



THE INDIAN WOOD PRODUCTS CO. LTD.

Registered Office : 9, Brabourne Road, Kolkata - 700 001

Date: - September 04, 2020

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

Script Code - 540954

Dear Sir/Madam

Sub: - Submission of Annual Report for the Financial Year 2019-20

Pursuant to Regulation 30 read with Part A (Para A) of Schedule III and Regulation 34(1) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, we are enclosing herewith a copy of Annual Report of the Company for the Financial Year 2019-2020.

Please also note that the Company has completed electronic dispatch of the Annual Report 2020 of the Company on 3rd September, 2020 through an e-mail to the members whose e-mail address are registered with the Company or Depositories Participants as the case may be, and whose name appears as in the register of members/beneficial owners as on 14th August 2020.

The same has also been uploaded on the website of the Company at www.iwpkatha.com.

This is for your information and dissemination.

Thanking You.

Yours Faithfully,

For The Indian Wood Products Co. Ltd

Anup Gupta

Anup Gupta

Company Secretary & Compliance Officer
ACS36061



Enclosed:- As Above

INNOVATION : LEADERSHIP : TEAMWORK

**THE INDIAN WOOD PRODUCTS
COMPANY LIMITED**



100th

ANNUAL REPORT & ACCOUNTS

2019-20

IWP

Since 1919

Swaad bhi swasth bhi



- ◊ Haldi Powder
- ◊ Dhania Powder
- ◊ Lal Mirch Powder
- ◊ Jeera Powder
- ◊ Mango Powder
- ◊ Jaljeera Powder
- ◊ Kashmiri Mirch Powder
- ◊ Super Garam Masala
- ◊ Garam Masala
- ◊ Paneer Masala
- ◊ Sabzi Masala
- ◊ Chole Masala
- ◊ Kitchen King Masala
- ◊ Raita Masala
- ◊ Chaat Masala
- ◊ Kasoori Methi

Now available in
**Single user, Family
& Economy**
packs!

ISO 22000:2005 and HACCP Certified Company
The Indian Wood Products Co Ltd.

"Spices Division"- H-229, Sector -2, Bawana, New Delhi - 110039





CORPORATE INFORMATION

Board of Directors

Chairman & Managing Director

Krishna Kumar Mohta

Whole Time Director & CEO

Bharat Mohta

Executive Director

Krishna Kumar Damani

Chief Financial Officer (CFO)

Raj Kumar Agarwal

Audit Committee

Sanjay Kumar Maheswary	Chairman
Vinod Kumar Maheshwary	Member
Rajendra Prasad Chetani	Member

Stakeholders Relationship Committee

Rajendra Prasad Chetani	Chairman
Bharat Mohta	Member
Sanjay Kumar Maheswary	Member
Vinod Kumar Maheshwary	Member

Bankers

1. Union Bank of India, Bareilly
2. DBS Bank, Kolkata
3. CITI Bank, Kolkata

Statutory Auditor

Agrawal Tondon & Co.
(Formerly Known as
Agrawal Sanjay & Company)
Room No. 1, 1st Floor
59, Bentinck Street
Kolkata- 700 069

Registered Office

Bombay Mutual Building
9, Brabourne Road, 7th Floor,
Kolkata - 700 001
CIN L20101WB1919PLC003557
Phone : 8232023820
Fax : (033) 2242-6799
Email : iwpho@iwpkatha.co.in
Website: www.iwpkatha.com

Registrar

M/s. Niche Technologies (P) Ltd
3A, Auckland Place,
Room No. 7A & 7B, 7th Floor
Kolkata - 700 017
Phone No. 033 2280 6616/ 6617
Fax No. 033 2280 6619
Email- nichetechpl@nichetechpl.com

Non Executive Non Independent Director

R. P. Chetani

Independent Director

Sanjay Kumar Maheswary
Vinod Kumar Maheshwary
Vinod Mimani
Drisha Poddar

Company Secretary (CS)

Anup Gupta

Nomination and Remuneration Committee

Sanjay Kumar Maheswary	Chairman
Vinod Kumar Maheshwary	Member
Rajendra Prasad Chetani	Member

CSR Committee

Krishna Kumar Mohta	Chairman
Bharat Mohta	Member
Krishna Kumar Damani	Member
Vinod Mimani	Member



**100TH
ANNUAL GENERAL MEETING
ON
FRIDAY 25TH SEPTEMBER, 2020
THROUGH VIDEO CONFERENCE
OR
OTHER AUDIO VISUAL MEANS**



THE INDIAN WOOD PRODUCTS COMPANY LIMITED
STANDALONE
FIVE YEAR PROGRESS AT A GLANCE

(₹ In Lacs)

		2015 - 16	2016 - 17	2017 - 18	2018 - 19	2019 - 20
1	Turnover/Revenue	12540.95	18835.99	21956.18	20159.40	19491.15
2	Profit Before Depreciation Interest & Tax	850.41	2360.08	3491.02	3387.37	2080.09
3	Interest	210.94	307.53	549.85	494.26	653.48
4	Depriciation	149.36	223.07	278.01	329.83	378.97
5	Profit Before Tax	490.11	1829.48	2663.16	2563.28	1047.64
6	Tax	118.94	684.15	931.63	778.88	288.66
7	Net Profit	371.17	1145.33	1731.53	1784.40	758.98
8	Rate of Dividend (%)	12.50	6.00	12.50	10.00	*5.00
9	Equity	160.23	640.03	640.03	1279.75	1279.75
10	Reserve & Surplus	30345.43	30921.21	32608.32	33651.07	34178.90
11	Earning Per Share In Rs.	0.58	1.79	2.71	2.79	1.19

* Proposed

Note: Figure has been recasted or regrouped



CONTENTS

From the Desk of Chairman	01
Board's Report	03
Certificate of Non-Disqualification of Directors	18
Management Discussion & Analysis	35
Corporate Governance Report	41
Certificate of Compliance with respect to Corporate Governance	54
CEO and CFO Compliance Certificate	55
Additional Shareholder's Information	57
Standalone Financial Report	
Independent Auditor's Report	66
Balance Sheet	74
Statement of Profit & Loss	75
Cash Flow Statement	76
Statement of Changes in Equity	78
Notes to the Financial Statement	79
Consolidated Financial Report	
Independent Auditor's Report	111
Balance Sheet	116
Statement of Profit & Loss	117
Cash Flow Statement	118
Statement of Changes in Equity	119
Notes to the Financial Statement	120



From the desk of Chairman

Dear Fellow Shareholders,

When I am writing this letter, we are in the middle of the biggest crisis seen in our lifetimes, the COVID-19 pandemic. The COVID-19 pandemic pushed economies into a Great Lockdown, which helped contain the virus and save lives, but also triggered the worst recession since the Great Depression. The collapse in economic activity this time is likely at a level unseen in previous recessions. The governments worldwide, putting their best efforts to contain the virus and save lives are also witnessing a bumpy ride with a continuous stop-start rhythm and strict health protocols.

In the 100th year of journey of IWP, we have faced one of the most stressed and challenging year in recent times. We have faced significant challenges in terms of lower realisation rate of Katha mainly due to higher unfair competition from informal sector of our industry, lower raw material prices on the one hand, and unable to meet the target timeline for commencement of commercial production of Katha at Samba plant in Union Territory of Jammu & Kashmir post revocation of Article 370 followed by Pandemic COVID-19, on the other hand.

Crisis situation reboots our thinking and create strategic inflection points for new actions. We are re-calibrating our goals and expectations along with zero base thinking enabling new opportunities. We are acting faster since we are on a burning platform like Covid 19. Despite challenges, we have been able to provide sustainable results. Our Katha has been most preferred in premium segment. As a market leader with exceptional quality product, we are adapting to market changes and challenges.



The IWP's Spices introduced in the FY2019, has now become more preferred in the markets it operates. At present IWP Spices are available in UP, NCR, Haryana, Assam and parts of Bihar. Though the Spice Division has grown rapidly and created a niche in the market, the Company is facing stiff competition from the established brands. Our focus is on the mass consumption segment customers with lower disposable income. We are preparing to launch other categories under IWP Spices .

I would like to share some of the key business highlights of FY2020 as under:

Financial Highlights

- ◆ *Sales volume at 3934.84 MT as compare to 3844.25 MT in FY 2019.*
- ◆ *Consolidated revenue for the year is INR 19491.15 Lakhs, as compared to INR 20159.40 Lakhs in previous year.*
- ◆ *Our JV Manufacturing facility in Indonesia is now operating @ 90% capacity*
- ◆ *Excellent Response of IWP Spices in the State of Uttar Pradesh & NCR,*
- ◆ *Necessary approvals and permissions was received from J&K Government in June 2020 and Commercial Production Started*
- ◆ *We are hopeful to achieve full capacity utilisation in Samba Plant in J&K by end of 2nd Quarter*

To fight against Covid-19, proper safety measures has been taken at all plant locations of IWP which included (i) proper sanitization at a periodical interval; (ii) thermal screening of all employees before entering the premises, (iii) strict social distancing maintained at work place, and (iv) mandatory face mask and hand sanitization of employees.

I always believe change is constant. To this end, we are constantly focused on Research and Development (R&D) initiatives to improve the quality of our products and customer satisfaction.

The next few months will be difficult, but your company is strong with deep relationships with distributors and customers, a robust and resilient business model, and strong financials. It is well positioned to weather the storms ahead and take advantage of opportunities by expanding its product-line, geographical reach and gain market share.

Lastly, I am thankful to our retailers, distributors, customers and all other stakeholders who have reposed their trust and confidence in IWP. We are committed to work through the current environment and our future feels positive.

Krishna Kumar Mohta
Chairman & Managing Director
(DIN : 00702306)



BOARD'S REPORT

FY2020 represents fiscal year 2019-20, from 1 April 2019 to 31 March 2020, and analogously for FY2019 and previously such labeled years.

Dear Shareholders,

The Directors present the 100th Annual Report of The Indian Wood Products Co. Limited (IWP or the Company), along with Audited Financial Statements for the Financial Year ended March 31, 2020. The Board congratulates every stakeholder on completing a journey of 100 years, a milestone which very few in the world could achieve. The Board expresses its thanks for the faith and confidence that you have placed in IWP over these years.

1. FINANCIAL HIGHLIGHTS/PERFORMANCE OF THE COMPANY

Key financial performance of the Company for the FY2020 are as under:

(₹ in Lakhs)

Particulars	Standalone		Consolidated	
	FY2020	FY2019	FY2020	FY2019
Revenue From Operations	19491.15	20159.40	19491.15	20159.40
Profit Before Tax (PBT)	1047.64	2563.28	981.05	2472.68
Tax Expenses	288.66	778.88	288.66	778.88
Profit After Tax (PAT)	758.99	1784.40	692.39	1693.80
Earnings Per Shares	1.19	2.79	1.08	2.65
Equity Share Capital	1279.75	1279.75	1279.75	1279.75
Other Equity / Reserves And Surplus	34178.90	33651.07	33759.40	33311.10

2. COVID-19

In the month of February FY2020, the COVID-19 pandemic developed rapidly into a global crisis, forcing governments to shut all economic activity. On March 24, 2020, the Government of India ordered a nationwide lockdown for 21 days which further got extended till May 3, 2020 to prevent community spread of COVID-19 in India resulting in significant reduction in economic activities. Considering the global health crises and the guideline issued by the Government of India, the Company immediately shifted focus to ensuring the health and well-being of all employees. Operations of the Company have been suspended immediately following the government guidelines. The operations of the Company were under complete suspension upto May 4, 2020. With lifting of lockdown partially by the government with guideline for starting commercial activities, the operations of the Company were resumed partially in compliance with

Covid-19 guidelines.

Proper safety measures has been taken at all plant locations of IWP which included (i) proper sanitization at a periodical interval; (ii) thermal screening of all employees before entering the premises, (iii) strict social distancing maintained at work place, and (iv) mandatory face mask and hand sanitization of employees.

The lockdown and suspension of commercial activities across the country has resulted in significant fall in the demand for our products. Further, due to sudden operation shut w.e.f. March 24, 2020, for a period of more than 45 days, the inventory lying in the process stuck up. Due to long stoppage in plant, the quality of a portion of materials adversely affected resulting in significant wastage of materials.

After the commencement of commercial activities across the country, the demand of our product has started



improving gradually. With the revival of operations, we can expect demand to be revived in the second half of the year 2020-21.

Recognizing importance of human immunity, IWP has successfully launched a new product in its Spice Segment i.e. Shakti Kavach - an immunity booster. Shakti Kavach helps in enhancing immunity. Shakti Kavach is mixture of exotic natural Spices blended carefully to enhance human immunity.

3. DIVIDEND

The Board of Directors recommends a final dividend of Re. 0.10 (Ten Paise Only) per equity shares, i.e., 5% on the paid-up value of the equity shares, for FY2020. Dividend is subject to approval of shareholders at the ensuing Annual General Meeting (AGM) and shall be subject to deduction of income tax at source. The dividend, if approved at the ensuing 100th AGM, will be paid to those shareholders whose names appear on the register of members of the Company as on September 18, 2020. The AGM is scheduled to be held on September 25, 2020 through video conferencing (VC) or other audio-visual means.

4. SHARE CAPITAL

There is no Change in the Share Capital of Company during FY 2020. The paid-up Share Capital of the Company as on March 31, 2020 comprises of 6,39,72,720 Equity shares of Rs. 2/- each.

5. TRANSFER TO RESERVES

The closing balance of the retained earnings of the Company for FY 2020, after all appropriation and adjustments was Rs. 34,178 Lakhs.

6. REVIEW OF OPERATIONS AND STATE OF AFFAIRS

IWP, one of the leading manufacturers of Katha in India and leading the Katha industry for more than 50 years. Financial Year 2020 has witnessed a turbulent time effecting industry across segment. IWP Katha division has witnessed significant challenges mainly due to higher unfair competition from unorganized segment of the industry because of Higher GST rates currently at 18%.

During the FY 2019, the Company had received a license to establish and operate manufacturing unit of Katha & Cutch in union territory of Jammu & Kashmir. The trial production was started on July 11, 2019, and

it was expected that the full commercial production can commence by September 2019 on receipt of requisite registration and approvals. However, due to revocation of Article 370 followed by Pandemic COVID-19, the requisite registration and approvals from relevant government authorities could not be received as per expected timeline. The Company has received necessary approvals and permission in June 2020, and commercial production of Katha & Cutch at Samba plant in Union Territory of Jammu & Kashmir has commenced thereafter. We expect to achieve full capacity utilization at Samba plant in Union Territory of Jammu & Kashmir by the 2nd quarters of the FY2021.

IWP introduced Spices in the FY2019, is now become more preferred in the markets it operates. At present IWP Spices are available in Delhi, Haryana, Assam and Uttar Pradesh. Though the Spice Division has grown rapidly and created a niche in the market, however in the process for building our brand higher schemes were offered to have higher level of penetration. The Company is aggressively marketing its spices, and considering the acceptability by the end user, we are expecting a significant growth in Spice Division in coming years.

During the year under review, the Company has achieved sales volume of 3934.84 MT Katha as compare to 3844.25 MT in FY 2019, thereby registering a nominal growth even during the turbulence time. The lower price realization of Katha affected the turnover marginally. The Company has recorded turnover of Rs. 19465.77 in FY2020, as compared with Rs. 20049.83 in FY2019.

Our Company is committed to a clean environment and, thus, always strives to ensure the best measures are implanted to ensure environmental safety. The best of environment, safety and pollution control measures are implemented across all our manufacturing units and that the measures adopted are adequate. The management continuously reviews the measures adopted and their efficiency to ensure environmental safety.

The operational performance and results are provided in "**Management Discussion and Analysis Report**" as a separate section in this Annual Report.

7. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

No significant and material orders have been passed by



the Regulators, Courts, or Tribunals impacting the going concern status of the Company and its operation in the future.

For further details on Indirect Tax Cases, please refer Note No. 48 to the notes to the accounts.

8. ALTERATION OF MEMORANDUM AND ARTICLES OF ASSOCIATION

During the FY2020, the company had not altered any of its clauses in Memorandum and Article of Association.

9. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY BETWEEN THE END OF THE FINANCIAL YEAR AND DATE OF THIS REPORT

Material changes and commitments affecting the financial position of the Company between the end of the financial year and date of this report are given below:

Global Pandemic – COVID-19 - The outbreak of Coronavirus (COVID-19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity. In many countries, businesses are being forced to cease or limit their operations for long or indefinite periods of time. Measures taken to contain the spread of the virus, including travel bans, quarantines, social distancing and closures of non-essential services have triggered significant disruptions to businesses worldwide, resulting in an economic slowdown.

COVID-19 is significantly impacting business operation of the companies, by way of interruption in production, supply chain disruption, unavailability of personnel, closure / lockdown of production facilities etc. On March 24, 2020, the Government of India ordered a nationwide lockdown for 21 days which further got extended till May 3, 2020 to prevent community spread of COVID-19 in India resulting in significant reduction in economic activities. Further, during March 2020 / April 2020, there has been significant volatility in our products price and absolutely no demand for our products, resulting in uncertainty and reduction in production.

10. HOLDING, SUBSIDIARIES, ASSOCIATES & JOINT VENTURE

Your Company has no holding, subsidiary or associates' company as on 31 March 2020

The Company has one overseas joint venture namely M/s. Agro Spice & Trading Pte Limited, Singapore, as

on 31 March 2020, which is engaged in the business of trading of spices. PT Sumatra Resources International and PT Thea Universal Trade are subsidiaries of the said joint venture M/s. Agro Spice & Trading Pte Limited. PT Sumatra Resources International is incorporated and engaged in the business of manufacturing of Catechins from Gambier with the use of innovative technology.

A statement containing the salient features of the financial statement of joint venture Company in the prescribed format AOC-1 is annexed herewith as "**Annexure - 1**".

Further, pursuant to the provisions of Section 136 of the Companies Act, 2013, the standalone financial statements of the Company, consolidated financial statements along with relevant documents and separate audited accounts in respect of joint venture, are available on the website of the Company at www.iwpkatha.com under investors' section. These documents will also be available for inspection till the date of the AGM during the business hours at the Registered Office of the Company.

11. INDIAN ACCOUNTING STANDARD

Pursuant to the Companies (Indian Accounting Standard) Rules 2015, the Company has adopted INDAS from April 1, 2017. The Company's Audited Financial Statements for FY2020 are Indian Accounting Standard (INDAS) complied.

12. INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an adequate Internal Control System, commensurate with the size, scale and complexity of its operations. To maintain its objectivity and independence, the Internal Auditor reports to the Chairman of the Audit Committee of the Board.

Internal Audit is conducted by an Independent Professional Firm of Chartered Accountants. The Internal Audit Reports are reviewed and discuss with the senior management team. The representative of Statutory Auditors and the Internal Auditors are permanent invitees to the Audit Committee meetings. The measures as suggested by the Audit Committee are implemented as per the direction of the Audit Committee.

The controls comprises of:

- a) Officials of the Company have defined authority and responsibilities within which they perform their duty;
- b) All the Banking transactions are under joint authority



- and no individual authorization is given;
- c) Maker-checker system is in place.
 - d) Any deviations from the previously approved matter require fresh prior approval.

M/s. P Suman & Co., Chartered Accountants, appointed to carry out Internal Audit of the Company for the FY2020-21.

13. LISTING STATUS

The Company's equity shares are listed on BSE Limited under Script Code 540954 and ISIN No. INE586E01020. The Company has paid the Annual Listing Fees for the FY2021.

14. FIXED DEPOSITS

The Company has neither accepted nor renewed any deposits during the year under review. Further, the Company does not have any outstanding amount qualified as deposit as on March 31, 2020.

15. MANAGEMENT DISCUSSION & ANALYSIS REPORT

In term of requirements of Regulation 34(2)(e) of SEBI (LODR) Regulation 2015, a Management Discussion and Analysis Report are set out as a separate section in this Annual report which forms an integral part of this report.

16. REPORT ON CORPORATE GOVERNANCE

In term of Regulation 34(3) of the listing Regulations, a Report on Corporate Governance together with a certificate from Practicing Company Secretary regarding compliance with the requirements of Corporate Governance is included as a separate section and form an integral part of this report.

17. DIRECTORS RESPONSIBILITY STATEMENT

In terms of Section 134(5) of the Companies Act, 2013, your Directors hereby confirm and state that:

- i) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to materials departures;
- ii) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and the Profit of the Company for that period;

- iii) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) That the Directors had prepared the annual accounts on a going concern basis;
- v) That the Directors had laid down internal financial controls in the Company that are adequate and were operating effectively; and
- vi) The Directors have devised proper systems to ensure Compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

18. CORPORATE SOCIAL RESPONSIBILITY

Your Company is conscious of its Social Responsibility and the environment in which it operates. Over the years, the Company aimed towards improving the life of the people.

Company's CSR policy covers activities in the field of eradication of extreme hunger and poverty, promotion of education, promotion of gender equality, empowerment of women, improvement of mental health, slum area development and rural development projects, employment enhancing vocational skills, ensuring environmental sustainability, animal welfare, sanitation including contribution to Swachh Bharat Kosh set up by the Central Government, contribution to the Prime Ministers National Relief Fund or any other project set up by the Central Government.

The Company has created a trust in the name of IWP CSR Trust for CSR activities. The Company, with the approval of CSR Committee, has submitted IWP CSR Trust deed dated February 22, 2020 to the Additional Registrar II, Kolkata, but the same is registered only on March 16, 2020. Thereafter, due to COVID-19, the entire Country was under lockdown and as such, the copy of the registered deed is received on June 10, 2020.

During FY2020, in compliance with Section 135 of the Act, an amount of Rs. 47.04 Lakhs is required to be spent by the Company in CSR activities. The Company has spent Rs. 1.16 Lakhs as CSR activities towards distribution of foods to the migrane workers under pandemic Covid-19, which includes Rs. 1.00 Lakh through Jan Kalyan Nyas, a charitable trust and Rs. 0.16 Lakh (unto Marth 31, 2020)



directly by the Company against the budget of Rs. 5.00 Lakhs. Unspent balance amount of CSR expenditure was transferred to IWP CSR Trust for spending in the CSR activities.

The CSR Policy may be accessed on the Company's website at: http://www.iwpkatha.com/files/IWP_CSR_Policy.pdf

The Annual Report on CSR activities is annexed herewith as **Annexure - 2** and forms a part of this Annual Report.

19. DIRECTORS AND KEY MANAGERIAL PERSONNEL

In accordance with the provisions of Section 152 of the Companies Act, 2013 and under the Articles of Association of the Company, Mr. Bharat Mohta (DIN 00392090), Director of the Company, retire by rotation and being eligible offer himself for re-appointment.

Mr. Vinod Mimani (DIN: 00053976) was appointed as Independent Director of the Company for a term of 5 years on 95th AGM, held on September 28, 2015. His present term of appointment is coming to an end on the ensuing AGM.

Based on the recommendation of the Nomination and Remuneration Committee and in terms of the provisions of Sections 149, 150, 152, Schedule IV and any other applicable provisions of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015, the Board of Directors of the Company recommends the reappointment of Mr. Vinod Mimani an Independent Directors for a Second Term of 5 (Five) years from September 25 2020 till September 24 2025, subject to the approval by the shareholders. He shall not be liable to retire by rotation.

The criteria for selection of Directors and remuneration policy are disclosed in the Corporate Governance section which forms part of this Annual Report.

The details of programs or familiarization training of Independent Directors with the Company, their roles, right & responsibility, nature of the Industry in which Company operates and related matters are available on the Company's website www.iwpkatha.com

Brief profiles of Mr. Vinod Mimani and Mr. Bharat Mohta are given in the Chapter on Corporate Governance and the Notice convening the 100th AGM for reference of the shareholders.

Pursuant to the provisions of Section 203 of the Act, the

Key Managerial Personnel of the Company as on March 31, 2020 are: Mr. Anup Gupta, Company Secretary and Mr. R K Agarwal, Chief Financial Officer. There is no change in the KMPs during the year under review.

20. DECLARATIONS BY INDEPENDENT DIRECTORS

In accordance with the provisions of Section 149(7) of the Companies Act, 2013, each of the Independent Directors have confirmed to the Company that he or she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 read with Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 (the Listing Regulations) as amended.

In the opinion of the Board of Directors, all Independent Directors of the Company, fulfills the conditions specified in the Act and Rules made thereunder.

21. BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013, Regulation 17(10) of the Listing Regulations and in line with our corporate governance guidelines, peer evaluation of all Board members, annual performance evaluation of its own performance, as well as the evaluation of the working of Board's Committees was undertaken. This evaluation is led by the Chairman of the Nomination and Remuneration Committee with specific focus on the performance and effective functioning of the Board and its Committees. The evaluation process, inter alia, considers attendance of Directors at Board and committee meetings, acquaintance with business, communicating inter se board members, the time spent by each of the Board members, core competencies, personal characteristics, accomplishment of specific responsibilities and expertise.

The performance of the Board was evaluated by the Board after seeking inputs from all the Directors on the basis of the criteria such as the Board composition and structure, effectiveness of Board processes, information and functioning etc.

The performance of the Committees was evaluated by the Board after seeking inputs from the Committee Members on the basis of the criteria such as the composition of Committees, effectiveness of Committee meetings, etc.

The report on performance evaluation of the Individual Directors was reviewed by the Chairman of the Board



and feedback was given to Directors.

22. MEETING OF THE BOARD OF DIRECTORS

During the year under review, the Board met 4 (Four) times. The details of the Board meetings are provided in the Report on Corporate Governance, which forms a part of this Annual Report.

The intervening gap between two consecutive meetings was within the limit prescribed under the Companies Act, 2013.

23. MEETING OF THE INDEPENDENT DIRECTORS

During FY2020, one meeting of Independent Directors was held without the presence of the Executive Directors or Management Personnel on March 18, 2020. At such meeting, the Independent Directors have discussed, among other matters, the challenges faced by the Company, growth strategies, , flow of information to the Board, strategy, leadership strengths, compliance, governance, HR related matters and performance of Executive Directors.

24. AUDIT COMMITTEE

The Audit Committee of the Board comprises of:

Name of Directors	Category
Mr. Sanjay Kumar Maheswary	Independent Director
Mr. Vinod Kumar Maheshwary	Independent Director
Mr. Rajendra Prasad Chetani	Non-Executive Non-Independent Director

During the year under review, there has been no instance where the recommendations of the Audit Committee have not been accepted by the Board. The details of the Audit Committee meetings are provided in the Report on Corporate Governance, which forms part of this Annual Report.

25. VIGIL MECHANISM

To meets the requirement under Section 177(9) and (10) of the Companies Act, 2013 and Regulation 22 of the Listing Regulations, the Company has adopted a vigil mechanism named Whistle Blower Policy for directors and employees to report genuine concerns, which shall provide adequate safeguards against victimization of persons who use such mechanism. Under this policy, we encourage our employee to report any reporting of fraudulent financial or other information to the stakeholders, any conduct that results in violation of the Company’s Code of Business Conduct, to management

(on an anonymous basis, if employees so desire).

Likewise, under this policy, we have prohibited discrimination, retaliation or harassment of any kind against any employee who, based on the employee’s reasonable belief that such conduct or practice have occurred or are occurring, reports that information or participates in the said investigation.

No individual in the Company has been denied access to the Audit Committee or its Chairman during the FY2020.

26. AUDITOR AND AUDITORS’ REPORT

M/s. Agrawal Sanjay & Company, Chartered Accountants, (Firm Registration No. 329088E) were appointed as Statutory Auditors of the company by the members at the 97th Annual General Meeting held on 18 September 2017 for a term of 5 consecutive years subject to ratification by the Members at every Annual General Meeting. The first proviso to Section 139 of the Companies Act, 2013 which provided for the ratification of appointment of the Statutory Auditors by the Members at every Annual General Meeting has been omitted by the Companies Amendment Act, 2017 w.e.f 7 May 2018. Hence, the appointment of Statutory Auditors shall continue to be valid till the conclusion of the 5 consecutive Annual general Meeting and no ratification of appointment of Statutory Auditor is required at the ensuing AGM.

During the year M/s. Agrawal Sanjay & Company informed that they have change their firm name under the same registration number as M/s. Agrawal Tondon & Co. Consequently, M/s. Agrawal Tondon & Co., Chartered Accountants, continue to be the statutory auditors of the company till the conclusion of 102nd AGM, as approved by shareholders at 97th AGM held on September 18, 2017.

The Statutory Audit Report does not contain any qualification reservation or adverse remark or disclaimer made by Statutory Auditors. The notes to the accounts referred to in the Auditors’ Report are self-explanatory and, therefore, do not call for any further comments.

27. SECRETARIAL AUDIT REPORT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and Rules made thereunder, the Company had appointed CS Md. Shahnawaz (Membership No. 21427 CP No. 15076), Practicing Company Secretary, to carry out the Secretarial Audit of the Company for the FY2020. The Secretarial Audit Report submitted by him, for FY2020 is annexed herewith marked as **Annexure - 3** to this Report.



The Secretarial Audit Report does not contain any qualification, reservation or adverse remark, and, therefore, do not call for any further comments.

28. SECRETARIAL STANDARDS

During the year under review, the Company has duly complied with the applicable provisions of the Secretarial Standards on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India (ICSI).

29. NOMINATIONS AND REMUNERATION COMMITTEE

The Board has on the recommendation of the Nomination and Remuneration Committee framed a policy for selection and appointment of Directors and Senior Management Personnel and their remuneration. The Remuneration Policy is included in the Corporate Governance Report, which forms part of this Annual Report.

30. REMUNERATION RATIO OF THE DIRECTORS/ KEY MANAGERIAL PERSONNELS (KMP)/ EMPLOYEES

Disclosures relating to remuneration and other details as required under section 197(12) of the Companies Act, 2013 read with rules 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed herewith as 'Annexure-4' and forms part of this Board's report.

The particulars of Managerial Remuneration as stated in section 197(12) of the Companies Act, 2013 read with rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed herewith as 'Annexure- 5' and forms part of this Board's report.

31. RISK MANAGEMENT POLICY

Your Company's Risk Management Framework is designed to enable risks to be identified, assessed and mitigated appropriately. The Risk Management framework seeks to create transparency, minimize adverse impact on the business objectives and enhance the Company's competitive advantage.

The Company has constituted a Risk Management Committee. The details of Committee and its terms of reference are set out in the Corporate Governance Report forming part of the Board's Report.

32. INSIDER TRADING POLICY

The Company's Insider Trading Policy provides the framework for in dealing with securities of the Company by the insider. A revised Policy was adopted effective from April 1, 2019 in line with SEBI (prohibition of Insider Trading) (Amendment) Regulations, 2018.

33. EXTRACT OF ANNUAL RETURN

The Extract of the Annual Return in prescribed Form No. MGT – 9 as required under section 92(3) of the Companies Act, 2013 is included in this report and annexed herewith as 'Annexure-6' and forms a part of the Board's Report.

34. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The Company has not given any Loan or Guarantee covered under the provisions of Section 186 of the Companies Act, 2013. The details of Investments are disclosed in the Note No. 4 to the standalone financial statements, which are within the prescribed statutory limits.

35. CREDIT RATING

During the year under review, ICRA Limited (ICRA) has affirmed the long-term Credit Rating of [ICRA] BBB+ (pronounced ICRA triple B Plus) and a short-term rating of [ICRA] A2 (pronounced ICRA A two). The outlook of the Long-Term Rating is stable,

36. TRANSFER OF UNPAID AND UNCLAIMED AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

Pursuant to the applicable provisions of the Companies Act, 2013, read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("the IEPF Rules"), all unpaid or unclaimed dividends are required to be transferred by the Company to the IEPF, established by the Government of India, after the completion of seven years. Further, according to the Rules, the shares on which dividend has not been paid or claimed by the shareholders for seven consecutive years are also to be transferred to the demat account of the IEPF Authority.

During the year, the Company has transferred the unclaimed and unpaid dividend of Rs.1,20,358/-. Further, 30735 corresponding equity shares on which dividend were unclaimed for seven consecutive years were also transferred as per the requirement of the IEPF rules.



The details are provided in the Shareholder information section on our website, at www.iwpkatha.com.

37. PARTICULARS OF CONTRACTS OR ARRANGEMENT MADE WITH RELATED PARTIES

Pursuant to Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014, the particulars of contractual arrangement with related parties referred to in section 188(1) of the Companies Act, 2013, in the prescribed Form AOC-2 is appended as 'Annexure - 7' to the Board's Report.

The details of related party transaction are disclosed in the notes to the financial statements.

The policy on Related Party Transactions as approved by the Board is uploaded on the Company's website www.iwpkatha.com

38. DISCLOSURES AS PER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESS) ACT, 2013

The Company has zero tolerance for sexual harassment at workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed thereunder. The Company has set up Internal Complaint Committee (ICC) under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 along with its relevant Rules.

The Committee met once during the FY2020 on February 17, 2020.

There was no complaint pending at the beginning of the FY2020. No complaints have been received by the Committee during the FY2020.

39. PARTICULARS OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO.

Information in accordance with the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules 2014 is given in the Annexure - 8 to this Report.

40. HUMAN RESOURCES

Our employees are our core resource and the Company has continuously evolved policies to strengthen its employee value proposition. Your Company was able

to attract and retain best talent in the market and the same can be felt in the past growth of the Company. The Company is constantly working on providing the best working environment to its Human Resources with a view to inculcate leadership, autonomy and towards this objective; your company makes all efforts on training. Your Company shall always place all necessary emphasis on continuous development of its Human Resources. The belief "Great People create Great Organization" has been at the core of the Company's approach to its people.

41. GENERAL

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

- ▲ Issue of equity shares with differential rights as to dividend, voting or otherwise.
- ▲ Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
- ▲ The Company does not have any scheme of provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees.
- ▲ No fraud has been reported by the Auditors to the Audit Committee or the Board.

42. ACKNOWLEDGEMENT

Your Directors take this opportunity to express their sincere thanks to the Governments, Financial Institutions, Bankers and Customers for their co-operation and assistance extended.

Your Directors also wish to express their deep appreciation for the integrity and hard work of all the employees of the Company at all levels to cope-up the challenging scenario and strive for the growth of our Company.

The Board also takes this opportunity to express their deep gratitude for the continued co-operation and support received from the shareholders.

