SKIPPER
Limited

Date: 29th July, 2022

The Manager
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C-1, Block G
Bandra Kurla Complex, Bandra (E)
Mumbai- 400 051

The Manager
BSE limited
Phiroze Jeejeebhoy Towers, Dalal Street
Mumbai- 400 001

Ref: NSE Scrip Name- SKIPPER / BSE Scrip Code- 538562

Subject: Notice convening 41st Annual General Meeting, Annual Report of the Company for the Financial Year 2021-22 and Book Closure Intimation

Dear Sir/Madam,

This is to inform that the 41st Annual General Meeting (AGM) of the members of **Skipper Limited** ('the Company') will be held on Wednesday, 24th August, 2022 at 11.00 A.M., Indian Standard Time ("IST"), through Video Conferencing/Other Audio Visual Means ("VC/OAVM"). In compliance with the provisions of Regulation 30 read with Part A (Para A) of Schedule III and Regulation 34 (1) (a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose the Notice of the 41st Annual General Meeting of the Company and the Annual Report of the Company for the Financial Year 2021-22.

The aforesaid documents are being dispatched electronically to only those members whose email IDs are registered with the Company/Depositories/RTA.

It is further informed that pursuant to Section 91 of the Companies Act, 2013 ("the Act") read with Rule 10 of the Companies (Management and Administration) Rules, 2014 and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from Thursday, 18th August, 2022 to Wednesday, 24th August, 2022 (both days inclusive) for the purpose of AGM and to ascertain the names of members who would be entitled to receive dividend, if approved at the AGM.

Scrip Symbol/ Code	Type of security	Book Closure (both dates inclusive)		Record Date	Purpose
		From	To		
Skipper/ 538562	Equity Share of Re.1/- each	Thursday, 18th August, 2022	Wednesday, 24th August, 2022	N.A.	For the purpose of Annual General Meeting of the Company and to ascertain the names of members who would be entitled to receive dividend, if approved at the AGM.

The dividend, if approved shall be sent to the shareholders through any RBI approved electronic mode within 30 days from the date of approval by the shareholders in the AGM. In case, the Company is unable to transfer the dividend entitlements directly through the RBI approved electronic mode(s), the Company shall dispatch the Dividend Warrants/Demand Draft to such members.

Skipper Limited
Kolkata

The Company has fixed **Wednesday, 17th August, 2022** as the "Cut-off-Date" for the purpose of determining the members eligible to vote on the resolutions set out in the Notice of the AGM or to attend the AGM. The Company has engaged the services of NSDL to provide remote e-Voting facility and e-Voting facility during the AGM. The remote e-Voting period will commence on Sunday, 21st August, 2022 (9:00 A.M. IST) and will end on Tuesday, 23rd August, 2022 (5:00 P.M. IST). The remote e-Voting module shall be disabled by NSDL for voting thereafter.

The Notice of the AGM and the Annual Report is also available on the website of the Company at www.skipperlimited.com.

We request you to take the same on records.

Thanking you,

Yours faithfully,
For **Skipper Limited**

Anu Singh
Company Secretary & Compliance Officer

Encl: As above

Great Place To Work®
Certified
JAN 2022 - JAN 2023
INDIA

Resilient. Robust. Responsible.

SKIPPER
Limited

Skipper Limited
Annual Report 2021-22

Forward-looking statement

In this Annual Report, we have disclosed forward-looking information to enable investors to comprehend our prospects and make informed investment decisions. This report and other statements - written and oral - that we periodically make contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipates', 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes', and words of similar substance in connection with any discussion of future performance.

We cannot guarantee that these forward-looking statements will be realized, although we believe we have been prudent in assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialize, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should bear this in mind.

We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

Contents

Skipper is not focused on numbers; it concentrates on the significance it creates for its stakeholder.

We focus on sustaining the muscle of our balance sheet.

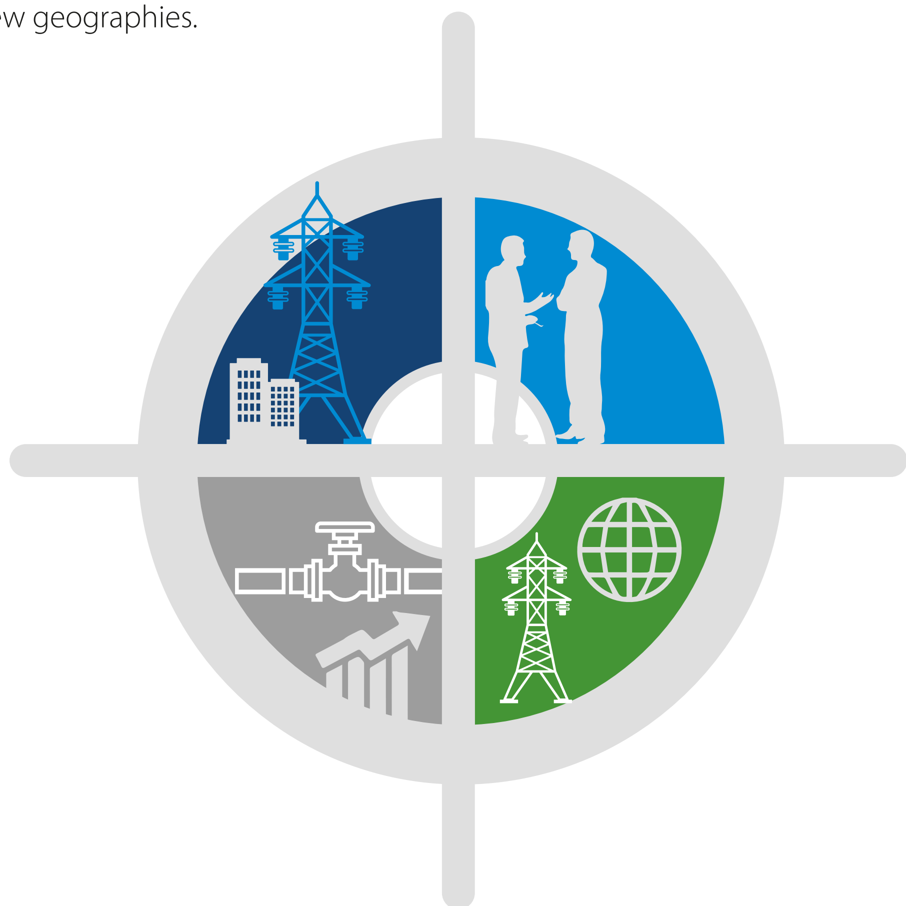
We consistently gear towards the introduction of research and innovation-led products intended to meet the ever-evolving mandates of our customers, aligned with global industry benchmarks.

We focus on international geographies and markets to increase our footprints rather than a monopolistic dependence on a few geographies.

We focus on enhancing efficiency on one hand and optimizing operational cost on the other to continuously strengthen profitability.

We focus on emerging segments to strengthen our presence and derisk from dependence on a solitary sector.

We focus on giving back to communities in which we operate, to create a sustainable future for our stakeholders.



In short, Skipper Limited is Robust, Resilient and Responsible.

Skipper. Resilient at the core.

From transmission towers to servicing multiple segments relevant to India's infrastructure sector.

From public sector projects to a mix of public and private sector projects.

From presence in a very select few markets to newer geographies with significant opportunities across segments.

From dependence on transmission towers to widening our presence in relevant sectors like telecom and railways.

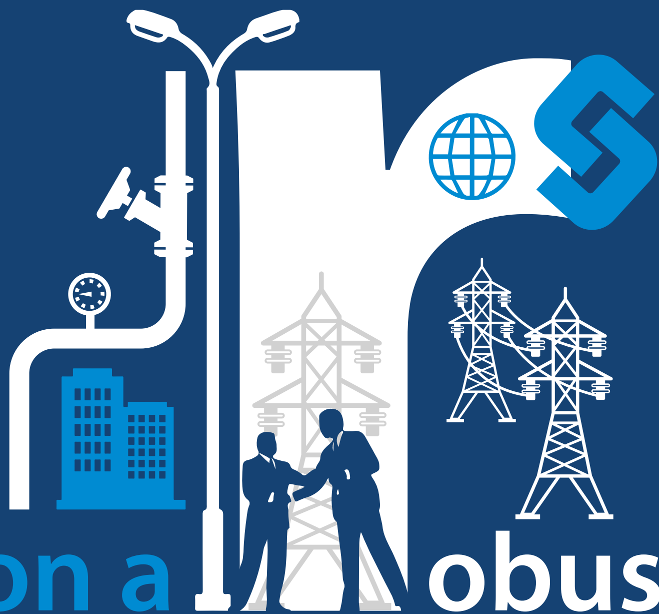
From focusing on majorly engineering projects to diversifying into polymers and EPC contracts to derisk monopolistic product dependence.

Transforming from a high operating overhead to a leaner organization.

From a leading domestic player to an international player with a growing global edge.

Long operational track record and qualified management
More than 40 years of experience in the business with successful completion of multiple projects in the past five years.

Strong longstanding relationships with reputed clientele and healthy order book
Our strong business profile is reflected in our business diversification into manufacturing & exporting of transmission Towers & Accessories, Poles, Execution of EPC projects & PVC pipes for the domestic market. Our Engineering Order book as on 31st March 2022 stood at Rs. 21,150 mn of which 45% was derived from international clients.



Skipper. Built on a robust foundation.

Healthy fiscal profile
A revenue of Rs. 17,071 mn was backed by an EBIDTA of Rs. 1,678 mn and PAT of Rs. 286 mn. Skipper's strength of its balance sheet is reflected in a debt-equity of 0.77x.

Fungible
Our manufacturing units spread across 4 locations are completely fungible and able to deliver as per client requirements without any manufacturing bottlenecking or stagnancy.

A responsible corporate citizen.

As a corporate, we perform roles that benefit everyone. We help businesses grow, people prosper and communities thrive. We started in a nascent market and committed ourselves to dealing with the longstanding need of the nation for a proficient and extensive power transmission infrastructure.

Focussed on providing the Indian power sector with electricity transmission infrastructure that facilitates the nation's growth.

Carved out our distinct USP – a modern, technology-driven, integrated, and innovative power transmission tower manufacturing company.

Carrying a rich legacy of nearly four decades, Skipper Limited has evolved into one of the world's leading manufacturers of T&D structures (towers and poles) in its engineering products segment.

As part of its diversification strategy, the Company ventured into the manufacturing of Polymer Pipes & Fittings in 2010. Today it is one of the leading and respected players within the piping industry, manufacturing a wide range of premium quality pipes and fittings, which finds application in different sectors such as plumbing, sewage, agriculture and borewell.

Further, the Company widened its spread by entering the EPC infrastructure space. Today Skipper is a trusted partner for executing critical Infrastructure EPC projects.

Our visiting card

Where we are

Headquartered in Kolkata, India, Skipper Limited has its manufacturing presence spread across the two states of West Bengal and Assam with 3 units & 1 unit respectively. In terms of market presence, the Company has a strong international presence in more than 45+ countries in South & North America, Europe, Africa, the Middle East, South & Southeast Asia and Australia.

Our management

Helmed by Mr Sajan Kumar Bansal, Managing Director, Skipper Limited is managed by a team of reputed industry professionals. Its Board of Directors is comprised of some of the top names from diverse industries. Mr Bansal heads the day-to-day operations of the Company along with his highly qualified and experienced team, and together they oversee a company that employs 2130+ professionals (as of March 2022).

International certifications

Certifications	Country
CWB	Canada & USA
CE	Europe
RETIE	Colombia
NGCP	Philippines
IFO	Germany

Engineering Products

With an installed T&D structure manufacturing capacity of over 3,00,000 MTPA, Skipper Limited is India's largest and amongst the top 10 value-added engineered products manufacturers.

Product portfolio

- Power transmission towers
- Power distribution poles
- Transmission lines
- Monopoles
- Mild steel & high tensile angles
- Fasteners & tower accessories
- Railway electrification structures
- Telecom Towers

Infrastructure Products

Known for successfully executing big-ticket projects while being cost effective, Skipper specializes in providing services such as transmission line EPC and underground utility laying by HDD (Horizontal Directional Drilling).

Polymer Products

With an installed capacity of over 51,000 MTPA, Skipper differentiates itself by offering high quality but cost-effective piping solutions.

Skipper is the only polymer pipe company in India to implement TOC in its operations

Product portfolio

- UPVC Pipes
- CPVC Pipes
- SWR Pipes
- Agriculture Pipes
- Borewell Pipes
- CPVC Solvent Cement
- Fitting accessories
  (for all the above types of pipe)

Skipper Positivity Chart (FY'22 vs FY'21)

Particulars	Units	FY 22	FY 21	Comment
REVENUE:				
Total Revenue	Rs in Million	17,071	15,815	Strong revenue performance across all major business segments. YOY growth of 7.9%
Export Revenue	Rs in Million	3,995	3,506	YOY increase in engineering exports of 14%.
PROFITABILITY:				
Improvement in EBIDTA Margin %	%	9.80%	9.10%	Overall Margins improved by 70 bps over previous year.
Improved bottom line profitability	Rs in Million	286	211	PAT improved by 35.7 % over previous year.
ROBUST & DIVERSIFIED ORDER BOOK:				
Engineering closing order book	Rs in Million	21,150	16,020	Order book size increased by 32%.
Share of exports in closing order book	%	45%	33%	Growing global competitiveness; focusing on international market to drive the ordering growth
Order Inflow during the year	Rs in Million	16,480	8,750	Robust order inflow during the year, increased by 88% over previous year.
Order bidding pipeline	Rs in Million	95,000	38,000	Highest ever bidding pipeline, international INR 45,000 and Domestic INR 50,000 million.
Focus on exports-Geographical reach	Nos.	45+	35+	Company is supplying engineering products across 45+ countries and during the year made inroads into new markets of North America, Asia Pacific, Middle East and West Africa, which were earlier dominated by Chinese players.
Forayed into international EPC works		International + Domestic	Domestic	Secured company's first international EPC project in Nepal.
POLYMER OUTPERFORMANCE:				
Strong Polymer business performance	Rs in Million	3,200	2,165	Achieved highest ever annual revenue, YOY growth of 48%.
Polymer TOC expansion	%	75	40	Deriving 75% of overall polymer revenue through TOC channel network.
Polymer Retailer Touch Point	Nos.	25000+	20000	Total retailer touchpoint in excess of 25000 + in March'2022.
Polymer Revenue Mix	Ratio	70:30	50:50	Focus on plumbing portfolio, revenue mix share of plumbing: agriculture, improved to 70:30 during the year.

Added New Products in FY 22	Polymer : HDPE Pipes, Water Tank, PTMT Fittings, Cistern & Seat Covers, etc. Engineering : Focus to grow share of Non T & D products, like Telecom Towers, Railway Structures, Fasteners, Solar, etc.
Tower Testing Facility - Improving our Brand Positioning in the Export markets	With In-house designing capability and human capital, we are able to add more value into the projects we are bidding, offering innovative and cost effective design solutions to our customer

Skipper successfully completed The Great Place to Work® Certification Program, which was the first step for an organization on its journey of building a High-Trust, High-Performance Culture™.

Great Place To Work®
Certified
JAN 2022 - JAN 2023
INDIA ™

This is to certify that Skipper Limited has successfully completed the assessment conducted by Great Place to Work® Institute, India, and is certified as a great workplace.

This certificate is valid from Jan 2022 to Jan 2023.

Yeshasvini Ramaswamy
Chief Executive Officer
Great Place to Work® Institute, India

Note: The certificate is valid subject to the terms and conditions agreed to by the Organization.

Managing Director's View

Dear Shareholders,

At the outset, I would like to express my heartfelt appreciation to our frontline workers, whose untiring efforts at securing the safety and well-being of our employees and communities have entitled us to hold our heads high, and continue our operations without upheavals.

For the manufacturing sector in general, 2021 started on a robust note, with strong signs of demand recovery. However, the second pandemic wave disrupted the market, led by localised lockdowns and a devitalized international consumer sentiment. Demand was particularly impacted during the fourth quarter of FY 2021-22 with the onset of the Russia -Ukraine war which snowballed a significant increase in raw material prices around the globe along with an unprecedented hike in fuel prices coupled with freight unavailability. Notwithstanding these challenges, your Company registered one of the best performances in the recent past, recording substantial growth across both financial and non-financial metrics.

Skipper clocked in strong revenue performance across major business segments in spite of inflationary cost-push and geo-political-related challenges this year.

OUR MOMENT OF PRIDE

Equally noteworthy are the remarkable interventions made by the Skipper Cares Foundation our CSR arm, in tackling the fallout of the second wave on the health infrastructure and community well-being.

Under the "Skipper Cares" programme, we extended support to families of deceased members, including last drawn salary up to Rs. 50,000 for 2 years; education support for children; 3 years of medical coverage for dependents; and preferential employment for family members among other measures.

At Skipper, we have consistently aimed at including sustainability in all our operational and project planning. This year as well, we continued to reduce our carbon footprint by reducing thermal and electrical energy intensity, while implementing a minimum waste policy at our plants and increasing our use of and capacity of generating renewable energy.

In testimony of our efforts in building a High-Trust, High-Performance Culture within our organization. Your Company has been acknowledged with the prestigious Great Place to Work certification. Our efforts toward building a robust corporate governance framework and practising a growth culture have finally been recognised with this milestone. This achievement will be integral to our pursuit of long-term value creation for all stakeholders.

OUR FOCUS AREA

At Skipper, the year under review was extremely satisfying even in the face of several challenges, on account of perspective, policy and performance.

Perspective: The company defined its preferred sectors of presence – power, telecom and infrastructure – across its engineering and polymer businesses with the objective to emerge as a one-stop solutions provider as opposed to a mere manufacturer.

Policies: During the year 2021-22, a number of management initiatives were taken to tackle the ongoing crisis and make our growth, structured and sustainable. One of the most significant was broad-basing our product portfolio to mitigate our dependence on specific sectors.

Performance: Revenues increased 7.9% from Rs. 15,815 mn. in 2020-21 Rs. 17,071 mn. in 2021-22 and net profit increased by 35.7% from Rs. 210.8 mn. in 2020-21 to Rs. 286.1 mn. in 2021-22.

The company ended the year under review with an order book of Rs. 21,150 mn.

HIGHLIGHTS OF FY 21-22

Skipper clocked in strong revenue performance across major business segments in spite of inflationary cost-push and geo-political-related challenges this year. Our engineering division showcased exceptionally strong performance where we actively pursued projects worth Rs 45,000 million on the international front and about Rs 50,000 million on the Domestic front. Our R&D centre has provided an unprecedented edge as all new large T&D projects in the domestic market request mandatory design and load testing. Our Standalone EBITDA margins improved to 9.8% in comparison to 9.1% in the previous year & we continued to strengthen our focus on improving our bottom line PAT that grew by 35.7% over the previous year.

We achieved highest ever quarterly and annual revenue performance in the Polymer segment with its contribution to total revenue rising 19% of overall sales. We added new products in the polymer pipe segment and launched the "Marina" Water Tanks under the Skipper Pipes brand. In Our Polymer business we continued to focus on plumbing and fittings which is more margin remunerative, we also made significant retailer addition and clocked repeat business, added newer product lines and commissioned automation in manufacturing.

OUR RESILIENCE

However, our reasons for optimism and the bouquets were not without challenges and brickbats. A major challenge in 2021-22 was the unavailability of sea containers and longer lead times that adversely impacted the export revenue of our engineering business. Coupled with this, the unprecedented volatility of commodity prices negatively affected the execution margin of our engineering fixed-type contracts. The prices of key raw materials went up mainly on account of geopolitical issues, leading to increased working capital utilisation.

So, here is what we did. We deliberately increased our raw material inventory to mitigate commodity price risk on secured contracts and took corrective steps and measures to neutralise raw material volatility. The Raw material prices have harmonised recently which will aid in better performance and finalisation of new orders.

In the current fiscal, for our engineering business, we're expecting international orders and execution to gain pace and are in advanced stages of negotiation to secure some coveted international contracts. In light of this, I must mention that there still exists a large pent-up demand in domestic T&D and order continues to remain muted.

Skipper is also growing its global competitiveness and focusing on international markets to drive the growth of its order book; with the prevalent strong anti-China sentiment, the global supply chain is actively looking to reduce its dependence on China. This in turn is benefiting Indian manufacturers like us.

The majority of new transmission lines are now getting built to cater for renewables leading to a shorter execution cycle and faster supplies to meet project deadlines. The domestic T&D activities are showing signs of rebound and the Company's order bidding pipeline remains strong at Rs 95,000 mn. at the end of FY 2022. Tenders in the domestic T&D market which were postponed are now expected to be concluded within the next few months.

> Since our advent, we have built conviction in Brand Skipper by assuring consistency in the quality and trustworthiness of our service. This is conceivably the most incalculable asset we have constructed over the years, and this is what we harbour most dear to us.

Additionally, there is strong traction in the domestic telecom on account of the 5G rollout and high bandwidth usage. Ahead of this rollout, the government is set to give a massive push to telecom infrastructure across the country with plans to add 8 lac new mobile towers over the next 2 years. This will, of course, catalyse huge growth in the telecom tower business nationally & Skipper is ready to ride this wave of opportunity in the coming year.

In the polymer segment, the government's ambitious Jal Jeevan Mission along with Har Ghar Nal se Jal which aims to provide water to every household will surely augment the demand for the PVC pipe industry. Also, the revival of Real estate housing and commercial activities post-pandemic will provide the much-needed fillip. As per the existing regulation, the government doesn't encourage the participation of non-ISI (Indian Standard Institute) marked pipes for application in any government-sponsored project. Hence, most players in the organized sector will garner maximum opportunity and benefits. Initiatives undertaken to boost affordable housing will also help in igniting better demand for plumbing and sanitary pipes, as well as focus on sanitation coverage.

As I fathom, industry consolidation in the polymer segment is unavoidable and post-Covid weaker players are struggling to keep afloat. Skipper on the other hand has rapidly increased its retail touchpoints in this fiscal and will continue to aggressively multiply its dealer touchpoints in the foreseeable future. As our assets are light, our ability to scale up is infinite without any major Capex in tow.

OUTLOOK

The Company expects to clock high double-digit annual revenue growth in FY 2022-23 in lieu of strong pending execution of engineering contracts and a stronger polymer segment performance.

Going forth most of the engineering revenue execution will take place from newer contracts which were secured on FOB terms and at elevated commodity price levels aiding in continued better margin performance for the coming fiscal. The company is targeting an inflow of Rs 23,000 - 25,000 million in FY 2022-23, largely on account of international export orders and the rebound in domestic T&D ordering.

We also expect good traction in international orders (in engineering projects) to continue, while pending domestic transmission line ordering bids are expected to start getting awarded by Q2 or Q3 of 2022-23.

Productivity and cost reduction initiatives at the plant and site level are expected to further improve efficiency in operations and aid in stable margins at the operational level and aid manufacturing excellence. Of course, the implementation of TOC in both Engineering and Polymer businesses significantly improve our working capital cycle and bottom-line profitability.

OUR COMMITMENT

Since our advent, we have built conviction in Brand Skipper by assuring consistency in the quality and trustworthiness of our service. This is conceivably the most incalculable asset we have constructed over the years, and this is what we harbour most dear to us. We commit to strengthening this faith by not only bearing on our promise of providing our consumers with innovative and sustainable engineering solutions but also ensuring that the Engineering & Polymer sector takes the lead in creating a healthier and greener India. Notwithstanding the momentary headwinds the industry may face, we are deeply dedicated to this goal. The forthcoming days will see us explore numerous endeavours through partnerships with like-minded associations and individuals while continuing to drive our CSR efforts toward streamlining inclusive development.

On behalf of the Board of Directors, I would like to thank our stakeholders for their continued trust in us. We will continue to draw inspiration from your support to take on new challenges.

To sign off, great times are ahead at Skipper. I once again thank you for investing your faith in the company.

Signed

Sajan Kumar Bansal

MD

Skipper Limited

Skipper's international presence

South America

Colombia, Peru, Paraguay, Uruguay, Chile, Bolivia, Trinidad, Tobago, Panama

North America

USA, Canada

Middle East

Qatar, Bahrain, Jordan, Saudi Arabia, UAE, Israel, Oman

Africa

Kenya, Egypt, Ghana, Nigeria, Zambia, Sierra Leon, Guinea, South Africa, Botswana, Uganda, Niger, Senegal, Togo, Cameroon, Congo, Benin, Mozambique, Malawi, Central, African, Republic, Mali

South and South East Asia

India, Nepal, Bangladesh, Sri Lanka, Indonesia, Philippines, Myanmar

Europe

Spain

Australia

Skipper Pipe's branding initiatives

Skipper Mega Meet – Throughout the year

Skipper PRM – Throughout the Year

Skipper PRM

Skipper Retailers Meet – Throughout the year

Skipper Retailers Meet

Skipper Tank Launch – January 2022

Skipper Wall Painting – throughout the year


Skipper Auto Branding – December 2021

Skipper Bus Branding

Skipper Hoarding – September 2021

Skipper ILP Gift Redemption – throughout the year

Skipper Unnati Gift Redemption

Skipper Diwali Gift Distribution

Skipper Holi Gift Distribution – February 2022

Social Media

Skipper's Employee Engagement

Skipper Eye Camp – March 2022

Skipper Utsav 2021 – October

Skipper Disha 2022 – April 2022

Skipper International Yoga Day

Skipper Annual Cricket

Skipper Womens Day

Board of Directors

Mr. Sajan Kumar Bansal
Managing Director

Mr. Sajan Kumar Bansal, incorporated Skipper Limited during in the year 1981, and there was no looking back since then. Under his leadership, the company grew from a single product manufacturer of Hamilton Poles to a multi-unit, multiproduct organization. It went on to diversify its portfolio ranging from value added engineering to polymer products and is presently a market leader in India and among the top 10 global manufacturers of Power T&D Structures. Mr. Bansal also steered the successful listing of company shares on BSE/NSE in the year 2014/15. He has dedicated his life to Village and Tribal empowerment. Through various socio-economic empowerment projects in Jharkhand, he has been instrumental in propagating integrated development projects for villagers with his vision to uplift the quality of life, affected by lack of basic education and knowledge. From the year 2015- 2021, he has served as the National President of "Friends of the Tribal Society", one of India's largest NGOs running over one lakh One Teacher Schools (OTS) in remote villages all over India.

Mr. Sharan Bansal
Whole Time Director

Mr. Sharan Bansal graduated in Mechanical Engineering from Georgia Tech, Atlanta USA. He initiated the Power Transmission vertical at Skipper in 2003 and within a decade, has grown it to become India's largest T&D Structure manufacturer and world's only true Integrated T&D company. Under his guidance and direction, Skipper had bagged "The largest Tower Supplier" award from PGCIL, for 3 consecutive years. His vision is to make Skipper the largest T&D structure producer in the world by 2025 and is focused on increasing Skipper's global market reach. In the past, he has served on the National Executive Council of IEEMA and as President of Entrepreneur's Organization - Kolkata chapter.

Mr. Devesh Bansal
Whole Time Director

Mr. Devesh Bansal holds a Bachelor of Commerce degree from St. Xaviers College in Kolkata in 2004 and a Master's degree in International Business and Management from De Montfort University in Leicester, UK, in 2005. He has also graduated in a three-year OPM programme, from Harvard University. In a career of over 22 years at Skipper Limited, Mr. Bansal has headed various verticals of the fast growing company. Currently, he heads the Telecom, Railways, Transmission Monopoles and the expansion of Polymer products of the company. He is also the Designated Partner for Skipper's JV in the Micro Irrigation space. Mr. Bansal is the Regional Committee member of the Engineering Export Promotional Council (EEPC) as well as member of various other trade bodies.

Mr. Siddharth Bansal
Whole Time Director

Mr. Siddharth Bansal completed his Bachelor's degree in Entrepreneurship from University of Illinois at Urbana, Champaign and Master's degree in International Business from Aston University, Birmingham. For the past 10 years, Mr. Bansal has been successfully heading the procurement, guidance, operations and marketing of the polymer division at Skipper Limited. Under his able guidance several R&D initiatives are under process to create awareness for use of Plastics responsibly, role of plastic in Environment Conservation, Natural Resources Renewal and Protection of the Environment through recycling of Plastic. An environmentally conscious person, he is an executive committee member of the Indian Plastics Federation (IPF), Kolkata. He is also an executive committee board member of the Young Presidents Organization (YPO) - Calcutta Chapter.

Mr. Yash Pall Jain
Whole Time Director

Mr. YP Jain completed his Graduation from Punjab University. He has almost four decades of rich experience in the manufacturing domain. His expertise includes Liasioning with all Govt. Authorities, WBSEB, District Administration, Gram Panchayats, Central Excise, Customs, Sales tax, Procurement of Raw Materials. He also contributes to day-to-day commercial operations of the units, internal audits and general administration.

Mr. Amit Kiran Deb
Chairman - Independent Director

Mr. Amit Kiran Deb holds a Master's Degree in Political Science from Allahabad University. He joined the Indian Administrative Service (IAS) in 1971 and was assigned the West Bengal cadre. Thereafter he served the Governments of West Bengal and Tripura as well as the Union Government in various capacities. During his long career, he held several important positions and postings such as Commissionercum- Secretary, Education & Social Welfare Departments, Government of Tripura, Joint Secretary, Cabinet Secretariat and Joint Secretary, Department of Electronics, Government of India. He represented Government of India in the GATT negotiations in Services in Geneva. He served as Home Secretary and then Chief Secretary to the Government of West Bengal before his retirement.

Mr. Raj Kumar Patodi
Independent Director

Sri Raj Kumar Patodi is a Chartered Accountant, practicing under the name and style of M/s R K Patodi & Co., Chartered Accountants in Kolkata for the past 55 years. He is a graduate in Commerce from St. Xavier's College, Kolkata and also a graduate in Law from the University of Calcutta. He has vast experience in Income Tax matters, having specialized in taxation of charities. In his earlier years of practice, he specialized in Company Law and also assisted Mr. M C Bhandari, an author on Company Law, in writing a book entitled "Company Law Procedures", which used to be considered a Ready Reckoner on the subject.

Mrs. Mamta Binani

Independent Director

Dr. (h.c.) Adv. Mamta Binani is the National Past President of the Institute of Company Secretaries of India (ICSI) for the year 2016. She is the second lady President of ICSI in the illustrious history of the Institute in 54 years. She was practicing as a Company Secretary for over 21 years and was a senior partner of Mamta Binani & Associates. She is now practicing as an Advocate and is also a consultant on restructuring, corporate and legal matters. She is a registered Insolvency Professional. She is the first insolvency professional in the country, to be registered with the Insolvency & Bankruptcy Board of India. She is the Vice President of the Kolkata National Company Law Tribunal Bar Association and is the Chairperson of the Merchant Chamber of Commerce-Legal Affairs Council.

She has been bestowed with various medals, certificates and awards including the prestigious D.L. Mazumdar's Silver Medal and Mauji Ram Memorial Award and Tejaswini Award (2010), the "Bharat Nirman Awards" in the year 2010 for "Excellence in Professional Services".

Mr. Ashok Bhandari

Independent Director

Mr. Ashok Bhandari holds a bachelor's degree in Science and is a Chartered Accountant. He has served as the Chief Financial Officer and President at Shree Cements Limited for over 25 years. Mr. Bhandari has over 40 years of experience as a key senior executive negotiating with banks, governments, JV partners, and technology & equipment suppliers. He was also responsible for leading initiatives in developing countries for green field plants/ joint ventures and management contracts in cement and building materials domain and has extensive experience in cost management through interest negotiation, driving JVs, and working with Banks & Financial Institutions for contract funding and reducing costs. He was awarded as the best CFO in India in 2014 for leverage management amongst large corporates by Business Today. Yes Bank voted him as the second best CFO (2013) in Asia by the Sell Side analysts for the Institutional Investor. He was invited to the best 100 CFO of India scroll compiled by CFO - India (2010).

Mr. Pramod Kumar Shah

Independent Director

Mr. Pramod Kumar Shah, is a Fellow member of the Institute of Chartered Accountants of India and has over 35 years of experience in practicing accountancy with expertise in the area of internal audit. He graduated with a Bachelor's Degree in Commerce from Calcutta University. Mr. Shah has written, compiled and edited books and social and cultural magazines, and participated in T.V. talk shows that were aired on Discovery Channel, Kolkata Doordarshan, Taaza T.V. and radio talk shows broadcasted from Akashwani Kolkata. He was the Past President of All India Marwari Yuva Manch.

Corporate Information

(As on 11th May, 2022)

BOARD OF DIRECTORS

Chairman (Independent)
Sri Amit Kiran Deb

Managing Director
Sri Sajan Kumar Bansal

Wholetime Directors
Sri Sharan Bansal
Sri Devesh Bansal
Sri Siddharth Bansal
Sri Yash Pall Jain

Independent Directors
Sri Ashok Bhandari
Smt. Mamta Binani
Sri Pramod Kumar Shah
Sri Raj Kumar Patodi

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BANKERS

- Indian Bank (Erstwhile Allahabad Bank)
- State Bank of India
- Punjab National Bank
- Union Bank of India
- Bank of Baroda
- Bank of India
- Exim Bank
- Canara Bank
- HDFC Bank
- IDFC First Bank
- IndusInd Bank

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WORKS

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Post: Andul Mouri, Howrah,
West Bengal - 711302

Uluberia Unit
NH-6, Village: Madhabpur,
Mahisrekha,
Post: Uluberia, Howrah,
West Bengal - 711303

Guwahati Unit (I & II)
Village- Parlley
Mouza- Chayani
Revenue Circle - Palashbari
District- Kamrup Rural, Assam

TRANSMISSION LINE TOWER TESTING AND R&D CENTRE

Village & P.O. - Barunda
P.S. - Bagnan
District- Howrah, West Bengal

REGISTRAR & SHARE TRANSFER AGENT

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Management Discussion and Analysis

GLOBAL ECONOMIC REVIEW

The global recovery is set to decelerate amid continued COVID-19 flare-ups, diminished policy support, and lingering supply bottlenecks. A report by the International Monetary Fund (IMF) indicated that global growth is expected to weaken from the 2021 levels of 6.1 % to 3.6 % in 2022. While 2021 did witness some global growth recovery, the momentum was subdued due to the outbreaks of the Delta and Omicron variants of COVID-19.

The pandemic outbreaks affected critical links of global supply chains, causing longer-than-expected supply disruptions that impacted manufacturing. It also compelled countries to reimpose lockdowns and mobility restrictions. These disruptions, coupled with rising energy prices, resulted in higher, broad-based inflation as well as market volatility in several developed and emerging economies around the globe. Inflation is expected to remain high in the near term, averaging 3.9% in developed countries and 5.9% in emerging countries in 2022. The situation could potentially worsen due to higher crude oil prices if the Ukraine-Russia conflict continues.

Latest World Economic Outlook Growth Projections

(real GDP, annual percent change)

		PROJECTIONS	
	2021	2022	2023
World Output	6.1	3.6	3.6
Advanced Economies	5.2	3.3	2.4
United States	5.7	3.7	2.3
Euro Area	5.3	2.8	2.3
Germany	2.8	2.1	2.7
France	7.0	2.9	1.4
Italy	6.6	2.3	1.7
Spain	5.1	4.8	3.3
Japan	1.6	2.4	2.3
United Kingdom	7.4	3.7	1.2
Canada	4.6	3.9	2.8
Other Advanced Economies	5.0	3.1	3.0
Emerging Market and Developing Economies	6.8	3.8	4.4
Emerging and Developing Asia	7.3	5.4	5.6
China	8.1	4.4	5.1
India	8.9	8.2	6.9
ASEAN-5	3.4	5.3	5.9
Emerging and Developing Europe	6.7	-2.9	1.3
Russia	4.7	-8.5	-2.3
Latin America and the Caribbean	6.8	2.5	2.5
Brazil	4.6	0.8	1.4
Mexico	4.8	2.0	2.5
Middle East and Central Asia	5.7	4.6	3.7
Saudi Arabia	3.2	7.6	3.6
Sub-Saharan Africa	4.5	3.8	4.0
Nigeria	3.6	3.4	3.1
South Africa	4.9	1.9	1.4
Memorandum			
Emerging Market and Middle-Income Economies	7.0	3.8	4.3
Low-Income Developing Countries	4.0	4.6	5.4

Source: IMF, World Economic Outlook, April 2022

Note:. For India, data and forecasts are presented on a Fiscal year basis, with FY 2021/2022 starting in April 2021, For the April 2022 WED, India 's growth projections are 8.9 percent in 2022 and 5.2 percent in 2023 based on calendar year.

OUTLOOK

While the global economy was on its recovery trajectory during the year, the prospects of growth have been significantly impacted with the crisis in Europe caused by the Russia – Ukraine conflict. The conflict in Europe, the re-emergence of COVID-19 in China, in addition to the already fluctuating and rising metal and energy costs, supply chain disruptions and inflation across major economies will continue to remain as headwinds for global growth.

In line with these, Global economy is expected to grow only by 3.6% in 2022 and 2023, against 6.1% in 2021. The WEO outlook table projects GDP Growth for both advanced and emerging economies while India is projected to outpace growth amongst all major emerging economies.

REVIEW OF INDIAN ECONOMY

At the beginning of 2021, as the Indian economy had just begun to recover from the devastating impact of the first wave of the COVID-19 pandemic, towards the end of March, the second wave of infections took over the country, prompting localised lockdowns across the country. The economy, battered by the impact of the first wave, had recorded the biggest contraction in economic growth in almost 40 years. As the second wave of the pandemic surged across the country, it was much deadlier than the first. However, for the Indian economy, the overall shock of the second wave across many indicators has been weaker than the second wave. Since the summer of 2021, growth in the country has recovered, due to high demand for exports and overall consumer demand. Similarly, the continued decline in COVID-19 cases, combined with an increase in the rate of vaccination, has prompted greater consumer confidence. Other overall positive signs of recovery in the Indian economy include a revival of the manufacturing sector and record agricultural production.

IMF either estimates or projects India as the fastest growing major economy in the world. However, the downside risk to the economy arising out of Russia – Ukraine Conflict, increasing oil prices, potential trade and supply distortions and inflations remain and are a "drag" on growth.

OUTLOOK

- India's economy has delivered a healthy growth of 8.9% in 2021, The overall economic activity and output surpassed the pre pandemic level
- According to the IMF's latest World Economic Outlook projections, India's real GDP will grow at 8.2% in 2022-23, and 6.9% in 2023-2024, making it the world's fastest growing major economy for all three years.
- The coming year is expected to see an increase in private sector investment with the financial system in strong shape to support the country's economic recovery.
- The unwavering focus of the government on infrastructure spending (19% of the budget in FY 2022-23), clearly set the tone that the govt. continues to believe that growth will be revived by capex.
- The Union Budget unveiled 'PM Gati Shakti' masterplan to be implemented across 7 sectors (roads, rails, airports, ports, mass transport, waterways and logistic infrastructure) addressing the supply side constraints of the economy.
- Public investments to continue to pump private investments and demand in FY 2022-23.

According to the Centre Of Business and Economic Research Forecasts, India will be the fifth largest economy in 2025 overtaking the United Kingdom.

Global Transmission And Distribution Industry

Renewable energy generation is flourishing around the world as it become one of the most cost-effective ways to power homes, industries and future transportation networks. The best locations for renewable generation assets tend to differ from legacy thermal generation assets, with the largest potential, often concentrated in sites far from the power grid, such as offshore or rural areas requiring massive investment to build new power evacuation infrastructure all over the world.

It could take a 50% rise in global grid spending over the next decade to meet long-term sustainability goals, according to the International Energy Agency. In particular, significant investment in the nearly 7 million kilometers (km) of transmission lines around

the world will be crucial in supporting the continued transportation of increasing amounts of renewable energy, and helping manage volatility in supply and demand.

A wave of realization about this need is sweeping through markets around the world, but challenges remain. Attempts to upgrade legacy systems have traditionally been stymied by complex permitting processes, integration difficulties, and uncompetitive or challenging financing environments. The need to accommodate variable capacity only adds challenges as markets try to create more connections in different or varied locations, as well as addressing the need to both store and trade power between markets.

Thus, any attempt to increase energy generation from cleaner sources needs to be accompanied by an increase in transmission and distribution networks. An inadequate transmission and distribution network leads to constant congestion and curtailment issues, which affect the economic viability of projects. Investors are reluctant to build clean power plants if electricity from their projects will be curtailed due to congestion. Lenders will be unwilling to finance projects that could be riddled with such risks, affecting the projects' financial viability. Even if new RE projects are built, it would be of little use if they are hampered from being dispatched to the grid, owing to congestion on the transmission network.

The COVID-19 pandemic outbreak affected the overall transmission tower market. The power sector being the backbone of the economy experienced a minimal impact. In addition, major renewable projects were commissioned without any delay. Moreover, the rising adoption of sustainable power sources across the commercial & industrial sectors coupled with public & private partnerships for the replacement of existing low, medium & high-voltage distribution networks will boost the industry's potential.

Growth Drivers across the world

North America and Europe	• Expansion of smart grid networks • Refurbishment & retrofit of existing grid infrastructure • Large-scale renewable integration
Asia Pacific	• Rising peak load demand • Expansion of micro-grid networks • Grid stability & security of supply concerns
Middle East, Africa, and Latin America	• Increasing electricity demand • Integration of a sustainable electrical network

OPTIMISM ABOUT INDIA'S POWER TRANSMISSION SECTOR

One Sun One World One Grid Project (OSOWOG)

India and Britain signed a solar power initiative, called One Sun One World One Grid, that envisions an interconnected transnational solar grid.

OSOWOG is India's initiative to build a global ecosystem of interconnected renewable energy resources.

A consortium steered by French state-run power utility firm Électricité de France SA (EDF) has been awarded the tender of crafting the road map for India's ambitious global grid. The other members of the consortium are France's Application Européenne de Technologies et de Services (AETS), and India's The Energy and Resources Institute (TERI).

The three-member consortium will develop OSOWOG's long-term vision, implementation plan, road map,and institutional framework including a technical and financial proposal.

By 2050, the grid aims for 2600GW of interconnection.

Outlook

The power transmission lines and towers market was valued at USD 27.23 billion in 2021 and is expected to reach USD 66.80 billion by 2032, growing at a CAGR of 8.5% from 2022 to 2032.

- Growing interest in adopting a renewable energy mix, as well as increased demand for efficient lines and towers with low energy losses will drive power transmission lines and towers market growth.
- Increasing power consumption, along with favorable government policies promoting the construction of smart grid networks, would boost the power transmission lines and towers market outlook.
- Furthermore, a considerable increase in investments in cross-border grid networks, in accordance with the rising integration of renewable energy networks throughout the world, would have a beneficial impact on the power transmission lines and towers market landscape.

“Rising demand for electricity, integration of sustainable electrical network, and rising demand for peak load are key factors that are anticipated to boost the growth of overall power transmission lines and towers market during 2022-2032”.

With bipartisan support, the U.S. House of Representatives passed the US $ 1.2 Trillion Infrastructure Investment and Jobs Act on 5th November, 2021.

The Bipartisan Infrastructure Deal’s more than $ 65 billion investment includes the largest investment in clean energy transmission and grid in American history.

Plans to upgrade the power infrastructure by building thousands of miles of new, resilient transmission lines to facilitate the expansion of renewables and clean energy, while lowering costs.

Studies have estimated the U.S. will need to double or even triple its transmission capacity to decarbonize the country’s economy.

INDIAN TRANSMISSION AND DISTRIBUTION OVERVIEW

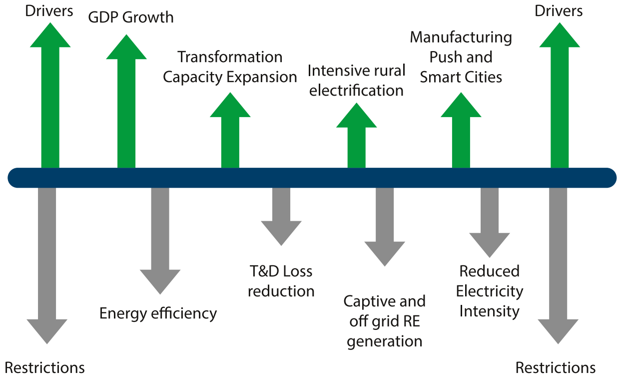
Demand for power transmission and distribution equipment correlates with investment in transmission and distribution networks. India is on the verge of becoming a major power nation among developing economies, and increasing demand for electricity, new power generation capacity additions and expansion of transmission and distribution infrastructure have become major growth drivers for the sector.

Besides, India has a number of advantages in the manufacturing sector that makes it an attractive investment destination. Apart from a large and growing domestic market, India also has a well-developed supplier base, availability of skilled manpower at relatively lower costs, supportive regulatory environment and good support infrastructure.

Going forward, increasing population and growing penetration of electricity connections, along with increasing per-capita usage would provide further impetus to the power sector.

Also, the strong public spending on infrastructure development and capacity building, especially in urban transportation, railways, oil and gas, sub-transmission etc, are expected to boost the sector. The industry is poised for growth in view of the government’s thrust on the power and construction industries. To note, the government has already planned a large amount of investment to the tune of $800 million in renewable generation capacity, which is expected in next two years through tariff-based competitive bidding and will require huge investment to build new T&D infrastructure for power evacuation.

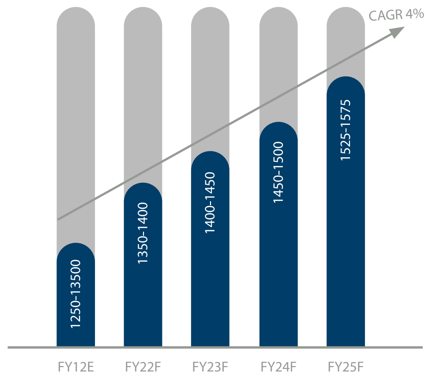
Long-Term Drivers and Constraints for Demand Growth CRISIL Research estimates energy requirement to grow at a CAGR of 5-6% between fiscals 2022 to 2025 on account of following factors:



DEMAND RECOVERY WILL BE DRIVEN BY GRADUAL UPTICK IN ECONOMY, HIGHER DOMESTIC DEMAND DUE TO RAPID URBANISATION, LATENTDEMAND, AND A STRONG RECOVERY IN FISCAL 2023 OVER A LOWER BASE.

The Trickle-down effect of the Aatma Nirbhar Bharat relief package, government spending on infrastructure through the NationalInfrastructure Pipeline (NIP), dedicated freight corridors(DFC) infrastructure, service industry expansion, rapid urbanization, and increased farm income from agri-related reforms are key macroeconomic factors which will aid a pickup.

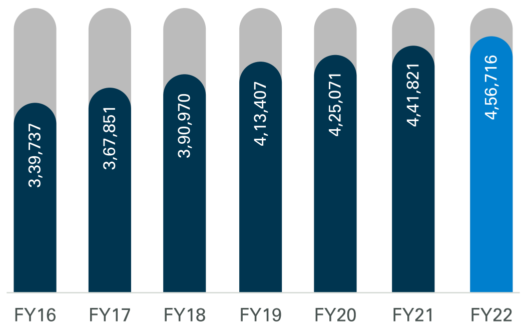
Power Demand Outlook (Fiscals 2021-25)



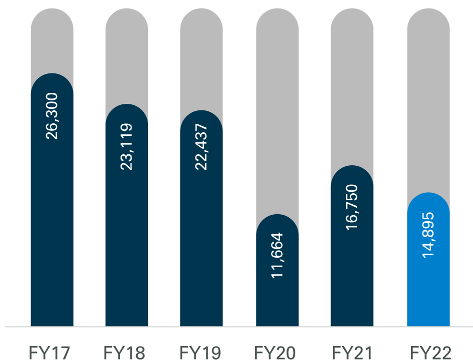
T&D overview

Robust generation capacity addition over the years and government's focus on 100% rural electrification through last mile connectivity has led to extensive expansion of the transmission and distribution (T&D) system across the country. The total length of domestic transmission lines rose from 3,39,737 circuit kilometres (ckm) in fiscal 2016 to 4,56,716 ckm in fiscal 2022.

Total transmission line network in the country (220 kV and above)



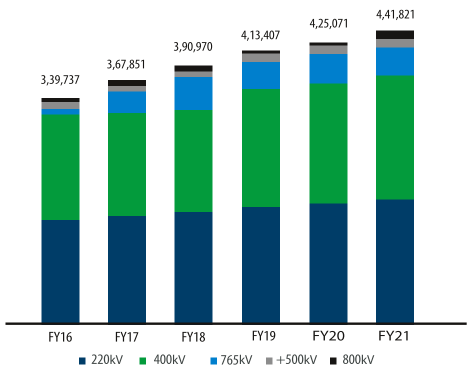
Transmission Line Addition (Ckm)



There has been strong growth in the transmission systems at higher voltage levels and substation capacities. This is a result of increased requirement of the transmission network to carry bulk power over longer distances and at the same time optimize the right of way, minimise losses and improve grid reliability.

Strong growth of transmission systems at higher voltages has grown due to increased requirement of the transmission network to carry bulk power over long distances and at the same time optimize the right of way, minimise losses, and improve grid reliability. Performance in a transmission line improves as voltage increases and as 765 kV lines use one of the highest voltage levels, they experience a comparatively amount of line loss.

Strong growth in the length of high voltage transmission lines (220 kV and above)

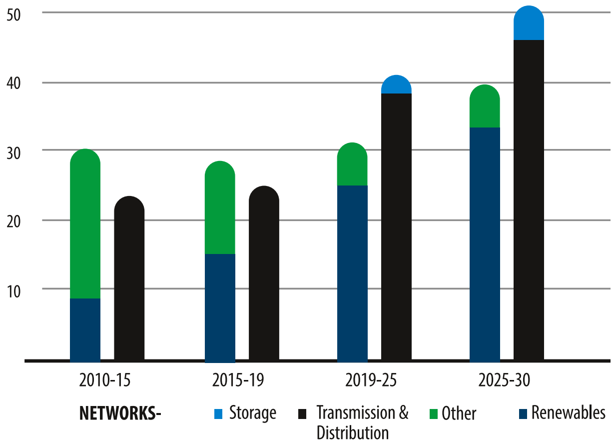


Outlook

The power sector performance was weighed by COVID-19 damage. However, with the implementation of key market reforms, the Union Budget 2022 announcements, policy and regulatory developments provided a much-needed boost to the power industry. Additionally, the government has allocated USD 1.4 trillion under National Infrastructure Pipeline during FY19-25 accounting for 24% capital expenditure over the period. The government's strong intent on implementing reforms coupled with the overall approach to energy transition and meeting its ambitious goal to achieve 500 GW renewable energy power target is set to provide a fillip to the power sector. Sustained financial growth continues to endure India's electricity demand. With the government initiatives like Electricity for all and the recent amendments to Electricity Act 2020 and efforts to recover the financial losses of T&D, one can be optimistic about India's T&D outlook.

As per Power Insight, India is the second-largest transmission towers market after China, contributing15% of the global market. Conducive reforms coupled with integrating renewable technologies in the grid are attracting huge investments for building a sustainable electric network. According to IEA's India Energy Outlook 2022, spending on networks will quickly overtake spending on capacity growth.

Average investment spending on electricity generation and networks in India in the steps, 2010-2030



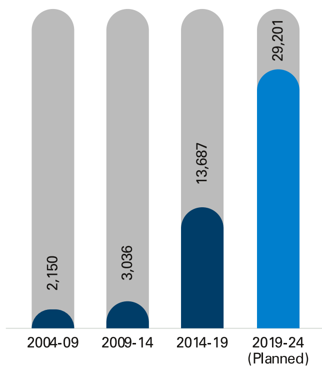
Capital expenditure on India's electricity networks is set to overtakethat of generation, with around 15% of spending on networks in 2030 used to connect new renewables.

The Union Cabinet of India has recently approved the second phase of the Green Energy Corridor of the Intra-State Transmission system for building 10,750 km long cKm across the country states. The scheme is a crucial component of India's plans to generate 500 GW of renewable energy by 2030.

RAILWAY ELECTRIFICATION PROGRAMME

Indian Railways took the COVID-19 pandemic as an opportunity to scale the speed of projects. According to the Ministry of Railways (MoR), Indian Railway clocked the highest ever electrification of sections covering 6,366 Route Kilometer (RKM) in a single year during FY 2021-22. It surpassed the previous high of 6,015 RKM achieved in FY 2020-21. Rapid route electrification has translated to ₹ 80 billion savings for India Railways in diesel fuel imports during FY2021. Indian Railways eyes 100% Railway Electrification by December 2023. The move is aimed to reduce India's dependence on crude oil imports, enhance energy security and provide an eco-friendly, faster & energy-efficient mode of transportation.
The total rail electrification goes in sync with the goal of 'net zero' emissions by 2030, thereby securing its complete electrical load from renewable energy sources. The MoR through National Rail Plan (NRP) intends to augment the national Railway Network through longterm planning. National Rail Plan, Vision 2024 has been initiated for faster execution of certain critical projects by 2024 to build up capacity, infrastructure and enhance rail freight share ahead of the demand. NRP aims to develop capacity by 2030 serving mounting demand up to 2050. It includes 100% electrification, building new high-density networks lines, upgrading to 160 kmph speed on Delhi-Howrah and Delhi-Mumbai routes, upgrading to 130 kmph speed on all other Golden Quadrilateral-Golden Diagonal (GQ/GD) routes and complete removal of level crossings on all GQ/GD routes.

Growth of Railway electrification (Route Km, RKm)



INDIAN TELECOM TOWER INDUSTRY

India is the world's second-largest telecommunications market. The total subscriber base, wireless subscriptions as well as wired broadband subscriptions have grown consistently. Tele-density stood at 85.91%, as of December 2021, total broadband subscriptions grew to 792.1 million until December 2021 and total subscriber base stood at 1.18 billion at the end of the previous year.

Over the next five years, rise in mobile-phone penetration and decline in data costs will add 500 million new internet users in India, creating opportunities for new businesses.

Strong traction in domestic telecom will be registered on account of 5G Rollout / High bandwidth usage.

Ahead of the rollout of the high-speed 5G network, the government is set to give a massive push to telecom infrastructure across the country with plans to add 8 lac new mobile towers over the next 2 years.

Growth Drivers for the Indian Telecom Sector

Increase in data consumption led by 4G	Launch of 5G	Tower sharing leading to increase in revenue of telcos	Increasing tele-density in largely untapped rural market
Smart city opportunities	Development of IoT for manufacturing and services sector	Monetization of tower in emerging business streams	Creation of robust digital communication infrastructure

INDIAN POLYMER PIPES AND FITTINGS MARKET

The Indian PVC and Fittings market was pegged at ₹ 300 billion in FY 2019-20 and is projected to surpass ₹ 500 billion by FY 2024-25, clocking a CAGR of 10.8% for the FY 2020-2025 period. PVC pipes are lightweight facilitating faster water flow, cost-effective, corrosion resistant, easy to install and maintain strength under pressure. Additionally, it generates less friction than cast iron or concrete pipes. Over the years, PVC pipes applications have grown in sewage pipes and drainage solutions, water mains and irrigation, transportation of drinking water, and manufacture of advanced fire sprinkler systems. India is witnessing rising PVC pipes demand from agriculture, automotive, building & construction, electrical and other end-use industries thanks to the government's initiatives like 'housing for All',' Nal se Jal', Atal Mission for Rejuvenation and Urban Transformation (AMRUT) project and Swachh Bharat Mission.

India is one of the biggest consumers of CPVC through plumbing pipe and fittings products. The mounting need for clean water in all residential and commercial projects will drive the growth of plumbing pipe and fittings products.

- Further, the amplified demand for housing which is attributable to the ever increasing population as well as the rise in personal disposable income will also drive the overall growth of this segment.
- Further, there has been a drastic shift in demand from metal to polymer based pipes, especially in plumbing and piping application in the construction industry. This has led to increase in the usage of plastic pipes and emergence of CPVC pipes for hot and coldwater plumbing.

In order to encourage the sector, the Government of India (GOI) has been placing orders for sewage, water supplies and plumbing pipes. Continuous increase in allocation of irrigation and housing by Government of India is going to give momentum to the piping industry. With rapid growth in population, there has been an increase in demand for residential applications of pipes also.

The Government at the Centre and States has put the priority focus on Jal Jeevan Mission, Swatch Bharat Abhiyan, Sanitation and affordable houses for all and development of 100 smart cities in all India basis.

NITI Aayog has declared the following as growth drivers across the country:

- Government infrastructure spending
- Increasing construction
- Increasing Industrial production
- Rising demand from irrigation sector
- Replacement of aging Pipes
- Providing affordable houses to all
- Heavy investment by Government in irrigation, housing and sanitation

Almost all the above growth drivers will boost the business of Plastic Piping System Division.

Going forward, the stress brought about by the second wave of Covid-19 will cause further consolidation within the unorganised sector within the industry, in which smaller players with weaker balance sheets will be severely challenged. According to Company estimates, this consolidation will add an additional ₹10,000 crores to the addressable market size for organised players in general. At Skipper, the Company is already seeing the traces of this shift through the surge in demand for our products.

The Government's Anti Dumping Duty on import of CPVC resin/compound from China and Korea for five years (2020-25) will benefit the Indian players. The Union Budget 2022-23 announcements provided the necessary boost recovery for the economy marred by the COVID-19 crisis.

What Drives The Market

- The Upsurge in the demand for pipes in the irrigation sector and the building & construction industry is the major driving factor for Indian PVC pipes market. Moreover, increased focus of the government on rural water management supports the demand for PVC pipes in India.
- The growing population will be a major contributor to the PVC pipes and fittings market in India.
- Growing problem of water shortage also results in an increase in demand for PVC pipes and fittings.

BUSINESS SEGMENT REVIEW

Skipper Limited is one of the world's largest integrated T&D structure manufacturing companies with Angle Rolling, Tower, Accessories & Fastener manufacturing and EPC line construction. Our manufacturing capacity is the largest in India and among the top 10 in the world. Skipper Limited is a national powerhouse in the Polymer Pipe business. Under the brand name 'Skipper', the Company manufactures a huge range of premium quality pipes and fittings, which are used in different areas such as Plumbing, Sewage, Agriculture and Borewell sectors.

ENGINEERING PRODUCTS

Revenue- ₹13218 million in the FY 2021-22

Skipper is the market leader in the manufacture of T&D structures and distribution poles. The Company is positioned among the 10 largest global T&D structure manufacturers. The Company invested in building a superior scale which helps in making it possible to cater to global customers with large orders. The Company has created a diversified order book with customers from both domestic and international markets. The Company is supplying towers to customers across 45-plus countries.

Skipper is a differentiated player, the only one in its sector to possess captive rolling mills and galvanising plants. The Company has eight galvanising plants, with a capacity of 8,000 tonnes per month being the largest in the country (14m long). The fully integrated facilities help enhance quality, timely delivery and customer service. The Company's long-term ambition is to make India the preferred sourcing hub for global infrastructure needs and has set a benchmark for the power T&D industry through several proactive measures. In this direction, the Company has commissioned Eastern India's first tower & pole testing bed which has been recognized by the Department of Scientific and Industrial Research (DSIR, GOI) as an in-house R&D unit. This allows the Company to avail certain expenditures (including capital expenditure other than land & building) as deduction under Income Tax Act. The Company is increasing its focus on the railway electrification (EPC) projects, a key focus area of the government. The Company also received core approval for all of its plants and rolling mill to supply various railway infrastructure products.

Key Differentiators

- Focused T&D Structure manufacturing and exporting country and an ideal partner to global EPC contractors in the Transmission business.
- Fully integrated plants help in providing cost leadership on one hand and provide unmatched quality on the other.
- The Company provides a wide range of products making it a one-stop shop
- First company in India to manufacture and supply 800 Kv transmission towers to Power Grid Corporation
- Possesses complete control across the value chain (angles to tower production), enhancing quality and efficiency

- Accredited with ISO 9001:2008 certification for all its manufacturing facilities.
- The company's recently commissioned T&D Centre will increase its competitiveness in the global market. With its in-house design team, Skipper is set to bring more value to the table as well as offer innovative and cost-effective design solutions
- The Company's strategy of broad-basing the product portfolio to include a higher proportion of non T&D products such as solar railways, telecom and fasteners have started yielding good results.

Highlights For The Year 2021-22

- The company has a strong order book of Rs 21,150 million, with a well-diversified mix of domestic (55%) and export business (45%). The order book to sales stands at 1.6x of engineering revenue and is largely pending execution in FY 2022-23.
- T&D Order Book well diversified between Power Grid, Domestic SEB / Private players and international
- During the year, the company received a total inflow of orders worth Rs 16,480 million for engineering products supply from PGCIL, SEB's & Telecom Players and for various supplies across Asia Pacific, Middle East, Africa and LATAM markets.
- Made inroads into North America, Asia Pacific, Middle East and West African market with 3-4 large utilities, which were earlier dominated by Chinese players. The export order inflow in FY 2021-22 more than doubled over the Rs 7,440 million and the company is in advanced stages of negotiation to secure 2-3 large size contract in the current financial year.
- The recently set up R&D Centre and TowerTesting Station has improved the Company's brand positioning in the export markets, helping to be taken as a serious contender.
- With in-house design capability and human capital, the Company is now adding more value to the projects it bids, offering innovative, bespoke and cost-effective design solutions. This will further improve company's chances of winning in the marketplace.
- The tender pipeline for us to participate looks deep and the current Bidding Pipeline remains strong at 95,000 million highest ever in the company history, spread equally between Domestic & International.

Road Ahead

- The massive global and domestic focus and investment on building T&D infrastructure catering to Renewables will drive up the demand for setting up new transmission networks. As the global focus on renewable energy continues to grow, many countries will require new transmission lines to be built to cater to a new green energy network. Our global presence puts us in an advantageous position to act upon such opportunities in the coming years
- The company is getting benefitted from "China +1" Trend, The global supply chain is actively scouting to minimize its dependency on China is a great positive outcome of this crisis. The gradual decoupling from China is also causing many projects to seek alternative supply chains, giving further fuel to business potential coming our way.
- The company has established strong working relationship with over 100 global EPC players and is witnessing a surge in global enquiries.
- Customers have now accepted this Commodity priceshift - resulting in finalization and awarding of long pending order with them.
- Bid to-order life cycle which got prolonged due to covid led disruption and commodity price volatility are now showing signs of getting back to normalcy
- The massive global and domestic focus and investment plans on T&D infrastructure, Green Energy Corridors in India, and renewable focus globally will drive up the demand for setting up new transmission networks.
- Taking advantage of these market conditions, over the last 3 years. Skipper has successfully transformed itself from being a predominantly domestic player to a company with a significant export business as its mainstay. Today skipper boasts of over 45,000 million international bidding pipeline and is well positioned to grow exports not required to 50% of engineering revenue in current year FY 2022-23 and to 75 % by next year FY 2023-24
- The Company has a positive outlook based on a vibrant domestic T&D industry; large pent-up demand fuelled by a surge in renewable generation; and a deep tender pipeline of new contracts that will soon be awarded in the new future.

