CIN : L27100GJ1993PLC020552 Since 1993

SHILP™ GRAVURES LIMITED

◆ Corporate Off : 101, Kashi Parekh Complex, B/h. Bhagwati Chambers, C. G. Road, Ahmedabad - 380 009. India. * Ph. : 91 - 79 - 26421144, 26423484 * Fax : 91 - 79 - 2644 3241 * E-mail : sales@shilpgravures.com
◆ Regd. Office & Works : 778/6, Pramukh Ind. Estate, Sola-Santej Road, Village Rakanpur, Tal. Kalol, Dist : Gandhinagar, Gujarat - 382 722 India * Ph. : (02764) 286323, 286324 * Fax : (02764) 286335 * E-mail : admin@shilpgravures.com

August 29, 2020

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

Scrip Code: 513709

Dear Sir/Madam,

Sub.: Annual Report for Financial Year 2019-20

Pursuant to Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose the copy of Annual Report for FY 2019-20 which is being sent to the members through electronic mode. The same is also uploaded on the website of the Company at www.shilpgravures.com.

We request you to take the same on record.

Thanking you,
Yours faithfully,
For Shilp Gravures Limited

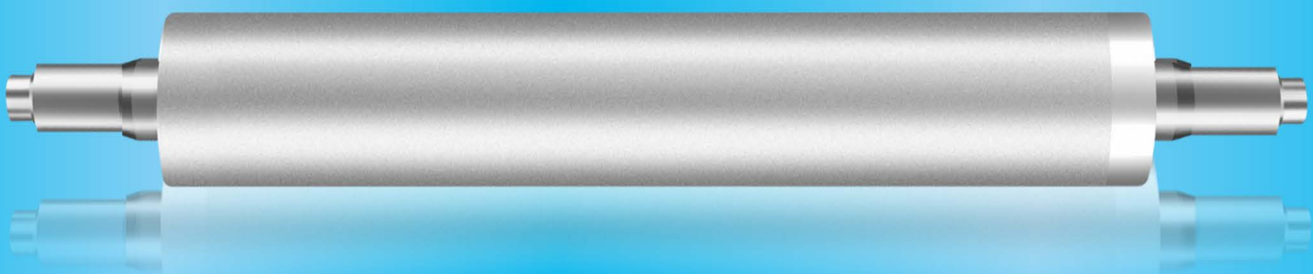
SHILP GRAVURES LIMITED RAKANPUR

Bharat Patel
Company Secretary

Encl: As above

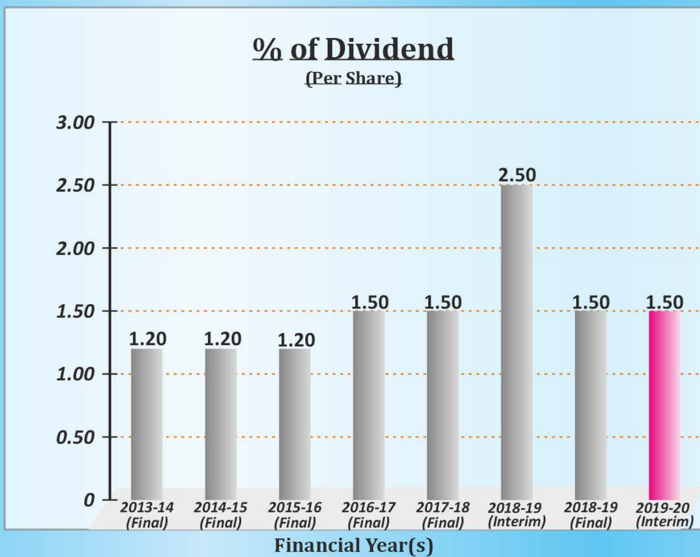
27th ANNUAL REPORT

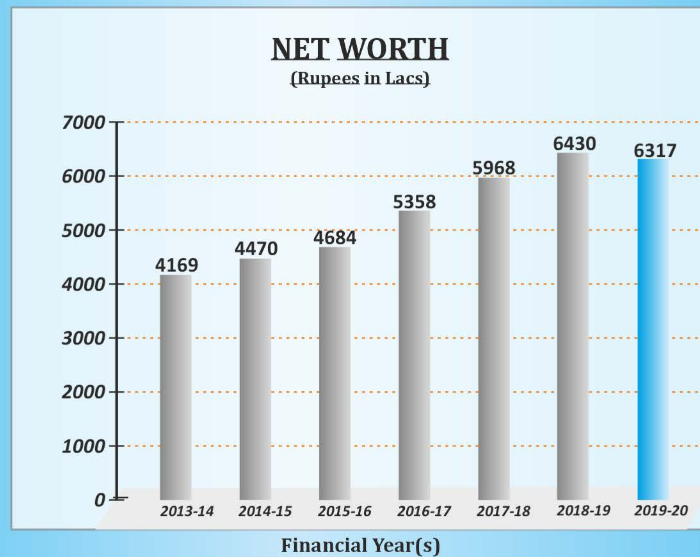
2019-20

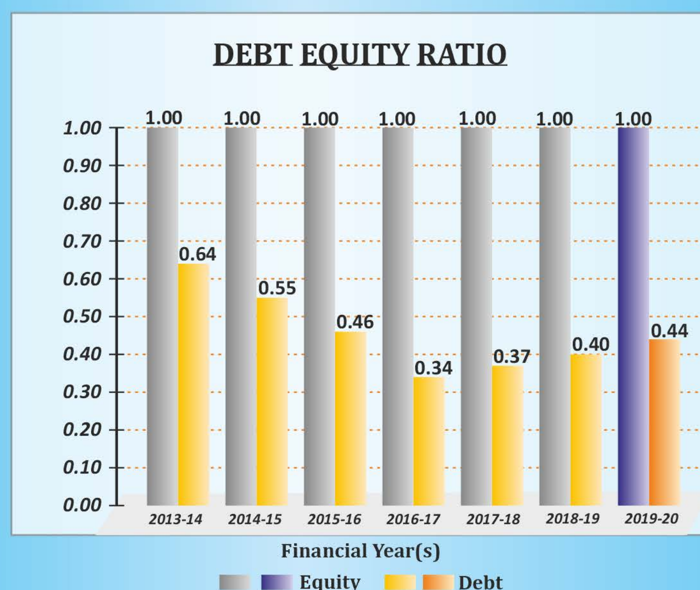


SHILP™
GRAVURES
LIMITED

FINANCIAL HIGHLIGHTS







SHILP™
GRAVURES
LIMITED

CORPORATE INFORMATION

CIN NO. : L27100GJ1993PLC020552

BOARD OF DIRECTORS:

Mr. Ambar J. Patel (DIN : 00050042)	Managing Director
Mr. Shailesh C. Desai (DIN : 00169595)	Independent Director
Mr. Jainand G. Vyas (DIN : 02656340)	Independent Director
Mr. Nipam R. Shah (DIN : 00093697)	Non - Executive Director
Mr. Kirit Patel (DIN : 00380319)	Independent Director
Mrs. Monica H. Kanuga (DIN : 06919996)	Non - Executive Director
Dr. Baldev Patel (DIN : 00107161)	Additional Director (Non - Executive Director w.e.f. 31st January, 2020)
Mr. Padmin Buch (DIN : 03411816)	Additional Director (Independent Director w.e.f. 31st January, 2020)

REGISTERED OFFICE & WORKS:

778/6, Pramukh Industrial Estate,
Sola - Santej Road,
Village: Rakanpur, Taluka: Kalol,
District: Gandhinagar - 382 722, Gujarat, India
Ph. No.: 02764 - 286323, 286324, 286866
Fax No: 02764 - 286335
Website: www.shilpgravures.com
Email: admin@shilpgravures.com

CORPORATE OFFICE:

7th Floor, 715 to 717,
Maple Trade Center,
Nr. Surdhara Circle, Thaltej,
Ahmedabad- 380058, Gujarat, India.

REGISTRAR & SHARE TRANSFER AGENT:

Link Intime (India) Pvt. Ltd.
5th Floor, 506 to 508,
Amarnath Business Centre – 1 (ABC -1),
Beside Gala Business Centre,
Nr. St. Xavier's College Corner,
Off C.G. Road, Navrangpura, Ahmedabad -380009
Phone: +91-79-26465179
Email: ahmedabad@linkintime.co.in

CHIEF EXECUTIVE OFFICER

Mr. Roshan H. Shah

CHIEF TECHNICAL OFFICER

Mr. Narendra R. Patil

CHIEF OPERATING OFFICER

Mr. Atul M. Vinchhi

CHIEF MARKETING OFFICER

Mr. Gajanan V. Bhavsar

CHIEF FINANCIAL OFFICER

Mr. Amit P. Agrawal

COMPANY SECRETARY

Mr. Bharat P. Patel

AUDITORS:

Shah & Shah Associates
Chartered Accountants
702, Aniket, Nr. Municipal Market,
Navrangpura,
Ahmedabad 380 009

BANKERS:

HDFC Bank
ICICI Bank
Bank of Baroda

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NOTICE

Notice is hereby given that the **Twenty Seventh Annual General Meeting** of the members of **SHILP GRAVURES LIMITED** will be held on **Saturday 26th Day of September, 2020, at 4.00 p.m.** through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) for the Financial Year ended March 31, 2020 and the Reports of the Board of Directors and Auditors thereon.
2. To confirm the payment of Interim Dividend on Equity Shares for the financial year 2019-20.
3. To appoint a Director in place of Mrs. Monica Kanuga (DIN: 06919996) who retires by rotation and, being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

4. **Appointment of Dr. Baldev Patel (DIN: 00107161) as Non-Executive Director**

   To consider and, if thought fit, to pass, with our without modification(s), the following resolution as an **Ordinary Resolution:**

   "**RESOLVED THAT** pursuant to the provisions of Section 149, 152 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Dr. Baldev Patel (DIN: 00107161), who was appointed by the Board of Directors as an Additional Director in the capacity of Non- Executive Director of the Company w.e.f January 31, 2020 and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Companies Act, 2013 proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Non-Executive Director of the Company liable to retire by rotation."

   RESOLVED FURTHER THAT the Board of Directors/or any Committee thereof be and is hereby authorized to perform and execute all such acts, deeds, matters and things, as may be deemed necessary, proper or expedient to give effect to this resolution and for the matters connected herewith or incidental hereto."

5. **Appointment of Mr. Padmin Buch (DIN: 03411816) as an Independent Director**

   To Consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

   "**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Padmin Buch (DIN: 03411816) who was appointed as an Additional Director in the capacity of an Independent Director of the Company w.e.f. January 31, 2020, who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and is eligible for appointment, and in respect of whom the Company has received a notice in writing from a member in terms of Section 160(1) of the Act and who holds office as such up to the date of ensuing Annual General Meeting, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, to hold office for a term of five years effective from January 31, 2020 till January 30, 2025."

   RESOLVED FURTHER THAT the Board of Directors/ or any Committee thereof be and is hereby authorized to perform and execute all such acts, deeds, matters and things, as may be deemed necessary, proper or expedient to give effect to this resolution and for the matters connected herewith or incidental hereto."

6. **To approve transaction with Related Parties u/s 188 of the Companies Act, 2013**

   To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

   "**RESOLVED THAT,** pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013, consent be and is hereby accorded for entering into Related Party Transaction with Director, Mrs. Monica Kanuga, up to the Maximum limit as appended below:

Sr.	Name of Related Party(s)	Relationship	Nature of Transaction	Duration	Amount
1.	Mrs. Monica Kanuga	Non- Executive Director	Rendering of Professional Services	1st April, 2020 to 31st March, 2021	Rs. 7.00 Lacs (not exceeding)

RESOLVED FURTHER THAT the Board of Directors and/ or any Committee thereof be and is hereby authorised to do all acts, deeds, things, as may be deemed necessary in its absolute discretion to give effect to this resolution."

By Order of the Board
For Shilp Gravures Limited

Sd/-
Bharat Patel
Company Secretary

Place: Rakanpur
Date: 08th August, 2020
Regd. Office:
778/6, Pranukh Industrial Estate,
Sola Santej Road, Village-Raknapur,
Ta- Kalol, Dist. Gandhinagar - 382722
Gujarat, India.
CIN: L27100GJ1993PLC020552

NOTES:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC / OAVM. Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.

2. At the twenty-fifth AGM held on July 14, 2018 the Members approved appointment of M/s. Shah & Shah Associates, Chartered Accountants (Firm Registration No.113742W) as Statutory Auditors of the Company to hold office for a period of five years from the conclusion of that AGM till the conclusion of the thirtieth AGM, subject to ratification of their appointment by Members at every AGM, if so required under the Act. The requirement to place the matter relating to appointment of auditors for ratification by Members at every AGM has been done away by the Companies (Amendment) Act, 2017 with effect from May 7, 2018. Accordingly, no resolution is being proposed for ratification of appointment of statutory auditors at this AGM.

3. The respective Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013, in respect of the business under Item Nos. 4 to 6 of the accompanying Notice is annexed hereto.

4. The relevant details, pursuant to Regulations 26(4) and 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM is annexed hereto.

5. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

6. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.

7. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

8. In line with the aforesaid Ministry of Corporate Affairs (MCA) Circulars and SEBI Circular dated May 12, 2020, the Notice of AGM along with Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Member may note that Notice and Annual Report 2019-20 has been uploaded on the website of the Company at www.shilpgravures.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. www.evotingindia.com.

9. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode.

10. The Register of Members and Share Transfer Books of the Company shall remain closed from Saturday, 19th day of September, 2020 to Saturday 26th day of September, 2020, both days inclusive, for the purpose Annual General Meeting of the Company.

11. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, Link Intime India Private Limited for assistance in this regard.

12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, accordingly, requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Company.

13. Compulsory transfer of Equity Shares to Investor Education and Protection Fund (IEPF) Authority: Pursuant to the provisions of Section 124 and 125 of the Companies Act, 2013 and the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("Rules"), all shares on which dividend has not been claimed for seven consecutive years or have been transferred to IEPF Authority. The Shareholders are requested visit the website of the Company i.e., https://www.shilpgravures.com to know the procedure for claiming Shares and Dividends transferred to Investor Education and Protection fund Authority.

14. Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web Form No. IEPF-5 available on www.iepf.gov.in. In line with the same, your Company has furnished the information on website of the Company https://www.shilpgravures.com. Members are requested to check the particulars and put up their claim for amount lying unclaimed with the Company or the Registrar and Share Transfer Agent.

15. Members holding shares in their single names are advised to make a nomination in respect of their shareholding in the Company. Members holding shares in physical form should file their nomination with the Company whilst those Members holding shares in demat mode should file their nomination with their Depository Participant.

16. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearance Services (NECS), Electronic Clearing Services (ECS), mandates, nominations, power of attorney, change of address, change of name, Email address, contact numbers, etc. to their Depository Participants (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Share Transfer Agents, Link Intime (India) Private Limited (LIIPL), to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to (LIIPL).

17. In case of joint holders attending the meeting, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

18. Members seeking any information with regard to the Accounts, are requested to write to the Company atleast 7 days defore the meeting so as to enable the Management to keep the information ready at the meeting.

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

20. Information in respect of such unclaimed dividend when due for transfer to the Investor Education and Protection Fund (IEPF) are given below:

Sr. No	Year	Percentage of Dividend	Date of Declaration	Due date for transfer to the Investor Education and Protection Fund
1	2012-2013 - Final Dividend	15.00%	14-08-2013	13-09-2020
2	2013-2014 - Final Dividend	12.00%	03-09-2014	02-09-2021
3	2014-2015 - Final Dividend	12.00%	23-09-2015	22-09-2022
4	2015-2016 - Final Dividend	12.00%	23-09-2016	20-09-2023
5	2016-2017 - Final Dividend	15.00%	23-09-2017	21-09-2024
6	2017-2018 - Final Dividend	15.00%	14-07-2018	13-07-2025
7	2018-2019 - Interim Dividend	25.00%	12-11-2019	11-11-2026
8	2018-2019 - Final Dividend	15.00%	26-08-2019	25-08-2027
9	2019-2020 - Interim Dividend	15.00%	17-03-2020	16-03-2028

The Shareholders who have not encashed the aforesaid dividends are requested to make their claim to the Secretarial Department of the Company, at cs@shilpgravures.com, purvipatel@shilpgravures.com

21. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

22. Voting Process:- For Remote e-Voting and E-Voting during AGM

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

2. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/ OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

3. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.shilpgravues.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

4. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

5. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. 18th September, 2020, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.

6. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. 18th September, 2020 shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting system on the date of the AGM by following the procedure mentioned in this part.

7. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.

8. The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the Cut-off date i.e. 18th September, 2020.

9. The Company has appointed CS Monica Kanuga, Practising Company Secretary (Membership No.FCS: 3868; CP No: 2125), to act as the Scrutinizer for conducting the remote e-voting process as well as the e-voting system on the date of the AGM, in a fair and transparent manner.

10. The Scrutinizer will submit his report to the Chairman of the Company or after the completion of the scrutiny of the e-voting (votes casted during the AGM and votes casted through remote e-voting), not later than 48 hours from the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated to the Stock Exchanges, CDSL and will also be displayed on the Company's website, www.shilpgravures.com.

23. **THE INSTRUCTIONS FOR SHAREHOLDRES FOR REMOTE VOTING ARE AS UNDER:**

i. The voting period begins on Wednesday, 23rd September, 2020 at 9.00 a.m. and ends on Friday, 25th September, 2020 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 18th September, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

iii. The shareholders should log on to the e-voting website www.evotingindia.com.

iv. Click on Shareholders.

v. Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at https://www.cdslindia.com from Login - Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.

vi. Next enter the Image Verification as displayed and Click on Login.

vii. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

viii. If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company please enter the member ID / folio number in the Dividend Bank details field as mentioned in instruction (iv).

ix. After entering these details appropriately, click on "SUBMIT" tab.

x. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

xi. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

xii. Click on the EVSN for the Shilp Gravures Limited on which you choose to vote.

xiii. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

xiv. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

xv. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

xvi. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

xvii. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

xviii. If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

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

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

a) For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/ RTA email id.

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

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

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at https://www.evotingindia.com under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops /IPads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at company email id cs@shilpgravures.com. These queries will be replied to by the company suitably by email.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

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

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
3. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility , then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

(xx) Note for Non - Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@shilpgravurs.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

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

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

The following Explanatory Statement, as required under Section 102 of the Companies Act, 2013 (Act), sets out all the material facts relating to the business proposed to be transacted under Item Nos. 4 to 6 of the accompanying Notice dated 08th, August 2020.

Item No. 4:

The Board, based on the recommendation of the nomination and remuneration committee, at its meeting held on January 31, 2020, appointed Dr. Baldev Patel (DIN : 00107161) as Additional Director in the capacity of Non-Executive Director of the Company, pursuant to Section 161 of the Companies Act, 2013, liable to retire by rotation, subject to approval of the Members.

Pursuant to the provisions of Section 161(1) of the Act and Article 88 of the Articles of Association of the Company, Dr. Baldev Patel shall hold office up to the date of this Annual General Meeting ("AGM") and is eligible to be appointed as Director. Dr. Baldev Patel is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has, in terms of Section 160(1) of the Act, received in writing a notice from Member, proposing his candidature for the office of Director. The terms and conditions of his appointment shall be open for electronic inspection without any fee by the Members.

A brief profile of the Non-executive Director to be appointed is given below:

Dr. Baldev Patel is a very Senior Practicing Doctor in U.S.A. Apart from his Profession he has rich business experience of 43 years and is well versed with technicalities of Gravure Industry and provides strategic and technological inputs to the Company. Dr. Baldev Patel is associated with the Company since inception and is completely aware of the business affairs of the Company. Dr. Patel being one of the core promoters of the Company has held the office of Directorship from 16/06/1994 to 06/08/2011 and even after that had always actively participated in the company so far. The Board considers that his continued association would be of immense benefit to the Company and its desirable to continue to avail the service of Dr. Baldev Patel as a Non-executive Director. Further details and current directorships of the above Director is provided in the Annexure to this Notice.

No director, key managerial personnel or their relatives except Dr. Baldev Patel, to whom the resolution relates, is interested in or concerned with the resolution in Item no. 4 of the Notice.

The Board recommends the resolution set forth in Item no. 4 for the approval of members.

Item No. 5

The Board, based on the recommendation of the nomination and remuneration committee, at its meeting held on January 31, 2020, appointed Mr. Padmin Buch (DIN : 03411816) as an Additional and Independent Director of the Company, pursuant to Section 161 of the Companies Act, 2013, not liable to retire by rotation, subject to approval of the Members.

Pursuant to the provisions of Section 161(1) of the Act and Article 88 of the Articles of Association of the Company, Mr. Padmin Buch shall hold office up to the date of this Annual General Meeting ("AGM") and is eligible to be appointed as Director. The Company has, in terms of Section 160(1) of the Act, received in writing a notice from Member, proposing his candidature for the office of Director.

The Company has received declarations from Mr. Padmin Buch to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act read with the Rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). Mr. Padmin Buch is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

In the opinion of the Board, he fulfills the conditions for independence specified in the Act, the Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such other laws / regulations for the time being in force, to the extent applicable to the Company. A copy of the draft letter for the appointment of Mr. Padmin Buch as an independent director setting out the terms and conditions is available for electronic inspection without any fee by the members.

A brief profile of the Independent Director to be appointed is given below:

Mr. Padmin Buch did his MBA from B K School of Business Management, Ahmedabad and followed it up with and a Post Graduate Diploma in Patent Law from Nalsar University, Hyderabad. His graduation is in Pharmacy (B.Pharm). He is also Certified Management Consultant (CMC) from Institute of Management Consultants of India (IMCI), Mumbai. Mr. Padmin Buch was earlier Managing Director of Gujarat Industrial & Technical Consultancy Organisation (GITCO) Ltd. He possesses long and varied experience in Management & Project consulting domain dealing with diverse industry sectors. He is a visiting faculty at many reputed management and entrepreneurship institutions. Mr. Buch is also member of Governing Council of Ahmedabad Management Association (AMA), Chairman, Foreign Trade Committee of Gujarat Chamber of Commerce & Industry (GCCI) and Member of MSME panel-Confederation of Indian Industry (CII). His technical experience and expertise will help the Company.

The Board considers that his continued association would be of immense benefit to the Company and its desirable to continue to avail the service of Mr. Padmin Buch as an Independent Director. Further details and current directorships of the above Director is provided in the Annexure to this Notice.

No director, key managerial personnel or their relatives except Mr. Padmin Buch, to whom the resolution relates, is interested in or concerned with the resolution in Item no.5 of the Notice.

The Board recommends the resolution set forth in Item no.5 for the approval of members.

Item No.6

Section 188(1) of the Act read with Rule 15 (3) of the Companies (Meetings of Board and its Powers) Rules, 2014, inter alia, provides that any contract or arrangement with a related party (as defined under the Act) in respect of certain kinds of transactions require prior approval of the shareholders of the company, by way of ordinary resolution. Such transactions include, inter alia, following:

(a) Sale, purchase of supply of any goods or materials.

(b) Selling or otherwise disposing of, or buying property of any kind.

(c) Leasing of property of any kind.

(d) Availing or rendering of any services

(e) Appointment of any agent for purchase or sale of goods, materials, services or property.

(f) Such related party's appointment to any office or place of profit in the Company, its subsidiary company or associate company; and

(g) Underwriting the subscription of any securities or derivatives thereof of the Company.

Whereas, Regulation 23(4) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, requires all Material Related Party Transactions to be approved by the Shareholders. Now, in our case the appended Related Party Transaction(s) does not fall under the criteria of the aforesaid provisions and the amount of transaction is also not significant. However the Company wishes to obtain the approval of shareholders for the sake of abundant caution and good corporate governance.

In the light of provisions of the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Members of the Audit Committee and the Board of Directors of your Company have approved the proposed transactions along with annual limits that your Company may enter into with the said Related Party (as defined under the Companies Act, 2013) for the Financial Year 2020-2021.

All prescribed disclosures as required to be given under the provisions of the 2013 Act and the Companies (Meetings of Board and its Powers) Rules, 2014 are given herein below for kind perusal of the members.

Sr.	Name of Related Party(s)	Relationship	Nature of Transaction	Duration	Amount
1.	Mrs. Monica Kanuga	Non- Executive Director	Rendering of Professional Services	1^{st} April, 2020 to 31^{st} March, 2021	Rs. 7.00 lacs (not exceeding)

- Name of the related party and nature of relationship: As provided in the details above.
- Nature, duration of the contract and particulars of the contract or arrangement:

Mrs. Monica Kanuga is a Practicing Company Secretary. She provides professional and advisory services to the Company since over two decades and has also been the Secretarial Auditor under the provisions of the Companies Act, 2013. The Company proposes to continue with her services at such professional fees which do not exceed Rs. 7.00 Lacs per annum.

Members are hereby informed that pursuant to second proviso of Section 188 (1) of the 2013 Act, no member of the Company shall vote on such resolution to approve any contract or arrangement which may be entered into by the Company, if such member is a related party. The Board of Directors of your Company has approved this item in the Board Meeting held on June 20, 2020 and recommends the Resolution as set out in the accompanying Notice for the approval of the Shareholders as Ordinary Resolution.

No director, key managerial personnel or their relatives except Mrs. Monica Kanuga, to whom the resolution relates, is interested in or concerned with the resolution in Item no.6 of the Notice.

The Board recommends the resolution set forth in Item no.6 for the approval of members.

ANNEXURE TO NOTICE

Details of Directors seeking appointment/re-appointment at the Annual General Meeting pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions are as under:

Name	Mrs. Monica Kanuga (DIN:06919996) - Non-Executive Director
Date of Appointment	26th July, 2014
Date of Birth	7th September, 1968
Educational Qualification	B. Com., L.L.B. (Special), FCS, Insolvency Professional
Nationality	Indian
Expertise in specific Functional Area	Mrs. Monica Kanuga is a Fellow member of the ICSI by qualification and has an experience spanning over two decades across the sectors in providing consultation in the fields of Company Law, SEBI laws, Capital Market, Corporate Restructuring, Insolvency Professional and Joint Venture formations. She has also been actively involved with drafting of Funding Agreements for venture or angel investors. At present she runs her own proprietorship firm of Practicing Company Secretaries and is associated with number of business houses in the private sector as well as in the public sector as Corporate Consultant rendering exclusive, qualitative professional services to the clients.
Directorships held in other public Companies(Excluding foreign and private Companies)	Resinova Chemie Limited NIL
Committee Memberships/ Chairmanship in other Public Companies including Shilp	Shilp Gravures Limited: Stakeholders' Relationship Committee : Chairperson
Shareholding in Shilp	NIL
Details of Board/Committee Meetings attended by the directors during the year	Please refer to Corporate Governance Report
Disclosure of relationships between director inter-se Directors inter-se	There are no inter-se relationship between the Board Members
Name	**Dr. Baldev Patel (DIN:00107161) - Non-Executive Director**
Date of Appointment	31st January, 2020
Date of Birth	29th June, 1950
Educational Qualification	MBBS, MD (Pediatrician)
Nationality	US Citizen
Expertise in specific Functional Area	Dr. Baldev Patel is a very Senior Practicing Doctor in U.S.A. Apart from his Profession he has rich business experience of 43 years and is well versed with technicalities of Gravure Industry and provides strategic and technological inputs to the Company. Dr. Baldev Patel is associated with the Company since inception and is completely aware of the business affairs of the Company. Dr. Patel being one of the core promoters of the Company has held the office of Directorship from 16/06/1994 to 06/08/2011 and even after that had always actively participated in the company so far.
Directorships held in other public Companies(Excluding foreign and private Companies)	NIL
Committee Memberships/ Chairmanship in other Public Companies including Shilp	NIL
Shareholding in Shilp	770756 Equity Shares

Details of Board/Committee Meetings attended by the directors during the year	Please refer to Corporate Governance Report
Disclosure of relationships between director inter-se Directors inter-se	There are no inter-se relationship between the Board Members
Name	**Mr. Padmin Buch (DIN: 03411816) Non-Executive Independent Director**
Date of Appointment	31st January, 2020
Date of Birth	03rd October, 1956
Educational Qualification	MBA, B.Pharm, Post Graduate Diploma in Patent Law
Nationality	Indian
Expertise in specific Functional Area	Mr. Padmin Buch did his MBA from B K School of Business Management, Ahmedabad and followed it up with and a Post Graduate Diploma in Patent Law from Nalsar University, Hyderabad. His graduation is in Pharmacy (B.Pharm). He is also Certified Management Consultant (CMC) from Institute of Management Consultants of India (IMCI), Mumbai. Mr. Padmin Buch was earlier Managing Director of Gujarat Industrial & Technical Consultancy Organisation (GITCO) Ltd. He possesses long and varied experience in Management & Project consulting domain dealing with diverse industry sectors. He is a visiting faculty at many reputed management and entrepreneurship institutions. Mr. Buch is also member of Governing Council of Ahmedabad Management Association (AMA), Chairman, Foreign Trade Committee of Gujarat Chamber of Commerce & Industry (GCCI) and Member of MSME panel-Confederation of Indian Industry (CII). His technical experience and expertise will help the Company.
Directorships held in other public Companies(Excluding foreign and private Companies)	Bhagwati Autocast Limited Troikaa Pharmaceuticals limited
Committee Memberships/ Chairmanship in other Public Companies including Shilp	**Bhagwati Autocast Limited:** Audit Committee - Member Stakeholders' Relationship Committee-Member **Troikaa Pharmaceuticals Limited:** Audit Committee - Member Stakeholders' Relationship Committee-Member
Shareholding in Shilp	Nil
Details of Board/Committee Meetings attended by the directors during the year	Please refer to Corporate Governance Report
Disclosure of relationships between director inter-se Directors inter-se	There are no inter-se relationship between the Board Members

BOARD'S REPORT

To
The Members,
SHILP GRAVURES LIMITED

Your Directors have pleasure in presenting the **27th Annual Report** on the working of the Company together with the Audited Accounts of the Company for the year ended 31st March, 2020.

1. FINANCIAL PERFORMANCE: **(Rs. in Lacs)**

Particulars	Standalone		Consolidated	
	For the year ended on 31st March, 2020	For the year ended on 31st March, 2019	For the year ended on 31st March, 2020	*For the year ended on 31st March, 2019
Revenue from Operations	6587.00	7413.16	7064.59	-
Other Income	141.34	215.90	122.32	-
Total Revenue	**6728.34**	**7629.06**	**7186.91**	**-**
Operating expenses	5754.99	5915.48	6212.84	-
Depreciation and Amortisation expenses	588.64	685.68	613.71	-
Finance Cost	130.17	120.41	147.27	-
Total Expenditure	**6473.80**	**6721.57**	**6973.82**	**-**
Profit before Tax	**254.54**	**907.49**	**213.09**	**-**
Tax Expense				
Current tax	112.58	236.72	112.58	-
Short provision for tax relating to prior years	-	(23.78)	-	-
Deferred tax	28.51	(76.87)	13.64	-
Net Profit for the year	**113.45**	**771.42**	**86.87**	**-**
Other Comprehensive Income (net of tax)	(3.38)	(13.40)	(7.24)	-
Total Comprehensive Income	109.57	758.02	79.63	-
Opening Balance of Retained Earning	**4439.76**	**4003.30**	**4439.76**	**-**
Amount available for appropriation	**4549.33**	**4761.32**	**4519.36**	**-**
Appropriations:				
Transfer to General Reserves	25.00	25.00	25.00	-
Dividend on Equity Shares	184.49	246.00	184.49	-
Tax on Dividend	37.92	50.56	37.92	-
Balance Carried to Balance Sheet	**4301.92**	**4439.76**	**4271.95**	**-**

**Note - As with effect from 9th August, 2019, M/s Etone India Priviate Limited, Howrah, West Bengal (herein after referred to as "Etone"), acquired by the Company, the disclosures of previous period/year data does not applicable.*

2. REVIEW OF OPERATIONS:

On a consolidated basis, the revenue from operations for FY 2020 was Rs.7064.59 Lacs. The profit after tax Profit after tax ("PAT") for FY 2019-20 was Rs.86.87 Lacs. On standalone basis, the revenue from operations for FY 2019-20 was Rs.6587.00 Lacs, decreased by 11.14% percent over the previous year's revenue of Rs.7413.16 Lacs in FY 2018-19. The Profit after tax ("PAT") was Rs.113.45 Lacs over the previous year's Profit after tax ("PAT") of Rs.771.42 Lacs for FY 2018-19.

3. DIVIDEND:

The Board of Directors of your company, after considering the relevant circumstances, has decided that it would be prudent, not to recommend any Final Dividend for the year under review. The interim dividend of Rs.1.50 (i.e. @ 15%) per equity share of face value of Rs.10 each declared by the Board at its meeting held on 17th March, 2020 shall be considered as final dividend for F.Y. 2019-20.

4. COVID-19

In the last month of FY 2020, the COVID-19 pandemic developed rapidly into a global crisis, forcing governments to enforce lock-downs of all economic activity. For the Company, the focus immediately shifted to ensuring the health and well-being of all employees, and on minimizing disruption to services for all our customers. This response has reinforced customer confidence in Shilp and many of them have expressed their appreciation and gratitude for keeping their businesses running under most challenging conditions. Although there are uncertainties due to the pandemic and reversal of the positive momentum post lockdown, we expect business to improve gradually and that business will start moving upwards from 2nd quarter of FY20-21. We can expect the business to normalize from the 3rd quarter of FY20-21. Strong balance sheet position and inherent resilience of the business model position the Company well to navigate the challenges ahead and gain market share.

5. TRANSFER TO RESERVES:

The Company proposes to transfer Rs.25.00 Lacs to the General Reserve.

6. ACQUISITION

In its strategy to pursue inorganic growth for further accelerating its progress and expanding its presence in eastern zone, your Company's has acquired 100% stake in Etone India Private Limited. Etone is a Company in similar line of business and is based in Kolkata. The acquisition would provide manufacturing facilities on eastern zone and it would also help focusing on to cater to the markets around Kolkata thereby increasing the presence of the Company's product in that region.

7. PUBLIC DEPOSITS:

The Company has not accepted any deposits falling under the ambit of Section 73 of the Companies Act, 2013 (hereinafter referred to as "The Act") and the Rules framed thereunder during the year under review.

8. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The particulars of loans, guarantees and investments as per Section 186 of the Companies Act, 2013, by the Company, have been disclosed in notes no. 7, 8 and 13 to the financial statements.

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

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

10. CORPORATE GOVERNANCE:

Your Company has complied with the requirements of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding Corporate Governance. A report on the Corporate Governance practices, a Certificate from Statutory Auditors regarding compliance of the conditions of Corporate Governance is given as an annexure to this report. In compliance with Corporate Governance requirements as per the Listing Regulations, your Company has formulated and implemented a Code of Business Conduct and Ethics for all Board members and senior management personnel of the Company, who have affirmed the compliance thereto. A certificate of Chief Executive Officer and Chief Financial Officer of the Company in terms of Listing Regulations, inter alia, confirming the correctness of the Financial Statements and Cash flow statements is also annexed.

11. MANAGEMENT DISCUSSION & ANALYSIS REPORT:

A detailed report on Management Discussion and Analysis as required under Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is included as separate section forming part of this Report. Certain statement of the said report may be forward looking. Many factors may affect the actual results, which could be different from what the directors envisage in terms of performance and outlook.

12. LISTING OF SHARES:

The Equity Shares of the Company are listed on the BSE Limited (BSE) with scrip code No. 513709. The Company confirms that the annual listing fees to stock exchanges for the financial year 2020-21 have been paid.

13. DIRECTORS & KEY MANAGERIAL PERSONNEL:

13.1 Appointment/Reappointment of Directors

In terms of the Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee, the Board of Directors, in its meeting held on 31st January, 2020, subject to approval of the shareholders of the Company, appointed Dr. Baldev Patel (DIN : 00107161) as and Additional Director (Non-Executive Director) and Mr. Padmin Buch (DIN : 03411816) as an Additional Director (Independent Non-Executive Director). Dr. Baldev Patel and Mr. Padmin Buch hold office up to the date of the forthcoming Annual General Meeting and are eligible for appointment.

13.2 Director liable to Retire by Rotation

In accordance with the provisions of Companies Act, 2013 and Articles of Association of the Company, Mrs. Monica Kanuga (DIN: 06919996) is liable to retire by rotation at the ensuing Annual General Meeting of the Company and being eligible, offer herself for re-appointment. The Board recommends the appointment of Mrs. Monica Kanuga as Director of the Company retiring by rotation.

