



# GLITTEK GRANITES LTD

"Krishna", 7th Floor, 224, A.J.C. Bose Road, Kolkata - 700 017, India  
Phone : 2287-7892, 2290-7902, Fax : (91)(33) 2287-8577

CIN : L14102KA1990PLC023497

05/12/ 2020

The Manager  
The Stock Exchange, Mumbai  
The Corporate Relation Department,  
25<sup>th</sup> Floor, New Trading Ring,  
Rotunda Building, P.J.Towers  
Dalal Street, Mumbai-400 001  
Fax 022 22722037/39/41/61  
**Security Code: 513528**

Sub: Notice of 30<sup>th</sup> Annual General Meeting, Annual Report for Financial Year 2019-20 & Book Closure Intimation

Dear Sir/ Madam,

In pursuant to Regulation 34 and other applicable regulations of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 "Listing Regulation", please find enclosed herewith a copy of the Notice of the 30<sup>th</sup> AGM along with Annual Report for Financial Year 2019-20. The Company is commencing sending Annual report to the shareholders whose email id is registered with RTA/Depository Participant today itself.

The 30<sup>th</sup> Annual General Meeting ("AGM") of the Members of Glittek Granites Limited ("the Company") is scheduled to be held on Tuesday, 29<sup>th</sup> December, 2020 at 12:00 Noon, Indian Standard Time ('IST') through Video Conferencing ('VC') / Other Audio- Visual Means ('OAVM'), to transact the businesses as set forth in the Notice of the 30<sup>th</sup> AGM. The 30<sup>th</sup>AGM has been convened considering the present situation due to Covid-19 pandemic and circulars issued by the Ministry of Corporate Affairs viz circular dated May 5, 2020 read together with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and other applicable circulars issued by the Securities and Exchange Board of India (SEBI), permitting convening the Annual General Meeting (AGM) by the companies through VC or OAVM, without the physical presence of the members at the deemed venue. The Notice of 30<sup>th</sup> AGM along with Annual Report for Financial Year 2019-20 is also available on the Company's website at "<https://www.glittek.com>".



GLITTEK

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Phone : 2287-7892, 2290-7902. Fax : (91)(33) 2287-8577

CIN : L14102KA1990PLC023497

In terms of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company is providing facility to its Members to attend the 30<sup>th</sup> AGM through VC/ OVAM and to exercise their right to vote in respect of the business to be transacted at the 30<sup>th</sup> AGM by electronic means (remote e-voting / e-voting at the AGM). The details related to Book closure [Pursuant to Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015], Cut off for E-voting, commencement and end dates of E-voting are enclosed as:

Events	Date	Time
Date of 30 <sup>th</sup> AGM	29 <sup>th</sup> December, 2020 (Tuesday)	12:00 Noon (IST)
Mode	Video conferencing (VC) or other audio visual means (OAVM)	Not Applicable
Website of CDSL for attending the 30 <sup>th</sup> AGM & exercising their right to vote	<a href="https://www.evotingindia.com">https://www.evotingindia.com</a>	Not Applicable
Cut-off date for casting the votes through E-voting	22 <sup>nd</sup> December, 2020 (Tuesday)	Not Applicable
Commencement of E-voting period	26 <sup>th</sup> December, 2020 (Saturday)	09:00 A.M. (IST)
End of E-voting period	28 <sup>th</sup> December, 2020 (Monday)	05:00 P.M. (IST)
Book Closure date for the purpose of AGM	From Wednesday, 23 <sup>rd</sup> December 2020 To Tuesday 29 <sup>th</sup> December 2020 (both days inclusive)	Not Applicable

Kindly, take the note of the same.

Thanking You,

Yours faithfully,

For Glittek Granites Limited

LATA BAGRI  
(Company Secretary)

**ANNUAL REPORT  
2019 - 2020**



**GLITTEK GRANITES LIMITED**

## CORPORATE INFORMATION

### BOARD OF DIRECTORS

MR. B. K. AGARWAL - Chairman  
MR. K. K. AGARWAL - Managing Director  
MR. ASHOKE AGARWAL - Jt. Managing Director  
MR. A. T. GOWDA - Independent Director  
MR. A. VENKATESH - Independent Director  
MRS. MIRA AGARWAL - Independent Director

### COMPANY SECRETARY

LATA BAGRI

### CHIEF FINANCIAL OFFICER

ASHOK KUMAR MODI

### AUDITORS

M/s.K.K.S & CO.  
Chartered Accountants  
309, City Centre,232,  
Purasalvalkar High Road,  
Chennai- 600010

### BANKERS

STATE BANK OF INDIA

### REGISTERED OFFICE

42, K.I.A.D.B. Industrial Area  
Hoskote, Bangalore, Karnataka - 562114  
Phone : (080) 27971565, 27971566  
Fax : (080) 27971567  
E-mail : info@glittek.com

### CORPORATE OFFICE

224, A. J. C. Bose Road, Krishna - 711  
Kolkata - 700 017  
Phone : (033) 2290 7902, 2287 7892, 2287 7672  
Fax : (033) 2287 8577

### SHARE TRANSFER AGENT

M/s MCS Share Transfer Agent Limited  
38,Lake Garden ,1<sup>st</sup> Floor, Kolkata – 700 045

### Contact Person

Mr. Tapas Roy  
Phone : (033) 4072 4051/52/53  
Fax : (033) 4072 4050  
E-mail : mcskol@rediffmail.com

### EXCHANGE ON WHICH COMPANY'S SHARES ARE LISTED

Bombay Stock Exchange Limited

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### 30<sup>th</sup> Annual General Meeting

Date : Tuesday, 29<sup>th</sup> December,2020

Time : 12.30 pm.

Through Video Conferencing (VC)/Other Audio  
Visual Means (OAVM)



GLITTEK GRANITES LTD.

CIN: L14102KA1990PLC023497

Registered Office: Plot No. 42, KIADB Industrial Area, Hoskote, Bangalore

E-mail: info@glittek.com, Website: www.glittek.com

**NOTICE**

NOTICE is hereby given that 30<sup>th</sup> Annual General Meeting of the Members of GLITTEK GRANITES LTD. will be held on Tuesday, 29<sup>th</sup> December 2020 at 12.30 P.M. through Video Conferencing/Other Audio-Visual Means (VC/OAVM) to transact the following business:-

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the audited profit and loss Account for the financial year ended 31<sup>st</sup> March, 2020 and Balance Sheet as at that date together with the Reports of the Directors and Auditors thereon.
2. To elect a director in place of Shri Ashoke Agarwal (DIN:00050213) who retires by rotation and being eligible, offers himself for reappointment as pursuant to provision of Section 152(6) of Companies Act, 2013
3. To fix the remuneration of Statutory Auditor M/s K K S & CO, Chartered Accountant, and in this regard to consider and, if thought fit, to pass, with or without modification, the following Resolution as an ordinary Resolution:

“Resolved that pursuant to the provision of sections 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the underlying rules Viz. Companies (Audit and Auditors) Rules, 2014, including any amendment, modification or variation thereof and pursuant to resolution passed by the members in AGM held on 20th September, 2018, the Board of Directors be and is hereby authorised to fix the remuneration of Statutory Auditor M/s K K S & CO, Chartered Accountant for the Financial year 2020-21.

**SPECIAL BUSINESS:**

4. To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution for reappointment of Smt. Mira Agarwal (DIN: 00537471) as an Independent Director

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as “the Act”) and the Rules made there under read with Schedule IV to the Act, Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any amendment(s), statutory modification(s) and/or re-enactment thereof for the time being in force and subject to such other laws, rules and regulations as may be applicable in this regard and on the basis of recommendation of the Nomination and Remuneration Committee, approval of the Members of the Company be and is hereby granted to re-appoint Smt. Mira Agarwal (DIN: 00537471) as an Independent Director of the Company, not liable to retire by rotation, for a further term of One (1) year from 29<sup>th</sup> December 2020 to 28<sup>th</sup> December 2021.”

“RESOLVED FURTHER THAT the Board of Directors of the Company are hereby severally authorised to do all acts, deeds, matters or things and take such steps as may be necessary, expedient or desirable in this regard.”

**Notes:**

1. 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/EGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. 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 EGM/AGM will be provided by CDSL.



3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/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 EGM/AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, , the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.glittek.com](http://www.glittek.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
7. 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.
8. The relevant details as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the Listing Regulations entered into with the Stock Exchanges, of persons seeking appointment/re-appointment as Directors under Item No. 2 and 4 of the Notice, is also annexed.
9. The explanatory statement pursuant to section 102(1) of the Companies Act, 2013, in respect of special business as set out above is annexed hereto.
10. Pursuant to the provision of section 91 of the Companies Act, 2013, the Register of Members and Transfer Books of the Company will be closed from Wednesday, 23<sup>rd</sup> December 2020 to Tuesday 29<sup>th</sup> December 2020, both days inclusive.
11. 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. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e. December 29<sup>th</sup>, 2020. Members seeking to inspect such documents can send an email to [modi@glittek.com](mailto:modi@glittek.com).

## **12. THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:**

- i) The voting period begins on Saturday 26<sup>th</sup> December, 2020 (9.00 a.m. IST) and ends on Monday 28<sup>th</sup> December, 2020 (5.00 p.m. IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 22<sup>nd</sup> December 2020 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) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- iv) Click on "Shareholders" module.





- v) 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.

OR

Alternatively, if you are registered for CDSL’s EASI/EASIEST e-services, you can log-in at <https://www.cdslindia.com> from **Login - Myeasi** using your login credentials. Once you successfully log-in to CDSL’s EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.
- vi) Next enter the Image Verification as displayed and Click on Login.
- vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- viii) If you are a first time user follow the steps given below:

	For Shareholders holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number as provided by the RTA.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>

- ix) After entering these details appropriately, click on “SUBMIT” tab.
- x) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach „Password Creation” menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- xi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xii) Click on the EVSN for the relevant Glittek Granites Ltd. on which you choose to vote.
- xiii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

- xvii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

Shareholders can also cast their vote using CDSL’s mobile app “m-Voting”. The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

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

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 provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company/RTA email id.

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their requesting advance at least 7 (Seven) 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 7 (Seven) 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.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

**INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those 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.





3. 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.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

xix) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://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](mailto: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](mailto: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;[glittek@rediffmail.com](mailto:glittek@rediffmail.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.

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact Mr. Nitin Kunder (022-23058738 ) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

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

**B. Other Instructions:**

- a. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on cutoff date 22<sup>nd</sup> December, 2020. Members are requested to notify the change in the address, if any, in case of shares held in electronic form to the concerned Depository Participant Quoting their Client ID and in case of Physical Shares to the Registrar and Transfer Agent.
- b. The Shareholders shall have one vote per equity share held by them as on the cut-off date of 22<sup>nd</sup> December, 2020. The facility of e-voting would be provided once for every folio/ client id, irrespective of the number of joint holders.
- c. Any person who acquires shares after dispatch of the Notice of Annual General meeting and holding shares as on the cut-off date for e-voting, may obtain the login ID and password by sending a request at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)



- d. In the event, the draft resolution is assented to by the requisite majority of Members by means of electronic voting, the date of declaration of result shall be deemed to be the date of passing of the said resolution at the Annual General Meeting.
- e. CA Pulkit Sharma of M/s Pulkit Sharma & Associates, Practicing Chartered Accountants has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- f. The Scrutinizer shall immediately after the conclusion of voting at the general meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than 48 hours from the conclusion of the meeting, a consolidated Scrutinizer's Report to the Chairman of the Company.
- g. The results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.glittek.com](http://www.glittek.com) and on the website of CDSL [www.evoting.com](http://www.evoting.com) and communicated to the BSE Limited where the shares of the Company is listed.

By Order of the Board

**LATA BAGRI**

(Company Secretary)

Bangalore, 12<sup>th</sup> November, 2020

CIN: L14102KA1990PLC023497

Website: [www.glittek.com](http://www.glittek.com)

E-mail: [info@glittek.com](mailto:info@glittek.com)

**Registered Office**

42, K.I.A.D.B. Industrial Area,  
Hoskote, Karnataka 562 114

**Corporate Office:**

"Krishna", 224, A.J.C. Bose Road  
Kolkata-700 017

**Explanatory Statement(Pursuant to section 102 of the Companies Act, 2013)**

As required by section 102 of the Companies Act, 2013 (Act), the following explanatory statement sets out all material facts relating to the business mentioned under Item Nos. 4 to 5 of the accompanying Notice:

**Item No.4.**

The Members of the Company at the Twenty Fifth Annual General Meeting held on September 29<sup>th</sup>, 2015 had appointed Smt. Mira Agarwal, as Independent Directors of the Company for a term of five (5) consecutive years commencing from 29<sup>th</sup> September , 2015 and expiring on 28<sup>th</sup> September, 2020.

The Members may note that pursuant to Section 149(10) of the Act, an Independent Director shall hold office for a term of up to five (5) consecutive years on the board of a company, but shall be eligible for re-appointment for a further term of up to five (5) consecutive years on passing of a special resolution by the company.

The Nomination and Remuneration Committee (NRC) of the Board of the Company, at its meeting held on November 12<sup>th</sup>, 2020, had unanimously recommended to the Board the re-appointment of Smt. Mira Agarwal as Independent Directors for a further term of one (1) year from 29<sup>th</sup> December 2020 to 28<sup>th</sup> December 2021.

The NRC, while recommending the re-appointment of Independent Directors, considered various factors viz., the number of board, committee and general meetings attended by the Independent Directors; their physical fitness & mental alertness; knowledge & experience in their respective fields; their specific skills helping the Board and the Company in attaining its objectives; their participation in the Board/Committee deliberations; summary of performance evaluation of each of the directors being re-appointed; time devoted by them; their specialised skills and expertise and their independent judgement in the opinion of the entire Board. Further the NRC and Board have verified that Smt. Mira Agarwal is not debarred from holding the office of director pursuant to any SEBI order.

Based on the recommendations made by the NRC as above, the Board of Directors, at its meeting held on November 12<sup>th</sup>, 2020, has unanimously decided to re-appoint Smt. Mira Agarwal for a further term of one (1) year from 29<sup>th</sup> December 2020 to 28<sup>th</sup> December 2021.

Independent Director, Smt. Mira Agarwal has given her consent to be re-appointed as such director and also the confirmation that she is not disqualified to act as Independent Directors in terms of Section 164 of the Act. Besides, she has also provided a confirmation that she meets the criteria of independence as prescribed, both, under Section 149(6) of the Act read with relevant Rules and under Regulation 16(1)(b) and Regulation 25(8) of the Listing Regulations and declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, that she has not been debarred from holding office of a director by virtue of any order passed by Securities and Exchange Board of India or any such authority.

In the opinion of the Board, Smt. Mira Agarwal fulfils the conditions specified in Sections 149, 152 and other applicable provisions of the Act and the Rules made thereunder read with Schedule IV to the Act and Regulation 25 of the Listing Regulations. Members may also note that Smt. Mira Agarwal is independent to the management.

The Company has received notices in writing under the provisions of Section 160 of the Act from certain Member proposing the candidature of Smt. Mira Agarwal for re-appointment as Independent Director of the Company.

Copy of the draft letter of appointment to be issued to the above Independent Director setting out the terms and conditions would be available for inspection, without any fee, by the Members.



The profiles and justification of Smt. Mira Agarwal for her re-appointment as Independent Director and for continuation of her office are provided as annexure to this notice.

None of the Directors and whole time key managerial personnel of the Company or the relatives thereof, is, in any way, concerned or interested in the said resolution/s, Except Smt. Mira Agarwal as resolution of the accompanying notice relating to her own appointment.

The Board recommends the resolutions set forth in Item No. 4 for the approval of the Members.

By Order of the Board

**LATA BAGRI**

(Company Secretary)

Bangalore, 12<sup>th</sup> November, 2020

(CIN) : L14102KA1990PLC023497

Website: [www.glittek.com](http://www.glittek.com)

E-mail : [info@glittek.com](mailto:info@glittek.com)

**Registered Office**

42, K.I.A.D.B. Industrial Area,  
Hoskote, Karnataka 562 114

**Corporate Office:**

“Krishna”, 224, A.J.C. Bose Road  
Kolkata-700 017



**Annexure to the Notice**

Details of director retiring by rotation, seeking re- appointment at the forthcoming Annual General Meeting (In Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the Listing Regulations with stock Exchange and Secretarial Standard on General Meeting (SS-2) issued by Institute of Company Secretaries of India)

Particulars	Shri Ashoke Agarwal	Smt. Mira Agarwal
Age	57 years	67 years
Qualification	B.Com	B.Com
Experience	Promoter Director of the Company having an experience of over 30 years in Granite Industry	General Administration
Terms and Conditions of Re – appointment	Liabile to retire by rotation	As per draft letter of appointment
Remuneration last drawn	Rs. 5415854/-p.a	---
Remuneration proposed to be paid		---
Date of First Appointment on the Board	29.10.1990	31.03.2015
Date of last re-appointment	--	----
Board Meeting Attendance	Attended 4 out of 4 Board meeting held	Attended 1 out of 4 Board meeting held
Other Directorships	Granite Mart Ltd. Auto Sales Agencies Pvt. Ltd. United Sales Agencies (Calcutta) Pvt Ltd.	Quize Marketing Pvt. Ltd.
Chairmanship/Membership of Committee (*Only Audit Committee and Stakeholders“Relationship Committee memberships in equity listed companies have been considered	Nil	Nil
Shareholding in the Company	899200	443900
Relationship with Other directors	Brother of Shri Bimal Kumar Agarwal and Shri Kamal Kumar Agarwal	Not related to any director

**ELECTRONIC VOTING PARTICULARS**

EVSN	USER ID	PASSWORD
201125008	Please refer to Note No. 12 - III in the Notice of the AGM	



**DIRECTORS' REPORT**

Dear Members,

Your Directors have pleasure in presenting the 30<sup>th</sup> Annual Report and Audited Accounts for the year ended 31st March 2020.

