

HERCULES HOISTS LIMITED

Ref: KSM/CM-6

August 21, 2020

Listing Department
The Bombay Stock Exchange Limited,
Phiroze jeejeebhoy Towers
Dalal Street, Mumbai- 400023
[Scrip Code- 505720]

Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex
Bandra (East), Mumbai-400051
[Scrip Code-HERCULES EQ]

Sub.: Notice of 58th Annual General Meeting (“AGM”) of the members of Hercules Hoists Limited (“Company”) and Annual Report 2019-20 of the Company

Further to our intimation dated August 8, 2020 and pursuant to the provisions of the Regulations 34 and 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”), read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, we are submitting herewith **the Annual Report** of the Company for the financial year ended March 31, 2020, containing inter alia the Notice convening the 58th AGM of the members of the Company, to be held on **Wednesday, September 16, 2020 at 03.30 p.m. (IST)** through Video Conferencing /Other Audio-Visual Means

The Notice of the ensuing 58th AGM of the Company and the Annual Report for the financial year ended March 31, 2020 sent to the Members, whose email IDs are registered with the Company or Registrar and Transfer Agents of the Company or the Depositories, through electronic mode.

The said Notice and Annual Report are also placed on the website of the Company: www.indef.com.

Date and Time of AGM	September 16, 2020 at 3.30 pm
Mode	Video Conferencing /Other Audio Visual Means
Weblink for participation in AGM	https://instameet.linkintime.co.in
Cut-off date for E-voting	September 9, 2020
E-voting Period	September 13, 2020 (9.00 am) to September 15, 2020 (5.00 pm)
E-voting website	https://instavote.linkintime.co.in

We request you to take the above on record.

Thanking you,

For Hercules Hoists Limited,

KIRAN
Digitally signed by
KIRAN
Date: 2020.08.21
11:16:38
+05'30'
Kiran Mukadam
Company Secretary
AN
Encl: As Above

Corporate Office

501 to 504, Shelton Cubix
Sector 15, Plot No. 87
CBD Belapur, New Mumbai 400614
Maharashtra INDIA

T: +91 022 45717300/01
E: indef@indef.com
U: www.indef.com
Works: Khalapur & Pune

Registered Office

Bajaj Bhawan, 2nd Floor
226, Jamnalal Bajaj Marg
Mumbai 400 021, INDIA
CIN: L45400MH1962PLC012385





HERCULES HOISTS LIMITED

58th ANNUAL REPORT: 2019-20

Lifting

Moving

Strong

Material Handling. Delivered.

bajaj group

FINANCIAL HIGHLIGHTS

(₹ in Lakhs)

Description	2019-20	2018-19	2017-18	2016-17	2015-16
PROFIT & LOSS ACCOUNT					
Gross Sales	8105.00	9,952.72	7,421.63	7,810.45	9803.79
Net Sales	8105.00	9,952.72	7,261.02	6,987.36	8888.07
Sale of Power Units Generated	194.84	264.12	286.09	318.30	225.48
Other Income	1493.27	976.05	980.69	1,174.56	1216.47
Gross Revenue	9,793.11	11,192.89	8,527.80	8,480.22	10,330.02
Cost of Material	4390.20	5,576.08	4,308.75	4,535.78	5192.36
Operating & Other Expenses	3448.89	3,702.49	2,853.49	2,667.90	3223.83
Interest & Finance Expenses	1.91	-	3.80	22.51	24.57
Depreciation/Amortisation	353.20	301.54	292.23	259.05	220.17
Profit Before tax and exceptional items	1,598.91	1,612.78	1,069.53	994.98	1,669.09
Less-Exceptional Items	-	-	-	-	-
Profit Before tax	1598.91	1612.78	1,069.53	994.98	1,669.09
Current Tax (Income Tax)	167.92	361.61	232.26	158.53	433.13
Deferred Tax	133.07	(29.18)	(141.12)	40.83	(86.53)
Adjustment for earlier years/ MAT Credit	-	-	-	-	(6.43)
Profit After Tax & Adjustment for earlier Years	1,297.92	1,280.35	978.39	795.62	1,328.92
Dividend / Proposed Dividend	576.00	480.00	400.00	320.00	480.00
BALANCE SHEET					
Net Worth	33724.21	42,677.61	38,005.28	33,929.26	18773.01
Other Liabilities	65.50	74.78	47.00	41.50	36.00
Deferred Tax Liability (Net)	337.50	685.66	243.39	297.20	331.04
Current Liabilities	1090.62	1,629.62	1,405.48	1,145.89	5138.74
Total Equity and Liabilities	35,217.83	45,067.68	39,701.15	35,413.85	24,278.79
Fixed Assets -Gross (including Capital WIP)	4572.67	4,436.38	4,073.79	3,829.37	4967.69
Fixed Assets- Net	3420.86	3,598.81	3,523.63	3,570.72	2621.47
Investments	20005.12	29,784.36	26,044.08	20,472.47	5139.49
Other Assets	224.7	257.33	455.20	1,011.95	1369.68
Current Assets	11567.15	11,427.18	9,678.24	10,358.71	15148.15
Total Assets	35,217.83	45,067.68	39,701.15	35,413.85	24,278.79
RATIOS and STATISTICS					
Proprietary Ratio	0.96:1	0.95:1	0.96:1	0.93: 1	0.77: 1
Debt Equity Ratio	0:1	0:1	0:1	0: 1	0: 1
Current Ratio	10.61:1	7.01:1	6.88:1	9.04:1	2.95: 1
Return on Proprietor's Fund	3.85%	3.00%	2.57%	2.34%	7.08%
Return on Capital Employed	4.69%	3.71%	2.80%	2.97%	8.85%
Operating Expenses Ratio	94.45%	90.82%	94.90%	98.60%	92.35%
Operating Profit Ratio	1.27%	6.23%	1.18%	-2.46%	4.97%
Net Profit Ratio	15.64%	12.53%	12.96%	10.89%	14.58%
Dividend Per Share (Rs.)	1.80	1.50	1.25	1.00	1.50
Earning per Equity Share (Rs.)	4.06	4.00	3.06	2.49	4.15
Price Earning Ratio	12.43	28.93	34.20	61.29	34.89
Debtors Turnover Ratio	4.10	4.07	2.51	2.00	2.38
Inventory Turnover Ratio	1.22	1.54	1.31	1.14	1.32
Book Value per Equity Share (Rs.)	105.39	133.37	118.77	106.03	58.67
No.of Equity Shareholders	11327	11,387	10,845	9,754	8,213
No.of Employees	137	141	136	132	122

- Note:**
- Proprietary Ratio = (Equity Capital + Reserves & Surplus - Miscellaneous Expenses) / Total Assets
 - Debt Equity Ratio = Debt / Equity
 - Current Ratio = Current Assets / Current Liabilities
 - Return on Proprietor's Funds = Profit After Tax / (Equity Capital + Reserves & Surplus - Miscellaneous Expenses)
 - Return on Capital Employed = Profit Before Interest & Tax / (Equity Capital + Reserves & Surplus+ Non Current Liabilities - Miscellaneous Expenses)
 - Operating Expenses Ratio = (Cost of Material + Operating & Other Expenses) / (Net Sales+windmill income)
 - Operating Profit Ratio= (Profit before Tax-Other Income)/ (Net Sales+windmill income)
 - Net Profit Ratio = Profit After Tax / (Net Sales+windmill income)
 - Price Earning Ratio=Market Price Per Share/ Earning Per Share
 - Debtors Turnover Ratio= (Net Sales+Windmill income)/(Average Trade Receivable)
 - Inventory Turnover Ratio= Cost of Materials / Average Inventory

Note: Ratio from FY 2016-17 onwards are based on financials prepared under IND AS and ratio of FY 2015-16 is basedon financial prepared under IGAAP



HERCULES HOISTS LIMITED

58th ANNUAL REPORT 2019-2020

BOARD OF DIRECTORS

Shekhar Bajaj - *Chairman*
 H A Nevatia (*Whole-time Director*)
 Gaurav Nevatia
 Shruti Jatia
 Vandan Shah
 Nirav Nayan Bajaj (*w.e.f. 05-06-2019*)

MANAGEMENT TEAM

Prakash Subramaniam (*President & CEO*)
 Vivek Mahendru (*Vice President-Operations*)
 Vijay Singh (*Chief Financial Officer*)
 Debi Prasad Padhy (*General Manager-Sales & Marketing*)
 Kailas Menon (*General Manager-Supply Chain Management*)

COMPANY SECRETARY

Kiran Mukadam (*with effect from May 25, 2019*)

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BANKERS

HDFC Bank, Axis Bank,
 Bank of Maharashtra, Yes Bank

AUDITORS

Kanu Doshi Associates LLP- *Chartered Accountants*

COST AUDITORS

R Nanabhoy and Co.- *Cost Accountants*

SECRETARIAL AUDITORS

S N Ananthasubramaniam & Co.- *Company Secretaries*

CIN: L45400MH1962PLC012385

Website: www.indef.com

ANNUAL GENERAL MEETING

On Wednesday, September 16, 2020 at 3.30 pm through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")

Note: *Members are requested to kindly download the Annual Report copy from www.indef.com*

REGISTERED OFFICE

Bajaj Bhawan, 2nd floor, 226, Jamnalal Bajaj Marg,
 Nariman Point, Mumbai, 400021 (MH)

CORPORATE OFFICE

501-504, Shelton Cubix, Sector 15, Plot 87,
 CBD Belapur, Navi Mumbai , Thane 400614

NOTICE

NOTICE is hereby given that the **58th Annual General Meeting of the Members of Hercules Hoists Limited** will be held through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") on Wednesday, September 16, 2020 at 3.30 p.m. to transact the following businesses :-

1. To receive, consider and adopt the audited statement of Profit and Loss Account for the year ended March 31, 2020 and the Balance Sheet as at that date and Report of Directors and Auditors thereon.
2. To declare dividend for the financial year ended March 31, 2020.
3. To appoint a Director in place of Shri Nirav Nayan Bajaj [DIN No. 08472468] who retires by rotation and being eligible, offers himself for re-appointment.

