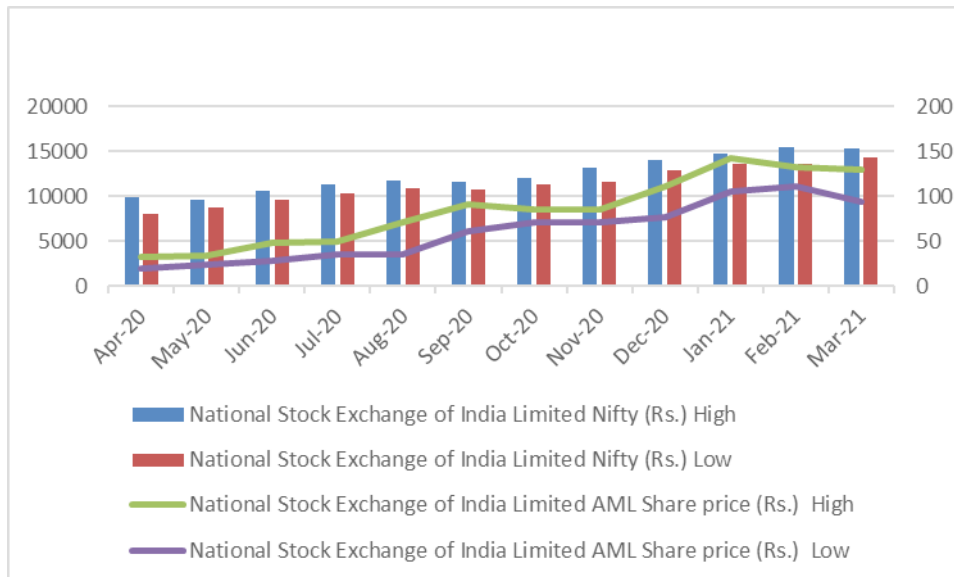
Period	Bombay Stock Exchange Limited				National Stock Exchange of India Limited			
	Sensex (Rs.)		AML Share price (Rs.)		Nifty (Rs.)		AML Share price (Rs.)	
	High	Low	High	Low	High	Low	High	Low
Apr-20	33,887.25	27,500.79	33.30	19.85	9889.05	8055.80	32.90	19.55
May-20	32,845.48	29,968.45	33.00	24.50	9598.85	8806.75	33.30	23.50
Jun-20	35,706.55	32,348.10	47.85	29.10	10553.15	9544.35	48.00	28.70
Jul-20	38,617.03	34,927.20	49.25	34.55	11341.40	10299.60	48.90	35.05
Aug-20	40,010.17	36,911.23	69.95	35.20	11794.25	10882.25	70.55	36.00
Sep-20	39,359.51	36,495.98	91.15	58.10	11618.10	10790.20	91.55	60.70
Oct-20	41,048.05	38,410.20	85.50	70.05	12025.45	11347.05	84.90	71.40
Nov-20	44,825.37	39,334.92	85.20	70.40	13145.85	11557.40	85.25	71.00
Dec-20	47,896.97	44,118.10	111.70	75.15	14024.85	12962.80	110.80	77.40
Jan-21	50,184.01	46,160.46	143.00	105.50	14753.55	13596.75	143.00	105.35
Feb-21	52,516.76	46,433.65	133.00	110.70	15431.75	13661.75	132.70	110.45
Mar-21	51,821.84	48,236.35	129.55	94.55	15336.30	14264.40	130.10	94.50

Share Performance of the Company in comparison to BSE Sensex:





Share Performance of the Company in comparison to NSE Nifty:



8. COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS:

The Company has complied with all the mandatory requirements as contained in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

"TABLE A"
DISTRIBUTION OF SHAREHOLDING AS ON 31ST MARCH, 2021

No. of Equity Shares held	No. of Shareholders	% of Shareholders	No. of Shares	% of Shareholding
1-500	18108	79.21	2465029	2.83
501-1000	1958	8.56	1623924	1.87
1001-2000	1212	5.30	1964395	2.26
2001-3000	408	1.78	1054385	1.21
3001-4000	236	1.03	870493	1.00
4001-5000	193	0.84	917938	1.06
5001-10000	380	1.66	2814420	3.24
10001 & above	367	1.61	75275514	86.54
TOTAL	22862	100	86986098	100

Ashapura Minechem Limited

"TABLE B"
CATEGORY-WISE DISTRIBUTION AS ON 31ST MARCH, 2021

Categories	Total No. of Shares	% of Holdings
A) Promoters Holding		
Individuals	26513454	30.48
Bodies Corporate	9519471	10.94
Total (A) ..	36032925	41.42
B) Public Holding		
i) Institutions		
Mutual Fund	130000	0.15
Foreign Portfolio Investor (Corporate)	19941952	22.93
Alternate Investment Funds	0	0.00
Nationalised Bank	8000	0.01
Non-Nationalised Bank	0	0.00
Total (B)(i)	20079952	23.08
ii) Non-Institutions		
Bodies Corporate	4005020	4.60
Overseas Corporate Bodies	0	0.00
Foreign Nationals	0	0.00
Non Resident Indian	1795677	2.06
Non Resident (non repatriable)	1737621	2.00
Market Maker	2	0.00
Other Directors	55868	0.06
Hindu Undivided Family	905495	1.04
Clearing Members	334763	0.38
NBFCs registered with RBI	2600	0.00
Public	22036175	25.33
Total (B)(ii)	30873221	35.49
Total (B)(i) + (B)(ii)	50953173	58.58
Grand Total	86986098	100.00

For and on Behalf of the Board of Directors

SD/-
CHETAN SHAH
EXECUTIVE CHAIRMAN
(DIN: 00018960)

Place : Mumbai
Date : 12/08/2021



INDEPENDENT AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of
ASHAPURA MINECHEM LIMITED

- 1 We have examined the compliance of conditions of Corporate Governance by Ashapura Minechem Limited ("the Company") for the year ended 31st March, 2021 as stipulated in regulations 17 to 27 and clause (b) to (i) of regulation 46 (2) and para C and D of schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 ("Listing Regulations").

Managements' Responsibility

- 2 The compliance of conditions of Corporate Governance is the responsibility of the management of the Company. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in Listing Regulations.

Auditors' Responsibility

- 3 Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
- 4 We have examined the books of account and relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.
- 5 We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India ("the ICAI") and Standards on Auditing specified under section 143(10) of the Companies Act, 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
- 6 We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

- 7 Based on our examination of the relevant records and according to the information and explanations provided to us and the representation provided by the Management, we are of the opinion that the Company has complied with the conditions of Corporate Governance as stipulated in Listing Regulations for the year ended 31st March, 2021.
- 8 We state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For P A R K & COMPANY
Chartered Accountants
FRN: 116825W

PRASHANT VORA
Partner
Membership No. 034514
UDIN: 21034514AAAAAL1234

Place: Mumbai
Date: August 12, 2021

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

This is to confirm that Company has adopted a Code of Conduct for all the Board Members, Senior Management and all employees above Officer Level. These Codes are available on the Company's website.

I further confirm that the Company has in respect of the Financial Year ended on 31st March, 2021, received from all the Board Members and Senior Management Personnel of the Company, a declaration of compliance with the Code of Conduct as applicable to them.

For Ashapura Minechem Limited
Sd/-
Hemul Shah
Executive Director & CEO

Place : Mumbai
Date : August 12, 2021

MANAGEMENT DISCUSSION AND ANALYSIS

OVERVIEW:

This report is an integral part of the Board's Report and covers management perspective on economic environment, industrial scenario, business performance, opportunities, threats, risks & concern, internal control etc. during the Financial Year 2020-2021. This should be read in conjunction with the Company's Financial Statements, the schedules and notes thereto and other information included elsewhere in the Annual Report.

ECONOMIC ENVIRONMENT:

In early 2020, the global economy encountered major crises as it tussled with the COVID-19 outbreak which presented the enormous challenges like strict & prolonged lockdowns, business closures and job losses. Nearly all countries faced an exceptional economic downturn raising concerns of the deepest recessions since World War II. Global trade and commerce was massively disrupted, affecting global supply chains resulted into an exceptional economic hardship the world over. The recovery of the global economy remains uncertain and that economic rejuvenation in certain countries even seems dreadful.

Government across the world took crucial steps to minimize the impact of pandemic by focusing on health infrastructure and ancillary priorities. Although vaccines have raised hopes of a turnaround in the pandemic later in the year 2020, renewed waves and newer mutations/variants of the virus creating huge challenges and concerns for the outlook. In the second half of the year, as the virus began to lose its potency, the gradual easing of containment measures during that period, initially caused a strong rebound. This initial spurt in economic activity, however, lost momentum in some regions of the world because the vaccination powered economic recovery remains fragile and divergent across nations towards the end of the year due to a renewed rise in infections leading to localized lockdowns.

As such, amid exceptional uncertainty, with many possible risks, the International Monetary Fund (IMF) projects a stronger recovery in 2021 and 2022 for the global economy, with growth projected to be 6% in 2021 and 4.9% in 2022. Nevertheless, much depends on the race between the virus and vaccines.

FY2021 was a year of two distinct halves for India. The initial two quarters witnessed a sharp decline in business activity owing to the outbreak of the novel coronavirus and the consequent suspension of economic activities due to the pandemic-induced lockdown, coupled with muted consumer sentiment and investment, while the latter quarters witnessed significant uptick in economic growth. Following synchronized fiscal and monetary measures undertaken by the Government such as the 20 trillion Aatmanirbhar package; several liquidity measures and interest rate cuts by RBI; combined efforts of people and businesses, India's economic growth returned to positive territory with pent-up demand coming out, release of savings, greater adaptability to evolving conditions, buoyant capital markets and rising foreign and domestic investor confidence.

But, the second wave of the corona virus has contracted the economic recovery that was projected for the country. Considering the spread of the virus and its mutation pose an imminent threat, many states have clamped lockdowns to tackle the rising number of infected people. There are many negative effects of the pandemic. While supply chain and labour disruptions became a common incidence, the pandemic also had an effect on disposable income and employment levels. In order to mitigate the damage caused by the pandemic, many businesses/industries adopted cost cutting measures.

India has bounced back strongly and that the growth rate of the country is much greater than some of the most advanced economies. Nonetheless, IMF in July slashed India's economic growth forecast to 9.5% from earlier 12.5% for the 2021-22 fiscal year. It was said that the revision in growth forecast reflects an important "extent differences" in coronavirus disease (Covid-19) developments as the highly contagious Delta variant is becoming dominant across the world.

Though the country is quickly ramping up both its health infrastructure and vaccination drive; an industrial production as well as demand for energy, construction material and steel has also been increasing slowly, much depends on the government's ability to cope with the health crisis, the effectiveness of policy measures and the success of the vaccination drive.

INDUSTRY SCENARIO:

Mining Industry is one of the fundamental industry that provides key materials needed for India's infrastructure development. Minerals and ores provide basic raw materials to many important industries like power generation (thermal), iron and steel, cement, petroleum and natural gas, petrochemicals, fertilizers, precious and semi-precious metals/stones for jewellery, electrical and electronics equipment, glass, ceramics, etc.

The mining sector in India was actually poised for strong growth in financial year 2020-2021, on the back of rising demand from end-use sectors and fresh investments announced by the mining companies. However, the spread of COVID-19 right from the beginning of the Financial Year has disrupted operations across industries, and mining sector is no exception.

In the initial period of lockdown, the effect of COVID-19 pandemic was very adverse on the mining of ferrous, non-ferrous and minor minerals. Thereafter, the operations of mines which supply raw material to steel plants like iron ore, coking coal, thermal coal, limestone, dolomite, manganese and chromite and running of ferro alloy and pellet plants covered under "essential services" and the same were exempted from the nationwide lockdown. However, the mine owners and operators were facing difficulties/challenges to continue the mining activities. This is due to business disruptions and operational difficulties like non-availability of requisite workforce, restriction on free movement of men and material, high risk of spread of pandemic, disruption of port operation etc. Further, there was fall in demand from downstream industries and manufacturers of white goods also.

Nevertheless, the Government of India help industries brave the aftermath of the pandemic and as such has initiated several steps/reforms which aimed to impact the sectors which are considered new horizons of growth, with the aim to unleash new investment, boost production and create jobs.



OPPORTUNITIES:

In CY 2021, the global macroeconomic environment is likely to recover sharply. As per the IMF, in April 2021, the global economy is projected to rise by 6% in CY 2021 compared to a contraction of 3.3% growth in CY 2020. Demand is improving due to strong stimulus measures by global fiscal support and massive vaccination drive to support economic recovery.

The country's economic growth is supported by a sound fiscal policy framework, strong regulatory mechanism and wide-ranging structural reforms undertaken by the Government of India and states.

The Metals and Mining sector in India is expected to witness a major reform in the next few years, owing to reforms such as Make in India Campaign, Smart Cities, Rural Electrification and a focus on building renewable energy projects under the National Electricity Policy as well as the rise in infrastructure development.

Your Company's global network accords it the ability to identify opportunities in sourcing and supplying ores and minerals all across the world. As such, notwithstanding the challenged posed by the pandemic in the country, your Company has commenced its operations from Guinea, since April 2020, the Company achieved its business plans for export of ores (i.e. Bauxite and Iron Ore) from Guinea. Ashapura has also continued to develop the requisite mining, processing, road and port for its multiple mining hubs in order to achieve optimal volumes in the future.

Although Ashapura has been largely an exporter of minerals from India to more than 90 countries across the world, it has begun to identify and bridge the growing Indian import demand for minerals and ores. Ashapura has already begun importing gypsum, white cement, soda ash and calcium carbonate into India in FY 2020-21 and endeavors to expand its portfolio to several more minerals and ores in the near future.

THREATS:

Rising costs and productivity remain on the radar as the intricacy of mining increases and commodity prices come under pressure due to disrupted supply and the impact of ongoing economic uncertainty on demand.

FINANCIAL PERFORMANCE:

The Financial Statements for the year ended 31st March, 2021, have been prepared in accordance with the Companies (Indian Accounting Standards) Rule, 2015 (Ind AS) prescribed under section 133 of the Companies Act, 2013 and other recognised accounting practices and policies to the extent applicable.

Income from operations at standalone level increased by 104% and stood at Rs. 421 Crores as against Rs. 206 Crores for the previous financial year ended 31st March, 2020 and that the total expenses stood at Rs. 396 Crores which resulted into profit of Rs. 47 Crores before exceptional items and tax.

At Consolidated level, the total income from operations increased by 245% and stood at Rs. 1148 Crores as against Rs. 334 Crores for the previous financial year ended 31st March, 2020 and that total expenses stood at Rs.1131 Crores which resulted into profit of Rs. 78 Crores before exceptional items and tax.

Such an exemplary performance could be mainly attributable to the commencement of the Guinean operations; induction of a wide range of products for waterproofing, repair & restoration, admixtures, azgrouts and floor hardeners, under the aegis of its Building Materials Group; Company's other mainstays such as Bentonite's and Bleaching Clay's exemplary resilience in volatile domestic and global conditions etc.

The Company has performed reasonably well in spite of a stubborn pandemic and an unusual yet persistent rise in bulk and container freight costs over the last few months. The Company is on course to exceed its annual business plans, despite the global economic headwinds.

During the year under review, your Company has also brought in its considerable technical expertise and its marketing network to induct a wide range of products for waterproofing, repair & restoration, admixtures, azgrouts and floor hardeners, under the aegis of its Building Materials Group. Currently the sale and distribution of the products is limited to Gujarat, Rajasthan and Madhya Pradesh. This is Ashapura's first foray into a B2C business.

The Company has performed reasonably well in spite of a stubborn pandemic and an unusual yet persistent rise in bulk and container freight costs over the last few months. The Company is on course to exceed its annual business plans, despite the global economic headwinds. This growth heralds a new era of robust and sustainable growth for your Company. Considering the justifiable/remarkable progress so far and the positive net worth of the Company as of 31st March, 2021, the Board of Directors proposed Dividend of 25% for FY 2020-2021.

OUTLOOK:

The outlook for CY 2021 is expected to be positive because of the unprecedented fiscal stimulus provided by the Governments across Europe, the US, Japan, Korea, Russia and China. As vaccination campaigns ramp up, rebounding economic activity is driving demand for many commodities, which will leave miners challenged to meet supply needs. Drivers of resilience and growth have been different across economies. There can be a spurt in inflation as a result of combination of pent-up demand coming out and release of accumulated household savings with the easing of restrictions as vaccination progresses.

Emergence of the second COVID-19 wave in India has diminished the outlook for a strong anticipated rebound in real GDP growth of 10.5% in FY 2021-22, which had been supported by a strong revival achieved in Q4 FY 2020-2021 and impact of fiscal stimulus packages under Atma Nirbhar schemes, increased capital outlays and the promotion of investments in the Union Budget 2021-22.

As a result of the setback caused by the second COVID -19 wave, real GDP growth for FY 2021-22 may finish lower than expected before India returns to robust growth in FY 2022-23. However, on the date of report the Country is in much better position as the second wave of the pandemic ebbs, containment eases, vaccine manufacturing and administration are steadily rising. Yet the need of the hour is not to drop our guard and to remain vigilant against any possibility of a third wave, especially in the background of rising infections in certain parts of the country.

Ashapura Minechem Limited

The Financial Year 2020-2021 has started under the uncertain clouds of 'COVID-19' and the priority is of the health and safety of employees, business partners, and the communities in which the Company operates, hand in hand with the work of authorities. Notwithstanding the challenged posed by the pandemic, your Company has achieved its business plans for export of ores (i.e. Bauxite and Iron Ore) from Guinea. Ashapura has also continued to develop the requisite mining, processing, road and port for its multiple mining hubs in order to achieve optimal volumes in the future. Along with the exporting of Minerals to more than 90 Countries across the world, your Company has begun to identify and bridge the growing Indian import demand for minerals and ores and has begun importing gypsum, white cement, soda ash and calcium carbonate into India in FY 2020-21 and endeavors to expand its portfolio to several more minerals and ores in the near future.

RISK & CONCERNS:

The mining industry has always been a risky one with many of the challenges. Commodity price risk, uncertainty, environmental risks, regulatory & compliance changes/burden, the reliance on technology, inconsistent demand for raw materials are concerns that every mining company has struggled with.

Accordingly, a Risk Management Policy (Policy) has been adopted by the Company which aims to feature the objectives and principles of risk management along with an overview of the process and related roles and responsibilities. The Policy lays down Company's approach towards risk mitigation, its risk management objectives and defines the risk management framework of the organisation.

The risk assessment and risk minimisation procedure is periodically reviewed by the Audit Committee as well as the Board of Directors of your Company. They review the risk area to identify potential business threats and takes suitable corrective actions. Confirmations of compliance with appropriate statutory requirements are obtained from the respective units/divisions. The Internal Auditor expresses his opinion on the level of risks during the audit of a particular area and reports to the Audit Committee.

INTERNAL CONTROL SYSTEM AND ITS ADEQUACY:

Your Company believes in systematic working and placing of proper checks and it has both external and internal audit systems in place. It has a proper and adequate system of internal controls commensurate with its size and nature of operations in order to ensure that all assets are safeguarded against loss from unauthorised use/disposal. Accordingly, all transactions are properly checked, verified, recorded and reported correctly. Regular Internal Audits are carried out to ensure that the responsibilities are executed effectively and that proper and adequate systems are in place. This mechanism reviews both the manual and automated processes for transaction approval.

The Audit Committee carries out periodic reviews of the internal audit plan, verifies the adequacy of the control system, marks its audit observations, and monitors the sustainability of the remedial measures.

RESEARCH & DEVELOPMENT:

Research is a key enabler that helps your Company to remain competitive in the global markets and drives growth through innovative solutions and enhanced offerings. Accordingly, over the last few years, we embarked upon a journey of strengthening our R & D and we have remained focused on investing in strengthening our in-house R&D capabilities which forms the foundation for our future. Company's Knowledge & Innovation Center at Bhuj, Gujarat, carries out extensive research on product and process development over the years. It has been operated by a very competent team which focuses on expanding its mineral portfolio and solutions for sustainable future growth of business as also explores new synergistic avenues for growth. Its focus on Research & Development accords it the ability to collaborate, customise, and control costs.

During the year, the team carried out research & development activities in the field of several value added minerals solutions such as adsorbents & advanced Clay Catalysts.

The major areas of R&D wherein the team is putting efforts for sustainable future are Cost effective production solution and Development of minerals/products. The R&D strategy will continue to focus on increasing efficiency, enhancing quality and strengthening business presence in key strategic growth markets.

The brief details of the R & D activities during the year are given under 'Annexure - C' forming part of the Directors' Report.

HUMAN RESOURCES DEVELOPMENT:

Your Company considers human resource to be an important and valuable asset for the organization. Therefore, it constantly strives to attract and retain best "Talents" for present and future business needs in order to succeed in the hyper-competitive and increasingly complex global economy. Your Company continues to maintain healthy and harmonious relations across all its plants and offices. Senior management is easily accessible for counseling and redressal of grievances. The company had a dedicated human asset of over 411 employees spread across locations in the organization as on 31st March, 2021.

Your Company is committed to impart training, skilling and up skilling its human asset on an ongoing basis and it ensures that its employees are able to adopt to evolving technologies, processes and techniques. Considering the health and safety of the employees of the Company and in line with the advisories, orders and directions issued by both State and Central Government in order to prevent the spread of the coronavirus (Covid 19) outbreak, the Company has suspended its operations till the lockdown period. Further the Company has also implemented Work from Home Policy to ensure the safety of employees post Covid 19 issue. The HR department of the Company is continuously in touch with the employees to guide them and solve their problems. The HR Department of the Company has continuously created the awareness of Covid 19 among the employees of the Company through E-mails and has also educated the employees in respect of personal hygiene and precautions which needs to be taken in this situation of pandemic.



CORPORATE SOCIAL RESPONSIBILITY (CSR):

Contributing to social development is engraved in Ashapura's vision. The Group has been carrying out numerous CSR activities in a resolute manner from last several years. Our social objectives are aimed at improving the quality of life of people in general and socio economic environment in and around our mining locations. During the year, we performed various social development activities. Women & Child Development, Rural Development Education, Health & Hygiene, Skill Development and Livelihood Developments Programmes were the key areas of our social interventions.

In line with the provisions of Section 135, Schedule VII of the Companies Act, 2013, the Company has framed its Corporate Social Responsibility (CSR) policy for development of programmes and projects for the benefit of weaker sections of the society and the same has been approved by Corporate Social Responsibility Committee (CSR Committee) and the Board of Directors of the Company. The Corporate Social Responsibility (CSR) policy of the Company provides a road map for its CSR activities. As part of its Corporate Social Responsibility (CSR) initiatives, Your Company has undertaken several projects in accordance with Schedule VII of the Act. The Company implements its CSR initiatives via 2 channels:

- Directly by the Company;
- Through its trusts

During the year under review, the Company has made contribution of Rs. 1.51 Crores for various CSR activities in compliance to the provisions of Companies Act, 2013 relating to Corporate Social Responsibility and has met its CSR spending obligation completely. The details of CSR activities during the year are given under 'Annexure - B' forming part of the Directors' Report.

The CSR policy was amended in line with the latest amendments notified by the Ministry of Corporate Affairs on January 22, 2021 through Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021

Key Financial Ratios:

The Key Financial Ratios for FY 2020-2021 and FY 2019-2020, along with explanation for significant changes (change of 25% or more) are as follows:

Sr. No.	Particulars	2020-2021	2019-2020	% change
1	Debtors turnover Ratio (Days) Avg. Debtors/Sale	140	161	13%
2	Inventory turnover Ratio (Days)* Cost of goods sold/Avg. Inventory	193	305	37%
3	Interest coverage ratio*** (EBIT : Profit before Exceptional Item and tax + Interest on borrowing)	2.35	(4.08)	158%
4	Current ratio Current assets /Current Liability	1.47	1.64	10%
5	Operating Profit Margin ** (EBIT- other Income) /Net revenue from Operation	0.14	(0.29)	148%
6	Net Profit Margin ** (Net Profit /Revenue from Operation)	0.11	(0.33)	133%

Notes:

Exceptional items and earlier tax are excluded from net profit.

* Due to sharp increase in sales during the Financial Year compared to previous year.

** The significant changes in operating Profit Margin (%), Net Profit Margin (%) is due to cost efficiencies / productivity improvement of our product range leading to increased profits.

*** For Interest coverage ratio, finance cost includes interest expenses of Rs. 19.57 Crores due to impact of applicability of Ind AS 113 on settlement of liability settled for long term tenure.

CAUTIONARY STATEMENT:

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations may be "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include, among others, downtrend in the industry, economic conditions affecting demand/supply and price conditions in the domestic market in which the Company operates, changes in political and economic environment in India, changes in the Government regulations, tax laws and other statutes, litigations and incidental factors.

For and on Behalf of the Board of Directors

SD/-
CHETAN SHAH
EXECUTIVE CHAIRMAN
(DIN: 00018960)

Place: Mumbai

Date : 12 August, 2021

E & OE regretted

Ashapura Minechem Limited

INDEPENDENT AUDITORS' REPORT

To
The Members of
ASHAPURA MINECHEM LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **Ashapura Minechem Limited** ("the Company") which comprise the balance sheet as at 31st March 2021, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows for the year then ended and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and the other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2021, of its profit and total comprehensive loss, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in our forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report:

Key Audit Matter	How our audit addressed the Key Audit Matter
Revenue Recognition Revenue is one of the key profit drivers and is, therefore, susceptible to misstatement. Cut-off is the key assertion in so far as revenue recognition is concerned, since inappropriate cut-off can result in material misstatement of results for the year.	We carried out testing controls around dispatches and deliveries, inventory reconciliation and substantive testing for cut-offs and analytical review procedures.
Assessment of litigations and related disclosure of contingent liabilities The Company is subject to large number of various ongoing legal and tax related claims as stated under note no. 34 – Contingent Liabilities. Significant judgment is required to assess such matters to determine the probability of occurrence of material outflow of economic resources and whether a provision should be recognized or a disclosure should be made. The management judgment is also supported with legal advice in certain cases as considered appropriate.	We understood, assessed and tested the operating effectiveness of key controls surrounding assessment of litigations and discussed with the management the recent developments and the status of the material litigations; We evaluated management's assessment by understanding precedents set in similar cases and assessed the reliability of the management's past estimates and judgments;
As the ultimate outcomes of the matters are uncertain and material in nature, it is considered to be a Key audit Matter.	We reviewed the disclosures made by the Company in the financial statements in this regard and obtained representation letter from the management on the assessment of these matters.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, Management Discussion and Analysis, Business Responsibility Report, Corporate Governance Report, Shareholder's Information, but does not include the standalone financial statements and auditor's report thereon. The Board's Report and other information are expected to be made available to us after the date of this auditor's report.