**FINANCIAL RESULTS:**

(Rs. In lacs)

Particulars	31.03.2020	31.03.2019
Revenue from operation & Other Income	1825.61	2120.24
Profit before Finance Cost, Depreciation & Tax	89.06	98.42
Less:		
Finance cost	167.07	121.90
Depreciation	96.35	98.50
Tax Expenses		
i. Current Tax	--	--
ii.Excess/short provision of taxes in earlier years	--	--
iii. MAT Credit Entitlement		
iv. Deferred Tax	--	---
	(36.71)	(31.95)
Profit/loss for the period from continuing operations for the year	(137.65)	(90.03)
Profit/(loss) from Discontinued operations	0	0
Profit/(loss) for the year	(137.65)	(90.03)
Other Comprehensive Income (Net of Tax)		
a) Items that will not be reclassified to profit or loss remeasurement of defined benefit plan	3.91	1.08
b) Items that will be reclassified to profit or loss fair value change in cash and cash equivalent	0.00	0.00
Total Comprehensive Income for the Year (Comprising Profit/loss and other Comprehensive income for the period)	(133.74)	(88.95)
Balance brought forward from last year	268.98	357.93
Prior period Adjustment/ Errors	---	----
Balance carried forward	135.23	268.98

**DIVIDEND:**

In view of non-availability of sufficient profit, your Directors express their inability to recommend payment of dividend in respect of the year under review.

**PERFORMANCE**

During the year under review, your Company has achieved turnover of Rs.1798.17 Lacs in comparison to previous year Rs. 2116.29 Lacs which is a decline of 15.03 %.

**DIRECTORS' RESPONSIBILITY STATEMENT:**

**Your Directors state that:**

- a) In the preparation of the annual accounts for the year ended March 31, 2020, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;
- b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2020 and of the profit of the Company for the year ended on that date;





- c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The Directors have prepared the annual accounts on a 'going concern' basis;
- e) The Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

### **CORPORATE GOVERNANCE**

The Company is committed to maintain the highest standards of corporate governance and adhere to the corporate governance requirements set out by SEBI. The Company has also implemented several best corporate governance practices as prevalent globally. The report on Corporate Governance as stipulated under the Listing Agreement forms an integral part of this Report. The requisite certificate from the Auditors of the Company confirming compliance with the conditions of corporate governance is attached to the report on Corporate Governance.

### **LISTING INFORMATION**

The Shares of the Company are listed with and traded in dematerialized form on Bombay Stock Exchange Ltd. (BSE).

The Listing Fee has been paid to the Stock Exchange for the year 2020-21. The ISIN No. of the company is INE 741B01027

### **RISK MANAGEMENT**

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

### **INTERNAL FINANCIAL CONTROLS**

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

### **DIRECTORS AND KEY MANAGERIAL PERSONNEL**

#### **Retirement by Rotation:**

Shri Ashoke Agarwal is retiring by rotation and being eligible, offer himself for re-appointment, pursuant to Section 152(6) of the Companies Act, 2013.

#### **Re-appointment:**

Independent director Smt. Mira Agarwal was appointed by the members for a period of five years in their 25th Annual General Meeting held on 29th September, 2015. She had completed her term on 28th September, 2020.

Based on the recommendation of the NRC along with pursuant to performance evaluation of Smt. Mira Agarwal as the member of the Board and subject to approval of members, the Board proposes to re-appoint Smt. Mira as an independent director not liable to retire by rotation for a second term for the period of one year effective from 29<sup>th</sup> December, 2020 to 28<sup>th</sup> December, 2021.

The profile and particulars of experience, attributes and skills of Smt. Mira Agarwal is disclosed in the notice convening the AGM to be held on Tuesday, December, 29<sup>th</sup>, 2020.

Key Managerial Person (KMP):

Pursuant to provisions of section 203 of Companies Act, 2013 and the Rules made thereunder. Accordingly, Your Company is in compliance with the said requirement by having the following as the KMP:

Names	Designation
Shri Kamal Kumar Agarwal	Managing Director
Shri Ashoke Agarwal	Joint Managing Director
Shri Ashok Kumar Modi	Chief Financial Officer
Smt. Lata Bagri	Company Secretary

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed both under the Act and Regulation 16(b) of the Listing Regulations of Listing Agreement with the Stock Exchanges.

All the independent directors of the Company have registered themselves with the Indian Institute of Corporate Affairs(IICA) as required under section 150 of the Companies Act, 2013 and the rules made there under.

Shri A.T.Gowda and Shri A. Venkatesh are exempted from online proficiency self-assessment test being conducted by IICA.

A declaration by Managing Director & CEO confirming the receipt of this declaration from Independent

**Directors is annexed to this report as Annexure I.**

**CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES**

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

Information on transactions with related parties pursuant to Section 134(3)(h) of the Act read with rule 8(2) of the Companies (Accounts) Rules, 2014 are given in Annexure II in Form AOC-2 and the same forms part of this report.

The Policy on related party transactions and dealing with related party transactions as approved by the Board may be accessed on the Company's website at the link: [http://www.glittek.com/images/pdf/related\\_party\\_transaction\\_policy.pdf](http://www.glittek.com/images/pdf/related_party_transaction_policy.pdf)  
Your Directors draw attention of the members to Note 32 to the financial statement which sets out related party disclosures.

**Criteria for Determining Qualifications, Positive Attributes and Independence of a Director:**

The Nomination and Remuneration Committee had formulated the criteria for determining qualifications, positive attributes and independence of Directors in terms of provisions of Section 178 (3) of the Act and Part-D(A)(1) of Schedule II of SEBI (LODR) Regulations, 2015 of the Listing Agreement. The Committee reviewed the same.

**Independence:** In accordance with the above criteria, a Director will be considered as an „Independent Director“ if he/she meets with the criteria for „Independent Director“ as laid down in the Act and Regulation 25 of SEBI (LODR) Regulations, 2015.

**Qualifications:** A transparent Board nomination process is in place that encourages diversity of thought, experience, knowledge, perspective, age and gender. It is also ensured that the Board has an appropriate blend of functional and industry expertise. While recommending the appointment of a Director, the Nomination and Remuneration Committee considers the manner in which the function and domain expertise of the individual will contribute to the overall skill-domain mix of the Board.

**Positive Attributes:** In addition to the duties as prescribed under the Act, the Directors on the Board of the Company are also expected to demonstrate high standards of ethical behavior, strong interpersonal and communication skills and soundness of judgment. Independent Directors are also expected to abide by the „Code for Independent Directors“ as outlined in Schedule IV to the Act.

The Company has devised a Policy for performance evaluation of Independent Directors, Board, Committees and other individual Directors which includes criteria for performance evaluation of the non-executive directors and executive directors.

### **Annual evaluation of the performance of the Board, its Committees and of individual directors**

Pursuant to the provisions of the Act and Listing Regulations, the Board has carried out an annual evaluation of its own performance, performance of the Directors as well as the evaluation of the working of its Committees.

The Nomination and Remuneration Committee has defined the evaluation criteria, procedure and time schedule for the Performance Evaluation process for the Board, its Committees and Directors.

The Board's functioning was evaluated on various aspects, including *inter alia* degree of fulfillment of key responsibilities, Board structure and composition, establishment and delineation of responsibilities to various Committees, effectiveness of Board processes, information and functioning.

Directors were evaluated on aspects such as attendance and contribution at Board/ Committee Meetings and guidance/support to the management outside Board/ Committee Meetings. In addition, the Chairman was also evaluated on key aspects of his role, including setting the strategic agenda of the Board, encouraging active engagement by all Board members and motivating and providing guidance to the Managing Director & CEO.

Areas on which the Committees of the Board were assessed included degree of fulfillment of key responsibilities, adequacy of Committee composition and effectiveness of meetings.

The performance evaluation of the Independent Directors was carried out by the entire Board, excluding the Director being evaluated.

The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors who also reviewed the performance of the Board as a whole. The Nomination and Remuneration Committee also reviewed the performance of the Board, its Committees and of the Directors.

The Chairman of the Board provided feedback to the Directors on an individual basis, as appropriate. Significant highlights, learning and action points with respect to the evaluation were presented to the Board.

The details of programmes for familiarization of Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company and related matters are put up on the website of the Company at the [link:www.glittek.com/images/pdf/Familiarisation-Programme-for-Independent-Director.aspx](http://www.glittek.com/images/pdf/Familiarisation-Programme-for-Independent-Director.aspx)

### **POLICY ON PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT AT WORKPLACE**

The Company has zero tolerance for sexual harassment at workplace and has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at the Workplace, in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules there under. The Policy aims to provide protection to employees at the workplace and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment, where employees feel secure. The Company has also constituted an Internal Complaints Committee, known as the Prevention of Sexual Harassment (POSH) Committee, to inquire into complaints of sexual harassment and recommend appropriate action. The Company has not received any complaint of sexual harassment during the financial year 2019-20.

### **REMUNERATION POLICY**

The Company has adopted a Remuneration Policy for the Directors, Key Managerial Personnel and other employees, pursuant to the provisions of the Act and Listing Regulations.

The philosophy for remuneration of Directors, Key Managerial Personnel and all other employees of the Company is based on the commitment of fostering a culture of leadership with trust. The Remuneration Policy of the Company is aligned to this philosophy.

**The Nomination and Remuneration Committee has considered the following factors while formulating the Policy:**

- (i) The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;
- (ii) Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- (iii) Remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.

The policy is placed on Company website <http://www.glittek.com/remuneration policy>.

#### **DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SECTION 143(12)**

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

#### **WEB LINK OF ANNUAL RETURN**

Pursuant to sub-section (3)(a) of Section 134 and sub-section (3) of Section 92 of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014, extract of Annual return, the MGT-9 as at March 31, 2020 is available at the Company's website [www.glittek.com](http://www.glittek.com)

#### **COMPLIANCE OF SECRETARIAL STANDARD**

The Company has complied with all the applicable compliances of Secretarial Standards.

#### **MATERIAL CHANGES AND COMMITMENTS:**

At the end of March 2020, the lockdown declared in the entire country due to COVID-19 which continued beyond May 2020, had a significant impact on the business environment in the country as well as for the Company. Those material changes and commitments which have occurred between the end of the financial year to which the financial statements relate and the date of this Report and their impact on financial position of the company is not determinable.

#### **AUDITORS AND AUDITORS' REPORT**

##### **Statutory Auditors**

K K S & Co. was reappointed as the statutory auditors of the Company for a period of Five year commencing from the conclusion of ensuing 28<sup>th</sup> Annual General Meeting held on Saturday 29<sup>th</sup> September, 2018 to the conclusion of 33<sup>rd</sup> Annual General Meeting of the Company to be held in the year 2023 on the remuneration mutually agreed upon by the Board of Directors and the Statutory Auditors. Pursuant to the amendments made to section 139 of the Companies Act, 2013 by the Companies (Amendment) Act effective from May 7, 2018, the requirement of seeking ratification of the Members for the appointment of the Statutory Auditors has been withdrawn from the Statute. Hence, the resolution seeking ratification of the Members for continuance of their appointment at the AGM is not being sought.

The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation or adverse remark.

##### **Secretarial Auditor**

The Board had appointed M/s S.M. Gupta & Co., Practicing Company Secretary, to conduct Secretarial Audit for the financial year 2019-20. The Secretarial Audit Report for the financial year ended March 31, 2020 is annexed herewith marked as Annexure-III to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

#### **DISCLOSURES:**

##### **Audit Committee**

The Audit Committee comprises three Directors, two being independent namely Shri A.Venkatesh (Chairman), A.T.Gowda and Non-Executive Director Shri Bimal Kumar Agarwal as other members. All the recommendations made by the Audit Committee were accepted by the Board.

#### **VIGIL MECHANISM/ WHISTLE BLOWER POLICY**

The Company has adopted a Whistle Blower Policy, to provide a formal mechanism to the Directors and employees to report their concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy. The Policy provides for adequate safeguards against victimization of employees who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee. It is affirmed that no personnel of the Company has been denied access to the Audit committee. The Policy on vigil mechanism and whistle blower policy may be accessed on the Company's website at the link: <http://www.glittek.com/images/pdf/WHISTLE.pdf>.

### Meetings of the Board

Four meetings of the Board of Directors were held on 30.05.2019, 14.08.2019, 14.11.2019 and 14.02.2020 during the year.

### Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134 (3) (m) of the Act read with Rule 8 of The Companies (Accounts) Rules, 2014, is annexed as Annexure IV.

### MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT

Management's Discussion and Analysis Report for the year under review, as stipulated under Schedule-V of the Listing Regulation with the Stock Exchanges in India, is presented in a separate section forming part of the Annual Report. Disclosures required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- i. Ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

Shri Kamal Kumar Agarwal	Managing Director	25.16:1
Shri Ashoke Agarwal	Joint Managing Director	24.30:1
Shri Bimal Kumar Agarwal	Non-Executive Director	Nil

- ii. The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year:

Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary	% increase in remuneration in the financial year
Shri Kamal Kumar Agarwal, Managing Director and Chief Executive Officer	-7.18
Shri Ashoke Agarwal, Joint Managing Director	-9.27
Shri Ashok Kumar Modi, Chief Financial Officer	0.00
Lata Bagri, Company Secretary	0.00

- iii. The percentage increase in the median remuneration of employees in the Financial Year is around 41.40%
- iv. The no. of permanent employees on the rolls of the Company are 67.
- v. 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:

The average percentage increase made in the salaries of total employees other than managerial personnel in the last financial year is NIL as against NIL increase in the remuneration of managerial personnel (as defined in the Companies Act, 2013)

- vi. Affirmation that the remuneration is as per the remuneration policy of the Company  
Yes



**GENERAL**

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. Details relating to deposits covered under Chapter V of the Act.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of the Company under ESOS
4. Neither the Managing Director nor the Joint Managing Director of the Company receive any remuneration or commission from any of its subsidiaries as the Company does not have any subsidiary.
5. Particulars of Loans, Guarantees or Investments
6. Particulars of Employees and related disclosures as per section 197(12) and Rule 5(2) and Rule 5(3).
7. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

**ACKNOWLEDGEMENT**

Your Directors would like to express their sincere appreciation for the assistance and co-operation received from the financial institutions, banks, Government authorities, customers, vendors and members during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed services by the Company's executives, staff and workers.

By order of the Board

Place: Hoskote  
Date: 12th November, 2020

(Kamal Kumar Agarwal)  
Managing Director

(Ashoke Agarwal)  
Jt. Managing Director

**ANNEXURE-I**

**DECLARATION REGARDING RECEIPT OF CERTIFICATE OF INDEPENDENCE FROM ALL  
INDEPENDENT DIRECTORS**

I hereby confirm that the Company has received from all the Independent Directors namely Shri A.T.Gowda, Shri A. Venkatesh and Smt. Mira Agarwal a certificate stating their independence as required under Section 149 (6) of the Companies Act, 2013.

(Kamal Kumar Agarwal)  
Managing Director

(Ashoke Agarwal)  
Jt. Managing Director





## ANNEXURE-II

**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 arms length transaction under third proviso thereto.

## 1. Details of contracts or arrangements or transactions not at Arm's length basis.

SL. No.	Particulars	Details
1.	Name (s) of the related party & nature of relationship	Not Applicable
2.	Nature of contracts/arrangements/transaction	
3.	Duration of the contracts/arrangements/transaction	
4.	Salient terms of the contracts or arrangements or transaction including the value, if any	
5.	Justification for entering into such contracts or arrangements or transactions"	
6.	Date of approval by the Board	
7.	Amount paid as advances, if any	
8.	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

## 2. Details of contracts or arrangements or transactions at Arm's length basis.

## 1.

SL. No.	Particulars	Details
	Name (s) of the related party & nature of relationship	Mr. Rahul Agarwal Son of Managing Director Shri Kamal Kumar Agarwal
	Nature of contracts/arrangements/transaction	Remuneration Rs. 2,50,000/- p.m
	Duration of the ntracts/arrangements/transaction	N.A
	Salient terms of the contracts or arrangements or transaction including the value, if any	as approved by the Audit Committee and Nomination and Remuneration Committee.
	Date of approval by the Board, if any	18.04.2018
	Amount paid as advances, if any	Nil

## 2.

SL. No.	Particulars	Details
	Name (s) of the related party & nature of relationship	Mr. Tushar Agarwal Son of Joint Managing Director Shri Ashoke Agarwal
	Nature of contracts/arrangements/transaction	Remuneration Rs. 2,50,000/- p.m
	Duration of the ontracts/arrangements/transaction	N.A
	Salient terms of the contracts or arrangements or transaction including the value, if any	as approved by the Audit Committee and Nomination and Remuneration Committee.
	Date of approval by the Board	18.04.2018
	Amount paid as advances, if any	Nil

## 3.

SL. No.	Particulars	Details
	Name (s) of the related party & nature of relationship	Granite Mart Ltd. Associate Company
	Nature of contracts/arrangements/transaction	Rent paid-Rs. 36000 Expenses Reimbursement- Rs. 8578
	Duration of the contracts/arrangements/transaction	ongoing in nature
	Salient terms of the contracts or arrangements or transaction including the value, if any	Maintained at arm's length similar to third party contracts. Value of such transactions during the financial year is mentioned in the notes forming part of the financial Statements at Notes no. 32
	Date of approval by the Board, if any	omnibus approval by the audit committee and then approved by the Board on 30.05.2019.
	Amount paid as advances, if any	Nil



4.