Details of the proposal for the appointment / re-appointment of Directors under Section 102 of the Companies Act, 2013 are mentioned in the Explanatory Statement of the Notice of the 27th Annual General Meeting ('AGM') of your Company.

13.3 Declaration by Independent Directors

Your Company has received annual declarations from all the Independent Directors of the Company confirming that they meet with the criteria of Independence provided in Section 149(6) of the Companies Act, 2013 and Regulations 16(1)(b) & 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and there has been no change in the circumstances, which may affect their status as Independent Director during the year. Also, your Company has received annual declarations from all the Independent Directors of the Company confirming that they have already registered their names with the data bank maintained by the Indian Institute of Corporate Affairs ["IICA"] as prescribed by the Ministry of Corporate Affairs.

The Independent Directors met on March 17, 2020, without the attendance of Non-Independent Directors and members of the Management.

13.4 Key Managerial Personnel

The following are the Key Managerial Personnel of the Company in terms of the provisions of the Act read with The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as on March 31, 2020:

- Mr Ambar Patel, Managing Director
- Mr. Roshan Shah, Chief Executive Officer
- Mr Amit Agrawal, Chief Financial Officer
- Mr Bharat Patel, Company Secretary

14. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirm that:

a) that in the preparation of the annual financial statements for the year ended March 31, 2020, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) that such accounting policies have been applied consistently and judgment and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on March 31, 2020, and of the profit of the Company for the year ended on that date;

c) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) that the annual accounts have been prepared on a going concern basis;

e) that the internal financial controls followed by the Company are adequate and has been operating effectively; and

f) that proper systems to ensure compliance with the provisions of all applicable laws have been devised and such systems were adequate and were operating effectively.

15. MEETINGS OF THE BOARD:

The Board of Directors met 6 (six) times during the year under review. The details of Board meetings and the attendance of the Directors are provided in the Corporate Governance Report.

16. COMMITTEES OF BOARD:

Details of various committees constituted by the Board of Directors, as per the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013, are given in the Corporate Governance Report.

17. SUBSIDIARY COMPANIES / ASSOCIATE COMPANIES / JOINT VENTURE:

The Company has one (1) Wholly Owned Subsidiary (WOS) as on March 31, 2020. The Company has not any Associate or Joint Venture within the meaning of Section 2(6) of Companies Act, 2013 ("ACT"). The Financial Statement of subsidiary, in particular the investment made by subsidiary, if any, is reviewed by the Audit Committee.

18. SUBSIDIARY COMPANY AND CONSOLIDATED FINANCIAL STATEMENT:

Pursuant to the provisions of Section 129 (3) of the Act, a statement containing the salient features of financial statements of the Company's subsidiary in Form AOC-1 is given in **Annexure-B**. Your Directors have pleasure in attaching the Consolidated Financial Statements pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which have been prepared in accordance with the applicable provisions of the Companies Act, 2013 and Indian Accounting Standards ("Ind AS") for financial year ended 31st March, 2020 and approved by the Board. These Consolidated Financial Statements have been prepared on the basis of the Audited Financial Statements of the Company and its Subsidiary Company, as approved by their respective Board of Directors. Further, pursuant to the provisions of Section 136 of the Companies Act, 2013 the financial statements of the Company, consolidated financial statements along with relevant documents and separate audited financial statements in respect of subsidiary, are available on the website of the company.

19. WHISTLE BLOWER POLICY/ VIGIL MECHANISM:

The Company has adopted a whistle blower policy and has established the necessary vigil mechanism for employees and directors to report concerns about unethical behaviour. No person has been denied access to the Chairman of the Audit Committee. During the year under review, there was no case of whistle blowing. The provisions of this policy are in line with the provisions of Section 177(9) of the Companies Act, 2013 and as per the Regulation 22 read with Regulation 4(d) (iv) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015. The Company has formulated whistle blower policy which is available on Company's website at https://www.shilpgravures.com/Investorrelations/policies.

20. CORPORATE SOCIAL RESPONSIBILITY:

Shilp has been proactively carrying out CSR activities in alignment with the vision of the Company. Shilp strives continuously, through its CSR initiatives, to enhance value creation in the society and in the community in which it operates. Through its services, conduct & initiatives, it promotes sustained growth for the society and community, in fulfillment of its role as Socially Responsible Corporate, with environmental concern.

The brief outline of the Corporate Social Responsibility (CSR) Policy of the Company as adopted by the Board and the initiatives undertaken by the Company on CSR activities during the year under review are set out in **Annexure-C** of this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014. For other details regarding the CSR Committee, please refer to the Corporate Governance Report, which is a part of this report. The CSR policy is available on https://www.shilpgravures.com/Investorrelations/policies.

21. NOMINATION AND REMUNERATION POLICY:

The Company has in place a policy for remuneration of Directors, Key Managerial Personnel and a well-defined criteria for the selection of candidates for appointment to the said positions which has been approved by the Board. The Policy broadly lays down the guiding principles, philosophy and the basis for payment of remuneration to the executive and non-executive Directors (by way of sitting fees and professional fees), Key Managerial Personnel. The above policy is available on Company's website at https://www.shilpgravures.com/Investorrelations/policies.

22. BOARD EVALUATION:

The Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit and Nomination & Remuneration Committees, as mandated under the Act and SEBI Listing Regulations. The criteria applied in the evaluation process are explained in the Corporate Governance Report.

23. ANNUAL RETURN:

The Extract of Annual Return as per the provisions of Section 92 of the Companies Act, 2013 and Rule 12 of Companies (Management and Administration) Rules, 2014 in Form MGT-9 is annexed to this Board's Report as **Annexure - D** and available on the Company's website https://www.shilpgravures.com.

24. RELATED PARTY TRANSACTIONS:

All the related party transactions entered into during the financial year were on an arm's length basis and were in the ordinary course of business. Your Company had not entered into any transactions with related parties which could be considered material in terms of Section 188 of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Act in Form AOC 2 is not annexed. The Company has formulated a policy on related party transactions which is available on Company's website at https://www.shilpgravures.com/Investorrelations/policies.

The Board of Directors of the Company has approved the criteria for taking the omnibus approval by the Audit Committee within the overall framework of the policy on related party transactions. Prior omnibus approval is obtained for related party transactions which are of repetitive nature and entered in the ordinary course of business and at an arm's length basis. All related party transactions are placed before the Audit Committee for review and approval. Members may refer to note no. 43 to the financial statement which sets out related party disclosures pursuant to IND AS-24.

25. INTERNAL FINANCIAL CONTROLS:

The Directors had laid down internal financial controls to be followed by your Company and such policies and procedures adopted by your Company for ensuring the orderly and efficient conduct of its business, including adherence to your Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information. The Audit Committee evaluates the internal financial control system periodically. The Statutory Auditors have provided their report on internal financial control which is annexed hereafter.

26. INDIAN ACCOUNTING STANDARDS (IND AS):

The Company has followed the relevant Accounting Standards notified by the Companies (Indian Accounting Standards) Rules, 2015 while preparing Financial Statements.

27. COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD AND GENERAL MEETING:

The Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on Board Meetings and General Meetings.

28. TRANSFER OF EQUITY SHARES UNPAID/UNCLAIMED DIVIDEND TO THE INVESTOR EDUCATION AND PROTECTION FUND:

In line with the statutory requirements, the Company has transferred to the credit of the Investor Education and Protection Fund set up by the Government of India, equity shares in respect of which dividend had remained unpaid/unclaimed for a period of seven consecutive years within the timelines laid down by the MCA. Unpaid/unclaimed dividend for seven years or more has also been transferred to the IEPF pursuant to the requirements under the Act. The details are available on Company's website at https://www.shilpgravures.com/investorrelations/shareholderinformation.

29. EQUAL OPPORTUNITY EMPLOYER:

The Company is an equal opportunity provider and continuously strives to build a work culture which promotes the respect and dignity of all employees across the Organization. In order to provide women employees a safe working environment at workplace and also in compliance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules framed thereunder, the Company has formulated a well-defined policy on prevention, prohibition and redressal of complaints relating to sexual harassment of women at the workplace. No complaints pertaining to sexual harassment of women employees from any of the Company's locations were received during the year ended March 31, 2020.

30. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES:

The information required under Section 197 of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided in separate annexure forming part of this Report as **Annexure - E**.

31. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

No material changes or commitments have occurred between the end of the financial year and the date of this Report which affect the financial statements of the Company in respect of the reporting year.

32. AUDITORS:

32.1 Statutory Auditors:

At the twenty-fifth AGM held on July 14, 2018 the Members approved appointment of M/s. Shah & Shah Associates, Chartered Accountants (Firm Registration No-113742W), as Statutory Auditors of the Company to hold office for a period of five years from the conclusion of that AGM till the conclusion of the thirty AGM, subject to ratification of their appointment by Members at every AGM, if so required under the Act. The requirement to place the matter relating to appointment of auditors for ratification by Members at every AGM has been done away by the Companies (Amendment) Act, 2017 with effect from May 7, 2018. Accordingly, no resolution is being proposed for ratification of appointment of statutory auditors at the ensuing AGM and a note in respect of same has been included in the Notice for this AGM. There has been no qualification, reservation or adverse remark or disclaimer in their Report. The Auditors' Report is enclosed with the financial statements in this Annual Report.

32.2 Secretarial Auditor:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors have appointed Mrs. Monica Kanuga, Practicing Company Secretary (FCS.:3868, CP No. 3868) as Secretarial Auditors to conduct Secretarial Audit of the Company for the Financial Year ended March 31, 2020. The Secretarial Audit Report for financial year 2019-20 in Form MR-3 is annexed, which forms part of this report, as **Annexure-F**. There were no qualifications, reservation or adverse remarks given by Secretarial Auditor of the Company in the Secretarial Audit Report of the Company.

32.3 Internal Auditors:

The Board of Directors appointed M/s. KJP & Associates LLP, Chartered Accountants, as Internal Auditors of the Company for the F. Y. 2019-20.

32.4 Reporting of frauds by auditors:

During the year under review, neither the statutory auditors nor the secretarial auditor has reported to the Audit Committee, under Section 143 (12) of the Act, any instances of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the Board's Report.

33. INSURANCE:

All the insurable interests of the Company including Inventories, Buildings, Plant & Machinery and Liabilities under legislative enactments are adequately insured.

34. ACKNOWLEDGMENTS:

The Company has maintained healthy, cordial and harmonious relations at all levels throughout the year. We thank our customers, vendors, investors, bankers for their continued support during the year. We place on record our appreciation of the contribution made by our employees at all levels. Our consistent growth was made possible by their hard work, solidarity, cooperation and support. The Directors also take this opportunity to thank all Auditors, Bankers, Consultants, Investors, Clients, Government and Regulatory Authorities and Stock Exchanges, for their continued support during the year and look forward to their continued support in the future.

For and on behalf of the Board of Directors of
Shilp Gravures Limited

Ambar Patel
(Managing Director)
(DIN: 00050042)

Shailesh Desai
(Director)
(DIN: 00169595)

Place: Rakanpur
Date: 20th June, 2020

Annexure - A

Information required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 pertaining to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo for the year ended 31st March, 2020:

(A) Conservation of Energy

(i) The steps taken or impact on **Conservation of Energy** :

A.	**Replacement of Conventional 28W Lighting Fixtures By LED Fixtures in following Areas and the Power Saving observed are as follows :**	
i.	**New Proofing** Area **28 W-75 Nos.,** T5-Tube Lamps Replaced by **New 30W LED, 2x2 -24 Nos.** Fixtures power consumption is Reduced as below.	
	Total Kwh/Day Consumption was 50.4 Kwh, After Replacing, Consumtion Observed **16.8 Kwh./Day**	**Total Saving**/Day (50.6-16.8) **=33.6 KWh / Day**
	Total Saving for 312 Working Days / Year	33.6 x 312 = 10,483 Kwh Units, Per Year **Total Saving** 10480*Unit Rate Rs.7.5=Rs.**78,600/-**Per Year.
ii.	**NEW PMTR+ACIGRAF** Area **36 W 40** Nos. Fixtures Replaced by **New 30W** LED, 2x2 Fixtures-**20 Nos. & 10W - 08** Nos. Round LED Fixtures.	
	Total Kwh/Day Consumption was **34.56** Kwh, After Replacing, Consumtion Observed **16.32** Kwh./Day Total Saving / Day	**Total Saving**/Day (34.56-16.32) **=18.24 KWh per Day**
	Total saving for 312 Working Days/Year	18.24*312=5691 Kwh Units, Per Year 5691Kwh x Rs.7.5 = Rs. 42,682 Per Year
iii.	**New Chrome Dept.** Areas 36 W Conventional fixtures replaced by 20W LED fixture Total 20 Nos.	
	Total Saving / Day	320 Watts / Day, i.e. 5.12 Kwh / Day
	Total saving for 312 Working Days/ Year	1597Kwh Units *Rs. 7.5 Rs. **11,980** Yearly.

(ii) The steps taken by the Company for utilizing alternate sources of energy: New Solar -1 (201.285 KW) Rooftop Power Plant Has Been installed in the Month August /September, 2019 on Drawbach Roofs, the results is that 1,65,871 Units Generated by Solar Rooftop System since 31st August 2019 to 31st March, 2020 resulted into saving of revenue of Rs.12,44,032/- @ Rs.7.5 per Kwh.

Generation of Solar Units for from August 2019-to March 2020

Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	Jan-20	Feb-20	Mar-20	Total
3017	**12553**	**26084**	**20969**	**22654**	**24067**	**26738**	**29789**	**165871**

(iii) The capital investment on solar energy conservation equipments: Approx. Rs.73.37 lacs.

(iv) Total energy consumption during the year:-

Description		**GEB Units**	**Wind Mill Units**	**Solar Units**	**D.G. Set Units**	**PNG Gas Units (MMBTU)**	**Remarks**
2019-20	Kwh Units	52,47,272	33,46,832	1,65,871	50,430	5104.44	
	Amount Rs.	4,04,61,200	2,42,33,654	12,44032	18,53,244	50,73,731	Saving Observed Rs.9,66,936
					27,000 Ltrs Diesel Used.		
		Rs./Kwh =Rs.7.71	Rs./ Kwh =7.24	@Rs.7.5 /Kwh	1.86 Kwh / Ltrs	Rs. 994 / MMBTU	
2018-19	Kwh Units	56,71,985	35,04,858	0	47,760	5272.134	
	Amount Rs.	4,15,14,970	2,38,55,653	0	17,41,148 (24,200 Ltrs Diesel Used)	60,40,667	
		Rs. / Kwh = 7.32	Rs./Kwh = 6.80	0	1.97 Kwh/Ltrs.	Rs.1145.77/ MMBTU	

Technology Absorption

(i) The efforts made towards technology absorption: None

(ii) The benefits derived like product improvement, cost reduction, product development or import substitution: None

(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year): None

(iv) The expenditure incurred on Research and Development: During the year under review, no new specific Research & Development activities were carried out.

(C) FOREIGN EXCHANGE EARNINGS AND OUTGO:

Particulars regarding Foreign Exchange Earnings and Outgo appear in Note 47 & 48 in the Notes to Financial Statements.

On the behalf of The Board of Directors of
Shilp Gravures Limited

Ambar Patel	Shailesh Desai
(Managing Director)	**(Director)**
(DIN: 00050042)	(DIN: 00169595)

Place: Rakanpur
Date: 20th June, 2020

Annexure – B
FORM AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014) Statement containing salient features of the financial statement of subsidiaries or associate companies or joint ventures

PART "A" : Subsidiaries

Sr. No	Particulars	Details
1	Name of Subsidiary	Etone India Private Limited CIN:U28910WB2002PTC094734
2	The date since when subsidiary was acquired	09-08-2019
3	Reporting period	2019-20
4	Reporting currency	INR (Rs. in Lacs)
5	Share Capital	105.88
6	Other Equity	175.74
7	Total Assets	1140.50
8	Total Liabilities	858.88
9	Investments	-
10	Turnover	903.36
11	Profit before taxation	(40.50)
12	Profit after taxation	(27.74)
13	Other comprehensive Income	(3.39)
14	Total comprehensive income	(31.12)
15	Proposed Dividend	-
16	% of Shareholding	100%

PART B :- Associates and Joint Ventures

The Company has no associate company and joint venture, therefore Part B relating to associate companies and joint ventures is not applicable.

On the behalf of The Board of Directors of
Shilp Gravures Limited

Ambar Patel	Shailesh Desai
(Managing Director)	**(Director)**
(DIN: 00050042)	(DIN: 00169595)

Place: Rakanpur
Date: 20th June, 2020

Annexure – C

Annual Report on Corporate Social Responsibility (CSR) activities for the financial year 2019 - 2020

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:	The Company has framed Corporate Social Responsibility (CSR) Policy which encompasses its philosophy and guides its sustained efforts for undertaking and supporting socially useful programs for the welfare & sustainable development of the society. Corporate Social Responsibility (CSR) is a part of our overall sustainability, encompassing social, economic and environmental actions. The Company's CSR Policy provides for carrying out the CSR activities in the areas of Education, Environment, Health Care & Welfare, Rural Development, Social and Women Empowerment, Sports & Culture / Heritage, Infrastructure and various other social matters by way of donation to a reliable and respectable corpus, trust, society or institution or organisation. During the year, the Company has contributed to various organisations like Dardi Nu Rahat Fund, Health and Care Foundation, India Renal Foundation, Ambaben Maganbhai Patel Public Charitable Trust, Disha Charitable Trust and Ahmedabad Cancer Society many more for the purpose of carrying our CSR activities. There are a few broad categories of social responsibility that the Company is practicing: **Health care and Welfare efforts:** One primary focus of corporate social responsibility is the Health care and Welfare of the local populance. **Philanthropy:** The Company practices social responsibility by donating to local trusts, institutions and NGOs. The motive behind such charity is to serve the society at large. **Volunteering:** Attending volunteer events says a lot about a company's sincerity. By doing good deeds without expecting anything in return, company is able to express their concern and support for the well-being. The main focus of the Company is on "Preventive Healthcare". Preventive healthcare is an important dimension of health that needs significant attention and investment from all sections of the society. It is a national health priority and a notified area under Schedule VII of the CSR Section 135 of the Companies Act. Preventive healthcare directly improves health, well-being and productivity of community/population, families and individuals, and promotes equity by benefiting most the disadvantaged and marginalized groups. It covers range of public health activities focused on prevention of diseases, promotion of good health and strengthening of health systems. This directly and indirectly improves the health of fellow citizens, especially the socially and economically relegated groups. The Policy on CSR as approved by the Board is available on the Company's website http://www.shilpgravures.com/investorrelations/policies
1. The Composition of CSR Committee:	Mr. Nipam Shah - Chairman Mr. Ambar Patel - Member Mr. Shailesh Desai - Member
2. Average Net Profit of the Company for last three Financial Years:	Rs. 896.56 Lacs
3. Prescribed CSR Expenditure (2% of the amount mentioned in 3 above):	Rs. 17.93 Lacs
4. Details of CSR spent during the Financial Year:	(a) The Company has spent Rs. 18.00 Lacs towards Corporate Social Responsibility (CSR) during the financial year 2019-20. (b) Amount Unspent, if any: Nil

4(c) Manner in which the amount spent during the Financial Year is detailed below:							
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sr. No.	CSR Project or activity identified	Sector in which the project is covered	Projects or Programs (1) Local area or other (2) Specify the state and district where the projects or programs were undertaken	Amount outlay (budget) project or programs wise (Rs. in Lacs)	Amount spent on the projects or programs subheads (1) Direct expenditure on projects or programs (2) Overheads (Rs. in Lacs)	Cumulative expenditure up to the reporting period (Rs. in Lacs)	Amount spent: Direct or through implementing agency
1.	Health and Care Foundation	Health and Care providing specific medical services with equipped with all modern equipment and infrastructure.	Ahmedabad, Gujarat	13.00	13.00	13.00	Through Implementing Agency
2.	Dardionu Rahat Fund	Promote socio-economic development, provide basic healthcare and education to the financially unstable, aid to the physically impaired.	Ahmedabad, Gujarat	1.50	1.50	1.50	
3.	India Renal Foundation	Voluntary not-for-profit health organization working for Prevention, Treatment, Rehabilitation, Education and Research in the area of kidney diseases	Ahmedabad, Gujarat	1.00	1.00	1.00	
4.	The Gujarat Cancer Society	Over more than fifty years, leading the fight against the menace of cancer with ultra modern treatment arsenal, advanced research, preventive care and intense community awareness.	Ahmedabad, Gujarat	1.00	1.00	1.00	
5.	Ambaben Maganbhai Patel C/o. Ambuben Maganbhai	Educational activities	Ahmedabad, Gujarat	1.00	1.00	1.00	
6.	Disha Charitable Trust	Providing comprehensive services to children with Autism, Cerebral Palsy, Downs Syndrome, Deaf Blindness, MR and other developmental disabilities	Vadodara, Gujarat	0.50	0.50	0.50	

5. In case of Company has failed to spend the 2%, of the average net profit of the last three Financial Year or any part thereof, the Company shall provide the reasons for not spending the amount in its Board Report: **Not Applicable**
6. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR policy, is in compliance with CSR activities and Policy of the Company: **We hereby declare that implementation and monitoring of the CSR policy are in compliance with CSR objectives and CSR policy of the Company.**

On the behalf of The Board of Directors of
Shilp Gravures Limited

Place: Rakanpur
Date: June 20, 2020

Ambar Patel	Nipam Shah
(Managing Director)	**(Chairman - CSR Committee)**
(DIN:00050042)	**(DIN:00093697)**

ANNEXURE – D

Form MGT – 9

EXTRACT OF ANNUAL RETURN

As on the Financial Year ended on 31st March, 2020

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

I. REGISTRATION AND OTHER DETAILS

1.	CIN	:	L27100GJ1993PLC020552
2.	Registration Date	:	29th October, 1993
3.	Name of the Company	:	Shilp Gravures Limited
4.	Category / Sub-Category of the Company	:	Company limited by shares
5.	Address of the Registered office and contact details	:	778/6, Pramukh Industrial Estate, Sola – Santej Road, Village: Rakanpur, Tal. Kalol, Dist. Gandhinagar – 382 722
6.	Whether Listed Company	:	Yes
7.	Name, Address and Contact details of Registrar	:	Link Intime (India) Pvt. Ltd. 5th Floor, 506 to 508, Amarnath Business Centre - 1 (ABC -1), Beside Gala Business Centre, Nr. St. Xavier's College Corner, Off C.G. Road, Navrangpura, Ahmedabad -380009

II. PRINCIPAL BUSINESS ACTIVITY OF THE COMPANY

All the Business activities contributing 10% or more of the total Turnover of the Company shall be stated:

Sr. No.	Name and description of main products/ services	NIC Code of the Product / Service	% of total turnover of the Company
1	Engraved Copper Rollers	18122	93.87%
2	Printing Plates	18122	6.13%
	Total		100.00%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and Address of the Company	CIN / GLN	Holding / Subsidiary /Associate Co.	Applicable Section
1	Etone India Private Limited Bally- Durgapur, N.H. - . P.O., Sambaypally, J.L. No. 14, Mouza, Belly, P.S. Howrah, WB 711205, India	U28910WB2002PTC094734	Subsidiary	2(87)

IV. SHAREHOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)

i) Category wise Shareholding

Category of Shareholders	No. of Shares held at the Beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter and Promoter Group									
(1) Indian									
i) Individual/ HUF	1967666	-	1967666	32.00	1968242	-	1968242	32.00	0.00
ii) Central Govt.	-	-	-	-	-	-	-	-	-
iii) State Govt. (s)	-	-	-	-	-	-	-	-	-
iv) Bodies Corporate	-	-	-	-	-	-	-	-	-
v) Banks / FI(s)	-	-	-	-	-	-	-	-	-
vi) Any other	-	-	-	-	-	-	-	-	-
Sub Total (A)(1)	1967666	-	1967666	32.00	1968242	-	1968242	32.00	0.00
(2) Foreign									
i) NRIs –Individuals	1770440	-	1770440	28.79	1770440	-	1770440	28.79	0.00
ii) Other –Individuals	-	-	-	-	-	-	-	-	-
iii) Bodies Corporate	-	-	-	-	-	-	-	-	-
iv) Banks/ FI(s)	-	-	-	-	-	-	-	-	-
v) Any other	-	-	-	-	-	-	-	-	-
Sub Total (A)(2)	1770440	-	1770440	28.79	1770440	-	1770440	28.79	0.00
TOTAL Shareholding of Promoter (A) = (A)(1) + (A)(2)	3738106	-	3738106	60.78	3738682	-	3738682	60.79	0.01

Category of Shareholders	No. of Shares held at the Beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
B . Public Shareholding									
1. Institutions									
i) Mutual Funds	-	-	-	-	-	-	-	-	-
ii) Banks / FI(s)	-	-	-	-	-	-	-	-	-
iii) Central Govt.	-	-	-	-	-	-	-	-	-
iv) State Govt. (s)	-	-	-	-	-	-	-	-	-
v) Venture Capital Funds	-	-	-	-	-	-	-	-	-
vi) Insurance Companies	-	-	-	-	-	-	-	-	-
vii) FIIs	-	-	-	-	-	-	-	-	-
viii) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
ix) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-Total (B)(1)	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
i) Bodies Corporate									
a) Indian	103010	-	103010	1.67	106375	-	106375	1.73	0.05
b) Overseas	-	-	-	-	-	-	-	-	-
ii) Individuals									
a) Individual shareholders holding nominal share capital upto Rs. 2 Lacs	1553147	198300	1751447	28.48	1575770	173300	1749070	28.44	0.04
b) Individual shareholders holding nominal share capital in excess of Rs. 2 Lacs	88798	61700	150498	2.45	150498	-	150498	2.45	0.00
c) Others (specify)									
NRI (Repatriation)	108965	99200	208165	3.38	185242	28100	213342	3.46	0.08
NRI (Non- Repatriation)	12736	-	12736	0.21	12756	-	12756	0.21	-
Directors & their Relatives & Friends	48753	-	48753	0.79	48753	-	48753	0.79	0.3
Unclaimed Suspense Account IEPF	57788	-	57788	0.94	64955	-	64955	1.06	0.12
Others (HUF, Trust, clearing members)	79297	-	79297	1.29	65369	-	65369	1.06	(0.23)
Sub - Total (B)(2)	2052494	359200	2411694	39.21	2209718	201400	2411118	39.21	0.00
TOTAL Shareholding of Public (B) = (B)(1) + (B)(2)	2052494	359200	2411694	39.21	2209718	201400	2411118	39.21	0.00
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
GRAND TOTAL(A + B + C)	5790600	359200	6149800	100.00	5948400	201400	6149800	100.00	0.00

ii) Shareholding of Promoters

Details of shareholding of Promoters and Promoter's group

Sr. No.	Category of Shareholders	Shareholding at the beginning of the year			Shareholding at the end of the year			% change during the year
		No. of Shares	% of Total Shares of the Company	% of Total Shares pledged/ encumbered to total shares	No. of Shares	% of Total Shares of the Company	% of Total Shares pledged/ encumbered to total shares	
1.	Patel Vithaldas Hemdas	765756	12.45	0.00	0	0	0.00	0.00
2.	Dashrath Vithaldas Patel	333228	5.42	0.00	333228	5.42	0.00	5.42
3.	Suman Vithaldas Patel	333228	5.42	0.00	333228	5.42	0.00	5.42
4.	Vishnu Vithaldas Patel	333228	5.42	0.00	333228	5.42	0.00	5.42
5.	Baldev Vithaldas Patel	5000	0.08	0.00	770756	12.53	0.00	12.45
6.	Roshan Harshvadan Shah / Aarti Roshan Shah	313404	5.10	0.00	113404	1.84	0.00	(3.26)
7.	Atul Manilal Vinchhi / Renuka A. Vinchhi	292645	4.76	0.00	292645	4.76	0.00	0.00
8.	Ambar Jayantilal Patel / Amita A. Patel	243910	3.97	0.00	243910	3.97	0.00	0.00
9.	Narendra Ramkrishna Patil / Chhaya N. Patil	182500	2.97	0.00	182500	2.97	0.00	0.00
10.	Gajanan Vamanrao Bhavsar / Sangita G. Bhavsar	180700	2.94	0.00	180700	2.94	0.00	0.00
11.	Gajanan Vamanrao Bhavsar	128710	2.09	0.00	128710	2.09	0.00	0.00
12.	Amita Ambarbhai Patel / Ambar J. Patel	84490	1.37	0.00	84490	1.37	0.00	0.00
13.	Chhaya Narendra Patil / Narendra R. Patil	75000	1.22	0.00	75000	1.22	0.00	0.00
14.	Renuka Atul Vinchhi / Atul M. Vinchhi	75632	1.23	0.00	75632	1.23	0.00	0.00
15.	Siddharth Narendra Patil	54200	0.88	0.00	54200	0.88	0.00	0.00
16.	Deval Ambarbhai Patel / Amita Ambar Patel	64281	1.04	0.00	64781	1.05	0.00	0.01
17.	Siddharth Narendra Patil	51500	0.84	0.00	51500	0.84	0.00	0.00
18.	Narendra R. Patil (HUF)	46300	0.75	0.00	46300	0.75	0.00	0.00
19.	Priyank Gajanan Bhavsar	36455	0.59	0.00	36455	0.59	0.00	0.00
20.	Rachit Gajanan Bhavsar / Gajanan V. Bhavsar	26502	0.43	0.00	26502	0.43	0.00	0.00
21.	Neil Roshan Shah / Roshan Harshvadan Shah	22981	0.37	0.00	122981	2.00	0.00	1.63
22.	Jay Roshan Shah / Roshan Harshvadan Shah	0	0	0	100000	1.63	0.00	1.63
23.	Sangita Gajanan Bhavsar / Gajanan V. Bhavsar	21671	0.35	0.00	21671	0.35	0.00	0.00
24.	Sangita Gajanan Bhavsar / Gajanan V. Bhavsar	16900	0.27	0.00	16900	0.27	0.00	0.00
25.	Sundeep Harshvadan Shah / Shefali Sundeep Shah	13400	0.22	0.00	13400	0.22	0.00	0.00
26.	Aarti Roshan Shah	11155	0.18	0.00	11155	0.18	0.00	0.00
27.	Kumudben H. Shah / Sundeep H. Shah	7000	0.11	0.00	7000	0.11	0.00	0.00
28.	Satish V. Patil	6200	0.10	0.00	6200	0.10	0.00	0.00
29.	Hemal Ambar Patel /Ambar Jayantilal Patel	2501	0.04	0.00	2501	0.04	0.00	0.00
30.	Bhanumatiben Jayantilal Patel / Ambar J. Patel	2309	0.04	0.00	2309	0.04	0.00	0.00
31.	Ravindra Ramkrishna Patil / Sunanda R. Patil	1500	0.02	0.00	1500	0.02	0.00	0.00
32.	Sumit Patil	1000	0.02	0.00	1000	0.02	0.00	0.02
33.	Ambar Jayantilal Patel (HUF)	901	0.01	0.00	901	0.01	0.00	0.00
34.	Sangita Gajanan Bhavsar	870	0.01	0.00	870	0.01	0.00	0.00
35.	Jayprakash Gordhandas Patel /Ulca Jayprakash Patel	974	0.01	0.00	1000	0.02	0.00	0.01
36.	Patel Anal Nandan	650	0.01	0.00	650	0.01	0.00	0.00
37.	Ulca Jayprakash Patel	1425	0.02	0.00	1475	0.02	0.00	0.00

iii) Change in Promoters' Shareholding

Sr. No.	Name of the Shareholder	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.	At the beginning of the year	3738106	60.78	3738106	60.78
	Purchase during the year	-	-	576	0.01
	At the end of the year	-	-	3738682	60.79

iv) Shareholding pattern of top ten shareholders (other than Directors/ promoters and holders of GDRs and ADRs)

Sr. No.	For each of the Top 10 Shareholders	Shareholding at the Beginning of the year		Change in Shareholding (No of Shares)		Shareholding at the end of the year	
		No. of Shares	% of total shares Capital of the Company	Decrease	Increase	No. of Shares	% of total shares Capital of the Company
1	Saraswatiben Dahyabhai Patel	86298	1.40	-	-	86298	1.40
2	Iepf - Ministry Of Corporate Affairs	57788	0.94	-	7167	64955	1.06
3	Pravin Kantilal Shah	61700	1.00	-	-	61700	1.00
4	Anil Kumar Goel	60000	0.98	-	-	60000	0.98
5	Naresh Umedlal Shah	44113	0.72	-	-	44113	0.72
6	Sunil M Porecha	41200	0.67	-	-	41200	0.67
7	Babu Ishwarbhai Patel	41100	0.67	-	-	41100	0.67
8	Seema Goel	38455	0.63	-	-	38445	0.63
9	Anand Mishrilal Jaju	0	0.00	-	25200	25200	0.41
10	Vishnubhai Baldevdas Patel	21000	0.34	-	-	21000	0.34

In compliance with the provisions of Section 124 of the Companies Act, 2013, the Company has transferred the shares to Investor Education and Protection fund Authority (IEPF) those shareholders who have not claimed the dividends for a continuous period of 7 years.

v) Shareholding of Directors and Key Managerial Personnel

Sr. No.	For each of the Directors and KMP	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.	**Mr. Ambar Patel - Managing Director**				
	At the beginning of the year	243910	3.97	243910	3.97
	Change during the year	-	-	-	-
	At the end of the year	-	-	243910	3.97
2.	**Mr. Shailesh Desai**				
	At the beginning of the year	1500	0.01	1500	0.01
	Change during the year	-	-	-	-
	At the end of the year	-	-	1500	0.01
3.	**Mr. Nipam Shah**				
	At the beginning of the year	-	-	-	-
	Change during the year	-	-	-	-
	At the end of the year	-	-	-	-
4.	**Mr. Jainand Vyas**				
	At the beginning of the year	2500	0.04	2500	0.04
	Change during the year	-	-	-	-
	At the end of the year	-	-	2500	0.04
5.	**Mr. Kirit Patel**				
	At the beginning of the year	-	-	-	-
	Change during the year	-	-	-	-
	At the end of the year	-	-	-	-
6.	**Mrs. Monica Kanuga**				
	At the beginning of the year	-	-	-	-
	Change during the year	-	-	-	-
	At the end of the year	-	-	-	-
7.	**Dr. Baldev Patel**				
	At the beginning of the year	5000	0.08	5000	0.08
	Change during the year (acquired – inter se transfer by way of transmission)	-	-	765756	12.45
	At the end of the year	-	-	770756	12.53
8.	**Mr. Padmin Buch**				
	At the beginning of the year	-	-	-	-
	Change during the year	-	-	-	-
	At the end of the year	-	-	-	-

Sr. No.	For each of the Directors and KMP	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
Key Managerial Personnel					
1.	**Mr. Roshan H. Shah - Chief Executive Officer**				
	At the beginning of the year	313404	5.10	313404	5.10
	Change during the year (Sold – inter se transfer by way of gift)	-	-	200000	3.26
	At the end of the year	-	-	113404	1.84
2.	**Mr. Amit Agrawal - Chief Financial Officer**				
	At the beginning of the year	-	-	-	-
	Change during the year	-	-	-	-
	At the end of the year	-	-	-	-
3.	**Mr. Bharat Patel - Company Secretary**				
	At the beginning of the year	-	-	-	-
	Change during the year (acquired)	-	-	-	-
	At the end of the year	-	-	-	-

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding / accrued but not due for payment **(Rs in Lacs)**

	Secured Loans excluding deposits		Unsecured Loans		Deposits	Total Indebtedness
	Long Term	Short Term	Long Term	Short Term		
Indebtedness at the beginning of the financial year						
i) Principal Amount	872.83	427.86	0.00	0.00	0.00	1300.69
ii) Interest due but not paid	0.00	0.00	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00	0.00	0.00
TOTAL (i + ii + iii)	**872.83**	**427.86**	**0.00**	**0.00**	**0.00**	**1300.69**
Change in Indebtedness during the financial year						
Addition	49.62	213.83	161.23	-	-	424.68
Reduction	223.43	-	14.09	-	-	237.52
Net Change	**(173.81)**	**213.83**	**147.14**			**187.16**
Indebtedness at the end of the financial year						
i) Principal Amount	700.68	641.69				1487.85
ii) Interest due but not paid	-		-	-	-	-
iii) Interest accrued but not due	-					
TOTAL (i + ii + iii)	**699.02**	**641.69**	**147.14**	**-**	**-**	**1487.85**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director/ Whole – Time Directors and / or Manager **(Rs. in Lacs)**

Sr. No.	Particulars of Remuneration	Name of MD / WTD/ Manager	Total Amount
		Mr. Ambar Patel (Managing Director)	
1	**Gross Salary**		
	a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	79.80	79.80
	b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	0.63	**0.63**
	c) Profits in lieu of salary u/s 17(3) of the Income Tax Act, 1961	-	-
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission	-	-
	- As % of profit	-	-
	- Others, specify	-	-
5.	Others, please specify	-	-
	TOTAL (A)	80.43	**80.43**
	Ceiling as per Act *		

i. The remuneration paid to the Managing Director for the year 2019-20 is under the ceiling as approved by the shareholders at the 25th Annual General Meeting of Company held on 14th July, 2018.

ii. The above stated figures for remuneration are extracted from Form 16 of the individual Managerial Personnel and Key Managerial Personnel for the F.Y. 2019-20. Whereas the figures for the managerial remuneration in Corporate Governance Report are prepared on the basis of accrual accounting principle and hence are not comparable.