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



In connection with our audit of the standalone 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 standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

When we read the aforesaid reports and information, if we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with governance.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

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

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

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

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

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

Ashapura Minechem Limited

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 terms of sub-section (11) of section 143 of the Act, we give in the Annexure – A, a statement on the matters specified in clause 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 purpose of our audit;
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) The balance sheet, the statement of profit and loss including other comprehensive income, statement of changes in equity and the cash flow statement dealt with by this Report are in agreement with the books of account;
 - d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e) On the basis of written representations received from the directors as on 31st March 2021, and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2021, from being appointed as a director in terms section 164(2) of the Act;
 - f) With respect to the adequacy of internal financial controls over financial reporting of the Company and operating effectiveness of such controls, our separate report in annexure – B may be referred;
 - g) In our opinion and to the best of our information and according to the explanations given to us, remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
 - h) With respect to the other matters to be included in the Auditors' 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 financial statements;
 - ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses;
 - iii. There were no amounts required to be transferred to the Investor Education and Protection Fund by the Company.

For P A R K & COMPANY
Chartered Accountants
FRN: 116825W

Rajkot
June 22, 2021

PRASHANT VORA
Partner
Membership No. 034514
UDIN: 21034514AAAAAE6523



ANNEXURE – A TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 1 under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

On the basis of such checks as we considered appropriate and in terms of information and explanations given to us, we state that:

- 1 In respect of fixed assets:
 - a. The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - b. The fixed assets were physically verified by the management at reasonable intervals in a phased manner in accordance with a programme of physical verification. No material discrepancies were noticed on such verification.
 - c. The title deeds of immovable properties are held in the name of the Company.
- 2 The inventories were physically verified by the management at reasonable intervals during the year. The discrepancies noticed on verification were not material and have been dealt with in books of account.
- 3 The Company has granted unsecured loans to one of its wholly owned subsidiary company covered in the register maintained under section 189 of the Act. Since no terms and conditions of these loans are stipulated, we cannot offer any comments as to the repayment of principal amount or overdue amounts, if any. The receipts of interest on these loans are regular.
- 4 The Company has complied with provisions of Section 185 and 186 of the Act in respect of loans, investments, guarantees and securities, to the extent applicable.
- 5 The Company has not accepted any deposits within the meaning of the provisions of section 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder with regard to the deposits accepted from the public. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.
- 6 We have broadly reviewed the cost records maintained by the Company pursuant to Section 148(1) of the Act and are of the opinion that, prima facie, the prescribed cost records have been maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- 7 In respect of statutory and other dues:
 - a. The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees State Insurance, Income Tax, Goods & Service Tax, Cess and other material statutory dues, to the extent applicable, with the appropriate authorities during the year. There were no undisputed statutory dues outstanding as on 31st March 2021 for a period of more than six months from the date they became payable.
 - b. There are no statutory dues, which have not been deposited on account of dispute except for the followings:

Nature of Dues	Statute	₹ in lacs	Relevant Year	Forum where dispute is pending
Service Tax	Service Tax Act	231.68	Various Years	The Office of Goods & Service Tax
Value Added Tax	Andhra Pradesh Value Added Tax Act	16.12	2006-07 to 2009-10	The Commercial Tax Officer
Value Added Tax	Gujarat Value Added Tax Act	30.57	2009-10 to 2013-14	The Assistant Commissioner of VAT
Income Tax	Income Tax Act	141.79	2007-08, 2008-09	The Gujarat High Court
		2,701.63	2018-19	The Commissioner of Income Tax (Appeal)
- 8 The Company has not defaulted during the year in repayment of loans or borrowing to banks. The Company has not obtained any borrowings from government or financial institution or by way of debentures.
- 9 Terms loans obtained by the Company have been applied for the purpose for which they were obtained. The Company has not raised any money, during the year, by way of public offer (including debt instruments).
- 10 To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company or on the Company by its officers or employees was noticed or reported during the year.
- 11 Managerial remuneration paid or provided by the Company during the year is in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- 12 Since the Company is not a Nidhi Company, the provisions of clause 3 (xii) of the Order are not applicable to the Company.

Ashapura Minechem Limited

- 13 All transactions with the related parties are in compliance with Section 177 and 188 of the Act and the details have been disclosed in the financial statements as required by the applicable accounting standards.
- 14 The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- 15 The Company has not entered into any non-cash transactions during the year with directors or persons concerned with him.
- 16 The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For P A R K & COMPANY
Chartered Accountants
FRN: 116825W

Rajkot
June 22, 2021

PRASHANT VORA
Partner
Membership No. 034514
UDIN: 21034514AAAAAE6523



ANNEXURE – B TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 2(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

We have audited the internal financial controls over financial reporting of **Ashapura Minechem Limited** (“the Company”) as of 31st March, 2021 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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 (“the Guidance Note”) issued by the Institute of Chartered Accountants of India (“the ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor’s 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 and the Standards on Auditing, issued by ICAI and prescribed under section 143(10) of the Act, 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 the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors’ judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that -

- (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the company; and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

Rajkot
June 22, 2021

For P A R K & COMPANY
Chartered Accountants
FRN: 116825W

PRASHANT VORA
Partner
Membership No. 034514
UDIN: 21034514AAAAAE6523

Ashapura Minechem Limited

BALANCE SHEET AS AT 31st MARCH, 2021

(Indian ₹ in lacs)

Particulars	Note No.	As at 31st March 2021	As at 31st March 2020
ASSETS:			
Non-Current Assets			
Property, plant and equipment	2	14,137.34	15,835.34
Capital work in progress		127.40	289.46
Investment property	3	2,220.64	2,257.03
Intangible assets	4	29.54	45.46
Financial assets			
Investments	5	4,376.53	4,391.06
Loans	6	1,249.31	1,210.55
Other financial assets	7	195.35	396.50
Other non-current assets	8	1,611.17	2,785.47
		23,947.28	27,210.87
Current Assets			
Inventories	9	11,781.01	10,655.57
Financial assets			
Investments	5	-	19.40
Trade receivables	10	21,349.87	11,069.00
Cash and cash equivalents	11	1,064.23	1,754.50
Other bank balances	12	640.19	417.97
Loans	6	3.33	4.12
Other financial assets	7	262.90	302.52
Current tax assets (net)	13	1,340.99	1,121.33
Other current assets	8	7,857.52	6,128.44
		44,300.04	31,472.85
		68,247.32	58,683.72
EQUITY AND LIABILITIES:			
Equity			
Equity share capital	14	1,739.72	1,739.72
Other equity	15	3,069.69	(2,433.97)
Money received against share warrants	40	359.44	359.44
		5,168.85	(334.81)
Liabilities			
Non-current liabilities			
Financial Liabilities			
Borrowings	16	6,745.95	8,406.00
Other financial liabilities	17	-	-
Provisions	18	628.03	963.92
Other non-current liabilities	19	25,668.16	30,434.31
		33,042.14	39,804.23
Current liabilities			
Financial Liabilities			
Borrowings	16	-	-
Trade payables	20	-	26.58
Total outstanding dues of Micro and Small Enterprises		-	26.58
Total outstanding dues of creditors other than Micro and Small Enterprises		11,676.34	4,973.72
Other financial liabilities	17	4,412.98	5,322.97
Current Tax Liabilities (Net)	13	1,023.93	
Other current liabilities	19	12,780.54	8,779.17
Provisions	18	142.54	111.86
		30,036.33	19,214.30
		68,247.32	58,683.72

The accompanying notes are interated part of these Financial statements.

As per our report of even date

For P A R K & COMPANY
Chartered Accountants

Sd/-
CHETAN SHAH
Executive Chairman

Sd/-
HEMUL SHAH
Executive Director & Chief Executive Officer

Sd/-
PRASHANT VORA
Partner

Sd/-
ASHISH DESAI
Chief Financial Officer

Sd/-
SACHIN POLKE
Company Secretary & Vice President

Rajkot
22nd June, 2021

Mumbai
22nd June, 2021



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

(Indian ₹ in lacs)

Particulars	Note No.	2020-2021	2019-2020
REVENUE:			
Revenue from operations	21	42,148.70	20,585.63
Other income	22	2,151.30	700.42
Total Revenue		44,300.00	21,286.05
EXPENSES:			
Cost of materials consumed	23	5,612.37	8,223.82
Purchases of traded goods		12,810.48	881.72
Changes in inventories	24	(836.37)	1,455.39
Employee benefits expenses	25	2,248.86	2,468.31
Finance costs	26	3,448.46	1,363.78
Depreciation and amortisation expenses	27	2,022.60	2,092.35
Other expenses	28	14,339.78	11,521.44
Total Expenses		39,646.18	28,006.81
Profit/(loss) before exceptional items and tax		4,653.82	(6,720.76)
Exceptional Items Profit	33	1,933.22	46,051.51
Profit before tax		6,587.04	39,330.75
Tax expenses			
Current tax		-	-
Earlier year's tax	13	(1,023.93)	-
Deferred tax		-	-
Profit for the year		5,563.11	39,330.75
Other Comprehensive income			
Items that will not be reclassified to profit or loss			
a. Remeasurements of defined benefit plans		(44.92)	96.22
b. Gains on Investments in equity instruments classified as FVOCI		(14.53)	26.93
Items that may be reclassified to profit or loss			
Other comprehensive income for the year		(59.45)	123.15
Total Comprehensive Income for the year		5,503.66	39,453.90
Basic earning per share	29	6.40	45.21
Diluted earning per share	29	6.18	45.21
Face value per share		2.00	2.00

The accompanying notes are integral part of these financial statements.
As per our report of even date

For P A R K & COMPANY
Chartered Accountants

Sd/-
PRASHANT VORA
Partner

Rajkot
22nd June, 2021

Sd/-
CHETAN SHAH
Executive Chairman

Sd/-
ASHISH DESAI
Chief Financial Officer

Mumbai
22nd June, 2021

Sd/-
HEMUL SHAH
Executive Director & Chief Executive Officer

Sd/-
SACHIN POLKE
Company Secretary & Vice President

Ashapura Minechem Limited

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH 2021

(Indian ₹ in lacs)

Particulars	As at 31st March 2021	As at 31st March 2020
A CASH FLOW FROM OPERATING ACTIVITIES :		
Net profit/(loss) for the year	5,563.11	39,330.75
Adjustments for -		
Depreciation and amortization	2,022.60	2,092.35
Loss / (profit) on sale of investments	(13.09)	(21.10)
Loss / (profit) on sale of property, plant & equipment	33.85	280.89
Income tax expenses	1,023.93	-
Reversal of impairment loss/(profit) recognised on receivables	(885.05)	826.07
Dividend	(277.65)	(3.31)
Interest	3,208.99	3,479.16
Operating profit before working capital changes	5,113.58	6,654.06
Adjustments for -		
(Increase)/decrease in trade and other receivables	(9,460.14)	(3,294.95)
(Increase)/decrease in other current and non-current assets	(659.02)	248.49
(Increase)/decrease in inventories	(1,125.44)	2,522.80
Increase/(decrease) in provisions	(200.96)	(5.70)
Increase/(decrease) in other current and non-current liabilities	(764.78)	(22,067.84)
Increase/(decrease) in trade and other payables	5,766.05	(23,359.27)
Cash generated from operations	(6,444.29)	(45,956.47)
Direct taxes paid	(219.66)	(126.64)
	(1,550.37)	(39,429.05)
NET CASH FROM OPERATING ACTIVITIES	4,012.74	(98.30)

**B CASH FLOW FROM INVESTING ACTIVITIES :**

Payments for property, plant & equipment	(176.00)	(431.22)
Net cash flow on purchase of investments	32.49	(1,307.06)
Proceeds from disposal of property, plant & equipment	31.90	50.96
Dividend received	277.65	3.31
Interest received	265.47	216.53
NET CASH USED IN INVESTING ACTIVITIES	431.50	(1,467.49)

C CASH FLOW FROM FINANCING ACTIVITIES :

Proceeds from loans borrowed (net)	(1,660.05)	6,964.00
Repayments of borrowings	-	(2,140.00)
Proceeds from issue of share warrants	-	359.44
Interest paid	(3,474.46)	(3,695.69)
NET CASH USED IN FINANCING ACTIVITIES	(5,134.51)	1,487.75

Net Increase in Cash and Cash Equivalents	(690.27)	(78.02)
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Cash and cash equivalents as at beginning of the year	1,754.50	1,832.52
Cash and cash equivalents as at end of the year	1,064.23	1,754.50

As per our report of even date

For P A R K & COMPANY
Chartered Accountants

Sd/-
CHETAN SHAH
Executive Chairman

Sd/-
HEMUL SHAH
Executive Director & Chief Executive Officer

Sd/-
PRASHANT VORA
Partner

Sd/-
ASHISH DESAI
Chief Financial Officer

Sd/-
SACHIN POLKE
Company Secretary & Vice President

Rajkot
22nd June, 2021

Mumbai
22nd June, 2021

Ashapura Minechem Limited

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31st MARCH, 2021

A. SHARE CAPITAL

Particulars	(₹ in Lacs)	
	31st March 2021	31st March 2020
At the beginning of the year	1,739.72	1,739.72
Changes in equity share capital during the year	-	-
At the end of the year	<u>1,739.72</u>	<u>1,739.72</u>

B. OTHER EQUITY

Particulars	Other Comprehensive Income					Total
	Capital redemption reserve	Retained earnings	Security premium	Net gain/ (loss) on fair value of equity instruments	Net gain/ (loss) on fair value of defined benefit plan	
As at 1st April, 2019	1.00	(60,058.54)	17,734.59	479.06	(43.98)	(41,887.87)
Profit for the year	-	39,330.75	-	-	-	39,330.75
Other comprehensive income for the year	-	-	-	26.93	96.22	123.15
As at 31st March, 2020	1.00	(20,727.79)	17,734.59	505.99	52.24	(2,433.97)
Profit for the year	-	5,563.11	-	-	-	5,563.11
Other comprehensive income for the year	-	-	-	(14.53)	(44.92)	(59.45)
As at 31st March, 2021	1.00	(15,164.68)	17,734.59	491.46	7.32	3,069.69

The accompanying notes are interated part of these Financial statements.
As per our report of even date

For P A R K & COMPANY
Chartered Accountants

Sd/-
PRASHANT VORA
Partner

Rajkot
22nd June, 2021

Sd/-
CHETAN SHAH
Executive Chairman

Sd/-
ASHISH DESAI
Chief Financial Officer

Mumbai
22nd June, 2021

Sd/-
HEMUL SHAH
Executive Director & Chief Executive Officer

Sd/-
SACHIN POLKE
Company Secretary & Vice President



Notes forming part of the financial statements for the year ended 31st March 2021

COMPANY INFORMATION

Ashapura Minechem Limited ("the Company") is a public limited company domiciled in India and incorporated on 19th February, 1982 under the provisions of the Companies Act applicable in India. The Company is engaged in the mining, manufacturing and trading of various minerals and its derivative products. The registered office of the Company is located at Jeevan Udyog Building, 3rd Floor, D N Road, Fort, Mumbai – 400 001. The equity shares of the Company are listed on Bombay Stock Exchange (BSE) as well as National Stock Exchange (NSE).

The standalone financial statements ("the financial statements") were authorized for issue in accordance with the resolution of the Board of Directors on 22nd June, 2021.

1 BASIS OF PREPARATION, MEASUREMENT AND SIGNIFICANT ACCOUNTING POLICIES

1.1 Basis of preparation and measurement:

These financial statements are the separate financial statements of the Company (also called standalone financial statements) prepared in accordance with the Indian Accounting Standards ('Ind AS') notified under section 133 of the Companies Act, 2013 ("the Act"), read together with the Companies (Indian Accounting Standards) Rules, 2015, as applicable.

These financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below. The accounting policies have been applied consistently over all the periods presented in these financial statements.

All assets and liabilities have been classified as current or non current as per the Company's normal operating cycle and other criteria as set out in the Division II of Schedule III to the Act. The Company considers 12 months as normal operating cycle.

The Company's financial statements are reported in Indian Rupees, which is also the Company's functional currency, and all values are rounded to the nearest lacs except otherwise indicated.

1.2 Significant accounting policies:

a. Current and Non Current Classification

The Company presents assets and liabilities in the balance sheet based on current and non-current classification. Any asset or liability is classified as current if it satisfies any of the following conditions:

- It is expected to be settled in the Company's normal operating cycle;
- It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.
- It is held primarily for the purpose of being traded;
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.
- All other liabilities are classified as non-current.
- Deferred tax assets and liabilities are classified as non-current only.

b. Key accounting estimates

The preparation of the financial statements, in conformity with the recognition and measurement principles of Ind AS, requires the management to make estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income, expenses and disclosure of contingent liabilities as at the date of financial statements and the results of operation during the reported period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates which are recognised in the period in which they are determined.

The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

Estimates and judgements are regularly revisited. Estimates are based on historical experience and other factors, including futuristic reasonable information that may have a financial impact on the Company.

c. Property, plant and equipment

- (i) Property, plant and equipment are stated at historical cost of acquisition including attributable interest and finance costs, if any, till the date of acquisition/installation of the assets less accumulated depreciation and accumulated impairment losses, if any.
- (ii) Subsequent expenditure relating to property, plant and equipment is capitalised only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance costs are charged to the statement of profit and loss as incurred.
- (iii) The cost and related accumulated depreciation are eliminated from the financial statements, either on disposal or when retired from active use and the resultant gain or loss are recognised in the statement of profit and loss.

- (iv) Capital work-in-progress, representing expenditure incurred in respect of assets under development and not ready for their intended use, are carried at cost. Cost includes related acquisition expenses, construction cost, related borrowing cost and other direct expenditure.
- (v) On transition to Ind AS, the Company has opted to continue with the carrying values measured under the previous GAAP as at 1st April 2016 of its property, plant and equipment and use that carrying value as the deemed cost of the property, plant and equipment on the date of transition i.e. 1st April 2016.
- (vi) The Company depreciates property, plant and equipment on written down value method except for building, plant & machinery, laboratory equipment and excavators where depreciation is provided on straight line method over the estimated useful life prescribed in Schedule II of the Act from the date the assets are ready for intended use after considering the residual value.
- (vii) Intangible assets mainly represent implementation cost for software and other application software acquired/developed for in-house use. These assets are stated at cost. Cost includes related acquisition expenses, related borrowing costs, if any, and other direct expenditure.
- (viii) Items of stores and spares that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Otherwise, such items are classified as inventories.

d. Investments properties

- a) Property which is held for long-term rental or for capital appreciation or both is classified as Investment Property. Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.
- b) Investment properties currently comprise of plot of lands and building.
- c) Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in statement of profit and loss in the period in which the property is derecognised.

e. Investments and financial assets

(i) Investments in subsidiary, joint venture and associate companies

Investments in subsidiary, joint venture and associate companies are recognised at cost and not adjusted to fair value at the end of each reporting period. Cost represents amount paid for acquisition of the said investments.

The Company assesses at the end of each reporting period, if there is any indication that the said investments may be impaired. If so, the Company estimates the recoverable value of the investments and provides for impairment, if any, i.e. the deficit in the recoverable value over cost.

Upon first-time adoption of Ind AS, the Company has elected to measure these investments at the Previous GAAP carrying amount as its deemed cost on the date of transition to Ind AS, i.e. 1st April, 2016.

(ii) Other investments and financial assets

Financial assets are recognised when the Company becomes a party to the contractual provisions of the instrument.

On initial recognition, a financial asset is recognised at fair value. In case of financial assets which are recognised at fair value through profit and loss (FVTPL), its transaction costs are recognised in the statement of profit or loss. In other cases, the transaction costs are attributed to the acquisition value of financial asset.

Financial assets are subsequently classified measured at –

- amortised cost
- fair value through profit and loss (FVTPL)
- fair value through other comprehensive income (FVOCI).

Financial assets are not reclassified subsequent to their recognition except if and in the period the Company changes its business model for managing financial assets.

Financial asset is derecognised only when the Company has transferred the rights to receive cash flows from the financial asset. Where the entity has transferred the asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, financial asset is derecognised.

In accordance with Ind AS 109, the Company applies the expected credit loss ("ECL") model for measurement and recognition of impairment loss on financial assets and credit risk exposures. The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. Simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition. For



recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition.

f. Inventories

- (i) Raw materials and stores and spares are valued at weighted average cost including all charges in bringing the materials to the present location.
- (ii) Finished and semi-finished goods are valued at the cost plus direct expenses and appropriate value of overheads or net realizable value, whichever is lower.
- (iii) Obsolete, slow moving and defective inventories are written off/valued at net realisable value during the year as per policy consistently followed by the Company.

g. Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprises of balance with banks and cash on hand and short term deposits with an original maturity of three month or less, which are subject to insignificant risks of changes in value.

h. Trade receivables

A receivable is classified as a trade receivable if it is in respect of the amount due on account of goods sold or services rendered in the normal course of business. Trade receivables are recognised initially at fair value and subsequently measured net of any expected credit losses.

i. Equity instruments:

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments which are issued for cash are recorded at the proceeds received, net of direct issue costs.

j. Financial liabilities

- (i) Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss.
- (ii) Financial liabilities are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Financial liabilities carried at fair value through profit and loss are measured at fair value with all changes in fair value recognised in the statement of profit and loss.
- (iii) Financial liabilities are derecognised when the obligation specified in the contract is discharged, cancelled or expires.

k. Trade payables

A payable is classified as a trade payable if it is in respect of the amount due on account of goods purchased in the normal course of business. These amounts represent liabilities for goods provided to the Company prior to the end of the financial year which are unpaid. These amounts are unsecured and are usually settled as per the payment terms. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period.

l. Revenue recognition

- (i) Revenue from contract with customers is recognised when the Company satisfies performance obligation by transferring promised goods and services to the customer. Performance obligations are satisfied at a point of time or over a period of time. Performance obligations satisfied over a period of time are recognised as per the terms of relevant contractual agreements/arrangements. Performance obligations are said to be satisfied at a point of time when the customer obtains controls of the asset.
- (ii) Revenue is measured based on transaction price, which is the fair value of the consideration received or receivable, stated net of discounts, return and goods & service tax. Transaction price is recognised based on the price specified in the contract, net of discounts.
- (iii) Domestic sales are accounted for on dispatch from the point of sale corresponding to transfer of significant risks and rewards of ownership to the buyer.
- (iv) Export sales are recognised on the date of the mate's receipt/shipped on board signifying transfer of risks and rewards of ownership to the buyer as per terms of sales and initially recorded at the relevant exchange rates prevailing on the date of the transaction.
- (v) Export incentives are accounted for on export of goods if the entitlements can be estimated with reasonable accuracy and conditions precedent to claim are reasonably expected to be fulfilled.
- (iv) Revenue in respect of other income is recognised on accrual basis. However, where the ultimate collection of the same lacks reasonable certainty, revenue recognition is postponed to the extent of uncertainty.

m. Indirect taxes

Purchases of goods and fixed assets are accounted for net of Goods and Service Tax (GST) input credits. Custom duty paid on import of materials is dealt with in respective material accounts.

n. Mining expenses

Expenses incurred on mining including removal of overburden of mines are charged to the statement of profit & loss as mining cost on the basis of quantity of minerals mined during the year, overburden of removal and mining being carried out concurrently and relatively within a short period of time. Mining restoration expenses are annually reviewed and provided for.

o. Research and development expenses and receipts:

Revenue expenditure on research and development is charged against the profit for the year in which it is incurred. Capital expenditure on research and development is shown as an addition to the fixed assets and is depreciated on the same basis as other fixed assets. Receipts of research & development centre of the Company are accounted for as revenue receipts.

p. Foreign currency transactions

- (i) Items included in the financial statements are measured using the currency of primary economic environment in which the company operates ("the functional currency"). The financial statements are presented in Indian Rupee (INR), which is the company's functional and presentation currency.
- (ii) Foreign currency transactions are initially recorded in the reporting currency at foreign exchange rate on the date of the transaction.
- (iii) Monetary items of current assets and current liabilities denominated in foreign currencies are reported using the closing rate at the reporting date. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.
- (iv) The gain or loss on decrease/increase in reporting currency due to fluctuations in foreign exchange rates are recognised in the statement of profit or loss.

q. Employee benefit expenses

- (i) Contributions to defined contribution schemes such as provident fund, employees' state insurance, labour welfare fund etc. are charged as an expense based on the amount of contribution required to be made as and when services are rendered by the employees. These benefits are classified as defined contribution schemes as the Company has no further obligations beyond the monthly contributions.
- (ii) The Company provides for gratuity which is a defined benefit plan, the liabilities of which are determined based on valuations, as at the reporting date, made by an independent actuary using the projected unit credit method. Re-measurement comprising of actuarial gains and losses, in respect of gratuity are recognised in the other comprehensive income in the period in which they occur. The classification of the Company's obligation into current and non-current is as per the actuarial valuation report.
- (iii) The employees are entitled to accumulate leave subject to certain limits, for future encashment and availment, as per the policy of the Company. The liability towards such unutilised leave as at the end of each balance sheet date is determined based on independent actuarial valuation and recognised in the statement of profit and loss.

r. Leases

Company as lessee

The Company applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (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 of office equipment that are considered to be 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.

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.

s. Borrowing costs

Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds. Also, the effective interest rate amortisation is included in finance costs. Borrowing costs relating to acquisition, construction or production of a qualifying asset which takes substantial period of time to get ready for its intended use are added to the cost of such asset to the extent they relate to the period till such assets are ready to be put to use. All other borrowing costs are expensed in the statement of profit and loss in the period in which they occur.



t. Impairment of non financial assets

As at each reporting date, the Company assesses whether there is an indication that a non-financial asset may be impaired and also whether there is an indication of reversal of impairment loss recognised in the previous periods. If any indication exists, or when annual impairment testing for an asset is required, the Company determines the recoverable amount and impairment loss is recognised when the carrying amount of an asset exceeds its recoverable amount. If the amount of impairment loss subsequently decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, then the previously recognised impairment loss is reversed through the statement of profit and loss.

u. Taxes on income

Income tax expense comprises current tax expense and the deferred tax during the year. Current and deferred taxes are recognised in the statement of profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively.

Current income tax is recognised based on the estimated tax liability computed after taking credit for allowances and exemptions in accordance with the Income Tax Act, 1961. Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Deferred tax is recognised 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 liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are recognized for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. In case of uncertainty of reversal of the deferred tax assets or when it is no longer probable that sufficient taxable profits will be available in the foreseeable future, deferred tax assets, as a matter of prudence, are not recognised.

The carrying amount of deferred tax is reviewed at each reporting date and measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date. The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

v. Provisions and contingent liabilities

The Company creates a provision when there is present obligation, legal or constructive, as a result of past events that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation.

Contingent liabilities are disclosed in respect of possible obligations that arise from past events, whose existence would be confirmed by the occurrence or non-occurrence of one or more uncertain future events. Contingent assets are neither recognised nor disclosed in the financial statements.

w. Earnings Per Share

- (i) Basic earnings per share is computed by dividing the net profit or loss for the period attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.
- (ii) For the purpose of calculating diluted earning per share, the net profit or loss for the period attributable to the equity shareholders and the weighted average number of equity shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

x. Offsetting instruments

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

y. Events after the reporting period

Adjusting events are events that provide further evidence of conditions that existed at the end of the reporting period. The financial statements are adjusted for such events before authorisation for issue. Non-adjusting events are events that are indicative of conditions that arose after end of the reporting period. Non-adjusting events after the reporting date are not accounted, but disclosed.

z. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the operating decision makers. The decision makers regularly monitor and review the operating result of the whole Company. The activities of the Company, in the opinion of the management, primarily falls under a single segment of "Minerals and its derivative products" in accordance with the Ind AS 108 "Operating Segments".