SL. No.	Particulars	Details
	Name (s) of the related party & nature of relationship	Virdhi Commercial Co. Ltd. Associate Company
	Nature of contracts/arrangements/transaction	office maintenance (received)-Rs.25200
	Duration of the contracts/arrangements/transaction	ongoing in nature
	Salient terms of the contracts or arrangements or transaction including the value, if any	Maintained at arm's length similar to third party contracts. Value of such transactions during the financial year is mentioned in the notes forming part of the financial Statements at Notes no. 32
	Date of approval by the Board, if any	omnibus approval by the audit committee and then approved by the Board on 30.05.2019 .
	Amount paid as advances, if any	Nil

5.

SL. No.	Particulars	Details
	Name (s) of the related party & nature of relationship	Alpana Agarwal Spouse of Managing Director Shri Kamal Kumar Agarwal
	Nature of contracts/arrangements/transaction	Rent Paid- Rs.11,59,572.
	Duration of the contracts/arrangements/transaction	Lease Rental-pursuant to an agreement-ongoing in nature
	Salient terms of the contracts or arrangements or transaction including the value, if any	As approved by the Audit Committee
	Date of approval by the Board, if any	---
	Amount paid as advances, if any	Nil

6.

SL. No.	Particulars	Details
	Name (s) of the related party & nature of relationship	Manjula Agarwal Spouse of Joint Managing Director Shri Ashoke Agarwal
	Nature of contracts/arrangements/transaction	Rent Paid- Rs.11,59,572
	Duration of the contracts/arrangements/transaction	Lease Rental-pursuant to an agreement-ongoing in nature
	Salient terms of the contracts or arrangements or transaction including the value, if any	As approved by the Audit Committee
	Date of approval by the Board, if any	--
	Amount paid as advances, if any	Nil

7.

SL. No.	Particulars	Details
	Name (s) of the related party & nature of relationship	Shri Ashoke Agarwal Joint Managing Director
	Nature of contracts/arrangements/transaction	Unsecured loan taken-Rs. 6,25,000. Unsecured loan repaid-Rs. 6,25,000.
	Duration of the contracts/arrangements/transaction	--
	Salient terms of the contracts or arrangements or transaction including the value, if any	--
	Date of approval by the Board, if any	--
	Amount paid as advances, if any	Nil



8.

SL. No.	Particulars	Details
	Name (s) of the related party & nature of relationship	Glittek Infrastructure Pvt. Ltd. Managing Director Shri Kamal Kumar Agarwal is also the director of this company.
	Nature of contracts/arrangements/transaction	Advance Rs. 7,00,000 taken against the supply of material
	Duration of the contracts/arrangements/transaction	--
	Salient terms of the contracts or arrangements or transaction including the value, if any	--
	Date of approval by the Board, if any	14.08.2019
	Amount paid as advances, if any	Nil

By order of the Board

Place: Hoskote  
Date: 12th November, 2020

(Kamal Kumar Agarwal)  
Managing director

(Ashoke Agarwal)  
Jt. Managing Director



**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED – 31.03.2020**

*[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  
GLITTEK GRANITES LIMITED  
42, K I A D B INDL AREA,  
HOSKOTE, Bangalore  
Karnataka-562114

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by GLITTEK GRANITES LIMITED (hereinafter called the company). Secretarial Audit was conducted in accordance with the Guidance Note issued by the Institute of Company Secretaries of India (A statutory body constituted under the Company Secretaries Act, 1980) and in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

The Company's Management is responsible for preparation and maintenance of secretarial records and for devising proper systems to ensure compliance with the provisions of applicable laws and regulations.

Our responsibility is to express an opinion on the secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.

We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and read with the Statutory Auditors' Report on Financial Statements and Compliance of the conditions of Corporate Governance and also the information provided by the Company, its officers; agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion and to the best of our information, knowledge and belief and according to the explanations given to us, the company has, during the audit period covering the financial year ended on 31.03.2020 generally complied with the applicable statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by GLITTEK GRANITES LIMITED for the financial year ended on 31.03.2020 according to the applicable provisions of:

1. The Companies Act, 2013 (the Act) and the rules made there under;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
4. Foreign Exchange Management Act; 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment (FDI), Overseas Direct Investment (ODI) and External Commercial Borrowings (ECB) to the extent applicable to the company:- As reported to us, there were no FDI, ODI and ECB transactions in the company during the year under review.
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act) to the extent applicable to the company:-
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; No new securities were issued during the year.
  - d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014: No instances were reported during the year.
  - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; No instances were reported during the year.
  - 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 - The Company has appointed a SEBI authorized Category I Registrar and Share Transfer Agent.



- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; No delisting was done during the year.
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998. No buy – back was done during the year

6. The following other laws specifically applicable to the Company to the extent applicable to it:-

- i. Factories Act, 1948;
- ii. Industrial Disputes Act, 1947;
- iii. Payment of Gratuity Act, 1972;
- iv. Employees“ Provident Fund & Misc. Provisions Act, 1952;
- v. Employees“ State Insurance Act, 1948.

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India;
- ii. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc mentioned above- BSE Limited had issued show cause notices to the Company for delayed filing/Non-filing of the following statements/financial results for the quarter/year ended 31.03.2020:

Sr. No.	Compliance Requirement	Delay in Compliance/Non-Compliance	Present Status
1	Regulation 13(3) of SEBI (LODR) Regulations, 2015	Delay in submission of the statement of Investor complaints for Q.E. 31.03.2020 within the due date/extended date.	BSE has waived the fine levied on the Company vide their email dated 17.09.2020.
2	Regulation 31 of SEBI (LODR) Regulations, 2015	Delay in submission of Shareholding pattern for Q.E. 31.03.2020 within the due date/extended date.	The Company has made representations inter- alia praying for waiver of the fine levied mainly on the ground of the difficulties faced by everyone in the whole world due to the pandemic COVID-19 and continuous lock down in our Country and the unprecedented situation prevailing even thereafter as citizens were running to save their lives everywhere.
3	Regulation 27(2) of SEBI (LODR) Regulations, 2015	Delay in submission of Corporate Governance Compliance Report for Q.E. 31.03.2020 within the due date /extended date.	Do
4	Regulation 33 of SEBI (LODR) Regulations, 2015	Non-submission of Financial Results for quarter/year ended 31.03.2020 within the due date /extended date.	Do

We are not aware of any further action taken or communication sent by SEBI/ Stock Exchange or any other Regulatory Authority in the name of the Company or in the name of its promoter/directors/Managing Director or any other Key Managerial Personnel (KMP) or any replies sent by them. We have not received any further information from the management on this subject



We further report that as far as we have been able to ascertain:-

1. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors and the changes, if any, in the composition of Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
2. Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
3. Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.
4. We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that:-

1. Cost Audit is not applicable to the Company for the year under review, as reported to us.
2. Section 135 relating to CSR spending was not applicable to the Company in the year under review.
3. The Company has not declared any dividend since its Incorporation and hence, none of the provisions relating to Payment of Dividend and transfer of unpaid dividend/shares to the Investor Education and Protection Fund (IEPF) are applicable to it.
4. The Company has not purchased any Indemnity Insurance Policy for Directors and Officers which is an integral part of the requirement of Risk Management System.
5. We are not aware of any other action which may have been taken by any Regulatory Authority/Statutory Authority under any Law for the time being in force against the Company or any of its Directors/KMP as we do not have the latest update.
6. In this Certificate, we have not taken in to consideration the events which are already in public domain and also not those events which have not come to our knowledge while conducting this audit.
7. We have not visited the Registered Office of the Company situated at Bangalore in the State of Karnataka and have conducted our audit via electronic mode except the hard copies of some documents received by us through courier service.
8. This Certificate is being issued under the conditions of work from home due to COVID-19 with limited resources available to us.

It is stated that the compliance of all the applicable provisions of the Companies Act, 2013 and other laws is the responsibility of the management. We have relied on the representation made by the company and its Officers for systems and mechanism set-up by the company for compliances under applicable laws. Our examination, on a test-check basis, was limited to procedures followed by the Company for ensuring the compliance with the said provisions. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted its affairs. We further state that this is neither an audit nor an expression of opinion on the financial activities / statements of the Company. Moreover, we have not covered any matter related to any other law which may be applicable to the Company except the aforementioned corporate laws of the Union of India.

Place: Kolkata

Date: 09.09.2020

Encl: Annexure „A“ forming an integral part of this Report

(S. M. Gupta)

Partner

S. M. Gupta & Co.,

Company Secretaries

Firm Registration No. :

P1993WB046600

FCS No:896

C P No.:2053

PeerReviewNo:718/2020

UDIN:F000896B001188126





To  
The Members  
GLITTEK GRANITES LIMITED  
42, K I A D B INDL AREA,  
HOSKOTE, Bangalore  
Karnataka-562114

**“Annexure A”**

Our Secretarial Audit Report for the financial year ending 31.03.2020 of even date is to be read along with this letter.

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

Place: Kolkata  
Date: 09.09.2020

(S. M. Gupta)  
Partner  
S. M. Gupta & Co.,  
Company Secretaries  
Firm Registration No.: P1993WB046600  
FCS No:896  
C P No.:2053  
PeerReviewNo:718/2020  
UDIN:F000896B001188126



**ANNEXURE-IV**

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

**A) Conservation of energy:**

(i) the steps taken or impact on conservation of energy;

Your Company accords highest priority for conservation of energy and necessary measures for optimizing energy consumption have been taken

(ii) the steps taken by the company for utilising alternate sources of energy: Nil

(iii) the capital investment on energy conservation equipments; : Nil

**(B) Technology absorption:**

(i) the efforts made towards technology absorption;

The Company has adopted and is continually updating the latest technology.

(ii) the benefits derived like product improvement, cost reduction, product development or import substitution;

The overall productivity and efficiency has increased.

(iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year):- Nil

(a) the details of technology imported;

(b) the 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 thereof; and

(iv) the expenditure incurred on Research and Development.

**(C) Foreign exchange earnings and Outgo:**

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows.

Particulars	Current Year	Rs. In lakhs
		Previous year
Earnings	1786.78	2098.08
Outgo	170.68	244.43

By order of the Board

Place :Hoskote  
Date :12<sup>th</sup> November, 2020

Kamal Kumar Agarwal  
Managing director

Ashoke Agarwal  
Joint Managing Director

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

As per the requirement of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management Discussion and Analysis of the events that have taken place and conditions prevailing during the period under review are elucidated.

### **a) INDUSTRY STRUCTURE & DEVELOPMENT**

The Company is engaged in manufacturing of Granite Tiles & Slabs. The main market for the company's product is USA, South Africa, U.K, UAE, Canada, Europe and Australia. The Global and Domestic Economy have been witnessing sectoral turnaround during the year, yet economic challenges prevail, which have impact on construction and building material industries.

### **b) OUTLOOK**

National initiatives such as „Make in India“, „Skill India“, „Startup India“, „Smart Cities“, „Housing for All“, „Affordable Low Cost Housing“; broadening financial inclusion, streamlining of taxation structure with the passage of the GST, strengthening of infrastructure, etc. would lead to improvement in the economic growth of the country in the coming future.

The Company is in the midst of unprecedented times due to the worldwide spread of Covid-19. The Ministry of Home Affairs vide order No. 40-3/2020 dated March 24, 2020 notified the first ever nationwide lockdown in India to contain the virus outbreak. Until the contagion is fully controlled, the company is focussing on the safety of its employees, stakeholders and operations. A global economic recovery depends to a great extent on the pandemic being brought under control, containment measures being scaled back and trade and manufacturing activities being gradually restored without causing a second wave of contagion.

The company foresees reasonable growth of its product line and varieties of Natural stones, designer mosaics as well as semi precious stone products and concepts, subject to the nationwide economic activity being opening up fully post pandemic. The economic outlook for the year is still uncertain but viewed with cautious optimism. Our plans for the growth of the business and profitability are based on an average economic outlook, in the present business scenario.

### **c) OPPORTUNITY AND THREATS**

The perceived threats for the Company are acute competition from Brazil and China, ever increasing material cost, unremunerative prices and availability of good quality raw materials due to export of the same in raw form.

The most likely fallout of the COVID-19 Pandemic is that countries are increasing likely to adopt more and more protectionist measures. While countries, particularly those exploring finished manufacturing goods with established export markets are likely to wade through such an environment, those like India that are depended on intermediate and agriculture exports and are on the look out to tap newer markets, are likely to find the going tougher.

The Stone Companies are working with great difficulties to fulfill orders. The virus is still spreading and has created a severe shortage of skilled labour in the quarries and factories because they have gone back to villages. There is no consistency of supply from the quarries. There are also restriction in movement of people from one state to another, which makes workers reluctant to return. In transport the problems come from reluctance of drivers to work due to fear of catching the virus.

The crisis is severe, but with the able management at the realm of affairs, the company, its products and the market will cover well and fast enough.

In Stone industry, unlike other minerals such as iron ore or coal, each colour or variety is a product by itself and the demand changes fast in consonance with the "fashion factor" abroad.

While the short run repercussion of the COVID-19 Pandemic on India's trade are somewhat foreseeable, its long to medium term fallout are anything but it.

### **d) RISKS & CONCERNS**

Rough Granite Blocks are raw material for products of the Company. As such the export of Rough Blocks may affect the profitability of the Company. The currency movement of India or competing nation can impact the business negatively. If Indian currency appreciates compare to other exporting nations or competing country's currency depreciates it will impact our exports.



Over the last couple of years, the demand for engineered stone has increased at the expense of natural stones, which includes granite. While this change is more pronounced in certain countries, this trend could accelerate in the coming years and impact the long term demand potential for granite.

The company is constantly working to find new export markets for its products which will help in diversification of risks and any adverse currency movement in one country will have a minimal impact on company's business.

The government of India has approved a new scheme named Remission of Duties and Taxes on Exported products (RODTEP). While the finer details of this new scheme and remission rates under it are yet to be notified, the scheme essentially aims at refunding taxes and duties like value added tax on fuel that is beyond the ambit of the goods and service tax (GST) to exporter.

Intuitively this raise a major issue. Given what the RODTEP attempts to refund the rate under it are unlikely to be comparable to the MEIS rates lost in transit.

With India in a lockdown and a large chunk of its workforce, particularly, those employed in Micro, small and Medium enterprise back in the hinterlands, another major concern.

**e) INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY**

The Company has in place adequate internal financial controls with reference to financial statements and no material reportable weakness was observed in the system. The Audit Committee reviews the adequacy of Internal Control System at regular intervals and provide guidance for improvement and ensure that The Board of Directors of the Company has a policy by which it reviews the various risks to which the Company is exposed to and ensure proper regulatory compliances for exercising effective Internal Controls so that the company's interest and assets are safeguarded.

**f) HUMAN RESOURCES**

The Company has adequate 67 qualified and experienced human resources commensurate with its size and industrial relations continue to be cordial as the company continues to lay emphasis on development at all levels.

**g) DETAILS OF SIGNIFICANT CHANGES (CHANGE OF 25% AND MORE AS COMPARE TO IMMEDIATELY PREVIOUS FINANCIAL YEAR) IN KEY FINANCIAL RATIO AND EXPLANATION THEREOF:**

S NO	Ratio	2019	2020	% Change		Remarks
				Increase	decrease	
1.	Debtors Turnover	2.42	2.64	9.11	-	Change <25%
2	Inventory Turnover	1.02	0.81	-	20.50	Change <25%
3	Interest Coverage Ratio	0.79	0.49	-	37.97	due to sales movement towards southward direction and increase in interest cost.
4	Current Ratio	1.55	1.50	-	3.23	Change <25%
5	Debt Equity Ratio	1.07	1.18	10.28	-	Change <25%
6	Operating Profit Margin	-0.42	-1.09	-	159.52	Decline in sales as granite industry is going through tough time.
7	Net Profit Margin	-0.04	-0.08	-	100.00	Decline in sales and increase in interest cost due to currency fluctuation
8	Return on net worth	-0.05	-0.08	-	60.00	As profit margin reduced.



**h) CAUTIONARY STATEMENT**

Statement in this Report particularly those which relate to Management Discussion and Analysis describing the Company's objectives, projections estimates and expectations may constitute "forward looking statements" identifies by words like „plans“, „expects“, „intends“, „believes“, „seen to be“ and so on. All statements that address expectations or projection about the future, but not limited to the company's strategy for growth, product development, market position, expenditures, and financial results, are forward-looking statements. Since these are based on certain assumptions and expectations of futures events, the company cannot guarantee that they are accurate or will realized. The Company's actual results, performance or achievements could thus differ from those projected in any forward looking statements. The company assumes no responsibility to publicly amend, modify or revise any such statements on the basis of subsequent developments, information or events.