B. Remuneration to other Directors **(Rs. in Lacs)**

Sr. No.	Particulars of Remuneration	Name of Directors							Total Amount
1	Independent Directors	**Shailesh Desai**	**Jainand Vyas**	**Kirit Patel**	**Padmin Buch**				
	- Fees for attending Board and Committee Meetings	2.15	0.95	1.55	0.25				**4.90**
	- Commission	-	-	-	-				
	- Others, please Specify	-	-	-	-				
	TOTAL (1)	2.15	0.95	1.55	0.25				**4.90**
2.	Other Non – Executive Directors*					**Nipam Shah**	**Monica Kanuga**	**Dr. Baldev Patel**	
	- Fees for attending Board and Committee Meetings		-	-	-	1.55	1.10	-	2.65
	- Commission		-	-	-	-	-		
	- Others, please Specify *(Consultancy fees)*		-	-	-	8.04	8.45	-	16.49
	TOTAL (2)		-	-	-	**9.59**	**9.55**	**-**	**19.14**
	TOTAL B = (1) + (2) TOTAL Managerial Remuneration	**2.15**	**0.95**	**1.55**	**0.25**	**9.59**	**9.55**	**-**	**24.04**
	Overall ceiling as per the Act		-	-	-	-		-	-

*Fees have been paid to the Other Non-Executive Directors for the professional services availed from them during the year.

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/ MANAGER/ WTD **(Rs. in Lacs)**

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			
		Company Secretary	Chief Executive Officer	Chief Financial Officer	TOTAL
1	Gross Salary	Mr. Bharat Patel	Mr. Roshan Shah	Mr. Amit Agrawal	
	a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	7.43	77.17	13.12	97.72
	b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	0.63		0.63
	c) Profits in lieu of salary u/s 17(3) of the Income Tax Act, 1961	-	-		-
2.	Stock Option	-			-
3.	Sweat Equity	-			-
4.	Commission				
	- As % of profit	-			-
	- Others, specify	-			-
5.	Others	-	-	-	-
	TOTAL	**7.43**	**77.80**	**13.12**	**98.35**

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)
A. Company					
Penalty	None				
Punishment					
Compounding					
B. Directors					
Penalty	None				
Punishment					
Compounding					
C. Other Officers in Defaults					
Penalty	None				
Punishment					
Compounding					

ANNEXURE – E

Information required under the provisions of Section 197 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:-

- Ratio of the Remuneration of each Director to the median remuneration of the employees of the Company for the financial year

Name of Director	Ration to employees
Mr. Ambar Patel	1 : 0444

- Percentage increase in the Remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year

Name of the KMP	% increase
Mr. Ambar Patel - Managing Director	2.84%
Mr. Roshan Shah -Chief Executive Officer	2.84%
Mr. Amit Agrawal - Chief Financial Officer	14.36%
Mr. Bharat Patel - Company Secretary	8.15%
Percentage increase in the median remuneration of the employees in the financial year	7.06%
No. of permanent employees on the rolls of the Company	236 employees
Average percentile increase already made in the salaries of the employees other than the Managerial Personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof	7.49% (Non-Managerial Personnel) 7.20% (Managerial Personnel)

We affirm that the remuneration paid to the Managerial and Non-Managerial Personnel is as per the remuneration policy of the Company

- The name of the top 10 employees in terms of remuneration drawn during the year

SR	Name of Employee	Designation	Remuneration (Rs. in Lacs)
1	Ambar Patel	Managing Director	87.48
2	Roshan Shah	Chief Executive Officer	86.45
3	Narendra Patil	Chief Technical Officer	86.45
4	Atul Vinchhi	Chief Operating Officer	86.45
5	G. V. Bhavsar	Chief Marketing Officer	86.45
6	Garima Pandey	Head - Human Resources	19.35
7	Traun Patel	Manager - Marketing	18.87
8	Amit Agrawal	Chief Financial Officer	16.00
9	Sumit Patil	Manager - Marketing	13.86
10	Ramesh Patil	Manager - Graphics	13.49

For and on the behalf of the Board of Directors of
Shilp Gravures Limited

Ambar Patel	Shailesh Desai
(Managing Director)	**(Director)**
(DIN: 00050042)	(DIN: 00169595)

Place: Rakanpur
Date : June 20, 2020

ANNEXURE – F

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 No. 9 of the Companies
(Appointment and Remuneration Personnel Rules, 2014]

To,
The Members,
Shilp Gravures Limited
778/6, Pramukh Industrial Estate,
Sola-Santej Road,
Village: Rakanpur, Taluka : Kalol,
District : Gandhinagar - 382722

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Shilp Gravures Limited (CIN: L27100GJ1993PLC020552) (hereinafter called 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 generally, during the audit period covering the financial year ended on 31st March, 2020, 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 returns filed and other records maintained by the Company for the financial year ended on 31st 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) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') :-

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

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

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

  d. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(v) No specific laws are applicable to the industry in which the Company operates. The same has also been confirmed by the Management.

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

  (i) Secretarial Standards issued by the Institute of Company Secretaries of India.

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

During the period under review, provisions of the following regulations were not applicable to the Company:

  (i) The Securities and Exchange Board of India (Share Based Employee Benefit) Regulations, 2014;

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

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

  (iv) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

  (v) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.

During the period under review the Company has generally complied with the applicable 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. 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 to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meetings and for meaningful participation at the meeting.

All decisions at the meeting of the Board of Directors / Committees of the Board were taken unanimously as recorded in the minutes of the meetings and no dissenting views have been recorded.

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

I further report that during the audit period :

(i) The Company has acquired Etone India Private Limited as its wholly owned subsidiary.

Place : Ahmedabad
Date : 20th June, 2020

Signature :
Name of PCS : Monica Kanuga
FCS No. : 3868
C P No. : 2125
UDIN : F003868B000359575

To,
The Members,
Shilp Gravures Limited
778/6, Pramukh Industrial Estate,
Sola-Santej Road,
Village: Rakanpur, Taluka : Kalol,
District : Gandhinagar - 382722

My report of even date is to be read along with this letter:

1. **Management's Responsibility**

   Management is responsible for the maintenance of the Secretarial records and for the preparation and filing of forms, returns, documents for compliances and to ensure that they are free from material non compliance, whether due to fraud or error.

2. **Secretarial Auditor's Responsibility**

   Secretarial Audit is a process of verification of records and documents on sample or test basis. My responsibility is to express an opinion on the secretarial compliances of certain laws by the Company on the basis of my audit. The audit practices and processes have been followed as deemed appropriate to provide reasonable assurance about the correctness of the records and the confirmation of compliance. My audit process has involved verification of records and dependence on Management representation and my opinion is based thereupon.

3. **Conduct of Company's Affairs**

   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.

4. **Conduct of Audit**

   The Secretarial Audit has been conducted during the period of national lockdown on account of the Covid-2019 pendemic. Hence the audit was conducted by examining relevant records accessed through or received by electronic mode and physical records were not inspected. However, necessary confirmation for the authenticity of the records received has been provided by the Company.

Place : Ahmedabad
Date : 20th June, 2020

Signature :
Name of PCS : Monica Kanuga
FCS No. : 3868
C P No. : 2125

CORPORATE GOVERNANCE REPORT

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

The Company emphasizes on the need for complete transparency and accountability in all its dealings, in order to protect the interests of all its stakeholders. The Company aims at conducting its business efficiently, by following professionally acknowledged good governance policies, thus meeting its obligations to all stakeholders in a balanced and accountable manner. The Company has adopted a Code of Conduct for its Senior Management and employees including the Managing Director and Non-Executive Directors which includes Code of Conduct for Independent Directors which suitably incorporates the duties of Independent Directors as laid down in the Companies Act, 2013 ("the Act").

The Company is in compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as applicable, with regard to corporate governance.

2. BOARD OF DIRECTORS:

2.1 Composition of Board of Directors:

As at 31st March, 2020, in compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations), the Company's Board of Directors comprised eight directors, out of which one is executive director, four directors are Independent Non-Executive Directors and three non-executive directors including one women director. None of directors holds directorship in more than eight listed entities. None of the Independent Directors of the Company serves as Independent Director in more than seven listed companies and where any Independent Director is serving as whole-time director in any listed company, such director is not serving as Independent Director in more than three listed companies.

2.2. Category of Directors, attendance of each Director at the Board Meetings and the last Annual General Meeting, number of other Board of Directors or Committees in which a Director is a member or chairperson:

Director	Category of Director	No. of Board Meetings held and attended during the financial year 2019-20	Attendance at the Last AGM on 26th August, 2019	*** Outside Directorship held in other public Companies	**** Membership Committees position of other public Companies	No. of Equity Shares held as on 31st March, 2020
Mr. Ambar Patel	Managing Director	6 out of 6	Yes	2	1	243910
Mr. Shailesh Desai	Independent Non-Executive Director	6 out of 6	Yes	-	-	1500
Mr. Jainand Vyas	Independent Non-Executive Director	3 out of 6	Yes	-	-	2500
Mr. Nipam Shah	Non-Executive Director	5 out of 6	Yes	-	-	-
Mr. Kirit Patel	Independent Non-Executive Director	5 out of 6	Yes	2	-	-
Mrs. Monica Kanuga	Non-Executive Director	6 out of 6	Yes	1	-	-
Dr. Baldev Patel*	Additional Non-Executive Director	0 out of 6	-	-	-	770756
Mr. Padmin Buch**	Additional Independent Director	1 out of 6	-	2	2	-

* Appointed as Additional Non-Executive Director w.e.f. 31st January, 2020

** Appointed as Additional Independent Director w.e.f. 31st January, 2020

*** Excludes Directorships held in Private Limited Companies, Foreign Companies and Section 8 Companies

****Committees considered are Audit Committee & Stakeholders' Relationship Committee.

2.3. Number of Board Meetings held and the dates of the Board Meetings

During the year, the Board met six times on 27th April, 2019, 5th June, 2019, 10th August, 2019, 9th November, 2019, 31st January, 2020 and 17th March, 2020. The maximum gap between any two Board Meetings was less than one hundred and twenty days. All material information was circulated to the directors before the meeting or placed at the meeting, including minimum information required to be made available to the Board as prescribed under Part A of Schedule II of sub regulation 7 of Regulation 17 of the Listing Regulations.

2.4. During the year, a separate meeting of the Independent Directors was held on 17th March, 2020, without the attendance of non-independent directors and members of the management, inter alia, to:

- Review of the performance of Non Independent Directors and the Board of Directors as a whole;
- Review of the performance of the Chairman of the Company, taking into account the views of the Executive and Non- Executive Directors;
- Assessment of the quality, content and timelines for the flow of information between the Management and the Board, which is necessary for the Board to effectively and reasonably perform its duties;

All Independent Directors attended the said meeting.

2.5. Disclosure of relationships between Directors inter-se - None of the Directors are related to each other.

2.6. The Company has familiarisation programme for all new Independent Directors with regard to their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, the business model of the Company etc. The details of familiarisation programme are available on the website of the Company https://www.shilpgravures.com/investorsrelationspolicies.

2.7. Skills/expertise and competencies of the Board of Directors :

The skills / competencies identified by the Board of Directors as required in Company's business and that the said skills are available within the Board Members as per following:

Business Leadership	Leadership experience including in areas of business development, strategic planning, succession planning, driving change and long-term growth and guiding the Company and its senior management towards its vision and values.
Financial Expertise	Knowledge and skills in accounting, finance, treasury management, tax and financial management of large corporations with understanding of capital allocation, funding and financial reporting processes.
Risk management	Ability to understand and asses the key risks to the organization, legal compliances and ensure that appropriate policies and procedures are in place to effectively manage risk.
Corporate Governance	Experience in implementing good corporate governance practices, reviewing compliance and governance practices for the company and protecting stakeholder's interest.
Technology and Innovation	Experience and technical knowledge of emerging areas of technology in the printing and packaging industry
Strategy and Planning	Appreciation of long-term trends, strategic choices and experience in guiding and leading management teams to make decisions in uncertain environments.

The eligibility of a person to be appointed as a Director of the Company is dependent on whether the person possesses the requisite skill sets identified by the Board as above and whether the person having knowledge about a business that is relevant to the Company's business or is a proven academician in the field relevant to the Company's business.

2.8 Annual Evaluation of the Board's and Individual Directors:

Pursuant to the provisions of the Act, and the SEBI Listing Regulations, the Board has carried out the annual evaluation of its own performance, as well as the working of its Audit, Nomination and Remuneration. A structured questionnaire was prepared after taking into consideration, inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

2.9 Compliance with Code of Conduct:

The Company has adopted the Code of Conduct. The Code is available on the website of the Company https://www.shilpgravures.com/investorrelations/policies. The members of the Board of Directors and Senior Management Personnel have affirmed compliance with the Code during the year 2020.

2.10 Prevention of Insider Trading Code:

Pursuant to SEBI Listing Regulations, the Company has formulated the "Code of Internal Procedures and Conduct for Regulating, Monitoring And Reporting of Trading by Insiders" and the "Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information" (Shilp) which allows the formulation of a trading plan subject to certain conditions and requires pre-clearance for dealing in the Company's shares. It also prohibits the purchase or sale of Company's shares by the Directors, designated employees and connected persons, while in possession of unpublished price sensitive information in relation to the Company and during the period(s) when the Trading Window to deal in the Company's shares is closed. The Board of Directors, designated employees and connected persons have affirmed compliance with the Shilp Code. In line with the amendments introduced recently by SEBI, the above Code has been amended suitably to align it with the amendments which are effective from April1, 2019.

3. COMMITTEES OF THE BOARD:

(A) Audit Committee:

The Audit Committee is constituted in line with the provisions of Regulation 18 of SEBI Listing Regulations and Section 177 of the Act.

(i) Extract of Terms of Reference;

- Oversight of financial reporting process.
- Reviewing with the management, the annual financial statements and auditors' report thereon before submission to the Board for approval.
- Evaluation of internal financial controls and risk management systems.
- Recommendation for appointment, remuneration and terms of appointment of auditors of the Company.
- Transactions of the Company with related parties review and monitor the auditor's independence and performance and effectiveness of audit process scrutiny of inter corporate loans and investments if any evaluation of internal financial controls and risk management system and reviewing the functioning of the whistle blower mechanism.
- The Committee mandatorily reviews information such as internal audit reports related to internal control weakness, management discussion and analysis of financial condition and result of operations, statement of significant related party transactions and such other matters as prescribed.
- Reviewing with the Management, the annual financial statements before submission to the Board for approval, with particular reference to:

- Matters included in the Directors' Responsibility Statement
- Changes, if any, in Accounting Policies and practices and reasons for the same;
- Major accounting entries involving estimates based on the exercise of judgement by Management;
- Significant adjustments made in the financial statements arising out of Audit findings;
- Compliance with Listing and other Legal requirements relating to the financial statements;
- Disclosure of any related party transactions;
- Qualifications in the draft Audit Report.

Mr. Shailesh Desai, Independent Non-Executive Director, is the Chairman of the Audit Committee. Mr. Nipam Shah, Non-Executive Director, Mr. Jainand Vyas, Independent Non-Executive Director and Mr. Kirit Patel Independent Non-Executive Director are other members of the Committee. All members of the Audit Committee are financially literate and have related financial management expertise by virtue of their comparable experience and background.

The Company Secretary acts as the Secretary to the Committee. The Chief Financial Officer, Head of Accounting and Statutory Auditors and Internal Auditors are invitees to the Meetings of the Audit Committee.

During the year, the Audit Committee met five times on 27th April, 2019, 5th June, 2019, 10th August, 2019, 9th November, 2019, and 31st January, 2020 The maximum gap between any two meetings was less than one hundred and twenty days. The necessary quorum was present for all the meetings.

The attendance of each member of the Audit Committee is given below:

Name	Position	Number of meetings during the year 2019-20	
		Held	Attended
Mr. Shailesh Desai	Chairman	5	5
Mr. Nipam Shah	Member	5	4
Mr. Jainand Vyas	Member	5	2
Mr. Kirit Patel	Member	5	4

(B) Nomination & Remuneration Committee:

The Nomination and Remuneration Committee is constituted in line with the provisions of Regulation 19 of SEBI Listing Regulations and Section 178 of the Act.

(i) Extract of Terms of Reference;

- Recommend to the Board the setup and composition of the Board and its committees.
- Recommend to the Board the appointment / re-appointment of Directors and Key Managerial Personnel.
- Support the Board and Independent Directors in evaluation of the performance of the Board, its Committees and individual Directors.
- Recommend to the Board the Remuneration Policy for Directors, executive team or Key Managerial Personnel as well as the rest of employees.

Such other matters as the Board may from time to time request the Nomination & Remuneration Committee to examine and recommend/ approve.

Mr. Shailesh Desai, Independent Non-Executive Director, is the Chairman of the Committee and Mr. Nipam Shah, Non-Executive Director and Mr. Kirit Patel, Independent Non-Executive Director are other members of the Committee. The Company Secretary acts as the Secretary to the Committee.

During the year, the Nomination and Remuneration Committee met twice on 25th April, 2019 and 31st January, 2020. The necessary quorum was present for all the meetings.

(ii) Meetings and attendance during the year:

Name	Position	Number of meetings during the year 2019-20	
		Held	Attended
Mr. Shailesh Desai	Chairman	2	2
Mr. Nipam Shah	Member	2	2
Mr. Kirit Patel	Member	2	1

(iii) Policy on Director's Appointment and Remuneration:

Appointment Criteria and qualifications:

i) A person who is proposed to be appointed as Director of the Company should be eligible to be appointed as Director and must hold Director Identification Number issued by the Central Government and possess such qualification, expertise and experience as prescribed under the Act.

ii) Without prejudice to generality of the above, a person who is proposed to be appointed as an Independent Director shall also be subject to compliance of provisions of section 149(6).

iii) KMP or Senior Management personnel shall have adequate qualification, expertise and experience in the relevant field for which the appointment is proposed to be made.

iv) The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.

Term / Tenure:

i) Managing Director / Whole-time Director / Manager:

The Company shall appoint or re-appoint any person as its Managerial Personnel for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

ii) Independent Director:

Subject to the provisions of the applicable Regulations, an Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure(s) of such appointment in the Board's report.

Provided that a person who has already served as an independent director for five years or more in a company as on October 1, 2014 shall be eligible for appointment, on completion of his present term, for one more term of up to five years only.

No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

At the time of appointment of Independent Director, it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed Company or such prescribed period by the Statutory Authority from time to time.

(iii) Evaluation

The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management Personnel at regular interval (yearly).

(iv) Removal

The Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions of the Companies Act, 2013, and all other applicable Acts, Rules and Regulations, if any.

(v) Retirement

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Regulations and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position / remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

(vi) Remuneration Policy

The Company's remuneration policy is driven by the success and performance of the individual employee and the Company. Through its compensation programme, the Company endeavors to attract, retain, develop and motivate a high performance workforce.

(vii) Remuneration to Whole-time / Executive / Managing Director(s)

The Company pays remuneration by way of salary, benefits & perquisites and allowances to its Managing Director and the Executive Directors. An annual increment are decided by the Nomination & Remuneration Committee out of the profits of the Company, based on the performance of the Company as well as that of the Managing Director and each Executive Director, which is within the salary scale approved by the Members and are effective from 1st July every year.

(viii) Remuneration to Non-Executive / Independent Directors

The Non-executive Independent Directors of the Company shall be paid sitting fees as per the applicable Regulations and shall also be paid to Non-executive Non Independent Directors, provided he / she is not in receipt of any remuneration or commission from the Company on regular basis. The quantum of sitting fees will be determined as per the recommendation of Nomination and Remuneration Committee and approved by the Board of Directors of the Company. Further the boarding and lodging expenses shall be reimbursed to the Directors based out of Ahmedabad.

The profit-linked Commission if paid would be within the monetary limit as recommended by the Board and approved by the shareholders of the Company.

Pursuant to the provisions of the Act, an Independent Director shall not be entitled to any stock option of the Company. Only such employees of the Company and its subsidiaries as approved by the Nomination and Remuneration Committee will be granted ESOPs.

(ix) Remuneration to KMP / SMP / other Employees

Remuneration of employees largely consists of basic remuneration and perquisites. The components of the total remuneration varies based on the grades and are governed by industry patterns, qualification and experience of the employee, responsibilities handled by him, his individual performance, etc.

(x) Details of Remuneration for the year ended March 31, 2020 are given below: (Rs. In Lacs)

Name of the Director	Sitting Fee	Remuneration and Allowances	Perquisites and Retirement benefits	Commission	Total
Executive Director :					
Mr. Ambar Patel *	-	52.95	34.53	-	87.48
Non-Executive Directors :					
Mr. Shailesh Desai	2.15	-	-	-	2.15
Mr. Nipam Shah #	1.55	8.04	-	-	9.59
Mr. Jainand Vyas	0.95	-	-	-	0.95
Mr. Kirit Patel	1.55	-	-	-	1.55
Mr. Monica Kanuga #	1.10	8.45	-	-	9.55
Dr. Baldev Patel	0.00	-	-	-	0.00
Mr. Padmin Buch	0.25				0.25

 # paid as professional consultancy fees

1) Notice period for Executive Directors is 3 months. The Company enters into service contracts with executive director for a period of 3 years
2) The Company has not issued any stock options to the Directors.
3) During the year 2019-20, the Company has paid sitting fees of Rs. 15,000 per meeting to its Non-Executive Directors for attending Meetings of the Board of Directors and Audit Committee meetings whereas Rs. 10,000 per Meeting were paid for attending the Meetings of Stakeholders' Relationship Committee and Nomination & Remuneration Committee of the Company and Independent Directors Meeting.
4) Non - Executive Directors does not have any material pecuniary relationship or transactions except those mentioned under Related Party Transactions.

(C) Stakeholders' Relationship Committee:

The Stakeholders' Relationship Committee is constituted in line with the provisions of Regulation 20 of SEBI Listing Regulations and Section 178 of the Act.

(i) Extract of Terms of Reference;

- Consider and resolve the grievances of security holders.
- Consider and approve issue of share certificates, transfer and transmission of securities, etc.
- Review activities with regard to the Health Safety and Sustainability initiatives of the Company

Mrs. Monica Kanuga, Non-Executive Director is the Chairperson of the Committee and Mr. Shailesh Desai, Independent Non-Executive Director and Mr. Jainand Vyas, Independent Non-Executive Director are other Members of the Committee. Mr. Bharat Patel Company Secretary acts as the Compliance Officer to the Committee.

The Committee met two times during the year on 27th April, 2019, and 9th November, 2019. The necessary quorum was present for all the meetings.

Details of Investors' complaints received and redressed during the year 2019-20 are as follows:

No. of Shareholders' complaints received: Nil

No. not solved to the satisfaction of shareholders: Nil

No. of pending complaints: Nil

(ii) Meetings and attendance during the year

Name	Position	Number of meetings during the year 2019-20	
		Held	Attended
Mrs. Monica Kanuga	Chairman	2	2
Mr. Jainand Vyas	Member	2	1
Mrs. Shailesh Desai	Member	2	2

(D) CSR Committee:

The CSR Committee is constituted in line with the provisions of Section 135 of the Act.

The CSR Committee formulate and recommend to the Board, a CSR Policy indicating the activities to be undertaken by the Company as specified in Schedule VII of the Act. Recommend the amount of expenditure to be incurred on the activities mentioned in the CSR Policy and monitor the CSR Policy.

(i) Meetings and attendance during the year

Name	Position	Number of meetings during the year 2019-20	
		Held	Attended
Mr. Nipam Shah	Chairman	5	4
Mr. Shailesh Desai	Member	5	5
Mr. Ambar Patel	Member	5	5

During the year, the CSR Committee met Five times on 27th April, 2019, 10th August, 2019, 9th November, 2019, 31st January, 2020 and on 17th March, 2020. Necessary quorum was present for the meetings.

The CSR Report for the year ended March 31, 2020 is attached as an Annexure to the Board's Report.

(E) INFORMATION RELATING TO GENERAL BODY MEETINGS:

a. Annual General Meeting

Financial Year	Date	Time	Venue
2018-2019	26th August, 2019	04.00 p.m	778/6, Pramukh Industrial Estate, Sola – Santej Road, Village: Rakanpur, Tal. Kalol, Dist. Gandhinagar - 382 722, Gujarat, India
2017-2018	14th July, 2018	04.00 p.m	
2016-2017	23rd September, 2017	04.00 p.m	

b. Extra Ordinary General Meeting: No Extra - Ordinary General Meeting of the members was held during the year 2019-20.

i) Postal Ballot: No Special Resolution was passed through Postal Ballot during the year 2019-20.

ii) The following Special Resolutions were passed in last three Annual General Meetings:

Date of Meeting	Resolutions
26th August, 2019	- Re-appointment of Mr. Shailesh Desai as an Independent Director - Re-appointment of Mr. Jainand Vyas as an Independent Director
14th July, 2018	- Re-appointment of Mr. Ambar Patel as Managing Director
23rd September, 2017	- Approval of Borrowing/Financial Assistance under Section 180(1) (c) if the Companies Act, 2013 - Approval for creation of Mortgage/ Charge for Borrowing/Financial Assistance availed under Section 180 (1) (a) of the Companies Act, 2013 - Adoption of new sets of Articles of Association

c. MEANS OF COMMUNICATION:

i.	Quarterly results :	:	The quarterly, half yearly and annual results of the Company are published in leading newspapers in India
ii.	Newspapers wherein results are normally published	:	"Indian Express" in English "Financial Express" in local language, i.e. Gujarati editions
iii.	Website, where displayed :	:	https://www.shilpgravures.com
iv.	Displays official news releases :	:	Yes
v.	The presentations made to institutional investors or to the analysts	:	No

d. GENERAL SHAREHOLDER INFORMATION:

1.	Annual General Meeting:	Saturday, 26th September, 2020, at 04.00 p.m. The Company is conducting meeting through VC / OAVM pursuant to the MCA Circular dated May 5,2020 and SEBI Circular dated May 12, 2020, hence there is no requirement to have a venue for the AGM. For details please refer to the Notice of this AGM.
2.	Financial Year:	2019 – 2020
	Book Closure:	As mentioned in the Notice of this AGM
3.	Dividend Payment Date:	Not applicable
4.	Listing on Stock Exchanges:	BSE Limited (BSE) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001
5.	Stock Code/ Symbol:	Stock Code – 513709, Stock Symbol - SHILGRAVQ, ISIN - INE960A01017

6.	Registrar and Share Transfer Agent:	M/s. Link Intime (India) Private Limited 5th Floor, 506 to 508, Amarnath Business Centre - 1 (ABC -1), Beside Gala Business Centre, Nr. St. Xavier's College Corner, Off C.G. Road, Navrangpura, Ahmedabad -380009 Email: ahmedabad@linkintime.co.in Website:https://www.linkintime.co.in
7.	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.
8.	Outstanding GDRs/ADRs/Warrants or any Convertible Instruments, conversion date and likely impact on equity:	Not applicable
9.	Commodity price risk or foreign exchange risk and hedging activities:	Not applicable
10.	Plant Location	Shilp Gravures Limited Factory & Registered Office: Shilp Gravures Limited 778/6, Pramukh Industrial Estate, Sola – Santej Road, Village Rakanpur, Taluka Kalol, Dist. Gandhinagar - 382 722, Gujarat, India.
11.	Address of Correspondence:	Shilp Gravures Limited 778/6 Pramukh Industrial Estate, Sola – Santej Road, Village Rakanpur, Tal. Kalol, Dist. Gandhinagar – 382 722, Gujarat, India, Tel. No.: +91 2764 286323, Fax No. : +91 2764 286335 E-mail address for Investor Services: purvipatel@shilpgravures.com Website: https://www.shilpgravures.com
12.	In case the securities are suspended from trading, the directors report shall explain the reason thereof	Not applicable
13.	Market price data – high, low during each month in last financial year:	Please see Annexure 'A'
14.	Share Performance of the Company in comparison to BSE Sensex:	Please see Annexure 'B'
15.	Distribution of shareholding as on March 31, 2020:	Please see Annexure 'C'
16.	Dematerialization of Shares and Liquidity:	As on 31st March, 2020, 59,48,400 shares (96.72%) are held in dematerialized
17.	List of Credit Rating obtained by the entity during financial year	The Company has not obtained any credit rating during financial year

4. OTHER DISCLOSURES:

i. During the financial year ended March 31, 2020, the Company had no materially significant related party transaction, which is considered to have potential conflict with the interests of the Company at large. Transactions with related parties are disclosed in Note No. 43 to the Annual Financial Statements.

ii. The equity shares of the Company are listed on BSE Limited, Mumbai and the Company has complied with all the applicable Regulations of capital markets and no penalties or strictures have been imposed on the Company by the Stock Exchange, SEBI or any other statutory authority, on any matter relating to the capital markets, during the last three years.

iii. The Company promotes ethical behaviour in all its business activities and has put in place a mechanism for reporting illegal or unethical behaviour. The Company has a vigil mechanism and Whistle Blower Policy under which the employees are free to report violations of applicable laws and regulations and the Code of Conduct. The reportable matters may be disclosed to the Audit Committee. Employees may also report to the Chairman of the Audit Committee. It is affirmed that no person has been denied access to the Audit Committee. The Whistle Blower Policy is placed on the website of the Company https://www.shilpgravures.com/investorrelations/policies.

iv. The policy for determining material subsidiary available on the website of the Company https://www.shilpgravures.com/investorrelations/policies.

v. The police for dealing with related party transaction available on the website of the Company https://www.shilpgravures.com/investorrelations/policies.

vi. The Company is not carrying on any Commodity Business and has also not undertaken any hedging activities, hence same are not applicable to the Company.

vii. The Company has not raised any funds through preferential allotment or qualified institution placement during the financial year ended March 31, 2020.

viii. A certificate from a Company Secretary in Practice stating that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of Company by SEBI or Ministry of Corporate Affairs or any such statutory authority is enclosed to Corporate Governance Report.

ix. There has been no such incidence where the board has not accepted any recommendation of any committee of the board during the year under review.

x. Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor given in Note No. 36 of financial Statement.

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

Sr.	Particulars	No.
1	Number of complaints on Sexual harassment received during the year	NIL
2	Number of Complaints disposed off during the year	NA
3	Number of cases pending as on end of the Financial Year	NA

xii. Transfer of unclaimed / unpaid amounts to the Investor Education and Protection Fund:

Pursuant to Sections 124 and 125 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), dividend, if not claimed for a period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF").

Further, all the shares in respect of which dividend has remained unclaimed for seven consecutive years or more from the date of transfer to unpaid dividend account shall also be transferred to IEPF Authority. In the interest of the shareholders, the Company sends periodical reminders to the shareholders to claim their dividends in order to avoid transfer of dividends /shares to IEPF Authority. Notices in this regard are also published in the newspapers and the details of unclaimed dividends and shareholders whose shares are liable to be transferred to the IEPF Authority, are uploaded on the Company's website (https://www.shilpgravures.com)

xiii. The Company has one (1) wholly owned non material subsidiary company. The Subsidiary's Financial statements, in particular investments made by unlisted subsidiary, if any, are reviewed quarterly by the Audit Committee, Minutes of subsidiary are placed before the Board regularly and a statement of significant transactions and arrangements, if any, entered into by the Company's subsidiary is presented to the Board at its meetings.

5. The Company has complied with the requirements of Schedule V Corporate Governance Report sub paras (2) to (10) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

6. Details of compliance with mandatory requirements and adoption of Discretionary Requirements.

(a) The Board - The Company does not have regular Chairperson.

(b) Shareholder Rights- Half-yearly and other quarterly financial statements are published in newspapers and uploaded on Company's website www.shilpgravurs.com

(c) Modified opinion(s) in audit report - The Company has a regime of un-qualified financial statements. Auditors have raised no qualification on the financial statements

(e) Reporting of Internal Auditor- The Internal Auditor of the Company reports to the Audit Committee.

7. The Disclosures of the compliance with Corporate Governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 are as follows:

Regulation No.	Particulars	Compliance Status(Yes / No / NA)
17	Board of Directors	Yes
18	Audit Committee	Yes
19	Nomination and Remuneration Committee	Yes
20	Stakeholders Relationship Committee	Yes
21	Risk Management Committee	NA
22	Vigil Mechanism	Yes

23	Related Party Transactions	Yes
24	Corporate Governance requirements with respect to subsidiary of the Company	Yes
25	Obligations with respect to Independent Directors	Yes
26	Obligations with respect to Directors and Senior Management	Yes
27	Other Corporate Governance requirements	Yes
46(2)(b) to (i)	Website	Yes

8. CEO and CFO Certification

The Chief Executive Office and Chief Financial Officer of the Company have certified to the Board of Directors, inter alia, the accuracy of financial statements and adequacy of internal controls for the financial reporting as required under Regulation 17(8) of the Listing Regulations for the year ended 31st March, 2020 is enclosed to Corporate Governance Report.

9. Declaration signed by Chief Executive Officer stating that members of the Board of directors and senior management personnel have affirmed with the compliance with code of conduct of board of directors and senior management is enclosed to corporate governance report.

10. Compliance certificate from statutory auditors regarding compliance of condition of corporate governance is enclosed to corporate governance report.