Ashapura Minechem Limited

Note 2

Property, plant and equipment

(Indian ₹ in lacs)

Particulars	Land	Buildings	Plant & Equipment	Barges	Office Equipment	Furniture & Fixtures	Vehicles	Total
Gross carrying value								
As at 1st April, 2019	1,522.42	5,288.02	23,383.75	75.98	1,025.45	1,420.89	776.92	33,493.43
Additions	17.89	58.14	785.75	-	10.43	0.91	2.02	875.14
Disposals /transfer	-	-	(1,196.97)	-	-	-	(30.14)	(1,227.11)
As at 31st March, 2020	1,540.31	5,346.16	22,972.52	75.98	1,035.88	1,421.80	748.80	33,141.45
Additions	-	24.36	262.23	-	14.27	0.42	1.52	302.80
Disposals	-	-	(47.48)	-	-	-	(10.91)	(58.39)
As at 31st March, 2021	1,540.31	5,370.52	23,187.27	75.98	1,050.15	1,422.22	739.41	33,385.87
Accumulated depreciation								
As at 1st April, 2019	-	761.96	12,561.87	73.54	924.34	1,168.79	699.02	16,189.52
Depreciation charged	-	151.35	1,757.10	-	32.18	57.36	13.88	2,011.87
Disposals /transfer	-	-	(867.12)	-	-	-	(28.15)	(895.27)
As at 31st March, 2020	-	913.31	13,451.85	73.54	956.52	1,226.15	684.75	17,306.12
Depreciation charged	-	170.58	1,731.95	-	16.98	41.14	9.64	1970.28
Disposals	-	-	(17.52)	-	-	-	(10.36)	(27.88)
As at 31st March, 2021	-	1,083.89	15,166.27	73.54	973.50	1,267.29	684.03	19,248.53
Net carrying value								
As at 31st March, 2020	1,540.31	4,432.85	9,520.68	2.44	79.36	195.65	64.05	15,835.34
As at 31st March, 2021	1,540.31	4,286.63	8,021.00	2.44	76.65	154.93	55.38	14,137.34



Note 3

Investment Properties

(Indian ₹ in lacs)

Particulars	Land	Building	Total
Gross carrying value			
As at 1st April, 2019	229.38	2,803.13	3,032.51
Additions	-	-	-
Disposals	-	-	-
As at 31st March, 2020	229.38	2,803.13	3,032.51
Additions	-	-	-
Disposals	-	-	-
As at 31st March, 2021	229.38	2,803.13	3,032.51
Accumulated depreciation			
As at 1st April, 2019	-	720.94	720.94
Depreciation charged/transfer	-	54.54	54.54
Disposals	-	-	-
As at 31st March, 2020	-	775.48	775.48
Depreciation charged	-	36.39	36.39
Disposals	-	-	-
As at 31st March, 2021	-	811.87	811.87
Net Carrying Amount			
As at 31st March, 2020	229.38	2,027.65	2,257.03
As at 31st March, 2021	229.38	1,991.26	2,220.64

i) Amount recognised in profit or loss for investment properties

(Indian ₹ in lacs)

Particulars	31st March 2021	31st March 2020
Rental income	229.45	226.87
Direct operating expenses	-	-
Gain from investment properties before depreciation	229.45	226.87
Depreciation	36.39	54.54
Gain from investment properties	193.06	172.33

ii) Contractual obligations

There are no contractual obligations to purchase, construct or develop investment property.

iii) Fair Value

The fair value of the Company's investment properties at the end of the year have been deemed to be fair value determined on the basis of the judgement of the management.

Ashapura Minechem Limited

Note 4

Intangible assets

	(Indian ₹ in lacs)	
Particulars	Computer Software	Total
Gross carrying value (at deemed cost)		
As at 1st April, 2019	250.28	250.28
Additions	-	-
As at 31st March, 2020	250.28	250.28
Additions	-	-
As at 31st March, 2021	250.28	250.28
Accumulated depreciation		
As at 1st April, 2019	178.88	178.88
Amortisation	25.94	25.94
As at 31st March, 2020	204.82	204.82
Amortisation	15.92	15.92
As at 31st March, 2021	220.74	220.74
Net carrying value		
As at 31st March, 2020	45.46	45.46
As at 31st March, 2021	29.54	29.54

Note No. 5

Investments

	(Indian ₹ in lacs)	
Particulars	31st March 2021	31st March 2020
Non-current Investments		
a. Investments valued at cost, fully paid up		
Investments in subsidiaries in India		
Ashapura International Limited ¹ 3,000,000 Equity Shares of ₹ 10 each	327.27	327.27
Ashapura Claytech Limited 3,560,000 Equity Shares of ₹ 10 each fully paid-up	371.00	371.00
Prashansa Ceramics Limited 700,000 Equity Shares of ₹ 10 each fully paid-up	147.00	147.00
Bombay Minerals Limited ¹ 218,080 Equity Shares of ₹ 10 each fully paid-up	961.54	961.54
Ashapura Aluminum Limited 50,000 Equity Shares of ₹ 10 each fully paid-up	5.00	5.00
Ashapura Consultancy Services Private Limited 10,000 Equity Shares of ₹ 10 each fully paid-up	1.00	1.00
Ashapura Resources Private Limited 10,000 Equity Shares of ₹ 10 each fully paid-up	1.00	1.00



Sharda Consultancy Private Limited 10,000 Equity Shares of ₹ 10 each fully paid-up	1.00	1.00
Peninsula Property Developers Private Limited 10,000 Equity Shares of ₹ 10 each fully paid-up	1.00	1.00
	<u>1,815.81</u>	<u>1,815.81</u>
Investments in subsidiaries outside India		
Ashapura Minechem UAE FZE 68 Equity Shares of AED 1,50,000 each fully paid-up	1,123.13	1,123.13
	<u>1,123.13</u>	<u>1,123.13</u>
Investments in joint ventures in India		
Ashapura Perfoclay Limited ¹ 8,966,590 Equity Shares of ₹ 10 each fully paid-up	896.66	896.66
	<u>896.66</u>	<u>896.66</u>
Investments in joint ventures outside India		
Ashapura Midgulf NV (AMCOL) Antwerp 30,750 Equity Shares of Euro 1 each fully paid-up	17.76	17.76
	<u>17.76</u>	<u>17.76</u>
Investments in associates in India		
Ashapura Arcadia Logistics Private Limited 55,000 Equity Shares of ₹ 10 each fully paid-up	5.50	5.50
	<u>5.50</u>	<u>5.50</u>
b. Investments in equity shares in others carried at fair value through OCI, fully paid up (Unquoted)		
Shantilal Multiport Infrastructure Private Limited 186,285 Equity Shares of ₹ 10 each fully paid-up	516.46	530.99
	<u>516.46</u>	<u>530.99</u>
c. Investment valued at cost		
National Savings Certificates (under lien with sales tax/mining authorities)	1.21	1.21
	<u>1.21</u>	<u>1.21</u>
Total non-current investments	<u>4,376.53</u>	<u>4,391.06</u>
<u>Current Investment</u>		
a. Investment in Mutual fund		
Nil (8,53,380) units of Baroda Mutual Fund of ₹ 10 each	-	19.40
Total current investments	<u>-</u>	<u>19.40</u>
¹ Investments in these equity shares are pledged with a creditor. Refer note no 39		
Aggregate amount of quoted investments	-	19.40
Market value of quoted investments	-	19.40
Aggregate amount of unquoted investments	4,376.53	4,391.06

Ashapura Minechem Limited

Note 6

Loans

(Indian ₹ in lacs)

Particulars	Non-current		Current	
	31st March 2021	31st March 2020	31st March 2021	31st March 2020
Unsecured, considered good				
Loans to a wholly-owned subsidiary company	1,245.48	1,209.86	-	-
Employee loans	3.83	0.69	3.33	4.12
Total loans	1,249.31	1,210.55	3.33	4.12

Particulars of loans and advances in the nature of loans as required by regulation 34(3) and 53(f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Schedule V to the Companies Act.

(Indian ₹ in lacs)

Name of the entity	Outstanding balances		Maximum balance outstanding during the year	
	31st March 2021	31st March 2020	31st March 2021	31st March 2020
Subsidiaries:				
Ashapura Minechem (UAE) FZE	1,245.48	1,209.86	1,245.48	1,209.86
	1,245.48	1,209.86		

Note 7

Other financial assets

(Indian ₹ in lacs)

Particulars	Non-current		Current	
	31st March 2021	31st March 2020	31st March 2021	31st March 2020
Term deposits with maturity of more than 12 months *	182.93	387.93	-	-
Claims receivables	-	-	262.90	302.52
Interest receivables	12.42	8.57	-	-
Total other financial assets	195.35	396.50	262.90	302.52

* under lien with banks against letter of credits and bank guarantees



Note 8

Other assets

(Indian ₹ in lacs)

Particulars	Non-current		Current	
	31st March 2021	31st March 2020	31st March 2021	31st March 2020
Trade advances to suppliers	-	-	8,227.37	6,763.12
Less: Provision for doubtful advances	-	-	2,782.07	2,972.17
			5,445.30	3,790.95
Capital advances	60.93	64.67	-	-
Security deposits	1,550.24	2,720.80	-	-
Employee advances	-	-	3.82	17.01
Prepaid expenses	-	-	127.83	108.97
Employee benefit assets	-	-	-	104.24
Input credit receivables	-	-	467.44	216.41
Other advances	-	-	1,813.13	1,890.86
Total other assets	1,611.17	2,785.47	7,857.52	6,128.44
Security deposits:				
Towards land and premises to directors, firms and companies in which some of the directors are interested	45.00	45.00	-	-
Towards premises to subsidiary companies	51.00	51.00	-	-
Trade advances:				
- To subsidiary companies	-	-	3,004.04	2,787.86
- To companies or firms in which some of the directors are interested	-	-	674.00	691.49

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Note 9

Inventories

	(Indian ₹ in lacs)	
Particulars	31st March 2021	31st March 2020
Raw materials	1,174.45	961.08
Semi finished goods	2,098.57	2,228.04
Finished goods	2,526.30	1,600.19
Stock-in-trade	5,226.16	5,186.43
Stores & spares	535.79	526.75
Packing materials	219.74	153.08
Total inventories	11,781.01	10,655.57

Note 10

Trade Receivables

(Unsecured, considered good unless otherwise stated)

	(Indian ₹ in lacs)	
Particulars	31st March 2021	31st March 2020
Trade receivables	22,683.15	12,408.47
Less: Provision for doubtful debts	(1,333.28)	(1,339.47)
Total trade receivables	21,349.87	11,069.00
Above includes due from related party		
- Subsidiaries	3,526.62	4,605.38
- Joint ventures & associates	2,094.90	2,800.47

Note 11

Cash and cash equivalents

	(Indian ₹ in lacs)	
Particulars	31st March 2021	31st March 2020
Balances with banks	1,006.48	1,703.07
Cash on hand	56.10	51.43
Other term deposits	1.65	-
Total cash and cash equivalents	1,064.23	1,754.50

Note 12

Other bank balances

	(Indian ₹ in lacs)	
Particulars	31st March 2021	31st March 2020
Margin money deposits *	640.19	417.97
Total other bank balances	640.19	417.97

* under lien against guarantees to mining authorities and letter of credits.



Note 13

Income tax

(Indian ₹ in lacs)

Particulars	31st March 2021	31st March 2020
-------------	--------------------	--------------------

The following table provides the details of income tax assets and liabilities :

Current Income tax assets	1,340.99	1,121.33
Current income tax liabilities	1,023.93	-
Net balance	317.06	1,121.33

The gross movement in the current tax asset / (liability) :

Net current income tax asset at the beginning	1,121.33	994.69
Income tax paid (net of refunds)	219.66	126.64
Current income tax expense*	(1023.93)	-
Income tax on other comprehensive income	-	-
Net current income tax asset at the end	317.06	1,121.33

* Payable under Vivas se Vishwas Scheme under Income Tax dispute resolution scheme

Note 14

Equity share capital

(Indian ₹ in lacs)

Particulars	31st March 2021	31st March 2020
-------------	--------------------	--------------------

Authorised

125,000,000 equity shares of ₹ 2 each	2,500.00	2,500.00
6,500,000 preference shares of ₹ 100 each	6,500.00	6,500.00
	9,000.00	9,000.00

Issued, Subscribed and Paid up

86,986,098 equity shares of ₹ 2 each	1,739.72	1,739.72
Total equity share capital	1,739.72	1,739.72

Reconciliation of equity shares outstanding at the beginning and at the end of the year

(₹ in lacs)

Particulars	As on 31st March, 2021		As on 31st March, 2020	
	No. of shares	₹	No. of shares	₹
Equity shares:				
Balance at the beginning of the year	8,69,86,098	1,739.72	8,69,86,098	1,739.72
Addition during the year	-	-	-	-
Balance at end of the year	8,69,86,098	1,739.72	8,69,86,098	1,739.72

Name of Shareholder	As at 31st March 2021		As at 31st March 2020	
	Nos.	% of holding	Nos.	% of holding
Mr. Chetan Navnittal Shah	1,35,43,814	15.57	1,35,43,814	15.57
Mrs. Dina Chetan Shah	92,02,360	10.58	92,02,360	10.58
Ashapura Industrial Finance Limited	95,14,331	10.93	80,88,000	9.30
Albula Investment Fund Limited	78,57,345	9.03	78,57,345	9.03

Rights, preferences and restrictions attached to shares

The company has one class of equity shares having a face value of ₹ 2 each ranking pari passu in all respect including voting rights and entitlement to dividend. Each holder of equity shares is entitled to one vote per share. Dividend proposed by the board of directors and approved by the shareholders in the annual general meeting is paid to the shareholders.

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Note 15

Other equity

	(Indian ₹ in lacs)	
Particulars	31st March 2021	31st March 2020
Capital Redemption Reserve		
Balance at the beginning of the year	1.00	1.00
Additions during the year	-	-
Balance at the end of the year	<u>1.00</u>	<u>1.00</u>
Securities Premium Account		
Balance at the beginning of the year	17,734.59	17,734.59
Transferred from retained earnings	-	-
Balance at the end of the year	<u>17,734.59</u>	<u>17,734.59</u>
Retained earnings		
Balance at the beginning of the year	(20,727.79)	(60,058.54)
Profit/(loss) for the year	5,563.11	39,330.75
Transfer to general reserve	-	-
Balance at the end of the year	<u>(15,164.68)</u>	<u>(20,727.79)</u>
Other components of equity		
Remeasurement of defined benefit plans	7.32	52.24
Gains on investments in equity instruments	491.46	505.99
	<u>498.78</u>	<u>558.23</u>
Total other equity	<u><u>3,069.69</u></u>	<u><u>(2,433.97)</u></u>

Capital redemption reserve: The Company has created capital redemption reserve from distributable profit upon redemption of preference shares in the past years.

Securities premium account: Amount received in excess of face value of the equity shares is recognized in securities premium account. The reserve is utilised in accordance with the provisions of the Companies Act.

Retained earnings: Retained earnings are the profits/loss of the Company till date, less transfers to general reserve, dividends or other distributions paid to shareholders.

Net gain/(loss) on fair value of defined benefit plans: The Company has recognised remeasurement gains/(loss) on defined benefit plans in OCI. These changes are accumulated within the OCI reserve within other equity. The Company transfers amount from this reserve to retained earning when the relevant obligations are derecognized.

Gain/(loss) on investment in equity instruments: The Company has elected to recognise changes in the fair value of certain investments in equity securities in OCI. These changes are accumulated within the FVTOCI equity investment reserve within equity. The Company transfers amount from this reserve to retained earning when the relevant equity securities are derecognized.

Note 16

Borrowings

	(Indian ₹ in lacs)			
Particulars	Non-current		Current	
	31st March 2021	31st March 2020	31st March 2020	31st March 2020
Secured				
Term loans from banks and others*	6,745.95	8,406.00	-	-
* upon assignment from a financial institution	-	-	-	-
	<u>6,745.95</u>	<u>8,406.00</u>	<u>-</u>	<u>-</u>
Unsecured				
	-	-	-	-
	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Total borrowings	<u><u>6,745.95</u></u>	<u><u>8,406.00</u></u>	<u><u>-</u></u>	<u><u>-</u></u>

Note: Term loans from banks and others are against hypothecation of plant & equipment and vehicles, inventories and book debts and further secured by equitable mortgage of certain immovable assets of the company and also against personal guarantees of some of the directors.



Note 17

Other financial liabilities

(Indian ₹ in lacs)

Particulars	Non-current		Current	
	31st March 2021	31st March 2020	31st March 2021	31st March 2020
Current maturities of long-term debt	-	-	1,812.05	912.00
Interest accrued and due on borrowings	-	-	-	26.00
Derivatives and other claims payable	-	-	2,500.00	4,331.07
Payables towards services received	-	-	100.93	53.90
Total other financial liabilities	-	-	4,412.98	5,322.97

Note 18

Provisions

(Indian ₹ in lacs)

Particulars	Non-current		Current	
	31st March 2021	31st March 2020	31st March 2021	31st March 2020
Provision for leave encashment	81.94	74.59	19.45	17.28
Provision for minning restoration	546.09	889.33	-	-
Provision for bonus	-	-	66.67	76.76
Provision for gratuity	-	-	38.60	-
Provision for royalty	-	-	17.82	17.82
Total provisions	628.03	963.92	142.54	111.86

Note 19

Other liabilities

(Indian ₹ in lacs)

Particulars	Non-current		Current	
	31st March 2021	31st March 2020	31st March 2021	31st March 2020
Advances from customers	-	-	3,240.72	3,226.06
Statutory liabilities	-	-	88.14	67.46
Shipping claims payable	25,668.16	30,434.31	8,620.00	3,829.13
Payable for capital assets	-	-	38.49	231.46
Other liabilities	-	-	793.19	1,425.06
Total other liabilities	25,668.16	30,434.31	12,780.54	8,779.17

Note 20

Trade payables

(Indian ₹ in lacs)

Particulars	Current	
	31st March 2021	31st March 2020
Trade payables		
Total outstanding dues of Micro and Small Enterprises (refer note no. 36)	-	26.58
Total outstanding dues of creditors other than Micro and Small Enterprises	11,676.34	4,973.72
Total trade payables	11,676.34	5,000.30

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Note 21

Revenue from operations

	(Indian ₹ in lacs)	
Particulars	2020-2021	2019-2020
Sale of Products		
Export sales	30,717.56	4,375.31
Domestic sales	10,107.94	14,931.10
	40,825.50	19,306.41
Other Operating Revenue		
Research & development fees receipts	200.69	225.38
Other operating income	1,122.51	1,053.84
	42,148.70	20,585.63
Total revenue from operations	42,148.70	20,585.63

Note 22

Other income

	(Indian ₹ in lacs)	
Particulars	2020-2021	2019-2020
Interest receipts	265.47	216.53
Dividend receipts	277.65	3.31
Profit on sale of investments (net)	13.09	21.10
Lease rent receipts	373.83	358.71
Gain on foreign currency fluctuation	229.77	-
Sundry balances / Excess provisions written back (net)	885.05	-
Miscellaneous income	106.44	100.77
	2,151.30	700.42
Total other income	2,151.30	700.42

Note 23

Cost of materials consumed

	(Indian ₹ in lacs)	
Particulars	2020-2021	2019-2020
Raw materials consumed		
Opening stock	961.08	1,887.24
Add: Purchases	5,147.04	5,303.15
Less: Closing stock	(1,174.45)	(961.08)
	4,933.67	6,229.31
Packing materials consumed		
Opening stock	153.08	226.84
Add: Purchase and direct expenses	557.30	537.21
Less: Closing stock	(219.74)	(153.08)
	490.64	610.97
Rent and royalty	93.52	291.70
Mining expenses	94.54	1,091.84
	5,612.37	8,223.82
Total cost of material consumed	5,612.37	8,223.82

**Note 24****Changes in inventories**

	(Indian ₹ in lacs)	
Particulars	2020-2021	2019-2020
Closing Stock		
Finished goods	2,526.30	1,600.19
Stock-in-trade	5,226.16	5,186.43
Semi finished goods	2,098.57	2,228.04
	<u>9,851.03</u>	<u>9,014.66</u>
Opening Stock		
Finished goods	1,600.19	2,112.02
Stock-in-trade	5,186.43	5,505.74
Semi finished goods	2,228.04	2,852.29
	<u>9,014.66</u>	<u>10,470.05</u>
Changes in inventories	<u>(836.37)</u>	<u>1,455.39</u>

Note 25**Employee benefit expenses**

	(Indian ₹ in lacs)	
Particulars	2020-2021	2019-2020
Salaries, wages, allowances and bonus	1,828.07	2,067.77
Directors' remuneration	98.94	37.11
Contribution to provident fund & other welfare funds	208.15	164.70
Staff welfare expenses	113.70	198.73
Total employee benefit expenses	<u>2,248.86</u>	<u>2,468.31</u>

Note 26**Finance costs**

	(Indian ₹ in lacs)	
Particulars	2020-2021	2019-2020
Interest		
Banks	-	568.87
Income tax	0.18	0.20
Others	3,448.28	754.86
	<u>3,448.46</u>	<u>1,323.93</u>
Other borrowing costs	-	39.85
Total finance costs	<u>3,448.46</u>	<u>1,363.78</u>

Ashapura Minechem Limited

Note 27

Depreciation and amortisation expenses

	(Indian ₹ in lacs)	
Particulars	2020-2021	2019-2020
Depreciation on assets	2,006.68	2,066.41
Amortisation of intangible assets	15.92	25.94
Total depreciation and amortisation	2,022.60	2,092.35

Note 28

Other expenses

	(Indian ₹ in lacs)	
Particulars	2020-2021	2019-2020
<u>Manufacturing expenses</u>		
Power and fuel	2,101.31	2,171.24
Machinery repairs and maintenance	75.83	82.11
Stores and spares	491.27	650.73
Carriage inward	18.97	26.71
Other expenses	908.67	764.36
	3,596.05	3,695.15
<u>Selling and distribution expenses</u>		
Sales commission	0.00	0.14
Export freight and insurance	6,818.35	1,115.36
Export custom duty	16.24	21.21
Export and other shipment expenses	2,198.50	1,900.84
	9,033.09	3,037.55
<u>Administrative and other expenses</u>		
Advertisement and business promotion	17.45	23.16
Rent	62.62	103.20
Rates and taxes	103.50	64.66
Repairs to buildings and others	71.01	114.17
Insurance premiums	121.06	71.24
Travelling expenses	69.83	149.46
Foreign currency fluctuation loss	0.00	1,995.52
Legal and professional fees	317.20	304.78
Provision for doubtful debts and advances and bad debts	0.00	826.07
Bank discount, commission and other charges	28.94	24.53
Payment to auditors	53.49	51.00
Directors sitting fees	21.50	15.75
Loss on sale of property, plant & equipment (net)	33.85	280.89
Corporate social responsibility	151.50	-
Donations	6.39	29.88
Miscellaneous expenses	652.31	734.43
	1,710.64	4,788.74
Total other expenses	14,339.78	11,521.44
<u>Expenditure towards Corporate Social Responsibility (CSR) activities</u>		
Gross amount required to be spent by the Company during the year	146.89	-
Amount spent in cash during the year		
i) Construction/acquisition of any asset	-	-
ii) On purposes other than (i) above	151.50	-
	151.50	-



Payments to auditors

Audit fees (including quarterly limited review)	44.50	41.75
Tax audit fees	6.00	6.00
Other services	2.75	1.59
Reimbursement of expenses	0.24	1.66
	53.49	51.00

Note 29

Earning per share

Particulars	2020-2021	2019-2020
Profit for the year (Indian ₹ in lacs)	5,563.11	39,330.75
Weighted average number of shares (Nos)	8,69,86,098	8,69,86,098
Diluted number of shares (net)	9,00,29,058	8,69,86,098
Earnings per share (Basic) ₹	6.40	45.21
Earnings per share (Diluted) ₹	6.18	45.21
Face value per share ₹	2.00	2.00

Ashapura Minechem Limited

Note 30

Fair value measurement

i) Financial instruments by category :

Particulars	(Indian ₹ in lacs)							
	31st March 2021				31st March 2020			
	FVPL	FVOCI	Amortised cost	Fair value	FVPL	FVOCI	Amortised cost	Fair value
Financial assets								
Investments	-	516.46	3,860.07	4,376.53	19.40	530.99	3,860.07	4,410.46
Trade receivables	-	-	21,349.87	21,349.87	-	-	11,069.00	11,069.00
Loans - non-current	-	-	1,249.31	1,249.31	-	-	1,210.55	1,210.55
Loans - current	-	-	3.33	3.33	-	-	4.12	4.12
Other financial assets - non-current	-	-	195.35	195.35	-	-	396.50	396.50
Other financial assets - current	-	-	262.90	262.90	-	-	302.52	302.52
Cash and cash equivalents	-	-	1,064.23	1,064.23	-	-	1,754.50	1,754.50
Other bank balances	-	-	640.19	640.19	-	-	417.97	417.97
Total financial assets	-	516.46	28,625.25	29,141.71	19.40	530.99	19,015.23	19,565.62
Financial liabilities								
Borrowings								
Long term borrowings*	-	-	8,558.00	8,558.00	-	-	9,318.00	9,318.00
Short term borrowings	-	-	-	-	-	-	-	-
Trade payables	-	-	11,676.34	11,676.34	-	-	5,000.30	5,000.30
Other financial liabilities - non-current	-	-	-	-	-	-	-	-
Other financial liabilities -current	-	-	2,600.93	2,600.93	-	-	4,410.97	4,410.97
Total financial liabilities	-	-	22,835.27	22,835.27	-	-	18,729.27	18,729.27

* including current maturities of long term debt

ii) Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair value are disclosed in the financial statements. To provide an indication about the realisability of the inputs used in determining fair value, the Company has classified its financial instruments into the following three levels prescribed under Ind AS -113 "Fair Value Measurements".

Financial assets measured at fair value - recurring fair value measurements at 31st March 2021

Particulars	(Indian ₹ in lacs)			
	Level 1	Level 2	Level 3	Total
Financial investment at FVOCI				
Investment in equity shares (unquoted)	-	-	516.46	516.46
Total	-	-	516.46	516.46

Financial assets measured at fair value - recurring fair value measurements at 31st March 2020

Particulars	(Indian ₹ in lacs)			
	Level 1	Level 2	Level 3	Total
Financial investment at FVOCI				
Investment in equity shares (unquoted)	-	-	530.99	530.99
Financial investment at FVPL				
Investment in Mutual Fund	19.40	-	-	19.40
Total	19.40	-	530.99	550.39

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices in active markets. Quotes would includes rates/values/valuation references published periodically by stock exchanges on basis of which trades take place in a linked or unlinked active market. This includes traded bonds and mutual funds, as the case may be.

Level 2: The fair value of financial instruments that are not traded in an active market are determined using valuation techniques which maximise the use of observable market data (either directly as prices or indirectly derived from prices) and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and indetermination asset included in level 3.



Note 31

Financial risk management

The Company's activities expose it to credit risk, liquidity risk and market risk.