By order of the Board

Place :Hoskote  
Date :12th November, 2020

Kamal Kumar Agarwal  
Managing director

Ashoke Agarwal  
Joint Managing Director

**CORPORATE GOVERNANCE REPORT**

The Directors present the Company's Report on Corporate Governance pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**CORPORATE GOVERNANCE PHILOSOPHY**

We believe that good Corporate Governance is a key driver of sustainable corporate growth and long term value creation of our stakeholders. Corporate Governance involves being responsive to aspirations of our stakeholders besides ensuring compliance with regulatory requirements. The Company has always been taking the spirit of various legislations as guiding principles and proposes to go well beyond statutory compliance by establishing such systems and procedures as are required to make the management completely transparent and institutionally sound. We are committed to conduct the business upholding the core values like transparency, integrity, honesty, accountability and compliance of all statutes. We recognize that this is a conscious and continuous process across the Organisation, which enables the Company to adopt best practices as we incorporate improvements based on the past experience.

We believe, Corporate Governance is not just a destination, but a journey to constantly improve sustainable value creation. It is an upward-moving target that we collectively strive towards achieving.

**BOARD OF DIRECTORS:**

The Composition of the Board is in conformity with Regulation 17(1) of SEBI (LODR) Regulations, 2015 which inter alia stipulates that the Board should have an optimum combination of Executive and Non-Executive Directors with at least one Woman Director and at least 50% of the Board should consist of independent Directors, if the Chairman of the Board is an Executive Director. The Board members possess the Skills, experience and expertise necessary to guide the Company.

All the Directors have given necessary disclosures as required in the Companies Act, 2013 and rules made thereunder.

- i) Particulars of composition of Board of Directors, attendance of each Director at Board Meeting & the last Annual General Meeting, and number of other Board of Directors or Board Committees of which Directors are Member/Chairman, are as under:

Name of Director	Category	Attendance Particulars		No. of other Directorships and Committee Memberships, Chairmanships(including Glittek Granites Limited)		
		Board Meetings	Last AGM	Other Directorship*	Committee Membership**	Committee Chairmanships
Sri B.K. Agarwal	Promoter/Non- Executive Chairman	2	Yes	None	2	-
Sri K.K. Agarwal	Promoter/Managing Director	3	Yes	1	1	-
Sri A. Agarwal	Jt. Managing Director	4	Yes	1	-	-
Sri A.T. Gowda	Independent Non-Executive Director	4	No	None	2	1
Sri A. Venkatesh	Independent Non-Executive Director	4	Yes	1	1	1
Smt. Mira Agarwal	Independent Non-Executive Director	1	No	None	--	---

\* This includes directorships held in public limited companies and excludes directorship in private limited companies.

\*\* Only two Committee viz. Audit Committee and Stakeholder Relationship Committee

\*\*\*None of directors hold directorship in other Indian listed Company.

None of the Directors on the Board is a member of more than 10 Committee and they do not act as Chairman of more than 5 Committee across all companies in which they are director.

Information as required under Schedule II, PART-A of Listing Regulations has been made available to the Board. The Board periodically reviews the compliance report of the laws applicable to the Company as well as steps taken by the Company to rectify the instances of non-compliance, if any.

#### **Number of Board meetings held with dates**

Four Board meetings were held during the year and the intervening period between two meetings was well within the maximum gap of 120 days permitted under the Listing Regulations.

The details of Board meetings are given below:

Date	Board Strength	No. of Directors Present
30.05.2019	6	4
14.08.2019	6	5
14.11.2019	6	3
14.02.2020	6	5

#### **Separate Meeting of Independent Directors**

A meeting of the Independent Directors of the Company was held on 14th February, 2020 and the same was attended by Shri A. Venkatesh, Shri A. T. Gowda and Smt. Mira Agarwal. The Independent Directors reviewed the following:

- The performance of non-independent directors and the board of directors as a whole;
- The performance of the chairperson of the listed entity, taking into account the views of executive directors and non-executive directors
- Assessment of the quality, quantity and timeliness of flow of information between the management of the listed entity and the Board of Directors necessary for effective and reasonable performance of their duties

#### **Disclosure of relationship between directors inter-se**

Shri Bimal Kumar Agarwal, Shri Kamal Kumar Agarwal and Shri Ashoke Agarwal, Directors of the Company are brothers and none other directors are related inter-se.

#### **Shareholding of Non-Executive Directors in the Company:**

Name	No. of Equity Shares
Sri B.K. Agarwal	899300
Sri A.T.Gowda	100
Smt. Mira Agarwal	443900

#### **FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS:**

The Independent Directors are already conversant about their roles, rights, duties and responsibilities in the company, nature of industry in which the company operates, business model of the company etc., as they have been associated with the company for many years.

#### **Board Offsite:**

As part of our annual strategy planning process, your Company organizes an offsite for the Board Members and Senior Executives to deliberate on various topics related to technological overview, global scenario for IT industry, sales strategy, market research, risk overview, succession planning and strategic programs required to achieve the Company's long term objectives. This serves a dual purpose of providing a platform for Board Members to bring their expertise to the projects, while also providing an opportunity for them to understand detailed aspects of execution and challenges relating to the business of the Company. The above are specific mechanisms through which the Board Members are familiarized with the Company culture and operations.





Apart from these, there are additional sessions on demand on specific topics. All Directors attend the Familiarization Programs as these are scheduled to coincide with the Board Meeting calendar to give them an opportunity to attend. The Familiarization programme for Independent Directors is disclosed on the Company’s website at the following web link: <http://www.glittek.com/policies>.

Chart setting out the competencies of the Board:

The Company has in place a policy on Board Diversity. Diversity is ensured through consideration of a number of factors, including but not limited to skills, regional and industry experience, background and other qualities. The skills/ expertise/competence of Board of directors identified by the Board as required in the context of business of the Company is given below:

Skills/ Expertise /Competence	Bimal Kumar Agarwal	Kamal Kumar Agarwal	Ashoke Agarwal	A.T. Gowda	A. Venkatesh	Mira Agarwal
Audit & Financial Management	√	√	√		√	
Knowledge on Key trade Industry & technology	√	√	√	√	√	
Risk Management	√	√	√	√	√	
Governance compliance & Stakeholders Management	√	√	√		√	
Human Resource Development	√	√	√	√		√
Performance Management & Evaluation	√	√	√	√	√	
International trade law	√	√	√			
Behavioural attributes	√	√	√	√	√	√

The Board confirms that in their opinion, the independent directors fulfill the conditions specified in these regulations and are independent of the management.

**COMMITTEES OF THE BOARD**

**Procedure at Committee Meetings**

The Company’s guidelines relating to Board meetings are applicable to Committee meetings as far as practicable. Each Committee has the authority to engage outside experts, advisors and counsels to the extent it considers appropriate to assist in its function. Minutes of proceedings of Committee meetings are circulated to the Directors and placed before Board meetings for noting.

**Audit Committee**

The Committee deals with accounting matters, financial reporting and internal controls. The power, role, responsibilities and terms of reference of the Audit Committee are as prescribed under Section 177 of the Companies Act, 2013 and also as provided in Regulation 18, Schedule II, Part-C of SEBI (LODR) Regulations, 2015.

**Composition, Meeting and Attendance during the year**

Name of the Director	Independent/ Non- executive	Chairman/Member	No. of Meeting	
			Held during the year	Attended
Sri A.Venkatesh	Independent	Chairman	4	4
Sri A.T.Gowda	Independent	Member	4	4
Sri B.K.Agarwal,	Non-Executive	Member	4	2

Four meetings of the Audit Committee were held during the year as on 30<sup>th</sup> May, 2019, 14<sup>th</sup> August 2019, 14<sup>th</sup> November 2019, 14<sup>th</sup> February 2020.

The Chairman of the Audit Committee was present at the last Annual General Meeting held on 27<sup>th</sup> September, 2019.

**Nomination and Remuneration Committee**

The Committee reviews and approves the salaries, commission, service agreements and other employment conditions of the Executive Directors, Key Managerial Personnel (KMP). The power, role, responsibilities and terms of reference of the Committee are as prescribed under Section 178 of the Companies Act, 2013 and also as provided in Part- D(A) of Schedule II of SEBI (LODR) Regulations, 2015.

Name of the Director	Independent/Non-Executive	Chairman/Member	No. of Meeting	
			Held during the year	Attended
Sri A.Venkatesh	Independent	Chairman	2	2
Sri A.T.Gowda	Independent	Member	2	2
Sri B.K.Agarwal	Non-Executive	Member	2	1

Two meeting of the Nomination and Remuneration Committee were held during the year as on 14<sup>th</sup> August, 2019 and 14<sup>th</sup> February, 2020.

The Chairman of the NRC was present at the last Annual General Meeting held on 27<sup>th</sup> September, 2019.

**Performance evaluation criteria for Independent Director**

The Nomination and Remuneration Committee of the Board has laid down the following performance evaluation criteria for the Independent Directors:

1. Active participation and contribution to discussion in Board Meetings.
2. Effective Knowledge and expertise of the directors towards the growth and betterment of the Company.
3. Commitment to the highest ethical standards and values of the Company
4. Compliance with the policies of the Company and other applicable laws and regulations
5. Independence of Behaviour and judgment
6. Impact and influence

Performance evaluation of the Independent Directors has been done by the entire Board of Directors excluding the evaluated Director and the same form the basis to determine whether to extend or continue the tenure of appointment of Independent Directors.

**Stakeholders“ Relationship Committee**

The term of reference of „Stakeholders Relationship Committee“ as per provisions of Section 178 of the Companies Act, 2013 and Part-(D)(B) of Schedule II of SEBI (LODR) Regulations, 2015 is to look into various issues relating to shareholders including the redressal of shareholders complaints, share transfers/transmission/issue of duplicate shares etc.

**Composition, Meeting and Attendance during the year**

Name of the Director	Designation	Category of Director	No. of Meeting	
			Held during the year	Attended
Mr. A. T. Gowda	Chairman	Independent	3	3
Mr. B. K. Agarwal	Member	Non-Executive	3	2
Mr. K. K. Agarwal	Member	Executive	3	2



Three Meetings of the Stakeholders Relationship Committee were held during the year as on 30<sup>th</sup> May, 2019, 14<sup>th</sup> August, 2019 and 14<sup>th</sup> February 2020.

The Chairman of the SRC was not present at the last Annual General Meeting held on 27<sup>th</sup> September, 2019. During the year no complaint was received from the Shareholders and there was no out-standing complaints as on 31<sup>st</sup> March, 2020.

The Company Secretary acts as Secretary to all the above-mentioned Committees.

**Directors’ Remuneration**

**Remuneration policy**

The Company has devised a Policy for performance evaluation of Independent Directors, Board, Committees and other individual Directors.

The Company’s remuneration policy is directed towards rewarding performance based on review of achievements periodically. The remuneration policy is in consonance with the existing industry practice.

The Company has remuneration policy in place the details of which is given in the Board of director’s report. The details relating to remuneration of Directors for the FY-2019-20 have been given as under:-

Name of the Director	Sitting fees	Salary	Contribution to provident funds	Contribution to superannuation fund	Perquisites and Allowances	Total Rs.
Mr. Bimal Kumar Agarwal	-	-	-	-	--	-
Mr. Kamal Kumar Agarwal	-	4200000	504000	-	322956	5026956
Mr. Ashoke Agarwal	-	4200000	504000	-	149874	4853874
Mr. A. T. Gowda	2000	-	-	-	-	2000
Mr. A. Venkatesh	2000	-	-	-	-	2000
Smt. Mira Agarwal	-	-	-	-	-	-

**Note:**

- i) Presently, the Company does not have a scheme for grant of stock option.
- ii) The employment of both Managing director and Joint Managing director are contractual in nature by necessary implications and is terminable by either side on three months' Notice or pay in lieu thereof. No severance fee is payable to any of the whole-time Directors upon termination of his employment.
- iii) No commission is paid to any director.

**Compliance Officer**

Lata Bagri, Company Secretary and Chief Compliance Officer (e-mail: glittek@rediffmail.com), is the Compliance Officer for complying with requirements of Securities Laws and Listing Agreements with Stock Exchanges.

**GENERAL BODY MEETINGS**

Location and time where last three Annual General Meetings were held is given below:

Financial Year	Location of the meeting	Date	Time	Special resolution passed
2016-17	42, K I A D B Industrial Area, Hoskote-562 114	22/09/2017	12.30 P.M	No
2017-18	42, K I A D B Industrial Area, Hoskote-562 114	20/09/2018	12.30 P.M	Yes
2018-19	42, K I A D B Industrial Area, Hoskote-562 114	27/09/2019	12.30 P.M	Yes

There was no item during the period under review that was required to be passed through the process of postal ballot. Requirement of postal ballot shall be complied with, wherever applicable, as required by law.

**MEANS OF COMMUNICATION:**

The annual, half yearly and quarterly results are submitted to the Stock Exchanges and also published in leading English newspaper Financial Express and Vernacular (Kannad) newspaper Sanjevani in accordance with the Listing Agreement.

The Company's corporate website www.glittek.com provides comprehensive information on GGL's portfolio of businesses shareholding pattern, information on compliances with corporate norms, Code of Conduct, policies and contact details of Company's employees responsible for assisting & handling investor grievances. The website has entire sections dedicated to Glittek Granites Ltd.'s Profile, history and evolution, its core values, corporate governance and leadership. The entire Report and Accounts as well as quarterly, half-yearly and annual financial results are available in downloadable formats under the section "Financial Details" on the Company's website as a measure of added convenience to investors.

The Contents of the Website are updated from time to time.

**GENERAL SHAREHOLDERS INFORMATION:**

Annual General Meeting is proposed to be held on Tuesday, 29<sup>th</sup> December, 2020 at 12.30 P.M. through Video Conference (VC) or Other Audio Visual Means (OAVM) at Bangalore, Karnataka.

Financial Year 1<sup>st</sup> April 2019 to 31<sup>st</sup> March 2020

Dividend Payment	No Dividend is being recommend.
Listing on Stock Exchanges	Bombay Stock Exchange Limited
Stock Code	513528 (The Bombay Stock Exchange Ltd.)
Demat ISIN No. for NSDL & CDSL	INE 741B01027
<u>Registrar and Transfer Agent:</u>	MCS Share Transfer Agent Limited 383, Lake Garden, 1 <sup>st</sup> Floor Kolkata 700 045 Telephone- (033) 40724052/53, Fax: (033) 40724050, Email messta@rediffmail.com
Plant Location :	42,K.I.A.D.B.Industrial Area,Hoskote-562 114 Bangalore, Karnataka.

Financial Calendar (tentative)

Financial Year 1<sup>st</sup> April 2020 to 31<sup>st</sup> March, 2021

Unaudited results for the quarter ending 30th June,2020	On or Before 15 <sup>th</sup> September, 2020
30 <sup>th</sup> Annual General Meeting	Tuesday, 29th December, 2020
Unaudited results for the quarter/half year ending 30th September,2020	On or Before 14 <sup>th</sup> November, 2020
Unaudited results for the quarter/nine months ending 31st December,2020	On or Before 14 <sup>th</sup> February, 2021
Audited results for the year ending 31 <sup>st</sup> March,2021	On or Before 30 <sup>th</sup> May, 2021
Date of Book Closure	Wednesday 23 <sup>th</sup> December, 2020 to Tuesday, 29 <sup>th</sup> December, 2020

The Company has paid annual listing fees on its capital for the relevant periods to BSE where its equity shares are listed.

**Market Price Information**

Month	Month's High Price	Month's Low Price	Month's close price	Volume	BSE Sensex High	BSE Sensex Low
April ,,19	1.69	1.54	1.62	19087	39487.45	38460.25
May ,,19	1.90	1.54	1.65	43759	40124.96	36956.10
June ,,19	1.73	1.51	1.54	22866	40312.07	38870.96
July ,,19	1.97	1.47	1.88	14266	40032.41	37128.26
August ,,19	1.79	1.20	1.20	13731	37807.55	36102.35
September ,,19	1.34	1.16	1.23	42727	39441.12	35987.80
October ,,19	1.20	1.01	1.06	19139	40392.22	37415.83



November ,19	1.27	0.91	0.95	119966	41163.79	40014.23
December ,19	0.91	0.75	0.80	68991	41809.96	40135.37
January '20	1.30	0.74	1.30	96043	42273.87	40476.55
February ,20	1.49	1.29	1.29	158	41709.30	38219.97
March ,20	1.23	1.02	1.02	505	39083.17	25638.90

Source: BSE Website

Share Transfer System : Trading in Equity Shares of the Company is permitted in dematerialized form w.e.f. 26.02.2001 for all classes of investors as per notification issued by the Securities and Exchange Board of India (SEBI).

Physical transfer of shares are processed by the Share Transfer Agents and a summary of transfer/transmission of securities of the Company so approved is placed at every Board meeting / Stakeholders' Relationship Committee meeting. The Company obtains from a Company Secretary in Practice half-yearly certificate of compliance with the share transfer formalities as required under Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and files a copy of the said certificate with Stock Exchanges. Share Transfers are registered and returned within 15 days from the date of receipt, if the relevant documents are complete in all respect.

Dematerialisation of Shares: 24773570 equity shares representing 95.43% of the total Equity Capital of the Company are held in dematerialized form with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on 31<sup>st</sup> March, 2020.

In terms of SEBI'S circular no. D&CC/FITTC/CIR-16 dated December 31, 2002, as amended vide circular no. CIR/MRD/DP/30/2010 dated September 6, 2010 an audit is conducted on a quarterly basis by a Company Secretary in practice for the purpose of inter alia, reconciliation of the total amount admitted equity share capital with the depositors and in the physical form with the total issued/paid up equity share capital of the Company. Certificates issued in this regard are placed before Board Meeting/Stakeholders Relationship Committee and forwarded to BSE, where the equity shares of the Company are listed.