ANNEXURE – A

Market price data of the Company's shares traded on BSE Limited (BSE) during the financial year 2019-20

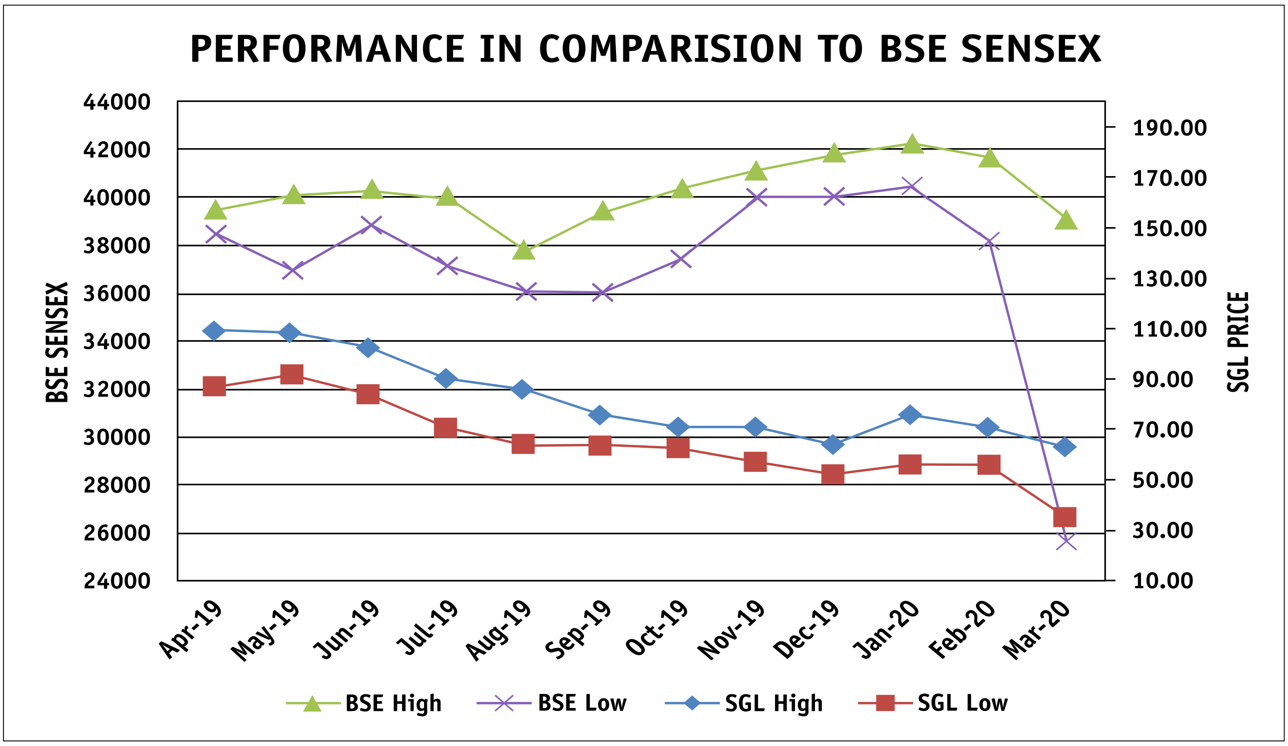
Month - Year	High Price	Low Price
April - 2019	108.90	86.50
May - 2019	107.90	91.00
June - 2019	102.15	83.25
July - 2019	89.50	70.00
August - 2019	85.00	63.05
September - 2019	75.00	63.10
October - 2019	70.00	61.70
November - 2019	70.00	56.20
December - 2019	63.00	51.10
January - 2020	74.95	55.05
February - 2020	69.85	55.00
March - 2020	62.00	34.00

ANNEXURE – B

Share Performance of the Company in comparison to BSE Sensex:

Monthly High and Low (based on daily closing prices) of the Company's Equity shares traded at BSE Limited and its performance in comparison to BSE SENSEX for the financial year ended 31st March, 2020 is given below:

Month	SGL (High)	SGL (Low)	BSE (High)	BSE (Low)
April - 2019	108.90	86.50	39487.45	38460.25
May - 2019	107.90	91.00	40124.96	36956.10
June - 2019	102.15	83.25	40312.07	38870.96
July - 2019	89.50	70.00	40032.41	37128.26
August - 2019	85.00	63.05	37807.55	36102.35
September - 2019	75.00	63.10	39441.12	35987.80
October - 2019	70.00	61.70	40392.22	37415.83
November - 2019	70.00	56.20	41163.79	40014.23
December - 2019	63.00	51.10	41809.96	40135.37
January - 2020	74.95	55.05	42273.87	40476.55
February - 2020	69.85	55.00	41709.30	38219.97
March - 2020	62.00	34.00	39083.17	25638.90



ANNEXURE – C

The distribution of shareholdings as on 31st March, 2020:

Sr.	Shares Range	Number of Shareholders	% of Total Shareholders	Shares	% of Total Share Capital
1	1-500	4652	88.19	600566	9.77
2	501-1000	277	5.25	230394	3.75
3	1001-2000	147	2.79	216161	3.51
4	2001-3000	61	1.16	152213	2.48
5	3001-4000	24	0.46	84814	1.38
6	4001-5000	23	0.44	107792	1.75
7	5001-10000	37	0.70	263814	4.29
8	10001-above	54	1.02	4494046	73.08
Total		5275	100	6149800	100

Shareholding pattern as on 31st March, 2020:

Category	No. of Shares	(%) of total capital
Indian Promoters	1968242	32.00
Foreign Promoters	1770440	28.79
Central Govt.(IEPF)	64955	1.06
Financial Institutions/Banks	0	0.00
Body Corporate	106375	1.73
Indian Public	1899568	30.89
NRI (Repatriable)	213342	3.47
NRI (Non-Repatriable)	12756	0.21
Director(s) & their Relatives	48753	0.79
Others (Trust, HUF and Clearing members)	65369	1.06
Grand Total	6149800	100.00

Certificate under Schedule V(C)(10)(i) of SEBI (Listing Obligations and Disclosure Requirements), 2015

To,
The Board of Directors
Shilp Gravures Limited

We, Mr. Roshan Shah, Chief Executive Officer and Mr. Amit Agrawal, Chief Financial Officer of the Company, hereby certify that:

a) We have reviewed the Financial Statements and the Cash Flow Statement for the year 2019-2020 and that to the best of our knowledge and belief:
   (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
   (ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable Laws and Regulations.

b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of Company's Code of Conduct.

c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we 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 indicated to the Auditors and the Audit Committee:
   (i) Significant changes in internal control over financial reporting during the year;
   (ii) Significant changes in Accounting Policies during the year and that the same have been disclosed in the notes to the financial statements; and
   (iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For Shilp Gravures Ltd.
Sd/-

Mr. Roshan Shah
Chief Executive Officer

Place: Rakanpur
Date: June 20, 2020

For Shilp Gravures Ltd.
Sd/-

Mr. Amit Agrawal
Chief Financial Officer

Place: Rakanpur
Date: June 20, 2020

INDEPENDENT AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of
SHILP GRAVURES LIMITED

We have examined the compliance of conditions of corporate governance by **SHILP GRAVURES LIMITED** ('the Company') for the year ended on 31st March, 2020, as stipulated in Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2), and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

Management's Responsibility

The compliance of conditions of corporate governance is the responsibility of the management. This responsibility includes the designing, implementing and maintaining operating effectiveness of internal control to ensure compliance with the conditions of corporate governance as stipulated in the Listing Regulations.

Auditor's Responsibility

Pursuant to the requirements of the Listing Regulations, our responsibility is to express a reasonable assurance in the form of an opinion as to whether the Company has complied with the conditions of corporate governance as stated in paragraph 2 above. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring the compliance with the conditions of corporate governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

We have examined the relevant records of the Company in accordance with the applicable Generally Accepted Auditing Standards in India, the Guidance Note on Certification of Corporate Governance issued by the Institute of Chartered Accountants of India ('ICAI'), and Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

Based on the procedures performed by us and to the best of our information and according to the explanations provided to us, in our opinion, the Company has complied, in all material respects, with the conditions of corporate governance as stipulated in the Listing Regulations during the year ended 31st March 2020.

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

Restriction on use

This certificate is issued solely for the purpose of complying with the aforesaid regulations and may not be suitable for any other purpose.

For SHAH & SHAH ASSOCIATES
Chartered Accountants
(FRN: 113742W)

SUNIL K. DAVE
PARTNER
(Membership No. 047236)
UDIN : 20047236AAAAEG6650

Place: Ahmedabad
Date: June 20, 2020

DECLARATION BY CHIEF EXECUTIVE OFFICER

As provided under Schedule-V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors and the Senior Management Personnel have confirmed compliance with the Code of Conduct and Ethics for the financial year ended March 31, 2020.

Mr. Roshan Shah
Chief Executive Officer

Place: Rakanpur
Date: June 20, 2020

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

[Pursuant to clause (i) of Point (10) of Para C of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members of,
Shilp Gravures Limited 778/6, Pramukh Industrial Estate,
Sola-Santej Road, Village: Rakanpur, Taluka: Kalol,
Gandhinagar -382722 Gujarat, India.

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Shilp Gravures Limied having CIN L27100GJ1993PLC020552 and having registered office at Registered Office - 778/6, Pramukh Industrial Estate, Sola Santej Road, Village-Rakanpur, Ta-Kalol, Dist. Gandhinagar, 382722. (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 our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & 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.	Name	DIN	Date of Appointment in the Company
1.	Mr. Ambar Patel	00050042	29-10-1993
2.	Mr. Shailesh C. Desai	00169595	02-12-2003
3.	Mr. Jainand Vyas	02656340	08-08-2009
4.	Mr. Nipam Shah	00093697	23-09-2015
5.	Mrs. Monica Kanuga	06919996	26-07-2014
6.	Mr. Kirit Patel	00380319	04-08-2018
7.	Dr. Baldev Patel	00107161	31-01-2020
8.	Mr. Padmin Buch	03411816	31-01-2020

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

The relevant records have been examined during the period of national lockdown on account of the COVID-19 pandemic. Hence the relevant records were accessed through or received by electronic mode and physical records were not inspected. However, necessary confirmation for the authenticity of the records received has been provided by the Company.

Place : Ahmedabad
Date : June 20, 2020

Signature :
Name of PCS : Monica Kanuga
FCS No. : 3868
C P No. : 2125
UDIN : F003868B000359608

MANAGEMENT DISCUSSION & ANALYSIS REPORT

ECONOMY OVERVIEW:

The Reserve Bank of India (RBI) trimmed India's growth forecast for FY21 as the coronavirus pandemic has disrupted economic activities. "The GDP growth in 2020-21 is expected to remain in the negative territory with some pick up in second half. The economic activity in India was severely impacted by the nationwide lockdown in the last two months. The biggest blow to the economy has come from the slump in private consumption. Consumer durables production has reduced 33% in the March. Service sector has contracted - passenger and commercial vehicle sales, domestic air passenger traffic and foreign tourist arrivals have slumped in March. However, agri sector remained the ray of hope. (source RBI)

The RBI estimates that apart from resilient sectors such as agriculture and allied activities, other sectors of the economy will be affected adversely by the pandemic, depending upon its intensity, spread, and duration. In view of the uncertainties surrounding the direction this crisis and its resultant disruption take, only modest upside is expected from monetary, fiscal, and policy initiatives that are being taken in response at present. The IMF projects India's GDP growth at 1.9% for 2020, and a stronger growth of 7.4% in 2021.

The Indian Government has announced bold economic stimulus measures to combat the sharp slowdown caused by the lockdowns. It is expected that the various measures aimed at helping the MSME sector out of the morass of liquidity problems and lack of credit will help reinvigorate their economic activity. Similarly, various measures targeted at various economic segments are designed to address some long existing issues, such as labour reforms, to improve the investment climate and attract more investments from overseas, as the world tries to diversify its manufacturing base.

In the short term, significant monetary and liquidity measures taken by the RBI, and fiscal measures taken by the Government are expected to mitigate the adverse impact of COVID-19 on domestic demand, and help spur economic activity once normalcy is restored.

INDUSTRY STRUCTURE AND DEVELOPMENT

PACKAGING INDUSTRY:

The Packaging Industry in India is segmented by End-user Industry (Food, Beverage, Healthcare, Cosmetics, Personal Care, and Household Care, Industrial) and Material Type (Paper, Plastic, Glass, Metal). The India Packaging Market was valued at USD 50500 Million in 2019, and it is expected to reach USD 204810 Million by 2025, registering a CAGR of 26.7% during the period of 2020-2025.

The rapid growth of the market is primarily driven by the pharmaceuticals and foods and beverages industries. Huge investments in the food processing, personal care, and pharmaceuticals end-user industries are creating scope for expansion of the packaging market. According to a recent data released by the Associated Chambers of Commerce and Industry of India, the market size for organized packaged food is expected to reach INR 780 million, in 2020.

The rise of the Indian middle class, rapid expansion of organized retail, growth of exports, and India's rising e-commerce sector are further facilitating growth. According to the Indian Institute of Packaging (IIP), the packaging consumption in India has increased 200% in the past decade.

GRAVURE INDUSTRY:

Gravure is an advanced, high-tech printing process operating the fastest and widest printing presses in the world, and is was the first printing process to employ a totally digital environment. The gravure printing process holds a prominent place in the printing industry with its efficient, long run, highspeed and consistently high-quality printing method and is well aligned with its simplicity as well as the negative impact the process has on the environment. Growth towards environmental sustainability is a powerful move for the gravure industry and it must take a further step in to sustainable practice and and procedure.

Gravure is used for labels, cartons, packaging, gift-wrap, wall and floor coverings, and a variety of precision coating applications. In the face of uncertain economic times, the gravure market is striving to maintain margins and market share while focusing on technological advances to drive growth.

Your Company serves complete cross-section of the gravure industry such as: Flexible Packaging, Anilox Rollers, PVC Flooring, Decorative Laminates, Specialty Coatings, Artificial Leather, Gift Wrapper, Security printing and Transfer printing etc. India has an advantage of large volume consumption of consumer products and therefore gravure is the most preferred technology to handle such volumes due to economy of scale, availability of skilled manpower and high quality printing.

FUTURE OUTLOOK:

A Flexible packaging has been the prime-mover of the packaging industry. Owing to developments across consumer and industrial markets that use polymeric films, improvements in manufacturing practices, and continued technological innovations, the packaging market has been able to continually grow and evolve. As a result of the various features that come along with flexible packaging right from the ease of handling, storage, to being cost efficient, flexible packaging has carved a strong position for itself on the global turf.

The demand for flexible packaging has increased at a rapid rate, as it can be used for various purposes. Moreover, with advancements in packaging material and packaging technologies the demand in the flexible packaging has also grown at a significant rate. The demand for flexible packaging is also seen in various industries such as food and beverages, consumer goods, pharmaceuticals, and many others. Thus, the growing use of flexible packaging in different industries is projected to boost the demand for flexible packaging and expand the flexible packaging market.

The packaging industry in India is predicted to grow at 18% annually, with flexible packaging growing at 25% and rigid packaging at 15%. Packaging Gateway dives into this billion-dollar market to investigate the future of packaging industry in India. Packaging is the fifth largest sector in India's economy and is one of the highest growth sectors in the country. According to the Packaging Industry Association of India (PIAI), the sector is growing at 22% to 25% per annum.

In recent years, India has seen sustainable packaging growth due to the increase of packaged food consumption and awareness, and demand for quality products. Consumer awareness surrounding packaged food, specifically packaged food deliveries, has heightened. With benefits such as functional convenience in handling & transportation, cost effectiveness and brand protection from counterfeiting, flexible packaging industry worldwide is led by a strong growth.

Your company continues to cater the Indian Packaging Industry with its dedicated endeavors which in turn stimulates the growth of the Company in the future. Your company has been investing in training the manpower and upgrading the technology from time to time to keep the pace with the changing trends.

THREATS, RISKS AND CONCERNS:

The presence of large number of players in the market and entry of new entrants in the flexible packaging market is projected to intensify the market competition. The market competition is seen on the basis of price, quality, services, and innovation. The leading players in the market putting efforts by introducing innovative and bio-based packaging materials.

Moreover, the environmental norms and regulations are getting restrict day by day, which is also hindering the growth of flexible packaging market at the global level. To prevent themselves from being flagged by various stakeholders, flexible packaging companies have to account for designs that address environmental issues, end-of-life disposal, and reduction of greenhouse gas and water footprints. This could prove to be a costly process. Flexible packaging companies not only have the pressure to innovate in their offerings but at the same time must also ensure that their products are designed to protect the packaged contents from the external environment. Choosing a packaging material that can survive factors such as sunlight, UV rays, high and low temperature, humidity, moisture, and rain is a herculean task. Also, the environmental conditions vary from region to region. Hence, to design and implement a packaging material that meets all these parameters is most likely to put flexible packaging companies in a big dilemma.

SEGMENT WISE PERFORMANCE:

As on March 31, 2020, the Company has only two reportable segments, that of i) manufacture of engraved copper rollers and ii) energy generation through wind mill. The segment revenue, results, assets, and liabilities include the respective amounts identifiable to each of the segment and amount allocated to it. The figurative parameter in detail is provided in Note no. 44 (Segment Reporting) in the Note to Financial Statements.

FINANCIAL PERFORMANCE:

An overview of the financial performance is given in the Board's Report. The Audit Committee constituted by the Board of Directors periodically reviews the financial performance and reporting systems.

KEY FINANCIAL HIGHLIGHTS:

(Rs. in Lacs)

Particulars	Standalone		Consolidated	
	2019-20	2018-19	2019-20	*2018-19
Revenue from operation	6587.00	7413.16	7064.59	-
EBITDA	973.35	1713.58	974.07	-
Profit after Tax (PAT)	113.45	771.42	86.87	-
Basic/Diluted Earnings per share	1.84	12.54	1.41	-

**Note - As with effect from 9th August, 2019, M/s Etone India Priviate Limited, Howrah, West Bengal (herein after referred to as "Etone"), acquired by the Company, the disclosures of previous period/year data does not applicable.*

KEY FINANCIAL RATIOS (Standalone basis) :

Ratios	2019-2020	2018-19
Debtors Turnover	71.05(days)	67.62(days)
Inventory Turnover	80.18(days)	70.83(days)
Interest Coverage Ratio	0.96	6.54
Current Ratio	1.94	2.82
Debt Equity Ration	0.44	0.40
Operating Profit Margin	5.84%	13.87%
Net Profit Margin	1.66%	10.23%
Return on Net worth	1.73%	11.79%

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has laid down internal financial controls. The policies and procedures adopted by the Company ensure orderly and efficient conduct of its business, safe- guarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records and timely preparation of reliable information.

Your Company have an Audit Committee and has met four times in the year. Audit Committee ensures proper compliance with the provisions of the Listing Regulations, Companies Act, reviews the adequacy and effectiveness of the internal control environment and monitors implementation of internal audit recommendations. Besides the above, Audit Committee is actively engaged in overseeing financial disclosures. The recommendations of the Internal Auditors and the Audit Committee are followed up effectively for implementation.

HUMAN RESOURCES / INDUSTRY RELATIONS:

Shilp employs more than 450 employees directly and indirectly. It believes that the quality of these employees is the key to its success and is committed to providing necessary human resource development and training opportunities to equip employees with additional skills to enable them to adapt to contemporary technological advancement and evolving workplace requirements. The focus of any industry is usually on its men and machinery and if these are looked after well then any business is sure to succeed. We took up extensive in-house on the job training for various category of employees and fresh recruits. This year in addition to having annual health check-up we also informally educated our employees on TB. Your Company's Human Resource agenda makes the "EMPLOYEES" its focal point and hence their well-being, skill up gradation and livelihood has been the most targeted area.

Besides the extensive in-house trainings and seminars our employees got an opportunity to meet with their families through our annual Garba Night. The Garba night was also a platform for kids of employees to show their dance talent which was appreciated through various prize categories. Upgrading of skills was another focus and this year saw many employees at shop-floor get multi skilled.

Through our annual health check-up we could reach out to employees who had been diabetic or hypertensive or suffering from other ailments and through continuous monitoring and counseling they were brought into regular parameters. Your Company' agenda to build a performance driven culture aiming at constant growth has been a priority throughout and to sustain continual high performance standards and growth it is the focus on the work culture and good management practices that bring in the desired results. All these factors have attributed in making the human resource at the Company a culturally diverse yet one of the best functional teams at work.

CAUTIONARY STATEMENT:

Statements in the Management Discussion & Analysis Report describing the Company's objectives, projections, expectations, opinion and predictions may please be considered as "forward looking statements" only. Actual results may differ materially from those expressed or implied. Important factors that could influence the Company's operations should be viewed in light of changes in market conditions, domestic demand and supply conditions, prices of raw materials, economic developments in the country, changes in the government regulations, tax laws and other statutes and such other incidental factors which are material to the business operation of the Company.

On the behalf of the Board of Directors of
Shilp Gravures Limited

	Ambar Patel	**Shailesh Desai**
	(Managing Director)	**(Director)**
Place: Rakanpur	(DIN: 00050042)	(DIN: 00169595)
Date : June 20, 2020		

INDEPENDENT AUDITOR'S REPORT

To
The Members of
SHILP GRAVURES LIMITED

Report on the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone financial statements of **SHILP GRAVURES LIMITED** (''the Company"), which comprise the balance sheet as at March 31, 2020, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the Standalone financial statements, including a summary of significant accounting policies and other explanatory information (Collectively referred to as 'Standalone financial statements').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, and its profit (including other comprehensive income), 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.

Key Audit Matters

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

We have determined that there are no 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 annual report, but does not include the Standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the 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, 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.

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

In preparing the standalone financial statements, the Board of Directors 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 the board of Directors 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 Standards on Auditing ('SAs'), we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the 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 Standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 (''the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As requited by Section 143(3) of the Act, we report that:
   a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   c. The Balance Sheet, the Statement of Profit and Loss, the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
   d. In our opinion, the aforesaid Standalone financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act read with Companies (Indian Accounting Standard) Rules 2016.
   e. On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 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 B".
   g. With respect to the other matters to be included in the Auditor's report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion, the managerial remuneration for the year ended March 31, 2020 has been paid/ provided by the Company to its directors in accordance with the provisions of Section 197 read with Schedule V to the Act;
   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 does not have any pending litigations which would impact its financial position.
      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 amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For SHAH & SHAH ASSOCIATES
Chartered Accountants
(FRN: 113742W)

SUNIL K.DAVE
PARTNER
Membership Number: 047236

Place : Ahmedabad
Date: June 20, 2020

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

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

Report of even date on Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act

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

(b) The Property, Plant and Equipment were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the Property, Plant and Equipment at reasonable intervals. According to the information and explanation 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 we report that, Immovable properties of land & buildings whose title deeds have been pledged as security for Borrowings are held in the name of the Company as at the balance sheet date.

(ii) As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals and no material discrepancies were noticed on physical verification.

(iii) According to information and explanations given to us, the company has given loan to a subsidiary company covered in the registers maintained under section 189 of the Companies Act, 2013. In our opinion, the terms and conditions on which loan has been granted to a subsidiary company listed in the registers maintained under section 189 of the Companies Act,2013 are not prejudicial to the interest of the company. The party has repaid the principal amount as stipulated and has been regular in the payment of interest. There is no overdue amount of loan granted to a company listed in the registers maintained under section 189 of the Companies Act, 2013.

(iv) In our opinion and according to the information and explanations given to us, the Company has not granted any loans or provided guarantee to directors/to a company in which a director is interested, to which the provisions of section 185 of the Companies Act, 2013 apply and hence not commented upon. Further, the Company has complied with the provisions of section 186 of the Companies Act, 2013 in respect of grant of loan, making investments and providing guarantees and securities, as applicable.

(v) According to the information and explanations given to us, the Company has not accepted any deposits from the public to which directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2014, as amended, would apply. Hence reporting under clause (v) of the Order is not applicable.

(vi) The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014 as amended prescribed by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

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

(a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, Goods & Service Tax, Cess and other material statutory dues applicable to it to the appropriate authorities.

(b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, Goods & Service Tax, cess and other material statutory dues in arrears as at 31st March, 2020 for a period of more than six months from the date they became payable.

(c) The details of Income-tax which have not been deposited as on 31st March, 2020 on account of disputes are given below:

Details of dues Name of Statute	Nature of Dues	Forum where Dispute is Pending	Period to which the Amount Relates	Amount Involved and Unpaid (Rs. In Lacs)
The Income Tax Act, 1961	Income Tax	Commissioner Income Tax (Appeals)	Asst. Year: 2017-18	71.48
Finance Act, 1994	Denial of Service tax credit	Commissioner Appeals of Custom, Excise & Service Tax.	Financial Year : 2012-13 to 2016-17	6.29

(d) There are no dues of duty of excise, service tax, and value added tax, Goods and Service Tax and customs duty that have not been deposited as at 31st March, 2020 on account of disputes.

(viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions and banks. The Company has not issued any debentures and has not taken any loans from the government.

(ix) In our opinion and according to the information and explanation given to us, the company has utilised the term loan for the purpose for which it was raised.

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

(xi) In our opinion and according to the information and explanations given to us, the Company has paid managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 188 and 177 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 etc. as required by the applicable accounting standards.

(xiv) During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of the Order is not applicable.

(xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with him and hence provisions of section 192 of the Companies Act, 2013 are not applicable.

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For SHAH & SHAH ASSOCIATES
Chartered Accountants
(FRN: 113742W)

SUNIL K.DAVE
PARTNER
Membership Number: 047236

Place : Ahmedabad
Date: June 20, 2020

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

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

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

We have audited the internal financial controls over financial reporting of **SHILP GRAVURES LIMITED** ("the Company") as of March 31, 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls 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 standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of 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.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, 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 criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For SHAH & SHAH ASSOCIATES
Chartered Accountants
(FRN: 113742W)

SUNIL K.DAVE
PARTNER
Membership Number: 047236

Place : Ahmedabad
Date: June 20, 2020
UDIN : 20047236AAAAEG6650

STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2020

(₹ in Lacs)

PARTICULARS	NOTES	AS AT 31ST MARCH, 2020	AS AT 31ST MARCH, 2019
ASSETS			
Non - Current Assets			
(a) Property, Plant and Equipment	4	4,237.34	4,261.05
(b) Capital work-in-progress	5	55.59	27.93
(c) Right-of-use asset	6	59.89	-
(d) Financial Assets			
(i) Investment	7	448.48	-
(ii) Loans	8	445.00	-
(iii) Other Assets	9	75.96	72.90
(e) Income Tax Assets (net)	10	211.77	159.70
(f) Other Assets	11	29.34	10.47
Total Non - Current Assets		**5,563.37**	**4,532.05**
Current Assets			
(a) Inventories	12	823.68	799.39
(b) Financial Assets			
(i) Investments	13	1,092.78	1,974.55
(ii) Trade Receivables	14	1,472.69	1,588.79
(iii) Cash and Cash Equivalents	15	40.46	50.89
(iv) Other Balances with bank	15	15.40	15.43
(v) Other Assets	16	11.54	3.07
(c) Other Assets	17	63.52	27.54
Total Current Assets		**3,520.07**	**4,459.66**
TOTAL ASSETS		**9,083.44**	**8,991.71**
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share Capital	18	614.98	614.98
(b) Other Equity	19	5,701.68	5,814.52
TOTAL EQUITY		**6,316.66**	**6,429.50**
LIABILITIES			
Non - Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	20	540.28	651.88
(ii) Lease Liabilities	21	59.48	-
(b) Employee benifit obligations	22	55.17	53.44
(c) Deferred Tax Liabilities (Net)	23	300.36	273.34
Total Non - Current Liabilities		**955.29**	**978.66**
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	24	641.69	427.86
(ii) Trade Payables			
(iia) Total outstanding due of Micro and small enterprises	25	44.71	71.23
(iib) Total outstanding due of creditors other than Micro and small enterprises	25	694.58	674.26
(iii) Lease Liabilities	26	4.16	-
(iv) Other Liabilities	27	353.54	351.00
(b) Employee benifit obligations	28	31.74	28.56
(c) Other Liabilities	29	41.07	30.64
Total Current Liabilities		**1,811.49**	**1,583.55**
TOTAL EQUITY AND LIABILITIES		**9,083.44**	**8,991.71**
See accompanying notes forming part of the financial statements			

In terms of our report attached

For and on behalf of the Board of Directors of Shilp Gravures Limited

For Shah & Shah Associates
Chartered Accountants
Firm Regd. No. (FRN: 113742W)

Sunil K.dave
Partner
Membership No. 047236

Place : Ahmedabad
Date : 20th June, 2020

Ambar J. Patel
Managing Director (DIN No. - 00050042)

Shailesh C Desai
Director (DIN No. - 00169595)

Amit Agrawal
Chief Financial Officer

Roshan Shah
Chief Executive Officer

Bharat Patel
Company Secretary

Place : Rakanpur
Date : 20th June, 2020

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2020

(₹ in Lacs)

	PARTICULARS	NOTE	YEAR ENDED 31st MARCH, 2020	YEAR ENDED 31st MARCH, 2019
I	Revenue from Operations	30	6,587.00	7,413.16
II	Other Income	31	141.34	215.90
III	**TOTAL REVENUE (I+II)**		**6,728.34**	**7,629.06**
IV	**EXPENSES**			
	Cost of raw materials consumed	32	1,716.49	2,010.95
	Changes in inventories of finished goods and work in progress	33	(28.33)	15.86
	Employee benefits expense	34	2,232.41	2,329.90
	Finance costs	35	130.17	120.41
	Depreciation and amortisation expense	4	588.64	685.68
	Other expenses	36	1,834.42	1,558.77
	TOTAL EXPENSES (IV)		**6,473.80**	**6,721.57**
V	**Profit Before Tax (III-IV)**		**254.54**	**907.49**
VI	**Tax Expenses**			
	(1) Current tax	37	112.58	236.72
	(2) (Excess) / Short provision for tax relating to prior years		-	(23.78)
	(3) Deferred tax		28.51	(76.87)
			141.09	**136.07**
VII	**Profit for the year (V-VI)**		**113.45**	**771.42**
VIII	**Other Comprehensive Income:**			
	Items that will not be reclassified to Statement of Profit or Loss			
	Remeasurement of defined employee benefits plan		(5.37)	(18.56)
	Income Tax Expenses on Remeasurement of defined benefits plan		1.49	5.16
IX	**Total Other Comprehensive Income**		**(3.88)**	**(13.40)**
X	**Total Comprehensive Income for the year (VII+IX)**		**109.57**	**758.02**
	Earnings per equity share (Face value of Rs. 10 each)			
	Basic & Diluted (in Rs.)	38	1.84	12.54

See accompanying notes forming part of the financial statements

In terms of our report attached

For Shah & Shah Associates
Chartered Accountants
Firm Regd. No. (FRN: 113742W)

Sunil K.dave
Partner
Membership No. 047236

Place : Ahmedabad
Date : 20th June, 2020

For and on behalf of the Board of Directors of Shilp Gravures Limited

Ambar J. Patel
Managing Director (DIN No. - 00050042)

Shailesh C Desai
Director (DIN No. - 00169595)

Amit Agrawal
Chief Financial Officer

Roshan Shah
Chief Executive Officer

Bharat Patel
Company Secretary

Place : Rakanpur
Date : 20th June, 2020

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2020

A. Equity Share Capital

PARTICULARS	No. Shares	Amount (Rs. in Lacs)
Balance as at 1st April, 2018	61,49,800	614.98
Changes in equity share capital during the year	-	-
Balance as at 31st March, 2019	61,49,800	614.98
Changes in equity share capital during the year	-	-
Balance as at 31st March, 2020	61,49,800	614.98

B. Other Equity

PARTICULARS	Reserves & Surplus			Total
	Capital Reserve	General Reserve	Retained Earnings	(Rs. in Lacs)
Balance as at 1st April, 2018	15.00	1,334.76	4,003.30	5,353.06
Profit for the year	-	-	771.42	771.42
Other comprehensive income (*) for the year	-	-	(13.40)	(13.40)
Total comprehensive income	15.00	1,334.76	4,761.32	6,111.08
Payment of Dividends	-	-	(246.00)	(246.00)
Tax on Dividend Paid	-	-	(50.56)	(50.56)
Transfer to General Reserve	-	25.00	(25.00)	-
Balance as at 31st March, 2019	15.00	1,359.76	4,439.76	5,814.52
Profit for the year	-	-	113.45	113.45
Other comprehensive income (*) for the year	-	-	(3.88)	(3.88)
Total comprehensive income	15.00	1,359.76	4,549.33	5,924.09
Payment of Dividends	-	-	(184.49)	(184.49)
Tax on Dividend Paid	-	-	(37.92)	(37.92)
Transfer to General Reserve	-	25.00	(25.00)	-
Balance as at 31st March, 2020	15.00	1,384.76	4,301.92	5,701.68

(*) Other comprehensive income for the year classified under retained earning is in respect of remeasurement of defined benefit plans (net of tax).

See accompanying notes forming part of the financial statements

In terms of our report attached

For Shah & Shah Associates
Chartered Accountants
Firm Regd. No. (FRN: 113742W)

Sunil K.dave
Partner
Membership No. 047236

Place : Ahmedabad
Date : 20th June, 2020

For and on behalf of the Board of Directors of Shilp Gravures Limited

Ambar J. Patel
Managing Director (DIN No. - 00050042)

Shailesh C Desai
Director (DIN No. - 00169595)

Amit Agrawal
Chief Financial Officer

Roshan Shah
Chief Executive Officer

Bharat Patel
Company Secretary

Place : Rakanpur
Date : 20th June, 2020

STATEMENT OF CASH FLOW FOR THE YEAR ENDED ON 31ST MARCH, 2020

(₹ in Lacs)

PARTICULARS	YEAR ENDED 31st MARCH, 2020	YEAR ENDED 31st MARCH, 2019
A. CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before tax	254.54	907.49
Adjustments for :		
Depreciation and amortisation expenses	588.64	685.68
Bad debts written off	4.98	2.84
Finance cost	130.17	120.41
Interest income from banks	(0.72)	(0.13)
Interest income on deposit and ICD	(23.15)	(2.92)
Net gain on sale of current investments	(102.62)	(109.73)
Net gain arising on Mutual Fund Investment measured at FVTPL	338.05	(23.62)
(Gain) / Loss on disposal of Property, Plant and Equipments (net)	(0.35)	34.53
Unrealised foreign exchange loss / (gain) (net)	2.88	1.48
Provision For Expected Credit Loss	8.75	3.89
	946.62	**712.43**
Operating profit/(loss) before working capital changes	1,201.17	1,619.92
Changes in Working Capital:		
Adjustments for increase / (decrease) in operating liabilities:		
Trade Payables	(6.19)	(53.52)
Non Current Provisions	(3.64)	(82.15)
Other Current Financial Liabilities	(47.36)	3.87
Current Provisions	3.18	(8.06)
Other Current Liabilities	10.43	(15.47)
Adjustments for (increase) / decrease in operating assets:		
Trade Receivables	99.92	(41.60)
Inventories	(24.29)	(134.32)
Other Non Current Financial Assets	(3.06)	(4.66)
Other Non Current Assets	(9.92)	(2.92)
Other Current Financial Assets	(8.47)	3.42
Other Current Assets	(35.98)	6.11
	(25.38)	(329.30)
Cash Generated from Operations	**1,175.79**	**1,290.62**
Net income tax paid	(164.65)	(266.01)
Net Cash generated from Operating Activities (A)	**1,011.14**	**1,024.61**
B. CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of Property, Plant and Equipments	(712.67)	(757.70)
Proceeds from disposal of Property, Plant and Equipments	16.58	121.06
Proceeds from disposal of investments	(505.77)	(1,052.63)
Purchase of investments	1,152.11	829.23
Investment in subsidiary	(448.48)	-
Inter corporate loan to subsidiary	(445.00)	-
Interest received from Bank	0.72	0.13
Interest income on deposit and ICD	23.15	2.92
Proceeds from bank Deposit	-	(10.18)
Net Cash used in Investing Activities (B)	**(919.36)**	**(867.17)**

STATEMENT OF CASH FLOW FOR THE YEAR ENDED ON 31ST MARCH, 2020 (contd...)

(₹ in Lacs)

PARTICULARS	YEAR ENDED 31st MARCH, 2020	YEAR ENDED 31st MARCH, 2019
C. CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from non current borrowings	49.62	450.13
Repayment of non current borrowings	(76.29)	(232.14)
Net (decrease) / increase in working capital borrowings	213.83	22.91
Interest Paid	(130.17)	(120.41)
Lease liabilities	63.64	-
Dividend Paid	(184.49)	(246.00)
Tax on Dividend Paid	(37.92)	(50.56)
Net Cash generated from Financing Activities (C)	**(101.78)**	**(176.07)**
Net decrease in Cash & Cash Equivalents (A+B+C)	**(10.00)**	**(18.63)**
Cash and Cash Equivalents at the beginning of the year	50.89	69.36
Effect of exchange rate changes on balance of foreign currency Cash and cash equivalents	(0.43)	0.16
Cash and Cash Equivalents at the end of the year	**40.46**	**50.89**
Reconciliation of Cash and cash equivalents with the Balance Sheet:		
Cash and cash equivalents as per Balance Sheet (Refer Note 15)	55.86	66.32
Less: Unpaid dividend Accounts	15.40	15.43
Net Cash and cash equivalents (as defined in Ind AS 7 Statements of Cash Flows) (included in Note 15)	**40.46**	**50.89**
Cash and cash equivalents at the end of the year comprises of		
(a) Cash on hand	5.38	5.20
(b) Cheques/Drafts on hand	10.51	16.79
(c) Balances with Banks		
(i) In Current Accounts	14.39	18.72
(ii) In Bank Accounts	10.18	10.18
	40.46	**50.89**

Note :

1 - The Cash Flow Statement has been prepared under the Indirect method as set out in Ind AS 7 on Cash Flow Statements notified under Section 133 of The Companies Act 2013, read together with Paragraph 7 of the Companies (Indian Accounting Standard) Rules 2015 (as ammended).

2 - Cash and cash equivalents includes Rs. 15.40 Lacs (P.Y. 15.43 Lacs) in earmarked account balances with banks which can be utilised only for the specific identified purposes.