**For and on behalf of the Board Directors of
The Indian Wood Products Co. Ltd.**

**Kolkata
3 July, 2020**

**K K Mohta
Chairman & Managing Director
Din No : 00702306**



ANNEXURE - 1

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/associate companies/joint ventures

Part "A": Subsidiaries

Part "B": Associates and Joint Ventures

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

	Name of associates/Joint Ventures	M/s Agro and Spice Trading Pte Ltd, Singapore
1	Latest audited Balance Sheet Date	31.03.2020
2.	Date on which the Associates or Joint Venture was associated or acquired	18th April, 2016
3	Shares of Associate/Joint Ventures held by the company on the year end	
	i. No. of share	1400050
	ii. Amount of Investment in Associates/Joint Venture	Rs. 93,186,353.65
	iii. Extend of Holding%	50%
4	Description of how there is significant influence	Through Shareholding
5	Reason why the associate/joint venture is not consolidated	Consolidated
6	Net worth attributable to shareholding as per latest audited Balance Sheet	Rs. 6,16,51,644.42/-
7	Profit/Loss for the year	
	i. Considered in Consolidation	(Rs. 79,52,616/-)
	ii. Not Considered in Consolidation	NIL

- Above named Joint Venture are yet to commence operation - NIL
- Names of joint ventures which have been liquidated or sold during the year: NIL

**For and on behalf of Board of Directors of
The Indian Wood Products Co. Ltd.**

Krishna Kumar Mohta
Chairman & Managing Director
(DIN:00702306)

Bharat Mohta
CEO & WTD
(DIN: 00392090)

Kolkata
July 3, 2020

R.K. Agarwal
Chief Financial Officer

Anup Gupta
Company Secretary

**Annual Report on Corporate Social Responsibility (CSR) activities for the financial year ended on 31st March 2020**

[Pursuant to Section 135 of the Companies Act, 2013 and Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014]

1	A brief outline of the Company's CSR Policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.	<p>As a Responsible Corporate Citizen Corporate Social Responsibility (CSR) has always been an integral part of IWP's Vision. Though CSR was introduced by the Companies Act, 2013, but was followed by the Company since long to serve society. A CSR policy was framed in accordance with the provisions of the Companies Act, 2013 and Rules framed there under in line with Schedule VII of the said Act. Our CSR Policy covers activities in the field of health, education, environment, conservation, sustainability and social business projects. During the year, the Company decided to form a CSR Trust in name of "IWP CSR Trust" to undertake various CSR Activities in line with the Company's CSR policy. IWP CSR Trust deed as approved by the Board were submitted with Additional Registrar of Sub-division II, Kolkata, on March 16, 2020. For the Financial year ended March 31, 2020, the Company has spent on the Projects / programs as per the policy and is fully described in annexure A given below.</p> <p>The weblink for CSR Policy is http://www.iwpkatha.com/ csr_policy.pdf</p>
2	The Composition of the CSR Committee	<p>The present constitution of CSR Committee includes:</p> <ol style="list-style-type: none">1. Mr. K K Mohta – Chairman2. Mr. K K Damani – Member3. Mr. Bharat Mohta – Member4. Mr. Vinod Mimani - Member
3.	Average net Profit of the Company for last three financial years	Rs. 2351.97 Lakhs
4.	Prescribed CSR Expenditure (two percent of the amount as in item 3 above)	Rs. 47.04 Lakhs

5	<p>Details of CSR Spent during the financial year</p> <p>Total Amount to be spent for the Financial year</p> <p>Amount Spent</p> <p>Amount unspent if any</p> <p>Manner in which the amount spent during the financial year.</p> <p>Reason for not spending.</p>	<p>Rs. 47.04 Lakhs</p> <p>Rs. 1.16 Lakhs</p> <p>Rs. 45.88 Lakhs</p> <p>The manner in which the amount is spent is detailed in the Annexure A</p> <p>During the year, the Company with the approval of Board created IWP CSR Trust for undertaking CSR activities and trust deed dated February 22, 2020 get registered on March 16, 2020. The Company has identified the project in the field of skill development for undertaking through IWP CSR Trust and the Trust was expected to start the project by the last week of March 2020. But due to COVID-19, the entire country was lockdown from 25th March 2020, the IWP CSR Trust was not able to commence the project, thus, the amount remained unspent.</p> <p>The unspent amount of Rs. 45.88 has been paid to IWP CSR Trust for the project.</p>
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Annexure A: Manner in which the amount spent during the Financial Year is detailed below:

S.N	CSR Project or activity identified	Sector in which the Project is covered	Project or programs (1) Local Area or other (2) State and District where the projects programs was undertaken	Amount outlay (budget) Project or programs wise	Amount spend on the projects or programs direct / Overhead	Cumulative expenditure up to the reporting period	Amount spent: Direct or through implementing agency
1	Food relief efforts	Covid-19	In Bareilly U.P	1.00 Lakhs	1.00 Lakhs	1.00 Lakhs	Through Implementing Agency
2	Food relief efforts	Covid-19	In Bareilly U.P	5.00 Lakhs	0.16 Lakhs	3.77 Lakhs	Directly by the Company

**For and on behalf of Board of Directors of
The Indian Wood Products Co. Ltd.**

**Kolkata
3 July 2020**

K K Mohta
Chairman & Managing Director
Din: 00702306



Form No. MR-3 SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020

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

To,
The Members
THE INDIAN WOOD PRODUCTS CO LTD
CIN: L20101WB1919PLC003557
9 Brabourne Road, 7th floor,,
Kolkata – 700 001

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **The Indian Wood Products Co. Ltd.** (hereinafter referred as 'the Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31 March 2020 ('Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms

and returns filed and other records maintained by the Company for the financial year ended on 31 March 2020, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999, and the rules and regulations made thereunder to the extent of Overseas Direct Investment;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 – **No events / actions occurred during the Audit Period in pursuance of this regulation;**



- (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 – **No events / actions occurred during the Audit Period in pursuance of this regulation;**
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 – **No events / actions occurred during the Audit Period in pursuance of this regulation;**
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 – **No events / actions occurred during the Audit Period in pursuance of this regulation;**
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 – **No events / actions occurred during the Audit Period in pursuance of this regulation;** and
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015; and
- (vi) Other specifically applicable laws to the Company, namely;
- Water (Prevention and Control of Pollution) Act, 1974 and Air (Prevention and Control of pollution) Act, 1981;
 - Factories Act, 1948;
 - Food Safety and Standards Act, 2006; and
 - Boiler Act 1923 & Indian Boiler Regulation, 1950

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

I have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company.

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

I further report that:

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors including a Woman Director. 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.
- Adequate notice is given to all directors for the Board Meetings, including Committees thereof, along with agenda and detailed notes on agenda 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 by the directors.
- All decisions at Board Meetings and Committee Meetings are carried out unanimously and recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

I further report that the compliance by the Company of applicable financial laws such as direct and indirect tax



laws and maintenance of financial records and books of accounts have not been reviewed in this audit since the same have been subject to review by the statutory financial auditors, tax auditors and other designated professionals.

I further report that as per the explanations given to me and the representation made by the Management and relied upon by me, 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.

I further report that during the audit period, there was

no other event/action having major bearing on the Company's affairs.

M Shahnawaz & Associates

Company Secretaries

Firm Regn. No. S2015WB331500

CS Md. Shahnawaz

(Proprietor)

Membership No.: 21427

CP No.: 15076

UDIN: A021427B000411729

Kolkata

July 3, 2020

Note: This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.



To,
The Members
THE INDIAN WOOD PRODUCTS CO LTD
CIN:L20101WB1919PLC003557
9 Brabourne Road, 7th floor,
Kolkata-700001

My 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. My responsibility is to express an opinion on these secretarial records based on our audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I 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. My examination was limited to the verification of procedures on test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

M Shahnawaz & Associates

Company Secretaries

Firm Regn. No: S2015WB331500

CS Md. Shahnawaz

(Proprietor)

Membership No.: 21427

CP No.: 15076

UDIN: A021427B000411729

Kolkata

3 July, 2020

**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
THE INDIAN WOOD PRODUCTS CO LTD
CIN:L20101WB1919PLC003557
9 Brabourne Road, 7th Floor,
Kolkata-700001

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **The Indian Wood Products Co Ltd** having CIN L20101WB1919PLC003557 and having registered office at 9, Brabourne Road, 7th Floor, Kolkata – 700001 (hereinafter referred to as 'the Company'), produced before me 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 my opinion and to the best of my 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 me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2020, have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority:

Sr. No.	Name of Director	DIN	Date of appointment in Company
1.	Krishna Kumar Mohta	00702306	29/05/1980
2.	Bharat Mohta	00392090	30/10/2005
3.	Krishna Kumar Damani	01385252	15/04/1998
4.	Rajendra Prasad Chetani	00392215	27/04/2004
5.	Sanjay Kumar Maheswary	00497335	30/01/2004
6.	Vinod Kumar Maheshwary	02659320	13/04/2009
7.	Vinod Mimani	00053976	30/12/2014
8.	Drisha Poddar	07729080	18/02/2017

Ensuring the eligibility of 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.

M Shahnawaz & Associates

Company Secretaries
Firm Regn. No. S2015WB331500

CS Md. Shahnawaz

(Proprietor)
Membership No.: 21427

CP No.: 15076
UDIN: A021427B000411817
Kolkata, July 3, 2020



ANNEXURE- 4

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

- (i) **The ratio of the remuneration of each Executive Director to the median remuneration of the employees of the Company for the financial year 2019-20**

Sr. No	Name of Director	Designation	Ratio of remuneration of each Director to the Median Remuneration
1	Krishna Kumar Mohta	Chairman and Managing Director	43.76
2	Bharat Mohta	Whole Time Director and CEO	45.54
3	Krishna Kumar Damani	Executive Director	18.48

- (ii) **The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year**

Sr. No	Name of Director and KMP	Designation	Percentage increase in Remuneration
1	Krishna Kumar Mohta	Chairman and Managing Director	18.58
2	Bharat Mohta	Whole Time Director and CEO	24.29
3	Krishna Kumar Damani	Executive Director	4.19
4	Raj Kumar Agarwal	Chief Financial Officer	4.40
5	Anup Gupta	Company Secretary and Compliance Officer	3.77

- (iii) **Percentage increase in the median remuneration of all employees in the financial year 2019-20:**

There was no increase in the median remuneration of employees during the financial year 2019-20.

- (iv) **Number of permanent employees on the rolls of the Company as on March 31, 2020:**

There were 418 permanent employees on the rolls of the Company as on March 31, 2020.

- (v) **Comparison of average percentage increase in salary of employees other than Key Managerial Personnel and the percentage increase in the remuneration paid to Key Managerial Personnel.**

Average percentage increase of non managerial employees is not comparable as there is no increase in the salaries during the last Financial Year 2019-20. The Median Salary taken in 2019-20 is Rs. 454719 (Number of Employees 418) compare to Median Salary taken for previous year was Rs. 475049 (Number of Employees 335). However the average increase in the managerial remuneration during the year was 11.05% which is based on their performance, industry standard and expertise. The executive remuneration for FY 2020 is lower than FY 2019 in view of the economic conditions impacted by the COVID-19 pandemic. The Directors have decided to moderate the executive remuneration for this year to express solidarity and conserve resources.

- (vi) **Affirmation that the remuneration is as per the Nomination and Remuneration Policy of the Company:**

It is hereby affirmed that the remuneration paid to all the Director, KMP, Senior Managerial Personnel and all other employees of the Company during the financial year ended March 31, 2020 were as per the Nomination and Remuneration Policy of the Company.

**For and on behalf of Board of Directors of
The Indian Wood Products Co. Ltd.**

K K Mohta
Chairman & Managing Director
DIN - 00702306

Bharat Mohta
CEO & WTD
DIN - 00392090

Kolkata
3 July 2020



ANNEXURE- 5

Statement of Particulars of employees pursuant to the provisions of Section 197(12) of the Companies Act, 2013 with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for the year ended March 31, 2020

Top 10 Employees in terms of remuneration drawn in excess of the prescribed limit

Sr No.	Name	Designation	Nature of Employment Whether Contractual or Otherwise	Qualification and Experience of the Employee including previous employment	Age (Years)	Date of Commence of Employment	Remuneration received (Rs. in Lakhs)	The Last employment held before joining the Company	The Percentage of equity share held
1.	Krishna Kumar Mohta	Chairman and Managing Director	Permanent	Bachelor of Science from Calcutta University, 51 Years	72	29.05.1980	199.10	NA	3.10
2.	Bharat Mohta	Whole Time Director and Chief Executive Officer	Permanent	Bachelor of Commerce from Kolkata University and Business Diploma from ICFAI, 26 Years	45	30.10.2005	207.22	AEW Ltd.	11.94
3.	Krishna Kumar Damani	Executive Director	Permanent	B. Tech (Hons) Chem. Engg., 49 Years	71	15.04.1998	84.10	BEC Food Ltd.	NA
4.	Rajiv Mundra	Vice President-Marketing	Permanent	Bachelor of Commerce, 35 Years	57	01.04.2005	59.15	B.C.P.L.	NA
5.	Ravi Chandak	AGM (Commercial)	Permanent	C.A.& M.B.A., 26 Years	52	10.03.1998	29.11	Orient Fans Ltd.	NA
6.	Ashish Chandak	Vice President	Permanent	C.A. , 34 Years	57	12.11.2018	27.90	RR Global	NA
7.	Raj Kumar Agarwal	Chief Financial Officer	Permanent	B.Com & LLB, 48 Years	69	31.07.1982	22.44	AEW Ltd.	NA

Sr No.	Name	Designation	Nature of Employment Whether Contractual or Otherwise	Qualification and Experience of the Employee including previous employment	Age (Years)	Date of Commence of Employment	Remuneration received (Rs. in Lakhs)	The Last employment held before joining the Company	The Percentage of equity share held
8.	Mr Anand Kumar Rai	AGM (HR & Admin)	Permanent	M.A. (Social Work), PHD & LLB, 21 Years	44	07.05.2012	19.63	MJP Rohaikhand University	NA
9.	Mr. Ajit Kumar Acharya	Secretarial Officer	Permanent	M.Com, LLB 48 Years	68	01.08.1980	19.56	Modern India Construction Co. Ltd	NA
10.	Mr. Jagdish Chandra Tiwari	Sr. Manager Production	Permanent	B.S.C & M.S.C. 29 Years	53	30.07.1999	19.11	Mahesh Udyog (BDM)	NA

Notes :

- None of the employees employed for part of the financial year 2019 - 2020, who is in receipt of remuneration in excess of the prescribed limit.
- Except for Mr. Krishna Kumar Mohta & Mr. Bharat Mohta, none of the employees mentioned above are related to any of the Directors of the Company.
- All appointment are terminable by notice on either side
- Remuneration includes salary, bonus, commission, various allowances, performances incentive, contribution to provident fund and superannuation fund and taxable value of perquisite but excludes provision for gratuity and leave encashment.
- The terms of Service of Mr. Krishna Kumar Mohta, Mr. Bharat Mohta and Mr. Krishna Kumar Damani are governed by the Special Resolution, passed by the shareholders of the Company dated February 15, 2018.

**For and on behalf of Board of Directors of
The Indian Wood Products Co. Ltd.**

**Kolkata
3 July 2020**

K K Mohta
Chairman & Managing Director
DIN - 00702306

Bharat Mohta
CEO & WTD
DIN - 00392090



EXTRACT OF ANNUAL RETURN FORM NO. MGT 9

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company
(Management & Administration) Rules, 2014.

As on financial year ended on 31.03.2020

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L20101WB1919PLC003557
2.	Registration Date	23-12-1919
3.	Name of the Company	THE INDIAN WOOD PRODUCTS CO LTD
4.	Category/Sub-category of the Company	Company having Share Capital
5.	Address of the Registered office & contact details	Bombay Mutual Building 9, Brabourne Road, 7th Floor, Kolkata – 700 001 (West Bengal) Phone- 033 8232023820 Fax 033 22426799
6.	Whether listed company	Yes with BSE Ltd
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Niche Technologies Pvt Ltd 3A, Auckland Place 7th Floor, Room No. 7A & 7B, Kolkata – 700 0017 Phones: 033 22806616/17/18 e-mail nichetechpl@nichetechpl.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Katha	12007	77.22
2	Cutch	12007	22.76

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES.

S.No.	Name and address of the Company	CIN/GLN	Holding/ % of Applicable Subsidiary Shares Section/ Associates held
N I L			



FORM NO. MGT 9 (Contd.)

IV. SHARE HOLDING PATTERN (Equity Share Capital Break-up as Percentage of Total Equity)

A) Category-wise Share Holding

Category of Shareholders	No of Shares held at the beginning of the year [As on 31- March-2019]				No of Shares held at the end of the year [As on 31- March-2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual /HUF	30868560	0	30868560	48.26	31133692	0	31133692	48.67	0.41
b) Central Govt	0	0	0	0	0	0	0	0	-
c) State Govt (s)	0	0	0	0	0	0	0	0	-
d) Bodies Corp.	14011960	0	14011960	21.90	14338966	0	14338966	22.41	0.51
e) Banks/ FI	0	0	0	0	0	0	0	0	-
f) Any Other	0	0	0	0	0	0	0	0	-
Total Shareholding of Promoters (A)	44880520	0	44880520	70.16	45472658	0	45472658	71.08	0.92
B. Public Shareholding									
1. Institutions									
a) Mutual Fund	0	0	0	0	0	0	0	0	-
b) Bank/FI	330040	71680	401720	0.63	330040	71680	401720	0.63	-
c) Central Govt	0	0	0	0	0	0	0	0	-
d) State Govt(s)	0	0	0	0	0	0	0	0	-
e) Venture Capital Funds	0	0	0	0	0	0	0	0	-
f) Insurance Companies	0	0	0	0	0	0	0	0	-
g) FIs	0	0	0	0	0	0	0	0	-
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	-
i) Others (specify)	0	0	0	0	0	0	0	0	-
Sub-total (B)(1):-	330040	71680	401720	0.63	330040	71680	401720	0.63	-
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	2195539	99180	2294719	3.58	1675701	88480	1764181	2.76	-0.83
ii) Overseas	0	0	0	0	0	0	0	0	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	5814466	3274890	9089356	14.21	6487603	2723051	9210654	14.40	0.19



FORM NO. MGT 9 (Contd.)

Category of Shareholders	No of Shares held at the beginning of the year [As on 31- March-2019]				No of Shares held at the end of the year [As on 31- March-2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	4799535	398610	5198145	8.13	4757233	309625	5066858	7.92	-0.21
c) Others (specify)									
Non-Resident Indians	18230	1192760	1210990	1.89	11774	1192760	1204534	1.88	-0.01
Overseas Corporate Bodies	0	0	0	0	0	0	0	0	-
Foreign Nationals	0	0	0	0	0	0	0	0	-
Clearing Members	109440	0	109440	0.17	31941	0	31941	0.05	-0.12
Trusts	0	0	0	0	1609	0	1609	0	-
IEPF Authority	787830	0	787830	1.23	818565	0	818565	1.28	0.05
Foreign Bodies - D R	0	0	0	0	0	0	0	0	-
Sub-total (B)(2):-	13725040	4965440	18690480	29.21	13784426	4313916	18098342	28.29	-0.92
Total Public Shareholding (B)=(B)(1)+ (B)(2)	14055080	5037120	19092200	29.84	14114466	4385596	18500062	28.92	-0.92
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	-
Grand Total (A+B+C)	58935600	5037120	63972720	100	59587124	4385596	63972720	100	-

B) Shareholding of Promoter-

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Arvind Engg Works Ltd	608400	0.95	Nil	608400	0.95	Nil	-
2	Acma Industrial Project Pvt Ltd	-	-	-	230124	0.35	Nil	0.35
3	Indian Glass & Ele. Ltd	1200000	1.88	Nil	1200000	1.88	Nil	-
4	Security Co Ltd	12203560	19.08	Nil	12300442	19.23	Nil	0.15
5	Avanti Mohta	7526160	11.77	Nil	7526160	11.77	Nil	-
6	Bharat Mohta	7589000	11.86	Nil	7637530	11.94	Nil	0.08
7	Bharat Mohta HUF	4550000	7.11	Nil	4550000	7.11	Nil	-
8	Krishna Kumar Mohta	1763200	2.75	Nil	1979802	3.09	Nil	0.34
9	Krishna Kumar Mohta HUF	280000	0.44	Nil	280000	0.44	Nil	-
10	Savita Mohta	9160200	14.32	Nil	9160200	14.32	Nil	-
	Total	44880520	70.16	Nil	45472658	71.08	Nil	0.92

FORM NO. MGT 9 (Contd.)

C) Change in Promoters' Shareholding (please specify, if there is no change)

SN	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	ACMA Industrial Project Pvt Ltd				
	a) At the Beginning of the Year	-	-		
	b) Changes during the year				
	Date Reason				
	13/12/2019 Transfer	98524	0.15	98524	0.15
	20/12/2019 Transfer	50000	0.08	148524	0.23
	27/12/2019 Transfer	42600	0.06	191124	0.29
	31/12/2019 Transfer	25000	0.04	216124	0.33
	03/01/2020 Transfer	14000	0.02	230124	0.35
	c) At the End of the Year			230124	0.35
2	Arvind Engineering Works Ltd				
	a) At the Beginning of the Year	608400	0.95		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			608400	0.95
3	Avanti Mohta				
	a) At the Beginning of the Year	7526160	11.77		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			7526160	11.77
4	Bharat Mohta				
	a) At the Beginning of the Year	7589000	11.86		
	b) Changes during the year				
	Date Reason				
	28/06/2019 Transfer	11200	0.02	7600200	11.88
	05/07/2019 Transfer	1500	0.00	7601700	11.88
	30/08/2019 Transfer	9325	0.02	7611025	11.90
	27/09/2019 Transfer	5128	0.01	7616153	11.91
	04/10/2019 Transfer	21377	0.03	7637530	11.94
	c) At the End of the Year			7637530	11.94
5	Bharat Mohta HUF				
	a) At the Beginning of the Year	4550000	7.11		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			4550000	7.11
6	Indian Glass & Electricals Ltd				
	a) At the Beginning of the Year	1200000	1.88		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			1200000	1.88



FORM NO. MGT 9 (Contd.)

SN	Particulars	Shareholding at the beginning of the year		Cumulative Shares holding during the year 1.4.2018 to 31.03.2019	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
7	Krishna Kumar Mohta HUF				
	a) At the Beginning of the Year	280000	0.44		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			280000	0.44
8	Krishna Kumar Mohta				
	a) At the Beginning of the Year	1763200	2.75		
	b) Changes during the year				
	Date Reason				
	21/06/2019 Transfer	9000	0.01	1772200	2.76
	28/06/2019 Transfer	1500	0.00	1773700	2.76
	23/08/2019 Transfer	5779	0.01	1779479	2.77
	30/08/2019 Transfer	13052	0.02	1792531	2.79
	06/09/2019 Transfer	7871	0.01	1800402	2.80
	13/09/2019 Transfer	3900	0.01	1804302	2.81
	20/09/2019 Transfer	1200	0.00	1805502	2.82
	04/10/2019 Transfer	1000	0.00	1806502	2.82
	22/11/2019 Transfer	80000	0.13	1886502	2.95
	29/11/2019 Transfer	50800	0.08	1937302	3.03
	13/12/2019 Transfer	40000	0.06	1977302	3.09
	27/03/2020 Transfer	2500	0.00	1979802	3.09
	c) At the End of the Year			1979802	3.09
9	Savita Mohta				
	a) At the Beginning of the Year	9160200	14.32		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			9160200	14.32
10	Security Company Ltd				
	a) At the Beginning of the Year	12203560	19.08		
	b) Changes during the year				
	Date Reason				
	29/11/2019 Transfer	21000	0.03	12224560	19.11
	06/12/2019 Transfer	70000	0.11	12294560	19.22
	14/02/2020 Transfer	4500	0.01	12299060	19.23
	06/03/2020 Transfer	1382	0.00	12300442	19.23
	c) At the End of the Year			12300442	19.23
	Total	44880520	70.16	45472658	71.08

FORM NO. MGT 9 (Contd.)

D) Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shares holding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Investor Education and Protection Fund Authority (MCA)				
	a) At the Beginning of the Year	787830	1.23		
	b) Changes during the year				
	Date Reason				
	06/03/2020 Transfer	30735	0.05	818565	1.28
	c) At the End of the Year			818565	1.28
2	S.M. Genl. Sir Kaiser Shum S Jung (Decd)				
	a) At the Beginning of the Year	503460	0.79		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			503460	0.79
3	Shri Bhupendra Prasad Shah				
	a) At the Beginning of the Year	450480	0.70		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			450480	0.70
4	Vinaben Jivanlal Patel				
	a) At the Beginning of the Year	411680	0.64		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			411680	0.64
5	Konark Towers Pvt Ltd				
	a) At the Beginning of the Year	384910	0.60		
	b) Changes during the year				
	Date Reason				
	12/04/2019 Transfer	-2225	0.00	382685	0.60
	19/07/2019 Transfer	1500	0.00	384185	0.60
	02/08/2019 Transfer	7000	0.01	391185	0.61
	22/11/2019 Transfer	-25000	0.04	366185	0.57
	27/12/2019 Transfer	-33500	0.05	332685	0.52
	31/12/2019 Transfer	-13925	0.02	318760	0.50
	06/03/2020 Transfer	16500	0.03	335260	0.52
	20/03/2020 Transfer	1500	0.00	336760	0.53
	c) At the End of the Year			336760	0.53



FORM NO. MGT 9 (Contd.)

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shares holding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
6	National Insurance Company Limited				
	a) At the Beginning of the Year	330040	0.52		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			330040	0.52
7	Durga Prasad Kedia				
	a) At the Beginning of the Year	324000	0.51		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			324000	0.51
8	JMS Mining Private Limited				
	a) At the Beginning of the Year	725544	1.13		
	b) Changes during the year				
	Date Reason				
	17/05/2019 Transfer	-101858	0.16	623686	0.98
	24/05/2019 Transfer	-289140	0.45	334546	0.52
	21/06/2019 Transfer	-50000	0.08	284546	0.45
	c) At the End of the Year			284546	0.45
9	Jai Kishan Mohta				
	a) At the Beginning of the Year	245930	0.38		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			245930	0.38
10	Arun Kumar Gupta				
	a) At the Beginning of the Year	209000	0.38		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			209000	0.38

FORM NO. MGT 9 (Contd.)

E) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Director and each Key Managerial Personnel (Date wise Increase/ Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc.))	Shareholding at the beginning of the year		Cumulative Shares holding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Bharat Mohta				
	a) At the Beginning of the Year	7589000	11.86		
	b) Changes during the year				
	Date Reason				
	28/06/2019 Transfer	11200	0.02	7600200	11.88
	05/07/2019 Transfer	1500	0.00	7601700	11.88
	30/08/2019 Transfer	9325	0.02	7611025	11.90
	27/09/2019 Transfer	5128	0.01	7616153	11.91
	04/10/2019 Transfer	21377	0.03	7637530	11.94
	c) At the End of the Year			7637530	11.94
2	Krishna Kumar Mohta				
	a) At the Beginning of the Year	1763200	2.75		
	b) Changes during the year				
	Date Reason				
	21/06/2019 Transfer	9000	0.01	1772200	2.76
	28/06/2019 Transfer	1500	0.00	1773700	2.76
	23/08/2019 Transfer	5779	0.01	1779479	2.77
	30/08/2019 Transfer	13052	0.02	1792531	2.79
	06/09/2019 Transfer	7871	0.01	1800402	2.80
	13/09/2019 Transfer	3900	0.01	1804302	2.81
	20/09/2019 Transfer	1200	0.00	1805502	2.82
	04/10/2019 Transfer	1000	0.00	1806502	2.82
	22/11/2019 Transfer	80000	0.13	1886502	2.95
	29/11/2019 Transfer	50800	0.08	1937302	3.03
	13/12/2019 Transfer	40000	0.06	1977302	3.09
	27/03/2020 Transfer	2500	0.00	1979802	3.09
	c) At the End of the Year			1979802	3.09
3	Raj Kumar Agarwal				
	a) At the Beginning of the Year	2280	0.00		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			2280	0.00



FORM NO. MGT 9 (Contd.)

SN	Shareholding of each Director and each Key Managerial Personnel (Date wise Increase/ Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc.))	Shareholding at the beginning of the year		Cumulative Shares holding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
4	Rajendra Prasad Chetani				
	a) At the Beginning of the Year	4560	0.01		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			4560	0.01
5	Sanjay Kumar Maheswari				
	a) At the Beginning of the Year	3000	0.01		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			3000	0.01
6	Vinod Kumar Maheshwary				
	a) At the Beginning of the Year	2000	0.00		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			2000	0.00
	Total	9364040	14.64	9629172	15.05

V) **INDEBTEDNESS** -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

(₹ in lacs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	5594.83	66.50	0	5661.33
ii) Interest due but not paid	11.24	0	0	11.24
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	5606.07	66.50	0	5672.57
Change in Indebtedness during the financial year				
* Addition	1481.69	35.72	0	1517.41
* Reduction	0	0	0	0
Net Change	1481.69	35.72	0	1517.41
Indebtedness at the end of the financial year				
i) Principal Amount	7081.75	102.22	0	7183.97
ii) Interest due but not paid	6.01	0	0	6.01
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	7087.76	102.22	0	7189.98



FORM NO. MGT 9 (Contd.)

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(₹ in lacs)

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
		Mr. K. K. Mohta	Mr. Bharat Mohta	Mr. K. K. Damani	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	153.00	138.00	78.46	369.46
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	46.10	69.21	5.64	120.95
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0.00	0.00	0.00	0.00
2	Stock Option	0.00	0.00	0.00	0.00
3	Sweat Equity	0.00	0.00	0.00	0.00
4	Commission				
	- as % of profit				
	- others, specify...	0.00	0.00	0.00	0.00
5	Others, please specify	0.00	0.00	0.00	0.00
	Total (A)	199.10	207.21	84.10	490.41

B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors					Total Amount
		Mr. R P Chetani	Mr. S K Maheswary	Mr. V K Maheswary	Mr. V Mimani	Mrs. D Poddar	
1	Independent Directors	0	0.39	0.39	0.15	0.08*	1.01
	Fee for attending board / committee meetings	0	0	0	0	0	0
	Commission	0	0	0	0	0	0
	Others, please specify	0	0	0	0	0	0
	Total (1)	0	0.39	0.39	0.15	0.08	1.01
2	Other Non-Executive Directors						
	Fee for attending board / committee meetings	0.39	0	0	0	0	0.39
	Commission	0	0	0	0	0	0
	Others, please specify	0	0	0	0	0	0
	Total (2)	0.39	0	0	0	0	0
	Total (B)=(1+2)	0.39	0.39	0.39	0.15	0.08	1.40
Total Managerial Remuneration							

* Rounded off for ₹. +/- 500.00



FORM NO. MGT 9 (Contd.)

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

SN	Particulars of Remuneration	Key Managerial Personnel		
		CFO	CS	Total
1	Gross salary	Mr. R K Agarwal	Mr. Anup Gupta	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	18.94	7.96	26.9
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	3.50	0.59	4.09
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0
2	Stock Option	0	0	0
3	Sweat Equity	0	0	0
4	Commission			
	- as % of profit			
	- others specify	0	0	0
5	Others, please specify	0	0	0
	Total	22.44	8.55	30.99

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
Penalty					
Punishment					
Compounding					
OTHER OFFICERS IN DEFAULT			NIL		
Penalty					
Punishment					
Compounding					

For and on behalf of Board of Directors of
The Indian Wood Products Co. Ltd.

K K Mohta
Chairman & Managing Director
DIN - 00702306

Bharat Mohta
CEO & WTD
DIN - 00392090

Kolkata
3 July, 2020



FORM NO. AOC – 2

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

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

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

Sl. No.	Particulars	Details
a	Name(s) of the related party & Nature of relationship	NIL
b	Nature of Contracts/arrangements/transaction	NIL
c	Duration of the Contract/arrangement/transaction	NIL
d	Salient terms of the contracts or arrangement or transaction including the value, if any	NIL
e	Justification for entering into such contracts or arrangements or transactions'	NIL
f	Date of approval by the Board	NIL
g	Amount paid as advance, if any	NIL
h	Date on which the special resolution was passed in General Meeting as required under first proviso to section 188	NIL

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

Sl. No.	Particulars	Details		
a	Name(s) of the related party & Nature of relationship	1) Agro Spice & Trading Pte Ltd Joint Venture Company	2) Pt Sumatra Resources International Subsidiary of Joint Venture Company	3) Pt. Thea Universal Trade Subsidiary of Joint Venture Company
b	Nature of contracts/arrangements/transaction	Purchase of Raw material	Purchase of Raw material	Purchase of Raw material
c	Duration of the contracts/arrangements/transaction	On going	On going	On going
d	Salient terms of the contracts/arrangements/transaction	On Arm's Length Basis	On Arm's Length Basis	On Arm's Length Basis
e	Date of approval by the Board	May 24, 2019	May 24, 2019	May 24, 2019
f	Amount paid as advance, if any	Rs. 28.57 Lakhs

For and on behalf of Board of Directors of
The Indian Wood Products Co. Ltd.

Krishna Kumar Mohta
Chairman & Managing Director
(DIN 00702306)

Bharat Mohta
CEO & Whole Time Director
(DIN 00392090)

Kolkata
3 July, 2020

R.K. Agarwal
Chief Financial Officer

Anup Gupta
Company Secretary
(M.No. A36061)

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS & OUTGO ETC.**

Information on conservation of Energy Technology absorption, Foreign Exchange and outgo as required to be disclosed U/s. 134 of the Companies Act, 2013 read with Companies (Accounts) Rule, 2014

A. CONSERVATION OF ENERGY

(i)	The Step taken or impact on energy conservation	Energy Conservation continues to receive priority attention at all level. The Company ensures use of energy efficient equipments and appliance in operations to conserve energy
(ii)	The Step taken by the Company for utilizing alternate source of Energy	The Company had been utilizing spent wooden chips and spent Cashew Husk along with waste chips of popular/Eucalyptus in place of Coal.
(iii)	The Capital Investment on Energy Conservation Equipments	The Company has installed improved Refrigeration System in our manufacturing process. This has resulted saving in energy as well as quality improvement of our products to improve cooling and to save energy. Company has replaced some of Frozen Cooling Unit to Ammonia Cooling Unit.

B. TECHNOLOGY ABSORPTION

(i)	The efforts made towards technology absorption	Updation of technology is a continuous process. Company is continuously adopting and implementing new and upgraded technology in operations									
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution	The use of improved technology resulted in improvement in quality of Katha.									
(iii)	In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)	No imported technology is available.									
(iv)	Expenditure incurred on Research & Development	<table border="1"> <thead> <tr> <th></th> <th>2019-20 (Rs)</th> <th>2018-19 (Rs)</th> </tr> </thead> <tbody> <tr> <td>Capital Expenditure</td> <td>5,53,604/-</td> <td>27,730/-</td> </tr> <tr> <td>Recurring Expenditure</td> <td>3,69,108/-</td> <td>12,75,177/-</td> </tr> </tbody> </table>		2019-20 (Rs)	2018-19 (Rs)	Capital Expenditure	5,53,604/-	27,730/-	Recurring Expenditure	3,69,108/-	12,75,177/-
	2019-20 (Rs)	2018-19 (Rs)									
Capital Expenditure	5,53,604/-	27,730/-									
Recurring Expenditure	3,69,108/-	12,75,177/-									

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

The export market is not consistent and favorable for Katha. Moreover, as per the past trend the ratio of Export Sales to domestic Sales of the company is neither significant nor material. However, Company is regularly importing Raw Materials for its consumption resulting in earnings / outgo as under:-

	2019-20 (Rs)	2018-19 (Rs)
1. Earnings	1, 04, 83,816/-	NIL
2. Outgo	37, 28, 09,375.25/-	75, 18, 95, 694/-

For and on behalf of Board of Directors of
The Indian Wood Products Co. Ltd.

K K Mohta

Chairman & Managing Director

DIN - 00702306

Kolkata
3 July, 2020



MANAGEMENT DISCUSSION & ANALYSIS

FY2020 represents fiscal year 2019-20, from 1 April 2019 to 31 March 2020, and analogously for FY2019 and previously such labeled years.

Global Economic

Global growth is projected at ~ 4.9 percent in 2020, 1.9 percentage points below the April 2020 World Economic Outlook (WEO) forecast. The COVID-19 pandemic has had a more negative impact on activity in the first half of 2020 than anticipated, and the recovery is projected to be more gradual than previously forecast. In 2021, global growth is projected at 5.4 percent. Overall, this would leave 2021 GDP some 6½ percentage points lower than in the pre-COVID-19 projections of January 2020. The adverse impact on low-income households is particularly acute, imperiling the significant progress made in reducing extreme poverty in the world since the 1990s.

The outbreak of COVID-19 and the wide-ranging measures needed to slow its advance have precipitated an unprecedented collapse in oil demand, a surge in oil inventories, and, in March 2020, the steepest one-month decline in oil prices on record. Like other countries, energy-exporting EMDEs face an unprecedented public health crisis, but their fiscal positions were already strained even before the recent collapse in oil revenues.

The COVID-19 pandemic pushed economies into a Great Lockdown, which helped contain the virus and save lives, but also triggered the worst recession since the Great Depression. The Lockdown has become more severe, many governments have stepped up their emergency lifelines to protect people, preserve jobs, and prevent bankruptcies. The steep contraction in economic activity and fiscal revenues, along with the sizable fiscal support, has further stretched public finances, with global public debt projected to reach more than 100 percent of GDP this year.

Over 75 percent of countries are now reopening at the same time as the pandemic is intensifying in many

emerging market and developing economies. Several countries have started to recover. However, in the absence of a medical solution, the strength of the recovery is highly uncertain and the impact on sectors and countries uneven.

On the positive side, the recovery is benefitting from exceptional policy support, particularly in advanced economies, and to a lesser extent in emerging market and developing economies that are more constrained by fiscal space. Global fiscal support now stands at over \$10 trillion and monetary policy has eased dramatically through interest rate cuts, liquidity injections, and asset purchases. In many countries, these measures have succeeded in supporting livelihoods and prevented large-scale bankruptcies, thus helping to reduce lasting scars and aiding a recovery.

This exceptional support, particularly by major central banks, has also driven a strong recovery in financial conditions despite grim real outcomes. Equity prices have rebounded, credit spreads have narrowed, portfolio flows to emerging market and developing economies have stabilized, and currencies that sharply depreciated have strengthened. By preventing a financial crisis, policy support has helped avert worse real outcomes. At the same time, the disconnect between real and financial markets raises concerns of excessive risk taking and is a significant vulnerability.

Indian Economic

The economic impact of the 2020 Covid-19 Pandemic in India has been largely disruptive. India's growth in the fourth quarter of the fiscal year 2020 went down to 3.1%. Unemployment rose from 6.7% on 15 March 2020 to 26% on 19 April 2020, and then back down to pre-lockdown levels by mid-June 2020. During the lockdown, an estimated 14 Crore (140 million) people lost employment while salaries were cut for many others. More than 45% of households across the nation have reported an income drop as compared to the previous year. The



Indian economy was expected to lose over ₹32,000 Crore (US\$4.5 billion) every day during the first 21-days of complete lockdown, which was declared following the corona virus outbreak. Under complete lockdown, less than a quarter of India's \$2.8 trillion economic movement was functional. Up to 53% of businesses in the country were projected to be significantly affected. Supply chains have been put under stress with the lockdown restrictions in place. Those in the informal sectors and daily wage groups have been at the most risk. A large number of farmers around the country who grow perishables also faced uncertainty.