**DISTRIBUTION OF SHAREHOLDING AS ON 31<sup>ST</sup> MARCH, 2020.**

Range of Shares	No. of Shares	% of Share Holdings	No. of Share Holders	% of Share Holders
1-500	1318991	5.0810	7783	87.4789
501-1000	416069	1.6028	483	5.4288
1001-2000	377195	1.4530	229	2.5739
2001-3000	207485	.7993	79	.8879
3001-4000	169666	.6536	46	.5170
4001-5000	383353	1.4767	79	.8879
5001-10000	620129	2.3888	84	.9442
10001-50000	1893319	7.2934	88	.9892
50001-100000	874565	3.3690	11	.1236
Above 100000	19698628	75.8824	15	.1686
Total	25959400	100	8897	100

**CATEGORIES OF SHAREHOLDING AS ON MARCH 31<sup>ST</sup> 2020**

Category	No. of shares held	% of holding
A. Promoter(s)		
Indian Promoter Including promoter acting in concert)	16580100	63.8694
B. Non-Promoter		
Mutual Funds	-	-
Banks, Financial Institutions	2073194	7.9863
Bodies Corporate	248132	.9558
NRI WITH REPAT	135706	0.5228
NRI WITHOUT REPAT	15354	.0591
Indian Public	6906714	26.6058
Trust & Foundation	200	0.0008
Total	25959400	100

During the year under review, the Company has not issued any ADR's & GDR's, Warrants or any other convertible instruments. The Company has at present no outstanding ADR's/GDR's/Warrants to be converted that has an impact on the equity shares of the Company.

**Compliances with Governance Framework**

The Company is in compliance with all mandatory requirements under the Listing Regulations

**DISCLOSURES:**

Disclosures on materially significant related party transactions, i.e. the Company's transactions that are of material nature, with its Promoters, Directors and the management, their relatives or subsidiaries, among others that may have potential conflict with the Company's interests at large

During the period under review, the Company had not entered into any material transaction with any of its related parties.

None of the transactions with any of related parties were in conflict with the Company's interest. Attention of members is drawn to the disclosure of transactions with related parties set out in Note No. 32 of Financial Statements, forming part of the Annual Report.

All related party transactions are negotiated on an arms-length basis, and are intended to further the Company's interests.

Details of non-compliance by the Company, penalties and strictures imposed on the Company by Stock Exchange or SEBI, or any statutory authority, on any matter related to capital markets, during the last three years

None

**WHISTLE BLOWER POLICY/VIGIL MECHANISM**

As per section 177(9) of companies act, 2013 and as per Regulation 22 of SEBI (LODR), Regulations, 2015, company has formulated a codified Whistle Blower Policy and employees of the Company are encouraged to escalate to level of Audit Committee any issue of concerns impacting and compromising with the interest of Company and its stakeholders in any way. The company is committed to adhere to highest possible standards of ethical, moral and legal conduct and to open communication for which a dedicated email id vigil.mechanism@glittek.com has been established.

The Company affirms during the year under review none of the employees have been denied access to the Audit Committee.

**Disclosure of Accounting Treatment**

In the preparation of the financial statements, the Company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

**Risk Management**

Business risk evaluation and management is an ongoing process within the Company. The assessment is periodically examined by the Board.

A certificate from a Company Secretary in practice 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 Board/Ministry of Corporate Affairs or any such statutory authority.

The Certificate of Company Secretary in practice is annexed herewith as a part of the report.

Where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year. Not Applicable

Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part.

Details relating to fees paid to the Statutory Auditors are given in Note 38 to the Financial Statements.

Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The details of number of complaints filed and disposed of during the year and pending as on March 31, 2020 is given in the Directors' report.

The Company affirms during the year under review none of the employees have been denied access to the Audit Committee.

The board had accepted all recommendation of committees of the board.

**Material Subsidiary Policy**

The Company does not have any Subsidiary Company and therefore, policy for determining „material“ subsidiaries is not applicable.

**Related Party Transaction Policy**

Company has formulated a Policy on Related Party Transactions and can be seen at [www.glittek.com/policies](http://www.glittek.com/policies).

**Compliance with Mandatory and Non-Mandatory Requirements**

The Compliance with Corporate Governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of Sub-regulation (2) of Regulation 46 of the Listing Regulations has been disclosed in this report.

**Mandatory Requirements**

All the mandatory requirements of SEBI (LODR) Regulations, 2015 have been appropriately complied with and the compliance of the non-mandatory are given below:

**Non-Mandatory Requirements**

<p>A. The Board A Non-Executive Chairperson may be entitled to maintain a Chairperson's office at the listed entity's expenses and also allowed reimbursement of expenses incurred in performance of his duties.</p>	<p>The Company has a Non-Executive Chairman.</p>
<p>B. Shareholder Rights Half-yearly declaration of financial performance including summary of the significant events in last six-months, may be sent to each household of shareholders.</p>	<p>As the Company's half-yearly results are published in leading English and Kannanda newspapers and also uploaded on the website of the Company, hence the same are not sent to the shareholders of the Company.</p>
<p>C. Modified opinion(s) in Audit report The listed entity may move towards a regime of financial statements with unmodified Audit Opinion.</p>	<p>There are no qualification in Audit Report.</p>
<p>D. Reporting of Internal Auditor The Internal Auditor may report directly to the Audit Committee.</p>	<p>The Internal Auditor of the Company is independent and directly report to Audit Committee.</p>





**Declaration in terms of Schedule V(D) OF Listing Regulations-Code of Conduct**

This is to confirm that the Company has obtained from all the members of the Board and Management Personnel, affirmation that they have complied with the Code of Conduct of Glittek Granites Ltd. for the financial year 2019-20.

On behalf of the Board

Place: Hoskote

Date: 11th September , 2020

Kamal Kumar Agarwal  
Chief Executive Officer& MD

**CEO & CFO CERTIFICATE**

To  
The Board of Directors  
Glittek Granites Ltd.

We, to the best of our knowledge and belief, certify that;

- A. We have reviewed financial statements and the cash flow statement for the year 2019-20 and that to the best of their knowledge and belief :
1. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  2. these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of their knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and they have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the auditors and the Audit committee:
1. significant changes in internal control over financial reporting during the year;
  2. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  3. instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

PLACE: HOSKOTE  
DATE : 11.09.2020

ASHOKE AGARWAL  
(Joint Managing Director)

Ashok Kumar Modi  
(Chief Financial Officer)



**Auditor's Certificate on Corporate Governance**

To  
The Members  
Glittek Granites Ltd.

We have examined the compliance of conditions of Corporate Governance by Glittek Granites Limited, for the year ended 31st March 2020, as stipulated in Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations.

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

For K K S & CO  
Chartered Accountants  
(FRN: 309111E)

Chennai, the 12<sup>th</sup> day of November, 2020

CA S K KOCHAR  
Partner

Membership No.054709  
UDIN :20054709AAAACL6520



**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

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

To,  
The Members  
GLITTEK GRANITES LIMITED  
42, KIADB Industrial Area  
Hoskote, Bangalore-562114

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of GLITTEK GRANITES LIMITED having CIN: L14102KA1990PLC023497 and having registered office at 42, KIADB Industrial Area, Hoskote, Bangalore-562114 (hereinafter referred to as „the Company”), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company and its officers, including by way of remote audit, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31<sup>st</sup> March, 2020 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in the Company
1	KAMAL KUMAR AGARWAL	00050191	29/10/1990
2	ASHOKE AGARWAL	00050213	29/10/1990
3	BIMAL KUMAR AGARWAL	00170289	29/10/1990
4	MIRA AGARWAL	00537471	31/03/2015
5	ARUMUGAM VENKATESH	01047632	20/03/2003
6	AJJE THIMME GOWDA	01102045	14/03/2002

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

This Certificate is being issued under the conditions of lockdown due to COVID-19 with limited resources available to us.

Place: Kolkata  
Date: 19.06.2020

Sd/-  
(S.M Gupta)  
Partner  
S. M. Gupta & Co.,  
Company Secretaries  
Firm Registration No. : P1993WB046600  
FCS No:896  
C P No.:2053  
Peer Review No.:718/2020  
UDIN:F000896B000356174

## Independent Auditors' Report

To the Members of GLITTEK GRANITES LIMITED  
**Report on the Financial Statements:**

### Opinion

We have audited the financial statements of GLITTEK GRANITES LIMITED ("the Company"), which comprise the balance sheet as at 31<sup>st</sup> March 2020, and the statement of Profit and Loss, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

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

### Basis for Opinion

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

### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Based on the facts and our professional judgement during the audit of financial statements of the current period, we have determined that there are no key audit matters to communicate in our report.

### Other Matters

Further to the continuous spreading of COVID -19 across India, the Indian Government announced a strict 21-day lockdown on March 24, 2020, which was further extended till June 30, 2020 across the India to contain the spread of the virus. This has resulted in restriction on physical visit to the client location and the need for carrying out alternative audit procedures as per the Standards on auditing prescribed by the Institute of Chartered Accountants of India (ICAI).

As a result of the above, the entire audit was carried out based on remote access of the data as provided the management. This has been carried out based on the advisory on "Specific Considerations while conducting Distance Audit/ Remote Audit/ Online Audit under current Covid-19 situation" issued by the Auditing and Assurance Standards Board of ICAI. We have been represented by the management that the data provided for our audit purposes is correct, complete, reliable and are directly generated by the accounting system of the Company without any further manual modifications.

We bring to the attention of the users that the audit of the financial statements has been performed in the aforesaid conditions.

Our audit opinion is not modified in respect of the above.

Information other than the 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 Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information.

We are required to report the fact. We have nothing to report in this regard.

### **Management's Responsibility for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant

to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

### **Auditor's Responsibilities for the Audit of the Financial Statements**

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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 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 a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonable knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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 be reasonably be expected to outweigh the public interest benefits of such communication.

**Report on Other Legal and Regulatory Requirements**

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

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss including other comprehensive income, Statement of Changes in Equity and the statement of Cash Flow dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on 31st March, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operational effectiveness of the company's internal financial control over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended: In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act, as amended.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements.
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

for K K S & CO  
(FRN 309111E)  
Chartered Accountants

Chennai, the 11<sup>th</sup> day of September 2020

CA S. K. KOCHAR  
Partner  
Membership No. 054709  
UDIN:20054709AAAABY8808

### **Annexure “A” to the Independent Auditors’ Report**

(Referred to in paragraph 1(f) under „Report on Other Legal and Regulatory Requirements“ section of our report to the Members of Glittek Granites Limited of even date)

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

We have audited the internal financial controls over financial reporting of GLITTEK GRANITES LIMITED (“the Company”) as of March 31, 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### **Management’s Responsibility for Internal Financial Controls**

The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. 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, 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 internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing 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 planed perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s 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.





**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 of future periods are subject to the risk that the internal financial control over financial reporting may be accompany adequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

for K K S & CO  
(FRN 309111E)  
Chartered Accountants

Chennai, the 11<sup>th</sup> day of September 2020

CA S. K. KOCHAR  
Partner  
Membership No. 054709  
UDIN:20054709AAAABY8808

**Annexure „A“ to the Independent Auditors“ Report**

(Referred to in paragraph 2 under „Report on Other Legal and Regulatory Requirements“ section of our report to the Members of Glittek Granites Limited of even date)

- i. (a) The company is maintaining proper records showing full particulars including quantitative details and situation of property plant & equipments.  
  
(b) The company has a program of verification to cover all the items of fixed assets in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, certain fixed assets has been physically verified by the management during the year and no material discrepancies were noticed on such physical verification.  
  
(c) The title deeds of immovable properties, are held in the name of the Company.
- ii. According to the information available to us that physical verification of inventory has been conducted at reasonable intervals by the management and no material discrepancies is noticed on physical verification between the physical stocks and the book records.
- iii. The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Therefore, the provisions of Clause 3(iii), (iii)(a), (iii)(b) and (iii)(c) of the said Order are not applicable to the Company.
- iv. In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 in respect of the loans and investments made, and guarantees and security provided by it.
- v. The Company has not accepted any deposits from the public and hence the directives issued by Reserve Bank of India and provisions of Sections 73 to 76 or any other relevant provisions of the act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to deposits accepted from public are not applicable.
- vi. The company is not required to maintain cost records as per section 148(1) of the Act, hence this clause is not applicable to the company.
- vii. (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess, Goods and Service Tax and any other material statutory dues with the appropriate authorities.  
  
(b) According to information and explanations given to us and records of the Company examined by us, there are no dues in respect of income tax, Goods and Service Tax (w.e.f. 1<sup>st</sup> July 2017) sales tax, custom duty, excise duty, service tax, cess and other statutory dues as applicable, which have not been deposited on account of any dispute.
- viii. In our opinion and according to the information and explanations given to us, the Company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
- ix. In our opinion and according to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer, further public offer (including debt instruments) and term loans during the year. Accordingly, the provisions of clause 3(ix) of that Order are not applicable to the Company.
- x. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management. The Company has not given any guarantee for loans taken by others from bank or financial institutions.



- xi. The Company has paid/ provided for managerial remuneration during the year in accordance with the provisions of Section 197 read with Schedule V to the Act.
- xii. As the Company is not a Nidhi Company and the Nidhi Rules,2014 are not applicable to it, the provisions of Clause 3(xii) of the Order are not applicable to the Company.
- xiii. The Company has entered into transactions with related parties in compliance with the provisions of Section 177 and 188 of the Act. The details of such related party transactions have been disclosed in the Standalone Ind AS Financial Statements as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act, read with Rule 4 of the Companies (Indian Accounting Standards) Rules , 2015 (as amended).
- xiv. During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures and hence reporting under clause 3 (xvi) of the order is not applicable to the company.
- xv. Based upon the audit procedures performed and the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company.
- xvi. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

for K K S & CO  
(FRN 309111E)  
Chartered Accountants

Chennai, the 11<sup>th</sup> day of September 2020

CA S. K. KOCHAR  
Partner  
Membership No. 054709  
UDIN:20054709AAAABY8808



## Balance Sheet as at 31.03.2020

Sl.	Particulars	Notes	As at 31st March 2020	As at 31st March 2019
			Rs.	Rs.
(1)	<b>ASSETS</b>			
	<b>Non-current assets</b>			
(a)	Property, Plant and Equipment	2	6,06,46,832	7,02,67,679
(b)	Other Financial Assets	3	24,81,089	24,64,301
(c)	Deferred tax assets (net)	4	55,48,378	20,15,237
(d)	Other non-current assets			
(i)	Non-current Tax assets	5	8,63,064	7,13,371
(ii)	Other non-current assets	6	3,23,982	3,32,178
(2)	<b>Current assets</b>			
(a)	Inventories	7	22,06,34,060	20,58,52,085
(b)	Financial Assets			
(i)	Trade receivables	8	6,79,27,775	8,70,42,534
(ii)	Cash and Bank balances	9	27,66,059	20,19,006
(iii)	Others	10	25,84,094	34,99,881
(c)	Other current assets	11	63,97,756	49,39,078
	<b>Total Assets</b>		<b>37,01,73,089</b>	<b>37,91,45,350</b>
(1)	<b>EQUITY AND LIABILITIES Equity</b>			
(a)	Equity Share capital	12	13,29,08,500	13,29,08,500
(b)	Other Equity	13	3,70,92,999	5,04,67,307
	<b>LIABILITIES</b>			
	<b>Current liabilities</b>			
(a)	Financial Liabilities			
(i)	Borrowings	14	17,78,72,007	17,49,10,801
(ii)	Trade payables	15		
	(a) Total outstanding dues of Micro and Small Enterprise		30,29,586	2,21,861
	(b) Total outstanding dues of creditors other than micro and small enterprise		49,94,846	58,93,298
(iii)	Other	16	1,36,03,151	1,36,74,587
(b)	Provisions	17	6,72,000	10,68,996
	<b>Total Equity and Liabilities</b>		<b>37,01,73,089</b>	<b>37,91,45,350</b>

Corporate information and Significant accounting policies 1

The accompanying notes form an integral part of the standalone financial statements

in terms of our report attached.