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, financial assets and trade receivables	Credit ratings, Aging analysis, credit evaluation	Diversification of counter parties, investment limits, check on counter parties basis credit rating and number of overdue days
Liquidity risk	Borrowings, trade payables and other liabilities	Maturity analysis	Maintaining sufficient cash/ cash equivalents and marketable securities
Market risk	Financial assets and liabilities not denominated in INR	Sensitivity analysis	Constant evaluation and proper risk management policies

The Board provides guiding principles for overall risk management as well as policies covering specific areas such as foreign exchange risk, credit risk and investment of surplus liquidity.

A. Credit risk

Credit risk refers to the risk of a counter party default on its contractual obligation resulting into a financial loss to the Company. The maximum exposure of the financial assets represents trade receivables, work in progress and receivables from group companies and others.

In respect of trade receivables, the Company uses a provision matrix to compute the expected credit loss allowances for trade receivables in accordance with the expected credit loss (ECL) policy of the Company. The Company regularly reviews trade receivables and necessary provisions, whenever required, are made in the financial statements.

B. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in raising funds to meet its commitments associated with financial instruments. Liquidity risk may result from an inability to sell a financial assets quickly at close to its fair value.

The Company, to the best extent possible, attempts to manage liquidity risk by maintaining adequate liquid assets and banking facilities by continuously monitoring forecast and actual cash flows and by matching the maturity profiles of financial assets and liabilities.

Contractual maturities of significant financial liabilities are as follows:

(Indian ₹ in lacs)

Particulars	Less than or equal to one year	more than one year	Total
Liquidity exposure as on 31st March 2021			
Financial Assets			
Investments	-	4,376.53	4,376.53
Loans	3.33	1,249.31	1,252.64
Trade receivables	21,349.87	-	21,349.87
Cash and cash equivalents	1,064.23	-	1,064.23
Other bank balances	640.19	-	640.19
Other financial assets	262.90	195.35	458.25
Total financial assets	23,320.52	5,821.19	29,141.71
Financial Liabilities			
Long term borrowings *	1,812.05	6,745.95	8,558.00
Short term borrowings	-	-	-
Trade payables	11,676.34	-	11,676.34
Other financial liabilities	2,600.93	-	2,600.93
Total financial liabilities	16,089.32	6,745.95	22,835.27

Ashapura Minechem Limited

Liquidity exposure as on 31st March 2020

Financial Assets

Investments	19.40	4,391.06	4,410.46
Loans	4.12	1,210.55	1,214.67
Trade receivables	11,069.00	-	11,069.00
Cash and cash equivalents	1,754.50	-	1,754.50
Other bank balances	417.97	-	417.97
Other financial assets	302.52	396.50	699.02
Total financial assets	13,567.51	5,998.11	19,565.62

Financial Liabilities

Long term borrowings*	912.00	8,406.00	9,318.00
Short term borrowings	-	-	-
Trade payables	5,000.30	-	5,000.30
Other financial liabilities	4,410.97	-	4,410.97
Total financial liabilities	10,323.27	8,406.00	18,729.27

* including current maturities of long term debt

C. Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Such changes in the values of financial instruments may result from changes in foreign currency exchange rates, interest rates, credit, liquidity and other market changes.

The Company has several balances in foreign currency and consequently, the Company is exposed to foreign exchange risk. The Company evaluates exchange rate exposure arising from foreign currency transactions and follows established risk management policies, to the extent possible.

a) 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's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates. The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings, wherever possible.

Company's exposure to foreign currency risk at the end of each reporting period is as under:

b) a) Exposure in foreign currency -Hedged The Company has no hedged foreign currency exposure at the end of the relevant period.

c) Exposure in foreign currency - unhedged

	(respective foreign currencies in lacs)	
Currency	31st March, 2021	31st March, 2020
Receivables		
USD	203.77	25.90
EURO	11.97	6.63
Payables		
USD	21.09	315.66
EURO	1.44	2.01
AED	12.86	-
Loans to overseas subsidiaries		
USD	17.04	16.00

d) Foreign currency sensitivity



The Company is mainly exposed to changes in USD and EURO. The below table demonstrates the sensitivity to a 5% increase or decrease in the USD and EURO against INR, with all other variables held constant. The sensitivity analysis is prepared on the net unhedged exposure of the Company as at reporting date. 5% represents management's assessment of reasonably possible change in foreign exchange rate.

(Indian ₹ in lacs)			
Particulars	Currency	Change in rate	Effect on profit before tax
31 March 2021	USD	+5%	729.98
	USD	-5%	(729.98)
31 March 2020	USD	+5%	(1,034.81)
	USD	-5%	1,034.81
31 March 2021	EURO	+5%	45.17
	EURO	-5%	(45.17)
31 March 2020	EURO	+5%	19.12
	EURO	-5%	(19.12)

Note 32

Capital management

For the purpose of the Company's capital management, capital includes issued capital and all other equity reserves attributable to the equity shareholders of the Company. The primary objective of the Company when managing capital is to safeguard its ability to continue as a going concern and to maintain an optimal capital structure so as to maximize shareholder value. The Company's capital management objective is to maximise the total shareholder returns by optimising cost of capital through flexible capital structure that supports growth. Further, the Company attempts to ensure optimal credit risk profile to maintain/enhance credit rating.

The Company determines the amount of capital required on the basis of annual operating plan and long-term strategic plans. The funding requirements are met through internal accruals and long-term/short-term borrowings. The Company monitors the capital structure on the basis of net debt to equity ratio and maturity profile of the overall debt portfolio of the company. Due to the business losses for the past few years, the net worth of the company remains negative.

The following table summarises the capital of the Company:

Particulars	(Indian ₹ in lacs)	
	As at 31st March 2021	31st March 2020
Total debt	8,558.00	9,318.00
Total equity	5,168.85	(334.81)

Dividends

(₹ in lacs)

Dividends not recognised in the financial statements	31st March 2021	31st March 2020
The Board of Directors have recommended the payment of final dividend @ 25.00% (₹ 0.50 per share) for the financial year 2020-21. The proposed dividend is subject to the approval of the shareholders in the ensuing general meeting	434.93	-

Ashapura Minechem Limited

Note 33

Exceptional items represents:

(Indian ₹ in lacs)			
No.	Particulars	31st March 2021	31st March 2020
1	Excess/(additional) liabilities in respect of settlement with creditors (net)	1,933.22	56,648.92
2	Profit/(Loss) on transfer of the pledged shares (refer note no. 39)	-	(26,459.68)
3	Excess/ (additional) liabilities on one time settlement with banks (net)	-	15,862.27
	Total....	1,933.22	46,051.51

Note 34

Contingent Liabilities

(Indian ₹ in lacs)			
No.	Particulars	31st March 2021	31st March 2020
1	Guarantees to banks against credit facilities extended to subsidiary Companies	4,980.00	4,700.00
2	Guarantees to banks against credit facilities extended to Associate Companies	3,200.00	3,200.00
3	Guarantees given by the Company to various Government Authorities	4,383.25	4,383.25
4	In respect of Contract remaining to be executed	157.06	170.38
5	In respect of Taxation Matters	2,843.42	1,545.11
6	In respect of disputed VAT and service tax matters	278.37	51.42
7	Shipping claims against the Company not acknowledged as debt	5,368.00	4,761.39
8	Other claims against the Company not acknowledged as debt	4,559.23	17,990.37
9	In respect of other matters	21.68	27.43
	Total....	25,791.01	36,829.34

Note 35

Employee benefits

Funded Scheme - Gratuity

Liability for employee gratuity has been determined by an actuary, appointed for the purpose, in conformity with the principles set out in the Indian Accounting Standard 19 the details of which are as hereunder. The Company makes contributions to approved gratuity fund.

(Indian ₹ in lacs)			
No.	Particulars	31st March 2021	31st March 2020
Amount recognised in balance sheet			
	Present value of funded defined benefit obligation	597.06	573.19
	Fair value of plan assets	558.46	677.43
	Net unfunded obligation/(surplus assets)	(38.60)	104.24
Expense recognised in the statement of profit and loss			
	Current service cost	33.44	40.64
	Prior period - Change in limit	76.60	-
	Expected return on plan assets	-	-
	Interest on net defined benefit asset	(7.16)	(0.95)
	Total expense charged to profit and loss Account	102.88	39.69
Amount recorded as other comprehensive income			
	Opening amount recognised in OCI outside profit & loss Account	52.24	(43.98)
	Remeasurements during the period due to:		
	Changes in financial assumptions	(35.76)	104.81
	Actual return on plan assets less interest on plan assets	(9.16)	(8.59)
	Closing amount recognised in OCI outside profit & loss account	7.32	52.24
Reconciliation of net liability/(asset)			
	Opening net defined benefit liability/(asset)	(104.24)	(12.30)
	Expense charged to profit and loss account	102.88	39.69
	Amount recognised outside profit and loss account	44.92	(96.22)
	Employer contributions	(4.96)	(35.41)
	Closing net defined benefit liability/(asset)	38.60	(104.24)



Movement in benefit obligation

Opening of defined benefit obligation	573.19	667.62
Current service cost	33.44	40.64
Prior period - Change in limit	76.59	-
Interest on defined benefit obligation	39.38	51.81
Actuarial loss/(gain) arising from change in financial assumptions	2.47	28.17
Benefits paid from the fund	(161.30)	(82.07)
Actuarial loss/(gain) on obligation	33.29	(132.99)
Closing of defined benefit obligation	597.06	573.19

Movement in plan assets

Opening fair value of plan assets	677.43	679.92
Return on plan assets excluding interest income	(9.17)	(8.59)
Interest income	46.54	52.76
Contributions by employer	4.96	35.41
Benefits paid	(161.30)	(82.07)
Closing of defined benefit obligation	558.46	677.43

Principal actuarial assumptions

Discount Rate	6.80	6.87
Salary escalation rate p.a.	6.80	6.87
Future salary increase	5.00	5.00
Rate of employee turnover	4.00	4.00

Sensitivity analysis for significant assumption is as shown below:

(Indian ₹ in lacs)

No.	Particulars	31st March 2021	31st March 2020
1	Discount Rate - 1% increase	(33.42)	(31.45)
	Discount Rate - 1% decrease	37.55	35.51
2	Salary - 1% increase	37.85	35.82
	Salary - 1% decrease	(34.27)	(32.27)
3	Employee Turnover - 1% increase	3.99	3.98
	Employee Turnover - 1%decrease	(4.42)	(4.43)

The following are the expected future benefit payments for the defined benefit plan:

(Indian ₹ in lacs)

No.	Particulars	31st March 2021	31st March 2020
1	Within the next 12 months (next annual reporting period)	111.09	127.14
2	Between 2 and 5 years	173.17	171.80
3	Beyond 5 years	698.15	652.06

Note 36

Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006 are provided as under for the year 2020-21, to the extent the Company has received intimation from the "Suppliers" regarding their status under the Act.

(Indian ₹ in lacs)

No.	Particulars	31st March 2021	31st March 2020
Principal amount and the interest due thereon remaining unpaid to each supplier at the end of each accounting year (but within due date as per MSMED Act)			
1	Principal amount due to micro and small enterprise	-	26.58
2	Interest due on above	-	-

Ashapura Minechem Limited

Note 37

Details of Income and Expenditure on Research and Development:

(Indian ₹ in lacs)

Particulars	2020-2021	2019-2020
Salaries, wages, allowances and bonus	225.72	220.36
Contribution to employee benefit funds	9.78	10.31
Staff welfare expenses	2.65	4.85
Machinery repairs and maintenance	11.95	12.13
Laboratory analysis and other expenses	99.62	52.56
Other selling expenses	5.46	1.04
Travelling expenses	0.61	3.72
Rent	14.52	14.52
Building and other repairs	15.48	20.35
Advertisement and business promotion	0.17	0.10
Legal and professional fees	14.37	8.41
Sundry balances written off	0.04	35.40
Payment to auditors	0.30	0.30
Insurance premiums	0.17	0.14
Loss on foreign currency fluctuation	-	0.03
General expenses	31.15	35.75
	431.99	419.96
Material cost	0.48	1.40
Depreciation	88.91	108.56
	521.38	529.92
Less:		
Receipt from research activities	200.69	225.38
Interest income	0.03	0.08
Other operational income	-	0.78
	200.72	226.24
Net surplus/(deficit)	(320.66)	(303.68)
Capital Expenditure	183.75	56.67



Note 38

As per Ind AS 24, Disclosure of transactions with related parties (as identified by the management) as defined in Ind AS are given below:

Sr No.	Particulars	Country of incorporation
(i) Subsidiaries companies		
1	Ashapura Alumium Limited	India
2	Ashapura Claytech Limited	India
3	Ashapura Consultancy Services Private Limited	India
4	Ashapura International Limited ¹	India
5	Ashapura Maritime FZE ²	UAE
6	Ashapura Holdings (UAE) FZE	UAE
7	Ashapura Guinea Resources SARL ³	Guinea
8	Ashapura Minechem (UAE) FZE	UAE
9	Ashapura Minex Resources ³	Guinea
10	Ashapura Resources Private Limited	India
11	Bombay Minerals Limited	India
12	FAKO Resources SARL ⁴	Guinea
13	Penisula Property Developers Private Limited	India
14	Prashansha Ceramics Limited	India
15	PT Ashapura Bentoclay Fareast	Indonesia
16	PT Ashapura Resources	Indonesia
17	Sharda Consultancy Private Limited	India
18	Societe Guineenne des Mines de Fer ³	Guinea
19	Ashapura Boff Bauxite SA ⁴	Guinea
20	Ashapura Global Infratech SARLU ¹⁵	Guinea
(ii) Joint ventures and associates		
21	APL Valueclay Private Limited ¹	India
22	Ashapura Arcadia Logistic Private Limited	India
23	Ashapura Dhofar Resources LLC	Oman
24	Ashapura Farest MPA Sdn Bhd	Malaysia
25	Ashapura Midgulf NV	Belgium
26	Ashapura Perfoclay Limited ¹	India
27	Orient Abrasives Limited	India
28	Sohar Ashapura Chemicals LLC	Oman
29	Ashapura Fareast Acticlay Sdu Bhd ¹⁶	Malaysia
(iii) Entities controlled/significantly influenced by directors		
30	Altage Stone Crushing Industries ⁵	India
31	Ambica Logistics Private Limited	India
32	Ashapura Exports Private Limited	India
33	Ashapura Foundation	India
34	Ashapura Infin Private Limited	India
35	Ashapura Mineral Company	India
36	Ashapura Overeas Private Limited	India
37	Chetan N Shah - HUF ⁶	India
38	Kutch Navniraman Trust	India
39	Manico Resources Private Limited	India
40	Minologic Corporation	India
41	Minotech Resources LLP	India
42	Minotrans Logistic Corporation	India
43	Sharda Industrial Corporation	India
44	Ashok Alco-chem Limited ⁵	India

Ashapura Minechem Limited

(iv) Key managerial personnel

45	Mr. Chetan Shah ⁶	Executive Chairman
46	Mr. Rajnikant Pajwani ⁷	Whole Time Director & CEO
47	Mr. Hemul Shah ⁸	Executive Director & CEO
48	Mr. Harish Motiwala	Independent Director
49	Ms Himani Shah ⁹	Non Independent Director
50	Mr. Ashok Kadakia	Independent Director
51	Mr. Abhilash Munsif	Independent Director
52	Mr. Pundrik Sanyal	Independent Director
53	Mrs. Navita Gaiha ¹⁰	Independent Director
54	Mrs. Neeta Shah ¹¹	Independent Director
55	Mr. Sachin Polke	Company Secretary & Vice President
56	Mr. Ashish Desai ¹²	Chief Financial Officer (CFO)
57	Ms. Surekha Sathe	Vice President - Information Technology
58	Mr. Akhilesh Kumar Sinha	Vice President - Human Resources
59	Mr. Ajay Phalod ¹³	Designate CEO

(v) Relatives of key managerial personnel

60	Mrs. Dina Shah
61	Mrs Chaitali Salot
62	Mr. Manan Shah

¹w.e.f. 28th February, 2020. (Refer note no. 40)

²upto 15th March, 2020

³w.e.f. 6th December, 2019

⁴w.e.f. 19th December, 2019

⁵w.e.f. 23rd December, 2020

⁶ w.e.f. 22nd July, 2020

⁷upto 1st June, 2019

⁸w.e.f. 16th February, 2020

⁹ w.e.f. 10th February, 2020

¹⁰upto 10th June, 2020

¹¹w.e.f. 11th November, 2020

¹²w.e.f. 12th June, 2019

¹³upto 15th February, 2020

¹⁴w.e.f. 20th April, 2020

¹⁵w.e.f. 15th September, 2020

¹⁶w.e.f. 13th March, 2020

(Indian ₹ in lacs)

Nature of transaction	Relationship	Year ended 31st March 2021	Year ended 31st March 2020
1. Sales of materials			
Ashapura International Limited	Subsidiary	2,544.28	417.87
Bombay Minerals Limited	Subsidiary	378.73	343.80
Ashapura Perfoclay Limited	Joint Venture	2,228.83	67.43
Ashapura Overseas Private Limited	Entity controlled/significantly influenced by directors	0.43	-
Ashapura Holdings (UAE) FZE	Associate	581.61	-
Ashapura Midgulf NV	Joint Venture	1,684.69	-
Orient Abrasives Limited	Associate	774.24	553.96
	Total...	8,192.81	1,383.06
2 Purchase of materials			
Bombay Minerals Limited	Subsidiary	97.20	-
Ashapura International Limited	Subsidiary	3,234.59	104.50
Societe Guineenne Des Mines De Fer	Subsidiary	9,304.28	-
Ashapura Holdings (UAE) FZE	Subsidiary	2.90	-
Ashapura Perfoclay Limited	Joint Venture	135.61	-
Orient Abrasives Limited	Associate	137.21	14.79
	Total...	12,911.79	119.29



(Indian ₹ in lacs)

Nature of transaction	Relationship	Year ended 31st March 2021	Year ended 31st March 2020
3. Interest received			
Ashapura Minechem (UAE) FZE	Subsidiary	76.40	140.81
4. Lease rent paid			
Ashapura International Limited	Subsidiary	14.52	1.31
Bombay Minerals Limited	Subsidiary	0.60	0.60
Total...		15.12	1.91
5. Reimbursement of administrative expenses received/(paid)			
Ashapura Claytech Limited	Subsidiary	5.05	11.19
Ashapura Consultancy Services Private Limited	Subsidiary	0.09	0.02
Ashapura International Limited	Subsidiary	410.41	44.99
Bombay Minerals Limited	Subsidiary	(74.40)	(86.16)
Peninsula Property Developers Private Limited	Subsidiary	0.03	0.02
Sharda Consultancy Services Private Limited	Subsidiary	0.01	0.02
Ashapura Resources Pvt Ltd	Subsidiary	0.15	36.66
Ashapura Aluminum Limited	Subsidiary	0.03	0.56
Ashapura Overseas Private Limited	Entity controlled/significantly influenced by directors	0.04	1.49
Orient Abrasives Limited	Associate	19.07	(6.02)
APL Valueclay Private Limited	Joint Venture	1.02	0.25
Ashapura Perfoclay Limited	Joint Venture	476.26	110.03
Total...		837.76	113.05
6. Donations			
Kutch Navnirman Trust	Entity controlled/significantly influenced by directors	105.00	-
Ashapura Foundation	Entity controlled/significantly influenced by directors	45.00	5.43
Total...		150.00	5.43
7. Rent received			
Ashapura International Limited	Subsidiary	212.23	18.25
Ashapura Overseas Private Limited	Entity controlled/significantly influenced by directors	1.20	1.20
Ashapura Resources Pvt Ltd	Subsidiary	1.50	3.00
Orient Abrasives Limited	Associate	9.15	8.40
Bombay Minerals Limited	Subsidiary	6.08	5.79
Total...		230.16	36.63
8. R & D charges receipts			
Ashapura International Limited	Subsidiary	-	13.52
Ashapura Perfoclay Limited	Joint Venture	200.00	75.00
Total...		200.00	88.52
9. Stores, Spares & Packing Materials Purchase			
Ashapura Perfoclay Limited	Joint Venture	0.72	-
APL Valueclay Private Limited	Joint Venture	1.15	0.24
Ashapura International Limited	Subsidiary	3.44	-
Bombay Minerals Limited	Subsidiary	-	1.06
Orient Abrasives Limited	Associate	-	2.92
Total...		5.31	4.22

Ashapura Minechem Limited

(Indian ₹ in lacs)

Nature of transaction	Relationship	Year ended 31st March 2021	Year ended 31st March 2020
10. Operational Income			
Ashapura Guinea Resources SARL	Subsidiary	102.39	82.48
Ashapura Dhofar Resources LLC	Joint Venture	-	3.52
Total...		102.39	86.01
11. Guarantee Commission			
Ashapura Perfoclay Limited	Associate	32.00	32.00
Ashapura International Limited	Subsidiary	18.00	18.00
Bombay Minerals Limited	Subsidiary	31.80	29.00
Total...		81.80	79.00
12. Dividend Received			
Ashapura Perfoclay Limited	Associate	268.99	-
Bombay Minerals Limited	Subsidiary	5.45	-
Total...		274.44	-
13. Royalty			
Chetan N Shah - HUF	Entity controlled/significantly influenced by directors	93.65	47.10
14. Sundry balances written back			
Ashok Alco-chem Limited	Entity controlled/significantly influenced by directors	303.10	-
Outstanding Balances:			
1. Trade receivables			
Ashapura International Limited	Subsidiary	1,979.49	3,377.10
Bombay Minerals Limited	Subsidiary	1,236.51	1,011.44
Ashapura Holdings (UAE) FZE	Subsidiary	0.98	-
Ashapura Exports Private Limited	Entity controlled/significantly influenced by directors	385.58	385.58
Ashapura Midgulf NV	Associate	1,026.68	540.04
Ashapura Overseas Private Limited	Entity controlled/significantly influenced by directors	262.79	260.90
Ashapura Perfoclay Limited	Joint Venture	-	1,277.36
Manico Resources Private Limited	Entity controlled/significantly influenced by directors	2.50	12.50
Ashapura Dhofar Resources LLC	Associate	0.42	3.52
APL Valueclay Private Limited	Joint Venture	3.41	3.40
Ashapura Resources Private Limited	Subsidiary	124.61	131.38
Orient Abrasives Limited	Associate	413.52	317.17
Ashapura Guinea Resources SARL	Subsidiary	185.03	85.46
Total...		5,621.52	7,405.85
2. Security Deposit			
Ashapura International Limited	Subsidiary	1.00	1.00
Ashapura Claytech Limited	Subsidiary	50.00	50.00
Sharda Industrial Corporation	Entity controlled/significantly influenced by directors	45.00	45.00
Total...		96.00	96.00



(Indian ₹ in lacs)

Nature of transaction	Relationship	Year ended 31st March 2021	Year ended 31st March 2020
3. Trade Payables			
Ashapura Holdings (UAE) FZE	Subsidiary	3,930.45	-
Societe Guineenne Des Mines De Fer	Subsidiary	25.24	-
Ashapura Midgulf NV	Associate	160.20	154.60
Ashapura Arcadia Logistic Private Limited	Associate	-	49.41
Ashapura International Limited	Subsidiary	-	6.11
Ashok Alco-chem Limited	Entity controlled/significantly influenced by directors	721.57	-
Ashapura Perfoclay Limited	Joint Venture	1,618.30	0.00
Total...		6,455.76	210.12
4. Trade Advances			
Ashapura Claytech Limited	Subsidiary	209.35	304.38
Bombay Minerals Limited	Subsidiary	1,795.08	2,483.34
Manico Resources Private Limited	Entity controlled/significantly influenced by directors	52.32	52.25
Mino Trans Logistics	Entity controlled/significantly influenced by directors	128.94	146.50
Altage Stone Crushing Industries	Entity controlled/significantly influenced by directors	446.00	446.00
Minologistics Corporation	Entity controlled/significantly influenced by directors	46.74	46.74
Ashapura International Limited	Subsidiary	999.61	-
Ashapura Aluminium Limited	Subsidiary	-	0.14
Total...		3,678.05	3,479.36
5. Intercorporate loans given			
Ashapura Minechem (UAE) FZE	Subsidiary	1,245.48	1,209.86
6. Advances from customers			
Ashapura Aluminum Limited	Subsidiary	-	16.03
Ashapura Minechem (UAE) FZE	Subsidiary	192.98	199.58
Ashapura Farest MPA Sdn Bhd	Associate	0.70	0.70
Total...		193.68	216.32
Key management personnel and relatives			
1. Remuneration			
Mr. Chetan Shah	Excutive Chaiman	60.00	26.29
Mr. Rajnikant Pajwani	Whole Time Director & CEO	-	4.36
Mr. Hemul Shah	Excutive Director & CEO	38.94	6.46
Others		192.17	227.27
Total...		291.11	264.38
2. Sitting fees			
Mr. Harish Motiwala	Independent director	5.00	3.75
Mr. Ashok Kadakia	Independent director	4.00	3.50
Mr. Abhilash Munsif	Independent director	5.00	3.75
Mr. Pundrik Sanyal	Independent director	5.00	3.75
Mrs. Himani Shah	Independent director	2.00	-
Mrs. Navita Gaiha	Independent director	0.50	1.00
Total...		21.50	15.75

Ashapura Minechem Limited

(Indian ₹ in lacs)

Nature of transaction	Relationship	Year ended 31st March 2021	Year ended 31st March 2020
3. Reimbursement of expenses paid			
Ms. Surekha Sathe	Vice President - Information Technology	1.79	3.00
Mr. Ashish Desai	Chief Financial Officer	8.95	3.60
Mr. Ajay Phalod	Designate CEO	0.00	3.01
Mr. Akhileshkumar Sinha	Vice President - Human Resources	8.95	3.60
Mr. Sachin Polke	Company Secretary & Vice President	8.95	3.60
Mr. Hemul Shah	Excutive Director & CEO	10.39	0.70
	Total...	39.03	17.51

39. One of the creditors, with whom the Company had entered into settlement agreement, terminated the settlement agreement and invoked pledge of shares of two subsidiary companies and a joint venture company on 19th September 2018 and 4th October 2018. Accordingly, 100% shares of a wholly-owned subsidiary, Ashapura International Limited; 47.86% shares of a subsidiary company, Bombay Minerals Limited; and entire holding of 50% in a joint venture company, Ashapura Perfoclay Limited were taken over by the said creditor due to trigger of these pledged shares. The Company upon defending the said invocation of pledge through Arbitration, received an Arbitration Award in its favour on 28th February 2020 whereby (a) the invocation of the aforesaid pledge of shares were held to be non-est and therefore, set aside; and (b) the original settlement agreement was reinstated with immediate effect. Consequently, the Company regained the ownership and control of the aforesaid shares which, however, continue to be under pledge in favour of the creditors against the amount payable by the Company.
40. Pursuant to the approval of the members, the Company has on 28th February, 2020 issued 45,00,000 equity share warrants on preferential basis to a promoter group company @ 31.95 per warrant. Each warrant will be converted in to one equity share of the Company within a period of eighteen months from the date of issue.
41. Balances for trade payables, trade receivables, for loans and advances are subject to confirmations from the respective parties and reconciliations, if any, in many cases. In absence of such confirmations, the balances as per books have been relied upon by the auditors.
42. All the amounts have been stated in Indian ₹ in lacs, unless otherwise stated.
43. Previous year's figures has regrouped and rearranged, wherever necessary.