The Government of India announced a variety of measures to tackle the situation, from food security and extra funds for healthcare and for the states, to sector related incentives and tax deadline extensions. In March 2020, a number of economic relief measures for the poor were announced totaling over ₹170,000 Crore (US\$24 billion). The Reserve Bank of India also announced a number of measures which would make available ₹374,000 Crore (US\$52 billion) to the country's financial system. The World Bank and Asian Development Bank approved support to India to tackle the corona virus pandemic.

The World Bank expects India's economy to contract 3.2% in the current fiscal year, a sharp downgrade from its April 2020 projection of 1.5% - 2.8% growth, citing stringent lockdown and spillovers from weaker global growth.

India's foreign exchange reserves reached Rs 37.31 Lakhs Crore (US\$ 493.48 billion) in the week up to May 29, 2020 according to the data from RBI.

The growth of real Gross Value Added (GVA) at basic price was 3.9 per cent in 2019-20 (provisional estimates) compared to 6.0 per cent in 2018-19 (revised estimates).

The share of total final consumption (private and public consumption) in GDP at current prices was estimated at 72 per cent in 2019-20 compared to 70.40 per cent in 2018-19.

India's trade deficit stood at US\$ 3.1 billion in May 2020, the lowest recorded trade deficit since February 2009.

Compared to April 2020, trade deficit narrowed during May with export improving over import. India's overall export (Merchandise and Services combined) in April-May 2020-21 stood at US\$ 61.57 billion, declining 33.66 per cent over the same period last year. Overall import was around US\$ 57.19 billion in April-May 2020-21, declining 48.31 per cent over the same period last year.

Indian Katha Industry

The root of usages of Katha in India goes back to ancient time. Katha was in use even before Morya Dynasty as Ayurvedic medicine. However, initial the manufacturing of Katha was carried by unorganized sector. Only in British era manufacturing of Katha with scientific method started. However, unorganized sector is still in operation and leads in the industry with maximum share. The overall size of the Katha industry is about 2000 crores p.a. with the organized segment being approx. 30%. Primarily, the Paan is the medium to consume Katha.. Since last 30 to 35 years it is also used in Pan Masala. Katha is extracted from Khair tree and while producing Katha Cutch is also produced as bio-product Acacia is the botanical name of this tree and it has different varieties like Acacia Sundra, Acacia Catechuoides & Acacia Catechu. These species of tree are mainly concentrated in Uttarakhand, U.P, Assam, Gujarat, Maharashtra, J&K, Punjab and Himachal Pradesh. Katha manufacturing is an important forest-based traditional industry in India.

Katha has also got medicinal values as well and is used in ayurvedic preparations as it cures itching, indigestion and is effective in skin disorder, ulcer, boils, piles, throat diseases and diabetic Therapy etc. On the other hand, cutch has various industrial applications. It is one of the important sources of vegetable tanning materials, used extensively as an additive to the drilling mud used for oil drilling and for preservation of sailing rods, fishing nets, mail bags etc. Thus, both products are versatile with varied application.

The demand for Premium quality Katha is growing significantly. Our company continues to be leading player in Katha industry.



Indian Spice Industry

Indian spices have a rich legacy. They have been in great demand since the 12th century. Even before the Christian era, the Greek merchants flooded the markets of south India to buy spices, which were considered a luxury item. The Indian spices were the main lure for crusaders during their expeditions to the country. India being the home of spices, boasts a long history of trading with the ancient civilizations of Rome and China.

Today in the present era Indian spices are the most sought-after globally, given their exquisite aroma, texture, taste and medicinal value. India has the largest domestic market for spices in the world. Traditionally, spices in India have been grown in small land holdings, with organic farming gaining prominence in recent times. India is the world's largest producer, consumer and exporter of spices; the country produces about 75 of the 109 varieties listed by the International Organization for Standardization (ISO) and accounts for half of the global trading in spices.

India has the largest domestic market of spices in the world. Spices are used for different religious ceremonies and in medicines apart from cooking in India. Spices are the most rapidly growing category in food and demand for spices with high quality, safely packaged and containing natural colours is expanding robustly.

The market is largely unorganized and the branded segment makes up about 15%. The branded market is dominated by players such as MTR, Badshaah, Catch, Everest, Ramdev etc. Recently, Tata Chemicals has launched its spices brand Tata Sampann Spices. The old culture of buying loose spices and grinding them in old fashioned equipment called "Chakki" is still dominant.

Spices export value stood at US\$ 3.65 billion in FY20, witnessing a growth of 10 per cent y-o-y. The Indian government is aggressively promoting spice exports through various initiatives such as setting up of spice parks. Spice Parks offer common processing facilities to both producers and exporters.

Operations

Katha

Our company is a strong player in the organized section of Katha Industry in India with a market share of approx. 35~38%. Post launch of GST and E-Way bill, the market share of the unorganized sector was expected to shrink drastically, but unfortunately still rampant tax evasion continues. But we remain hopeful in the coming financial year the implementation would improve. We also expect our market share to further increase in the coming years in view of the new plant in J&K now in operations.

The Catechin extraction unit set up in Indonesia through our Joint Venture Company in Singapore is fully operational and 100% of the Catechin extraction is imported in India and used in the production of the Katha by the Company.

Achieving ultimate customer satisfaction is the prime outlook of the Company. To materialize this, the organization has adopted stringent quality control tests from intermediate stages of input of raw materials till output of finished products. To achieve this, we have qualified team of 20 engineers & chemists who monitor the operation and the quality.

We are well equipped with laboratory facilities and modern equipments such as HPTLC, GLC, Polarimeters, TLC, Spectrophotometer, Moisture meter, Hygroscopes besides Kjeldahl extractor etc.

The Company also owns a research lab having plant & equipments for Pilot Plant scale research for improving quality & research.

Spices

The Company has successfully ventured into the packed spices segment with the introduction in East & Central Uttar Pradesh (UP) and Assam in FY2019. Currently our spices are available across UP, NCR, Haryana, Assam and parts of Bihar. The strong brand awareness of IWP Katha amongst the distributors, super stockiest of spices including Kirana, has edged the Company to venture successfully into the Spice segment.



The Company is focused on the mass consumption segment customers with lower disposable income and customers who are moving from buying higher quantity of raw spices to packed spices on daily basis. The Company's spices have been well accepted by the customers. The Company in order to build its brand is trying to capitalize on the existing retailer and distributor network and planning to launch other categories of packaged food in the current financial year. The feasibility study for the same is underway. This vertical would be amongst the major growth drivers for your Company over the next 5 years.

Our Company is using highly advanced technologies and our packaging units maintain the FSSAI standard. For considerable production, the high capacity machines are engaged. The machines are user-friendly and do not affect the production efficacy. One of the equipment is used to produce superior quality spices and is used as colour and size detector. Other than the chosen product's colour and size, all other colours and sizes will be detected and rejected.

Opportunities:

- Growing and untapped market
- Absence of large player in organized Katha Industry
- Largely unorganized market of Spices with only ~15% market share held by branded players
- Strong acceptability of IWP brand amongst the mass consumption segment customers
- Strong demand for the small packet spices in the mass consumption segment customers with lower disposable income

Threats:

- Impact of Covid-19 Pandemic
- Growing competition from the other similar manufacturers in informal sector
- Changes in Government Policy
- Strong presence of large branded spices manufacturers

Future Outlook

- Increasing demand for Premium quality Katha
- Increasing awareness amongst the consumers about the quality of packed spice leading to growing demand for branded packed spices.
- Market expansion of IWP Spices by introducing other product categories.

Financial and operational Performance:

Production Performance:

At present, the Company has two business segments viz. Katha and Spices. Our Company is one of the leading manufacturers of Katha in India. Our company has recorded total revenue from operation of Rs.17812.49 Lakhs, being 91.12% of the total turnover from the sale of Katha and Rs.1685.71 Lakhs being 8.62% of the total turnover from Spices.

During FY2020, the Company has produced 3908.428 MT of Katha as compare to 3800.759 MT in FY 2019.

The operational performance of the Company during the period under review was stable. We intend to achieve sustainable and profitable growth through our consistent efforts.

Operating Results:

Key highlights of financial performance for the Company for FY2020 on standalone basis are tabulated below:

(Rs. in Lacs)

Particulars	FY2020	FY2019	FY2018
Sales and Other Income	19491.15	20159.40	21956.18
Earnings before interest, tax, depreciation and amortisation	2080.09	3387.37	3491.02
Profit before Tax	1047.64	2563.28	2663.16
Profit after Tax	758.98	1784.40	1731.53
EPS	1.19	2.79	2.71



On consolidated basis, revenue from operations for FY2020 at Rs.19491.15 Lakhs. Profit after tax (“PAT”) for the year was Rs. 692.39 Lakhs.

Risks and Concern

Risk and its management: Risk accompanies prospects. As a responsible corporate, it is the endeavor of the management to minimize the risks inherent in the business with the view to maximize returns from business situations.

The architecture: At the heart of the Company’s risk mitigation strategy is a comprehensive and integrated risk management framework that comprises prudential norms, structured reporting and control. This approach ensures that the risk management discipline is centrally initiated by the senior management but prudently decentralized across the organization, percolating to managers at various organizational levels helping them mitigate risks at the transactional level.

The discipline: The Company has clearly identified and segregated its risks into separate components, namely operational, financial, strategic and growth execution. All the identified risks are inter-linked with the Annual Business Plans of the Company, so as to facilitate Company-wide reviews.

The review: A Risk Management Committee of the Board of Directors, comprising Board Members, has been constituted to review periodically updates on identified risks, implementation of mitigation plans and adequacy thereof, identification of new risk areas etc.

The Board of Directors also reviews the Risk identification process and mitigation plans regularly. A senior executive has been entrusted at all the levels of business operation in the Company whose role is not only to identify the Risk but also to educate about the identified risk and to develop Risk Management culture within the business.

Key counter measures: The Company has institutionalized certain risk mitigation procedures outline as under:

- Roles and responsibilities of the various entities in relation to risk management have been clearly laid

down. A range of responsibilities, from the strategic to the operational, is specified therein. These role definitions, inter alia, are aimed at ensuring formulation of appropriate risk management policies and procedures, their effective implementation, independent monitoring and reporting by internal audit.

- Appropriate structures are in place to proactively monitor and manage the inherent risks in businesses with proper risk profiling.
- Wherever possible and necessary, appropriate insurance cover is taken for financial risk mitigation. Confirmation of compliance with applicable statutory requirements are obtained from the respective unit/divisions and subjected to an elaborate verification process.
- Quarterly reports on statutory compliances, duly certified, are submitted to the Audit Committee as well as the Board of Directors for review.
- Status of Demand/Notices on the Company, under various Acts and Rules, as well as status of litigations are reported to the Board of Directors every quarter.

Internal Control Systems

The Company has both external and internal audit systems in place. Auditors have access to all records and information of the Company. The Board recognizes the work of the auditors as an independent check on the information received from the management on the operations and performance of the Company. The Board and the management periodically review the findings and recommendations of the statutory and internal auditors and takes corrective actions whenever necessary.

The Company maintains a system of internal controls designed to provide reasonable assurance regarding:

- Effectiveness and efficiency of operations.
- Adequacy of safeguards for assets.
- Reliability of financial controls.
- Compliance with applicable laws and regulations.



Corporate Social Responsibility

Company's CSR policy covers activities in the field of eradication of extreme hunger and poverty, promotion of education, promotion of gender equality, empowerment of women, improvement of mental health, slum area development and rural development projects, employment enhancing vocational skills, ensuring environmental sustainability, sanitation including contribution to Swachh Bharat Kosh set up by the Central Government, ensuring animal welfare, contribution to the Prime Ministers National Relief Fund or any other project set up by the Central Government.

The Company has created a trust in the name of IWP CSR Trust for CSR activities. The Company, with the approval of CSR Committee, has submitted IWP CSR Trust deed dated February 22, 2020 to the Additional Registrar II, Kolkata, but the same is registered only on March 16, 2020. Thereafter, due to COVID-19, the entire Country was under lockdown and as such, the copy of the registered deed is received on June 10, 2020.

During FY2020, in compliance with Section 135 of the Act, an amount of Rs. 47.04 Lakhs is required to be spent by the Company in CSR activities. The Company has spent only Rs. 1.16 Lakhs as CSR activities towards distribution of food to the migrant workers under Pandemic Covid-19 which includes Rs. 1.00 Lakh, spent through Jan Kalyan Nyas, a Charitable Trust and Rs. 0.16 Lakhs (Upto March 31, 2020) directly by the company against a budget of Rs. 5.00 Lakhs. The balance amount of CSR amount was transferred to IWP CSR Trust for spending in the CSR activities.

Human Resources and Industrial Relations

Our employees are our core resource and the Company has continuously evolved policies to strengthen its employee value proposition. Your Company was able to attract and retain best talent in the market and the same can be felt in the past growth of the Company. The Company is constantly working on providing the best working environment to its Human Resources with a view to inculcate leadership, autonomy and towards

this objective; your company spends large efforts on training. Your Company shall always place all necessary emphasis on continuous development of its Human Resources. The belief "great people create great organization" has been at the core of the Company's approach to its people.

Key Ratios

Particulars	FY 2019	FY 2020
Revenue (Rs. In lacs)	20,159.40	19,491.15
Net Profit After Tax (Rs. In lacs)	1,784.40	758.98
Earnings per share (in Rs.)	2.79	1.19
Operating Profit Margin (%)	15.25%	8.74%
Net Profit Margin (%)	8.85%	3.89%
Return on Net worth	5.11%	2.14%
Current Ratio (times)	1.44	1.33
Debtors Turnover(times)	5.42	4.42
Debt-equity (times)	0.43	0.49
Interest Coverage Ratio (times)	6.19	2.60

Cautionary Statement

Statements in this Management Discussion and Analysis report detailing the Company's objectives, projections, estimates, expectations or predictions may be "forward looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and Indian demand supply conditions, raw material prices, finished goods prices, cyclical demand and pricing in the Company's products and their principal markets, changes in Government regulations, tax regimes, economic developments within India and the countries with which the Company conducts business and other factors such as litigation and / or labor negotiations.



CORPORATE GOVERNANCE REPORT

FY2020 represents fiscal year 2019-20, from 1 April 2019 to 31 March 2020, and analogously for FY2019 and previously such labeled years.

PHILOSOPHY ON CODE OF GOVERNANCE

The Indian Wood Products Co. Limited (IWP), 'the Company' firmly believes that good corporate governance practices ensure efficient conduct of the affairs of the Company while upholding the core values of transparency, integrity, honesty and accountability and help the Company in its goal to maximize value for all its stakeholders. It is a system by which business corporations are directed and controlled.

Our Company is committed to the adoption of and adherence to the Corporate Governance practices at all times which are essentially aimed at ensuring transparency in all dealings and focused on enhancement of long-term shareholder value. Our Company believes that sound Corporate Governance is critical for enhancing and retaining investor trust and the Company always seeks to ensure that its performance goals are met with integrity.

Our Company considers it absolutely essential to abide by the laws and regulations of the land in letter and spirit and is committed to the highest standards of Corporate Governance and be considered as a good corporate citizen of the Country.

Our Company is in compliance with the corporate governance provisions as stipulated in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

This chapter of the annual report together with information given under the chapters entitled 'Management Discussion and Analysis' and 'Additional Shareholders' Information' constitute the compliance report of the Company on Corporate Governance for FY 2020.

SHAREHOLDERS

The Companies Act, 2013 and the SEBI Listing Regulations stipulates the governance mechanism by shareholders in terms of passing of ordinary and special

resolutions, voting rights, participation in the corporate actions such as bonus, declaration of dividend, etc. Your Company has in place the process to ensure that the shareholders of the Company are well informed of both on financial and non-financial information as necessary from time to time, and adequate notice with detailed explanation is sent to the shareholders well in advance whenever required to obtain necessary approvals.

BOARD OF DIRECTORS

Composition of the Board

As on March 31, 2020, the Board of Directors of IWP consists 8 (eight) Directors, comprising (i) 3 (three) Executive Directors; (ii) 4 (four) Independent Directors, including a woman director; and (iii) 1 (one) Non-Executive Non-Independent Director; as defined under the Companies Act, 2013 and Listing Regulations. The Chairman of the Board is an Executive Director and Promoter. The directors have expertise in the field of strategy, management and governance, finance, operations and human resource development as under:

Mr. Krishna Kumar Mohta	Management & Governance
Mr. Bharat Mohta	Operation, Planning, Strategy & Human Resources
Mr. Krishna Kumar Damani	Operations, Research & Development
Mr. Vinod Mimani	Management Expertise
Mr. Rajendra Prasad Chetani	Finance and Taxation
Mr. Sanjay Kumar Maheswary	Taxation and Finance
Mr. Vinod Kumar Maheshwary	Investor Relation and Finance
Ms. Drisha Poddar	Corporate Affairs and Finance

The Board is entrusted with the ultimate responsibility of the management with powers and duties and is headed by the Chairman and Managing Director. It comprises eminent persons with high credentials or considerable professional expertise and experience in diversified fields. All the 4 (four) Independent Directors of the



Company are free from any business or other relationship with the Company or its promoters that could materially influence their judgment. The Board is well diversified and consists of one Women Independent Director.

Each Director informs the Company on an annual basis about the Board and Board Committee positions him/her in

other companies including Chairmanships, and notifies the changes occurred therein during the term of their directorship in the Company. Table 1 gives the composition of IWP's Board, their positions, relationship with other Directors, dates of joining the Board, number of Directorships and memberships of Board's Committee held by each of them

Name	Date of Joining	Number of Directorships (1)	Other Committee Positions (2)		Directorship in other listed companies and Category of Directorships (3)
			As Chairman	As Member	
Mr. Krishna Kumar Mohta Chairman & Managing Director	29-05-1980	4	-	-	None
Mr. Bharat Mohta Whole-Time Director & CEO	30-10-2005	4	-	1	None
Mr. Krishna Kumar Damani Executive Director	15-04-1998	1	-	-	None
Mr. Vinod Mimani Independent Director	30-12-2014	3	-	-	1) Oricon Enterprises Limited Independent Director
Mr. Rajendra Prasad Chetani Non-Executive Non-Independent Director	27-04-2004	2	1	2	None
Mr. Sanjay Kumar Maheswary Independent Director	30-01-2004	1	1	2	None
Mr. Vinod Kumar Maheshwary Independent Director	13-04-2009	1	-	1	None
Ms. Drisha Poddar Independent Director	18-02-2017	1	-	-	None

(1) Other Directorships are those which are not covered under section 165 of the Companies Act, 2013 and include the Directorship of IWP.

(2) Membership / Chairmanship in Audit and Stakeholders' Relationship Committee of all public limited companies, whether listed or not, including IWP's are considered. Foreign companies, private limited companies and companies under section 8 of the Companies Act, 2013 have been excluded.

(3) Represents Directorships held in other Listed Companies

None of the Directors on the Board hold directorships in more than ten public companies. Further, none of them is a member of more than ten committees or chairman of more than five committees across all the public companies in which he or she is a Director

As per declarations received from the Directors, as on 31st March, 2020, none of the Directors of the Company are related to each other in terms of Section 2(77) of the Act, except Mr. Bharat Mohta who is the son Mr. Krishna Kumar Mohta.



DECLARATION OF INDEPENDENCE:

In terms of Regulation 25(8) of SEBI Listing Regulations, the Company has received declarations on the criteria of Independence as prescribed in Section 149(6) of the Companies Act, 2013, Regulation 16(1)(b) and Regulation 25(8) of SEBI (LODR) Regulations, 2015, from all the Independent Directors of the Company as on 31 March 2020. They have also registered themselves in the databank with the Institute of Corporate Affairs of India as an Independent Director as per Rule 6(1) of the Companies (Appointment and Qualifications of Directors) Rules, 2014.

Based on the declarations received from the Independent Directors, the Board confirms that the Independent Directors fulfill the conditions specified in Section 149 of the Companies Act, 2013 and as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management SEBI (LODR) Regulations, 2015 and are Independent of the Management.

TERM OF BOARD MEMBERSHIP

The Board, on the recommendations of the Nomination and Remuneration Committee, considers the appointment and re-appointment of Directors.

Section 149 of the Companies Act, 2013, provides that an Independent Director can be appointed for a term of up to five consecutive years on the Board of a Company and shall be eligible for re-appointment on passing of special resolution by the shareholders of the Company. The Independent Directors shall not be liable to retire by rotation.

Accordingly, all the Independent Directors of the Company were appointed under Section 149 of the Companies Act, 2013, for a term ranging up to 5 years.

As per the provisions of the Companies Act, 2013, one-third of the Board members other than Independent Directors, who are subject to retire by rotation, retire every year; and approval of shareholders is sought for the re-appointment of such retiring members, if eligible.

Executive Directors are appointed by Board for a period not exceeding of three years at a time, and are eligible for re-appointment upon completion of the term. Their appointments are subsequently approved by the shareholders.

Mr. Bharat Mohta, Director, retires by rotation at the forthcoming Annual General Meeting, and being eligible, seeks re-appointment.

Further, Mr. Vinod Mimani (Din No: 00053976) was appointed by the shareholders on 95th AGM held on September 28th 2015, as Independent Director of the Company for a term of 5 years. His present term of appointment is coming to an end on the ensuing AGM. Accordingly, reappointment of Mr. Vinod Mimani as an Independent Directors for a Second Term of 5 (Five) years from September 25, 2020 till September 24, 2025, is recommended for approval by the shareholders at ensuing AGM. Further, Mr. Vinod Mimani will attain the age of 75 during the proposed term of his reappointment. Thus, the consent of the members of the Company through special resolution shall also be considered for continuation of directorship of Mr. Vinod Mimani Independent Director of the Company during his term from September 25, 2020 till September 24, 2025 even on attainment of the age of 75 years.

SELECTION AND APPOINTMENT OF NEW DIRECTORS

Induction of any new member on the Board of Directors is the responsibility of the Nomination and Remuneration Committee. Taking into account the existing composition and organization of the Board, and the requirement of new skill sets, if any, the Nomination and Remuneration Committee reviews potential candidates in terms of their expertise, skills, attributes, personal and professional backgrounds, gender and their ability to attend meetings. The potential Board member for the office of Independent Director is also assessed on the basis of independence criteria defined in Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of Listing



Regulations. The Committee then places the details of such candidates that meet these criteria to the Board of Directors for their consideration. If the Board approves, the person is appointed as an Additional Director, subject to the approval of shareholders in the Company's Annual General Meeting.

BOARD EVALUATION

The Board has carried out an annual evaluation of its own performance, as well as the working of its Committees. The Nomination and Remuneration Committee laid down the criteria for such performance evaluation. The evaluation process was carried out internally in FY2020. The contribution and impact of individual members was evaluated on parameters such as level of engagement, independence of judgment, conflicts resolution and their contribution in enhancing the Board's overall effectiveness.

The Performance of the Chairman and Managing Director has been evaluated on key aspects of their role, which includes, inter-alia, effective leadership to the Board and adequate guidance to the each level of Management. Based on prescribed criteria as laid down, the performance of the Board, various Committees viz. Audit Committee, Stakeholders' Relationship Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee and Risk Management Committee, and Individual Director were evaluated and found satisfactory. During the year under review, the Independent Directors of your Company reviewed the performance of Non- Independent Directors and Chairperson of the Company, taking into account the views of Executive Directors and Non-Executive Directors. The Board as a whole is a balanced unit where diverse views are expressed and dialogued when required. All the directors are participative, interactive and communicative. The Chairman had abundant knowledge, experience, skills and understanding of the Board's functioning and processes. The information flow between your Company's Management and the Board is timely & sufficient.

LETTER OF APPOINTMENT

The Independent Directors on the Board of the Company, upon appointment, are given a formal appointment letter, inter-alia containing the term of appointment, roles, function, duties & responsibilities, code of conduct, disclosures, confidentiality, etc. The terms and conditions of the appointment of Independent Directors are available on the Company's website at www.iwpkatha.com

DIRECTORS' PROFILE

A profile of each of the Directors and their expertise in specific functional areas are put up on the Company's website and can be accessed at <http://www.iwpkatha.com/board.html>.

DIRECTORS' SHARE HOLDING IN THE COMPANY

Table 2 gives details of shares held by the Directors as on 31 March 2020.

Table2: Shares held by the Directors as on 31 March 2020	
Name	No. of shares held
Mr. Krishna Kumar Mohta	1979802
Mr. Bharat Mohta	7637530
Mr. Krishna Kumar Damani	Nil
Mr. Vinod Mimani	Nil
Mr. Rajendra Prasad Chetani	4560
Mr. Sanjay Kumar Maheswary	3000
Mr. Vinod Kumar Maheshwary	2000
Ms. Drisha Poddar	Nil

MEETINGS OF THE BOARD

The Company plans and prepares the schedule of the Board and Board Committee meetings in advance to assist the Directors in scheduling their program. The schedule of meetings and agenda for meeting is finalized in consultation with the Directors. The agenda of the



meeting is pre-circulated with detailed notes, supporting documents and executive summary wherever required.

As per the provisions of the Companies Act, 2013 read with Regulation 17(2) of the Listing Regulations and Secretarial Standard 1, the Board of Directors must meet at least four times a year, with a maximum time gap of 120 (one hundred and twenty) days between two Board meetings.

The Board meets 4 (four) times during the FY2020 and

the gap between two meetings did not exceed 120 (one hundred and twenty) days. The dates on which the Board Meetings were held are as follows:

24th May 2019, 14th August 2019, 14th November 2019 & 31st January 2020. Details of Directors and their attendance in Board Meetings and Annual General Meeting are given in **Table 3**.

Table 3: Directors' attendance at Board meetings and AGM held during FY2020

Name	Meetings held in Director's tenure	Number of Board Meeting Attended	Attendance in last AGM on 17 September 2019
Mr. Krishna Kumar Mohta	4	4	Present
Mr. Bharat Mohta	4	3	Present
Mr. Krishna Kumar Damani	4	1	Absent
Mr. Vinod Mimani	4	2	Present
Mr. Rajendra Prasad Chetani	4	4	Present
Mr. Sanjay Kumar Maheswary	4	4	Present
Mr. Vinod Kumar Maheshwary	4	4	Present
Ms. Drisha Poddar	4	1	Absent

The Board and its Committee meetings at IWP's typically comprise one-day session. In the course of these meetings, the business unit heads and key management personnel make presentations to the Board. The Board is updated on the discussions at the Committee meetings and their recommendations through the Chairman of the respective Committees.

INFORMATION GIVEN TO THE BOARD

The Company provides the following information, inter alia, to the Board and Board-level Committees, either as part of the agenda papers in advance of the meetings or by way of presentations and discussion material during the meetings:

- Annual operating plans and budgets and any updates.
- Capital budgets and any updates.
- Quarterly results for the listed entity and its operating divisions or business segments.
- Minutes of meetings of audit committee and other committees of the board of directors.
- The information on recruitment and remuneration

of senior officers just below the level of board of directors, including appointment or removal of Chief Financial Officer and the Company Secretary.

- Showcause, demand, prosecution notices and penalty notices, which are materially important.
- Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems.
- Any material default in financial obligations to and by the listed entity, or substantial non-payment for goods sold by the listed entity.
- Any issue, which involves possible public or product liability claims of substantial nature, including any judgment or order which, may have passed structures on the conduct of the listed entity or taken adverse view regarding another enterprise that may have negative implications on the listed entity.
- Details of any joint venture or collaboration agreement.
- Transactions that involve substantial payment towards goodwill, brand equity, or intellectual property.



- Significant labour problems and their proposed solutions. Any significant development in Human Resources/Industrial Relations front like signing of wage agreement, implementation of Voluntary Retirement Scheme etc.
- Sale of investments, subsidiaries, assets which are material in nature and not in normal course of business.
- Quarterly details of foreign exchange exposures and the steps taken by management to limit the risks of adverse exchange rate movement, if material.
- Non-compliance of any regulatory, statutory or listing requirements and shareholders service such as non-payment of dividend, delay in share transfer etc.

POST MEETING FOLLOW-UP MECHANISM

The decisions taken at the Board /Board Committees' meetings are communicated to the concerned departments/divisions promptly. An action taken/status report on the decisions of the previous meeting(s) is placed at the next meeting of the Board/Board Committees for information and further recommendation / action(s), if any.

MEETINGS OF INDEPENDENT DIRECTORS

During FY2020, the Independent Directors met one time on 18th March 2020 in executive sessions without the presence of management. During the meeting, the independent directors reviewed the performance of the company and its senior management, that of the chairman and the board, operational strategy, risks, succession planning for the board and senior management and the information given to the board. In addition to this meeting, the Company is ready to facilitate such sessions as and when required by the Independent Directors. An

Independent Director, with or without other Independent Directors, takes the lead to provide structured feedback to the Board about the key elements that emerge out of these executive sessions.

DIRECTOR'S REMUNERATION

The Company has a policy for the remuneration of Directors, Key Managerial Personnel (KMPs), Senior Management Personnel (SMPs) and other employees. The remuneration of the Directors is based on the Company's size, presence, its economic and financial position, compensation paid by other companies, the qualification of the appointee(s), their experience, past performance and other relevant factors. The Nomination & Remuneration Policy forms the part of the corporate governance report as 'Annexure – A'.

The Executive Directors of the Company, Mr. Krishna Kumar Mohta, Chairman and Managing Director, Mr. Bharat Mohta, CEO, and Mr. Krishna Kumar Damani, Executive Director, are appointed by shareholders' resolution for a period of three year. No severance fees is payable to the Executive Directors. All components of remuneration to the Executive Directors are fixed and are in line with the Company's policies.

The Non-Executive Directors are not entitled to any remuneration other than sitting fee for attending meetings of the Board and its Committees as approved by the Board. Sitting fee is payable for all Board and Audit Committee and Nomination and Remuneration Committee meetings only.

No sitting fee is paid to Executive Directors for attending meetings of the Board and its Committees. The remuneration paid or payable to the Directors for their services rendered during FY2020 is given in Table-4.

Name of Directors	Sitting fees	Salaries	Perquisites	Total
Mr. Krishna Kumar Mohta	Nil	153.00	46.10	199.10
Mr. Bharat Mohta	Nil	138.00	69.22	207.22
Mr. Krishna Kumar Damani	Nil	84.10	-	84.10
Mr. Vinod Mimani	0.15	-	-	0.15
Mr. Rajendra Prasad Chetani	0.39	-	-	0.39
Mr. Sanjay Kumar Maheswary	0.39	-	-	0.39
Mr. Vinod Kumar Maheshwary	0.39	-	-	0.39
Ms. Drisha Poddar	0.08	-	-	0.08



THE CRITERIA FOR MAKING PAYMENTS TO THE EXECUTIVE DIRECTORS ARE:

The Nomination and Remuneration Committee recommends the remuneration for the Executive Chairman and Managing Director, other Executive Directors, Senior Management and Key Managerial Personnel. The payment of remuneration to the Executive Directors is approved by the Board and Members. There has been no change in the remuneration policy during the financial year.

In determining the remuneration of Executive Chairman and Managing Director, Executive Directors, Senior Management Employees and Key Managerial Personnel, the Nomination and Remuneration Committee and the Board considers the following:

- the balance between fixed salary, perquisites and retirement benefits reflecting short and long-term performance objectives, appropriate to the working of the Company and its goals.
- alignment of remuneration of Directors and Key Managerial Personnel with long-term interests of the Company.
- Company's performance vis-à-vis the individuals' achievement & experience, industry benchmark and current compensation trends in the market.

The Non-Executive Directors are not entitled to any remuneration

FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTOR

To familiarize a new Independent Director with the Company, its policies and procedures, a familiarize kit containing informative documents about the Company like past five years Annual Reports, CSR Report, Memorandum and Articles of Association, Company's Code of Conduct, presentation on financial and operational highlights etc. are provided to him/her. The new Independent Director meets individually with each Board members, KMPs and senior management personnel. Visits to plant location(s) are also organized for the new Director to understand the Company's product and operations.

Periodic presentations are made by senior management on business and performance updates of the Company, business risk and its mitigation strategy. The Company

has uploaded its Familiarization Programme for Independent Directors on the website of the Company at www.iwpkatha.com.

RISK MANAGEMENT

The Company has an enterprise-wide risk management (ERM) system in place. An independent Risk Management Committee of the Board oversees and reviews the risk management framework, assessment of risks, and management and minimization procedures. The Committee reports its findings and observations to the Board. Risk management practices of the Company are covered in the chapter on Management Discussion and Analysis in this annual report.

COMPLIANCE REVIEWS

IWP's has a dedicated team under an identified Compliance Officer for overseeing compliance activities, including monitoring, and a defined framework to review the compliances with all laws applicable to the Company. The compliance status is periodically updated to the senior management team including the CEO and the CFO through review meetings. Presentations are made in the quarterly Audit Committee meetings regarding the status on compliance and the reports are also shared with Board members.

CODE OF CONDUCT FOR BOARD MEMBERS AND SENIOR MANAGEMENT

As per the Listing Regulations and the Companies Act, 2013, the Company adopted a 'The Code of Conduct for Board Members and Senior Management' which applies to all its Directors and employees, and affiliates. It is the responsibility of all Directors and employees to familiarize themselves with this Code and comply with its standards.

The Board and the Senior Management affirm compliance with the Code of Business Conduct and Ethics annually. A certificate of the Chief Executive Officer of the Company to this effect is enclosed as **Annexure- B**.

RELATED PARTY TRANSACTIONS

The details of Related Party Transactions are discussed in detail in Note No. 36 of Notes to the financial Statements. All Related Party Transactions during the year, in the ordinary course of business or otherwise, were placed before the Audit Committee and subsequently before the Board. All related party transactions were on arm's length basis.



SUBSIDIARY COMPANIES

The Company does not have any subsidiary Company and that none of the Companies were ceased to a subsidiary of the Company during the year. Further, the Company has one overseas joint venture namely Agro Spice & Trading Pte Limited, Singapore, as on 31 March 2020.

DISCLOSURE ON ACCOUNTING TREATMENT

In the preparation of financial statements for FY2020, there is no treatment of any transaction different from that prescribed in the Accounting Standards notified by the Government of India under the Companies Act, 2013.

COMMITTEES OF THE BOARD

The Board Committees focus on specific areas and make informed decisions within the authority delegated. Each such Committee is guided by its Charter, which defines the composition, scope and powers in line with the statutory requirements. The Committees also make specific recommendations to the Board on various matters whenever required. All observations, recommendations and decisions of the Committees are placed before the Board for information, consideration, approval or action, as the case may be.

The Company has five Board-level Committees, namely:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders' Relationship Committee
- Corporate Social Responsibility Committee
- Risk Management Committee

Audit Committee

The management is responsible for the Company's internal controls and the financial reporting process while the statutory auditors are responsible for performing independent audits of the Company's financial statements in accordance with generally accepted auditing practices and for issuing reports based on such audits.

The Board of Directors has entrusted the Audit Committee with the responsibility to supervise these processes and thus ensure accurate and timely disclosures that maintain the transparency, integrity and quality of financial control and reporting.

A. The role of the audit committee shall include the following:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company.
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - a. 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 Companies Act,2013;
 - b. changes, if any, in accounting policies and practices and reasons for the same;
 - c. major accounting entries involving estimates based on the exercise of judgment by management;
 - d. significant adjustments made in the financial statements arising out of audit findings;
 - e. compliance with listing and other legal requirements relating to financial statements;
 - f. disclosure of any related party transactions;
 - g. modified opinion(s) in the draft audit report;
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing, 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;
7. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;



8. Approval or any subsequent modification of transactions of the Company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the Company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. Reviewing 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;
14. Discussion with internal auditors of any significant findings and follow up thereon;
15. Reviewing 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;
16. Discussion 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;
17. 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;
18. To review the functioning of the whistle blower mechanism;
19. Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
20. Carrying out any other function as in mentioned in the terms of reference of the audit committee.

B. The audit committee shall mandatorily review the following information:

1. management discussion and analysis of financial condition and results of operations;
2. statement of significant related party transactions (as defined by the audit committee), submitted by management;
3. management letters / letters of internal control weaknesses issued by the statutory auditors;
4. internal audit reports relating to internal control weaknesses; and
5. the appointment, removal and terms of remuneration of the internal auditor shall be subject to review by the audit committee.
6. statement of deviations:
 - a. quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
 - b. annual statement of funds utilized for purposes other than those stated in the offer document/ prospectus/ notice in terms of Regulation 32(7).