See accompanying notes forming part of the financial statements

In terms of our report attached

For and on behalf of the Board of Directors of Shilp Gravures Limited

For Shah & Shah Associates
Chartered Accountants
Firm Regd. No. (FRN: 113742W)

Sunil K.dave
Partner
Membership No. 047236

Place : Ahmedabad
Date : 20th June, 2020

Ambar J. Patel
Managing Director (DIN No. - 00050042)

Shailesh C Desai
Director (DIN No. - 00169595)

Amit Agrawal
Chief Financial Officer

Roshan Shah
Chief Executive Officer

Bharat Patel
Company Secretary

Place : Rakanpur
Date : 20th June, 2020

NOTES TO FINANCIAL STATEMENTS

1. Corporate Information

Shilp Gravures Limited is a public limited company, incorporated in the year 1993 under the provisions of the Companies Act, 1956 having its registered office at 778/6, Pramukh Industrial Estate, Sola-Santej Road, Rakanpur, Tal. Kalol, Dist. Gandhinagar – 382722, Gujarat, India. The Company has set up, the first gravure roller manufacturing house in India. The Company is engaged in engraving of rollers using three different engraving technologies i.e. electronic, laser and chemical etching. The engraved rollers are used in printing and packaging industries.

2. Statement of compliance and basis of preparation and presentation

2.1 Statement of compliance

The standalone financial statements have been prepared in accordance with Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015.

2.2 Basis of preparation and presentation

The standalone financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these standalone financial statements is determined on such a basis and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

3. Significant Accounting Policies

3.1 Revenue recognition

Revenue from sale of goods and services is measured at the fair value of the consideration received or receivable, net of estimated customer returns, rebates and other similar allowances.

Sale of goods

Revenue from the sale of goods is recognised the significant risks and rewards of ownership of the goods have passed to the buyer, usually on delivery of the goods and it is probable that the economic benefits associated with the transaction will flow to the Company

Rendering of services

Revenue from rendering of services recognised when services are rendered and related cost are incurred.

Dividend and interest income

Dividend income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably).

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis.

3.2 Foreign currencies

In preparing the standalone financial statements, transactions in currencies other than the entity's functional currency are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on monetary items are recognised in profit or loss in the period in which they arise.

3.3 Borrowing costs

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

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

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

3.4 Employee benefits

Defined benefit plans

The Company has an obligation towards a defined benefit retirement plan covering eligible employees through Group Gratuity Scheme of Life Insurance Corporation of India. The Company accounts for the liability for the gratuity benefits payable in future based on an independent actuarial valuation carried out using Projected Unit Credit Method considering discounting rate relevant to Government Securities at the Balance Sheet Date.

Defined benefit costs in the nature of current and past service cost and net interest expense or income are recognized in the statement of profit and loss in the period in which they occur. Actuarial gains and losses on measurement is reflected immediately in the balance sheet with a charge or credit recognized in other comprehensive income in the period in which they occur and is reflected immediately in retained earnings and not reclassified to profit or loss. Past service cost is recognized in profit and loss in the period of a plan amendment.

Defined Contribution plan

The Company recognize contribution payable to a defined contribution plan as an expenses in the Statement of profit and loss when the employee render services to the Company during the reporting period.

Compensated Absences

Provisions for Compensated Absences and its classifications between current and non-current liabilities are based on independent actuarial valuation. The actuarial valuation is done as per the projected unit credit method as at the reporting date.

Short term employee benefits:

They are recognized at an undiscounted amount in the Statement of Profit and Loss for the year in which the related services are rendered.

3.5 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax. Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantially enacted by end of reporting periods.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the standalone financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

3.6 Property, plant and equipment

Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses.

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes professional fees for qualifying assets, borrowing costs capitalised in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Freehold land is not depreciated.

Fixtures and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation is recognised so as to write off the cost of assets (other than freehold land & properties under construction) less their residual values over their useful lives, as indicated in the Companies Act, 2013, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

For transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as of April 1, 2016 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

3.7 Impairment of tangible and intangible assets (other than goodwill)

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

3.8 Inventories

Inventories are stated at the lower of cost and net realisable value. Costs of inventories are determined on a first-in-first-out basis. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

3.9 Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability.

When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

Contingent liabilities are not recognised but are disclosed in the notes.

Contingent assets are not recognised but are disclosed in the notes where an inflow of economic benefits is probable.

3.10 Financial Instruments

Financial assets and financial liabilities are recognised when an entity becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

3.11 Financial assets

Initial recognition and measurement

Financial assets are recognized when the Company becomes a party to the contractual provisions of the instrument. On initial recognition, a financial asset is recognized at fair value. In case of financial assets which are recognized at fair value through profit and loss (FVTPL), its transaction costs are recognized in the Statement of Profit and loss. In other cases, the transaction costs are attributed to the acquisition value of the financial asset.

Subsequent measurement

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition. Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as a FVTPL. Interest income is recognized in profit or loss and is included in the “Other Income” line item.

Classification of financial assets:

Financial assets measured at amortized cost

A financial asset is measured at the amortized cost if both the following conditions are met:

a) The Company’s business model objective for managing the financial asset is to hold financial assets in order to collect contractual cash flows, and

b) The Contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

This category applies to cash and bank balances, trade receivables, loans and other financial assets of the Company. Such financial assets are subsequently measured at amortized cost using the effective interest method.

The amortized cost of a financial asset is also adjusted for loss allowances, if any.

Financial assets measured at FVTOCI

A financial asset is measured at FVTOCI if both of the following conditions are met:

a) The Company’s business model objective for managing the financial asset is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets measured at FVTPL

A financial asset is measured at FVTPL unless it is measured at amortized cost or at FVTOCI as explained above.

This is a residual category applied to all other investments of the Company. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Statement of Profit and Loss. Dividend Income on the investments in equity instruments are recognized as 'other income' in the Statement of Profit and Loss.

Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period. For foreign currency denominated financial assets measured at amortized cost and FVTPL, the exchange differences are recognized in profit or loss except for those which are designated as hedging instruments in a hedging relationship.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of group of similar financial assets) is derecognized (i.e. removed from the Company's Balance Sheet) when any of the following occurs:

a) The contractual rights to cash flows from the financial assets expires,

b) The company transfers its contractual rights to receive cash flows of the financial asset and has substantially transferred all the risks and rewards of ownership of the financial asset;

c) The Company retains the contractual rights to receive cash flows but assumes a contractual obligation to pay the cash flows without material delay to one or more recipients under a 'pass through' arrangement (thereby substantially transferring all the risks and rewards of ownership of the financial asset);

d) The Company neither transfer nor retains substantially all risk and rewards of ownership and does not retain control over the financial assets.

In cases where Company has neither transferred nor retained substantially all of the risks and rewards of the financial asset, but retains control of the financial asset, the Company continues to recognize such financial asset to the extent of its continuing involvement in the financial asset; in that case, the Company also recognizes an associated liability.

The financial asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

On derecognition of a financial asset, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognized in other comprehensive income and accumulated in equity is recognized in profit or loss if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

Impairment of financial assets

The Company applies expected credit losses (ECL) model for recognizing impairment loss on financial assets measured at amortized cost and trade receivables. In case of trade receivables, the Company follows a simplified approach wherein an amount equal to lifetime ECL is measured and recognized as loss allowance. For the purpose of measuring lifetime expected credit loss, for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. The expected credit loss allowance is computed based on a provision matrix which takes in to account historical credit loss experience and adjusted for forward looking information. For recognition of impairment loss on other financial assets and risk exposure, the company determines whether there has been a significant increase in the credit risk since initial recognition. If the credit risk has not increased significantly, 12 month ECL is used to provide for impairment loss. However, if the credit risk has increased significantly, then the impairment loss is provided based on lifetime ECL. Subsequently, if the credit quality of the financial asset improves such that there is no longer a significant increase in credit risk since initial recognition, the Company reverts to recognizing impairment loss allowance based on 12-month ECL. ECL impairment loss allowance (or reversal) recognized during the period is recognized as income / expenses in the Statement of profit and loss under the head 'Other expense'.

3.12 Financial liabilities and equity instruments

Debt and Equity Instruments:

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instruments.

Equity instruments:

An equity instruments is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities, Equity instruments issued by the Company are recognised at the proceeds received, not of direct issue costs.

Financial Liabilities:

Initial recognition and measurement

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at fair value.

Subsequent measurement

Financial liabilities are subsequently measured at amortised cost using the effective interest rate method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

Financial liabilities at FVTPL

A financial liability may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;
- the financial liability whose performance is evaluated on a fair value basis, in accordance with the Company's documented risk management;

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability.

Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments and are recognised in profit or loss.

The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the closing rate at the end of the reporting period. For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognised in profit or loss.

Dereognition of financial liabilities

A financial liability is dereognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid is recognized in the Statement of Profit and Loss.

3.13 Leases

Effective 1st April, 2019, the Company has adopted Ind AS 116 – Leases and applied the standard to all leases contracts existing on 1st April, 2019 using the modified retrospective method. Refer note 49 for details on transition to Ind AS 116 Leases."At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The company recognizes a right-of-use assets and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, company's incremental borrowing rate. Generally, the company uses its incremental borrowing rate as the discount rate.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from change in an index or rate, if there is a change in the company's estimate of the amount expected to be payable under a residual value guarantee, or if company changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The company presents right-of-use assets that do not meet the definition of investment property in 'property, plant and equipment' and lease liabilities in 'loans and borrowings' in the statement of financial position.

Short-term leases and leases of low-value assets

The company has elected not to recognize right-of-use assets and lease liabilities for short-term leases of real estate properties that have a lease term of 12 months. The company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

3.14 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Company.

3.15 Fair Value

The Company measures financial instruments at fair value in accordance with the accounting policies mentioned above. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either;

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

All assets and liabilities for which fair value is measured or disclosed in the standalone financial statements are categorized within the fair value hierarchy that categorized into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for Identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

Level 1 – quoted (unadjusted) market prices in active markets for identical assets or Liabilities.

Level 2 – inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3 – inputs that are unobservable for the asset or liability.

For assets and liabilities that are recognized in the standalone financial statements at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorized at the end of each reporting period and discloses the same.

3.16 Earnings Per Share

Basic earnings per share are computed by dividing the profit after tax by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit after tax as adjusted for the effects of dividend interest and other charges relating to the dilutive potential equity shares by weighted average number of shares plus dilutive potential equity shares.

3.17 Investments in subsidiaries, associates and joint ventures

The Investments in subsidiaries, associates and joint ventures are carried in these Standalone financial statements at historical 'cost', except when the investment, or a portion thereof, is classified as held for sale, in which case it is accounted for as Non-current assets held for sale and discontinued operations. Where the carrying amount of an investment in greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is transferred to the statement of Profit and Loss. On disposal of investment, the difference between the net disposal proceeds and the carrying amount is charges or credited to the Statement of Profit and Loss.

3.18 Significant accounting judgments, estimates and assumptions

Significant accounting judgements

The application of the Company's accounting policies in the preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. The estimates and assumptions are based on historical experience and other factors that are considered to be relevant. The estimates and underlying assumptions are reviewed on an ongoing basis and any revisions thereto are recognized in the period in which they are revised or in the period of revision and future periods if the revision affects both the current and future periods. Actual results may differ from these estimates which could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. Existing circumstances and assumptions about future developments may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

(a) Fair value measurement of financial instruments

When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using ECL model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

(b) Defined benefit plans (gratuity benefits)

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

(c) Provisions and Contingent Liabilities

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimate. Contingent liabilities are not recognised in the standalone financial statements. The policy for the same has been explained above in note 3.4.

NOTES TO FINANCIAL STATEMENTS (Contd...)

4. PROPERTY, PLANT AND EQUIPMENTS

(₹ in Lacs)

Particulars	Tangible Assets							
	Freehold Land	Buildings	Plant and Machine-ries	Windmills	Furniture and Fixtures	Vehicles	Office Equipments and Computers	Total
Deemed Cost								
As at April 1, 2019	142.98	740.68	3,788.08	1,019.44	51.64	187.49	201.88	6,132.19
Additions	-	66.41	388.63	-	33.46	10.68	75.19	574.37
Disposals	-	-	-	-	-	(19.80)	(10.60)	(30.40)
Cost - As at March 31, 2020	142.98	807.09	4,176.71	1,019.44	85.10	178.37	266.47	6,676.16
Accumulated Depreciation								
- As at April 1, 2019	-	(86.71)	(1,461.57)	(174.21)	(18.60)	(27.60)	(102.45)	(1,871.14)
Depreciation for the year	-	(34.06)	(400.72)	(58.07)	(7.15)	(22.95)	(58.90)	(581.85)
Eliminated on Disposal of Assets	-	-	-	-	-	6.87	7.30	14.17
Accumulated Depreciation - As at March 31, 2020	-	(120.77)	(1,862.29)	(232.28)	(25.75)	(43.68)	(154.05)	(2,438.82)
Net Block - As at April 1, 2019	142.98	653.97	2,326.51	845.23	33.04	159.89	99.43	4,261.05
Net Block - As at March 31, 2020	142.98	686.32	2,314.42	787.16	59.35	134.69	112.42	4,237.34

For the year 2018-19

(₹ in Lacs)

Particulars	Tangible Assets							
	Freehold Land	Buildings	Plant and Machine-ries	Windmills	Furniture and Fixtures	Vehicles	Office Equipments and Computers	Total
Deemed Cost								
- As at April 1, 2018	142.98	700.01	3,265.25	1,019.44	37.20	259.45	178.94	5,603.27
Additions	-	40.67	515.56	-	14.44	142.26	23.28	736.21
Disposals	-	-	7.27	-	-	(214.22)	(0.34)	(207.29)
Cost - As at March 31, 2019	142.98	740.68	3,788.08	1,019.44	51.64	187.49	201.88	6,132.19
Accumulated Depreciation - As at April 1, 2018	-	(57.46)	(931.37)	(116.14)	(11.85)	(62.32)	(58.02)	(1,237.16)
Depreciation for the year	-	(29.25)	(522.93)	(58.07)	(6.75)	(24.07)	(44.61)	(685.68)
Eliminated on Disposal of Assets	-	-	(7.27)	-	-	58.79	0.18	51.70
Accumulated Depreciation - As at March 31, 2019	-	(86.71)	(1,461.57)	(174.21)	(18.60)	(27.60)	(102.45)	(1,871.14)
Net Block - As at April 1, 2018	142.98	642.55	2,333.88	903.30	25.35	197.13	120.92	4,366.11
Net Block - As at March 31, 2019	142.98	653.97	2,326.51	845.23	33.04	159.89	99.43	4,261.05

1. Plant and Machinery includes softwares being an integral part of plant and machinery

2. For charges created on the aforesaid assets. (Refer note no. 20 and 27)

5 CAPITAL WORK-IN PROGRESS

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
Opening Capital work-in-progress	27.93	28.54
Add: Addition during the period	512.09	575.12
Less: Capitalised during the period	484.43	575.73
Closing Capital work-in-progress	**55.59**	**27.93**

6 NON - CURRENT RIGHT-OF-USE ASSETS

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
Offic Building	66.68	-
Less: Depreciation Charged	(6.79)	-
Total	**59.89**	**-**

7 NON - CURRENT INVESTMENT

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
Investment in Subsidiaries - (Unquoted at cost)		
Equity Shares of Etone India Private Limited at Rs.10 each fully paid up	448.48	-
Total	448.48	**-**

8 NON - CURRENT LOANS

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
Loan to Subsidiaries		
Etone India Private Limited	445.00	-
Total	**445.00**	**-**

The loan granted to Etone India Private Limited is intended to finance an acqusition of free hold land. The loan is unsecured and repayment will be decided in future. Interest is charged at 9.20% p.a.. The loan has been utilized for the purpose it was granted.

9 OTHER NON - CURRENT FINANCIAL ASSETS

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
Security deposits	63.47	60.15
VAT Receivable	12.49	12.75
Total	**75.96**	**72.90**

The fair value of other non current financial assets is not materiality different from carrying value presented.

10 NON - CURRENT TAX ASSETS (NET)

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
Advance income tax & TDS (net of provision of Rs. 112.58 Lacs P.Y. Rs. 236.72 lacs)	211.77	159.70
Total	**211.77**	**159.70**

NOTES TO FINANCIAL STATEMENTS (Contd...)

11 OTHER NON - CURRENT ASSETS

(Unsecured and Considered Good)

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
Advances for property, plant and equipment	15.57	6.62
Prepaid expenses	13.77	3.85
Total	**29.34**	**10.47**

12 INVENTORIES

(At lower of Cost or Net Realisable Value)

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
Raw materials	491.99	488.85
Packing materials	3.92	4.63
Work-in-progress	213.22	184.67
Finished goods	5.70	5.92
Stores and spares	108.85	115.32
Total	**823.68**	**799.39**

Inventories of Rs. 823.68 Lacs (as at 31st March 2019: Rs. 799.39 Lacs) are hypothecated against working capital facilities from banks. (Refer note - 24)

13 CURRENT INVESTMENTS

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
Financial assets carried at fair value throught profit or loss (FVTPL)		
Investments in Mutual Funds - (Quoted at market value) (refer note-42(ii))		
ICICI - Focus Bluchip Equity Fund	11.97	76.79
Canara Robeco Balance - Regular Plan	151.65	233.06
Canara Robeco Consumer Trend Fund	110.52	129.16
Canara Robeco Small Cap Fund	73.81	104.21
ICICI - Prudential Balance Advance Fund	213.49	192.33
ICICI - Prudential Multi Cap Fund	-	268.64
Principal Balance Fund Growth	-	654.17
Principal Small Cap Fund	78.70	-
Principal Equity Saving Fund	-	113.29
Axis Multicap Fund	23.29	-
DSP Focus Fund	20.65	-
DSP Equity Fund	21.69	-
Axid Midcap Fund	46.60	-
IDFC Banking & PSU Debt Fund	70.35	-
Invesco India Growth Opportuinity Fund	43.68	-
Kotak Banking & PSU Debt Fund	70.22	-
Kotak Banking Opportuinity Fund	43.11	-
Mirae Asset Focused Fund	42.97	-
DSP Bond Fund	70.08	-
ICICI - Saving Fund R.P. Growth	-	202.90
Total	**1092.78**	**1974.55**

14 TRADE RECEIVABLES

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
Secured, considered good	-	-
Unsecured, considered good (refer note -42(ii))	1,472.69	1,588.79
Unsecured, considered doubtful	24.56	15.81
	1,497.25	**1,604.60**
Less: Allowance for unsecured doubtful debts (Expected Credit Loss Allowance)	(24.56)	(15.81)
Total	**1,472.69**	**1,588.79**

Note: The Company has used a practical expedient by computing the expected credit loss allowance for trade receivable based on a provision matrix. The Provision matrix takes into account historical credit loss experience and adjusted for forward -looking information. The expected credit loss allowance is based on the ageing of the days the receivable are due and the rates as given in the provision matrix. The provision matrix at the end of the reporting periods is as follow.

Ageing	Expected Credit Loss %	
	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
Within the credit preiods	0.45%	0.26%
46-90 days	0.87%	0.46%
91-180 days	1.79%	0.97%
181-270 days	14.85%	10.10%
271-360 days	22.22%	18.48%
More than 360 days	25.00%	25.00%

Age of Receivables

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
Within the credit preiods	671.76	927.42
46-90 days	507.16	424.94
91-180 days	252.40	199.99
181-270 days	32.69	17.16
271-360 days	20.97	15.03
More than 360 days	12.27	20.06

Movement in the expected credit loss allowances :

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
Balance at beginning of the year	15.81	11.92
Movement in expected credit loss allowance (Refer note no. 36)	8.75	3.89
Balance at end of the year	**24.56**	**15.81**

The fair value of trade receivables is not materiality different from carrying value presented.

15 CASH AND CASH EQUIVALENTS

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
(A) Cash and Cash Equivalents		
Cash on hand (refer note -42(ii))	5.38	5.20
Cheques, drafts on hand	10.51	16.79
Balances with banks		
In Current accounts	14.39	18.72
Balance held as margin money (refer below note (i))	10.18	10.18
Total	**40.46**	**50.89**

(B) Other Balance with Bank (refer note -42(ii))		
- Earmarked balances with banks (Dividend)	15.40	15.43
	15.40	15.43
Total	**55.86**	**66.32**

(i) Bank Deposit of Rs. 10.18 Lacs (as at 31st March 2019: Rs. 10.18) out of other balance with bank, has been pledged with bank as a security against bank gurantee.

16 OTHER CURRENT FINANCIAL ASSETS

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
Security deposits	2.58	2.95
Interest accrued on ICD	8.21	-
Interest accrued on fixed deposit	0.75	0.12
Total	**11.54**	**3.07**

The fair value of other current financial assets is not materiality different from carrying value presented.

17 OTHER CURRENT ASSETS

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
Advance to suppliers	13.24	1.18
Prepaid expenses	41.19	17.22
Balance with government authority	1.05	0.58
Others	8.04	8.56
Total	**63.52**	**27.54**

18 EQUITY SHARE CAPITAL

PARTICULARS	AS AT 31ST MARCH, 2020		AS AT 31ST MARCH, 2019	
	(NUMBER)	(Rs. in Lacs)	(NUMBER)	(Rs. in Lacs)
Authorised Share Capital:				
Equity Shares of Rs.10 each with voting rights	65,00,000	650.00	65,00,000	650.00
Issued, Subscribed and Paid-up:				
Equity Shares of Rs. 10 each fully paid up with voting rights	61,49,800	614.98	61,49,800	614.98
Total	**61,49,800**	**614.98**	**61,49,800**	**614.98**

(i) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

PARTICULARS	AS AT 31ST MARCH, 2020		AS AT 31ST MARCH, 2019	
	(NUMBER)	(Rs. in Lacs)	(NUMBER)	(Rs. in Lacs)
Equity Shares with voting rights at the beginning of the year	61,49,800	614.98	61,49,800	614.98
Add: Issued during the year	-	-	-	-
Less: Bought back during the year	-	-	-	-
Equity Shares with voting rights at the end of the year	**61,49,800**	**614.98**	**61,49,800**	**614.98**

(ii) Terms/Rights attached to equity shares

The Company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity share is entitled to one vote per share.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive 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.

(iii) Details of shareholders holding more than 5% shares in the Company

NAME OF SHAREHOLDER	AS AT 31ST MARCH, 2020		AS AT 31ST MARCH, 2019	
	NO. OF SHARE HELD	% OF HOLDING	NO. OF SHARE HELD	% OF HOLDING
Baldev Vitthaldas Patel	7,70,756	12.53%	-	0.00%
Vithaldas H Patel	-	0.00%	7,65,756	12.45%
Dashrath Vithaldas Patel	3,33,222	5.42%	3,33,222	5.42%
Sumanbhai Vithaldas Patel	3,33,222	5.42%	3,33,222	5.42%
Vishnu Vithaldas Patel	3,33,222	5.42%	3,33,222	5.42%
Roshan Harshvardhan Shah	-	0.00%	3,13,404	5.10%
Gajanan Vaman Bhavsar	3,09,410	5.03%	3,09,410	5.03%

19 OTHER EQUITY

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
Capital Reserve	15.00	15.00
General Reserve	1,384.76	1,359.76
Retained Earning	4,301.92	4,439.76
Total	**5,701.68**	**5,814.52**
Capital Reserves (refer below note -1)		
Balance at beginning of year	15.00	15.00
Add : Addition during the year	-	-
Balance at end of year	**15.00**	**15.00**
General Reserve (refer below note -2)		
Balance at beginning of year	1,359.76	1,334.76
Add : Transfer from the surplus in Statement of Profit & Loss	25.00	25.00
Balance at end of year	**1,384.76**	**1,359.76**
Retained Earning (refer below note -3)		
Balance at beginning of year	4,439.76	4,003.30
Profit for the year	113.45	771.42
Other comprehensive income	(3.88)	(13.40)
Less: Appropriations:		
Payment of Dividend on Equity Shares	184.49	246.00
Tax on Dividend Paid	37.92	50.56
Transfer to General Reserve	25.00	25.00
Balance at end of year	**4,301.92**	**4,439.76**
Total	**5,701.68**	**5,814.52**

Note -

1 The above capital reserve pertains to Capital subsidy received of Rs. 15.00 lacs from Government of Gujarat in 1993 towards incentive for setting up plant in backward area and such subsidy can be use for purchase of capital assets..

2 The general reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to profit or loss..

3 Retained Earning represent the amount that can be distributed by the Company as dividend, bonus etc. consider ing the

requirements of the Companies Act, 2013. On 26th August, 2019, a dividend of Rs. 1.50 per share (total dividend of Rs. 92.245 Lacs) was paid to the shareholders of fully paid equity shares. And Company also declare intrim dividend of Rs. 92.245 Lacs @ 1.50 per share on 17th March 2020 and same has been paid.

20 NON - CURRENT BORROWINGS

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
Secured term loans from Bank (refer note i below)	407.26	565.97
Unsecured supplier deffered credit (refer note ii below)	92.23	-
Secured vehicles loans from Bank (refer note iii below)	40.79	85.91
Total	**540.28**	**651.88**

Secured

(i) Loan from The HDFC Bank Limited amounting to Rs. 613.11 Lacs (as at 31st March 2019: Rs. 745.66 Lacs), out of which Rs. 205.85 Lacs (as at 31st March 2019: Rs. 179.69 Lacs) is classified as current maturity of long term. The loan is secured by exclusive charge over Immovable and Movable assets of the Company. Further, the loan was guaranteed by the personal guarantee of Mr. Amber Patel (Director). (Refer note - 4)

(ii) Supplier credit amounting to Rs. 147.14 Lacs (as at 31st March 2019: Rs. NIL), out of which Rs. 54.91 Lacs (as at 31st March 2019: Rs. NIL) is classified as current maturity of long term. The loan is secured by exclusive charge over said imported assets. (Refer note - 4)

(iii) Vehicle loan from The HDFC Bank Limited amounting to Rs. 85.91 Lacs (as at 31st March 2019: Rs. 127.17 Lacs), out of which Rs. 45.12 Lacs (as at 31st March 2019: Rs. 41.26 Lacs) is classified as current maturity of long term debt, are secured by hypothecation of the Cars. (Refer note - 4)

(iv) The terms of repayment of term loans and other loans are stated below.

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
Term loan is securred by first and exclusive charge on existing & future movable & immovable fixed assets of the Company and carries interest 9.20% p.a. The loan is repayable in 60 monthly installment starting from 7th November 2017.	613.11	745.66
Vehicle term loans for 5 motor cars are secured by hypothecation of the said vehicles and carries interest 8.9% p.a. The loan is repayable in 37 monthly installment starting from 5th January 2019.	73.43	108.73
Vehicle term loans for 1 motor car are secured by hypothecation of the said vehicle and carries interest 9.25% p.a. The loan is repayable in 37 monthly installment starting from 5th January 2019.	12.47	18.44
Supplier Credit is securred by first and exclusive charges on respective fixed assets of the Company and carries interest 2.10% p.a.. The loan is repayable in 12 quaterly installment starting from 18th March 2020.	147.15	-

21 NON - CURRENT LEASE LIABILITIES

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
Lease Liabilities (refer note no. 49)	59.48	-
Total	59.48	-

22 NON - CURRENT EMPLOYEE BENEFIT OBLIGATIONS

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
Provision for employee benefits		
Provision for gratuity (refer note - 39)	40.70	39.50
Provision for compensated absences	14.47	13.94
Total	**55.17**	**53.44**

23 DEFERRED TAX LIABILITIES (NET)

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
A. Deferred Tax Liabilities		
Difference between book and tax depreciation	357.88	322.38
	357.88	**322.38**
B. Deferred Tax Asset		
Disallowance under the Income Tax Act, 1961	18.27	15.96
Unabsorbed losses	26.51	21.83
Remeasurement benefit of the defined benefits plans through OCI	12.74	11.25
	57.52	**49.04**
Net deferred tax liabilities (A-B)	**300.36**	**273.34**

The major components of deferred tax (liabilities) / assets arising on account of temporary diffrences are as follows:

PARTICULARS AS AT 1ST	OPENING BALANCE AND LOSS APRIL, 2019 (Rs. in Lacs)	RECOGNISED IN PROFIT (Rs. in Lacs)	RECOGNISED IN OCI MARCH, 2020 (Rs. in Lacs)	CLOSING BALANCE AS AT 31ST (Rs. in Lacs)
Difference between written down value of fixed assets as per the books of accounts and Income Tax Act, 1961.	322.38	35.50	-	357.88
Provision of expenses allowed for tax purpose on payment basis	(11.56)	0.12	-	(11.44)
Allowances for doubtful debts and advances	(4.40)	(2.43)	-	(6.83)
Unabsorbed losses	(21.83)	(4.68)		(26.51)
Remeasurement benefit of the defined benefits plans through OCI	(11.25)	-	(1.49)	(12.74)
Net Deferred tax liabilities	**273.34**			**300.36**

24 CURRENT BORROWINGS

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
Secured Loans repayable on demand		
Cash Credit from Banks	641.69	427.86
Total	**641.69**	**427.86**

Note: Working capital loan from bank of Rs. 641.69 Lacs (as at 31st March 2019: Rs. 427.86 Lacs) is secured by present and future trade receivable, inventories of the Company and personal guarantee of Mr. Amber Patel (Director). (Refer note no. 12 & 14).

25 TRADE PAYABLES

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
Total outstanding due of creditors of Micro, small and medium enterprises (refer note - 46)	44.71	71.23
Total outstanding due of creditors other than Micro, small and medium enterprises (refer note-46)	694.58	674.26
Total	**739.29**	**745.49**

NOTES TO FINANCIAL STATEMENTS (Contd...)

The fair value of trade payable is not materiality different from carrying value presented.

26 CURRENT LEASE LIABILITIES

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
Lease Liabilities (refer note no. 49)	4.16	-
Total	**4.16**	**-**

27 OTHER FINANCIAL LIABILITIES

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
Current maturities of secured long-term debt (refer note - 20)	305.88	220.95
Interest accrued but not due	5.01	9.87
Unpaid dividends	15.40	15.43
Statutory liabilities	27.25	69.75
Payable on purchase of property, plant and equipment	-	35.00
Total	**353.54**	**351.00**
The fair value of other financial liabilities is not materiality different from carrying value presented.		

28 CURRENT EMPLOYEE BENEFIT OBLIGATIONS

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
Provision for compensated absences	11.92	10.03
Provision for gratuity (refer note - 39)	19.82	18.53
Total	**31.74**	**28.56**

29 OTHER CURRENT LIABLITIES

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
Advances from customers	41.07	30.64
Total	**41.07**	**30.64**

30 REVENUE FROM OPERATIONS

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
Sale of products	4,057.01	4854.64
Sale of services	2,387.77	2437.03
Other operating revenue		
- Scrap Sales	135.81	112.88
- Export Incentives	6.41	8.61
Total	**6,587.00**	**7,413.16**

Sales of products and services comprises of:		
Manufactured goods		
- Engraved Copper Rollers	3,662.13	4425.85
- Others	394.88	428.79
	4,057.01	**4854.64**
Sale of services		
- Job work sales	2,387.77	2437.03
	2,387.77	**2437.03**

31 OTHER INCOME

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)	AS AT 31ST MARCH, 2019 (Rs. in Lacs)
Interest income from banks	0.72	0.13
Interest income on deposit	3.45	2.92
Interest income on Inter Corporate Loan to Subsidiary	19.70	-
Recovery of bad debts written off in earlier years	-	0.74
Net gain on sale of current investments	102.62	109.73
Gain on disposal of Property, Plant and Equipments (net)	0.35	-
Net gain arising on Investments measured at FVTPL	-	23.62
Maturity proceeds of Keyman insurance policy	-	78.44
Miscellaneous income	14.50	0.32
Total	**141.34**	**215.90**

32 COST OF RAW MATERIAL CONSUMED

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)	YEAR ENDED 31st MARCH, 2019 (Rs. in Lacs)
Opening stock	488.85	349.83
Add : Purchases during the year	1,719.63	2149.97
	2,208.48	**2499.80**
Less : Closing Stock	491.99	488.85
Cost of raw materials consumed	**1,716.49**	**2010.95**
Raw materials consumed comprises of:		
M.S. rollers	75.21	44.01
M.S. pipe, plates and bars	798.43	910.02
Copper	511.66	699.15
Others	331.19	357.77
	1,716.49	**2,010.95**

33 CHANGE IN INVENTORIES OF FINISHED GOODS AND WORK-IN-PROGRESS

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)	YEAR ENDED 31st MARCH, 2019 (Rs. in Lacs)
INVENTORIES AT THE BEGINNING OF THE YEAR		
Finished goods of engraved rollers	5.92	5.76
Work-in-progress of engraved rollers	184.67	200.69
	190.59	**206.45**
INVENTORIES AT THE END OF THE YEAR		
Finished goods of engraved rollers	5.70	5.92
Work-in-progress of engraved rollers	213.22	184.67
	218.92	**190.59**
CHANGE IN INVENTORIES	**(28.33)**	**15.86**

NOTES TO FINANCIAL STATEMENTS (Contd...)