Signatures to Notes No. 1 to 43

As per our report of even date

For P A R K & COMPANY
Chartered Accountants

Sd/-
PRASHANT VORA
Partner
Rajkot
June 22, 2021

Sd/-
CHETAN SHAH
Executive Chairman
Sd/-
ASHISH DESAI
Chief Financial Officer
Mumbai
June 22, 2021

Sd/-
HEMUL SHAH
Executive Director and Chief Executive officer
Sd/-
SACHIN POLKE
Company Secretary & Vice President



NOTES

CONSOLIDATED FINANCIAL STATEMENTS

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INDEPENDENT AUDITOR'S REPORT

To
The Members of
ASHAPURA MINECHEM LIMITED

Report on the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **Ashapura Minechem Limited** ("the Parent Company") and its subsidiaries (the Parent Company and its subsidiaries together referred to as "the Group") which includes Group's share of profit in its associates and joint ventures, comprising the consolidated balance sheet as at 31st March 2021, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and consolidated cash flow statement for the year then ended and a summary of the significant accounting policies and other explanatory information (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 and based on the consideration of the reports of other auditors on separate financial statements of the subsidiaries, associates and joint ventures referred to in the Other Matters paragraph below, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and the other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31st March 2021 and their consolidated profit, consolidated total comprehensive income, consolidated changes in equity and consolidated cash flows for the year ended on that date.

Basis for Opinion

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

Emphasis of Matter

Attention is invited to the fact that one of the overseas joint venture, Ashapura Dhofar Resources LLC has accumulated loss of Rs. 1,364.04 lacs as on March 31, 2021. This condition indicates the existence of material uncertainty that may cast significant doubts over this joint venture's ability to continue as a going concern. However, since the management is hopeful of providing necessary financial support and resuming activities in near future, these financial statements have been prepared on a going concern basis. Our opinion is not modified in respect of this matter.

Key audit matters

Key audit matters are those matters that, in our professional judgment were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in our forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report:

Key Audit Matter	How our audit addressed the Key Audit Matter
<p>Revenue Recognition Revenue is one of the key profit drivers and is, therefore, susceptible to misstatement. Cut-off is the key assertion in so far as revenue recognition is concerned, since inappropriate cut-off can result in material misstatement of results for the year.</p> <p>Assessment of litigations and related disclosure of contingent liabilities The Parent Company is subject to large number of various ongoing legal and tax related claims as stated under note no. 36 – Contingent Liabilities.</p> <p>Significant judgment is required to assess such matters to determine the probability of occurrence of material outflow of economic resources and whether a provision should be recognized or a disclosure should be made. The management judgment is also supported with legal advice in certain cases as considered appropriate.</p> <p>As the ultimate outcomes of the matters are uncertain and material in nature, it is considered to be a Key Audit Matter.</p>	<p>We carried out testing controls around dispatches and deliveries, inventory reconciliation and substantive testing for cut-offs and analytical review procedures.</p> <p>We understood, assessed and tested the operating effectiveness of key controls surrounding assessment of litigations and discussed with the management the recent developments and the status of the material litigations;</p> <p>We evaluated management's assessment by understanding precedents set in similar cases and assessed the reliability of the management's past estimates and judgments;</p> <p>We reviewed the disclosures made by the Parent Company in the financial statements in this regard and obtained representation letter from the management on the assessment of these matters.</p>

Information Other than the Consolidated Financial Statements and Auditor's Report Thereon

The Parent Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, Management Discussion and Analysis, Business Responsibility Report, Corporate Governance Report, Shareholder's Information, but does not include the financial statements and auditor's report thereon. The Board's Report and other information are 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 do 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 during the course of our audit or otherwise appears to be materially misstated.

When we read the aforesaid reports and information, if we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with governance.

Management's Responsibility for the Consolidated Financial Statements

The Parent Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of

Ashapura Minechem Limited

these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group including its associates and joint ventures in accordance with the Ind AS and accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and of its associates and joint ventures 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Parent Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associates and joint ventures are responsible for assessing the ability of the Group and of its associates and joint ventures to continue as a going concern, disclosing, as applicable, matters related to going concerns and using the going concern basis of accounting unless management either intends to liquidate or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associates and joint ventures are responsible for overseeing the financial reporting process of the Group and of its associates and joint ventures.

Auditor's Responsibility 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 high level of assurance, but is not a guarantee that audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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 misstatements 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 the internal control.
- Obtain an understanding of internal financial controls 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 Parent Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group, associates and joint ventures to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosure, and whether the standalone 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 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 or business activities included in the consolidated financial statements of which we are the independent auditors. For the other entities or business activities 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 Parent Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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 Matters

We did not audit the financial statements of nineteen subsidiaries, whose financial statements reflect total assets of ₹ 2,08,899.68 lacs as at 31st March 2021 and total revenues of ₹ 1,27,789.69 lacs and net profit after tax (including other comprehensive income) ₹ 3,109.22 lacs for the year then ended, and of four associates and three joint ventures, whose financial statements reflect the Parent Company's share of net loss of ₹ 476.39 lacs as considered in the consolidated financial statements. These financial statements are audited by other auditors whose reports have been furnished to us by the management and our opinion on consolidated financial statements in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, associates and joint ventures and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to aforesaid subsidiaries, associates and joint ventures is based solely on the report of the other auditors.



Our opinion on the consolidated financial statements above and our report on other Legal and Regulatory Requirements below is not modified in respect of these matters with respect to our reliance on 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 reports of the other auditors on separate financial statements of subsidiaries, associates and joint ventures as noted in the "Other Matters" paragraph above, we report, to extent possible, 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 purpose of our audit of the aforesaid consolidated financial statements;
- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of other auditors;
- c) The consolidated balance sheet, the consolidated statement of profit and loss, including other comprehensive income, the consolidated statement of changes in equity and consolidated cash flow statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;
- d) In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under section 133 of the Act;
- e) On the basis of the written representations received from the directors as on 31st March 2021 and taken on record by the Board of Directors of the Parent Company and the reports of auditors of its subsidiaries, associates and joint ventures incorporated in India, none of the directors of the Group companies is disqualified as on 31st March 2021, from being appointed as a director in terms section 164(2) of the Act.
- f) With respect to the adequacy of internal financial controls over financial reporting of the Parent Company and subsidiaries, associates and joint ventures incorporated in India and operating effectiveness of such controls, our separate report in annexure – A may be referred.

g) In our opinion and to the best of our information and according to the explanations given to us and according to the reports of the statutory auditors of the subsidiaries, associates and joint ventures, remuneration paid by the Parent Company and its subsidiaries, associates and joint ventures incorporated in India, to its directors during the year is in accordance with the provisions of section 197 of the Act.

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

- i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group and its associates and joint ventures;
- ii. The Group and its associates and joint ventures did not have any material foreseeable losses on long-term contracts including derivatives contracts;
- iii. There has been no delay in transferring the amounts, required to be transferred to the Investor Education and Protection Fund by the Parent Company or its subsidiaries, associates and joint ventures incorporated in India.

For P A R K & COMPANY

Chartered Accountants
FRN: 116825W

PRASHANT VORA

Partner
Membership No. 034514
UDIN: 21034514AAAAAG8920

Rajkot
June 22, 2021

Ashapura Minechem Limited

ANNEXURE – A TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in Paragraph 1 (F) under 'Report on Other Legal & Regulatory Requirements Section of our report of even date)

We have audited the internal financial controls over financial reporting of **Ashapura Minechem Limited** ("the Parent Company") and its subsidiaries (the Parent Company and its subsidiaries together referred to as "the Group") and associates and joint ventures which are incorporated in India as of 31st March, 2021 In conjunction with our audit of the consolidated financial statements of the Parent Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Parent Company and its subsidiaries, associates and joint ventures which are incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Parent Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India ("the 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.

Auditor's Responsibility

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on internal financial controls system over financial reporting of the Group, its associates and joint ventures incorporated in India.

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 consolidated 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 consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Group, its associates and joint ventures which are companies incorporated in India, have, 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 31st March, 2021, based on the internal control over financial reporting criteria established by the Group considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

Other Matters

Our aforesaid report under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal controls over financial reporting in so far as it relates to subsidiaries, associates and joint ventures incorporated in India which have been audited by other auditors, is based solely on the corresponding reports of the auditors of such companies. Our opinion is not modified in respect of this matter.

For P A R K & COMPANY
Chartered Accountants
FRN: 116825W

PRASHANT VORA
Partner
Membership No. 034514
UDIN: 21034514AAAAAG8920

Rajkot
June 22, 2021



CONSOLIDATED BALANCE SHEET AS AT 31st MARCH, 2021

(Indian ₹ in lacs)

Particulars	Note No.	As at 31st March 2021	As at 31st March 2020
ASSETS:			
Non-Current Assets			
Property, plant and equipment	2	42,507.72	46,407.80
Right of use assets	3	100.32	184.77
Capital work in progress		20,410.50	5,446.99
Investment properties	4	233.91	239.82
Intangible assets	5	5,777.13	3,492.37
Goodwill		4,069.40	4,069.40
Financial assets			
Investments in joint ventures	6	15,169.94	13,817.27
Investments in associates	6	13,331.95	13,074.61
Other investments	6	518.53	533.06
Loans	7	2,901.77	11,239.15
Other financial assets	8	1,094.99	1,794.04
Deferred Tax Assets	9	1,092.79	1,437.44
Other non-current assets	10	2,957.65	3,277.27
		1,10,166.60	1,05,013.99
Current Assets			
Inventories	11	28,909.86	22,402.96
Financial assets			
Investments	6	-	19.40
Trade receivables	12	28,844.65	18,475.77
Cash and cash equivalents	13	3,543.89	4,070.11
Other bank balances	14	884.87	586.12
Loans	7	15.93	26.66
Other financial assets	8	3,723.03	1,958.76
Current tax assets (net)	15	11,811.38	14,474.13
Other current assets	10	35,430.03	14,981.01
		1,13,163.64	76,994.92
		2,23,330.24	1,82,008.91
EQUITY AND LIABILITIES:			
Equity			
Equity share capital	16	1,739.72	1,739.72
Other equity	17	41,333.50	32,532.60
Money received against share warrants	42	359.44	359.44
Non-controlling interest		(21.19)	(21.37)
		43,411.47	34,610.39
Liabilities			
Non-current liabilities			
Financial Liabilities			
Borrowings	18	55,221.72	39,074.68
Other financial liabilities	19	28.52	89.49
Provisions	20	1,243.67	2,587.06
Other non-current liabilities	21	25,668.16	30,439.19
		82,162.07	72,190.42
Current liabilities			
Financial Liabilities			
Borrowings	18	9,219.79	3,970.46
Trade payables	22		
Total outstanding dues of Micro and Small Enterprises		1.64	34.97
Total outstanding dues of creditors other than Micro and Small Enterprises		36,621.11	13,765.32
Other financial liabilities	19	7,201.33	7,012.67
Other current liabilities	21	31,927.80	35,378.10
Current tax liabilities (net)	15	11,374.53	13,470.56
Provisions	20	1,410.50	1,576.02
		97,756.70	75,208.10
		2,23,330.24	1,82,008.91

The accompanying notes are integral part of these financial statements.

As per our report of even date

For and on behalf of the Board of Directors

For P A R K & COMPANY
Chartered Accountants

Sd/-
CHETAN SHAH
Executive Chairman

Sd/-
HEMUL SHAH
Executive Director & Chief Executive officer

Sd/-
PRASHANT VORA
Partner

Sd/-
ASHISH DESAI
Chief Financial Officer

Sd/-
SACHIN POLKE
Company Secretary & Vice President

Rajkot
June 22, 2021

Mumbai
June 22, 2021

Ashapura Minechem Limited

STATEMENT OF CONSOLIDATED PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH, 2021

(Indian ₹ in lacs)			
Particulars	Note No.	2020-2021	2019-2020
REVENUE:			
Revenue from operations	23	1,14,811.24	33,432.34
Other income	24	6,079.15	1,594.67
Total Revenue		1,20,890.39	35,027.01
EXPENSES:			
Cost of materials consumed	25	25,951.79	11,707.95
Purchases of traded goods		10,302.63	3,510.29
Changes in inventories	26	(4,941.05)	1,021.52
Employee benefits expenses	27	8,464.63	3,937.85
Finance costs	28	5,272.84	3,095.86
Depreciation and amortisation expenses	29	4,496.11	2,838.94
Other expenses	30	63,524.62	18,987.50
Total Expenses		1,13,071.57	45,099.91
Profit/(loss) before exceptional item, share of net profit of investments accounted for using the equity method and Tax		7,818.82	(10,072.90)
Share of net profit of Joint Ventures & associates accounted for using the equity method		1,262.63	891.25
Profit/(loss) before exceptional items		9,081.45	(9,181.65)
Exceptional Items	35	1,933.22	47,397.97
Profit before tax		11,014.67	38,216.32
Tax expenses			
Current tax	15	313.62	106.00
Earlier years' tax	15	1,604.59	14.54
Deferred tax		348.09	(223.62)
Profit for the year		8,748.37	38,319.41
Other Comprehensive income			
Items that will not be reclassified to profit or loss			
a. Remeasurements of defined benefit plans		(67.50)	(7.68)
b. Gains on investments in equity instruments classified as FVOCI		(14.53)	26.93
c. Tax impacts on above		3.44	28.04
Items that may be reclassified to profit or loss			
d. Exchange differences on foreign currency translation		131.30	(441.84)
Other comprehensive income for the year		52.71	(394.55)
Total Comprehensive Income for the year		8,801.08	37,924.86
Profit for the year attributable to:			
Owners of the Parent		8,748.23	38,768.27
Non-controlling interests		0.14	(448.87)
		8,748.37	38,319.41
Other Comprehensive Income for the year attributable to:			
Owners of the Parent		52.67	(381.68)
Non-controlling interests		0.04	(12.87)
		52.71	(394.55)
Total Comprehensive Income for the year attributable to:			
Owners of the Parent		8,800.90	38,386.60
Non-controlling interests		0.18	(461.74)
		8,801.08	37,924.86
Basic earning per share	31	10.06	44.57
Diluted earning per share	31	9.72	44.57
Face value per share		2.00	2.00

The accompanying notes are integral part of these financial statements.

As per our report of even date

For and on behalf of the Board of Directors

For P A R K & COMPANY
Chartered Accountants

Sd/-

PRASHANT VORA
Partner

Sd/-

CHETAN SHAH
Executive Chairman

Sd/-

ASHISH DESAI
Chief Financial Officer

Sd/-

HEMUL SHAH
Executive Director & Chief Executive officer

Sd/-

SACHIN POLKE
Company Secretary & Vice President

Rajkot
June 22, 2021

Mumbai
June 22, 2021



CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH 2021

(Indian ₹ in lacs)

Particulars	2020-2021	2019-2020
A CASH FLOW FROM OPERATING ACTIVITIES :		
Net profit/(loss) for the year	8,748.37	38,319.41
Adjustments for -		
Depreciation and amortization	4,496.11	2,838.94
Income tax expenses	2,266.30	(103.09)
Loss / (profit) on sale of property, plant & equipment	(156.39)	279.78
Share of profit from associate/joint venture	(1,262.63)	(891.25)
Loss / (profit) on sale/disposal of investments	(13.09)	907.48
Impairment loss / (profit) recognised on trade receivables (net)	(4,411.66)	1,295.66
Exchange rate adjustments on foreign currency translation (net)	131.30	441.84
Dividend	(0.60)	(0.47)
Interest	3,556.49	2,867.57
Operating profit before working capital changes	<u>4,605.83</u>	<u>7,636.46</u>
Adjustments for -		
(Increase)/decrease in trade and other receivables	344.63	(17,021.38)
(Increase)/decrease in other current and non-current assets	(20,129.40)	(2,454.05)
(Increase)/decrease Inventories	(6,506.90)	(6,348.16)
Increase/(decrease) in provisions	(1,576.41)	886.74
Increase/(decrease) in other current and non-current liabilities	(8,221.33)	(1,062.14)
Increase/(decrease) Trade and other payables	22,122.74	(18,197.11)
Cash generated from operations	<u>(13,966.67)</u>	<u>(44,196.10)</u>
Income tax paid / Direct Tax Paid	<u>(1,351.49)</u>	<u>(186.03)</u>
	<u>(10,712.33)</u>	<u>(36,745.67)</u>
NET CASH FROM OPERATING ACTIVITIES	<u>(1,963.96)</u>	<u>1,573.74</u>
B CASH FLOW FROM INVESTING ACTIVITIES :		
Payment for property, plant & equipment	(18,346.00)	(1,912.21)
Adjustment on account change in control of a subsidiary	-	(3,569.62)
Net Cash Flow on (Purchase)/sale of investments	367.40	(11,275.51)
Proceeds from Sale of property, plant & equipment	748.26	83.12
Dividend received	0.60	0.47
Interest received	452.42	1,116.82
NET CASH USED IN INVESTING ACTIVITIES	<u>(16,777.32)</u>	<u>(15,556.93)</u>

Ashapura Minechem Limited

C CASH FLOW FROM FINANCING ACTIVITIES :

Proceeds from borrowings	22,258.00	23,757.52
Repayments of borrowings	-	(726.74)
Proceeds from issue of share warrants	-	359.44
Repayment of lease liabilities	(34.22)	(74.57)
Change in non-controlling interest	0.18	(6,240.49)
Interest paid	(4,008.91)	(3,984.39)
	NET CASH USED IN FINANCING ACTIVITIES	
	18,215.05	13,090.77
Net Increase in Cash and Cash Equivalents	(526.23)	(892.42)
Cash and cash equivalents as at beginning of the year	4,070.11	4,962.53
Cash and cash equivalents as at end of the year	3,543.89	4,070.11

As per our report of even date

For P A R K & COMPANY
Chartered Accountants

Sd/-

PRASHANT VORA
Partner

Rajkot
June 22, 2021

For and on behalf of the Board of Directors

Sd/-

CHETAN SHAH
Executive Chairman

Sd/-

ASHISH DESAI
Chief Financial Officer

Mumbai
June 22, 2021

Sd/-

HEMUL SHAH
Executive Director & Chief Executive officer

Sd/-

SACHIN POLKE
Company Secretary & Vice President



CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31st MARCH, 2021

A. SHARE CAPITAL

Particulars	(Indian ₹ in Lacs)	
	31st March 2021	31st March 2020
At the beginning of the year	1,739.72	1,739.72
Changes in equity share capital during the year	-	-
At the end of the year	<u>1,739.72</u>	<u>1,739.72</u>

B. OTHER EQUITY

Particulars	(Indian ₹ in lacs)								
	Capital redemption reserve	Retained earnings	Securities premium	General reserve	Other Comprehensive Income			Other Equity Attributable to owners of Parents	Non-controlling Interest
					Net gain/(loss) on fair value of equity instruments	Exchange differences on foreign currency translation of foreign operations	Net gain/(loss) on fair value of defined benefit plan		
As at 1st April, 2019	3.90	(55,800.16)	17,734.59	-	479.05	(189.92)	(73.12)	(37,845.66)	6,219.12
Profit for the year	-	38,768.27	-	-	-	-	-	38,768.28	(448.87)
Adjustment on account of reacquisition of investment in subsidiaries/ joint ventures	-	30,752.28	-	1,500.00	-	-	(244.02)	32,008.26	(5,778.75)
Exchange differences on foreign currency translation	-	-	-	-	-	(441.84)	-	(441.84)	-
Other comprehensive income for the year (net of tax)	-	-	-	-	26.93	-	20.36	47.29	(12.87)
Dividend	-	(2.61)	-	-	-	-	-	(2.61)	-
Dividend distribution tax	-	(1.12)	-	-	-	-	-	(1.12)	-
As at 31st March, 2020	3.90	13,716.67	17,734.59	1,500.00	505.98	(631.76)	(296.78)	32,532.60	(21.37)
Profit for the year	-	8,748.23	-	-	-	-	-	8,748.23	0.14
Exchange differences on foreign currency translation	-	-	-	-	-	131.30	-	131.30	-
Other comprehensive income for the year	-	-	-	-	(14.53)	-	(64.10)	(78.63)	0.04
Dividend	-	-	-	-	-	-	-	-	-
Dividend distribution tax	-	-	-	-	-	-	-	-	-
As at 31st March, 2021	3.90	22,464.90	17,734.59	1,500.00	491.45	(500.46)	(360.88)	41,333.50	(21.19)

The accompanying notes are integral part of these financial statements.

As per our report of even date

For and on behalf of the Board of Directors

For P A R K & COMPANY
Chartered Accountants

Sd/-
PRASHANT VORA
Partner

Rajkot
June 22, 2021

Sd/-
CHETAN SHAH
Executive Chairman
Sd/-
ASHISH DESAI
Chief Financial Officer

Mumbai
June 22, 2021

Sd/-
HEMUL SHAH
Executive Director & Chief Executive officer
Sd/-
SACHIN POLKE
Company Secretary & Vice President

Ashapura Minechem Limited

Notes forming part of the financial statements for the year ended 31st March 2021

COMPANY INFORMATION

Ashapura Minechem Limited (the 'Parent Company') is a public limited company domiciled in India and incorporated on 19th February, 1982 under the provisions of the Companies Act applicable in India. The Group is engaged in the mining, manufacturing and trading of various minerals and its derivative products. The registered office of the Company is located at Jeevan Udyog Building, 3rd Floor, D N Road, Fort, Mumbai – 400 001. The equity shares of the Parent Company are listed on Bombay Stock Exchange (BSE) as well as National Stock Exchange (NSE).

The consolidated financial statements ('the financial statements') were authorized for issue in accordance with the resolution of the Board of Directors on 22nd June, 2021.

1 BASIS OF PREPARATION, MEASUREMENT AND SIGNIFICANT ACCOUNTING POLICIES

1.1 Basis of preparation and measurement

These consolidated financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to section 133 of the Companies Act, 2013 ("the Act") read together with Companies (Indian Accounting Standards) Rules, 2015, as applicable.

The consolidated financial statements have been prepared and presented under historical cost convention, on accrual basis of accounting except for certain financial assets and financial liabilities that are measured at fair value at the end of each reporting period, as stated in the accounting policies set out below. The accounting policies have been applied consistently over all the periods presented in the financial statements.

All assets and liabilities have been classified as current or non current as per the Group's normal operating cycle and other criteria as set out in the Division II of Schedule III to the Act. The Group considers 12 months as normal operating cycle.

Consolidated Financial Statements are presented in Indian Rupees (INR) which is the Group's functional currency, and all the values are rounded to the nearest lacs except otherwise indicated.

1.2 Significant accounting policies:

a. Current and Non Current Classification

The Group presents assets and liabilities in the balance sheet based on current and non-current classification. Any asset or liability is classified as current if it satisfies any of the following conditions:

- It is expected to be settled in the Group's normal operating cycle;
- It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.
- It is held primarily for the purpose of being traded;
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.
- All other liabilities are classified as non-current.
- Deferred tax assets and liabilities are classified as non-current only.

b. Key accounting estimates

The preparation of the financial statements, in conformity with the recognition and measurement principles of Ind AS, requires the management to make estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income, expenses and disclosure of contingent liabilities as at the date of financial statements and the results of operation during the reported period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates which are recognised in the period in which they are determined.

The Group based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

Estimates and judgements are regularly revisited. Estimates are based on historical experience and other factors, including futuristic reasonable information that may have a financial impact on the Group.

1.3 Basis for consolidation

- a. The consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in the consolidated financial statements, appropriate adjustments are made to that group member's financial statements in preparing the consolidated financial statements to ensure conformity with the group's accounting policies.
- b. The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the Parent Company. Where the end of the reporting period of the other group companies is different from that of the Parent Company, those companies prepare, for consolidation purpose, additional financial information as of the same date as the financial statements of the Parent Company to enable the Parent Company to consolidate the financial information of those companies, unless it is impracticable to do so.



- c. The consolidated financial statements present the consolidated accounts of Ashapura Minechem Limited with its following subsidiaries, joint ventures and associates:

Particulars		Country of Incorporation	% voting power held as at 31 st March 2021 (either directly or through subsidiaries)	% voting power held as at 31 st March 2020 (either directly or through subsidiaries)
Subsidiaries:				
1	Ashapura Aluminum Limited	India	100.00	100.00
2	Ashapura Boffa Bauxite SAU	Guinea	100.00	-
3	Ashapura Claytech Limited	India	99.44	99.44
4	Ashapura Consultancy Service Private Limited	India	100.00	100.00
5	Ashapura Global Infratech - SARLU	Guinea	100.00	-
6	Ashapura Guinea Resources SARL	Guinea	100.00	100.00
7	Ashapura Holding Forest Pte Ltd	Singapore	100.00	-
8	Ashapura Holdings (UAE) FZE	UAE	100.00	100.00
9	Ashapura International Limited	India	100.00	100.00
10	Ashapura Minechem (UAE) FZE	UAE	100.00	100.00
11	Ashapura Minex Resources SAU	Guinea	100.00	100.00
12	Ashapura Resources Private Limited	India	100.00	100.00
13	Bombay Minerals Limited	India	100.00	100.00
14	FAKO Resources SARL	Guinea	90.00	90.00
15	Peninsula Property Developers Private Limited	India	100.00	100.00
16	Prashansa Ceramics Limited	India	100.00	100.00
17	PT Ashapura Bentoclay Resources	Indonesia	100.00	100.00
18	Sharda Consultancy Private Limited	India	100.00	100.00
19	Societe Guineenne des Mines de Fer	Guinea	100.00	100.00
Joint Ventures:				
1	APL Valueclay Private Limited	India	50.00	50.00
2	Ashapura Dhofar Resources LLC	Oman	70.00	70.00
3	Ashapura Midgulf NV	Belgium	50.00	50.00
4	Ashapura Perfoclay Limited	India	50.00	50.00
5	Sohar Ashapura Chemicals LLC	Oman	40.00	40.00
Associates:				
1	Ashapura Arcadia Logistic Private Limited	India	50.00	50.00
2	Ashapura Fareast Acticlady Sdn Bhd	Malaysia	25.00	-
3	Ashapura Fareast MPA Sdn Bhd	Malaysia	25.00	25.00
4	Orient Abrasives Limited	India	31.76	31.76

Subsidiaries

- a) A subsidiary is an entity over which the Company has control. The Company controls an entity when the Company is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Company.
- b) The Company combines the financial statements of the parent and its subsidiary companies on a line by line basis, adding together like items of assets, liabilities, equity, income and expenses. Inter-company transactions, balances and unrealized gains on transactions among the Group are eliminated. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries are consistent with the policies adopted by the Company.
- c) A change in the ownership interest of a subsidiary, without loss of control, is accounted for as an equity transaction. If the Company loses control over a subsidiary, it derecognizes the assets, liabilities, carrying amount of any non-controlling interests and the cumulative translation differences recorded in equity.

Joint Venture Companies

- a) A joint venture is a joint arrangement whereby parties that have joint control of the arrangement have rights to the net assets of the arrangement. Interests in joint ventures are initially recognized at cost and thereafter accounted for using the equity method.
- b) Under the equity method of accounting, the investments are initially recognized at cost and adjusted thereafter to recognize the Group's share of the post-acquisition profits or losses and other comprehensive income of the investee in the Statement of Profit and Loss and Other Comprehensive Income of the Group. Distributions received or receivable from joint ventures are recognized as a reduction in the carrying amount of the investment.