**For KKS & Co.**

Chartered Accountants

(FRN :309111E)

For and on Behalf of the Board of Directors

Kamal Kumar Agarwal  
Managing Director

Ashoke Agarwal  
Joint Managing Director

**CA S K KOCHAR**

Partner

Membership No 054709

Lata Bagri  
Company Secretary

Ashok Kumar Modi  
Chief Financial Officer

Bangalore, the 11th Day of September,2020



## Statement of Profit and Loss for the year ended 31.03.2020

Sl.	Particulars	Note No.	For the year ended 31 March, 2020	For the year ended 31 March, 2019
			Rs.	Rs.
I	Revenue From Operations	18	179817224	211629155
II	Other Income	19	2743659	394887
III	<b>Total Income (I + II)</b>		<b>182560883</b>	<b>212024042</b>
IV	<b>EXPENSES</b>			
i)	Cost of materials consumed	20	82805690	78037178
ii)	Purchases of Stock-in-Trade		16980680	29627092
iii)	Changes in inventories of finished goods, Stock-in-Trade and work-in-progress	21	-21551776	-17907114
iv)	Employee benefits expense	22	37930132	40893842
v)	Finance costs	23	16707428	12190064
vi)	Depreciation and amortization expense	24	9634973	9850302
vii)	Administrative & Other expenses	25	57489966	71530999
	<b>Total expenses (IV)</b>		<b>199997093</b>	<b>224222363</b>
V	Profit/(loss) before exceptional items and tax (III-IV)		-17436210	-12198321
VI	Exceptional Items		0	0
VII	Profit/(loss) before tax(V+VI)		-17436210	-12198321
VIII	Tax expense:		-3670619	-3195135
	(1) Current tax		0	0
	(2) Excess / Short Provision of Taxes in earlier years		0	0
	(3) MAT Credit Entitlement		0	0
	(4) Deferred tax		-3670619	-3195135
IX	Profit (Loss) for the period from continuing operations(VII-VIII)		-13765591	-9003186
X	Profit/(loss) from Discontinued operations		0	0
XI	Profit/(loss) for the year (IX+X)		-13765591	-9003186
XII	Other Comprehensive Income (Net of Tax)			
	a) Items that will not be reclassified to profit or loss			
	Remesurement of defined benefit plan		391282	108062
	b) Items that will be reclassified to profit or loss			
	fair value change in Cash and Cash Equivalent		0	0
XIII	Total Comprehensive Income for the year (XI+ XII)(Comprising Profit/(Loss) and Other Comprehensive Income for the period)		-13374309	-8895124
XIV	Earnings per equity share(for discontinued & continuing operations)			
	(1) Basic		-0.53	-0.35
	(2) Diluted		-0.53	-0.35

Corporate information and Significant accounting policies 1

The accompanying notes form an integral part of the standalone financial statement

In terms of our report attached.

**For KKS & Co.**

Chartered Accountants

(FRN :309111E)

Kamal Kumar Agarwal  
Managing Director

For and on Behalf of the Board of Directors

Ashoke Agarwal  
Joint Managing Director

**CA S K KOCHAR**

Partner

Membership No 054709

Bangalore, the 11th Day of September,2020

Lata Bagri  
Company Secretary

Ashok Kumar Modi  
Chief Financial Officer



Statement of cash flows for the year ended 31st March 2020

Amount in Rs.

SI	Particulars	For the year ended	For the year ended
		March, 31, 2020	March, 31, 2019
		Rs.	Rs.
A	<b>Cash Flows from Operating activities</b>		
	Profit for the year	-17436210.00	-12198321.00
	Adjustments for:		
	Depreciation and amortisation	9634973.00	9850302.00
	Other non- operating income	-381974.00	-547639.00
	Finance costs recognised in Profit or loss	16707428.00	12190064.00
	Interest income recognised in Profit or loss	-182903.00	-179230.00
	Provision for Doubtful Debts	-199482.00	-106358.00
	Unclaimed Liabilities written Back	-11850.00	-127913.00
	(Profit)/Loss on sale of Fixed Assets	0.00	0.00
	<b>Operating cash flows before movements in working capital</b>	<b>8129982.00</b>	<b>8880905.00</b>
	Movements in working capital;		
	(Increase)/ Decrease in Inventories	-14781975.00	-11785883.00
	(Increase) / Decrease Trade and other receivable	19314241.00	6991510.00
	(Increase)/ Decrease in Other financial assets	898999.00	3630479.00
	(Increase)/ Decrease in Other current assets	-1458678.00	3791971.00
	(Increase)/ Decrease in Other non-current assets	-141497.00	371645.00
	Increase/ (Decrease) in Other financial liabilities	457324.00	765703.00
	Increase/ (Decrease) in Trade payable	1909273.00	-4569246.00
	Increase/ (Decrease) in Provisions	-385145.00	-37773.00
	<b>Cash generated from operations</b>	<b>13942524.00</b>	<b>8039311.00</b>
	Income taxes paid	0.00	0.00
	<b>Net cash generated from operating activities</b>	<b>13942524.00</b>	<b>8039311.00</b>
B	<b>Cash Flow from investing activities</b>		
	Purchases of property, plant and equipment	-14126.00	-29198.00
	Interest received	182903.00	179230.00
	Other income received	381974.00	547639.00
	<b>Net cash used in investing activities</b>	<b>550751.00</b>	<b>697671.00</b>
C	<b>Cash Flow from Financing activities</b>		
	Proceeds of borrowings	2961206.00	3345051.00
	Finance costs	-16707428.00	-12190064.00
			0.00
	<b>Net cash used financing activities</b>	<b>-13746222.00</b>	<b>-8845013.00</b>
D	<b>Net increase / (decrease) in cash and cash equivalents (A + B + C)</b>	<b>747053.00</b>	<b>-108031.00</b>
E	<b>Cash and cash equivalents at the beginning of the period</b>	<b>2019006.00</b>	<b>2127037.00</b>
F	<b>Cash and cash equivalents at the end of the period (D+ E)</b>	<b>2766059.00</b>	<b>2019006.00</b>

**Notes to the cash flow statement****1. Components of cash and cash equivalent.**

Particulars	As at March 31, 2020	As at March 31, 2019
	Rs.	Rs.
<b>Balance with banks</b>		
- In current accounts	1754339.00	591056.00
- In Deposit account with original maturity of less than 3 months	0.00	844107.00
<b>Cash on hand</b>	129669.00	189224.00
Silver Coins	23100.00	23100.00
<b>Other bank balances</b>		
- Bank Deposit with original maturity of more than 3 months	858951.00	371519.00
	<b>2766059.00</b>	<b>2019006.00</b>

Significant accounting policies

The accompanying notes form an integral part of the standalone financial statements  
In terms of our report attached

On Behalf of the Board

Kamal Kumar Agarwal  
Managing Director

Ashoke Agarwal  
Jt. Managing Director

Lata Bagri  
Company Secretary

Ashok Kumar Modi  
Chief Financial Officer

**Auditors' Certificate**

We have verified the above Cash Flow Statement prepared by the Company and certify that the statement has been derived from the accounts of the company audited by us and has been prepared in accordance with Stock Exchange Listing requirements.

**For KKS & Company**  
Chartered Accountants  
(FRN :309111E)

Bangalore, the 11th Day of September,2020

**CA S K KOCHAR**  
Partner  
Membership No 054709





**Notes to the Standalone Financial Statements**

**1. Corporate Information and Significant Accounting Policies**

**1.1 Corporate Information:**

Glittek Granites Ltd. (the Company) is a public limited Company and listed on Bombay Stock Exchange (BSE) . The Company is engaged in manufacturing, processing and trading of granite slabs / tiles business. The Unit is situated in KIADB Industrial Area in Pillagumpe village of Hoskote Taluk of Bangalore Rural District of Karnataka.

**1.2 Significant accounting policies**

**1.2.1 Basis of preparation of standalone financial statements**

These standalone financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ('Act') (to the extent notified). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

The Company has adopted all the Ind AS standards and the adoption was carried out in accordance with Ind AS 101 First time adoption of Indian Accounting Standards. The transition was carried out from Indian Accounting Principles generally accepted in India as prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (IGAAP), which was the previous GAAP.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III of the Companies Act, 2013.

**Current and Non-current classificaton**

All assets and liabilities are classified into current and non-current

**Assets**

An asset is classified as current when it satisfies any of the following criteria:

- a) It is expected to be realised in, or is intended for sale or consumption in, the company's normal operating cycle;
- b) It is held primarily for the purpose of being traded;
- c) It is expected to be realised within 12 months after the reporting date; or
- d) 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

Current assets include the current portion of non-current financial assets.

All other assets are classified as non-current.

**Liabilities**

A liability is classified as current when it satisfies any of the following criteria;

- a) It is expected to be settled in the company's normal operating cycle
- b) It is held primarily for the purpose of being traded.;
- c) It is due to be settled within 12 months after the reporting date; or
- d) The company does not have an unconditional right to defer settlement of liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by issue of equity instruments do not affect its classification.

Current liability include current portion of non-current financial liabilities.

All other liabilities are classified as non-current.

**Operating cycle**

Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents.

**1.2.2 Use of estimates**

The preparation of the standalone financial statements in conformity with Ind AS requires the management to make estimates that affect the reported amount of assets and liabilities, disclosure of contingent liabilities as at the date of the financial statement and reported amounts of revenue and expenses for the year. Actual results could differ from these estimates.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

**1.2.3 Property Plant and Equipment**

Fixed Assets are stated at their historical cost of acquisition or construction, less accumulated depreciation and impairment losses if any. Cost includes all cost incurred to bring the assets to their location and condition. Machinery spares which can be used only in connection with an item of fixed asset and whose use is expected to be irregular are capitalized and depreciated over the useful life of the principal item of the relevant assets. Subsequent expenditure on fixed assets after its purchase / completion is capitalized only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.

When an assets is scrapped or otherwise disposed off, the cost and related depreciation are removed from the books of account and resultant profit or loss, if any, is reflected in statement of Profit and Loss.

The Residual Value, useful lives and methods of depreciation of property, plant and equipment are reviewed at the end of each financial year and adjusted prospectively, if appropriate.

**1.2.4 Intangible Assets**

Intangible Assets comprises of application software stated at its acquisition cost less accumulated depreciation.

**1.2.5 Depreciation**

Depreciation on property, plant and equipment is provided based on useful life of the assets prescribed in Schedule II to the Companies Act, 2013 on straight line method.

Intangible Assets are amortised on straight line basis over the estimated useful life of the assets.



### 1.2.6 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognized in profit or loss in the period in which they are incurred.

### 1.2.7 Amortisation

Housing Tenements acquired under lease cum sale agreement shall be amortised after execution of sale deeds.

The company has acquired a Time Sharing Holiday Resort from Club Mahindra Holidays. The same is being amortised equally over its validity period.

### 1.2.8 Inventories

i) Raw materials is valued at actual cost or net realisable value whichever is lower. Stores and spares, fuel & packaging materials are valued at weighted average cost or net realisable value whichever is lower.

ii) Work In Progress and Finished Products are valued at estimated cost or net realisable value whichever is lower

iii) Scraps & Rejects are valued at estimated realisable value.

Cost comprises all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to the present location and condition. Work-in-progress and Finished goods include material cost and appropriate share of production overheads.

Estimated realisable value is calculated on the basis of current selling price less the normal selling expenses incurred in making the sale.

### 1.2.9 Government Grants

Government grants in the nature of State Investment Subsidy are accounted for on cash basis and treated as Capital Reserve.

### 1.2.10 Foreign currency transactions:

#### Functional Currency Transaction and translations

The functional currency of the company is the Indian rupee. These standalone financial statements are presented in Indian rupees.

Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets, are capitalized as cost of assets.

Monetary foreign currency assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognised in the Statement of Profit and Loss.

### 1.2.11 Employee Benefits

Employee benefits include provident fund, employee state insurance scheme and group gratuity fund.

#### a) Defined Contribution Plan:

A defined contribution plan is a post-employment benefit plan under which the Company pays specified contributions to a separate entity. The Company makes specified monthly contributions towards Provident Fund, Superannuation Fund and Pension Scheme. The Company's contribution is recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service

#### b) Defined benefit plans:

Defined Benefit Plan :The company has a defined benefit gratuity plan covering all its employees. Gratuity is covered under a scheme of LIC and contribution in respect of such scheme are recognized in Profit & Loss Account. The liability at the Balance Sheet date is provided for based on actuarial valuation carried out by Life Insurance Corporation of India in accordance with IND AS 19 of employee benefits issued by the Institute of Chartered Accountants of India.

### 1.2.12 Taxes on income

Income tax expense comprises current and deferred income tax. Income tax expense is recognized in net profit in the statement of profit and loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in other comprehensive income.

Current income tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is recognised on temporary differences between carrying amounts of assets and liabilities in the financial statements and corresponding tax bases used in computation of taxable profit.

Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The carrying amount of

Deferred Tax Assets and Liabilities are reviewed at the end of each reporting period.

### 1.2.13 Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefit will flow to the Company and the revenue can be measured reliably.

Revenue from sale of goods is recognised when the significant risks and rewards of ownership of the goods have been transferred to the buyer either at the time of dispatch or delivery or when the risk of loss transfers.

Revenue from sale of services are recognized when the services are rendered.

Interest income is recognized on a time proportionate basis taking into account the amounts invested and the rate of interest on prudent basis.

Claims/Refunds not ascertainable with reasonable certainty are accounted for on final settlement and are recognized as revenue on certainty of receipt on prudent basis.

### 1.2.14 Leases

Lease rentals under an operating lease, are recognised as an expense in the statement of profit and loss on a straight line basis over the lease term.

### 1.2.15 Provisions and contingencies

A provision is recognized when the Company has a present legal or constructive obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balances sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

### 1.2.16 Impairment of assets

#### a) Non-financial assets

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

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

When there is indication that an impairment loss recognized for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognized in the Statement of Profit and Loss, to the extent the amount was previously charged to the Statement of Profit and Loss.

#### b) Financial Assets

The Company assesses impairment based on expected credit losses (ECL) model for measurement and recognition of impairment loss, the calculation of which is based on historical data, on the financial assets that are trade receivables or contract revenue receivables.

### 1.2.17 Cash Flow statement

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

### 1.2.18 Earnings per share

Basic earning per share (EPS) is computed by dividing the net profit after tax available to equity shareholders for the year by the weighted average number of equity shares outstanding during the current year.

Diluted EPS is computed by dividing adjusted net profit after tax by the aggregated weighted average number of equity shares and dilutive potential equity shares during the year.

### 1.2.19 Cash & Cash Equivalents

Cash and Cash equivalents include cash and cheque in hand, bank balances and demand deposits with banks that are readily convertible to known amounts of cash & which are subject to an insignificant risk of changes in value where original maturity is three months or less.

### 1.2.20 Financial Instruments

#### a) Initial Recognition

The Company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss are added to the fair value on initial recognition. Regular way purchase and sale of financial assets are accounted for at trade date.

#### b) Subsequent Measurement

##### i) Financial assets carried at amortized cost

A financial asset is subsequently measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

##### ii) Financial assets at fair value through other comprehensive income

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

##### iii) Financial assets at fair value through profit or loss

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

##### iv) Financial liabilities

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination which is subsequently measured at fair value through profit and loss. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

##### v) Loans & Borrowings

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using EIR method. Gains and losses are recognized in profit & loss when the liabilities are derecognized as well as through EIR amortization process.

#### c) De-recognition of financial instruments

The company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for de-recognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

#### d) Fair value of financial instruments

In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis, available quoted market prices and dealer quotes. All methods of assessing fair value result in general approximation of value, and such value may never actually be realized.



**Notes to the Financial Statement for the year ended 31st March, 2020**

**Note: 2 Property, Plant and Equipment**

**Tangible Assets**

**Cost or deemed cost**

**Amount in Rs.**

Particulars	Land	Buildings	Housing Tenaments under lease <sup>1,2</sup>	Plant and Equipment	Furniture and Fixtures	Vehicles	Office equipment	Other Equipments	Total
<b>At 31st March, 2018</b>	<b>1839589</b>	<b>47086228</b>	<b>645000</b>	<b>254549192</b>	<b>2259097</b>	<b>17217355</b>	<b>1663092</b>	<b>1096932</b>	<b>326356485</b>
Additions	-	-	-	3600	14198	-	11400	-	29198
Disposals	-	-	-	-	-	-	-	-	-
<b>At 31st March, 2019</b>	<b>1839589</b>	<b>47086228</b>	<b>645000</b>	<b>254552792</b>	<b>2273295</b>	<b>17217355</b>	<b>1674492</b>	<b>1096932</b>	<b>326385683</b>
Additions	-	-	-	7626	6500	-	-	-	14126
Disposals	-	-	-	-	-	-	-	-	-
<b>At 31st March, 2020</b>	<b>1839589</b>	<b>47086228</b>	<b>645000</b>	<b>254560418</b>	<b>2279795</b>	<b>17217355</b>	<b>1674492</b>	<b>1096932</b>	<b>326399809</b>

**Accumulated Depreciation**

**Amount in Rs.**

Particulars	Land	Buildings	Housing Tenaments under lease <sup>1,2</sup>	Plant and Equipment	Furniture and Fixtures	Vehicles	Office equipment	Other Equipments	Total
<b>At 31st March, 2018</b>	-	<b>28345045</b>	-	<b>205697169</b>	<b>1900052</b>	<b>8552233</b>	<b>1037949</b>	<b>735254</b>	<b>246267702</b>
Eliminated on Disposal of Assets	-	-	-	-	-	-	-	-	-
Depreciation charge for the year	-	1383664	-	6272380	46815	1787336	249116	110991	9850302
<b>At 31st March, 2019</b>	-	<b>29728709</b>	-	<b>211969549</b>	<b>1946867</b>	<b>10339569</b>	<b>1287065</b>	<b>846245</b>	<b>256118004</b>
Eliminated on Disposal of Assets	-	-	-	-	-	-	-	-	-
Depreciation charge for the year	-	1383664	-	6223844	47249	1737471	160682	82063	9634973
<b>At 31st March, 2020</b>	-	<b>31112373</b>	-	<b>218193393</b>	<b>1994116</b>	<b>12077040</b>	<b>1447747</b>	<b>928308</b>	<b>265752977</b>



**Net Book Value**

**Amount in Rs.**

Particulars	Land	Buildings	Housing Tenaments under lease <sup>1,2</sup>	Plant and Equipment	Furniture and Fixtures	Vehicles	Office equipment	Other Equipments	Total
At 31st March, 2019	1839589	17357519	645000	42583243	326428	6877786	387427	250687	70267679
At 31st March, 2020	1839589	15973855	645000	36367025	285679	5140315	226745	168624	60646832

**Note: 2**

**Intangible Assets**

**Amount in Rs.**

Cost or deemed cost		Accumulated Depreciation		Net Book Value
Particulars	Computer software	Particulars	Computer software	
At 31st March, 2018	106200	At 31st March, 2018	106200	-
Additions	-	Eliminated on Disposal of Assets	-	-
Disposals	-	Depreciation charge for the year	-	-
At 31st March, 2019	106200	At 31st March, 2019	106200	-
Additions	-	Eliminated on Disposal of Assets	-	-
	-	Depreciation charge for the year	-	-
At 31st March, 2020	106200	At 31st March, 2020	106200	-

<sup>1</sup>Acquired under lease cum sale agreement

<sup>2</sup>Sale deeds in respect of housing tenament are yet to be executed.