Special Business

4. 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 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, the remuneration of Rs. 45,000/- plus GST, reimbursement of out of pocket expenses payable to the Cost Auditor, M/s R Nanabhoy & Co, Cost Accountants appointed by the Board of Directors of the Company, for the financial year 2020-21, be and are hereby ratified and confirmed.
5. To consider and, if thought fit, to pass with or without modification(s), the following Resolution as Special Resolution:
"RESOLVED THAT, in accordance with the provisions of Section 149 read with Schedule IV of the Companies Act, 2013, and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, or any amendment thereto or modification thereof, be and is hereby re-appointed Ms. Shruti Jatia (DIN: 00227127) as an Independent Director of the Company for a period of five years with effect from November 12, 2019 to November 11, 2024
6. To consider and, if thought fit, to pass with or without modification(s), the following Resolution as Special Resolution:
"RESOLVED THAT, in accordance with the provisions of Section 149 read with Schedule IV of the Companies Act, 2013, and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, or any amendment thereto or modification thereof, be and is hereby re-appointed Mr. Vandan Shah (DIN: 00759570) as an Independent Director of the Company for a period of five years with effect from February 6, 2021 to February 5, 2026

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 12, 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 read with MCA circulars and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the AGM of the Company is being held through VC/OAVM.
2. A member entitled to attend and vote is allowed to appoint a proxy to attend and vote instead of himself. 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 proxy form and attendance slip are not annexed to this Notice.
3. Institutional / Corporate Shareholders (i.e. other than individual/ HUF, NRI etc) are required to send a scanned copy of its Board resolution or authorization, authorizing its representative to attend the AGM through VC/ OAVM on its behalf and to vote through remote e-voting.
4. The Register of Members and the Share Transfer Books of the Company will remain closed from September 10, 2020 to September 16, 2020 both days inclusive.
5. Payment of Dividend, if sanctioned and subject to deduction of tax at source, will be made after September 16, 2020
6. Since the AGM will be held through VC/OVAM, the Route Map is not annexed to this Notice
7. Members holding shares physically are requested to notify immediately any change in address to the Company.
8. Members desirous of asking any questions at the Annual General Meeting are requested to send in their questions as to reach the Company at least 10 days before the Annual General Meeting, so that the same can be suitably replied.
9. In compliance with the aforesaid MCA circulars and SEBI circular dated May 12, 2020, Notice of AGM along with the Annual Report is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website www.indef.com and stock exchange websites i.e. www.bseindia.com and www.nseindia.com

10. All documents referred to in the accompanying Notice and Explanatory statement shall be open for inspection at the Registered Office of the Company during the office hours on all working days up to the date of the Annual General Meeting of the Company.
11. The Company is providing e-voting facility to all members to enable them to cast their votes electronically on all resolutions set forth in the Notice. This is pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014.
12. The Companies can send various notices/documents to its shareholder through electronic mode to the registered email addresses of shareholders. Accordingly, members are requested to intimate their email address to the Company's Registrar and Share Transfer Agent. Please note that as a member of the Company, you are entitled to receive on request a physical copy of the said documents in accordance with the provisions of the Companies Act, 2013.

Explanatory Statements under the Companies Act, 2013 and SEBI (LODR) Regulations 2015:**Item No. 4**

The Board of Directors of the Company on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s R Nanabhoy & Co., Cost Accountants, to conduct the audit of the cost records of the Company for the financial year 2020-21. In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is to be ratified by the Members of the Company. Accordingly, the Members are requested to ratify the remuneration payable to the Cost Auditors as set out in the Resolution for the aforesaid services to be rendered by them. The Board recommends passing of the Ordinary Resolution as set out in item No. 4 of the Notice.

None of the Directors, Key Managerial Personnel of the Company, and their relatives, are in any way concerned or interested in the said Resolution.

Item No. 5

The Members at the 52nd Annual General Meeting held on August 11, 2014 approved the appointment of Smt Shruti Jatia as an Independent Director of the Company for a period of five years with effect from November 12, 2014. She completed her present term on November 11, 2019. The Board of Directors of the Company at the meeting held on November 8, 2019, on the recommendation of the Nomination & Compensation Committee, recommended for the approval of the Members, the re-appointment of her as an Independent Director of the Company for another five year term with effect from November 12, 2019, in terms of Section 149 read with Schedule IV of the Companies Act, 2013 ('the Act'), and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations 2015'), or any amendment thereto or modification thereof. The Board recommends passing of the Special Resolution as set out in item No. 5 of the Notice.

None of the Directors, Key Managerial Personnel of the Company, and their relatives, are in any way concerned or interested in the said Resolution except Smt. Shruti Jatia

Item No. 6

The Members at the 54th Annual General Meeting held on August 12, 2016 approved the appointment of Shri Vandan Shah as an Independent Director of the Company for a period of five years with effect from February 6, 2016. He will complete his present term on February 5, 2021. The Board of Directors of the Company at the meeting held on June 25, 2020, on the recommendation of the Nomination & Compensation Committee, recommended for the approval of the Members, the re-appointment of his as an Independent Director of the Company for another five year term with effect from February 6, 2021, in terms of Section 149 read with Schedule IV of the Companies Act, 2013 ('the Act'), and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations 2015'), or any amendment thereto or modification thereof. The Board recommends passing of the Special Resolution as set out in item No. 6 of the Notice.

None of the Directors, Key Managerial Personnel of the Company, and their relatives, are in any way concerned or interested in the said Resolution except Shri. Vandan Shah

On behalf of the Board of Directors

Dated : 25/06/2020
Place : Mumbai

Shekhar Bajaj
Chairman
(DIN No. 00089358)



VOTING THROUGH ELECTRONIC MEANS

- A) In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation no. 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the ensuing Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM will be provided by Link Intime India Private Limited (Link Intime)
- B) The facility for voting through e-voting shall be made available at the AGM and the members attending the meeting through Video Conferencing("VC")/ Other Audio Visual Means ("OAVM"), who have not cast their vote by remote e-voting shall be able to exercise their right at the AGM.
- C) The members who have cast their vote by e-voting prior to the AGM may also attend the AGM through Video Conferencing("VC")/ Other Audio Visual Means ("OAVM"), but shall not be entitled to cast their vote again.
- D) The e-voting period commences on September 13, 2020 (9:00 am) and ends on September 15, 2020 (5:00 pm). During this period, members' of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of September 9, 2020 may cast their vote by e-voting. The e-voting module shall be disabled by Link Intime for voting thereafter.
- E) The process and manner for remote e-voting are as under:
1. Log-in to e-voting website of LI IPL and Open web browser by typing the following **URL: [https:// instavote.linkintime.co.in](https://instavote.linkintime.co.in)**.
 2. Click on "Login" tab, available under 'Shareholders' section. Enter your User ID, password and image verification code (CAPTCHA) as shown on the screen and click on "SUBMIT".
 3. Your Password details are given below:-
If you are using e-voting system of **LI IPL: [https:// instavote.linkintime.co.in](https://instavote.linkintime.co.in)** for the first time or if you are holding shares in physical form, you need to follow the steps given below:
Click on "Sign Up" tab available under 'Shareholders' section register your details (PAN, Bank Account Number) and set the password of your choice and confirm (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter). For Shareholders holding shares in Demat Form or Physical Form:
 - a) User ID: Enter your User ID
 - Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.
 - Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID.
 - Members holding shares in physical form shall provide Event No + Folio
 - b) 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 depository Participant or in the Company record are requested to contact karlekar@unisec.in or enotices@linkintime.co.in
 - c) DOB / DOI : Enter the DOB (Date of Birth) / DOI (Date of Incorporation) as recorded with depository participant or in the Company record for the said demat account or folio number in dd/mm/ yyyy format
 - d) Bank Account Number: Enter the Bank Account number as recorded in your demat account or in the Company records for the said demat account or folio number.
Please enter the DOB / DOI or Bank Account number in order to register. If the above-mentioned details are not recorded with the depository participants or Company, please enter Folio number in the Bank Account number.
 4. If you are holding shares in demat form and had registered on e-voting system of **LI IPL: [https:// instavote.linkintime.co.in](https://instavote.linkintime.co.in)**, and / or voted on earlier voting of any company then you can use your existing password to login.
 5. **If you have forgotten the password:**
 - Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password?**'
 - Enter **User ID**, select **Mode** and Enter Image Verification (CAPTCHA) Code and Click on '**Submit**'.
 - in case shareholders/ members are having valid email address, Password will be sent to his / her registered e-mail address.
 - Shareholders/ members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.
 - The password should contain minimum 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.
 - It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 6. After successful login, you will be able to see the notification for e-voting. Select '**View**' icon. **Then**, -voting page will appear. Please refer the Resolution description and cast your vote by selecting your desired option '**Favour / Against**' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link). After selecting the desired option i.e. Favour / Against, click on '**Submit**'. A confirmation box will be displayed. If you wish to confirm your vote, click on '**Yes**', else to change your vote, click on 'No' and accordingly modify your vote.
 7. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.
 8. Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to e-voting system of **LI IPL: [https:// instavote.linkintime.co.in](https://instavote.linkintime.co.in)** and register themselves as 'Custodian / Mutual Fund / Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution / authority letter / power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.
 9. During the voting period, shareholders can login any number of time till they have voted on the resolution(s) for a particular "Event".
 10. Shareholders holding multiple folios / demat accounts shall choose the voting process separately for each of the folios / demat accounts.
 11. In case the shareholders have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and Insta vote e-voting manual available at <https://instavote.linkintime.co.in>, under Help section or write an email to enotices@linkintime.co.in or call us :-Tel : **022 – 49186000** or karlekar@unisec.in
 12. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of September 9, 2020.
 13. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of e-voting /voting at the AGM.
 14. The Scrutinizer (M/s S N Ananthasubramaniam & Co., Practising Company Secretary, Thane) shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
 15. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company and on the website of Link Intime immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE /NSE. The resolution shall be deemed to be passed at the Annual General Meeting of the Company scheduled to be held on September 16, 2020.