POLYMER PRODUCT BUSINESS

Revenues: ₹ 3200 million in FY 2021-22.

The polymer business comprises a portfolio of products finding applications in plumbing and agriculture. The segment accounts for 19% of revenues of the Company, of which the Plumbing sector contributes 70% of polymer revenues and the remaining 30% contributed by the agriculture segment. The Polymer Business is consistently growing each quarter over the four quarters of FY 2020-21. In Q4 of FY 2021-22, the Company reported its highest ever quarterly revenue of 1,177 million. The Company's polymer capacity is 51,000 MTPA and is the only polymer product manufacturing company that has introduced Theory of Constraints (TOC) in an organized manner.

Key Differentiators

- The largest manufacturer of PVC pipes in West Bengal and possesses one of the largest polymer pipe capacities in Eastern India.
- Only polymer product manufacturing companies to implement Theory of Constraints (TOC) in an organized manner, currently deriving 75% of overall revenue through TOC channel network
- Leverages technology alliances with international majors to produce better quality. Currently engaging with more than 25,000 retail sales touchpoints and planning to double the same in the next 2 years.
- Retailer touchpoint increased manifold (upto 10 times) in the last 2 fiscals
- Collaborated with Sekisui (Japan) for the production of CPVC compounds for advanced plumbing solutions.

Highlights For The Year 2021-22

- The company achieved Achieved highest ever Annual revenue performance in Polymer Business in FY 2021-22 at Rs 3,200 million, registering a staggering growth of ~ 48 % over the last year same period
- Total Retailer touchpoints in excess of 25,000 plus (nos)in March '22 and Monthly Billed Retailers of 5,000 plus (nos)
- Added New products in the polymer pipe segment - Launched "Marina" Water Tanks under the Skipper Pipes brand.
- Focus on Plumbing Portfolio post a good response from recently launched new products like CP bath fittings and accessories as well as water storage tanks

INFRASTRUCTURE BUSINESS

Revenues: ₹ 652.2 million in FY 2021-22

A fully integrated EPC major offering solutions in tower design, tower testing, manufacturing and onsite construction.

The Company is also engaged in EPC Projects in Telecom infra and Railway Structures in various parts of the country along with other geographies. It has specialized teams for live line works, Retrofitting works and power evacuation. It has expert teams for Project management services, Inspection Services, Construction Management, Restoration works and live line stringing. With continuous efficient pre & Post Sales Services, Skippers proves itself as a long-term partner across all major leading Infrastructure companies. We study the clients' requirements sharply to understand the specifications and technical & documentation requirements of different countries and fulfil their requirements with utmost quality, quantity, and on.

Skipper pioneered the trench-less technology service in India, offering Horizontal Directional Drilling (HDD) to accelerate the installation of underground utilities while eliminating the need for surface excavation. HDD helps reduce environmental impact, moderating associated costs related to underground construction. The Company also provides trench-less horizontal drilling for the installation of optic fibre cable networks, oil and gas pipelines and cable networks, among others. Skipper analyses feasibility and geo-technical reports for installation through the HDD method.

Stand Alone Financial Performance

Sl	Profit & Loss Summary	12M FY 2021-22	12M FY 2020-21	Change%
1	Revenues	17,070.8	15,815.1	7.9%
2	Reported EBITDA	1,678.3	1,437.1	16.8%
	EBITDA Margins (%)	9.8%	9.1%	+70Bps
3	(+) Other Income	40.1	40.2	
4	(-) Depreciation	484.9	452.6	
5	(-) Finance Cost	930.0	723.6	
	Finance cost as % to Revenue	5.4%	4.6%	
6	Profit Before Tax (2+3-4-5)	303.5	301.2	0.8%
	PBT Margins	1.8%	1.9%	
7	Tax	17.4	90.4	
8	Profit / loss After Tax (6-7)	286.1	210.8	35.7%
	PAT Margins	1.7%	1.3%	

Key Financial Ratios	2021-22	2020-21	Change(%)	Explanation for Change
Debtors Turnover	3.52	3.25	8.2%	The reasons for change in parameters have been covered and explained in the previous sections of the report
Inventory Turnover	2.44	2.87	-14.9%	
Interest Service Coverage Ratio	2.21	2.42	-8.3%	
Current ratio	1.28	1.35	-5.1%	
Debt-equity ratio	0.77	0.62	24.3%	
Operating Profit Margin %	9.8%	9.1%	8.2%	
Net Profit Margin %	1.7%	1.3%	25.7%	
Return on Net Worth %	3.9%	3.0%	31.5%	

Key Performance Highlights

- The Company reported strong revenue performance across all the business segments. Revenue grew by 8 % yoy despite of covid related lockdown and Geo political related challenges
- Polymer Buisness reported Highest ever Annual revenue of Rs 3,200 million in FY 2021-22; currently deriving 75% of overall revenue through TOC channel network
- Stand Alone EBITDA margins improved to 9.8 % for the current year in comparison to 9.1% the previous year
- Unavailability of Sea Containers and longer lead time adversely impacted export revenue execution of engineering business and some piling of finished goods
- Continuing port congestion and delays making shipping transit time longer; leading to delayed collection and higher finance cost.
- Deliberately held high level of RM inventory to mitigate commodity price risk on secured contracts; Prices of key raw materials have gone up by over 30-40% during last quarter on account of Geo political issues, leading to increased working capital utilization
- Focus continues on bottomline profitability, Profit after Tax surges by 35.7 % YOY to Rs 286.1 million in FY 2021-22

Outlook

- Company expects to clock high double digit annual revenue growth in Fy'23 on the back of strong pending execution of engineering contracts and strong polymer segment performance
- Skipper is witnessing a surge in global enqueries and it will be benefitted from 'China + 1' trend. The global supply chain is actively scouting to minimize its dependency on China. Moreover, the majority of the new transmission lines are catering to renewable which ultimately leads to a shorter execution cycle and faster supplies to meet project deadlines.
- Targeting Inflow of Rs 22,000 - 25,000 million in FY 2022-23 , largely on account of international export orders and rebound in Domestic T&D ordering
- Expect good traction in International TL orders to continue, While pending domestic TL ordering bids are expected to start getting awarded by Q2/Q3 of FY 2022-23
- Continuing efforts to further strengthen the international T&D order book ; positioned to grow exports to 50% of engineering revenue in current year (FY 2022-23) and to 75 % by next year (FY 2023-24)
- The company's strategy of broad basing its portfolio to include a higher proportion of Non T&D products like Solar, Railways, Telecom and Fasteners have started yielding good results. and is helping us to derisk our exposure in T&D. The facilities are fungible to a large extent and that creates an option of dedicating our capacity to the sector, which offers the return to us.
- Productivity and cost reduction on required initiatives at the plant and site levels are expected to further improve efficiency in operations and aid to stable margins
- Skipper Polymer Pipes is a growing National Brand with expanding reach and consistent market share gains taking shape, the business is set for rampant growth over the next couple of years.
- Implementation of TOC in both Engineering and Polymer business to significantly improve our working capital cycle and bottom-line profitability

Skipper will continue to focus on improving bottomline profitability, stabilise operating cash flows, and trim debt thereby leading to improvement of the Company'smargin profile and strengthen its balance sheet position.

Skipper Limited is constantly benchmarking to be best in class and remains focussed on building up an organised corporate structure. The Company's efforts toward sustainable business practices will help to achieve its goals by making meaningful contributions to the national and global infrastructure.

Impact of COVID 19

Skipper has actively resumed the manufacturing process. To kick-start the deliveries, the Company with its key associates have chalked out extensive catch-up plans for various locations fronts to ensure timely completion and avoid any slippages.

The Company was able to act quickly and effectively to deliver support under our "Skipper Cares" programme where it was most needed.

The Company also revised its Covid term policy by enhancing the insurance coverage and those in home isolation can now also claim redemption through Skipper's empanelled health insurance partner.

The Company also extended support to families of deceased members, under the Skippers Cares programme.

The Company has already extended a hybrid model of work culture for smooth functioning in these times.

In terms of contributing to society at large, the Company distributed oxygen boosters to Shree Vishudhanand Hospital, Kolkata, and the CSR wing of Skipper, Skipper Foundation, distributed food and medicine supplies to the cyclone hit locations of West Bengal.

RISK MANAGEMENT

Skipper continued to enhance a comprehensive system that helps promptly identify risks that affect the Company, assess their materiality, and take measures to minimize both the likelihood of risks being realized and losses they can lead to. The Company has a unified risk assessment and management methodology: goals, objectives, and principles of setting up and operating the corporate risk management system. Risk management is applied across all management levels and functional and project areas.

Business Continuity Risk The company's business may not be relevent in the coming years.	MITIGATION-The Company chooses to be present in the power transmission infrastructure segment, which is critical to national growth. The Company is diversifying into relevant high-growth segments (telecom and railway electrification).
Quality risk Decline in the quality of the products of the Company may lead to fall in sales.	MITIGATION- The Company possesses more than three decades of domain knowledge across various engineering products like transmission towers, distribution poles, telecom towers, hot rolled sections, plastic pipes and fittings. Integrated manufacturing units, focused management and committed production and quality control team makes us the preferred choice for the customers; not only in India but across the globe. The Company received several global certifications, reinforcing the Company's commitment to quality.
Competition risk Increased competition could affect profitability.	MITIGATION- With more than three decades of sectoral experience, the Company enjoys deep terrain familiarity. The Company's backward integration has enhanced competitiveness and product quality. The Company is among a handful in its industry present across the value-chain (rolling mills to test beds for product testing), a unique competitive edge.
Geography risk Dependence on any particular geography could impact the Company's performance owing to a slowdown in the particular geography.	MITIGATION- The Company expanded to more than 30 countries to de-risk from excessive dependence on the Indian market. Exports accounted for 14% of the Company's revenues during the year under review.
Finance risk An inability to mobilise debt funds at a low cost and in an adequate quantum could impact viability.	MITIGATION- The Company enjoys a strong debt-equity ratio of 0.81, which provides the Company with additional room for borrowing. Besides, the Company possesses cash and cash equivalents of H108 million to fund growth initiatives (as on 31st March 2019).
Working capital risk Stretched working capital management could impact viability.	MITIGATION- The Company took a number of initiatives to optimise its receivables cycle across its business divisions, the full impact of which is likely to be visible across the foreseeable future

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The internal control framework is designed to ensure proper safeguarding of assets, maintaining proper accounting records and providing reliable financial information and other data. This system is supplemented by internal audit, reviews by the management and documented policies, guidelines and procedures. The Company has a well-defined organizational structure, authority levels, internal rules and guidelines for conducting business transactions. The Company intends to undertake further measures as necessary in line with its intent to adhere to procedures, guidelines and regulations as applicable in a transparent manner. The internal audit department of the Company carries out the internal audit of the Company operations and reports its finding to the audit committee. In this process, the internal audit also evaluates the functioning and quality of internal controls and provides assurance of its adequacy and effectiveness through periodic reporting. The internal audit is carried out as per risk based internal audit plan which is reviewed by the audit committee of the Company. The committee periodically reviews the findings and suggestions for improvement and is apprised of the implementation status in respect of the actionable items.

HUMAN RESOURCE

Skipper is constantly developing effective and innovative human resource practices to remain competitive for its 2200+ employees. Skipper conducted research and revisited its human resource practices which helped it identify five essential focus areas to enhance productivity and employee motivation.

Goal Setting With Dynamic Hr Policies And Guidelines.

- KRA goal setting with dynamic HR policies and guidelines and integration of performance management system with a performance driven organizational culture driven by dynamic compensation and benefits strategy to keep pace with the sector.
- Employee talent pool development through training and development of system and process integration through new automation and technology implementation. Skipper conducted a senior management workshop comprising an experiential learning mix for outlining an organizational development objective. Seventy-five senior management professionals from all the Company's strategic business units participated to share perspectives and align goals to its mission and vision.

Integration of performance management system with performance driven organizational culture & dynamic compensation & benefit strategy to keep pace at par with the Industry standards.

The Company implemented a new approach with a nine-grid performance management system comprising the following:

Innovative appraisal system implemented with performance and potential rating Increment process linked with newly-defined job band and salary range grid

Named individual KRA/ KPI as per the business unit and people linked with organizational and departmental goals. Individual evaluation based on defined KRA/ KPI and allotted target Compensation and benefits. Skipper redesigned its compensation and benefits structure at par with industry practices to attract the best talent. The Company defined its job bands and salary slabs as per the prevailing industry standards. It implemented a short term (quarterly) incentive scheme.

Rewards and recognition: The Company's initiative to ensure a sound reward and recognition system comprised the following:

Eight leadership competencies (mid-senior to senior) and four behavioural competencies (junior to middle-level) assessment model designed and implemented for the flagship R&R program.

Talent pool development: Training and nurturing is a continuous activity at Skipper. The Company's initiatives in this regard included the following:

Defined KSA development areas and plans for all grids.

Employee Talent Pool Development- Training & Development

The Company updated the training calendar as per the defined organizational plan. Initiated leadership development training (coaching, mentoring and sharing feedback)-Experiential session for stress management and energy-based healing by GMCKS Pranic Healing.

Hr System & Process Integration With New Automation & Technology Implementation

- HR system & process integration: The existing HR automation system is being replaced by automated and integrated new generation software with customized solutions, including the entire 'Employee Life Cycle' with a user friendly technology tool. Skipper strengthened interpersonal relationships among team members with learning being an integral part of career development aligned with the organizational goal.
- HR technology: HR Payroll was extended to cover the entire employee life cycle (HRIS – Cloud Partner with 'Adrenalin')
- Sales Force Automation: Hand-held tool (Sales Manpower - ACE-DNS)
- Performance Management and Talent Management: Integrated Tool & Employee policy and benefit interactive tool (Skipper-DNA)

Recruitment

Recruitment and talent nurturing is a continuous process at Skipper, where innovation is a must and a new process of training always creates a different impact on the employees. Talent development linked with the talent management grid for a specific outcome is a globally accepted model. The Company believes that employees' performance is driven by their skills, attitude and their ability to innovate and drive change. In response, Skipper has implemented a new and agile approach towards performance management through 9 Grid Performance Management System:

- Innovative appraisal system implemented with performance and potential rating
- Increment process linked with newly defined job band and salary range
- Grid-identified individual KRA/KPI as per business unit and people linked with organizational and departmental goal
- Individual evaluation based on defined KRA/KPI and allotted target.

Leadership Development Strategy

Organizations today face numerous challenges to operate efficiently and maintain a competitive advantage in times of change. Change requires new behaviours, new routines, new methods, new customers, new perspectives, and new technology. It is upon company leadership to provide the proper direction to help their teams & employees navigate these challenges and adapt appropriately. To improve alignment between achievement of business goals and leaders' skills to drive achievement of those goals, three steps are required: the creation of a business strategy, followed by a leadership strategy, followed by a leadership development strategy.

Outlook

Skipper Management is extremely focused on people development along with a growth journey. With this positive business & people driven mindset, the Skipper HR team has started its new initiatives & HR Change management practices, HR Team is conducting research and revisiting its HR practices, The team must identify five essential focus areas to enhance productivity and employee motivation, believe that its inherent strength lies in its dedicated workforce. The Company created a holistic working environment that encouraged employees to extend beyond their work scope toward innovative interventions.

Information Technology

Information technology represents the backbone of business transformation. Riding the back of superior technology, Skipper transformed into one of the most prominent players.

The Company invested periodically in its IT architecture, enhancing process productivity, service and competitiveness. The Company remained proactive to find new ways of staying ahead of the curve. This modern cutting-edge IT infrastructure enhanced capacity flexibility, availability and a disaster protected SAP landscape in the data centre cloud.

The following key results were achieved from the migration:

- Faster and better performance
- Operational efficiency from reduced data footprint
- Mobilization of business with mobile applications
- Embedded analytics to engage in real-time analytics on live transaction data Model for smarter business.

Directors' Report

Dear Shareholders,

Your Directors take great pleasure in presenting the 41st Annual Report of the Company, together with the audited financial statements (Standalone and Consolidated) for the year ended 31st March, 2022.

FINANCIAL SUMMARY & PERFORMANCE HIGHLIGHTS

The Company's performance during the financial year under review as compared to the previous financial year is summarized below:

(₹ in million)

Particulars	Standalone		Consolidated	
	2021-22	2020-21	2021-22	2020-21
Revenue from Operations	17070.80	15815.07	17070.80	15815.07
Other Income	40.12	40.24	40.12	40.24
Total Income	**17110.92**	**15855.31**	**17110.92**	**15855.31**
Profit before Finance Cost, Depreciation, and Tax	**1718.42**	**1477.35**	**1683.78**	**1480.86**
Finance Cost	930.03	723.56	930.03	723.56
Depreciation	484.92	452.60	484.92	452.60
Share of Profit/(Loss) of Joint Venture	-	-	-34.64	3.51
Profit Before Tax(PBT)	**303.47**	**301.19**	**268.83**	**304.70**
Tax Expenses (Current & Deferred)	17.36	90.36	17.36	90.36
Profit for the Year	**286.11**	**210.83**	**251.47**	**214.34**
Other Comprehensive Income	1.48	1.49	1.72	1.50
Total Comprehensive Income	**287.59**	**212.32**	**253.19**	**215.84**

FY 2021-22 has been a year of unprecedented challenges and uncertainties, but the Company managed to increase its revenue from operations to ₹17070.80 million as compared to ₹15815.07 million in the previous year. The Company earned net profit of ₹286.11 million as against a net profit of ₹210.83 million in the previous year.

More details on the financial statements of the Company along with various financial ratios are available in the Management Discussion & Analysis Report forming part of this report.

NATURE OF BUSINESS

The Company continues to offer multifarious products/services under its Engineering, Polymer and EPC divisions and there has been no change in the nature of business during the year.

STATE OF COMPANY'S AFFAIR AND FUTURE OUTLOOK

The state of Company's affair and future outlook is discussed in the Management Discussion & Analysis Report forming part of this Annual Report.

SHARE CAPITAL

During the year, the Company has not issued any kind of securities. The Company's paid-up share capital continues to stand at ₹10,26,70,212 consisting of 10,26,70,212 equity shares of Re.1 each as on 31st March 2022. The Company's equity shares are listed on BSE Limited (BSE) and National Stock Exchange of India Limited (NSE).

INTEREST IN JOINT VENTURE AND CONSOLIDATED FINANCIAL STATEMENTS

The Company holds 50% partnership interest in "Skipper-Metzer India LLP" (SMIL) a Limited Liability Partnership engaged in the business of manufacturing of drip irrigation systems. The said LLP has been classified as Joint Venture in accordance with the provision of Indian Accounting Standards (Ind AS). Accordingly, the Consolidated Financial Statements of the Company and its Joint Venture, prepared in accordance with Indian Accounting Standards notified under the Companies (Indian Accounting Standards) Rules, 2015 ('Ind AS'), forms part of the Annual Report. During the year under review, SMIL achieved a turnover of ₹416 million and incurred a net loss of ₹69.27 million. The audited standalone and consolidated financial statements of the Company along with the financial statements of Skipper-Metzer India LLP are also available on the website of the Company at www.skipperlimited.com.

A statement containing salient features of the financial statements of Joint Venture pursuant to Section 129(3) of the Act read with Rule 5 of the Companies (Accounts) Rules, 2014, is given in Form AOC-1 being marked as **"Annexure-A"** to this Report.

The Company doesn't have any subsidiary or associate as on 31st March, 2022.

DIVIDEND & RESERVES

Your Company has adopted a Dividend Distribution Policy in accordance with the provisions of Regulation 43A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations'). The Policy, inter alia, intends to ensure that a balanced and concise decision is taken with regard to distribution of dividend to the shareholders and retaining capital to maintain a healthy growth of the Company and lays down various parameters to be considered by the Board before declaration/recommendation of dividend to the members of the Company. The Dividend Distribution Policy is available on the website of the Company at https://repository.skipperlimited.com/investor-relations/pdf/dividend.pdf

In line with this Policy and in recognition of the financial performance during FY 2021-22, your Directors are pleased to recommend a dividend of 10% i.e 0.10 paise per equity share of face value of Re. 1 each for the financial year ended 31st March, 2022. The total Dividend amount aggregates to ₹10.27 million.

Pursuant to the Finance Act 2020, dividend income is taxable in the hands of the shareholders effective from 1st April, 2020 and the Company is required to deduct tax at source from dividend paid to the members at the prescribed rates as per the Income Tax Act, 1961.

If the dividend, as recommended above, is declared by the members at the forthcoming Annual General Meeting, the same will be paid within 30 days from the date of declaration to those shareholders whose name appears in the Register of Members as on the record date.

The Company has continued to balance the dual objective of appropriately rewarding shareholders through dividends and retaining profits in order to maintain a healthy capital adequacy ratio to support future growth.

No amount is proposed to be transferred to General Reserve.

UNCLAIMED/UNPAID DIVIDEND

In terms of Section 125 of the Companies Act, 2013 (hereinafter referred to as 'the Act') read with rules made thereunder, the Company is required to transfer the unpaid/unclaimed dividend amounts which remained unclaimed for seven years from the date of such transfer to the Investor Education and Protection Fund (IEPF) set up by the Central Government. Further, all shares in respect of which dividend has not been paid or claimed for seven consecutive years shall also be transferred by the Company to the IEPF.

The unpaid/unclaimed dividend for the FY 2014-15 will be due for transfer to the IEPF on 28th October 2022. The Company has sent reminder letters to all those shareholders whose dividend are lying in the unpaid dividend account, requesting them to claim the same at the earliest. Shareholders are requested to kindly check the status of their unpaid or unclaimed dividend available at the website of the Company at https://www.skipperlimited.com/investor-relations/unpaid-unclaimed-dividend.aspx.

DIRECTORS' & KEY MANAGERIAL PERSONNEL

As on 31st March, 2022, the Board consisted of nine Directors comprising of four Independent Directors including a woman director, namely, Sri Amit Kiran Deb (DIN: 02107792), Sri Ashok Bhandari (DIN: 00012210), Sri Pramod Kumar Shah (DIN: 00343256) and Smt. Mamta Binani (DIN: 00462925) and five Executive Directors, namely, Sri Sajan Kumar Bansal (DIN: 00063555), Sri Sharan Bansal (DIN: 00063481), Sri Devesh Bansal (DIN: 00162513), Sri Siddharth Bansal (DIN: 02947929) and Sri Yash Pall Jain (DIN: 00016663). The position of the Chairman of the Board and the Managing Director are held by separate individuals. Sri Amit Kiran Deb, Independent Director is the Chairman of the Board. He continues to serve as the lead Independent Director of the Company. The profile of all the Directors can be accessed on the Company's website at https://skipperlimited.com/about-us/senior-management.aspx.

None of the Directors of the Company has incurred any disqualification under Section 164(2) of the Act read with Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014. All the Directors have confirmed that they are not debarred from accessing the capital market as well as from holding the office of Director pursuant to any order of Securities and Exchange Board of India or Ministry of Corporate Affairs or any other such regulatory authority.

In the view of the Board, all the directors possess the requisite skills, expertise, integrity, competence, as well as experience considered to be vital for business growth. The detailed analysis of various skills, qualifications and attributes as required and available with the Board has been presented in the Corporate Governance Report.

Sri Joginder Pal Dua (DIN: 02374358), Independent Director of the Company, tendered his resignation from the Board of the Company with effect from 25th February, 2022 due to personal reasons and there was no other material reason for such resignation. The Board of Directors placed on record their sincere appreciation for the contributions made by Sri Joginder Pal Dua during his tenure as Independent Director of the Company.

Sri Yash Pall Jain (DIN: 00016663) has been re-appointed as the Whole-Time Director of the Company for a period of one year with effect from 6th September, 2021 pursuant to approval of shareholders of the Company at the 40th Annual General Meeting of the Company held on 28th September 2021. In the opinion of the Board, he is a person of integrity and possesses relevant experience and expertise. Sri Yash Pall Jain's (DIN: 00016663) current tenure will expire on 5th September 2022. Accordingly, pursuant to the recommendation of Nomination & Remuneration Committee and Audit Committee, the Board of Directors at their meeting held on 11th May 2022 had approved the re-appointment of Sri Yash Pall Jain as the Whole-Time Director of the Company, liable to retire by rotation for a further period of three years with effect from 6th September 2022, subject to approval of the shareholders of the Company. Sri Yash Pall Jain has given his consent for re-appointment and has confirmed that he does not suffer from any disqualifications under the Act or Listing Regulations.

Sri Devesh Bansal (DIN: 00162513) and Sri Siddharth Bansal (DIN: 02947929) were appointed as Whole-Time Directors of the Company for a period of three years with effect from 1st April, 2019 to 31st March, 2022. Accordingly, pursuant to the recommendation of Nomination & Remuneration Committee and Audit Committee, the Board of Directors at their meeting held on 25th January 2022 had approved the re-appointment of Sri Devesh Bansal and Sri Siddharth Bansal as Whole-Time Directors of the Company, liable to retire by rotation for a period of three years with effect from 1st April, 2022, subject to approval of the shareholders of the Company. Sri Devesh Bansal (DIN: 00162513) and Sri Siddharth Bansal (DIN: 02947929) have given their consent for re-appointment and have confirmed that they do not suffer from any disqualifications under the Act or Listing Regulations.

Sri Sharan Bansal (DIN: 00063481) was appointed as the Whole-Time Director of the Company with effect from 1st July, 2019 for a period of three years. Pursuant to the recommendation of Nomination & Remuneration Committee and Audit Committee, the Board of Directors at their meeting held on 11th May, 2022 has approved his re-appointment as the Whole-Time Director of the Company, liable to retire by rotation for a further period of three years with effect from 1st July 2022, subject to approval of shareholders of the Company. Sri Sharan Bansal has given his consent for re-appointment and has confirmed that he does not suffer from any disqualifications under the Act or Listing Regulations. Further, pursuant to the recommendation of Nomination & Remuneration Committee and Audit Committee, the Board of Directors at their meeting held on 11th May, 2022 has approved the appointment of Sri Sharan Bansal, Whole-Time Director & Interim Chief Financial Officer of the Company as Chief Financial Officer of the Company.

Sri Ashok Bhandari (DIN: 00012210) was appointed as an Independent Director of the Company with effect from 6th September, 2017 for a period of five years. Accordingly, pursuant to the recommendation of Nomination & Remuneration Committee, the Board of Directors at their meeting held on 11th May, 2022 has approved the re-appointment of Sri Ashok Bhandari as an Independent Director of the Company not liable to retire by rotation for a further period of five years with effect from 6th September, 2022, which is subject to approval of shareholders of the Company by way of a special resolution. Your Company had received a notice in writing from a member proposing the re-appointment of Sri Ashok Bhandari as a Director on the Board of the Company.

Pursuant to the recommendation of the Nomination & Remuneration Committee, the Board of Directors of the Company has appointed Sri Raj Kumar Patodi (DIN: 00167437) as an Additional Director (Independent) of the Company, with effect from 11th May, 2022 not liable to retire by rotation, for a period of five years. Pursuant to the provisions of Section 161 of the Act, he continues to hold office as an Additional Director of the Company up to the date of the approval of shareholders. Your Company had received a notice in writing from a member proposing the candidature of Sri Raj Kumar Patodi as a Director on the Board of the Company in accordance with Section 160 of the Act.

Pursuant to the provisions of Section 152(6) (d) of the Act read with Companies (Appointment and Qualification of Directors) Rules, 2014 and Articles of association of the Company, Sri Siddharth Bansal will retire by rotation at the ensuing Annual General Meeting and being eligible has offered himself for re-appointment.

Information regarding the directors seeking appointment/re-appointment as required by Regulation 36 of the Listing Regulations and Secretarial Standard-2 has been given in the notice convening the ensuing Annual General Meeting.

KEY MANAGERIAL PERSONNEL

Sri Arvind Joshi ceased to be the Chief Financial Officer of the Company, with effect from 10th May, 2021 upon resignation. Sri Sharan Bansal was appointed as the Interim Chief Financial officer of the Company with effect from 9th November 2021. Further, as per recommendation of Nomination & Remuneration Committee and Audit Committee and with approval of the Board in its meeting dated 11th May, 2022, Sri Sharan Bansal, Whole-Time Director & Interim Chief Financial Officer has been appointed as Chief Financial Officer of the company.

Sri Manish Agarwal resigned from the position of Company Secretary and Compliance Officer of the Company with effect from 25th January, 2022. Based on the recommendation of Nomination and Remuneration Committee, Smt. Anu Singh, a qualified Company Secretary, has been appointed by the Board of Directors as the Company Secretary and Compliance Officer of the Company with effect from 27th January, 2022.

DECLARATION BY INDEPENDENT DIRECTORS

There are five Independent Directors on the Board of the Company as on the date of this report. The Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence as prescribed under Section 149 of the Act as well as Regulation 16 of the Listing Regulations.

The Independent Directors have also submitted a declaration confirming that they have registered their names in the databank of Independent Directors as being maintained by the Indian Institute of Corporate Affairs (IICA) in terms of Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and the required directors have qualified for the proficiency self-assessment test in terms of Rule 6(4) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

None of the Independent Directors are aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence. The Board of Directors have taken on record the declaration and confirmation submitted by the Independent Directors after undertaking due assessment of the same and in their opinion the Independent Directors fulfill the conditions specified in the Act and Listing Regulations and are independent of the management.

The Independent Directors have complied with the Code for Independent Directors prescribed in Schedule IV to the Act along with the Code of Conduct for Directors and Senior Management Personnel formulated by the Company as per Listing Regulations.

MEETING OF THE INDEPENDENT DIRECTORS

The Independent Directors of the Company met separately on 4th May, 2021 without the presence of Non-Independent Directors and members of management. Sri Amit Kiran Deb designated as the lead Independent Director, chaired the Independent Director's meeting. Following matters were, inter alia, reviewed and discussed in the meeting:

- Performance of Non-Independent Directors and the Board of Directors as a whole.
- Performance of the Chairman of the Company after taking into account the views of Executive Directors.

- Assessment of the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

COMPANY'S POLICY ON APPOINTMENT AND REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT PERSONNEL

On the recommendation of Nomination and Remuneration Committee, the Company has formulated and adopted a Nomination and Remuneration Policy which is in accordance with the Act and the Listing Regulations. The Policy aims to attract, retain and motivate qualified people at the board and senior management levels and ensure that the interests of Board members & senior executives are aligned with the Company's vision and mission statements and are in the long-term interests of the Company.

The Nomination and Remuneration Policy of the Company has been designed with the following basic objectives:

a. To set out a policy relating to remuneration of Directors, Key Managerial Personnel's, Senior Management Personnel's and other employees of the Company.

b. To formulate criteria for appointment of Directors, Key Managerial Personnel's and Senior Management Personnel's.

c. To formulate the criteria for determining qualification, competencies, positive attributes and independence for appointment of a director.

The Policy is available on the website of the Company at https://www.skipperlimited.com/Media/Nomination_&_Remuneration_Policy.pdf.

The remuneration paid to the directors is as per the terms laid out in the Nomination and Remuneration Policy of the Company.

PERFORMANCE EVALUATION OF THE BOARD, THE COMMITTEES AND THE INDIVIDUAL DIRECTORS

Pursuant to the recommendation of the Nomination & Remuneration Committee, the Board of Directors of the Company have formulated a Board Evaluation Policy which lays down the manner of evaluation of the Board as a whole, its committees and the individual Directors.

The Company has a two tier evaluation system wherein the Independent Directors evaluate the performance of the Executive Directors, the Chairman and the Board as a whole and thereafter the Board evaluates the performance of all the individual Directors, the committees and the Board as a whole. The Policy lays down the criteria on which the evaluation is to be done and a structured questionnaire (evaluation form) with a rating matrix forms part of the Policy. The Chairman as per the evaluation Policy of the Company, after discussion, deliberation and consultation with all the Directors (except the Director being evaluated) fills up the evaluation form for the individual Directors, the Committees and the Board as a whole.

During the year under review, the Board carried out annual evaluation in accordance with the above said Policy and expressed satisfaction and contentment with the performance of all the Directors, the Committees and the Board as a whole. The evaluation mechanism with definite parameters has been explicitly described in the Corporate Governance Report.

DIRECTORS' RESPONSIBILITY STATEMENT

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

1. in the preparation of the Annual Accounts for the year ended 31st March, 2022, the applicable accounting standards have been followed and there are no material departures from the same;
2. they 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 state of affairs of the Company as of 31st March, 2022 and of the profit of the Company for the year ended on that day;
3. they 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 frauds and other irregularities;
4. the Annual Accounts for the year ended 31st March, 2022 have been prepared on a "going concern" basis;
5. they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
6. they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

NUMBER OF MEETINGS OF THE BOARD

The Board met 4 (four) times during the Financial Year 2021-22, viz., on 4th May, 2021, 12th August, 2021, 9th November, 2021 and 25th January, 2022. The meetings were held in hybrid mode i.e. both physically and virtually in accordance with the applicable provisions of the Act. The details relating to attendance of Directors in each board meeting held during the FY 2021-22 have been separately provided in the Corporate Governance Report.

COMMITTEES OF THE BOARD

The Board of Directors have constituted Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee, Finance Committee and Business Coordination Committee to deal with specific areas/activities that need a closer review and to have an appropriate structure for discharging its responsibilities.

The composition, terms of reference, attendance of directors at the meetings of all the above Committees have been disclosed in the Corporate Governance Report.

There has been no instance where the Board has not accepted any of the recommendations of the Audit Committee.

CORPORATE SOCIAL RESPONSIBILITY

The Company has constituted a Corporate Social Responsibility (CSR) Committee, in terms of provisions of Section 135 of the Act read with Companies (Corporate Social Responsibility Policy) Rules, 2014 inter alia to give directions and assistance to the Board for leading the CSR initiatives of the Company. The Committee formulates and reviews the Annual Action Plan and also monitors the progress of the CSR activities. The details of the Committee have been disclosed in the Corporate Governance Report.

The Company has adopted a Corporate Social Responsibility Policy in accordance with the Companies (Corporate Social Responsibility Policy) Rules, 2014 which can be accessed at https://repository.skipperlimited.com/investor-relations/pdf/CSR-Policy-25.05.21.pdf. The policy inter alia briefs the budget, areas in which CSR outlays can be made, principles of selecting a project, implementing agencies, monitoring procedure, annual action plan.

The Company has undertaken several projects during the year 2021-22 in accordance with the budget laid down by the Board and has spent Rs. 6 million towards CSR activities. The projects have been continuously monitored by the Board on a quarterly basis.

Since there was no unspent amount, the Company was not required to transfer any amount to any fund or separate bank account during the year, in accordance with the Companies (Corporate Social Responsibility Policy) Rules, 2014.

The brief outline of the CSR Policy of the company and the initiatives undertaken by the company during the financial year ended 31st March, 2022, in accordance with Section 135 of the Act and Companies (Corporate Social Responsibility Policy) Rules, 2014 is set out in **"Annexure-B"** to this report.

RISK MANAGEMENT

The Company has built a comprehensive risk management framework that seeks to identify all kinds of anticipated risks associated with the business and to take remedial actions to minimize any kind of adverse impact on the Company. The Company understands that risk evaluation and risk mitigation is an ongoing process within the organization and is fully committed to identify and mitigate the risks in the business. The identification of risks is done at strategic, business and operational levels and the risk management process of the Company focuses mainly on three elements, viz. (i) Risk Assessment; (ii) Risk Management; (iii) Risk Monitoring.

The Company has formulated and implemented a Risk Management policy in accordance with Listing Regulations, to identify and monitor business risk and assist in measures to control and mitigate such risks.

The Audit Committee examines inherent and unforeseen risks in accordance with the policy on a periodical and ensures that mitigation plans are executed with precision. The Board is also briefed about the identified risks and mitigation plans undertaken by basis the management at regular intervals.

As of date, there are no risks which in the opinion of the Board can threaten the existence of the Company. However, some of the probable risks which might pose challenges before the Company have been set out in the Management Discussion and Analysis section of this Annual Report. Details of various foreign exchange risks and commodity risks faced by the Company during the year have been separately disclosed in the Corporate Governance Report.

INTERNAL FINANCIAL CONTROLS

According to Section 134(5) (e) of the Act, the term Internal Financial Control ('IFC') means the policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and early detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information.

The Board is responsible for ensuring that internal financial control is laid down in the Company and that such controls are adequate and operating effectively. The Company's internal control systems commensurate with the nature of its business and the size and complexity of its operations. These are routinely tested and certified by Statutory as well as Internal Auditors and cover all offices, factories and key business areas of the company.

Internal Audit is conducted periodically and the internal auditor monitors and evaluates the efficiency and adequacy of internal control system including internal financial control in the company.

Necessary certification by the Statutory Auditors in relation to Internal Financial Control u/s 143(3)(i) of the Act forms part of the Audit Report.

VIGIL MECHANISM/WHISTLE BLOWER POLICY

The Company has in place a Vigil Mechanism/Whistle Blower Policy in compliance with the provisions of Section 177(9) of the Act and Regulation 22 of the Listing Regulations. The Policy provides a framework to promote responsible and secured reporting of unethical behavior, actual or suspected fraud, violation of applicable laws and regulations, financial irregularities, abuse of authority, etc. by Directors, employees and the management. The Vigil Mechanism/Whistle Blower Policy is available on the website of the Company at https://www.skipperlimited.com/Media/Whistle-Blower-Policy.pdf

The Company endeavors to provide complete protection to the Whistle Blowers against any unfair practices. The Audit Committee oversees the genuine concerns and grievances reported in conformity with this Policy. It is affirmed that no personnel of the Company has been denied access to the Audit Committee and no case was reported under the Policy during the year.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

In line with the requirements of the Act and the Listing Regulations, your Company has formulated a Policy on dealing with Related Party

Transactions ('RPTs') and the same are available on the website of the Company at https://www.skipperlimited.com/Media/RELATED-PARTY-TRANSACTIONS-POLICY-24may22.pdf. The Policy intends to ensure that proper approval, reporting and disclosure processes are in place for all the transactions taking place between the Company and Related Parties.

All related party transactions are entered into only after receiving prior approval from the Audit Committee. Omnibus approvals are obtained each year for transactions which are repetitive in nature. A statement of all related party transactions entered into is placed before the Audit Committee and Board of Directors for its review on a quarterly basis, specifying the nature, value and terms of the transaction.

During the year under review, all transactions entered into by the Company with related parties were in compliance with the applicable provisions of the Act and the Listing Regulations, details of which are set out in the Notes to Financial Statements forming part of this Annual Report. All the transactions have been duly evaluated by the Audit Committee and Board and have been found beneficial for the Company. These transactions were inter alia based on various considerations such as business exigencies, synergy in operations and resources of the related parties.

Further, the Company has not entered into any contracts/arrangements/transactions with related parties which are material in nature in accordance with the Related Party Transactions Policy of the Company nor any transaction has any potential conflict with the interest of the Company at large.

No transactions were carried out during the year which requires reporting in Form AOC - 2 pursuant to Section 134 (3) (h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The details of loans, guarantees and investments covered under the provisions of Section 186 of the Act form part of the Notes to the financial statements of the Company.

No loans, guarantees and investments were made during the year.

PARTICULARS OF EMPLOYEES

The information required under Section 197(12) of the Act read with Rule 5(1), 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended from time to time in respect of Directors/employees of the Company is attached as **"Annexure- C"** to this report.

EMPLOYEE STOCK OPTION PLAN

Your Company has formulated 'Skipper Employee Stock Option Plan 2015' in accordance with SEBI (Share Based Employee Benefits) Regulations, 2014 to enable its employees to participate in the Company's future growth and financial success and to encourage and reward the performing employees. The Scheme is monitored by the Nomination and Remuneration Committee (also functioning as Compensation Committee) of the Board.

SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 have been made effective from 13th August, 2021, in place of SEBI (Share Based Employee Benefits) Regulations, 2014.

During the year, there has been no change in the 'Skipper Employee Stock Option Plan 2015' (scheme) and the same is in compliance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021. Further, no allotment under the ESOP scheme has been made by the Company during the FY 2021-22.

The applicable disclosures as required under SEBI (Share Based Employee Benefits) Regulations, 2021 are available on the website of the Company at https://repository.skipperlimited.com/investor-relations/pdf/ESOP-31may22.pdf

The Company has received a certificate from M/s. MKB & Associates., Secretarial Auditors confirming that 'Skipper Employee Stock Option Plan 2015' have been implemented in accordance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021. The said certificate is available for inspection by the members at the Company's registered office during the business hours on all working days up to the date of ensuing Annual General Meeting and would also be placed at the ensuing Annual General Meeting for inspection by the members.

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

Information on conservation of energy, technology absorption and foreign exchange earnings and outgo as stipulated in Section 134(3)(m) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014 is provided in **"Annexure – D"** to the Directors' Report..

AUDITORS & AUDIT REPORTS

Statutory Auditors and Auditor's Report

M/s. Singhi & Co., Chartered Accountants (Firm Registration No.: 302049E) have been appointed as the Statutory Auditors of the Company for a term of five years until the conclusion of 43rd Annual General Meeting of the Company to be held in 2024. The Auditors fulfill the eligibility and qualification norms as prescribed under the Act, the Chartered Accountants Act, 1949 and rules and regulations issued thereunder. In addition, the auditors hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India (ICAI), a prerequisite for issuing quarterly Limited Review reports.

The Auditor's Report on the standalone and consolidated financial statements of the Company for the year ended 31st March, 2022 forms part of this Annual Report and there are no qualifications, reservations, adverse remarks or disclaimer made by the statutory auditors in their report.

Secretarial Auditors and Secretarial Audit Report

Pursuant to the provisions of Section 204 of the Act, the Board had appointed M/s. MKB & Associates, Practicing Company Secretaries (FRN No.P2010WB042700) as Secretarial Auditor of the Company for the FY 2021-22. The Secretarial Audit Report for FY 2021-22 in form MR-3 is annexed to this report as **"Annexure- E".**

Cost Auditors and Cost Audit Report

Pursuant to the provisions of Section 148 of the Act and the Companies (Cost Records and Audit) Rules, 2014 the Company is required to maintain cost records for few of its products and get the same audited by a Cost Accountant in practice. Accordingly, the cost records are made and maintained by the Company.

The Board of Directors, on the recommendations made by the Audit Committee, has appointed M/s. AB & Co., Cost Accountants as the Cost Auditors of the Company for the FY 2022-23 at a remuneration of ₹70,000/- plus reimbursement of out of pocket expenses at actuals and applicable taxes.

Pursuant to Section 148 of the Act read with Rule 14(a) (ii) of Companies (Audit & Auditors) Rules, 2014, ratification of the remuneration payable to the cost auditor is being sought from the members of the Company at the ensuing Annual General Meeting. The requisite resolution has been set forth in the notice of the impending Annual General Meeting of the Company and the same is recommended for your consideration.

The Cost Auditors have certified that their appointment is within the limits of Section 141(3)(g) of the Act and that they are not disqualified from appointment within the meaning of the said Act.

Relevant cost audit report for the year 2020-21 was submitted to the Central Government within stipulated time and was free from any qualification or adverse remarks.

Internal Auditors

The internal audit for the FY 2021-22 was conducted by qualified Chartered Accountants employed by the Company in accordance with the provisions of Section 138 of the Act read with the Companies (Accounts) Rules, 2014.

REPORTING OF FRAUDS BY AUDITORS

During the year under review, none of the auditors have reported any instances of fraud committed against the Company as required to be reported under Section 143 (12) of the Act.

ANNUAL RETURN

Pursuant to the provisions of Section 134(3)(a) and Section 92(3) of the Act, as amended, read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company for the Financial Year ended 31st March, 2022 is available on the website of the Company at https://www.skipperlimited.com/Media/MGT-7-website%202021-22-14jun22.pdf

DEPOSITS

During the year under review, the Company has not accepted any deposits from the public within the meaning of Sections 73 of the Act read with the Companies (Acceptance of Deposits) Rules, 2014. As on 31st March, 2022 there were no deposits lying unpaid or unclaimed.

Loan has been advanced to the Company by some of the Directors during the year, details of which are available in notes to the financial statements.

CREDIT RATING

The credit rating of your Company for long term facilities is "ACUITE A-/ Stable" and for short term facilities is "ACUITE A2+". Details of the same are provided in the Corporate Governance Report.

CORPORATE GOVERNANCE

As per Regulation 34(3) read with Schedule V of the Listing Regulations, a separate section on corporate governance practices followed by the Company, together with a certificate from the Company's Statutory Auditors confirming compliance with the same has been disclosed under the Corporate Governance Report section of this Annual Report.

MANAGEMENT DISCUSSION & ANALYSIS REPORT

The Management Discussion and Analysis Report in compliance with Regulation 34(2) (e) of Listing Regulations is provided in a separate section and forms an integral part of this report.

COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD MEETINGS AND GENERAL MEETINGS

During the Financial Year 2021-22, the Company has complied with all the relevant provisions of the applicable Secretarial Standards issued by the Institute of Company Secretaries of India on Board Meetings and General Meetings.

HUMAN RESOURCES AND INDUSTRIAL RELATIONS

Employees are the most valuable and indispensable asset for a Company. The Company has always been proactive in providing growth, learning platforms, safe workplace and personal development opportunities to its workforce. The core focus of the Company has been on improvement and upliftment of the employees through continuous training & development programmes. The human resource department of the Company through its persistent efforts strives to achieve amicable working and industrial relations as a result of which the employee relations remained cordial throughout the year. The Company had 2100 permanent employees on its rolls as on 31st March, 2022.

DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has zero tolerance towards sexual harassment at workplace and is committed to provide a safe and secure working environment for all employees.

The Company has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at Workplace in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules made thereunder. An Internal Complaints Committee (ICC) has also been set up to redress complaints received regarding sexual harassment.

During the year under review, no cases were filed under the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

GENERAL DISCLOSURES

Your Directors state that:

1. No material changes and commitments affecting the financial position of the Company have occurred from the close of the financial year ended 31st March, 2022 till the date of this report. However, the Company is cautious with the recent surge in Covid-19 cases.
2. During the year, no significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operation in future.
3. The Company has not issued equity shares with differential rights as to dividend, voting or otherwise.
4. No proceedings are pending against the Company under the Insolvency and Bankruptcy Code, 2016.
5. The Company serviced all the debts & financial commitments as and when they became due and no settlements were entered into with the bankers.

ACKNOWLEDGEMENT

The Board of Directors wishes to express its gratitude and record its sincere appreciation for the commitment and dedicated efforts put in by all the employees at all the levels during this challenging time. Your Directors take this opportunity to express their grateful appreciation for the encouragement, co-operation and support received by the Company from the local authorities, bankers, customers, suppliers and business associates. The directors are thankful to the esteemed shareholders for their continued support and the confidence reposed in the Company and its management.

For and on behalf of the Board of Directors

Place: Kolkata Date: 11th May, 2022	**Sajan Kumar Bansal** Managing Director (DIN: 00063555)	**Devesh Bansal** Director (DIN: 00162513)

Annexure to Directors' Report
Annexure – A

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries or associate companies or joint ventures

Part A-Subsidiaries

1	Name of Subsidiary	NOT APPLICABLE
2	The date since when subsidiary was acquired	
3	Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	
4	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	
5	Share capital	
6	Reserves and surplus	
7	Total assets	
8	Total Liabilities	
9	Investments	
10	Turnover	
11	Profit before taxation	
12	Provision for taxation	
13	Profit after taxation	
14	Proposed Dividend	
15	Extent of shareholding (in percentage)	

Notes: 1. Names of subsidiaries which are yet to commence operations- NA
2. Names of subsidiaries which have been liquidated or sold during the year-NA

Part B -Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Sl No	Name of Joint Venture	Skipper- Metzer India LLP
1	Latest audited Balance Sheet Date	31st March, 2022
2	Date on which the Associate or Joint Venture was associated or acquired	9th March, 2018
3	Shares of Associate or Joint Ventures held by the company on the year end No.	N.A
	Amount of Investment in Associates or Joint Venture	₹ 104.23 million
	Extent of Holding (in percentage)	50% partnership Interest
4	Description of how there is significant influence	By virtue of joint arrangement whereby the Company has joint control and has the rights to the net assets of the arrangement.
5	Reason why the associate/joint venture is not consolidated	N.A
6	Networth attributable to shareholding as per latest audited Balance Sheet	₹ 72.18 million
7	Profit or Loss for the year	
	i. Considered in Consolidation	₹ (34.64) million
	ii. Not Considered in Consolidation	N.A

Notes: 1. Names of associates or joint ventures which are yet to commence operations- None
2. Names of associates or joint ventures which have been liquidated or sold during the year-None

For and on behalf of the Board of Directors

Sajan Kumar Bansal
Managing Director
(DIN - 00063555)

Devesh Bansal
Director
(DIN - 00162513)

Sharan Bansal
Chief Financial Officer

Anu Singh
Company Secretary

Place: Kolkata
Dated: 11th May, 2022

Annexure to Directors' Report
Annexure – B

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE YEAR ENDED 31ST MARCH, 2022

1. Brief outline of CSR Policy of the Company:

   Skipper has started its CSR campaign more than three decades ago and has been successful in reaching out to the most deprived tribal and rural brethren in remotest villages of India. Skipper believes in long-term sustainable growth to improve quality of life of the people with focus on communities that are disadvantaged, vulnerable and marginalized.

   Over the years, Skipper through its CSR Programs has set up the vision to develop 100 villages under its Integrated Village Development Programme ("IVD") and making it one of the most crucial missions under which the Company have been dedicatedly working to reach out to marginalized and deprived sections of its local communities and help them to become self-reliant.

   Our CSR philosophy is not limited to philanthropy, but encompasses holistic community development, institution-building and sustainability-related initiatives with an aim to bring about transformation in the local communities life through multi-faceted programmes of rural development through focused interventions in the areas of education, health services, skill training and livelihood enhancement to ensure socio-economic development of the communities through different participatory and need-based initiatives in the best interest of the poor and deprived sections of the society so as to help them to become self-reliant and build a better tomorrow for themselves.

   The Company has formulated a CSR Policy in accordance with the applicable provisions of the Companies Act, 2013 read with the relevant rules framed thereunder and the same is available on the website of the Company at https://repository.skipperlimited.com/investor-relations/pdf/CSR-Policy-25.05.21.pdf.

   The CSR Policy reflects the Company's intent and sense of commitment as a corporate citizen and lays down the guidelines for adopting a meticulous approach with an aim to set up a framework governed by basic principles and actions to be taken by the management for safeguarding the interest of the society. The Policy provides required guiding principles for selection, formulation, implementation, monitoring, evaluation, documentation and reporting of CSR initiatives of the Company as well as formulation of annual action plan.

2. Composition of the CSR Committee:

Sl. No.	Name of Director	Designation/Nature of Directorship	No. of meetings of CSR Committee held during the year	No. of meetings of CSR Committee attended during the year
1	Sri Amit Kiran Deb	Chairman-Non-Executive Independent Director	1	1
2	Sri Sajan Kumar Bansal	Member-Managing Director	1	1
3	Sri Devesh Bansal	Member-Executive Director	1	1

3. Provide the web-link where Composition of CSR Committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company.:

Sl. No.	Particulars	Web-link
1	Composition of the CSR Committee	https://repository.skipperlimited.com/investor-relations/pdf/BOARD-STRUCTURE-28may22.pdf
2	CSR Policy	https://repository.skipperlimited.com/investor-relations/pdf/CSR-Policy-25.05.21.pdf
3	CSR Projects	https://www.skipperlimited.com/Media/CSR-ACTION-PLAN-2022-23-18may22.pdf

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

   Not applicable.

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

   Not applicable.

6. Average Net Profit of the Company as per section 135(5): ₹ 271.72 million

7. (a) Two percent of average net profit of the Company as per section 135(5) : ₹ 5.43 million

   (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: Nil

   (c) Amount required to be set off for the financial year, if any: Nil

   (d) Total CSR obligation for the financial year (7a+7b-7c): ₹ 5.43 million

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

Total amount spent for the Financial Year (in ₹)	Amount Unspent (in ₹)				
	Total amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
₹ 6.00 million	Nil	N.A.	N.A.	Nil	N.A.

(b) Details of CSR amount spent against ongoing projects for the financial year:

Not applicable.

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

1	2	3	4	5		6	7	8	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/ No)	Location of the project		Amount spent for the project (₹ in million)	Mode of imple mentation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District			Name	CSR Registration number
1	Promoting health care: Under this project, contributions are made towards financial support towards running of medical facilities at hospitals	Promoting health care including preventing health care.	Yes	West Bengal	Kolkata	0.20	No	Skipper Foundation	CSR00004584

1	2	3	4	5		6	7	8	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/ No)	Location of the project		Amount spent for the project (₹ in million)	Mode of implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District			Name	CSR Registration number
2	Integrated Village Development programme (IVD): IVD project running at Dumma, Deoghar, Jharkhand aims to make 100 village self-sustainable. The major works undertaken under the project are One Teacher School, Ekal on wheel, Organizing health check-up and eye-check-up camps, running of homeopathy dispensary and isolation centre for Covid-patient, running of skill development courses like Computer training, tailoring, plumbing, Beautician and Organic farming courses etc.	Rural Development	No	Jharkhand	Dumma, Deoghar	2.20	No	Friends of Tribal Society	CSR00001898
						2.60	No	Skipper Foundation	CSR00004584
						1.00	No	Sheobai Bansal Charitable Trust	CSR00004585
		TOTAL				**6.00**			

(d) **Amount spent in Administrative Overheads:** Nil

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

(f) **Total amount spent for the Financial Year (8b+8c+8d+8e):** ₹ 6.00 million

(g) **Excess amount for set off, if any:**

Sl. No.	Particulars	Amount (₹ in million)
(i)	Two percent of average net profit of the company as per section 135(5)	5.43
(ii)	Total amount spent for the Financial Year	6.00
(iii)	Excess amount spent for the financial year [(ii)-(i)]	0.57
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	0.57

9. **(a) Details of Unspent CSR amount for the preceding three financial years:**

   Not applicable.

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

   Not applicable.

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

    (a) Date of creation or acquisition of the capital asset(s): Not applicable.

    (b) Amount of CSR spent for creation or acquisition of capital asset: Not applicable.

    (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.: Not applicable.

    (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset): Not applicable.

11. **Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5):** The Company has spent the prescribed amount in the financial year 2021-22.

For and on behalf of the Board of Directors

Place: Kolkata Date: 11th May, 2022	Sajan Kumar Bansal Managing Director (DIN: 00063555)	Amit Kiran Deb Chairman- CSR Committee (DIN: 02107792)

Annexure to Directors' Report
Annexure – C

STATEMENT PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

(i) Ratio of remuneration of each director to the median remuneration of employees of the Company for the financial year 2021-22 and percentage increase in remuneration of each Directors, Chief Financial Officer and Company Secretary during the financial year 2021-22 are as under.

Name of Director/ KMP	Designation	Ratio of remuneration of each Director to the Median remuneration of employees	Percentage increase in Remuneration
Executive Directors			
Sri Sajan Kumar Bansal	Managing Director	52.71:1	0.00%
Sri Sharan Bansal	Executive Director	43.93:1	0.00%
Sri Devesh Bansal	Executive Director	43.93:1	0.00%
Sri Siddharth Bansal	Executive Director	43.93:1	0.00%
Sri Yash Pall Jain	Executive Director	18.3:1	11.11%
Non-Executive Directors			
Sri Amit Kiran Deb	Independent Director	0.92:1	NA
Sri Joginder Pal Dua	Independent Director	0.64:1	NA
Sri Ashok Bhandari	Independent Director	0.81:1	NA
Sri Pramod Kumar Shah	Independent Director	0.53:1	NA
Smt. Mamta Binani	Independent Director	0.59:1	NA
Key Managerial Personnel			
Sri Arvind Joshi	Chief Financial Officer	NA	NA
Sri Manish Agarwal	Company Secretary	NA	NA
Smt. Anu Singh	Company Secretary	NA	NA
Sri Sharan Bansal	Chief Financial Officer	NA	NA

Note -

a) Sri Joginder Pal Dua has resigned from his designation as an Independent Director w.e.f 25th February 2022.

b) Sri Arvind Joshi ceased to be the Chief Financial Officer of the Company w.e.f 10th May, 2021. Sri Sharan Bansal was appointed as the Interim Chief Financial Officer of the company w.e.f 9th November, 2021 and became the Chief Financial Officer of the company w.e.f 11th May, 2022.

c) Sri Manish Agarwal ceased to be the Company Secretary w.e.f. 25th January 2022 and Smt. Anu Singh was appointed as the Company Secretary w.e.f. 27th January 2022

d) Non-Executive Directors were only paid sitting fees for the Board and Committee meetings attended by them and therefore the percentage increase in their remuneration is Not Applicable.

(ii) The percentage increase in the median remuneration of employees in the financial year 2021-22 was 13.96 %.

(iii) The Company has 2100 permanent employees on the rolls of the Company as on 31st March 2022.

(iv) Average percentile increase in the salaries of employees other than the managerial personnel in the financial year 2021-22 was 0.11%, whereas the average percentile increase in the managerial remuneration was 0.91%.

Increase in remuneration of employees is based inter alia on an overall appraisal of the employees, Company's business performance and Nomination and Remuneration Policy of the Company.

(v) It is hereby affirmed that the remuneration paid during the year ended 31st March 2022 is as per the Nomination and Remuneration Policy of the Company.

For and on behalf of the Board of Directors

Place: Kolkata
Date: 11th May, 2022

Sajan Kumar Bansal
Managing Director
(DIN: 00063555)

Devesh Bansal
Director
(DIN: 00162513)

Statement Pursuant To Section 197(12) Of The Companies Act, 2013 Read With Rule 5(2) And 5(3) Of The Companies (Appointment And Remuneration Of Managerial Personnel) Rules, 2014

Sl No	Name	Age (years)	Qualification	Experience (years)	Designation	Nature of employment	Date of commencement of employment	Remuneration received (Rs p.a.)- Considering Mar'22 provision	Particulars of last employment	Percentage of equity shares held in the company
1	Sajan Kumar Bansal	63	B.Com	37	MD	Contractual	26-10-1984	1,44,00,000	NA	0.09%
2	Sharan Bansal	41	Graduate in Mechanical Engineering	19	WTD	Contractual	02-04-2002	1,20,00,000	NA	0.01%
3	Devesh Bansal	39	Master of Science in International Business & Management	19	WTD	Contractual	05-04-2002	1,20,00,000	NA	0.01%
4	Siddharth Bansal	34	Bachelor of Science in Management	11	WTD	Contractual	10-03-2010	1,20,00,000	NA	0.01%
5	Yash Pall Jain	62	B.Com	38	WTD	Contractual	06-09-2017	40,97,736	Bhushan Power & Steel Limited	Nil
6	Jaideep Mallick	54	CGMA, CA	27	Sr Vice President Finance and Operations	Confirmed	23-08-2021	35,43,301	Siemens Gamesa Renewables Power Pvt Ltd	Nil
7	Sujal Kumar Bipinchandra Shah	44	Master of Engineering (Civil-Structural)	21	Vice President- Design & Engineering	Probationer	17-01-2022	8,52,296	ADANI Group	Nil
8	Rajan Gupta	54	MBA	21	Sr. Vice President - Pole	Confirmed	16-08-2016	37,90,848	Hindustan Zinc Limited	Nil
9	Sushil Kumar Beriwal	57	B.Com	26	President - Project	Confirmed	01-03-1995	42,40,008	NA	0.008%
10	Ashish Kukreja	47	BE (Electronics)	26	Head of Sales- Rest of India	Probationer	01-11-2021	15,54,935	FINOLEX CABLES LTD	Nil
11	Mainak Ranjan Chaki	48	MBA	23	Vice President-Human Resource	Confirmed	03-03-2016	32,49,480	Carlsberg India	0.013%
12	Neeraj Mehta	46	PGDBA	19	Head of Project-Sales	Confirmed	11-12-2017	39,98,942	Apollo Tyres Limited	Nil
13	Abhishek Goel	36	MS and B. Tech in Mechanical Engineering	11	Associate Vice President	Confirmed	29-08-2012	35,44,944	Lam Research Corporation, California	Nil
14	Durga Singh Shekhawat	61	PGDM (M&F)	33	Vice President	Confirmed	05-05-2015	29,94,691	Man Structural Pvt. Ltd.	Nil
15	Rajiv Agarwal	38	B.Com	17	Associate Vice President	Confirmed	01-11-2004	26,36,556	NA	0.013%

Note: None of the above employees are relative of any of the Director of the Company.

For and on behalf of the Board of Directors

Place: Kolkata
Date: 11th May, 2022

Sajan Kumar Bansal
Managing Director
(DIN: 00063555)

Devesh Bansal
Director
(DIN: 00162513)

Annexure to Directors' Report
Annexure – D

INFORMATION ON CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO PURSUANT TO SECTION 134(3) OF THE COMPANIES ACT, 2013 READ WITH RULE 8(3) OF THE COMPANIES (ACCOUNTS) RULES, 2014

A. CONSERVATION OF ENERGY

(i) Steps taken or impact on conservation of energy:

Your Company is always committed to sustainable business practices and conscious efforts are being made towards improving energy performance, year on year. All business units of the Company continued their efforts to improve energy usage efficiencies, adoption of renewable energy, reduce energy consumption and find alternate source of energy to align with the Company's overall sustainability approach. This is done by adopting an approach of continual improvement process like energy related parameters are monitored on regular basis, regular maintenance of plant & machinery, installation of automated machines and watchful supervision which results in reduction in energy consumption. Steps are also taken for replacing defective and inefficient equipments as and when required.

Some of the steps undertaken for optimization of energy across the Company are outlined as under:

- Heat Recovery System in rolling mills:-

  As a sustainable energy conservation initiative, we have installed recuperator in rolling mills by which we are recovering significant quantities of waste heat (approx. 350^0C-400^0C) from flue gases & reusing it for preheating of furnaces. Hence, we are saving bulk quantities of coal consumption by this heat recovery process through recuperator.

- Installation of Energy efficient lighting arrangements & motors:

  Based on lux level monitoring, we are doing phase wise replacement of conventional lighting arrangements with energy efficient LED lights across the organization. In addition, higher rated motors & blowers are also getting replaced with energy efficient alternatives.

- Close room concept for GI operation:

  Instead of open galvanizing, we have implemented close room operation & working on phase wise implementation of rest galvanizing processes. This entire activity comprises of VFD control mechanism which has significant role in energy conservation. Due to enclosed fume extraction system, energy consumption required for blower operation are also very less in respect to conventional open dipping galvanizing process.

- Utilization of waste flue gas from zinc melting furnace in the drier of galvanizing plant.
- Use of furnace oil as fuel in rolling mill.
- Reduction in usage of generators.
- Energy efficiency-key criteria for purchase of new machinery.