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- c) Unrealized gains on transactions between the Group and its joint ventures are eliminated to the extent of the Group's interest in the joint ventures.
- d) After application of the equity method, at each reporting date, the Group determines whether there is objective evidence that the investment in the joint venture is impaired. If there exists such evidences, the Group determines extent of impairment and then recognizes the loss in the statement of profit & loss.
- e) Upon loss of significant joint control over the joint venture, the Group measures and recognizes any retained investment at its fair value. Any difference between the carrying amount of the joint venture and the fair value of the retained investment and proceeds from the disposal is recognized in profit and loss.
- f) When the Group's share of losses exceeds the carrying value of the joint venture, the carrying value is reduced to nil and recognition of further losses is discontinued, except to the extent that the Group has incurred obligation in respect of the joint venture.

Associates

- a) An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.
- b) The considerations made in determining whether significant influence or joint control are similar to those necessary to determine control over the subsidiaries.
- c) The Group's investments in its associate are accounted for using the equity method. Under the equity method, the investment in an associate is initially recognised at cost. The carrying amount of the investment is adjusted to recognised changes in the Group's share of net assets of the associate since the acquisition date. Goodwill relating to the associate is included in the carrying amount of the investments and is not tested for impairment individually.
- d) The statement of profit & loss reflects the Group's share of the results of the operations of the associate. Any change in OCI of those investees is presented as part of the Group's OCI. In addition, when there has been a change recognised directly in the equity of the associate, the Group recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group in the associate are eliminated to the extent of the interest in the associate.
- e) If Group share of losses of an associate exceeds its interest in the associate (which includes any long term interest that, in substance, form part of the Groups net investment in the associate), the Group discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate. If the associate subsequently reports profits, the Group resumes recognising its share of those profits only after its share of the profits equals the share of the losses not recognised.
- f) After application of the equity method, the Group determines whether it is necessary to recognise in impairment loss on its investment in its associate. At each reporting date, the Group determines whether there is objective evidence that the investment in the associate is impaired. If there is such evidence, the Group calculates the amounts of impairment as the difference between the recoverable amount of the associate and its carrying value, and then recognises the loss as 'share of profit of an associate' in the consolidated statement of profit & loss.
- g) Upon loss of significant influence over the associate, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate upon loss of significant influence or joint control and the fair value retained investments and proceeds from its disposal is recognised in profit or loss.
- h) When the Group's share of losses exceeds the carrying value of the associate, the carrying value is reduced to nil and recognition of further losses is discontinued, except to the extent that the Group has incurred obligation in respect of the associate.

1.4 Significant accounting policies:

c. System of accounting

The Group follows mercantile system of accounting and recognises income and expenditure on an accrual basis except in case of significant uncertainties. These financial statements are prepared under the historical cost convention unless otherwise indicated.

d. Key accounting estimates

The preparation of the financial statements, in conformity with the recognition and measurement principles of Ind AS, requires the management to make estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income, expenses and disclosure of contingent liabilities as at the date of financial statements and the results of operation during the reported period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates which are recognised in the period in which they are determined.

The Group based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.



e. Property, plant and equipment

- (i) Property, plant and equipment are stated at historical cost of acquisition including attributable interest and finance costs, if any, till the date of acquisition/installation of the assets less accumulated depreciation and accumulated impairment losses, if any.
- (ii) Subsequent expenditure relating to property, plant and equipment is capitalised only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance costs are charged to the statement of profit and loss as incurred.
- (iii) The cost and related accumulated depreciation are eliminated from the financial statements, either on disposal or when retired from active use and the resultant gain or loss are recognised in the statement of profit and loss.
- (iv) Capital work-in-progress, representing expenditure incurred in respect of assets under development and not ready for their intended use, are carried at cost. Cost includes related acquisition expenses, construction cost, related borrowing cost and other direct expenditure.
- (v) On transition to Ind AS, the Group has opted to continue with the carrying values measured under the previous GAAP as at 1st April 2016 of its property, plant and equipment and use that carrying value as the deemed cost of the property, plant and equipment on the date of transition i.e. 1st April 2016.
- (vi) The Group depreciates property, plant and equipment over the estimated useful life prescribed in Schedule II of the Companies Act, 2013 from the date the assets are ready for intended use after considering the residual value.
- (vii) Intangible assets mainly represent implementation cost for software and other application software acquired/developed for in-house use. These assets are stated at cost. Cost includes related acquisition expenses, related borrowing costs, if any, and other direct expenditure.
- (viii) Items of stores and spares that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Otherwise, such items are classified as inventories.

f. Investments properties

- a) Property which is held for long-term rental or for capital appreciation or both is classified as investment property. Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.
- b) Investment properties currently comprise of building.
- c) Investment properties are derecognised either when they have been disposed off for when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in statement of profit and loss in the period in which the property is derecognised.

g. Goodwill

Goodwill is an asset representing the future economic benefits arising from other assets acquired in a business combination that are not individually identified and separately recognised. Goodwill is initially measured at cost, being the excess of the consideration transferred over the net identifiable assets acquired and liabilities assumed, measured in accordance with Ind AS -103 Business Combination.

Goodwill is considered to have indefinite useful life and hence is not subject to amortisation but tested for impairment at least annually. After initial recognition, goodwill is measured at cost less any accumulated impairment losses.

h. Investments and financial assets

Financial assets are recognised when the Group becomes a party to the contractual provisions of the instrument.

On initial recognition, a financial asset is recognised at fair value. In case of financial assets which are recognised at fair value through profit and loss (FVTPL), its transaction costs are recognised in the statement of profit or loss. In other cases, the transaction costs are attributed to the acquisition value of financial asset.

Financial assets are subsequently classified measured at –

- amortised cost
- fair value through profit and loss (FVTPL)
- fair value through other comprehensive income (FVOCI).

Financial assets are not reclassified subsequent to their recognition except if and in the period the Group changes its business model for managing financial assets.

Financial asset is derecognised only when the Group has transferred the rights to receive cash flows from the financial asset. Where the entity has transferred the asset, the Group evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, financial asset is derecognised.

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In accordance with Ind AS 109, the Group applies the expected credit loss ("ECL") model for measurement and recognition of impairment loss on financial assets and credit risk exposures. The Group follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. Simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition. For recognition of impairment loss on other financial assets and risk exposure, the Group determines that whether there has been a significant increase in the credit risk since initial recognition.

i. Inventories

- (i) Raw materials and stores and spares are valued at weighted average cost including all charges in bringing the materials to the present location.
- (ii) Finished and semi-finished goods are valued at the cost plus direct expenses and appropriate value of overheads or net realizable value, whichever is lower.
- (iii) Obsolete, slow moving and defective inventories are written off/valued at net realisable value during the year as per policy consistently followed by the Group.

j. Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprises of balance with banks and cash on hand and short term deposits with an original maturity of three month or less, which are subject to insignificant risks of changes in value.

k. Trade receivables

A receivable is classified as a trade receivable if it is in respect of the amount due on account of goods sold or services rendered in the normal course of business. Trade receivables are recognised initially at fair value and subsequently measured net of any expected credit losses.

l. Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments which are issued for cash are recorded at the proceeds received, net of direct issue costs.

m. Financial liabilities

- (i) Financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss.
- (ii) Financial liabilities are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Financial liabilities carried at fair value through profit and loss are measured at fair value with all changes in fair value recognised in the statement of profit and loss.
- (iii) Financial liabilities are derecognised when the obligation specified in the contract is discharged, cancelled or expires.

n. Trade payables

A payable is classified as a trade payable if it is in respect of the amount due on account of goods purchased in the normal course of business. These amounts represent liabilities for goods provided to the Group prior to the end of the financial year which are unpaid. These amounts are unsecured and are usually settled as per the payment terms. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period.

o. Revenue recognition

- (i) Revenue from contract with customers is recognised when the Group satisfies performance obligation by transferring promised goods and services to the customer. Performance obligations are satisfied at a point of time or over a period of time. Performance obligations satisfied over a period of time are recognised as per the terms of relevant contractual agreements/arrangements. Performance obligations are said to be satisfied at a point of time when the customer obtains controls of the asset.
- (ii) Revenue is measured based on transaction price, which is the fair value of the consideration received or receivable, stated net of discounts, return and goods & service tax. Transaction price is recognised based on the price specified in the contract, net of discounts.
- (iii) Domestic sales are accounted for on dispatch from the point of sale corresponding to transfer of significant risks and rewards of ownership to the buyer.
- (iv) Export sales are recognised on the date of the mate's receipt/shipped on board signifying transfer of risks and rewards of ownership to the buyer as per terms of sales and initially recorded at the relevant exchange rates prevailing on the date of the transaction.
- (v) Export incentives are accounted for on export of goods if the entitlements can be estimated with reasonable accuracy and conditions precedent to claim are reasonably expected to be fulfilled.
- (iv) Revenue in respect of other income is recognised on accrual basis. However, where the ultimate collection of the same lacks reasonable certainty, revenue recognition is postponed to the extent of uncertainty.

p. Indirect taxes



Purchased of goods and fixed assets are accounted for net of GST input credits. Custom duty paid on import of materials is dealt with in respective material accounts.

q. Mining expenses

Expenses incurred on mining including removal of overburden of mines are charged to the profit & loss statement as mining cost on the basis of quantity of minerals mined during the year, overburden of removal and mining being carried out concurrently and relatively within a short period of time. Mining restoration expenses are annually reviewed and provided for.

r. Research and development expenses and receipts

Revenue expenditure on research and development is charged against the profit for the year in which it is incurred. Capital expenditure on research and development is shown as an addition to the fixed assets and is depreciated on the same basis as other fixed assets. Receipts of research & development centre of the Group are accounted for as revenue receipts.

s. Foreign currency transactions

- (i) Items included in the financial statements are measured using the currency of primary economic environment in which the Group operates ("the functional currency"). The financial statements are presented in Indian Rupee (INR), which is the Company's functional and presentation currency.
- (ii) Foreign currency transactions are initially recorded in the reporting currency at foreign exchange rate on the date of the transaction.
- (iii) Monetary items of current assets and current liabilities denominated in foreign currencies are reported using the closing rate at the reporting date. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.
- (iv) The gain or loss on decrease/increase in reporting currency due to fluctuations in foreign exchange rates are recognised in the statement of profit or loss.

t. Employee benefit expenses

- (i) Contributions to defined contribution schemes such as provident fund, employees' state insurance, labour welfare fund etc. are charged as an expense based on the amount of contribution required to be made as and when services are rendered by the employees. These benefits are classified as defined contribution schemes as the Group has no further obligations beyond the monthly contributions.
- (ii) The Group provides for gratuity which is a defined benefit plan, the liabilities of which are determined based on valuations, as at the reporting date, made by an independent actuary using the projected unit credit method. Re-measurement comprising of actuarial gains and losses, in respect of gratuity are recognised in the other comprehensive income in the period in which they occur. The classification of the Company's obligation into current and non-current is as per the actuarial valuation report.
- (iii) The employees are entitled to accumulate leave subject to certain limits, for future encashment and availment, as per the policy of the Group. The liability towards such unutilised leave as at the end of each balance sheet date is determined based on independent actuarial valuation and recognised in the statement of profit and loss.

u. Leases

The Group, as a lessee, recognises a right-of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset.

The contract conveys the right to control the use of an identified asset, if it involves the use of an identified asset and the Group has substantially all of the economic benefits from use of the asset and has right to direct the use of the identified asset. The cost of the right-of-use asset shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

v. Borrowing costs

Borrowing costs consist of interest and other costs that the Group incurs in connection with the borrowing of funds. Also, the effective interest rate amortisation is included in finance costs. Borrowing costs relating to acquisition, construction or production of a qualifying asset which takes substantial period of time to get ready for its intended use are added to the cost of such asset to the extent they relate to the period till such assets are ready to be put to use. All other borrowing costs are expensed in the statement of profit and loss in the period in which they occur.

w. Impairment of non financial assets

As at each reporting date, the Group assesses whether there is an indication that a non-financial asset may be impaired and also whether there is an indication of reversal of impairment loss recognised in the previous periods. If any indication exists, or when annual impairment testing for an asset is required, the Group determines the recoverable amount and impairment loss is recognised when the carrying amount of an asset exceeds its recoverable amount. If the amount of impairment loss subsequently decreases and the decrease can be related objectively to an event

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occurring after the impairment was recognised, then the previously recognised impairment loss is reversed through the statement of profit and loss.

x. Taxes on income

Income tax expense comprises current tax expense and the deferred tax during the year. Current and deferred taxes are recognised in the statement of profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively.

Current income tax is recognised based on the estimated tax liability computed after taking credit for allowances and exemptions in accordance with the Income Tax Act, 1961. Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Deferred tax is recognised 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 liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are recognized for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. In case of uncertainty of reversal of the deferred tax assets or when it is no longer probable that sufficient taxable profits will be available in the foreseeable future, deferred tax assets, as a matter of prudence, are not recognised.

The carrying amount of deferred tax is reviewed at each reporting date and measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date. The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

y. Provisions and contingent liabilities

The Group creates a provision when there is present obligation, legal or constructive, as a result of past events that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation.

Contingent liabilities are disclosed in respect of possible obligations that arise from past events, whose existence would be confirmed by the occurrence or non-occurrence of one or more uncertain future events. Contingent assets are neither recognised nor disclosed in the financial statements.

z. Earnings per share

- (i) Basic earnings per share is computed by dividing the net profit or loss for the period attributable to the equity shareholders of the Group by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.
- (ii) For the purpose of calculating diluted earning per share, the net profit or loss for the period attributable to the equity shareholders and the weighted average number of equity shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

aa. Offsetting instruments

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

bb. Events after the reporting period

Adjusting events are events that provide further evidence of conditions that existed at the end of the reporting period. The financial statements are adjusted for such events before authorisation for issue.

Non-adjusting events are events that are indicative of conditions that arose after end of the reporting period. Non-adjusting events after the reporting date are not accounted, but disclosed.

cc. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the operating decision makers. The decision makers regularly monitor and review the operating result of the Group. The activities of the Group, in the opinion of the management, primarily falls under a single segment of "Minerals and its derivative products" in accordance with the Ind AS 108 "Operating Segments".



Note 2

Property, plant and equipment

(Indian ` in lacs)

Particulars	Land	Buildings	Plant & Equipment	Barges	Office Equipment	Furniture & Fixtures	Vehicles	Total
Gross carrying value								
As at 1st April, 2019	1,683.28	7,219.48	30,768.46	75.98	1,204.10	1,724.14	1,098.87	43,774.31
Additions/transfers*	750.13	27,384.99	8,666.65	-	229.52	4,931.17	28,509.78	70,472.24
Disposals/transfer	-	-	(1,282.37)	-	-	(0.05)	(61.52)	(1,343.94)
As at 31st March, 2020	2,433.41	34,604.47	38,152.74	75.98	1,433.62	6,655.26	29,547.13	1,12,902.61
Additions	66.53	292.47	730.77	-	39.40	302.69	1,142.86	2,574.72
Disposals	(24.87)	(492.97)	(412.62)	-	(4.61)	(12.21)	(27.18)	(974.46)
Exchange difference on consolidation	(22.53)	(2,104.98)	(593.83)	-	-	(67.95)	(1,969.91)	(4,759.20)
As at 31st March, 2021	2,452.54	32,298.99	37,877.06	75.98	1,468.41	6,877.79	28,692.90	1,09,743.67
Accumulated depreciation								
As on 1st April, 2019	-	1,450.73	16,806.26	73.54	1,089.76	1,402.85	936.60	21,759.74
Depreciation charged	-	300.91	2,324.52	1.10	43.35	75.90	46.96	2,792.74
Disposals/transfers*	-	15,893.80	2,115.94	-	179.94	2,292.07	21,460.58	41,942.33
As at 31st March, 2020	-	17,645.44	21,246.72	74.64	1,313.05	3,770.82	22,444.14	66,494.81
Depreciation charged	-	441.42	2,851.61	-	40.56	130.93	665.70	4,130.22
Disposals	-	(176.93)	(173.40)	-	(2.77)	(5.38)	(24.11)	(382.59)
Exchange difference on consolidation	-	(47.84)	(1,880.91)	-	-	(31.63)	(1,046.11)	(3,006.49)
As at 31st March, 2021	-	17,862.09	22,044.02	74.64	1,350.84	3,864.74	22,039.62	67,235.95
Net carrying value								
As at 31st March, 2020	2,433.41	16,959.03	16,906.02	1.34	120.57	2,884.44	7,102.99	46,407.80
As at 31st March, 2021	2,452.54	14,436.90	15,833.04	1.34	117.57	3,013.05	6,653.28	42,507.72

* includes transfers from subsidiaries on reacquisition of ownership and control

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Note 3

Right of use assets

	(Indian ₹ in lacs)	
Particulars	Building	Total
Gross carrying value		
As at 01st April, 2019	-	-
Additions	198.74	198.74
As at 31st March, 2020	198.74	198.74
Additions	-	-
As at 31st March, 2021	198.74	198.74
Accumalated depreciation		
As at 1st April, 2019	-	-
Depreciation charged	13.97	13.97
As at 31st March, 2020	13.97	13.97
Depreciation charged	84.45	84.45
Disposals	-	-
As at 31st March, 2021	98.42	98.42
Net carrying value		
As at 31st March, 2020	184.77	184.77
As at 31st March, 2021	100.32	100.32

Leases - Company as a lessee

(a) Set out below, are the carrying amount of the company's right-of-use assets and lease liabilities and the movements during the period:

	(Indian ₹ in lacs)	
Particulars	Lease liabilities	Right to use of assets
As at April 1, 2020	204.14	184.77
Amortisation for the year	-	84.45
Interest expense	8.23	-
Payments	92.20	-
As at March 31, 2021	120.17	100.32

(b) Set out below, are the amounts recognized in profit and loss:

	(Indian ₹ in lacs)	
Particulars	31st March, 2021	31st March, 2020
Amortisation expense of right-of-use assets	84.45	13.97
Interest expense on lease liability	8.23	28.91
Lease expense- short term and lease of low value assets	534.02	144.50
	626.70	187.38



Note 4

Investment Properties

Particulars	(Indian ₹ in lacs)		
	Land	Building	Total
Gross carrying value			
As at 1st April, 2019	229.38	3,031.44	3,260.82
Additions /transfer	(229.38)	(2,722.76)	(2,952.14)
Disposals	-	-	-
As at 31st March, 2020	-	308.68	308.68
Additions /transfer	-	-	-
Disposals	-	-	-
As at 31st March, 2021	-	308.68	308.68
Accumulated depreciation			
As at 1st April, 2019	-	937.84	937.84
Depreciation charged	-	5.91	5.91
Disposals/transfers	-	(874.89)	(874.89)
As at 31st March, 2020	-	68.86	68.86
Depreciation charged	-	5.91	5.91
Disposals	-	-	-
As at 31st March, 2021	-	74.77	74.77
Net Carrying Amount			
As at 31st March, 2020	-	239.82	239.82
As at 31st March, 2021	-	233.91	233.91

Note: Investment property has been carried at the cost less accumulated depreciation as at 1 April, 2016, as the cost and depreciation determined under the previous GAAP.

i) Amount recognised in profit or loss for investment properties

(Indian ₹ in lacs)

Particulars	31st March 2020	31st March 2019
Rental income	36.00	163.19
Direct operating expenses	-	-
Gain from investment properties before depreciation	36.00	163.19
Depreciation	5.91	72.59
Gain from investment properties	30.09	90.60

ii) Contractual obligations

There are no contractual obligations to purchase, construct or develop investment property.

iii) Fair Value

The carrying value of the investment properties at the end of the year have been deemed to be fair value determined on the basis of the judgement of the management.

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Note 5

Intangible assets

	(Indian ₹ in lacs)		
Particulars	Mining Rights	Computer Software	Total
Gross carrying value (at deemed cost)			
As at 1st April, 2019	-	250.93	250.93
Additions/transfer*#	3,444.43	25.08	3,469.51
Disposals	-	-	-
As at 31st March, 2020	3,444.43	276.01	3,720.44
Additions/transfer	2,560.29	-	2,560.29
Disposals/transfer	-	-	-
As at 31st March, 2021	6,004.72	276.01	6,280.73
Accumulated depreciation			
As on 1st April, 2019	-	179.50	179.50
Amortisation	-	26.32	26.32
Disposals	-	22.25	22.25
As at 31st March, 2020	-	228.07	228.07
Amortisation	258.63	16.90	275.53
Disposals/transfer	-	-	-
As at 31st March, 2021	258.63	244.97	503.60
Net carrying value			
As at 31st March, 2020	3,444.43	47.94	3,492.37
As at 31st March, 2021	5,746.09	31.04	5,777.13

* includes transfers from subsidiaries on acquisition of ownership and control

Mining rights are capitalised at the end of the financial year.



Note 6

Investments

	(Indian ₹ in lacs)	
Particulars	31st March 2021	31st March 2020
Non-current Investments		
a. Investments in joint venture entities in india		
Ashapura Perfoclay Limited # ¹	12,329.06	10,867.98
8,966,590 Equity Shares of ₹ 10 each fully paid-up		
b. Investments in joint venture entities outside india		
Ashapura Midgulf NV - Belgium	-	505.60
30,750 Equity Shares of Euro 1 each fully paid-up		
Sohar Ashapura Chemiclas LLC - Oman	2,840.88	2,443.69
100,000 Equity shares of RO 1 each fully paid-up		
	2,840.88	2,949.29
c. Investments in associate companies in india		
Orient Abrasives Limited	13,052.45	12,745.27
37,999,953 Equity Shares of ₹ 1 each fully paid-up		
Ashapura Arcadia Logistics Private Limited	-	115.77
55,000 Equity Shares of ₹ 10 each fully paid-up		
	13,052.45	12,861.04
d. Investments in associate companies outside india		
Ashapura Fareast MPA Sdn Bhd, Malasiya	279.50	213.57
17,00,000 Equity shares of RM 1 each fully paid-up		
e. Investments in equity shares in others carried at FVTOCI, fully paid up (Unquoted)		
Shantilal Multiport Infrastructure Private Limited	516.46	530.99
186,285 Equity Shares of ₹ 10 each fully paid-up		
f. Investment in Government Securities		
National Savings Certificates	2.07	2.07
(under lien with sales tax/mining authorities)		
Total non-current investments	29,020.42	27,424.95
Current Investments		
i. Investments in mutual fund carried at FVTPL (Quoted)		
Nil (853,380) units of Baroda Liquid Fund of ₹ 10 each	-	19.40
Investment in Baroda Pioneer Liquid Fund		
Total current investments	-	19.40
¹ Investments in these equity shares are pledged with a creditor.		
# Refer note no. 41		
Aggregate amount of quoted investments	13,052.45	12,764.67
Market value of quoted investments	7,865.99	4,350.99
Aggregate amount of unquoted investments	15,967.97	14,679.98

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Note 7

Loans

(Indian ₹ in lacs)

Particulars	Non-current		Current	
	31st March 2021	31st March 2020	31st March 2021	31st March 2020
Unsecured, considered good				
Loans to related parties	2,873.52	11,219.18	-	-
Employee loans	28.25	19.97	15.67	26.40
Other loans	-	-	0.26	0.26
Total loans	2,901.77	11,239.15	15.93	26.66

Note 8

Other financial assets

(Indian ₹ in lacs)

Particulars	Non-current		Current	
	31st March 2021	31st March 2020	31st March 2021	31st March 2020
Term deposits with maturity of more than 12 months *	1,082.57	1,785.47	-	-
Claim receivables	-	-	3,607.32	1,958.50
Interest receivable	12.42	8.57	115.71	0.26
Total other financial assets	1,094.99	1,794.04	3,723.03	1,958.76

* under lien ₹ 924.26 (₹ 427.68) against guarantees to mining authorities, letter of credits and bank guarantees

Note 9

Deferred tax assets

(Indian ₹ in lacs)

Particulars	31st March 2021	31st March 2020
On account of timing differences in		
Depreciation on Property Plant & Equipment	(136.60)	(290.90)
Provision for doubtful debts	613.88	590.66
Disallowances u/s 40(a) and 43B of the Income Tax Act	615.50	1,137.68
Total deferred tax assets	1,092.79	1,437.44



Note 10

Other assets

(Indian ₹ in lacs)

Particulars	Non-current		Current	
	31st March	31st March	31st March	31st March
	2021	2020	2021	2020
Trade advances to suppliers	-	-	22,959.34	7,930.04
Less: Provision for doubtful advances	-	-	2,789.43	2,979.53
	-	-	20,169.91	4,950.51
Capital advances	534.81	88.17	-	-
Security deposits	2,422.84	3,173.15	-	-
Prepaid expenses	-	-	657.75	1,965.72
Input credit receivables	-	-	5,242.91	5,754.00
Advance payment of royalty	-	-	30.67	3.18
Employee advances	-	-	27.80	95.90
Other advances	-	15.95	9,300.99	2,211.70
Total other assets	2,957.65	3,277.27	35,430.03	14,981.01

Note 11

Inventories

(Indian ₹ in lacs)

Particulars	31st March	31st March
	2021	2020
Stores & spares	3,029.49	1,428.80
Stock-in-trade	5,454.33	5,329.24
Raw materials	3,077.98	3,410.96
Finished goods	9,193.81	5,203.44
Semi finished goods	7,109.69	6,284.10
Packing materials	1,044.56	746.42
Total inventories	28,909.86	22,402.96

Note 12

Trade Receivables

(Unsecured, considered good unless otherwise stated)

(Indian ₹ in lacs)

Particulars	31st March	31st March
	2021	2020
Trade receivables	32,411.40	21,884.68
Less: Provision for doubtful debts	(3,566.75)	(3,408.91)
Total trade receivables	28,844.65	18,475.77

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Note 13

Cash and cash equivalents

Particulars	(Indian ₹ in lacs)	
	31st March 2021	31st March 2020
Balances with banks	3,054.26	3,833.42
Other term deposits	1.66	-
Cash on hand	487.97	236.69
Total cash and cash equivalents	3,543.89	4,070.11

Note 14

Other bank balances

Particulars	(Indian ₹ in lacs)	
	31st March 2021	31st March 2020
Deposits with maturity more than 3 months	32.90	-
Margin money deposits*	851.97	449.67
Dividend accounts	-	2.61
Other accounts	-	133.84
Total other bank balances	884.87	586.12

* under lien of ₹ 640.19 (₹ 417.97) against guarantees to mining authorities and letter of credits

Note 15

Income tax (net)

Particulars	(Indian ₹ in lacs)	
	31st March 2021	31st March 2020
The following table provides the details of income tax assets and liabilities :		
Current Income tax assets	11,811.38	14,474.13
Current income tax liabilities	11,374.53	13,470.56
Net balance	436.85	1,003.57
The gross movement in the current tax asset / (liability) :		
Net current income tax asset at the beginning	1,003.57	1,206.18
Income tax paid (net of refunds)	1,351.49	184.91
Adjustments of account of acquisition of subsidiary	-	(265.86)
Current income tax expense*	(1,918.21)	(121.66)
Income tax on other comprehensive income	-	-
Net current income tax asset/(liabilities) at the end	436.85	1,003.57

* Include Rs. 1460.49 payable under Vivad se Vishwas scheme under Income Tax dispute resolution scheme.