The Audit Committee comprises of 2 (two) Independent Directors and 1 (one) Non-Executive Non- Independent Director. All members of the Audit Committee are financially literate and bring in expertise in the fields of finance, economics, strategy and management.

The Audit Committee met 4 (four) times during FY2020 on 24 May 2019, 14 August 2019, 14th November 2019 and 31st January 2020. It also meets the key members of finance team and internal audit team along with the CEO and the CFO to discuss matters relating to audit, compliance and accounting. During the year, the Committee also meets Statutory Auditors without the presence of the management on more than one occasion.

The Company is in compliance with the provisions of the Regulation 18 of Listing Regulations, as amended, on the time gap between any 2 (two) Audit Committee Meetings. **Table 5** gives the composition and attendance record of the Audit Committee.

Table 5 : Audit Committee Membership and attendance during FY2020

Committee Members	Position	Meetings held	Meetings attended
Mr. Sanjay Kumar Maheswary	Chairman	4	4
Mr. Vinod Kumar Maheshwary	Member	4	4
Mr. Rajendra Prasad Chetani	Member	4	4



The Chairman and Managing Director, the CEO, the CFO and the Internal Auditor are permanent invitees to all Audit Committee meetings. The Statutory Auditors of the Company was present in all the Audit Committee meetings held during the year. The Company Secretary officiates as the secretary of the Committee.

Nomination and Remuneration Committee

The Nomination and Remuneration Committee entirely comprises of Non- Executive Director. The primary functions of the Committee are to:

- Examine the structure, composition and functioning of the Board, and recommend changes, as necessary, to improve the Board’s effectiveness.
- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
- Formulation of criteria for evaluation of Independent Directors and the Board;
- Devising a policy on Board diversity; Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board for their appointment and removal.

- 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.
- Regularly examine ways to strengthen the Company’s organizational health, by improving the hiring, retention, motivation, development, deployment and behavior of management and other employees.

In this context, the Committee also reviews the framework and processes for motivating and rewarding performance at all levels of the organization, reviews the resulting compensation awards, and makes appropriate proposals for Board approval. In particular, it recommends all forms of compensation to be granted to Directors, executive officers and senior management employees of the Company.

The Nomination and Remuneration Committee met 2 (two) times during FY2020 on 24th May 2019 and 09th January 2020. The CEO and the CFO are special invitees to the Nomination and Remuneration Committee meetings. The Company Secretary officiates as the secretary of the Committee. **Table 6** gives the composition and attendance record of the Nomination and Remuneration Committee.

Table 6: Nomination and Remuneration Committee Membership and Attendance during FY2020			
Committee Members	Position	Meetings held	Meetings Attended
Mr. S. K. Maheswary	Chairman	2	2
Mr. V. K. Maheshwary	Member	2	2
Mr. R. P. Chetani	Member	2	2

Stakeholders’ Relationship Committee

The Stakeholders’ Relationship Committee is empowered to perform the functions of the Board relating to handling of shareholders’ queries and grievances. It primarily focuses on:

- Review the process and mechanism of Redressal of investor grievance and suggest measures of improving the system of redressal of investor grievances.
- Review and resolve the pending investors complaints, if any, relating to transfer of shares, non-receipt of share certificate(s), non-receipt of interest dividend warrants, non-receipt of annual report and any other grievance / complaints with Company or

any officer of the Company arising out in discharge of his duties.

- Over see the performance of the Registrar & Share Transfer Agent and also review and take note of complaints directly received and resolve them.
- Review of corporate actions related to security holders.

The Stakeholders’ Relationship Committee consists of 4 (four) Directors, including two Independent Directors. The Chairman of the Committee is a Non-Executive Non-Independent Director. The Committee meets 1 (one) times during FY2020 on 02nd January 2020. **Table 7** gives the composition and attendance record of the Committee.

**Table 7: Stakeholders' Relationship Committee membership and attendance during FY2020**

Committee Members	Position	Meetings held	Meetings Attended
Mr. R P Chetani	Chairman	1	1
Mr. V. K. Maheswary	Member	1	1
Mr. S K Maheswary	Member	1	1
Mr. Bharat Mohta	Member	1	1

The Company Secretary officiates as the secretary of the Committee. The Company has received and resolved all complaints within the stipulated time as received from the shareholders during FY2020, and that no complaints were pending at the end of the FY2020.

Corporate Social Responsibility Committee

The Committee consists of four Directors, including 3 (three) Executive Director. The Chairman of the Committee is an Executive Director. The CSR Committee is empowered to perform the functions of the Board relating to handling the social initiatives.

Its primary functions are to:

- Formulate, review and recommend to the Board, a CSR policy indicating the activities to be undertaken by the Company as specified in Schedule VII of the

Companies Act, 2013.

- Recommend the amount of expenditure to be incurred on the initiatives as per the CSR policy.
- Provide guidance on various CSR initiatives undertaken by the Company and monitoring their progress.
- Monitor implementation and adherence to the CSR Policy of the Company from time to time.

The CSR Committee reviewed and recommended the CSR policy to the Board, during the year. The Committee met 4 (four) times during FY2020 on 24th May 2019, 14th August 2019, 17th January 2020 & 20th March, 2020. The Company Secretary officiates as the secretary of the Committee. **Table 8** gives the composition and attendance record of the Committee.

Table 8: Corporate Social Responsibility Committee membership attendance during FY2020

Committee Members	Position	Meetings held	Meetings Attended
Mr. K K Mohta	Chairman	4	4
Mr. Bharat Mohta	Member	4	4
Mr. Vinod Mimani	Member	4	3
Mr. K K Damani	Member	4	1

Risk Management Committee

The Company has constituted a Risk Management Committee of the Board to oversee the risk management of the Company. The Committee consists of 4 (four) Directors, including two Executive Director. The

Chairman of the Committee is an Executive Director. The Committee met 1 (one) time during FY2020 on 25th May 2019. **Table 9** gives the composition and attendance record of the Committee.

**Table 9: Risk Management Committee membership and attendance during FY2020**

Committee Members	Position	Meetings held	Meetings Attended
Mr. K K Mohta	Chairman	1	1
Mr. Bharat Mohta	Member	1	1
Mr. Vinod Mimani	Member	1	1
Mr. K K Damani	Member	1	0

The Company has a Risk Management framework to identify, evaluate business risks and opportunities. This framework seeks to create transparency, minimize adverse impact on the business objectives and enhance the Company's competitive advantage.

The Board of Directors is overall responsible for identifying, evaluating, and managing all significant Risk factors faced by the Company. The Company has also laid down a procedure to inform the Board on periodic basis about the identification of Risks and the steps to be taken to mitigate and minimize the same.

A senior executive has been entrusted at all the levels of business operation in the Company whose role is not only to identify the Risk but also to educate about the identified risk and to develop Risk Management culture within the business.

MANAGEMENT

The management of the Company develops and implements policies, procedures and practices that attempt to translate the Company's core purpose and mission into reality. The management also identifies, measures, monitors and minimizes risk factors in the business and ensures safe, sound and efficient operation. These are internally supervised and monitored through the CEO and the CFO.

Listed below are some of the key issues that were considered by the management during the year under review:

- Company's long-term strategy, growth initiatives and priorities.
- Overall Company performance, including those of various business units.

- Expansion plan
- Discussion and sign-off on annual plans, budgets, investments and other major initiatives.
- Discussion on business alliances proposals.

MANAGEMENT DISCUSSION AND ANALYSIS

A separate chapter on the 'Management Discussion and Analysis' is included in this annual report constitutes a part of this report.

MANAGEMENT DISCLOSURES

Senior Management of the Company (Senior Manager level and above, as well as certain identified key employees) make annual disclosures to the Board relating to all material financial and commercial transactions in which they may have personal interest, if any, and which may have a potential conflict with the interest of the Company. Transactions with key managerial personnel are listed in the financial section which forms the part of this annual report under Related Party Transactions.

PROHIBITION OF INSIDER TRADING

The Company has a policy prohibiting Insider Trading in conformity with applicable SEBI regulations. Necessary procedures have been laid down for Directors, officers and designated employees for trading in the securities of the Company. The policy and procedures are periodically communicated to the employees who are considered as insiders of the Company. Trading window closure periods, when the Directors and employees are not permitted to trade in the securities of the Company, are intimated to all Directors and employees, in advance, when ever required.



INTERNAL CONTROL SYSTEMS

The Company has both external and internal audit systems in place. Auditors have access to all records and information of the Company. The Board recognizes the work of the auditors as an independent check on the information received from the management on the operations and performance of the Company. The Board and the management periodically review the findings and recommendations of the statutory and internal auditors and takes corrective actions whenever necessary.

INTERNAL CONTROLS

The Company maintains a system of internal controls designed to provide reasonable assurance regarding:

- Effectiveness and efficiency of operations.
- Adequacy of safeguards for assets.
- Reliability of financial controls.
- Compliance with applicable laws and regulations.

The integrity and reliability of the internal control systems are achieved through clear policies and procedures, process automation, careful selection, training and development of employees and an organization structure that segregates responsibilities. Internal Audit at IWP is an independent and objective assurance function, responsible for evaluating and improving the effectiveness of risk management, control and governance processes.

The Audit Committee of the Board monitors the performance of internal audit department on a periodic basis through review of audit plans, audit findings and speed of issue resolution through follow-ups. Each year, there are at least four meetings held, where the Audit Committee reviews internal audit findings, in addition to special meetings and discussions.

CEO AND CFO CERTIFICATION

A certificate of the Chief Executive Officer and the Chief financial Officer of the Company on financial statements and applicable internal controls as stipulated under Regulation 17(8) of the Listing Regulations is enclosed below as **Annexure-C**.

STATUTORY AUDITS

For FY2020 M/s. Agrawal Tondon & Company, Chartered Accountants, has audited the financial statements prepared under the INDAS

AUDITORS' FEES

During FY 2019, the Company paid Rs.3.00 Lacs to M/s. Agrawal Tondon & Co., the Statutory Auditors as audit fees.

MEANS OF COMMUNICATION

1. Quarterly and annual results: Quarterly and annual results of the Company are published in widely circulated national newspapers and the local vernacular daily. These are also made available on corporate website: www.iwpkatha.com
2. Website: The primary source of information regarding the operations of the Company is the corporate website: www.iwpkatha.com. All official news releases are posted on this website. It contains a separate dedicated section called 'Investors', where the relevant information for shareholders is available.
3. Annual report: The Company's annual report containing, inter alia, the Directors' Report, Corporate Governance Report, Management's Discussion and Analysis (MD&A) Report, Audited Annual Accounts, Auditors' Report and other important information is circulated to members and others so entitled. The annual report is also available on the website in a user-friendly and downloadable form.
4. Register to receive electronic communications: The Company has provided an option to the shareholders to register their email id either by writing to the Company or to the Registrar and Share Transfer Agent to receive electronic communications.

**For and on behalf of Board of Directors of
The Indian Wood Products Co. Ltd.**

Kolkata
3 July 2020

K K Mohta
Chairman & Managing Director
DIN : 00702306



Compliance with the Code of Conduct for Board Members and Senior Management [Declaration as per Regulation 34(3) Listing Regulations]

I hereby confirm that all the members of the Board and senior management personnel have affirmed that they have complied with the Company's Code of Conduct for Board Members and Senior Management for the FY2020.

For The Indian Wood Products Co. Limited
Bharat Mohta
Chief Executive Officer

Kolkata, 3 July 2020

Certificate on Corporate Governance

To
**The Members of
The Indian Wood Products Co Ltd.**
CIN NO. (L20101WB1919PLC003557)

I have examined the relevant records of **The Indian Wood Products Co Ltd** ("the Company") for the purpose of certifying compliance of conditions of Corporate Governance as stipulated in Regulations 17, to, 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) for the financial year ended March 31, 2020. I have obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purposes of certification.

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

In our opinion and to the best of my information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 and para C, D and E of Schedule V of the Listing Regulations.

I further state that this certificate 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.

Ashok Kumar Daga
Practicing Company Secretary

FCS- 2699 & C.P. No. 2948

Kolkata, July 3, 2020
UDIN No. F002699B000412790



CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

{Pursuant to Regulation 17(8) of the Listing Regulations}

We, Bharat Mohta, Chief Executive Officer (CEO), Raj Kumar Agarwal, Chief Financial Officer (CFO), of the Company, to the best of our knowledge and belief, hereby certify that:

- a) We have reviewed the financial statements including the cash flow statement (Standalone & Consolidated) for the year ended March 31, 2020 and that these Statements:
 - (i) do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
- b) There are, no transactions entered into by the Company during the year ending March 31, 2020 which are fraudulent, illegal or violate the Company's code of business conduct and ethics.
- c) 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 and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d) We have disclosed, wherever applicable, to the auditors and the audit committee
 - (i) that there was no deficiencies in the design or operations of internal controls that could adversely affect the company's ability to record, process, summarize and report financial data including any corrective actions;
 - (ii) that there are no material weaknesses in the internal controls over financial reporting;
 - (iii) that there are no significant change in internal control over financial reporting during the year;
 - (iv) all significant changes in accounting policies during the year, if any and that the same have been disclosed in the notes to the financial statement; and
 - (v) that there are no instance during the year of significant fraud of which we have become aware of and involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

For and on behalf of the Board

Kolkata
3 July, 2020

Bharat Mohta **R. K. Agarwal**
Chief Executive Officer **Chief Financial Officer**



NOMINATION AND REMUNERATION COMMITTEE POLICY

The Indian Wood Products Co. Ltd (IWP), believes that an enlightened Board consciously creates a culture of leadership to provide a long-term vision and policy approach to improve the quality of governance. Constitution of the Board of Directors ensures appropriate composition, size, diversified expertise and experience and commitment to discharge their responsibilities and duties effectively. The importance of Independent Directors in achieving the effectiveness of the Board was also recognized. The Company intends to have an optimum combination of Executive, Non-Executive and Independent Directors.

The Company has therefore formulated the remuneration policy duly approved by Board for its Directors, Key Managerial Personnel and other employees keeping in view the following objectives:

- a. Ensuring that the level and composition of remuneration is reasonable and sufficient to attract, Retain and motivate, to run the Company successfully.
- b. Ensuring that relationship of remuneration to performance is clear and meets the performance benchmarks.
- c. Ensuring that remuneration involves a balance between fixed and reelecting short and long term performance objectives appropriate to the working of the Company and its goals.

The main object of this Committee is to identify person who are qualified to become directors and who may be appointed in senior management of the Company, recommend to the Board their appointment and removal and shall carry out evaluation of every Director's performance, recommend the remuneration package of both the Executive and the Non-Executive Directors of the Board and also the remuneration of Senior Management from time to time. This Policy sets out the guiding principles for the Nomination and Remuneration Committee for identifying persons who are qualified to become Directors and to determine the independence of Directors, in case of their appointment as independent directors of the Company and also for recommending to the Board the remuneration of the Directors, Key Managerial Personnel and other employees of the Company.

The Nomination and Remuneration Committee, and the Board, shall review on an annual basis, appropriate skills, knowledge and experience required of the Board as a whole and its individual members. The objective is to have a Board with diverse background and experience that is relevant for the Company's operations.

In evaluating the suitability of individual Board members, the Committee may take into account factors, such as General understanding of the Company's business, Educational and professional background, Personal and professional ethics, integrity and values, willingness to devote sufficient time and energy in carrying out their duties and responsibilities effectively.

The proposed appointee shall also fulfill the following requirements:

- (a) Shall possess a Director Identification Number;
- (b) Shall not be disqualified under the Companies Act, 2013;

- (c) Shall give his written consent to act as a Director;
- (d) Shall endeavor to attend all Board Meetings and Committee Meetings, wherever he is appointed.
- (e) Shall disclose his concern or interest as required under the Companies Act, 2013
- (f) Such other requirements as may be prescribed, from time to time, under the Companies Act, 2013

The Committee shall assess the independence of Directors at the time of appointment / re-appointment and the Board shall assess the same annually. The Board shall re-assess determinations of independence when any new interests or relationships are disclosed by a Director. The criteria of independence, as laid down in Companies Act, 2013 should be strictly followed.

The Independent Directors shall abide by the "Code for Independent Directors" as specified in Schedule IV to the Companies Act, 2013.

The Board members are expected to have adequate time and expertise and experience to contribute to effective Board performance. Accordingly, members should voluntarily limit their directorships in other listed public limited companies in such a way that it does not interfere with their role as directors of the Company.

The Board, on the recommendation of the Nomination and Remuneration Committee, shall review and approve the remuneration payable to the Executive Directors / Key Managerial Personnel of the Company within the overall limits approved by the shareholders.

The remuneration structure to the Executive Directors and Key Managerial Personnel shall include Basic Pay, Perquisites and Allowances & Retrial Benefits. Where any insurance is taken by the Company on behalf of its managing directors, Chief Financial Officer, the company secretary and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel.

Committee on review of performance of Directors, KMPs and other employees of the Company may recommend to the Board for removal of such person if they consider him not to continue further in the interest of the Company, due to any of the reasons for disqualification as provided under the Act or on any reservation about their performances.

This policy shall be reviewed by the nomination and remuneration committee as and when changes need to be incorporated in the policy due to changes in regulation or as may be felt appropriate by the committee. Any change or modification in the policy as recommended by the committee would be given for approval to the Board.

This policy is framed based on the provisions of the Companies Act 2013 and rules there under and requirements of Listing Regulations.



ADDITIONAL SHAREHOLDER INFORMATION

FY2020 represents fiscal year 2019-20, from 1 April 2019 to 31 March 2020, and analogously for FY 2019 and previously such labeled years.

1. General Body Meetings

Below table gives the details of date, time, location and business transacted through special resolution at last three Annual General Meetings:

Financial Year	Date & Time	Location	Special resolution(s) passed
2018-19	September 17, 2019 at 3.30 P.M	Bharatiya Bhasha Parishad 36A Shakespeare Sarani Kolkata – 700017	1. Reappointment of Mr. Sanjay Kumar Maheswary (Din 00497335) as an Independent Director 2. Reappointment of Mr. Vinod Kumar Maheswary (Din 02659320) as an Independent Director
2017-18	September 17, 2018 at 3.30 P.M	Bharatiya Bhasha Parishad 36A Shakespeare Sarani Kolkata – 700017	NIL
2016-17	September 18, 2017 at 3.30 P.M	Bharatiya Bhasha Parishad 36A Shakespeare Sarani Kolkata – 700017	3. Authority to Board to borrow up to 250 Crores under section 180(1)(c) of the Companies Act, 2013 4. Authority to the Board to create mortgage/ Charge/ hypothecation within the overall borrowing limits under section 180(1)(a) of the Companies Act, 2013

Resolution(s) passed through Postal Ballot

During the FY 2020 under review, no Special Resolution was passed through Postal Ballot under Section 110 of the Companies Act. 2013.

2. Annual General Meeting (AGM)

Day & Date :	Friday, September 25, 2020
Venue :	Video Conference and other audio –visual means
Time :	3:15 p.m.
Mode:	Participations though Video Conference or other audio - visual means as arranged by NSDL



3. Proposal to Conduct Postal Ballot for any Matter in the Ensuing Annual General Meeting

None of the businesses proposed to be transacted at the ensuing AGM requires passing of a special resolution through postal ballot.

4. Procedure for Postal Ballot

The Company provides an electronic voting facility to all its shareholders, to enable them to cast their votes electronically along with Postal Ballot. The Company engages the services of NSDL for the purpose of providing the e-voting facility to all its shareholders.

The Company dispatches the postal ballot notices and forms along with self-addressed business reply envelopes to its shareholders whose names appear on the register of the members/list of beneficiaries as on a cut-off date. The postal ballot notice is sent to the shareholders in electronic form to the email addresses registered with the depository participants/registrars and transfer agent.

Voting rights are reckoned on the paid up value of the shares registered in the name of the Shareholders as on the cut-off date. The shareholders have an option either to vote through physically ballot form or through e-voting.

The scrutinizer submits his report to the chairman of the board of directors after the completion of scrutiny, and the consolidated results of the voting by postal ballot are then announced by the chairman. The date of declaration of result is deemed to be the date of passing of the resolutions.

The results are also displayed on the website of the company: www.iwpkatha.com, besides being communicated to the stock exchanges, depository and registrar and transfer agent.

5. Book Closure Date:-

From September 19, 2020 to September 25, 2020 (both days inclusive) for the purpose of payment of dividend and AGM.

6. Dividend

Dividend shall be paid to all the Shareholders whose names appears on the register of members as on closing hours of September 18, 2020, being the record date fixed for this purpose. Dividend will be credited / dispatched on or after September 25, 2020.

7. Financial Calendar

The financial year of the Company starts on 1st April every year and ends on 31st March subsequent year.

Indicative calendar of events for the financial year 2020-21 are as under

For the quarter ending 30 June 2020	Second week of August 2020
For the quarter and half- year ending 30 September 2020	Second week of November 2020
For the quarter and nine months ending 31 December 2020	Second week of February 2021
For the year ending 31 March 2021	Fourth week of May 2021
AGM for the year ending 31 March 2021	Last week of August 2021



8. Listing of Stock Exchange and Stock Codes

Stock Exchange	BSE Ltd Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai- 400 001
Scrip code	540954

Listing fees to BSE Limited for listing of equity share have been paid for the FY2021. The Custodian fee for NSDL & CDSL has also been paid for the FY2021.

9. The International Security Identification Number (ISIN)

ISIN is a unique identification number of traded scrip. This number has to be quoted in each transaction relating to the dematerialized securities of the Company. The ISIN of the Company's equity shares is INE586E01020.

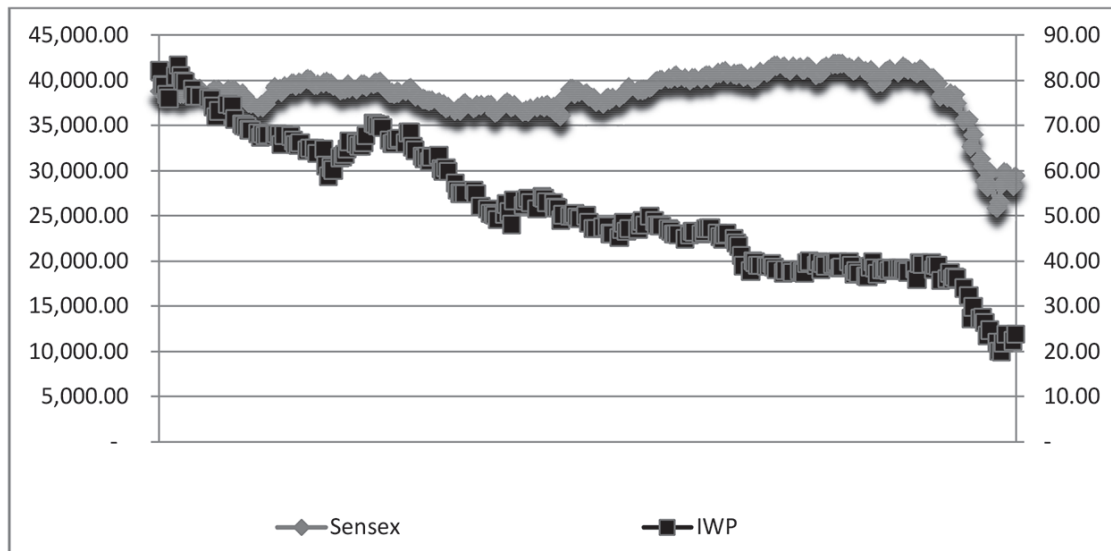
10. Market Price Data

The Equity Shares of the Company are presently listed on BSE Limited. The monthly high / low and the total number of shares traded per month on the BSE during FY2020 are given below:-

High, low and number of shares traded per month on BSE during FY2020			
Month	BSE		
	High (Rs.)	Low (Rs.)	No. of Shares
Apr 2019	90.00	67.50	553834
May 2019	76.00	62.55	852983
Jun 2019	73.90	58.00	353611
July 2019	72.00	59.95	399698
August 2019	61.00	45.05	212909
September 2019	57.80	47.05	357842
October 2019	57.60	44.00	137603
November 2019	50.95	40.00	449373
December 2019	46.70	35.60	543030
January 2020	40.95	36.15	68758
February 2020	44.00	33.50	219639
March 2020	39.00	19.20	80449

11. Performance in comparison to board based indicies

The Equity Shares of the Company are presently listed only on BSE Limited. The trading data of the Company's Equity Shares and its performance comparison to board based indices for FY2020 are as under:



12. Registrar and Share Transfer Agents

M/s. Niche Technologies Pvt. Ltd., 3A, Auckland Place, Room No. 7A & 7B, 7th Floor, Kolkata- 700 071 is the Registrar and Share Transfer Agent of the Company, both for Physical & Demat shareholders. Accordingly, all communications on matters relating to Share Transfers, Dividend etc. may be sent directly to them. Complaints, if any, on these matters may also be sent to the Compliance Officer of the Company.

13. Share Transfer System

In terms of Regulation 40(1) of SEBI Listing Regulations, as amended, securities can be transferred only in dematerialized form w.e.f. April 1, 2019, except in case of request received for transmission or transposition of securities. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Transfers of equity shares in electronic form are effected through the depositories with no involvement of the Company.

The share transfers/transmission/splits and /or issue of duplicate share certificates are processed on behalf of the Company by the Registrar and Transfer Agents, M/s. Niche Technologies Pvt. Ltd. and is then placed before the Stakeholder Relationship Committee to approve transfers. The Company Secretary addressed all the requests weekly.

All queries and request relating to share /debenture transfers/ transmissions may be addressed to our Registrar and transfer Agents.

The Company periodically reviews the operations of its Registrar and Transfer Agent.

14. Description of Voting Rights

All shares issued by the Company carry the equal voting rights, and one share confirms one vote.

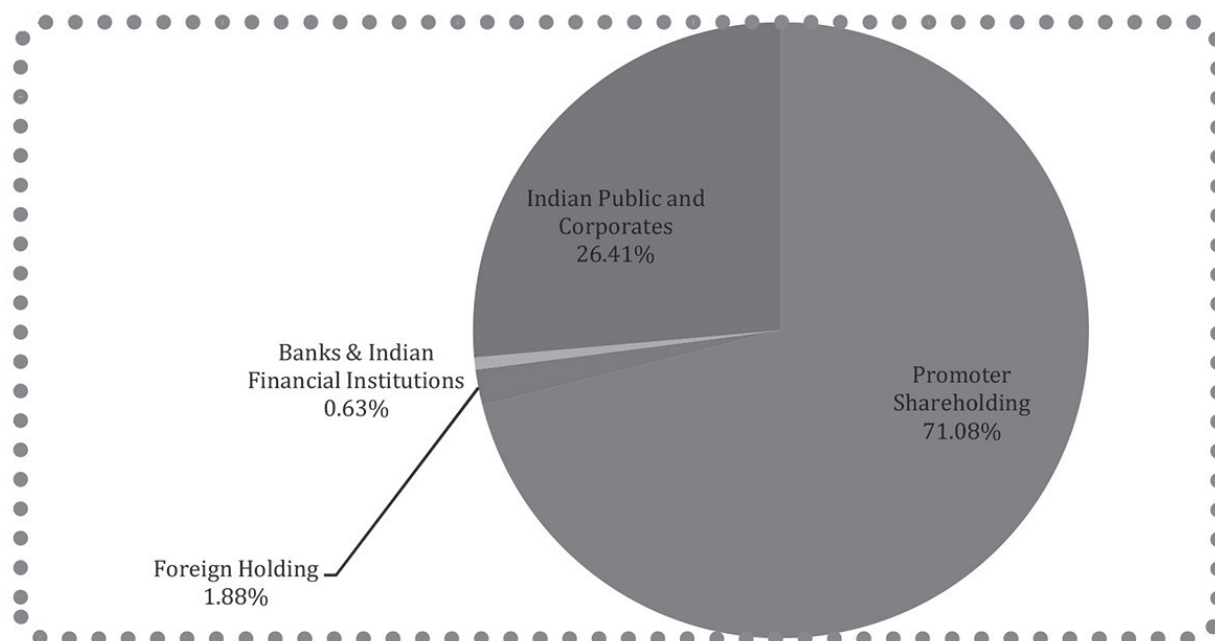
15. Nomination Facility

Shareholders / Debenture Holders holding physical shares/debentures may, if they so desire send their nominations in Form SH13 to the Registrar & Transfer Agents of the Company. Those holding shares in dematerialized form may contact their respective Depository Participant (DP) to avail nomination facility.

16. Shareholding Pattern as on March 31, 2020:

Table 4 : Distribution of shareholdings on the basis of ownership					
Particulars	As on 31 March 2020		As on 31 March 2019		% change
	No. of shares	% of total	No. of shares	% of Total	
Promoter's Holding					
- Individuals	31133692	48.67	30868560	48.26	0.41
- Companies	14338966	22.41	14011960	21.90	0.51
Sub-Total	45472658	71.08	44880520	70.16	0.92
Indian Financial Institutions					
Banks	401720	0.63	401720	0.63	-
Mutual Funds	-	-	-	-	-
Foreign holdings					
- Foreign Institutional Investors	-	-	-	-	-
- Non Resident Indians	1204534	1.88	1210990	1.89	(0.01)
- ADRs / Foreign Nationals	-	-	-	-	-
Sub total	1606254	2.51	1612710	2.52	(0.01)
Indian Public and Corporates	16893808	26.41	17479490	27.32	(0.91)
Total	63972720	100.00	63972720	100.00	-

Categories-Wise Shareholding (%)



**17. Distribution of Shareholding as on March 31, 2020**

Range	No of Shareholders	% of Total Shareholders	No. of Shares	% of Total Shares
1 – 5,000	2287	79.55	2496810	3.90
5,001 – 10,000	234	8.14	1783234	2.79
10,001 – 50,000	283	9.84	5633952	8.81
50,001 – 1,00,000	36	1.25	2583780	4.04
100,001 and above	35	1.22	51474944	80.46
Total	2875	100.00	63972720	100.00

18. Outstanding ADR's & GDR's Warrants or any other convertible instruments, conversion date and likely impact on equity shares

During the FY2020, the Company has not issued any ADR's GDR's, Warrants or any other convertible instruments. The Company at present has no outstanding ADR's/GDR's/Warrants to be converted that has an impact on the equity shares of the Company.

19. Commodity Price Risk on Foreign Exchange Risk.

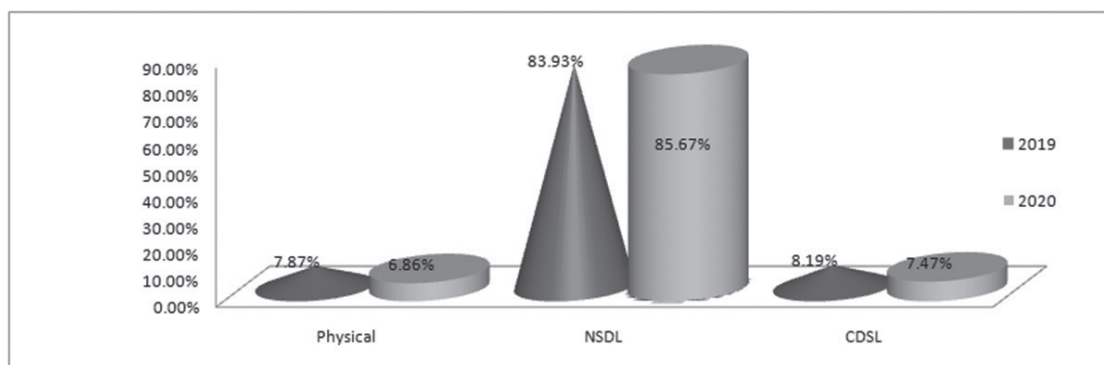
The Company is exposed to the risk of price fluctuation of raw materials as well as finished goods. The company proactively manages these risks through forward booking inventory management and proactive vendor development practices. The company's reputation for quality, products differentiation, coupled with existence of powerful brand image with robust marketing network mitigates the impact of price risk on finished goods.

20. Dematerialization of Shares

The Company's scrip forms part of the compulsory dematerialization segment for all investors. To facilitate easy access of the dematerialized system to the investors, the Company has signed up with both the depositories – namely National Securities Depository Limited ("NSDL") and the Central Depositor Services (India) Limited ("CDSL") – and has established connectivity with the depositories through its Registrar and Transfer Agents, Niche Technologies Pvt. Ltd.

Dematerialization of shares is done through Niche Technologies Pvt. Ltd. and on an average the dematerialization process is completed within 10 days from the date of receipt of a valid dematerialization request along with the relevant documents. Chart 1 gives the breakup of dematerialized shares and shares in certificate form as on 31 March 2020 as compared with that as on 31 March 2019 The breakup of dematerialized shares and shares in certificate form as on March 31, 2020 are as under:

Physical	NSDL	CDSL
4385596	54807936	4779188



21. Other Disclosures

Disclosures on materially significant related party transaction

During the year the related party transactions were entered into based on considerations of various business exigencies such as beneficial in operations and the company's long term strategy for optimization of market share, profitability and basic requirements.

During the year, subsidiaries of our Joint Venture Company namely M/s. Agro & Spice Trading Pte Ltd are processing Gambier in Indonesia and. Gambier being our main raw material, it was decided that purchase of Process Gambier from our Joint Venture Company as well as from its subsidiary company will be beneficial in the interest of the Company. Accordingly an agreement was entered into with the Joint Venture Company and with its subsidiary Company to purchase raw material on regular basis.

All the contracts/ arrangements/transactions entered by the Company during the financial year with related parties were in its ordinary course of business on an Arm's Length Basis.

None of the transactions with any of related parties were in conflict with the Company's interest.

The statements containing the transactions with related parties were submitted periodically to the Audit committee. The details of Related Party Transactions are discussed in detail in Note No. 36 of Notes to the Financial Statement.

Details of non-compliance(s) by the company

No penalties have been imposed or strictures have been issued by SEBI, Stock Exchanges or any Statutory Authorities on matters relating to Capital Markets during the last three years.

Whistle Blower Policy/Vigil Mechanism

The Board of Directors of the company has adopted Whistle Blower Policy. The management of the Company, through the policy envisages encouraging the employees of the Company to report the higher authorities any unethical, improper, illegal, or questionable acts, deeds & things which the management or any superior may indulge in. This policy has been circulated to the employees of the Company. No employee has been denied access to the Audit Committee / Chairman of Audit Committee.

Details of Compliance with mandatory requirements and adoption of the non-mandatory requirements

The Company has complied with the mandatory requirements of Corporate Governance under listing Regulations and is in the process of implementation of non- mandatory requirements.



Disclosure of Accounting Treatments

The financial statements of the Company have been prepared in accordance with Indian Accounting Standard (IndAS) to comply in all material aspects under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 (“the 2013 Act”)/ Companies Act, 1956 (“the Act 1956”), as applicable. These financial statements have been prepared on an accrual basis and under the historical cost conventions.

22. Name, Designation & Address of Compliance Officer and RTA for Complaints & Correspondence

Mr. Anup Gupta
Company Secretary & Compliance Officer
The Indian Wood Products Co Ltd
9 Brabourne Road, 7th Floor,
Kolkata – 700001
Tel: 82320 23820

Registered / Corporate Office Address for Correspondence

The Indian Wood Products Co Ltd

9 Brabourne Road, 7th Floor,
Kolkata – 700001
Tel: 82320 23820
Email Id: iwpho@iwpkatha.co.in
CIN: L20101WB1919PLC003557

Registrar & Share Transfer Agents

M/s. Niche Technologies Pvt. Ltd.
CIN : U74140WB1994PTC062636
3A, Auckland Place, Room No. 7A & 7B,
7th Floor, Kolkata- 700 017
Tel: 033 2280-6616/6617/6618, Fax: 033 2280-6619
Email: nichetechpl@nichetechpl.com
URL: www.nichetechpl.com

23. Plant Location

Manufacturing Plants

Bareilly

Izatnagar, Bareilly (UP)
Pin Code: - 243122
Phone: 09027695554

Daman (Contractual Manufacturing)

C/o. Nanhemal Agro (India) Ltd
Diwali Nagar, Kadiaya, Daman: 396210
Phone: 09825128720

Baroda

C/o. Bhagyoday Katha Products Pvt Ltd
PO: Asoj, Opposite Hotel Decent
Vadodara- 391510
Phone: 9816141231

Jammu & Kashmir

IGC, SIDCO, Phase III, Samba (J &K)
Samba (Jammu & Kashmir)
Pin code: 184121
Phone: 09319929098



24. Disclosure with respect to demat suspense account/unclaimed suspense account

Sl. No.	Particulars	Applicability
1.	Aggregate number of Shareholder and the outstanding shares in the suspense account lying in the beginning of the year	Nil
2.	Number of Shareholder who approached the Company for transfer of shares from suspense account during the year	Nil
3.	Number of Shareholders to whom shares were transferred from suspense account during the year	Nil
4.	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year	Nil
5.	That the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares	Nil

25. Transfer of Unpaid / Unclaimed Amounts and Shares to Investor Education and Protection Fund

In line with the IEPF Rules, the Company sends reminder letter to all such shareholders, whose dividend has remained unpaid/unclaimed for a consecutive period of 7 years with a request to claim the dividends, failing which the shares would be transferred to IEPF Authority on the due date which is available at the Company's website www.iwpkatha.com.