(ii) Steps taken by the Company for utilizing alternate sources of energy:

- Turbo vents are installed for better air circulation without electrical energy.
- In place of electrical lighting appliances, transparent roofing sheets are used in factory sheds for illuminating the area with solar radiation.

(iii) Capital investment on energy conservation equipments:

During the current financial year, the Company has not incurred any major capital expenditure on energy conservation equipment except maintenance capex.

B. TECHNOLOGY ABSORPTION

(i) Efforts made towards technology absorption:

- In-house research is being carried out by the Company for developing new and better products and also for improving the quality of existing products.
- New technology machines are being used by the Company for better production and effective utilization of resources.

(ii) Benefits derived like product improvement, cost reduction, product development or import substitution:

- Improved product quality.
- Improvement in productivity and cost reduction.

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

No new technologies were imported during the last three years, however few machineries were imported during the said period.

(iv) Expenditure incurred on Research and Development (R&D):

The details of the expenditure incurred are as follows:

Particulars	(₹ in million)
Capital Expenditure	96.18
Revenue Expenditure	143.21
Total	**239.39**

C. FOREIGN EXCHANGE EARNINGS AND OUTGO DURING THE YEAR

Particulars	(₹ in million)
Foreign Exchange earned	4,691.46
Foreign Exchange outgo	3,697.33

For and on behalf of the Board of Directors

Place: Kolkata
Date: 11th May, 2022

Sajan Kumar Bansal
Managing Director
(DIN: 00063555)

Devesh Bansal
Director
(DIN: 00162513)

Annexure to Directors' Report
Annexure – E

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2022

[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,
SKIPPER LIMITED

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

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

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit and considering the relaxations granted by Ministry of Corporate Affairs and Securities and Exchange Board of India due to COVID-19 pandemic, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2022 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2022, to the extent applicable, according to the provisions of:

i) The Companies Act, 2013 (the Act) and the Rules made thereunder;

ii) The Securities Contracts (Regulation) Act, 1956 and Rules made thereunder;

iii) The Depositories Act, 1996 and Regulations and Bye-laws framed thereunder;

iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct investment and External Commercial Borrowings;

v) The Regulations and Guidelines prescribed under the Securities & Exchange Board of India Act, 1992 ("SEBI Act") or by SEBI, to the extent applicable

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

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

   c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

   d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021;

   e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

   f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;

   g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;

   h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

   i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

vi) Other than fiscal, labour and environmental laws which are generally applicable to all manufacturing/trading companies, no other laws/ acts are specifically applicable to the Company.

We have also examined compliance with the applicable clauses of Secretarial Standards issued by The Institute of Company Secretaries of India.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that

a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. Consequent to resignation of Mr. J P Dua, Independent Director with effect from 25.02.2022, the Board of Directors is not duly constituted as required under Regulation 17(1)(a) of Listing Regulations. Further, upon resignation of Mr. Arvind Joshi, Chief Financial Officer (CFO) of the Company, the company did not have a CFO for the period from 10.05.2021 to 08.11.2021.

b) 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. The company has held two meetings of Board of Directors of the Company at shorter notice and complied with the provisions of the Act.

c) None of the directors in any meeting dissented on any resolution and hence there was no instance of recording any dissenting member's view in the minutes.

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

We further report that during the period under audit, there was a delay in submission of disclosure by the company to the Stock Exchanges under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with respect to resignation of Mr. J P Dua as an Independent Director of the company with effect from 25.02.2022. The company has received communication from Stock Exchanges advising it to take abundant precaution in future and ensure timely intimation to the exchanges.

We further report that during the period under audit, the Company has passed special resolution for re-appointment of Sri Yash Pall Jain (DIN: 00016663) as Whole Time Director of the Company for the period of 1 year from 6th September, 2021;

This report is to be read with our letter of even date which is annexed as Annexure – I which forms an integral part of this report.

For MKB & Associates
Company Secretaries
Firm Reg No: P2010WB042700

Raj Kumar Banthia
[Partner]
ACS no. 17190
COP no. 18428
UDIN:A017190C000238334

Place: Kolkata
Date: 11th May, 2022

Annexure- I

To
The Members,
SKIPPER LIMITED

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

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

For MKB & Associates
Company Secretaries
Firm Reg No: P2010WB042700

Raj Kumar Banthia
[Partner]
ACS no. 17190
COP no. 18428

Place: Kolkata
Date: 11th May, 2022
UDIN:A017190C000238334

Report On Corporate Governance

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Corporate Governance covers various aspects of a business by which organizations are directed and managed. Corporate Governance influences how the objectives of a business are set and achieved, how risks are monitored and assessed, and how internal performance is optimized. It refers to a methodological application of techniques aimed at attaining greatest level of integrity, fairness, equity, transparency, accountability and commitment. It helps companies deliver long-term corporate success with economic growth and ensures that the management of a company considers the best interests of everyone.

Your company adheres to the best practices on Corporate Governance and is committed to doing things in the right way. Your company maintains the highest standard of corporate behavior, to succeed in the long run. Our corporate structure, business operations and disclosure practices have been strictly aligned to our Corporate Governance philosophy. The management through its persistent efforts continues to adapt and follow best practices in all the functional areas for efficiently discharging its responsibilities towards all the stakeholders.

2. BOARD OF DIRECTORS

COMPOSITION OF THE BOARD

The Board plays a crucial role in overseeing how the management serves the short and long-term interests of the stakeholders. Accordingly, to oversee the same, competent, experienced and eminent personalities from diverse spheres, possessing varied skills, qualifications, expertise and experience have been selected and appointed as the members of the Board.

Your Company firmly believes that a diversified and cohesive Board with strong Independent representation is necessary to ensure the highest level of Corporate Governance. As on 31st March, 2022 the Board consists of nine Directors comprising of four Independent Directors including a woman director and five Executive Directors. The position of the Chairman of the Board and the Managing Director are held by separate individuals, where the Chairman of the Board is an Independent Director. None of the Independent Directors are more than 75 years of age. The profile of the Directors can be accessed on the Company's website at https://www.skipperlimited.com/about-us/senior-management.aspx

As on the date of this report, the Board's composition is in accordance with the provisions of Section 149 of the Companies Act, 2013 (hereinafter referred to as 'Act'). Sri J. P. Dua, Non-Executive Independent Director has resigned from the directorship of the Company w.e.f 25th February, 2022. Further, Sri Raj Kumar Patodi (DIN: 00167437) has been appointed as an Additional Director (Independent) of the Company, by the Board in its meeting dated 11th May 2022 as per recommendation of the Nomination & Remuneration Committee.

DIRECTORSHIP(S), COMMITTEE MEMBERSHIP(S)/CHAIRMANSHIP(S) AND SHAREHOLDING

Every Director on the Board notifies the Company on an annual basis about the Board and the Committee positions which he/she occupies in other Companies and constantly updates any changes therein. The number of Directorship(s), Committee Membership(s)/ Chairmanship(s) of all the Directors is within respective limits prescribed under the Act and the Listing Regulations.

The details of each member of the Board as on 31st March, 2022 are given below:

Sl. No.	Name & Designation/Category	DIN	Initial Date of Joining the Board	Running Term of Independent Director	Number and percentage of equity shares held in the Company	Number of Directorship in other Companies [a]			Number of Membership/ Chairmanship of Committees of other Companies [b]		Names of the other Listed entities & category of directorship
						Private Companies	Unlisted Public Companies	Listed Public Companies	As Chairman	As Member	
1.	Sri Amit Kiran Deb (Non-Executive Independent Chairman)	02107792	28. 01. 2010	2nd Term	-	-	3	6	3	8	India Power Corporation Limited (Non-Executive Independent Director)
											Emami Limited (Non-Executive Independent Director)
											Century Plyboards (India) Limited (Non-Executive Independent Director)
											Star Cement Limited (Non-Executive Independent Director)
											B & A Limited (Non-Executive Independent Director)
											Emami Paper Mills Limited (Non-Executive Independent Director)
2.	Sri Ashok Bhandari (Non-Executive Independent Director)	00012210	06. 09. 2017	1st Term	-	3	3	5	1	7	Maithan Alloys Limited (Non-Executive Independent Director)
											IFB Industries Limited (Non-Executive Independent Director)
											Rupa & Company Limited (Non-Executive Independent Director)
											Maharashtra Seamless Limited (Non-Executive Independent Director)
											N.B.I. Industrial Finance Company Limited (Non-Executive Independent Director)

3.	Sri Pramod Kumar Shah (Non-Executive Independent Director)	00343256	30. 09. 2018	1st Term	-	-	6	3	5	10	Emami Frank Ross Limited (Non-Executive Independent Director) Star Cement Limited (Non-Executive Independent Director) Shyam Century Ferrous Limited (Non-Executive Independent Director)
4.	Smt. Mamta Binani (Non-Executive Independent Woman Director)	00462925	12. 02. 2015	2nd Term	-	1	4	4	1	5	Emami Limited(Non-Executive Independent Director) GPT Infraprojects Limited (Non-Executive Independent Director) Emami Paper Mills Limited (Non-Executive Independent Director) Balrampur Chini Mills Limited (Non-Executive Independent Director)
5.	Sri Sajan Kumar Bansal (Managing Director-Promoter)	00063555	26. 10. 1984	NA	-	5	2	-	1	1	None
6.	Sri Sharan Bansal (Executive Director-Promoter)	00063481	02. 04. 2002	NA	-	2	4	-	-	-	None
7.	Sri Devesh Bansal (Executive Director-Promoter)	00162513	05. 04. 2002	NA	-	3	5	-	-	-	None

Sl. No.	Name & Designation/Category	DIN			Number and percentage of equity shares held in the Company	Number of Directorship in other Companies [a]			Number of Membership/ Chairmanship of Committees of other Companies [b]		Names of the other Listed entities & category of directorship
						Private Companies	Unlisted Public Companies	Listed Public Companies	As Chairman	As Member	
8.	Sri Siddharth Bansal (Executive Director-Promoter)	02947929	10.03.2010	NA	-	-	3	-	-	-	None
9.	Sri Yash Pall Jain[c] (Executive Director- Non Promoter)	00016663	06.09.2017	NA	-	-	-	-	-	-	None

a. *Excludes foreign companies, guarantee companies and companies registered under Section 8 of the Act.*

b. *Represents only membership/chairmanship of Audit Committee & Stakeholders Relationship Committee of Public Companies whether listed or not..*

c. *Re-appointed as Executive Director of the Company w.e.f 6th September 2021.*

d. *Apart from as stated above the directors do not hold any other shares/convertible instruments.*

e. *Number of Directorship, Committee Membership(s)/ Chairmanship(s) of all the Directors as on 31st March, 2022 is within the prescribed limits*

CORE SKILLS, EXPERTISE, COMPETENCIES AND ATTRIBUTES OF THE DIRECTORS

We believe that it is the collective effectiveness of the Board that impacts Company's performance and therefore members of the Board should have a balance of skills, experience and diversity of perspectives appropriate to the Company. The identification of the core skills of individual Directors not only assist in ascertaining the specialisation of each Director but also helps in identifying the gaps in core skill required for effective functioning of the Company. The specific areas of focus or expertise of individual Board members have been highlighted in the table below:

Key Attributes/Areas of Expertise	Sri Sajan Kumar Bansal	Sri Sharan Bansal	Sri Devesh Bansal	Sri Siddharth Bansal	Sri Yash Pall Jain	Sri Amit Kiran Deb	Smt. Mamta Binani	Sri Ashok Bhandari	Sri Pramod Kumar Shah
Industry Expertise	✓	✓	✓	✓	✓	-	-	-	-
Financial, Taxation & Accounting	✓	✓	✓	✓	-	✓	✓	✓	✓
Legal, Compliance, Governance & Risk Management	✓	-	✓	-	✓	-	✓	✓	✓
Sales & Marketing	✓	✓	✓	✓	-	-	-	-	-
Leadership, Management & Corporate Strategy	✓	✓	✓	✓	✓	✓	✓	✓	✓
Administration & Human Resource	✓	✓	✓	-	✓	✓	✓	✓	-

INTER-SE RELATIONSHIP BETWEEN DIRECTORS

Sri Sharan Bansal, Sri Devesh Bansal, Sri Siddharth Bansal, Executive Directors of the Company are brothers amongst themselves and are sons of Sri Sajan Kumar Bansal who is the Managing Director of the Company. None of the other Directors of the Company are related to each other in accordance with Section 2(77) of the Act, including the rules made thereunder.

BOARD PROCEDURES AND FLOW OF INFORMATION

The Company adheres to the provisions of the Act, Secretarial Standards and Listing Regulations with respect to convening and holding the meetings of the Board of Directors and its Committees. The Board meets at regular intervals to discuss and decide on business strategies/ policies, financial results, business operations, future course of actions and reviews all the relevant information which is mandatorily required to be placed before the Board. Minimum four prescheduled Board meetings are held during a year and additional meetings are held to address specific needs. However, in case of a special and urgent business need, the Board's approval is taken by passing resolutions by circulation, as permitted by law, which are noted and confirmed in the subsequent Board Meeting.

The agenda of the Board/Committee meeting is set by the Company Secretary in consultation with the Chairman and Managing Director of the Company and are circulated amongst the Director's well in advance to enable the Board to take informed decisions. The agenda for the Board and Committee meetings include detailed notes on the items to be discussed at the meeting. At Board/Committee meetings, departmental heads and representatives who can provide additional insights are invited, if required. Draft minutes of the proceedings of the meetings are circulated in time and the comments, if any, received from the Directors are incorporated in the minutes in consultation with the Chairman. Important decisions taken by the Board and its Committees are promptly communicated to the concerned departments. Action taken reports on decisions of the previous meetings are placed at the next meeting(s) for information and further recommended actions, if any.

MEETING OF THE BOARD OF DIRECTORS

Four Board Meetings were held during the FY 2021-22 in compliance with the various provisions of the Act/Listing Regulations and in accordance with the relaxations provided by MCA/SEBI with regard to the outbreak of Covid 19 pandemic. The maximum interval between any 2 (two) consecutive Board Meetings was well within the maximum allowed gap of 120 (one hundred and twenty) days. The necessary quorum was present for all the meetings.

Attendance of Directors at the Board Meetings and at the 40th Annual General Meeting held on 28th September 2021:

Sl. No.	Name of the Directors	Attendance at Board Meetings held during the year						Attendance at last AGM held on 28th September 2021
		4th May 2021	12th August 2021	9th November 2021	25th January 2022	Number of meetings held	Number of meetings attended	
1	Sri Amit Kiran Deb	✓	✓	✓	✓	4	4	✓
2	Sri Sajan Kumar Bansal	✓	✓	✓	✓	4	4	✓
3	Sri Sharan Bansal	✓	✓	✓	✓	4	4	✓
4	Sri Devesh Bansal	✓	✓	✓	✓	4	4	✓
5	Sri Siddharth Bansal	✓	✓	✓	✓	4	4	✓
6	Sri Yash Pall Jain	✓	✓	✓	✓	4	4	✓
7	Sri Ashok Bhandari	✓	✓	✓	✓	4	4	✓
8	Sri Pamod Kumar Shah	✓	✓	✓	✓	4	4	✓
9	Smt. Mamta Binani	✓	✓	✓	✓	4	4	✓
10	Sri Joginder Pal Dua**	✓	✓	✓	✓	4	4	✓

** Due to outbreak of Covid 19 pandemic, the 40th Annual General Meeting of the Company was held through Video Conferencing/Other Audio Visual Means (OAVM) mode in compliance with the circulars issued by MCA/SEBI in this regard.*

*** Resigned from the Board w.e.f. 25th February, 2022.*

INDEPENDENT DIRECTORS

In the opinion of the Board, all the Independent Directors of the Company meet the criteria of independence as laid down under Section 149(6) of the Act and the Listing Regulations and are independent of the management. The number of Directorship of all the Independent Directors is within the respective limits prescribed under the Companies Act, 2013 and Listing Regulations. None of the Independent Directors are aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge duties with an objective independent judgment and without any external influence. The Board Of Directors have taken on record the declaration and confirmation submitted by the Independent Directors after undertaking due assessment of the veracity of the same.

All the Independent Directors of the Company have duly registered their names in the databank of Independent Directors as being maintained by the Indian Institute of Corporate Affairs (IICA) in terms of Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and the Directors who were required, have duly qualified the online proficiency self-assessment test in terms of Rule 6(4) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

MEETING OF THE INDEPENDENT DIRECTORS

Independent Directors of the Company met separately on 04th May 2021 without the presence of Non-Independent Directors and members of management. Sri Amit Kiran Deb designated as the Lead Independent Director, chaired the Independent Director's meeting. In accordance with the Listing Regulations, following matters were, inter alia, reviewed and discussed in the meeting:

- Performance of Non-Independent Directors and the Board of Directors as a whole.

- Performance of the Chairman of the Company after taking into account the views of Executive Directors.

- Assessment of the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

RESIGNATION & APPOINTMENT OF INDEPENDENT DIRECTORS

The terms and conditions of the appointment of Independent Directors are available on Company's website at https://www.skipperlimited.com/Media/AppointmentletterofID-21apr21.pdf

Sri Joginder Pal Dua, Independent Director of the Company has resigned from the Board as an Independent Director w.e.f 25th February 2022, due to personal reasons, other commitments and desire to pursue areas of interest. Further, he has confirmed that there is no other material reason for his resignation other than provided hereinabove.

Pursuant to the recommendation of the Nomination & Remuneration Committee, the Board of Directors of the Company has appointed Sri Raj Kumar Patodi (DIN: 00167437) as an Additional Director (Independent) of the Company, with effect from 11th May 2022.

FAMILIARIZATION PROGRAMMES FOR INDEPENDENT DIRECTORS

All the new Directors inducted on the Board are provided a formal orientation programme to acquaint them with the Company's background history, milestones, nature of industry, product offerings, businesses, policies of the Company, structure of the board and committees. The Managing Director of the Company also has a one to one discussion with the newly appointed Director to familiarize him with the Company's culture.

Further, at regular intervals familiarization programs are arranged wherein Independent Directors are informed about business strategy, business operations, market share, financial parameters, regulatory and business scenario of the industry, changes in business model and are provided with all necessary updates, documents, reports, policies to ensure that the Independent Directors are properly aware about the business and performance of the Company from time to time. Such programmes provide an opportunity to the Directors to understand the business and strategy of the Company in detail. Significant statutory updates are circulated on a regular basis through which all the Directors are made well versed with all the significant regulatory developments and amendments in the corporate sector.

During the year, one familiarization programme was conducted on 09th November, 2021, at Kolkata.

The details of familiarization program imparted to the Independent Directors are available on the website of the Company at https://www.skipperlimited.com/Media/Familiarisation-programme-8may2021-22.pdf

REMUNERATION OF DIRECTORS

The Company has adopted a Nomination & Remuneration Policy to determine the compensation structure of the Executive/Non-Executive Directors. The Policy is intended to set out specific criteria to pay equitable remuneration to the Directors, Key Managerial Personnel's (KMP), Senior Management Personnel's (SMP) and other employees of the Company in consonance with the existing industry practice and aims at attracting and retaining high calibre talent. Remuneration of Executive and Non-executive Directors is determined by the Board, on the recommendation of the Nomination and Remuneration Committee, subject to the approval of the shareholders, as may be required. All remuneration, in whatever form, payable to Senior Management are also recommended by this Committee.

The salient features of the Nomination & Remuneration Policy are provided in the Board's Report and the detailed policy is available on the Company's website at https://www.skipperlimited.com/Media/Nomination_&_Remuneration_Policy.pdf

(a) Remuneration paid to Executive Directors

The appointment and remuneration of Executive Directors are governed by the Articles of Association of the Company and the resolutions passed by the shareholders of the Company. The remuneration paid to Executive Directors is determined keeping in view the industry benchmarks, the performance of the Director, the performance of the Company and upon the recommendation of Nomination & Remuneration Committee.

Details of remuneration paid to Executive Directors during the year 2021-22 are given below:

Name	Designation	Remuneration (₹ in millions)	Bonus/Commission/Pension etc (₹ in millions)	Period of appointment/ Service Contract	Notice Period	Severance Fee	Stock Option
Sri Sajan Kumar Bansal	Managing Director	14.40	Nil	Appointed for a period of 5 years upto 30th June, 2024	Three months prior notice in writing	NIL	NIL
Sri Sharan Bansal	Executive Director	12.00	Nil	Appointed for a period of 3 years upto 30th June 2022			
Sri Devesh Bansal	Executive Director	12.00	Nil	Appointed for a period of 3 years upto 31st March, 2022			
Sri Siddharth Bansal	Executive Director	12.00	Nil	Appointed for a period of 3 years upto 31st March, 2022			
Sri Yash Pall Jain	Executive Director	4.75	0.25	Appointed for a period of 1 year upto 5th September, 2022			

(b) Remuneration paid to Non-Executive Directors

The Non-Executive Directors are paid sitting fee of ₹25,000/- for attending each board meeting, ₹15,000/- for attending each Committee meeting and are also paid commission if recommended by the Nomination and Remuneration Committee and approved by the Board. The Non-Executive Directors are not entitled to any stock options.

The Company has no pecuniary relationship or transactions with its Non-Executive Directors other than payment of sitting fee and out-of pocket expenses, if any, to them for attending the Board and Committee meetings.

Details of remuneration paid to Non-Executive Directors during the year 2021-22 are given below: (₹ in millions)

Name	Sitting Fee[1,2]
Sri Amit Kiran Deb	0.250
Sri Joginder Pal Dua*	0.175
Sri Ashok Bhandari	0.220
Sri Pramod Kumar Shah	0.145
Smt. Mamta Binani	0.160

[1]*Includes sitting fees paid for the Board and Committee Meetings.*

[2]*No commission was paid during the year.*

**Resigned from the Board w.e.f. 25th February, 2022*

3. COMMITTEES OF THE BOARD

The Board Committees play a crucial role in the governance structure of the Company and have been constituted to focus on those aspects of business that require special attention. Each Committee is guided by its terms of reference, which defines the composition, scope and powers of the Committee. The Committees administered by their respective Chairman meet at regular intervals. Further, the minutes of all the Committee meetings are placed before the Board for review.

The Board has constituted the following committees.

A. AUDIT COMMITTEE

The Audit Committee has been constituted in accordance with the provisions of Section 177 of the Act and Regulation 18 of the Listing Regulations and comprises of four directors out of which three are Independent Directors. The Chairman of the Committee is an Independent Director. All the members of the Committee are financially literate and experienced and bring in the specialized knowledge and proficiency in the fields of accounting, audit, finance, taxation, banking, compliance, strategy and management.

The Audit Committee acts as a link between the management, the Statutory Auditors, Internal Auditors and the Board, and plays a pivotal role in reviewing the Company's financial information, audit and accounting matters, internal control measures, related party transactions, functioning of whistle blower mechanism, evaluation of internal financial controls and risk management systems and policies.

Audit Committee meetings are held at the end of each quarter and additional meetings are held as and when necessary. The representative of the Statutory Auditors, Internal Auditors and the Chief Financial Officer of the Company are permanent invitees to the Audit Committee meetings and the Company Secretary acts as Secretary to the Committee.

During the financial year 2021-22, the Audit Committee met four times on 04th May 2021, 12th August 2021, 9th November 2021 and 25th January 2022 and the maximum interval between any 2 (two) consecutive meetings was well within the maximum allowed gap of 120 (one hundred and twenty) days. All the recommendations made by the Audit Committee during the year under review were duly accepted by the Board.

The composition of Audit Committee and the details of meetings attended by the members are given below:

Name	Category	Position	Attendance at Committee Meetings held during the year					
			04th May 2021	12th August 2021	9th November 2021	25th January 2022	Number of meetings held	Number of meetings attended
Sri Amit Kiran Deb	Non-Executive Independent Director	Chairman	✓	✓	✓	✓	4	4
Sri Joginder Pal Dua*	Non-Executive Independent Director	Member	✓	✓	✓	✓	4	4
Sri Ashok Bhandari	Non-Executive Independent Director	Member	✓	✓	✓	✓	4	4
Sri Sharan Bansal	Executive Director	Member	✓	✓	✓	✓	4	4

$ *Necessary quorum was present in all the meetings.*

* *Resigned from the Board w.e.f. 25th February, 2022.*

Terms of Reference

The Committee is governed by the terms of reference which are in line with the regulatory requirements mandated by the Act and Listing Regulations. The terms of reference of Audit Committee, as approved by the Board, include the following:

- ✓ to oversee the financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- ✓ to recommend for appointment, remuneration and terms of appointment of auditors;
- ✓ to approve payment to statutory auditors for any other services rendered by the statutory auditors;
- ✓ to review with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
  - ➢ matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Act;
  - ➢ changes, if any, in accounting policies and practices and reasons for the same;
  - ➢ major accounting entries involving estimates based on the exercise of judgment by management;
  - ➢ significant adjustments made in the financial statements arising out of audit findings;
  - ➢ compliance with listing and other legal requirements relating to financial statements;
  - ➢ disclosure of any related party transactions;
  - ➢ modified opinion(s) in the draft audit report;
- ✓ to review with the management, the quarterly financial statements before submission to the board for approval;
- ✓ to review with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/ notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
- ✓ to review and monitor the auditor's independence and performance, and effectiveness of audit process;
- ✓ to approve or subsequently modify the transactions with related parties including omnibus approvals;
- ✓ to review, at least on a quarterly basis, the details of related party transactions entered into by the Company pursuant to each of the omnibus approvals given;

- ✓ to scrutinize inter-corporate loans and investments;
- ✓ to undertake valuation of undertakings or assets of the Company, wherever it is necessary;
- ✓ to evaluate internal financial controls and risk management systems;
- ✓ to review with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- ✓ to review the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- ✓ to discuss with internal auditors any significant findings and follow up there on;
- ✓ to review the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- ✓ to discuss with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- ✓ to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- ✓ to review the functioning of the whistle blower mechanism;
- ✓ to approve appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
- ✓ to review the quarterly report submitted by the Compliance Officer in accordance with the Company's "Code of conduct to Regulate, Monitor and Report trading by Designated Persons";
- ✓ to review the utilization of loans and/or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans /advances /investments existing;
- ✓ to review compliance with the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 at least once in a financial year and verify that the systems for internal control are adequate and are operating effectively;
- ✓ to perform any other activity consistent with these terms of reference and applicable laws that the Committee deems necessary or appropriate or as may be requested by the Board from time to time.

  In addition to the above the Audit Committee mandatorily reviews the following:

  - Management Discussion and Analysis of financial conditions and results of operations;
  - Statement of significant Related Party Transactions (as defined by the Audit Committee), submitted by Management;
  - Management letters/letters of internal control weaknesses issued by the Statutory Auditors;
  - Internal audit reports relating to internal control weaknesses;
  - Appointment, removal and terms of remuneration of the Chief Internal Auditor shall be subject to review by the audit committee;
  - Statement of deviations;

    a. Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchanges(s) in terms of Regulation 32(1) of Listing Regulations.

    b. Annual statement of funds utilized for purposes other than those stated in the offer document/ prospectus/notice in terms of Regulation 32(7) of Listing Regulations.

B. NOMINATION AND REMUNERATION COMMITTEE

The Nomination & Remuneration Committee has been constituted in accordance with the provisions of Section 178 of the Act and Regulation 19 of Listing Regulations. The Committee comprises of three Independent directors and the Company Secretary acts as Secretary to the Committee.

The Nomination and Remuneration Committee inter-alia oversees the Company's nomination process including succession planning for the senior management and the Board and recommend a policy for their remuneration.

The Committee also plays the role of Compensation Committee and is responsible for administering the Employee Stock Option Plan of the Company.

During the year, three Nomination and Remuneration Committee meetings were held on 04th May 2021, 09th November 2021 and 25th January 2022.

The composition of Nomination and Remuneration Committee and the details of meetings attended by the members are given below:

Name	Category	Position	Attendance at the Committee meeting held during the year				
			04th May 2021	09th November 2021	25th January 2022	Number of meetings held	Number of meetings attended
Smt. Mamta Binani	Non-Executive Independent Director	Chairperson	✓	✓	✓	3	3
Sri Amit Kiran Deb	Non-Executive Independent Director	Member	✓	✓	✓	3	3
Sri Ashok Bhandari	Non-Executive Independent Director	Member	✓	✓	✓	3	3

**Necessary quorum was present in the meeting.*

Terms of Reference

The terms of reference of the Nomination & Remuneration Committee are in line with the guidelines set out in the Act and Listing Regulations and inter-alia includes the following:

- ✓ to formulate criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees.
- ✓ to formulate criteria for evaluation of performance of independent directors and the board of directors;
- ✓ to specify the manner for effective evaluation of performance of Board, its committees and individual directors;
- ✓ to review the implementation and compliance of evaluation of performance of Board, its committees and individual directors;
- ✓ to devise a policy on diversity of board of directors;
- ✓ to identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal;
- ✓ to decide whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;
- ✓ to recommend to the Board, all remuneration in whatever form, payable to senior management;
- ✓ to administer the Company's stock option scheme & executive incentive plans;
- ✓ to perform any other activity consistent with these terms of reference and applicable laws that the Committee deems necessary or appropriate or as may be requested by the Board from time to time.

Performance Evaluation

The Nomination and Remuneration Committee has laid down the process, format, attributes and criteria for performance evaluation of the Board of the Company, its Committees and the individual Board Members including Independent Directors and the Chairman of the Company. Accordingly, evaluation was carried out during the financial year 2021-22.

An indicative list of factors on which evaluation was carried out includes:

i) Professional qualification & experience

ii) Level of integrity & confidentiality

iii) Availability for meetings and preparedness

iv) Understanding of governance, regulatory, legal, financial, fiduciary, ethical requirements.

v) Knowledge of the Company's key activities, financial condition and key developments

vi) Contribution to strategic planning process and value addition to the Company

vii) Ability to work as a team

viii) Independence & conflict of interest

ix) Adherence to ethical standards & code of conduct

x) Voicing of opinion freely and independently

C. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee has been constituted in accordance with the provisions of Section 178 of the Act and Regulation

20 of Listing Regulations. The Committee comprises of three directors, two being executive and one Independent. The Company Secretary acts as Secretary to the Committee.

Sri Manish Agarwal, Company Secretary was previously acting as the Compliance Officer of the Company, and after his resignation, Smt Anu Singh has been appointed as the Compliance Officer w.e.f., 27.01.2022 in terms of Regulation 6 of the Listing Regulations. M/s. Maheshwari Datamatics Private Limited acts as the Registrar and Share Transfer Agent of the Company.

As a measure of speedy redressal of investor grievances, the Company has registered on SCORES (SEBI Complaints Redress System) platform, a web based centralized grievance redress system set up by SEBI to capture investor complaints against listed companies. No Complaints were registered on SCORES against the Company during the financial year 2021-22. There were no pending complaints at the beginning and at the end of financial year 2021-22.

During the year, one Stakeholders Relationship Committee meeting was held on 9th November 2021.

Sri Amit Kiran Deb, Chairman of the Company and also Chairman of the Stakeholders Relationship Committee attended the last Annual General Meeting of the Company held on 28th September 2021.

The composition of Stakeholders Relationship Committee and the details of meetings attended by the members are given below:

Name	Category	Position	Attendance at the Committee meeting held during the year		
			9th November 2021	Number of meetings held	Number of meetings attended
Sri Amit Kiran Deb	Non-Executive Independent Director	Chairman	✓	1	1
Sri Sharan Bansal	Executive Director	Member	✓	1	1
Sri Devesh Bansal	Executive Director	Member	✓	1	1

**Necessary quorum was present in the meeting.*

Terms of Reference

The terms of reference of the Stakeholders Relationship Committee are in line with the guidelines set out in the Act and Listing Regulations and inter-alia includes the following:

- ✓ to monitor and redress the grievance of all shareholders relating to transfer of shares, non-receipt of balance sheet/annual report, non-receipt of declared dividend, issue of new/ duplicate certificates, general meetings, interest, notices etc., and review of the mechanism adopted for redressal of investors complaints and the status of investors' complaints;
- ✓ to oversee and review all matters connected with allotment, transfer and transmission of all classes of securities of the Company, including issue and allotment of rights shares/bonus shares/shares against employee stock options scheme of the Company;
- ✓ to issue share certificates upon transfer/transmission/ remat/ duplicate/ sub division/split of shares;
- ✓ to review the performance of the Registrar and Transfer Agent of the Company and recommend measures for overall improvement in the quality of services to the shareholders of the Company;
- ✓ to monitor and ensure the timely updation of the Company's website in respect of information and details that are made available to the stakeholders of the Company;
- ✓ to review the measures taken for effective exercise of voting rights by shareholders;
- ✓ to review the adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent;
- ✓ to review the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.
- ✓ to perform any other activity consistent with these terms of reference and applicable laws that the Committee deems necessary or appropriate or as may be requested by the Board from time to time;

D. RISK MANAGEMENT COMMITTEE

The Risk Management Committee has been constituted in accordance with the provisions of Section 134 of the Act and Regulation 21 of Listing Regulations. The Committee comprises of three directors, two being executive and one Independent Director. The Company Secretary acts as Secretary to the Committee.

During the year, two Risk Management Committee meetings were held on 9th November 2021 and 25th January 2022.

Sri Yash Pall Jain, Chairman of the Risk Management Committee attended the last Annual General Meeting of the Company held on 28th September 2021.

The composition of Risk Management Committee and the details of meetings attended by the members are given below:

Name	Category	Position	Attendance at the Committee meeting held during the year			
			9th November 2021	25th January 2022	Number of meetings held	Number of meetings attended
Sri Yash Pall Jain	Executive Director	Chairman	✓	✓	2	2
Sri Devesh Bansal	Executive Director	Member	✓	✓	2	2
Sri Pramod Kumar Shah	Non-Executive Independent Director	Member	✓	✓	2	2

**Necessary quorum was present in the meeting.*

Terms of Reference

The terms of reference of the Risk Management Committee are in line with the guidelines set out in the Act and Listing Regulations and inter-alia includes the following:

- ✓ to formulate a detailed Risk Management Policy which shall include:
- ✓ a) framework for identification of internal and external risks specifically faced by the Company, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee;

  b) Measures for risk mitigation including systems and processes for internal control of identified risks;

  c) Business continuity plan;
- ✓ to ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
- ✓ to monitor and oversee implementation of the Risk Management Policy, including evaluating the adequacy of risk management systems;
- ✓ to periodically review the Risk Management Policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
- ✓ to keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;
- ✓ to consider the appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.
- ✓ to perform any other activity consistent with these terms of reference and applicable laws that the Committee deems necessary or appropriate or as may be requested by the Board from time to time.

E. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Corporate Social Responsibility Committee has been constituted in accordance with the provisions of Section 135 of the Act. The Committee comprises of three directors, two being executive and one independent. The Company Secretary acts as Secretary to the Committee.

The Corporate Social Responsibility Committee assists the Board in effectively discharging the Company's corporate social responsibilities. The Committee formulates & monitors the CSR Policy and recommends the annual CSR plan to the Board. The details of the CSR initiatives and amount spent by the Company are provided in the Annexure- B to the Directors' Report.

During the year, one Corporate Social Responsibility Committee meeting was held on 04th May 2021.

The composition of Corporate Social Responsibility Committee and the details of meetings attended by the members are given below:

Name	Category	Position	Attendance at the Committee meeting held during the year		
			04th May, 2021	Number of meetings held	Number of meetings attended
Sri Amit Kiran Deb	Non-Executive Independent Director	Chairman	✓	1	1
Sri Sajan Kumar Bansal	Managing Director	Member	✓	1	1
Sri Devesh Bansal	Executive Director	Member	✓	1	1

**Necessary quorum was present in the meeting.*

Terms of Reference

During the year, the terms of reference of the Corporate Social Responsibility Committee was updated in line with the amendments to the Act and CSR Rules and inter-alia includes the followings.

- ✓ Formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013, as amended from time to time.
- ✓ Recommend the amount of expenditure to be incurred on CSR activities in accordance with the provisions of the Act.
- ✓ Monitor the Corporate Social Responsibility Policy of the Company from time to time.
- ✓ Formulate and recommend to the Board the Annual Action Plan in pursuance of the CSR policy which shall include:

  a. The list of CSR projects or programmes that are approved to be undertaken in areas or subjects specified in Schedule VII of the Act.

  b. The manner of execution of such projects or programmes.

  c. The modalities of utilization of funds and implementation schedules for the projects or programmes.

  d. Monitoring and reporting mechanism for the projects or programmes

  e. Details of need and impact assessment, if any, for the projects undertaken by the Company.
- ✓ Monitor implementation of the Annual CSR Plan against pre-determined targets.
- ✓ Re-evaluate social responsibility objectives, from time to time, in light of changes in the Company's objectives, industry best practices and evolving priorities and needs of the local communities in locations where the Company operates and recommend to the Board modifications to the Annual Plan and the CSR Policy.
- ✓ Identify and record reasons for failure to spend the amount budgeted in the Annual Plan and any change in the projects and activities to be undertaken during the course of the current financial year.
- ✓ Perform any other activity consistent with these terms of reference and applicable laws that the Committee deems necessary or appropriate or as may be requested by the Board from time to time.

F. OTHER FUNCTIONAL COMMITTEES

Apart from the above statutory Committees, the Board of Directors has constituted the following two functional Committees to meet the specific business needs of the Company.

i. FINANCE COMMITTEE

The Board of Directors has constituted a Finance Committee inter-alia to deal with the day to day financial matters of the Company and comprises of four Executive Directors. The Committee is a non-statutory Committee and is governed by the terms of reference as laid down by the Board of Directors of the Company. The summary of the minutes of these meetings are placed before the Board for information.

During the year under review, twelve Finance Committee meetings were held on 12th April 2021, 12th June 2021, 14th July 2021, 13th August 2021, 21st October 2021, 23rd November 2021, 07th December 2021, 28th December 2021, 31st December 2021,19th January 2022, 28th January 2022 and 22nd March 2022.

The composition of Finance Committee and the details of meetings attended by the members are given below:

Name	Category	Position	Number of meetings held	Number of meetings attended
Sri Sajan Kumar Bansal	Managing Director	Chairman	12	12
Sri Sharan Bansal	Executive Director	Member	12	12
Sri Devesh Bansal	Executive Director	Member	12	12
Sri Siddharth Bansal	Executive Director	Member	12	12

ii. BUSINESS COORDINATION COMMITTEE

The Board of Directors has constituted a Business Coordination Committee to oversee day to day business and affairs of the Company and to take decisions on routine operations that arise in the normal course of business. The Committee comprises of three Executive Directors. The Committee is a non-statutory Committee and is governed by the terms of reference as laid down by the Board of Directors of the Company. The summary of the minutes of these meetings are placed before the Board for information.

During the year under review, eleven Business Coordination Committee meetings were held on 09th April 2021, 10th May 2021, 26th May 2021, 06th July 2021, 12th July 2021, 31st July 2021, 13th August 2021, 08th November 2021, 28th January 2022, 14th March 2022 and 15th March 2022..

The composition of Business Coordination Committee and the details of meetings attended by the members are given below::

Name	Category	Position	Number of meetings held	Number of meetings attended
Sri Sajan Kumar Bansal	Managing Director	Chairman	11	11
Sri Sharan Bansal	Executive Director	Member	11	11
Sri Yash Pall Jain	Executive Director	Member	11	11

4. CODE OF CONDUCT

Commitment to ethical professional conduct is a must for every employee including board members and senior management personnel of the Company. The Company has accordingly adopted a Code of Conduct for Directors and Senior Management Personnel ("the Code"). The Code is intended to serve as a basis for ethical decision-making in conduct of professional work. The Code requires Directors and Employees to act honestly, fairly, ethically, with integrity and conduct themselves in professional, courteous and respectful manner. The duties of Directors including duties as an Independent Director as laid down in the Companies Act, 2013 also forms part of the Code of Conduct. The copy of the Code has been displayed on the Company's website at https://repository.skipperlimited.com/investor-relations/pdf/CodeofConductforDirectors&SMP-25.05.21.pdf

The Code has been duly circulated to all the members of the Board and Senior Management Personnel and all of them have affirmed compliance with the Code. A declaration to this effect duly signed by the Managing Director is reproduced at the end of this report and marked as Annexure I.

5. CODES FOR PREVENTION OF INSIDER TRADING

In accordance with the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015, the Board of Directors of the Company has adopted a 'Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons' with a view to regulate trading in securities of the Company by insiders. The Company Secretary of the Company has been appointed as the Compliance Officer for the purposes of the Code.

The Code prohibits the insiders from dealing in the securities of the Company on the basis of any unpublished price sensitive information available to them by virtue of their position in the Company. The Code also provides for periodical disclosures from designated persons as well as pre-clearance of transactions (above threshold) by such persons so that they may not use their position or knowledge of the Company to gain personal benefit or to provide benefit to any third party. A copy of the aforesaid codes is accessible on the Company's website at https://www.skipperlimited.com/Media/InsiderTradingCode-19.01.2021final.pdf

The Company has also adopted 'Code of Practice and Procedures for Fair Disclosure of Unpublished Price Sensitive Information' in accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015. This Code aims to set forth a framework and policy for fair disclosure of events and occurrences that could resolutely impact price of the Company's securities. The Company endeavors to preserve the confidentiality of un-published price sensitive information and to prevent misuse of such information.

A copy of the aforesaid code is accessible on the Company's website at https://repository.skipperlimited.com/investor-relations/pdf/Code_of_Practices_and_Procedures_for_Fair_Disclosure_of_Unpublished_PriceSensitiveInformation-Version-1.1-7jul20.pdf

6. CEO & CFO CERTIFICATION

A certificate from the Managing Director and the Chief Financial Officer of the Company in terms of Listing Regulations, confirming the correctness of the financial statements and cash flow statements, adequacy of internal control measures and reporting of matters to the Audit Committee has been annexed at the end of this report and marked as Annexure II.

7. GENERAL BODY MEETINGS

The particulars of last three Annual General Meetings of the Company are given below:

Period	Date of AGM	Time	Location/Mode	Special Resolution(s) passed
2020-2021 (40th AGM)	28.09.2021	2:30 PM	Held through Video Conferencing/Other Audio Visual Means (VC/OAVM) [Deemed Venue- Skipper Limited, 3A, Loudon Street, Kolkata- 700017]	1. Approval for re-appointment of Sri Yash Pall Jain as the Whole-Time Director of the Company for a further period of 1 year with effect from 6 September 2021 to 5 September 2022.
2019-2020 (39th AGM)	28.09.2020	2:30 PM	Held through Video Conferencing/Other Audio Visual Means (VC/OAVM) [Deemed Venue- Skipper Limited, 3A, Loudon Street, Kolkata- 700017]	1. Approval of the remuneration paid/payable to Sri Yash Pall Jain, Whole-Time Director of the Company for the period from 1 April 2019 to 5 September 2020 as minimum remuneration. 2. Approval for re-appointment of Sri Yash Pall Jain as the Whole-Time Director of the Company for a further period of 1 year with effect from 6 September 2020 to 5 September 2021. 3. Approval for re-appointment of Sri Joginder Pal Dua as the Independent Director of the Company for a further period of 5 years with effect from 1 February 2021 to 31 January 2026.

2018-2019 (38th AGM)	12.08.2019	3:30 PM	Shripati Singhania Hall, Rotary Sadan, 94/2 Jawaharlal Nehru Road, Kolkata-700 020, West Bengal	1. Approval for re-appointment of Sri Amit Kiran Deb as Independent Director of the Company for a second term of five years upto 22nd September 2024. 2. Approval for re-appointment of Smt. Mamta Binani as Independent Director of the Company for a second term of five years upto 31st March 2025. 3. Approval for re-appointment of Sri Sajan Kumar Bansal as Managing Director of the Company for five years upto 30th June 2024. 4. Approval for re-appointment of Sri Sharan Bansal as Executive Director of the Company for three years upto 30th June 2022. 5. Approval for re-appointment of Sri Devesh Bansal as Executive Director of the Company for three years upto 31st March 2022. 6. Approval for re-appointment of Sri Siddharth Bansal as Executive Director of the Company for three years upto 31st March 2022. 7. Approval to keep the Company's registers required to be maintained under Section 88 of the Companies Act, 2013, at the office of Company's Registrar and Share Transfer Agent, M/s. Maheshwari Datamatics Private Limited at 23 R. N. Mukherjee Road, 5th Floor, Kolkata – 700001.

During the year, no Extra Ordinary General Meeting was convened nor was any approval of the shareholders obtained through Postal Ballot. None of the business proposed to be transacted at the ensuing Annual General Meeting requires passing of resolution through Postal Ballot.

8. MEANS OF COMMUNICATION

The Company recognizes communication as a key element of the overall Corporate Governance framework, and therefore emphasizes on prompt, continuous, efficient and relevant communication to all stakeholders.

Financial Results: The quarterly/half-yearly/annual financial results of the Company are communicated to the Stock Exchanges immediately after they are considered and approved by the Board of Directors and are published in prominent newspapers usually in 'Financial Express' (all India editions) in English and 'Ekdin' in Bengali. These results are also made available on the website of the Company at https://www.skipperlimited.com/investor-relations/financial-results.aspx

News Releases/Presentations: Detailed presentations are made to institutional investors and financial analysts on the Company's quarterly financial results and are sent to the Stock Exchanges pursuant to Para A of Part A of Schedule III read with Regulation 30 of Listing Regulations and are also uploaded on the Company's website https://www.skipperlimited.com/Media/Press-Releases.aspx

Annual Report: The Annual Report, inter alia containing, Audited Financial Statements, Directors' Report (including Management Discussion & Analysis Report, Corporate Governance Report, Auditors' Report and other important information are circulated to the members and forwarded to the stock exchanges and is also made available on the Company's website at https://www.skipperlimited.com/investor-relations/annual-reports.aspx.

Website: In compliance with Regulation 46 of the Listing Regulations, a separate dedicated section under 'Investor Relations' on the Company's website gives comprehensive information about the Company, its business and operations, CSR initiatives, information on various announcements made by the Company, status of unclaimed dividend, annual report, annual report of joint venture, financial results, policies of the company, shareholding pattern, corporate governance report, etc. The Company's official news releases and presentations made to the institutional investors and analysts and other corporate communications made to the stock exchanges are also available on the website of the Company at www.skipperlimited.com.

Reminder to Shareholders: Reminders are sent to shareholders for registering their email ids, unclaimed dividend etc. as and when required.

9. GENERAL SHAREHOLDER INFORMATION

(i) Details of Annual General Meeting:

Tuesday, 28th September, 2021, 2.30 p.m (IST) through Video Conferencing/ Other Audio Visual Means (VC/OAVM)

(ii) Financial year:

The financial year of the Company is from 1st April to 31st March.

(iii)Dividend:

Dividend of 10% i.e 0.10 paise per equity share of face value of Re.1 each for the financial year 2021-22 has been recommended by the Board of Directors to the members for their approval. If approved, dividend shall be paid within 30 days from the date of declaration.

The details of the dividend declared and paid by the Company for the last seven years are as follows:

Year	Percentage (%)	Dividend in ₹ per share
2014-15	130	1.30
2015-16	140	1.40
2016-17	155	1.55
2017-18	165	1.65
2018-19	25	0.25
2019-20	10	0.10
2020-21	10	0.10

Details of unpaid or unclaimed dividend for the above mentioned years are available at SKIPPER_2020-21 UNPAID LIST.xls (skipperlimited.com).

https://www.skipperlimited.com/investor-relations/unpaid-unclaimed-dividend.aspx

In terms of Section 125 of the Act, read with rules made thereunder, the Company is required to transfer the unpaid dividend amounts which remained unclaimed for 7 years from the date of transfer of such amounts to the Investor Education and Protection Fund (IEPF). Further, all shares in respect of which dividend has not been paid or claimed for seven consecutive years shall be transferred by the Company in the name of IEPF.

The unpaid dividend/ shares for the FY 2014-15 will be due for transfer to the IEPF on 28 October 2022.

iv) Listing on Stock Exchanges:

Name of Stock Exchange	Address	Stock Code/Symbol	ISIN
BSE Limited (BSE)	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	538562	INE439E01022
National Stock Exchange of India Limited (NSE)	Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051	SKIPPER	

The Company has paid the annual listing fees for the financial year 2021-22 to the respective stock exchanges within the prescribed time limit.

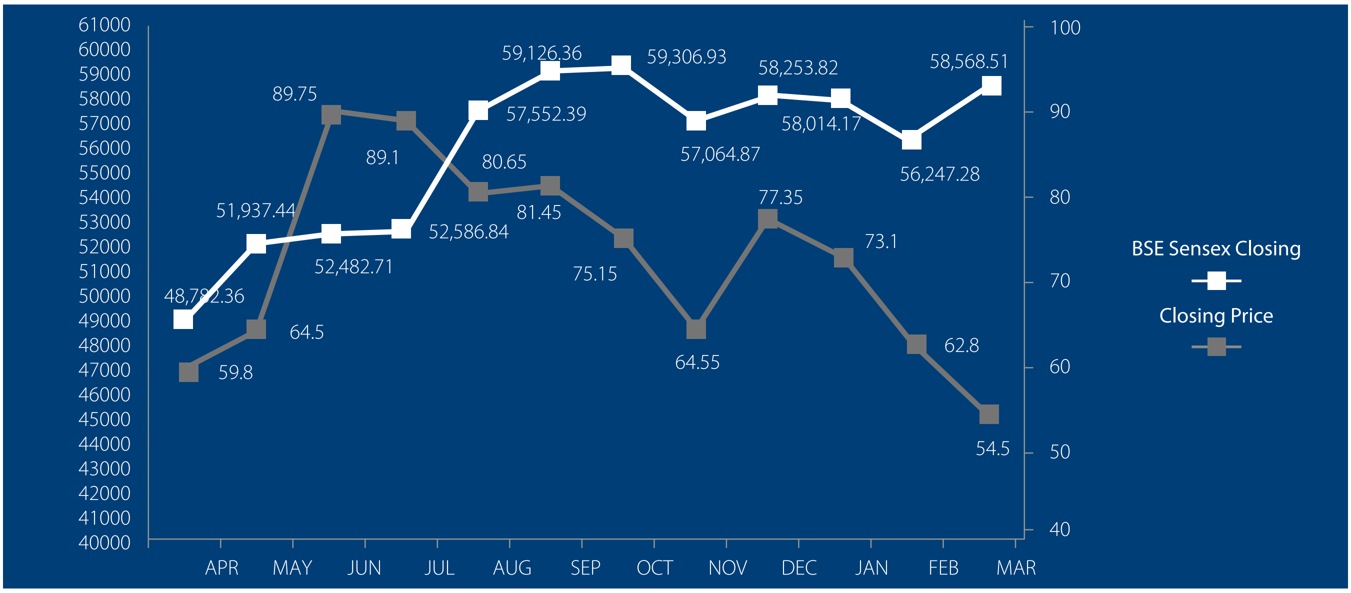
(v) Market Price Data and Performance of Company's Share Prices:

The details of monthly high/low/closing price data and volume of shares traded of the Company at BSE and NSE for the financial year 2021-22 are given below:

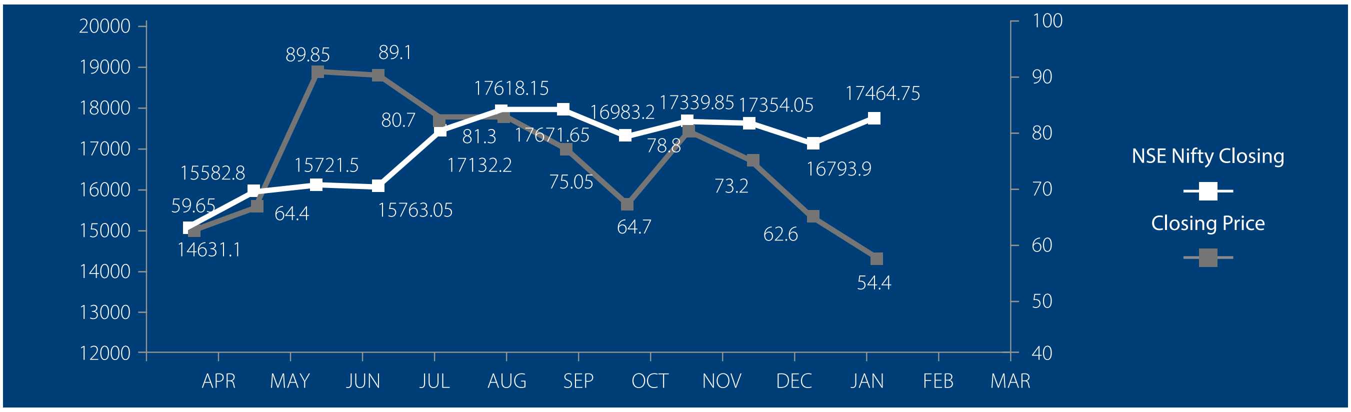
Month (2021-22)	BSE					NSE				
	High Price (₹)	Low Price (₹)	Closing Price (₹)	Volume (No. of shares)	BSE Sensex Closing	High Price (₹)	Low Price (₹)	Closing Price (₹)	Volume (No. of shares)	NSE Nifty Closing
April, 2021	63.2	51.5	59.8	273869	48,782.36	63.3	49.5	59.65	2132112	14631.1
May, 2021	67	53.7	64.5	576015	51,937.44	67.3	53.7	64.4	5887655	15582.8
June, 2021	94.25	60	89.75	2703738	52,482.71	94.2	56.9	89.85	25207162	15721.5
July, 2021	98.35	83.9	89.1	4548804	52,586.84	98.35	84.2	89.1	23970353	15763.05
August, 2021	92.2	76.45	80.65	3105362	57,552.39	92.25	76.2	80.7	8578058	17132.2
September, 2021	89	78.05	81.45	2151354	59,126.36	89.15	78.1	81.3	6294935	17618.15
October, 2021	88.85	72	75.15	2764971	59,306.93	88.95	73	75.05	6563722	17671.65
November, 2021	82.05	63.5	64.55	832188	57,064.87	82.6	63.5	64.7	3126989	16983.2
December, 2021	80.75	65.55	77.35	580910	58,253.82	80.7	65.1	78.8	4724281	17354.05
January, 2022	84.35	71.9	73.1	404040	58,014.17	84.4	71.3	73.2	3586652	17339.85
February, 2022	82.55	56.85	62.8	524826	56,247.28	82.85	56.6	62.6	4986187	16793.9
March, 2022	66.8	54.1	54.5	603391	58,568.51	65.7	54	54.4	3287228	17464.75

[Source: This information is compiled from the data available from the website of BSE & NSE]

Share Price on BSE vis-a-vis BSE Sensex



Share Price on NSE vis-a-vis NSE Nifty



(vi) The securities of the Company were available for trading on NSE & BSE throughout the year and were not suspended for any period.

(vii) Registrar and Share Transfer Agents:

M/s. Maheshwari Datamatics Private Limited
23 R. N. Mukherjee Road, 5th Floor
Kolkata - 700001
Phone: 033-2248 2248 / 033-2243 5029
Fax: 033-2248 4787
E-mail: mdpldc@yahoo.com
Website: www.mdpl.in

(viii) Share Transfer System:

Effective April 1, 2019, SEBI has amended Regulation 40 of the Listing Regulations, which deals with transfer or transmission or transposition of securities. According to this amendment, the requests for effecting the transfer of listed securities shall not be processed unless the securities are held in dematerialized form with a Depository. The Company has stopped accepting any transfer requests for securities held in physical form with effect from the said date.

Transfers of equity shares in electronic form are effected through the depositories with no involvement of the Company. In view of the aforesaid amendment and in order to eliminate the risks associated with physical holding of shares, members who are holding shares in physical form are hereby requested to dematerialize their holdings. A guidance note on procedure of dematerialization of shares of the Company is hosted on the Company's website for ease of understanding of the shareholders and can be viewed at https://repository.skipperlimited.com/investor-relations/pdf/guidance-note-physical-form.pdf

A summary of transmissions, dematerialization, re-materialization, etc. is placed before the Board at each meeting. The Company obtains annual certificate from a Company Secretary in Practice under Regulation 40(9) of the Listing Regulations, confirming the issue of certificates for transfer, sub-division, consolidation etc. and submits a copy thereof to the Stock Exchanges in terms of Regulation 40(10) of the Listing Regulations.

The Company also obtains a compliance certificate under Regulation 7(3) of the Listing Regulations confirming that all activities in relation to both physical and electronic share transfer facility are maintained by Registrar and Share Transfer Agent and files the same with the Stock Exchanges on an annual basis.

Reconciliation of Share Capital Audit is conducted every quarter by a Practicing Company Secretary to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) with the total issued and listed capital. The report is submitted to the stock exchanges and is also placed before the Board of Directors.

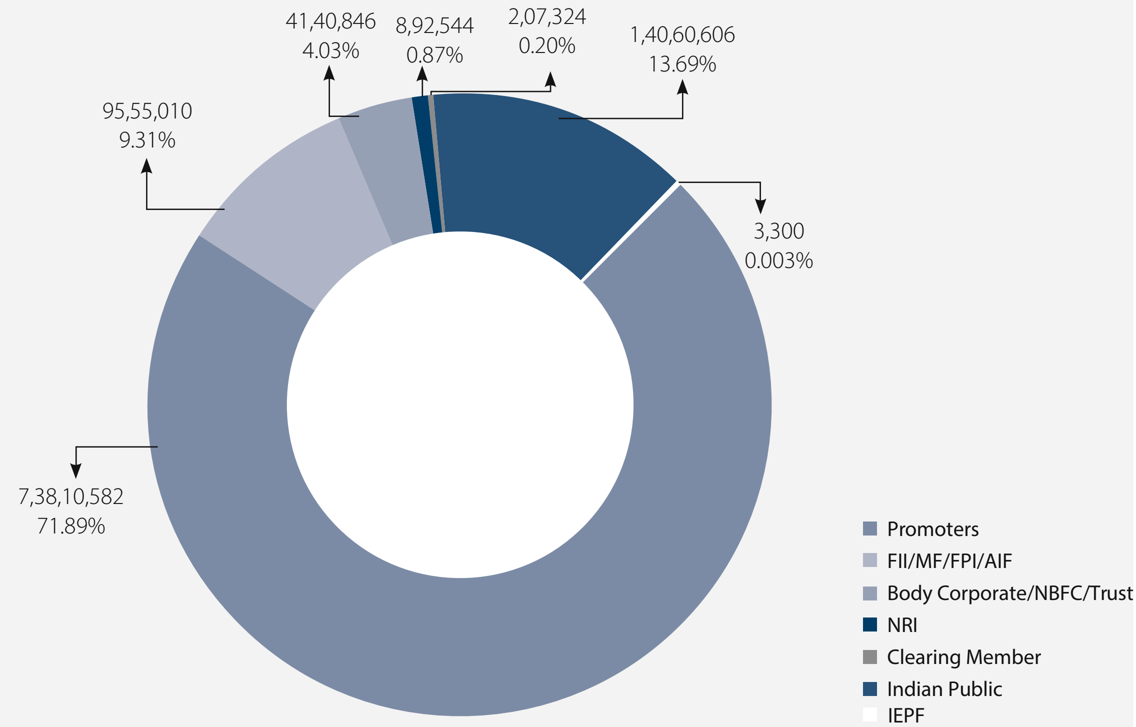
(ix)Distribution of shareholding on the basis of shareholders' class as on 31st March 2022:

Category	No. of shareholders		No. of shares	
	Total	%	Total	%
1-500	24814	84.18	3231676	3.15
501-1000	2323	7.88	1882069	1.833
1001-2000	1199	4.07	1815289	1.77
2001-3000	397	1.35	1024566	0.99
3001-4000	201	0.68	722873	0.70
4001-5000	142	0.48	677722	0.66
5001-10000	218	0.74	1627434	1.59
10001-50000	133	0.45	2679685	2.61
50001-100000	16	0.05	1164432	1.13
100001 & above	33	0.11	87844466	85.56
Total	**29476**	**100.00**	**102670212**	**100.00**

(x) Distribution of Shareholding on the basis of ownership as on 31st March 2022:

Category	No. of shares	% of share capital
Promoters	7,38,10,582	71.89
FII/MF/FPI/AIF	95,55,010	9.31
Body Corporate/NBFC/Trust	41,40,846	4.03
NRI	8,92,544	0.87
Clearing Member	2,07,324	0.20
Indian Public	1,40,60,606	13.69
IEPF	3,300	0.003
Total	**10,26,70,212**	**100.00**

Graphical representation of shareholding pattern on the basis of ownership:



(xi) Dematerialization of shares and liquidity as on 31st March 2022:

99.99% of the Company's equity shares are held in dematerialized form as on 31st March 2022 details of which is given below:

Nature of holding	No. of Shares	Percentage (%) of share capital
Demat	102665011	99.99
- NSDL	92623815	90.21
- CDSL	10041196	9.78
Physical	5201	0.01
Total	**10,26,70,212**	**100.00**

(xii)The Company has not issued Global Depository Receipts (GDR)/American Depository Receipts (ADR)/Warrants or any other convertible instruments during the year.

(xiii)Commodity Price Risk /Foreign Exchange Risk and hedging activities:

The Company is exposed to foreign exchange risks on export of goods and imports of raw materials/capital item. During the year, the Company has managed foreign exchange risk and hedged foreign exchange to the extent considered necessary. In case of imports and foreign currency loan the Company does hedging on selective basis. Most export orders are duly hedged by way of forward cover through the banks. Since the volume of export is much more, thereby the balance imports are getting hedged by way of natural hedging.

Disclosure in terms of SEBI circular No. SEBI/HO/CFD/CMD1/CIR/P/2018/0000000141 dated 15th November 2018 is mentioned below:

a. The Risk Management Policy of the Company with respect to commodities including through hedging:

The material exposure of the Company in commodities is on account of steel which is readily available. The Company does not accumulate excess quantities of steel for its operations due to its voluminous nature. Accordingly, the requirement of hedging is minimal.

b. Exposure of the Company to commodity and commodity risks faced by the Company throughout the year:

i. Total exposure of the Company to commodities in INR: 10,442.86 million

ii. Exposure of the Company to various commodities:

<table>
<tr><th rowspan="3">Commodity Name</th><th rowspan="3">Exposure in INR towards the particular commodity</th><th rowspan="3">Exposure in Quantity terms towards the particular commodity</th><th colspan="5">% of such exposure hedged through commodity derivatives</th></tr>
<tr><th colspan="2">Domestic market</th><th colspan="2">International market</th><th rowspan="2">Total</th></tr>
<tr><th>OTC</th><th>Exchange</th><th>OTC</th><th>Exchange</th></tr>
<tr><td>Steel</td><td>10,442.86 million</td><td>1,59,935.89 MT</td><td>NIL</td><td>NIL</td><td>NIL</td><td>NIL</td><td>NIL</td></tr>
</table>

c. Commodity risks faced by the Company during the year and how they have been managed are given below:

Most of the engineering product contracts of the Company are having price escalation and de-escalation clause which is linked with the commodity prices and for non-price variation contracts the fluctuations are factored in pricing while bidding.