34 EMPLOYEE BENEFITS EXPENSES

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)	YEAR ENDED 31st MARCH, 2019 (Rs. in Lacs)
Salaries, wages and bonus	1,997.54	2,036.41
Contributions to provident and other funds (refer note - 39)	90.02	74.06
Contributions to gratuity fund (refer note - 39)	22.11	30.33
Staff welfare expenses	122.74	189.10
Total	**2,232.41**	**2,329.90**

35 FINANCE COSTS

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)	YEAR ENDED 31st MARCH, 2019 (Rs. in Lacs)
Interest expense net		
On term loans	61.58	48.25
On working capital loans	48.63	58.38
On vehicles loans	9.43	8.44
	119.64	**115.07**
Other borrowing costs	10.53	5.34
Total	**130.17**	**120.41**

36 OTHER EXPENSES

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)	YEAR ENDED 31st MARCH, 2019 (Rs. in Lacs)
Consumption of stores and spare parts	438.69	486.82
Consumption of packing materials	99.65	110.37
Power & fuel (net of energy income Rs. 232.89 Lacs (P.Y. Rs. 257.23 Lacs) from windmills)	216.78	222.68
Rent Expenses	8.98	9.76
Repairs and maintenance		
Plant & machinery	96.74	58.94
Building	25.85	27.87
Others	37.76	44.45
Factory expenses	41.98	48.68
Insurance premium	23.85	20.70
Rates & Taxes	0.46	0.46
Conveyance and travelling	82.16	84.21
Communication expenses	20.52	22.73
Printing and stationary	11.84	17.08
Freight and forwarding	109.16	106.17
Sales commision	55.67	50.39
Advertisement and business promotion	5.72	16.36
Selling expenses	44.58	37.93
Expenditure on corporate social responsibility (refer note - 51)	18.00	18.00
Donation	0.05	16.05
Legal consultancy and professional charges	118.68	86.03
Auditors' remuneration (refer note - (i) below)	9.50	9.50
Computer expenses	8.65	13.89
Bad debts written off	4.98	2.84
Loss on disposal of Property, Plant and Equipments (net)	-	34.53
Net loss arising on Investments measured at FVTPL	338.05	-
Provision For Expected Credit Loss	8.75	3.89
Loss on foreign exchange rate fluctuation	(0.61)	1.32
Miscellaneous expenses	7.98	7.12
Total	**1,834.42**	**1,558.77**

Note -(i) Auditors' Remuneration comprises of:		
As Auditor:		
Statutory audit fees	7.50	7.50
Tax audit fees	2.00	2.00
Total	**9.50**	**9.50**

37 INCOME TAX EXPENSES

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)	YEAR ENDED 31st MARCH, 2019 (Rs. in Lacs)
A. The major components of income tax expense for the year are as under :		
(i) Income tax recognized in the Statement of Profit and Loss:		
Current Tax :		
In respect of current year	112.58	236.72
Adjustments in respect of previous year	-	(23.78)
Deferred Tax :		
In respect of current year	28.51	(76.87)
Income Tax expense recognized in the Statement of Profit and Loss	**141.09**	**136.07**
(ii) Income Tax expense recognized in OCI		
Deferred Tax :		
Income Tax Expenses on Remeasurement of defined benefits plan	(1.49)	(5.16)
Income tax expense recognized in OCI	**(1.49)**	**(5.16)**
B. Reconciliation of tax expense and the accounting profit for the year is as under :		
Profit before tax	254.54	907.49
Tax rate	27.82%	27.82%
Income tax expense	70.81	252.46
Effect of deductible expenses	(24.83)	(22.99)
Effect of non-deductible expenses	26.15	45.97
Effect of Income that is exempted from tax	(25.05)	(29.24)
Effect of profit on sale of mutual fund	65.50	(37.10)
Effect of Deferred tax liabilities	27.02	(54.41)
Adjustment in respect of current income tax of previous year	-	(23.78)
Tax expenses as per statement of profit and loss	**139.60**	**130.91**

38 EARNING PER SHARE (EPS)

PARTICULARS	YEAR ENDED 31st MARCH, 2020	YEAR ENDED 31st MARCH, 2019
Basic and Diluted		
Profit attributable to equity share holders (Rs. in Lacs)	113.45	771.42
Nominal Value of equity share (Rs./Share)	10	10
Weighted average number of ordinary equity share for Basic EPS (Nos.)	61,49,800	61,49,800
Basic and Diluted EPS (Rs./Share)	**1.84**	**12.54**

39 EMPLOYEE BENEFITS

As per Ind AS 19 "Employee Benefits", the disclosures of Employee benefits as defined in the Accounting Standard are given below:

1. Defined Benefit Plans

I. Expenses recognized in the Statement of Profit and Loss and Other Comprehensive Income for the year:

PARTICULARS	Gratuity	
	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)	YEAR ENDED 31st MARCH, 2019 (Rs. in Lacs)
Current service cost	18.53	21.89
Net interest Cost	3.58	8.44
Amount recognised in profit and loss accounts (Refer note - 34)	**22.11**	**30.33**
Acturial (gain)/loss		
a) arising from changes in financial assumption	13.30	-
b) arising from experience adjustments	(7.07)	21.31
Return on Plan assets excluded amount included in interest income	(0.86)	(2.75)
Amount recognised in other comprehensive income	**5.37**	**18.56**
Total	**27.48**	**48.89**

II. Reconciliation of opening and closing balances of defined benefit obligation:

PARTICULARS	Gratuity	
	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)	YEAR ENDED 31st MARCH, 2019 (Rs. in Lacs)
Defined benefit obligation at beginning of the year	246.28	306.83
Current service cost	18.53	21.89
Interest cost	17.24	18.44
Actuarial losses (gains)	6.23	21.31
Benefits paid	(11.99)	(122.19)
Defined benefit obligation at the end of the year	**276.29**	**246.28**

III. Reconciliation of Opening and Closing balances of fair value of plan assets:

PARTICULARS	Gratuity	
	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)	YEAR ENDED 31st MARCH, 2019 (Rs. in Lacs)
Fair value of plan assets at beginning of the year	188.25	181.08
Transfer in/(out) plan assets	-	-
Expected return on plan assets	13.65	10.00
Return on Plan assets excluded amount included in interest income	0.86	2.75
Contributions by employer	25.00	25.00
Benefits paid	(11.99)	(30.58)
Fair value of plan assets at year end	**215.77**	**188.25**

IV. Investment details:

PARTICULARS	%invested as at YEAR ENDED 31st MARCH, 2020	%invested as at YEAR ENDED 31st MARCH, 2019
Investment with insurer (Investment in Policy of LIC)	100%	100%

V. The Principal assumption used in determining gratuity obligations are as follows:

PARTICULARS	GRATUITY	
	YEAR ENDED 31st MARCH, 2020	YEAR ENDED 31st MARCH, 2019
Mortality Table (LIC)	Indian Assured Lives Mortality (2012-14) Table	Indian Assured Lives Mortality (2006-08) Table
Discount Rate (per annum)	6.60%	7.35%
Rate of escalation in salary (per annum)	6.00%	6.00%

Estimates of future salary increases considered in actuarial valuation take account of inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

These plans typically expose the Company to actuarial risks such as interest rate risk and salary risk.

a) Interest risk: a decrease in the bond interest rate will increase the plan liability.

b) Salary risk: the present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, a variation in the expected rate of salary increase of the plan participants will change the plan liability.

VI. Sensitivity Analysis

Significant actuarial assumptions for the determination of defined obligation are discount rate and expected salary increase. The sensitivity analysis below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

PARTICULARS	Gratuity	
	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)	YEAR ENDED 31st MARCH, 2019 (Rs. in Lacs)
Impact in present value of defined benefit obligation:		
If discount rate is increased by 0.5%	(9.04)	(8.01)
If discount rate is decreased by 0.5%	9.65	8.53
If salary escalation rate is increased by 0.5%	9.64	8.58
If salary escalation rate is decreased by 0.5%	(9.13)	(8.13)
If withrawal rate is increased by 10%	0.72	0.97
If withrawal rate is decreased by 10%	(0.74)	(0.99)

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumption would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognized in the balance sheet.

VII. Asset Liability Matching Strategies

The Company has purchased insurance policy, which is basically a year-on year cash accumulation plan in which the interest rate is declared on yearly basis and is guaranteed for a period of one year. The Insurance Company, as part of the policy rules, makes payment of all gratuity out goes happening during the year (subject to sufficiency of funds under the policy). The policy thus mitigates the liquidity risk. However, being a cash accumulation plan, the duration of assets is shorter compared to the duration of liabilities. Thus, the Company is exposed to movement in interest rate (in particular, the significant fall in interest rates, which should result in a increase in liability without corresponding increase in the asset).

VIII. Effect of Plan on Entity's Future Cash Flows

(i) Funding arrangements and Funding Policy

The Company has purchased an insurance policy to provide for payment of gratuity to the employees. Every year, the insurance company carries out a funding valuation based on the latest employee data provided by the Company. Any deficit in the assets arising as a result of such valuation is funded by the Company.

NOTES TO FINANCIAL STATEMENTS (Contd...)

(ii) Expected contribution during the next annual reporting period

The Company's best estimate of Contribution during the next year is Rs. 18.82 Lacs.

IX. Expected outflow in future years (as provided in actuarial report)

PARTICULARS	Gratuity	
	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)	YEAR ENDED 31st MARCH, 2019 (Rs. in Lacs)
Expected outflow in 1st Year	17.04	23.47
Expected outflow in 2nd Year	92.28	15.10
Expected outflow in 3rd Year	14.93	85.37
Expected outflow in 4th Year	14.74	13.75
Expected outflow in 5th Year	16.70	14.78
Expected outflow in 6th to 10th Year	90.93	86.59

2. Defined Contribution Plans.

Contribution of Defined Contribution Plan, recognized as expense for the year are as under:

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)	YEAR ENDED 31st MARCH, 2019 (Rs. in Lacs)
Employer’s Contribution to Provident Fund (Refer note-34)	87.16	70.55
Employers’ Contribution to Superannuation Fund (Refer note-34)	2.86	3.51
Total	**90.02**	**74.06**

40 CAPITAL AND OTHER COMMITMENTS

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)	YEAR ENDED 31st MARCH, 2019 (Rs. in Lacs)
Estimated amount of contracts remaining to be executed on capital accounts not provided for	-	5.31

41 CONTINGENT LIABILITES

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)	YEAR ENDED 31st MARCH, 2019 (Rs. in Lacs)
Disputed demand of income tax against which the Company has preferred appeal	71.48	38.04
Disputed amount of service tax credit where company has gone to Commissioner Appeals of Custom Excise and Service Tax	6.29	-
Future cash outflows in respect of the above matters are determinable only on receipt of judgments / decisions pending at various forums / authorities		

42 FINANCIAL INSTRUMENTS

(i) Capital management

The Company manages its capital structure with a view to ensure that it will be able to continue as a going concern while maximizing the returns to stakeholders through the optimization of the debt and equity balance.

The Company’s management reviews the capital structure of the Company on an annual basis. As part of this review, the management considers the cost of Capital and the risks associated with each class of capital.

The net debt to equity ratio at the end of the reporting period was as follows:

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)	YEAR ENDED 31st MARCH, 2019 (Rs. in Lacs)
Non-current borrowings (refer note 20)	540.28	651.88
Current maturities of non-current borrowings (refer note 27)	305.88	220.95
Current borrowings (refer note 24)	641.69	427.86
Interest accrued but not due on borrowings (refer note 27)	5.01	9.87
Total Debt	**1,492.86**	**1,310.56**
Less : Cash and bank balances (refer note 15)	40.46	50.89
Net Debt	**1,452.40**	**1,259.67**
Equity (refer note 18 and 19)	6,316.66	6,429.50
Net debt to equity ratio	**22.99%**	**19.59%**

(ii) Categories of Financial Instruments

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)	YEAR ENDED 31st MARCH, 2019 (Rs. in Lacs)
(A) Financial assets		
Measured at fair value through profit or loss (FVTPL)		
Mandatorily measured as at FVTPL		
(a) Investments in mutual funds	1,092.78	1,974.55
Measured at amortised cost		
(a) Cash and bank balances	55.86	66.32
(b) Trade receivables	1,472.69	1,588.79
(c) Other current financial assets	11.54	3.07
(d) Non - current - Investment	448.48	-
(e) Non - current - Loans	445.00	-
(f) Other non - current financial assets	75.96	72.90
(B) Financial liabilities		
Measured at fair value through profit or loss (FVTPL)	-	-
Measured at amortised cost		
(a) Non – current Borrowings	540.28	651.88
(b) Non – current Lease Liabilities	59.48	-
(c) Current Borrowings	641.69	427.86
(d) Trade Payables	739.29	745.49
(e) Current Lease Liabilities	4.16	-
(f) Other Financial liabilities	353.54	351.00
Measured at fair value through other comprehensive income (FCTOCI)	-	-

The Carrying amount reflected above represents the Company's maximum exposure to credit risk for such financial assets.

(iii) Financial risk management objective

The Company's financial liabilities comprise mainly of borrowing, trade payables and other payables. The Company's financial assets comprise mainly of investmens in mutual funds, cash and cash equivelant, other balance with banks, loans, trade receivable and other receivable. These risks include market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk.

(iv) **Market Risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of three types of risks: interest rate risk, currency risk and other risk. Financial instruments affected by market risk includes borrowings, investments, trade payable, trade receivable, loans and advances.

a) **Interest Rate Risk**

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company`s exposure to the risk of changes in market interest rates relates primarily to the Company`s long tem debt obligations with floating interest rates.

The sensitivity analysis has been carried out based on the exposure to interest rates on long term borrowings. The said analysis has been carried on the amount of floating rate long term liabilities outstanding at the end of the reporting period. A 50 basis point increase or decrease represents management`s assessment of the reasonably possible change in interest rates.

In case of fluctuation in interest rates by 50 basis points on the exposure of Rs. 760.25 Lacs as on 31st March, 2020 and Rs. 872.83 as on 31st March, 2019 and all other variables were held constant, the Company`s profit for the year would increase or decrease as follows.

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)	YEAR ENDED 31st MARCH, 2019 (Rs. in Lacs)
Impact on Profit or Loss for the year	3.80	4.36

b) **Foreign Currency Risk**

Foreign Currency risk is the risk that the fair value of future cash flows of an exposure will fluctuate due to changes in foreign exchange rates. The Company does not enter into any derivative instruments for trading or speculative purposes.

The carrying amount of the Company’s Foreign Currency denominated monetary items are as follows;

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)	YEAR ENDED 31st MARCH, 2019 (Rs. in Lacs)
Liabilites		
USD	0.85	30.97
EURO	149.60	0.81
Assets		
USD	34.27	57.9
EURO	13.55	9.8
CHF	0.24	0.21
Others	0.82	0.76

Foreign Currency sensitivity analysis

The Company is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to US Dollar, CHF and Euro. The following table details the Company’s sensitivity to a 10% increase and decrease in the Rupees against the relevant foreign currencies. 10% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management’s assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes receivables and payable in currency other than the functional currency of the Company.

A 10% strengthening of the INR against key currencies to which the Company is exposed (net of hedge) would have led to additional gain in the Statement of Profit and Loss with a corresponding increase in total equity at the end of the reporting period. A 10% weakening of the INR against these currencies would have led to an equal but opposite effect.

Analysis of 10% strengthening of the INR

PARTICULARS	USD Impact (net of tax)	
	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)	YEAR ENDED 31st MARCH, 2019 (Rs. in Lacs)
Impact on profit or loss for the year	2.41	1.94

PARTICULARS	EURO Impact (net of tax)	
	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)	YEAR ENDED 31st MARCH, 2019 (Rs. in Lacs)
Impact on profit or loss for the year	(9.82)	0.65

PARTICULARS	CHF Impact (net of tax)	
	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)	YEAR ENDED 31st MARCH, 2019 (Rs. in Lacs)
Impact on profit or loss for the year	0.02	0.02

c) **Other Price Risk**

Other price risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market traded price. Other price risk arises from financial assets such as investments in equity instruments and mutual funds. The Company does not have investment in equity instruments as on 31st March 2019. The Company is exposed to price risk arising mainly from investment in equity and liquid based mutual fund. The carring value of such mutual funds recognised at FVTPL amount to Rs. 1092.78 Lacs as at 31st March, 2020 (Rs. 1974.55 Lacs as at 31st March, 2019). The details of such instruments are given in Note 13.

If the NAV has been higher/lower by 10% from the market NAV existing as at 31st March, 2020, the income from other source for the year ended 31st March 2020 would increase/decrease by Rs. 109.27 Lacs (for 2018-19 Rs. 197.45 Lacs) with a corresponding increase/decrease in total equity of the Company as at 31st March, 2020. 10% represents managment's assessment of reasonably possible changes in NAV of mutual funds.

V Credit Risk

Credit risk refers to risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk arises primarily from financial assets such as trade receivables, investment in mutual funds, derivative financial instruments, other balances with banks, loans and other receivables.

(a) **Trade receivables management**

The Company has used a practical expedient by computing the expected credit loss allowance for trade receivable based on a provision matrix. The Provision matrix takes into account historical credit loss experience and adjusted for forward -looking information. The expected credit loss allowance is based on the ageing of the days the receivable are due and the rates as given in the provision matrix.

(b) **Other financial assets**

Credit risk arising from investment in mutual funds, derivative financial instruments and other balances with banks is limited and there is no collateral held against these because the counterparties are banks and recognized financial institutions with high credit ratings assigned by the various credit rating agencies and investment in mutual funds are equity and liquid fund.

VI Liqudity Risk

The following table provides details derivative as well as non-derivative financial liabilities of the Company into relevant maturity groupings based on the remaining period from the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

Particulars	Less than 1 year	Between 1 to 5 years	Over 5 years	Total
As at 31st March 2020				
Borrowings (Refer Note 20, 24 and 27)	947.57	540.28	-	1,487.85
Trade Payables (Refer Note 25)	739.29	-	-	739.29
Other Financial Liabilities (Refer Note 27)	47.66	-	-	47.66
As at 31st March 2019				
Borrowings (Refer Note 20, 24 and 27)	648.81	651.88	-	1,300.69
Trade Payables (Refer Note 25)	745.49	-	-	745.49
Other Financial Liabilities (Refer Note 27)	130.05	-	-	130.05

NOTES TO FINANCIAL STATEMENTS (Contd...)

43 RELATED PARTY DISCLOSURES

a) Related parties and their relationship

Name of the related party	Nature of Relationship
Mr. Ambar J. Patel Mr. Roshan Shah Mr. G.V. Bhavsar Mr. Narendra Patil Mr. Atul Vinchhi Mr. Amit Kumar Agrawal Mr. Bharat Patel	Key Management Personnel
Mr. Nipam Rameshchndra Shah Mr. Baldev Patel w.e.f. 31-01-2020 Mrs. Monica Hemal Kanuga	Non - Executive Directors
Etone India Private Limited	Subsidiary from 09-08-2019
Shilp Ultra-tech Private Limited Stylus Infrastructure Private Limited Carol Enterprise	Entity controlled by one or more Key Management Personnel
Mr. Deval A. Patel Mr. Siddharth N. Patil Mr. Rachit Bhavsar Ms. Khushhali A. Vinchi Mrs. Aarti Shah Mrs. Amita Patel Mr. Priynka Bhavsar Mrs. Sangita Bhavsar Mrs. Madhuri A. Vinchhi	Relative of Key Management Personnel

b) Details of related party transactions during the year ended March 31, 2020 and balances outstanding as at March 31, 2020

(i) Compensation of key management personnel of the Company:

Name of the related party	Amount (Rs. in Lacs)	Outstanding balance as at 31st March, 2020 (Rs. in Lacs)
Short-term employee benefits	470.62 (642.30)	39.45 (38.27)
Post-employement benefits	-	-
Termination benefits	-	-
Share-based payments	-	-
Total compensation paid to key management personnel	**470.62 (642.30)**	**39.45 (38.27)**

Key managerial personnel and their relatives who are under the employement of the Company are entitled to post employement benefits and other long term employee benefits recognised as per Ind AS 19 - 'Employee Benefits' in the financial statements. As these employee benifits are lump sum amount provided on the basis of actuarial valuation, the same is not included above.

(ii) Disclosure in respect of material transections with related parties during the year:

Name of the related party	Nature of transactions	Amount (Rs. in Lacs)	Outstanding balance as at 31st March, 2020 (Rs. in Lacs)
Etone India Pvt. Ltd.	Sale of Goods	116.94 -	67.27 -
	Investment in Equity Shares	448.48 -	448.48 -
	Expenditures Reimbursed	0.02 -	-
	Interest Received	19.70 -	8.21 -
	Loan Given	460.00 -	445.00 -
	Loan Repayment received	15.00 -	- -
Mr. Ambar J. Patel	Lease Rent	0.92 -	- -
	Dividend Paid	7.32 (9.76)	- -
Mr. Roshan Shah	Lease Rent	1.53 -	- -
	Dividend Paid	6.40 (12.54)	- -
Mr. G.V. Bhavsar	Dividend Paid	9.28 (12.38)	- -
Mr. Narendra Patil	Dividend Paid	5.48 (7.30)	- -
Mr. Atul Vinchhi	Dividend Paid	8.78 (11.61)	- -
Mr. Aarti Shah	Lease Rent	1.53 -	- -
Mrs. Amita Patel	Lease Rent	2.14 -	- -
Mr. Priynka Bhavsar	Lease Rent	0.77 -	- -
Mrs. Sangita Bhavsar	Lease Rent	2.30 -	- -
Mr. Baldev Patel	Dividend Paid	11.56 -	- -
Mr. Nipam Rameshchndra Shah	Sitting Fee	1.55 (1.55)	- -
Mrs. Monica Hemal Kanuga	Sitting Fee	1.10 (0.95)	- -

Figures in bracket represents previous year data.

NOTES TO FINANCIAL STATEMENTS (Contd...)

44 SEGMENT REPORTING

The Chief Operating Decision maker monitors the operating results of its business segments seperately for the purpose of making decision about resource allocation and performance assessment. Segment performance is evaluated based on the profit or loss and its measured consistently with profit or loss in the financial statements. Operating segment have been identified on the basis of products / services and have been identified as per the quantative criteria specified in the Ind AS 108.

The Company has identified three reportable segments viz (i) manufacture of engraved copper rollers and (ii) energy generation through wind mill and (iii) Flexo

Disclosures required under Ind AS 108 – Operating Segments are as under:

Summary of Segmental Informations as at end of the year 31st March, 2020 as follows:

Particulars	Engraved Copper Roller (Rs. in lacs)	Wind Mill (Rs. in lacs)	Flexo (Rs. in lacs)	Total (Rs. in lacs)
External Sales	**6,186.42**	**232.89**	**400.58**	**6,819.89**
	(6,977.47)	(257.23)	(435.69)	(7,670.39)
Revenue	**6,186.42**	**232.89**	**400.58**	**6,819.89**
	(6,977.47)	(257.23)	(435.69)	(7,670.39)
Less: Inter segment Revenue		**232.89**		**232.89**
		(257.23)		(257.23)
Total Revenue	**6,186.42**	**-**	**400.58**	**6,587.00**
	(6,977.47)	-	(435.69)	(7,413.16)
Segment results	**141.13**	**105.35**	**(3.11)**	**243.37**
	(662.09)	(132.54)	(17.37)	(812.00)
Finance Cost	**130.17**	**-**		**130.17**
	(120.41)	-		(120.41)
Operating income				**113.20**
				(691.59)
Other income (net)				**141.34**
				(215.90)
Profit before taxes				**254.54**
				(907.49)
Tax expense				**141.09**
				(136.07)
Profit for the year				**113.45**
				(771.42)
Other Comprehensive Income				**3.88**
				(13.40)
Total Comprehensive Income for the year				**109.57**
				(758.02)
Other information				
Depreciation and amortisation (allocable)	**467.28**	**58.07**	**63.29**	**588.64**
	(563.48)	(58.07)	(64.13)	(685.68)

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)	YEAR ENDED 31st MARCH, 2019 (Rs. in Lacs)
Segment Assets and Liabilities:		
Segment Assets:		
a) Gravure Rollers	4,358.89	4,427.03
b) Wind Energy	790.38	863.97
c) Flexo	633.27	470.40
Total Segment Assets	**5,782.54**	**5,761.39**
d) Unallocated	3,300.91	3,230.31
Total Assets	**9,083.44**	**8,991.70**

Segment Liabilities:			
a) Gravure Rollers		2,059.76	1,854.83
b) Wind Energy		3.02	15.80
c) Flexo		257.25	115.29
Total Segment Liabilties		**2,320.03**	**1,985.92**
d) Unallocated		446.75	576.29
Total Liabilities		**2,766.78**	**2,562.21**

Information about major customers

There are no transaction with single external customers which amongst to 10% or more of the Company revenue.

45 DERIVATIVE INSTRUMENTS AND UNHEDGED FOREIGN CURRENCY EXPOSURES

The year end foreign currency exposures that have not been hedged by any derivative instrument or otherwise are as under:

Particulars		Foreign Currency	Indian Currency Equivalent (Rs. in Lacs)
Amounts receivable in foreign currency	**AS AT 31ST MARCH, 2020**	**USD 34591.00**	**26.17**
		EURO 12652.00	**10.47**
	AS AT 31ST MARCH, 2019	USD 80353.00	55.57
		EURO 8900.48	6.91
Amounts payable in foreign currency	**AS AT 31ST MARCH, 2020**	**USD 1125.00**	**0.85**
		EURO 180739.08	**149.60**
	AS AT 31ST MARCH, 2019	USD 44790.00	30.97
		EURO 1040.00	0.81

46 DISCLOSURES UNDER THE MSMED ACT, 2006

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)	YEAR ENDED 31st MARCH, 2019 (Rs. in Lacs)
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each acounting year		
Principal amount due to micro and small enterprises	44.71	71.23
Interest due thereon outstanding to any supplier	0.11	-
Interest paid by the Company	0.11	-
Interest due and payable for the period of delay in making Payment	-	0.11
Interest accrued and remaining unpaid	-	0.11
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises, for the purpose of allowance as a deductible expenditure under section 23 of MSMEDA	-	-
The above information is ascertained by the management of the company which has been relied upon by the auditors.		

47 EXPENDITURE IN FOREIGN CURRENCY

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)	YEAR ENDED 31st MARCH, 2019 (Rs. in Lacs)
Traveling expenses	2.71	12.84
Advertisement & business promotion	-	5.35
Repairs and maintenance	28.28	8.15
Total	**30.99**	**26.34**

NOTES TO FINANCIAL STATEMENTS (Contd...)

48 EARNINGS IN FOREIGN CURRENCY

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)	YEAR ENDED 31st MARCH, 2019 (Rs. in Lacs)
F.O.B. Value – Sales	137.02	271.60

49 LEASES

The Ministry of Corporate Affairs (MCA) notified Ind AS 116, the new leases accounting standard on 30th March 2019 with the effective date of its application from 1st April 2019. Ind AS-116 replaces the current guidance in Ind AS-17, 'Leases.' The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases.

Transition to Ind AS 116 Leases:

Effective 1st April, 2019, the Company has adopted Ind AS-116 – leases and applied the standard to all lease contract existing on 1st April,2019 using the modified retrospective method. The Company 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 recognized in the balance sheet as on 31st March, 2019. There is no impact on retained earnings as on 1st April, 2019.

The Company has elected below practical expedients on transition to Ind AS 116:

1. Applied a single discount rate to a portfolio of lease with reasonably similar characteristics.
2. Applied the exemption not to recognize right of use assets and lease liabilities with less than 12 months of lease term on the date of initial application.
3. Excluded the initial direct costs from the measurement of right of use asset at the date of initial application.
4. Elected not to reassess whether a contract is ,or contains a lease at the date of initial application, Instead for contracts entered into before the transition date, the Company relied on its assessment made applying Ind AS 17 leases.

The weighted average incremental borrowing rate applied to lease liabilities as at 1st April, 2019 is 9.20% The following is the movement in lease liability during the period ended 31st March 2020

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)
Balance as at 1st April, 2019	-
Lease Liabilities on account of adoption of Ind AS 116	66.68
Finance Cost incurred during the period	6.14
Payment of Lease liabilities	9.18
Balance as at 31st March, 2020 (Refer Note 21 & 26)	**63.64**

50 REMITTANCE ON ACCOUNT OF DIVIDEND TO NON-RESIDENT SHAREHOLDERS

(i) Remitted in Foreign Currency

PARTICULARS	YEAR ENDED 31st MARCH, 2020		YEAR ENDED 31st MARCH, 2019	
Year to which Dividend relates	Interim Dividend	Year Ended March 31, 2019	Interim Dividend	Year Ended March 31, 2018
Amount of Dividend remitted (Rs. In Lacs)	0.71	0.88	4.28	2.72
Number of Non-Resident Shareholders to whom remittance was made	12	11	14	18
Number of Shares held on which Dividend was due and remitted	47,100	59,200	1,71,200	1,81,200
Face Value of each share(Rs.10 each)	10	10	10	10

(ii) Remitted to their Banks in India

PARTICULARS	YEAR ENDED 31st MARCH, 2020		YEAR ENDED 31st MARCH, 2019	
Year to which Dividend relates	Interim Dividend	Year Ended March 31, 2019	Interim Dividend	Year Ended March 31, 2018
Amount of Dividend remitted (Rs. In Lacs)	3.64	3.19	2.69	1.54
Number of Non-Resident Shareholders to whom remittance was made	59	57	56	59
Number of Shares held on which Dividend was due and remitted	2,42,867	2,12,479	1,07,729	1,02,440
Face Value of each share(Rs.10 each)	10	10	10	10

51 CORPORATE SOCIAL RESPONSIBILITY (CSR) EXPENDITURE

As per section 135 of Companies Act, 2013, a Company, meeting the applicability thrershold, need to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. These all CSR activities are eradication on hunger and malnutrition, promoting education, art and culture, healthcare, destitute care and rehabilitation, enviroment sustainability, disater relief and rural devlopment projects. A CSR committee has been formed by the Company as per the Act. The fund were primarily allocated to a corpus and utilized through the year on these activities which are specified in Schedule VII of the Companies Act, 2013.

For FY 2019-20

Sector Activity Identified	CSR Project	Implementing Agency and Location	Rs. in Lacs (Paid in cash)	Yet to be paid	Total
Hospital / Rural Healthcare	Contribution for Medical Relief Project	Dardionu Rahat Fund, Ahmedabad, Gujarat	1.50	-	1.50
Hospital / Rural Healthcare	Contribution for Medical Relief Project	Indian Renal Foundation	1.00	-	1.00
Hospital / Rural Healthcare	Contribution for Medical Relief Project	Health and Care Foundation	13.00	-	13.00
Skill Development	Contribution for Skill Development	Ambaben Maganbhai Patel Public Charitable Trust	1.00	-	1.00
Skill Development	Contribution for Skill Development	Disha Cheritable Trust	0.50	-	0.50
Hospital / Rural Healthcare	Contribution for Medical Relief Project	The Gujarat Cancer Society	1.00	-	1.00
Total			**18.00**	**-**	**18.00**

52 FAIR VALUE MEASUREMENTS

Financial assets	Fair Value hierarchy			
	Fair Value	Quoted prices in active markets (Level I)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
As at 31st March, 2020				
Financial assets measured at fair value through profit or loss				
Investments in quoted mutual funds (Refer Note 13)	1092.78	1092.78	-	-
As at 31st March, 2019				
Financial assets measured at fair value through profit or loss				
Investments in quoted mutual funds (Refer Note 13)	1974.55	1974.55	-	-

53 The Company has not elected to exercise its option permitted U/S 115BAA of the Income tax act, 1961 and provision of current tax has been made as per the normal provisions of the Income Tax Act,1961 and rules frame there under.

54 Due to outbreak of COVID 19 pandemic globally and in India, the Company`s management has made initial assessment of likely adverse impact on business and financial risks on account of COVID 19 pandemic, and believes that the impact is likely to be short term in nature. The management does not see any medium to long term risks in the company`s ability to continue as going concern and meeting its liabilities as and when they fall due. Further, on account outbreak of COVID 19 pandemic and rapidly spreading throught the world including in India, the Company`s plant and offices were under nationwide lockdown since 24th March 2020. As a result of lockdown, the volume of the business for the quarter ended 31st Match 2020 has been adversely impacted. The Company had resumed its operations with effect 15th April 2020 taking in to account directives from the State as well as Central Goverment of India.

55 EVENTS OCCURING AFTER BALANCE SHEET DATE

The Company evaluates events and transactions that occur subsequent to the balance sheet date but prior to the financial statements to determine the necessity for recognition and/or reporting of any of these events and transactions in the financial statements. As of 20th June 2020, there were no subsequent events to be recognized or reported that are not already disclosed.

56 STANDARDS ISSUED BUT NOT EFFECTIVE

The amendments to standards that are issued and new standards issued but not yet effective, up to the date of issuance of Company's financial statements are disclosed below. The Company intends to adopt those standards, when they become effective. The Ministry of Corporate Affairs ("MCA") has issued New IND AS and amendments to IND AS through (Indian Accounting Standards) Amendment Rules, 2019

1. IND AS 117 – Insurance Contracts
2. IND AS 103 – Business Combination
3. IND AS 1 - Presentation of Financial Statements and IND AS 8 Accounting Policies. Change in Accounting Estimates and Errors.
4. IND AS 40 – Investment Property

These amendments are effective for annual periods beginning on or after April 01, 2020

The Company is in the process of evaluating the impact of the new amendments issued but not effective

57 APPROVAL OF FINANCIAL STATEMENTS

The financial statements were approved for issue by the board of directors on April 27, 2020.

58 Previous year figures have been regrouped and reclassified wherever necessary to make it comparable to current year's figures.

For and on behalf of the Board of Directors of
Shilp Gravures Limited

Ambar J. Patel
Managing Director (DIN No. - 00050042)

Shailesh C Desai
Director (DIN No. - 00169595)

Amit Agrawal
Chief Financial Officer

Roshan Shah
Chief Executive Officer

Bharat Patel
Company Secretary

Place : Rakanpur
Date : 20th June, 2020

INDEPENDENT AUDITOR'S REPORT

To
The Members of
SHILP GRAVURES LIMITED

Report on the Consolidated financial statements

Opinion

We have audited the accompanying consolidated financial statements of **SHILP GRAVURES LIMITED** (hereinafter referred to as the "Holding Company") and its subsidiary (Holding Company and its subsidiary together referred to as ''the Group''), which comprise the consolidated Balance Sheet as at March 31, 2020; and the consolidated statement of Profit and Loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated cash flows Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as ''the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2020, of consolidated profit (including other comprehensive income), consolidated changes in equity and its consolidated cash flows for the year then ended.

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 ethical requirements that are relevant to our audit of the consolidated financial statements in India in terms of the Code of Ethics issued by ICAI and the relevant provisions of the Companies Act, 2013, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of 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 informing our opinion thereon, and we do not provide a separate opinion on these matters.

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

Other Matter

We did not audit the financial statements of a subsidiary included in the consolidated financial statements, whose financial information reflect total assets of Rs.288.44 lacs as at March 31, 2020 and total revenues Rs. 477.59 lacs and total net loss after tax of Rs.26.32 lacs and total comprehensive loss of Rs.29.68 lacs for the period ended on March 31,2020 and net cash inflow of Rs.21.39 lacs for the period ended on March 31,2020 as considered in the consolidated financial statements. These financial statements have been audited by other auditors and our opinion and conclusion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, is based solely on the report of the other auditors and the procedures performed by us as stated under Auditor's Responsibilities section above. Our report on the consolidated financial statements is not modified in respect of the above matters with respect to our reliance on the work done and the report of the other auditors.

Other Information

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

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

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

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Companies Act, 2013 ('the Act') that give a true and fair view of the consolidated financial position, consolidated financial performance (including other comprehensive income) and consolidated cash flows of the Group including in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group 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 Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors 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 are responsible for overseeing the financial reporting process of the Group.

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 judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as 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 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 to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, we report, to the extent applicable, that:

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

(b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

(c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, the consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

(d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act read with Companies (Indian Accounting Standard) Rules, 2015.

(e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2020 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary company incorporated in India, none of the directors of the Group companies, incorporated in India is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164(2) of the Act.

(f) With respect to the adequacy of internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in Annexure 'A'.

(g) With respect to the other matters to be included in the Auditor's report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion, the managerial remuneration for the year ended March 31, 2020 has been paid/ provided by the Company to its directors in accordance with the provisions of Section 197 read with Schedule V to the Act;

(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 Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. There were no pending litigations which would impact the consolidated financial position of the Group.

ii. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company. Further, there were no amount which was required to be transferred to the Investor Education and Protection Fund by its subsidiaries company incorporated in India.