During the Year under review, the Company has credited Rs. 1, 20,358/- to the Investor Education and Protection Fund (IEPF) pursuant to the provision of the Companies Act, 2013.

In accordance with the provision of Companies Act, 2013 the Company has transferred 30735 Equity Shares of Rs. 2/-, to the credit of IEPF Authority, on February 29, 2020, in respect of which dividend had not been paid or claimed by the members for Seven consecutive years.

The Company sends reminder letter to all such shareholders, whose dividend has remained unpaid / unclaimed for a consecutive period of 7 years with a request to claim the dividends, failing which the shares would be transferred to IEPF Authority on the due date which is available at the Company's website www.iwpkatha.com.

26. Reminder to Investors:

Reminders for unclaimed shares, unpaid dividend are sent to the shareholders as per records every years.

**For and on behalf of Board of Directors of
The Indian Wood Products Co. Ltd.**

Kolkata
3 July, 2020

Krishna Kumar Mohta
Chairman & Managing Director
DIN: 00702306

Bharat Mohta
CEO & WTD
DIN: 00392090



INDEPENDENT AUDITORS' REPORT

To The Members of
The Indian Wood Products Co Ltd

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of **The Indian Wood Products Co Ltd** ("the Company"), which comprise the standalone balance sheet as at 31st March 2020, and the statement of Profit and Loss, statement of changes in equity and statement of cash flows for the year then ended and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2020, and its profit, total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of

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

Emphasis of Matter

We draw attention to Note 49 to the standalone financial statement, which describes the uncertainties and potential impact of the Covid-19 pandemic of the Company's operation and results as assessed by the management. The actual results may differ from such estimates depending upon future developments. Our opinion is not modified in respect of this matter.

Key Audit Matters

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

The Key Audit Matters	Auditors response
<p>Revenue From Sale of Goods</p> <p>The Company recognizes revenue when control of the goods is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods. As described</p>	<p>Our audit procedure includes the following:</p> <ul style="list-style-type: none"> ● Considered the adequacy of the company's revenue recognition policy and its compliance in terms of Ind AS 115 "Revenue from contracts with customers"



in the accounting policy in note 2(f) and as reflected in note 27 to the Ind AS Standalone financial statements, revenue from sale of goods is measured at fair value of the consideration received or receivable, net of returns and allowances and trade discounts.

Considering the judgment and estimates involved in revenue recognition, it is considered to be a key audit matter.

- Assessed the design and tested the operating effectiveness of the internal financial controls related to revenue recognition.
- Performed sample tests of individual sales transaction and traced to sales invoices and other related documents. In respect of the samples selected, tested and the revenue has been recognized in accordance with Ind AS 115.
- We discussed and obtained an understanding from the management on the key assumptions applied and inputs used in estimating provisions for discounts, sales incentives and sales returns and compared the same with the past trends and the provision made by the management.

Assessed the relevant disclosure made in the standalone Ind AS financial statement.

We have determined that there are no other key audit matters to communicate in our report.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Company's annual report but does not include the standalone financial statements and our auditors' 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 standalone 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 in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information obtained prior to the date of this auditor's report, 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.

Responsibility of Management and Those Charged with Governance for Standalone Financial Statements

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



to the preparation and presentation of the standalone financial statement 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 Board of Directors 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 judgement 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 financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other



matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Report on Other Legal and Regulatory Requirements

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

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 book.
- (c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss including Other Comprehensive Income, the Standalone Cash Flow Statement and the Standalone 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 Indian Accounting Standards specified under Section 133 of the Act read with relevant rules issued thereunder.
- (e) On the basis of the written representations received from the directors as on 31st March, 2020 taken on record by the Board of Directors, none of the directors is

disqualified as on 31st March, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

(g) With respect to the matter to be included in the Auditor's Report under section 197(16)

In our opinion and according to the information and explanation given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under section 197 (16) which are required to be commented upon by us.

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company has disclosed the impact of pending litigations on its financial position in its Standalone Financial Statements – Refer Note No.- 48
- ii. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There has been no delay in transferring the amounts required to be transferred to the Investor Education and Protection Fund by the Company.

For Agrawal Tondon & Co.
Chartered Accountants
FRN – 329088E

Radhakrishan Tondon

Place: Kolkata

Partner

Dated: 03rd July 2020

Membership No. 060534

UDIN No. 20060534AAAABE4667



ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

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

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

We have audited the internal financial controls over financial reporting of The Indian Wood Products Co Ltd (“the Company”) as of March 31, 2020 to the extent of records available with us 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 over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor’s Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies

Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

Meaning of Internal Financial Controls Over Financial Reporting

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

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions



ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT (Contd.)

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 Standalone Financial Statements.

Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become

inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Company.

For **Agrawal Tondon & Co.**
Chartered Accountants
FRN – 329088E

Radhakrishan Tondon
Partner
Membership No. 060534

Place: Kolkata
Dated: 03rd July 2020

**ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT**

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

i. In respect of the Company's fixed assets:

(a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The Company has a regular program of verification to cover all the items of fixed assets in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and the records examined by us including registered title deeds, we report that, the title deeds, comprising all the immovable properties, are held in the name of the Company as at the balance sheet date.

ii. According to the information and explanations given to us, the inventory has been physically verified during the year by the management at regular intervals. In our opinion, the frequency of such verification is reasonable. No material discrepancies were noticed on physical verification.

iii. The Company has not granted any loans, secured or unsecured to Companies, firms, limited liability partnerships or other persons covered in the Register maintained under section 189 of the Companies Act, 2013. Accordingly, paragraph 3(iii) of the order is not applicable to the Company

iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of grant of loans, making investments, and providing guarantees and securities as applicable.

v. In our opinion and according to the information

and explanations given to us, the Company has not accepted any deposit from the public in accordance with the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, paragraph 3 (v) of the Order is not applicable to the Company.

vi. The Central Government of India has not prescribed the maintenance of cost records by the Company as required under section 148(1) of the Companies Act, 2013 for any of its products.

vii. According to the information and explanations given to us, in respect of statutory dues:

(a) The Company has been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.

(b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Cess and other material statutory dues in arrears as at March 31, 2020 for a period of more than six months from the date they became payable.

(c) According to the records of the Company, the dues outstanding of Sales tax, Custom, goods and service tax on account of any dispute, are as follows:-

Particulars	Amount under dispute not yet deposited (Rs. in lakhs)	Financial year to which the amount relates	Forum where dispute is pending
Central Sales tax, New Delhi	0.23	1987-88	Appellate Tribunal
Central Sales tax, New Delhi	74.58	2001-02	Appellate Tribunal
Central Sales tax, New Delhi	2.16	2002-03	Additional Commissioner



ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT (Contd.)

Particulars	Amount under dispute not yet deposited (Rs. in lakhs)	Financial year to which the amount relates	Forum where dispute is pending
Local Sales tax, New Delhi	43.75	2002-03	Additional Commissioner
Mandi Samity	2.18	1997-98	Hon'ble High Court, Allahabad
UP Sales Tax	0.46	2010-11	Appeal before Additional Commissioner
Custom Act	643.56	2017-18	CESTAT, Nhava Seva

viii. In our opinion and according to the information and explanations given to us by the management, the Company has not defaulted in the repayment of dues to banks during the year.

ix. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year. To the best of our knowledge and belief and according to the information and explanations given to us, term loans availed by the Company were applied for the purpose for which the loans were obtained.

x. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no fraud on the Company by its officers or employees has been noticed or reported during the year.

xi. According to the information and explanations given to us, the Company has paid or provided for managerial remunerations in accordance with the provisions of section 197 read with Schedule V to the Act;

xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.

xiii. In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the Standalone financial statements as required by the applicable Indian accounting standards.

xiv. According to the information and explanations given to us and based on our examination of the records, the Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures and hence reporting under clause 3 (xiv) of the Order is not applicable to the Company.

xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with its Directors or persons connected with them. Accordingly, paragraph 3 (xv) of the Order is not applicable.

xvi. According to the information and explanation given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **Agrawal Tondon & Co.**
Chartered Accountants
FRN – 329088E

Radhakrishan Tondon
Partner
Membership No. 060534

Place: Kolkata
Dated: 03rd July 2020



BALANCE SHEET AS AT 31ST MARCH, 2020

(₹ in Lacs)

Particulars	Note	As at 31 March, 2020	As at 31 March, 2019
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	3.1	38,001.41	38,175.30
Capital Work-in-Progress	3.2	1,032.28	204.21
Right of Use Assets	3.3	605.33	-
Financial Assets			
- Investments	4	931.86	863.13
- Loans	5	59.69	55.80
Other Non-Current Assets	6	207.91	246.67
		<u>40,838.48</u>	<u>39,545.11</u>
Current Assets			
Inventories	7	4,916.34	4,731.95
Financial Assets			
- Trade Receivables	8	5,077.99	3,734.37
- Cash and Cash Equivalents	9	38.15	523.05
- Bank Balances other than above	10	24.92	18.52
- Loans	11	16.68	13.06
- Other Financial Assets	12	11.62	6.49
Current Tax Assets (Net)	13	16.50	-
Other Current Assets	14	1,826.01	1,507.76
		<u>11,928.21</u>	<u>10,535.20</u>
		<u>52,766.69</u>	<u>50,080.31</u>
TOTAL ASSETS			
EQUITY AND LIABILITIES			
Equity Share Capital	15	1,279.75	1,279.75
Other Equity	16	34,178.90	33,651.07
		<u>35,458.65</u>	<u>34,930.82</u>
LIABILITIES			
Non-Current Liabilities			
Financial Liabilities			
- Borrowings	17	546.61	352.20
- Others	18	346.36	10.28
Deferred Tax Liabilities (Net)	19	7,426.08	7,422.92
Provisions	20	41.22	47.96
		<u>8,360.27</u>	<u>7,833.36</u>
Current Liabilities			
Financial Liabilities			
- Borrowings	21	6,372.81	5,073.26
- Trade Payables (Refer Note 38)	22	-	-
Total outstanding dues of micro enterprise and small enterprise		1,312.69	806.74
Total outstanding dues of creditors other than micro enterprises and small enterprises		602.81	419.84
- Others	23	168.26	184.93
Provisions	24	-	320.18
Current Tax Liabilities (Net)	25	-	511.18
Other Current Liabilities	26	491.20	7,316.13
		<u>8,947.77</u>	<u>7,316.13</u>
		<u>52,766.69</u>	<u>50,080.31</u>
TOTAL EQUITY AND LIABILITIES			
Significant Accounting Policies	1 - 2		

The accompanying notes 1 - 52 are an integral part of the Financial Statements.

In terms of our Report attached
For **Agrawal Tondon & Co.**
Chartered Accountants
Firm Registration Number - 329088E

Radhakrishan Tondon
Partner
Membership No.: 060534
Place: Kolkata
Date: July 3, 2020

**For and on behalf of Board of Directors of
The Indian Wood Products Co. Ltd.**

Krishna Kumar Mohta
Chairman & MD
DIN: 00702306

R.K. Agarwal
Chief Financial Officer

Bharat Mohta
WTD & CEO
DIN: 00392090

Anup Gupta
Company Secretary
M No. A36061



STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2020

(₹ in Lacs)

Particulars	Note	2019-20	2018-19
Revenue From Operations			
Revenue From Operations	27	19,465.77	20,049.83
Other Income	28	25.38	109.57
Total income		19,491.15	20,159.40
Expenses:			
Cost of material consumed	29	10,677.84	10,526.24
Purchase of stock in trade		612.89	-
Change in inventories of finished goods, stock in trade and work-in-progress	30	(24.57)	478.73
Employee benefit expense	31	2,608.27	2,411.21
Finance costs	32	653.48	494.26
Depreciation and amortisation expense	3.1	378.97	329.83
Other expenses	33	3,536.63	3,355.85
Total expense		18,443.51	17,596.12
Profit/(loss) before tax		1,047.64	2,563.28
Income Tax expense:			
Current tax	34	275.00	800.00
Deferred tax	34	13.66	(21.12)
Total Tax Expense		288.66	778.88
Profit/(loss) for the period		758.98	1,784.40
Other Comprehensive Income			
Items that will not be reclassified to profit or loss			
Remeasurement of net defined benefit liability		(41.79)	(7.77)
Income tax expense relating to the above		10.52	2.26
Other Comprehensive Income/(loss) for the period		(31.27)	(5.51)
Total Comprehensive Income for the period		727.71	1,778.89
Earnings per equity share (for continuing operation):	35		
- Basic		1.19	2.79
- Diluted		1.19	2.79
Significant accounting policies	1 - 2		

The accompanying notes 1 - 52 are an integral part of the Financial Statements.

In terms of our Report attached
For **Agrawal Tondon & Co.**
Chartered Accountants
Firm Registration Number - 329088E

Radhakrishan Tondon
Partner
Membership No.: 060534

Place: Kolkata
Date: July 3, 2020

**For and on behalf of Board of Directors of
The Indian Wood Products Co. Ltd.**

Krishna Kumar Mohta
Chairman & MD
DIN: 00702306

R.K. Agarwal
Chief Financial Officer

Bharat Mohta
WTD & CEO
DIN: 00392090

Anup Gupta
Company Secretary
M No. A36061



CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2020

(₹ in Lacs)

	31st March 2020	31st March, 2019
A CASH FLOW FROM OPERATING ACTIVITIES		
Net profit before tax	1,047.64	2,563.28
Adjustment for		
Depreciation	378.97	329.83
Finance Cost	653.48	494.26
Interest Received	(0.03)	(9.30)
Liabilities no longer required written back	(1.56)	(13.86)
Impairment loss recognized/(reserved) under expected credit loss model	6.92	(4.13)
Advances written off	-	10.46
Loss / (Gain) on sale of Property, Plant & Equipment/ Investment	1.94	(0.01)
Loss / (Gain) on sale of investment	-	(0.34)
Operating Profit/(Loss) before working capital changes	2,087.36	3,370.19
Adjustment for		
Trade & Other Receivables	(1,635.75)	(937.51)
Inventories	184.39	249.08
Trade Payables	(540.21)	(2,107.05)
Cash generated for operations	95.79	574.71
Direct Tax Paid	611.68	1,051.36
Cash Flow before Exceptional Items	(515.89)	(476.65)
Exceptional Items	-	-
NET CASH FLOW FROM OPERATING ACTIVITIES	(515.89)	(476.65)
B CASH FLOW FROM INVESTING ACTIVITIES		
Investment in shares	(68.73)	(107.55)
Purchase of Fixed Assets	(505.59)	(664.79)
Sale of Fixed Assets	14.00	2.26
NET CASH USED IN INVESTING ACTIVITIES	(560.31)	(770.08)


CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2020 (Contd.) (₹ in Lacs)

	31st March 2020	31st March, 2019
C CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Borrowings	1,589.18	2,271.48
Repayment of Borrowings	(66.55)	(688.32)
Repayment of lease liabilities	(118.37)	-
Dividend / Dividend tax paid	(147.84)	(90.91)
Interest paid (Net)	(658.71)	(485.95)
NET CASH USED IN FINANCING ACTIVITIES	<u>597.71</u>	<u>1,006.30</u>
NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)	(478.50)	(240.43)
CASH AND CASH EQUIVALENTS (Refer Note 9 & 10)		
AT THE BEGINNING OF THE YEAR	541.57	782.00
AT THE END OF THE YEAR	63.07	541.57

In terms of our Report attached
For **Agrawal Tondon & Co.**
Chartered Accountants
Firm Registration Number - 329088E
Radhakrishan Tondon
Partner
Membership No.: 060534

Place: Kolkata
Date: July 3, 2020

**For and on behalf of Board of Directors of
The Indian Wood Products Co. Ltd.**

Krishna Kumar Mohta
Chairman & MD
DIN: 00702306

R.K. Agarwal
Chief Financial Officer

Bharat Mohta
WTD & CEO
DIN: 00392090

Anup Gupta
Company Secretary
M No. A36061

**STATEMENT OF CHANGES IN EQUITY AS AT 31ST MARCH, 2020**

(₹ in Lacs)

Particulars	Share capital	Other Equity			Total
		Reserve & surplus		Other Comprehensive income	
		Capital Reserve	Retained Earnings	Remeasurement of defined benefit plans	
As at 1st April 2018	640.03	0.03	32,672.46	(64.17)	33,248.35
Issue of Bonus Shares	639.73		(639.73)		-
Dividend and Dividend Tax paid in 2018-19	-	-	(96.41)	-	(96.41)
Other Comprehensive Income	-	-	-	(7.77)	(7.77)
Tax on the above	-	-		2.26	2.26
Profit for the period	-	-	1,784.40		1,784.40
Balance at 31 March 2019	1,279.75	0.03	33,720.72	(69.68)	34,930.82
Issue of Bonus Shares	-	-	-	-	-
Dividend and Dividend Tax paid in 2019-20	-	-	(154.24)	-	(154.24)
Other Comprehensive Income / (loss)	-	-	-	(41.79)	(41.79)
Tax on the above			-	10.52	10.52
Impact of Ind As -116 transition			(45.63)	-	(45.63)
Profit for the period	-	-	758.98	-	758.98
Balance at 31 March 2020	1,279.75	0.03	34,279.83	(100.95)	35,458.65

The accompanying notes 1 - 52 are an integral part of the Financial Statements.

In terms of our Report attached

For **Agrawal Tondon & Co.**

Chartered Accountants

Firm Registration Number - 329088E

Radhakrishnan Tondon

Partner

Membership No.: 060534

Place: Kolkata

Date: July 3, 2020

**For and on behalf of Board of Directors of
The Indian Wood Products Co. Ltd.**

Krishna Kumar Mohta

Chairman & MD

DIN: 00702306

R.K. Agarwal

Chief Financial Officer

Bharat Mohta

WTD & CEO

DIN: 00392090

Anup Gupta

Company Secretary

M No. A36061



NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

Note 1 - Background and Operations

The Indian Wood Products Company Limited (the Company) is a public Company domiciled in India and was incorporated on 23rd December, 1919 under the provisions of the Companies Act, 1913. The Company was listed with The Calcutta Stock Exchange Ltd upto 11th August, 2018, as voluntary delisting permission was granted by the exchange and at present the Company is listed only with BSE Ltd. The registered office of the Company is at Bombay Mutual Building, 9, Brabourne Road, 7th Floor, Kolkata-700001 and has a head office and works at Izzatnagar, Bareilly (U.P). The Company is primarily engaged in the manufacturing of Katha in India. Registered Address of other places where manufacturing activities are carried on are disclosed suitably in this report elsewhere.

Note 2 - Significant Accounting Policies

This note provides a list of the significant accounting policies adopted in preparation of these Financial Statements. These policies have been consistently applied to all the years presented unless otherwise stated.

The financial statements were approved by Board of Directors on 3rd July, 2020.

a) Basis of Preparation:

I. Compliance with IND AS:

These Financial Statements comply in all material aspects with Indian Accounting Standards (IND AS) notified under section 133 of the Companies Act, 2013 (the Act) read with rule 4 of the Companies (Indian Accounting standards) Rules, 2015 & Companies (Indian Accounting Standards) Amendment Rules 2016. The Company adopted Ind AS from 1st April, 2017.

II. Historical cost convention:

The Financial Statements have been prepared on a historical cost basis, except for the following:

- i. Land which is revalued as on 1st April'16
- ii. Certain Financial Assets and Liabilities (including derivative instruments) and contingent consideration that are measured at fair value; and

- iii. Defined Benefit Plan Assets measured at fair value;

b) Property, Plant and Equipment

Freehold land is carried at the revalued figure as per the Valuation done by the management based on circle rate of 1st April'16. All the other items of Property, Plant and Equipment are stated at cost of acquisition, less accumulated depreciation/amortisation and impairments, if any, cost of acquisition includes taxes, duties, freight and other incidental expenses related to acquisition and installation.

Indirect expenses during construction period, which are required to bring the asset in the condition for its intended use by the Company and are directly attributable to bringing the asset to its position, are also capitalized.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. All other repairs & maintenance are charged to profit or loss during the reporting period in which they are incurred.

Capital work-in-progress comprises cost of fixed assets that are not yet ready for their intended use at the year end.

Depreciation and amortization:

Depreciation is calculated using the straight-line method to allocate cost of Property, Plant and Equipment, net of residual values, over their estimated useful lives as follows:

Asset Class	Useful Life (In years)
Building	3 to 60
Plant & Machinery*	10 to 30
Electric Installations*	10 to 30
Laboratory Apparatus	10
Motor Vehicles*	8 to 10
Computers*	3 to 8
Office Equipment's*	3 to 15
Furniture and Fixtures	10



NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)

*Based on management evaluation, the useful lives as given above best represent the period over which the Management expects to use these Assets. Hence, the useful lives of for these Assets is different from the useful lives as prescribed under Part C of Schedule II of the Companies Act, 2013.

Depreciation on additions / deletions during the year is provided from the date on which the asset is capitalized up to the month in which the asset is disposed off.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in Statement of Profit and Loss within other gains/ (losses).

The Company reviews the residual values, useful lives and methods of depreciation of plant, property and equipment at each financial year end and adjusts prospectively, if appropriate.

c) Operating Cycle

All assets and liabilities have been classified as current and noncurrent as per the Company's normal operating cycle and other criteria as set out in the Division II of Schedule III to the Companies Act, 2013. Based on the nature of products and time between acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

d) Financial assets:

i. Classification:

The Company classifies its financial assets in the following measurement categories:

- a. those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- b. those measured at amortized cost.

ii. Measurement:

At initial recognition, the Company measures a financial

asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset.

Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

iii. Impairment of financial assets:

The Company assesses if there is any significant increase in credit risk pertaining to the assets and accordingly creates necessary provisions through Expected Credit Loss Method, wherever required.

iv. Derecognition of financial assets:

A financial asset is derecognised only when

- ✓ the Company has transferred the rights to receive the cash flows from the financial asset or
- ✓ the Company retains the contractual rights to receive the cash flows of the financial assets, but transfers substantially all the risks and rewards of the Assets.

e) Foreign Currency Transactions and Translation:

I. Functional and presentation currencies:

Items included in the Financial Statements of the Company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The Financial Statements are presented in INR which is the functional and presentation currency for the company.

II. Transactions & Balances:

Foreign Currency Transactions are translated into the functional currency at the Exchange Rates on the date of transaction. Foreign exchange Gains and Losses resulting from settlement of such transactions and from translation of monetary assets and liabilities at the closing rates are generally recognized in the Statement Profit and Loss.

Non-monetary foreign currency items are carried at cost and accordingly the investments in shares of foreign Joint Venture are expressed in Indian currency at the rate of exchange prevailing at the time when the original



NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)

investments are made or Fair Values determined.

f) Revenue Recognition

With effect from 1 April 2018, the Company has adopted IND AS 115 'Revenue from Contracts with Customers' which introduces a new five-step approach to measuring and recognising revenue from contracts with customers. Under IND AS 115, revenue is recognised on satisfaction of performance obligation at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer. The Company has elected to apply the Cumulative catch up method in adopting IND AS 115. In accordance with the cumulative catch-up transition method, the comparatives have not been retrospectively adjusted. The effect on adoption of Ind AS 115 was insignificant. Applying the practical expedient as given in Ind AS 115, the Company has not disclosed the remaining performance obligation related disclosures. Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and can be reliably measured. The Company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

Sale of goods:

Revenue is recognized on satisfaction of performance obligation at an amount that reflects the consideration to which the Company expects to be entitled in exchange for transferring goods to a customer.

Interest income:

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of a financial liability or a financial asset to their gross carrying amount. Interest Income are included under the head "Other Income" in the Statement of Profit and Loss.

Disaggregation of revenue:

Note 27 presents disaggregated revenues from contracts

with customers for the year ended March 31, 2020 by performance obligation. The Company believes that this disaggregation best depicts how the nature, amount, timing and uncertainty of our revenues and cash flows are affected by industry, market and other economic factors.

g) Inventories:

- a. Raw Material, Stores and Spares are valued at lower of cost and net realizable value.
- b. Work-in-progress, Finished Goods are valued at lower of cost and net realizable value.
- c. Cost of work-in progress and finished goods comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity. Cost of inventories also includes all other costs incurred in bringing the inventories to their present location and condition. Cost is assigned on the basis of weighted average method.

h) Trade Receivables:

Trade Receivables are recognized initially at fair value and subsequently measured at amortized cost using Effective Interest Method.

i) Trade and other payables:

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period.

j) Borrowings:

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost Effective Interest Method. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in Statement of Profit and Loss over the period of the borrowings.

k) Income Taxes:

Income tax expense or credit for the period is the tax



NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)

payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the company operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions, where appropriate, on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the Balance Sheet method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

Current and deferred tax is recognized in the Statement of Profit and Loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively

l) Borrowing Cost:

Borrowing costs that are directly attributable to the acquisition or construction of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Other borrowing costs are expensed out in the Statement of Profit & Loss Account in the period in which they are incurred.

m) Employee Benefits:

i. Short term Employee benefit Expenses:

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized in respect of employees' services upto the end of the reporting and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

ii. Defined Contribution Plan - Provident fund:

Contribution to Provident fund is made at a predetermined rate and charged to revenue on accrual basis.

iii. Defined Benefit Plan - Gratuity:

Liabilities with regard to the gratuity benefits payable in future are determined by actuarial valuation at each Balance Sheet date using the Projected Unit Credit method and contributed to Employees Gratuity Fund. Actuarial gains and losses arising from changes in actuarial assumptions are recognized in other comprehensive income and the Statement of Profit and Loss in a subsequent period.

The company contributes to a Group Insurance - cum - Gratuity Scheme with Life Insurance Corporation of India towards meeting its gratuity obligation.

iv. Bonus and Production Linked Incentive:

The Company recognizes a liability and expenses for bonuses as per Bonus Act'1949. The Company also recognizes a liability and expenses for Incentive Bonuses as per agreement entered into with the worker union. The Company recognizes a provision where there is a past practice that has created constructive obligations and a reliable estimate of such obligations.

v. Leave encashment / Compensated absences:

The Company provides for the encashment of leave with pay subject to certain rules. The employees are entitled to accumulate leave subject to certain limits, for future encashment / availment. The liability is provided at each



NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)

Balance Sheet date on the basis of an actuarial valuation using the Projected Unit Credit method. Actuarial gains and losses arising from changes in actuarial assumptions are recognised in the Statement of Profit and Loss.

The Company contributes to a Group Leave Encashment Plan with Life Insurance Corporation of India towards meeting its leave obligation.

Re-measurements, comprising of actuarial gains and losses excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through Other Comprehensive Income in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

n) Provisions and Contingent Liabilities and Assets:

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made.

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognized for future operating losses.

A contingent asset is disclosed, where an inflow of economic benefits is probable. An entity shall not recognize a contingent asset unless the recovery is virtually certain.

o) Cash and Cash Equivalents:

For the purpose of presentation in the Statement of Cash Flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-

term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

p) Impairment of Assets:

Assets are assessed by the Company at each reporting period whether there is an indication of impairment that the carrying amount may not be recoverable.

An impairment loss is recognised for the amount by which asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use.

q) Earnings Per Share:

Basic earnings per share: A basic earnings per share is calculated by dividing:

- i. the profit attributable to owners of the Company
- ii. by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year .

Diluted earnings per share: Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- i. the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- ii. the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

r) Segment Reporting:

The Company's operating businesses are organized and managed separately according to the nature of products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. The analysis of geographical segments is based on the areas in which the customers of the Company are located.

Segment Accounting Policies:

The Company prepares its segment information in



NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)

conformity with the accounting policies that are adopted for preparing and presenting the financial statements of the Company as a whole.

s) Rounding off:

All amounts disclosed in the financial statement and notes have been rounded off to the nearest Lakhs, unless otherwise stated

t) Critical Estimates and Judgements

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Company's accounting policies. This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The preparation of the financial statements in conformity with GAAP requires the Management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent assets and liabilities as at the date of the financial statements and reported amounts of income and expenses during the period. These estimates and associated assumptions are based on historical experience and management's best knowledge of current events and actions the Company may take in future.

Information about critical estimates and assumptions that have a significant risk of causing material adjustment to the carrying amounts of assets and liabilities are:

- i. Impairment of financial assets (including trade receivable)
- ii. Estimation of defined benefit
- iii. Estimation of current tax expenses and payable
- iv. Estimation of provisions and contingencies

u) Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the lease term.

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment

ii) Lease liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating



NOTES TO THE STANDALONE FINANCIAL STATEMENTS *(Contd.)*

the lease, if the lease term reflects the Company exercising the option to terminate.

Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

The Company's lease liabilities are included in Interest-bearing loans and borrowings

iii) **Short-term leases and leases of low-value assets**

The Company applies the short-term lease recognition exemption to its short-term leases of Land & building (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low value assets are recognised as expense on a straight-line basis over the lease term.

Company as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same.



NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)

Note 3.1 - Property, Plant and Equipment

(₹ in Lacs)

Particulars	Freehold Land*	Leasehold Land	Building	Computer Equipment	Effluent Treatment Plant	Electrical Installations	Furniture & Fixtures	Laboratory Apparatus	Motor Car & Vehicle	Office Equipments	Plant & Refrigeration Machinery	Trolleys & Trays	Tube Weighing Scale	Total
Gross Block														
At April 1, 2018	35,737.74	257.91	234.54	19.14	1.04	183.63	30.47	4.39	205.91	24.98	783.10	146.23	2.33	38,326.26
Additions	-	-	94.85	4.64	29.01	0.33	68.72	0.28	196.83	3.09	112.27	16.03	2.76	646.77
Disposals / deductions	-	-	-	(0.75)	-	(1.39)	(0.82)	-	(0.38)	-	(3.07)	-	(0.18)	(16.39)
At March 31, 2019	35,737.74	257.91	329.39	23.03	30.05	182.57	98.37	4.67	402.36	28.07	892.30	162.26	4.91	38,956.64
Reclassification on transition to Ind AS-116	-	(257.91)	-	-	-	-	-	-	-	-	-	-	-	(257.91)
Additions	-	-	153.70	5.96	67.68	12.96	3.85	1.38	0.48	4.12	17.13	26.59	0.09	343.63
Disposals / deductions	-	-	-	-	-	(0.06)	(0.85)	-	(22.34)	-	(1.80)	(14.94)	-	(39.98)
At March 31, 2020	35,737.74	-	483.09	28.99	97.73	195.47	101.37	6.05	380.50	32.19	907.63	173.91	5.00	39,002.38
Accumulated Depreciation														
At April 1, 2018	-	0.53	15.27	9.85	-	47.48	7.02	0.28	15.89	4.53	165.55	18.59	0.35	465.56
Charge for the year	-	6.45	7.50	4.58	1.08	24.01	8.02	0.41	45.16	5.10	111.37	9.86	0.15	329.83
Disposals	-	-	-	(0.69)	-	(1.32)	(0.76)	-	(0.35)	-	(2.65)	(0.14)	-	(14.05)
At March 31, 2019	-	6.98	22.77	13.74	1.08	70.17	14.28	0.69	60.70	9.63	274.27	28.45	0.36	781.34
Reclassification on transition to Ind AS-116	-	(6.98)	-	-	-	-	-	-	-	-	-	-	-	(6.98)
Charge for the year	-	-	23.93	3.93	4.18	18.93	9.53	0.46	53.24	5.48	63.43	9.49	0.18	250.70
Disposals	-	-	-	-	-	(0.06)	(0.81)	-	(18.00)	-	(1.39)	(3.84)	-	(24.09)
At March 31, 2020	-	-	46.70	17.67	5.26	89.04	23.00	1.15	95.94	15.11	336.31	34.10	0.54	1,000.97
Net Block														
At March 31, 2019	35,737.74	250.93	306.62	9.29	28.97	112.40	84.09	3.98	341.66	18.44	618.03	133.81	4.55	38,175.30
At March 31, 2020	35,737.74	-	436.39	11.32	92.47	106.43	78.37	4.90	284.56	17.08	571.33	139.80	4.45	38,001.41

3.2 Capital Work-in-Progress*

Particulars	Opening as on 01.04.2018	Additions	Capitalised	Closing as at 31.03.2019	Additions	Capitalised	Closing as at 31.03.2020-
Capital Work-in-Progress	186.20	204.20	186.20	204.20	949.75	121.67	1032.28

*Capital Work-in-Progress includes pre-operative and trial run expenses of ₹ 445.33 lacs (refer note no. 46)



NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)

3.3 Right of Use Asset

(₹ in Lacs)

Particulars	Leasehold Land	Building
As at 1st April, 2019	-	-
Recognition/ Reclassification on transition to Ind AS-116	250.93	
Additions	10.56	472.11
Disposals / deductions	-	
At March 31, 2020	261.50	472.11
Accumulated Depreciation		
At April 1, 2019	-	-
Charge for the year	6.72	121.55
Disposals	-	-
At March 31, 2020	6.72	121.55
Net Block		
At March 31, 2020	254.77	350.56

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)****Note 4 - Non Current - Financial Assets - Investments**

(₹ in Lacs)

Particulars	As at 31 March, 2020	As at 31 March, 2019
Investment in Equity Shares, Unquoted		
Investment in Joint Venture (at Cost unless stated otherwise)		
M/s. Agro & Spice Trading Pte Ltd, Singapore*		
14,00,050 (11,50,050) Equity Shares of USD 1	931.86	755.56
Share Application Pending Allotment	-	107.57
Total Aggregate amount of Unquoted Investment	931.86	863.13

*Note: M/s Agro and Spice Trading Pte Ltd, Singapore is 50% Joint Venture of the Company as at Balance Sheet Date.