(xiv) Plant Locations:

SL Unit - 1 Jalan Complex, NH-6, Village: Jangalpur, Post: Andul Mouri, Howrah, West Bengal- 711302	**BCTL Unit** Jalan Complex, NH-6, Village: Jangalpur, Post: Andul Mouri, Howrah, West Bengal- 711 302
Uluberia Unit NH-6, Village: Madhabpur, Mahisrekha, Post: Uluberia, Howrah, West Bengal - 711 303	**Guwahati Unit - 1 & 2** Village- Parlley, Mouza- Chayani Revenue Circle- Palashbari District- Kamrup Rural, Assam
Transmission Line Testing Station Village & P.O- Barunda. P.S- Bagnan District- Howrah, West Bengal	

(xv)Address for Correspondence:

For any queries relating to the shares of the Company, correspondence may be addressed at:

The Company Secretary
Skipper Limited
3A, Loudon Street, Kolkata- 700 017
Telephone No.: +91 33 2289 2327/5731/5732
Fax No.: +91 33 2289 5733
E-mail: investor.relations@skipperlimited.com
Website: www.skipperlimited.com

(xvi)The Credit Ratings obtained by the Company along with the revisions during the year are mentioned below:

Sl. No.	Name of the Credit Rating Agencies	Facilities	Revised Ratings	Previous Ratings
1.	Acuité Ratings & Research Limited (Acuité)	Long Term Instruments/Bank Facilities	ACUITE A-/ Stable (re-affirmed)	ACUITE A-/ Stable
		Short Term Instruments/ Bank Facilities	ACUITE A2+ (re-affirmed)	ACUITE A2+

10. DISCLOSURES

i) There were no materially significant related party transactions, which may have potential conflict with the interest of the Company. The details of the related party transactions are set out in the notes to financial statements forming part of this Annual Report. All the transactions with related parties have been made at arm's length basis. The Company has formulated a Policy on materiality of Related Party Transactions and on dealing with Related Party Transactions, in accordance with relevant provisions of Companies Act, 2013 and Listing Regulations. The policy can be accessed at https://www.skipperlimited.com/Media/RELATED-PARTY-TRANSACTIONS-POLICY-24may22.pdf

ii) There has been no instance of non-compliance by the Company on any matter related to capital markets during the last three financial years and no penalties or strictures have been imposed on the Company by the Stock Exchanges or Securities and Exchange Board of India or any other statutory authority in this regard.

iii) The Company has framed a Vigil Mechanism/Whistle Blower Policy as required under Section 177 of the Act and Regulation 22 of Listing Regulations, which is being reviewed by the Audit Committee of the Board. The Policy can be accessed at https://www.skipperlimited.com/Media/Whistle-Blower-Policy.pdf

The Audit Committee periodically reviews the existence and functioning of the mechanism. It reviews the status of complaints received under this Policy on a quarterly basis. During the year, there was no reporting under the Vigil Mechanism/Whistle Blower Policy of the Company and no personnel were denied access to the Audit Committee.

iv) The Company has complied with all applicable mandatory requirements of the Listing Regulations during the financial year 2021-22. Quarterly compliance report on Corporate Governance, in the prescribed format, duly signed by the compliance officer is submitted regularly with the Stock Exchanges where the shares of the Company are listed.

v) The Company does not have any subsidiary and hence it has not formulated any Policy for determining 'material' subsidiaries.

vi) The Company has not raised any funds through preferential allotment or qualified institutions placement during the financial year 2021-22 as specified in Regulation 32 (7A) of the Listing Regulations.

vii) The Company has received declaration from all the Directors on the Board of the Company that they are not debarred or disqualified from being appointed or continuing as directors of companies by SEBI/MCA or any other such statutory authority. A certificate received from a company secretary in practice in this regard forms part of this report as **Annexure III.**

viii)During the financial year 2021-22, there have been no circumstances where the Board of Directors of the Company have not accepted any recommendation made by any of the Committees of the Board.

ix) During the financial year 2021-22, the following payments were made to M/s Singhi & Co. Statutory Auditors of the Company.

(₹ in millions)

Particulars of payment	Skipper Limited	Skipper- Metzer India LLP	Total
Statutory Audit Fee	1.400	0.631	2.031
Others	1.105	-	1.105
Total	**2.505**	**0.631**	**3.136**

x) Disclosure under Sexual Harassment of Women At Workplace (Prevention, Prohibition And Redressal) Act, 2013:

The Company is committed to create a safe and healthy working environment that enables the employees to work without fear of sexual harassment at workplace. Accordingly in accordance with the provision of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has formulated and adopted a Policy for Prevention, Prohibition and Redressal of Sexual Harassment at Workplace and has also formed an Internal Complaints Committee (ICC) in terms of Section 4 of the aforesaid Act.

No complaints were received by the ICC under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 during the year.

xi) The Company has complied with Corporate Governance requirements specified in Regulation 17 to 27 and clause (b) to (i) of sub-regulation (2) of Regulation 46 and Para C of Schedule V of the Listing Regulations.

xii) The Company ensures dissemination of applicable information under Regulation 46(2) of the Listing Regulations on the Company's website (www.skipperlimited.com). The section on 'Investor Relations' on the website serves to inform the members by giving complete financial details, annual reports, presentations made by the Company to investors, press releases, shareholding patterns and such other information relevant to shareholders.

xiii)The Company does not have any shares in demat suspense account or unclaimed suspense account.

11.STATUS OF COMPLIANCE WITH NON STATUTORY RECOMMENDATIONS AS SPECIFIED IN PART E OF SCHEDULE II OF SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

i) The Non-Executive Chairman doesn't maintain a separate office.

ii) The quarterly and half yearly financial performance are submitted to Stock Exchanges, published in newspapers and posted on the Company's website and are not sent to the shareholders separately.

iii) During the year under review, there is no audit qualification on the company's financial statements. The Company continues to adopt best practices to ensure regime of unmodified audit opinion.

iv) The Internal Auditor reports directly to the Audit Committee.

For and on behalf of the Board of Directors

Place: Kolkata
Date: 11th May, 2022

Sajan Kumar Bansal
Managing Director
(DIN: 00063555)

Devesh Bansal
Director
(DIN: 00162513)

Annexure I

DECLARATION

As required by SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I affirm that the Board members and the Senior Management Personnel have confirmed compliance with the Code of Conduct for Directors & Senior Management Personnel, as applicable to them, for the year ended 31st March 2022.

Place: Kolkata

Date: 11th May, 2022

Sajan Kumar Bansal
Managing Director

Annexure II

CERTIFICATE BY MANAGING DIRECTOR & CHIEF FINANCIAL OFFICER

The Board of Directors
Skipper Limited
3A, Loudon Street
Kolkata – 700017

1. We have reviewed the financial statements and the cash flow statement for the financial year ended 31st March 2022 and to the best knowledge and belief, we state that:

   (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements, that might be misleading;

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

2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year 2021-22 which are fraudulent, illegal or violative of the Company's code of conduct.

3. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting. We have disclosed to the Auditors and Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps taken or proposed to be taken to rectify these deficiencies.

4. We have indicated, wherever applicable, to the Auditors and the Audit Committee:

   (i) significant changes in internal control over financial reporting during the year;

   (ii) significant changes in accounting policies during the year and that the same has been disclosed in the notes to the financial statements; and

   (iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting

Place: Kolkata
Date: 11th May, 2022

Sajan Kumar Bansal
Managing Director

Sharan Bansal
Chief Financial Officer

Annexure III

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To
The Members,
Skipper Limited
3A, Loudon Street, 1st Floor
Kolkata – 700017
West Bengal

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Skipper Limited (CIN: L40104WB1981PLC033408) having its Registered office at 3A, Loudon Street, 1st Floor, Kolkata - 700 017, West Bengal (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications [including Directors Identification Number (DIN) status at the portal www.mca.gov.in] as considered necessary and explanations furnished to us by the Company and its officers, we certify that following are the Directors on the Board of the Company as on 31 March 2022:

Sl. No.	DIN	Name	Designation	Date of appointment
1	02107792	Amit Kiran Deb	Independent Director	28.01.2010
2	00063555	Sajan Kumar Bansal	Managing Director	26.10.1984
3	00063481	Sharan Bansal	Executive Director	02.04.2002
4	00162513	Devesh Bansal	Executive Director	05.04.2002
5	02947929	Siddharth Bansal	Executive Director	10.03.2010
6	00016663	Yash Pall Jain	Executive Director	06.09.2017
7	00012210	Ashok Bhandari	Independent Director	06.09.2017
8	00343256	Pramod Kumar Shah	Independent Director	30.09.2018
9	00462925	Mamta Binani	Independent Director	12.02.2015

We further certify that none of the aforesaid Directors on the Board of the Company for the financial year ending on 31 March 2022 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.

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

For MKB & Associates
Company Secretaries
Firm Reg No: P2010WB042700

Raj Kumar Banthia
Partner
Membership No: 17190
COP No: 18428

Date: 11th May 2022
Place: Kolkata
UDIN: A017190D000305973

Independent Auditors' Certificate on Corporate Governance to the members of Skipper Limited

To
The Board of Directors,
Skipper Limited
3A Loudon Street
Kolkata – 700017

1. We, Singhi & Co., Chartered Accountants, the statutory auditors of Skipper Limited ("the Company"), have examined the compliance of conditions of corporate governance by the company, for the year ended March 31, 2022 as stipulated in regulation 17 to 27 and clauses (b) to (i) of regulation 46 (2) and para C and D of Schedule V of SEBI (Listing obligations and Disclosure requirements) Regulations, 2015 (the Listing Regulations) as amended.

Managements' Responsibility

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

Auditors' Responsibility

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

4. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

5. We have carried out an examination of the relevant records of the Company in accordance with the Guidance note on certification of corporate governance issued by Institute of the Chartered Accountants of India (ICAI), the Standards on Auditing specified under section 143 (10) of the Companies Act 2013, in so far as applicable for the purpose of this certificate and as per the guidance note on report or certificate for special purpose issued by ICAI which requires that we comply with ethical requirements of the code of Ethics issued by the ICAI.

6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

7. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the Listing Regulations during the year ended March 31, 2022.

8. 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 Singhi & Co.
Chartered Accountants
Firm Registration No. 302049E

(Rahul Bothra)
Partner
Membership No.067330
UDIN: 22067330AJLDHH4137

Place: Kolkata
Dated: 11th May, 2022

Independent Auditor's Report

To
The Members of Skipper Limited

Independent Auditor's Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **Skipper Limited.** ("the Company"), which comprise the balance sheet as at March 31 2022, the statement of profit and loss, (including the statement of other comprehensive income), the cash flow statement and the statement of changes in equity for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the auditor's responsibilities for the audit of the 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 (ICAI) together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone financial statements for the financial year ended March 31, 2022. These matters were addressed in the context of our audit of the Standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

Descriptions of Key Audit Matter	How we addressed the matter in our audit
1. Accuracy and completeness of revenue recognized The Company reported revenue of Rs.17,071 million from sale of tower, pole, polymers product and EPC contract and related activities. The application of revenue recognition accounting standards is complex and involves a number of key judgments and estimates. In EPC contract, revenue is accounted for under the percentage completion method which also requires significant judgments and estimates in particular with respect to estimation of the cost to complete. Due to the estimates, judgment and complexity involved in the application of the revenue recognition accounting standards, we have considered this matter as a key audit matter. The Company's accounting policies relating to revenue recognition are presented in note 1.10 to the financial statements.	We addressed the Key Audit Matter as follows :- 1. As part of our audit, we understood the Company's policies and processes, control mechanisms and methods in relation to the revenue recognition and evaluated the design and operating effectiveness of the financial controls from the above through our test of control procedures. 2. Review the company's judgment in determining whether the performance obligation is satisfied at a point in time or over a period of time. 3. Tested a sample of sales transactions for compliance with the Company's accounting principles to assess the completeness and accuracy of revenue recorded. 4. We evaluated the management's process to recognize revenue over a period of time, total cost estimates, status of the projects and re-calculated the arithmetic accuracy of the same. 5. Evaluated management assessment of the impact on revenue recognition and consequential impact on the expected credit loss allowance and other areas of judgement, including for possible effects, if any from the COVID-19 pandemic. 6. We examined contracts with exceptions including contracts with low or negative margins, loss making contracts, etc. to determine the level of provisioning. 7. Our tests of detail focused on transactions occurring within proximity of the year end and obtaining evidence to support the appropriate timing of revenue recognition, based on terms and conditions set out in sales contracts and delivery documents. We considered the appropriateness and accuracy of any cut-off adjustments. 8. Performed analytical procedures over revenue and receivables.

Descriptions of Key Audit Matter	How we addressed the matter in our audit
	9. Traced disclosure information to accounting records and other supporting documentation. **Our Conclusion:** Based on the audit procedures performed we did not identify any material exceptions in the revenue recognition.
2. Valuation of Inventories. Refer to note 6 to the standalone financial statements. The Company is having the Inventory of Rs. 7860.64 million as on 31st March 2022. As described in the accounting policies in note 1.2 to the standalone financial statements, inventories are carried at the lower of cost and net realisable value. As a result, the management applies judgment in determining the appropriate provisions for obsolete stock based upon a detailed analysis of old inventory, net realisable value below cost based upon future plans for sale of inventory.	**We addressed the Key Audit Matter as follows :-** We have obtained assurance over the appropriateness of the management's assumptions applied in calculating the value of the inventories and related provisions and management assertion regarding existence and ownership by:- 1. Completed a walkthrough of the inventory valuation process and assessed the design and implementation of the key controls addressing the risk. 2. Verifying the effectiveness of key inventory controls operating over inventories; 3. Reviewing the physical verification documents related to inventories conducted during the year. 4. Verifying for a sample of individual products that costs have been correctly recorded. 5. Comparing the net realisable value to the cost price of inventories to check for completeness of the associated provision. 6. Reviewing the historical accuracy of inventory provisioning and the level of inventory write-offs during the year. 7. Recomputing provisions recorded to verify that they are in line with the Company policy. **Our Conclusion:** Based on the audit procedures performed we did not identify any material exceptions in the Inventory valuation and existence.

Information Other than the Standalone financial statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the annual report, but does not include the standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information we are required to report that fact. We have nothing to report in this regard.

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 Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those charged with governance are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the audit of the standalone financial statements

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

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

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

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone 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 standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143 (3) of the Act, we report that:

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

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

   (c) The balance sheet, the statement of profit and loss including the statement of other comprehensive Income, the cash flow statement and statement of changes in equity dealt with by this report are in agreement with the books of account;

   (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time;

(e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 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 with reference to standalone financial statement of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

(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, the managerial remuneration for the year ended March 31, 2022 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act; and

(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, as amended, 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 Standalone financial statements– Refer Note 38 to the standalone financial statements;

II. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

III. There were no amount which were required to be transferred to the Investor Education and Protection Fund by the Company.

IV.

(a)The management has represented that, to the best of it's knowledge and belief, as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries (refer note – 59 to the financial statements);

(b) The management has represented, that, to the best of it's knowledge and belief, as disclosed in the notes to the accounts, no funds have been received by the company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries (refer note – 59 to the financial statements); and

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material mis-statement.

V. The dividend declared or paid during the year by the Company is in compliance with section 123 of the Companies Act, 2013

For Singhi & Co.
Chartered Accountants
Firm Registration No.302049E

(Rahul Bothra)
Partner
Membership No.067330
UDIN: 22067330AITYAB5824

Place: Kolkata
Dated: 11th May, 2022

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Skipper Limited of even date)

We report that:

i,

a. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

b. The Company has maintained proper records showing full particulars of intangible assets.

c. The physical verification of Property, Plant and Equipment have been carried out during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of verification is reasonable having regard to size of the Company and nature of its business.

d. According to the information and explanations given to us and on the basis of our examination of the records of the Company the title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company.

e. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

f. According to information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

ii.

a. The inventory, except goods-in-transit and stocks lying with third parties, has been physically verified by the management during the year. For stocks lying with third parties at the year-end, written confirmations have been obtained and for goods-in-transit subsequent evidence of receipts has been linked with inventory records. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. The discrepancies noticed on physical verification of inventory as compared to books were not 10% or more in aggregate for each class of inventory.

b. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the unaudited books of accounts of the Company except as follows (Refer note –20.04 to the standalone financial statements):-

Quarter	Name of bank	Particulars	Amount as per books of account	Amount as reported in the quarterly return/ statement	Amount of difference*	Whether return/ statement subsequently rectified
June 2021	Indian Bank, State Bank of India, Punjab National bank, Union Bank of India, Bank of Baroda, Bank of India, Canara Bank.	Stock and Book Debts	10,712	10,496	216	No
September 2021			11,917	11,692	225	No
December 2021			12,403	12,080	323	No
March 2022			12,205	11,781	424	No

* Note : As explained by management, the variance are on account of statement filed with the lenders on financial statement prepared on provisional basis.

The reconciliation of veriance is given in the financial statement (refer Note- 20.04 to the financial statement).

iii. The Company has made investments in its joint venture LLP during the year. The Company has not provided guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year. Accordingly, reporting under clauses 3(iii)(a), 3(iii)(c) to 3(iii)(f) of the Order are not applicable to the Company.

(iii) (b) In respect of the investments, the terms and conditions under which investments were made are not prejudicial to the Company's interest.

iv. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not given any loans, or provided any guarantee or security as specified under Section 185 and 186 of the Companies Act, 2013 ("the Act"). In respect of the investments made by the Company, in our opinion the provisions of Section 186 of the Act have been complied with.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

vi. We have broadly reviewed the books of accounts maintained by the Company in respect of product, where pursuant to the rule made by the Central Government of India the maintenance of cost records has been prescribed under section 148(1) of the Companies Act 2013 and are of the opinion that, prima facie, the prescribed records have been maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.

vii. According to the information and explanations given to us and on the basis of our examination of the books of account:

a. The Company is generally regular in depositing undisputed statutory dues including Goods and Service tax, Provident Fund, Employee's State Insurance, Income Tax, Customs Duty, Cess and other statutory dues with the appropriate authorities. According to the information and explanations given to us and the records of the Company examined by us, no undisputed statutory dues as above were outstanding as at March 31, 2022 for a period of more than six months from the date they became payable.

b. According to the information and explanation given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax, sales tax, Value added tax, income tax and duty of excise, custom duty and service taxes which have not been deposited on account of any dispute and the forum where the dispute is pending as on March 31, 2022 are as under:

Name of the statute	Nature of dues	Amount Rs. in million	Year	Forum where dispute is pending
Gujrat Value Added Tax	VAT	0.10	2017-18	Deputy state tax commissioner, Appeal-1, Ahmedabad
West Bengal Value Added Tax Act,2003	West Bengal Value Added Tax	50.18	2009-10	Additional Commissioner of Commercial Taxes, Kolkata
The Central Sales Tax Act, 1956	Central Sales Tax	9.71	2016-17 & 2017-18	Deputy state tax commissioner, Appeal-1, Ahmedabad
		0.98	2006-07	Joint Commissioner of Commercial Taxes, Kolkata
Bihar Value Added Tax 2005	Bihar Value Added Tax	0.64	2015-16	Tribunal Bihar
The Central Excise Act, 1944	Duty of Excise	0.93	2005-06 & 2007-08	Commissioner (Appeals) – Central Excise Kolkata
		48.97	2009-10, 2010-11, 2011-12 & 2012-13	Customs, Excise & Service Tax Appellate Tribunal, Kolkata
Service Tax under Finance Act, 1994	Service Tax	33.16	2007-08, 2009-10, 2010-11, 2011-12, & 2012-13	Customs, Excise & Service Tax Appellate Tribunal, Kolkata
Customs Duty Act, 1962	Customs Duty	24.63	2015-16	Customs, Excise & Service Tax Appellate Tribunal, Kolkata
Kerala Goods & Services Tax Act	Kerala Goods & Services Tax Act	0.72	2017-18	Jt. Commissioner of State Tax (Appeals), Kozhikode, Kerala.

viii.According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

ix.

(a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowings or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.

(d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its joint ventures as defined under the Act.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its joint venture (as defined under the Act).

x.

(a) 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 or further public offer (including debt instruments) during the year. Accordingly, clause3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

xi.

(a) 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 explanation given to us, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the management.

(b) 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 explanation given to us, a report under Section 143(12) of the Act in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause3(xii) of the Order is not applicable to the Company.

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

xiv.

(a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

xv. According to the information and explanations given to us and as represented to us by the management and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, clause 3(xv) of the Order is not applicable to the Company.

xvi.

(a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted non-banking / housing finance activities during the year. is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations provided by the management of the Company, the Group does not have any CIC's, which are part of the Group. We have not, however, separately evaluated whether the information provided by the management is accurate and complete. Accordingly, reporting under clause 3(xvi)(d) of the Order is not applicable to the Company.

xvii. The Company has not incurred any cash losses in the current and in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable.

xix. According to the information and explanations given to us and on the basis of the financial ratios (refer note – 52 to the financial statements), ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

xxi. The reporting under clause 3(xxi) of the Order is not applicable for reporting by the Company as it does not have any subsidiary or associate, and its joint venture being a LLP reporting under CARO 2020 is not applicable to it

For Singhi & Co.
Chartered Accountants
Firm Registration No.302049E

(Rahul Bothra)
Partner
Membership No.067330
UDIN: 22067330AITYAB5824

Place: Kolkata
Dated: 11th May, 2022

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Skipper Limited of even date)

Report on the Internal Financial Controls with reference to standalone financial statement under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to standalone financial statement of Skipper Limited ("the Company") as of March 31, 2022 in conjunction with our audit of the Standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the company is responsible for establishing and maintaining internal financial controls based on the internal control with reference to standalone financial statement 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, including adherence to respective company's policies , the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to standalone financial statements 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 (SAs) prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements 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 with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to standalone financial statements, 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 standalone 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 with reference to standalone financial statements.

Meaning of Internal Financial Controls with reference to standalone financial statements

A company's internal financial control with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to standalone financial statements 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 Standalone 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 with reference to standalone financial statements

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, 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 with reference to standalone financial statements to future periods are subject to the risk that the internal financial control with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, 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 with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2022, based on the internal control with reference to standalone financial statements 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 Singhi & Co.
Chartered Accountants
Firm Registration No.302049E

(Rahul Bothra)
Partner
Membership No.067330
UDIN: 22067330AITYAB5824

Place: Kolkata
Dated: 11th May, 2022

STANDALONE BALANCE SHEET as at 31st March, 2022

(₹ in million)

Particulars	Note No.	As at 31st March, 2022		As at 31st March, 2021	
ASSETS					
NON-CURRENT ASSETS					
Property, Plant and Equipment (Including Right of Use Assets)	2	6,561.94		6,559.05	
Capital Work-In-Progress	2	139.54		116.37	
Other Intangible Assets	2	7.83		10.02	
Financial Assets					
Investments	3	106.03		96.40	
Other Financial Assets	4	180.97		198.24	
Other Non Current Assets	5	25.69	7,022.00	50.87	7,030.95
CURRENT ASSETS					
Inventories	6	7,860.64		6,014.91	
Financial Assets					
Trade Receivables	7	4,343.97		4,718.43	
Cash and Cash Equivalents	8	11.17		9.52	
Bank Balances other than cash & cash equivalent	9	380.86		253.38	
Other Financial Assets	10	72.43		37.18	
Contract Assets	11	281.99		286.29	
Other Current Assets	12	900.24	13,851.30	841.49	12,161.20
TOTAL:			20,873.30		19,192.15
EQUITY AND LIABILITIES					
EQUITY					
Equity Share capital	13	102.67		102.67	
Other Equity	14	7,252.49	7,355.16	6,975.17	7,077.84
LIABILITIES					
NON-CURRENT LIABILITIES					
Financial Liabilities					
Borrowings	15	2,119.84		2,563.34	
Lease Liabilities	16	70.77		83.64	
Provisions	17	60.41		58.77	
Deferred Tax Liabilities (Net)	18	378.84		322.93	
Other Non-Current Liabilities	19	50.11	2,679.97	56.43	3,085.11
CURRENT LIABILITIES					
Financial Liabilities					
Borrowings	20	3,546.67		1,822.12	
Lease Liabilities	21	9.45		12.37	
Trade Payables	22				
Total Outstanding Dues of					
Micro Enterprises and Small Enterprises		40.98		31.10	
Total Outstanding Dues of Creditor other than Micro Enterprises and Small Enterprises		6,223.28		6,542.15	
Other Financial Liabilities	23	88.86		99.61	
Contract Liabilities	24	643.93		246.02	
Other Current Liabilities	25	194.55		146.94	
Provisions	26	11.76		2.71	
Current Tax Liabilities (Net)	27	78.69	10,838.17	126.18	9,029.20
TOTAL:			20,873.30		19,192.15

Significant Accounting Policies, Judgements and Key Estimates 1

The accompanying notes are an integral part of the standalone financial statements.

As per our report annexed
For Singhi & Co.
Chartered Accountants
Firm's Regn No.-302049E

For and on behalf of the Board

RAHUL BOTHRA
Partner
Membership No. 067330

SAJAN KUMAR BANSAL
Managing Director
DIN - 00063555

DEVESH BANSAL
Director
DIN - 00162513

Place: Kolkata
Dated: 11th May, 2022

SHARAN BANSAL
Director & Chief Financial Officer
DIN: 00063481

ANU SINGH
Company Secretary

STANDALONE STATEMENT OF PROFIT & LOSS for the year ended 31st March, 2022

(₹ in million)

Particulars	Note No.	Year ended 31-03-2022	Year ended 31-03-2021
A. INCOME			
Revenue From Operations	28	17,070.80	15,815.07
Other Income	29	40.12	40.24
Total Income		**17,110.92**	**15,855.31**
B. EXPENDITURE			
Cost of Materials Consumed	30	12,009.43	10,777.41
Change in Stock of Finished Goods & Work-In-Progress	31	(557.01)	(487.35)
Employee Benefit Expense	32	874.83	758.86
Finance Costs	33	930.03	723.56
Depreciation & Amortisation Expenses	2	484.92	452.60
Other Expenses	34	3,065.25	3,329.04
Total Expenditure		**16,807.45**	**15,554.12**
C. Profit/(Loss) Before Exceptional Items And Tax	A-B	**303.47**	**301.19**
D. Exceptional Items		-	-
E. Profit/(Loss) Before Tax	C-D	**303.47**	**301.19**
F. Tax Expense	35		
Current Tax		63.49	63.09
MAT Credit entitlement for current year		(63.49)	(63.09)
Tax adjustments for earlier years		(101.25)	(6.23)
Deferred Tax	18	118.61	96.59
Total Tax Expense		**17.36**	**90.36**
G. Profit/(Loss) After Tax	E-F	**286.11**	**210.83**
H. Other Comprehensive Income	36		
Items that will not be reclassified to profit or loss			
Re-Measurement of defined benefit plans		2.28	2.29
Income tax relating to items that will not be reclassified to profit or loss			
Re-Measurement of defined benefit plans	18	(0.80)	(0.80)
Total Other Comprehensive Income		**1.48**	**1.49**
I. Total Comprehensive Income	G+H	**287.59**	**212.32**
J. Earning Per Share	37		
Basic Earning Per Share of ₹ 1 each		2.79	2.05
Diluted Earning Per Share of ₹ 1 each		2.79	2.05

Significant Accounting Policies, Judgements and Key Estimates 1

The accompanying notes are an integral part of the standalone financial statements.

As per our report annexed
For Singhi & Co.
Chartered Accountants
Firm's Regn No.-302049E

RAHUL BOTHRA
Partner
Membership No. 067330

Place: Kolkata
Dated: 11th May, 2022

For and on behalf of the Board

SAJAN KUMAR BANSAL
Managing Director
DIN - 00063555

DEVESH BANSAL
Director
DIN - 00162513

SHARAN BANSAL
Director & Chief Financial Officer
DIN: 00063481

ANU SINGH
Company Secretary

STANDALONE STATEMENT OF CHANGES IN EQUITY for the year ended 31st March, 2022

A. EQUITY SHARE CAPITAL

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Balance at beginning of the year	102.67	102.67
Changes in Equity Share Capital due to prior period errors	-	-
Restated balance at the beginning of the year	**102.67**	**102.67**
Changes in Equity Share Capital during the year	**-**	**-**
Balance at the end of the year	**102.67**	**102.67**

B. OTHER EQUITY

(₹ in million)

Particulars	Year ended 31-Mar-22				
	Securities Premium Reserve	General Reserve	Retained Earnings	Item of other Comprehensive Income	Total
				Re-Measurement of defined benefit plans	
Balance at beginning of the year	1,174.74	439.76	5,360.67	-	6,975.17
Changes in accounting policy or prior period errors	-	-	-	-	-
Restated balance at the beginning of the year (a)	1,174.74	439.76	5,360.67	-	6,975.17
Profit for the year (b)	-	-	286.11	-	286.11
Re-Measurement income/(loss) on defined benefit plans, net of tax (c)	-	-	-	1.48	1.48
Total Comprehensive Income/(Loss) for the year (d)= (b+c)	-	-	286.11	1.48	287.59
Dividends (e)	-	-	(10.27)	-	(10.27)
Transfer of OCI-Re-measurement to Retained earning (f)	-	-	1.48	(1.48)	-
Total Changes (g)=(d+e+f)	-	-	277.32	-	277.32
Balance at end of the year (h)=(a+g)	**1,174.74**	**439.76**	**5,637.99**	**-**	**7,252.49**

(₹ in million)

Particulars	Year ended 31-Mar-21				
	Securities Premium Reserve	General Reserve	Retained Earnings	Item of other Comprehensive Income	Total
				Re-Measurement of defined benefit plans	
Balance at beginning of the year	1,174.74	439.76	5,158.62	-	6,773.12
Changes in accounting policy or prior period errors	-	-	-	-	-
Restated balance at the beginning of the year (a)	1,174.74	439.76	5,158.62	-	6,773.12
Profit for the year (b)	-	-	210.83	-	210.83
Re-Measurement income/(loss) on defined benefit plans, net of tax (c)	-	-	-	1.49	1.49
Total Comprehensive Income/(Loss) for the year (d)= (b+c)	-	-	210.83	1.49	212.32
Dividends (e)	-	-	(10.27)	-	(10.27)
Transfer of OCI-Re-measurement to Retained earning (f)	-	-	1.49	(1.49)	-
Total Changes (g)=(d+e+f)	-	-	202.05	-	202.05
Balance at end of the year (h)=(a+g)	**1,174.74**	**439.76**	**5,360.67**	**-**	**6,975.17**

Significant Accounting Policies, Judgements and Key Estimates 1

The accompanying notes are an integral part of the standalone financial statements.

As per our report annexed
For Singhi & Co.
Chartered Accountants
Firm's Regn No.-302049E

RAHUL BOTHRA
Partner
Membership No. 067330

Place: Kolkata
Dated: 11th May, 2022

For and on behalf of the Board

SAJAN KUMAR BANSAL
Managing Director
DIN - 00063555

SHARAN BANSAL
Director & Chief Financial Officer
DIN: 00063481

DEVESH BANSAL
Director
DIN - 00162513

ANU SINGH
Company Secretary

STANDALONE CASH FLOW STATEMENT for the year ended 31st March, 2022

(₹ in million)

Particulars		Year ended 31-03-2022	Year ended 31-03-2021
A CASH FLOW FROM OPERATING ACTIVITIES			
Profit / (Loss) before Tax		**303.47**	**301.19**
Adjustments for:			
Depreciation		484.92	452.60
(Profit) / Loss on Sale of Fixed Assets		(2.44)	(12.24)
Unrealised Foreign Exchange Fluctuations		(3.13)	(124.32)
Fair Value movement (Gain) / Loss in Derivative Instruments		(23.47)	(140.65)
Provision for allowances under expected credit loss		8.34	1.77
Irrecoverable Debts / Advances Written Off (net)		2.53	2.33
Lease Liability w / back		(0.90)	(4.48)
Finance Costs		930.03	723.56
Corporate Guarantee Commission		-	(1.20)
Deferred Revenue Income		(6.49)	(2.24)
Interest Income		(26.39)	(20.08)
Operating profit before Working Capital Changes		**1,666.47**	**1,176.24**
Changes in Working Capital:			
(Increase) / decrease in Trade Receivables		384.07	(342.45)
(Increase) / decrease in Inventories		(1,845.73)	(1,091.57)
(Increase) / decrease in Other Financial Assets & Other Assets		(176.44)	(349.53)
(Increase) / decrease in Contract Assets		4.30	(15.19)
Increase / (decrease) in Trade Payables		(308.82)	2,837.84
Increase / (decrease) in Other Financial Liabilities & Other Liabilities		60.74	20.39
Increase / (decrease) in Contract Liabilities		397.91	(474.78)
Cash Generated from Operations		**182.50**	**1,760.95**
Direct taxes (paid) / Refunded		(9.73)	42.55
NET CASH GENERATED / (USED IN) OPERATING ACTIVITIES	A	**172.77**	**1,803.50**
B CASH FLOW FROM INVESTING ACTIVITIES			
Purchase of Property, Plant and Equipment and Intangible Assets		(421.21)	(859.80)
Sales Proceeds of Property, Plant and Equipment and Intangible Assets		16.66	38.42
Investment in Joint Venture		(9.63)	-
(Increase) / decrease in Fixed Deposits		(83.49)	(184.07)
Interest income on Fixed Deposits		16.02	9.24
NET CASH GENERATED / (USED IN) INVESTING ACTIVITIES	B	**(481.65)**	**(996.21)**
C CASH FLOW FROM FINANCING ACTIVITIES			
Interest Paid (Including Interest on lease Payments)		(921.30)	(779.54)
Dividend paid including tax thereon		(10.27)	(10.27)
Proceeds from Long-Term Borrowings		617.84	2,000.90
Repayment of Long-Term Borrowings		(979.80)	(638.00)
Principal Payment of Lease Liabilities		(11.34)	(7.61)
Increase / (decrease) in Short-Term Borrowings		1,615.40	(1,372.31)
NET CASH GENERATED / (USED IN) FINANCING ACTIVITIES	C	**310.53**	**(806.83)**
NET INCREASE / (DECREASE) IN CASH & CASH EQUIVALENTS	A+B+C	**1.65**	**0.46**
ADD: OPENING CASH & CASH EQUIVALENTS		**9.52**	**9.06**
CLOSING CASH & CASH EQUIVALENTS		**11.17**	**9.52**

STANDALONE CASH FLOW STATEMENT for the year ended 31st March, 2022

1. Closing Cash and Cash Equivalents represent balances of cash and cash equivalents as indicated in Note 8 to the standalone financial statement.
2. The Standalone Cash Flow statement has been prepared under the "Indirect method" as set out in Indian Accounting Standard ("Ind AS") 7- Statement of Cash Flows.
3. **Reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities.**

(₹ in million)

Particulars	Year ended 31-Mar-2022				Year ended 31-Mar-2021			
	Long-Term Borrowings	Short-Term Borrowings	Lease Liabilities	Interest Accured but not due	Long-Term Borrowings	Short-Term Borrowings	Lease Liabilities	Interest Accured but not due
Opening Balance	3,149.61	1,235.85	96.01	2.79	1,913.35	2,624.18	70.90	23.94
Cash Flow Changes (Net)	(361.96)	1,615.40	(11.34)	-	1,362.90	(1,372.31)	(7.61)	-
*Non-Cash Flow Changes								
Fair Value Changes	10.10	-	0.65	(10.10)	(25.74)	-	80.75	34.83
Forex movement	0.89	16.62	-	-	(100.90)	(16.02)	-	-
Others		-	(5.10)	-		-	(48.03)	-
Interest Expense	-	-	-	930.03	-	-	-	723.56
Interest Paid	-	-	-	(921.30)	-	-	-	(779.54)
Closing Balance	**2,798.64**	**2,867.87**	**80.22**	**1.42**	**3,149.61**	**1,235.85**	**96.01**	**2.79**

4 Figures relating to the previous year have been regrouped and rearranged wherever necessary.

The accompanying notes are an integral part of the standalone financial statements.

As per our report annexed
For Singhi & Co.
Chartered Accountants
Firm's Regn No.-302049E

RAHUL BOTHRA
Partner
Membership No. 067330

Place: Kolkata
Dated: 11th May, 2022

For and on behalf of the Board

SAJAN KUMAR BANSAL
Managing Director
DIN - 00063555

DEVESH BANSAL
Director
DIN - 00162513

SHARAN BANSAL
Director & Chief Financial Officer
DIN: 00063481

ANU SINGH
Company Secretary

Notes to Standalone Financial Statements
for the year ended 31st March 2022

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES, JUDGEMENTS & KEY ESTIMATES

CORPORATE OVERVIEW:

Skipper Limited ("the Company") is a public limited company incorporated in India having its registered office at 3A Loudon Street, Kolkata 700017, West Bengal, India. The company has its primary listings on the BSE Limited and NSE Limited. The company is engaged in the manufacturing and selling of Transmission & Distribution Structures (Towers & Poles) being its Engineering Products segment and CPVC, UPVC, PVC, SWR Pipes& Fittings, being its Polymer segment. The company is also involved in execution of EPC projects being its infrastructure segment.

The standalone financial statements of the Company have been approved by the Board of Directors in their meeting held on May 11, 2022.

SIGNIFICANT ACCOUNTING POLICIES:

A summary of the significant accounting policies applied in the preparation of the standalone financial statements are as given below. These accounting policies have been applied consistently to all the periods presented in the standalone financial statements, unless otherwise stated.

1) BASIS OF PREPARATION:

a) Statement of Compliance

These standalone financial statements have been prepared in accordance with the Indian Accounting Standards ("Ind AS") as prescribed by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ("the Act"), read with the Companies (Indian Accounting Standards) Rules, 2015 (amended), guidelines issued by the Securities and Exchange Board of India (SEBI), and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the Standalone Financial Statement, other relevant provisions of the Act and other accounting principles generally accepted in India.

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.

Ministry of Corporate Affairs on July 24, 2020 notified the Companies (Indian Accounting Standards) Amendment Rules, 2020, thereby amending the Rules of 2015. The Company has applied the following amendment for the first time for annual reporting period commencing 1st April, 2020:

The amendments listed above did not have any impact on the amounts recognized in prior periods and are not expected to significantly affect the current and future periods.

b) Basis of Measurement

The standalone financial statements of the Company have been prepared on historical cost basis except for the following assets and liabilities which have been measured at fair value:

i) Certain financial assets & liabilities (including derivative instruments)

ii) Defined Benefit Plans as per actuarial valuation

iii) Share based Payments

c) Functional and Presentation Currency

The standalone financial statements have been presented in Indian Rupees (INR), which is also the Company's functional currency. All financial information presented in INR has been rounded off to the nearest million as per the requirements of Schedule III, unless otherwise stated.

d) Use of Assumptions, Judgments and Estimates

The key assumption, judgment and estimation at the reporting date, that have significant risk causing the material adjustment to the carrying amounts of assets and liabilities within the next financial year, are describe below. The company based its assumption, judgment and estimation on parameters available on the standalone financial statements were prepared. Existing circumstances and assumption about future development, however, may change due to market changes or circumstances arising that are beyond the control of the company. Such changes are reflected in the assumption when they occur

i) Revenue

The application of revenue recognition accounting standards is complex and involves a number of key judgements and estimates. Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, price concessions and incentives, if any, as specified in the contract with the customer. The Company exercises judgment in determining whether the performance obligation is satisfied at a point in time or over a period of time.

The measurement of construction contracts in progress is based on an assessment of the stage of each project and expectations concerning the remaining progress towards completion of each contract, including the outcome of disagreements. The assessment of stage, income and expenses, including disagreements, is made on a project-by-project basis.

The assessment of disagreements relating to extra work, extensions of time, demands concerning liquidated damages, etc., is based on the nature of the circumstances, knowledge of the client, the stage of negotiations, previous experience and consequently an assessment of the likely outcome of each case. For major disagreements, external legal opinions are a fundamental part of the assessment.

Estimates concerning the remaining progress towards completion depend on a number of factors, and project assumptions may change as the work is being performed. Likewise, the assessment of disagreements may change as the cases proceed. Actual results may therefore differ materially from expectations. Provisions for estimated losses, if any, on uncompleted contracts are recorded in the period in which such losses become probable based on the expected contract estimates at the reporting date.

ii) Impairment of 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 CGU's fair value less costs of disposal and its value in use. It 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. Where 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.

An impairment loss is recognized as an expense in the standalone statement of profit and loss in the year in which an asset is identified as impaired. The impairment loss recognized in earlier accounting period is reversed if there has been an improvement in recoverable amount.

iii) Defined benefit plans

The cost of the defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

iv) Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

v) Impairment of financial assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

vi) Share-based payments

The Company measures the cost of equity-settled transactions with employees using Black-Scholes model to determine the fair value of the liability incurred on the grant date. Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

vii) Recognition of Deferred Tax Assets

The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the Company's future taxable income against which the deferred tax assets can be utilized. In addition, significant judgement is required in assessing the impact of any legal or economic limits.

viii) Classification of Leases

The Company enters into leasing arrangements for various assets. The classification of the leasing arrangement as a finance lease or operating lease is based on an assessment of several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to purchase and estimated certainty of exercise of such option, proportion of lease term to the asset's economic life, proportion of present value of minimum lease payments to fair value of leased asset and extent of specialized nature of the leased asset.

ix) Restoration, rehabilitation and decommissioning

Estimation of restoration/ rehabilitation/ decommissioning costs requires interpretation of scientific and legal data, in addition to assumptions about probability of future costs.

x) Provisions and Contingencies

The assessments undertaken in recognising provisions and contingencies have been made in accordance with Indian Accounting Standards (Ind AS) 37, 'Provisions, Contingent Liabilities and Contingent Assets'. The evaluation of the likelihood of the contingent events is applied best judgement by management regarding the probability of exposure to potential loss.

xi) Estimation uncertainty relating to the global health pandemic on COVID-19

The Company has considered internal and external information up to the date of approval of financial statements in assessing the recoverability of property plant and equipment, receivables, intangible assets, cash and cash equivalent and investments. The Company has performed sensitivity analysis on the assumptions used and based on current indicators of future economic conditions; the Company expects to recover the carrying amount of these assets. The Company has concluded that the impact of COVID – 19 is not material based on these estimates. The impact of the global health pandemic may be different from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

e) Classification of Assets and Liabilities into Current/Non-Current

All 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 Schedule III to the Companies Act, 2013, as given below.

The Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

For the purpose of Balance Sheet, an asset is classified as current if:

i) Expected to be realized or intended to sold or consumed in normal operating cycle;

ii) Held primarily for the purpose of trading;

iii) Expected to be realized within twelve months after the reporting period; or

iv) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All the other assets are classified as non-current.

Similarly, a liability is current if:

i) It is expected to be settled in normal operating cycle;

ii) It is held primarily for the purpose of trading;

iii) It is due to be settled within twelve months after the reporting period; or

iv) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Deferred Tax Assets and Liabilities are classified as non-current assets and liabilities respectively.

2) Inventories

a) Raw materials, fuel, stores & spare parts and packing materials

Valued at lower of cost and net realisable value (NRV). However, these items are considered to be realisable at cost, if the finished products, in which they will be used, are expected to be sold at or above cost. Cost is determined on weighted average basis.

b) Work-in- progress (WIP) and finished goods

Valued at lower of cost and NRV. Cost of Finished goods and WIP includes cost of raw materials, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost of inventories is computed on weighted average basis.

c) Waste / Scrap

Waste / Scrap inventory is valued at NRV. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

3) Cash and Cash Equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand, Cheques on hand and short term deposits with an original maturity of three months or less, which are subject to an insignificant risk of change in value.

4) Income Tax

Income Tax comprises current and deferred tax.

a) Current Tax

Current Tax is measured on the basis of estimated taxable income for the current accounting period in accordance with the applicable tax rates and the provisions of the Income-tax Act, 1961. Current income tax is recognized in The standalone statement of profit and loss except to the extent that it relates to an item recognized directly in equity or in other comprehensive income.

b) Deferred Tax

Deferred tax is provided, on all temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred tax assets and liabilities are measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted at the reporting date. Tax relating to items recognised directly in equity or OCI is recognised in equity or OCI and not in the standalone statement of profit and loss.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable.

MAT Credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal Income Tax during the specified period. In the year in which the Minimum Alternative Tax (MAT) credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in guidance note issued by the ICAI, the said asset is created by way of credit to standalone statement of profit and loss and shown as MAT credit entitlement. The Company reviews the same at each Balance Sheet date and writes down the carrying amount of MAT entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal Income Tax during the specified period.

5) Property, Plant and Equipment

a) Recognition and Measurement

i) Property, plant and equipment held for use in the production or/and supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost, less any accumulated depreciation and accumulated impairment losses (if any).

ii) Cost of an item of property, plant and equipment acquired comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting any trade discounts and rebates, any directly attributable costs of bringing the assets to its working condition and location for its intended use and present value of any estimated cost of dismantling and removing the item and restoring the site on which it is located.

iii) In case of self-constructed assets, cost includes the costs of all materials used in construction, direct labour, allocation of directly attributable overheads, directly attributable borrowing costs incurred in bringing the item to working condition for its intended use, and estimated cost of dismantling and removing the item and restoring the site on which it is located. The costs of testing whether the asset is functioning properly, after deducting the net proceeds from selling items produced while bringing the asset to that location and condition are also added to the cost of self-constructed assets.

iv) For transition to IND AS, the company has revalued land at fair value as deemed cost and considered other assets at Ind AS Cost.

v) The Company had opted for accounting the exchange differences arising on reporting of long term foreign currency monetary items in line with Companies (Accounting Standards) Amendment Rules 2009 relating to Accounting Standard-11 notified by Government of India on31st March, 2009 (as amended on 29th December 2011), which will be continued in accordance with Ind-AS 101 for all pre-existing long term foreign currency monetary items as at 31st March 2017. Accordingly, exchange differences relating to long term monetary items, arising during the year, in so far as they relate to the acquisition of fixed assets, are adjusted in the carrying amount of such assets.

vi) Gains or losses arising from de-recognition of property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset is recognized in the standalone statement of profit and loss.

vii) Subsequent costs are included in the asset's carrying amount, only when it is probable that future economic benefits associated with the cost incurred will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. Major Inspection/ Repairs/ Overhauling expenses are recognized in the carrying amount of the item of property, plant and equipment a replacement if the recognition criteria are satisfied. Any Unamortized part of the previously recognized expenses of similar nature is derecognized.

viii)The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

ix) The Company identifies and determines cost of asset significant to the total cost of the asset having useful life that is materially different from that of the remaining life.

x) Research and development costs that are in nature of tangible/ intangible assets and are expected to generate probable future economic benefits are capitalised and classified under tangible/intangible assets and depreciated on the same basis as other fixed assets. Revenue expenditure on research and development is charged to the statement of profit and loss in the year in which it is incurred.

b) Depreciation and Amortization

i) Depreciation on property, plant and equipment is provided under Straight Line Method over the useful lives of assets prescribed by Schedule II of the Companies Act, 2013. Depreciation in change in the value of fixed assets due to exchange rate fluctuation has been provided prospectively over the residual life of the respective assets.

ii) Depreciation in respect of property, plant and equipment added / disposed off during the year is provided on pro-rata basis, with reference to the date of addition/disposal.

6) Intangible Assets

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

ii) Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss.

iii) Intangible assets are amortised on straight line basis over its estimated useful life of 5 years.

7) Capital Work in Progress

Capital work-in-progress is stated at cost which includes expenses incurred during construction period, interest on amount borrowed for acquisition of qualifying assets and other expenses incurred in connection with project implementation in so far as such expenses relate to the period prior to the commencement of commercial production.

8) Investment in Joint-Venture

Investment in Joint-venture is measured at cost less impairment loss, if any.

The joint arrangement is structured through a separate vehicle and the legal form of the separate vehicle, the terms of the contractual arrangement and, when relevant, any other facts and circumstances gives the Company rights to the net assets of the arrangement (i.e. the arrangement is a joint venture). The activities of the joint venture are primarily aimed to provide the third parties with an output and the parties to the joint venture will not have rights to substantially all the economic benefits of the assets of the arrangement.

9) Leases

a) The Company as lessor

Leases for which the Company is a lessor are classified as finance or operating leases. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as finance lease. All other leases are classified as operating leases.

Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight-line basis over the lease term.

b) The Company as lessee

The Company assesses whether a contract is or contains a lease, at inception of the contract. The Company recognises a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets. For these leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the lease term, unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed. Contingent and variable rentals are recognized as expense in the periods in which they are incurred.

c) Lease Liability

The lease payments that are not paid at the commencement date are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Company, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

Lease payments included in the measurement of the lease liability comprise:

Fixed lease payments (including in-substance fixed payments) payable during the lease term and under reasonably certain extension options, less any lease incentives;

- Variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- The amount expected to be payable by the lessee under residual value guarantees;
- The exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- Payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

The lease liability is presented as a separate line in the Balance Sheet.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

The Company re-measures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

- The lease term has changed or there is a change in the assessment of exercise of a purchase option, in which case the lease liability is re-measured by discounting the revised lease payments using a revised discount rate.
- A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is re-measured by discounting the revised lease payments using a revised discount rate.

d) Right of Use (ROU) Assets

The ROU assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Whenever the company incurs an obligation for costs to dismantle and remove a leased asset, restore the site on which it is located or restore the underlying asset to the condition required by the terms and conditions of the lease, a provision is recognised and measured under Ind AS 37- Provisions, Contingent Liabilities and Contingent Assets. The costs are included in the related right-of-use asset.

ROU assets are depreciated over the shorter period of the lease term and useful life of the underlying asset. If the company is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life. The depreciation starts at the commencement date of the lease.

The ROU assets are not presented as a separate line in the Balance Sheet but presented below similar owned assets as a separate line in the PPE note under "Notes forming part of the Financial Statement".

The Company applies Ind AS 36- Impairment of Assets to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as per its accounting policy on 'property, plant and equipment'.

As a practical expedient, Ind AS 116 permits a lessee not to separate non-lease components when bifurcation of the payments is not available between the two components, and instead account for any lease and associated non-lease components as a single arrangement. The Company has used this practical expedient.

Extension and termination options are included in many of the leases. In determining the lease term the management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option.

10) Revenue Recognition

The Company earns revenue primarily from sale of engineering & polymer products. It also earns revenue from its Infrastructure Projects segment which includes Horizontal Direct Drilling services and Engineering, Procurement & Construction services.

Ind AS 115 "Revenue from Contracts with Customers", that replaces Ind AS 18 "Revenue" and Ind AS 11 "Construction Contracts" and related interpretations, introduce one single new model for recognition of revenue which includes a 5-step approach and detailed guidelines. Among other, such guidelines are on allocation of revenue to performance obligations within multi-element arrangements, measurement and recognition of variable consideration and the timing of revenue recognition.

The Company considers the terms of the contract in determining the transaction price. The transaction price is based upon the amount the entity expects to be entitled to in exchange for transferring of promised goods and services to the customer after deducting incentive programs, included but not limited to discounts, volume rebates etc.

a) Revenue from sale of goods

Revenue from the sale engineering and polymer segments is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. Company recognises revenue at a point in time, when control is transferred to the customer, and the consideration agreed is expected to be received. Control is generally deemed to be transferred upon delivery of the components in accordance with the agreed delivery plan.

b) Revenue from infrastructure projects

According to Ind AS 115 revenue is recognized over time (percentage of completion) either when the performance creates an asset that the customer controls as the asset is created (e.g. work in progress) or when the performance creates an asset with no alternative use and an enforceable right to payment as performance is completed to date has been secured. Revenue is also recognized over time if the customer simultaneously receives and consumes the benefits from goods and services as performed. Under Ind AS 11 construction contracts, with a high degree of individual adjustment were recognized as revenue by reference to the percentage of completion.

Revenue from infrastructure projects is recognized on percentage completion method based on the stage of completion of the contract. The stage of completion is determined as a proportion that contract costs incurred for work performed upto the reporting date bears to the estimated total costs. When it is probable that the total contract cost will exceed the total contract revenue, the expected loss is recognized immediately. For this purpose, total contract costs are ascertained on the basis of actual costs incurred and costs to be incurred for completion of contracts in progress, which is arrived at by the management based on current technical data, forecasts and estimate of expenditure to be incurred in future including contingencies. Revisions in projected profit or loss arising from change in estimates are reflected in each accounting period which, however, cannot be disclosed separately in the standalone financial statements as the effect thereof cannot be accurately determined. Overhead expenses representing indirect costs that cannot be directly aligned with the jobs, are distributed over the various contracts on a pro-rata basis.

Contract Assets

Contract assets are recognised when there is excess of revenue earned over billings on contracts. Unbilled receivables where further subsequent performance obligation is pending are classified as contract assets when the company does not have unconditional right to receive cash as per contractual terms. Revenue recognition for fixed price development contracts is based on percentage of completion method. Invoicing to the clients is based on milestones as defined in the contract. This would result in the timing of revenue recognition being different from the timing of billing the customers. Unbilled revenue for fixed price development contracts is classified as non-financial asset as the contractual right to consideration is dependent on completion of contractual milestones.

Impairment of Contract asset

The Company assesses a contract asset for impairment in accordance with Ind AS 109. An impairment of a contract asset is measured, presented and disclosed on the same basis as a financial asset that is within the scope of Ind AS 109.

Contract Liability

Contract Liability is recognised when there are billings in excess of revenues and it also includes consideration received from customers for whom the company has pending obligation to transfer goods or services.

The billing schedules agreed with customers include periodic performance based payments and / or milestone based progress payments. Invoices are payable within contractually agreed credit period.

Modification in contract

Contracts are subject to modification to account for changes in contract specification and requirements. The Company reviews modification to contract in conjunction with the original contract, basis which the transaction price could be allocated to a new performance obligation, or transaction price of an existing obligation could undergo a change. In the event transaction price is revised for existing obligation, a cumulative adjustment is accounted for.

The Company disaggregates revenue from contracts with customers by industry verticals, geography and nature of goods or services.

c) Interest Income

For all debt instruments measured either at amortized cost or at fair value through other comprehensive income (FVTOCI), interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset. Interest income also includes interest earned on margin money kept with banks.

d) Other Operating Revenue

Export incentive and subsidies are recognized when there is reasonable assurance that the Company will comply with the conditions and the incentive will be received.

11) Retirement and other employee benefits

a) Short Term Employee Benefits

Short term employee benefit obligations are measured on an undiscounted basis and are expensed as the related services are provided. Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period.

b) Other Long Term Employee Benefits

The liabilities for earned leaves that are not expected to be settled wholly within twelve months are measured as the present value (determined by actuarial valuation using the projected unit credit method) of the expected future payments to be made in respect of services provided by employees up to the end of the reporting period and recognised in books of accounts. The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. Re-measurements as the result of experience adjustment and changes in actuarial assumptions are recognized in standalone statement of profit and loss.

c) Post-Employment Benefits

The Company operates the following post-employment schemes:

i) Defined Benefit Plan

The liability or asset recognized in the Balance Sheet in respect of defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The Company's net obligation in respect of defined benefit plans is calculated by estimating the amount of future benefit that employees have earned in the current and prior periods.

The defined benefit obligation is calculated annually by Actuaries using the projected unit credit method. The liability recognized for defined benefit plans is the present value of the defined benefit obligation at the reporting date less the fair value of plan assets, together with adjustments for unrecognized actuarial gains or losses and past service costs. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Past service cost is recognised in the standalone statement of profit and loss in the period of a plan amendment. The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the Balance Sheet with a charge or credit recognised in Other Comprehensive Income (OCI) in the period in which they occur. Re-measurement recognised in OCI is reflected immediately in retained earnings and will not be reclassified to standalone statement of profit and loss.

The Company contributes to fund maintained with Life Insurance Corporation of India.

ii) Defined Contribution Plan

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation other than the contribution payable to the Provident fund. Contribution payable under the provident fund is recognised as expenditure in the standalone statement of profit and loss and/or carried to Construction work-in-progress when an employee renders the related service.

12) Government Grants

Government grants are recognized at their fair values when there is reasonable assurance that the grants will be received and the Company will comply with all the attached conditions.

a) Government grants are recognised in the statement of profit or loss on a systematic basis over the periods in which the Company recognises the related costs for which the grants are intended to compensate.

b) Grants related to acquisition/ construction of property, plant and equipment are recognised as deferred revenue in the Balance Sheet and transferred to the statement of profit or loss on a systematic and rational basis over the useful lives of the related asset.

13) Foreign Currency Transactions

a) The functional currency and presentation currency of the company is Indian Rupee (INR).

b) Transactions in currencies other than the company's functional currency are recorded on initial recognition using the exchange rate at the transaction date. At each balance sheet date, foreign currency monetary items are reported using the closing rate.

c) Non- monetary items that are measured in terms of historical cost in foreign currency are not retranslated. Exchange difference that arise on settlement of monetary items or on reporting of monetary items at each Balance sheet date at the closing spot rate are recognised in profit or loss in the period in which they arise except for:

i) exchange difference on foreign currency borrowings related to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest cost on those foreign currency borrowings; and

ii) exchange differences on transactions entered into in order to hedge certain foreign currency risks.

d) The Company had opted for accounting the exchange differences arising on reporting of long term foreign currency monetary items in line with Companies (Accounting Standards) Amendment Rules 2009 relating to Accounting Standard-11 notified by Government of India on 31st March, 2009 (as amended on 29th December 2011), which will be continued in accordance with Ind AS 101 for all pre-existing long term foreign currency monetary items as at 31st March 2017. Accordingly, exchange differences relating to long term monetary items, arising during the year, in so far as they relate to the acquisition of fixed assets, are adjusted in the carrying amount of such assets.

e) The financial statements of foreign operations are translated as follows:

a. Assets and liabilities are translated at the closing rate,

b. Income and expenses are translated at the exchange rates or appropriate averages, and

c. Equity components are translated at the exchange rates at the date of the relevant transactions.

d. Exchange differences arising on the translation of the financial statements of a foreign operation are recognized in Other Comprehensive Income (OCI)

14) Borrowing Cost

Borrowing cost include interest expense calculated using the Effective interest method, finance charges in respect of assets acquired on finance lease and exchange difference arising on foreign currency borrowings to the extent they are regarded as an adjustment to the finance cost.

Borrowing costs (including other ancillary borrowing cost) directly attributable to the acquisition or construction of a qualifying asset are capitalized as a part of the cost of that asset that necessarily takes a substantial period of time to complete and prepare the asset for its intended use or sale. The Company considers a period of twelve months or more as a substantial period of time.

Transaction costs in respect of long term borrowing are amortized over the tenure of respective loans using Effective Interest Rate (EIR) method. All other borrowing costs are recognized in the standalone statement of profit and loss in the period in which they are incurred.

15) Earnings per Share

Earnings per share is calculated by dividing the net profit or loss before OCI for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss before OCI for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

16) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets and financial liabilities are recognised when a Company entity becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss and ancillary costs related to borrowings) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in standalone statement of profit and loss.

a) Financial Assets

i) Classification and Subsequent Measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Measured at Amortized Cost
- Measured at Fair Value Through Other Comprehensive Income (FVTOCI)
- Measured at Fair Value Through Profit or Loss (FVTPL) and
- Equity Instruments measured at Fair Value Through Other Comprehensive Income (FVTOCI)

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

- Measured at Amortized Cost

The Financial assets are subsequently measured at the amortized cost if both the following conditions are met:

- The asset is held within a business model whose objective is achieved by both collecting 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 (SPPI) on the principal amount outstanding.
- After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as FVTPL. Interest income is recognised in the standalone statement of profit and loss.

- Measured at Fair Value Through Other Comprehensive Income (FVTOCI)

The financial assets are measured at the FVTOCI if both the following conditions are met:

- The objective of the business model is achieved by both collecting contractual cash flows and selling the financial assets; and
- The asset's contractual cash flows represent SPPI.

Debt instruments meeting these criteria are measured initially at fair value plus transaction costs. They are subsequently measured at fair value with any gains or losses arising on re-measurement recognized in other comprehensive income, except for impairment gains or losses and foreign exchange gains or losses. Interest calculated using the effective interest method is recognized in the standalone statement of profit and loss in investment income.

- Measured at Fair Value Through Profit or Loss (FVTPL)and

Financial assets are measured at fair value through profit or Loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. Gains or losses arising on re-measurement are recognised in the standalone statement of profit and loss. The net gains or loss recognised in standalone statement of profit and loss incorporates any dividend or interest earned on the financial assets and is included in the "Other income" line item.

- Equity Instruments measured at Fair Value Through Other Comprehensive Income (FVTOCI)

All equity investments in scope of Ind AS – 109 are measured at fair value. Equity instruments which are, held for trading are classified as at FVTPL. For all other equity instruments, the company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The company makes such election on an instrument-by instrument basis. The classification is made on initial recognition and is irrevocable. In case the company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment.

ii) Derecognition

The Company derecognizes a financial asset on trade date only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity.

iii) Impairment of Financial Assets

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL).

Expected credit losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For trade receivables Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rate to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

iv) Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period. For foreign currency denominated financial assets measured at amortised cost, the exchange differences are recognised in the standalone statement of profit and loss.

b) Financial Liabilities and equity instruments

Debts and equity instruments issued by a Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instruments.

Equity Instruments

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

Financial Liabilities

i) Recognition and Initial Measurement

Financial liabilities are classified, at initial recognition, as at fair value through profit or loss, loans and borrowings, payables or as derivatives as appropriate. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

ii) Subsequent Measurement

Financial liabilities are measured subsequently at amortized cost or FVTPL. A financial liability is classified as FVTPL if it is classified as held for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest rate method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on de-recognition is also recognized in profit or loss.

iii) Financial Guarantee Contracts

Financial guarantee contracts issued by the company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument.

Financial guarantee contracts are recognized initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirement of Ind AS 109 and the amount recognized less cumulative amortization.

iv) De-recognition

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

v) Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments and are included in standalone statement of profit and loss. The fair value of the financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period.

vi) Offsetting financial instruments

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

c) Derivative financial instruments

The Company uses derivative financial instruments such as forward, swap, options etc. to hedge against interest rate and foreign exchange rate risks, including foreign exchange fluctuation related to highly probable forecast sale. The realized gain / loss in respect of hedged foreign exchange contracts which has expired / unwinded during the year are recognized in the standalone statement of profit and loss and included in other operating revenue / other expense as the case may be. However, in respect of foreign exchange forward contracts period of which extends beyond the balance sheet date, the fair value of outstanding derivative contracts is marked to market and resultant net loss/gain is accounted in the standalone statement of profit and loss. Company does not hold derivative financial instruments for speculative purposes.