Process and manner for attending the Annual General Meeting through InstaMeet

Shareholders/Members are entitled to attend the Annual General Meeting through VC/OAVM provided by Link Intime by following the below mentioned process.

- Facility for joining the Annual General Meeting through VC/OAVM shall open 15 minutes before the time scheduled for the Annual General Meeting and will be available to the Members on first come first serve basis.
- Shareholders/Members are requested to participate on first come first serve basis as participation through VC/ OAVM is limited and will be closed on expiry of 15 (fifteen) minutes from the scheduled time of the Annual General Meeting.
- Shareholders/Members with more than 2% shareholding, Promoters, Institutional Investors, Directors, KMPs, Chair Persons of Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Auditors etc. may be allowed to the meeting without restrictions of first-come-first serve basis.
- Members can log in and join 15 (fifteen) minutes prior to the schedule time of the meeting and window for joining shall be kept open till the expiry of 15 (fifteen) minutes after the schedule time.
- Participation is restricted upto 1000 members only.
- Shareholders/ Members will be provided with InstaMeet facility wherein Shareholders/ Member shall register their details and attend the Annual General Meeting as under:

1. Open the internet browser and launch the URL <https://instameet.linkintime.co.in> for InstaMeet and register with your following details:
 - a. Demat Account No. or Folio No.: Enter your 16 digit Demat Account No. or Folio Number registered with the Company
 - b. PAN: Enter your 10 digit Permanent Account Number (PAN)
 - c. Mobile No.
 - d. Email ID

2. Click "Go to Meeting"

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience. Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting. Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network.

It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches. In case the shareholders/members have any queries or issues regarding e-voting, you can write an email to instameet@linkintime.co.in or Call us: - **Tel : (022-49186175)**

3. Instructions for Shareholders/Members to register themselves as Speakers during Annual General Meeting:
 - a. Shareholders/ Members who would like to express their views/ ask questions during the meeting may register themselves as a speaker by sending their request at least 7 days in advance mentioning their name, demat account number/folio number, email id, mobile number at cs1@indef.com; ksm@indef.com
 - b. Shareholders/Members will get confirmation on first cum first basis depending on availability of time for the AGM. Shareholders will receive speaking serial number once they mark attendance for the meeting.
 - c. Those shareholders/members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
 - d. Other shareholder may ask questions to the panelist, via active chat-board during the meeting
 - e. The Company reserves the right to restrict the number of speakers depending on the availability of time for the Annual General Meeting.
 - f. Shareholders/ Members should allow to use camera and are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.
4. Instructions for Shareholders/Members to Vote during the Annual General Meeting through InstaMeet: Once the electronic voting is activated by the scrutinizer during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:
 - a. On the Shareholders VC page, click on the link for e-Voting "Cast your vote".
 - b. Enter Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet and click on 'Submit'.
 - c. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
 - d. Cast your vote by selecting appropriate option i.e. "Favour/ Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
 - e. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
 - f. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.
 - g. Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet 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 facility during the meeting
 - h. In case the shareholders/members have any queries or issues regarding e-voting, you can write an email to instameet@linkintime.co.in or Call - Tel : (022-49186175)

**DIRECTORS' REPORT**

Dear Members,

We present our **58th Annual Report** together with the Audited Financial Accounts for the year ended **March 31, 2020**:

1. Financial Results**(Rs. in Lakhs)**

Financial Results	As on March 31, 2020	As on March 31, 2019
Revenue from Operations	8299.84	10216.84
Other Income	1493.27	976.05
Total Income	9793.11	11192.89
Profit before Finance Cost & Depreciation	1954.01	1914.32
Less- Finance Cost	1.91	-
Less-Depreciation	353.19	301.54
Profit before taxes	1598.91	1612.78
Provision for taxation for the year (including deferred tax and Earlier year's income-tax adjustment)	300.98	332.43
Profit after Taxes	1297.93	1280.35

2. Dividend

The Directors recommend for consideration of the shareholders at the Annual General Meeting payment of dividend of Rs. 1.80 per Equity Share of Re. 1.00 each for the year ended March 31, 2020 as against Rs. 1.50 per Equity Shares of Re.1.00 each in the previous year.

3. Operations

The revenue from operations of Rs. 8299.84 lakhs is 18.76% lower than last year's revenue from operations of Rs. 10216.84 Lakhs. The net profit of Rs. 1297.93 is more 1.37% , as compared to last year's net profit of Rs. 1280.35 lakhs.

The growth in sectors like automotive, metals, engineering, and other manufacturing sectors where the Company's offer its products / solution, are not noticeable in current financial year and as such investment in capital goods and heavy industries is still to pick up. The Company is working on adding new / enhanced product lines in existing portfolio, enlarging its range and reach in market and cost control.

The Company's 4 Windmills produced 65.11 Lakhs units of energy in the current year, as against 70.80 Lakhs units of energy produced in the previous year.

4. Directors and Key Managerial Personnel-Changes

As per section 152 (6) of the Companies Act, 2013, Shri Nirav Nayan Bajaj is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offer himself for re-appointment. The Board recommends his re-appointment for the consideration of the Members of the Company at the forthcoming Annual General Meeting. His Brief profile has been given in Corporate Governance Report.

During the year under review, the Board of Directors on recommendation of the Nomination and Remuneration Committee re-appointed Smt Shruti Jatia and Shri Vandan Shah as an Independent Director on the Board of Directors of the Company in accordance with Section 149(4) of the Act, with effect from November 11, 2019 and February 6, 2021, respectively, to hold office for second term of 5 (five) consecutive years subject to approval of ensuing Annual General Meeting of the Company. Brief profile of both Directors are given in Corporate Governance Report

Shri Kiran Mukadam was appointed as a Company Secretary and Compliance Officer with effect from May 25, 2019 in place of Shri Mahesh Kumar Sharma's who resigned on May 24, 2019.

5. Independent Directors

The Independent Directors have submitted the declaration of Independence, as required pursuant to section 149(7) of the Companies Act, 2013. In the opinion of the Board, the Independent Directors, fulfil the conditions of independence specified in Section 149(6) of the Act and Regulation 16(1) (b) of the Listing Regulations. The Independent Directors have also confirmed that they have complied with the Company's Code of Business Conduct & Ethics. The terms and conditions of appointment of the Independent Directors are placed on the website of the Company.

In compliance with the requirement of Listing Regulations, the Company has put in place a familiarisation programme for the independent directors to familiarise them with their role, rights and responsibility as directors, the working of the Company, nature of the industry in which the Company operates. The details of familiarisation programme are explained in the Corporate Governance Report

6. Auditors

A) Statutory Auditor

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Rules made thereunder, the auditors of the Company, M/s. Kanu Doshi Associates LLP, Chartered Accountants, Mumbai were appointed as Statutory Auditors of the Company for a period of five consecutive years at the Annual General Meeting (AGM) of the Members held August 9, 2017. The statutory auditors of the Company shall hold office from the conclusion of the 55th AGM of the Company till the conclusion of the 60th AGM. The Audit Report for FY2019-20 is unmodified, i.e., it does not contain any qualification, reservation, or adverse remark.

B) Cost Auditor:

Pursuant to Section 148 of the Companies Act, 2013 and rules made thereunder, the Board of Directors had, on the recommendation of the Audit Committee, appointed M/s R Nanabhoy & Co. Cost Accountants, to audit the cost accounts of the Company for the financial year 2020-21 at a remuneration of Rs. 45,000/-plus GST, reimbursement of out-of pocket expenses, subject to ratification by the shareholders at ensuing Annual General Meeting. Accordingly, a Resolution seeking Members' ratification for the remuneration payable to Cost Auditors is given in the notice.

C) Secretarial Auditor:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the rule made thereunder, the Company has appointed M/s S N Ananthasubramaniam & Co, Company Secretaries, to undertake the Secretarial Audit of the Company. The Report of the Secretarial Audit Report is annexed herewith as "Annexure C". There is no secretarial audit qualification for the year under review.

7. Significant and Material orders passed by the Regulators or Court

During the year in review, there were no significant and material orders passed by the Regulators or Courts or tribunals, which may impact the going concern status of the Company and its operations in future.

8. Internal Control over system and financial reporting

The Company's internal control system is commensurate with its size, scale, and complexities of its operations. The internal and operational audit is entrusted to M/s Deloitte Touche Tohmatsu India LLP. The Audit Committee of the Board of Directors periodically reviews the adequacy and effectiveness of the internal control systems and suggests improvements to strengthen the same. The Company has policies and procedure in place for reliable financial reporting.

9. Material Changes & Commitments

There have been no material changes and commitments, affecting the financial position of the Company, which have occurred between the end of the financial year of the Company and the date of this report.

10. Presentation of Financial Results

The financial results of the Company for the year ended March 31, 2020 have been disclosed as per Schedule III of the Companies Act, 2013.