Note 16

Equity share capital

Particulars	(Indian ₹ in lacs)	
	31st March 2021	31st March 2020
Authorised		
125,000,000 equity shares of ₹ 2 each	2,500.00	2,500.00
6,500,000 equity shares of ₹ 100 each	6,500.00	6,500.00
	9,000.00	9,000.00
Issued, Subscribed and Paid up		
86,986,098 equity shares of ₹ 2 each	1,739.72	1,739.72
Total equity share capital	1,739.72	1,739.72

Reconciliation of equity shares outstanding at the beginning and at the end of the year

Particulars	(Indian ₹ in lacs)			
	As on 31st March, 2021		As on 31st March, 2020	
	No. of shares	₹	No. of shares	₹
Equity shares:				
Balance at the beginning of the year	8,69,86,098	1,739.72	8,69,86,098	1,739.72
Addition during the year	-	-	-	-
Balance at end of the year	8,69,86,098	1,739.72	8,69,86,098	1,739.72

Name of Shareholder	As at 31st March 2021		As at 31st March 2020	
	Nos.	% of holding	Nos.	% of holding
Mr. Chetan Navnittal Shah	1,35,43,814	15.57	1,35,43,814	15.57
Mrs. Dina Chetan Shah	92,02,360	10.58	92,02,360	10.58
Ashapura Industrial Finance Limited	95,14,331	10.93	80,88,000	9.30
Albula Investment Fund Limited	78,57,345	9.03	78,57,345	9.03

Rights, preferences and restrictions attached to shares

The company has one class of equity shares having a face value of ₹ 2 each ranking pari passu in all respect including voting rights and entitlement to dividend. Each holder of equity shares is entitled to one vote per share. Dividend proposed by the board of directors and approved by the shareholders in the annual general meeting is paid to the shareholders.

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Note 17

Other equity

	(Indian ₹ in lacs)	
Particulars	31st March 2021	31st March 2020
General reserve		
Balance at the beginning of the year	1,500.00	-
Additions on account of reacquisition of investment in a subsidiary	-	1,500.00
Balance at the end of the year	<u>1,500.00</u>	<u>1,500.00</u>
Capital redemption reserve		
Balance at the beginning of the year	3.90	3.90
Add: transferred from retained earnings	-	-
Balance at the end of the year	<u>3.90</u>	<u>3.90</u>
Securities premium account		
Balance at the beginning of the year	17,734.59	17,734.59
Add: transferred from retained earnings	-	-
Balance at the end of the year	<u>17,734.59</u>	<u>17,734.59</u>
Retained earnings		
Balance at the beginning of the year	13,716.67	(55,800.16)
Profit for the year	8,748.23	38,768.28
Additions on account of reacquisition of investment in subsidiaries/ joint ventures	-	30,752.28
Appropriations		
Dividend	-	(2.61)
Dividend distribution tax	-	(1.12)
Balance at the end of the year	<u>22,464.90</u>	<u>13,716.67</u>
Other components of equity		
Remeasurement of debined benefit plans (net of tax)	(360.88)	(296.78)
Exchange differences on foreign currency translation	(500.46)	(631.76)
Gains on investments in equity instruments	491.45	505.98
	<u>(369.89)</u>	<u>(422.56)</u>
Total other equity	<u><u>41,333.50</u></u>	<u><u>32,532.60</u></u>

General reserve: The Company has transferred a portion of the net profit of the Company to general reserve.

Capital redemption reserve: The Company has created capital redemption reserve from distributable profit upon redemption of preference shares in the past years.

Securities premium account: Amount received in excess of face value of the equity shares is recognized in securities premium account. The reserve is utilised in accordance with the provisions of the Companies Act.

Retained earnings: Retained earnings are the profits/loss of the Company till date, less transfers to general reserve, dividends or other distributions paid to shareholders.

Net gain/(loss) on fair value of defined benefit plans: The Company has recognised remeasurement gains/(loss) on defined benefit plans in OCI. These changes are accumulated within the OCI reserve within other equity. The Company transfers amount from this reserve to retained earning when the relevant obligations are derecognized.

Gain/(loss) on investment in equity instruments: The Company has elected to recognise changes in the fair value of certain investments in equity securities in OCI. These changes are accumulated within the FVTOCI equity investment reserve within equity. The Company transfers amount from this reserve to retained earning when the relevant equity securities are derecognized.

Foreign currency translation reserve: Exchange difference on translation of long term monetary asset is accumulated in separate reserve within equity.



Note 18

Borrowings

(Indian ₹ in lacs)

Particulars	Non-current		Current	
	31st March 2021	31st March 2020	31st March 2021	31st March 2020
Secured				
Term loans from banks and others*	14,266.79	8,414.39	-	-
Hire Purchase Finance	26.23	67.96	-	-
Working capital finance from banks	-	-	9,219.79	3,970.46
* includes upon assignment from a financial institution				
	14,293.02	8,482.35	9,219.79	3,970.46
Unsecured				
Inter corporate loans	40,928.70	30,592.33	-	-
	40,928.70	30,592.33	-	-
Total borrowings	55,221.72	39,074.68	9,219.79	3,970.46

Note 19

Other financial liabilities

(Indian ₹ in lacs)

Particulars	Non-current		Current	
	31st March 2021	31st March 2020	31st March 2021	31st March 2020
Current maturities of long-term debt	-	-	1,882.73	1,021.10
Interest accrued and due on borrowings	-	-	2,491.03	1,431.71
Derivatives and other claims payable	-	-	2,500.00	4,331.07
Unclaimed dividends	-	-	5.04	2.61
Lease liabilities	28.52	89.49	91.65	114.65
Payable towards services received	-	-	230.88	111.53
Total other financial liabilities	28.52	89.49	7,201.33	7,012.67

Note 20

Provisions

(Indian ₹ in lacs)

Particulars	Non-current		Current	
	31st March 2021	31st March 2020	31st March 2021	31st March 2020
Provision for leave encashment	222.32	189.97	53.39	39.90
Provision for minning restoration	965.27	2,340.88	23.27	-
Provision for gratuity	56.08	56.21	139.84	103.52
Provision for bonus	-	-	162.97	180.75
Provision for district mineral foundation	-	-	-	41.58
Provision for royalty	-	-	1,031.03	1,210.27
Total provisions	1,243.67	2,587.06	1,410.50	1,576.02

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Note 21

Other liabilities

(Indian ₹ in lacs)

Particulars	Non-current		Current	
	31st March 2021	31st March 2020	31st March 2021	31st March 2020
Advances from customers	-	-	17,553.95	10,566.47
Statutory liabilities	-	-	1,024.99	362.93
Shipping claims payable	25,668.16	30,434.31	8,620.00	3,829.13
Payable for capital assets	-	-	80.44	14,793.71
Other liabilities	-	4.88	4,648.42	5,825.86
Total other liabilities	25,668.16	30,439.19	31,927.80	35,378.10

Note 22

Trade payables

(Indian ₹ in lacs)

Particulars	Current	
	31st March 2021	31st March 2020
Trade payables		
Total outstanding dues of Micro and Small Enterprises (refer note no. 38)	1.64	34.97
Total outstanding dues of creditors other than Micro and Small Enterprises	36,621.11	13,765.32
Total trade payables	36,622.75	13,800.29

Note 23

Revenue from operations

(Indian ₹ in lacs)

Particulars	2020-2021		2019-2020	
Sale of products				
Export sales	82,619.45		8,630.61	
Domestic sales	31,242.88		23,097.70	
	1,13,862.33		31,728.31	
Other operating revenue				
Research & development fees receipts	200.69		211.81	
Other operating income	748.22		1,492.22	
Total revenue from operations	1,14,811.24		33,432.34	

Note 24

Other income

(Indian ₹ in lacs)

Particulars	2020-2021		2019-2020	
Interest receipts	452.42		1,116.82	
Dividend receipts	0.60		0.47	
Profit on sale of investment (net)	13.09		-	
Lease rent receipts	193.59		397.46	
Profit on sale of property, plant & equipment (net)	156.39		-	
Sundry balances written back (net)	4,411.66		-	
Gain on foreign currency fluctuation	630.36		-	
Miscellaneous income	221.04		79.92	
Total other income	6,079.15		1,594.67	

**Note 25****Cost of materials consumed**

Particulars	2020-2021	(Indian ₹ in lacs)
		2019-2020
Raw materials consumed		
Opening stock	3,410.96	3,703.31
Add: Purchases	19,444.60	8,575.34
	<u>22,855.56</u>	<u>12,278.65</u>
Less: Closing stock	3,077.98	3,410.96
	<u>19,777.58</u>	<u>8,867.69</u>
Packing materials consumed		
Opening stock	746.42	778.09
Add: Purchases	2,585.86	843.17
	<u>3,332.28</u>	<u>1,621.26</u>
Less: Closing stock	1,044.56	746.42
	<u>2,287.72</u>	<u>874.84</u>
Rent and royalty	1,042.04	586.41
Mining expenses	2,844.45	1,379.01
Total cost of materials consumed	<u>25,951.79</u>	<u>11,707.95</u>

Note 26**Changes in inventories**

Particulars	2020-2021	(Indian ₹ in lacs)
		2019-2020
Closing Stock		
Finished goods	9,193.81	5,203.44
Stock-in-trade	5,454.33	5,329.24
Semi finished goods	7,109.69	6,284.10
	<u>21,757.83</u>	<u>16,816.78</u>
Opening Stock		
Finished goods	5,203.44	5,763.48
Stock-in-trade	5,329.24	5,665.78
Semi finished goods	6,284.10	6,409.04
	<u>16,816.78</u>	<u>17,838.30</u>
Changes in inventories	<u>(4,941.05)</u>	<u>1,021.52</u>

Note 27**Employee benefit expenses**

Particulars	2020-2021	(Indian ₹ in lacs)
		2019-2020
Salaries, wages, allowances and bonus	7,195.89	3,435.63
Directors' remuneration	247.85	95.69
Contribution to provident fund & other welfare funds	504.04	128.54
Staff welfare expenses	516.85	277.99
Total employee benefit expenses	<u>8,464.63</u>	<u>3,937.85</u>

Ashapura Minechem Limited

Note 28

Finance costs

Particulars	2020-2021	(Indian ₹ in lacs) 2019-2020
Interest		
Banks	2,397.47	1,078.98
Income Tax	7.78	65.23
Others	2,662.98	1,874.14
	<u>5,068.23</u>	<u>3,018.35</u>
Exchange rate difference on loan	192.23	-
Other Borrowing Costs	12.38	77.51
Total finance costs	<u><u>5,272.84</u></u>	<u><u>3,095.86</u></u>

Note 29

Depreciation and amortisation expenses

Particulars	2020-2021	(Indian ₹ in lacs) 2019-2020
Depreciation on tangible assets	4,130.22	2,792.74
Depreciation on investment properties	5.91	5.91
Amortisation of intangible assets	359.98	40.29
Total depreciation and amortisation	<u><u>4,496.11</u></u>	<u><u>2,838.94</u></u>

Note 30

Other expenses

Particulars	2020-2021	(Indian ₹ in lacs) 2019-2020
Manufacturing Expenses		
Power and fuel	7,271.03	3,506.28
Machinery repairs and maintenance	1,075.33	133.92
Stores and spares	1,645.24	1,395.14
Carriage inward	34.92	43.98
Other expenses	3,945.41	1,840.70
	<u>13,971.93</u>	<u>6,920.02</u>
Selling and distribution expenses		
Sales commission	23.08	12.18
Export freight and insurance	19,754.06	1,959.94
Export custom duty	16.24	59.83
Export and other shipment expenses	21,419.22	2,540.75
	<u>41,212.60</u>	<u>4,572.70</u>
Administrative and Other Expenses		
Advertisement and business promotion	40.31	41.12
Rent	534.02	144.50
Rates & taxes	737.96	170.65
Repairs to buildings and others	356.75	177.29
Insurance premiums	232.25	103.76
Travelling expenses	361.21	412.69
Foreign currency fluctuation loss	-	1,779.46
Legal and professional fees	2,056.20	419.96
Provision for doubtful debts and advances and bad debts	-	1,295.66
Bank discount, commission and other charges	723.47	18.52
Payment to auditors	95.75	75.59
Directors sitting fees	31.50	21.75
Loss on sale of property, plant & equipments	-	279.78
Loss on sale of investments	-	907.48
Corporate social responsibility expenses	236.43	5.31
Donations	133.87	106.22
Miscellaneous expenses	2,800.37	1,535.05
	<u>8,340.09</u>	<u>7,494.79</u>
Total other expenses	<u><u>63,524.62</u></u>	<u><u>18,987.50</u></u>



Expenditure towards Corporate Social Responsibility (CSR) activities

Gross amount required to be spent by the Group during the year	221.17	2.34
Amount spent in cash during the year		
i) Construction/acquisition of any asset	-	-
ii) On purposes other than (i) above	236.43	5.31
	<hr/> 236.43	<hr/> 5.31
<u>Payments to auditors</u>		
Audit fees (Including quarterly limited review)	75.43	62.75
Tax audit fees	10.25	9.00
Other Services	9.38	1.88
Reimbursement of expenses	0.44	1.96
	<hr/> 95.75	<hr/> 75.59

Note 31

Earning per share

Particulars	(Indian ₹ in lacs)	
	2020-2021	2019-2020
Profit for the year (₹)	8,748.23	38,768.29
Weighted average number of shares (Nos)	8,69,86,098	8,69,86,098
Diluted number of shares (Nos)	9,00,29,058	8,69,86,098
Earnings per share (Basic) ₹	10.06	44.57
Earnings per share (Diluted) ₹	9.72	44.57
Face value per share ₹	2.00	2.00

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Note 32

Fair value measurement

i. Financial instruments by category

(Indian ₹ in lacs)

Particulars	31st March 2021				31st March 2020			
	FVPL	FVOCI	Amortised cost	Fair Value	FVPL	FVOCI	Amortised cost	Fair Value
Financial assets								
Investments	-	516.46	28,503.96	29,020.42	19.40	530.99	26,893.95	27,444.34
Trade receivables	-	-	28,844.65	28,844.65	-	-	18,475.77	18,475.77
Loans non - current	-	-	2,901.77	2,901.77	-	-	11,239.15	11,239.15
Loans - current	-	-	15.93	15.93	-	-	26.66	26.66
Other financial assets - non- current	-	-	1,094.99	1,094.99	-	-	1,794.04	1,794.04
Other financial assets - current	-	-	3,723.03	3,723.03	-	-	1,958.76	1,958.76
Cash and cash equivalents	-	-	3,543.89	3,543.89	-	-	4,070.11	4,070.11
Other bank balances	-	-	884.87	884.87	-	-	586.12	586.12
Total financial assets	-	516.46	69,513.09	70,029.55	19.40	530.99	65,044.57	65,594.96
Financial liabilities								
Borrowings								
Long term borrowings *	-	-	57,104.45	57,104.45	-	-	40,095.78	40,095.78
Short term borrowings	-	-	9,219.79	9,219.79	-	-	3,970.46	3,970.46
Trade payables	-	-	36,622.75	36,622.75	-	-	13,800.29	13,800.29
Other financial liabilities - non - current	-	-	28.52	28.52	-	-	89.49	89.49
Other financial liabilities - current	-	-	5,318.60	5,318.60	-	-	5,991.57	5,991.57
Total financial liabilities	-	-	1,08,294.11	1,08,294.11	-	-	63,947.58	63,947.58

* including current maturities of long term debts

ii) Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair value are disclosed in the financial statements. To provide an indication about the realisability of the inputs used in determining fair value, the Company has classified its financial instruments into the following three levels prescribed under Ind AS - 113 "Fair Value Measurements".

Financial assets measured at fair value - recurring fair value measurements at 31st March 2021

Particulars	(Indian ₹ in lacs)			
	Level 1	Level 2	Level 3	Total
Financial investment at FVOCI				
Investment in equity shares (unquoted)	-	-	516.46	516.46
Financial investment at FVPL				
Investment in Mutual Fund	-	-	-	-
Total	-	-	516.46	516.46

Financial assets measured at fair value - recurring fair value measurements at 31st March 2020

Particulars	(Indian ₹ in lacs)			
	Level 1	Level 2	Level 3	Total
Financial investment at FVOCI				
Investment in equity shares (unquoted)	-	-	530.99	530.99
Financial investment at FVPL				
Investment in Mutual Fund	19.40	-	-	19.40
Total	19.40	-	530.99	550.39

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices in active markets. Quotes would include rates/values/valuation references published periodically by stock exchanges on basis of which trades take place in a linked or unlinked active market. This includes traded bonds and mutual funds, as the case may be.

Level 2: The fair value of financial instruments that are not traded in an active market are determined using valuation techniques which maximise the use of observable market data (either directly as prices or indirectly derived from prices) and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and in determination asset included in level 3.



Note 33

Financial risk management

The Group's activities expose it to credit risk, liquidity risk and market risk.

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, financial assets and trade receivables	Credit ratings, Aging analysis, credit evaluation	Diversification of counter parties, investment limits, check on counter parties basis credit rating and number of overdue days
Liquidity risk	Borrowings, trade payables and other liabilities	Maturity analysis	Maintaining sufficient cash/ cash equivalents and marketable securities
Market risk	Financial assets and liabilities not denominated in INR	Sensitivity analysis	Constant evaluation and proper risk management policies

The Board provides guiding principles for overall risk management as well as policies covering specific areas such as foreign exchange risk, credit risk and investment of surplus liquidity.

A. Credit risk

Credit risk refers to the risk of a counter party default on its contractual obligation resulting into a financial loss to the Group. The maximum exposure of the financial assets represents trade receivables, work in progress and receivables.

In respect of trade receivables, the Group uses a provision matrix to compute the expected credit loss allowances for trade receivables in accordance with the expected credit loss (ECL) policy of the Group. The Group regularly reviews trade receivables and necessary provisions, whenever required, are made in the financial statements.

B. Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in raising funds to meet its commitments associated with financial instruments. Liquidity risk may result from an inability to sell a financial assets quickly at close to its fair value.

The Group, to the best extent possible, attempts to manage liquidity risk by maintaining adequate liquid assets and banking facilities by continuously monitoring forecast and actual cash flows and by matching the maturity profiles of financial assets and liabilities.

Contractual maturities of significant financial liabilities are as follows:

Particulars			(Indian ₹ in lacs)
	Less than or equal to one year	more than one year	Total
As on 31st March 2021			
Financial Assets			
Investments	-	29,020.42	29,020.42
Loans	15.93	2,901.77	2,917.70
Trade receivables	28,844.65	-	28,844.65
Cash and cash equivalents	3,543.89	-	3,543.89
Other bank balances	884.87	-	884.87
Other financial assets	3,723.03	1,094.99	4,818.02
Total financial assets	37,012.37	33,017.18	70,029.55
Financial Liabilities			
Long term borrowings	1,882.73	55,221.72	57,104.45
Short term borrowings	9,219.79	-	9,219.79
Trade payables	36,622.75	-	36,622.75
Other financial liabilities	5,318.60	28.52	5,347.12
Total financial liabilities	53,043.87	55,250.24	1,08,294.11
As on 31st March 2020			
Financial Assets			
Investments	19.40	27,424.94	27,444.34
Loans	26.66	11,239.15	11,265.81
Trade receivables	18,475.77	-	18,475.77
Cash and cash equivalents	4,070.11	-	4,070.11
Other bank balances	586.12	-	586.12
Other financial assets	1,958.76	1,794.04	3,752.80
Total financial assets	25,136.83	40,458.13	65,594.96
Financial Liabilities			
Long term borrowings	1,021.10	39,074.68	40,095.78
Short term borrowings	3,970.46	-	3,970.46
Trade payables	13,800.29	-	13,800.29
Other financial liabilities	5,991.57	89.49	6,081.06
Total financial liabilities	24,783.42	39,164.17	63,947.58

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C. Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Such changes in the values of financial instruments may result from changes in foreign currency exchange rates, interest rates, credit, liquidity and other market changes.

The Group has several balances in foreign currency and consequently, the Group is exposed to foreign exchange risk. The Group evaluates exchange rate exposure arising from foreign currency transactions and follows established risk management policies, to the extent possible.

a) 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 Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long-term debt obligations with floating interest rates. The Group manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings, wherever possible.

b) Interest rate sensitivity:

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Group's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	(Indian ₹ in lacs)	
	Increase/decrease in basis points	Effect of profit before tax
31st March, 2021	+100	663.24
	-100	(663.24)
31st March, 2020	+100	440.66
	-100	(440.66)

Group's exposure to foreign currency risk at the end of each reporting period is as under:

c) Exposure in foreign currency - unhedged

Currency	(respective foreign currencies in lacs)	
	31st March 2021	31st March 2020
Receivables		
USD	914.79	91.54
EURO	11.99	16.25
AED	0.06	-
GBP	0.06	0.06
Payables		
USD	88.94	331.98
EURO	3.34	7.01
AED	13.16	1.79
GBP	0.01	-
Loan given to joint ventures/associates		
RO	18.70	17.23
USD	-	53.96

d) Foreign currency sensitivity

The Company is mainly exposed to changes in USD and EURO. The below table demonstrates the sensitivity to a 5% increase or decrease in the USD and EURO against INR, with all other variables held constant. The sensitivity analysis is prepared on the net unhedged exposure of the Company as at reporting date. 5% represents management's assessment of reasonably possible change in foreign exchange rate.

Particulars	Currency	Change in rate	(Indian ₹ in lacs)
			Effect on profit before tax
March 31, 2021	USD	+5%	3,018.48
	USD	-5%	(3,018.48)
March 31, 2020	USD	+5%	(704.89)
	USD	-5%	704.89
March 31, 2021	EURO	+5%	37.11
	EURO	-5%	(37.11)
March 31, 2020	EURO	+5%	38.25
	EURO	-5%	(38.25)



Note 34

Capital management

For the purpose of the Group's capital management, capital includes issued capital and all other equity reserves attributable to the equity shareholders of the Group. The primary objective of the Group when managing capital is to safeguard its ability to continue as a going concern and to maintain an optimal capital structure so as to maximize shareholder value.

The Group's capital management objective is to maximise the total shareholder returns by optimising cost of capital through flexible capital structure that supports growth. Further, the Group attempts to ensure optimal credit risk profile to maintain/enhance credit rating.

The Group determines the amount of capital required on the basis of annual operating plan and long-term strategic plans. The funding requirements are met through internal accruals and long-term/short-term borrowings. The Group monitors the capital structure on the basis of net debt to equity ratio and maturity profile of the overall debt portfolio of the Group.

The following table summarises the capital of the Group:

Particulars	(Indian ₹ in lacs)	
	As at 31st March 2021	31st March 2020
Total debt	66,324.24	44,066.24
Total equity	43,432.66	34,631.76
total debt to equity ratio	1.53	1.27

Note 35

Exceptional items

Particulars	(Indian ₹ in lacs)	
	31st March 2021	31st March 2020
1 Additional liabilities in respect of termination of a settlement agreement by a creditor	1,933.32	56,185.38
2 Profit/(loss) on transfer of the pledged shares	-	(26,459.68)
3 Additional liability on one time settlement with a bank	-	17,672.27
Total....	1,933.32	47,397.97

Note 36

Contingent Liabilities

No.	Particulars	(Indian ₹ in lacs)	
		31st March 2021	31st March 2020
1	Guarantees given to various government authorities and others	16,191.58	14,436.87
2	In respect of contracts remaining to be executed	224.69	373.56
3	In respect of disputed excise duty	2,993.81	2,921.09
4	In respect of disputed income tax matters	6,164.38	4,151.39
5	In respect of disputed VAT and Service Tax matters	379.37	51.42
6	Shipping claims against the Company not acknowledged as debts	5,368.00	4,761.39
7	Other claims against the Company not acknowledged as debts	4,559.23	17,990.37
8	In respect of other matters	21.68	53.75
	Total...	35,902.74	44,739.84

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Note 37

Employee benefits

Funded Scheme - Gratuity

Liability for employee gratuity has been determined by an actuary, appointed for the purpose, in conformity with the principles set out in the Indian Accounting Standard 19 the details of which are as hereunder. The Group makes contributions to approved gratuity fund.

(Indian ₹ in lacs)

No.	Particulars	31st March 2021	31st March 2020
Amount recognised in balance sheet			
	Present value of funded defined benefit obligation	1,484.05	1,351.02
	Fair value of plan assets	1,288.13	1,069.93
	Net unfunded obligation/(surplus assets)	195.92	281.09
Expense recognised in the statement of profit and loss			
	Current service cost	87.90	88.26
	Prior period - change in limit	129.89	-
	Interest on net defined benefit asset	3.63	7.49
	Total expense charged to profit and loss Account	221.42	95.75
Amount recorded as other comprehensive income			
	Opening amount recognised in OCI outside profit & loss Account	478.89	245.54*
	Remeasurements during the period due to:	-	-
	Changes in financial assumptions	(54.03)	233.30
	Actual return on plan assets less interest on plan assets	(4.57)	0.05
	Closing amount recognised in OCI outside profit & loss account	420.29	478.89
Reconciliation of net liability/(asset)			
	Opening net defined benefit liability/(asset)	(212.10)	(286.77)
	Expense charged to profit and loss account	221.42	95.75
	Amount recognised outside profit and loss account	(58.60)	50.35*
	Prior period - change in limit	374.81	-
	Employer contributions	(129.61)	(71.43)
	Closing net defined benefit liability/(asset)	195.92	(212.10)
Movement in benefit obligation			
	Opening of defined benefit obligation	1,351.02	1,307.42
	Current service cost	87.90	88.26
	Prior period - change in limit	156.84	-
	Past Service cost	-	-
	Interest on defined benefit obligation	95.13	101.52
	Actuarial loss/(gain) arising from change in financial assumptions	3.55	73.55
	Benefits paid from the fund	(260.86)	(179.30)
	Actuarial loss/(gain) on obligation	50.47	(40.43)
	Closing of defined benefit obligation	1,484.05	1,351.02
Movement in plan assets			
	Opening fair value of plan assets	1,069.93	1,102.80
	Prior period - change in limit	270.05	-
	Return on plan assets excluding interest income	(12.09)	(6.28)
	Interest income	91.49	81.28
	Contributions by employer	129.61	71.43
	Benefits paid	(260.86)	(179.30)
	Closing of defined benefit obligation	1,288.13	1,069.93
Principal actuarial assumptions			
	Discount Rate	6.80	7.26
	Salary escalation rate p.a.	6.80	6.10
	Future salary increase	5.00	5.00
	Rate of employee turnover	4.00	4.00

* includes balances of a subsidiary upon reacquisition



Sensitivity analysis for significant assumption is as shown below:

No.	Particulars	Sensitivity level	31st March 2021	31st March 2020
1	Discount Rate	1% Increase	(4.38)	(81.93)
		1% Decrease	97.52	92.58
2	Salary	1% Increase	98.32	89.36
		1% Decrease	(88.87)	(81.19)
3	Employee Turnover	1% Increase	10.53	11.17
		1% Decrease	(11.71)	(12.42)

The following are the expected future benefit payments for the defined benefit plan:

No.	Particulars	31st March 2021	31st March 2020
1	Within the next 12 months (next annual reporting period)	216.40	212.50
2	Between 2 and 5 years	507.32	476.43
3	Beyond 5 years	1,781.34	1,683.19

Note 38

Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006 are provided as under for the year 2020-21, to the extent the Company has received intimation from the Suppliers regarding their status under the Act.