17) Provisions, Contingent Liabilities and Contingent Assets

a) Provisions

i) Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Provisions is measured using the cash flows estimated to settle the present obligation and when the effect of time value of money is material, Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost. Reimbursement expected in respect of expenditure required to settle a provision is recognised only when it is virtually certain that the reimbursement will be received.

ii) Decommissioning Liability

Restoration/ Rehabilitation/ Decommissioning cost are provided for in the accounting period when the obligation arises based on the NPV of the estimated future cost of restoration to be incurred. It includes the dismantling and demolition of infrastructure and removal of residual material. This provision is based on all regulatory requirements and related estimated cost based on best available information.

iii) Onerous Contracts

Present obligations arising under onerous contracts are recognized and measured as provisions. An onerous contract is considered to exist when a contract under which the unavoidable costs of meeting the obligations exceed the economic benefits expected to be received from it.

b) Contingent Liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the standalone financial statements.

c) Contingent Assets

Contingent assets usually arise from unplanned or other unexpected events that give rise to the possibility of an inflow of economic benefits. Contingent Assets are not recognized though are disclosed, where an inflow of economic benefits is probable.

18) Operating Segment

The identification of operating segment is consistent with performance assessment and resource allocation by the chief operating decision maker. An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses including revenues and expenses that relate to transactions with any of the other components of the Company and for which discrete financial information is available. Operating segments of the Company comprises three segments Engineering, Polymer products and Infrastructure segment. All operating segment's operating results are reviewed regularly by the chief operating decision maker to make decisions about resources to be allocated to the segments and assess their performance.

19) Employee Share based payment

Equity- settled share-based payments to employees are measured at the fair value of the employee stock options at the grant date. The fair value of option at the grant date is expensed over the vesting period with a corresponding increase in equity as "Employee Stock Options Account". In case of forfeiture of unvested option, portion of amount already expensed is reversed. In a situation where the vested option forfeited or expires unexercised, the related balance standing to the credit of the "Employee Stock Options Account" are transferred to the "General Reserve". When the options are exercised, the Company issues new equity shares of the Company of `1/- each fully paid-up. The proceeds received and the related balance standing to credit of the Employee Stock Options Account, are credited to share capital (nominal value) and Securities Premium Account.

20) Measurement of Fair Values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

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

a) In the principal market for the asset or liability, or

b) In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the standalone financial statements are categorised within the fair value hierarchy, described as follows, based on the input that is significant to the fair value measurement as a whole:

a) Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

b) Level 2 — Inputs other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and

c) Level 3 — Inputs which are unobservable inputs for the asset or liability.

External valuers are involved for valuation of significant assets & liabilities. Involvement of external valuers is decided by the management of the company considering the requirements of Ind As and selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

21) Recent pronouncements–

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 23, 2022, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2022, as below-

- Ind AS 16 – Property Plant and equipment - The amendment clarifies that excess of net sale proceeds of items produced over the cost of testing, if any, shall not be recognised in the profit or loss but deducted from the directly attributable costs considered as part of cost of an item of property, plant, and equipment. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2022.

- Ind AS 37 – Provisions, Contingent Liabilities and Contingent Assets – The amendment specifies that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract). The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2022, although early adoption is permitted.

- Ind AS 103 – Reference to Conceptual Framework The amendments specify that to qualify for recognition as part of applying the acquisition method, the identifiable assets acquired and liabilities assumed must meet the definitions of assets and liabilities in the Conceptual Framework for Financial Reporting under Indian Accounting Standards (Conceptual Framework) issued by the Institute of Chartered Accountants of India at the acquisition date. These changes do not significantly change the requirements of Ind AS 103.

- Ind AS 109 – Annual Improvements to Ind AS (2021) The amendment clarifies which fees an entity includes when it applies the '10 percent' test of Ind AS 109 in assessing whether to derecognise a financial liability.

- Ind AS 106 – Annual Improvements to Ind AS (2021) The amendments remove the illustration of the reimbursement of leasehold improvements by the lessor in order to resolve any potential confusion regarding the treatment of lease incentives that might arise because of how lease incentives were described in that illustration.

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

2 PROPERTY, PLANT & EQUIPMENT AND INTANGIBLE ASSETS

(₹ in million)

Description	GROSS BLOCK				DEPRECIATION & AMORTISATION				NET BLOCK	
	As at 31-03-2021	Additions	Deductions/ Adjustments	As at 31-03-2022	As at 01-04-2021	For the year	Deductions/ Adjustments	As at 31-03-2022	As at 31-03-2022	As at 31-03-2021
(A) Tangible Assets										
Land	666.24	-	-	666.24	-	-	-	-	666.24	666.24
Buildings	2,270.15	12.24	-	2,282.39	520.52	82.11	-	602.63	1,679.76	1,749.63
Plant and Machinery	5,321.97	339.41	33.84	5,627.54	2,162.22	331.64	20.95	2,472.91	3,154.63	3,159.75
Furniture and Fixtures	136.35	36.68	-	173.03	41.48	12.96	-	54.44	118.59	94.87
Vehicles	88.60	22.02	7.18	103.44	52.33	8.66	5.84	55.15	48.29	36.27
Office Equipment	53.82	2.89	-	56.71	37.50	5.19	-	42.69	14.02	16.32
Right of Use										
(a) Land	787.20	90.25	-	877.45	34.80	31.81	-	66.61	810.84	752.40
(b) Building	89.33	-	8.58	80.75	5.76	9.78	4.36	11.18	69.57	83.57
Total Tangible Assets	**9,413.66**	**503.49**	**49.60**	**9,867.55**	**2,854.61**	**482.15**	**31.15**	**3,305.61**	**6,561.94**	**6,559.05**
(B) Intangible Assets										
Computer Software	42.38	0.58	-	42.96	32.36	2.77	-	35.13	7.83	10.02
Total Intangible Assets	**42.38**	**0.58**	**-**	**42.96**	**32.36**	**2.77**	**-**	**35.13**	**7.83**	**10.02**
Total (A + B)	**9,456.04**	**504.07**	**49.60**	**9,910.51**	**2,886.97**	**484.92**	**31.15**	**3,340.74**	**6,569.77**	**6,569.07**
Capital Work in Progress									**139.54**	**116.37**

(₹ in million)

Description	GROSS BLOCK					DEPRECIATION & AMORTISATION				NET BLOCK	
	As at 31-04-2020	Adjustment to Opening Balance	Additions	Deductions/ Adjustments	As at 31-03-2021	As at 01-04-2020	For the year	Deductions/ Adjustments	As at 31-03-2021	As at 31-03-2021	As at 31-03-2020
(A) Tangible Assets											
Land	681.98	-	4.23	19.97	666.24	-	-	-	-	666.24	681.98
Buildings	2,226.44	-	44.90	1.19	2,270.15	441.92	79.22	0.62	520.52	1,749.63	1,784.52
Plant and Machinery	5,003.22	-	332.21	13.46	5,321.97	1,853.75	316.26	7.79	2,162.22	3,159.75	3,149.47
Furniture and Fixtures	73.91	-	62.44	-	136.35	35.06	6.42	-	41.48	94.87	38.85
Vehicles	88.35	-	1.53	1.28	88.60	45.42	8.12	1.21	52.33	36.27	42.93
Office Equipment	49.00	-	4.82	-	53.82	32.59	4.91	-	37.50	16.32	16.41
Right of Use		-									
(a) Land	72.16	-	768.44	53.40	787.20	13.56	30.90	9.66	34.80	752.40	58.60
(b) Building	8.58	-	80.75	-	89.33	1.78	3.98	-	5.76	83.57	6.80
Total Tangible Assets	**8,203.64**	**-**	**1,299.32**	**89.30**	**9,413.66**	**2,424.08**	**449.81**	**19.28**	**2,854.61**	**6,559.05**	**5,779.56**
(B) Intangible Assets		-									
Computer Software	38.31	-	4.07	-	42.38	29.57	2.79	-	32.36	10.02	8.74
Total Intangible Assets	**38.31**	**-**	**4.07**	**-**	**42.38**	**29.57**	**2.79**	**-**	**32.36**	**10.02**	**8.74**
Total (A + B)	**8,241.95**	**-**	**1,303.39**	**89.30**	**9,456.04**	**2,453.65**	**452.60**	**19.28**	**2,886.97**	**6,569.07**	**5,788.30**
Capital work in Progess										116.37	106.97

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

2 PROPERTY, PLANT & EQUIPMENT AND INTANGIBLE ASSETS (Contd.)

2.01 Property, plant & equipment include assets acquired on finance :

(₹ in million)

Description	As at 31-03-2022		As at 31-03-2021	
	Gross Block	Net Block	Gross Block	Net Block
-From Banks	23.44	18.62	23.27	16.30
-From Others	20.40	14.88	12.84	9.36

2.02 Refer Note 15.01 for security created on Land, Building and Property, Plant & Equipment.

2.03 All the immovable properties as contained in "Property, Plant & Equipment" are held by the Company in its own name during the year ended 31st March, 2022 and also for the year ended 31st March, 2021. Assets Pledged and Hypothecated against Borrowings [Refer note no. 15 & 20]

2.04 The Company has not revalued its Property, Plant & Equipment (including Right-Of-Use assets) and Intangible assets during the year ended 31st March, 2022 and 31st March, 2021.

2.05 CWIP aging schedule As at 31-Mar-22

(₹ in million)

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	**98.92**	**40.62**	-	-	**139.54**
Projects temporarily suspended	-	-	-	-	-
Total	**98.92**	**40.62**	-	-	**139.54**

CWIP aging schedule As at 31-Mar-21

(₹ in million)

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	**95.73**	**20.64**	-	-	**116.37**
Projects temporarily suspended	-	-	-	-	-
Total	**95.73**	**20.64**	-	-	**116.37**

2.06 All the projects in progress as on 31st March, 2022 and as on 31st March, 2021, are being executed as per schedule and is not overdue in terms of target completion time. Further, cost of these projects has not exceeded the cost as per its original plan.

3 NON-CURRENT FINANCIAL ASSETS - INVESTMENTS

(₹ in million)

Particulars	As at 31-03-2022		As at 31-03-2021	
Investment (measured at cost)				
Investment in Joint Venture				
Unquoted (Fully paid up)				
Investment in partnership Firm in the nature of Joint Venture				
In Skipper Metzer LLP	96.40		96.40	
Add: Further Contribution during the year	9.63		-	
Total		**106.03**		**96.40**

3.01 The Company had executed a Limited Liability Partnership Agreement with Metzerplas Cooperative Agricultural Organization Ltd (an agriculture cooperative incorporated in Israel) dated 14th February 2018, to jointly carry out business activities in the field of micro-irrigation within the framework of joint-venture. Pursuant to this, an LLP was incorporated on 9th March, 2018, wherein the Company holds 50% partnership Interest.

4 NON-CURRENT FINANCIAL ASSETS - OTHERS

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Security Deposits		
Unsecured, Considered Good	174.97	148.19
Other Balances		
Balances with banks		
Deposits (Refer note 9.01)	6.00	50.05
Total	**180.97**	**198.24**

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

5 OTHER NON CURRENT ASSETS

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Capital Advance		
Unsecured, Considered Good	25.69	50.78
Other		
Unsecured, Considered Good		
Prepaid expenses	-	0.09
Total	**25.69**	**50.87**

6 INVENTORIES

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
(As taken, valued and certified by the management)		
Raw Materials	3,365.91	2,088.97
Stores and Spare Parts	482.73	470.95
Work-In-Process	686.47	638.58
Finished Goods	3,220.93	2,741.22
Scrap and Waste	104.60	75.19
Total	**7,860.64**	**6,014.91**

Inventory are Hypothecated / Pledged against Borrowing [Refer note no. 15 & 20]

7 CURRENT FINANCIAL ASSETS - TRADE RECEIVABLES

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Secured, Considered Good	-	-
Unsecured, Considered Good	4,376.12	4,742.24
Significant increase in Credit Risk	-	-
Credit impaired	-	-
	4,376.12	4,742.24
Less: Allowances ^	32.15	23.81
Total	**4,343.97**	**4,718.43**

^ Represents provision on account of Expected Credit Loss [Refer note no. 49(C)]

7.01 Trade receivables ageing schedule as at 31-MAR-22

(₹ in million)

Particulars	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed							
Considered Good	1,553.68	1,814.42	403.46	143.66	358.59	102.31	4,376.12
Significant increase in Credit Risk	-	-	-	-	-	-	-
Credit impaired	-	-	-	-	-	-	-
	1,553.68	1,814.42	403.46	143.66	358.59	102.31	4,376.12
Less: Allowances ^	-	5.39	9.08	3.80	10.40	3.48	32.15
	1,553.68	1,809.03	394.38	139.86	348.19	98.83	4,343.97
Disputed	-	-	-	-	-	-	-
Considered Good	-	-	-	-	-	-	-
Significant increase in Credit Risk	-	-	-	-	-	-	-
Credit impaired	-	-	-	-	-	-	-

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

Trade receivables ageing schedule as at 31-MAR-21

(₹ in million)

Particulars	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed							
Considered Good	2,793.23	1,196.53	87.37	494.96	122.71	47.44	4,742.24
Significant increase in Credit Risk	-	-	-	-	-	-	-
Credit impaired	-	-	-	-	-	-	-
	2,793.23	1,196.53	87.37	494.96	122.71	47.44	4,742.24
Less: Allowances ^	-	3.56	1.96	13.12	3.56	1.61	23.81
	2,793.23	1,192.97	85.41	481.84	119.15	45.83	4,718.43
Disputed	-	-	-	-	-	-	-
Considered Good	-	-	-	-	-	-	-
Significant increase in Credit Risk	-	-	-	-	-	-	-
Credit impaired	-	-	-	-	-	-	-

8 CURRENT FINANCIAL ASSETS - CASH AND CASH EQUIVALENTS

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Cash on hand (as certified by the Management)	2.72	5.05
Balances with Scheduled Banks		
In Current Accounts	8.45	4.47
	11.17	**9.52**

9 CURRENT FINANCIAL ASSETS - BANK BALANCES OTHER THAN CASH & CASH EQUIVALENT

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Other Balances		
Balances with banks		
Deposits with more than 3 months initial maturity (Refer note 9.01)	380.69	253.15
In Unpaid Dividend Account	0.17	0.23
Total	**380.86**	**253.38**

9.01 Pledged against guarantees and letters of credit issued by banks.

10 CURRENT FINANCIAL ASSETS - OTHERS

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Security Deposits		
Unsecured, Considered Good	33.95	29.35
Accrued Interest on Fixed Deposit with Bank	3.10	2.76
Others		
Unsecured, Considered Good		
Gain on MTM of Forward Contract	35.38	5.07
Total	**72.43**	**37.18**

11 CONTRACT ASSETS

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Contract Assets (refer note 11.01)	281.99	286.29
Total	**281.99**	**286.29**

11.01 Contract assets represent excess of revenue earned over billings on contracts.

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

12 OTHER CURRENT ASSETS

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Advances other than Capital Advances		
Unsecured, Considered Good		
Suppliers of Goods & Services	242.70	131.47
Other Advances		
Unsecured, Considered Good		
Balance with Government Authorities	484.59	519.72
Others	172.95	190.30
Total	900.24	841.49

13 EQUITY SHARE CAPITAL

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Authorized		
410000000 (Previous Years: 410000000) Equity Shares of ₹ 1 each	410.00	410.00
	410.00	410.00
Issued, Subscribed and Paid Up		
102670212 (Previous Year: 102670212) Equity Shares of ₹ 1 each fully paid up.	102.67	102.67
Total	102.67	102.67

13.01 The Reconciliation of the number of shares outstanding is set out below:

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Equity Shares at the beginning of the year	102670212	102670212
Add: Equity Shares issued during the year	-	-
Equity Shares At the end of the year	102670212	102670212

13.02 Rights, Preferences and Restrictions attached to Equity Shares:

The Company has one class of equity shares having a par value of ₹1 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

13.03 Details of shareholders holding more than 5% shares :

Name of Shareholders	As at 31-03-2022		As at 31-03-2021	
	No of Shares	%	No of Shares	%
Mr. Sajan Kumar Bansal	95339	0.09	21855339	21.29
Mrs. Meera Bansal	9198	0.01	21769198	21.20
Sk Bansal Unity Trust - Held By Meera Bansal As Trustee	10880000	10.60	-	-
Sk Bansal Family Trust - Held By Meera Bansal As Trustee	10880000	10.60	-	-
Sk Bansal Heritage Trust - Held By Sajan Kumar Bansal As Trustee	10880000	10.60	-	-
Sk Bansal Legacy Trust - Held By Sajan Kumar Bansal As Trustee	10880000	10.60	-	-
Skipper Plastics Limited	20050000	19.53	20050000	19.53

13.04 The Company does not have any Holding Company.

13.05 The Shareholders of the Company approved the Employee Stock Options Plan 2015 ("ESOP 2015") for issue of Option not exceeding 2000000 (Two million) options to its permanent employees (including a Director, whether whole time or not but excluding independent directors) of the Company, working in India. There were NIL outstanding options at the beginning and at the end of the year and no options were granted, cancelled/forfeited, exercised or expired during the year.

13.06 None of the securities are convertible into shares at the end of the reporting period.

13.07 The Company during the preceding 5 years –

(a) Has not allotted shares pursuant to contracts without payment received in cash.

(b) Has not issued shares by way of bonus shares.

(c) Has not bought back any shares.

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

13.08 There are no calls unpaid by Directors / Officers.

13.09 The Company has not forfeited any shares.

13.10 Shares held by promoters as at 31st March, 2022 and changes during the year ended 31st March, 2022

Name of Promoter	As at 31-03-2022		As at 31-03-2021		Changes
	No of Shares	%	No of Shares	%	%
Sajan Kumar Bansal	95339	0.09	21855339	21.29	-21.19
Meera Bansal	9198	0.01	21769198	21.20	-21.19
Sharan Bansal	10000	0.01	10000	0.01	0.00
Sumedha Bansal	10000	0.01	10000	0.01	0.00
Devesh Bansal	10000	0.01	10000	0.01	0.00
Siddharth Bansal	10000	0.01	10000	0.01	0.00
Shruti M. Bansal	10000	0.01	10000	0.01	0.00
Reshu Bansal	10000	0.01	10000	0.01	0.00
Skipper Plastics Limited	20050000	19.53	20050000	19.53	0.00
Ventex Trade Private Limited	4987500	4.86	4987500	4.86	0.00
Aakriti Alloys Private Limited	2005250	1.95	2005250	1.95	0.00
Samriddhi Ferrous Private Limited	1465150	1.43	1465150	1.43	0.00
Skipper Polypipes Private Limited	859220	0.84	859220	0.84	0.00
Utsav Ispat Private Limited	386025	0.38	386025	0.38	0.00
Vaibhav Metals Private Limited	372900	0.36	372900	0.36	0.00
Sk Bansal Unity Trust - Held By Meera Bansal As Trustee	10880000	10.60	-	-	10.60
Sk Bansal Family Trust - Held By Meera Bansal As Trustee	10880000	10.60	-	-	10.60
Sk Bansal Heritage Trust - Held By Sajan Kumar Bansal As Trustee	10880000	10.60	-	-	10.60
Sk Bansal Legacy Trust - Held By Sajan Kumar Bansal As Trustee	10880000	10.60	-	-	10.60
Total	**73810582**	**71.89**	**73810582**	**71.89**	**0.00**

Shares held by promoters as at 31st March, 2021 and changes during the year ended 31st March, 2021:

Name of Promoter	As at 31-03-2021		As at 31-03-2020		Changes
	No of Shares	%	No of Shares	%	%
Sajan Kumar Bansal	21855339	21.29	21855339	21.29	0.00
Meera Bansal	21769198	21.20	21769198	21.20	0.00
Sharan Bansal	10000	0.01	10000	0.01	0.00
Sumedha Bansal	10000	0.01	10000	0.01	0.00
Devesh Bansal	10000	0.01	10000	0.01	0.00
Siddharth Bansal	10000	0.01	10000	0.01	0.00
Shruti M. Bansal	10000	0.01	10000	0.01	0.00
Reshu Bansal	10000	0.01	10000	0.01	0.00
Skipper Plastics Limited	20050000	19.53	20050000	19.53	0.00
Ventex Trade Private Limited	4987500	4.86	4987500	4.86	0.00
Aakriti Alloys Private Limited	2005250	1.95	2005250	1.95	0.00
Samriddhi Ferrous Private Limited	1465150	1.43	1465150	1.43	0.00
Skipper Polypipes Private Limited	859220	0.84	859220	0.84	0.00
Utsav Ispat Private Limited	386025	0.38	386025	0.38	0.00
Vaibhav Metals Private Limited	372900	0.36	372900	0.36	0.00
Total	**73810582**	**71.89**	**73810582**	**71.89**	**0.00**

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

14 OTHER EQUITY

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Securities Premium Account	1,174.74	1,174.74
General Reserve	439.76	439.76
Surplus in the Statement of Profit and Loss	5,637.99	5,360.67
Total	**7,252.49**	**6,975.17**

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
14.01 Securities Premium Account		
Balance at the beginning of the year	1,174.74	1,174.74
Balance at the end of the year	1,174.74	1,174.74
14.02 General Reserve		
Balance at the beginning of the year	439.76	439.76
Balance at the end of the year	439.76	439.76
14.03 Surplus in the Statement of Profit and Loss		
Balance at the beginning of the year	5,360.67	5,158.62
Add: Profit for the year	286.11	210.83
Less: Appropriations		
Proposed Dividend on Equity Shares	10.27	10.27
Add: Transfer from OCI-Re-measurement	1.48	1.49
Balance at the end of the year	5,637.99	5,360.67
14.04 Other Comprehensive Income		
Items that will not be reclassified to profit or loss (Net of Income Tax Effect)		
Re-measurement of Defined Benefit Plans		
Balance at the beginning of the year	-	-
Add: Other Comprehensive Income for the year	1.48	1.49
	1.48	1.49
Less: Transfer to retained earning	(1.48)	(1.49)
Balance at the end of the year		
Total	**7,252.49**	**6,975.17**

14.05 The description of the nature and purpose of each reserve within equity is as follows:

a. **Securities Premium Reserve :** The Reserve represents the premium on issue of shares and can be utilized in accordance with the provisions of the Companies Act, 2013.

b. **General Reserve :** The Reserve is created by an appropriation from one component of equity (generally retained earnings) to another, not being an item of Other Comprehensive Income. The same can be utilised by the company in accordance with the provisions of the Companies Act, 2013.

c. **Retained Earnings :** This reserve represents the cumulative profits of the Company and effects of re-measurement of defined benefit obligations. This reserve can be utilised in accordance with the provisions of the Companies Act 2013.

d. **Item of other Comprehensive Income (Re-Measurement of defined benefit plans):** Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the Balance Sheet with a charge or credit recognised in Other Comprehensive Income (OCI) in the period in which they occur. Re measurement recognised in OCI is reflected immediately in retained earnings and will not be reclassified to Statement of Profit and Loss.

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

15 NON-CURRENT FINANCIAL LIABILITIES - BORROWINGS

(₹ in million)

Particulars	As at 31-03-2022		As at 31-03-2021	
SECURED LOANS				
From Banks				
Rupee Term Loans	2,630.23		2,432.01	
Foreign Currency Term Loans From Banks	115.22		216.80	
	2,745.45		2,648.81	
Less: Current maturities of term loan	669.39	2,076.06	581.51	2,067.30
From Bodies Corporate				
Rupee Term Loan	-		374.84	
Less: Current maturities of loans	-	-	-	374.84
Hire purchase loans				
From banks	14.78		11.41	
Less: Current maturities of loans	4.62	10.16	3.29	8.12
From others	10.90		7.93	
Less: Current maturities of loans	4.80	6.10	1.47	6.46
UNSECURED LOANS				
Loans from Related Parties		27.52		106.62
Total		**2,119.84**		**2,563.34**

15.01 Secured Loans are covered as follows :

(₹ in million)

Particulars	Loan Amount		Security
	As at 31-Mar-22	As at 31-Mar-21	
Rupee term loan from banks	**191.78**	319.64	Secured by way of first pari- passu charge over all fixed assets, both present and future, of company's Jangalpur unit, Howrah excluding those assets for which there is a charge of other lenders. These loans are also secured by personal guarantees of some of the directors of the Company.
Rupee term loan from banks	**344.56**	444.64	Secured by way of first pari-passu charge over all fixed assets, both present and future, of company's Uluberia unit, excluding specifically financed assets. These loans are further secured by second pari-passu charge on the current assets of the Company. These loans are also secured by personal guarantees of some of the directors of the Company.
Foreign currency term loans from banks	**115.22**	193.40	
Foreign currency term loans from banks	-	23.40	Secured by way of first pari- passu charge over all fixed assets, both present and future, of company's Uluberia and Jangalpur Units excluding those assets for which there is a charge of other lenders. These are further secured by second pari-passu charge on current assets of the Company. These loans are also secured by personal guarantees of some of the directors of the Company.
Rupee term loan from banks	**206.26**	293.66	Secured by way of first charge over all fixed assets, both present and future of Palasbari Unit, Guwahati. These are further secured by second pari-passu charge on the current assets of Palasbari Unit, Guwahati.
Rupee Term Loan from bodies corporate	**-**	374.84	Secured by Bank Guarantees.
Rupee term loan from banks	**622.92**	693.01	Secured by way of first charge over all fixed assets of Test Station located at Bagnan, including land taken on lease from related parties. These are further secured by subservient charge on the current assets of the Company. These loans are also secured by personal guarantees of some of the directors of the Company and corporate guarantee from the Lessors of land.

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

Particulars	Loan Amount		Security
	As at 31-Mar-22	As at 31-Mar-21	
Rupee term loan from banks	**1,125.01**	536.02	Secured by way of second charge on current assets of the company on pari-passu first basis with consortium members. These loans are also secured by second charge on fixed assets located at Jangalpur, Uluberia & Guwahati (Unit 1 & 2) Units.
Rupee term loan from banks	**85.32**	88.50	Secured by way of first charge over properties owned by related parties, personal guarantees of some of the directors of the Company and corporate guarantee from the related parties.
Rupee term loan from banks	**54.38**	56.54	Secured by way of first charge over properties owned by related parties.
Hire purchase loans from banks	**14.78**	11.41	Secured against hypothecation of respective fixed assets financed by banks.
Hire purchase loans from others	**10.90**	7.93	Secured against hypothecation of respective fixed assets financed by lenders.

15.02 **Repayment Schedule as on 31-Mar-22 as follows:** (₹ in million)

Year of Repayment	Secured				
	Rupee Loan from bank	Rupee Loan from Body Corporate	Foreign Currency Loan	Hire purchase loans from banks	Hire purchase loans from Others
2022-23	592.45	-	76.94	4.62	4.80
2023-24	517.79	-	38.28	4.53	4.06
2024-25	462.17	-	-	3.75	1.34
2025-26	429.82	-	-	1.88	0.70
2026-27	294.08	-	-	-	-
2027-28 and beyond	333.92	-	-	-	-
Total	**2,630.23**	-	**115.22**	**14.78**	**10.90**

15.03 Loans from related parties of ₹27.52 million (Previous Year: ₹106.62 million), being long term in nature, have not been considered in the above repayment schedule.

15.04 Interest Rates: (₹ in million)

Particulars	As at 31st March, 2022		As at 31st March, 2021	
	Loan Amount (₹ in million)	Rate of Interest (%)	Loan Amount (₹ in million)	Rate of Interest (%)
Secured				
Rupee term loan from banks	2630.23	6.95 to 9.60	2432.01	7.00 to 10.00
Foreign currency term loans from banks	115.22	3.40 to 3.46	216.80	3.50
Rupee term loan from bodies corporate	0.00	na	374.84	10.50
Hire purchase loans from Bank	14.78	8.10 to 9.35	11.41	8.10 to 9.35
Hire purchase loans from others	10.90	9.75 to 10.89	7.93	9.75 to 10.89
Unsecured				
Loans from Related Parties	27.52	8.40	106.62	9.00

16 NON-CURRENT FINANCIAL LIABILITIES - LEASE LIABILITIES

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Lease Liabilities	70.77	83.64
Total	**70.77**	**83.64**

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

16.01 Movement of Lease Liabilities (Current and Non-current)

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-Mar-21
Opening Balance	96.01	70.90
Add: Addition	90.25	849.19
Add: Interest	8.80	4.08
Less: Cancellation/Foreclosures	5.12	48.22
Less: Payments	109.72	779.94
Closing Balance	**80.22**	**96.01**

17 NON-CURRENT PROVISIONS

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Provision for employee benefits		
Gratuity	54.06	52.58
Leave encashment	6.35	6.19
Total	**60.41**	**58.77**

18 DEFERRED TAX LIABILITIES (NET)

The Company has recognized Deferred Tax Liability as per Indian Accounting Standard ("Ind AS") 12- Income Taxes . The balance comprises temporary difference attributable to :

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Deferred tax liability :		
Property Plant Equipment (Refer Note 35.02)	674.62	654.02
Unamortised Processing Fees On Loan	8.00	11.53
Right of Use Assets	307.65	292.12
Security Deposit-Prepaid Rent	-	0.04
Forward Mark to Market	-	1.79
Total Deferred Tax Liability (A)	**990.27**	**959.50**
Less:		
Deferred Tax Assets :		
Employee's Separation and Retirement Expenses	25.22	21.49
Long Term Capital Loss Carried Forward	1.54	0.99
Deferred Revenue	19.72	21.99
Provision for allowances on account of Expected Credit Loss	11.24	8.32
Security Deposit - Fair Value	293.26	265.51
Lease Liability	28.04	33.55
Carry Forward of Business Losses and Unabsorbed Depreciation	63.94	179.74
MAT Credit Entitlement	168.47	104.98
Total Deferred Tax Assets (B)	**611.43**	**636.57**
Deferred Tax Liabilities (Net)	**378.84**	**322.93**

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

The movement of major components of deferred tax provision/adjustment during the year ended 31st March, 2022 is given below:

(₹ in million)

Particulars	As at 31-03-2022	Recognised in Profit/ loss	Recognised in OCI	As at 31-03-2021
Deferred tax liability :				
Property Plant Equipment (Refer Note 35.02)	674.62	20.60	-	654.02
Unamortised Processing Fees On Loan	8.00	(3.53)	-	11.53
Right of Use Assets	307.65	15.53	-	292.12
Security Deposit-Prepaid Rent	-	(0.04)	-	0.04
Forward Mark to Market	-	(1.79)	-	1.79
Total Deferred Tax Liability (A)	**990.27**	**30.77**	**-**	**959.50**
Less:				
Deferred Tax Assets :				
Employee's Separation and Retirement Expenses	25.22	4.53	(0.80)	21.49
Long Term Capital Loss Carried Forward	1.54	0.55	-	0.99
Deferred Revenue	19.72	(2.27)	-	21.99
Provision for allowances on account of Expected Credit Loss	11.24	2.92	-	8.32
Security Deposit - Fair Value	293.26	27.75	-	265.51
Lease Liability	28.04	(5.51)	-	33.55
Carry Forward of Deductions/ losses	63.94	(115.80)	-	179.74
MAT Credit Entitlement	168.47	63.49	-	104.98
Total Deferred Tax Assets (B)	**611.43**	**(24.34)**	**(0.80)**	**636.57**
Deferred Tax Liabilities (Net) (A-B)	**378.84**	**55.11**	**0.80**	**322.93**

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

The movement of major components of deferred tax provision/adjustment during the year ended 31st March, 2021 is given below:

(₹ in million)

Particulars	As at 31-03-2021	Recognised in Profit/ loss	Recognised in OCI	As at 31-03-2020
Deferred tax liability :				
Property Plant Equipment (Refer Note 35.02)	654.02	30.31	-	623.71
Unamortised Processing Fees On Loan	11.53	9.00	-	2.53
Right of Use Assets	292.12	269.27	-	22.85
Security Deposit-Prepaid Rent	0.04	(0.01)	-	0.05
Forward Mark to Market	1.79	1.79	-	-
Total Deferred Tax Liability (A)	**959.50**	**310.36**	**-**	**649.14**
Less:				
Deferred Tax Assets :				
Employee's Separation and Retirement Expenses	21.49	1.77	(0.80)	20.52
Long Term Capital Loss Carried Forward	0.99	0.16	-	0.83
Deferred Revenue	21.99	16.69	-	5.30
Provision for allowances on account of Expected Credit Loss	8.32	0.62	-	7.70
Decommissioning Liability	-	(0.10)	-	0.10
Forward Mark to Market	-	(47.38)	-	47.38
Security Deposit - Fair Value	265.51	265.45	-	0.06
Lease Liability	33.55	8.77	-	24.78
Carry Forward of Deductions/ losses	179.74	(32.21)	-	211.95
MAT Credit Entitlement	104.98	63.09	-	41.89
Total Deferred Tax Assets (B)	**636.57**	**276.86**	**(0.80)**	**360.51**
Deferred Tax Liabilities (Net) (A-B)	**322.93**	**33.50**	**0.80**	**288.63**

19 OTHER NON-CURRENT LIABILITIES

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Deferred Revenue (Refer note 25.01)	50.11	56.43
Total	**50.11**	**56.43**

20 CURRENT FINANCIAL LIABILIITES- BORROWINGS

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
SECURED LOANS		
Working Capital Facilities from Banks		
Cash Credit facilities including Packing Credit and Demand Loans*	2,055.17	936.36
Buyer's Credit from Banks		
For Operational Use	812.69	299.49
Current maturities of Long-Term Debt		
Term Loans	669.39	581.51
Hire Purchase Loans	9.42	4.76
Total	**3,546.67**	**1,822.12**

Includes positive balance of ₹Nil (Previous Year: ₹200.44 million) in Cash Credit Account

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

20.01 Working Capital (Including Buyer's Credit) are secured by first charge on current assets and second charge on fixed assets of Jangalpur, Uluberia & Guwahati (Unit 1 & 2) and also by personal guarantees of some of the directors of the Company.

20.02 Interest on working Capital Facilities from banks carries interest ranging from 6.95% to 10.60% per annum; Interest on foreign currency working capital loan from bank carries interest ranging from 4.36% to 4.38%; Packing Credit from Banks bears interest 1.155% to 2.1594% per annum; Buyer's Credit from Banks bears interest between 0.4697% to 1.866% per annum.

20.03 The Company has not availed borrowings based on the security of current assets of any Group Company.

20.04 The Company has been regular in filling monthly/quarterly statements with the bank and these statements are in agreement with the books of accounts except as mentioned below. Reconciliation of monthly statements submitted to bank with bank along with reasons for differences is as given below:

(₹ in million)

Month ended	Name of banks	Particulars of Securities Provided	Amount as per books of accounts	Amount as reported in monthly statement	Differences	Reasons for differences
March 2022	Indian Bank, State Bank of India, Punjab National bank, Union Bank of India, Bank of Baroda, Bank of India, Canara Bank	Inventories	7,860.64	7,183.66	676.98	Stock statement are submitted based on data prepared on provisional basis and differences are primarily due to inventory valuation and sales adjsutment in compliance with relevent Ind AS.
		Trade Receivables	4,343.97	4,597.45	(253.48)	
December 2021		Inventories	8,014.97	7,640.38	374.59	
		Trade Receivables	4,387.60	4,439.84	(52.25)	
September 2021		Inventories	7,377.42	7,055.82	321.60	
		Trade Receivables	4,539.73	4,635.70	(95.97)	
June 2021		Inventories	6,774.41	6,563.66	210.75	
		Trade Receivables	3,937.13	3,931.97	5.16	
March 2021		Inventories	5,942.48	5,665.99	276.49	
		Trade Receivables	4,718.43	4,531.63	186.80	
December 2020		Inventories	5,652.04	5,737.70	(85.66)	
		Trade Receivables	4,565.05	4,616.26	(51.21)	
September 2020		Inventories	5,039.08	4,487.27	551.81	
		Trade Receivables	3,882.43	4,237.34	(354.91)	
June 2020		Inventories	4,814.12	4,177.66	636.46	
		Trade Receivables	4,275.53	4,685.87	(410.34)	

Reconcilation of difference in Inventory :

(₹ in million)

Particulars	March 2022	Dec 2021	Sept 2021	June 2021	March 2021	Dec 2020	Sept 2020	June 2020
Amount as reported in monthly statement submitted to bank	7,183.66	7,640.38	7,055.82	6,563.66	5,665.99	5,737.70	4,487.27	4,177.66
INDAS Adjustments	455.02	23.14	120.46	93.71	204.06	(85.66)	0.03	-
Goods in transit not considered in stock statement	221.96	351.45	201.14	117.04	72.43	-	-	-
Stores not considered in stock statement	-	-	-	-	-	-	197.55	174.52
Finished Good/ Semi Finished Goods/ Scrap not considered in stock statement	-	-	-	-	-	-	354.23	461.94
Amount as per books of accounts	**7,860.64**	**8,014.97**	**7,377.42**	**6,774.41**	**5,942.48**	**5,652.04**	**5,039.08**	**4,814.12**

Reconcilation of difference in Trade Receivables :

(₹ in million)

Particulars	March 2022	Dec 2021	Sept 2021	June 2021	March 2021	Dec 2020	Sept 2020	June 2020
Amount as reported in monthly statement submitted to bank	4,597.45	4,439.84	4,635.70	3,931.97	4,531.63	4,616.26	4,237.34	4,685.87
Balance of Group Companies not considered in stock statement	202.00	167.66	136.71	102.68	109.77	72.89	-	-
INDAS Adjustments	(455.48)	(219.90)	(232.68)	(97.52)	77.03	(124.10)	(354.91)	(410.34)
Amount as per books of accounts	**4,343.97**	**4,387.60**	**4,539.73**	**3,937.13**	**4,718.43**	**4,565.05**	**3,882.43**	**4,275.53**

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

21 CURRENT FINANCIAL LIABILIITES - LEASE LIABILITIES

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Lease Liabilities	9.45	12.37
Total	**9.45**	**12.37**

22 CURRENT FINANCIAL LIABILIITES- TRADE PAYABLES

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Total Outstanding Dues of Micro Enterprises and Small Enterprises (Refer note 43)	40.98	31.10
Total Outstanding Dues of Creditor other than Micro enterprises and Small enterprises	6,223.28	6,542.15
Total	**6,264.26**	**6,573.25**

22.01 Summary of trade payables with ageing from due date of payment as at 31-MAR-22

(₹ in million)

Particulars	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total
Undisputed dues					
MSME	40.98	-	-	-	40.98
Others	6,089.13	134.15	-	-	6,223.28
Disputed dues					
MSME	-	-	-	-	-
Others	-	-	-	-	-

Summary of trade payables with ageing from due date of payment as at 31-MAR-21

Particulars	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total
Undisputed dues					
MSME	31.10	-	-	-	31.10
Others	6,542.15	-	-	-	6,542.15
Disputed dues					
MSME	-	-	-	-	-
Others	-	-	-	-	-

23 CURRENT FINANCIAL LIABILITIES - OTHERS

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Interest accrued but not due	1.42	2.79
Unpaid dividends	0.17	0.23
Liability for Capital Expenditure	87.27	96.59
Total	**88.86**	**99.61**

24 CONTRACT LIABILITIES

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Contract Liabilities (refer note 24.01)	643.93	246.02
Total	**643.93**	**246.02**

24.01 Contract liabilities represent consideration received from customers for whom there is pending obligation to transfer goods or services.

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

25 OTHER CURRENT LIABILITIES

(₹ in million)

Particulars	As at 31-03-2022		As at 31-03-2021	
Deferred Revenue (Refer note 25.01)	6.32		6.49	
Payable to Employees	124.74		114.04	
Statutory dues	62.99		25.96	
Other Payables	0.50	194.55	0.45	146.94
Total		**194.55**		**146.94**

25.1 Movement of Deferred Revenue (Current and Non-current)

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Opening Balance	62.92	15.17
Add: Received during the year	-	49.99
Less: Released to Statement of Profit & Loss	6.49	2.24
Closing Balance	**56.43**	**62.92**

26 CURRENT PROVISIONS

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Provision for employee benefits		
Gratuity	9.13	1.65
Leave encashment	2.63	1.06
Total	**11.76**	**2.71**

27 CURRENT TAX LIABILITIES (NET)

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Provision for Income Tax (Net of Advance Tax)	78.69	126.18
Total	**78.69**	**126.18**

28 REVENUE FROM OPERATIONS

(₹ in million)

Particulars	Year ended 31-03-2022		Year ended 31-03-2021	
Sale of Goods		16,375.25		14,047.95
Income from Infrastructure Projects		580.62		1,663.52
		16,955.87		**15,711.47**
Other Operational Revenues				
Export Benefits	61.38		95.68	
Government Grants	53.55	114.93	7.92	103.60
Total		**17,070.80**		**15,815.07**

28.01 Refer note 45 for disaggregated revenue informations.

28.02 Reconciliation of revenue from sale of products with the contracted price is given below

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Contracted Price	17,121.25	15,834.71
Less: Trade discounts, volume rebates, etc.	165.38	123.24
Sale of Goods & Income from Infrastructure Projects	**16,955.87**	**15,711.47**

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

29 OTHER INCOME

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Interest Income on Bank Deposits	16.35	11.29
Others	10.04	8.79
Other non-operating income		
Profit on sale of Fixed Assets	2.44	12.24
Profit on termination of Lease	0.90	4.48
Miscellaneous Income	10.39	3.44
Total	**40.12**	**40.24**

30 COST OF MATERIALS CONSUMED

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Cost of Materials (including conversion charges and procurement expenses)	**12,009.43**	**10,777.41**

30.1 Shortage/excess (if any) on physical verification have been adjusted in the consumption shown above.

31 CHANGES IN INVENTORIES OF FINISHED GOODS & WORK IN PROGRESS

(₹ in million)

Particulars	Year ended 31-03-2022		Year ended 31-03-2021	
Opening Stock :				
Work-In-Process	638.58		652.64	
Finished Goods	2,741.22		2,253.27	
Scrap and Waste	75.19	3,454.99	61.73	2,967.64
Less:				
Closing Stock :				
Work-In-Process	686.47		638.58	
Finished Goods	3,220.93		2,741.22	
Scrap & Waste	104.60	4,012.00	75.19	3,454.99
Total		**(557.01)**		**(487.35)**

32 EMPLOYEE BENEFIT EXPENSES

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Salaries, Wages, Bonus and Allowances	792.02	686.80
Contribution to Provident and Other Funds	62.24	55.49
Workmen and Staff Welfare Expenses	20.57	16.57
Total	**874.83**	**758.86**

33 FINANCE COSTS

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Interest	757.94	594.84
Lease Interest	8.80	4.08
Exchange differences regarded as an adjustment to borrowing costs	41.90	25.34
Other Borrowing Costs	121.39	99.30
Total	**930.03**	**723.56**

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

34 OTHER EXPENSES

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Consumption of Stores and Spare Parts	566.14	701.03
Power and Fuels	513.18	409.77
Labour Charges & Project Expenses	826.00	1,266.94
Repairs & Maintenance		
-Plant & Machinery	117.35	93.67
-Building	63.14	28.49
-Others	95.95	63.54
Rent and Hire Charges	38.41	56.40
Rates and Taxes	55.95	58.12
Insurance	20.78	26.41
Electricity Charges	4.76	3.66
Travelling and Conveyance Expenses	88.50	77.47
Communication Expenses	7.23	5.38
Bank Charges	5.33	15.22
Freight, Packing and Handling Expenses (net)	387.12	185.90
Legal and Professional Expenses	61.09	91.24
Security Service Expenses	41.46	41.81
Advertisement and Sales Promotion Expenses	193.68	140.29
Commission	19.50	50.39
Derivative Instruments (Gain)/Loss	(93.27)	(190.62)
(Gain)/loss on exchange fluctuation	(97.31)	(88.45)
Irrecoverable Debts/Advances Written Off (net)	2.53	2.33
Provision for allowances under expected credit loss [Refer note 49(C)]	8.34	1.77
Charity and Donations	2.03	0.15
Corporate Social Responsibility	6.00	19.30
Auditors' Remuneration (Refer note 34.01)	2.46	2.61
Miscellaneous Expenses (Refer note 34.02)	128.90	266.22
Total	**3,065.25**	**3,329.04**

34.01 Auditors' Remuneration includes:

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
(a) Statutory Auditors		
Audit Fees	1.40	1.40
Certification & Other Services (incl. Limited Review Fees)	0.99	1.11
Total (a)	**2.39**	**2.51**
(b) Cost Auditors		
Audit Fees	0.07	0.07
Reimbursement of out-of-pocket expenses*	0.00	-
Certification*	0.00	0.03
Total (b)	**0.07**	**0.10**
Total (a+b)	**2.46**	**2.61**

*Represents figure below the rounding convertion used in the results.

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

34.02 Miscellaneous expenses includes:

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Sitting Fee to Directors	0.96	0.99
Total	**0.96**	**0.99**

35 TAX EXPENSES

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Current Tax	63.49	63.09
MAT Credit entitlement for current year	(63.49)	(63.09)
Tax adjustments for earlier years	(101.25)	(6.23)
Deferred Tax	118.61	96.59
Total	**17.36**	**90.36**

35.01 Reconciliation of estimated income tax expenses at Indian statutory income tax rates to income tax expenses reported in statement of profit and loss:

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Income before taxes	303.47	301.19
Applicable Tax Rate	34.94%	34.94%
Estimated Income Tax Expense	106.04	105.25
Tax Effect of adjustments to reconcile expected income tax expense to reported income tax expense:		
Effect of non deductible expenses	1.40	6.77
Effect of tax rate change considered	4.68	(20.21)
Tax adjustments for earlier years	(101.25)	(6.23)
Others	6.48	4.78
Tax Expense in Statement of Profit and Loss	**17.36**	**90.36**
Effective Tax Rate	5.72%	30.00%

35.02 The Taxation Laws (Amendment) Act 2019 ('the Act'), was passed whereby existing domestic companies were given the option to compute income-tax at a lower rate of 22% (plus applicable surcharge and cess) under section 115BAA of the Income Tax Act, 1961 instead of the existing rate of 30% (plus applicable surcharge and cess). However, a domestic company can avail such lower tax rate only if it forgoes various deductions, exemptions or incentives specified in this behalf in the Act. The aforementioned option can be availed at the option of the domestic company for any previous year relevant to the assessment year beginning on or after the 1st day of April, 2020. There is no time limit to choose the option of lower tax rate under section 115BBA, however, once chosen it is irreversible.

The Company has made a re-assessment of the impact of the Act and decided to continue with the existing tax structure until the utilisation of MAT credit entitlement, tax incentives and deductions available to the Company. In compliance with the accounting standards, the Company has evaluated the outstanding deferred tax liability and charged an amount of ₹14 Million to the statement of profit and loss account on account of re-measurement of deferred tax liability that is expected to reverse in future when the Company would migrate to the new tax regime.

36 OTHER COMPREHNSIVE INCOME

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Items that will not be reclassified to profit or loss :		
Re-measurement of defined benefit plans	2.28	2.29
	2.28	2.29
Income tax relating to items that will not be reclassified to profit or loss :		
Re-measurement of defined benefit plans	(0.80)	(0.80)
	(0.80)	(0.80)
Total	**1.48**	**1.49**

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

37 EARNINGS PER SHARE (EPS)

The following reflects the profit and share data used in the basic and diluted EPS computation

Particulars		Year ended 31-03-2022	Year ended 31-03-2021
Profit After Taxation as per Statement of Profit & Loss -[In ₹ million]	(a)	286.11	210.83
Weighted-average Number of Equity Shares for computing basic EPS	(b)	10,26,70,212	10,26,70,212
Add: Dilutive Impact of Employee Stock Options Plan-[In ₹ million]	(c)	-	-
Weighted-average Number of Equity Shares for computing diluted EPS	(d=b+c)	10,26,70,212	10,26,70,212
Basic EPS -[In ₹]	(a/b)	2.79	2.05
Diluted EPS -[In ₹]	(a/d)	2.79	2.05

38 CONTINGENT LIABILITIES NOT PROVIDED IN RESPECT OF

38.01 Claims against the Company not acknowledged as debt, disputed taxes/ duties are as follows:- (₹ in million)

Nature of Contingent Liability	Authorities before which matter is pending and year of dispute	As at 31-03-2022	As at 31-03-2021
Demand notices issued by Central Excise Department	The matter is pending with Commissioner(A) /CESTAT. (Related to year: 2005-06, 2007-08, 2009-10 to 2012-13 & 2017-18) [Paid ₹ 10.39 million (Previous Year: ₹ 10.39 million)]	60.29	61.32
Demand notices issued by Service Tax Department	The matter is pending with Commissioner(A) / CESTAT (Related to year: 2007-08, 2009-10 to 2012-13) [Paid ₹ 0.73 million (Previous Year: ₹ 0.73 million)]	33.89	33.89
Demand notices issued by Directorate of Revenue Intelligence	The matter is pending with DRI (Related year: 2015-16) [Paid ₹ 0.95 million (Previous Year: ₹ 0.95 million)]	25.58	25.58
CST Demand issued by Assessing Authority	The matter is pending with Joint Commissioner-Commercial Taxes /Senior Joint Commissioner/ WB Commercial Taxes Appellate & Revisional Board (Related to year: 2006-07, 2016-17 & 2017-18) [Paid ₹ 1.15 million (Previous Year: ₹ 1.15 million)]	11.84	11.84
GST Demand issued by Assessing Authority	The matter is pending with Commissioner SGST & CX (Related to year: 2018-19) [Paid ₹ 0.35 million (Previous Year: ₹ 0.30 million)]	1.07	0.30
Sales Tax/VAT demands issued by Assessing Authority	The matter is pending with Senior Joint Commissioner/ Additional Commissioner-Commercial Taxes/ WB Commercial Taxes Appellate & Revisional Board (Related to year: 2009-10, 2017-18) [Paid ₹ 0.01 million (Previous Year: ₹ 0.01 million)]	50.94	50.30
Income Tax demands issued by Assessing Authority	The matter is pending with CIT (Appeals) (Related to assessment year: 2018-19) [Paid ₹ NIL million (Previous Year: ₹ 9.67 million)]	-	9.67

38.02 The Company does not expect any reimbursements in respect of the above contingent liability.

38.03 It is not practicable to estimate the timing of cash outflows, if any, in respect of matters at pending resolution of the appellate proceedings

39 Estimated amount of contracts pending execution on capital account net of advances of ₹ 25.69 million (Previous Years: ₹ 50.78 million) and not provided for is ₹ 89.65 million (Previous Years: ₹ 56.33 million).

40 The Company has given Corporate Guarantee of ₹ 480.00 million (Previous Years: ₹ 480.00 million) to a Bank for arranging credit facility for its Joint Venture and has received a Bank Guarantee from its Joint Venture Partner for ₹ 178.00 million (Previous Years: ₹ 150.00 million) as collateral. Borrowings outstanding in the books of account of the Joint Venture from this credit facility is ₹ 251.89 million (Previous Years: ₹ 296.96 million).

41 Event Occurring after Balance sheet

For the year ended 31st March, 2022, the Board of Directors of the Company has recommended dividend of ₹ 0.10 per equity share (Previous Year: ₹ 0.10 per equity share) subject to approval of shareholders in the ensuing Annual General Meeting.

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

42 As per Section 135 of the Companies Act, 2015, a CSR committee has been formed by the company. The disclosure in respect of CSR Expenditure during the year as aligned with the CSR Policy of the Company which is in line with the activities specified in Schedule VII of the Companies Act, 2013 is as under:

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Gross amount required to be spent by the Company during the year	5.43	19.27
Related Party Transaction as per Ind AS 24 in relation to CSR activities (Refer note 46)	6.00	16.54
-Sheo Bai Bansal Charitable Trust	1.00	3.80
-Skipper Foundation	5.00	12.74

	Amount Paid	Amount yet to be paid	Amount Paid	Amount yet to be paid
(i) Construction/ acquisition of any asset	-	-	-	-
(ii)Purposes other than (i) above	6.00	-	19.30	-
Total	**6.00**	-	**19.30**	-

	Year ended 31-03-2022	Year ended 31-03-2021
Nature of CSR activities undertaken by the company	1."Rural Development" -"Integrated Village Development (IVD) Project" 2."Promoting Healthcare including preventive health care – Health Project	1."Rural Development" -"Integrated Village Development (IVD) Project" 2."Promoting Healthcare including preventive health care – Health Project 3. Promoting Education 4. Environmental Sustainability 5. Animal Welfare

CSR Movement

Amount (₹ in million)

Reportable Segments	Year ended 31-03-2022	Year ended 31-03-2021
Opening Balance	-	-
Gross amount required to be spent by the Company during the year	5.43	19.27
Actual Spent	6.00	19.30
(Excess)/Short Spent	**(0.57)**	**(0.03)**

43. The information regarding amounts due to creditors registered under the Micro, Small and Medium Enterprises Development Act, 2006, has been given to the extent available with the Company. The required disclosures of outstanding dues of micro, small & medium enterprises are as under:

(₹ in million)

Particulars	As at 31-Mar-22	As at 31-Mar-21
(a) Principal amount remaining unpaid as at 31st March	40.98	31.10
(b) Interest amount remaining unpaid as at 31st March	Nil	0.04
(c) Interest paid in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during the year.	Nil	Nil
(d) Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006.	Nil	Nil
(e) Interest accrued and remaining unpaid as at 31st March	Nil	Nil
(f) Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise.	Nil	Nil

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

44. LEASES

Lease commitments

44.01 The Company has lease contracts for certain items of office premises and land. The Company's obligations under leases are secured by the lessor's title to the leased assets.

44.02 Applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with a similar end date.

44.03 Applied the exemption not to recognize right-of-use assets and liabilities for leases with less than 12 months of lease term on the date of initial application.

44.04 Excluded the initial direct costs from the measurement of the right-of-use asset at the date of initial application.

44.05 Set out below are the carrying amounts of lease liabilities included under financial liabilities and right to use asset included in Property, Plant and Equipment and the movements during the year.

44.06 Movement in lease liabilities during the year ended 31st March, 2022

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Opening Balance	96.01	70.90
Add: Addition	90.25	849.19
Add: Interest	8.80	4.08
Less: Cancellation/Foreclosures	5.12	48.22
Less: Payments	109.72	779.94
Closing Balance	80.22	96.01

44.07 Amount recognized in Profit or Loss

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Interest expense on lease liabilities	8.80	4.08
Depreciation expense of right-of-use assets	41.59	34.88
Total	50.39	38.96

44.08

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Total cash outflow for leases	20.13	11.70

44.09 Future payment of lease liabilities on an undiscounted basis

Future payment of lease liabilities on an undiscounted basis are as follows:

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Less than one year	16.97	20.13
One to five years	55.40	58.03
More than five years	45.13	59.47
Total undiscounted Lease Liabilities	117.50	137.63
Lease liabilities included in the statement of financial position		
Current Lease liabilities	9.45	12.37
Non - Current Lease liabilities	70.77	83.64

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

45. SEGMENT REPORTING

A. Business segment

(₹ in million)

Reportable Segments	Year ended 31-Mar-22			
	Engineering Products	Polymer Products	Infrastructure Projects	Total
(a) Segment Revenue -Gross				
Revenue From Operation (Gross)	13,218.48	3,200.21	652.11	17,070.80
(b) Segment Results	1,417.70	59.63	(41.53)	1,435.80
Unallocated Corporate income / (expenses) (net of expense / income)				(228.69)
Operating Profit				**1,207.11**
Interest Expenses				930.03
Interest Income				26.39
Profit Before Tax				**303.47**
Less: Taxes				17.36
Profit After Tax				**286.11**

(₹ in million)

Reportable Segments	Year ended 31-Mar-21			
	Engineering Products	Polymer Products	Infrastructure Projects	Total
(a) Segment Revenue -Gross				
Revenue From Operation (Gross)	11,986.19	2,165.36	1,663.52	15,815.07
(b) Segment Results	1,103.66	34.32	34.69	1,172.67
Unallocated Corporate income / (expenses) (net of expense / income)				(168.00)
Operating Profit				**1,004.67**
Interest Expenses				723.56
Interest Income				20.08
Profit Before Tax				**301.19**
Less: Taxes				90.36
Profit After Tax				**210.83**

(c) Other Information

(₹ in million)

Reportable Segments	As at			
	31-Mar-22		31-Mar-21	
	Segment Assets	Segment Liabilities	Segment Assets	Segment Liabilities
Engineering Products	15,191.27	6,097.66	14,776.18	5,845.41
Polymer Products	3,604.53	754.67	2,308.68	561.18
Infrastructure Projects	1,235.74	426.42	1,404.36	704.07
Unallocated	841.76	572.88	702.93	615.40
Total	**20,873.30**	**7,851.63**	**19,192.15**	**7,726.06**

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

(₹ in million)

Reportable Segments	Year ended			
	31-Mar-22		31-Mar-21	
	Capital Expenditure	Depreciation & Amortisation	Capital Expenditure	Depreciation & Amortisation
Engineering Products	409.72	351.25	1,022.16	345.78
Polymer Products	56.33	92.06	103.12	78.89
Infrastructure Projects	3.23	14.45	41.33	14.39
Unallocated	57.96	27.16	146.18	13.54
Total	**527.24**	**484.92**	**1,312.79**	**452.60**

B. Geographical Segment

The Company operates in Geographical Segment as given below:

(₹ in million)

Reportable Segments	Revenue from Operations		Non-Current Assets	
	Year ended		As At	
	31-Mar-22	31-Mar-21	31-Mar-22	31-Mar-21
Within India	13,075.88	12,308.93	7,022.00	7,030.95
Outside India	3,994.92	3,506.14	-	-
Total	**17,070.80**	**15,815.07**	**7,022.00**	**7,030.95**

Non-current assets exclude financial instruments, deferred tax assets and employee benefit assets.

(C) Information about major customers

During the year there is no revenue from a single domestic (Previous Year: ₹4,232.01 million) & export customers, which is more than 10% of the Company's total revenue.

(D) Other disclosures

(i) The Operating Segments have been reported in a manner consistent with the internal reporting and evaluation by Chief Operating Decision Maker (CODM).

(ii) The business segment comprise the following :

The Engineering Products segment which includes Towers, Tower Accessories, Fasteners, Angles, Channels, Highmast Poles, Swaged Poles, Scaffoldings, Solar Power Systems, Railway Structures etc.

The Infrastructure Projects segment which includes Horizontal Direct Drilling services and Engineering, Procurement & Construction services.

The Polymer Product segment which includes PVC, CPVC, UPVC, SWR pipes & fittings and other related products.

(iii) The geographical information considered for disclosure are : Sales within India and Sales outside India.

(iv) There are no inter-segment revenues.

(E)

(₹ in million)

Based on Timing of Revenue	Year ended 31-03-2022	Year ended 31-03-2021
At a Point in Time	16,418.69	14,151.55
Over Time	652.11	1,663.52
Total	**17,070.80**	**15,815.07**

(F) Performance obligation at a point in time: Upon delivery/shipment as per the terms of contract.

(G) The contracts do not have any financing component.

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

46 RELATED PARTY DISCLOSURES

A. List of the related parties and relatives with whom transactions have taken place.

Key Managerial Personnels

Mr. Sajan Kumar Bansal	-Managing Director	
Mr. Sharan Bansal	-Whole Time Director	
Mr. Devesh Bansal	-Whole Time Director	
Mr. Siddharth Bansal	-Whole Time Director	
Mr. Amit Kiran Deb	-Independent Director	
Mr. Joginder Pal Dua	-Independent Director	Resigned w.e.f. 25.02.2022
Mrs. Mamta Binani	-Independent Director	
Mr. Ashok Bhandari	-Independent Director	
Mr. Yash Pall Jain	-Whole Time Director	
Mr. Pramod Kumar Shah	-Independent Director	

(2) Parties where key managerial personnel along with their relatives have significant influence.