Note 5 - Non Current Financial Assets - Loans

Particulars	As at 31 March, 2020	As at 31 March, 2019
Measured at Amortised Cost		
Unsecured and considered good		
Security Deposits	53.88	49.12
Others		
Against Sales Tax (Refer Note 48)	2.64	2.64
Against Others Compliances	3.17	4.04
Total	59.69	55.80

Note 6 - Other Non Current Assets

Particulars	As at 31 March, 2020	As at 31 March, 2019
Capital Advances	130.37	175.37
Advance other than capital advance		
Prepaid Expenses	9.62	3.38
Tax payment under Protest (Refer Note 48)	67.92	67.92
Total	207.91	246.67



NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)

(₹ in Lacs)

Note 7 - Inventories

Particulars	As at 31 March, 2020	As at 31 March, 2019
(At lower of cost and net realisable value)		
Raw Materials	1,870.91	1,630.75
Work -in- progress	1,602.88	1,367.50
Finished Goods	1,166.70	1,377.51
Stores and Spares	265.00	347.37
Consumables	9.37	7.75
Tools and Implements	1.48	1.07
Total	4,916.34	4,731.95
Raw Material includes goods in transit	498.85	308.68

Note 8 - Financial Assets - Current - Trade Receivables

Particulars	As at 31 March, 2020	As at 31 March, 2019
Unsecured, considered good	5,085.21	3,734.67
Less: Allowance for expected credit	7.22	0.30
Total	5,077.99	3,734.37

Note 9 - Financial Assets - Current - Cash and Cash Equivalents

Particulars	As at 31 March, 2020	As at 31 March, 2019
Balance with banks		
In Current Account Balances	30.33	508.01
Cheques on hand	-	3.88
Cash on hand	7.82	11.16
Total	38.15	523.05

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)****Note 10 - Financial Assets - Current - Bank Balances other than Cash and Cash Equivalents** (₹ in Lacs)

Particulars	As at 31 March, 2020	As at 31 March, 2019
Balance with banks		
In Restricted Bank Balance (Unclaimed Dividend)	23.68	17.28
In Deposit Account with Banks and Financial Institutions Against Margin Money	1.24	1.24
Total	24.92	18.52

Note 11 - Financial Assets - Current - Loans

Particulars	As at 31 March, 2020	As at 31 March, 2019
Measured at Amortised Cost		
Unsecured Considered Good		
Advance to employees	16.68	13.06
Total	16.68	13.06

Note 12 - Other Financial Assets - Current

Particulars	As at 31 March, 2020	As at 31 March, 2019
Insurance Claim receivable	2.44	2.44
Others	9.18	4.05
Total	11.62	6.49

Note 13 Current Tax Assets (Net)

Particulars	As at 31 March, 2020	As at 31 March, 2019
Provision for Income Tax (Net of Advance Tax)	16.50	-
Total	16.50	-



NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)

Note 14 - Other Current Assets

(₹ in Lacs)

Particulars	As at 31 March, 2020	As at 31 March, 2019
Advance other than capital advance		
Advance to Suppliers	1,320.63	964.81
Other Advances	39.72	71.36
Prepaid Charges	28.44	29.65
Balances with Government Authorities	437.22	441.94
Total	1,826.01	1,507.76

Note 15 - Equity Share Capital

Particulars	As at 31 March, 2020	As at 31 March, 2019
Authorised		
Equity Shares 7,50,00,000 of Rs.2/- each	1,500.00	1,500.00
Issued, subscribed and fully paid up		
Equity Shares 6,39,72,720 of Rs.2/- each	1,279.45	1,279.45
Add: 5,682 (5,682) Equity Shares Forfeited (amount originally paid up)	0.30	0.30
Total	1,279.75	1,279.75

(a) Reconciliation of Equity Shares Outstanding

Particulars	As at 31.03.2020		As at 31.03.2019	
	No. of shares	Amount	No. of shares	Amount
Shares outstanding at the beginning of the year	63,972,720	1,279.45	6,397,272	639.73
Change during the year				
Split of Shares from FV of Rs. 10/- to Rs. 2/-	-	-	31,986,360	639.73
Issue of Bonus Shares of FV of Rs. 2/- in the ratio of 1:1	-	-	31,986,360	639.72
Shares outstanding at the end of the year	63,972,720	1,279.45	63,972,720	1,279.45

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)****(b) Terms and Rights attached to Equity Shares**

The Company has only one class of Equity shares having a par value of ₹ 2/- per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. 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 of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) Shareholders holding more than 5% shares in the Company

Particulars	As at 31.03.2020		As at 31.03.2019	
	No. of shares	%	No. of shares	%
Security Company Limited	12,300,442	19.23	12,203,560	19.08
Savita Mohta	9,160,200	14.32	9,160,200	14.32
Bharat Mohta	7,637,530	11.94	7,589,000	11.86
Avanti Mohta	7,526,160	11.76	7,526,160	11.76
Bharat Mohta HUF	4,550,000	7.11	4,550,000	7.11

Note 16 - Other Equity

Particulars	As at 31 March, 2020	As at 31 March, 2019
Capital Reserve	0.03	0.03
Retained Earnings (Refer Note (i))	34,279.81	33,720.71
Closing Balance	34,279.84	33,720.74
Other Comprehensive Income Reserve - Opening	(69.67)	(64.16)
Add: During the year	(41.79)	(7.77)
Less: Deferred tax	10.52	2.26
Closing Balance	(100.94)	(69.67)
Total	34,178.90	33,651.07



NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)

Note (i) :- Movement in Retained Earnings

(₹ in Lacs)

Particulars	As at 31 March, 2020	As at 31 March, 2019
General Reserve - Opening	28,104.42	28,744.15
Less: Bonus paid during the year	-	639.73
Closing Balance	28,104.42	28,104.42
Profit & Loss Account - Opening	5,616.29	3,928.30
Add: Profit During the year	758.98	1,784.40
Less: Dividend & Dividend Tax	154.25	96.41
Less : Impact of ind As -116 transition	45.63	-
Closing Balance	6,175.39	5,616.29
Total	34,279.81	33,720.71

Note (ii) - The Board of Director has recommended a Dividend of Re. 0.10 per Equity Share of Rs. 2/- each subject to the approval of Shareholders in the ensuing Annual General Meeting. Proposed Dividend as above amounting to Rs. 63.97 lakhs for the Financial Year 2019-20 has not been recognised as liability as on 31-03-2020 in term of Revised "IND AS 10 - Events after the Reporting Period". Consequently the same has not be appropriated from Surplus during the Year.

Note 17 - Non Current Financial Liabilities - Borrowings

Particulars	As at 31 March, 2020	As at 31 March, 2019
Measured at Amortised Cost		
Secured		
Term Loan (Refer Note :- 37)		
From Banks	534.67	280.76
Vehicle Loan	174.27	240.82
	708.94	521.58
Less:- Current Maturities of Long term borrowings	264.55	235.88
	444.39	285.70
Unsecured		
From Bodies Corporate	102.22	66.50
Total	546.61	352.20



NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)

Note 18 - Non Current Financial Liabilities - Others

(₹ in Lacs)

Particulars	As at 31 March, 2020	As at 31 March, 2019
Trade Deposits	11.17	10.28
Lease liability	335.19	-
Total	346.36	10.28

Note 19 - Deferred Tax Liabilities (Net)

Particulars	As at 31 March, 2020	As at 31 March, 2019
Deferred tax liability		
on difference in tax base of Property, plant and Equipment other than land	84.99	74.89
on Amortisation of upfront fees	0.67	-
on revaluation of land	7,361.89	7,361.89
Deferred tax Assets		
on remeasurement of defined benefit liability	18.62	8.19
on Amortisation of upfront fees	-	2.17
on other taxable temporary difference	2.85	3.50
Total Net Liability	7,426.08	7,422.92

Note 20 - Non Current Provisions

Particulars	As at 31 March, 2020	As at 31 March, 2019
Gratuity	-	0.11
Leave Encashment	41.22	47.85
Total	41.22	47.96

Note 21 - Financial Liabilities - Current - Borrowings

Particulars	As at 31 March, 2020	As at 31 March, 2019
Measured at Amortised Cost		
Loan repayable on demand		
Secured		
From banks (Refer note :- 37)		
Cash Credit	5,672.81	2,273.26
Working Capital Demand Loan	700.00	2,800.00
Total	6,372.81	5,073.26



NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)

Note 22 - Financial Liabilities - Trade Payable

(₹ in Lacs)

Particulars	As at 31 March, 2020	As at 31 March, 2019
Trade Payable		
Total outstanding dues of micro enterprise and small enterprise	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	1,312.69	806.74
Total	1,312.69	806.74

Note 23 - Financial Liabilities - Current - Others

Particulars	As at 31 March, 2020	As at 31 March, 2019
Current Maturity of Long Term Borrowings (Refer Note :- 37)		
Term Loans from Banks	205.09	169.28
Vehicle Loans	59.46	66.59
Payable to Employees	210.47	155.45
Unclaimed Dividend	23.68	17.28
Interest accrued but not due	6.01	11.24
Lease liability	98.10	-
Total	602.81	419.84

Note 24 - Provisions

Particulars	As at 31 March, 2020	As at 31 March, 2019
Rates & Taxes	135.60	135.60
Leave Encashment	31.85	25.82
Gratuity	0.81	23.51
Total	168.26	184.93

Note 25 - Current Tax Liabilities (Net)

Particulars	As at 31 March, 2020	As at 31 March, 2019
Provision for Income Tax (Net of Advance Tax)	-	320.18
Total	-	320.18

Note 26 - Other Current Liabilities

Particulars	As at 31 March, 2020	As at 31 March, 2019
Contract Liability	71.17	8.86
Other statutory liabilities	420.03	502.32
Total	491.20	511.18



NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)

(₹ in Lacs)

Note 27 - Revenue from Operation

Particulars	2019-20	2018-19
Sale of Products		
Katha	17,376.61	19,244.64
- Cutch	433.96	400.58
- Spices	1,012.89	404.61
Other Operating revenue from traded goods	642.31	-
Total	<u>19,465.77</u>	<u>20,049.83</u>

Note 28 - Other Income

Particulars	2019-20	2018-19
Interest Income on Bank Deposits	0.03	9.30
Net gain on disposal of property, plant and equipment	-	0.01
Liabilities no longer required(written back)	1.56	13.86
Insurance Claim	-	2.58
Scrap Sales	19.40	25.11
Gain on Currency Derivatives	-	33.36
Profit on Sale of Shares	-	0.34
Miscellaneous Income	4.39	25.01
Total	<u>25.38</u>	<u>109.57</u>

Note 29 - Cost of Material Consumed

Particulars	2019-20	2018-19
Opening Stock	1,630.75	1,566.86
Purchases of Raw Materials	10,666.08	10,451.22
Add: Extraction Expenses	23.02	17.10
Foreign Exchange Fluctuations (Net)	0.44	121.81
	<u>12,320.29</u>	<u>12,156.99</u>
Less : Transferred to pre operative	270.78	-
Less : Closing Stock	1,371.67	1,630.75
Cost of Material Consumed	<u>10,677.84</u>	<u>10,526.24</u>

Note 30 - Change in inventories of finished goods and work -in-progress

Particulars	2019-20	2018-19
Opening stock (Finished Goods & Stock in Progress)	2,745.01	3,223.74
Closing stock (Finished Goods & Stock in Progress)	2,769.58	2,745.01
Total	<u>(24.57)</u>	<u>478.73</u>



NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)

(₹ in Lacs)

Note 31 - Employee Benefits Expenses

Particulars	2019-20	2018-19
Salaries and Wages	2,330.28	2,138.92
Contribution to Provident and Other Fund	152.89	153.66
Staff welfare expenses	125.10	118.63
Total	2,608.27	2,411.21

Note 32 - Finance Cost

Particulars	2019-20	2018-19
Interest on Borrowings	607.13	454.18
Other Interest Expenses	58.57	2.60
Other Borrowing Cost	10.21	37.48
Less: Transferred to Pre operative Exp.	(22.43)	-
Total	653.48	494.26

Note 33 - Other Expenses

Particulars	2019-20	2018-19
Auditors Remuneration For Audit fees	3.00	3.00
Auditors Remuneration For Other Services	1.33	2.08
Directors sitting fees	1.40	2.75
loss on sale of property, plant and equipment	1.94	-
Consultancy and Service Charges	323.98	219.05
CSR Expenses	1.16	36.10
Factory Maintenance Charges	106.52	123.22
Frieght and Selling Expenses	299.98	236.93
Insurance	29.13	9.75
Machine Katha Expenses	467.38	566.43
Other Consumable and Chemicals Consumed	79.30	100.05
Power and Fuel	991.92	856.16
Rates and Taxes	20.46	31.98
Rent	20.24	148.47
Repairs to Buildings	29.48	25.09
Repairs to Plant & Machinery	53.44	64.99
Repairs to Others	16.39	23.26
Stores and Spare parts consumed	693.01	546.21
Miscellaneous Expenses	231.79	202.06
Traveling Expenses	164.78	158.27
Total	3,536.63	3,355.85



NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)

(₹ in Lacs)

Note 34 - Tax Expenses

Particulars	2019-20	2018-19
(1) Current tax		
Current Tax Expenses	275.00	800.00
Total	275.00	800.00
(2) Deferred tax		
Income Tax Expenses	21.03	(21.12)
Writing back of opening deferred tax liability	(7.37)	-
Total	13.66	(21.12)

Reconciliation of effective tax rate

The Income tax expenses for the year can be reconciled to the accounting profit as follows:-

Particulars	2019-20	2018-19
Profit Before Tax	1,047.64	2,563.28
Income Tax expenses calculated @ 25.17% (29.12%)	263.67	746.43
Effect of Non deductible expenses	9.58	13.58
Effect of additional Deduction under Income Tax Act,1961	(4.38)	10.03
Other differences	6.13	29.96
Deferred Tax	13.66	(21.12)
Tax Expenses recognised in Profit & Loss Account	288.66	778.88
Effective Tax Rate	27.55%	30.39%

Note 35 - Earnings Per Share

Particulars	2019-20	2018-19
Profit After Tax		
(a) Net Profit for calculation of Basic and Diluted EPS (₹ in lakhs)	758.98	1,784.40
(b) Weighted Average Number of Equity Shares in calculation of Basic and Diluted EPS	63,972,720	63,972,720
Basic and Diluted EPS (a) / (b)	1.19	2.79



NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)

36. Related Party Transaction

(i) Name of related parties and nature of relationship:-

Parties where Control Exists	Country of Operation	As at 31 March, 2020	As at 31 March, 2019
Joint Ventures Agro and Spice Trading Pte Ltd	Singapore	50%	50%
Subsidiaries of Joint Venture			
PT Sumatra Resources International	Indonesia		
PT Thea Universal Trade			

Key Management Personnel

Name	Position Held
Mr. Krishna Kumar Mohta	Chairman & Managing Director
Mr. Bharat Mohta	CEO & Whole Time Director
Mr. Krishna Kumar Damani	Executive Director
Mr. Raj Kumar Agarwal	Chief Financial Officer
Mr. Anup Gupta	Company Secretary

Other Directors

Name	Position Held
Mr. Rajendra Prasad Chetani	Non-Executive Non Independent Director
Mr. Sanjay Kumar Maheswary	Independent Director
Mr. Vinod Kumar Maheshwary	Independent Director
Mr. Vinod Mimani	Independent Director
Ms. Drisha Poddar	Independent Director

Relatives of Key Mangement Personnel

Name	Position Held
Mrs. Savita Mohta	Spouse of Mr. K. K. Mohta (Chairman & Managing Director)
Mrs. Avanti Mohta	Spouse of Mr. Bharat Mohta (CEO)
M/s Krishna Kumar Mohta HUF	Karta is Chairman & Managing Director
M/s Bharat Mohta HUF	Karta is CEO

Enterprises having significant influence

Name	Position Held
ACMA Industrials Projects (P) Ltd	Significant Control
Arvind Engineering Works Ltd	Common Director
Security Company Limited	Common Director
Indian Glass & Electricals Ltd	Common Director



NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)

36. Related Party Transaction (Contd.)

(₹ in Lacs)

(ii) The following transactions occurred with related parties:-

Particulars	KMP/Other Directors & Relatives of KMP		Parties with Control Entities		Enterprises having Significant Influence	
	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19
Remuneration and Employee Benefits						
Krishna Kumar Mohta	199.10	167.90	-	-	-	-
Bharat Mohta	207.22	166.72	-	-	-	-
Krishna Kumar Damani	84.10	80.72	-	-	-	-
Raj Kumar Agarwal	22.44	21.59	-	-	-	-
Anup Gupta	8.54	8.23	-	-	-	-
Director Sitting Fees						
Mr. Rajendra Prasad Chetani	0.30	0.69	-	-	-	-
Mr. Sanjay Kumar Maheswary	0.30	0.62	-	-	-	-
Mr. Vinod Kumar Maheshwary	0.30	0.69	-	-	-	-
Mr. Vinod Mimani	0.15	0.53	-	-	-	-
Ms. Drisha Poddar	0.08	0.23	-	-	-	-
Purchase of Raw Material						
Agro and Spice Trading Pte Ltd, Singapore			659.87	596.94		
PT Sumatra Resources International, Indonesia			330.84	-		
PT Thea Universal Trade, Indonesia			269.95	-		
Unsecured Loan Taken						
Security Co Ltd					95.00	-
Repayment of Unsecured Loans						
Security Co Ltd					75.00	-
Interest on Unsecured Loans Taken						
Indian Glass & Electricals Ltd	-	-	-	-	5.29	5.28
Security Co Ltd					2.06	-
Dividend Paid						
Mr. Krishna Kumar Mohta	3.53	2.20	-	-	-	-
Mr. Bharat Mohta	15.22	9.49	-	-	-	-
Mrs. Savita Mohta	18.32	11.45	-	-	-	-
Mrs. Avanti Mohta	15.05	9.41	-	-	-	-
M/s Krishna Kumar Mohta HUF	0.63	0.35	-	-	-	-
M/s Bharat Mohta HUF	9.10	5.69	-	-	-	-
Arvind Engineering Works Ltd	-	-	-	-	1.22	0.76
Security Company Limited	-	-	-	-	24.41	15.25
Indian Glass & Electricals Ltd	-	-	-	-	2.40	1.50

Mr. R.P Chetani, Mr. R.K Agarwal Mr. Vinod Mimani and Mr. S.K. Maheswary have also been paid Dividend but the amount is below Rs. 1000/- hence not reported above.



NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)

36. Related Party Transaction (Contd.)

(₹ in Lacs)

(iii) The following balances are outstanding at the end of the reporting period in relation to transactions with related parties:

Particulars	Key Management Personnel / Other Directors		Enterprises having Significant Influence	
	As at 31 March, 2020	As at 31 March, 2019	As at 31 March, 2020	As at 31 March 2019
(i) Remuneration and Employee Benefits				
Krishna Kumar Mohta	10.58	-		
Bharat Mohta	7.33	-		
Krishna Kumar Damani	3.41	-		
Raj Kumar Agarwal	0.94	-		
Anup Gupta	0.93	-		
(ii) Unsecured Loans Taken				
Indian Glass & Electricals Ltd	-	-	48.77	44.00
Security Co Ltd	-	-	21.85	-

37. a) Working Capital facilities and Capital Expenditure Term Loan including LC & Buyers Credit Limit are from Union Bank of India, DBS Bank and Citi Bank on multiple banking system secured by charge of stocks of Raw material, Katha and Cutch whether Raw or in process of manufacture and all articles manufactured there from, Stores, Book debts, Plant & Machinery and certain other assets and mortgaged by deposit of title deeds of Land at Bareilly measuring 91,600 square meter on pari – passu basis and have been guaranteed by two Promoter Directors. Additionally, corporate guarantee has been provided by an Associate Company.
37. b) Term Loan facility availed from Citi Bank, Kolkata secured by charge of Stock of Rae Material Katha & Cutch whether Raw or in process of manufacture and all articles manufactured there from, plant & machinery and certain other assets and mortgaged by deposit of title deeds of Land at Jammu & Kashmir and have been guaranteed by one of the Promoter Director.

Banks	Rate of Interest	Non Current (₹ in lakhs)	Current (₹ in lakhs)
DBS Bank			
Cash Credit Account	MCLR + 0.8%	-	1,817.45
Union Bank of India			
Term Loan	MCLR + 2.20%	-	113.91
Cash Credit Account	MCLR + 0.95%	-	2,450.41
CITI Bank			
Term Loan	9%	329.58	91.18
Cash Credit Account	MCLR + 1.50%	-	1,404.95
Working Capital Demand Loan	7.75% & 7.95%		700.00

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)**

(₹ in Lacs)

37. c) Vehicle Loans sanctioned by Banks against hypothecation of the respective vehicle

Banks	Rate of Interest	Non Current (₹ in lakhs)	Current (₹ in lakhs)
ICICI Bank Ltd.	10.24%	2.34	1.34
Kotak Mahindra Bank	9.85%	8.73	19.47
HDFC Bank Limited	9.50%	0.93	2.61
BMW	7.90%	-	1.09
Yes Bank Limited	8.50%	4.18	2.12
Axis Bank Limited	8.61%	52.76	18.29
Union Bank of India	9.15%	5.16	0.86
Yes Bank Limited	9.40%	4.66	1.37
Yes Bank Limited	8.50%	16.07	6.21
Yes Bank Limited	9.00%	14.28	4.23
Yes Bank Limited	9.00%	5.71	1.87

38. The Company operates in only one Business Segment, i.e., manufacturing and trading in Katha and in only one Geographic Segment i.e., India. Accordingly there are no separate reportable segment as per IND AS 108.

39. As at March 31, 2020, there are no outstanding dues to Micro, Small and Medium Enterprises. There are no interest due or outstanding on the same.

40. Corporate Social Responsibility (CSR)

A CSR Committee is at its place as formed earlier as per the provisions of Section 135 of the Companies Act, 2013. During the year, the Company with the approval of Board created IWP CSR Trust for undertaking CSR Activities and trust deed dated February 22, 2020 get registered on March 16, 2020. The Company has identified the project in the field of skill development for undertaking through IWP CSR Trust and the Trust was expected to start the project by the last week of March, 2020. But due to COVID-19, the entire Country was lockdown from March 25, 2020 as such the IWP CSR Trust was not able to commence the project. The details of CSR expenditure are as under-

- Amount of Rs. 47.04 lakhs required to be spend by the Company during the year.
- Revenue Expenditure incurred during the year directly or through Implementing agencies towards CSR Activities amounted to Rs. 1.16 lakhs.
- The unspent amount of Rs. 45.88 lakhs has been paid to IWP CSR Trust.

41. Adoption of Ind AS 116 -Leases:

The Ministry of Corporate Affairs ("MCA") through the Companies (Indian Accounting Standards) Amendment Rules, 2019 has notified Ind AS 116 Leases ("Ind AS 116") which replaces the existing lease standard, Ind AS 17 Leases. Ind AS 116 sets out the principles for recognition, measurement, presentation and disclosure of leases for both lessees and lessors. Effective 1st April, 2019, the Company has adopted Ind AS 116 – 'Leases' and applied the standard to all lease contracts existing on 1st April, 2019 using the retrospective method. The Company has recorded the lease liability at the present value of the lease payments discounted at the incremental borrowing rate at the date of initial application and right of use asset at an amount equal to the lease liability adjusted for any prepayments/accruals recognised in the balance sheet as on 31st March, 2019. The Cumulative effect of initially applying the standard was recognised as an adjustment to the retained earnings. The Company has not restated comparative for the year ended March 31, 2019.



NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)

Leases

Company as a leasee

Impact on Balance sheet (Increase/Decrease)

(₹ in Lacs)

Particulars	31st March, 2020	31st March, 2019
Assets		
Right of use Assets (Refer Note No. 3.3)	605.33	-
Liabilities		
Lease liability	433.29	-

Impact on Statement of Profit and Loss (Decrease in Profit)

(₹ in Lacs)

Particulars	31 March 2020
Depreciation and Amortisation	121.83
Rental Expense	-162.23
Finance Cost	58.05
Net decrease in Profit	17.65

Impact of Statement of Cash Flows

(₹ in Lacs)

Particulars	31 March 2020
Total Cash outflow for leases	118.37

There is no material impact on other comprehensive income or the basic and diluted earning per share.

Set out below are the carrying amounts of right-of-use assets recognised and the movement during the period:

(₹ in Lacs)

Particulars	31 March 2020
As at 1st April 2019	
Initial recognition on adoption of Ind AS 116	
Reclassified from PPE (leasehold land) to ROU asset on adoption of Ind AS 116	250.93
Addition during the year	482.68
Depreciation Expense	128.27
As at 31st March 2020	605.33

Set out below are the carrying amounts of lease liabilities and the movement during the period:

(₹ in Lacs)

Particulars	31 March 2020
As at 1st April 2019	-
Addition during the year	551.66
Repayment during the year	(118.37)
As at 31st March 2020	433.29

Maturity Analysis of Lease Liability

Contractual maturities of lease liability

(₹ in Lacs)

Particulars	31 March 2020
Within one year	98.10
After one year but not more than five years	235.31
More than five years	99.88
Total Lease liability	433.29



NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)

(₹ in Lacs)

42. Employee Benefits

(a) Contribution to Defined Contribution Plans Recognised as Expense are as under

Particulars	31st March 2020	31st March 2019
Provident and Other Funds	152.89	153.66

(b) Defined Benefit Plan

Gratuity: The Company has a defined Gratuity Plan for its employees. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service.

The Scheme is funded with an insurance company in the form of qualifying insurance policy.

Disclosure for Defined Benefit Plans based on actuarial report

Particulars	31st March, 2020		31st March, 2019	
	Leave	Gratuity	Leave	Gratuity
Changes in Defined Benefit Obligation :				
Present Value of Defined Benefit Obligation at the Beginning of the Year	175.88	452.93	160.12	418.06
Current Service Cost	37.07	29.55	33.13	26.50
Interest Cost	11.71	31.02	12.17	28.13
Components of actuarial gain/losses on obligations:				
Actuarial (Gains)/Losses Arising from Changes in Demographic Assumptions	3.96	-0.30	-	-
" Actuarial (Gains)/Losses Arising from Changes in Financial Assumptions "	8.34	42.91	-	-
"Actuarial (Gains)/Losses Arising from Changes in Experience Adjustments"	41.84	1.19	(22.34)	9.68
Past service cost		-		-
Benefits Paid	-77.00	(17.67)	(7.21)	(29.46)
"Present Value of Defined Benefit Obligation at the end of the Year"	201.81	539.63	175.88	452.93
Change in Plan Assets :				
Fair Value of Plan Assets at the Beginning of the Year	102.21	429.30	-	346.97
Interest Income	6.63	30.34	0.71	23.73
Re Measurements Gains/(Losses)	-	-	-	-
"Return on Plan Assets, (Excluding Amount Included in net Interest Expense)"	1.22	2.01	3.59	1.91
Contribution by Employers	20.17	94.83	97.92	86.14
Benefits Paid	-1.49	(17.67)		(29.46)
Fair Value of Plan Assets at the End of the Year	128.74	538.82	102.21	429.30



NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)

(₹ in Lacs)

42. Employee Benefits (Contd.)

Particulars	31st March, 2020		31st March, 2019	
	Leave	Gratuity	Leave	Gratuity
Service cost:				
Current service cost	37.07	29.55	33.13	26.50
Past service cost and loss/(gain) on curtailments and settlement		-		-
Net interest cost	5.08	0.67	11.46	4.40
Net Value of remeasurements on the obligation and plan assets	52.92	-	-25.92	-
Expenses Recognized in the Statement of Profit and Loss	95.07	30.23	18.67	30.90
Expenses Recognised in other Comprehensive Income				
Return on Plan Assets, (Excluding Amount Included in net Interest Expense)	-	(2.01)	-	(1.91)
Actuarial (Gains)/Losses Arising from Changes in Demographic Assumptions	-	-0.30	-	-
Actuarial (Gains)/Losses Arising from Changes in Financial Assumptions	-	42.91	-	-
Actuarial (Gains)/Losses Arising from Changes in Experience Adjustments on Plan Liabilities	-	1.19	-	9.68
Total Actuarial (Gains)/Losses Recognized in other Comprehensive Income	-	41.79	-	7.77
The Major Categories of Plan Assets as a % of Total Plan				
Qualifying Insurance Policy	100%		100%	
The Principal Actuarial Assumption Used :				
Discount Rate	6.6%		7.6%	
Salary Growth Rate	5%		5%	
Withdrawal Rate	5% at younger ages reducing to 1% at older ages		5% at younger ages reducing to 1% at older ages	

The estimates of future salary increases have been considered in actuarial valuation after taking into consideration the impact of inflation, seniority, promotion and other relevant factors such as supply and demand situation in the employment market.

Basis Used to Determine Expected Rate of Return on Assets :

The expected return on plan assets is based on market expectation, at the beginning of the period, which is used for calculating returns over the entire life of the related obligation. The Gratuity Scheme is invested in group Gratuity-Cum-Life assurance cash accumulation policy offered by Life Insurance Corporation of India.



NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)

(₹ in Lacs)

42. Employee Benefits (Contd.)

Sensitivity Analysis for Significant Assumptions as on 31st March, 2020 are as Follows :

Particulars	31st March, 2020		31st March, 2019	
	Leave	Gratuity	Leave	Gratuity
Assumptions	Discount Rate			
Sensitivity Level	0.5% Increase		0.5% Decrease	
Impact on Defined Benefit Plan (INR)	197.73	518.39	206.11	562.48
Assumptions	Future Salary Increase			
Sensitivity Level	0.5% Increase		0.5% Decrease	
Impact on Defined Benefit Plan (INR)	206.15	561.88	197.65	519.50
Assumptions	Withdrawal Rate			
Sensitivity Level	W.R. * 110%		W.R. * 90%	
Impact on Defined Benefit Plan (INR)	201.77	541.00	201.85	538.21

Sensitivity Analysis for Significant Assumptions as on 31st March, 2019 are as Follows :

Particulars	31st March, 2020		31st March, 2019	
	Leave	Gratuity	Leave	Gratuity
Assumptions	Discount Rate			
Sensitivity Level	0.5% Increase		0.5% Decrease	
Impact on Defined Benefit Plan (INR)	170.62	435.83	181.50	471.28
Assumptions	Future Salary Increase			
Sensitivity Level	0.5% Increase		0.5% Decrease	
Impact on Defined Benefit Plan (INR)	181.61	471.02	170.47	435.77
Assumptions	Withdrawal Rate			
Sensitivity Level	W.R. * 110%		W.R. * 90%	
Impact on Defined Benefit Plan (INR)	175.96	454.98	175.73	450.81

The Weighted Average Duration of the Defined Benefit Obligation as at 31st March 2020 is 58 years.



NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)

43. Fair Value

(₹ in Lacs)

Financial Instruments with category:

Particulars	Carrying Value		Fair Value	
	31st March, 2020	31st March, 2019	31st March, 2020	31st March, 2019
Financial Assets				
Trade receivables - at amortised cost	5077.99	3734.37	5077.99	3734.37
Security Deposits - at amortised cost	59.69	55.80	59.69	55.80
Cash and Cash equivalents at amortised cost	38.15	523.05	38.15	523.05
Balance with Bank other than Cash and Cash Equivalent - amortised cost	24.92	18.52	24.92	18.52
Others	11.62	6.49	11.62	6.49
Loans - at amortised cost	16.68	13.06	16.68	13.06
Total	5,229.04	4,351.29	5,229.04	4,351.29
Financial Liabilities				
Loans from Bank and others-at amortised cost	7,183.97	5,661.33	7,183.97	5,661.33
Security Deposits - at amortised cost	11.17	10.28	11.17	10.28
Payable to Employees	210.47	155.45	210.47	155.45
Unclaimed Dividend	23.68	17.28	23.68	17.28
Trade Payables	1,312.69	806.74	1,312.69	806.74
Others	439.30	11.24	439.30	11.24
Total	9,181.28	6,662.32	9,181.28	6,662.32

44. Financial Risk Management Objectives and Policies

The Company's financial liabilities comprise loans, Trade and other payables. The main purpose of these financial liabilities is to finance the Company's operation. The Company's principal financial assets include Investments, loans, Trade and other receivables and cash and cash equivalents that derive directly from its operations. The Company is exposed to market risk, credit risk and liquidity risk. The Company regularly assess these risks, monitor, evaluate and deploy mitigation measures to manage the risks within risk appetite.

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 assets will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowing, investments, trade receivables etc.

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)**

(₹ in Lacs)

i. Interest Rate Risk and Sensitivity

The Company's exposure to the risk of changes in market interest rates relates primarily to the long term debt obligations with Floating rate of interest.

The following table demonstrates the sensitivity to a reasonably possible changes in interest rates on that portion of loans and borrowings affected. With all other variables remaining constant, the company's profit before tax and equity before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	Increase/ decrease in Basis points	Effect on Profit before tax	Effect on Pre tax Equity
31.03.2020	+50	(28.93)	(28.93)
	-50	28.93	28.93
31.03.2019	+50	(19.55)	(19.55)
	-50	19.55	19.55

The assumed movement in basis points for interest rate sensitivity is based on the currently observable market environment.

ii. 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 rates relates primarily to the Company's operating activities. Such foreign currency exposures are hedged by the Company.

b. Credit Risk

Credit risk is the risk that the counter party will not meet its obligation under a financial instruments or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) .

The Company extends credit to customers in normal course of business. The Company considers factors such as credit track record in the market and past dealings for extension of credit to customers. The Company monitors the payment track record of the customers and Outstanding receivables are regularly monitored.

c. Liquidity Risk

Liquidity Risk is the risk that the company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses.

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of Bank loans, Credit purchases etc.

The table below provides undiscounted cash flows towards Financial Liability into relevant maturity based on the remaining period at the balance sheet date to the contract maturity date.



NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)

(₹ in Lacs)

As at 31st March' 2020

Particulars	On Demand	Less than 1 year	1 to 5 years	More than 5 years	Total
Interest Bearing Loans (including Current maturities)	6,372.81	264.55	546.61	-	7,183.97
Trade Payables	-	1,312.69	-	-	1,312.69
Total	6,372.81	1,577.24	546.61	-	8,496.66

As at 31st March' 2019

Particulars	On Demand	Less than 1 year	1 to 5 years	More than 5 years	Total
Interest Bearing Loans (including Current maturities)	5,073.26	235.87	352.20	-	5,661.33
Trade Payables	-	806.74	-	-	806.74
Total	5,073.26	1,042.61	352.20	-	6,468.07

45. Capital Management

For the purpose of the Company's Capital Management, Capital includes issued equity capital, shares premium and all other Equity Reserves attributable to the Equity holders of the Parent. The Primary objective of the Company's capital management is to maximise the Shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants.

Particulars	31st March 2020	31st March 2019
Borrowings	7,183.97	5,661.33
Trade Payables	1,312.69	806.74
Other financial liabilities	684.62	183.01
Net Debt	9,181.28	6,651.09
Equity	35,458.65	34,930.82
Total Capital	35,458.65	34,930.82
Gearing Ratio	25.89%	19.04%

There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS (Contd.)****46. Capital work-in-progress includes the following pre-operative and trial run expenses pending allocation/ capitalization:** (₹ in lakhs)

Particulars	2019-20	2018-19
Interest and financial charges	22.43	-
Timber and Katha Consumption	270.78	-
Stores and spares consumed	9.91	-
Employee Benefits expense	43.24	-
Factory Maintenance Charges	14.49	-
Machine Katha Expenses	33.29	-
Power and Fuel	20.61	-
Travelling and Conveyance	12.02	-
Miscellaneous expense	18.56	-
Add: Expenditure incurred during previous year	-	-
Less : Capitalised during the year	-	-
Total	445.33	-

47. The main Products of the Company i.e. Katha & Cutch along with its Raw Materials like Khair Wood, Katha Lugdi, Cutch Lugdi, are covered under U. P. Forest Act and a transit fee has to be paid on movement of all these items. Uttar Pradesh Government by its various amendments changed the transit fee from Rs. 38/- Per M.T to Rs. 200/- Per Cubic Meter and Subsequently 5% advolrum.

Honorable Supreme Court in its interim order dated 26/04/2016, directed the Uttar Pradesh Government to collect transit fees @ 5% advolrum subject to final outcome of the case and also directed U. P. Government to keep the said amount in a separate account so that it can be paid back to the effected parties with interest @ 9% Per Annum if final order is in favour of the parties.

Subsequently Honorable Supreme Court by its final order dated 15/09/2017 directed Uttar Pradesh Government to collect transit fees @ Rs 38/- Per M.T only and refund the excess amount collected from parties along with interest @ 9% per annum.

In view of the above, an excess amount of Rs. 1000.29 lakhs paid as transit fees to the Forest Department of Uttar Pradesh is refundable with interest @ 9% per annum. The company has made necessary applications which is under process and will be accounted for as and when the company will get the refund.

48. Contingent Liabilities and Commitments

- Demand for sales tax amounting to Rs. 146.64 lacs (Rs. 138.59 lacs) which are not acknowledged as debts. Against the same company has paid under protest a total of Rs. 26.53 lacs (Rs. 15.52 lacs) included in loans and Advances and TDR of Rs. 2.64 lacs (Rs. 2.64 lacs) are deposited with the sales tax authorities.
- Mandi Samitee demand on Katha amounting to Rs. 2.38 lacs (Rs. 2.38 Lacs) has been disputed by the Company and stayed by Honorable High Court, Allahabad.



- c) During the FY 2017 - 18, Commissioner of Customs, Nhava Sheva had passed an Ex-Party Judgement and raised a demand of Rs. 341.78 Lacs and imposed a penalty of Rs 341.78 Lacs against a Show Cause Notice issued by the Additional Director General, Directorate of Revenue Intelligence, Kolkata in the year 2010. The said order passed by the Commissioner being contrary to law and against the principle of natural justice, based on assumption and presumptions without any evidence on record and was not acceptable to the Company, hence an appeal was preferred by the Company before CESTAT Nhava Sheva by producing evidence of pre-deposit of Rs.40.00 lacs being 11.7% of duty demanded against the requirement of 7.5% of the duty demanded while filing the appeal. Simultaneously, (2) two of the Whole Time Directors were also made liable in the above said order on whom a penalty of Rs.15.00 lacs and Rs.10.00 lacs respectively imposed. An appeal was also preferred on their behalf and a sum of Rs.1.90 lacs was deposited by the Company and the amount is appearing in Loans & Advances account. Consequently, as per the legal advice obtained, no provision is made at this stage. Final adjustment if any will be done as and when the matter is crystalized.
49. The outbreak of the COVID-19 pandemic is causing significant disturbance and slowdown of economic activities globally and in India. On 24th March 2020, the Government of India ordered a nationwide lockdown to prevent community spread of the virus in India resulting in significant reduction in economic activities. Based on the current indicators of future economic conditions, the management expects to recover the carrying amount of the assets, however the management will continue to closely monitor any material changes to future economic conditions.
50. The Company has opted to apply concessional rate of taxation as per the provision of Section 115BAA of the Income Tax Act, 1961, made effective for Financial Year 2019 - 20, pursuant to taxation laws (amendment) Ordinance, 2019, dated September 20, 2019. Accordingly the provision for Income Tax and Deferred Tax balances have been recorded/remeasured using the new tax rate and the resultant impact is recognised in the statement of Profit and Loss for the current period.
51. The Company has changed the useful life of assets during the year which is different from the useful lives as prescribed under Part C of Schedule II of the Companies Act, 2013. This is change in estimates and thus applied prospectively.
52. For better presentation previous year's figures have been regrouped / re-arranged wherever necessary.