The financial statements up to year ended March 31, 2020 were prepared in accordance with the accounting standards notified under Companies (Accounting Standard) Rules 2006 as amended and other relevant provisions of the act.

The annexed financial statements comply in all material aspects with Indian Accounting Standards (IND AS) notified as per Companies (Indian Account Standard) Rules 2015 under section 133 of the Companies Act 2013 and other relevant provisions of the act.

11. Risk Management

Risk management is embedded in your Company's operating framework. The risk management framework is reviewed periodically by the Board and the Audit Committee. Information on the development and implementation of a risk management framework for the company is given under Management Discussion and Analysis.

12. Corporate Social Responsibility (CSR)

Detailed information on CSR Policy developed and implemented by the Company on CSR initiatives taken during the year pursuant to section 134 & 135 of the Companies Act 2013 is given in the "Annexure A".

**13. Directors' Responsibility Statement**

As required under section 134(3)(c) of the Companies Act, 2013 Directors, to the best of their knowledge and belief, state that -

- a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- c) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the Directors had prepared the annual accounts on a going concern basis;
- e) the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively and
- f) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

14. Vigil Mechanism

The details of the Vigil Mechanism Policy covered under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 are explained in the Corporate Governance Report and posted on the website of the Company.

15. Directors' Remuneration Policy and Criteria for matters under section 178

Information regarding Directors' Remuneration Policy & criteria for determining qualifications, positive attributes, independence of a director and other matters provided under sub-section (3) of Section 178 of the companies Act 2013 are provided in the annexed Corporate Governance Report.

16. Corporate Governance

Detailed reports on matters relating to Corporate Governance and Management Discussion and Analysis Report under SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, are annexed as part of this Annual report together with the report of Practicing Company Secretary on its compliance thereon.

17. Business Responsibility Report

SEBI expands the ambit of Business Responsibility Reporting (BRR) to top 1000 listed Companies by notification No. SEBI/LAD-NRO/GN/2019/45 dated 26.12.2019. Your Company, being one of such top 1000 listed entities, has included first BRR, as part of the Annual Report, describing initiatives taken from an environmental, social and governance perspective. As a green initiative, the BRR for financial year 2019-20 has been hosted on the website of the Company- www.indef.com. Physical copy of the BRR will be made available to any members on request.

18. Particulars of Employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, will be provided upon request. The Company had one employee who was employed throughout the year and were in receipt of remuneration more than Rs. 102 lakh per annum. The details of his remuneration are given under MGT 9 – Point VII- Remuneration details of Directors and Key Managerial Personnel.

In terms of Section 136 of the Act, the Report and Accounts are being sent to the Members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the Members at the Registered Office of the Company during business hours on working days of the Company up to the date of the ensuing Annual General Meeting.

19. Particulars of Loans, Guarantees or Investments

Details of Loans, Guarantees and Investments, if any covered under the provisions of Section 186 of the Companies Act, 2013 are given in note No. 8, 13 and 17 to the Financial Statements.

20. Number of Meetings of the Board and Audit Committee

During the year, four Board Meetings and four Audit Committee Meetings were convened and held. The details of which are given in the Corporate Governance Report.

21. Formal Annual Evaluation of the performance of Board, its Committees and Directors

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, the Board has carried out an annual performance evaluation of its own performance, Board as a whole and committees. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

22. Related Party Transactions

All transactions entered with Related Parties for the year under review were on arm's length basis and thus a disclosure in Form AOC-2 in terms of Section 134 of the Act is not required. There were no materially significant related party transactions made by the Company with Promoters, Directors and Key Managerial Personnel which may have a potential conflict with the interest of the Company. All related party transactions are mentioned in the notes to the accounts. All Related Party Transactions are placed before the Audit Committee for approval. Omnibus approval was obtained on a yearly basis for transactions which are of repetitive nature. Transactions entered into pursuant to omnibus approval are verified and a statement giving details of all Related Party Transactions are placed before the Audit Committee and the Board for review and approval on a quarterly basis. The policy on Related Party Transactions as approved by the Board is placed on the Company's website www.indef.com.

23. Prevention, Prohibition and Redressal of Sexual Harassment of Women at Workplace

The Company has in place an Anti-Sexual Harassment Policy and Internal Complaints Committee (ICC) to redress complaints received regarding sexual harassment in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. All employees are covered under this policy. There were no Complaints received during the year.

24. Energy Conservation, Technology Absorption and Foreign Exchange Earning and Outgo

The information on conservation of energy, technology absorption, foreign exchange earning and outgo etc. to the extent applicable stipulated under section 134 (3) (m) of the Companies Act, 2013 read with Rule no. 8 of the Companies (Accounts) Rules, 2014 is set out in "Annexure A" annexed hereto.

25. Extract of Annual Return

The details forming part of the extract of the Annual Return in form MGT 9 is annexed herewith as "Annexure B"

26. Industrial Relations

The relationship with the employees continued to remain cordial during the year.

Your Directors take this opportunity to thank the Banks, Government authorities, Regulatory authorities, Stock exchanges, Employees and all Stakeholders for their continued co-operation and support to the Company.

On behalf of the Board of Directors

Dated : 25/06/2020
Place : Mumbai

Shekhar Bajaj
Chairman
(DIN No. 00089358)



ANNEXURE A

Information as required under section 134 of the Companies Act, 2013 read with the Rule No. 8 of the Companies (Accounts) Rules, 2014 and Rule no. 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014.

I) Particulars of contracts or arrangements with related parties referred to section 188 (1) of the Companies Act, 2013 prescribed in form AOC-2 (Pursuant to section 134 (3) (h) of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)- There were no such transactions

II) Conservation of Energy, Technology Absorption and Foreign Exchange Earnings & Outgoings:

A. Conservation of Energy

The Company’s manufacturing process is not energy intensive. The details of energy consumption and costs are as follows:-

i. Power and Fuel Consumption

Particulars		2019-20	2018-19
(a) Electricity Purchased	Units	2,70,193	3,03,858
	Total Amount (Rs. in Lakhs)	32.93	33.83
	Rate/Unit (Rs)	12.19	11.13
(b) Own Generation Electricity	Units	4,675	5,598
	Units per litre of Diesel Oil	2.61	2.62
	Diesel Cost (Rs. in Lakhs)	3.16	6.05
	Rate/Unit (Rs.)	25.78	27.53
Coal,Furnace Oil, Others/Internal Generation		NIL	NIL

ii. Consumption per Unit of Production

From the records and other books maintained by the Company in accordance with the provisions of the Companies Act, 2013, the Company is not in a position to give the required information for the current year as well as the previous year.

B. Technology Absorption

The efforts of the Company’s design and development team have been instrumental in improving the designs and quality of the Company’s products. Continuous upgradation in design, Production, Sourcing and Quality management process is part of key result area. Products upgraded during the year include the competitive electric Chain Hoists series and new series of wire rope hoists. Steps have also been taken to enhance the levels of standardization in various products to capitalize the inherent benefits

C. Foreign Exchange Earnings & Outgoings

(Rs. in Lakhs)

Particulars	2019-20	2018-19	Particulars	2019-20	2018-19
Foreign Exchange Earnings	NIL	38.68	Foreign Exchange Outgo	420.56	916.09

III) Annual report under the Companies (Corporate Social Responsibility Policy) Rules, 2014:

1. A brief outline of the Company’s CSR policy, including overview of projects or programmes proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programmes

The Corporate Social responsibility (CSR) activities of Bajaj Group are guided by the vision and philosophy of its Founding Father, late Shri Jamnalalji Bajaj, who embodied the concept of Trusteeship in business and common good, and laid the foundation for ethical, value-based and transparent functioning. The objective of CSR policy is to undertake CSR activities to do overall good to the community, with special emphasis on activities for the benefit of the poor and needy sections of the society. The CSR Policy is placed on www.indef.com. CSR policy gives an overview of the projects or programmes which are proposed to be undertaken by the Company in the coming years.

2. Composition of the CSR Committee:

The CSR committee of the Board is responsible for overseeing the execution of the Company’s CSR policy. The composition of CSR Committee as on the date of Director’s Report is as follows:

- a. Shri Shekhar Bajaj-Chairman
- b. Shri H A Nevatia- Member
- c. Smt Shruti Jatia- Member (Independent Director)

3. Average net profit of the Company for last three financial years: Rs 102,708,772/-

4. Prescribed CSR Expenditure for FY 2019-20 (2% of the amount as in item ‘3’ above): Rs. 20,54,175/-

5. Details of CSR spent during the financial year 2019-20:

- a) Total amount spent for the financial year : Rs. 25,24,376
 b) Amount un-spent: NIL

Manner in which the amount spent during the financial year is detailed below:

(Rs. in Lakhs)

SN	CSR Project/ Activity	Project/ Activity Sector	Location of the Project	Amount approved for the year	Amount spent direct/ overhead during the year	Cumulative expenditure upto reporting period
1.	Krida- Vikas Phase III	Generating interest in sports within the upcoming generation through providing training and other facilities, giving sports scholarship specially remote area	15 Villages in Karjat, Raigad Area	28.17	16.41	16.36
2.	Nana- Nani Park	To provide public garden with a moto of a good green hub, health, and enjoyment model	Khalapur City	28.58	8.47	8.47
3.	Tree Plantation at Khalapur, Karjat Area	Tree Planting activity [600 samplings]	Karjat & Khalapur	2.15	0.36	0.86
				45.32	25.24	25.69

Note- Each project is implemented plan wise directly and with the help of Hercules Hoists Charitable Trust and funds are released post monitoring the completion of each phase

Shekhar Bajaj
 Chairman
 (DIN No. 00089358)