(a) Skipper Realties Limited
(b) Skipper Telelink Limited
(c) Ventex Trade Private Limited
(d) Skipper Plastics Limited
(e) Suviksit Investments Limited
(f) Skipper Polypipes Private Limited
(g) Vaibhav Metals Private Limited
(h) Aakriti Alloys Private Limited
(i) Samriddhi Ferrous Private Limited
(j) Utsav Ispat Private Limited
(k) Skipper Pipes Limited
(l) Sheo Bai Bansal Charitable Trust
(m) Skipper Foundation
(n) S. K Bansal Family Trust
(o) S. K Bansal Unity Trust
(p) S. K Bansal Heritage Trust
(q) S. K Bansal Legacy Trust

(3) Relatives of key managerial personnel

(a) Mrs. Meera Bansal	-Wife of Mr. Sajan Kumar Bansal
(b) Mrs. Sumedha Bansal	-Wife of Mr. Sharan Bansal
(c) Mrs. Reshu Bansal	-Wife of Mr. Devesh Bansal
(d) Mrs. Shruti M Bansal	-Wife of Mr. Siddharth Bansal

(4) Other related parties (Joint Ventures)

(a) Skipper-Metzer India LLP

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

B. The following transactions were carried out with the related parties in the ordinary course of business :

(₹ in million)

Particulars	2021-22 In relation to item				2020-21 In relation to item			
	A(1)	A(2)	A(3)	A(4)	A(1)	A(2)	A(3)	A(4)
(a) Remuneration Paid/Provided								
Mr. Sajan Kumar Bansal	14.40	-	-	-	14.40	-	-	-
Mr. Sharan Bansal	12.00	-	-	-	12.00	-	-	-
Mr. Devesh Bansal	12.00	-	-	-	12.00	-	-	-
Mr. Siddharth Bansal	12.00	-	-	-	12.00	-	-	-
Mr. Yash Pall Jain	5.00	-	-	-	4.50	-	-	-
(b) Rent Paid/Provided								
Mr. Sajan Kumar Bansal	0.36	-	-	-	0.36	-	-	-
Skipper Realties Limited	-	8.43	-	-	-	3.47	-	-
Suviksit Investments Limited	-	0.90	-	-	-	0.90	-	-
Skipper Polypipes Private Limited	-	0.02	-	-	-	0.01	-	-
Skipper Telelink Limited	-	0.05	-	-	-	0.04	-	-
Skipper Plastics Limited	-	6.00	-	-	-	1.50	-	-
Mrs. Sumedha Bansal	-	-	0.15	-	-	-	0.31	-
(c) Interest Paid/Provided								
Mr. Sajan Kumar Bansal	2.68	-	-	-	9.14	-	-	-
Mr. Sharan Bansal	0.76	-	-	-	1.43	-	-	-
Mr. Devesh Bansal	0.52	-	-	-	0.89	-	-	-
Mr. Siddharth Bansal	0.71	-	-	-	1.40	-	-	-
Skipper Plastics Limited	-	0.70	-	-	-	0.52	-	-
Ventex Trade Private Limited	-	1.72	-	-	-	0.06	-	-
(d) Sitting Fees paid/provided								
Mr. Amit Kiran Deb	0.25	-	-	-	0.28	-	-	-
Mr. Joginder Pal Dua	0.18	-	-	-	0.16	-	-	-
Mrs. Mamta Binani	0.16	-	-	-	0.17	-	-	-
Mr. Ashok Bhandari	0.22	-	-	-	0.25	-	-	-
Mr. Pramod Kumar Shah	0.15	-	-	-	0.14	-	-	-
(e) Donation given for CSR Purpose								
Sheo Bai Bansal Charitable Trust	-	1.00	-	-	-	3.80	-	-
Skipper Foundation	-	5.00	-	-	-	12.74	-	-
(f) Donation given								
Skipper Foundation	-	2.00	-	-	-	-	-	-
(g) Loan taken								
Mr. Sajan Kumar Bansal	-	-	-	-	38.85	-	-	-
Mr. Sharan Bansal	-	-	-	-	4.20	-	-	-
Mr. Devesh Bansal	-	-	-	-	4.58	-	-	-
Mr. Siddharth Bansal	-	-	-	-	1.55	-	-	-
Skipper Plastics Limited	-	58.20	-	-	-	42.40	-	-
Ventex Trade Private Limited	-	188.15	-	-	-	-	-	-

(₹ in million)

Particulars	2021-22 In relation to item				2020-21 In relation to item			
	A(1)	A(2)	A(3)	A(4)	A(1)	A(2)	A(3)	A(4)
(h) Loan Refunded								
Mr. Sajan Kumar Bansal	54.00	-	-	-	100.10	-	-	-
Mr. Sharan Bansal	6.10	-	-	-	6.80	-	-	-
Mr. Devesh Bansal	6.40	-	-	-	9.50	-	-	-
Mr. Siddharth Bansal	9.30	-	-	-	4.70	-	-	-
Skipper Plastics Limited	-	61.03	-	-	-	32.90	-	-
Ventex Trade Private Limited	-	188.63	-	-	-	0.20	-	-
(i) Investments made								
Skipper-Metzer India LLP	-	-	-	9.63	-	-	-	-
(j) Sale of Assets								
S. K Bansal Heritage Trust	-	-	-	-	-	15.89	-	-
S. K Bansal Legacy Trust	-	-	-	-	-	15.89	-	-
(k) Payment received against sale of Assets								
S. K Bansal Heritage Trust	-	-	-	-	-	15.89	-	-
S. K Bansal Legacy Trust	-	-	-	-	-	15.89	-	-
(l) Security Deposit Paid								
Skipper Polypipes Pvt Ltd	-	39.40	-	-	-	1.80	-	-
Skipper Realties Ltd.	-	51.40	-	-	-	287.00	-	-
Skipper Telelink Limited	-	16.00	-	-	-	1.50	-	-
(m) Amount received against assignment of Trade Receivable (Net of Charges)								
Skipper Plastics Limited	-	-	-	-	-	188.65	-	-
Ventex Trade Private Limited	-	-	-	-	-	96.70	-	-
(n) Assignment Charges Paid (Gross)								
Skipper Plastics Limited	-	-	-	-	-	14.20	-	-
Ventex Trade Private Limited	-	-	-	-	-	7.28	-	-
(o) Purchase of Assets								
Skipper Realties Limited	-	-	-	-	-	1.20	-	-
Skipper Plastics Limited	-	-	-	-	-	15.20	-	-
(p) Paid against Purchase of Assets								
Skipper Realties Limited	-	-	-	-	-	114.97	-	-
Skipper Plastics Limited	-	-	-	-	-	15.20	-	-
(q) Assignment of Trade Receivable								
Ventex Trade Private Limited	-	542.67	-	-	-	216.45	-	-
(r) Amount received against assignment of Trade Receivable								
Ventex Trade Private Limited	-	462.64	-	-	-	109.69	-	-
(s) Interest Received (Net of TDS) against Trade Receivable								
Ventex Trade Private Limited	-	12.19	-	-	-	3.01	-	-
(t) Expenses Paid								
Ventex Trade Private Limited	-	1.10	-	-	-	0.27	-	-
(u) Purchase of Goods								
Skipper-Metzer India LLP	-	-	-	0.38	-	-	-	1.08

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

(₹ in million)

Particulars	2021-22 In relation to item				2020-21 In relation to item			
	A(1)	A(2)	A(3)	A(4)	A(1)	A(2)	A(3)	A(4)
(v) Advance given to supplier								
Skipper-Metzer India LLP	-	-	-	-	-	-	-	10.00
(w) Amount Refunded back by Supplier								
Skipper-Metzer India LLP	-	-	-	-	-	-	-	31.83
(x) Commission on Corporate Guarantee given (Gross of GST)								
Skipper-Metzer India LLP	-	-	-	2.83	-	-	-	1.20

C. Balance Outstanding as at the balance sheet date :

(₹ in million)

Particulars	2021-22 In relation to item				2020-21 In relation to item			
	A(1)	A(2)	A(3)	A(4)	A(1)	A(2)	A(3)	A(4)
(a) Loan -"Long-Term Borrowings"								
Mr. Sajan Kumar Bansal	8.17	-	-	-	62.17	-	-	-
Mr. Sharan Bansal	5.80	-	-	-	11.90	-	-	-
Mr. Devesh Bansal	1.88	-	-	-	8.28	-	-	-
Mr. Siddharth Bansal	3.25	-	-	-	12.55	-	-	-
Skipper Plastics Limited	-	8.42	-	-	-	11.25	-	-
Ventex Trade Private Limited	-	-	-	-	-	0.48	-	-
(b) Remuneration (Net of TDS)-"Other Current Liabilities"								
Mr. Sajan Kumar Bansal	0.45	-	-	-	0.65	-	-	-
Mr. Sharan Bansal	0.60	-	-	-	0.60	-	-	-
Mr. Devesh Bansal	0.60	-	-	-	0.55	-	-	-
Mr. Siddharth Bansal	0.50	-	-	-	0.35	-	-	-
Mr. Yash Pall Jain	0.17	-	-	-	0.24	-	-	-
(c) Sale of Goods-"Trade Receivables"								
Skipper-Metzer India LLP	-	-	-	0.00#	-	-	-	0.38
(d) Corporate Guarantee Outstanding								
Skipper-Metzer India LLP	-	-	-	480.00	-	-	-	480.00
(e) Investment								
Skipper-Metzer India LLP	-	-	-	104.23	-	-	-	94.60
(f) Commission on Corporate Guarantee given								
Skipper-Metzer India LLP	-	-	-	4.63	-	-	-	1.80
(g) Receivable against Assignment of Trade Receivable								
Ventex Trade Private Limited	-	202.00	-	-	-	109.77	-	-
(h) Security Deposit Paid								
Skipper Polypipes Pvt Ltd	-	196.20	-	-	-	156.80	-	-
Skipper Realties Ltd.	-	338.40	-	-	-	287.00	-	-
Skipper Telelink Limited	-	479.60	-	-	-	463.60	-	-

Less then ₹ 0.01 million

46.01 Remuneration paid to directors represents short-term employee benefits and does not includes any long-term employee benefits post retirement.

47. FAIR VALUATION OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES (NON-CURRENT AND CURRENT).

(A) Classification of Financial Assets and Financial Liabilities

(₹ in million)

Particulars	31-03-2022			31-03-2021		
	FVTPL	FVOCI	Amortized Cost	FVTPL	FVOCI	Amortized Cost
Financial Assets						
Trade Receivables	-	-	4,343.97	-	-	4,718.43
Cash and Cash Equivalents	-	-	11.17	-	-	9.52
Other Bank balances	-	-	380.86	-	-	253.38
Investments	-	-	106.03	-	-	96.40
Other Financial Assets	-	-	218.02	-	-	230.35
MTM Gain on Forward Contract	35.38	-	-	5.07	-	-
Total	**35.38**	**-**	**5,060.05**	**5.07**	**-**	**5,308.08**
Financial Liabilities						
Borrowings	-	-	5,666.51	-	-	4,385.46
Lease Liabilities	-	-	80.22	-	-	96.01
Trade Payables	-	-	6,264.26	-	-	6,573.25
Others Financial Liabilities	-	-	88.86	-	-	99.61
Total	**-**	**-**	**12,099.85**	**-**	**-**	**11,154.33**

Note:

FVTPL: Fair Value Through Profit & Loss

FVOCI: Fair Value Through Other Comprehensive Income

(B) Fair Value Measurement & Hierarchy

The fair values of the financial assets and liabilities is the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The Company has established the following fair value hierarchy that categories the values into 3 heads. The inputs to valuation technique used to measure the fair value of the financial instruments are:

Level 1: Quoted prices (unadjusted) in the active markets for identical assets or liabilities that the entity can access at the measurement date

Level 2: Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly i.e. fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximises the use of observable market data and rely as little as possible on Company specific estimates. If all the significant inputs required to fair value an instrument are observable, the instruments is included in level 2.

Level 3: Unobservable inputs for the assets or liability i.e. if one or more of the significant inputs is not based on observable market data, the instruments is included in level 3.

Financial Assets and Financial Liabilities measured at Fair Vale Through Statement of Profit & Loss

(₹ in million)

Particulars	31-03-2022				31-03-2021			
	Carrying Amount	Level 1	Level 2	Level 3	Carrying Amount	Level 1	Level 2	Level 3
Financial Assets								
MTM Gain on Forward Contract (Derivative Assets)	35.38	-	35.38	-	5.07	-	5.07	-

Note:

a. Current financial assets and liabilities are stated as amortised cost which is approximately equal to their fair value

b. Non-current financial assets and liabilities measured at amortised cost have same fair value as at 31st March, 2022 and 31st March, 2021

Valuation Techniques

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

Derivative assets/liabilities has been fair valued on Mark to Market valuation provided by Banks.
Changes in level 2 and level 3 fair values are analysed at each reporting period.

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

48 EMPLOYEE BENEFITS

Disclosure pursuant to Indian Accounting Standard (Ind AS) 19 - Employee Benefits are as under :

A. Defined Contribution Plan :

The amount recognised as an expenses for the Defined Contribution Plans are as under :

Particulars	Year ended 31-Mar-22	Year ended 31-Mar-21
Contribution to Provident and other funds:		
Employer's Contribution to Provident Fund	14.01	11.89
Employer's Contribution to Pension Scheme	24.14	21.39
Employees Deposit Linked Insurance	1.48	1.31
Workmen and Staff Welfare Fund:		
Employees State Insurance Corporation	7.57	7.01
Labour Welfare Fund	0.15	0.14
Total	**47.35**	**41.74**

B. Defined Benefit Plan :

Post employment and other long term employee benefits in the form of gratuity and leave encashment are considered as defined benefit obligation. The employees' gratuity fund scheme managed by Life Insurance Corporation of India is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. Under the PUC method a "projected accrued benefit" is calculated at the beginning of the year and again at the end of the year for each benefit that will accrue for all active members of the Plan. The "projected accrued benefit" is based on the Plan's accrual formula and upon service as of the beginning or end of the year, but using a member's final compensation, projected to the age at which the employee is assumed to leave active service. The Plan liability is the actuarial present value of the "projected accrued benefits" as of the beginning of the year for active members.

Liability for leave payable at the time of retirement has been recognized on actuarial basis.

The defined benefit obligation calculated as on 31st March, 2022 is based on the existing salary definition (Basic + DA) and the impact of the new definition of Wages under the proposed Code on Wages, 2019 issued by the Government of India has not been considered since the applicable date for Code of Wages has not yet been notified by the Government.

Risk Exposure:

Defined Benefit Plans expose the Company to actuarial risks such as: Interest Rate Risk, Salary Risk, Demographic Risk and Regulatory risk

(a) **Interest rate risk :** The defined benefit obligation calculated uses a discount rate based on government bonds. If bond yields fall, the defined benefit obligation will tend to increase.

(b) **Salary risk :** Higher than expected increases in salary will increase the defined benefit obligation.

(c) **Demographic risk :** This is the risk of variability of results due to unsystematic nature of decrements that include mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefit obligation is not straight forward and depends upon the combination of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawals because in the financial analysis the retirement benefit of a short career employee typically costs less per year as compared to a long service employee.

(d) **Regulatory Risk :** Gratuity benefit is paid in accordance with the requirements of the Payment of Gratuity Act , 1972 (as amended from time to time). There is a risk of change in regulations requiring higher gratuity payouts (e.g. Increase in the maximum limit on gratuity from ₹ 1 million to ₹ 2 million). An upward revision of maximum gratuity limit will result in gratuity plan obligation.

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

The following tables summarises the components of net benefit expense recognised in the statement of profit and loss and the funded status and amounts recognised in the balance sheet for the Post-retirement benefit plans.

(₹ in million)

Particulars	2021-2022	2021-2022
(i) Reconciliation of opening and closing balances of Defined Benefit obligation		
Defined benefit obligation at beginning of the year	62.53	59.72
Current service cost	9.66	8.94
Interest cost	3.90	3.82
Actuarial (gain)/loss - experience	3.09	(3.86)
Actuarial (gain)/loss - financial assumptions	(1.71)	(0.55)
Benefits paid directly by the Company	-	(2.39)
Benefits paid from plan assets	(10.35)	(3.15)
Defined benefit obligation at year end	67.13	62.53
(ii) Reconciliation of opening and closing balances of fair value of plan assets		
Fair value of plan assets at beginning of the year	8.30	8.89
Interest Income on plan assets	0.28	0.56
Employer's Contribution	2.05	2.00
Return on plan assets greater/ (Less) than discount rate	3.66	-
Benefits paid	(10.35)	(3.15)
Fair value of plan assets at year end	3.94	8.30
(iii) Reconciliation of fair value of assets and obligations		
Fair value of plan assets as at 31st March	3.94	8.30
Present value of obligation as at 31st March	67.13	62.53
Net asset/(liability) recognized in Balance Sheet	(63.19)	(54.23)
(iv) Expenses recognized during the year		
Current service cost	9.66	8.94
Interest cost	3.62	3.26
Actuarial (gain)/loss - experience	3.09	(3.86)
Actuarial (gain)/loss - financial assumptions	(1.71)	(0.55)
Return on plan assets greater/ (Less) than discount rate	(3.66)	-
Amount charged to statement of Profit & Loss	11.01	7.79
(v) Re-measurements recognised in Other Comprehensive Income (OCI)		
Actuarial (gain)/loss - experience	3.09	(3.86)
Actuarial (gain)/loss - financial assumptions	(1.71)	(0.55)
Return on plan assets greater/ (Less) than discount rate	(3.66)	-
Amount recognised in Other Comprehensive Income (OCI)	(2.28)	(4.41)
(vi) Maturity Profile of Defined Benefit obligation for the year ending:		
31st March, 2022	-	10.29
31st March, 2023	13.53	6.03
31st March, 2024	4.70	5.02
31st March, 2025	7.02	7.28
31st March, 2026	6.64	7.16
31st March, 2027	6.37	-
31st March, 2027 to 31st March, 2031	-	44.81
31st March, 2028 to 31st March, 2032	47.13	-

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

(₹ in million)

Particulars	2021-2022	2021-2022
(vii) Sensitivity analysis for significant assumptions : #		
Increase/ (Decrease) on present value of defined benefits obligation at the end of the year		
1% increase in discount rate	(5.12)	(5.02)
1% decrease in discount rate	6.03	5.93
1% increase in salary escalation rate	6.08	5.98
1% decrease in salary escalation rate	(5.28)	(5.14)
1% increase in withdrawal rate	2.24	1.34
1% decrease in withdrawal rate	(2.24)	(1.55)
(viii) Major Categories of Plan Assets		
L.I.C. Group Gratuity (Cash Accumulation Policy)-% of invested funds	100	100

(ix) Actuarial assumptions:

(₹ in million)

Mortality table (L.I.C.)	Indian Assured Lives Mortality (2006 - 08) Ult	Indian Assured Lives Mortality (2006 - 08) (modified) Ult
Discount rate (per annum)	7.10%	6.80%
Expected rate of return on plan assets (per annum)	7.10%	6.80%
Turnover rate	1% to 8%	1% to 8%
Rate of escalation in salary (per annum)	4.00%	4.00%
Retirement Age	60 years	60 years
(x) Weighted Average Duration of Defined Benefit Obligation	**10 Yrs.**	**10 Yrs.**
(xi) Expected Contribution during next year	**9.57**	**9.66**

These Sensitivities have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the accounting date. There have been no changes from the previous periods in the methods and assumptions used in preparing the sensitivity analysis.

(xii) Salary Escalation Rate :

The estimates of rate of escalation in salary considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market.

49 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's principal financial liabilities other than derivatives comprise long-term and short-term borrowings, capital creditors and trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets other than derivatives include trade and other receivables, cash and cash equivalents and deposits that derive directly from its operation.

The Company is exposed to market, credit, liquidity and regulatory risks. The Company's senior management oversees the management of these risks. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below :

A. Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: commodity risk, interest rate risk and foreign currency risk.

(a) Commodity Price Risk

Company is affected by the price volatility of certain commodities, primarily, Steel, Zinc and PVC Resin. Its operating activities require the on-going purchase of these materials. The company has arrangement to pass-through the increase/decrease in steel and Zinc price through price variance clause in majority of the contract. PVC resin being not a material item, hence price sensitivity is not disclosed.

(b) Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rate relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency). Further, the Company has foreign currency risk on import of input materials, capital commitment and also borrow funds in foreign currency for its business. The Company evaluates the impact of foreign exchange rate fluctuations by assessing its exposure to exchange rate risks. Certain transactions of the Company act as a natural hedge as a portion of both assets and liabilities are denominated in similar foreign currencies, for the remaining exposers to foreign exchange risks, the Company adopts a policy of selective hedging based on risk perception of management using derivative, whenever required, to mitigate or eliminate the risks.

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

(i) Unhedged Foreign Currency Exposure

The Company's exposure to foreign currency risk at the end of the reporting period are as given below:

(₹ in million)

Particulars	As at 31-03-2022		As at 31-03-2021	
	Foreign Currency (in million)	INR Value (in million)	Foreign Currency (in million)	INR Value (in million)
Financial Liabilities				
Trade Payables/ Bills Payable				
USD	1.96	148.85	3.06	224.58
Foreign Currency Term Loans/ Demand Loans				
USD	-	-	6.24	458.93
Buyers Credit Loan				
USD	10.72	812.69	4.07	299.49
Packing Credit Loan				
USD	0.69	52.02	1.93	141.50
Net Exposure in foreign currency Receivables / (Payable)				
USD	(13.37)	(1,013.56)	(15.30)	(1,124.50)

(ii) Impact of increase/ decrease in the exchange rates on the Company's equity and statement of profit and loss for the year is given below:

(₹ in million)

Currency	Changes in exchange rate	Year ended 31-03-2022		Year ended 31-03-2021	
		Increase /(decrease) in		Increase /(decrease) in	
		Profit Before Tax	Other Equity	Profit Before Tax	Other Equity
USD	+5%	(50.68)	(32.97)	(56.23)	(36.58)
	-5%	50.68	32.97	56.23	36.58

(iii) Derivative Financial Instruments

Outstanding position and fair value of various derivative financial instruments (Non designated as Cash Flow hedge) is given below :

(₹ in million)

Particulars	As at 31-03-2022		As at 31-03-2021	
	Foreign Currency (in million)	INR Value (in million)	Foreign Currency (in million)	INR Value (in million)
Forward Contract to Sell:				
USD	66.28	5,182.68	42.15	3,199.89
Mark to Market Gain/(Loss) on Forward Contract to Sell				
USD		34.28		29.29
Forward Contract to Buy:				
USD	1.54	116.91	8.25	607.48
Mark to Market Gain/(Loss) on Forward Contract to Buy				
USD		1.10		(24.22)

c. Interest Rate risk

The Company is exposed to interest rate risk on financial liabilities such as borrowings, both short-term and long-term. It maintains a balance of fixed and floating interest rate borrowings and the proportion is determined by current market interest rates, projected debt servicing capability and view on future interest rates.

For details of the Company's short-term and long-term borrowings, including interest rate profiles, refer to note 15.04 and 20.02 of this Ind AS financial statements.

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

Impact of increase/decrease in benchmark interest rates on the Company's equity and statement of Profit and Loss for the year are as given below:

(₹ in million)

Particulars	Changes in interest rate	Year ended 31-03-2022		Year ended 31-03-2021	
		Increase /(decrease) in		Increase /(decrease) in	
		Profit Before Tax	Other Equity	Profit Before Tax	Other Equity
Interest rate	+50 bps	(28.86)	(18.78)	(22.88)	(14.89)
	-50 bps	28.86	18.78	22.88	14.89

(B) Liquidity Risks

The Company determines its liquidity requirement in the short, medium and long term. Its objective is to maintain optimum levels of liquidity to meet its cash and collateral requirements at all times. The Company relies on a mix of borrowings and excess operating cash flows to meet its needs for funds. The current committed lines of credit are sufficient to meet its short to medium/ long term expansion needs. The Company monitors rolling forecasts of its liquidity requirements to ensure it has sufficient cash to meet operational needs.

(a) Financing Arrangement

The Company had access to the following Undrawn borrowing facility at the end of reporting date:

(₹ in million)

Particulars	As at 31-Mar-22	As at 31-Mar-21
Undrawn borrowing facility - fund Bases	802.83	1,708.64
Undrawn borrowing facility - Non fund Bases	2,082.10	2,503.00

Undrawn limit has been calculated based on available drawing power and sanctioned amount as on reporting date.

(b) Maturity Analysis

The following are the remaining contractual maturity of financial liabilities as at 31-Mar-22

(₹ in million)

Particulars	Less than 1 year	1 to 2 years	2 to 5 years	More than 5 years	Total
Non-Derivative					
Financial Liabilities					
Borrowings	3,546.67	564.66	1,221.26	333.92	5,666.51
Lease Liabilities	9.45	6.26	26.67	37.84	80.22
Trade Payables	6,264.26	-	-	-	6,264.26
Others Financial Liabilities	88.86	-	-	-	88.86
Total	**9,909.24**	**570.92**	**1,247.93**	**371.76**	**12,099.85**

The following are the remaining contractual maturities of financial liabilities as at 31-MAR-21

Particulars	Less than 1 year	1 to 2 years	2 to 5 years	More than 5 years	Total
Non-Derivative					
Financial Liabilities					
Borrowings	1,822.12	999.13	1,217.27	346.94	4,385.46
Lease Liabilities	12.37	19.76	16.64	47.24	96.01
Trade Payables	6,573.25	-	-	-	6,573.25
Others Financial Liabilities	99.61	-	-	-	99.61
Total	**8,507.35**	**1,018.89**	**1,233.91**	**394.18**	**11,154.33**

(c) Credit Risks

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers.

Trade Receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

The Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and adjusted for forward-looking information. The expected credit loss allowance is based on the ageing of the days the receivables are due and the rates as given in the provision matrix. The provision matrix at the end of the reporting period is as follows:

(a) Summary of trade receivables and provision with ageing as ta 31-Mar-22

(₹ in million)

Particulars	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Gross Carrying Amount	1,553.68	1,814.42	403.46	143.66	358.59	102.31	4,376.12
Expected loss rate	0%	0.30%	2.25%	2.65%	2.90%	3.40%	
Expected credit loss provision	-	5.39	9.08	3.80	10.40	3.48	32.15
Carrying Amount of Trade Receivables (Net of impairment)	1,553.68	1,809.03	394.38	139.86	348.19	98.83	4,343.97

(b) Summary of trade receivables and provision with ageing as on 31st March, 2021

(₹ in million)

Particulars	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Gross Carrying Amount	2,793.23	1,196.53	87.37	494.96	122.71	47.44	4,742.24
Expected loss rate	0%	0.30%	2.25%	2.65%	2.90%	3.40%	
Expected credit loss provision	-	3.56	1.96	13.12	3.56	1.61	23.81
Carrying Amount of Trade Receivables (Net of impairment)	2,793.23	1,192.97	85.41	481.84	119.15	45.83	4,718.43

(c) Reconciliation of Provision for Loss Allowance

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Opening Balance	23.81	22.04
Add: Changes in Loss Allowance (Net)	8.34	1.77
Closing Balance	**32.15**	**23.81**

(d) Regulatory Risks

The Company performance may be impacted due to change in Regulatory Environment. The Company is closely monitoring the regulatory developments and risks thereof and proactively implementing course correction for proper compliance commensurate with new regulatory requirements.

50. Capital Management

The Company's objective to manage its capital is to ensure continuity of business while at the same time provide reasonable returns to its various stakeholders but keep associated costs under control. In order to achieve this, requirement of capital is reviewed periodically with reference to operating and business plans that take into account capital expenditure and strategic investments. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. Apart from internal accrual, sourcing of capital is done through judicious combination of equity and borrowing, both short term and long term. The Company is not subject to any externally imposed capital requirements. The Company monitors capital using a debt equity ratio.

For the purpose of calculation:

Debt = Non current borrowings + Current Borrowings

Equity = Equity Share Capital + Other Equity

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Debt	5,666.51	4,385.46
Equity	7,321.31	6,975.17
Debt Equity ratio	0.77	0.62

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

50.01. In order to achieve this overall objective, the Company's capital management, amongst other things including working capital management, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest bearing loans and borrowings in the current period.

51. The Company has a dedicated R&D Centre located at Vill. & Post Barunda, P.S. Bagnan, Dist. Howrah and recognised by Department of Scientific and Industrial Research (DSIR), Government of India.

Expenditure incurrend in the R&D Centre is: (₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Capital Expenditure	96.18	128.55
Revenue Expenditure	143.21	90.40
Total	**239.39**	**218.95**

The sales income of ₹ 151.24 million (Previous year Nil) has been included in sales revenue and expenses are debited to respective head of accounts - Employee Benefit Expenses - ₹ 36.02 million (previous year ₹ 21.60 million), Depreciation & Amortisation Expenses - ₹ 60.87 million (previous year ₹ 50.35 million), Cost of Materials Consumed - ₹ 0.71 million (previous year ₹ 2.34 million), Other Expenses - ₹ 48.19 million (previous year ₹ 23.93 million).

52.RATIOS

Ratio Type	Refer Note no.	Year ended 31-Mar-22	Year ended 31-Mar-21	% Variance	Reason for Variance
Current ratio	52.01	1.28	1.35	-5.11%	-
Debt-equity ratio	52.02	0.77	0.62	24.34%	-
Debt service coverage ratio	52.03	1.30	1.01	29.60%	Ratio has improved due to increased earnings
Return on equity ratio	52.04	0.04	0.03	31.20%	Ratio has improved due to increased earnings
Inventory turnover ratio	52.05	2.44	2.87	-14.93%	-
Trade receivables turnover ratio	52.06	3.52	3.25	8.22%	-
Trade payables turnover ratio	52.07	2.56	2.90	-11.67%	-
Net capital turnover ratio	52.08	5.63	5.02	12.18%	-
Net profit ratio	52.09	0.02	0.01	25.75%	Ratio has improved due to increased earnings
Return on capital employed	52.10	0.09	0.09	5.87%	-
Return on investment	Not Applicable				

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

	Ratio Type	Numerator	Denominator
52.01	Current ratio	Total Current Assets	Total Current Liabilities
52.02	Debt-equity ratio	Total Borrowings	Total Equity
52.03	Debt service coverage ratio	Earnings available for Debt service [Net Profit after taxes (PAT) + depreciation and other amortizations + Loss on sales of Fixed Assets-Profit on Sales of Fixed Assets + term Loan Interest + Lease Interest]	Debt Servicing [Term Loan Interest + Lease Interest + Lease Payment + Scheduled Term Repayments (Excluding Repayments)]
52.04	Return on equity ratio	Net Profits after taxes – Preference Dividend	Average Shareholder's Equity [(Opening Equity + Closing Equity)/2]
52.05	Inventory turnover ratio	Net Sales	Average Inventory [(Opening Inventory Balance +Closing Inventory Balance)/2]
52.06	Trade receivables turnover ratio	Net Sales	Average Accounts Receivable [Trade receivables includes sundry debtors and Unbilled Revenue] [Average trade debtors = (Opening + Closing balance) / 2]
52.07	Trade payables turnover ratio	Cost of Purchases of raw materials, stores, Power & fuel, & Labour Charges	Average Trade Payables [Average Trade Payables = (Opening + Closing balance)/2]
52.08	Net capital turnover ratio	Net Sales	Working Capital [Working capital = Total current assets minus Total Current liabilities.]
52.09	Net profit ratio	Net Profit after Tax	Net Sales
52.10	Return on capital employed	Earning before interest and taxes	Capital Employed [Tangible Net Worth + Total Debt + Deferred Tax Liability]

53 LOANS AND ADVANCES (REPAYABLE ON DEMAND OR WITHOUT SPECIFYING ANY TERMS OR PERIOD OF REPAYMENT) TO SPECIFIED PERSON

During the year ended 31st March, 2022, the Company did not provide any loans or advances, which remains outstanding (repayable on demand or without specifying any terms or period of repayment) to specified persons (Previous Year: Nil).

54 RELATIONSHIP WITH STRUCK OFF COMPANIES

The company do not have any transactions with company's struck off under Section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 1956 during the year ended 31st March, 2022 (Previous year: Nil).

55 DISCLOSURE IN RELATION TO UNDISCLOSED INCOME

The company do not have any such transactions which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year ended 31st March, 2022 and also for the year ended 31st March, 2021 in the tax assessments under Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

56 DETAILS OF BENAMI PROPERTY HELD

The Company do not hold any property under Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder, hence there are no proceedings against the company for the year ended 31st March, 2022 and also for the year ended 31st March, 2021.

57 REGISTRATION OF CHARGES OR SATISFACTION WITH REGISTRAR OF COMPANIES (ROC)

The Company do not have any charges or satisfaction, which yet to be registered with ROC beyond the statutory period, during the year ended 31st March, 2022 and also for the year ended 31st March, 2021.

58 DETAILS OF CRYPTO CURRENCY OR VIRTUAL CURRENCY

The company have not traded or invested in crypto currency or virtual currency during the year ended 31st March, 2022 and also for the year ended 31st March, 2021.

NOTES TO STANDALONE FINANCIAL STATEMENTS for the year ended 31st March 2022

59 UTILISATION OF BORROWED FUND AND SHARE PREMIUM

The company have not advanced or loaned or invested funds to any other person(s) or entity (ies), including foreign entities (intermediaries) with the understanding that the intermediary shall: (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (ultimate beneficiaries) or (b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

The company have not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the company shall: (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or (b) provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

60 Balances of certain debtors and creditors are subject to confirmation and reconciliation. In the opinion of the management, current assets, loan and advances will have value on realization in the ordinary course of business at least equal to the amount at which they are stated.

61 During the June 2021 quarter, few states reintroduced lockdown / restrictions which were subsequently relaxed. Due to this, operations of the Company were impacted during the June 2021 quarter and had an impact on the year to date results of the company. Considering the current internal and external factors, the Company has made detailed assessment of its liquidity positions/ cash flows for the next one year and carrying amounts/ values of property, plant and equipment, intangible assets, right of use of assets, trade receivables, inventories, investments and other assets as at 31-March-22, and have concluded that there are no material adjustments required in financial statements.

62 Previous year/period figures have been re-grouped / re-classified wherever necessary, to conform to current period's classification in order to comply with the requirements of the amended Schedule III to the Companies Act, 2013 effective 1st April 2021.

Significant Accounting Policies, Judgements and Key Estimates 1

The accompanying notes are an integral part of the standalone financial statements.

As per our report annexed
For Singhi & Co.
Chartered Accountants
Firm's Regn No.-302049E

RAHUL BOTHRA
Partner
Membership No. 067330

Place: Kolkata
Dated: 11th May, 2022

For and on behalf of the Board

SAJAN KUMAR BANSAL
Managing Director
DIN - 00063555

SHARAN BANSAL
Director & Chief Financial Officer
DIN: 00063481

DEVESH BANSAL
Director
DIN - 00162513

ANU SINGH
Company Secretary

Independent Auditor's Report

To
The Members of Skipper Limited

Report on the Audit of Consolidated Financial Statements

Opinion

1. We have audited the accompanying consolidated financial statements of **Skipper Limited** (hereinafter referred to as the "Company") and its joint venture, comprising the consolidated balance sheet as at March 31, 2022, the consolidated statement of profit and loss (including other comprehensive Income), the consolidated cash flow statement and the consolidated statement of changes in equity for the year then ended, and a summary of significant accounting policies and other explanatory information prepared based on the relevant records (hereinafter referred to as "the consolidated financial statements").

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the consolidated state of affairs of the company and its joint venture as at March 31, 2022, their consolidated total comprehensive income (comprising consolidated profit and consolidated other comprehensive loss), their consolidated cash flows and consolidated changes in equity for the year ended on that date.

Basis for Opinion

3. We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'auditor's responsibilities for the audit of the consolidated financial statements' section of our report. We are independent of the company and its joint venture 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 consolidated financial statements under the provisions of the Act and the Rules there under, 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 audit opinion on the consolidated financial statements.

Key Audit Matters

4. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

Descriptions of Key Audit Matter	How we addressed the matter in our audit
1. Accuracy and completeness of revenue recognized	We addressed the Key Audit Matter as follows :-
The Company reported revenue of Rs.17,071 million from sale of tower, pole, Polymers product and EPC contract and related activities. The application of revenue recognition accounting standards is complex and involves a number of key judgments and estimates. In EPC contract, revenue is accounted for under the percentage completion method which also requires significant judgments and estimates in particular with respect to estimation of cost to complete. Due to the estimates and judgment and complexity involved in the application of the revenue recognition accounting standards, we have considered this matter as a key audit matter. The Company's accounting policies relating to revenue recognition are presented in note 1.9 to the financial statements.	1. As part of our audit, we understood the Company's policies and processes, control mechanisms and methods in relation to the revenue recognition and evaluated the design and operating effectiveness of the financial controls from the above through our test of control procedures. 2. Review the company's judgment in determining whether the performance obligation is satisfied at a point in time or over a period of time. 3. Tested a sample of sales transactions for compliance with the Company's accounting principles to assess the completeness and accuracy of revenue recorded. 4. We evaluated the management's process to recognize revenue over a period of time, total cost estimates, status of the projects and re-calculated the arithmetic accuracy of the same. 5. We examined contracts with exceptions including contracts with low or negative margins, loss making contracts, etc to determine the level of provisioning. 6. Our tests of detail focused on transactions occurring within proximity of the year end and obtaining evidence to support the appropriate timing of revenue recognition, based on terms and conditions set out in sales contracts and delivery documents. We considered the appropriateness and accuracy of any cut-off adjustments. 7. Traced disclosure information to accounting records and other supporting documentation.

Descriptions of Key Audit Matter	How we addressed the matter in our audit
	Our Conclusion: Based on the audit procedures performed we did not identify any material exceptions in the revenue recognition.
2. Valuation of Inventories. Refer to note 6 to the consolidated financial statements. The Company is having the Inventories of Rs.7,860.64 million as on 31st March 2022. As described in the accounting policies in note 1.2 to the consolidated financial statements, inventories are carried at the lower of cost and net realisable value. As a result, the management applies judgment in determining the appropriate provisions for obsolete stock based upon a detailed analysis of old inventory, net realisable value below cost based upon future plans for sale of inventory.	We addressed the Key Audit Matter as follows :- We obtained assurance over the appropriateness of the management's assumptions applied in calculating the value of the inventories and related provisions and management assertion regarding existence and ownership by:- 1. Completed a walkthrough of the inventory valuation process and assessed the design and implementation of the key controls addressing the risk. 2. Verifying the effectiveness of key inventory controls operating over inventories; 3. Reviewing the physical verification documents related to inventories conducted during the year. 4. Verifying for a sample of individual products that costs have been correctly recorded. 5. Comparing the net realisable value to the cost price of inventories to check for completeness of the associated provision. 6. Reviewing the historical accuracy of inventory provisioning and the level of inventory write-offs during the year. 7. Recomputing provisions recorded to verify that they are in line with the Company policy. **Our Conclusion:** Based on the audit procedures performed we did not identify any material exceptions in the Inventory valuation and existence.

Information Other than the consolidated financial statements and auditor's report thereon

5. The company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the annual reports, but does not include the consolidated financial statements and our auditor's report thereon.

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

   In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Consolidated Financial Statements

6. The Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated cash flows and consolidated changes in equity of the company and its joint venture with accounting principles generally accepted in India including the Indian Accounting Standards specified in the Companies (Indian

Accounting Standards) Rules, 2015 (as amended) under Section 133 of the Act. The Board of Directors of the company and management of joint venture are responsible for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and its joint venture and for preventing and detecting fraud and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which has been used for the purpose of preparation of the consolidated financial statements by the Directors of the Company, as aforesaid.

7. In preparing the consolidated financial statements, the Board of Directors of the company and management of its joint venture are responsible for assessing the ability of the company and its joint venture to continue as a going concern, disclosing, as applicable, matter related to going concern and using the going concern basis of accounting unless management either intends to liquidate the company and its joint venture or to cease operations, or has no realistic alternative but to do so.

8. The Board of Directors of the company and the management of its joint venture, are responsible for overseeing the financial reporting process of the company and its joint venture.

Auditors' Responsibility

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

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

   a) Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

   b) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

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

   d) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the company and its joint venture to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial 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 and its joint venture to cease to continue as a going concern.

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

   f) Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities of the company and its joint venture to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the consolidated financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. We remain solely responsible for our audit opinion.

11. Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated 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 consolidated financial statements.

12. We communicate with those charged with governance of the company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

13. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the financial year ended March 31, 2022 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

14. As required by Section143(3) of the Act, we report, to the extent applicable, that:

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

(b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and report of the other auditor.

(c) The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), consolidated cash flow statement and the consolidated statement of changes in equity dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

(d) In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.

(e) On the basis of the written representations received from the directors of the company as on March 31, 2022 taken on record by the Board of Directors of the company none of the directors of the company is disqualified as on March 31, 2022 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 with reference to consolidated financial statements of the company and its joint venture and the operating effectiveness of such controls, refer to our separate Report in Annexure A.

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

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

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

i. The consolidated financial statements disclose the impact, if any, of pending litigations as at March 31, 2022 on the consolidated financial position of the company and its joint venture– Refer Note 38 to the consolidated financial statements.

ii. The company and its joint venture did not have any long-term contracts including derivative contracts as at March 31, 2022 for which there were material foreseeable losses.

iii. There were no amount which were required to be transferred to the Investor Education and Protection Fund by the Company.

a. The respective Managements of the Company and its joint venture which is a LLP incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company or its joint venture to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company or its joint venture ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

b. The respective Managements of the Company and its joint venture which is a LLP incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company or its joint venture from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company or its joint venture shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

c. Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us on the Company and its joint venture which is a LLP incorporated in India whose financial statements have been audited under the Act, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

iv. As stated in Note 41 to the consolidated financial statements

The dividend declared or paid during the year by the Company is in compliance with section 123 of the Companies Act, 2013.

15. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/"CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company and its joint venture included in the consolidated financial statements of the Company, to which reporting under CARO is not applicable, we report that there are no qualifications or adverse remarks in the CARO report.

For Singhi & Co.
Chartered Accountants
Firm Registration No.302049E

(Rahul Bothra)
Partner
Membership No.067330
UDIN: 22067330AITYHT4250

Place: Kolkata
Dated: May 11, 2022

ANNEXURE - A TO THE INDEPENDENT AUDITOR'S REPORT

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

In conjunction with our audit of the consolidated financial statements of the company, as of and for the year ended March 31, 2022, we have audited the internal financial controls with reference to financial statements of SKIPPER LIMITED (the company") and its joint venture as of that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Board of Directors of the company and management of the joint venture whom reporting under clause (i) of sub section 3 of Section 143 of the Act in respect of adequacy of the internal financial control with reference to financial statements is applicable, which are company's/ LLP incorporated in India, are responsible for establishing and maintaining internal financial control based on "internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on Audit of internal financial controls over financial reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

AUDITOR'S RESPONSIBILITY

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the company's internal financial controls system with reference to financial statements.

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements becomes inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion, the company and its joint venture has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31st March 2022, 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 Singhi & Co.
Chartered Accountants
Firm Registration No.302049E

(Rahul Bothra)
Partner
Membership No.067330
UDIN: 22067330AITYHT4250

Place: Kolkata
Dated: May 11, 2022

CONSOLIDATED BALANCE SHEET as at 31st March, 2022

(₹ in million)

Particulars	Note No.	As at 31st March, 2022		As at 31st March, 2021	
ASSETS					
NON-CURRENT ASSETS					
Property, Plant and Equipment (Including Right of Use Assets)	2	6,561.94		6,559.05	
Capital Work-In-Progress	2	139.54		116.37	
Intangible Assets	2	7.83		10.02	
Financial Assets					
Investments	3	72.18		96.95	
Other Financial Assets	4	180.97		198.24	
Other Non Current Assets	5	25.69	6,988.15	50.87	7,031.50
CURRENT ASSETS					
Inventories	6	7,860.64		6,014.91	
Financial Assets					
Trade Receivables	7	4,343.97		4,718.43	
Cash and Cash Equivalents	8	11.17		9.52	
Bank Balances other than cash & cash equivalent	9	380.86		253.38	
Other Financial Assets	10	72.43		37.18	
Contract Assets	11	281.99		286.29	
Other Current Assets	12	900.24	13,851.30	841.49	12,161.20
TOTAL:			20,839.45		19,192.70
EQUITY AND LIABILITIES					
EQUITY					
Equity Share capital	13	102.67		102.67	
Other Equity	14	7,218.64	7,321.31	6,975.72	7,078.39
LIABILITIES					
NON-CURRENT LIABILITIES					
Financial Liabilities					
Borrowings	15	2,119.84		2,563.34	
Lease Liabilities	16	70.77		83.64	
Provisions	17	60.41		58.77	
Deferred Tax Liabilities (Net)	18	378.84		322.93	
Other Non-Current Liabilities	19	50.11	2,679.97	56.43	3,085.11
CURRENT LIABILITIES					
Financial Liabilities					
Borrowings	20	3,546.67		1,822.12	
Lease Liabilities	21	9.45		12.37	
Trade Payables	22				
Total Outstanding Dues of					
Micro Enterprises and Small Enterprises		40.98		31.10	
Total Outstanding Dues of Creditor other than Micro Enterprises and Small Enterprises		6,223.28		6,542.15	
Other Financial Liabilities	23	88.86		99.61	
Contract Liabilities	24	643.93		246.02	
Other Current Liabilities	25	194.55		146.94	
Provisions	26	11.76		2.71	
Current Tax Liabilities (Net)	27	78.69	10,838.17	126.18	9,029.20
TOTAL:			20,839.45		19,192.70

Significant Accounting Policies, Judgements and Key Estimates 1

The accompanying notes are an integral part of the consolidated financial statements.

As per our report annexed
For Singhi & Co.
Chartered Accountants
Firm's Regn No.-302049E

For and on behalf of the Board

RAHUL BOTHRA
Partner
Membership No. 067330

SAJAN KUMAR BANSAL
Managing Director
DIN - 00063555

DEVESH BANSAL
Director
DIN - 00162513

Place: Kolkata
Dated: 11th May, 2022

SHARAN BANSAL
Director & Chief Financial Officer
DIN - 00063481

ANU SINGH
Company Secretary

CONSOLIDATED STATEMENT OF PROFIT & LOSS for the year ended 31st March, 2022

(₹ in million)

Particulars	Note No.	Year ended 31-03-2022	Year ended 31-03-2021
A. INCOME			
Revenue From Operations	28	17,070.80	15,815.07
Other Income	29	40.12	40.24
Total Income		17,110.92	15,855.31
B. EXPENDITURE			
Cost of Materials Consumed	30	12,009.43	10,777.41
Change in Stock of Finished Goods & Work-In-Progress	31	(557.01)	(487.35)
Employee Benefit Expense	32	874.83	758.86
Finance Costs	33	930.03	723.56
Depreciation & Amortisation Expenses	2	484.92	452.60
Other Expenses	34	3,065.25	3,329.04
Total Expenditure		16,807.45	15,554.12
Profit/(Loss) Before share of profit of joint venture	A-B	303.47	301.19
D. Share of Profit/(Loss) of joint venture	52	(34.64)	3.51
E. Profit/(Loss) before exceptional items	C+D	268.83	304.70
F. Exceptional Items		-	-
G. Profit/(Loss) Before Tax	E-F	268.83	304.70
H. Tax Expense	35		
Current Tax		63.49	63.09
MAT Credit entitlement for current year		(63.49)	(63.09)
Tax adjustments for earlier years		(101.25)	(6.23)
Deferred Tax	18	118.61	96.59
Total Tax Expense		17.36	90.36
I. Profit/(Loss) After Tax	G-H	251.47	214.34
J. Other Comprehensive Income	36		
Items that will not be reclassified to profit or loss			
Re-Measurement of defined benefit plans		2.28	2.29
Income tax relating to items that will not be reclassified to profit or loss			
Re-Measurement of defined benefit plans	18	(0.80)	(0.80)
Share of Other Comprehensive Income of Joint Venture			
Re-Measurement of defined benefit plans	52	0.24	0.01
Total Other Comprehensive Income		1.72	1.50
K. Total Comprehensive Income	I+J	253.19	215.84
L. Earning Per Share	37		
Basic Earning Per Share of ₹ 1 each		2.45	2.09
Basic Earning Per Share of ₹ 1 each		2.45	2.09

Significant Accounting Policies, Judgements and Key Estimates 1

The accompanying notes are an integral part of the consolidated financial statements.

As per our report annexed
For Singhi & Co.
Chartered Accountants
Firm's Regn No.-302049E

RAHUL BOTHRA
Partner
Membership No. 067330

Place: Kolkata
Dated: 11th May, 2022

For and on behalf of the Board

SAJAN KUMAR BANSAL
Managing Director
DIN - 00063555

SHARAN BANSAL
Director & Chief Financial Officer
DIN - 00063481

DEVESH BANSAL
Director
DIN - 00162513

ANU SINGH
Company Secretary

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY for the year ended 31st march, 2022

A. EQUITY SHARE CAPITAL

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Balance at beginning of the year	102.67	102.67
Changes in Equity Share Capital due to prior period errors	-	-
Restated balance at the beginning of the year	102.67	**102.67**
Changes in Equity Share Capital during the year	-	-
Balance at the end of the year	**102.67**	**102.67**

B. OTHER EQUITY

(₹ in million)

Particulars	Attributable to owners of the Company				
	Securities Premium Reserve	General Reserve	Retained Earnings	Item of other Comprehensive Income	Total
				Re-Measurement of defined benefit plans	
Balance at beginning of the year	1,174.74	439.76	5,361.22	-	6,975.72
Changes in accounting policy or prior period errors	-	-	-	-	-
Restated balance at the beginning of the year (a)	1,174.74	439.76	5,361.22	-	6,975.72
Profit for the year (b)	-	-	251.47	-	251.47
Re-Measurement income/(loss) on defined benefit plans, net of tax (c)	-	-	-	1.72	1.72
Total Comprehensive Income/(Loss) for the year (d)= (b+c)	-	-	251.47	1.72	253.19
Dividends (e)	-	-	(10.27)	-	(10.27)
Transfer of OCI-Re-measurement to Retained earning (f)	-	-	1.72	(1.72)	-
Total Changes (g)=(d+e+f)	-	-	242.92	-	242.92
Balance at end of the year (h)=(a+g)	**1,174.74**	**439.76**	**5,604.14**	**-**	**7,218.64**

(₹ in million)

Particulars	Attributable to owners of the Company				
	Securities Premium Reserve	General Reserve	Retained Earnings	Item of other Comprehensive Income	Total
				Re-Measurement of defined benefit plans	
Balance at beginning of the year	1,174.74	439.76	5,155.65	-	**6,770.15**
Changes in accounting policy or prior period errors	-	-	-	-	-
Restated balance at the beginning of the year (a)	1,174.74	439.76	5,155.65	-	6,770.15
Profit for the year (b)	-	-	214.34	-	214.34
Re-Measurement income/(loss) on defined benefit plans, net of tax (c)	-	-	-	1.50	1.50
Total Comprehensive Income/(Loss) for the year (d)= (b+c)	-	-	214.34	1.50	215.84
Dividends (e)	-	-	(10.27)	-	(10.27)
Transfer of OCI-Re-measurement to Retained earning (f)	-	-	1.50	(1.50)	-
Total Changes (g)=(d+e+f)	-	-	205.57	-	205.57
Balance at end of the year (h)=(a+g)	**1,174.74**	**439.76**	**5,361.22**	**-**	**6,975.72**

Significant Accounting Policies, Judgements and Key Estimates 1

The accompanying notes are an integral part of the consolidated financial statements.

As per our report annexed
For Singhi & Co.
Chartered Accountants
Firm's Regn No.-302049E

RAHUL BOTHRA
Partner
Membership No. 067330

Place: Kolkata
Dated: 11th May, 2022

For and on behalf of the Board

SAJAN KUMAR BANSAL
Managing Director
DIN - 00063555

DEVESH BANSAL
Director
DIN - 00162513

SHARAN BANSAL
Director & Chief Financial Officer
DIN: 00063481

ANU SINGH
Company Secretary

CONSOLIDATED CASH FLOW STATEMENT for the year ended 31st March, 2022

(₹ in million)

Particulars		Year ended 31-03-2022	Year ended 31-03-2021
A. CASH FLOW FROM OPERATING ACTIVITIES			
Profit / (Loss) before Tax		268.83	304.70
Adjustments for:			
Depreciation		484.92	452.60
(Profit) / Loss on Sale of Fixed Assets		(2.44)	(12.24)
Unrealised Foreign Exchange Fluctuations		(3.13)	(124.32)
Fair Value movement (Gain)/Loss in Derivative Instruments		(23.47)	(140.65)
Share of (profit) / Loss of Joint Ventures		34.64	(3.51)
Provision for allowances under expected credit loss		8.34	1.77
Irrecoverable Debts / Advances Written Off (net)		2.53	2.33
Lease Liability w / back		(0.90)	(4.48)
Finance Costs		930.03	723.56
Corporate Guarantee Commission		-	(1.20)
Deferred Revenue Income		(6.49)	(2.24)
Interest Income		(26.39)	(20.08)
Operating profit before Working Capital Changes		1,666.47	1,176.24
Changes in Working Capital:			
(Increase) / decrease in Trade Receivables		384.07	(342.45)
(Increase) / decrease in Inventories		(1,845.73)	(1,091.57)
(Increase) / decrease in Other Financial Assets & Other Assets		(176.44)	(349.53)
(Increase) / decrease in Contract Assets		4.30	(15.19)
Increase / (decrease) in Trade Payables		(308.82)	2,837.84
Increase / (decrease) in Other Financial Liabilities & Other Liabilities		60.74	20.39
Increase / (decrease) in Contract Liabilities		397.91	(474.78)
Cash Generated from Operations		182.50	1,760.95
Direct taxes (paid) / refunded		(9.73)	42.55
NET CASH GENERATED / (USED IN) OPERATING ACTIVITIES	A	172.77	1,803.50
B. CASH FLOW FROM INVESTING ACTIVITIES			
Purchase of Property, Plant and Equipment and Intangible Assets		(421.21)	(859.80)
Sales Proceeds of Property, Plant and Equipment and Intangible Assets		16.66	38.42
Investment in Joint Venture		(9.63)	-
(Increase) / decrease in Fixed Deposits		(83.49)	(184.07)
Interest income on Fixed Deposits		16.02	9.24
NET CASH GENERATED / (USED IN) INVESTING ACTIVITIES	B	(481.65)	(996.21)
C. CASH FLOW FROM FINANCING ACTIVITIES			
Interest Paid (Including Interest on lease Payments)		(921.30)	(779.54)
Dividend paid including tax thereon		(10.27)	(10.27)
Proceeds from Long-Term Borrowings		617.84	2,000.90
Repayment of Long-Term Borrowings		(979.80)	(638.00)
Principal Payment of Lease Liabilities		(11.34)	(7.61)
Increase / (decrease) in Short-Term Borrowings		1,615.40	(1,372.31)
NET CASH GENERATED / (USED IN) FINANCING ACTIVITIES	C	310.53	(806.83)
NET INCREASE / (DECREASE) IN CASH & CASH EQUIVALENTS	A+B+C	1.65	0.46
ADD: OPENING CASH & CASH EQUIVALENTS		9.52	9.06
CLOSING CASH & CASH EQUIVALENTS		11.17	9.52

CONSOLIDATED CASH FLOW STATEMENT for the year ended 31st March, 2022

1. Closing Cash and Cash Equivalents represent balances of cash and cash equivalents as indicated in Note 8 to the consolidated financial statement.
2. The Consolidated Cash Flow statement has been prepared under the "Indirect method" as set out in Indian Accounting Standard ("Ind AS"-7) Statement of Cash Flows.

3 Reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities.

(₹ in million)

Particulars	Year ended 31.03.2022				Year ended 31.03.2021			
	Long-Term Borrowings	Short-Term Borrowings	Lease Liabilities	Interest Accrued but not due	Long-Term Borrowings	Short-Term Borrowings	Lease Liabilities	Interest Accrued but not due
Opening Balance	3,149.61	1,235.85	96.01	2.79	1,913.35	2,624.18	70.90	23.94
Cash Flow Changes (Net)	(361.96)	1,615.40	(11.34)	-	1,362.90	(1,372.31)	(7.61)	-
Non-Cash Flow Changes								
Fair Value Changes	10.10	-	0.65	(10.10)	(25.74)	-	80.75	34.83
Forex movement	0.89	16.62	-	-	(100.90)	(16.02)	-	-
Others	-	-	(5.10)	-	-	-	(48.03)	-
Interest Expense	-	-	-	930.03	-	-	-	723.56
Interest Paid	-	-	-	(921.30)	-	-	-	(779.54)
Closing Balance	**2,798.64**	**2,867.87**	**80.22**	**1.42**	**3,149.61**	**1,235.85**	**96.01**	**2.79**

4 Figures relating to the previous year have been regrouped and rearranged wherever necessary.

The accompanying notes are an integral part of the consolidated financial statements.

As per our report annexed
For Singhi & Co.
Chartered Accountants
Firm's Regn No.-302049E

RAHUL BOTHRA
Partner
Membership No. 067330

Place: Kolkata
Dated: 11th May, 2022

For and on behalf of the Board

SAJAN KUMAR BANSAL
Managing Director
DIN - 00063555

SHARAN BANSAL
Director & Chief Financial Officer
DIN - 00063481

DEVESH BANSAL
Director
DIN - 00162513

ANU SINGH
Company Secretary

Notes to Consolidated Financial Statements
for the year ended 31st March 2022

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES, JUDGEMENTS, KEY ESTIMATES & BASIS OF CONSOLIDATION

CORPORATE OVERVIEW:

Skipper Limited ("the Company") is a public limited company incorporated in India having its registered office at 3A Loudon Street, Kolkata 700017, West Bengal, India. The company has its primary listings on the BSE Limited and NSE Limited. The company is engaged in the manufacturing and selling of Transmission & Distribution Structures (Towers & Poles) being its Engineering Products segment and CPVC, UPVC, PVC, SWR Pipes & Fittings, being its Polymer segment. The company is also involved in execution of EPC projects being its infrastructure segment. The Company and its interest in joint venture, together referred to as "The Holding company and its Joint Venture".

The consolidated financial statements of The Holding Company and its Joint Venture have been approved by the Board of Directors in their meeting held on May 11, 2022.

SIGNIFICANT ACCOUNTING POLICIES:

A summary of the significant accounting policies applied in the preparation of the consolidated financial statements are as given below. These accounting policies have been applied consistently to all the periods presented in the consolidated financial statements, unless otherwise stated.

1) BASIS OF PREPARATION:

a) Statement of Compliance

These consolidated financial statements have been prepared in accordance with the Indian Accounting Standards ("Ind AS") as prescribed by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ("the Act"), read with the Companies (Indian Accounting Standards) Rules, 2015 (amended), guidelines issued by the Securities and Exchange Board of India (SEBI), and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the Consolidated Financial Statement, other relevant provisions of the Act and other accounting principles generally accepted in India.

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.

Ministry of Corporate Affairs on July 24, 2020 notified the Companies (Indian Accounting Standards) Amendment Rules, 2020, thereby amending the Rules of 2015. The Company has applied the following amendment for the first time for annual reporting period commencing 1st April, 2020:

The amendment introduces following changes to the Rules:

IND AS 103- Business Combination: Have defined "business" in more detail, an optional test to identify concentration of fair value, element of Businesses and Assessing whether an acquired process is substantive.

IND AS 107-Disclosures to be made in respect of financial instruments: Introducing a provision specifying the disclosures to be made where there is uncertainty due to Interest Rate Benchmark Reform

IND AS 109-Financial reporting of financial assets and financial liabilities: Providing detailed provisions for temporary exceptions from applying specific hedge accounting requirements and transition for hedge accounting

IND AS 116 -Accounting for Leases: Related Rent concession- a clarification has been provided on accounting of Rent concessions, whether to treat as a lease modifications or not.

IND AS 1 & 8 -Presentation of Financial Statements and Accounting Policies, Changes in Accounting Estimates and Errors: Changes have been made to the definition of 'material' in relation to material information

IND AS 10 -Events after the Reporting Period: Apart from disclosure of non-adjusting event, the disclosure of an estimate of its financial effect should be made, or a statement that such an estimate cannot be made.

IND AS 37 -Provisions, Contingent Liabilities and Contingent Assets: Clarification on accounting for restructuring plans.

The amendments listed above did not have any impact on the amounts recognized in prior periods and are not expected to significantly affect the current and future periods.

b) Basis of Measurement

The consolidated financial statements of The Holding company and its Joint Venture have been prepared on historical cost basis except for the following assets and liabilities which have been measured at fair value:

i) Certain financial assets & liabilities (including derivative instruments)

ii) Defined Benefit Plans as per actuarial valuation

iii) Share based Payments

c) Functional and Presentation Currency

The consolidated financial statements have been presented in Indian Rupees (INR), which is also The Holding company and its Joint Venture's functional currency. All financial information presented in INR has been rounded off to the nearest millions as per the requirements of Schedule III, unless otherwise stated.

d) Basis of Consolidation

Joint Ventures

Under Ind AS 111 Joint Arrangements, investments in joint arrangements are classified as either joint operations or joint ventures. The classification depends on the consolidated Ind AS contractual rights and obligations of each investor, rather than the legal structure of the joint arrangement.

The joint arrangement is structured through a separate vehicle and the legal form of the separate vehicle, the terms of the contractual arrangement and, when relevant, any other facts and circumstances gives The Holding company and its Joint Venture rights to the net assets of the arrangement (i.e. the arrangement is a joint venture). The activities of the joint venture are primarily aimed to provide the third parties with an output and the parties to the joint venture will not have rights to substantially all the economic benefits of the assets of the arrangement. The Holding company and its Joint Venture's interests in joint ventures are accounted for using the equity method, after initially being recognised at cost in the consolidated balance sheet. Details of the joint venture are set out in note 58.

Equity Method

Under the equity method of accounting, the investments are initially recognised at cost which includes transaction costs. Subsequent to initial recognition, the carrying amount of the investment is adjusted to recognise changes in The Holding company and its Joint Venture's share of net assets of the joint venture since the acquisition date and The Holding company and its Joint Venture's share of other comprehensive income. Goodwill relating to the joint venture is included in the carrying amount of the investment and is not tested for impairment individually. When The Holding company and its Joint Venture's share of losses in an equity accounted investment equals or exceeds its interest in the entity, The Holding company and its Joint Venture does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity. Dividends received or receivable from joint ventures are recognised as a reduction in the carrying amount of the investment. The carrying amounts of equity accounted investments are tested for impairment.

Changes in ownership interests

When The Holding company and its Joint Venture ceases to consolidate or equity account for an investment because of a loss of control, joint control or significant influence, any retained interest in the entity is re-measured to its fair value with the change in carrying amount recognised in statement of profit and loss. This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as a joint venture. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if The Holding company and its Joint Venture had directly disposed off the related assets or liabilities. The amounts previously recognised in other comprehensive income are reclassified to statement of profit and loss. If the ownership interest in a joint venture is reduced but joint control or significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income are reclassified to statement of profit and loss where appropriate.

Transactions eliminated on consolidation

Inter-group balances and transactions, and any unrealised income and expenses arising from inter-group transactions, are eliminated. Unrealised gains arising from transactions with equity accounted investees are eliminated against the Investment to the extent of The Holding company and its Joint Venture's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

e) Use of Assumptions, Judgments and Estimates

The key assumption, judgment and estimation at the reporting date, that have significant risk causing the material adjustment to the carrying amounts of assets and liabilities within the next financial year, are describe below. The Holding company and its Joint Venture based its assumption, judgment and estimation on parameters available on the consolidated financial statements were prepared. Existing circumstances and assumption about future development, however, may change due to market changes or circumstances arising that are beyond the control of The Holding company and its Joint Venture. Such changes are reflected in the assumption when they occur.

i) Revenue

The application of revenue recognition accounting standards is complex and involves a number of key judgements and estimates. Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, price concessions and incentives, if any, as specified in the contract with the customer. The Holding company and its Joint Venture exercises judgment in determining whether the performance obligation is satisfied at a point in time or over a period of time.

The measurement of construction contracts in progress is based on an assessment of the stage of each project and expectations concerning the remaining progress towards completion of each contract, including the outcome of disagreements. The assessment of stage, income and expenses, including disagreements, is made the project management on a project-by-project basis.

The assessment of disagreements relating to extra work, extensions of time, demands concerning liquidated damages, etc., is based on the nature of the circumstances, knowledge of the client, the stage of negotiations, previous experience and consequently an assessment of the likely outcome of each case. For major disagreements, external legal opinions are a fundamental part of the assessment.

Estimates concerning the remaining progress towards completion depend on a number of factors, and project assumptions may change as the work is being performed. Likewise, the assessment of disagreements may change as the cases proceed. Actual results may therefore differ materially from expectations. Provisions for estimated losses, if any, on uncompleted contracts are recorded in the period in which such losses become probable based on the expected contract estimates at the reporting date.

ii) Impairment of non-financial assets

The Holding company and its Joint Venture 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 Holding company and its Joint Venture estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use. It 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. Where 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.