- Notes:**
- a) Plant and Equipments include plant and machinery, Electrical equipments and installations, Computers
  - b) All the Fixed Assets of the company are subject to First charge to secure company's working capital loans from bank.
  - c) Previous GAAP carrying value has been used as deemed cost.


**3 Other Financial Assets**

<b>Particulars</b>	<b>As at 31 March 2020</b>	<b>As at 31 March 2019</b>
	<b>Rs.</b>	<b>Rs.</b>
Security Deposits	21,81,195	21,81,195
Interest On K.E.B.Deposit	1,58,768	1,68,583
Staff Advances	1,41,126	1,14,523
<b>Total</b>	<b>24,81,089</b>	<b>24,64,301</b>

**4 Deferred Tax Assets**

<b>Particulars</b>	<b>As at 31 March 2020</b>	<b>As at 31 March 2019</b>
	<b>Rs.</b>	<b>Rs.</b>
<b>Deferred Tax Assets</b>		
On unabsorbed Losses	33,42,966	21,37,666
On property plant and equipments	2,42,040	10,57,469
	35,85,006	31,95,135
On Employee and other related cost	51,865	37,968
Net Deferred Tax Assets /(Liabilities)	35,33,141	31,57,167
<b>Deferred Tax Assets</b>	<b>35,33,141</b>	<b>31,57,167</b>

<b>Reconciliation of deferred tax assets, net</b>	<b>As at 31 March 2020</b>	<b>As at 31 March 2019</b>
	<b>Rs.</b>	<b>Rs.</b>
Opening balance as on 1st April Assets/(Liabilities)	20,15,237	(11,41,930)
Tax Income/(Expense) during the period recognised in profit or loss	35,33,141	31,57,167
<b>Closing Balance as at 31st March</b>	<b>55,48,378</b>	<b>20,15,237</b>

**5 Non-current Tax assets**

<b>Particulars</b>	<b>As at 31 March 2020</b>	<b>As at 31 March 2019</b>
	<b>Rs.</b>	<b>Rs.</b>
Non-current Tax - Advance	8,10,000	6,60,000
Others	53,064	53,371
<b>Total</b>	<b>8,63,064</b>	<b>7,13,371</b>

**6 Other non-current assets**

<b>Particulars</b>	<b>As at 31 March 2020</b>	<b>As at 31 March 2019</b>
	<b>Rs.</b>	<b>Rs.</b>
Security Deposit	2,56,265	2,56,265
Others	67,717	75,913
<b>Total</b>	<b>3,23,982</b>	<b>3,32,178</b>

**7 INVENTORIES**

<b>Particulars</b>	<b>As at 31 March 2020</b>	<b>As at 31 March 2019</b>
	<b>Rs.</b>	<b>Rs.</b>
Raw Materials and components	18,74,941	75,60,977
Work-in-progress	20,75,53,852	18,51,08,295
Finished goods	36,52,688	44,87,365
Stores and spares	60,04,877	76,12,179
Stores and spares (Imported)	48,99,884	
Stores and spares (Indigeneous)	11,04,993	
Packing Material	10,17,994	4,94,457
Rejects & Scraps	5,29,708	5,88,812
<b>Total</b>	<b>22,06,34,060</b>	<b>20,58,52,085</b>

**8 Financial Assets - Trade Receivables**

<b>Particulars</b>	<b>As at 31 March 2020</b>	<b>As at 31 March 2019</b>
	<b>Rs.</b>	<b>Rs.</b>
Trade receivables considered good - Unsecured	6,78,95,399	8,69,41,407
Trade receivable which have significant increase in credit risk	6,78,714	8,78,196
	6,85,74,113	8,78,19,603
Less: Allowance for doubtful trade receivables	6,78,714	8,78,196
	6,78,95,399	8,69,41,407
Other Receivables	32,376	1,01,127
<b>Total</b>	<b>6,79,27,775</b>	<b>8,70,42,534</b>

i) No trade or other receivable are due from directors or other officers of the Company either several, or Joint, with any other person. Nor any trade or other receivables are due from firms or private companies respectively in which any director Is a partner, a director or a member.

ii) Trade receivables are non-interest bearing and are generally on terms of 90 to 120 days.

iii) Refer Note 34 for information about credit risk and currency risk



**9 Cash and Bank balances**

Particulars	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
Cash & Cash Equivalents		
Deposit as Margin Money with original maturity of less than 3 month (including interest accrued thereon)	-	8,44,107
In current Account with Banks	17,54,339	5,91,056
State Bank of India - (CST A/c)	15,694	16,343
State Bank of India - (Gratuity Fund trust)	14,591	9,591
State Bank Of India	17,24,054	5,65,122
Cash on hand	1,29,669	1,89,224
Cash on Hand (Factory)	70,388	36,321
Cash on Hand (Kolkata)	59,281	4,536
Foreign Currency in Hand	-	1,48,367
Silver Coin	23,100	23,100
	19,07,108	16,47,487
<b>Other Bank Balance</b>		
Deposit as Margin Money with original maturity of more than 3 month (including interest accrued thereon)	8,58,951	3,71,519
<b>Total</b>	<b>27,66,059</b>	<b>20,19,006</b>

**10 Financial Assets - Others**

Particulars	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
Related parties- refer Note - 32	25,200	25,200
VAT refund receivable	1,27,128	1,27,128
GST Refund Receivable	17,56,070	26,02,347
Service Tax Refund receivable	2,99,704	2,99,704
Others	19,914	-
Electronic Credit Ledger & Input Credit Ledger Balance	3,56,078	4,45,502
<b>Total</b>	<b>25,84,094</b>	<b>34,99,881</b>

**11 Other Current Assets**

Particulars	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
Advance to suppliers	36,53,931	32,95,188
Prepaid Expenses	16,66,083	16,00,954
Income Tax	42,936	42,936
Other Advances	10,29,806	
GGL SAF Trust Fund	5,000	-
<b>Total</b>	<b>63,97,756</b>	<b>49,39,078</b>

**12 Equity Share capital**

Authorised, Issued, Subscribed and Paid-up Share Capital

Share Capital	As at 31 March 2020		As at 31 March 2019	
	Nos.	Rs.	Nos.	Rs.
<b>Authorised</b>				
Equity Shares of ` 5 /- each	2,80,00,000	14,00,00,000	2,80,00,000	14,00,00,000
<b>Issued, Subscribed and Paid-up</b>				
2,59,59,400 Equity Shares of ` 5 /- each	2,59,59,400	12,97,97,000	2,59,59,400	12,97,97,000
Add: Forfeited shares (amount originally paid –up)		31,11,500		31,11,500
<b>Total</b>	<b>2,59,59,400</b>	<b>13,29,08,500</b>	<b>2,59,59,400</b>	<b>13,29,08,500</b>

- During the year ended 31st March 2019 and 31st March 2020 , the Authorised, Issued, Subscribed paid up Capital were increased/decreased by ` NIL ie NIL Equity Shares of ` 5 each
- The company is having only one class of Equity Share having a par value of ` 5/- each. Holder of equity share is entitled to one vote per share. In the event of liquidation of the Company , the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amount. However as on date no such preferential amount exist . The distribution will be in proportion to number of equity shares held by the shareholders.



c) Shareholders holding more than 5% shares of the Company

Name of Shareholder	As at 31 March 2020		As at 31 March 2019	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Virdhi Commercial Company Ltd.	1,29,75,000	49.98%	1,29,75,000	49.98%
ICICI Bank Ltd.	20,73,194	7.99%	20,73,194	7.99%

13 Other Equity

Particulars	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
Capital Reserve	1,77,00,000	1,77,00,000
Securities Premium Reserve	58,69,500	58,69,500
Retained earnings	1,32,26,911	2,69,92,501
Other Comprehensive Income	2,96,588	(94,694)
<b>Total</b>	<b>3,70,92,999</b>	<b>5,04,67,307</b>

**Capital Reserve**

Particulars	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
Balance at the beginning of the year	1,77,00,000	1,77,00,000
movements	-	-
<b>Balance at the end of the year</b>	<b>1,77,00,000</b>	<b>1,77,00,000</b>

Utilised in accordance with provisions of the Act.

**Securities Premium Reserve**

Particulars	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
Balance at the beginning of the year	58,69,500	58,69,500
movements	-	-
<b>Balance at the end of the year</b>	<b>58,69,500</b>	<b>58,69,500</b>

Created due to premium on issue of shares. This reserve is utilised in accordance with provisions of the Act

**Retained earnings**

Particulars	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
Balance at the beginning of the year	2,69,92,501	3,59,95,688
Prior period errors	-	-
Restated balance at the beginning of the reporting period	2,69,92,501	3,59,95,688
Net profit for the current year	(1,37,65,591)	(90,03,186)
<b>Balance at the end of the year</b>	<b>1,32,26,911</b>	<b>2,69,92,501</b>

**Other Comprehensive Income**

Particulars	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
Balance at the beginning of the year	(94,694)	(2,02,756)
Actuarial adjustment	3,91,282	1,08,062
<b>Balance at the end of the year</b>	<b>2,96,588</b>	<b>(94,694)</b>

14 Current Financial Liability - Borrowings

Particulars	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
<b>Secured</b>		
<b>Working Capital Loan</b>		
From State Bank of India		
Packing Credit (In Indian Rupees)	11,26,86,306	8,24,05,009
Packing Credit (In Foreign Currency)	63,13,386	3,08,50,597
Bill Discounting (In Foreign Currency)	1,85,45,793	5,39,48,689
Bill Discounting (In Indian Rupees)	4,03,26,522	77,06,506
<b>Total</b>	<b>17,78,72,007</b>	<b>17,49,10,801</b>

Nature of Security:-

Working Capital facilities from a bank is secured by hypothecation of stock of raw materials, semi finished goods, finished goods, stores and spares and Book debts / Receivables of the Company, both present and future and further secured by way of first charge on all immovable properties and movable properties/ fixed assets both present and future, and personal guarantee of three promoters directors.



**15 Current Financial Liability - Trade payables**

Particulars	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
Total outstanding dues of Micro and Small Enterprises	30,29,586	2,21,861
Total outstanding dues of creditors other than micro and small enterprise	49,94,846	58,93,298
<b>Total</b>	<b>80,24,432</b>	<b>61,15,159</b>

The average credit period on purchases of certain goods is 7 to 180 days. No interest is charged on the trade payables. The Company has financial risk management policies in place to ensure that all payables are paid within the pre-agreed credit terms.

Particulars	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
Principal amount remaining unpaid to any supplier as at the year end	30,29,586	2,21,861
Interest due on the above mention principal amount remaining unpaid to any supplier as at the year end	-	-
Amount of the interest paid by the Company in terms of Section 16	-	-
Amount of the interest due and payable for the period of delay in making payment but without adding the interest specified under the MSMED Act	-	-
Amount of interest accrued and remaining unpaid at the end of the accounting year	30,29,586	2,21,861

**16 Current Financial Liability - Others**

Particulars	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
Interest accrued and due on borrowings	9,63,307	6,91,717
Interest on Packing Credit	9,63,307	6,91,717
Advance from customers	22,83,237	19,10,418
Other Liabilities	72,44,703	57,42,767
Expenses Payable	27,71,526	21,78,068
Expenses Payable to Staffs	2,05,058	2,93,967
OD Interest On Late Realisation	28,544	30,788
Salary Payable	24,16,093	21,55,259
KKS & Co.	1,21,500	1,23,750
American Express	7,92,621	1,74,580
Citi Bank	-	1,08,403
IndusInd	5,71,146	6,64,504
ICICI Bank	2,72,167	-
Axis Bank	66,048	13,449
Book Bank overdraft	31,11,904	53,29,685
<b>Total</b>	<b>1,36,03,151</b>	<b>1,36,74,587</b>

There are no amount due for payment to the investor education and protection fund under section 125 of the Companies Act, 2013

**17 Provisions**

Particulars	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
Provision for IT (MAT)	6,72,000	6,72,000
Provision for Gratuity	-	3,96,996
<b>Total</b>	<b>6,72,000</b>	<b>10,68,996</b>



**18 Revenue from Operation**

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
	Rs.	Rs.
<b>Sale of products</b>		
Sales - Domestic	3,48,336	1,95,260
Sales - Export	17,86,78,278	20,99,10,452
	<b>17,90,26,614</b>	<b>21,01,05,712</b>
Other operating revenues	7,90,610	15,23,443
<b>Total</b>	<b>17,98,17,224</b>	<b>21,16,29,155</b>

**19 Other Income**

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
	Rs.	Rs.
Interest Income	1,82,903	1,79,230
Notice Pay Received	1,07,691	53,111
Duty Drawback Received	1,70,877	4,39,528
Net Gain on Foreign Exchange transactions and translation	21,78,782	-
Miscellaneous Receipts	1,03,406	(2,76,982)
Discount Received	-	-
Sundry Balance W/off	14,752	(3,31,982)
Profit On Sale Of Fixed Asset	-	-
Concor Volume Bonus	13,000	-
Miscellaneous Income	75,654	55,000
<b>Total</b>	<b>27,43,659</b>	<b>3,94,887</b>

**20 Cost of materials consumed**

Particulars	For the year ended 31 March 2020		For the year ended 31 March 2019	
	Rs.	Rs.	Rs.	Rs.
<b>Raw Material Consumed:</b>				
Opening Stock	75,60,977		1,04,23,327	
Add: Purchases	5,76,06,020		5,66,97,836	
	6,51,66,997		6,71,21,163	
Less: Closing Stock	18,74,941	6,32,92,056	75,60,977	5,95,60,186
<b>Stores &amp; Spares Consumed:</b>				
Opening Stock	76,12,180		1,05,33,401	
Add: Purchases	1,79,06,331		1,55,55,770	
	2,55,18,511		2,60,89,171	
Less: Closing Stock	60,04,877	1,95,13,634	76,12,179	1,84,76,992
<b>Total</b>		<b>8,28,05,690</b>		<b>7,80,37,178</b>

**21 Changes in inventories of finished goods, stock-in-process and Stock-in-trade**

Particulars	For the year ended 31 March 2020		For the year ended 31 March 2019	
	Rs.	Rs.	Rs.	Rs.
<b>Work-in-Progress</b>				
Opening Stock	18,51,08,295		16,81,40,457	
Less: Closing Stock	20,75,53,852	(2,24,45,557)	18,51,08,295	(1,69,67,838)
<b>Finished Goods</b>				
Opening Stock	44,87,365		33,87,128	
Less: Closing Stock	36,52,688	8,34,677	44,87,365	(11,00,237)
<b>Rejects &amp; Scraps</b>				
Opening Stock	5,88,812		7,49,773	
Less: Closing Stock	5,29,708	59,104	5,88,812	1,60,961
<b>Total</b>		<b>(2,15,51,776)</b>		<b>(1,79,07,114)</b>

**22 Employees Benefit Expenses**

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
	Rs.	Rs.
Salaries and Allowances	3,38,70,162	3,52,27,220
Contributions to Provident and other funds	21,74,139	40,21,763
Staff welfare expenses	7,15,069	4,26,478
Mediclaime Expenses For Employees	1,34,960	1,26,142
Medical Expenses	6,15,702	6,85,549
Van Hire Charges	4,20,100	4,06,690
<b>Total</b>	<b>3,79,30,132</b>	<b>4,08,93,842</b>



**23 Finance Cost**

<u>Particulars</u>	For the year ended 31 March 2020	For the year ended 31 March 2019
	Rs.	Rs.
Interest expense	1,54,39,014	1,13,01,324
Other borrowing costs	12,68,414	8,88,740
<b>Total</b>	<b>1,67,07,428</b>	<b>1,21,90,064</b>

**24 Depreciation and amortization expenses**

<u>Particulars</u>	For the year ended 31 March 2020	For the year ended 31 March 2019
	Rs.	Rs.
Depreciation	96,34,973	98,50,302
<b>Total</b>	<b>96,34,973</b>	<b>98,50,302</b>