H A Nevatia
 Whole-time Director
 (DIN No. 00066955)

ANNEXURE B**EXTRACT OF ANNUAL RETURN [Form No. MGT-9] AS ON FINANCIAL YEAR ENDED March 31, 2020**

[U/s 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Mgt. and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

i)	CIN:-	L45400MH1962PLC012385
ii)	Registration Date	15-06-1962
iii)	Name of the Company	Hercules Hoists Limited
iv)	Category / Sub-Category of the Company	Public Company/Limited by Shares
v)	Address of the Registered office and contact details	Bajaj Bhavan, 2nd Floor, Jamnalal Bajaj Marg, Nariman Point, Mumbai - 400021 Tel-022-22022109
vi)	Whether listed company Yes / No	Yes
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Universal Capital Securities Pvt. Ltd. 21, Shakil Niwas, Opp. Satya Saibababa Temple, Mahakali Caves Road, Andheri (East), Mumbai 400 093. Tel. (022) 28207203-04-05; 28257641; Fax : (022) 28207207 E-Mail : info@unisec.in; Website : http://www.unisec.in

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

SN	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Lifting and Handling Equipments	2816	97.64%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES- Not Applicable


IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)
i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 01-April -2019]				No. of Shares held at the end of the year [As on 31-March-2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	70,44,720	-	70,44,720	22.01	7,044,720	-	70,44,720	22.01	-
b) Central Govt(s)	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	1,52,31,000	-	1,52,31,000	47.60	1,52,31,000	-	1,52,31,000	47.60	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other(Specify)	-	-	-	-	-	-	-	-	-
Sub Total (A) (1)	2,22,75,720	-	2,22,75,720	69.61	2,22,75,720	-	2,22,75,720	69.61	-
(2) Foreign									
a. NRIs - Individuals	-	-	-	-	-	-	-	-	-
b. Other Individuals	-	-	-	-	-	-	-	-	-
c. Bodies Corporate	-	-	-	-	-	-	-	-	-
d. Banks / FI	-	-	-	-	-	-	-	-	-
e. Any Others(Specify)	-	-	-	-	-	-	-	-	-
Sub Total (A) (2)	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A)=(A)(1)+ (A)(2)	2,22,75,720	-	2,22,75,720	69.61	2,22,75,720	-	2,22,75,720	69.61	-
B. Public Shareholding									
1. Institutions									
(a) Mutual Funds	-	-	-	-	-	-	-	-	-
(b) Banks / FI	33,608	-	33,608	0.11	372	-	372	0.00	(0.10)
(c) Central Govt(s)	-	-	-	-	-	-	-	-	-
(d) State Govt(s)	-	-	-	-	-	-	-	-	-
(e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
(f) Insurance Companies	-	-	-	-	-	-	-	-	-
(g) Foreign Portfolio Investors	-	-	-	-	-	-	-	-	-
(h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
(i) Any Other (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	33,608	-	34,180	0.11	33,608	-	33,608	0.10	0.10
B 2 Non-Institutions									
a) Bodies Corporate									
i) Indian	4,50,947	-	4,50,947	1.41	4,04,209	-	4,04,209	1.26	(0.15)
ii) Overseas	-	16,00,000	16,00,000	5.00	-	16,00,000	16,00,000	5.00	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	42,77,830	93,250	43,71,080	13.66	45,32,517	91,140	46,23,657	14.45	0.79
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	17,66,981	-	17,66,981	5.52	25,59,680	0	25,59,680	8.00	2.48

c) Others (specify)									
Clearing Members	1,35,616	-	1,35,616	0.42	29,085	0	29,085	0.09	(0.33)
Trusts	-	-	-	-	-	0	-	-	-
NRI / OCBs	1,44,494	-	1,44,494	0.45	1,19,672	-	1,19,672	0.37	(0.08)
Director & Relatives	8,87,400	-	8,87,400	2.77	59,440	-	59,440	0.19	(2.59)
Foreign National	165	-	165	0.00	165	-	165	0.00	-
HUF	3,21,686	-	3,21,686	1.01	3,09,856	-	3,09,856	0.97	(0.04)
NBFC	-	-	-	-	2,000	-	2,000	0.01	0.01
LLP/Partnership Firm	-	-	-	-	2,563	-	2,563	0.01	0.01
IEPF	12,303	-	12,303	0.04	13,581	-	13,581	0.04	0.00
Sub-total (B)(2):-	7997422	16,93,250	96,90,672	30.28	80,32,768	16,91,140	97,23,908	30.39	0.10
B. Total Public Shareholding (B)=(B)(1)+ (B)(2)	8031030	16,93,250	97,24,280	30.39	80,33,140	16,91,140	97,24,280	30.39	-
TOTAL (A)+(B)	3,03,06,750	16,93,250	3,20,00,000	100.00	3,03,08,860	16,91,140	3,20,00,000	100.00	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	3,03,06,750	16,93,250	3,20,00,000	100.00	3,03,08,860	16,91,140	3,20,00,000	100.00	-

ii) Shareholding of Promoter

SN	Shareholder's Name	Shareholding at 01-04-2019			Shareholding at 31-03-2020			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encum. to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Anant Bajaj	16,64,000	5.20	-	16,64,000	5.20	-	-
2	Kiran Bajaj	5,80,000	1.81	-	5,80,000	1.81	-	-
3	Kumud Bajaj	9,14,000	2.86	-	9,14,000	2.86	-	-
4	Madhur Bajaj	6,06,400	1.90	-	6,06,400	1.90	-	-
5	Niraj Bajaj	10,94,400	3.42	-	10,94,400	3.42	-	-
6	Niraj Bajaj - Trust	5,52,000	1.73	-	5,52,000	1.73	-	-
7	Rahul Kumar Bajaj	14,640	0.05	-	14,640	0.05	-	-
8	Sanjivnayan Bajaj	2,400	0.01	-	2,400	0.01	-	-
9	Shekhar Bajaj	9,06,400	2.83	-	9,06,400	2.83	-	-
10	Sunaina Kejriwal	7,10,480	2.22	-	7,10,480	2.22	-	-
11	Bachhraj Factories Private Limited	12,35,280	3.86	-	12,35,280	3.86	-	-
12	Bajaj Holdings & Investment Ltd	62,51,040	19.53	-	62,51,040	19.53	-	-
13	Bajaj Sevashram Private Limited	18,68,000	5.84	-	18,68,000	5.84	-	-
14	Jamnial Sons Private Limited	54,76,680	17.11	-	54,76,680	17.11	-	-
15	Shekhar Holdings Private Limited	4,00,000	1.25	-	4,00,000	1.25	-	-
		2,22,75,720	69.61	-	2,22,75,720	69.61	-	-

iii) Change in Promoters' Shareholding: No Change.


iv) Shareholding Pattern of top ten Shareholders: (other than Directors and Promoters)

SN	Name of the shareholder		Shareholding at the beginning of the year [01-04-2019]		Cumulative Shareholding during the year [31-03-2020]	
			No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	HEINRICH DE FRIES GMBH		16,00,000	5.00	16,00,000	5.00
2	NIRMAL P JHUNJHUNWALA		11,94,000	3.73	11,94,000	3.73
3	KISHORILAL FATEHCHAND JHUNJHUNWALA		8,80,000	2.75	8,80,000	2.75
4	BISHWANATH PRASAD AGRAWAL		3,41,000	1.07		
	15/11/2019	PURCHASE	1,794	0.01	3,42,794	1.07
	22/11/2019	PURCHASE	14,587	0.05	3,57,381	1.12
	29/11/2019	PURCHASE	23,994	0.07	3,81,375	1.19
	06/12/2019	PURCHASE	5,219	0.02	3,86,594	1.21
	24/01/2020	SALE	(6,594)	(0)	3,80,000	1.19
5	SUVARNA COMMERCIAL PRIVATE LIMITED		1,45,000	0.45	1,45,000	0.45
6	PRABHAT NEVATIA		1,24,017	0.39		
	31/05/2019	SALE	(6,917)	(0)	1,17,100	0.37
	14/06/2019	SALE	(500)	(0)	1,16,600	0.36
	20/09/2019	SALE	(500)	(0)	1,16,100	0.36
	20/12/2019	SALE	(970)	(0)	1,15,130	0.36
	31/12/2019	SALE	(1,930)	(0.01)	1,13,200	0.35
	03/01/2020	SALE	(3,400)	(0.01)	1,09,800	0.34
	10/01/2020	SALE	(1,100)	(0)	1,08,700	0.34
	17/01/2020	SALE	(400)	(0)	1,08,300	0.34
	24/01/2020	SALE	(20)	(0)	1,08,280	0.34
	31/01/2020	SALE	(2,600)	(0.01)	1,05,680	0.33
7	SUVARNA KUMARI AGRAWAL		92,000	0.29		
	29/11/2019	PURCHASE	3,000	0.01	95,000	0.30
8	FAIR INTERMEDIATE INVESTMENT PVT LTD		20,000	0.06		
	30/08/2019	SALE	(10,000)	(0)	10,000	0.03
	20/09/2019	PURCHASE	1000	0.00	11,000	0.03
	30/09/2019	SALE	(10,000)	(0)	10,000	0.03
	18/10/2019	PURCHASE	32640	0.10	42,640	0.13
	10/01/2020	PURCHASE	50	0.00	42,690	0.13
	17/01/2020	SALE	(50)	(0)	42,640	0.13
	06/03/2020	PURCHASE	30000	0.10	72,640	0.23
	20/03/2020	PURCHASE	17500	0.05	90,140	0.28
9	PRADEEP KUMAR NEVATIA		107964	0.34		
	05/04/2019	SALE	(400)	(0)	1,07,564	0.34
	12/04/2019	SALE	(600)	(0)	1,06,964	0.33
	19/04/2019	SALE	(1,400)	(0)	1,05,564	0.33
	26/04/2019	SALE	(600)	(0)	1,04,964	0.33
	03/05/2019	SALE	(351)	(0)	1,04,613	0.33
	10/05/2019	SALE	(200)	(0)	1,04,413	0.33
	17/05/2019	SALE	(803)	(0)	1,03,610	0.32
	24/05/2019	SALE	(1,800)	(0)	1,01,810	0.32
	31/05/2019	SALE	(1,200)	(0)	1,00,610	0.31
	07/06/2019	SALE	(576)	(0)	1,00,034	0.31
	14/06/2019	SALE	(500)	(0)	99,534	0.31
	29/06/2019	SALE	(500)	(0)	99,034	0.31
	05/07/2019	SALE	(725)	(0)	98,259	0.31
	20/09/2019	SALE	(600)	(0)	97,659	0.31