An impairment loss is recognized as an expense in the consolidated statement of profit and loss in the year in which an asset is identified as impaired. The impairment loss recognized in earlier accounting period is reversed if there has been an improvement in recoverable amount.

iii) Defined benefit plans

The cost of the defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

iv) Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

v) Impairment of financial assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Holding company and its Joint Venture uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

vi) Share-based payments

The Holding company and its Joint Venture measures the cost of equity-settled transactions with employees using Black-Scholes model to determine the fair value of the liability incurred on the grant date. Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

vii) Recognition of Deferred Tax Assets

The extent to which deferred tax assets can be recognized is based on an assessment of the probability of The Holding company and its Joint Venture's future taxable income against which the deferred tax assets can be utilized. In addition, significant judgement is required in assessing the impact of any legal or economic limits.

viii) Classification of Leases

The Holding company and its Joint Venture enters into leasing arrangements for various assets. The classification of the leasing arrangement as a finance lease or operating lease is based on an assessment of several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to purchase and estimated certainty of exercise of such option, proportion of lease term to the asset's economic life, proportion of present value of minimum lease payments to fair value of leased asset and extent of specialized nature of the leased asset.

ix) Restoration, rehabilitation and decommissioning

Estimation of restoration/ rehabilitation/ decommissioning costs requires interpretation of scientific and legal data, in addition to assumptions about probability of future costs.

x) Provisions and Contingencies

The assessments undertaken in recognising provisions and contingencies have been made in accordance with Indian Accounting Standards (Ind AS) 37, 'Provisions, Contingent Liabilities and Contingent Assets'. The evaluation of the likelihood of the contingent events is applied best judgement by management regarding the probability of exposure to potential loss.

xi) Allowances for Doubtful Debts

The Holding company and its Joint Venture makes allowances for doubtful debts through appropriate estimations of irrecoverable amount. The identification of doubtful debts requires use of judgment and estimates. Where the expectation is different from the original estimate, such difference will impact the carrying value of the trade and other receivables and doubtful debts expenses in the period in which such estimate has been changed.

xii) Estimation uncertainty relating to the global health pandemic on COVID-19-

The Holding company and its Joint Venture has considered internal and external information up to the date of approval of financial statements in assessing the recoverability of property plant and equipment, receivables, intangible assets, cash and cash equivalent and investments. The Company has performed sensitivity analysis on the assumptions used and based on current indicators of future economic conditions; the Company expects to recover the carrying amount of these assets. The Company has concluded that the impact of COVID – 19 is not material based on these estimates. The impact of the global health pandemic may be different from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

f) Classification of Assets and Liabilities into Current/Non-Current

All assets and liabilities have been classified as current or non-current as per The Holding company and its Joint Venture's normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013, as given below.

The Holding company and its Joint Venture has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

For the purpose of Balance Sheet, an asset is classified as current if:

i) Expected to be realized or intended to sold or consumed in normal operating cycle;
ii) Held primarily for the purpose of trading;
iii) Expected to be realized within twelve months after the reporting period; or
iv) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All the other assets are classified as non-current.

Similarly, a liability is current if:

i) It is expected to be settled in normal operating cycle;
ii) It is held primarily for the purpose of trading;
iii) It is due to be settled within twelve months after the reporting period; or
iv) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Holding company and its Joint Venture classifies all other liabilities as non-current.

Deferred Tax Assets and Liabilities are classified as non-current assets and liabilities respectively.

2) Inventories

a) Raw materials, fuel, stores & spare parts and packing materials

Valued at lower of cost and net realisable value (NRV). However, these items are considered to be realisable at cost, if the finished products, in which they will be used, are expected to be sold at or above cost. Cost is determined on weighted average basis.

b) Work-in- progress (WIP) and finished goods

Valued at lower of cost and NRV. Cost of Finished goods and WIP includes cost of raw materials, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost of inventories is computed on weighted average basis.

c) Waste / Scrap

Waste / Scrap inventory is valued at NRV. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

3) Cash and Cash Equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand, Cheques on hand and short term deposits with an original maturity of three months or less, which are subject to an insignificant risk of change in value.

4) Income Tax

Income Tax comprises current and deferred tax.

a) Current Tax

Current Tax is measured on the basis of estimated taxable income for the current accounting period in accordance with the applicable tax rates and the provisions of the Income-tax Act, 1961. Current income tax is recognized in The consolidated statement of profit and loss except to the extent that it relates to an item recognized directly in equity or in other comprehensive income.

b) Deferred Tax

Deferred tax is provided, on all temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred tax assets and liabilities are measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted at the reporting date. Tax relating to items recognised directly in equity or OCI is recognised in equity or OCI and not in the consolidated statement of profit and loss.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable.

Deferred tax liabilities are not recognised for temporary differences between the carrying amount and tax bases of interest in joint arrangements where The Holding company and its Joint Venture is able to control the timingof the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets are not recognised for temporary differences between the carrying amount and tax bases of interest in joint arrangements where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilised.

MAT Credit is recognized as an asset only when and to the extent there is convincing evidence that The Holding company and its Joint Venture will pay normal Income Tax during the specified period. In the year in which the Minimum Alternative Tax (MAT) credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in guidance note issued by the ICAI, the said asset is created by way of credit to consolidated statement of profit and loss and shown as MAT credit entitlement. The Holding company and its Joint Venture reviews the same at each Balance Sheet date and writes down the carrying amount of MAT entitlement to the extent there is no longer convincing evidence to the effect that Group will pay normal Income Tax during the specified period.

5) Property, Plant and Equipment

a) Recognition and Measurement

i) Property, plant and equipment held for use in the production or/and supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost, less any accumulated depreciation and accumulated impairment losses (if any).

ii) Cost of an item of property, plant and equipment acquired comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting any trade discounts and rebates, any directly attributable costs of bringing the assets to its working condition and location for its intended use and present value of any estimated cost of dismantling and removing the item and restoring the site on which it is located.

iii) In case of self-constructed assets, cost includes the costs of all materials used in construction, direct labour, allocation of directly attributable overheads, directly attributable borrowing costs incurred in bringing the item to working condition for its intended use, and estimated cost of dismantling and removing the item and restoring the site on which it is located. The costs of testing whether the asset is functioning properly, after deducting the net proceeds from selling items produced while bringing the asset to that location and condition are also added to the cost of self-constructed assets.

iv) For transition to IND AS, The Holding company and its Joint Venture has revalued land at fair value as deemed cost and considered other assets at Ind AS Cost.

v) The Holding company and its Joint Venture had opted for accounting the exchange differences arising on reporting of long term foreign currency monetary items in line with Companies (Accounting Standards) Amendment Rules 2009 relating to Accounting Standard-11 notified by Government of India on 31st March, 2009 (as amended on 29th December 2011), which will be continued in accordance with Ind-AS 101 for all pre-existing long term foreign currency monetary items as at 31st March 2017. Accordingly, exchange differences relating to long term monetary items, arising during the year, in so far as they relate to the acquisition of fixed assets, are adjusted in the carrying amount of such assets.

vi) Gains or losses arising from de-recognition of property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset is recognized in the consolidated statement of profit and loss.

vii) Subsequent costs are included in the asset's carrying amount, only when it is probable that future economic benefits associated with the cost incurred will flow to The Holding company and its Joint Venture and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. Major Inspection/ Repairs/ Overhauling expenses are recognized in the carrying amount of the item of property, plant and equipment as a replacement if the recognition criteria are satisfied. Any Unamortized part of the previously recognized expenses of similar nature is derecognized.

viii) The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

ix) The Holding company and its Joint Venture identifies and determines cost of asset significant to the total cost of the asset having useful life that is materially different from that of the remaining life.

x) Research and development costs that are in nature of tangible/ intangible assets and are expected to generate probable future economic benefits are capitalised and classified under tangible/intangible assets and depreciated on the same basis as other fixed assets. Revenue expenditure on research and development is charged to the statement of profit and loss in the year in which it is incurred.

b) Depreciation and Amortization

i) Depreciation on property, plant and equipment is provided under Straight Line Method over the useful lives of assets prescribed by Schedule II of the Companies Act, 2013. Depreciation in change in the value of fixed assets due to exchange rate fluctuation has been provided prospectively over the residual life of the respective assets.

ii) Depreciation in respect of property, plant and equipment added / disposed off during the year is provided on pro-rata basis, with reference to the date of addition/disposal.

6) Intangible Assets

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

ii) Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss.

iii) Intangible assets are amortised on straight line basis over its estimated useful life of 5 years.

7) Capital Work in Progress

Capital work-in-progress is stated at cost which includes expenses incurred during construction period, interest on amount borrowed for acquisition of qualifying assets and other expenses incurred in connection with project implementation in so far as such expenses relate to the period prior to the commencement of commercial production.

8) Leases

a) The Holding company and its Joint Venture as lessor

Leases for which The Holding company and its Joint Venture is a lessor are classified as finance or operating leases. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as finance lease. All other leases are classified as operating leases.

Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight-line basis over the lease term.

b) The Holding company and its Joint Venture as lessee

The Holding company and its Joint Venture assesses whether a contract is or contains a lease, at inception of the contract. The Holding company and its Joint Venture recognises a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets. For these leases, The Holding company and its Joint Venture recognises the lease payments as an operating expense on a straight-line basis over the lease term, unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed. Contingent and variable rentals are recognized as expense in the periods in which they are incurred.

c) Lease Liability

The lease payments that are not paid at the commencement date are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in The Holding company and its Joint Venture, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

Lease payments included in the measurement of the lease liability comprise:

Fixed lease payments (including in-substance fixed payments) payable during the lease term and under reasonably certain extension options, less any lease incentives;

- Variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- The amount expected to be payable by the lessee under residual value guarantees;
- The exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- Payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

The lease liability is presented as a separate line in the Balance Sheet.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

The Holding company and its Joint Venture re-measures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

- The lease term has changed or there is a change in the assessment of exercise of a purchase option, in which case the lease liability is re-measured by discounting the revised lease payments using a revised discount rate.
- A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is re-measured by discounting the revised lease payments using a revised discount rate.

d) Right of Use (ROU) Assets

The ROU assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Whenever The Holding company and its Joint Venture incurs an obligation for costs to dismantle and remove a leased asset, restore the site on which it is located or restore the underlying asset to the condition required by the terms and conditions of the lease, a provision is recognised and measured under Ind AS 37- Provisions, Contingent Liabilities and Contingent Assets. The costs are included in the related right-of-use asset.

ROU assets are depreciated over the shorter period of the lease term and useful life of the underlying asset. If The Holding company and its Joint Venture is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life. The depreciation starts at the commencement date of the lease.

The ROU assets are not presented as a separate line in the Balance Sheet but presented below similar owned assets as a separate line in the PPE note under "Notes forming part of the Financial Statement".

The Holding company and its Joint Venture applies Ind AS 36- Impairment of Assets to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as per its accounting policy on 'property, plant and equipment'.

As a practical expedient, Ind AS 116 permits a lessee not to separate non-lease components when bifurcation of the payments is not available between the two components, and instead account for any lease and associated non-lease components as a single arrangement. The Holding company and its Joint Venture has used this practical expedient.

Extension and termination options are included in many of the leases. In determining the lease term the management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option.

9) Revenue Recognition

The Holding company and its Joint Venture earns revenue primarily from sale of engineering & polymer products. It also earns revenue from its Infrastructure Projects segment which includes Horizontal Direct Drilling services and Engineering, Procurement & Construction services.

Ind AS 115 "Revenue from Contracts with Customers", that replaces Ind AS 18 "Revenue" and Ind AS 11 "Construction Contracts" and related interpretations, introduce one single new model for recognition of revenue which includes a 5-step approach and detailed guidelines. Among other, such guidelines are on allocation of revenue to performance obligations within multi-element arrangements, measurement and recognition of variable consideration and the timing of revenue recognition.

The Holding company and its Joint Venture considers the terms of the contract in determining the transaction price. The transaction price is based upon the amount the entity expects to be entitled to in exchange for transferring of promised goods and services to the customer after deducting incentive programs, included but not limited to discounts, volume rebates etc.

a) Revenue from sale of goods

Revenue from the sale engineering and polymer segments is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. Group recognises revenue at a point in time, when control is transferred to the customer, and the consideration agreed is expected to be received. Control is generally deemed to be transferred upon delivery of the components in accordance with the agreed delivery plan.

b) Revenue from infrastructure projects

According to Ind AS 115 revenue is recognized over time (percentage of completion) either when the performance creates an asset that the customer controls as the asset is created (e.g. work in progress) or when the performance creates an asset with no alternative use and an enforceable right to payment as performance is completed to date has been secured. Revenue is also recognized over time if the customer simultaneously receives and consumes the benefits from goods and services as performed. Under Ind AS 11 construction contracts, with a high degree of individual adjustment were recognized as revenue by reference to the percentage of completion.

Revenue from infrastructure projects is recognized on percentage completion method based on the stage of completion of the contract. The stage of completion is determined as a proportion that contract costs incurred for work performed upto the reporting date bears to the estimated total costs. When it is probable that the total contract cost will exceed the total contract revenue, the expected loss is recognized immediately. For this purpose, total contract costs are ascertained on the basis of actual costs incurred and costs to be incurred for completion of contracts in progress, which is arrived at by the management based on current technical data, forecasts and estimate of expenditure to be incurred in future including contingencies. Revisions in projected profit or loss arising from change in estimates are reflected in each accounting period which, however, cannot be disclosed separately in the consolidated financial statements as the effect thereof cannot be accurately determined. Overhead expenses representing indirect costs that cannot be directly aligned with the jobs, are distributed over the various contracts on a pro-rata basis.

Contract Assets

Contract assets are recognised when there is excess of revenue earned over billings on contracts. Unbilled receivables where further subsequent performance obligation is pending are classified as contract assets when The Holding company and its Joint Venture does not have unconditional right to receive cash as per contractual terms. Revenue recognition for fixed price development contracts is based on percentage of completion method. Invoicing to the clients is based on milestones as defined in the contract. This would result in the timing of revenue recognition being different from the timing of billing the customers. Unbilled revenue for fixed price development contracts is classified as non-financial asset as the contractual right to consideration is dependent on completion of contractual milestones.

Impairment of Contract asset

The Holding company and its Joint Venture assesses a contract asset for impairment in accordance with Ind AS 109. An impairment of a contract asset is measured, presented and disclosed on the same basis as a financial asset that is within the scope of Ind AS 109.

Contract Liability

Contract Liability is recognised when there are billings in excess of revenues and it also includes consideration received from customers for whom The Holding company and its Joint Venture has pending obligation to transfer goods or services.

The billing schedules agreed with customers include periodic performance based payments and / or milestone based progress payments. Invoices are payable within contractually agreed credit period.

Modification in contract

Contracts are subject to modification to account for changes in contract specification and requirements. The Holding company and its Joint Venture reviews modification to contract in conjunction with the original contract, basis which the transaction price could be allocated to a new performance obligation, or transaction price of an existing obligation could undergo a change. In the event transaction price is revised for existing obligation, a cumulative adjustment is accounted for.

The Holding company and its Joint Venture disaggregates revenue from contracts with customers by industry verticals, geography and nature of goods or services.

c) Interest Income

For all debt instruments measured either at amortized cost or at fair value through other comprehensive income (FVTOCI), interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset. Interest income also includes interest earned on margin money kept with banks.

d) Other Operating Revenue

Export incentive and subsidies are recognized when there is reasonable assurance that The Holding company and its Joint Venture will comply with the conditions and the incentive will be received.

10) Retirement and other employee benefits

a) Short Term Employee Benefits

Short term employee benefit obligations are measured on an undiscounted basis and are expensed as the related services are provided. Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period.

b) Other Long Term Employee Benefits

The liabilities for earned leaves that are not expected to be settled wholly within twelve months are measured as the present value (determined by actuarial valuation using the projected unit credit method) of the expected future payments to be made in respect of services provided by employees up to the end of the reporting period and recognised in books of accounts. The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. Re-measurements as the result of experience adjustment and changes in actuarial assumptions are recognized in consolidated statement of profit and loss.

c) Post-Employment Benefits

The Holding company and its Joint Venture operates the following post-employment schemes:

i) Defined Benefit Plan

The liability or asset recognized in the Balance Sheet in respect of defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The Holding company and its Joint Venture's net obligation in respect of defined benefit plans is calculated by estimating the amount of future benefit that employees have earned in the current and prior periods.

The defined benefit obligation is calculated annually by Actuaries using the projected unit credit method. The liability recognized for defined benefit plans is the present value of the defined benefit obligation at the reporting date less the fair value of plan assets, together with adjustments for unrecognized actuarial gains or losses and past service costs. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Past service cost is recognised in the consolidated statement of profit and loss in the period of a plan amendment. The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the Balance Sheet with a charge or credit recognised in Other Comprehensive Income (OCI) in the period in which they occur. Re-measurement recognised in OCI is reflected immediately in retained earnings and will not be reclassified to consolidated statement of profit and loss.

The Holding company and its Joint Venture contributes to fund maintained with Life Insurance Corporation of India.

ii) Defined Contribution Plan

Retirement benefit in the form of provident fund is a defined contribution scheme. The Holding company and its Joint Venture has no obligation other than the contribution payable to the Provident fund. Contribution payable under the provident fund is recognised as expenditure in the consolidated statement of profit and loss and/or carried to Construction work-in-progress when an employee renders the related service.

11) Government Grants

Government grants are recognized at their fair values when there is reasonable assurance that the grants will be received and The Holding company and its Joint Venture will comply with all the attached conditions.

a) Government grants are recognised in the statement of profit or loss on a systematic basis over the periods in which The Holding company and its Joint Venture recognises the related costs for which the grants are intended to compensate.

b) Grants related to acquisition/ construction of property, plant and equipment are recognised as deferred revenue in the Balance Sheet and transferred to the statement of profit or loss on a systematic and rational basis over the useful lives of the related asset.

12) Foreign Currency Transactions

a) The functional currency and presentation currency of The Holding company and its Joint Venture is Indian Rupee (INR).

b) Transactions in currencies other than The Holding company and its Joint Venture's functional currency are recorded on initial recognition using the exchange rate at the transaction date. At each balance sheet date, foreign currency monetary items are reported using the closing rate.

c) Non- monetary items that are measured in terms of historical cost in foreign currency are not retranslated. Exchange difference that arise on settlement of monetary items or on reporting of monetary items at each Balance sheet date at the closing spot rate are recognised in profit or loss in the period in which they arise except for:

i) exchange difference on foreign currency borrowings related to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest cost on those foreign currency borrowings; and

ii) exchange differences on transactions entered into in order to hedge certain foreign currency risks.

d) The Holding company and its Joint Venture had opted for accounting the exchange differences arising on reporting of long term foreign currency monetary items in line with Companies (Accounting Standards) Amendment Rules 2009 relating to Accounting Standard-11 notified by Government of India on31st March, 2009 (as amended on 29th December 2011), which will be continued in accordance with Ind AS 101 for all pre-existing long term foreign currency monetary items as at 31st March 2017. Accordingly, exchange differences relating to long term monetary items, arising during the year, in so far as they relate to the acquisition of fixed assets, are adjusted in the carrying amount of such assets.

e) The financial statements of foreign operations are translated as follows:

a. Assets and liabilities are translated at the closing rate,

b. Income and expenses are translated at the exchange rates or appropriate averages, and

c. Equity components are translated at the exchange rates at the date of the relevant transactions.

d. Exchange differences arising on the translation of the financial statements of a foreign operation are recognized in Other Comprehensive Income (OCI).

13) Borrowing Cost

Borrowing cost include interest expense calculated using the Effective interest method, finance charges in respect of assets acquired on finance lease and exchange difference arising on foreign currency borrowings to the extent they are regarded as an adjustment to the finance cost.

Borrowing costs (including other ancillary borrowing cost) directly attributable to the acquisition or construction of a qualifying asset are capitalized as a part of the cost of that asset hat necessarily takes a substantial period of time to complete and prepare the asset for its intended use or sale. The Holding company and its Joint Venture considers a period of twelve months or more as a substantial period of time.

Transaction costs in respect of long term borrowing are amortized over the tenure of respective loans using Effective Interest Rate (EIR) method. All other borrowing costs are recognized in the consolidated statement of profit and loss in the period in which they are incurred.

14) Earnings per Share

Earnings per share is calculated by dividing the net profit or loss before OCI for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss before OCI for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

15) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets and financial liabilities are recognised when a Group entity becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss and ancillary costs related to borrowings) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in consolidated statement of profit and loss.

a) Financial Assets

i) Classification and Subsequent Measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Measured at Amortized Cost
- Measured at Fair Value Through Other Comprehensive Income (FVTOCI)
- Measured at Fair Value Through Profit or Loss (FVTPL) and
- Equity Instruments measured at Fair Value Through Other Comprehensive Income (FVTOCI)

  Financial assets are not reclassified subsequent to their initial recognition, except if and in the period The Holding company and its Joint Venture changes its business model for managing financial assets.

- Measured at Amortized Cost

The Financial assets are subsequently measured at the amortized cost if both the following conditions are met:

- The asset is held within a business model whose objective is achieved by both collecting 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 (SPPI) on the principal amount outstanding.

  After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as FVTPL. Interest income is recognised in the consolidated statement of profit and loss.

- Measured at Fair Value Through Other Comprehensive Income (FVTOCI)

The financial assets are measured at the FVTOCI if both the following conditions are met:

- The objective of the business model is achieved by both collecting contractual cash flows and selling the financial assets; and
- The asset's contractual cash flows represent SPPI.

  Debt instruments meeting these criteria are measured initially at fair value plus transaction costs. They are subsequently measured at fair value with any gains or losses arising on re-measurement recognized in other comprehensive income, except for impairment gains or losses and foreign exchange gains or losses. Interest calculated using the effective interest method is recognized in the consolidated statement of profit and loss in investment income.

- Measured at Fair Value Through Profit or Loss (FVTPL)and

  Financial assets are measured at fair value through profit or Loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. Gains or losses arising on re-measurement are recognised in the consolidated statement of profit and loss. The net gains or loss recognised in consolidated statement of profit and loss incorporates any dividend or interest earned on the financial assets and is included in the "Other income" line item.

- Equity Instruments measured at Fair Value Through Other Comprehensive Income (FVTOCI)

  All equity investments in scope of Ind AS – 109 are measured at fair value. Equity instruments which are, held for trading are classified as at FVTPL. For all other equity instruments, The Holding company and its Joint Venture may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Holding company and its Joint Venture makes such election on an instrument-by instrument basis. The classification is made on initial recognition and is irrevocable. In case The Holding company and its Joint Venture decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment.

ii) Derecognition

The Holding company and its Joint Venture derecognizes a financial asset on trade date only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity.

iii) Impairment of Financial Assets

In accordance with Ind AS 109, The Holding company and its Joint Venture uses 'Expected Credit Loss' (ECL model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL).

Expected credit losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For trade receivables Group applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Holding company and its Joint Venture uses historical default rate to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, The Holding company and its Joint Venture uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

iv) Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period. For foreign currency denominated financial assets measured at amortised cost, the exchange differences are recognised in the consolidated statement of profit and loss.

b) Financial Liabilities and equity instruments

Debts and equity instruments issued by a Group are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instruments.

Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of an equity after deducting all of its liabilities. Equity instruments issued by The Holding company and its Joint Venture are recognised at the proceeds received, net of direct issue costs.

Financial Liabilities

i) Recognition and Initial Measurement

Financial liabilities are classified, at initial recognition, as at fair value through profit or loss, loans and borrowings, payables or as derivatives, as appropriate. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

ii) Subsequent Measurement

Financial liabilities are measured subsequently at amortized cost or FVTPL. A financial liability is classified as FVTPL if it is classified as held for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest rate method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on de-recognition is also recognized in profit or loss.

iii) Financial Guarantee Contracts

Financial guarantee contracts issued by The Holding company and its Joint Venture are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument.

Financial guarantee contracts are recognized initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirement of Ind AS 109 and the amount recognized less cumulative amortization.

iv) De-recognition

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

v) Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments and are included in consolidated statement of profit and loss. The fair value of the financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period.

vi) Offsetting financial instruments

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

c) Derivative financial instruments

The Holding company and its Joint Venture uses derivative financial instruments such as forward, swap, options etc. to hedge against interest rate and foreign exchange rate risks, including foreign exchange fluctuation related to highly probable forecast sale. The realized gain / loss in respect of hedged foreign exchange contracts which has expired / unwinded during the year are recognized in the consolidated statement of profit and loss and included in other operating revenue / other expense as the case may be. However, in respect of foreign exchange forward contracts period of which extends beyond the balance sheet date, the fair value of outstanding derivative contracts is marked to market and resultant net loss/gain is accounted in the consolidated statement of profit and loss. Group does not hold derivative financial instruments for speculative purposes.

16) Provisions, Contingent Liabilities and Contingent Assets

a) Provisions

i) Provisions are recognised when The Holding company and its Joint Venture has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions is measured using the cash flows estimated to settle the present obligation and when the effect of time value of money is material, Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost. Reimbursement expected in respect of expenditure required to settle a provision is recognised only when it is virtually certain that the reimbursement will be received.

ii) Decommissioning Liability

Restoration/ Rehabilitation/ Decommissioning cost are provided for in the accounting period when the obligation arises based on the NPV of the estimated future cost of restoration to be incurred. It includes the dismantling and demolition of infrastructure and removal of residual material. This provision is based on all regulatory requirements and related estimated cost based on best available information.

iii) Onerous Contracts

Present obligations arising under onerous contracts are recognized and measured as provisions. An onerous contract is considered to exist when a contract under which the unavoidable costs of meeting the obligations exceed the economic benefits expected to be received from it.

b) Contingent Liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of The Holding company and its Joint Venture or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Holding company and its Joint Venture does not recognize a contingent liability but discloses its existence in the consolidated financial statements.

c) Contingent Assets

Contingent assets usually arise from unplanned or other unexpected events that give rise to the possibility of an inflow of economic benefits. Contingent Assets are not recognized though are disclosed, where an inflow of economic benefits is probable.

17) Operating Segment

The identification of operating segment is consistent with performance assessment and resource allocation by the chief operating decision maker. An operating segment is a component of The Holding company and its Joint Venture that engages in business activities from which it may earn revenues and incur expenses including revenues and expenses that relate to transactions with any of the other components of The Holding company and its Joint Venture and for which discrete financial information is available. Operating segments of The Holding company and its Joint Venture comprises three segments Engineering, Polymer products and Infrastructure segment. All operating segment's operating results are reviewed regularly by the chief operating decision maker to make decisions about resources to be allocated to the segments and assess their performance.

18) Employee Share based payment

Equity- settled share-based payments to employees are measured at the fair value of the employee stock options at the grant date. The fair value of option at the grant date is expensed over the vesting period with a corresponding increase in equity as "Employee Stock Options Account". In case of forfeiture of unvested option, portion of amount already expensed is reversed. In a situation where the vested option forfeited or expires unexercised, the related balance standing to the credit of the "Employee Stock Options Account" are transferred to the "General Reserve". When the options are exercised, The Holding company and its Joint Venture issues new equity shares of The Holding company and its Joint Venture of `1/- each fully paid-up. The proceeds received and the related balance standing to credit of the Employee Stock Options Account, are credited to share capital (nominal value) and Securities Premium Account.

19) Measurement of Fair Values

A number of The Holding company and its Joint Venture's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

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

a) In the principal market for the asset or liability, or

b) In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by The Holding company and its Joint Venture. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Holding company and its Joint Venture uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorised within the fair value hierarchy, described as follows, based on the input that is significant to the fair value measurement as a whole:

a) Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

b) Level 2 — Inputs other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and

c) Level 3 — Inputs which are unobservable inputs for the asset or liability.

External valuers are involved for valuation of significant assets & liabilities. Involvement of external valuers is decided by the management of The Holding company and its Joint Venture considering the requirements of Ind AS and selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

20) Recent pronouncements–

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 23, 2022, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2022, as below-

- Ind AS 16 – Property Plant and equipment - The amendment clarifies that excess of net sale proceeds of items produced over the cost of testing, if any, shall not be recognised in the profit or loss but deducted from the directly attributable costs considered as part of cost of an item of property, plant, and equipment. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2022.

- Ind AS 37 – Provisions, Contingent Liabilities and Contingent Assets – The amendment specifies that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract). The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2022, although early adoption is permitted.

- Ind AS 103 – Reference to Conceptual Framework The amendments specify that to qualify for recognition as part of applying the acquisition method, the identifiable assets acquired and liabilities assumed must meet the definitions of assets and liabilities in the Conceptual Framework for Financial Reporting under Indian Accounting Standards (Conceptual Framework) issued by the Institute of Chartered Accountants of India at the acquisition date. These changes do not significantly change the requirements of Ind AS 103.

- Ind AS 109 – Annual Improvements to Ind AS (2021) The amendment clarifies which fees an entity includes when it applies the '10 percent' test of Ind AS 109 in assessing whether to derecognise a financial liability.

- Ind AS 106 – Annual Improvements to Ind AS (2021). The amendments remove the illustration of the reimbursement of leasehold improvements by the lessor in order to resolve any potential confusion regarding the treatment of lease incentives that might arise because of how lease incentives were described in that illustration.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st march 2022

2 PROPERTY, PLANT & EQUIPMENT AND INTANGIBLE ASSETS

(₹ in million)

Description	GROSS BLOCK				DEPRECIATION & AMORTISATION				NET BLOCK	
	As at 01-04-2021	Additions	Deductions/ Adjustments	As at 31-03-2022	As at 01-04-2021	For the year	Deductions/ Adjustments	As at 31-03-2022	As at 31-03-2022	As at 31-03-2021
(A) Tangible Assets										
Land	666.24	-	-	666.24	-	-	-	-	666.24	666.24
Buildings	2,270.15	12.24	-	2,282.39	520.52	82.11	-	602.63	1,679.76	1,749.63
Plant and Machinery	5,321.97	339.41	33.84	5,627.54	2,162.22	331.64	20.95	2,472.91	3,154.63	3,159.75
Furniture and Fixtures	136.35	36.68	-	173.03	41.48	12.96	-	54.44	118.59	94.87
Vehicles	88.60	22.02	7.18	103.44	52.33	8.66	5.84	55.15	48.29	36.27
Office Equipment	53.82	2.89	-	56.71	37.50	5.19	-	42.69	14.02	16.32
Right of Use				-						
(a) Land	787.20	90.25	-	877.45	34.80	31.81	-	66.61	810.84	752.40
(b) Building	89.33	-	8.58	80.75	5.76	9.78	4.36	11.18	69.57	83.57
Total Tangible Assets	**9,413.66**	**503.49**	**49.60**	**9,867.55**	**2,854.61**	**482.15**	**31.15**	**3,305.61**	**6,561.94**	**6,559.05**
(B) Intangible Assets										
Computer Software	42.38	0.58	-	42.96	32.36	2.77	-	35.13	7.83	10.02
Total Intangible Assets	**42.38**	**0.58**	**-**	**42.96**	**32.36**	**2.77**	**-**	**35.13**	**7.83**	**10.02**
Total (A + B)	**9,456.04**	**504.07**	**49.60**	**9,910.51**	**2,886.97**	**484.92**	**31.15**	**3,340.74**	**6,569.77**	**6,569.07**
Capital Work in Progress									139.54	116.37

Description	GROSS BLOCK					DEPRECIATION & AMORTISATION				NET BLOCK	
	As at 01-04-2020	Adjustment to Opening Balance	Additions	Deductions/ Adjustments	As at 31-03-2021	As at 01-04-2020	For the year	Deductions/ Adjustments	As at 31-03-2021	As at 31-03-2021	As at 31-03-2020
(A) Tangible Assets											
Land	681.98	-	4.23	19.97	666.24	-	-	-	-	666.24	681.98
Buildings	2,226.44	-	44.90	1.19	2,270.15	441.92	79.22	0.62	520.52	1,749.63	1,784.52
Plant and Machinery	5,003.22	-	332.21	13.46	5,321.97	1,853.75	316.26	7.79	2,162.22	3,159.75	3,149.47
Furniture and Fixtures	73.91	-	62.44	-	136.35	35.06	6.42	-	41.48	94.87	38.85
Vehicles	88.35	-	1.53	1.28	88.60	45.42	8.12	1.21	52.33	36.27	42.93
Office Equipment	49.00	-	4.82	-	53.82	32.59	4.91	-	37.50	16.32	16.41
Right of Use		-									
(a) Land	72.16	-	768.44	53.40	787.20	13.56	30.90	9.66	34.80	752.40	58.60
(b) Building	8.58	-	80.75	-	89.33	1.78	3.98	-	5.76	83.57	6.80
Total Tangible Assets	**8,203.64**	-	**1,299.32**	**89.30**	**9,413.66**	**2,424.08**	**449.81**	**19.28**	**2,854.61**	**6,559.05**	**5,779.56**
(B) Intangible Assets		-									
Computer Software	38.31	-	4.07	-	42.38	29.57	2.79	-	32.36	10.02	8.74
Total Intangible Assets	**38.31**	-	**4.07**	**-**	**42.38**	**29.57**	**2.79**	**-**	**32.36**	**10.02**	**8.74**
Total (A + B)	**8,241.95**	-	**1,303.39**	**89.30**	**9,456.04**	**2,453.65**	**452.60**	**19.28**	**2,886.97**	**6,569.07**	**5,788.30**
Capital Work in Progress										116.37	106.97

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

2 PROPERTY, PLANT & EQUIPMENT AND INTANGIBLE ASSETS (Contd.)

2.01 Property, plant & equipment include assets acquired on finance :

(₹ in million)

Description	As at 31-03-2022		As at 31-03-2021	
	Gross Block	Net Block	Gross Block	Net Block
-From Banks	23.44	18.62	23.27	16.30
-From Others	20.40	14.88	12.84	9.36

2.02 Refer Note 15.01 for security created on Land, Building and Property, Plant & Equipment.

2.03 All the immovable properties as contained in "Property, Plant & Equipment " are held by the Company in its own name during the year ended 31st March, 2022 and also for the year ended 31st March, 2021. Assets Pledged and Hypothecated against Borrowings [Refer note no. 15 & 20]

2.04 The Company has not revalued its Property, Plant & Equipment (including Right-Of-Use assets) and Intangible assets during the year ended 31st March, 2022 and 31st March, 2021.

2.05 CWIP aging schedule As at 31-Mar-22

(₹ in million)

	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	98.92	40.62	-	-	**139.54**
Projects temporarily suspended	-	-	-	-	-
Total	**98.92**	**40.62**	**-**	**-**	**139.54**

CWIP aging schedule As at 31-Mar-21

(₹ in million)

	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	95.73	20.64	-	-	**116.37**
Projects temporarily suspended	-	-	-	-	-
Total	**95.73**	**20.64**	**-**	**-**	**116.37**

2.06 All the projects in progress as on 31st March, 2022 and as on 31st March, 2021, are being executed as per schedule and is not overdue in terms of target completion time. Further, cost of these projects has not exceeded the cost as per its original plan.

3 NON-CURRENT FINANCIAL ASSETS - INVESTMENTS

(₹ in million)

Particulars	As at 31-03-2022		As at 31-03-2021	
Investment (measured at cost)				
Investment in Joint Venture				
Unquoted (Fully paid up)				
Investment in Partnership Firm in the nature of Joint Venture				
In Skipper Metzer LLP	96.95		96.40	
Add: Further Contribution during the year	9.63		-	
Add: Share in Profit/(Loss) of Joint Venture	(34.40)	72.18	0.55	96.95
Total		**72.18**		**96.95**

3.01 The Company had executed a Limited Liability Partnership Agreement with Metzerplas Cooperative Agricultural Organization Ltd (an agriculture cooperative incorporated in Israel) dated 14th February 2018, to jointly carry out business activities in the field of micro-irrigation within the framework of joint-venture. Pursuant to this, an LLP was incorporated on 9th March, 2018, wherein the Company holds 50% partnership Interest.

4 NON-CURRENT FINANCIAL ASSETS - LOANS

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Security Deposits		
Unsecured, Considered Good	174.97	148.19
Other Balances		
Balances with banks		
Deposits (Refer note 9.01)	6.00	50.05
Total	**180.97**	**198.24**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

5 OTHER NON CURRENT ASSETS

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Capital Advance		
Unsecured, Considered Good	25.69	50.78
Other		
Unsecured, Considered Good		
Prepaid expenses	-	0.09
Total	25.69	50.87

6 INVENTORIES

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
(As taken, valued and certified by the management)		
Raw Materials	3,365.91	2,088.97
Stores and Spare Parts	482.73	470.95
Work-In-Process	686.47	638.58
Finished Goods	3,220.93	2,741.22
Scrap and Waste	104.60	75.19
Total	7,860.64	6,014.91

Inventory are Hypothecated / Pledged against Borrowing [Refer note no. 15 & 20]

7 CURRENT FINANCIAL ASSETS - TRADE RECEIVABLES

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Unsecured, Considered Good	-	-
Unsecured, Considered Doubtful	4,376.12	4,742.24
Having Significant Credit Risk	-	-
Credit Impaired	-	-
	4,376.12	4,742.24
Less: Allowances ^	32.15	23.81
Total	4,343.97	4,718.43

^ Represents provision on account of Expected Credit Loss [Refer note no. 49(C)]

7.01 Trade receivables ageing schedule as at 31-MAR-22

(₹ in million)

Particulars	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed							
Considered Good	1,553.68	1,814.42	403.46	143.66	358.59	102.31	4,376.12
Significant increase in Credit Risk	-	-	-	-	-	-	-
Credit impaired	-	-	-	-	-	-	-
	1,553.68	1,814.42	403.46	143.66	358.59	102.31	4,376.12
Less: Allowances ^	-	5.39	9.08	3.80	10.40	3.48	32.15
	1,553.68	1,809.03	394.38	139.86	348.19	98.83	4,343.97
Disputed	-	-	-	-	-	-	-
Considered Good	-	-	-	-	-	-	-
Significant increase in Credit Risk	-	-	-	-	-	-	-
Credit impaired	-	-	-	-	-	-	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

Trade receivables ageing schedule as at 31-MAR-21

(₹ in million)

Particulars	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed							
Considered Good	2,793.23	1,196.53	87.37	494.96	122.71	47.44	4,742.24
Significant increase in Credit Risk	-	-	-	-	-	-	-
Credit impaired	-	-	-	-	-	-	-
	2,793.23	1,196.53	87.37	494.96	122.71	47.44	4,742.24
Less: Allowances ^	-	3.56	1.96	13.12	3.56	1.61	23.81
	2,793.23	1,192.97	85.41	481.84	119.15	45.83	4,718.43
Disputed	-	-	-	-	-	-	-
Considered Good	-	-	-	-	-	-	-
Significant increase in Credit Risk	-	-	-	-	-	-	-
Credit impaired	-	-	-	-	-	-	-

8 CURRENT FINANCIAL ASSETS - CASH AND CASH EQUIVALENTS

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Cash in hand (as certified by the Management)	2.72	5.05
Balances with Scheduled Banks		
In Current Accounts	8.45	4.47
	11.17	**9.52**

9 CURRENT FINANCIAL ASSETS - BANK BALANCES OTHER THAN CASH & CASH EQUIVALENT

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Other Balances		
Balances with banks		
Deposits with more than 3 months initial maturity (Refer note no. 9.1)	380.69	253.15
In Unpaid Dividend Account	0.17	0.23
Total	**380.86**	**253.38**

9.01 Pledged against guarantees and letters of credit issued by banks.

10 CURRENT FINANCIAL ASSETS - OTHERS

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Security Deposits		
Unsecured, Considered Good	33.95	29.35
Accrued Interest on Fixed Deposit with Bank	3.10	2.76
Others		
Unsecured, Considered Good		
Gain on MTM of Forward Contract	35.38	5.07
Total	**72.43**	**37.18**

11 CONTRACT ASSETS

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Contract Assets (refer note 11.01)	281.99	286.29
Total	**281.99**	**286.29**

11.01 Contract assets represent excess of revenue earned over billings on contracts.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

12 OTHER CURRENT ASSETS

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Advances other than Capital Advances		
Unsecured, Considered Good		
Suppliers of Goods & Services	242.70	131.47
Other Advances		
Unsecured, Considered Good		
Balance with Government Authorities	484.59	519.72
Others	172.95	190.30
Total	**900.24**	**841.49**

13 EQUITY SHARE CAPITAL

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Authorized		
410000000 (Previous Years: 410000000) Equity Shares of ₹ 1 each	410.00	410.00
	410.00	**410.00**
Issued, Subscribed and Paid Up 102670212 (Previous Year: 102670212) Equity Shares of ₹ 1 each fully paid up.	102.67	102.67
Total	**102.67**	**102.67**

13.01 The Reconciliation of the number of shares outstanding is set out below:

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Equity Shares at the beginning of the year	102670212	102670212
Add: Equity Shares issued during the year	-	-
Equity Shares At the end of the year	**102670212**	**102670212**

13.02 Rights, Preferences and Restrictions attached to Equity Shares:

The Company has one class of equity shares having a par value of ₹ 1 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

13.03 Details of shareholders holding more than 5% shares :

(₹ in million)

Name of Shareholders	As at 31-03-2022		As at 31-03-2021	
	No of Shares	%	No of Shares	%
Mr. Sajan Kumar Bansal	95339	0.09	21855339	21.29
Mrs. Meera Bansal	9198	0.01	21769198	21.20
Sk Bansal Unity Trust - Held By Meera Bansal As Trustee	10880000	10.60	-	-
Sk Bansal Family Trust - Held By Meera Bansal As Trustee	10880000	10.60	-	-
Sk Bansal Heritage Trust - Held By Sajan Kumar Bansal As Trustee	10880000	10.60	-	-
Sk Bansal Legacy Trust - Held By Sajan Kumar Bansal As Trustee	10880000	10.60	-	-
Skipper Plastics Limited	20050000	19.53	20050000	19.53

13.04 The Company does not have any Holding Company.

13.05 The Shareholders of the Company approved the Employee Stock Options Plan 2015 ("ESOP 2015") for issue of Option not exceeding 2000000 (Two million) options to its permanent employees (including a Director, whether whole time or not but excluding independent directors) of the Company, working in India. There were NIL outstanding options at the beginning and at the end of the year and no options were granted, cancelled/forfeited, exercised or expired during the year.

13.06 None of the securities are convertible into shares at the end of the reporting period.

13.07 The Company during the preceding 5 years –

(a) Has not allotted shares pursuant to contracts without payment received in cash.
(b) Has not issued shares by way of bonus shares.
(c) Has not bought back any shares.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

13.08 There are no calls unpaid by Directors / Officers.

13.09 The Company has not forfeited any shares.

13.10 Shares held by promoters as at 31st March, 2022 and changes during the year ended 31st March, 2022

Name of Promoter	As at 31-Mar-22		As at 31-Mar-21		Changes
	No of Shares	%	No of Shares	%	
Sajan Kumar Bansal	95339	0.09	21855339	21.29	-21.19
Meera Bansal	9198	0.01	21769198	21.20	-21.19
Sharan Bansal	10000	0.01	10000	0.01	0.00
Sumedha Bansal	10000	0.01	10000	0.01	0.00
Devesh Bansal	10000	0.01	10000	0.01	0.00
Siddharth Bansal	10000	0.01	10000	0.01	0.00
Shruti M. Bansal	10000	0.01	10000	0.01	0.00
Reshu Bansal	10000	0.01	10000	0.01	0.00
Skipper Plastics Limited	20050000	19.53	20050000	19.53	0.00
Ventex Trade Private Limited	4987500	4.86	4987500	4.86	0.00
Aakriti Alloys Private Limited	2005250	1.95	2005250	1.95	0.00
Samriddhi Ferrous Private Limited	1465150	1.43	1465150	1.43	0.00
Skipper Polypipes Private Limited	859220	0.84	859220	0.84	0.00
Utsav Ispat Private Limited	386025	0.38	386025	0.38	0.00
Vaibhav Metals Private Limited	372900	0.36	372900	0.36	0.00
Sk Bansal Unity Trust - Held By Meera Bansal As Trustee	10880000	10.60	-	-	10.60
Sk Bansal Family Trust - Held By Meera Bansal As Trustee	10880000	10.60	-	-	10.60
Sk Bansal Heritage Trust - Held By Sajan Kumar Bansal As Trustee	10880000	10.60	-	-	10.60
Sk Bansal Legacy Trust - Held By Sajan Kumar Bansal As Trustee	10880000	10.60	-	-	10.60
Total	**73810582**	**71.89**	**73810582**	**71.89**	**0.00**

Shares held by promoters as at 31st March, 2021 and changes during the year ended 31st March, 2021:

Name of Promoter	As at 31-Mar-21		As at 31-Mar-20		Changes
	No of Shares	%	No of Shares	%	
Sajan Kumar Bansal	21855339	21.29	21855339	21.29	0.00
Meera Bansal	21769198	21.20	21769198	21.20	0.00
Sharan Bansal	10000	0.01	10000	0.01	0.00
Sumedha Bansal	10000	0.01	10000	0.01	0.00
Devesh Bansal	10000	0.01	10000	0.01	0.00
Siddharth Bansal	10000	0.01	10000	0.01	0.00
Shruti M. Bansal	10000	0.01	10000	0.01	0.00
Reshu Bansal	10000	0.01	10000	0.01	0.00
Skipper Plastics Limited	20050000	19.53	20050000	19.53	0.00
Ventex Trade Private Limited	4987500	4.86	4987500	4.86	0.00
Aakriti Alloys Private Limited	2005250	1.95	2005250	1.95	0.00
Samriddhi Ferrous Private Limited	1465150	1.43	1465150	1.43	0.00
Skipper Polypipes Private Limited	859220	0.84	859220	0.84	0.00
Utsav Ispat Private Limited	386025	0.38	386025	0.38	0.00
Vaibhav Metals Private Limited	372900	0.36	372900	0.36	0.00
Total	73810582	71.89	73810582	71.89	0.00

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

14 OTHER EQUITY

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Securities Premium Account	1,174.74	1,174.74
General Reserve	439.76	439.76
Surplus in the Statement of Profit and Loss	5,604.14	5,361.22
Total	**7,218.64**	**6,975.72**

14.01 Securities Premium Account

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Balance at the beginning of the year	1,174.74	1,174.74
Balance at the end of the year	1,174.74	1,174.74
14.02 General Reserve		
Balance at the beginning of the year	439.76	439.76
Balance at the end of the year	439.76	439.76
14.03 Surplus in the Statement of Profit and Loss		
Balance at the beginning of the year	5,361.22	5,155.65
Add: Profit for the year	251.47	214.34
Less: Appropriations		
Proposed Dividend on Equity Shares	10.27	10.27
Add: Transfer from OCI-Re-measurement	1.72	1.50
Balance at the end of the year	5,604.14	5,361.22
14.04 Other Comprehensive Income Items that will not be reclassified to profit or loss (Net of Income Tax Effect) Re-measurement of Defined Benefit Plans		
Balance at the beginning of the year	-	-
Add: Other Comprehensive Income for the year	1.72	1.50
	1.72	1.50
Less: Transfer to retained earning	(1.72)	(1.50)
Balance at the end of the year	-	-
Total	**7,218.64**	**6,975.72**

14.05 The description of the nature and purpose of each reserve within equity is as follows:

(a) **Securities Premium Reserve :** The Reserve represents the premium on issue of shares and can be utilized in accordance with the provisions of the Companies Act, 2013.

(b) **General Reserve :** The Reserve is created by an appropriation from one component of equity (generally retained earnings) to another, not being an item of Other Comprehensive Income. The same can be utilised by the company in accordance with the provisions of the Companies Act, 2013.

(c) **Retained Earnings :** This reserve represents the cumulative profits of the Company and effects of re-measurement of defined benefit obligations. This reserve can be utilised in accordance with the provisions of the Companies Act 2013.

(d) **Item of other Comprehensive Income (Re-Measurement of defined benefit plans):** Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the Balance Sheet with a charge or credit recognised in Other Comprehensive Income (OCI) in the period in which they occur. Re-measurement recognised in OCI is reflected immediately in retained earnings and will not be reclassified to Statement of Profit and Loss.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

15 NON-CURRENT FINANCIAL LIABILITIES - BORROWINGS

(₹ in million)

Particulars	As at 31-03-2022		As at 31-03-2021	
SECURED LOANS				
From Banks				
Rupee Term Loans	2,630.23		2,432.01	
Foreign Currency Term Loans From Banks	115.22		216.80	
	2,745.45		2,648.81	
Less: Current maturities of term loan	669.39	2,076.06	581.51	2,067.30
From Bodies Corporate				
Rupee Term Loan	-		374.84	
Less: Current maturities of loans	-	-	-	374.84
Hire purchase loans				
From banks	14.78		11.41	
Less: Current maturities of loans	4.62	10.16	3.29	8.12
From others	10.90		7.93	
Less: Current maturities of loans	4.80	6.10	1.47	6.46
UNSECURED LOANS				
Loans from Related Parties		27.52		106.62
Total		**2,119.84**		**2,563.34**

15.01 Secured Loans are covered as follows:

(₹ in million)

Particulars	Loan Amount		Security
	As at 31-Mar-22	As at 31-Mar-21	
Rupee term loan from banks	**191.78**	319.64	Secured by way of first pari- passu charge over all fixed assets, both present and future, of company's Jangalpur unit, Howrah excluding those assets for which there is a charge of other lenders. These loans are also secured by personal guarantees of some of the directors of the Company.
Rupee term loan from banks	**344.56**	444.64	Secured by way of first pari-passu charge over all fixed assets, both present and future, of company's Uluberia unit, excluding specifically financed assets. These loans are further secured by second pari-passu charge on the current assets of the Company. These loans are also secured by personal guarantees of some of the directors of the Company.
Foreign currency term loans from banks	**115.22**	193.40	
Foreign currency term loans from banks	-	23.40	Secured by way of first pari- passu charge over all fixed assets, both present and future, of company's Uluberia and Jangalpur Units excluding those assets for which there is a charge of other lenders. These are further secured by second pari-passu charge on current assets of the Company. These loans are also secured by personal guarantees of some of the directors of the Company.
Rupee term loan from banks	**206.26**	293.66	Secured by way of first charge over all fixed assets, both present and future of Palasbari Unit, Guwahati. These are further secured by second pari-passu charge on the current assets of Palasbari Unit, Guwahati.
Rupee Term Loan from bodies corporate	-	374.84	Secured by Bank Guarantees.
Rupee term loan from banks	**622.92**	693.01	Secured by way of first charge over all fixed assets of Test Station located at Bagnan, including land taken on lease from related parties. These are further secured by subservient charge on the current assets of the Company. These loans are also secured by personal guarantees of some of the directors of the Company and corporate guarantee from the Lessors of land.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

(₹ in million)

Particulars	Loan Amount		Security
	As at 31-Mar-22	As at 31-Mar-21	
Rupee term loan from banks	1,125.01	536.02	Secured by way of second charge on current assets of the company on pari-passu first basis with consortium members. These loans are also secured by second charge on fixed assets located at Jangalpur, Uluberia & Guwahati (Unit 1 & 2) Units.
Rupee term loan from banks	85.32	88.50	Secured by way of first charge over properties owned by related parties, personal guarantees of some of the directors of the Company and corporate guarantee from the related parties.
Rupee term loan from banks	54.38	56.54	Secured by way of first charge over properties owned by related parties.
Hire purchase loans from banks	14.78	11.41	Secured against hypothecation of respective fixed assets financed by banks.
Hire purchase loans from others	10.90	7.93	Secured against hypothecation of respective fixed assets financed by lenders.

15.02 Repayment Schedule as on 31-Mar-22 as follows:

(₹ in million)

Year of Repayment	Secured				
	Rupee Loan from bank	Rupee Loan from Body Corporate	Foreign Currency Loan	Hire purchase loans from banks	Hire purchase loans from Others
2022-23	592.45	-	76.94	4.62	4.80
2023-24	517.79	-	38.28	4.53	4.06
2024-25	462.17	-	-	3.75	1.34
2025-26	429.82	-	-	1.88	0.70
2026-27	294.08	-	-	-	-
2027-28 and beyond	333.92	-	-	-	-
Total	**2,630.23**	-	**115.22**	**14.78**	**10.90**

15.03 Loans from related parties of ₹ 27.52 million (Previous Year: ₹ 106.62 million), being long term in nature, have not been considered in the above repayment schedule.

15.04 Interest Rates:

(₹ in million)

Particulars	As at 31st March, 2022		As at 31st March, 2021	
	Loan Amount (₹ in million)	Rate of Interest (%)	Loan Amount (₹ in million)	Rate of Interest (%)
Secured				
Rupee term loan from banks	2,630.23	6.95 to 9.60	2,432.01	7.00 to 10.00
Foreign currency term loans from banks	115.22	3.40 to 3.46	216.80	3.50
Rupee term loan from bodies corporate	0.00	na	374.84	10.50
Hire purchase loans from Bank	14.78	8.10 to 9.35	11.41	8.10 to 9.35
Hire purchase loans from others	10.90	9.75 to 10.89	7.93	9.75 to 10.89
Unsecured				
Loans from Related Parties	27.52	8.40	106.62	9.00

16 NON-CURRENT FINANCIAL LIABILITIES - LEASE LIABILITIES

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Lease Liabilities	70.77	83.64
Total	**70.77**	**83.64**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

16.01 Movement of Lease Liabilities (Current and Non-current)

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-Mar-21
Opening Balance	96.01	70.90
Add: Addition	90.25	849.19
Add: Interest	8.80	4.08
Less: Cancellation/Foreclosures	5.12	48.22
Less: Payments	109.72	779.94
Closing Balance	**80.22**	**96.01**

17 NON-CURRENT PROVISIONS

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Provision for employee benefits		
Gratuity	54.06	52.58
Leave encashment	6.35	6.19
Total	**60.41**	**58.77**

18 DEFERRED TAX LIABILITIES (NET) (Contd.)

The Company has recognized Deferred Tax Liability as per Indian Accounting Standard ("Ind AS") 12- Income Taxes . The balance comprises temporary difference attributable to :

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Deferred tax liability :		
Property Plant Equipment (Refer Note 35.02)	674.62	654.02
Unamortised Processing Fees On Loan	8.00	11.53
Right of Use Assets	307.65	292.12
Security Deposit-Prepaid Rent	-	0.04
Forward Mark to Market	-	1.79
Total Deferred Tax Liability (A)	**990.27**	**959.50**
Less:		
Deferred Tax Assets :		
Employee's Separation and Retirement Expenses	25.22	0.99
Long Term Capital Loss Carried Forward	1.54	21.99
Deferred Revenue	19.72	8.32
Provision for allowances on account of Expected Credit Loss	11.24	-
Forward Mark to Market	-	265.51
Security Deposit - Fair Value	293.26	33.55
Lease Liability	28.04	179.74
Carry Forward of Business Losses and Unabsorbed Depreciation	63.94	104.98
MAT Credit Entitlement	168.47	636.57
Total Deferred Tax Assets (B)	**611.43**	**636.57**
Deferred Tax Liabilities (Net) (A-B)	**378.84**	**322.93**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

The movement of major components of deferred tax provision/adjustment during the year ended 31st March, 2022 is given below:

(₹ in million)

Particulars	As at 31-03-2022	Recognised in Profit/ loss	Recognised in OCI	As at 31-03-2021
Deferred tax liability :				
Property Plant Equipment (Refer Note 35.02)	674.62	20.60	-	654.02
Unamortised Processing Fees On Loan	8.00	(3.53)	-	11.53
Right of Use Assets	307.65	15.53	-	292.12
Security Deposit-Prepaid Rent	-	(0.04)	-	0.04
Forward Mark to Market	-	(1.79)	-	1.79
Total Deferred Tax Liability (A)	**990.27**	**30.77**	**-**	**959.50**
Deferred Tax Assets :				
Employee's Separation and Retirement Expenses	25.22	4.53	(0.80)	21.49
Long Term Capital Loss Carried Forward	1.54	0.55	-	0.99
Deferred Revenue	19.72	(2.27)	-	21.99
Provision for allowances on account of Expected Credit Loss	11.24	2.92	-	8.32
Security Deposit - Fair Value	293.26	27.75	-	265.51
Lease Liability	28.04	(5.51)	-	33.55
Carry Forward of Deductions/ losses	63.94	(115.80)	-	179.74
MAT Credit Entitlement	168.47	63.49	-	104.98
Total Deferred Tax Assets (B)	**611.43**	**(24.34)**	**(0.80)**	**636.57**
Deferred Tax Liabilities (Net) (A-B)	**378.84**	**55.11**	**0.80**	**322.93**

The movement of major components of deferred tax provision/adjustment during the year ended 31st March, 2021 is given below:

(₹ in million)

Particulars	As at 31-03-2021	Recognised in Profit/ loss	Recognised in OCI	As at 31-03-2020
Deferred tax liability :				
Property Plant Equipment (Refer Note 48)	654.02	30.31	-	623.71
Unamortised Processing Fees On Loan	11.53	9.00	-	2.53
Right of Use Assets	292.12	269.27	-	22.85
Security Deposit-Prepaid Rent	0.04	(0.01)	-	0.05
Forward Mark to Market	1.79	1.79	-	-
Total Deferred Tax Liability (A)	**959.50**	**310.36**	**-**	**649.14**
Deferred Tax Assets :				
Employee's Separation and Retirement Expenses	21.49	1.77	(0.80)	20.52
Long Term Capital Loss Carried Forward	0.99	0.16	-	0.83
Deferred Revenue	21.99	16.69	-	5.30
Provision for allowances on account of Expected Credit Loss	8.32	0.62	-	7.70
Decommissioning Liability	-	(0.10)	-	0.10
Forward Mark to Market	-	(47.38)	-	47.38
Security Deposit - Fair Value	265.51	265.45	-	0.06
Lease Liability	33.55	8.77	-	24.78
Carry Forward of Deductions/ losses	179.74	(32.21)	-	211.95
MAT Credit Entitlement	104.98	63.09	-	41.89
Total Deferred Tax Assets (B)	**636.57**	**276.86**	**(0.80)**	**360.51**
Deferred Tax Liabilities (Net) (A-B)	**322.93**	**33.50**	**0.80**	**288.63**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

19 OTHER NON-CURRENT LIABILITIES

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Deferred Revenue (Refer note 25.01)	50.11	56.43
Total	**50.11**	**56.43**

20 CURRENT FINANCIAL LIABILIITES- BORROWINGS

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
SECURED LOANS		
Working Capital Facilities from Banks		
Cash Credit facilities including Packing Credit and Demand Loans*	2,055.17	936.36
Buyer's Credit from Banks		
For Operational Use	812.69	299.49
Current maturities of Long-Term Debt		
Term Loans	669.39	581.51
Hire Purchase Loans	9.42	4.76
Total	**3,546.67**	**1,822.12**

Includes positive balance of ₹ Nil (Previous Year: ₹ 200.44 million) in Cash Credit Account

20.01 Working Capital (including Buyers's Credit) are secured by first charge on current assets and second charge on fixed assets of Jangalpur, Uluberia & Guwahati (Unit 1 & 2) and also by personal guarantees of some of the directors of the Company.

20.02 Interest on working Capital Facilities from banks carries interest ranging from 6.95% to 10.60% per annum; Interest on foreign currency working capital loan from bank carries interest ranging from 4.36% to 4.38%; Packing Credit from Banks bears interest 1.155% to 2.1594% per annum; Buyer's Credit from Banks bears interest between 0.4697% to 1.866% per annum.

20.03 The Company has not availed borrowings based on the security of current assets of any Group Company.

20.04 The Company has been regular in filling monthly/quarterly statements with the bank and these statements are in agreement with the books of accounts except as mentioned below. Reconciliation of monthly statements submitted to bank with bank along with reasons for differences is as given below:

(₹ in million)

Month ended	Name of banks	Particulars of Securities Provided	Amount as per books of accounts	Amount as reported in monthly statement	Differences	Reasons for differences
March 2022	Indian Bank, State Bank of India, Punjab National bank, Union Bank of India, Bank of Baroda, Bank of India, Canara Bank	Inventories	7,860.64	7,183.66	676.98	Stock statement are submitted based on data prepared on provisional basis and differences are primarily due to inventory valuation and sales adjsutment in compliance with relevent Ind AS.
		Trade Receivables	4,343.97	4,597.45	(253.48)	
December 2021		Inventories	8,014.97	7,640.38	374.59	
		Trade Receivables	4,387.60	4,439.84	(52.25)	
September 2021		Inventories	7,377.42	7,055.82	321.60	
		Trade Receivables	4,539.73	4,635.70	(95.97)	
June 2021		Inventories	6,774.41	6,563.66	210.75	
		Trade Receivables	3,937.13	3,931.97	5.16	
March 2021		Inventories	5,942.48	5,665.99	276.49	
		Trade Receivables	4,718.43	4,531.63	186.80	
December 2020		Inventories	5,652.04	5,737.70	(85.66)	
		Trade Receivables	4,565.05	4,616.26	(51.21)	
September 2020		Inventories	5,039.08	4,487.27	551.81	
		Trade Receivables	3,882.43	4,237.34	(354.91)	
June 2020		Inventories	4,814.12	4,177.66	636.46	
		Trade Receivables	4,275.53	4,685.87	(410.34)	

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

Reconcilation of difference in Inventory :

(₹ in million)

Particulars	March 2022	Dec 2021	Sept 2021	June 2021	March 2021	Dec 2020	Sept 2020	June 2020
Amount as reported in monthly statement submitted to bank	7,183.66	7,640.38	7,055.82	6,563.66	5,665.99	5,737.70	4,487.27	4,177.66
INDAS Adjustments	455.02	23.14	120.46	93.71	204.06	(85.66)	0.03	-
Goods in transit not considered in stock statement	221.96	351.45	201.14	117.04	72.43	-	-	-
Stores not considered in stock statement	-	-	-	-	-	-	197.55	174.52
Finished Good/ Semi Finished Goods/ Scrap not considered in stock statement	-	-	-	-	-	-	354.23	461.94
Amount as per books of accounts	7,860.64	8,014.97	7,377.42	6,774.41	5,942.48	5,652.04	5,039.08	4,814.12

Reconcilation of difference in Trade Receivables :

(₹ in million)

Particulars	March 2022	Dec 2021	Sept 2021	June 2021	March 2021	Dec 2020	Sept 2020	June 2020
Amount as reported in monthly statement submitted to bank	4,597.45	4,439.84	4,635.70	3,931.97	4,531.63	4,616.26	4,237.34	4,685.87
Balance of Group Companies not considered in stock statement	202.00	167.66	136.71	102.68	109.77	72.89	-	-
INDAS Adjustments	(455.48)	(219.90)	(232.68)	(97.52)	77.03	(124.10)	(354.91)	(410.34)
Amount as per books of accounts	4,343.97	4,387.60	4,539.73	3,937.13	4,718.43	4,565.05	3,882.43	4,275.53

21 CURRENT FINANCIAL LIABILIITES- LEASE LIABILITIES

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Lease Liabilities	9.45	12.37
Total	9.45	12.37

22 CURRENT FINANCIAL LIABILIITES- TRADE PAYABLES

(₹ in million)

Particulars	As at 31-03-2020	As at 31-03-2019
Total Outstanding Dues of Micro Enterprises and Small Enterprises (Refer note 43)	40.98	31.10
Total Outstanding Dues of Creditor other than Micro enterprises and Small enterprises	6,223.28	6,542.15
Total	6,264.26	6,573.25

22.01 Summary of trade payables with ageing from due date of payment as at 31-MAR-22

(₹ in million)

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed dues					
MSME	40.98	-	-	-	40.98
Others	6,089.13	134.15	-	-	6,223.28
Disputed dues					
MSME	-	-	-	-	-
Others	-	-	-	-	-

Summary of trade payables with ageing from due date of payment as at YEAR ENDED

(₹ in million)

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed dues					
MSME	31.10	-	-	-	31.10
Others	6,542.15	-	-	-	6,542.15
Disputed dues					
MSME	-	-	-	-	-
Others	-	-	-	-	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

23 CURRENT FINANCIAL LIABILITIES - OTHERS

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Interest accrued but not due	1.42	2.79
Unpaid dividends	0.17	0.23
Liability for Capital Expenditure	87.27	96.59
Total	**88.86**	**99.61**

24 CONTRACT LIABILITIES

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Contract Liabilities (refer note 24.01)	643.93	246.02
Total	**643.93**	**246.02**

24.01 Contract liabilities represent consideration received from customers for whom there is pending obligation to transfer goods or services.