For SHAH & SHAH ASSOCIATES
Chartered Accountants
(FRN: 113742W)

SUNIL K.DAVE
PARTNER
Membership Number: 047236

Place : Ahmedabad
Date : June 20, 2020
UDIN : 20047236AAAAEH9276

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

Annexure to the independent auditor's report of even date on the Consolidated financial statements of SHILP GRAVURES LIMITED

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

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2020, we have audited the internal financial controls over financial reporting of SHILP GRAVURES LIMITED (hereinafter referred to as "the Holding Company') and its subsidiary company, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the of the Holding company, its subsidiary company which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business., including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the ''Guidance Note") issued by the ICAI and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms .of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Holding Company and its subsidiary company, which are companies incorporated in India, have. in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to a subsidiary company, which is company incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

For SHAH & SHAH ASSOCIATES
Chartered Accountants
(FRN: 113742W)

SUNIL K.DAVE
PARTNER
Membership Number: 047236

Place : Ahmedabad
Date : June 20, 2020
UDIN : 20047236AAAAEH9276

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2020

(₹ in Lacs)

PARTICULARS	NOTES	AS AT 31ST MARCH, 2020
ASSETS		
Non - Current Assets		
(a) Property, Plant and Equipment	4	5,046.90
(b) Capital work-in-progress	5	58.29
(c) Right-of-use assets	6	59.89
(d) Goodwill	55	137.03
(e) Financial Assets		
(i) Other Financial Assets	7	76.20
(f) IncomeTax Assets (net)	8	231.48
(g) Other Assets	9	34.34
Total Non Current Assets		**5,644.13**
Current Assets		
(a) Inventories	10	894.12
(b) Financial Assets		
(i) Investments	11	1,092.78
(ii) Trade Receivables	12	1,588.52
(iii) Cash and Cash Equivalents	13	62.71
(iv) Other Balances with bank	13	17.06
(v) Other Assets	14	3.45
(c) Other Assets	15	69.37
Total Current Assets		**3,728.01**
TOTAL ASSETS		**9,372.14**
EQUITY AND LIABILITIES		
EQUITY		
(a) Share Capital	16	614.98
(b) Other Equity	17	5,671.97
TOTAL EQUITY		**6,286.95**
LIABILITIES		
Non - Current Liabilities		
(a) Financial Liabilities		
(i) Borrowings	18	637.50
(ii) Lease Liabilities	19	59.48
(b) Employee benifit obligations	20	64.85
(c) Deferred Tax Liabilities (Net)	21	280.37
Total Non - Current Liabilities		**1,042.20**
Current Liabilities		
(a) Financial Liabilities		
(i) Borrowings	22	734.97
(ii) Trade Payables		
(iia) Total outstanding due of Micro and small enterprises	23	89.28
(iib) Total outstanding due of creditors other than Micro and small enterprises	23	733.62
(iii) Lease Liabilities	24	4.16
(iv) Other Liabilities	25	391.36
(b) Employee benifit obligations	26	37.80
(c) Other Liabilities	27	51.80
Total Current Liabilities		**2,042.99**
TOTAL EQUITY AND LIABILITIES		**9,372.14**
See accompanying notes forming part of the financial statements		

In terms of our report attached

For and on behalf of the Board of Directors of Shilp Gravures Limited

For Shah & Shah Associates
Chartered Accountants
Firm Regd. No. (FRN: 113742W)

Sunil K.dave
Partner
Membership No. 047236

Place : Ahmedabad
Date : 20th June, 2020

Ambar J. Patel
Managing Director (DIN No. - 00050042)

Shailesh C Desai
Director (DIN No. - 00169595)

Amit Agrawal
Chief Financial Officer

Roshan Shah
Chief Executive Officer

Bharat Patel
Company Secretary

Place : Rakanpur
Date : 20th June, 2020

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2020

(₹ in Lacs)

	PARTICULARS	NOTE	YEAR ENDED 31st MARCH, 2020
I	Revenue from Operations	28	7,064.59
II	Other Income	29	122.32
III	**TOTAL REVENUE (I+II)**		**7,186.91**
IV	**EXPENSES**		
	Cost of raw materials consumed	30	1,872.90
	Changes in inventories of finished goods and work in progress	31	(37.30)
	Employee benefits expense	32	2,404.27
	Finance costs	33	147.27
	Depreciation and amortisation expense	4	613.71
	Other expenses	34	1,972.97
	TOTAL EXPENSES (IV)		**6,973.82**
V	**Profit Before Tax (III-IV)**		**213.09**
VI	**Tax Expenses**		
	(1) Current tax	35	112.58
	(2) (Excess) / Short provision for tax relating to prior years		-
	(3) Deferred tax		13.64
			126.22
VII	**Profit for the year (V-VI)**		**86.87**
VIII	**Other Comprehensive Income:**		
	Items that will not be reclassified subsequently to Profit or Loss		
	Remeasurement of defined employee benefits plan		(9.92)
	Income Tax Expenses on Remeasurement of defined benefits plan		2.68
IX	**Total Other Comprehensive Income**		**(7.24)**
X	**Total Comprehensive Income for the year (VII+IX)**		**79.63**
	Earnings per equity share (Face value of Rs. 10 each)		
	Basic & Diluted (in Rs.)	36	1.41
	See accompanying notes forming part of the financial statements		

In terms of our report attached

For Shah & Shah Associates
Chartered Accountants
Firm Regd. No. (FRN: 113742W)

Sunil K.dave
Partner
Membership No. 047236

Place : Ahmedabad
Date : 20th June, 2020

For and on behalf of the Board of Directors of Shilp Gravures Limited

Ambar J. Patel
Managing Director (DIN No. - 00050042)

Shailesh C Desai
Director (DIN No. - 00169595)

Amit Agrawal
Chief Financial Officer

Roshan Shah
Chief Executive Officer

Bharat Patel
Company Secretary

Place : Rakanpur
Date : 20th June, 2020

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2020

A. Equity Share Capital

PARTICULARS	No. Shares	Amount (Rs. in Lacs)
Balance as at 31st March, 2019	**61,49,800**	**614.98**
Changes in equity share capital during the year	-	-
Balance as at 31st March, 2019	**61,49,800**	**614.98**

B. Other Equity

PARTICULARS	Reserves & Surplus			Total
	Capital Reserve (Rs. in Lacs)	General Reserve (Rs. in Lacs)	Retained Earnings (Rs. in Lacs)	(Rs. in Lacs)
Balance as at 31st March, 2019	**15.00**	**1,359.76**	**4,440.02**	**5,814.78**
Profit for the year	-	-	86.87	87.87
Other comprehensive income (*) for the year	-	-	(7.27)	(7.27)
Total comprehensive income	**15.00**	**1,359.76**	**4,519.62**	**5,894.38**
Payment of Dividends	-	-	(184.49)	(184.49)
Tax on Dividend Paid	-	-	(37.92)	(37.92)
Transfer to General Reserve	-	25.00	(25.00)	-
Balance as at 31st March, 2020	**15.00**	**1,384.76**	**4,272.21**	**5,671.97**

(*) Other comprehensive income for the year classified under retained earning is in respect of remeasurement of defined benefit plans (net of tax).

See accompanying notes forming part of the financial statements

In terms of our report attached

For Shah & Shah Associates
Chartered Accountants
Firm Regd. No. (FRN: 113742W)

Sunil K.dave
Partner
Membership No. 047236

Place : Ahmedabad
Date : 20th June, 2020

For and on behalf of the Board of Directors of Shilp Gravures Limited

Ambar J. Patel
Managing Director (DIN No. - 00050042)

Shailesh C Desai
Director (DIN No. - 00169595)

Amit Agrawal
Chief Financial Officer

Roshan Shah
Chief Executive Officer

Bharat Patel
Company Secretary

Place : Rakanpur
Date : 20th June, 2020

CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED ON 31ST MARCH, 2020

(₹ in Lacs)

PARTICULARS	YEAR ENDED 31st MARCH, 2020
A. CASH FLOWS FROM OPERATING ACTIVITIES	
Profit before tax	213.09
Adjustments for :	
Depreciation and amortisation expenses	613.71
Bad debts written off	-
Finance cost	147.27
Interest income from banks	(0.84)
Interest income on deposit and ICD	(3.45)
Net gain on sale of current investments	(102.62)
Net gain arising on Mutual Fund Investment measured at FVTPL	338.05
(Gain) / Loss on disposal of Property, Plant and Equipments (net)	1.48
Unrealised foreign exchange loss / (gain) (net)	(0.45)
Remeasurement of defined benefits plan	-
Provision For Expected Credit Loss	4.92
	998.07
Operating profit before working capital changes	1,211.16
Changes in Working Capital:	
Adjustments for increase / (decrease) in operating liabilities:	
Trade Payables	77.41
Non Current Provisions	1.46
Other Current Financial Liabilities	21.16
Other Non Current Liabilities	-
Current Provisions	9.24
Other Current Liabilities	40.36
Adjustments for (increase) / decrease in operating assets:	
Trade Receivables	(4.65)
Inventories	(94.73)
Other Non Current Financial Assets	(3.30)
Other Non Current Assets	(23.87)
Other Current Financial Assets	(0.38)
Other Current Assets	(41.83)
	(19.13)
Cash Generated from Operations	**1,192.03**
Net income tax paid	(189.46)
Net Cash generated from Operating Activities (A)	**1,002.57**
(B) CASH FLOWS FROM INVESTING ACTIVITIES	
Purchase of Property, Plant and Equipments	(1,507.43)
Proceeds from disposal of Property, Plant and Equipments	17.62
Proceeds from disposal of investments	(505.77)
Purchase of investments	1,152.11
Net cash outflow on account of conslodidation	(137.03)
Interest received from Bank	0.84
Interest income on deposit and ICD	3.45
Proceeds from bank Deposit	(1.63)
Net Cash used in Investing Activities (B)	**(977.84)**

CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED ON 31ST MARCH, 2020 (contd...)

(₹ in Lacs)

PARTICULARS	YEAR ENDED 31st MARCH, 2020
C. CASH FLOWS FROM FINANCING ACTIVITIES	
Proceeds from non current borrowings	(14.38)
Repayment of non current borrowings	-
Net (decrease) / increase in working capital borrowings	307.11
Interest Paid	(147.27)
Lease liabilities	63.64
Dividend Paid	(184.52)
Tax on Dividend Paid	(37.92)
Net Cash used in Financing Activities (C)	**(13.34)**
Net increase / (decrease) in Cash & Cash Equivalents (A+B+C)	**11.39**
Cash and Cash Equivalents at the beginning of the year	50.89
Effect of exchange rate changes on balance of foreign currency Cash and cash equivalents	0.43
Cash and Cash Equivalents at the end of the year	**62.71**
Reconciliation of Cash and cash equivalents with the Balance Sheet:	
Cash and cash equivalents as per Balance Sheet (Refer Note 13)	79.77
Less: Unpaid dividend Accounts	15.40
Less: Bank balances not considered as Cash and cash equivalents (as defined in Ind AS 7 Statements of Cash Flows)	1.66
Net Cash and cash equivalents (as defined in Ind AS 7 Statements of Cash Flows) (included in Note 13)	**62.71**
Cash and cash equivalents at the end of the year comprises of	
(a) Cash on hand	5.88
(b) Cheques/Drafts on hand	10.51
(c) Balances with Banks	
(i) In Current Accounts	36.14
(ii) In Bank Accounts	10.18
	62.71

Note :

1 The Cash Flow Statement has been prepared under the Indirect method as set out in Ind AS 7 on Cash Flow Statements notified under Section 133 of The Companies Act 2013, read together with Paragraph 7 of the Companies (Indian Accounting Standard) Rules 2015 (as ammended).

2 Cash and cash equivalents includes Rs. 15.40 Lacs (P.Y. 15.43 Lacs) in earmarked account balances with banks which can be utilised only for the specific identified purposes.

See accompanying notes forming part of the financial statements

In terms of our report attached

For Shah & Shah Associates
Chartered Accountants
Firm Regd. No. (FRN: 113742W)

Sunil K.dave
Partner
Membership No. 047236

Place : Ahmedabad
Date : 20th June, 2020

For and on behalf of the Board of Directors of Shilp Gravures Limited

Ambar J. Patel
Managing Director (DIN No. - 00050042)

Shailesh C Desai
Director (DIN No. - 00169595)

Amit Agrawal
Chief Financial Officer

Roshan Shah
Chief Executive Officer

Bharat Patel
Company Secretary

Place : Rakanpur
Date : 20th June, 2020

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

1. Corporate Information

The financial statements comprise of financial statements of Shilp Gravures Limited ('the Company') and its subsidiary namely Etone India Pvt. Ltd. (collectively 'the Group') for the year ended March 31, 2020. The Company is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. . The registered office of the company is located at 778/6, Pramukh Industrial Estate, Sola-Santej Road, Rakanpur, Tal. Kalol, Gandhinagar - 382721, Gujarat, India. The Group is engaged in engraving of rollers using three different engraving technologies i.e. electronic, laser and chemical etching. The engraved rollers are used in printing and packaging industries.

The consolidated financial statements were authorised for issue in accordance with a resolution of the directors on June 20, 2020.

2. Basis of preparation and consolidation

2.1 Basis of preparation

The consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) read with section 133 of Companies Act, 2013 and presentation requirements of Division II of schedule III to the Companies Act, 2013, on the historical cost basis, on the accrual basis of accounting except for certain financial instruments that are measured at fair values, as explained in the accounting policies below.

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

The consolidated financial statements are presented in INR and all values are rounded to the nearest lacs (INR 00,000), except when otherwise indicated.

2.2 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at March 31, 2020. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns

  Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights
- The size of the group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member's financial statements in preparing the consolidated financial statements to ensure conformity with the group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company, i.e., year ended on March 31. When the end of the reporting period of the parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the parent to enable the parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

2.3 Consolidation procedure:

(a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.

(b) Offset (eliminate) the carrying amount of the parent's investment in subsidiary and the parent's portion of equity of subsidiary. Business combinations policy explains how to account for any related goodwill.

(c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiary to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- Derecognises the assets (including goodwill) and liabilities of the subsidiary
- Derecognises the carrying amount of any non-controlling interests
- Derecognises the cumulative translation differences recorded in equity
- Recognises the fair value of the consideration received
- Recognises the fair value of any investment retained
- Recognises any surplus or deficit in profit or loss
- Reclassifies the parent's share of components previously recognised in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities

2.4 Business combinations and goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. However, the following assets and liabilities acquired in a business combination are measured at the basis indicated below:

- Deferred tax assets or liabilities, and the assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with Ind AS 12 Income Tax and Ind AS 19 Employee Benefits respectively.
- Liabilities or equity instruments related to share based payment arrangements of the acquiree or share - based payments arrangements of the Group entered into to replace share-based payment arrangements of the acquiree are measured in accordance with Ind AS 102 Share-based Payments at the acquisition date.
- Assets (or disposal groups) that are classified as held for sale in accordance with Ind AS 105 Non-current Assets Held for Sale and Discontinued Operations are measured in accordance with that standard.
- Reacquired rights are measured at a value determined on the basis of the remaining contractual term of the related contract. Such valuation does not consider potential renewal of the reacquired right.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

If the business combination is achieved in stages, any previously held equity interest is re-measured at its acquisition date fair value and any resulting gain or loss is recognised in profit or loss or OCI, as appropriate.

Any contingent consideration to be transferred by the acquirer is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of Ind AS 109 Financial Instruments, is measured at fair value with changes in fair value recognised in profit or loss. If the contingent consideration is not within the scope of Ind AS 109, it is measured in accordance with the appropriate Ind AS. Contingent consideration that is classified as equity is not re-measured at subsequent reporting dates and subsequent its settlement is accounted for within equity.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through OCI.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

A cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

Where goodwill has been allocated to a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted through goodwill during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognized at that date. These adjustments are called as measurement period adjustments. The measurement period does not exceed one year from the acquisition date.

3. Significant Accounting Policies

3.1 Revenue recognition

Revenue from sale of goods and services is measured at the fair value of the consideration received or receivable, net of estimated customer returns, rebates and other similar allowances.

Sale of goods

Revenue from the sale of goods is recognised the significant risks and rewards of ownership of the goods have passed to the buyer, usually on delivery of the goods and it is probable that the economic benefits associated with the transaction will flow to the Group

Rendering of services

Revenue from rendering of services recognised when services are rendered and related cost are incurred.

Dividend and interest income

Dividend income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably).

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably. Interest income is accrued on a time basis.

3.2 Foreign currencies

In preparing the consolidated financial statements, transactions in currencies other than the entity's functional currency are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on monetary items are recognised in profit or loss in the period in which they arise.

3.3 Borrowing costs

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

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

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

3.4 Employee benefits

Defined benefit plans

The Group has an obligation towards a defined benefit retirement plan covering eligible employees through Group Gratuity Scheme of Life Insurance Corporation of India. The Group accounts for the liability for the gratuity benefits payable in future based on an independent actuarial valuation carried out using Projected Unit Credit Method considering discounting rate relevant to Government Securities at the Balance Sheet Date.

Defined benefit costs in the nature of current and past service cost and net interest expense or income are recognized in the statement of profit and loss in the period in which they occur. Actuarial gains and losses on measurement is reflected immediately in the balance sheet with a charge or credit recognized in other comprehensive income in the period in which they occur and is reflected immediately in retained earnings and not reclassified to profit or loss. Past service cost is recognized in profit and loss in the period of a plan amendment.

Defined Contribution plan

The Group recognize contribution payable to a defined contribution plan as an expenses in the Statement of profit and loss when the employee render services to the Group during the reporting period.

Compensated Absences

Provisions for Compensated Absences and its classifications between current and non-current liabilities are based on independent actuarial valuation. The actuarial valuation is done as per the projected unit credit method as at the reporting date.

Short term employee benefits:

They are recognized at an undiscounted amount in the Statement of Profit and Loss for the year in which the related services are rendered.

3.5 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax. Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Group's current tax is calculated using tax rates that have been enacted or substantially enacted by end of reporting periods.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

3.6 Property, plant and equipment

Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses.

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes professional fees for qualifying assets, borrowing costs capitalised in accordance with the Group's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Freehold land is not depreciated.

Fixtures and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation is recognised so as to write off the cost of assets (other than freehold land & properties under construction) less their residual values over their useful lives, as indicated in the Companies Act, 2013, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

For transition to Ind AS, the Group has elected to continue with the carrying value of all of its property, plant and equipment recognised as of April 1, 2016 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

3.7 Impairment of tangible and intangible assets (other than goodwill)

At the end of each reporting period, the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

3.8 Inventories

Inventories are stated at the lower of cost and net realisable value. Costs of inventories are determined on a first-in-first-out basis. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

3.9 Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability.

When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

Contingent liabilities are not recognised but are disclosed in the notes.

Contingent assets are not recognised but are disclosed in the notes where an inflow of economic benefits is probable.

3.10 Financial Instruments

Financial assets and financial liabilities are recognised when an entity becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

3.11 Financial assets

Initial recognition and measurement

Financial assets are recognized when the Group becomes a party to the contractual provisions of the instrument. On initial recognition, a financial asset is recognized at fair value. In case of financial assets which are recognized at fair value through profit and loss (FVTPL), its transaction costs are recognized in the Statement of Profit and loss. In other cases, the transaction costs are attributed to the acquisition value of the financial asset.

Subsequent measurement

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition. Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as a FVTPL. Interest income is recognized in profit or loss and is included in the "Other Income" line item.

Classification of financial assets:

Financial assets measured at amortized cost

A financial asset is measured at the amortized cost if both the following conditions are met:

a) The Group's business model objective for managing the financial asset is to hold financial assets in order to collect contractual cash flows, and

b) The Contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

   This category applies to cash and bank balances, trade receivables, loans and other financial assets of the Group. Such financial assets are subsequently measured at amortized cost using the effective interest method.

The amortized cost of a financial asset is also adjusted for loss allowances, if any.

Financial assets measured at FVTOCI

A financial asset is measured at FVTOCI if both of the following conditions are met:

a) The Group's business model objective for managing the financial asset is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal on the principal amount outstanding.

Financial assets measured at FVTPL

A financial asset is measured at FVTPL unless it is measured at amortized cost or at FVTOCI as explained above.

This is a residual category applied to all other investments of the Group. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Statement of Profit and Loss. Dividend Income on the investments in equity instruments are recognized as `other income' in the Statement of Profit and Loss.

Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period. For foreign currency denominated financial assets measured at amortized cost and FVTPL, the exchange differences are recognized in profit or loss except for those which are designated as hedging instruments in a hedging relationship.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of group of similar financial assets) is derecognized (i.e. removed from the Group's Balance Sheet) when any of the following occurs:

a) The contractual rights to cash flows from the financial assets expires,

b) The Group transfers its contractual rights to receive cash flows of the financial asset and has substantially transferred all the risks and rewards of ownership of the financial asset;

c) The Group retains the contractual rights to receive cash flows but assumes a contractual obligation to pay the cash flows without material delay to one or more recipients under a 'pass through' arrangement (thereby substantially transferring all the risks and rewards of ownership of the financial asset);

d) The Group neither transfer nor retains substantially all risk and rewards of ownership and does not retain control over the financial assets.

In cases where Group has neither transferred nor retained substantially all of the risks and rewards of the financial asset, but retains control of the financial asset, the Group continues to recognize such financial asset to the extent of its continuing involvement in the financial asset; in that case, the Group also recognizes an associated liability.

The financial asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

On derecognition of a financial asset, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognized in other comprehensive income and accumulated in equity is recognized in profit or loss if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

Impairment of financial assets

The Group applies expected credit losses (ECL) model for recognizing impairment loss on financial assets measured at amortized cost and trade receivables. In case of trade receivables, the Group follows a simplified approach wherein an amount equal to lifetime ECL is measured and recognized as loss allowance. For the purpose of measuring lifetime expected credit loss, for trade receivables, the Group has used a practical expedient as permitted under Ind AS 109. The expected credit loss allowance is computed based on a provision matrix which takes in to account historical credit loss experience and adjusted for forward looking information. For recognition of impairment loss on other financial assets and risk exposure, the Group determines whether there has been a significant increase in the credit risk since initial recognition. If the credit risk has not increased significantly, 12 month ECL is used to provide for impairment loss. However, if the credit risk has increased significantly, then the impairment loss is provided based on lifetime ECL. Subsequently, if the credit quality of the financial asset improves such that there is no longer a significant increase in credit risk since initial recognition, the Group reverts to recognizing impairment loss allowance based on 12-month ECL. ECL impairment loss allowance (or reversal) recognized during the period is recognized as income / expenses in the Statement of profit and loss under the head 'Other expense'.

3.12 Financial liabilities and equity instruments

Debt and Equity Instruments:

Debt and equity instruments issued by the Group are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instruments.

Equity instruments:

An equity instruments is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities, Equity instruments issued by the Group are recognised at the proceeds received, not of direct issue costs.

Financial Liabilities:

Initial recognition and measurement

Financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at fair value.

Subsequent measurement

Financial liabilities are subsequently measured at amortised cost using the effective interest rate method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

Financial liabilities at FVTPL

A financial liability may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;
- the financial liability whose performance is evaluated on a fair value basis, in accordance with the Group's documented risk management;

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability.

Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments and are recognised in profit or loss.

The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the closing rate at the end of the reporting period. For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognised in profit or loss.

Dereognition of financial liabilities

A financial liability is dereognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid is recognized in the Statement of Profit and Loss.

3.13 Leases

Effective 1st April, 2019, the Group has adopted Ind AS 116 - Leases and applied the standard to all leases contracts existing on 1st April, 2019 using the modified retrospective method. Refer note 49 for details on transition to Ind AS 116 Leases.

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

The Group recognizes a right-of-use assets and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, or if Group changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Group presents right-of-use assets that do not meet the definition of investment property in 'property, plant and equipment' and lease liabilities in 'loans and borrowings' in the statement of financial position.

Short-term leases and leases of low-value assets

The Group has elected not to recognize right-of-use assets and lease liabilities for short-term leases of real estate properties that have a lease term of 12 months. The Group recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

3.14 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Group. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Group.

3.15 Fair Value

The Group measures financial instruments at fair value in accordance with the accounting policies mentioned above. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either;

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorized within the fair value hierarchy that categorized into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for Identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

Level 1 - quoted (unadjusted) market prices in active markets for identical assets or Liabilities.

Level 2 - inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3 - inputs that are unobservable for the asset or liability.

For assets and liabilities that are recognized in the consolidated financial statements at fair value on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorized at the end of each reporting period and discloses the same.

3.16 Earnings Per Share

Basic earnings per share are computed by dividing the profit after tax by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit after tax as adjusted for the effects of dividend interest and other charges relating to the dilutive potential equity shares by weighted average number of shares plus dilutive potential equity shares.

3.17 Investments in subsidiaries, associates and joint ventures

The Investments in subsidiaries, associates and joint ventures are carried in these consolidated financial statements at historical 'cost', except when the investment, or a portion thereof, is classified as held for sale, in which case it is accounted for as Non-current assets held for sale and discontinued operations. Where the carrying amount of an investment in greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is transferred to the statement of Profit and Loss. On disposal of investment, the difference between the net disposal proceeds and the carrying amount is charges or credited to the Statement of Profit and Loss.

3.18 Significant accounting judgments, estimates and assumptions

Significant accounting judgements

The application of the Group's accounting policies in the preparation of the Group's consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the acGrouping disclosures, and the disclosure of contingent liabilities. The estimates and assumptions are based on historical experience and other factors that are considered to be relevant. The estimates and underlying assumptions are reviewed on an ongoing basis and any revisions thereto are recognized in the period in which they are revised or in the period of revision and future periods if the revision affects both the current and future periods. Actual results may differ from these estimates which could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. Existing circumstances and assumptions about future developments may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

(a) **Fair value measurement of financial instruments**

When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using ECL model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

(b) **Defined benefit plans (gratuity benefits)**

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

(c) **Provisions and Contingent Liabilities**

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimate. Contingent liabilities are not recognised in the consolidated financial statements. The policy for the same has been explained above in note 3.4.

3.18 Significant accounting judgments, estimates and assumptions

Significant accounting judgements

The application of the Company's accounting policies in the preparation of the Company's consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. The estimates and assumptions are based on historical experience and other factors that are considered to be relevant. The estimates and underlying assumptions are reviewed on an ongoing basis and any revisions thereto are recognized in the period in which they are revised or in the period of revision and future periods if the revision affects both the current and future periods. Actual results may differ from these estimates which could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. Existing circumstances and assumptions about future developments may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

(a) Fair value measurement of financial instruments

When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using ECL model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

(b) Defined benefit plans (gratuity benefits)

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

(c) Provisions and Contingent Liabilities

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimate. Contingent liabilities are not recognised in the consolidated financial statements. The policy for the same has been explained above in note 3.4.

CONSOLIDATED NOTES TO FINANCIAL STATEMENTS

4. PROPERTY, PLANT AND EQUIPMENTS

(₹ in Lacs)

Particulars	Tangible Assets							
	Freehold Land	Buildings	Plant and Machine-ries	Windmills	Furniture and Fixtures	Vehicles	Office Equipments and Computers	Total
Cost								
As at April 1, 2019	**142.98**	**740.68**	**3,788.08**	**1,019.44**	**51.64**	**187.49**	**201.88**	**6,132.19**
Additions	415.26	66.60	408.11	-	34.38	10.68	82.21	1,017.24
Assets acquired under business purchase agrrement	17.72	19.60	351.45	-	1.74	6.88	14.04	411.43
Disposals	(17.72)	-	(8.10)	-	-	(19.80)	(10.60)	(56.22)
Cost - As at March 31, 2020	**558.24**	**826.88**	**4,539.54**	**1,019.44**	**87.76**	**185.26**	**287.53**	**7,504.63**
Accumulated Depreciation								
- As at April 1, 2019	**-**	**(86.71)**	**(1,461.57)**	**(174.21)**	**(18.60)**	**(27.60)**	**(102.45)**	**(1,871.14)**
Depreciation for the year	-	(34.09)	(423.20)	(58.07)	(7.46)	(23.38)	(60.72)	(606.92)
Eliminated on Disposal of Assets	-	-	6.00	-	-	6.87	7.43	20.33
Accumulated Depreciation - As at March 31, 2020	**-**	**(120.80)**	**(1,878.77)**	**(232.28)**	**(26.06)**	**(44.11)**	**(155.74)**	**(2,457.73)**
Net Block - As at April 1, 2019	**142.98**	**653.97**	**2,326.51**	**845.23**	**33.04**	**159.89**	**99.43**	**4,261.05**
Net Block - As at March 31, 2020	**558.24**	**706.08**	**2,660.77**	**787.16**	**61.70**	**141.15**	**131.79**	**5,046.90**

1. Plant and Machinery includes softwares being an integral part of plant and machinery
2. For charges created on the aforesaid assets refer note no. 18 & 25.

CONSOLIDATED NOTES TO FINANCIAL STATEMENTS

5 CAPITAL WORK-IN PROGRESS

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)
Opening Capital work-in-progress	43.94
Add: Addition during the period	524.83
Less: Capitalised during the period	510.48
Closing Capital work-in-progress	**58.29**

6 NON - CURRENT RIGHT-OF-USE ASSETS

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)
Offic Building	66.68
Less: Depreciation Charged	(6.79)
Total	**59.89**

7 OTHER NON - CURRENT FINANCIAL ASSETS

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)
Security deposits	63.71
VAT Receivable	12.49
Total	**76.20**

The fair value of other non current financial assets is not materiality different from carrying value presented.

8 NON - CURRENT TAX ASSETS (NET)

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)
Advance income tax & TDS (Net of provisions of Rs. 112.58 lacs)	231.48
Total	**231.48**

9 OTHER NON - CURRENT ASSETS

(Unsecured and Considered Good)

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)
Advances for property, plant and equipment	20.57
Prepaid expenses	13.77
Total	**34.34**

10 INVENTORIES

(At lower of Cost or Net Realisable Value)

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)
Raw materials	514.04
Packing materials	3.92
Work-in-progress	226.12
Finished goods	17.17
Stores and spares	132.87
Total	**894.12**

Inventories of Rs. 894.12 Lacs are hypothecated against working capital facilities from banks. (Refer note - 22)

CONSOLIDATED NOTES TO FINANCIAL STATEMENTS

11 CURRENT INVESTMENTS

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)
Financial assets carried at fair value throught profit or loss (FVTPL)	
Investments in Mutual Funds - (Quoted at market value) (Refer note -40(ii))	
ICICI - Focus Bluchip Equity Fund	11.97
Canara Robeco Balance - Regular Plan	151.65
Canara Robeco Consumer Trend Fund	110.52
Canara Robeco Small Cap Fund	73.81
ICICI - Prudential Balance Advance Fund	213.49
ICICI - Prudential Multi Cap Fund	-
Principal Balance Fund Growth	-
Principal Small Cap Fund	78.70
Principal Equity Saving Fund	-
Axis Multicap Fund	23.29
DSP Focus Fund	20.65
DSP Equity Fund	21.69
Axid Midcap Fund	46.60
IDFC Banking & PSU Debt Fund	70.35
Invesco India Growth Opportuinity Fund	43.68
Kotak Banking & PSU Debt Fund	70.22
Kotak Banking Opportuinity Fund	43.11
Mirae Asset Focused Fund	42.97
DSP Bond Fund	70.08
ICICI - Saving Fund R.P. Growth	-
Total	**1092.78**

12 TRADE RECEIVABLES

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)
Secured, considered good	-
Unsecured, considered good (Refer note -40(ii))	1,588.52
Unsecured, considered doubtful	29.28
	1,617.80
Less: Allowance for unsecured doubtful debts (Expected Credit Loss Allowance)	(29.28)
Total	**1,588.52**

Note: The Company has used a practical expedient by computing the expected credit loss allowance for trade receivable based on a provision matrix. The Provision matrix takes into account historical credit loss experience and adjusted for forward -looking information. The expected credit loss allowance is based on the ageing of the days the receivable are due and the rates as given in the provision matrix. The provision matrix at the end of the reporting periods is as follow.

	Expected Credit Loss %
Ageing	**AS AT 31ST MARCH, 2020**
Within the credit preiods	0.48%
46-90 days	0.96%
91-180 days	2.03%
181-270 days	14.68%
271-360 days	21.99%
More than 360 days	25.00%

Age of Receivables

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)
Within the credit preiods	706.21
46-90 days	576.29
91-180 days	263.89
181-270 days	35.05
271-360 days	21.61
More than 360 days	14.75

Movement in the expected credit loss allowances :

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)
Balance at beginning of the year	24.36
Movement in expected credit loss allowance (Refer note -34)	4.92
Balance at end of the year	**29.28**

The fair value of trade receivables is not materiality different from carrying value presented.

13 CASH AND CASH EQUIVALENTS

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)
(A) Cash and Cash Equivalents (Refer note -40(ii))	
Cash on hand	5.88
Cheques, drafts on hand	10.51
Balances with banks	
In Current accounts	36.14
Balance held as margin money (refer below note (i))	10.18
Total	**64.37**
(B) Other Balance with Bank (Refer note -40(ii))	
- Earmarked balances with banks (Dividend)	17.06
	17.06
Total	**79.77**

(i) Bank Deposit of Rs. 10.18 Lacs out of other balance with bank, has been pledged with bank as a security against bank gurantee.

14 OTHER CURRENT FINANCIAL ASSETS

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)
Security deposits	2.58
Interest accrued on fixed deposit	0.87
Total	**3.45**

The fair value of other current financial assets is not materiality different from carrying value presented.

15 OTHER CURRENT ASSETS

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)
Advance to suppliers	15.07
Prepaid expenses	43.82
Balance with government authority	1.94
Others	8.54
Total	**69.37**

16 EQUITY SHARE CAPITAL

PARTICULARS	AS AT 31ST MARCH, 2020	
	(NUMBER)	(Rs. in Lacs)
Authorised Share Capital:		
Equity Shares of Rs.10 each with voting rights	65,00,000	650.00
Issued, Subscribed and Paid-up:		
Equity Shares of Rs. 10 each fully paid up with voting rights	61,49,800	614.98
Total	**61,49,800**	**614.98**

(i) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

PARTICULARS	AS AT 31ST MARCH, 2020	
	(NUMBER)	(Rs. in Lacs)
Equity Shares with voting rights at the beginning of the year	61,49,800	614.98
Add: Issued during the year	-	-
Less: Bought back during the year	-	-
Equity Shares with voting rights at the end of the year	**61,49,800**	**614.98**

(ii) Terms/Rights attached to equity shares

The Company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity share is entitled to one vote per share.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive 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.

(iii) Details of shareholders holding more than 5% of shares of Company as at the and of the repoting period.

NAME OF SHAREHOLDER	AS AT 31ST MARCH, 2020	
	NO. OF SHARE HELD	% OF HOLDING
Baldev Vitthaldas Patel	7,70,756	12.53%
Dashrath Vithaldas Patel	3,33,222	5.42%
Sumanbhai Vithaldas Patel	3,33,222	5.42%
Vishnu Vithaldas Patel	3,33,222	5.42%
Gajanan Vaman Bhavsar	3,09,410	5.03%

17 OTHER EQUITY

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)
Capital Reserve	15.00
General Reserve	1,384.76
Retained Earning	4,272.21
Total	**5,671.97**
Capital Reserves (Refer note below-1)	
Balance at beginning of year	15.00
Add : Addition during the year	-
Balance at end of year	**15.00**
General Reserve (Refer note below-2)	
Balance at beginning of year	1,359.76
Add : Transfer from the surplus in Statement of Profit & Loss	25.00
Balance at end of year	**1,384.76**
Retained Earning (Refer note below-3)	
Balance at beginning of year	4,439.99
Profit for the year	86.87
Other comprehensive income	(7.24)
Less: Appropriations:	
Payment of Dividend on Equity Shares	184.49
Tax on Dividend Paid	37.92
Transfer to General Reserve	25.00
Balance at end of year	**4,272.21**
Total	**5,671.97**

Note -

1 The above capital reserve pertains to Capital subsidy received of Rs. 15.00 lacs from Government of Gujarat in 1993 towards incentive for setting up plant in backward area and such subsidy can be use for purchase of capital assets.

2 The general reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to profit or loss,

3 Retained Earning represent the amount that can be distributed by the Company as dividend, bonus etc. consider ing the requirements of the Companies Act, 2013. On 26th August, 2019, a dividend of Rs. 1.50 per share (total dividend of Rs. 92.245 Lacs) was paid to the shareholders of fully paid equity shares. And Company also declare intrim dividend of Rs. 92.245 Lacs @ 1.50 per share on 17th March 2020 and same has been paid.

18 NON - CURRENT BORROWINGS

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)
Secured term loans from Bank (refer note i below)	504.48
Unsecured supplier deffered credit (refer note ii below)	92.23
Secured vehicles loans from Bank (refer note iii below)	40.79
Total	**637.50**

Secured

(ia) Loan from The HDFC Bank Limited amounting to Rs. 613.11 Lacs out of which Rs. 205.85 Lacs is classified as current maturity of long term. The loan is secured by exclusive charge over Immovable and Movable assets of the Company. Further, the loan was guaranteed by the personal guarantee of Mr. Amber Patel (Director). (Refer note - 4)

(ib) Term loan -1 from Axis Bank Limited amounting to Rs. 114.04 Lacs out of which Rs. 28.00 Lacs is classified as current maturity of long term. The loan is secured by exclusive charge over Immovable and Movable assets of the Company. (Refer note - 4)

(ic) Term loan -2 from Axis Bank Limited amounting to Rs. 19.18 Lacs out of which Rs. 8.00 Lacs is classified as current maturity of long term. The loan is secured by exclusive charge over Immovable and Movable assets of the Company. (Refer note - 4)

(ii) Supplier credit amounting to Rs. 147.14 Lacs out of which Rs. 54.91 Lacs is classified as current maturity of long term. The loan is secured by exclusive charge over said imported assets. (Refer note - 4)

(iii) Vehicle loan from The HDFC Bank Limited amounting to Rs. 85.91 Lacs out of which Rs. 45.12 Lacs is classified as current maturity of long term debt, are secured by hypothecation of the Cars. (Refer note - 4)

(iv) The terms of repayment of term loans and other loans are stated below.