	08/11/2019	SALE	(400)	(0)	97,259	0.30
	31/12/2019	SALE	(800)	(0)	96,459	0.30
	03/01/2020	SALE	(2,505)	(0)	93,954	0.29
	10/01/2020	SALE	(1,144)	(0)	92,810	0.29
	17/01/2020	SALE	(1,143)	(0)	91,667	0.29
	24/01/2020	SALE	(732)	(0)	90,935	0.28
	31/01/2020	SALE	(2,500)	(0)	88,435	0.28
10	SUNIL GUNVANTLAL GANDHI		77580	0.24	77,580	0.24

Note: All increase and decrease in individual shareholders as mentioned above are due to market trading.

v) Shareholding of Directors and Key Managerial Personnel

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at 01-04-2019		Shareholding at 31-03-2020	
		No. of Shares	% of total share capital of the Company	No. of Shares	% of total share capital of the Company
1	Shri Shekhar Bajaj	9,06,400	2.83	9,06,400	2.83
2	Shri Gaurav V Nevatia	-	-	-	-
3	Shri H A Nevatia	1,600	0.01	1,600	0.01
4	Smt Shruti Jatia	-	-	-	-
5	Shri Vandan Shah	-	-	52,040	0.16
6	Shri Nirav Nayan Bajaj	-	-	-	-
7	Shri Prakash Subramaniam	-	-	-	-
8	Shri Vijay Singh	-	-	100	-
9	Shri Kiran Mukadam*	-	-	1	-

* Shri Kiran Mukadam has been appointed as a Company Secretary and Compliance Officer with effect from May 25, 2019

V) INDEBTEDNESS - NIL

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:			C. Remuneration to Key Managerial Personnel Other Than MD/Manager/ WTD :			
SN	Particulars of Remuneration	H A Nevatia (WTD) Rs. in Lakhs	Key Managerial Personnel Rs. in Lakhs			
			CEO	CS*	CFO	Total
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	3.00	173.13	10.10	33.50	219.73
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.32	0.54	-	0.54	1.40
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-	-
2	Stock Option	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-
4	Commission as % of profit	-	-	-	-	-
5	Others, please specify	-	-	-	-	-
	Total	3.32	173.67	10.10	34.04	221.13

* CS Remuneration included Shri Maheshkumar Sharma remuneration till May 24, 2019 and Shri Kiran Mukadam Remuneration from May 25, 2019 to March 31, 2020.

B. **Remuneration to other directors:** The details of remuneration for other Directors is given under the heading "Remuneration of Directors" of Corporate Governance Report

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES FOR COMPANY/DIRECTORS/OTHER OFFICER IN DEFAULT: NIL



ANNEXURE C

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 of Managerial Personnel) Rules, 2014]

To,
The Members,
Hercules Hoists Limited
CIN L45400MH1962PLC012385
Bajaj Bhawan, 2nd floor, 226,
Jamnalal Bajaj Marg, Nariman Point Mumbai – 400021

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

Based on our 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, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended **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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **31st March, 2020**, according to the provisions of:

- i. The Companies Act, 2013 (the Act) the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings – **Not Applicable**;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. 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; **Not Applicable as there was no reportable event during the period under review**;
 - d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **Not Applicable as the Company has not made any offer of its stock or shares to its employees during the period under review**;
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008- **Not Applicable as the Company has not issued and listed any debt securities during the financial year under review**;
 - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client – **Not Applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the financial year under review**;
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - **Not applicable as the Company has not delisted its equity shares from any Stock Exchange during the financial year under review**; and
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 – **Not applicable as the Company has not bought back any of its securities during the financial year under review**.
 - i. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- vi. The Company has informed that there are no laws which are specifically applicable to the Company.

We have also examined compliance with the applicable provisions of the following:-

- (i) Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India;
- (ii) The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited.

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

We further report that: -

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and a Woman Director. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all Directors to schedule the Board Meetings. Agenda and detailed notes on agenda were sent atleast seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting for meaningful participation at the meeting.
- All decisions of the Board and Committee thereof were carried through unanimously.

We further report that based on review of compliance mechanism established by the Company and on the basis of the Compliance Certificate(s) issued by the Company Secretary and taken on record by the Board of Directors at their meeting(s), we are of the opinion that there are adequate systems and processes in place in the Company which is commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines: .

- As informed, the Company has responded appropriately to notices received from various statutory / regulatory authorities including initiating actions for corrective measures, wherever found necessary.

We further report that during the audit period there were no specific events / actions having a major bearing on Company's affairs in pursuance of the above-referred laws, rules, regulations, guidelines, standards, etc., referred to above.

The Report is to be read with our letter of even date which is annexed as Annexure A hereto and forms an integral part of this report.

For S. N. ANANTHASUBRAMANIAN & CO.

ICSI Unique Code P1991MH040400

Peer Review Cert. No.: 606/2019

Malati Kumar

Partner

ACS : 15508

COP No. : 10980

ICSI UDIN : A015508B000338897

Date : 12th June, 2020

Place : Thane

To, Annexure – A
The Members,
Hercules Hoists Limited
CIN L45400MH1962PLC012385
Bajaj Bhawan, 2nd Floor,
226, Jamnalal Bajaj Marg, Nariman Point, Mumbai - 400021

Management's Responsibility

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
3. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.
4. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.

Disclaimer

5. Our Secretarial Audit Report for the Financial Year ended 31st March, 2019, 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.
6. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

For S. N. ANANTHASUBRAMANIAN & CO.

ICSI Unique Code P1991MH040400

Peer Review Cert. No.: 606/2019

Malati Kumar

Partner

ACS : 15508

COP No. : 10980

ICSI UDIN : A015508B000338897

Date : 12th June, 2020

Place : Thane

MANAGEMENT DISCUSSION AND ANALYSIS

Industry Structure and Development:

Your Company offers the entire gamut of solutions for in-plant overhead material handling: lifting, moving and storing. The Products and solutions offered by your Company cover Mechanical Hoists (Chain Pulley Blocks, Ratchet Lever Hoists, Pulling & Lifting Machine, Electric Chain Hoists, Wire Rope hoists), Crane (HOT,EOT, Light Profile, Jib Cranes), Storage and Retrieval Solutions including Floor Operated Stackers and Roll Out Racks), Winches and Manipulators etc. through its trusted and well-known brands/ marks "Indef", "iStacker" "iCrane", "Stier", "Hercules".

The equipment and solutions offered by your Company are capital equipment and used across varied industrial verticals including but not restricted to power generation (conventional and nuclear), cement, infrastructure, automotive / auto components, heavy and light engineering, steel and metals, chemicals and petro-chemicals, logistics, textile industry , food processing amongst others. The usage is across the industry spectrum: private or public sector, large scale to tiny scale and even contractors. These products and solutions are offered from the two facilities – one at Khalapur District Raigad, Maharashtra and the other at Chakan, District Pune, Maharashtra.

Your Company places a significant emphasis on quality and technology. The quality systems of the Company have been certified to ISO:9001-2015. Chain pulley blocks are certified to ISI and CE standards. The Company has invested in various high-end manufacturing equipment that ensures consistent high-quality production. This is further supported by a specialized vendor base with whom the Company works in close cooperation and coordination to improve the capabilities and quality.

The Company has strong pan-India distribution and service network of Authorized Business Partners (ABP's) and authorised retailers. To enhance customer reach for its solution business, the Company has direct sales offices at Pune, Delhi, Chennai, Kolkata. The Company emphasises on after sales services considering its critical impact on Customer Satisfaction which act as multiplier for future sales.

Your Company has installed 4 wind turbines of 1.25 MW generation capacity each in Dhule District, Maharashtra between 2005 and 2006.

Opportunities and Threats:

The Company's strength lies in providing Material Handling Solutions through standard and customer specific requirement products with its strong and upgraded technology. Further enhancements have been carried out in existing product lines with latest features and close cooperation with international technology partners. It will enable your Company to effectively face the competition from local and international players who have established a base in India. The Company has been participating in exhibitions and promotional events to generate interest in new product developments and generate leads.

The Company expects that the technological improvements effected in-house and with external technology will enable your Company to consolidate and strengthen its market position.