In terms of our Report attached

For **Agrawal Tondon & Co.**

Chartered Accountants

Firm Registration Number - 329088E

Radhakrishan Tondon

Partner

Membership No.: 060534

Place: Kolkata

Date: July 3, 2020

**For and on behalf of Board of Directors of
The Indian Wood Products Co. Ltd.**

Krishna Kumar Mohta

Chairman & MD

DIN: 00702306

R.K. Agarwal

Chief Financial Officer

Bharat Mohta

WTD & CEO

DIN: 00392090

Anup Gupta

Company Secretary

M No. A36061



Consolidated Financial Statements



INDEPENDENT AUDITOR'S REPORT

To The Members of
The Indian Wood Products Company Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated Financial Statements of **The Indian Wood Products Co Ltd** (the "Parent"), which includes its share of loss in its Joint Venture, which comprise the Consolidated Balance Sheet as at 31st March 2020, and the consolidated statement of Profit and Loss, Consolidated Statement of Changes in Equity, Consolidated Statement of cash flows for the year then ended, and notes to the Consolidated financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of the other auditor on separate financial statements of joint venture referred to in the Other Matters section below, 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 Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) rules 2015, as amended ('Ind AS') and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2020, and their Consolidated profit, their Consolidated total comprehensive income, their consolidated changes in equity and their cash flows for the year ended on that date.

Basis for Opinion

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

Emphasis of Matter

We draw attention to Note 52 to the consolidated financial statement, which describes the uncertainties and potential impact of the Covid-19 pandemic of the Group's operation and results as assessed by the management. The actual results may differ from such estimates depending upon future developments. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters ('KAM') 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.

The Key Audit Matters	Auditors response
<p>Revenue from Sale of Goods</p> <p>The Company recognizes revenue when control of the goods is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods. As described in the accounting policy in note 2(f) and as reflected in note 27 to the Ind AS Standalone financial statements, revenue from sale of goods is measured at fair value of the consideration received or receivable, net of returns and allowances and trade discounts.</p>	<p>Our audit procedure includes the following:</p> <ul style="list-style-type: none"> ● Considered the adequacy of the company's revenue recognition policy and its compliance in terms of Ind AS 115 "Revenue from contracts with customers" ● Assessed the design and tested the operating effectiveness of the internal financial controls related to revenue recognition.



Considering the judgment and estimates involved in revenue recognition, it is considered to be a key audit matter.

- Performed sample tests of individual sales transaction and traced to sales invoices and other related documents. In respect of the samples selected, tested and the revenue has been recognized in accordance with Ind AS 115.
- We discussed and obtained an understanding from the management on the key assumptions applied and inputs used in estimating provisions for discounts, sales incentives and sales returns and compared the same with the past trends and the provision made by the management.

Assessed the relevant disclosure made in the standalone Ind AS financial statement.

We have determined that there are no other key audit matters to communicate in our report.

Other Information

The Parent’s Board of Directors is responsible for the other information. The other information comprises the information included in Parent Company’s Annual report, but does not include the 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 in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information obtained prior to the date of this auditor’s report, 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.

Responsibility of Management and Those Charged with Governance for Consolidated Financial Statements

The Parent’s Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 (“the Act”) with respect to the preparation of these

consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group including its Joint Venture in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its Joint Venture are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Parent Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its Joint Venture are responsible for



assessing the ability of the Group and of its Joint Venture to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under

section 143(3)(i) of the Companies Act, 2013, 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 Group 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 Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its Joint Venture to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its 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 financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and



timing of the audit and significant audit findings including any significant deficiencies in internal control that we identify during our audit.

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

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

Other Matters

We did not audit the financial statements of a foreign Joint Venture, whose financial statements reflect total assets of Rs. 2737.53lakhs as at 31st March 2020 and total revenues of Rs.7847.27lakhs for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net loss of Rs.79.53lakhs for the year ended 31st March 2020, as considered in the consolidated financial statements, in respect of one joint venture, whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the joint venture and our report in terms of subsection (3) of Section 143 of the Act, in so far as it relates to the aforesaid joint venture is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements above and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditor.

Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on the separate financial statements of the joint venture referred to in the Other Matters section above 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 the reports of the other auditor.
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the 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 read with relevant rules issued thereunder.
- (e) On the basis of the written representations received from the directors as on 31st March, 2020 taken on record by the Board of Directors of the Parent, none of the directors is disqualified as on 31st March, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.



(f) With respect to the adequacy of the internal financial controls over financial reporting of the Parent Company and the operating effectiveness of such controls and since the Parent Company has only one Joint Venture that has been incorporated outside India, no further reporting needs to be done and the report on internal financial controls over financial reporting under clause (i) of sub-section 3 of Section 143 of the Act of the standalone financial statements fulfils the requirement.

(g) With respect to the matter to be included in the Auditor's Report under section 197(16)

In our opinion and according to the information and explanation given to us, the remuneration paid by the Parent Company to its directors during the current year is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under section 197 (16) which are required to be commented upon by us.

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014,

in our opinion and to the best of our information and according to the explanations given to us:

- i. The Parent Company and its Joint Venture has disclosed the impact of pending litigations on its financial position in its Consolidated Financial Statements – Refer Note No.- 51
- ii. The Parent Company and its Joint Venture did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There has been no delay in transferring the amounts required to be transferred to the Investor Education and Protection Fund by the Parent Company.

For **Agrawal Tondon & Co.**
Chartered Accountants
FRN – 329088E

Radhakrishan Tondon
Partner

Place: Kolkata

Dated: 03rd July 2020

Membership No. 060534

UDIN No. 20060534AAAABF6491



Consolidated Balance Sheet as at 31st March, 2020

(₹ In Lacs)

Particulars	Note	As at 31 March, 2020	As at 31 March, 2019
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	3.1	38,001.41	38,175.30
Capital Work-in-Progress	3.2	1,032.28	204.21
Righ to use assets	3.3	605.33	-
Financial Assets			
- Investments	4	512.35	523.15
- Loans	5	59.69	55.80
Other Non-Current Assets	6	207.91	246.67
		<u>40,418.97</u>	<u>39,205.13</u>
Current Assets			
Inventories	7	4,916.34	4,731.95
Financial Assets			
- Trade Receivables	8	5,077.99	3,734.37
- Cash and Cash Equivalents	9	38.15	523.05
- Bank Balances other than above	10	24.92	18.52
- Loans	11	16.68	13.06
- Other Financial Assets	12	11.62	6.49
Current Tax Assets (Net)	13	16.50	-
Other Current Assets	14	1,826.01	1,507.76
		<u>11,928.21</u>	<u>10,535.20</u>
		<u>52,347.18</u>	<u>49,740.33</u>
TOTAL ASSETS			
EQUITY AND LIABILITIES			
Equity Share Capital	15	1,279.75	1,279.75
Other Equity	16	33,759.40	33,311.10
		<u>35,039.15</u>	<u>34,590.85</u>
LIABILITIES			
Non-Current Liabilities			
Financial Liabilities			
- Borrowings	17	546.61	352.20
- Others	18	346.36	10.27
Deferred Tax Liabilities (Net)	19	7,426.08	7,422.92
Provisions	20	41.22	47.96
		<u>8,360.27</u>	<u>7,833.35</u>
Current Liabilities			
Financial Liabilities			
- Borrowings	21	6,372.81	5,073.26
- Trade Payables (Refer Note 39)	22	-	-
Total outstanding dues of micro enterprise and small enterprise		-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises		1,312.69	806.74
- Others	23	602.81	419.84
Provisions	24	168.26	184.93
Current Tax Liabilities (Net)	25	-	320.18
Other Current Liabilities	26	491.19	511.18
		<u>8,947.76</u>	<u>7,316.13</u>
		<u>52,347.18</u>	<u>49,740.33</u>
TOTAL EQUITY AND LIABILITIES			
Significant Accounting Policies	1 - 2		

The accompanying notes 1 - 55 are an integral part of the Financial Statements.

In terms of our Report attached
For **Agrawal Tondon & Co.**
Chartered Accountants
Firm Registration Number - 329088E

Radhakrishan Tondon
Partner
Membership No.: 060534

Place: Kolkata
Date: July 3, 2020

For and on behalf of Board of Directors of
The Indian Wood Products Co. Ltd.

Krishna Kumar Mohta
Chairman & MD
DIN: 00702306

R.K. Agarwal
Chief Financial Officer

Bharat Mohta
WTD & CEO
DIN: 00392090

Anup Gupta
Company Secretary
M No. A36061



Consolidated Statement of Profit & Loss for the year ended March 31, 2020

(₹ in Lacs)

Particulars	Note	2019-20	2018-19
Revenue From Operations			
Revenue from Sale of Products	27	19,465.77	20,049.83
Other Income	28	25.38	109.57
Total income		19,491.15	20,159.40
Expenses:			
Cost of material consumed	29	10,677.84	10,526.24
Purchase of stock in trade		612.89	-
Change in inventories of finished goods, stock in trade and work -in-progress	30	(24.57)	478.73
Employee benefit expense	31	2,608.27	2,411.21
Finance costs	32	653.48	494.26
Depreciation and amortisation expense	3.1	378.97	329.83
Other expenses	33	3,536.63	3,355.85
Total expense		18,443.51	17,596.12
Profit before share of consolidated Loss of Joint Venture		1,047.64	2,563.28
Share of Consolidated Loss of Joint Venture		(66.59)	(90.60)
Profit/(loss) before tax		981.05	2,472.68
Income Tax expense:			
Current tax	34	275.00	800.00
Deferred tax	34	13.66	(21.12)
Total Tax Expense		288.66	778.88
Profit/(loss) for the period		692.39	1,693.80
Other Comprehensive Income			
Items that will not be reclassified to profit or loss			
Remeasurement of net defined benefit liability		(41.79)	(7.77)
Share of Other Comprehensive (Income)/loss through Joint Venture		(12.94)	(102.67)
Income tax relating to the above		10.52	2.26
Other Comprehensive Income/(loss) for the period		(44.21)	(108.18)
Total Comprehensive Income for the period		648.18	1,585.62
Earnings per equity share (for continuing operation):	35		
- Basic		1.08	2.65
- Diluted		1.08	2.65
Significant accounting policies	1 - 2		

The accompanying notes 1 - 55 are an integral part of the Financial Statements.

In terms of our Report attached
For **Agrawal Tondon & Co.**
Chartered Accountants
Firm Registration Number - 329088E

Radhakrishan Tondon
Partner
Membership No.: 060534

Place: Kolkata
Date: July 3, 2020

For and on behalf of Board of Directors of
The Indian Wood Products Co. Ltd.

Krishna Kumar Mohta
Chairman & MD
DIN: 00702306

R.K. Agarwal
Chief Financial Officer

Bharat Mohta
WTD & CEO
DIN: 00392090

Anup Gupta
Company Secretary
M No. A36061



CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2020

(₹ in Lacs)

	31st March 2020	31st March, 2019	
A CASH FLOW FROM OPERATING ACTIVITIES			
Net profit before tax	981.05		2,472.68
Adjustment for			
Depreciation	378.97		329.83
Finance Cost	653.48		494.26
Interest Received	(0.03)		(9.30)
Liabilities no longer required written back	(1.56)		(13.86)
Exceptional items	-		-
Impairment loss recognized/(reserved) under expected credit loss model	6.92		(4.13)
Advances written off	-		10.46
Loss / (Gain) on sale of Property, Plant & Equipment/ Investment	1.94		(0.01)
Loss / (Gain) on sale of investment	-	1,039.72	(0.34)
Operating Profit/(Loss) before working capital changes	2,020.77		3,279.59
Adjustment for			
Trade & Other Receivables	(1,635.75)		(937.51)
Inventories	184.39		249.08
Trade Payables	(540.21)	(1,991.57)	(2,107.05)
Cash generated for operations	29.20		484.11
Direct Tax Paid	611.68		1,051.36
Cash Flow before Exceptional Items	(582.48)		(567.25)
Exceptional Items	-		-
NET CASH FLOW FROM OPERATING ACTIVITIES	(582.48)		(567.25)
B CASH FLOW FROM INVESTING ACTIVITIES			
Investment in shares	(2.14)		(16.95)
Purchase of Fixed Assets	(505.59)		(664.79)
Sale of Fixed Assets	14.00		2.26
NET CASH USED IN INVESTING ACTIVITIES	(493.73)		(679.48)



CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2020 (Contd.)
(₹ in Lacs)

	31st March 2020	31st March, 2019
C CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Borrowings	1,589.18	2,271.48
Repayment of Borrowings	(66.55)	(688.32)
Repayment of Lease Liability	(118.37)	
Dividend / Dividend tax paid	(147.84)	(90.91)
Interest paid (Net)	(658.71)	(485.95)
NET CASH USED IN FINANCING ACTIVITIES	597.71	1,006.30
NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)	(478.50)	(240.43)
CASH AND CASH EQUIVALENTS (Refer Note 9 & 10)		
AT THE BEGINING OF THE YEAR	541.57	782.00
AT THE END OF THE YEAR	63.07	541.57

In terms of our Report attached
For **Agrawal Tondon & Co.**
Chartered Accountants
Firm Registration Number - 329088E

Radhakrishan Tondon
Partner
Membership No.: 060534

Place: Kolkata
Date: July 3, 2020

For and on behalf of Board of Directors of
The Indian Wood Products Co. Ltd.

Krishna Kumar Mohta
Chairman & MD
DIN: 00702306

R.K. Agarwal
Chief Financial Officer

Bharat Mohta
WTD & CEO
DIN: 00392090

Anup Gupta
Company Secretary
M No. A36061



STATEMENT OF CONSOLIDATED CHANGES IN EQUITY AS AT 31ST MARCH, 2020
(₹ in Lacs)

Particulars	Share capital	Other Equity			Total
		Reserve & surplus		Other Comprehensive income	
		Capital Reserve	Retained Earnings	Remeasurement of defined benefit plans	
As at 1st April 2018	640.03	0.03	32,530.35	(68.78)	33,101.63
Issue of Bonus Shares	639.73		(639.73)		-
Dividend and Dividend Tax paid in 2018-19	-	-	(96.40)	-	(96.40)
Other Comprehensive Income	-	-	-	(5.51)	(5.51)
Share from Joint Venture				(102.67)	(102.67)
Tax on the above	-	-		-	-
Profit for the period	-	-	1,693.80		1,693.80
Balance at 31 March 2019	1,279.76	0.03	33,488.02	(176.96)	34,590.85
Issue of Bonus Shares	-		-		-
Dividend and Dividend Tax paid in 2019 - 20	-	-	(154.24)	-	(154.24)
Other Comprehensive Income/ (loss)	-	-	-	(41.79)	(41.79)
Share from Joint Venture				(12.94)	(12.94)
Tax on the above			-	10.52	10.52
Impact of Ind As -116 transition			(45.63)		(45.63)
Profit for the period	-	-	692.39	-	692.39
Balance at 31 March 2020	1,279.76	0.03	33,980.54	(221.17)	35,039.15

The accompanying notes 1 - 55 are an integral part of the Financial Statements.

In terms of our Report attached
For **Agrawal Tondon & Co.**
Chartered Accountants
Firm Registration Number - 329088E

Radhakrishnan Tondon
Partner
Membership No.: 060534

Place: Kolkata
Date: July 3, 2020

**For and on behalf of Board of Directors of
The Indian Wood Products Co. Ltd.**

Krishna Kumar Mohta
Chairman & MD
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Chief Financial Officer

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DIN: 00392090

Anup Gupta
Company Secretary
M No. A36061



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

1. Corporate Information

The Consolidated financial statements comprise financial statements of **The Indian Wood Products Company Limited** (“the Parent Company”) and its joint ventures (collectively referred to as “the Group”) for the year ended 31st March 2020. The Group is primarily engaged in the manufacturing of Katha, processed Gambier and trading of spices.

2. Significant Accounting Policies

This note provides a list of the significant accounting policies adopted in preparation of these Consolidated Financial Statements. These policies have been consistently applied to all the years presented unless otherwise stated.

The Consolidated Financial Statements were approved by Board of Directors on 3rd July 2020.

a) Basis of Preparation:

I. Compliance with IND AS:

These Consolidated Financial Statements comply in all material aspects with Indian Accounting Standards (IND AS) notified under section 133 of the Companies Act, 2013 (the Act) read with rule 4 of the Companies (Indian Accounting standards) Rules, 2015 & Companies (Indian Accounting Standards) Amendment Rules 2016. The Company adopted Ind AS from 1st April, 2017.

II. Historical cost convention:

The Consolidated Financial Statements have been prepared on a historical cost basis, except for the following:

- i. Land which is revalued as on 1st April'16
- ii. Certain Financial Assets and Liabilities (including derivative instruments) and contingent consideration that are measured at fair value; and
- iii. Defined Benefit Plan Assets measured at fair value;

b) Principal of Consolidation and Equity Accounting Joint Venture

Interests in joint ventures are accounted for using the equity method (see below), after initially being recognized at cost in the consolidated balance sheet.

Equity Method

Under the equity method of accounting, the investments are initially recognized at cost and adjusted thereafter to

recognize the group's share of the post-acquisition profits or losses of the investee in consolidated profit and loss, and the group's share of other comprehensive income of the investee in consolidated other comprehensive income.

c) Property, Plant and Equipment

Freehold land is carried at the revalued figure as per the Valuation done by the management based on circle rate of 1st April'16. All the other items of Property, Plant and Equipment are stated at cost of acquisition, less accumulated depreciation/amortisation and impairments, if any, cost of acquisition includes taxes, duties, freight and other incidental expenses related to acquisition and installation. Indirect expenses during construction period, which are required to bring the asset in the condition for its intended use by the Company and are directly attributable to bringing the asset to its position, are also capitalized.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. All other repairs & maintenance are charged to profit or loss during the reporting period in which they are incurred.

Capital work-in-progress comprises cost of fixed assets that are not yet ready for their intended use at the year end.

Depreciation and amortization:

Depreciation is calculated using the straight-line method to allocate cost of Property, Plant and Equipment, net of residual values, over their estimated useful lives as follows:

Asset Class	Useful Life (In years)
Building	3 to 60
Plant & Machinery*	10 to 30
Electric Installations*	10 to 30
Laboratory Apparatus	10
Motor Vehicles*	8 to 10
Computers*	3 to 8
Office Equipment's*	3 to 15
Furniture and Fixtures	10



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

*Based on management evaluation, the useful lives as given above best represent the period over which the Management expects to use these Assets. Hence, the useful lives of for these Assets is different from the useful lives as prescribed under Part C of Schedule II of the Companies Act, 2013.

Depreciation on additions / deletions during the year is provided from the date on which the asset is capitalized up to the month in which the asset is disposed off.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in Statement of Profit and Loss within other gains/(losses).

The Company reviews the residual values, useful lives and methods of depreciation of plant, property and equipment at each financial year end and adjusts prospectively, if appropriate.

d) Operating Cycle

All assets and liabilities have been classified as current and noncurrent as per the Company's normal operating cycle and other criteria as set out in the Division II of Schedule III to the Companies Act, 2013. Based on the nature of products and time between acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

e) Financial assets:

i. Classification:

The Company classifies its financial assets in the following measurement categories:

- a. those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- b. those measured at amortized cost.

ii. Measurement:

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that

are directly attributable to the acquisition of the financial asset.

Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

iii. Impairment of financial assets:

The Company assesses if there is any significant increase in credit risk pertaining to the assets and accordingly creates necessary provisions through Expected Credit Loss Method, wherever required.

iv. Derecognition of financial assets:

A financial asset is derecognised only when

- ✓ the Company has transferred the rights to receive the cash flows from the financial asset or
- ✓ the Company retains the contractual rights to receive the cash flows of the financial assets, but transfers substantially all the risks and rewards of the Assets.

f) Foreign Currency Transactions and Translation:

I. Functional and presentation currencies:

Items included in the Financial Statements of the Company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The Financial Statements are presented in INR which is the functional and presentation currency for the company.

II. Transactions & Balances:

Foreign Currency Transactions are translated into the functional currency at the Exchange Rates on the date of transaction. Foreign exchange Gains and Losses resulting from settlement of such transactions and from translation of monetary assets and liabilities at the closing rates are generally recognized in the Statement Profit and Loss.

Non-monetary foreign currency items are carried at cost and accordingly the investments in shares of foreign Joint Venture are expressed in Indian currency at the rate of exchange prevailing at the time when the original investments are made or Fair Values determined.

g) Revenue Recognition

With effect from 1 April 2018, the Company has adopted IND AS 115 'Revenue from Contracts with Customers'



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

which introduces a new five-step approach to measuring and recognising revenue from contracts with customers. Under IND AS 115, revenue is recognised on satisfaction of performance obligation at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer. The Company has elected to apply the Cumulative catch up method in adopting IND AS 115. In accordance with the cumulative catch-up transition method, the comparatives have not been retrospectively adjusted. The effect on adoption of Ind AS 115 was insignificant. Applying the practical expedient as given in Ind AS 115, the Company has not disclosed the remaining performance obligation related disclosures. Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and can be reliably measured. The Company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

Sale of goods:

Revenue is recognized on satisfaction of performance obligation at an amount that reflects the consideration to which the Company expects to be entitled in exchange for transferring goods to a customer.

Interest income:

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of a financial liability or a financial asset to their gross carrying amount. Interest Income are included under the head "Other Income" in the Statement of Profit and Loss.

Disaggregation of revenue:

Note 27 presents disaggregated revenues from contracts with customers for the year ended March 31, 2020 by performance obligation. The Company believes that this disaggregation best depicts how the nature, amount, timing and uncertainty of our revenues and cash flows are affected by industry, market and other economic factors.

h) Inventories:

- a. Raw Material, Stores and Spares are valued at lower of cost and net realizable value.
- b. Work-in-progress, Finished Goods are valued at lower of cost and net realizable value.
- c. Cost of work-in progress and finished goods comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity. Cost of inventories also includes all other costs incurred in bringing the inventories to their present location and condition. Cost is assigned on the basis of weighted average method.

i) Trade Receivables:

Trade Receivables are recognized initially at fair value and subsequently measured at amortized cost using Effective Interest Method.

j) Trade and other payables:

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period.

k) Borrowings:

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost Effective Interest Method. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in Statement of Profit and Loss over the period of the borrowings.

l) Income Taxes:

Income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the company operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions, where appropriate, on the basis of amounts expected to be paid



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

to the tax authorities.

Deferred income tax is provided in full, using the Balance Sheet method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

Current and deferred tax is recognized in the Statement of Profit and Loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively

m) Borrowing Cost:

Borrowing costs that are directly attributable to the acquisition or construction of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Other borrowing costs are expensed out in the Statement of Profit & Loss Account in the period in which they are incurred.

n) Employee Benefits:

i. Short term Employee benefit Expenses:

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized in respect of employees' services upto the end of the reporting and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

ii. Defined Contribution Plan - Provident fund:

Contribution to Provident fund is made at a predetermined rate and charged to revenue on accrual basis.

iii. Defined Benefit Plan - Gratuity:

Liabilities with regard to the gratuity benefits payable in future are determined by actuarial valuation at each Balance Sheet date using the Projected Unit Credit method and

contributed to Employees Gratuity Fund. Actuarial gains and losses arising from changes in actuarial assumptions are recognized in other comprehensive income and the Statement of Profit and Loss in a subsequent period.

The company contributes to a Group Insurance - cum - Gratuity Scheme with Life Insurance Corporation of India towards meeting its gratuity obligation.

iv. Bonus and Production Linked Incentive:

The Company recognizes a liability and expenses for bonuses as per Bonus Act'1949. The Company also recognizes a liability and expenses for Incentive Bonuses as per agreement entered into with the worker union. The Company recognizes a provision where there is a past practice that has created constructive obligations and a reliable estimate of such obligations.

v. Leave encashment / Compensated absences:

The Company provides for the encashment of leave with pay subject to certain rules. The employees are entitled to accumulate leave subject to certain limits, for future encashment / availment. The liability is provided at each Balance Sheet date on the basis of an actuarial valuation using the Projected Unit Credit method. Actuarial gains and losses arising from changes in actuarial assumptions are recognised in the Statement of Profit and Loss.

The Company contributes to a Group Leave Encashment Plan with Life Insurance Corporation of India towards meeting its leave obligation.

Re-measurements, comprising of actuarial gains and losses excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through Other Comprehensive Income in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

o) Provisions and Contingent Liabilities and Assets:

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

or where a reliable estimate of the obligation cannot be made.

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognized for future operating losses.

A contingent asset is disclosed, where an inflow of economic benefits is probable. An entity shall not recognize a contingent asset unless the recovery is virtually certain.

p) Cash and Cash Equivalents:

For the purpose of presentation in the Statement of Cash Flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

q) Impairment of Assets:

Assets are assessed by the Company at each reporting period whether there is an indication of impairment that the carrying amount may not be recoverable.

An impairment loss is recognised for the amount by which asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use.

r) Earnings Per Share:

Basic earnings per share: A basic earnings per share is calculated by dividing:

- i. the profit attributable to owners of the Company
- ii. by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year .

Diluted earnings per share: Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- i. the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- ii. the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

s) Segment Reporting:

The Company's operating businesses are organized and managed separately according to the nature of products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. The analysis of geographical segments is based on the areas in which the customers of the Company are located.

Segment Accounting Policies:

The Company prepares its segment information in conformity with the accounting policies that are adopted for preparing and presenting the financial statements of the Company as a whole.

t) Rounding off:

All amounts disclosed in the financial statement and notes have been rounded off to the nearest Lakhs, unless otherwise stated

u) Critical Estimates and Judgements

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Company's accounting policies. This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The preparation of the financial statements in conformity with GAAP requires the Management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent assets and liabilities as at the date of the financial statements and reported amounts of income and expenses during the period. These estimates and associated assumptions are based on historical experience and management's best knowledge of current events and actions the Company may take in future.

Information about critical estimates and assumptions that have a significant risk of causing material adjustment to the carrying amounts of assets and liabilities are:

- i. Impairment of financial assets (including trade



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

receivable)

- ii. Estimation of defined benefit
- iii. Estimation of current tax expenses and payable
- iv. Estimation of provisions and contingencies

v) Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the lease term.

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment

ii) Lease liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised

by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate.

Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

The Company's lease liabilities are included in Interest-bearing loans and borrowings

iii) Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of Land & building (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low value assets are recognised as expense on a straight-line basis over the lease term.

Company as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

Note 3.1 - Property, Plant and Equipment

(₹ in Lacs)

Particulars	Freehold Land*	Leasehold Land	Building	Computer Equipment	Effluent Treatment Plant	Electrical Installations	Furniture & Fixtures	Laboratory Apparatus	Motor Car & Vehicle	Office Equipments	Plant & Machinery	Refrigeration & Cooling System	Trolleys & Trays	Tube Well	Weighing Scale	Total
Gross Block																
At April 1, 2018	35,737.74	257.91	234.54	19.14	1.04	183.63	30.47	4.39	205.91	24.98	783.10	690.90	146.23	2.33	3.95	38,326.26
Additions	-	-	94.85	4.64	29.01	0.33	68.72	0.28	196.83	3.09	112.27	117.32	16.03	2.76	0.64	646.77
Disposals / deductions	-	-	(0.75)	(0.75)	-	(1.39)	(0.82)	-	(0.38)	-	(3.07)	(9.80)	-	(0.18)	-	(16.39)
At March 31, 2019	35,737.74	257.91	329.39	23.03	30.05	182.57	98.37	4.67	402.36	28.07	892.30	798.42	162.26	4.91	4.59	38,956.64
Reclassification on transition to Ind AS-116	(257.91)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(257.91)
Additions	-	-	153.70	5.96	67.68	12.96	3.85	1.38	0.48	4.12	17.13	49.62	26.59	0.09	0.07	343.63
Disposals / deductions	-	-	-	-	-	(0.06)	(0.85)	-	(22.34)	-	(1.80)	-	(14.94)	-	-	(39.98)
At March 31, 2020	35,737.74	-	483.09	28.99	97.73	195.47	101.37	6.05	380.50	32.19	907.63	848.04	173.91	5.00	4.66	39,002.38
Accumulated Depreciation																
At April 1, 2018	-	0.53	15.27	9.85	-	47.48	7.02	0.28	15.89	4.53	165.55	179.52	18.59	0.35	0.70	465.56
Charge for the year	-	6.45	7.50	4.58	1.08	24.01	8.02	0.41	45.16	5.10	111.37	105.76	9.86	0.15	0.38	329.83
Disposals	-	-	-	(0.69)	-	(1.32)	(0.76)	-	(0.35)	-	(2.65)	(8.14)	-	(0.14)	-	(14.05)
At March 31, 2019	-	6.98	22.77	13.74	1.08	70.17	14.28	0.69	60.70	9.63	274.27	277.14	28.45	0.36	1.08	781.34
Reclassification on transition to Ind AS-116	(6.98)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(6.98)
Charge for the year	-	-	23.93	3.93	4.18	18.93	9.53	0.46	53.24	5.48	63.43	57.52	9.49	0.18	0.40	250.70
Disposals	-	-	-	-	-	(0.06)	(0.81)	-	(18.00)	-	(1.39)	-	(3.84)	-	-	(24.09)
At March 31, 2020	-	-	46.70	17.67	5.26	89.04	23.00	1.15	95.94	15.11	336.31	334.66	34.10	0.54	1.48	1,000.97
Net Block																
At March 31, 2019	35,737.74	250.93	306.62	9.29	28.97	112.40	84.09	3.98	341.66	18.44	618.03	521.28	133.81	4.55	3.51	38,175.30
At March 31, 2020	35,737.74	-	436.39	11.32	92.47	106.43	78.37	4.90	284.56	17.08	571.33	513.38	139.80	4.45	3.18	38,001.41

3.2 - Capital Work-in-Progress

Particulars	Opening as on 01.04.2018	Additions	Capitalised	Closing as at 31.03.2019	Additions	Capitalised	Closing as at 31.03.2020
Capital Work-in-Progress	186.20	204.20	186.20	204.20	949.75	121.67	1032.28

* Capital work-in-progress includes pre-operative and trial run expenses of ₹ 445.33 Lacs (Refer Note No 47)

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)****3.3 Right of Use Asset**

(₹ in Lacs)

Particulars	Leasehold Land	Building
As at 1st April, 2019	-	-
Recognition/ Reclassification on transition to Ind AS-116	250.93	
Additions	10.56	472.11
Disposals / deductions	-	
At March 31, 2020	261.49	472.11
Accumulated Depreciation		
As at 1st April, 2019	-	-
Charge for the year	6.72	121.55
Disposals	-	-
At March 31, 2020	6.72	121.55
Net Block		
At March 31, 2020	254.77	350.56



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

Note 4 - Non Current - Financial Assets - Investments

(₹ in Lacs)

Particulars	As at 31 March, 2020	As at 31 March, 2019
Investment in Equity Shares, Unquoted		
Investment in Joint Venture (at Cost unless stated otherwise)		
M/s. Agro & Spice Trading Pte Ltd, Singapore*	512.35	415.58
14,00,050 (11,50,050) Equity Shares of USD 1		
Share Application Pending Allotment	-	107.57
Total Aggregate amount of Unquoted Investment	512.35	523.15

*Note: M/s Agro and Spice Trading Pte Ltd, Singapore is 50% Joint Venture of the Company as at Balance Sheet Date.

Note 5 - Non Current Financial Assets - Loan

Particulars	As at 31 March, 2020	As at 31 March, 2019
Measured at Amortised Cost		
Unsecured and considered good		
Security Deposits	53.88	49.12
Others		
Against Sales Tax (Refer Note 51)	2.64	2.64
Against Others Compliances	3.17	4.04
Total	59.69	55.80

Note 6 - Other Non Current Assets

Particulars	As at 31 March, 2020	As at 31 March, 2019
Capital Advances	130.37	175.37
Advance other than capital advance		
Prepaid Expenses	9.62	3.38
Tax payment under Protest (Refer Note 51)	67.92	67.92
Total	207.91	246.67

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)**

(₹ in Lacs)

Note 7 - Inventories

Particulars	As at 31 March, 2020	As at 31 March, 2019
(At lower of cost and net realisable value)		
Raw Materials	1,870.91	1,630.75
Work -in- progress	1,602.88	1,367.50
Finished Goods	1,166.70	1,377.51
Stores and Spares	265.00	347.37
Consumables	9.37	7.75
Tools and Implements	1.48	1.07
Total	4,916.34	4,731.95
Raw Material includes goods in transit	498.85	308.68

Note 8 - Financial Assets - Current - Trade Receivables

Particulars	As at 31 March, 2020	As at 31 March, 2019
Unsecured, considered good	5,085.21	3,734.67
Less : Allowance for expected credit loss	7.22	0.30
Total	5,077.99	3,734.37

Note 9 - Financial Assets - Current - Cash and Cash Equivalents

Particulars	As at 31 March, 2020	As at 31 March, 2019
Balance with banks		
In Current Account Balances	30.33	508.01
Cheques on hand	-	3.88
Cash on hand	7.82	11.16
Total	38.15	523.05



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

Note 10 - Financial Assets - Current - Bank Balances other than Cash and Cash Equivalents (₹ in Lacs)

Particulars	As at 31 March, 2020	As at 31 March, 2019
Balance with banks		
In Restricted Bank Balance (Unclaimed Dividend)	23.68	17.28
In Deposit Account with Banks and Financial Institutions		
Against Margin Money for Letter of Credit	1.24	1.24
Total	24.92	18.52

Note 11 - Financial Assets - Current - Loans

Particulars	As at 31 March, 2020	As at 31 March, 2019
Measured at Amortised Cost		
Unsecured Considered Good		
Advance to employees	16.68	13.06
Total	16.68	13.06

Note 12 - Other Financial Assets - Current

Particulars	As at 31 March, 2020	As at 31 March, 2019
Insurance Claim receivable	2.44	2.44
Others	9.18	4.05
Total	11.62	6.49

Note 13 - Current Tax Assets (Net)

Particulars	As at 31 March, 2020	As at 31 March, 2019
Provision for Income Tax (Net of Advance Tax)	16.50	-
Total	16.50	-



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

(₹ in Lacs)

Note 14 - Other Current Assets

Particulars	As at 31 March, 2020	As at 31 March, 2019
Advance other than capital advance		
Advance to Suppliers	1,320.63	964.81
Other Advances	39.72	71.36
Prepaid Charges	28.44	29.65
Balances with Government Authorities	437.22	441.94
Total	1,826.01	1,507.76

Note 15 - Equity Share Capital

Particulars	As at 31 March, 2020	As at 31 March, 2019
Authorised		
Equity Shares 7,50,00,000 of Rs.2/- each	1,500.00	1,500.00
Issued, subscribed and fully paid up		
Equity Shares 6,39,72,720 of Rs.2/- each	1,279.45	1,279.45
Add: 5,682 Equity Shares Forfeited (amount originally paid up)	0.30	0.30
Total	1,279.75	1,279.75

(a) Reconciliation of Equity Shares Outstanding

Particulars	As at 31.03.2020		As at 31.03.2019	
	No. of shares	₹ in Lakhs	No. of shares	₹ in Lakhs
Shares outstanding at the beginning of the year	63,972,720	1,279.45	6,397,272	639.73
Change during the year				
Split of Shares from FV of Rs. 10/- to Rs. 2/-	-	-	31,986,360	639.73
Issue of Bonus Shares of FV of Rs. 2/- in the ratio of 1:1	-	-	31,986,360	639.72
Shares outstanding at the end of the year	63,972,720	1,279.45	63,972,720	1,279.45

(b) Terms and Rights attached to Equity Shares

The Company has only one class of Equity shares having a par value of ₹ 2/- per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. 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 of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

(₹ in Lacs)

(c) Shareholders holding more than 5% shares in the Company

Name of Shareholders	As at 31.03.2020		As at 31.03.2019	
	No. of shares	%	No. of shares	%
Security Company Limited	12,300,442	19.23	12,203,560	19.08
Savita Mohta	9,160,200	14.32	9,160,200	14.32
Bharat Mohta	7,637,530	11.94	7,589,000	11.86
Avanti Mohta	7,526,160	11.76	7,526,160	11.76
Bharat Mohta HUF	4,550,000	7.11	4,550,000	7.11

Note 16 - Other Equity

Particulars	As at 31 March, 2020	As at 31 March, 2019
Capital Reserve	0.03	0.03
Retained Earnings (Refer Note (i))	33,980.54	33,488.03
Closing Balance	33,980.57	33,488.06
Other Comprehensive Income Reserve - Opening	(176.96)	(68.78)
Add: During the year	(41.79)	(7.77)
Add: Share of Joint Venture	(12.94)	(102.67)
Less: Deferred tax	10.52	2.26
Closing Balance	(221.17)	(176.96)
Total	33,759.40	33,311.10

Note (i) - Movement in Retained Earnings

Particulars	As at 31 March, 2020	As at 31 March, 2019
General Reserve - Opening	28,104.43	28,744.16
Less: Bonus paid during the year	-	639.73
Closing Balance	28,104.43	28,104.43
Profit & Loss Account - Opening	5,383.60	3,786.20
Add: Profit During the year	692.39	1,693.80
Less: Dividend & Dividend Tax	154.24	96.40
Less : Impact of ind As -116 transition	45.64	-
Closing Balance	5,876.11	5,383.60
Total	33,980.54	33,488.03

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)**

Note (ii) - The Board of Director has recommended a Dividend of Re. 0.10 per Equity Share of Rs. 2/- each subject to the approval of Shareholders in the ensuing Annual General Meeting. Proposed Dividend as above amounting to Rs. 63.97 lakhs for the Financial Year 2019-20 has not been recognised as liability as on 31-03-2020 in term of Revised "IND AS 10 - Events after the Reporting Period". Consequently the same has not be appropriated from Surplus during the Year.