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)
Term loan is securred by first and exclusive charge on existing & future movable & immovable fixed assets of the Company and carries interest 9.20% p.a. The loan is repayable in 60 monthly installment starting from 7th November 2017.	613.11
Vehicle term loans for 5 motor cars are secured by hypothecation of the said vehicles and carries interest 8.9% p.a. The loan is repayable in 37 monthly installment starting from 5th January 2019.	73.43
Vehicle term loans for 1 motor car are secured by hypothecation of the said vehicle and carries interest 9.25% p.a. The loan is repayable in 37 monthly installment starting from 5th January 2019.	12.47
Supplier Credit is securred by first and exclusive charges on respective fixed assets of the Company and carries interest 2.10% p.a.. The loan is repayable in 12 quaterly installment starting from 18th March 2020.	147.14
Term loan -1 is securred by first and exclusive charge on existing & future movable & immovable fixed assets of the Company and carries interest 10.15% p.a. The loan is repayable in 16 quarterly installments starting from December 2019.	114.04
Term loan -2 is securred by first and exclusive charge on existing & future movable & immovable fixed assets of the Company and carries interest 10.15% p.a. The loan is repayable in 18 quarterly installments starting from June 2017.	19.18

19 NON - CURRENT LEASE LIABILITIES

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)
Lease Liabilities (refer note - 47)	59.48
Total	**59.48**

20 NON - CURRENT EMPLOYEE BENEFIT OBLIGATIONS

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)
Provision for employee benefits	
Provision for gratuity (refer note - 37)	47.14
Provision for compensated absences	17.71
Total	**64.85**

21 DEFERRED TAX LIABILITIES (NET)

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)
Deferred Tax Liabilities	
Difference between book and tax depreciation	366.33
	366.33
Deferred Tax Asset	
Disallowance under the Income Tax Act, 1961	23.59
Unabsorbed losses	26.51
Unabsorbed depreciation	23.11
Remeasurement benefit of the defined benefits plans through OCI	12.75
	85.96
Net deferred tax liabilities	**280.37**

The major components of deferred tax (liabilities) / assets arising on account of temporary diffrences are as follows:

PARTICULARS	OPENING BALANCE AS AT 1ST APRIL, 2019 (Rs. in Lacs)	RECOGNISED IN PROFIT AND LOSS (Rs. in Lacs)	RECOGNISED IN OCI (Rs. in Lacs)	CLOSING BALANCE AS AT 31ST MARCH, 2020 (Rs. in Lacs)
Difference between written down value of fixed assets as per the books of accounts and Income Tax Act, 1961.	322.38	43.92	-	366.30
Provision of expenses allowed for tax purpose on payment basis	(11.56)	(3.97)	-	(15.53)
Allowances for doubtful debts and advances	(4.40)	(2.43)	-	(6.85)
Unabsorbed losses	(21.83)	(4.68)	-	(26.51)
Unabsorbed depreciation	-	(23.11)	-	(23.11)
Remeasurement benefit of the defined benefits plans through OCI	(11.25)	-	(2.68)	(13.93)
Net Deferred tax liabilities	**273.34**			**280.37**

22 CURRENT BORROWINGS

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)
Secured Loans repayable on demand	
Cash Credit from Banks	734.97
Total	**734.97**

Note: Working capital loan from bank of Rs. 734.97 Lacs is secured by present and future trade receivable, inventories of the Company and personal guarantee of Mr. Amber Patel (Managing Director) (refer note no. 10 & 12).

23 TRADE PAYABLES

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)
Total outstanding due of creditors of Micro, small and medium enterprises (refer note - 44)	89.28
Total outstanding due of creditors other than Micro, small and medium enterprises (refer note - 44)	733.62
Total	**822.90**

The fair value of trade payable is not materiality different from carrying value presented.

CONSOLIDATED NOTES TO FINANCIAL STATEMENTS

24 CURRENT LEASE LIABILITIES

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)
Lease Liabilities (refer note no. 47)	4.16
Total	**4.16**

25 OTHER FINANCIAL LIABILITIES

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)
Current maturities of secured long-term debt (refer note - 25)	341.88
Interest accrued but not due	5.01
Unpaid dividends	15.40
Statutory liabilities	29.09
Total	**391.37**
The fair value of other financial liabilities is not materiality different from carrying value presented.	

26 CURRENT EMPLOYEE BENEFIT OBLIGATIONS

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)
Provision for compensated absences	17.53
Provision for gratuity (refer note - 37)	20.27
Total	**37.80**

27 OTHER CURRENT LIABLITIES

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)
Advances from customers	51.80
Total	**51.80**

28 REVENUE FROM OPERATIONS

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)
Sale of products	4,304.25
Sale of services	2,603.08
Other operating revenue	
- Scrap Sales	150.85
- Export Incentives	6.41
Total	**7,064.59**
Sales of products and services comprises of:	
Manufactured goods	
- Engraved Copper Rollers	3,909.37
- Others	394.88
	4304.25
Sale of services	
- Job work sales	2,603.08
	2,603.08

CONSOLIDATED NOTES TO FINANCIAL STATEMENTS

29 OTHER INCOME

PARTICULARS	AS AT 31ST MARCH, 2020 (Rs. in Lacs)
Interest income from banks	0.84
Interest income on deposit	3.45
Net gain on sale of current investments	102.62
Gain on disposal of Property, Plant and Equipments (net)	0.35
Profit on foreign exchange rate fluctuation	0.06
Miscellaneous income	15.00
Total	**122.32**

30 COST OF RAW MATERIAL CONSUMED

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)
Opening stock	528.89
Add : Purchases during the year	1,858.05
	2,386.94
Less : Closing Stock	514.04
Cost of raw materials consumed	**1,872.90**
Raw materials consumed comprises of:	
M.S. rollers	75.21
M.S. pipe, plates and bars	798.43
Copper	562.47
Others	436.79
	1,872.90

31 CHANGE IN INVENTORIES OF FINISHED GOODS AND WORK-IN-PROGRESS

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)
INVENTORIES AT THE BEGINNING OF THE YEAR	
Finished goods of engraved rollers	15.62
Work-in-progress of engraved rollers	190.37
	205.99
INVENTORIES AT THE END OF THE YEAR	
Finished goods of engraved rollers	17.17
Work-in-progress of engraved rollers	226.12
	243.29
CHANGE IN INVENTORIES	**(37.30)**

32 EMPLOYEE BENEFITS EXPENSES

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)
Salaries, wages and bonus	2,139.88
Contributions to provident and other funds (refer note - 37)	101.23
Contributions to gratuity fund (refer note - 37)	26.22
Staff welfare expenses	136.94
Total	**2,404.27**

CONSOLIDATED NOTES TO FINANCIAL STATEMENTS

33 FINANCE COSTS

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)
Interest expense net	
On term loans	61.99
On working capital loans	63.68
On vehicles loans	9.43
	135.10
Other borrowing costs	12.17
Total	**147.27**

34 OTHER EXPENSES

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)
Consumption of stores and spare parts	466.21
Consumption of packing materials	102.02
Power & fuel (net of energy income from windmills Rs. 232.89 lacs)	248.60
Rent Expenses	9.33
Repairs and maintenance	
Plant & machinery	117.93
Building	31.26
Others	37.76
Factory expenses	50.56
Insurance premium	24.38
Rates & Taxes	0.96
Conveyance and travelling	88.40
Communication expenses	21.63
Printing and stationary	13.20
Freight and forwarding	110.17
Sales commision	57.49
Advertisement and business promotion	8.13
Selling expenses	44.58
Expenditure on corporate social responsibility (refer note - 49)	18.00
Donation	0.05
Legal consultancy and professional charges	125.87
Auditors' remuneration (refer note - (i) below)	10.06
Computer expenses	14.16
Bad debts written off	19.86
Loss on disposal of Property, Plant and Equipments (net)	1.83
Net loss arising on Investments measured at FVTPL	338.05
Provision For Expected Credit Loss	4.92
Loss on foreign exchange rate fluctuation	(0.40)
Miscellaneous expenses	7.97
Total	**1,972.98**
Note -(i) Auditors' Remuneration comprises of:	
As Auditor:	
Statutory audit fees	7.91
Tax audit fees	2.15
Total	**10.06**

35 INCOME TAX EXPENSES

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)
A. The major components of income tax expense for the year are as under :	
(i) Income tax recognized in the Statement of Profit and Loss:	
Current Tax :	
In respect of current year	112.58
Deferred Tax :	
In respect of current year	13.64
Income Tax expense recognized in the Statement of Profit and Loss	**126.22**
(ii) Income Tax expense recognized in OCI	
Deferred Tax :	
Income Tax Expenses on Remeasurement of defined benefits plan	(2.68)
Income tax expense recognized in OCI	**(2.68)**
B. Reconciliation of tax expense and the accounting profit for the year is as under :	
Profit before tax	213.09
Tax rate	27.82%
Income tax expense	59.28
Effect of deductible expenses	(13.80)
Effect of non-deductible expenses	26.65
Effect of Income that is exempted from tax	(25.05)
Effect of profit on sale of mutual fund	65.50
Effect of Deferred tax liabilities	10.96
Tax expenses as per statement of profit and loss	**123.54**

36 EARNING PER SHARE (EPS)

PARTICULARS	YEAR ENDED 31st MARCH, 2020
Basic and Diluted	
Profit attributable to equity share holders (Rs. in Lacs)	86.87
Nominal Value of equity share (Rs./Share)	10
Weighted average number of ordinary equity share for Basic EPS (Nos.)	61,49,800
Basic and Diluted EPS (Rs./Share)	**1.41**

37 EMPLOYEE BENEFITS

As per Ind AS 19 "Employee Benefits", the disclosures of Employee benefits as defined in the Accounting Standard are given below:

1. Defined Benefit Plans

I. Expenses recognized in the Statement of Profit and Loss and Other Comprehensive Income for the year:

PARTICULARS	Gratuity YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)
Current service cost	24.97
Net interest Cost	1.26
Amount recognised in profit and loss accounts (Refer note - 32)	**26.22**
Acturial (gain)/loss	
a) arising from changes in financial assumption	17.62
b) arising from experience adjustments	(6.64)
c) arising from demographics assumptions	(0.02)
Return on Plan assets excluded amount included in interest income	(1.02)
Amount recognised in other comprehensive income	**9.95**
Total	**36.17**

II. Reconciliation of opening and closing balances of defined benefit obligation:

PARTICULARS	Gratuity YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)
Defined benefit obligation at beginning of the year	300.38
Current service cost	24.97
Interest cost	21.20
Actuarial losses (gains)	10.97
Benefits paid	(15.57)
Defined benefit obligation at the end of the year	**341.95**

III. Reconciliation of Opening and Closing balances of fair value of plan assets:

PARTICULARS	Gratuity YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)
Fair value of plan assets at beginning of the year	235.47
Transfer in/(out) plan assets	-
Expected return on plan assets	17.34
Return on Plan assets excluded amount included in interest income	1.02
Contributions by employer	36.28
Benefits paid	(15.57)
Fair value of plan assets at year end	**274.54**

IV. Investment details:

PARTICULARS	%invested as at YEAR ENDED 31st MARCH, 2020
Investment with insurer (Investment in Policy of LIC)	100%

V. The Principal assumption used in determining gratuity obligations are as follows:

PARTICULARS	GRATUITY YEAR ENDED 31st MARCH, 2020
Mortality Table (LIC)	Indian Assured Lives Mortality (2012-14) Table
Discount Rate (per annum)	6.60%
Rate of escalation in salary (per annum)	6.00%

Estimates of future salary increases considered in actuarial valuation take account of inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

These plans typically expose the Company to actuarial risks such as interest rate risk and salary risk.

a) Interest risk: a decrease in the bond interest rate will increase the plan liability.

b) Salary risk: the present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, a variation in the expected rate of salary increase of the plan participants will change the plan liability.

VI. Sensitivity Analysis

Significant actuarial assumptions for the determination of defined obligation are discount rate and expected salary increase. The sensitivity analysis below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

PARTICULARS	Gratuity YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)
Impact in present value of defined benefit obligation:	
If discount rate is increased by 0.5%	(12.18)
If discount rate is decreased by 0.5%	13.03
If salary escalation rate is increased by 0.5%	12.88
If salary escalation rate is decreased by 0.5%	(12.22)
If withrawal rate is increased by 10%	0.87
If withrawal rate is decreased by 10%	(0.91)

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumption would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognized in the balance sheet.

VII. Asset Liability Matching Strategies

The Company has purchased insurance policy, which is basically a year-on year cash accumulation plan in which the interest rate is declared on yearly basis and is guaranteed for a period of one year. The Insurance Company, as part of the policy rules, makes payment of all gratuity out goes happening during the year (subject to sufficiency of funds under the policy). The policy thus mitigates the liquidity risk. However, being a cash accumulation plan, the duration of assets is shorter compared to the duration of liabilities. Thus, the Company is exposed to movement in interest rate (in particular, the significant fall in interest rates, which should result in a increase in liability without corresponding increase in the asset).

VIII. Effect of Plan on Entity's Future Cash Flows

(i) Funding arrangements and Funding Policy
The Company has purchased an insurance policy to provide for payment of gratuity to the employees. Every year, the insurance company carries out a funding valuation based on the latest employee data provided by the Company. Any deficit in the assets arising as a result of such valuation is funded by the Company.

(ii) Expected contribution during the next annual reporting period
The Company's best estimate of Contribution during the next year is Rs. 25.71 Lacs.

IX. Expected outflow in future years (as provided in actuarial report)

PARTICULARS	Gratuity YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)
Expected outflow in 1st Year	20.72
Expected outflow in 2nd Year	96.89
Expected outflow in 3rd Year	18.63
Expected outflow in 4th Year	18.50
Expected outflow in 5th Year	20.55
Expected outflow in 6th to 10th Year	123.04

2. **Defined Contribution Plans.**

Contribution of Defined Contribution Plan, recognized as expense for the year are as under:

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)
Employer's Contribution to Provident Fund (refer note - 32)	98.37
Employers' Contribution to Superannuation Fund (refer note - 32)	2.86
Total	**101.23**

38 CAPITAL AND OTHER COMMITMENTS

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)
Estimated amount of contracts remaining to be executed on capital accounts not provided for	-

39 CONTINGENT LIABILITES

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)
Disputed demand of income tax against which the Company has preferred appeal	71.48
Disputed amount of service tax credit where company has gone to Commissioner Appeals of Custom Excise and Service Tax	6.29
Future cash outflows in respect of the above matters are determinable only on receipt of judgments / decisions pending at various forums / authorities	

40 FINANCIAL INSTRUMENTS

(i) Capital management

The Company manages its capital structure with a view to ensure that it will be able to continue as a going concern while maximizing the returns to stakeholders through the optimization of the debt and equity balance.

The Company's management reviews the capital structure of the Company on an annual basis. As part of this review, the management considers the cost of Capital and the risks associated with each class of capital.

The net debt to equity ratio at the end of the reporting period was as follows:

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)
Non-current borrowings (refer note 18)	637.50
Current maturities of non-current borrowings (refer note 25)	341.88
Current borrowings (refer note 22)	734.97
Interest accrued but not due on borrowings (refer note 25)	5.01
Total Debt	**1,719.36**
Less : Cash and bank balances (refer note 13)	62.71
Net Debt	**1,656.65**
Equity (refer note 16 and 17)	6,286.95
Net debt to equity ratio	**26.35%**

(ii) Categories of Financial Instruments

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)
(A) Financial assets	
Measured at fair value through profit or loss (FVTPL)	
Mandatorily measured as at FVTPL	
(a) Investments in mutual funds	1,092.78
Measured at amortised cost	
(a) Cash and bank balances	79.77
(b) Trade receivables	1,588.52
(c) Other current financial assets	3.45
(f) Other non - current financial assets	76.20
(B) Financial liabilities	
Measured at fair value through profit or loss (FVTPL)	-
Measured at amortised cost	
(a) Non – current Borrowings	637.50
(b) Non – current Lease Liabilities	59.48
(c) Current Borrowings	734.97
(d) Trade Payables	822.90
(e) Current Lease Liabilities	4.16
(f) Other Financial liabilities	391.36
Measured at fair value through other comprehensive income (FCTOCI)	-

The Carrying amount reflected above represents the Company's maximum exposure to credit risk for such financial assets.

(iii) Financial risk management objective

The Company's financial liabilities comprise mainly of borrowing, trade payables and other payables. The Company's financial assets comprise mainly of investmens in mutual funds, cash and cash equivelant, other balance with banks, loans, trade receivable and other receivable. These risks include market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk.

(iv) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of three types of risks: interest rate risk, currency risk and other risk. Financial instruments affected by market risk includes borrowings, investments, trade payable, trade receivable, loans and advances.

a) Interest Rate Risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company`s exposure to the risk of changes in market interest rates relates primarily to the Company`s long tem debt obligations with floating interest rates.

The sensitivity analysis has been carried out based on the exposure to interest rates on long term borrowings. The said analysis has been carried on the amount of floating rate long term liabilities outstanding at the end of the reporting period. A 50 basis point increase or decrease represents management`s assessment of the reasonably possible change in interest rates.

In case of fluctuation in interest rates by 50 basis points on the exposure of Rs. 979.37 Lacs as on 31st March, 2020 and all other variables were held constant, the Company`s profit for the year would increase or decrease as follows.

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)
Impact on Profit or Loss for the year	4.90

b) Foreign Currency Risk

Foreign Currency risk is the risk that the fair value of future cash flows of an exposure will fluctuate due to changes in foreign exchange rates. The Company does not enter into any derivative instruments for trading or speculative purposes.

The carrying amount of the Company's Foreign Currency denominated monetary items are as follows;

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)
Liabilites	
USD	0.85
EURO	149.60
Assets	
USD	34.27
EURO	13.55
CHF	0.24
Others	0.82

Foreign Currency sensitivity analysis

The Company is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to US Dollar, CHF and Euro. The following table details the Company's sensitivity to a 10% increase and decrease in the Rupees against the relevant foreign currencies. 10% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes receivables and payable in currency other than the functional currency of the Company.

A 10% strengthening of the INR against key currencies to which the Company is exposed (net of hedge) would have led to additional gain in the Statement of Profit and Loss with a corresponding increase in total equity at the end of the reporting period. A 10% weakening of the INR against these currencies would have led to an equal but opposite effect.

Analysis of 10% strengthening of the INR

PARTICULARS	USD Impact (net of tax) YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)
Impact on profit or loss for the year	2.41

PARTICULARS	EURO Impact (net of tax) YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)
Impact on profit or loss for the year	(9.82)

PARTICULARS	CHF Impact (net of tax) YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)
Impact on profit or loss for the year	0.02

c) Other Price Risk

Other price risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market traded price. Other price risk arises from financial assets such as investments in equity instruments and mutual funds. The Company is exposed to price risk arising mainly from investment in equity and liquid based mutual fund. The carring value of such mutual funds recognised at FVTPL amount to Rs. 1092.78 Lacs as at 31st March, 2020. The details of such instruments are given in Note 11.

If the NAV has been higher/lower by 10% from the market NAV existing as at 31st March, 2020, the income from other source for the year ended 31st March 2020 would increase/decrease by Rs. 109.27 Lacs with a corresponding increase/decrease in total equity of the Company as at 31st March, 2020. 10% represents managment's assessment of reasonably possible changes in NAV of mutual funds.

V Credit Risk

Credit risk refers to risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk arises primarily from financial assets such as trade receivables, investment in mutual funds, derivative financial instruments, other balances with banks, loans and other receivables.

(a) Trade receivables management

The Company has used a practical expedient by computing the expected credit loss allowance for trade receivable based on a provision matrix. The Provision matrix takes into account historical credit loss experience and adjusted for forward -looking information. The expected credit loss allowance is based on the ageing of the days the receivable are due and the rates as given in the provision matrix.

(b) Other financial assets

Credit risk arising from investment in mutual funds, derivative financial instruments and other balances with banks is limited and there is no collateral held against these because the counterparties are banks and recognized financial institutions with high credit ratings assigned by the various credit rating agencies and investment in mutual funds are equity and liquid fund.

VI Liqudity Risk

The following table provides details derivative as well as non-derivative financial liabilities of the Company into relevant maturity groupings based on the remaining period from the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

Particulars	Less than 1 year	Between 1 to 5 years	Over 5 years	Total
As at 31st March 2020				
Borrowings (Refer Note 18, 22 and 25)	1,714.35	637.50	-	2,351.86
Trade Payables (Refer Note 23)	822.90	-	-	822.90
Other Financial Liabilities (Refer Note 25)	49.48	-	-	49.48

41 RELATED PARTY DISCLOSURES

a) Related parties and their relationship

Name of the related party	Nature of Relationship
Mr. Ambar J. Patel Mr. Roshan Shah Mr. G.V. Bhavsar Mr. Narendra Patil Mr. Atul Vinchhi Mr. Amit Kumar Agrawal Mr. Bharat Patel	Key Management Personnel
Mr. Nipam Rameshchndra Shah Mr. Baldev Patel w.e.f. 31-01-2020 Mrs. Monica Hemal Kanuga	Non - Executive Directors
Shilp Ultra-tech Private Limited Stylus Infrastructure Private Limited Carol Enterprise	Entity controlled by one or more Key Management Personnel
Mr. Deval A. Patel Mr. Siddharth N. Patil Mr. Rachit Bhavsar Ms. Khushhali A. Vinchi Mrs. Aarti Shah Mrs. Amita Patel Mr. Priynka Bhavsar Mrs. Sangita Bhavsar Mrs. Madhuri A. Vinchhi	Relative of Key Management Personnel

b) Details of related party transactions during the year ended March 31, 2020 and balances outstanding as at March 31, 2020

(i) Compensation of key management personnel of the Company:

Name of the related party	Amount (Rs. in Lacs)	Outstanding balance as at 31st March, 2020 (Rs. in Lacs)
Short-term employee benefits	470.62	39.45
	-	-
Post-employement benefits	-	-
Termination benefits	-	-
Share-based payments	-	-
Total compensation paid to key management personnel	**470.62**	**39.45**

Key managerial personnel and their relatives who are under the employement of the Company are entitled to post employement benefits and other long term employee benefits recognised as per Ind AS 19 - 'Employee Benefits' in the financial statements. As these employee benifits are lump sum amount provided on the basis of actuarial valuation, the same is not included above.

(ii) Disclosure in respect of material transections with related parties during the year:

Name of the related party	Nature of transactions	Amount (Rs. in Lacs)	Outstanding balance as at 31st March, 2020 (Rs. in Lacs)
Mr. Ambar J. Patel	Lease Rent	0.92	-
	Dividend Paid	7.32	-
Mr. Roshan Shah	Lease Rent	1.53	-
	Dividend Paid	6.40	-
Mr. G.V. Bhavsar	Dividend Paid	9.28	-
Mr. Narendra Patil	Dividend Paid	5.48	-
Mr. Atul Vinchhi	Dividend Paid	8.78	-
Mrs. Aarti Shah	Lease Rent	1.53	-
Mrs. Amita Patel	Lease Rent	2.14	-
Mr. Priynka Bhavsar	Lease Rent	0.77	-
Mrs. Sangita Bhavsar	Lease Rent	2.30	-
Mr. Baldev Patel	Dividend Paid	11.56	-
Mr. Nipam Rameshchndra Shah	Sitting Fee	1.55	-
Mrs. Monica Hemal Kanuga	Professional Fee Paid	3.27	1.12
	Sitting Fee	1.10	-

42 SEGMENT REPORTING

The Chief Operating Decision maker monitors the operating results of its business segments seperately for the purpose of making decision about resource allocation and performance assessment. Segment performance is evaluated based on the profit or loss and its measured consistently with profit or loss in the financial statements. Operating segment have been identified on the basis of products / services and have been identified as per the quantative criteria specified in the Ind AS 108.

The Company has identified three reportable segments viz (i) manufacture of engraved copper rollers and (ii) energy generation through wind mill and (iii) Flexo

Disclosures required under Ind AS 108 – Operating Segments are as under:

Summary of Segmental Informations as at end of the year 31st March, 2020 as follows:

Particulars	Engraved Copper Roller (Rs. in lacs)	Wind Mill (Rs. in lacs)	Flexo (Rs. in lacs)	Total (Rs. in lacs)
External Sales	6,664.01	232.89	400.58	7,297.48
Revenue	6,664.01	232.89	400.58	7,297.48
Less: Inter segment Revenue	-	232.89	-	232.89
Total Revenue	6,664.01	-	400.58	7,064.59
Segment results	136.06	105.35	(3.11)	238.30
Finance Cost	130.17	-		147.27
Operating income				90.77
Other income (net)				122.32
Profit before taxes				213.35
Tax expense				126.22
Profit for the year				86.87
Other Comprehensive Income				(7.27)
Total Comprehensive Income for the year				79.63
Depreciation and amortisation (allocable)	492.35	58.07	63.29	613.71

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)
Segment Assets and Liabilities:	
Segment Assets:	
a) Gravure Rollers	4,647.58
b) Wind Energy	790.38
c) Flexo	633.27
Total Segment Assets	**6,071.23**
d) Unallocated	3,300.91
Total Assets	**9,372.14**
Segment Liabilities:	
a) Gravure Rollers	2,378.17
b) Wind Energy	3.02
c) Flexo	257.25
Total Segment Liabilties	**2,638.44**
d) Unallocated	446.75
Total Liabilities	**3,085.19**

Information about major customers

There are no transaction with single external customers which amongst to 10% or more of the Company revenue.

43 DERIVATIVE INSTRUMENTS AND UNHEDGED FOREIGN CURRENCY EXPOSURES

The year end foreign currency exposures that have not been hedged by any derivative instrument or otherwise are as under:

Particulars		Foreign Currency	Indian Currency Equivalent (Rs. in Lacs)
Amounts receivable in foreign currency	AS AT 31ST MARCH, 2020	USD 34591.00	26.17
		EURO 12652.00	10.47
Amounts payable in foreign currency	AS AT 31ST MARCH, 2020	USD 1125.00	0.85
		EURO 180739.08	149.60

44 DISCLOSURES UNDER THE MSMED ACT, 2006

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each acounting year	
Principal amount due to micro and small enterprises	89.28
Interest due thereon outstanding to any supplier	0.11
Interest paid by the Company	0.11
Interest due and payable for the period of delay in making Payment	0.13
Interest accrued and remaining unpaid	0.13
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises, for the purpose of allowance as a deductible expenditure under section 23 of MSMEDA	-
The above information is ascertained by the management of the company which has been relied upon by the auditors.	

45 EXPENDITURE IN FOREIGN CURRENCY

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)
Traveling expenses	2.71
Advertisement & business promotion	-
Repairs and maintenance	28.28
Total	**30.99**

46 EARNINGS IN FOREIGN CURRENCY

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)
F.O.B. Value – Sales	137.02

47 LEASES

The Ministry of Corporate Affairs (MCA) notified Ind AS 116, the new leases accounting standard on 30th March 2019 with the effective date of its application from 1st April 2019. Ind AS-116 replaces the current guidance in Ind AS-17, 'Leases.' The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases.

Transition to Ind AS 116 Leases:

Effective 1st April, 2019, the Company has adopted Ind AS-116 – leases and applied the standard to all lease contract existing on 1st April,2019 using the modified retrospective method. The Company 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 recognized in the balance sheet as on 31st March, 2019. There is no impact on retained earnings as on 1st April, 2019.

The Company has elected below practical expedients on transition to Ind AS 116:

1. Applied a single discount rate to a portfolio of lease with reasonably similar characteristics.
2. Applied the exemption not to recognize right of use assets and lease liabilities with less than 12 months of lease term on the date of initial application.
3. Excluded the initial direct costs from the measurement of right of use asset at the date of initial application.
4. Elected not to reassess whether a contract is ,or contains a lease at the date of initial application, Instead for contracts entered into before the transition date, the Company relied on its assessment made applying Ind AS 17 leases.

The weighted average incremental borrowing rate applied to lease liabilities as at 1st April, 2019 is 9.20% The following is the movement in lease liability during the period ended 31st March 2020

PARTICULARS	YEAR ENDED 31st MARCH, 2020 (Rs. in Lacs)
Balance as at 1st April, 2019	-
Lease Liabilities on account of adoption of Ind AS 116	66.68
Finance Cost incurred during the period	6.14
Payment of Lease liabilities	9.18
Balance as at 31st March, 2020 (Refer Note 19 & 24)	**63.64**

48 REMITTANCE ON ACCOUNT OF DIVIDEND TO NON-RESIDENT SHAREHOLDERS

(i) Remitted in Foreign Currency

PARTICULARS	YEAR ENDED 31st MARCH, 2020	
Year to which Dividend relates	Interim Dividend	Year Ended March 31, 2019
Amount of Dividend remitted (Rs. In Lacs)	0.71	0.88
Number of Non-Resident Shareholders to whom remittance was made	12	11
Number of Shares held on which Dividend was due and remitted	47,100	59,200
Face Value of each share(Rs.10 each)	10	10

(ii) Remitted to their Banks in India

PARTICULARS	YEAR ENDED 31st MARCH, 2020	
Year to which Dividend relates	Interim Dividend	Year Ended March 31, 2019
Amount of Dividend remitted (Rs. In Lacs)	3.64	3.19
Number of Non-Resident Shareholders to whom remittance was made	59	57
Number of Shares held on which Dividend was due and remitted	2,42,867	2,12,479
Face Value of each share(Rs.10 each)	10	10

49 CORPORATE SOCIAL RESPONSIBILITY (CSR) EXPENDITURE

As per section 135 of Companies Act, 2013, a Company, meeting the applicability thrershold, need to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. These all CSR activities are eradication on hunger and malnutrition, promoting education, art and culture, healthcare, destitute care and rehabilitation, enviroment sustainability, disater relief and rural devlopment projects. A CSR committee has been formed by the Company as per the Act. The fund were primarily allocated to a corpus and utilized through the year on these activities which are specified in Schedule VII of the Companies Act, 2013.

For FY 2019-20

Sector Activity Identified	CSR Project	Implementing Agency and Location	Rs. in Lacs (Paid in cash)	Yet to be paid	Total
Hospital / Rural Healthcare	Contribution for Medical Relief Project	Dardionu Rahat Fund, Ahmedabad, Gujarat	1.50	-	1.50
Hospital / Rural Healthcare	Contribution for Medical Relief Project	Indian Renal Foundation	1.00	-	1.00
Hospital / Rural Healthcare	Contribution for Medical Relief Project	Health and Care Foundation	13.00	-	13.00
Skill Development	Contribution for Skill Development	Ambaben Maganbhai Patel Public Charitable Trust	1.00	-	1.00
Skill Development	Contribution for Skill Development	Disha Cheritable Trust	0.50	-	0.50
Hospital / Rural Healthcare	Contribution for Medical Relief Project	The Gujarat Cancer Society	1.00	-	1.00
Total			**18.00**	**-**	**18.00**

50 FAIR VALUE MEASUREMENTS

Financial assets	Fair Value hierarchy			
	Fair Value (Rs. in Lacs)	Quoted prices in active markets (Level I) (Rs. in Lacs)	Significant observable inputs (Level 2) (Rs. in Lacs)	Significant unobservable inputs (Level 3) (Rs. in Lacs)
As at 31st March, 2020				
Financial assets measured at fair value through profit or loss				
Investments in quoted mutual funds (Refer Note 11)	1092.78	1092.78	-	-

51 The company is first time preparing its consolidated financial statements for the year ended on 31st March,2020 after asquisition of its 100 % subsidiary company on 9th August,2019 , therefore the disclosure of previous year data does not applicable.

52 The Company has not elected to exercise its option permitted U/S 115BAA of the Income tax act, 1961 and provision of current tax has been made as per the normal provisions of the Income Tax Act,1961 and rules frame there under.

53 EVENTS OCCURING AFTER BALANCE SHEET DATE

The Company evaluates events and transactions that occur subsequent to the balance sheet date but prior to the financial statements to determine the necessity for recognition and/or reporting of any of these events and transactions in the financial statements. As of 20th June 2020, there were no subsequent events to be recognized or reported that are not already disclosed.

54 STANDARDS ISSUED BUT NOT EFFECTIVE

The amendments to standards that are issued and new standards issued but not yet effective, up to the date of issuance of Company's financial statements are disclosed below. The Company intends to adopt those standards, when they become effective. The Ministry of Corporate Affairs ("MCA") has issued New IND AS and amendments to IND AS through (Indian Accounting Standards) Amendment Rules, 2019

1. IND AS 117 – Insurance Contracts
2. IND AS 103 – Business Combination
3. IND AS 1 - Presentation of Financial Statements and IND AS 8 Accounting Policies. Change in Accounting Estimates and Errors.
4. IND AS 40 – Investment Property

These amendments are effective for annual periods beginning on or after April 01, 2020

The Company is in the process of evaluating the impact of the new amendments issued but not effective

55 GOODWILL

Addition in Goodwill on acquisition of business combination for the year ended March 31, 2020 is pertaining to acquisition of control over Etone India Pvt. Ltd .w.e.f. 09.08.2019

The details are as mentioned below

Rs. In Lacs

ASSETS	Amount
Property, plant and equipment	411.43
Financial assets, Non Current	4.32
Deffered tax assets (net)	3.92
Current tax assets (net)	25.43
Inventory	79.26
Financial assets, Current	191.98
Other current assets	22.26
Total Assets (A)	**738.61**

LIABILITIES	Amount
Borrowings, Non Current	172.01
Financial Liabilities	252.16
Other current liabilities	2.54
Short-term provisions	0.45
Total Libilities (B)	**427.16**
Net worth C = (A+B)	311.45
Considetation on acquisition (D)	448.48
Goodwill on acquisition Etone India Pvt Ltd (D-C)	**137.03**

56 APPROVAL OF FINANCIAL STATEMENTS

The financial statements were approved for issue by the board of directors on June 20, 2020.

57 Previous year figures have been regrouped and reclassified wherever necessary to make it comparable to current year`s figures.

In terms of our report attached

For and on behalf of the Board of Directors of Shilp Gravures Limited

For Shah & Shah Associates
Chartered Accountants
Firm Regd. No. (FRN: 113742W)

Sunil K.dave
Partner
Membership No. 047236

Place : Ahmedabad
Date : 20th June, 2020

Ambar J. Patel
Managing Director (DIN No. - 00050042)

Shailesh C Desai
Director (DIN No. - 00169595)

Amit Agrawal
Chief Financial Officer

Roshan Shah
Chief Executive Officer

Bharat Patel
Company Secretary

Place : Rakanpur
Date : 20th June, 2020

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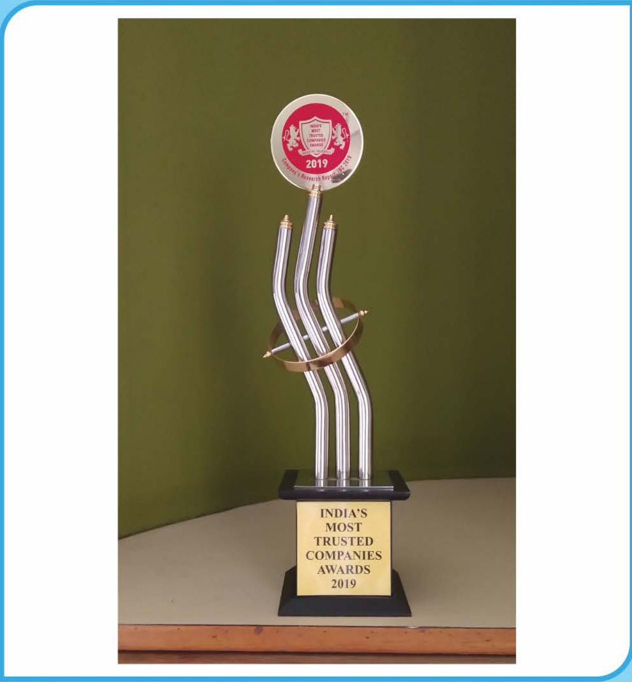
COMPLETE CROSS-SECTION OF THE GRAVURE INDUSTRY

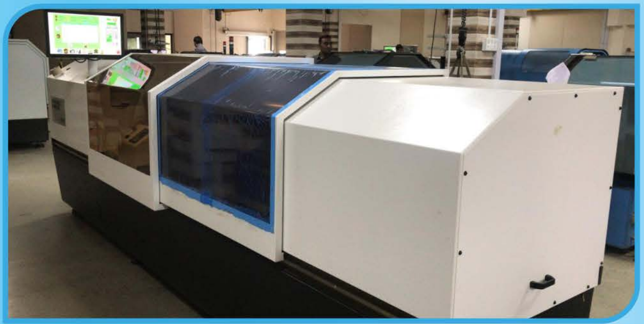


Awards

Anilox Rollers

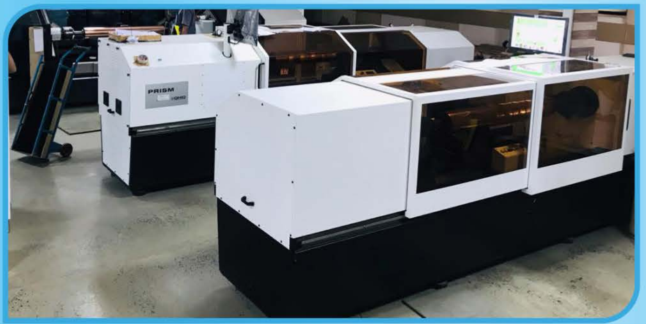
Flexo Plates for Packaging

KODAK - Flexcel NX 5080



Engraving Machine

Proofing Machine



Engraving Machines

ESKO - Spark 5080

Flexible Packaging

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