(Indian ₹ in lacs)

No.	Particulars	31st March 2021	31st March 2020
	Principal amount and the interest due thereon remaining unpaid to each supplier at the end of each accounting year (but within due date as per MSMED Act)		
1	Principal amount due to micro and small enterprise	1.64	34.97
2	Interest due on above	-	-

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Note 39

As per Ind AS 24, Disclosure of transactions with related parties (as identified by the management) as defined in Ind AS 24 are given below:

Sr No.	Particulars	Country of incorporation
<u>(i) Joint ventures and associates</u>		<u>Refer note no. 1.3(c)</u>
<u>(ii) Entities controlled/significantly influenced by directors</u>		
1	Altage Stone Crushing Industries ¹	India
2	Ambica Logistics Private Limited	India
3	Ashapura Exports Private Limited	India
4	Ashapura Foundation	India
5	Ashapura Infin Private Limited	India
6	Ashapura Mineral Company	India
7	Ashapura Overeas Private Limited	India
8	Chetan N Shah - HUF	India
9	Kutch Navniraman Trust	India
10	Manico Resources Private Limited	India
11	Minologistic Corporation	India
12	Minotech Resources LLP	India
13	Minotrans Logistic Corporation	India
14	Sharda Industrial Corporation	India
15	Ashok Alco-chem Limited ¹	India
<u>(iii) Key managerial personnel</u>		
16	Mr. Chetan Shah	Executive Chairman
17	Mr. Rajnikant Pajwani ²	Whole Time Director & CEO
18	Mr. Hemul Shah	Executive Director & CEO
19	Mrs. Geeta Nerurkar	Whole Time Director & CEO
20	Mr. Harish Motiwala	Independent Director
21	Ms. Himani Shah ³	Non Independent Director
22	Mr. Ashok Kadakia	Independent Director
23	Mr. Abhilash Munsif	Independent Director
24	Mr. Pundrik Sanyal	Independent Director
25	Mrs. Navita Gaiha	Independent Director
26	Leslic Steven Scheltens ⁴	Non- Independent Director
27	Mrs. Neeta Shah ⁵	Independent Director
28	Mr. Sudhi Godabole	Director
29	Mr. Ibrahim Bald	Director
30	Mr. Sachin Polke	Company Secretary & Vice President
31	Mr. Ashish Desai ⁶	Chief Financial Officer (CFO)
32	Mr. Ajay Phalod ⁷	Designate CEO
33	Ms. Surekha Sathe	Vice President - Information Technology
34	Mr. Akhilesh Kumar Sinha	Vice President - Human Resources
35	Mrs. Dina Shah	Relative of a key managerial personnel
36	Mrs Chaitali Salot	Relative of a key managerial personnel
37	Mr. Manan Shah	Relative of a key managerial personnel

¹w.e.f. 23rd December, 2020

²upto 1st June, 2019

³w.e.f. 10th February, 2020

⁴upto 24th August, 2020

⁵w.e.f. 11th November, 2020

⁶w.e.f. 12th June, 2019

⁷upto 15th February, 2020



Nature of transaction	Relationship	(Indian ₹ in lacs)	
		Year ended 31st March 2021	Year ended 31st March 2020
1. Sales of materials			
Ashapura Perfoclay Limited	Joint Venture	2,466.17	67.43
APL Valueclay Private Limited	Joint Venture	1,575.02	-
Sohar Ashapura Chemicals LLC	Joint Venture	63.96	-
Orient Abrasives Limited	Associate	7,175.52	6,798.60
Ashapura Overseas Private Limited	Entity controlled/significantly influenced by directors	0.43	-
Minotech Resources LLP	Entity controlled/significantly influenced by directors	227.07	-
Ashapura Midgulf NV	Joint Venture	5,411.21	201.83
Total...		16,919.38	7,067.86
2. Sale of assets			
Minotech Resources LLP	Entity controlled/significantly influenced by directors	347.07	-
Total...		347.07	-
3. Purchase of materials			
APL Valueclay Private Limited	Joint Venture	1,631.28	-
Ashapura Perfoclay Limited	Joint Venture	434.48	-
Orient Abrasives Limited	Associate	376.49	867.60
Total...		2,442.25	867.60
4. Interest received			
Ashapura Dhofar Resources LLC	Joint Venture	113.16	146.77
Sohar Ashapura Chemicals LLC	Joint Venture	18.54	31.59
Ashapura Perfoclay Limited	Joint Venture	-	-
Total...		131.70	178.35
5. Reimbursement of administrative expenses received/(paid)			
Ashapura Overseas Private Limited	Entity controlled/significantly influenced by directors	0.04	1.49
Orient Abrasives Limited	Associate	19.07	(6.02)
APL Valueclay Private Limited	Joint Venture	1.02	0.25
Ashapura Perfoclay Limited	Joint Venture	476.26	110.23
Total...		496.39	105.95
6. Rent received			
Ashapura Overseas Private Limited	Entity controlled/significantly influenced by directors	1.20	1.20
Orient Abrasives Limited	Associate	12.15	11.40
Total...		13.35	12.60
7. R & D charges receipts			
Ashapura Perfoclay Limited	Joint Venture	200.00	75.00
8. Dividend received			
Ashapura Perfoclay Limited	Joint Venture	268.99	-
Orient Abrasives Limited	Associate	57.00	102.69
Total...		325.99	102.69
8. Donations/Corporate Social Responsibility			
Ashapura Foundation	Entity controlled/significantly influenced by directors	67.80	7.43
Kutch Navmiraman Trust	Entity controlled/significantly influenced by directors	160.00	13.00
Total...		227.80	20.43

Ashapura Minechem Limited

9. Operational Income

Ashapura Dhofar Resources LLC	Joint Venture	-	3.52
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10. Royalty

Chetan N Shah - HUF	Entity controlled/significantly influenced by directors	234.61	49.84
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11. Guarantee Commission Receipts

Ashapura Perfoclay Limited	Joint Venture	32.00	32.00
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12. Stores, Spares & Packing Materials Purchases

APL Valueclay Limited	Joint Venture	1.15	0.24
Ashapura Perfoclay Limited	Joint Venture	0.72	-
Orient Abrasives Limited	Associate	-	2.92
Total...		1.87	3.16

13. Rent paid

Ashapura Perfoclay Limited	Joint Venture	-	1.15
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14. Sundry balances written back

Ashok Alco-chem Limited	Entity controlled/significantly influenced by directors	304.89	-
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Outstanding Balances:

1. Trade receivables

Ashapura Exports Private Limited	Entity controlled/significantly influenced by directors	385.58	385.58
Ashapura Midgulf NV	Joint Venture	2,019.70	2,025.80
Ashapura Overseas Private Limited	Entity controlled/significantly influenced by directors	262.79	260.90
Ashapura Perfoclay Limited	Joint Venture		1,837.57
Manico Resources Private Limited	Entity controlled/significantly influenced by directors	2.50	12.50
Ashapura Dhofar Resources LLC	Joint Venture	0.42	3.52
APL Valueclay Private Limited	Joint Venture	3.40	3.40
Orient Abrasives Limited	Associate	414.01	319.04
Sohar Ashapura Chemicals LLC	Joint Venture	27.12	48.76
Total...		3,115.52	4,897.07

2. Security Deposit

Sharda Industrial Corporation	Entity controlled/significantly influenced by directors	45.00	45.00
Ashapura Perfoclay Limited	Joint Venture	15.00	15.00
Total...		60.00	60.00

3. Trade Payables

Ashapura Midgulf NV	Joint Venture	160.20	154.60
Ashapura Arcadia Logistic Private Limited	Associate	-	49.41
Orient Abrasives Limited	Associate	902.75	1,021.87
Ashapura Perfoclay Limited	Joint Venture	2,513.60	0.03
Ashok Alco-chem Limited	Entity controlled/significantly influenced by directors	721.57	-
APL Valueclay Private Limited	Joint Venture	579.22	10.64
Total...		4,877.34	1,236.55



4. Advances from customers

Ashapura Farest MPA Sdn Bhd	Associate	0.70	0.70
Ashapura Arcadia Logistic Private Limited	Associate	100.00	100.00
Total...		100.70	100.70

5. Trade Advances

Mino Trans Logistics	Entity controlled/significantly influenced by directors	128.94	146.50
Manico Resources Private Limited	Entity controlled/significantly influenced by directors	52.32	52.25
Altage Stone Crushing Industries	Entity controlled/significantly influenced by directors	446.00	446.00
Minologistics Corporation	Entity controlled/significantly influenced by directors	46.74	46.74
Total...		674.00	691.49

6. Loans given

Sohar Ashapura Chemicals LLC	Joint Venture	-	659.76
Ashapura Dhofar Resources LLC	Joint Venture	2,873.52	3,419.42
Total...		2,873.52	4,079.18

6. Loans payable

Ashapura Midgulf	Associate	2,193.00	-
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7. Indirect receivable

Ashapura Dhofar Resources LLC JV		323.20	-
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Key managerial personnel and relatives :

1. Remuneration

Mr. Chetan Shah	Executive Chairman	60.00	26.29
Mr. Rajnikant Pajwani	Whole Time Director & CEO	-	4.36
Mr. Hemul Shah	Whole Time Director & CEO	38.94	59.83
Mrs. Geeta Nerulakar	Whole Time Director & CEO	68.19	5.21
Mr. Sudhir Godabole	Director	63.41	-
Mr. Ibrahim Bald	Director	17.31	-
Others		192.17	227.27
Total...		440.02	322.96

2. Sitting fees

Mr. Chetan Shah	Non-Executive Chairman	1.00	-
Mr. Harish Motiwala	Independent director	7.00	5.25
Mr. Ashok Kadakia	Independent director	5.00	3.50
Mr. Abhilash Munsif	Independent director	6.00	4.25
Mr. Hemul Shah	Independent director	2.00	1.50
Mrs. Geeta Nerurkar	Independent director	1.00	0.50
Mr. Pundrik Sanyal	Independent director	7.00	5.25
Mrs. Navita Gaiha	Independent director	0.50	1.00
Mrs. Himani Shah	Non-Independent director	2.00	-
Leslic Steven Scheltens	Independent director	-	0.50
Total...		31.50	21.75

Ashapura Minechem Limited

3. Reimbursement of expenses paid

Ms. Surekha Sathe	Vice President - Information Technology	1.79	3.00
Mr. Ashish Desai	Chief Financial Officer	8.95	3.60
Mr. Ajay Phalod	Designate CEO	-	3.01
Mr. Akhileshkumar Sinha	Vice President - HR	8.95	3.60
Mr. Sachin Polke	Company Secretary & Vice President	8.95	3.60
Mr. Hemul Shah	Whole Time Director & CEO	10.39	0.70
Mr. Sudhir Godabole	Director	17.60	-
	Total...	56.63	17.51

4. Sale of investment

Mr. Manan Shah	Relative of a key managerial personnel	-	867.11
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Outstanding Balances:

1. Security deposits

Mr. Chetan Shah	Non-Executive Chairman	5.00	5.00
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Note 40
Disclosure in terms of Schedule III of the Companies Act, 2013

Particulars	Net Assets			Share in Profit or (Loss)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As a % of consolidated net assets As at 31st March, 2021	₹ As at 31st March, 2021	As a % of consolidated profit or loss As at 31st March, 2021	₹ As at 31st March, 2021	As a % of consolidated other comprehensive income As at 31st March, 2021	₹ As at 31st March, 2021	As a % of consolidated total comprehensive income As at 31st March, 2021	₹ As at 31st March, 2021	(Indian ₹ in lacs)
Ashapura Minechem Limited	11.17	4,809.41	63.59	5,563.11	(112.88)	(59.45)	62.54	5,503.66	
Subsidiaries:									
Indian									
Ashapura Aluminum Limited	0.08	32.68	(0.04)	(3.29)	-	-	(0.04)	(3.29)	
Ashapura Claytech Limited	0.19	80.12	3.98	347.85	13.77	7.25	4.03	355.10	
Ashapura Consultancy Service Private Limited	(0.36)	(153.63)	0.02	1.88	-	-	0.02	1.88	
Ashapura International Limited	41.11	17,709.47	11.59	1,013.93	(18.57)	(9.78)	11.41	1,004.15	
Bombay Minerals Limited	26.25	11,306.75	11.32	990.69	(14.58)	(7.68)	11.17	983.01	
Peninsula Property Developers Private Limited	0.00	1.57	0.02	1.93	-	-	0.02	1.93	
Prashansa Ceramics Limited	(0.35)	(152.07)	(0.29)	(25.16)	-	-	(0.29)	(25.16)	
Sharda Consultancy Private Limited	(0.20)	(85.70)	0.04	3.81	-	-	0.04	3.81	
Ashapura Resources Private Limited	(0.28)	(122.30)	0.07	5.77	-	-	0.07	5.77	
Foreign									
Ashapura Holdings (UAE) FZE	8.35	3,598.46	48.82	4,270.49	-	-	48.52	4,270.49	
Ashapura Holdings Forest Pte Ltd*	0.42	180.64	(0.02)	(2.15)	-	-	(0.02)	(2.15)	
Ashapura Guinea Resources	(16.63)	(7,162.99)	(62.04)	(5,427.40)	(6.67)	(2.41)	(6.67)	(5,427.40)	
Ashapura Minex Resources SAU	(2.28)	(981.23)	(2.42)	(211.82)	-	-	(2.41)	(211.82)	
Societe Guineenne des Mines defer	3.29	1,417.13	21.75	1,902.69	-	-	21.62	1,902.69	
FAKO Resources SARL	(0.60)	(258.33)	(0.63)	(55.52)	-	-	(0.63)	(55.52)	
Ashapura Boff Bauxite SA**	(0.39)	(166.98)	(2.06)	(180.27)	-	-	(2.05)	(180.27)	
Ashapura Global Infratech SARLU***	0.14	61.27	0.70	61.57	-	-	0.70	61.57	
Ashapura Minechem (UAE) FZE	0.95	407.84	2.80	245.37	-	-	2.79	245.37	
PT Ashapura Bento clay Forest	(0.15)	(66.05)	1.96	171.48	-	-	1.95	171.48	
Joint Ventures:									
Indian									
Ashapura Perfoclay Limited	28.52	12,283.34	19.95	1,745.40	(9.47)	(4.99)	19.78	1,740.41	
APL Valueclay Private Limited	0.11	45.72	(0.11)	(9.45)	(1.65)	(0.87)	(0.12)	(10.32)	
Foreign									
Ashapura Midgulf NV	-	-	(5.78)	(505.59)	-	-	(5.74)	(505.59)	
Ashapura Dhofar Resources LLC	-	-	(7.80)	(682.30)	-	-	(7.75)	(682.30)	
Sohar Ashapura Chemicals LLC	6.60	2,840.88	4.54	397.19	-	-	4.51	397.19	
Associates:									
Indian									
Ashapura Arcadia Logistic Private Limited	-	-	(1.32)	(115.77)	-	-	(1.32)	(115.77)	
Orient Abrasives Limited	30.30	13,052.45	4.20	367.25	(5.84)	(3.08)	4.14	364.17	
Foreign									
Ashapura Farest MPA Sdn Bhd	0.65	279.75	0.76	66.18	-	-	0.75	66.18	
Ashapura Farest Acticlay Sdn Bhd	(0.00)	(0.25)	(0.00)	(0.27)	-	-	(0.00)	(0.27)	
Non-controlling Interest									
Ashapura Claytech Limited	(0.00)	(0.45)	(0.02)	(1.94)	(0.08)	(0.04)	(0.02)	(1.98)	
FAKO Resources SARL	0.05	21.64	0.06	5.55	-	-	0.06	5.55	
Foreign currency translation reserve/ Others	-	-	-	-	249.30	131.30	1.49	131.30	
Total eliminations	(36.93)	(15,905.92)	(13.64)	(1,192.98)	-	-	(13.56)	(1,192.98)	
Total...	100.00	43,073.22	100.00	8,748.23	100.00	52.67	100.00	8,800.90	

* w.e.f. 22nd July, 2020

** w.e.f. 20th April, 2020

*** w.e.f. 15th September, 2020

Ashapura Minechem Limited

41. One of the creditors, with whom the Parent Company had entered into settlement agreement, terminated the settlement agreement and invoked pledge of shares of two subsidiary companies and a joint venture company on 19th September 2018 and 4th October 2018. Accordingly, 100% shares of a wholly-owned subsidiary, Ashapura International Limited; 47.86% shares of a subsidiary company, Bombay Minerals Limited; and entire holding of 50% in a joint venture company, Ashapura Perfoclay Limited were taken over by the said creditor due to trigger of these pledged shares. The Parent Company upon defending the said invocation of pledge through Arbitration, received an Arbitration Award in its favour on 28th February 2020 whereby (a) the invocation of the aforesaid pledge of shares were held to be non-est and therefore, set aside; and (b) the original settlement agreement was reinstated with immediate effect. Consequently, the Parent Company regained the ownership and control of the aforesaid shares which, however, continue to be under pledge in favour of the creditors against the amount payable by the Parent Company.
42. Pursuant to the approval of the members, the Parent Company has, on 28th February, 2020 issued 45,00,000 equity share warrants on preferential basis to a promoter group company @ ₹ 31.95 per warrant. Each warrant will be converted into one equity share of the Parent Company within a period of eighteen months from the date of the issue.
43. Balances for trade payables, trade receivables, for loans and advances are subject to confirmations from the respective parties and reconciliations, if any, in many cases. In absence of such confirmations, the balances as per books have been relied upon by the auditors.
44. Figures pertaining to the subsidiary companies have been reclassified whenever necessary to bring them in line with the Parent Company's financial statements.
45. All the amounts have been stated in Indian ₹ in lacs, unless otherwise stated.
46. Previous year's figures has regrouped and rearranged, wherever necessary.

Signatures to Notes No. 1 to 46

As per our report of even date

For P A R K & COMPANY
Chartered Accountants

Sd/-
CHETAN SHAH
Executive Chairman

Sd/-
HEMUL SHAH
Executive Director & Chief Executive Officer

Sd/-
PRASHANT VORA
Partner

Sd/-
ASHISH DESAI
Chief Financial Officer

Sd/-
SACHIN POLKE
Company Secretary & Vice President

Rajkot
June 22, 2021

Mumbai
June 22, 2021



FORM AOC - I
(Pursuant to first proviso to sub-section (3) of section 129
STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENT
Part "A": Subsidiaries

S.N.	Name of the Subsidiary Cos.	The date since when subsidiary was acquired (date on which entity become subsidiary)	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Reporting Currency and Exchange Rate as on last date of relevant Financial Year (Foreign Subsidiaries)	Share Capital	Reserves & Surplus
1	Ashapura International Ltd.	02.10.1992	Uniform	INR	300.00	17,409.44
2	Ashapura Claytech Ltd.	27.11.1998	Uniform	INR	357.99	(277.87)
3	Bombay Minerals Ltd.	25.09.2001	Uniform	INR	21.81	11,284.94
4	Prashansa Ceramics Ltd.	12.08.2002	Uniform	INR	145.00	(297.07)
5	Peninsula Property Developers P. Ltd.	16.12.1998	Uniform	INR	1.00	0.57
6	Sharda Consultancy Pvt. Ltd.	16.12.1998	Uniform	INR	1.00	(86.70)
7	Ashapura Consultancy Services P. Ltd.	16.12.1998	Uniform	INR	1.00	(154.63)
8	Ashapura Aluminium Ltd.	14.08.2007	Uniform	INR	5.00	27.67
9	Ashapura Resources Pvt. Ltd.	30.11.2017	Uniform	INR	1.00	(123.30)
10	Ashapura Minechem (UAE) FZE	18.07.2004	Uniform	USD	2,031.22	(1,623.38)
11	Ashapura Holdings (UAE) FZE	02.05.2007	Uniform	USD	29.88	3,568.59
12	Ashapura Guinea Resources SARL	06.12.2019	Uniform	USD	5.37	(7,014.31)
13	PT Ashapura Bantoclay Fareast	22.05.2017	Uniform	USD	130.92	(196.97)
14	Ashapura Holding Fareast Pte Ltd	22.07.2020	Uniform	USD	182.75	(2.11)

USD 1 = Rs. 74.35 (As on 31/03/2021) (rounded off to the nearest Rupee) for Item belongs to Profit & Loss
 USD 1 = Rs. 73.10 (As on 31/03/2021) (rounded off to the nearest Rupee) for item belongs to balance Sheet

Details of Investment by the Company's Subsidiaries:

S.N.	Name of the Subsidiary Company	Particulars of Investment	Nature of Investment
1	Bombay Minerals Ltd.	Prashansa Ceramics Ltd.	Eq. Shares
2	Ashapura Minechem (UAE) FZE	Ashapura Holdings (UAE) FZE	Shares
3	Ashapura Holdings (UAE) FZE	Ashapura Guinea Resources SARL	Shares
4	Ashapura Holdings (UAE) FZE	PT Ashapura Bantoclay Fareast	Shares
5	Ashapura Holdings (UAE) FZE	Ashapura Holding Fareast Pte Ltd.	Shares
6	Ashapura Holdings (UAE) FZE	Sohar Ashapura Chemicals LLC	Shares
7	Ashapura Holdings (UAE) FZE	Ashapura Dhofar Resources LLC	Shares
8	Ashapura Minechem (UAE) FZE	Ashapura Midgulf NV	Shares
9	Ashapura Minechem (UAE) FZE	Ashapura Fareast SDN BHD	Shares

Ashapura Minechem Limited

read with rule 5 of Companies (Accounts) Rules, 2014)

OF THE SUBSIDIARY COMPANIES FOR THE YEAR ENDED 31st MARCH, 2021

(₹ in Lacs)

Total Assets	Total Liabilities	Investments	Turnover (includes Other Income)	Profit before taxation	Provision for tax	Profit after taxation	Proposed Dividend	% of Shareholding
36,793.54	19,084.10	0.86	39,171.64	1,779.45	765.54	1,013.91	-	100.00
1,494.65	1,414.53	-	2,269.59	188.00	(159.85)	347.85	-	99.44
28,469.14	17,162.39	10,801.46	30,894.30	1,623.26	632.57	990.69	5.45	100.00
138.88	290.95	-	0.01	(25.16)	-	(25.16)	-	100.00
26.38	24.81	-	7.17	3.09	1.16	1.93	-	100.00
61.16	146.86	-	21.41	5.56	1.75	3.81	-	100.00
109.03	262.66	-	37.59	1.87	(0.01)	1.88	-	100.00
32.69	-	-	-	(3.29)	-	(3.29)	-	100.00
3.90	126.21	-	7.62	5.77	-	5.77	-	100.00
2,722.49	2,314.65	2,384.14	393.44	245.37	-	245.37	-	100.00
56,167.99	52,569.53	709.40	29,662.63	4,270.49	-	4,270.49	-	100.00
58,442.34	65,451.28	33.18	883.25	(132.80)	-	(132.80)	-	100.00
811.28	877.33	-	2,776.90	171.48	-	171.48	-	100.00
221.98	41.35	-	42.10	(2.15)	-	(2.15)	-	100.00

Face Value	No. of Shares	Amount (Rs. In Lacs)
Rs. 10/-	7,50,000	75.00
AED 150000	1	29.88
GNF 100000	700	5.37
USD 1	2,50,000	130.92
USD 1	2,50,000	182.75
OMR 1	1,00,000	190.79
OMR 1	1,05,000	199.56
Euro 1	14,69,250	1557.87
RM 1	17,00,000	796.40

For and on behalf of the Board of Directors

Sd/-
Chetan Shah
Executive Chairman

Sd/-
Hemul Shah
Executive Director &
Chief Executive Officer

Sd/-
Sachin Polke
Company Secretary &
Vice President

Sd/-
Ashish Desai
Chief Financial
Officer

Place : Mumbai
Date : 12th August, 2021



Part "B": Associates and Joint Ventures
Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Sl. No.	Name of Associates/ Joint Ventures	Latest audited Balance Sheet Date	Date on which the associate or joint venture was associated or acquired	Shares of Associates/Joint Ventures held by the Company on the year end		Description of how there is significant influence	Reason why the Associate/ Joint Venture is not consolidated	Network attributable to shareholding as per latest audited Balance Sheet	Profit/(Loss) for the year	
				No. of Shares	Amount of Investment in Associate/Joint Venture				Extent of Holding %	Considered in Consolidation
1	Ashapura Perfoclay Limited	31.03.2021	06.05.1998	89,66,590	896.66	50.00	By Board & Equity Holding	12,554.67	1,745.40	-
2	Ashapura Midgulf NV- Antwerp @	31.03.2021	11.10.2006	15,00,000	870.77	50.00	By Board & Equity Holding	397.00	(505.60)	-
3	Sohar Ashapura Chemicals LLC - Oman*	31.12.2020	05.01.2011	60,000	117.97	40.00	By Equity Holding/ Voting Power	3,879.34	397.19	-
4	Ashapura Foreast MPA- SDN-BHD-Malaysia**	31.12.2020	06.01.2013	17,00,000	480.12	25.00	By Equity Holding/ Voting Power	429.08	66.18	-
5	Orient Abrasives Limited#	31.03.2021	15.06.2017	3,79,99,953	10,726.46	31.76	By Equity Holding/ Voting Power	7,692.00	367.25	-
6	Ashapura Arcadia Pvt. Ltd	31.03.2021	28.09.2007	55,000	5.5	50.00	Equity Holding	-74.29	(115.77)	-
7	Emo Ashapura Energy and Mining Ltd-Nigeria	-	-	67,20,000	-	48.00	By Equity Holding/ Voting Power	0.00	0.00	The Investment in the said Company impaired during Financial Year 2011-12.
8	APL Valueclay Private Limited##	31.03.2021	30.12.2016	10,000	1.00	100.00	By Board & Equity Holding	45.72	(9.45)	-
9	Ashapura Dhoofar Resources LLC*	31.03.2021	30.11.2017	1,05,000	197.89	70.00	By Board & Equity Holding	814.97	(682.30)	-

"NOTES:-

@ THE PARTLY SHARES HELD DIRECTLY AND PARTLY THROUGH COMPANY'S WHOLLY OWNED SUBSIDIARY COMPANY VIZ. ASHAPURA MINECHEM (UAE) FZE.

* THE SHARES HELD THROUGH COMPANY'S STEP DOWN SUBSIDIARY COMPANY VIZ. ASHAPURA HOLDING (UAE) FZE.

** THE SHARES HELD THROUGH COMPANY'S WHOLLY OWNED SUBSIDIARY COMPANY VIZ. ASHAPURA MINECHEM (UAE) FZE.

THE SHARES HELD THROUGH COMPANY'S SUBSIDIARY COMPANY VIZ. BOMBAY MINERALS LIMITED.

THE SHARES HELD THROUGH COMPANY'S JOINT VENTURE COMPANY VIZ. ASHAPURA PERFOCCLAY LIMITED."



NOTES

Multiple horizontal lines for writing notes.



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