**25 Administration & Other Expenses**

<u>Other Expenses</u>	For the year ended 31 March 2020		For the year ended 31 March 2019	
	Rs.	Rs.	Rs.	Rs.
<b>Manufacturing Expenses</b>				
Repairs & Maintenance - Building	48,65,511		46,98,006	
- Machinery	5,10,289		5,08,113	
Packing Material Consumed	28,90,037		35,40,305	
Power & Fuel	1,06,30,243		1,07,48,170	
Freight & Cartage	4,80,036		9,33,073	
Other Manufacturing Expenses	4,97,110	1,98,73,226	3,13,222	2,07,40,889
<b>Other Administrative and Selling Expenses</b>				
Travelling & Conveyance	1,08,51,751		1,59,05,672	
Postage & Telephone	5,00,577		6,39,879	
Insurance	4,38,782		5,24,948	
Rent	23,55,144		21,44,304	
Rates & Taxes	1,42,098		1,30,482	
Legal & Professional Expenses	3,33,884		4,43,025	
Repair & Maintenance - Others	3,57,949		2,73,713	
Business Promotion Expenses	62,32,030		51,60,760	
Business Exhibition Charges	-		13,66,789	
Security And Service Charges	10,77,343		9,79,161	
Vehicle Upkeep	9,27,288		11,11,162	
Freight & Cartage (Outward)	74,54,833		87,75,647	
Auditors' Remuneration- refer note no 38	1,47,500		1,45,000	
Bank Charges	19,44,087		20,84,740	
ECGC Premium	18,84,450		19,71,144	
Net Loss on Foreign Exchange transactions and translation	-		54,06,277	
Bad Debts	10,62,444		15,15,938	
Other Expenses	19,06,580	3,76,16,740	22,11,469	5,07,90,110
<b>Total</b>		<b>5,74,89,966</b>		<b>7,15,30,999</b>



**26 INCOME TAX RECONCILIATION**

<b>Particulars</b>	<b>For the year ended 31 March 2020</b>	<b>For the year ended 31 March 2019</b>
	<b>Rs.</b>	<b>Rs.</b>
Profit before tax	(1,74,36,210)	(1,21,98,321)
Applicable Tax Rate	26.00%	26.00%
Computed Tax Expenses	(45,33,415)	(31,71,564)
Tax Effect of :		
Expenses disallowed	85,613	1,34,560
Other Temporary Differences	2,42,040	11,26,670
Unabsorbed Losses	33,42,966	19,10,335
Tax Expenses	36,70,619	31,71,564
Effective tax rate	-21.05%	-26.00%

**27 Earnings in Foreign currency (on accrual basis)**

<b>Particulars</b>	<b>As at 31 March 2020</b>	<b>As at 31 March 2019</b>
	<b>Rs.</b>	<b>Rs.</b>
<b>Value of exports on F.O.B.basis</b>		
Finished goods	17,86,78,278	20,98,08,206

**28 CIF Value of Imports**

<b>Particulars</b>	<b>As at 31 March 2020</b>	<b>As at 31 March 2019</b>
	<b>Rs.</b>	<b>Rs.</b>
Consumables and Spare Parts	93,01,621	80,10,392

**29 Expenditure in Foreign currency (on accrual basis)**

<b>Particulars</b>	<b>As at 31 March 2020</b>	<b>As at 31 March 2019</b>
	<b>Rs.</b>	<b>Rs.</b>
Travelling Expenses	49,34,277	84,89,370
Interest on Packing Credit in Foreign Currency	9,19,037	45,17,344
Brokerage & Commission Paid	3,64,800	5,75,034
Ocean Freight	-	1,02,246
Interest on Bills Discounted	7,04,607	21,18,978
Bank Charges (Export) FC Charges	8,43,203	6,29,709
	<b>77,65,924</b>	<b>1,64,32,681</b>

**30 Value of consumption of Imported and indigenous raw material with %**

<b>Particulars</b>	<b>As at 31 March 2020</b>	<b>%</b>	<b>As at 31 March 2019</b>	<b>%</b>
	<b>Rs.</b>		<b>Rs.</b>	
Raw Material Consumed (Indigenous)	63292056	100.00%	58087297	97.53%
Raw Material Consumed (Imported)	0.00	0.00%	1472889	2.47%
	<b>63292056</b>	<b>100.00%</b>	<b>59560186</b>	<b>100.00%</b>
Stores and Spares Consumed (Imported)	11443771	58.65%	11739588	63.54%
Stores and Spares Consumed (Indigenous)	8069863	41.35%	6737403	36.46%
	<b>19513634</b>	<b>100.00%</b>	<b>18476992</b>	<b>100.00%</b>

**31 Employee benefit plans**

a) Defined Contribution plans:

Contributions to Defined Contribution plans, recognised as expense for the year, at rates specified in the rules of the schemes as under:

**(Amount in Rs.)**

<b>Particulars</b>	<b>As at 31 March 2020</b>	<b>As at 31 March 2019</b>
	<b>Rs.</b>	<b>Rs.</b>
Employers Contribution to provident Fund and Pension Fund	20,94,149	22,11,186
Employers Contribution to employee estate insurance scheme	2,79,739	3,66,465
Employers Contribution to Super Annuation Fund	0	7,57,995

b) Defined benefit plans

The Company offers its employees defined-benefit plans in the form of a gratuity scheme (a lump sum amount)

These plans typically expose the Company to actuarial risk such as: investment risk, interest rate risk, longevity risk and salary risk



The principal assumptions used for the purpose of actuarial valuation were as follows.

Particulars	March 31, 2020	March 31, 2019
Actuarial Assumptions for Gratuity		
Discount rates	7.25%	7.50%
Expected rate of salary increase	7.00%	7.00%
Expected Return on plan assets	7.50%	8.00%
Mortality	LIC(2006-08) ultimate	LIC(2006-08) ultimate
Withdrawal Rates	1% to 3% depending on age	1% to 3% depending on age

Amount recognised in statement of profit and loss in respect of these defined benefit plans are as follows

Particulars	(Amount in Rs.)	
	March 31, 2020 Rs.	March 31, 2019 Rs.
Service cost:		
Current service cost	4,72,754	5,01,838
Net interest expense	-5,672	-37,567
Components of defined benefit costs recognised in profit or loss	4,67,082	4,64,271
Remeasurement on DBO/Plan Assets:	-9,95,842	-1,46,030
Components of defined benefit costs recognised in other comprehensive income	-5,28,760	-1,46,030

Since break-up for components for actuarial (Gains)/Loss are not available the same could not be disclosed.

The current service cost and the net interest expenses for the year are included in the Employee benefits expense line item in the statement of profit and loss.

The remeasurement of the net defined benefit liability is included in other comprehensive income

The amount included in the balance sheet arising from the entity's obligation in respect of its defined benefit plan is as follows:

Particulars	(Amount in Rs.)	
	March 31, 2020	March 31, 2019
Present Value of funded defined benefit obligations	65,04,160	69,03,828
Fair Value of plan assets	78,69,284	72,59,842
Funded Status	-13,65,124	-3,56,014
Net liability/(Asset) arising from defined benefit obligation	-13,65,124	-3,56,014

Movements in the present value of the defined benefit obligation are as follows

Particulars	(Amount in Rs.)	
	March 31, 2020	March 31, 2019
Opening defined benefit obligation	69,03,828	66,14,388
Current service cost	4,72,754	5,01,838
Interest Cost	5,17,788	4,96,079
Actuaial (Gain)/Loss arising from changes in financial assumptions	-9,95,842	-1,46,030
Actuarial (Gain)/Losses arising from experience adjustments		
Benefits paid	-3,94,368	-5,62,447
Closing defined benefit obligation	65,04,160	69,03,828

Since break-up for components for actuarial (Gains)/Loss are not available the same could not be disclosed.

Movements in the fair value of the plan assets are as follows

Particulars	(Amount in Rs.)	
	March 31, 2020	March 31, 2019
Opening fair value of the plan assets	72,59,842	69,40,446
Interest income	5,23,460	5,33,646
Contributions from the employer	4,80,349	3,48,197
Benefits paid	-3,94,368	-5,62,447
Closing fair value of plan assets	78,69,284	72,59,842

The plan assets are managed by the Gratuity Trust formed by the Company. The management of funds is entrusted with Life Insurance Corporation of India. The composition of investments relating to these assets are not available with the company.

### 32 Related party Transactions :

Name and nature of related parties :

A. Particulars of Associate / Subsidiary Companies :

Name of related Party	Nature of relationship
Granite Mart Ltd.	Associate Company
Virdhi Commercial Co. Limited	Associate Company
Glittek Infrastructure Pvt. Ltd.	Associate Company

B. Particulars of Key Management Personnel:

Name	Nature of relationship
Mr. Kamal Kumar Agarwal	Managing Director
Mr. Ashoke Agarwal	Joint Managing Director
Mrs. Lata Bagri	Company Secretary
Mr. Ashok Kumar Modi	CFO



<b>C. Particulars of Relatives of Key Managerial Personnel</b>			
Name	Nature of relationship		
Mrs. Alpana Agarwal	Wife of Managing Director		
Mrs. Manjula Agarwal	Wife of Joint Managing Director		
Mr. Rahul Agarwal	Son of Managing Director		
Mr. Tushar Agarwal	Son of Joint Managing Director		
<b>D. Details of transactions with Associate Company</b>		<b>Amount in Rs.</b>	<b>Amount in Rs.</b>
		<b>2019-20</b>	<b>2018-19</b>
<b>(i) Granite Mart Ltd.</b>			
Rent paid during the year		36,000	36,000
Expenses incurred by us reimbursed		8,578	16,244
Maximum Outstanding during the year		20,084	13,742
<b>(ii) Virdhi Commercial Co. Ltd.</b>			
Office Maintenance (Received)		25,200	25,200
Maximum Outstanding during the year		25,200	25,200
<b>(iii) Glittek Infrastructure Pvt. Ltd.</b>			
Advance against Material Ordered		7,00,000	0
Balance outstanding at year end		7,00,000	0
<b>E. Details of transactions relating to persons referred to in (B) above</b>			
<b>(I) Remuneration to Management Personnel:</b>			
(a) Mr. Kamal Kumar Agarwal		50,26,956	54,15,854
(b) Mr. Ashoke Agarwal		48,53,874	53,49,686
(c) Mrs. Lata Bagri		7,58,418	7,58,418
(d) Mr. Ashok Kumar Modi		5,85,862	5,85,862
<b>(II) Particulars of Transaction with Key management Personnel :</b>			
<b>(a) Sri Ashoke Agarwal</b>			
Unsecured Loan Taken		6,25,000	13,40,000
Loan Repaid		6,25,000	13,40,000
Interest Paid		0	17,151
Balance outstanding at year end		0	0
Maximum Outstanding during the year			
Maximum Outstanding during the year		4,75,000	13,40,000
<b>F. Details of transactions with persons referred to in (C) above</b>			
<b>(i) Rent paid:</b>			
Mrs. Alpana Agarwal		11,59,572	10,54,152
Mrs. Manjula Agarwal		11,59,572	10,54,152
<b>(ii) Salary paid:</b>			
Mr. Rahul Agarwal		31,28,649	30,66,154
Mr. Tushar Agarwal		31,28,649	30,66,154

**33 Financial instruments**

**Capital management**

The company manages its capital to ensure that the Company will be able to continue as going concern while maximising the return to stakeholders through optimisation of the capital structure of the company consists of net debt ( borrowings as detailed in Note 14 and offset by cash and bank balances) and total equity of the company. The Company is not subject to any externally imposed capital requirements.

The Company's audit committee reviews the capital structure of the company on a quarterly basis. As part of this review, the committee considers the cost of capital and the Gearing Ratio.

The Gearing ratio at the end of the reporting period was as follows

Particulars	(Amount in Rs.)	
	As at 31 March 2020	As at 31 March 2019
Debt	17,78,72,007	17,49,10,801
Cash and bank balances	-27,66,059	-20,19,006
Net debt	<b>17,51,05,948</b>	<b>17,28,91,795</b>
Total equity	17,00,01,499	18,33,75,807
Net debt to equity ratio	1.03	0.94

**Categories of financial instruments**

Particulars	(Amount in Rs.)	
	As at 31 March 2020	As at 31 March 2019
Financial assets		
Measured at amortised cost		
(a) Cash and bank balances	27,66,059	20,19,006
(b) Other financial assets at amortised cost	50,65,183	59,64,182
Financial liabilities		
Measured at amortised cost		
(a) Borrowings	17,78,72,007	17,49,10,801
(b) Other financial liabilities at amortised cost	1,36,03,151	1,36,74,587



**34 Financial risk management objectives & Policies**

**A Foreign currency risk management**

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. Exchange rate exposures are the carrying amounts of the company's foreign currency dominated monetary assets and monetary liabilities that are not hedged by derivative instruments at the end of the

(Amount in Rs.)

Particulars	Liabilities		Assets	
	As at	As at	As at	As at
	31 March 2020	31 March 2019	31 March 2020	31 March 2019
Foreign Currency				
US Dollars (\$)	85,258.42	4,51,362.07	9,57,897.71	12,96,127.13
Euro	23,733.00	17,541.00	0.00	0.00

**Glittek Granites Ltd.**

**Foreign currency sensitivity analysis**

The Company is mainly exposed to the currency USD;

The following table details the Company's sensitivity to a 5% increase and decrease in the Rupee against the relevant foreign currencies. 5% is the sensitivity rate used

(Amount in Rs.)

Particulars	USD impact	
	As at	As at
	31 March 2020	31 March 2019
Increase in exchange rate by 5%		
Impact on profit or loss for the year	3013251	2778310
Impact on total equity as at the end of the reporting period	3013251	2778310

This is mainly attributable to the exposure outstanding on receivables and payables in the company at the end of the reporting period

(Amount in Rs.)

Particulars	USD impact	
	As at	As at
	31 March 2020	31 March 2019
Decrease in exchange rate by 5%		
Impact on profit or loss for the year	-30,13,251	-27,78,310
Impact on total equity as at the end of the reporting period	-30,13,251	-27,78,310

This is mainly attributable to the exposure outstanding on receivables and payables in the company at the end of the reporting period

**B Credit risk management**

Credit risk refers to the risk that a counter party will default on its contractual obligation resulting in financial loss to the Company. The Company has adopted a policy of The trade receivables consist of large number of customers spread across diversified geographical areas. Ongoing credit evaluation is performed on the financial condition of The company does not have significant credit risk exposure to any single party .

All the year end the Company does not have any significant concentrations of bad debt risk other than that disclosed in note 8

**C Liquidity Risk**

Liquidity risk is the risk that suitable sources of funding for the company's business activities may not be available. Prudent liquidity risk management implies maintaining

**D 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

Particulars	Increase/ decrease in basis points	Effect on profit before tax
		(Rs. In Lacs)
31-03-2020		
INR	+ 50	8.89
INR	- 50	-8.89
31-03-2019		
INR	+ 50	8.75
INR	- 50	-8.75

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility than in prior years.

**35 Earning Per Share:**

Net Profit/(Loss) for the Year	-1,37,65,591	-90,03,186
Weighted average Number of Ordinary Shares	2,59,59,400	2,59,59,400
	5/-each	5/-each
Basic & Diluted EPS(*)	-0.53	-0.35

**(a) Basic**

Basic earning per share is calculated by dividing the profit for the year attributable to equity holders of the company by the weighted average number of ordinary Equity

**(b) Diluted**

The Company has only one class of equity share having a par value of Rs.5/- each and has not issued any convertible securities. Hence the Basic and Diluted earnings per

**36 In the opinion of the Board, all assets other than fixed assets have a realisable value in the ordinary course of business which is not different from the amount at which it is stated.**

**37 Contingent liabilities and commitments**

Particulars	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
<b>(i) Contingent Liabilities</b>		
(a) Liabilities on account of unexpired letter of credit	34,39,342	33,82,229
(b) Pending outcome of legal and other claims filed by the company, additional liabilities that may arise in this respect on final settlement is currently not ascertainable and has accordingly not provided for		
	34,39,342	33,82,229

**38 Auditors Remuneration**

Particulars	As at 31 March 2020	As at 31 March 2019
	Rs.	Rs.
a. Audit Fees	1,00,000.00	1,00,000.00
b. Tax audit fees	20,000.00	20,000.00
c. Limited Review	15,000.00	15,000.00
d. Certifications	12,500.00	10,000.00
<b>Total</b>	<b>1,47,500.00</b>	<b>1,45,000.00</b>

**Glittek Granites Ltd.**

39 There are no amount payable to Micro and Small Scale Business Enterprises , which is overdue except for some disputed transactions as on 31/03/2020/ This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the company.

**40 Segment Reporting :**

The company is engaged in production and marketing of Polished Granite Slabs and Tiles which is considered as primary segment and geographical segment is reported

Sale exceeding threshold limit prescribed under Ins AS108 are as below :

Particulars	As at 31 March 2020		As at 31 March 2019	
	`	%	`	%
USA	168466353	94.28%	196450884	93.59%

Customerwise sale exceeding 10% of the total Revenue of the company is as below :

Particulars	As at 31 March 2020		As at 31 March 2019	
	`	%	`	%
Customer A	31325741	17.53%	33838435	16.12%
Customer B	25781479	14.43%	25579790	12.19%
Customer C	19508843	10.92%	22941286	10.93%

41 Balances of Trade payable, trade receivable and Advances are subject to confirmation.

42 Previous period figures have been regrouped/rearranged, wherever considered necessary, to confirm to the current year classification

The Notes referred to above from an integral part of the Accounts

As per our Report of even date

**For KKS & Co.**  
Chartered Accountants  
(FRN :309111E)

**CA S.K.KOCHAR**  
(Partner)  
Membership No 054709

Kamal Kumar Agarwal  
Managing Director

Lata Bagri  
Company Secretary

On Behalf of the Board

Ashoke Agarwal  
Jt. Managing Director

Ashok Kumar Modi  
Chief Financial Officer

Bangalore, the 11th Day of September,2020