25 OTHER CURRENT LIABILITIES

(₹ in million)

Particulars	As at 31-03-2022		As at 31-03-2021	
Deferred Revenue (Refer note 25.01)	6.32		6.49	
Payable to Employees	124.74		114.04	
Statutory dues	62.99		25.96	
Other Payables	0.50	194.55	0.45	146.94
Total		**194.55**		**146.94**

25.01 Movement of Deferred Revenue (Current and Non-current)

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Opening Balance	62.92	15.17
Add: Received during the year	-	49.99
Less: Released to Statement of Profit & Loss	6.49	2.24
Closing Balance	**56.43**	**62.92**

26 CURRENT PROVISIONS

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Provision for employee benefits		
Gratuity	9.13	1.65
Leave encashment	2.63	1.06
Total	**11.76**	**2.71**

27 CURRENT TAX LIABILITIES (NET)

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Provision for Income Tax (Net of Advance Tax)	78.69	126.18
Total	**78.69**	126.18

28 REVENUE FROM OPERATIONS

(₹ in million)

Particulars	Year ended 31-03-2022		Year ended 31-03-2021	
Sale of Goods		16,375.25		14,047.95
Income from Infrastructure Projects		580.62		1,663.52
		16,955.87		**15,711.47**
Other Operational Revenues				
Export Benefits	61.38		95.68	
Government Grants	53.55	114.93	7.92	103.60
Total		**17,070.80**		**15,815.07**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

28.01 Refer note 45 for disaggregated revenue informations.

28.02 Reconciliation of revenue from sale of products with the contracted price is given below

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Contracted Price	17,121.25	15,834.71
Less: Trade discounts, volume rebates, etc	165.38	123.24
Sale of Goods & Income from Infrastructure Projects	**16,955.87**	**15,711.47**

29 OTHER INCOME

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Interest Income		
On Bank Deposits	16.35	11.29
Others	10.04	8.79
Other non-operating income		
Profit on sale of Fixed Assets	2.44	12.24
Profit on termination of Lease	0.90	4.48
Miscellaneous Income	10.39	3.44
Total	**40.12**	**40.24**

30 COST OF MATERIALS CONSUMED

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Cost of Materials (including conversion charges and procurement expenses)	**12,009.43**	**10,777.41**

30.01Shortage/excess (if any) on physical verification have been adjusted in the consumption shown above.

31 CHANGES IN INVENTORIES OF FINISHED GOODS & WORK IN PROGRESS

(₹ in million)

Particulars	Year ended 31-03-2022		Year ended 31-03-2021	
Opening Stock :				
Work-In-Process	638.58		652.64	
Finished Goods	2,741.22		2,253.27	
Scrap and Waste	75.19	3,454.99	61.73	2,967.64
Less:				
Closing Stock :				
Work-In-Process	686.47		638.58	
Finished Goods	3,220.93		2,741.22	
Scrap & Waste	104.60	4,012.00	75.19	3,454.99
(Increase)/Decrease in Stock		**(557.01)**		**(487.35)**

32 EMPLOYEE BENEFIT EXPENSES

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Salaries, Wages, Bonus and Allowances	792.02	686.80
Contribution to Provident and Other Funds	62.24	55.49
Workmen and Staff Welfare Expenses	20.57	16.57
Total	**874.83**	**758.86**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

33 FINANCE COSTS

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Interest	757.94	594.84
Lease Interest	8.80	4.08
Exchange differences regarded as an adjustment to borrowing costs	41.90	25.34
Other Borrowing Costs	121.39	99.30
Total	**930.03**	**723.56**

34 OTHER EXPENSES

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Consumption of Stores and Spare Parts	566.14	701.03
Power and Fuels	513.18	409.77
Labour Charges & Project Expenses	826.00	1,266.94
Repairs & Maintenance		
Plant & Machinery	117.35	93.67
Building	63.14	28.49
-Others	95.95	63.54
Rent and Hire Charges	38.41	56.40
Rates and Taxes	55.95	58.12
Insurance	20.78	26.41
Electricity Charges	4.76	3.66
Travelling and Conveyance Expenses	88.50	77.47
Communication Expenses	7.23	5.38
Bank Charges	5.33	15.22
Freight, Packing and Handling Expenses (net)	387.12	185.90
Legal and Professional Expenses	61.09	91.24
Security Service Expenses	41.46	41.81
Advertisement and Sales Promotion Expenses	193.68	140.29
Commission	19.50	50.39
Derivative Instruments (Gain)/Loss	(93.27)	(190.62)
(Gain)/loss on exchange fluctuation	(97.31)	(88.45)
Irrecoverable Debts/Advances Written Off (net)	2.53	2.33
Provision for allowances under expected credit loss [Refer note 49(C)]	8.34	1.77
Charity and Donations	2.03	0.15
Corporate Social Responsibility	6.00	19.30
Auditors' Remuneration (Refer note 34.01)	2.46	2.61
Miscellaneous Expenses (Refer note 34.02)	128.90	266.22
Total	**3,065.25**	**3,329.04**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

34.01 Auditors' Remuneration includes:

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
(a) Statutory Auditors		
Audit Fees	1.40	1.40
Certification & Other Services (incl. Limited Review Fees)	0.99	1.11
Total (a)	**2.39**	**2.51**
(b) Cost Auditors		
Audit Fees	0.07	0.07
Reimbursement of out-of-pocket expenses*	0.00	0.00
Certification*	0.00	0.03
Total (b)	**0.07**	**0.10**
Total (a+b)	**2.46**	**2.61**

*Represents figure below the rounding convertion used in the results.

34.02 Miscellaneous expenses includes:

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Sitting Fee to Directors	0.96	0.99
Total	**0.96**	**0.99**

35 TAX EXPENSES

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Current Tax	63.49	63.09
MAT Credit entitlement for current year	(63.49)	(63.09)
Tax adjustments for earlier years	(101.25)	(6.23)
Deferred Tax	118.61	96.59
Total	**17.36**	**90.36**

35.01 Reconciliation of estimated income tax expenses at Indian statutory income tax rates to income tax expenses reported in statement of profit and loss:

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Income before taxes	268.83	304.70
Applicable Tax Rate	34.94%	34.94%
Estimated Income Tax Expense	93.94	106.47
Tax Effect of adjustments to reconcile expected income tax expense to reported income tax expense:		
Effect of non deductible expenses	1.40	6.77
Effect of allowances for tax purpose	4.68	(20.21)
Effect of tax rate change considered	(101.25)	(6.23)
Others	18.59	3.56
Tax Expense in Statement of Profit and Loss	**17.36**	**90.36**
Effective Tax Rate	6.46%	29.66%

35.02 The Taxation Laws (Amendment) Act 2019 ('the Act'), was passed whereby existing domestic companies were given the option to compute income-tax at a lower rate of 22% (plus applicable surcharge and cess) under section 115BAA of the Income Tax Act, 1961 instead of the existing rate of 30% (plus applicable surcharge and cess). However, a domestic company can avail such lower tax rate only if it forgoes various deductions, exemptions or incentives specified in this behalf in the Act. The aforementioned option can be availed at the option of the domestic company for any previous year relevant to the assessment year beginning on or after the 1st day of April, 2020. There is no time limit to choose the option of lower tax rate under section 115BBA, however, once chosen it is irreversible.

The Company has made a re-assessment of the impact of the Act and decided to continue with the existing tax structure until the utilisation of MAT credit entitlement, tax incentives and deductions available to the Company. In compliance with the accounting standards, the Company has evaluated the outstanding deferred tax liability and charged an amount of ₹ 14 Million to the statement of profit and loss account on account of re-measurement of deferred tax liability that is expected to reverse in future when the Company would migrate to the new tax regime.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

36 OTHER COMPREHNSIVE INCOME

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Items that will not be reclassified to profit or loss :		
Re-measurement of defined benefit plans	2.28	2.29
	2.28	2.29
Income tax relating to items that will not be reclassified to profit or loss :		
Re-measurement of defined benefit plans	(0.80)	(0.80)
	(0.80)	(0.80)
Share of Other Comprehensive Income of Joint Venture	0.24	0.01
Total	**1.72**	**1.50**

37 EARNING PER SHARE

The following reflects the profit and share data used in the basic and diluted EPS computation

(₹ in million)

Particulars		Year ended 31-03-2022	Year ended 31-03-2021
Profit After Taxation as per Statement of Profit & Loss -[In ₹ million]	(a)	251.47	214.34
Weighted-average Number of Equity Shares for computing basic EPS	(b)	10,26,70,212	10,26,70,212
Add: Dilutive Impact of Employee Stock Options Plan-[In ₹ million]	(c)	-	-
Weighted-average Number of Equity Shares for computing diluted EPS	(d=b+c)	10,26,70,212	10,26,70,212
Basic EPS -[In₹]	(a/b)	2.45	2.09
Diluted EPS -[In ₹]	(a/d)	2.45	2.09

38 CONTINGENT LIABILITIES NOT PROVIDED IN RESPECT OF

38.01 Claims against the Company not acknowledged as debt, disputed taxes/ duties are as follows:-

(₹ in million)

Nature of Contingent Liability	Authorities before which matter is pending and year of dispute	As at 31-03-2022	As at 31-03-2021
Demand notices issued by Central Excise Department	The matter is pending with Commissioner(A) /CESTAT. (Related to year: 2005-06, 2007-08, 2009-10 to 2012-13 & 2017-18) [Paid ₹ 10.39 million (Previous Year: ₹ 10.39 million)]	60.29	61.32
Demand notices issued by Service Tax Department	The matter is pending with Commissioner(A) / CESTAT (Related to year: 2007-08, 2009-10 to 2012-13) [Paid ₹ 0.73 million (Previous Year: ₹ 0.73 million)]	33.89	33.89
Demand notices issued by Directorate of Revenue Intelligence	The matter is pending with DRI (Related year: 2015-16) [Paid ₹ 0.95 million (Previous Year: ₹ 0.95 million)]	25.58	25.58
CST Demand issued by Assessing Authority	The matter is pending with Joint Commissioner-Commercial Taxes /Senior Joint Commissioner/ WB Commercial Taxes Appellate & Revisional Board (Related to year: 2006-07, 2016-17 & 2017-18) [Paid ₹ 1.15 million (Previous Year: ₹ 1.15 million)]	11.84	11.84
GST Demand issued by Assessing Authority	The matter is pending with Commissioner SGST & CX (Related to year: 2018-19) [Paid ₹ 0.35 million (Previous Year: ₹ 0.30 million)]	1.07	0.30
Sales Tax/VAT demands issued by Assessing Authority	The matter is pending with Senior Joint Commissioner/ Additional Commissioner-Commercial Taxes/ WB Commercial Taxes Appellate & Revisional Board (Related to year: 2009-10, 2017-18) [Paid ₹ 0.01 million (Previous Year: ₹ 0.01 million)]	50.94	50.30
Income Tax demands issued by Assessing Authority	The matter is pending with CIT (Appeals) (Related to assessment year: 2018-19) [Paid NIL million (Previous Year: ₹ 9.67 million)]	-	9.67

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

38.02 The Company does not expect any reimbursements in respect of the above contingent liability.

38.03 It is not practicable to estimate the timing of cash outflows, if any, in respect of matters at pending resolution of the appellate proceedings.

39. Estimated amount of contracts pending execution on capital account net of advances of ₹ 25.69 million (Previous Years: ₹ 50.78 million) and not provided for is ₹ 89.65 million (Previous Years: ₹ 56.33 million).

40. The Company has given Corporate Guarantee of ₹ 480.00 million (Previous Years: ₹ 480.00 million) to a Bank for arranging credit facility for its Joint Venture and has received a Bank Guarantee from its Joint Venture Partner for ₹ 178.00 million (Previous Years: ₹ 150.00 million) as collateral. Borrowings outstanding in the books of account of the Joint Venture from this credit facility is ₹ 251.89 million (Previous Years: ₹ 296.96 million).

41. Event Occurring after Balance sheet For the year ended 31st March, 2022, the Board of Directors of the Company has recommended dividend of ₹ 0.10 per equity share (Previous Year: ₹ 0.10 per equity share) subject to approval of shareholders in the ensuing Annual General Meeting.

42. As per Section 135 of the Companies Act, 2015, a CSR committee has been formed by the company. The disclosure in respect of CSR Expenditure during the year as aligned with the CSR Policy of the Company which is in line with the activities specified in Schedule VII of the Companies Act, 2013 is as under:

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
a. Gross amount required to be spent by the Company during the year	5.43	19.27
b. Related Party Transaction as per Ind AS 24 in relation to CSR activities (Refer note 46)	6.00	16.54
-Sheo Bai Bansal Charitable Trust	1.00	3.80
-Skipper Foundation	5.00	12.74

	Amount Paid	Amount yet to be paid	Amount Paid	Amount yet to be paid
i. Construction/ acquisition of any asset	-	-	-	-
ii. Purposes other than (i) above	6.00	-	19.30	-
Total	**6.00**	**-**	**19.30**	**-**

	Year ended 31-03-2022	Year ended 31-03-2021
Nature of CSR activities undertaken by the company	1."Rural Development" - "Integrated Village Development (IVD) Project" 2. "Promoting Healthcare including preventive health care – Health Project	1."Rural Development" - "Integrated Village Development (IVD) Project" 2. "Promoting Healthcare including preventive health care – Health Project 3. Promoting Education 4. Environmental Sustainability 5. Animal Welfare

CSR Movement

(₹ in million)

Reportable Segments	Year ended 31-03-2022	Year ended 31-03-2021
Opening Balance	-	-
Gross amount required to be spent by the Company during the year	5.43	19.27
Actual Spent	6.00	19.30
(Excess)/Short Spent	**(0.57)**	**(0.03)**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

43. The information regarding amounts due to creditors registered under the Micro, Small and Medium Enterprises Development Act, 2006, has been given to the extent available with the Company. The required disclosures of outstanding dues of micro, small & medium enterprises are as under:

(₹ in million)

Particulars	As at 31-Mar-22	As at 31-Mar-21
(a) Principal amount remaining unpaid as at 31st March	40.98	31.10
(b) Interest amount remaining unpaid as at 31st March	Nil	0.04
(c) Interest paid in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during the year.	Nil	Nil
(d) Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006.	Nil	Nil
(e) Interest accrued and remaining unpaid as at 31st March	Nil	Nil
(f) Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise.	Nil	Nil

44. LEASES

Lease commitments

44.01 The Company has lease contracts for certain items of office premises and land. The Company's obligations under leases are secured by the lessor's title to the leased assets.

44.02 Applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with a similar end date.

44.03 Applied the exemption not to recognize right-of-use assets and liabilities for leases with less than 12 months of lease term on the date of initial application.

44.04 Excluded the initial direct costs from the measurement of the right-of-use asset at the date of initial application.

44.05 Set out below are the carrying amounts of lease liabilities included under financial liabilities and right to use asset included in Property, Plant and Equipment and the movements during the year.

44.06 Movement in lease liabilities during the year ended 31st March, 2022

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Opening Balance	96.01	70.90
Add: Addition	90.25	849.19
Add: Interest	8.80	4.08
Less: Cancellation/Foreclosures	5.12	48.22
Less: Payments	109.72	779.94
Closing Balance	80.22	96.01

44.07 Amount recognized in Profit or Loss

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Interest expense on lease liabilities	8.80	4.08
Depreciation expense of right-of-use assets	41.59	34.88
Total	50.39	38.96

44.08

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Total cash outflow for leases	20.13	11.70

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

44.09 Future payment of lease liabilities on an undiscounted basis

Future payment of lease liabilities on an undiscounted basis are as follows:

(₹ in million)

Particulars	Year ended 31-03-2022	Year ended 31-03-2021
Less than one year	16.97	20.13
One to five years	55.40	58.03
More than five years	45.13	59.47
Total undiscounted Lease Liabilities	117.50	137.63
Lease liabilities included in the statement of financial position		
Current Lease liabilities	9.45	12.37
Non - Current Lease liabilities	70.77	83.64

45. SEGMENT REPORTING

A. Business segment

(₹ in million)

Reportable Segments	Year ended 31-Mar-22			
	Engineering Products	Polymer Products	Infrastructure Projects	Total
a. Segment Revenue -Gross				
Revenue From Operation (Gross)	13,218.48	3,200.21	652.11	17,070.80
b. Segment Results	1,417.70	59.63	(41.53)	1,435.80
Unallocated Corporate income / (expenses) (net of expense / income)				(228.69)
Operating Profit				**1,207.11**
Interest Expenses				930.03
Interest Income				26.39
Share of profit/ (Loss) of Joint Ventures				(34.64)
Profit Before Tax				**268.83**
Less: Taxes				17.36
Profit After Tax				**251.47**

(₹ in million)

Reportable Segments	Year ended 31-Mar-21			
	Engineering Products	Polymer Products	Infrastructure Projects	Total
(a) Segment Revenue -Gross				
Revenue From Operation (Gross)	11,986.19	2,165.36	1,663.52	15,815.07
(b) Segment Results	1,103.66	34.32	34.69	1,172.67
Unallocated Corporate income / (expenses) (net of expense / income)				(168.00)
Operating Profit				**1,004.67**
Interest Expenses				723.56
Interest Income				20.08
Share of profit/ (Loss) of Joint Ventures				3.51
Profit Before Tax				**304.70**
Less: Taxes				90.36
Profit After Tax				**214.34**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

(C) Other Information

(₹ in million)

Reportable Segments	As at			
	31-Mar-22		31-Mar-21	
	Segment Assets	Segment Liabilities	Segment Assets	Segment Liabilities
Engineering Products	15,191.27	6,097.66	14,776.18	5,845.41
Polymer Products	3,604.53	754.67	2,308.68	561.18
Infrastructure Projects	1,235.74	426.42	1,404.36	704.07
Unallocated	807.91	572.88	703.48	615.40
Total	**20,839.45**	**7,851.63**	**19,192.70**	**7,726.06**

Reportable Segments	Year ended			
	31-Mar-22		31-Mar-21	
	Capital Expenditure	Depreciation & Amortisation	Capital Expenditure	Depreciation & Amortisation
Engineering Products	409.72	351.25	1,022.16	345.78
Polymer Products	56.33	92.06	103.12	78.89
Infrastructure Projects	3.23	14.45	41.33	14.39
Unallocated	57.96	27.16	146.18	13.54
Total	**527.24**	**484.92**	**1,312.79**	**452.60**

(B) Geographical Segment

The Company operates in Geographical Segment as given below:

(₹ in million)

Reportable Segments	Revenue from Operations		Non-Current Assets	
	Year ended		As At	
	31-Mar-22	31-Mar-21	31-Mar-22	31-Mar-21
Within India	13,075.88	12,308.93	7,022.00	7,030.95
Outside India	3,994.92	3,506.14	-	-
Total	**17,070.80**	**15,815.07**	**7,022.00**	**7,030.95**

Non-current assets exclude financial instruments, deferred tax assets and employee benefit assets.

(C) Information about major customers

During the year there is no revenue from a single domestic (Previous Year: ₹ 4,232.01 million) & export customers, which is more than 10% of the Company's total revenue.

(D) Other disclosures

(i) The Operating Segments have been reported in a manner consistent with the internal reporting and evaluation by Chief Operating Decision Maker (CODM).

(ii) The business segment comprise the following :

The Engineering Products segment which includes Towers, Tower Accessories, Fasteners, Angles, Channels, Highmast Poles, Swaged Poles, Scaffoldings, Solar Power Systems, Railway Structures etc.

The Infrastructure Projects segment which includes Horizontal Direct Drilling services and Engineering, Procurement & Construction services.

The Polymer Product segment which includes PVC, CPVC, UPVC, SWR pipes & fittings and other related products.

(iii) The geographical information considered for disclosure are : Sales within India and Sales outside India.

(iv) There are no inter-segment revenues.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

(E)

(₹ in million)

Particulars	Year ended 31-Mar-22	Year ended 31-Mar-21
At a Point in Time	16,418.69	14,151.55
Over Time	652.11	1,663.52
Total	**17,070.80**	**15,815.07**

(F) **Performance obligation at a point in time:** Upon delivery/shipment as per the terms of contract.

(G) The contracts do not have any financing component.

46 RELATED PARTY DISCLOSURES

A. List of the related parties and relatives with whom transactions have taken place.

(1) Key Management Personnels.

(a) Mr. Sajan Kumar Bansal	-Managing Director	
(b) Mr. Sharan Bansal	-Whole Time Director	
(c) Mr. Devesh Bansal	-Whole Time Director	
(d) Mr. Siddharth Bansal	-Whole Time Director	
(e) Mr. Amit Kiran Deb	-Independent Director	
(f) Mr. Joginder Pal Dua	-Independent Director	Resigned w.e.f. 25.02.2022
(g) Mrs. Mamta Binani	-Independent Director	
(h) Mr. Ashok Bhandari	-Independent Director	
(i) Mr. Yash Pall Jain	-Whole Time Director	
(j) Mr. Pramod Kumar Shah	-Independent Director	

(2) Parties where key managerial personnel along with their relatives have significant influence.

(a) Skipper Realties Limited
(b) Skipper Telelink Limited
(c) Ventex Trade Private Limited
(d) Skipper Plastics Limited
(e) Suviksit Investments Limited
(f) Skipper Polypipes Private Limited
(g) Vaibhav Metals Private Limited
(h) Aakriti Alloys Private Limited
(i) Samriddhi Ferrous Private Limited
(j) Utsav Ispat Private Limited
(k) Skipper Pipes Limited
(l) Sheo Bai Bansal Charitable Trust
(m) Skipper Foundation
(n) S. K Bansal Family Trust
(o) S. K Bansal Unity Trust
(p) S. K Bansal Heritage Trust
(q) S. K Bansal Legacy Trust

(3) Relatives of key managerial personnel

(a) Mrs. Meera Bansal	-Wife of Mr. Sajan Kumar Bansal
(b) Mrs. Sumedha Bansal	-Wife of Mr. Sharan Bansal
(c) Mrs. Reshu Bansal	-Wife of Mr. Devesh Bansal
(d) Mrs. Shruti M Bansal	-Wife of Mr. Siddharth Bansal

(4) Other related parties (Joint Ventures)

(a) Skipper-Metzer India LLP

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

B. The following transactions were carried out with the related parties in the ordinary course of business :

(₹ in million)

Particulars	2021-22 In relation to item				2020-21 In relation to item			
	A(1)	A(2)	A(3)	A(4)	A(1)	A(2)	A(3)	A(4)
(a) Remuneration Paid/Provided								
Mr. Sajan Kumar Bansal	14.40	-	-	-	14.40	-	-	-
Mr. Sharan Bansal	12.00	-	-	-	12.00	-	-	-
Mr. Devesh Bansal	12.00	-	-	-	12.00	-	-	-
Mr. Siddharth Bansal	12.00	-	-	-	12.00	-	-	-
Mr. Yash Pall Jain	5.00	-	-	-	4.50	-	-	-
(b) Rent Paid/Provided								
Mr. Sajan Kumar Bansal	0.36	-	-	-	0.36	-	-	-
Skipper Realties Limited	-	8.43	-	-	-	3.47	-	-
Suviksit Investments Limited	-	0.90	-	-	-	0.90	-	-
Skipper Polypipes Private Limited	-	0.02	-	-	-	0.01	-	-
Skipper Telelink Limited	-	0.05	-	-	-	0.04	-	-
Skipper Plastics Limited	-	6.00	-	-	-	1.50	-	-
Mrs. Sumedha Bansal	-	-	0.15	-	-	-	0.31	-
(c) Interest Paid/Provided								
Mr. Sajan Kumar Bansal	2.68	-	-	-	9.14	-	-	-
Mr. Sharan Bansal	0.76	-	-	-	1.43	-	-	-
Mr. Devesh Bansal	0.52	-	-	-	0.89	-	-	-
Mr. Siddharth Bansal	0.71	-	-	-	1.40	-	-	-
Skipper Plastics Limited	-	0.70	-	-	-	0.52	-	-
Ventex Trade Private Limited	-	1.72	-	-	-	0.06	-	-
(d) Sitting Fees paid/provided								
Mr. Amit Kiran Deb	0.25	-	-	-	0.28	-	-	-
Mr. Joginder Pal Dua	0.18	-	-	-	0.16	-	-	-
Mrs. Mamta Binani	0.16	-	-	-	0.17	-	-	-
Mr. Ashok Bhandari	0.22	-	-	-	0.25	-	-	-
Mr. Pramod Kumar Shah	0.15	-	-	-	0.14	-	-	-
(e) Donation given for CSR Purpose								
Sheo Bai Bansal Charitable Trust	-	1.00	-	-	-	3.80	-	-
Skipper Foundation	-	5.00	-	-	-	12.74	-	-
(f) Donation given								
Skipper Foundation	-	2.00	-	-	-	-	-	-
(g) Loan taken								
Mr. Sajan Kumar Bansal	-	-	-	-	38.85	-	-	-
Mr. Sharan Bansal	-	-	-	-	4.20	-	-	-
Mr. Devesh Bansal	-	-	-	-	4.58	-	-	-
Mr. Siddharth Bansal	-	-	-	-	1.55	-	-	-
Skipper Plastics Limited	-	58.20	-	-	-	42.40	-	-
Ventex Trade Private Limited	-	188.15	-	-	-	-	-	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

(₹ in million)

Particulars	2021-22 In relation to item				2020-21 In relation to item			
	A(1)	A(2)	A(3)	A(4)	A(1)	A(2)	A(3)	A(4)
(h) Loan Refunded								
Mr. Sajan Kumar Bansal	54.00	-	-	-	100.10	-	-	-
Mr. Sharan Bansal	6.10	-	-	-	6.80	-	-	-
Mr. Devesh Bansal	6.40	-	-	-	9.50	-	-	-
Mr. Siddharth Bansal	9.30	-	-	-	4.70	-	-	-
Skipper Plastics Limited	-	61.03	-	-	-	32.90	-	-
Ventex Trade Private Limited	-	188.63	-	-	-	0.20	-	-
(i) Investments made								
Skipper-Metzer India LLP	-	-	-	9.63	-	-	-	-
(j) Sale of Assets								
S. K Bansal Heritage Trust	-	-	-	-	-	15.89	-	-
S. K Bansal Legacy Trust	-	-	-	-	-	15.89	-	-
(k) Payment received against sale of Assets								
S. K Bansal Heritage Trust	-	-	-	-	-	15.89	-	-
S. K Bansal Legacy Trust	-	-	-	-	-	15.89	-	-
(l) Security Deposit Paid								
Skipper Polypipes Pvt Ltd	-	39.40	-	-	-	1.80	-	-
Skipper Realties Ltd.	-	51.40	-	-	-	287.00	-	-
Skipper Telelink Limited	-	16.00	-	-	-	1.50	-	-
(m) Amount received against assignment of Trade Receivable (Net of Charges)								
Skipper Plastics Limited	-	-	-	-	-	188.65	-	-
Ventex Trade Private Limited	-	-	-	-	-	96.70	-	-
(n) Assignment Charges Paid (Gross)								
Skipper Plastics Limited	-	-	-	-	-	14.20	-	-
Ventex Trade Private Limited	-	-	-	-	-	7.28	-	-
(o) Purchase of Assets								
Skipper Realties Limited	-	-	-	-	-	1.20	-	-
Skipper Plastics Limited	-	-	-	-	-	15.20	-	-
(p) Paid against Purchase of Assets								
Skipper Realties Limited	-	-	-	-	-	114.97	-	-
Skipper Plastics Limited	-	-	-	-	-	15.20	-	-
(q) Assignment of Trade Receivable								
Ventex Trade Private Limited	-	542.67	-	-	-	216.45	-	-
(r) Amount received against assignment of Trade Receivable								
Ventex Trade Private Limited	-	462.64	-	-	-	109.69	-	-
(s) Interest Received (Net of TDS) against Trade Receivable								
Ventex Trade Private Limited	-	12.19	-	-	-	3.01	-	-
(t) Expenses Paid								
Ventex Trade Private Limited	-	1.10	-	-	-	0.27	-	-
(u) Purchase of Goods								
Skipper-Metzer India LLP	-	-	-	0.38	-	-	-	1.08

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

(₹ in million)

Particulars	2021-22 In relation to item				2020-21 In relation to item			
	A(1)	A(2)	A(3)	A(4)	A(1)	A(2)	A(3)	A(4)
(v) Advance given to supplier								
Skipper-Metzer India LLP	-	-	-	-	-	-	-	10.00
(w) Amount Refunded back by Supplier								
Skipper-Metzer India LLP	-	-	-	-	-	-	-	31.83
(x) Commission on Corporate Guarantee given (Gross of GST)								
Skipper-Metzer India LLP	-	-	-	2.83	-	-	-	1.20

C. Balance Outstanding as at the balance sheet date :

(₹ in million)

Particulars	2021-22 In relation to item				2020-21 In relation to item			
	A(1)	A(2)	A(3)	A(4)	A(1)	A(2)	A(3)	A(4)
(a) Loan -"Long-Term Borrowings"								
Mr. Sajan Kumar Bansal	8.17	-	-	-	62.17	-	-	-
Mr. Sharan Bansal	5.80	-	-	-	11.90	-	-	-
Mr. Devesh Bansal	1.88	-	-	-	8.28	-	-	-
Mr. Siddharth Bansal	3.25	-	-	-	12.55	-	-	-
Skipper Plastics Limited	-	8.42	-	-	-	11.25	-	-
Ventex Trade Private Limited	-	-	-	-	-	0.48	-	-
(b) Remuneration (Net of TDS)-"Other Current Liabilities"								
Mr. Sajan Kumar Bansal	0.45	-	-	-	0.65	-	-	-
Mr. Sharan Bansal	0.60	-	-	-	0.60	-	-	-
Mr. Devesh Bansal	0.60	-	-	-	0.55	-	-	-
Mr. Siddharth Bansal	0.50	-	-	-	0.35	-	-	-
Mr. Yash Pall Jain	0.17	-	-	-	0.24	-	-	-
(c) Sale of Goods-"Trade Receivables"								
Skipper-Metzer India LLP	-	-	-	0.00#	-	-	-	0.38
(d) Corporate Guarantee Outstanding								
Skipper-Metzer India LLP	-	-	-	480.00	-	-	-	480.00
(e) Investment								
Skipper-Metzer India LLP	-	-	-	104.23	-	-	-	94.60
(f) Commission on Corporate Guarantee given								
Skipper-Metzer India LLP	-	-	-	4.63	-	-	-	1.80
(g) Receivable against Assignment of Trade Receivable								
Ventex Trade Private Limited	-	202.00	-	-	-	109.77	-	-
(h) Security Deposit Paid								
Skipper Polypipes Pvt Ltd	-	196.20	-	-	-	156.80	-	-
Skipper Realties Ltd.	-	338.40	-	-	-	287.00	-	-
Skipper Telelink Limited	-	479.60	-	-	-	463.60	-	-

Less then ₹ 0.01 million

46.01 Remuneration paid to directors represents short-term employee benefits and does not includes any long-term employee benefits post retirement.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

47. FAIR VALUATION OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES (NON-CURRENT AND CURRENT).

(A) Classification of Financial Assets and Financial Liabilities

(₹ in million)

Particulars	31-03-2022			31-03-2021		
	FVTPL	FVOCI	Amortized Cost	FVTPL	FVOCI	Amortized Cost
Financial Assets						
Trade Receivables	-	-	4,343.97	-	-	4,718.43
Cash and Cash Equivalents	-	-	11.17	-	-	9.52
Other Bank balances	-	-	380.86	-	-	253.38
Investments	-	-	72.18	-	-	96.95
Other Financial Assets	-	-	218.02	-	-	230.35
MTM Gain on Forward Contract	35.38	-	-	5.07	-	-
Total	**35.38**	**-**	**5,026.20**	**5.07**	**-**	**5,308.63**
Financial Liabilities						
Borrowings	-	-	5,666.51	-	-	4,385.46
Lease Liabilities	-	-	80.22	-	-	96.01
Trade Payables	-	-	6,264.26	-	-	6,573.25
Others Financial Liabilities	-	-	88.86	-	-	99.61
Total	**-**	**-**	**12,099.85**	**-**	**-**	**11,154.33**

Note:

FVTPL: Fair Value Through Profit & Loss

FVOCI: Fair Value Through Other Comprehensive Income

(B) Fair Value Measurement & Hierarchy

The fair values of the financial assets and liabilities is the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The Company has established the following fair value hierarchy that categories the values into 3 heads. The inputs to valuation technique used to measure the fair value of the financial instruments are:

Level 1: Quoted prices (unadjusted) in the active markets for identical assets or liabilities that the entity can access at the measurement date

Level 2: Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly i.e. fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximises the use of observable market data and rely as little as possible on Company specific estimates. If all the significant inputs required to fair value an instrument are observable, the instruments is included in level 2.

Level 3: Unobservable inputs for the assets or liability i.e. if one or more of the significant inputs is not based on observable market data, the instruments is included in level 3.

Financial Assets and Financial Liabilities measured at Fair Vale Through Statement of Profit & Loss

(₹ in million)

Particulars	31-03-2022				31-03-2021			
	Carrying Amount	Level 1	Level 2	Level 3	Carrying Amount	Level 1	Level 2	Level 3
Financial Assets								
MTM Gain on Forward Contract (Derivative Assets)	35.38	-	35.38	-	5.07	-	5.07	-

Note:

(a) Current financial assets and liabilities are stated as amortised cost which is approximately equal to their fair value
(b) Non-current financial assets and liabilities measured at amortised cost have same fair value as at 31st March, 2022 and 31st March, 2021

Valuation Techniques
The following methods and assumptions were used to estimate the fair values

Derivative assets/liabilities has been fair valued on Mark to Market valuation provided by Banks.
Changes in level 2 and level 3 fair values are analysed at each reporting period.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

48 EMPLOYEE BENEFITS

Disclosure pursuant to Indian Accounting Standard (Ind AS) 19 - Employee Benefits are as under :

A. Defined Contribution Plan :

The amount recognised as an expenses for the Defined Contribution Plans are as under :

(₹ in million)

Particulars	Year ended 31-Mar-22	Year ended 31-Mar-21
Contribution to Provident and other funds:		
Employer's Contribution to Provident Fund	14.01	11.89
Employer's Contribution to Pension Scheme	24.14	21.39
Employees Deposit Linked Insurance	1.48	1.31
Workmen and Staff Welfare Fund:		
Employees State Insurance Corporation	7.57	7.01
Labour Welfare Fund	0.15	0.14
Total	**47.35**	**41.74**

B. Defined Benefit Plan :

Post employment and other long term employee benefits in the form of gratuity and leave encashment are considered as defined benefit obligation. The employees' gratuity fund scheme managed by Life Insurance Corporation of India is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. Under the PUC method a "projected accrued benefit" is calculated at the beginning of the year and again at the end of the year for each benefit that will accrue for all active members of the Plan. The "projected accrued benefit" is based on the Plan's accrual formula and upon service as of the beginning or end of the year, but using a member's final compensation, projected to the age at which the employee is assumed to leave active service. The Plan liability is the actuarial present value of the "projected accrued benefits" as of the beginning of the year for active members.

Liability for leave payable at the time of retirement has been recognized on actuarial basis.

The defined benefit obligation calculated as on 31st March, 2022 is based on the existing salary definition (Basic + DA) and the impact of the new definition of Wages under the proposed Code on Wages, 2019 issued by the Government of India has not been considered since the applicable date for Code of Wages has not yet been notified by the Government.

Risk Exposure:

Defined Benefit Plans expose the Company to actuarial risks such as: Interest Rate Risk, Salary Risk, Demographic Risk and Regulatory risk.

(a) **Interest rate risk :** The defined benefit obligation calculated uses a discount rate based on government bonds. If bond yields fall, the defined benefit obligation will tend to increase.

(b) **Salary risk :** Higher than expected increases in salary will increase the defined benefit obligation.

(c) **Demographic risk :** This is the risk of variability of results due to unsystematic nature of decrements that include mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefit obligation is not straight forward and depends upon the combination of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawals because in the financial analysis the retirement benefit of a short career employee typically costs less per year as compared to a long service employee.

(d) **Regulatory Risk :** Gratuity benefit is paid in accordance with the requirements of the Payment of Gratuity Act , 1972 (as amended from time to time). There is a risk of change in regulations requiring higher gratuity payouts (e.g. Increase in the maximum limit on gratuity from ₹ 1 million to ₹ 2 million). An upward revision of maximum gratuity limit will result in gratuity plan obligation.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

The following tables summarises the components of net benefit expense recognised in the statement of profit and loss and the funded status and amounts recognised in the balance sheet for the Post-retirement benefit plans.

(₹ in million)

Particulars	Gratuity (Funded) 2021-2022	Gratuity (Funded) 2020-2021
(i) Reconciliation of opening and closing balances of Defined Benefit obligation		
Defined benefit obligation at beginning of the year	62.53	59.72
Current service cost	9.66	8.94
Interest cost	3.90	3.82
Actuarial (gain)/loss - experience	3.09	(3.86)
Actuarial (gain)/loss - financial assumptions	(1.71)	(0.55)
Benefits paid directly by the Company	-	(2.39)
Benefits paid from plan assets	(10.35)	(3.15)
Defined benefit obligation at year end	67.13	62.53
(ii) Reconciliation of opening and closing balances of fair value of plan assets		
Fair value of plan assets at beginning of the year	8.30	8.89
Interest Income on plan assets	0.28	0.56
Employer's Contribution	2.05	2.00
Return on plan assets greater/ (Less) than discount rate	3.66	-
Benefits paid	(10.35)	(3.15)
Fair value of plan assets at year end	3.94	8.30
(iii) Reconciliation of fair value of assets and obligations		
Fair value of plan assets as at 31st March	3.94	8.30
Present value of obligation as at 31st March	67.13	62.53
Net asset/(liability) recognized in Balance Sheet	(63.19)	(54.23)
(iv) Expenses recognized during the year		
Current service cost	9.66	8.94
Interest cost	3.62	3.26
Actuarial (gain)/loss - experience	3.09	(3.86)
Actuarial (gain)/loss - financial assumptions	(1.71)	(0.55)
Return on plan assets greater/ (Less) than discount rate	(3.66)	-
Amount charged to statement of Profit & Loss	11.01	7.79

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

(₹ in million)

Particulars	Gratuity (Funded) 2021-2022	Gratuity (Funded) 2020-2021
(v) Re-measurements recognised in Other Comprehensive Income (OCI)		
Actuarial (gain)/loss - experience	3.09	(3.86)
Actuarial (gain)/loss - financial assumptions	(1.71)	(0.55)
Return on plan assets greater/ (Less) than discount rate	(3.66)	-
Amount recognised in Other Comprehensive Income (OCI)	**(2.28)**	**(4.41)**
(vi) Maturity Profile of Defined Benefit obligation for the year ending:		
31st March, 2022	-	10.29
31st March, 2023	13.53	6.03
31st March, 2024	4.70	5.02
31st March, 2025	7.02	7.28
31st March, 2026	6.64	7.16
31st March, 2027	6.37	-
31st March, 2027 to 31st March, 2031	-	44.81
31st March, 2028 to 31st March, 2032	47.13	-
(vii) Sensitivity analysis for significant assumptions : #		
Increase/ (Decrease) on present value of defined benefits obligation at the end of the year		
1% increase in discount rate	(5.12)	(5.02)
1% decrease in discount rate	6.03	5.93
1% increase in salary escalation rate	6.08	5.98
1% decrease in salary escalation rate	(5.28)	(5.14)
1% increase in withdrawal rate	2.24	1.34
1% decrease in withdrawal rate	(2.24)	(1.55)
(viii) Major Categories of Plan Assets		
L.I.C. Group Gratuity (Cash Accumulation Policy)-% of invested funds	100	100

(ix) Actuarial assumptions:

(₹ in million)

Mortality table (L.I.C.)	Indian Assured Lives Mortality (2006 - 08) Ult	Indian Assured Lives Mortality (2006 - 08) (modified) Ult
Discount rate (per annum)	7.10%	6.80%
Expected rate of return on plan assets (per annum)	7.10%	6.80%
Turnover rate	1% to 8%	1% to 8%
Rate of escalation in salary (per annum)	4.00%	4.00%
Retirement Age	60 years	60 years
(x) Weighted Average Duration of Defined Benefit Obligation	**10 Yrs.**	**10 Yrs.**
(xi) Expected Contribution during next year	**9.57**	**9.66**

These Sensitivities have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the accounting date. There have been no changes from the previous periods in the methods and assumptions used in preparing the sensitivity analysis.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

(xii) Salary Escalation Rate :

The estimates of rate of escalation in salary considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market.

49 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES :

The Company's principal financial liabilities other than derivatives comprise long-term and short-term borrowings, capital creditors and trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets other than derivatives include trade and other receivables, cash and cash equivalents and deposits that derive directly from its operation.

The Company is exposed to market, credit, liquidity and regulatory risks. The Company's senior management oversees the management of these risks. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below :

A Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: commodity risk, interest rate risk and foreign currency risk.

(a) Commodity Price Risk

Company is affected by the price volatility of certain commodities, primarily, Steel, Zinc and PVC Resin. Its operating activities require the on-going purchase of these materials. The company has arrangement to pass-through the increase/decrease in steel and Zinc price through price variance clause in majority of the contract. PVC resin being not a material item, hence price sensitivity is not disclosed.

(b) Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rate relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency). Further, the Company has foreign currency risk on import of input materials, capital commitment and also borrow funds in foreign currency for its business. The Company evaluates the impact of foreign exchange rate fluctuations by assessing its exposure to exchange rate risks. Certain transactions of the Company act as a natural hedge as a portion of both assets and liabilities are denominated in similar foreign currencies, for the remaining exposers to foreign exchange risks, the Company adopts a policy of selective hedging based on risk perception of management using derivative, whenever required, to mitigate or eliminate the risks.

(i) Unhedged Foreign Currency Exposure

The Company's exposure to foreign currency risk at the end of the reporting period are as given below: (₹ in million)

Reportable Segments	As at 31-03-2022		As at 31-03-2021	
	Foreign Currency (in million)	INR Value (in million)	Foreign Currency (in million)	INR Value (in million)
Financial Liabilities				
Trade Payables/ Bills Payable				
USD	1.96	148.85	3.06	224.58
Foreign Currency Term Loans/ Demand Loans				
USD	-	-	6.24	458.93
Buyers Credit Loan				
USD	10.72	812.69	4.07	299.49
Packing Credit Loan				
USD	0.69	52.02	1.93	141.50
Net Exposure in foreign currency Receivables / (Payable)				
USD	(13.37)	(1,013.56)	(15.30)	(1,124.50)

(ii) Impact of increase/ decrease in the exchange rates on the Company's equity and statement of profit and loss for the year is given below:

(₹ in million)

Particulars		Year ended 31-Mar-22		Year ended 31-Mar-21	
		Increase /(decrease) in		Increase /(decrease) in	
Currency	Changes in exchange rate	Profit Before Tax	Other Equity	Profit Before Tax	Other Equity
USD	+5%	(50.68)	(32.97)	(56.23)	(36.58)
	-5%	50.68	32.97	56.23	36.58

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

(iii) Derivative Financial Instruments

Outstanding position and fair value of various derivative financial instruments (Non designated as Cash Flow hedge) is given below :

(₹ in million)

Reportable Segments	As at 31-03-2022		As at 31-03-2021	
	Foreign Currency (in million)	INR Value (in million)	Foreign Currency (in million)	INR Value (in million)
Forward Contract to Sell:				
USD	66.28	5,182.68	42.15	3,199.89
Mark to Market Gain/(Loss) on Forward Contract to Sell				
USD		34.28		29.29
Forward Contract to Buy:				
USD	1.54	116.91	8.25	607.48
Mark to Market Gain/(Loss) on Forward Contract to Buy				
USD		1.10		(24.22)

(c) Interest Rate risk

The Company is exposed to interest rate risk on financial liabilities such as borrowings, both short-term and long-term. It maintains a balance of fixed and floating interest rate borrowings and the proportion is determined by current market interest rates, projected debt servicing capability and view on future interest rates.

For details of the Company's short-term and long-term borrowings, including interest rate profiles, refer to note 15.04 and 20.02 of this Ind AS financial statements.

Impact of increase/decrease in benchmark interest rates on the Company's equity and statement of Profit and Loss for the year are as given below:

(₹ in million)

Particulars		Year ended 31-Mar-22		Year ended 31-Mar-21	
		Increase /(decrease) in		Increase /(decrease) in	
Currency	Changes in exchange rate	Profit Before Tax	Other Equity	Profit Before Tax	Other Equity
Interest rate	+50 bps	(28.86)	(18.78)	(22.88)	(14.89)
	-50 bps	28.86	18.78	22.88	14.89

B. Liquidity Risks

The Company determines its liquidity requirement in the short, medium and long term. Its objective is to maintain optimum levels of liquidity to meet its cash and collateral requirements at all times. The Company relies on a mix of borrowings and excess operating cash flows to meet its needs for funds. The current committed lines of credit are sufficient to meet its short to medium/ long term expansion needs. The Company monitors rolling forecasts of its liquidity requirements to ensure it has sufficient cash to meet operational needs.

(a) Financing Arrangement

The Company had access to the following Undrawn borrowing facility at the end of reporting date:

(₹ in million)

Particulars	As at 31-Mar-22	As at 31-Mar-21
Undrawn borrowing facility - fund Bases	802.83	1,708.64
Undrawn borrowing facility - Non fund Bases	2,082.10	2,503.00

Undrawn limit has been calculated based on available drawing power at each reporting date less actual utilisation.

(b) Maturity Analysis

The following are the remaining contractual maturity of financial liabilities as at 31-Mar-22

(₹ in million)

Particulars	Less than 1 year	1 to 2 years	2 to 5 years	More than 5 years	Total
Non-Derivative					
Financial Liabilities					
Borrowings	3,546.67	564.66	1,221.26	333.92	5,666.51
Lease Liabilities	9.45	6.26	26.67	37.84	80.22
Trade Payables	6,264.26	-	-	-	6,264.26
Others Financial Liabilities	88.86	-	-	-	88.86
Total	**9,909.24**	**570.92**	**1,247.93**	**371.76**	**12,099.85**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

The following are the remaining contractual maturities of financial liabilities as at 31-MAR-22

(₹ in million)

Particulars	Less than 1 year	1 to 2 years	2 to 5 years	More than 5 years	Total
Non-Derivative					
Financial Liabilities					
Borrowings	1,822.12	999.13	1,217.27	346.94	4,385.46
Lease Liabilities	12.37	19.76	16.64	47.24	96.01
Trade Payables	6,573.25	-	-	-	6,573.25
Others Financial Liabilities	99.61	-	-	-	99.61
Total	8,507.35	1,018.89	1,233.91	394.18	11,154.33

C. Credit Risks

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers.

Trade Receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

The Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and adjusted for forward-looking information. The expected credit loss allowance is based on the ageing of the days the receivables are due and the rates as given in the provision matrix. The provision matrix at the end of the reporting period is as follows:

a. Summary of trade receivables and provision with ageing as ta 31-Mar-22

(₹ in million)

Particulars	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Gross Carrying Amount	1,553.68	1,814.42	403.46	143.66	358.59	102.31	4,376.12
Expected loss rate	0%	0.30%	2.25%	2.65%	2.90%	3.40%	-
Expected credit loss provision	-	5.39	9.08	3.80	10.40	3.48	32.15
Carrying Amount of Trade Receivables (Net of impairment)	1,553.68	1,809.03	394.38	139.86	348.19	98.83	4,343.97

Summary of trade receivables and provision with ageing as on 31st March, 2021

(₹ in million)

Particulars	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Gross Carrying Amount	2,793.23	1,196.53	87.37	494.96	122.71	47	4,742.24
Expected loss rate	0%	0.30%	2.25%	2.65%	2.90%	3.40%	
Expected credit loss provision	-	3.56	1.96	13.12	3.56	2	23.81
Carrying Amount of Trade Receivables (Net of impairment)	2,793.23	1,192.97	85.41	481.84	119.15	45.83	4,718.43

b. Reconciliation of Provision for Loss Allowance

(₹ in million)

Particulars	Year ended 31-Mar-22	Year ended 31-Mar-21
Opening Balance	23.81	22.04
Add: Changes in Loss Allowance (Net)	8.34	1.77
Closing Balance	**32.15**	23.81

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

D. Regulatory Risks

The Company performance may be impacted due to change in Regulatory Environment. The Company is closely monitoring the regulatory developments and risks thereof and proactively implementing course correction for proper compliance commensurate with new regulatory requirements.

50. Capital Management

The Company's objective to manage its capital is to ensure continuity of business while at the same time provide reasonable returns to its various stakeholders but keep associated costs under control. In order to achieve this, requirement of capital is reviewed periodically with reference to operating and business plans that take into account capital expenditure and strategic investments. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. Apart from internal accrual, sourcing of capital is done through judicious combination of equity and borrowing, both short term and long term. The Company is not subject to any externally imposed capital requirements. The Company monitors capital using a debt equity ratio.

For the purpose of calculation:

Debt = Non current borrowings + Current Borrowings

Equity = Equity Share capital + Other Equity

(₹ in million)

Particulars	As at 31-Mar-22	As at 31-Mar-21
Debt	5,666.51	4,385.46
Equity	7,321.31	7,078.39
Debt Equity ratio	0.77	0.62

50.01 In order to achieve this overall objective, the Company's capital management, amongst other things including working capital management, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest bearing loans and borrowings in the current period.

51. The Company has a dedicated R&D Centre located at Vill. & Post Barunda, P.S. Bagnan, Dist. Howrah and recognised by Department of Scientific and Industrial Research (DSIR), Government of India.

Expenditure incurrend in the R&D Centre is: (₹ in million)

Particulars	Year ended 31-Mar-22	Year ended 31-Mar-21
Capital Expenditure	96.18	128.55
Revenue Expenditure	143.21	90.40
Total	**239.39**	**218.95**

The sales income of ₹ 151.24 million (Previous year Nil) has been included in sales revenue and expenses are debited to respective head of accounts - Employee Benefit Expenses - ₹ 36.02 million (previous year ₹ 21.60 million), Depreciation & Amortisation Expenses - ₹ 60.87 million (previous year ₹ 50.35 million), Cost of Materials Consumed - ₹ 0.71 million (previous year ₹ 2.34 million), Other Expenses - ₹ 48.19 million (previous year ₹ 23.93 million).

52. INTEREST IN JOINT VENTURE

52. 01 Below is the Joint venture, which has been considered for consolidation. The entity given below is a Limited Liability Partnership (LLP).

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Name of the entity	Skipper-Metzer India LLP	Skipper-Metzer India LLP
Place of business	Hyderabad, India	Hyderabad, India
% of ownership interest	50%	50%
Relationship	Joint Venture	Joint Venture
Accounting method	Equity Method	Equity Method
Carrying Amount (₹ in million)	72.18	96.95

52.02 Summarised financial information for joint venture

The tables below provide summarised financial information for joint venture. The information disclosed reflects the amounts presented in the financial statements of the relevant joint venture and not Skipper's share of those amounts. They have been amended to reflect adjustments made by the entity when using the equity method, including fair value adjustments made at the time of acquisition and modifications for differences in accounting policies, if any.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

52.02 A SUMMARISED BALANCE SHEET

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-20121
ASSETS		
NON-CURRENT ASSETS		
Property, Plant and Equipment	285.09	312.95
Financial Assets		
Loans	8.38	8.13
Other Non-Current Assets	0.15	0.02
Total Non-Current Assets	**293.62**	**321.10**
CURRENT ASSETS		
Inventories	52.95	56.40
Financial Assets		
Trade Receivables	196.68	247.03
Cash & Cash Equivalents	0.01	22.39
Other Current Assets	45.54	34.01
Total Current Assets	**295.18**	**359.83**
TOTAL ASSETS (A)	**588.80**	**680.93**
LIABILITIES		
NON-CURRENT LIABILITIES		
Financial Liabilities	139.90	116.92
Borrowings	56.40	62.20
Lease Liabilities	5.19	4.25
Other Financial Liabilities	3.10	2.85
Total Non-current Liabilities	**204.59**	**186.22**
CURRENT LIABILITIES		
Financial Liabilities		
Borrowings	111.99	193.04
Lease Liabilities	5.79	4.72
Trade & Other Payables	94.17	76.59
Others	9.30	6.60
Contract Liabilities	15.06	16.94
Other Current Liabilities	6.46	6.12
Provisions	0.67	0.37
Total Current Liabilities	**243.44**	**304.38**
TOTAL LIABILITIES (B)	**448.03**	**490.60**
NET ASSETS (A-B)	**140.77**	**190.33**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

52.02 B SUMMARISED STATEMENT OF PROFIT AND LOSS

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
INCOME		
Revenue from Operations	415.99	543.44
Other Income	1.05	3.53
Total Income	**417.04**	**546.97**
EXPENDITURE		
Cost of Materials Consumed	253.78	255.41
Change in Stock of Finished Goods & Work-In-Progress	0.76	31.97
Employee Benefit Expense	80.69	86.41
Finance Costs	30.03	27.56
Depreciation & Amortisation Expenses	28.13	26.12
Other Expenses	92.92	112.47
Total Expenditure	**486.31**	**539.94**
Profit/(Loss) Before Exceptional Items and Tax	(69.27)	7.03
Exceptional Items	-	-
Profit/(Loss) Before Tax	(69.27)	7.03
Tax Expense		
Current Tax	-	-
Deferred Tax	-	-
Total Tax Expense	**-**	**-**
Profit/(Loss) After Tax	**(69.27)**	**7.03**
Other Comprehensive Income (Net of Taxes)	0.47	0.02
Total Profit/(Loss) for the year	**(68.80)**	**7.05**
Share of loss from joint venture		
-Profit/(Loss) After Tax	(34.64)	3.51
-Other Comprehensive Income (Net of Taxes)	0.24	0.01

52.02 C Reconciliation to carrying amounts

(₹ in million)

Particulars	As at 31-03-2022	As at 31-03-2021
Opening Net Assets	190.33	183.28
Add: Capital Contribution	19.26	-
Profit / (Loss) for the year including Other Comprehensive Income (Net of Taxes)	(68.80)	7.05
Closing Net Assets	**140.79**	**190.33**
Group's share in %	50%	50%
Group's share	70.38	95.15
Add: Guarantee Commission receivable by Holding Company not accounted for by JV	1.80	1.80
Carrying Amount	72.18	96.95

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

52.02 D Additional information as required under Schedule III to the Companies Act, 2013 of entities consolidated as Joint Venture.

(₹ in million)

Particulars	As at 31-Mar-22			As at 31-Mar-21		
	Parent	Indian Joint ventures (investment as per equity method)	Total	Parent	Indian Joint ventures (investment as per equity method)	Total
		Skipper-Metzer India LLP			Skipper-Metzer India LLP	
Net assets (total assets minus total liabilities)						
Amount (₹ in million)	7355.16	(33.85)	7321.31	7077.84	0.55	7078.39
As % of consolidated net assets	100.46%	-0.46%	100.00%	99.99%	0.01%	100.00%
Share in profit or (loss)						
Amount (₹ in million)	286.11	(34.64)	251.47	210.83	3.51	214.34
As % of consolidated profit and loss	113.77%	-13.77%	100.00%	98.36%	1.64%	100.00%
Share in Other comprehensive income						
Amount (₹ in million)	1.48	0.24	1.72	1.49	0.01	1.50
As % of consolidated other comprehensive income	86.28%	13.72%	100.00%	99.33%	0.67%	100.00%
Share in total comprehensive income						
Amount (₹ in million)	287.59	(34.40)	253.19	212.32	3.52	215.84
As % of consolidated total comprehensive income	113.59%	-13.59%	100.00%	98.37%	1.63%	100.00%

53. LOANS AND ADVANCES (REPAYABLE ON DEMAND OR WITHOUT SPECIFYING ANY TERMS OR PERIOD OF REPAYMENT) TO SPECIFIED PERSON

During the year ended 31st March, 2022, the Company did not provide any loans or advances, which remains outstanding (repayable on demand or without specifying any terms or period of repayment) to specified persons (Previous Year: Nil).

54. RELATIONSHIP WITH STRUCK OFF COMPANIES

The company do not have any transactions with company's struck off under Section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 1956 during the year ended 31st March, 2022 (Previous year: Nil).

55. DISCLOSURE IN RELATION TO UNDISCLOSED INCOME

The company do not have any such transactions which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year ended 31st March, 2022 and also for the year ended 31st March, 2021 in the tax assessments under Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

56. DETAILS OF BENAMI PROPERTY HELD

The Company do not hold any property under Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder, hence there are no proceedings against the company for the year ended 31st March, 2022 and also for the year ended 31st March, 2021.

57. DETAILS OF CRYPTO CURRENCY OR VIRTUAL CURRENCY

The company have not traded or invested in crypto currency or virtual currency during the year ended 31st March, 2022 and also for the year ended 31st March, 2021.

58. UTILISATION OF BORROWED FUND AND SHARE PREMIUM

The company have not advanced or loaned or invested funds to any other person(s) or entity (ies), including foreign entities (intermediaries) with the understanding that the intermediary shall: (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (ultimate beneficiaries) or (b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

The company have not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the company shall: (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or (b) provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS for the year ended 31st March 2022

59. Balances of certain debtors and creditors are subject to confirmation and reconciliation. In the opinion of the management, current assets, loan and advances will have value on realization in the ordinary course of business at least equal to the amount at which they are stated.

60. During the June 2021 quarter, few states reintroduced lockdown / restrictions which were subsequently relaxed. Due to this, operations of the Company were impacted during the June 2021 quarter and had an impact on the year to date results of the company. Considering the current internal and external factors, the Holding Company and its Joint Venture has made detailed assessment of its liquidity positions/ cash flows for the next one year and carrying amounts/ values of property, plant and equipment, intangible assets, right of use of assets, trade receivables, inventories, investments and other assets as at 31-March-22, and have concluded that there are no material adjustments required in financial statements.

61. Previous year/period figures have been re-grouped / re-classified wherever necessary, to conform to current period's classification in order to comply with the requirements of the amended Schedule III to the Companies Act, 2013 effective 1st April 2021.

Significant Accounting Policy,Judgements and key Estimates.

The accompanying notes are an integral part of the consolidated financial statement

As per our report annexed
For Singhi & Co.
Chartered Accountants
Firm's Regn No.-302049E

RAHUL BOTHRA
Partner
Membership No. 067330

Place: Kolkata
Dated: 11th May, 2022

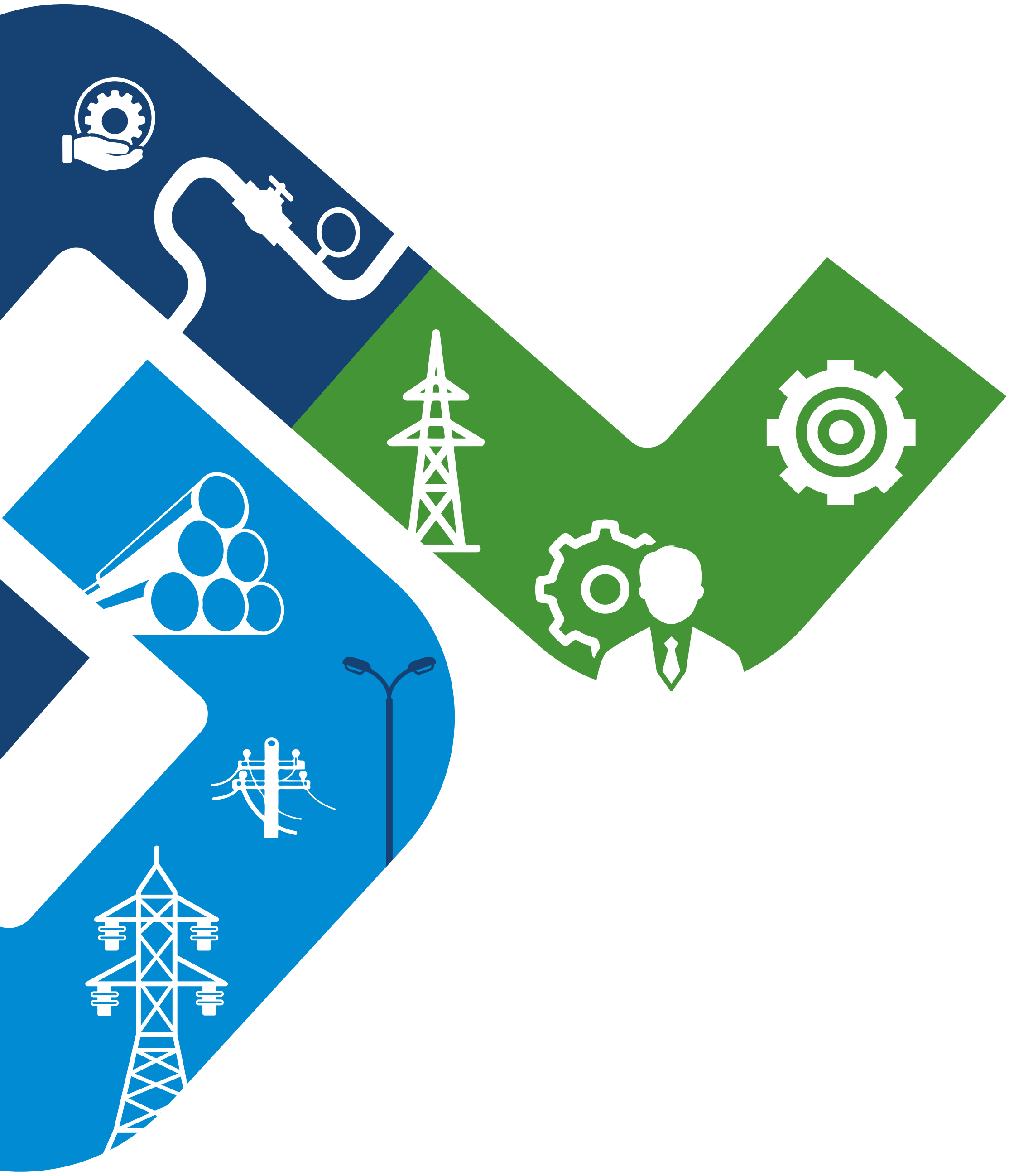
For and on behalf of the Board

SAJAN KUMAR BANSAL
Managing Director
DIN - 00063555

SHARAN BANSAL
Director & Chief Financial Officer
DIN: 00063481

DEVESH BANSAL
Director
DIN - 00162513

ANU SINGH
Company Secretary



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