(₹ in Lacs)

Note 17 :- Non Current Financial Liabilities - Borrowings

Particulars	As at 31 March, 2020	As at 31 March, 2019
Measured at Amortised Cost		
Secured		
Term Loan (Refer Note :- 37)		
From Banks	534.67	280.76
Vehicle Loan	174.27	240.82
	<u>708.94</u>	<u>521.58</u>
Less:- Current Maturities of Long term borrowings	264.55	235.88
	<u>444.39</u>	<u>285.70</u>
Unsecured		
From Bodies Corporate	102.22	66.50
Total	<u>546.61</u>	<u>352.20</u>

Note 18 - Non Current Financial Liabilities - Others

Particulars	As at 31 March, 2020	As at 31 March, 2019
Trade Deposits	11.17	10.27
Lease Liability	335.19	-
Total	<u>346.36</u>	<u>10.27</u>



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

(₹ in Lacs)

Note 19 - Deferred Tax Liabilities (Net)

Particulars	As at 31 March, 2020	As at 31 March, 2019
Deferred tax liability		
on difference in tax base of Property, plant and Equipment other than land	84.99	74.89
on Amortisation of upfront fees	0.67	-
on revaluation of land	7,361.89	7,361.89
Deferred tax Assets		
on remeasurement of defined benefit liability	18.62	8.19
on Amortisation of upfront fees	-	2.17
on other taxable temporary difference	2.85	3.50
Total Net Liability	7,426.08	7,422.92

Note 20 - Non Current Provisions

Particulars	As at 31 March, 2020	As at 31 March, 2019
Gratuity	-	0.11
Leave Encashment	41.22	47.85
Total	41.22	47.96

Note 21 - Financial Liabilities - Current - Borrowings

Particulars	31 March, 2020	31 March, 2019
Measured at Amortised Cost		
Loan repayable on demand		
Secured		
From banks (Refer note :- 37)		
Cash Credit	5,672.81	2,273.26
Working Capital Demand Loan	700.00	2,800.00
Total	6,372.81	5,073.26

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)**

(₹ in Lacs)

Note 22 - Financial Liabilities - Trade Payable

Particulars	31 March, 2020	31 March, 2019
Trade Payable		
Total outstanding dues of micro enterprise and small enterprise	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	1,312.69	806.74
Total	1,312.69	806.74

Note 23 - Financial Liabilities - Current - Others

Particulars	31 March, 2020	31 March, 2019
Current Maturity of Long Term Borrowings (Refer Note :- 37)		
Term Loans from Banks	205.09	169.28
Vehicle Loans	59.46	66.59
Payable to Employees	210.47	155.45
Unclaimed Dividend	23.68	17.28
Interest accrued but not due	6.01	11.24
Lease Liability	98.10	-
Total	602.81	419.84

Note 24 - Provisions

Particulars	31 March, 2020	31 March, 2019
Rates & Taxes	135.60	135.60
Leave Encashment	31.85	25.82
Gratuity	0.81	23.51
Total	168.26	184.93



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

(₹ in Lacs)

Note 25 - Current Tax Liabilities (Net)

Particulars	31 March, 2020	31 March, 2019
Provision for Income Tax (Net of Advance Tax)	-	320.18
Total	-	320.18

Note 26 - Other Current Liabilities

Particulars	31 March, 2020	31 March, 2019
Contract Liability	71.17	8.86
Other statutory liabilities	420.02	502.32
Total	491.19	511.18

Note 27 - Revenue from Operations

Particulars	2019-20	2018-19
Sale of Products		
- Katha	17,376.61	19,244.64
- Cutch	433.96	400.58
- Spices	1,012.89	404.61
Other Operating revenue from traded goods	642.31	-
Total	19,465.77	20,049.83

Note 28 - Other Income

Particulars	2019-20	2018-19
Interest Income on Bank Deposits	0.03	9.30
Net gain on disposal of property, plant and equipment	-	0.01
Liabilities no longer required written back	1.56	13.86
Insurance Claim	-	2.58
Scrap Sales	19.40	25.11
Gain on Currency Derivatives	-	33.36
Profit on Sale of Shares	-	0.34
Miscellaneous Income	4.39	25.01
Total	25.38	109.57



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

(₹ in Lacs)

Note 29 - Cost of Material Consumed

Particulars	2019-20	2018-19
Opening Stock	1,630.75	1,566.86
Purchases of Raw Materials	10,666.08	10,451.22
Add: Extraction Expenses	23.02	17.10
Foreign Exchange Fluctuations (Net)	0.44	121.81
	<u>12,320.29</u>	<u>12,156.99</u>
Less : Transferred to pre operative	270.78	-
Less : Closing Stock	1,371.67	1,630.75
Cost of Material Consumed	<u>10,677.84</u>	<u>10,526.24</u>

Note 30 - Change in inventories of finished goods and work-in-progress

Particulars	2019-20	2018-19
Opening stock (Finished Goods & Stock in Progress)	2,745.01	3,223.74
Closing stock (Finished Goods & Stock in Progress)	2,769.58	2,745.01
Total	<u>(24.57)</u>	<u>478.73</u>

Note 31 - Employees Benefit Expenses

Particulars	2019-20	2018-19
Salaries and Wages	2,330.28	2,008.77
Contribution to Provident and Other Fund	152.89	153.66
Staff welfare expenses	125.10	248.78
Total	<u>2,608.27</u>	<u>2,411.21</u>

Note 32 - Finance Cost

Particulars	2019-20	2018-19
Interest on Borrowings	607.13	454.18
Other Interest Expenses	58.57	2.60
Other Borrowing Cost	10.21	37.48
Less: Transferred to Pre operative Exp.	(22.43)	-
Total	<u>653.48</u>	<u>494.26</u>



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

(₹ in Lacs)

Note 33 - Other Expenses

Particulars	2019-20	2018-19
Auditors Remuneration For Audit fees	3.00	3.00
Auditors Remuneration For Other Services	1.33	2.08
Directors sitting fees	1.40	2.75
loss on sale of property, plant and equipment	1.94	-
Consultancy and Service Charges	323.98	219.05
CSR Expenses	1.16	36.10
Factory Maintenance Charges	106.52	123.22
Frieght and Selling Expenses	299.98	236.93
Insurance	29.13	9.75
Machine Katha Expenses	467.38	566.43
Other Consumable and Chemicals Consumed	79.30	100.05
Power and Fuel	991.92	856.16
Rates and Taxes	20.46	31.98
Rent	20.24	148.47
Repairs to Buildings	29.48	25.09
Repairs to Plant & Machinery	53.44	64.99
Repairs to Others	16.39	23.26
Stores and Spare parts consumed	693.01	546.21
Miscellaneous Expenses	231.79	202.06
Traveling Expenses	164.78	158.27
Total	3,536.63	3,355.85

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)**

(₹ in Lacs)

Note 34 - Tax Expenses

Particulars	2019-20	2018-19
(1) Current tax		
Current Tax Expenses	275.00	800.00
Total	275.00	800.00
(2) Deferred tax		
Income Tax Expenses	21.03	(21.12)
Writing Back of Opening Deffered Tax Liability	(7.37)	-
Total	13.66	(21.12)

Reconciliation of effective tax rate

The Income tax expenses for the year can be reconciled to the accounting profit as follows:-

Particulars	2019-20	2018-19
Profit Before Tax	981.05	2,563.28
Income Tax expenses calculated @ 25.17% (29.12%)	246.93	622.37
Effect of Non deductible expenses	9.58	13.58
Effect of additional Deduction under Income Tax Act, 1961	(4.38)	10.03
Other differences	22.87	29.96
Deferred Tax	13.66	(21.12)
Tax Expenses recognised in Profit & Loss Account	288.66	654.82
Effective Tax Rate	29.42%	25.55%

Note 35 -Earnings Per Share

Particulars	2019-20	2018-19
Profit After Tax		
(a) Net Profit for calculation of Basic and Diluted EPS (₹ in lakhs)	692.39	1,693.80
(b) Weighted Average Number of Equity Shares in calculation of Basic and Diluted EPS	63,972,720	63,972,720
Basic and Diluted EPS (a) / (b)	1.08	2.65



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

Note 36 - Related Party Transaction

(i) Name of related parties and nature of relationship:-

Key Management Personnel (KMP)	
Name	Position Held
Mr. Krishna Kumar Mohta	Chairman & Managing Director
Mr. Bharat Mohta	CEO & Whole Time Director
Mr. Krishna Kumar Damani	Executive Director
Mr. Raj Kumar Agarwal	Chief Financial Officer
Mr. Anup Gupta	Company Secretary

Other Directors	
Name	Position Held
Mr. Rajendra Prasad Chetani	Non-Executive Director
Mr. Sanjay Kumar Maheswary	Independent Director
Mr. Vinod Kumar Maheshwary	Independent Director
Mr. Vinod Mimani	Independent Director
Ms. Drisha Poddar	Independent Director

Relatives of Key Management Personnel	
Name	Position Held
Mrs. Savita Mohta	Spouse of Mr. K. K. Mohta (Chairman & Managing Director)
Mrs. Avanti Mohta	Spouse of Mr. Bharat Mohta (CEO)
M/s Krishna Kumar Mohta HUF	Karta is Chairman & Managing Director
M/s Bharat Mohta HUF	Karta is CEO

Enterprises having significant influence	
Name	Position Held
ACMA Industrials Projects (P) Ltd	Significant Control
Arvind Engineering Works Ltd	Common Director
Security Company Limited	Common Director
Indian Glass & Electricals Ltd	Common Director



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

(₹ in Lacs)

Note 36 - Related Party Transaction (Contd.)

(ii) The following transactions occurred with related parties:-

Particulars	KMP/Other Directors & Relatives of KMP		Parties with Control Entities		Enterprises having Significant Influence	
	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19
Remuneration and Employee Benefits						
Krishna Kumar Mohta	199.10	167.90	-	-	-	-
Bharat Mohta	207.22	166.72	-	-	-	-
Krishna Kumar Damani	84.10	80.72	-	-	-	-
Raj Kumar Agarwal	22.44	21.59	-	-	-	-
Anup Gupta	8.54	8.23	-	-	-	-
Director Sitting Fees						
Mr. Rajendra Prasad Chetani	0.30	0.69	-	-	-	-
Mr. Sanjay Kumar Maheswary	0.30	0.62	-	-	-	-
Mr. Vinod Kumar Maheshwary	0.30	0.69	-	-	-	-
Mr. Vinod Mimani	0.15	0.53	-	-	-	-
Ms. Drisha Poddar	0.08	0.23	-	-	-	-
Unsecured Loan Taken						
Security Co Ltd					95.00	-
Repayment of Unsecured Loans						
Security Co Ltd					75.00	-
Interest on Unsecured Loans Taken						
Indian Glass & Electricals Ltd	-	-	-	-	5.29	5.28
Security Co Ltd	-	-	-	-	2.06	-
Dividend Paid						
Mr. Krishna Kumar Mohta	3.53	2.20	-	-	-	-
Mr. Bharat Mohta	15.22	9.49	-	-	-	-
Mrs. Savita Mohta	18.32	11.45	-	-	-	-
Mrs. Avanti Mohta	15.05	9.41	-	-	-	-
M/s Krishna Kumar Mohta HUF	0.63	0.35	-	-	-	-
M/s Bharat Mohta HUF	9.10	5.69	-	-	-	-
Arvind Engineering Works Ltd	-	-	-	-	1.22	0.76
Security Company Limited	-	-	-	-	24.41	15.25
Indian Glass & Electricals Ltd	-	-	-	-	2.40	1.50

Mr. R.P Chetani, Mr. R.K Agarwal Mr. Vinod Mimani and Mr. S.K. Maheswary have also been paid Dividend but the amount is below Rs. 1000/- hence not reported above.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

(₹ in Lacs)

Note 36 - Related Party Transaction (Contd.)

(iii) The following balances are outstanding at the end of the reporting period in relation to transactions with related parties:

Particulars	Key Management Personnel / Other Directors		Enterprises having Significant Influence	
	As at 31 March, 2020	As at 31 March, 2019	As at 31 March, 2020	As at 31 March 2019
(i) Remuneration and Employee Benefits				
Krishna Kumar Mohta	10.58	-		
Bharat Mohta	7.33	-		
Krishna Kumar Damani	3.41	-		
Raj Kumar Agarwal	0.94	-		
Anup Gupta	0.93	-		
(ii) Unsecured Loans Taken				
Indian Glass & Electricals Ltd	-	-	48.77	44.00
Security Co Ltd	-	-	21.85	-

37 a) Working Capital facilities and Capital Expenditure Term Loan including LC & Buyers Credit Limit are from Union Bank of India, DBS Bank and Citi Bank on multiple banking system secured by charge of stocks of Raw material, Katha and Cutch whether Raw or in process of manufacture and all articles manufactured there from, Stores, Book debts, Plant & Machinery and certain other assets and mortgaged by deposit of title deeds of Land at Bareilly measuring 91,600 square meter on pari – passu basis and have been guaranteed by two Promoter Directors. Additionally, corporate guarantee has been provided by an Associate Company.

37 b) Term Loan facility availed from Citi Bank, Kolkata secured by charge of Stock of Raw Material Katha & Cutch whether Raw or in process of manufacture and all articles manufactured there from, plant & machinery and certain other assets and mortgaged by deposit of title deeds of Land at Jammu & Kashmir and have been guaranteed by one of the Promoter Director.

Banks	Rate of Interest	Non Current	Current
DBS Bank			
Cash Credit Account	MCLR + 0.8%	-	1,817.45
Union Bank of India			
Term Loan	MCLR + 2.20%	-	113.91
Cash Credit Account	MCLR + 0.95%	-	2,450.41
CITI Bank			
Term Loan	9%	329.58	91.18
Cash Credit Account	MCLR + 1.50%	-	1,404.95
Working Capital Demand Loan	7.75% & 7.95%		700.00



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

(₹ in Lacs)

37 c) Vehicle Loans sanctioned by Banks against hypothecation of the respective vehicle

Banks	Rate of Interest	Non Current (₹ in lakhs)	Current (₹ in lakhs)
ICICI Bank Ltd.	10.24%	2.34	1.34
Kotak Mahindra Bank	9.85%	8.73	19.47
HDFC Bank Limited	9.50%	0.93	2.61
BMW	7.90%	-	1.09
Yes Bank Limited	8.50%	4.18	2.12
Axis Bank Limited	8.61%	52.76	18.29
Union Bank of India	9.15%	5.16	0.86
Yes Bank Limited	9.40%	4.66	1.37
Yes Bank Limited	8.50%	16.07	6.21
Yes Bank Limited	9.00%	14.28	4.23
Yes Bank Limited	9.00%	5.71	1.87

38 The Group has only one reportable operation segment i.e. manufacturing and trading of Katha as per Ind AS - 108. The group has considered following for the disclosure of geographical information:

Geographical Information

Particulars	2019-20	2018-19
Revenue from external customers		
- within India	19,465.77	20,049.83
- Outside India	3,923.63	2,662.30
	<u>23,389.40</u>	<u>22,712.13</u>
Non-Current Assets		
- within India	40418.97	39205.13
- Outside India	468.48	503.70
	<u>40,887.45</u>	<u>39,708.83</u>



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

(₹ in Lacs)

39. As at March 31, 2020, there are no outstanding dues to Micro, Small and Medium Enterprises. There are no interest due or outstanding on the same.

40. Corporate Social Responsibility (CSR)

A CSR Committee is at its place, formed earlier as per the provisions of Section 135 of the Companies Act, 2013. During the year, the Company with the approval of Broad created IWP CSR Trust for undertaking CSR Activities and trust deed dated February 22, 2020 get registered on March 16, 2020. The Company has identified the project in the field of skill development for undertaking through IWP CSR Trust and the Trust was expected to start the project by the last week of March, 2020. But due to COVID-19, the entire Country was lockdown from March 25, 2020, as such the IWP CSR Trust was not able to commence the project. The details of CSR expenditure are as under-

- Amount of Rs. 47.04 lakhs required to be spend by the Company during the year.
- Revenue Expenditure incurred during the year directly or through Implementing agencies towards CSR Activities amounted to Rs. 1.16 lakhs.
- The unspend amount of Rs. 45.88 Lakhs has been paid to IWP CSR Trust.

41. Adoption of Ind AS 116 -Leases:

The Ministry of Corporate Affairs ("MCA") through the Companies (Indian Accounting Standards) Amendment Rules, 2019 has notified Ind AS 116 Leases ('Ind AS 116') which replaces the existing lease standard, Ind AS 17 Leases. Ind AS 116 sets out the principles for recognition, measurement, presentation and disclosure of leases for both lessees and lessors. Effective 1st April, 2019, the Group has adopted Ind AS 116 – 'Leases' and applied the standard to all lease contracts existing on 1st April, 2019 using the retrospective method. The Group has recorded the lease liability at the present value of the lease payments discounted at the incremental borrowing rate at the date of initial application and right of use asset at an amount equal to the lease liability adjusted for any prepayments/accruals recognised in the balance sheet as on 31st March, 2019. The Cumulative effect of initially applying the standard was recognised as an adjustment to the retained earnings. The Group has not restated comparative for the year ended March 31, 2019.

Leases

Group as a lessee

Impact on Balance sheet (Increase/Decrease)

Particulars	31 March, 2020	31 March, 2019
Assets		
Right of use Assets (Refer Note No. 3.3)	605.33	-
Liabilities		
Lease liability	-	-

Impact on Statement of Profit and Loss (Decrease in Profit)

Particulars	31 March, 2020
Depreciation and Amortisation	121.83
Rental Expense	(162.23)
Finance Cost	58.05
Net decrease in Profit	17.65

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)**

(₹ in Lacs)

Impact on Statement of cash flows

Particulars	31 March, 2020
Total Cash outflow for leases	118.37

There is no material impact on other comprehensive income or the basic and diluted earning per share.

Set out below are the carrying amounts of right-of-use assets recognised and the movement during the period:

Particulars	31 March, 2020
Initial recognition on adoption of Ind AS 116	
Reclassified from PPE to ROU asset on adoption of Ind AS 116	250.93
As at 1st April 2019	
Addition during the year	482.68
Depreciation Expense	128.27
As at 31st March 2020	605.34

Set out below are the carrying amounts of lease liabilities and the movement during the period:

Particulars	31 March, 2020
As at 1st April 2019	-
Addition during the year	551.66
Repayment during the year	(118.37)
As at 31st March 2020	433.29

Maturity Analysis of Lease Liability**Contractual maturities of lease liability**

Particulars	31 March, 2020
Within one year	98.10
After one year but not more than five years	235.31
More than five years	99.88
Total Lease liability	433.29

42. Employee Benefits**(a) Contribution to Defined Contribution Plans Recognised as Expense are as under**

Particulars	31 March, 2020	31 March, 2019
Provident and Other Funds	152.89	153.66

(b) Defined Benefit Plan

Gratuity: The Company has a defined Gratuity Plan for its employees. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service.

The Scheme is funded with an insurance company in the form of qualifying insurance policy.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

(₹ in Lacs)

42 Employee Benefits (Contd.)

Disclosure for Defined Benefit Plans based on actuarial report

Particulars	31st March, 2020		31st March, 2019	
	Leave	Gratuity	Leave	Gratuity
Changes in Defined Benefit Obligation :				
Present Value of Defined Benefit Obligation at the Beginning of the Year	175.88	452.93	160.12	418.06
Current Service Cost	37.07	29.55	33.13	26.50
Interest Cost	11.71	31.02	12.17	28.13
Components of actuarial gain/losses on obligations:				
Actuarial (Gains)/Losses Arising from Changes in Demographic Assumptions	3.96	(0.30)	-	-
Actuarial (Gains)/Losses Arising from Changes in Financial Assumptions	8.34	42.91	-	-
Actuarial (Gains)/Losses Arising from Changes in Experience Adjustments	41.84	1.19	(22.34)	9.68
Past service cost		-		-
Benefits Paid	(77.00)	(17.67)	(7.21)	(29.46)
Present Value of Defined Benefit Obligation at the end of the Year	201.81	539.63	175.88	452.93
Change in Plan Assets :				
Fair Value of Plan Assets at the Beginning of the Year	102.21	429.30	-	346.97
Interest Income	6.63	30.34	0.71	23.73
Re Measurements Gains/(Losses)	-	-	-	-
Return on Plan Assets, (Excluding Amount Included in net Interest Expense)	1.22	2.01	3.59	1.91
Contribution by Employers	20.17	94.83	97.92	86.14
Benefits Paid	(1.49)	(17.67)	-	(29.46)
Fair Value of Plan Assets at the End of the Year	128.74	538.82	102.21	429.30
Service cost:				
Current service cost	37.07	29.55	33.13	26.50
Past service cost and loss/(gain) on curtailments and settlement		-		-
Net interest cost	5.08	0.67	11.46	4.40
Net Value of remeasurements on the obligation and plan assets	52.92	-	(25.92)	-
Expenses Recognized in the Statement of Profit and Loss	95.07	30.23	18.67	30.90



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

(₹ in Lacs)

42 Employee Benefits (Contd.)

Particulars	31st March, 2020		31st March, 2019	
	Leave	Gratuity	Leave	Gratuity
Expenses Recognised in other Comprehensive Income				
Return on Plan Assets, (Excluding Amount Included in net Interest Expense)	-	(2.01)	-	(1.91)
Actuarial (Gains)/Losses Arising from Changes in Demographic Assumptions	-	-0.30	-	-
Actuarial (Gains)/Losses Arising from Changes in Financial Assumptions	-	42.91	-	-
Actuarial (Gains)/Losses Arising from Changes in Experience Adjustments on Plan Liabilities	-	1.19	-	9.68
Total Actuarial (Gains)/Losses Recognized in other Comprehensive Income	-	41.79	-	7.77
The Major Categories of Plan Assets as a % of Total Plan				
Qualifying Insurance Policy	100%		100%	
The Principal Actuarial Assumption Used :				
Discount Rate	6.6%		7.6%	
Salary Growth Rate	5%		5%	
Withdrawal Rate	5% at younger ages reducing to 1% at older ages		5% at younger ages reducing to 1% at older ages	

The estimates of future salary increases have been considered in actuarial valuation after taking into consideration the impact of inflation, seniority, promotion and other relevant factors such as supply and demand situation in the employment market.

Basis Used to Determine Expected Rate of Return on Assets :

The expected return on plan assets is based on market expectation, at the beginning of the period, which is used for calculating returns over the entire life of the related obligation. The Gratuity Scheme is invested in group Gratuity-Cum-Life assurance cash accumulation policy offered by Life Insurance Corporation of India.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

42 Employee Benefits (Contd.)

(₹ in Lacs)

Sensitivity Analysis for Significant Assumptions as on 31st March, 2020 are as Follows :

Particulars	31st March, 2020		31st March, 2019	
	Leave	Gratuity	Leave	Gratuity
Assumptions	Discount Rate			
Sensitivity Level	0.5% Increase		0.5% Decrease	
Impact on Defined Benefit Plan (INR)	197.73	518.39	206.11	562.48
Assumptions	Future Salary Increase			
Sensitivity Level	0.5% Increase		0.5% Decrease	
Impact on Defined Benefit Plan (INR)	206.15	561.88	197.65	519.50
Assumptions	Withdrawal Rate			
Sensitivity Level	W.R. * 110%		W.R. * 90%	
Impact on Defined Benefit Plan (INR)	201.77	541.00	201.85	538.21

Sensitivity Analysis for Significant Assumptions as on 31st March, 2019 are as Follows :

Particulars	31st March, 2020		31st March, 2019	
	Leave	Gratuity	Leave	Gratuity
Assumptions	Discount Rate			
Sensitivity Level	0.5% Increase		0.5% Decrease	
Impact on Defined Benefit Plan (INR)	170.62	435.83	181.50	471.28
Assumptions	Future Salary Increase			
Sensitivity Level	0.5% Increase		0.5% Decrease	
Impact on Defined Benefit Plan (INR)	181.61	471.02	170.47	435.77
Assumptions	Withdrawal Rate			
Sensitivity Level	W.R. * 110%		W.R. * 90%	
Impact on Defined Benefit Plan (INR)	175.96	454.98	175.73	450.81

The Weighted Average Duration of the Defined Benefit Obligation as at 31st March 2020 is 58 years.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)****43 Fair Values**

(₹ in Lacs)

Financial Instruments with category:

Particulars	Carrying Value		Fair Value	
	31st March, 2020	31st March, 2019	31st March, 2020	31st March, 2019
Financial Assets				
Trade receivables - at amortised cost	5077.99	3734.37	5077.99	3734.37
Security Deposits - at amortised cost	59.69	55.80	59.69	55.80
Cash and Cash equivalents at amortised cost	38.15	523.05	38.15	523.05
Balance with Bank other than Cash and Cash Equivalent - amortised cost	24.92	18.52	24.92	18.52
Others	11.62	6.49	11.62	6.49
Loans - at amortised cost	16.68	13.06	16.68	13.06
Total	5,229.04	4,351.29	5,229.04	4,351.29
Financial Liabilities				
Loans from Bank and others-at amortised cost	7,183.97	5,661.33	7,183.97	5,661.33
Security Deposits - at amortised cost	11.17	10.28	11.17	10.28
Payable to Employees	210.47	155.45	210.47	155.45
Unclaimed Dividend	23.68	17.28	23.68	17.28
Trade Payables	1,312.69	806.74	1,312.69	806.74
Others	439.30	11.24	439.30	11.24
Total	9,181.28	6,662.32	9,181.28	6,662.32

44 Financial Risk Management Objectives and Policies

The Company's financial liabilities comprise loans, Trade and other payables. The main purpose of these financial liabilities is to finance the Company's operation. The Company's principal financial assets include Investments, loans, Trade and other receivables and cash and cash equivalents that derive directly from its operations. The Company is exposed to market risk, credit risk and liquidity risk. The Company regularly assess these risks, monitor, evaluate and deploy mitigation measures to manage the risks within risk appetite. 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 assets will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowing, investments, trade receivables etc.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

i. Interest Rate Risk and Sensitivity

The Company's exposure to the risk of changes in market interest rates relates primarily to the long term debt obligations with Floating rate of interest.

The following table demonstrates the sensitivity to a reasonably possible changes in interest rates on that portion of loans and borrowings affected. With all other variables remaining constant, the company's profit before tax and equity before tax is affected through the impact on floating rate borrowings, as follows: (₹ in lakhs)

Particulars	Increase/ decrease in Basis points	Effect on Profit before tax	Effect on Pre tax Equity
31.03.2020	+50	(28.93)	(28.93)
	-50	28.93	28.93
31.03.2019	+50	(19.55)	(19.55)
	-50	19.55	19.55

The assumed movement in basis points for interest rate sensitivity is based on the currently observable market environment.

ii. 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 rates relates primarily to the Company's operating activities. Such foreign currency exposures are hedged by the Company.

b. Credit Risk

Credit risk is the risk that the counter party will not meet its obligation under a financial instruments or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables).

The Company extends credit to customers in normal course of business. The Company considers factors such as credit track record in the market and past dealings for extension of credit to customers. The Company monitors the payment track record of the customers and Outstanding receivables are regularly monitored.

c. Liquidity Risk

Liquidity Risk is the risk that the company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses.

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of Bank loans, Credit purchases etc.

The table below provides undiscounted cash flows towards Financial Liability into relevant maturity based on the remaining period at the balance sheet date to the contract maturity date.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

As at 31st March' 2020

(₹ in lakhs)

Particulars	On Demand	Less than 1 year	1 to 5 years	More than 5 years	Total
Interest Bearing Loans (including Current maturities)	6,372.81	264.55	546.61	-	7,183.97
Trade Payables	-	1,312.69	-	-	1,312.69
Total	6,372.81	1,577.24	546.61	-	8,496.66

As at 31st March' 2019

Particulars	On Demand	Less than 1 year	1 to 5 years	More than 5 years	Total
Interest Bearing Loans (including Current maturities)	5,073.26	235.87	352.20	-	5,661.33
Trade Payables	-	806.74	-	-	806.74
Total	5,073.26	1,042.61	352.20	-	6,468.07

45 Capital Management

For the purpose of the Company's Capital Management, Capital includes issued equity capital, shares premium and all other Equity Reserves attributable to the Equity holders of the Parent. The Primary objective of the Company's capital management is to maximise the Shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants.

Particulars	As at 31 March, 2020	As at 31 March, 2019
Borrowings	7,183.97	5,661.33
Trade Payables	1,312.69	806.74
Other financial liabilities	684.62	183.01
Net Debt	9,181.28	6,651.08
Equity	35,039.15	34,590.85
Total Capital	35,039.15	34,590.85
Gearing Ratio	26.20%	19.23%

There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

46. Capital work-in-progress includes the following pre-operative and trial run expenses pending allocation/capitalization: (₹ in lakhs)

Particulars	2019-20	2018-19
Interest and financial charges	22.43	-
Timber and Katha Consumption	270.78	-
Stores and spares consumed	9.91	-
Employee Benefits expense	43.24	-
Factory Maintenance Charges	14.49	-
Machine Katha Expenses	33.29	-
Power and Fuel	20.61	-
Travelling and Conveyance	12.02	-
Miscellaneous expense	18.56	-
Add: Expenditure incurred during previous year	-	-
Less : Capitalised during the year	-	-
Total	445.33	-

47 Interest in Other Entities

The Consolidated Financial Statements present the Consolidated Accounts of The Indian Wood Products Company Limited with its following Joint Venture

Name of Company	Country of Incorporation	Activities	Proportion of ownership of interest as at 31.03.2020	Proportion of ownership of interest as at 31.03.2019
Agro and Spice Trading Pte Ltd	Singapore	Trading in Spices	50%	50%



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

48 Movement of Investment in Joint Venture and Associates using equity method (₹ in Lakhs)

Particulars	AGRO AND SPICE TRADING PTE. LTD	
	2019-20	2018-19
Investment as at beginning of the Period	523.15	608.85
Add: Investment during the period	68.73	107.57
Add: Share of Consolidated profit	(66.59)	(90.60)
Add: Share of Consolidated OCI	(12.94)	(102.67)
Investment as at end of the Period	512.35	523.15

49 Additional Information pertaining to the Parent Company and Joint Venture as per Schedule III of Companies Act 2013

Name of the entity	Net Assets (Total assets minus total liabilities)		Share in Profit & Loss		Share in Other comprehensive income (OCI)		Share in Total comprehensive income (TCI)	
	As % of consolidated net assets	Net Assets	As % of consolidated profit or loss	Amount	As % of consolidated profit or loss	Amount	As % of consolidated profit or loss	Amount

Parent

The Indian Wood Product Company limited	101.20%	35,458.65	109.62%	758.98	70.73%	-31.27	112.27%	727.71
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Joint Ventures

Foreign	-1.20%	(419.50)	-9.62%	(66.59)	29.27%	(12.94)	-12.27%	(79.53)
TOTAL	100%	35,039.15	100%	692.39	100%	-44.21	100%	648.18

50 The main Products of the Company i.e. Katha & Cutch along with its Raw Materials like Khair Wood, Katha Lugdi, Cutch Lugdi, are covered under U. P. Forest Act and a transit fee has to be paid on movement of all these items. Uttar Pradesh Government by its various amendments changed the transit fee from Rs. 38/- Per M.T to Rs. 200/- Per Cubic Meter and Subsequently 5% advolrum.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

Honorable Supreme Court in its interim order dated 26/04/2016, directed the Uttar Pradesh Government to collect transit fees @ 5% advolrum subject to final outcome of the case and also directed U. P. Government to keep the said amount in a separate account so that it can be paid back to the effected parties with interest @ 9% Per Annum if final order is in favour of the parties.

Subsequently Honorable Supreme Court by its final order dated 15/09/2017 directed Uttar Pradesh Government to collect transit fees @ Rs 38/- Per M.T only and refund the excess amount collected from parties along with interest @ 9% per annum.

In view of the above, an excess amount of Rs. 1000.29 lakhs paid as transit fees to the Forest Department of Uttar Pradesh is refundable with interest @ 9% per annum. The company has made necessary applications which is under process and will be accounted for as and when the company will get the refund.

51 Contingent Liabilities

- a) Demand for sales tax amounting to Rs. 146.64 lacs (Rs. 138.59 lacs) which are not acknowledged as debts. Against the same company has paid under protest a total of Rs. 26.53 lacs (Rs. 15.52 lacs) included in loans and Advances and TDR of Rs. 2.64 lacs (Rs. 2.64 lacs) are deposited with the sales tax authorities.
- b) Mandi Samitee demand on Katha amounting to Rs. 2.38 lacs (Rs. 2.38 Lacs) has been disputed by the Company and stayed by Honorable High Court, Allahabad.
- c) During the FY 2017 - 18, Commissioner of Customs, Nhava Sheva had passed an Ex-Party Judgement and raised a demand of Rs. 341.78 Lacs and imposed a penalty of Rs 341.78 Lacs against a Show Cause Notice issued by the Additional Director General, Directorate of Revenue Intelligence, Kolkata in the year 2010. The said order passed by the Commissioner being contrary to law and against the principle of natural justice, based on assumption and presumptions without any evidence on record and was not acceptable to the Company, hence an appeal was preferred by the Company before CESTAT Nhava Sheva by producing evidence of pre-deposit of Rs.40.00 lacs being 11.7% of duty demanded against the requirement of 7.5% of the duty demanded while filing the appeal. Simultaneously, (2) two of the Whole Time Directors were also made liable in the above said order on whom a penalty of Rs.15.00 lacs and Rs.10.00 lacs respectively imposed. An appeal was also preferred on their behalf and a sum of Rs.1.90 las was deposited by the Company and the amount is appearing in Loans & Advances account. Consequently, as per the legal advice obtained, no provision is made at this stage. Final adjustment if any will be done as and when the matter is crystalized.

52 The outbreak of the COVID-19 pandemic is causing significant disturbance and slowdown of economic activities globally and in India. On 24th March 2020, the Government of India ordered a nationwide lockdown to prevent community spread of the virus in India resulting in significant reduction in economic activities. Based on the current indicators of future economic conditions, the management expects to recover the carrying amount of the assets, however the management will continue to closely monitor any material changes to future economic conditions.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)**

53 The Company has opted to apply concessional rate of taxation as per the provision of Section 115BAA of the Income Tax Act, 1961, made effective for Financial Year 2019 - 20, pursuant to taxation laws (amendment) Ordinance, 2019, dated September 20, 2019. Accordingly the provision for Income Tax and Deffered Tax balances have been recorded/remeasured using the new tax rate and the resultant impact is recognised in the statement of Profit and Loss for the current period.

54 The Parent Company has changed the useful life of assets during the year which is different from the useful lives as prescribed under Part C of Schedule II of the Companies Act, 2013. This is change in estimates and thus applied prospectively.

55 For better presentation previous year's figures have been regrouped / re-arranged wherever necessary.

In terms of our Report attached

For **Agrawal Tondon & Co.**

Chartered Accountants

Firm Registration Number - 329088E

Radhakrishan Tondon

Partner

Membership No.: 060534

Place: Kolkata

Date: July 3, 2020

**For and on behalf of Board of Directors of
The Indian Wood Products Co. Ltd.**

Krishna Kumar Mohta

Chairman & MD

DIN: 00702306

R.K. Agarwal

Chief Financial Officer

Bharat Mohta

WTD & CEO

DIN: 00392090

Anup Gupta

Company Secretary

M No. A36061



Since 1919



Swaad bhi swasth bhi



Traditional uses of Katha

- Sore throat
- Constipation
- Skin Disorders
- Diabetes
- Ulcer @ mouth
- Fights Obesity
- Dental Paste
- As an Anti-Oxidant