Financial Review / Segment wise Performance:

Particulars	FY 2019-20 (Rs. in lakhs)	FY 2018-19 (Rs. in lakhs)	Growth (in %)
Revenue from operation/ segment performance	8299.84	10216.84	(18.76)
Material Handling Equipment	8105.00	9952.72	(18.56)
Windmill	194.84	264.12	(26.23)
Earnings before interest, tax, depreciation and amortization [EBITDA]	1954.00	1914.32	2.07
Profit after Tax [PAT]	1297.93	1280.35	1.37

The revenue from operations of Rs. 8299.84 lakhs is 18.76% lower than last year's revenue from operations of Rs. 10216.84 Lakhs. The net profit of Rs. 1297.93 is more 1.37% , as compared to last year's net profit of Rs. 1280.35 lakhs. During the year, the demand was depressed because of general recessionary conditions in the economy resulting in reduced investments for expansion and green field projects. Also, due to the lockdown caused by the outbreak of COVID 19 pandemic before the year end, the planned dispatches could not be completed.

Internal Control Systems and their adequacy:

The Company has adequate internal control systems commensurate with its size and nature of business. The Company has engaged the services of a reputed Internal Audit firm. The Audit Committee and the Board reviews the performance of the audit and the adequacy of internal control systems and compliance with regulatory guidelines. The Management takes corrective actions on basis recommendations received from internal auditor and the audit committee

Risks and Concerns:

Every business has inherent element of uncertainties owing to uncertain factors and managing risk is very critical for success of the enterprise. The Company has defined risk management policy at the Board level, based on the pre-identified types of risks, the risk events or factors that require regular assessment.

The Company has identified key risks, such as, Market Information (increasing market share), Competition Risk (strengthening marketing set-up), New Products Development (strengthening R & D activities), Employee Risk (reducing attrition rates and retaining employees) and Credit Risk (recovery of outstanding dues) etc. The Company regularly analyses the internal and external environment to identify risk and to decide mitigations plans. The report on Risk minimization / mitigation steps are placed before the Audit Committee Meetings and Board Meetings.

Business Out-look:

The Company's business is directly linked to investments in new projects, expansion of existing capacities and positive sentiments in industrial production activities. Considering current economic environment, impact of the Covid 19 pandemic, it is expected that there could be an adverse impact on the demand position. The Company is focusing on becoming competitive, increasing its product range and market reach, lowering material cost and optimising other overheads, enhancing efficiency in supply chain, exploring export opportunities, and introducing new and upgraded product range in existing lines for domestic market

Development in Human Resources / Industrial Relations front:

Your Company recognizes that people are the prime assets of the organization, and implements initiatives to train and motivate them. Your Company's talent pool plays a key role in commitment to deliver quality products and services. The Company continues to focus on attracting and retaining right talent with right opportunities to employees. The selected candidates undergo a structured induction programme, which gives them a good exposure and become a good contributor in growth of the Company. Industrial relations during the year has been cordial and contributed to mutual development.

Cautionary Statement:

Statements in the Management Discussion and Analysis, describing the Company's growth prospects, are forward-looking statements. The actual results may vary, depending upon economic conditions, raw-material prices, government policies, regulations, tax laws and other incidental factors.

On behalf of the Board of Directors

Dated : 25/06/2020
Place : Mumbai

Shekhar Bajaj
Chairman
(DIN No. 0089358)

CORPORATE GOVERNANCE REPORT

COMPANY'S PHILOSOPHY

The Company's philosophy on Corporate Governance aims at ethical corporate behavior and always strives to achieve optimum performance at all levels by adhering to good corporate governance practices. The Company has put in place the systems to comply with all the rules, regulations and requirements mentioned in SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

BOARD OF DIRECTORS

Composition of the Board

In compliance with the provisions of the Listing Regulations, the Company has a combination of executive and non-executive directors with a woman independent director. A non-executive (Promoter) Chairman heads the Board and one-half of the Directors are 'Independent'. The Independent Directors do not have any pecuniary relationship or transactions with the Company, promoters or management, which may affect their judgment in any manner. There is no relationship between Directors inter-se, except Shri Shekhar Bajaj and Shri Nirav Nayan Bajaj Policy formulation, evaluation of performance and the control functions vest with the Board.

Composition of the Board, attendance at Board Meetings (BM) held during the financial year under review and the last Annual General Meeting (AGM) and number of directorships and memberships/chairmanships in other companies are given below.

Name of the Director	Category	No. of Shares held in the Company	Financial Year ended 31st March 2020		Other directorships	No. of Committee Position held in other Companies.		List of Directorship held in Other Listed Companies and Category of Directorship
			BMs	AGM		Chairman	Member	
Shri Shekhar Bajaj- Chairman	NED (Promoter)	9,06,400	04	Yes	11	-	1	1. Bajaj Electricals Limited (CMD) 2. Bajaj Auto Limited (NED and NID)
Shri H A Nevatia	ED	1,600	04	Yes	1	-	-	-
Shri Gaurav Nevatia	NED (ID)	-	04	Yes	-	-	-	-
Smt Shruti Jatia	NED (ID)	-	01	NO	8	-	-	-
Shri Vandan Shah	NED (ID)	-	04	Yes	5	-	-	Hind Rectifiers Limited (NED and NID)
Shri Nirav Nayan Bajaj	NED (Promoter)	-	02	Yes	-	-	-	-

- NED** – Non Executive Director; **ED** - Executive Director; **BMs**- Board Meetings, **ID**- Independent Director; **CMD** - Chairman and Managing Director, **NID** - Non - Independent Director
- Only audit committee and stakeholders' relationship committee of Listed and Unlisted Public Companies are considered for the purpose of reckoning committee positions.

During the financial year under review, four Board Meetings were held on May 24, 2019, August 9, 2019, November 8, 2019 and February 11, 2020 and the Annual General Meeting of the Company was held on August 9, 2019. The gap between any two meetings has been less than one hundred and twenty days.

Skills / Expertise / Competencies of the Board of Directors

The following is the list of core skills / expertise / competencies identified by the Board of Directors as required in the context of the Company's business and the Board confirms that the said skills are available with the Board Members:

- Knowledge of Companies business
- Administration and decision making
- Financial and Management Skills
- Technical/ Professional Skills and specialized knowledge in relation to engineering business
- Corporate Governance

The following table shows expertise of each of the Director in the specific functional area:

Name of the Director	Expertise in Specific Functional Area
1. Shri Shekhar Bajaj	Industrialist, Business Strategy and Decision Making, Corporate Management
2. Shri H A Nevatia	Technical and specialized knowledge in relation to engineering business, Administration and Decision Making, and Corporate governance
3. Shri Gaurav Nevatia	Financial Analysis & Management
4. Smt Shruti Jatia	Expert in finance, accounts and human resources management, Corporate Governance
5. Shri Vandan Shah	Industrialist, Technical and specialized knowledge in relation to engineering, Business Administration and Decision Making
6. Shri Nirav Nayan Bajaj	Technical and specialized knowledge in relation to engineering, Business administration and management

Opinion of the Board

It is hereby confirmed that, in the opinion of the Board, the independent directors fulfil the conditions specified in the Listing Regulations, the Act and are independent of the Management of the Company.

Board Procedure

The Board agenda comprises of relevant information on various matters related to the working of the Company, especially those that require deliberation at the Board level. The Company provides the information as set out in Regulation 17 read with Part A of Schedule II of the Listing Regulations to the Board and the Board Committees to the extent it is applicable and relevant. Such information is submitted either as part of the agenda papers in advance of the respective Meetings or by way of presentations and discussions during the Meetings. To enable the Board to discharge its responsibilities effectively, the Chairman, Whole-time Director and the President & CEO review the overall Company's performance. In addition to the legal matters compulsorily required to be dealt, the Board also reviews:

- a) Strategy and business plans
- b) Approval of quarterly results/annual results.
- c) Listing requirements, attending to shareholders' grievances, etc.
- d) Annual operating and capital expenditure budgets and any updates
- e) Investment of Company's funds.
- f) Compliance with statutory/regulatory requirements and review of major legal issues.
- g) Any other matter which is serious in nature or requires the attention of the Board.

The independent directors, at their separate meeting held on February 11, 2020, assessed the quantity, quality, and timely flow of information between the Management and the Board, and found it to be in line with the expectations.

AUDIT COMMITTEE

The terms of reference of this committee cover the matters specified for Audit Committee under SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 as well as in section 177 of the Companies Act, 2013. The Audit Committee inter alia performs the functions of review of financial reporting system, internal controls system, discussion on financial results, interaction with Statutory and Internal Auditors, recommendation for the appointment of Statutory, Internal and Cost Auditors and their remuneration. Review of Internal Audit Reports and significant related party transactions. In fulfilling the above role, the Audit Committee has powers to investigate any activity within its terms of reference, to seek information from employees and to obtain outside legal and professional advice.

The Audit Committee comprised of Shri Gaurav Nevatia, Chairman, Shri H A Nevatia, Shri Vandan Shah and Smt Shruti Jatia, all of whom are Independent Directors, except Shri H A Nevatia.

During the year under review, the Audit Committee met four times, viz on May 24, 2019, August 9, 2019, November 8, 2019 and February 11, 2020. All members attended all four meetings except Smt Shruti Jatia attended one meeting. Shri Gaurav Nevatia was present at the Annual General Meeting of the Company held on August 9, 2019, to answer the shareholders' queries, as Chairman of the Audit Committee.

STAKEHOLDER RELATIONSHIP COMMITTEE:

The Stakeholder Relationship Committee comprised of Shri Shekhar Bajaj, Chairman (Non-Executive Director), Shri Gaurav Nevatia (Independent Director) and Shri Vandan Shah (Independent Director).

The Committee considered the redressal of shareholders complaints and grievances and all other matters incidental or related to shares, debentures and other securities of the Company, if any. During the year, the Company received one complaint from a shareholder. As on date of this report, there are no unresolved shareholders complaints. The Secretarial Department endeavors to resolve the shareholders complaints within prescribed time. During the year under review, the Committee met on February 11, 2020. All members attended the meeting.

CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

The Committee consists of three members, viz. Shri Shekhar Bajaj, Chairman, Shri H A Nevatia, and Smt Shruti Jatia (Independent Director). The Committee provides guidance and monitors various CSR activities to be undertaken by the Company, as per CSR Policy. During the year under review, the Committee met on May 24, 2019. All members attended the meeting except Smt Shruti Jatia.

NOMINATION AND REMUNERATION COMMITTEE (NRC)

The Committee consists of three members, viz. Shri Gaurav Nevatia, Chairman, Shri Vandan Shah and Smt Smt Shruti Jatia,. All members of the Committee are Non-Executive Independent Directors.

The terms of reference of this committee cover the matters specified for Nomination & Remuneration Committee under SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 as well as in section 178 of the Companies Act, 2013 including

- To help the Board in determining the appropriate size, diversity and composition of the Board,
- To recommend to the Board appointment/re-appointment and removal, recommend remuneration of Directors and Senior Management,
- To frame criteria for determining qualifications, positive attributes and independence of Directors,
- To create an evaluation framework for Independent Directors and the Board
- To assist in developing a succession plan for the Board and Senior Management;
- to assist the Board in fulfilling responsibilities entrusted from time-to-time;

During the year under review, the Committee met on May 24, 2019, November 8, 2019 and February 11, 2020. Shri Gaurav Nevatia and Shri Vandan Shah attended all meetings and Smt Shruti Jatia attended one meeting

COMPLIANCE OFFICER :

Shri Kiran Mukadam, Company Secretary of the Company is Compliance Officer of the Company

BOARD TRAINING AND INDUCTION

As part of familiarisation programme, the Company arranged a factory visit and explained in detail about the new Products and upgradation in existing product line, competition, order position, product marketing, assembly process etc. The details of such familiarization programmes are placed on website of the Company i.e. www.indef.com

PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Board has carried out the annual performance evaluation of its own performance and that of its Committees and Individual Directors. A structured questionnaire covering various criteria 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 corporate governance was circulated to all the Directors. The said criteria are placed on the Company's website.

Based on the said criteria, rating sheets were filled by each Director regarding evaluation of performance of the Board, its Committees and Directors (except for the Director being evaluated). A consolidated summary of the ratings given by each of the Director was then prepared. Based on summarized evaluation statements, the performance was reviewed by the Board, Nomination & Remuneration Committee and Independent Directors in their meetings held on February 11, 2020. The Directors expressed their satisfaction with the evaluation process.

VIGIL MECHANISM / WHISTLE BLOWER POLICY:

The Whistle Blower policy / Vigil Mechanism provides a mechanism for the Director/employee to report violations of any unethical behavior, suspected or actual fraud, violation of the Code of Conduct etc. which are detrimental to the organization's interest, without fear of victimization. The mechanism protects a Whistle Blower from any kind of discrimination, harassment, victimization, or any other unfair employment practice. The Directors in all cases & employees in appropriate or exceptional cases have direct access to the Chairman of the Audit Committee. The said Policy is placed on the website of the Company.

POLICY FOR SELECTION AND APPOINTMENT OF DIRECTORS AND THEIR REMUNERATION:

The Nomination and Remuneration (N&R) Committee adopted a policy which deals with the manner of determining qualifications, positive attributes and independence of a director and remuneration for the Directors, Key Managerial Personnel, and other employees. The said policy is placed on the website of the Company. The summarized features of the policy are as follows-

1. An Independent Director shall possess appropriate skills, experience, and knowledge in one or more fields of finance, law, management, sales, marketing, administration, research, corporate governance, operations, or other disciplines related and beneficial to the company's business.

2. An Independent Director shall be a person of integrity, who possesses relevant expertise & experience and who shall uphold ethical standards of integrity and probity; act objectively and constructively; exercise his responsibilities in a bona-fide manner in the interest of the company; devote sufficient time and attention to his professional obligations for informed and balanced decision making; and assist the company in implementing the best corporate governance practices.
3. An Independent Director should meet the requirements of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 concerning independence of directors.
4. Remuneration:
 - a) Remuneration to Non-Executive Directors (NED's)

NED's shall be paid a sitting fee for every meeting of the Board and Committee thereof attended by them as member. NED's shall not be entitled to any commission on net profit of the Company.

- b) Remuneration to Key Managerial Personnel & other employees :

Remuneration to Executive Director/ Key Managerial Personnel and Senior Management will be such as to ensure that the relationship of remuneration to performance is clear and meets appropriate performance benchmarks and may involve a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals. While deciding the remuneration package, current employment scenario and remuneration package of the industries operating in the similar comparable businesses in the geographical area of its operations should be considered. The company has no stock options plans and hence, such instruments do not form part of their remuneration package.

REMUNERATION OF DIRECTORS AND AUDITOR

Directors

All the Directors, other than the Whole-time Director, are paid remuneration by way of a sitting fee at Rs.30,000/- for each of the Board / Audit Committee Meeting and Rs.20,000/- for other meetings attended by them. Shri H A Nevatia, Whole-time Director was paid a remuneration which is within the limits specified under the Companies Act, 2013. The details of remuneration paid to the Directors during the year 2019-20 are as follows:-

SN	Name of the Directors	Particulars of Remuneration (Rs. in Lakhs)			
		Fee for attending Board Committee & Other Meetings	Commission	Remuneration	Total
1	Independent Directors				
	Shri Gaurav V Nevatia	3.40	-	-	3.40
	Smt Shruti Jatia	1.00	-	-	1.00
	Shri Vandan Shah	3.40	-	-	3.40
	Total (1)				7.80
2	Other Non-Executive Directors				
	Shri Shekhar Bajaj	1.60	-	-	1.60
	Shri Nirav Nayan Bajaj	0.60	-	-	0.60
	Total (2)				2.20
3	Shri H A Nevatia	-	-	3.32 plus car perquisite	3.32
	Total Managerial Remuneration (1) to (3)				13.32

Statutory Auditors

Kanu Doshi Associates LLP are the Statutory Auditors of the Company. Total Audit fees paid by the Company for FY 2019-20 is Rs. 7.28 Lakhs including audit fees, out of pocket

DISCLOSURES REGARDING RE-APPOINTMENT / APPOINTMENT OF DIRECTORS

Brief resumes of Directors seeking re-appointment/appointment are given below as per regulation no. 36 (3) of the SEBI (LODR) Regulation 2015:

Shri Nirav Nayan Bajaj

Shri Niravnayan Bajaj, aged 29, holds a Bachelor's Degree in Mechanical Engineering, specialising in Automotive Design from the Brunel University, UK. Subsequent to the completion of his Bachelor's degree he pursued consulting at Bain & Company as well as Roland Berger, Mumbai where he worked on consulting assignments in the fields of real estate, consumer packaged goods and chemicals. From November 2014 to March 2017 he worked with Hercules Hoists Limited handling various special assignments, especially relating to product rationalisation and new product development. He was accepted by the prestigious Harvard Business School for a Master's Degree in Business Administration in 2017. Upon graduating, he joined Mukand Ltd. as General Manager (Strategy). He is on the Board of Hercules Hoists Limited with effect from June 5, 2019.

Smt Shruti Jatia

Smt. Shruti Jatia, aged 49 years, was appointed as a Director (Independent) with effect from November 12, 2014. She is Bachelor of Commerce and Post Graduate Diploma Holder in Business Management, Birla Institute of Liberal Arts and Management Science, Kolkatta. She has rich experience around two decades in managing finance, accounts and human resources department. Currently, she holds Whole-time Director position at Black Rose Trading Pvt. Ltd. And Director (Finance) position in Accent Industries Limited.

Shri Vandan Shah

Shri Vandan Shah, aged 57 years, graduated with a Bachelors Degree in Industrial Engineering from R V College of Engineering, Bangalore in 1985. He started his career with LML Ltd. in 1985 . He subsequently joined Sipra Engineers Private Limited as their Deputy General Manager and later became their General Manager. In 1998, he took over as the Managing Director of Sipra Engineers Private Limited. Sipra Engineers is a leading manufacturer of aluminum die castings and employing 500 people. It has three plants in Nashik and counts Piaggio, Tata Motors and Mahindra amongst its major customers. Over 20% of its production are exported to Europe and USA . Sipra has been the proud recipient of the first India Today-Make in India award in the auto component sector. Sipra has a received many awards in areas of Exports, Quality, Management and Customer Satisfaction.

He has received training in die casting in Piaggio, Italy and has participated in Entrepreneurship Training through AOTS in Japan. He was a consultant to Bajaj Electricals Ltd. for their die casting units. He is member of Western Regional Council as well as the National Council of CII. He is on the Board of Directors of Veena Diecasters & Engineers Private Limited, Sipra Services & Investments Pvt. Ltd and Hind Rectifiers Ltd.

DISCLOSURES

- i) During the year 2019-20, the Company did not pass any resolution through Postal Ballot. No Special Resolution is proposed to be conducted through Postal Ballot in the immediate future.
- ii) All transactions entered with Related Parties as defined under the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 during the financial year were in the ordinary course of business and on an arm's- length pricing basis. The particulars/details of transactions between the Company and its related parties as per the Accounting Standards are set out in the Notes forming parts of the Accounts. These transactions are not likely to have any conflict with the Company's interest. The Board approved a policy for related party transactions which is placed on the website of the Company. The web link for the said policy is www.indef.com.
- iii) All details relating to financial and commercial transactions, where Directors may have a potential interest, are provided to the Board, and interested Directors neither participate in the discussion, nor do they vote on such matters.
- iv) The Company has laid down the procedures to inform Board Members about the risk assessment and mitigation procedures. The Board is periodically informed about different risks and its minimization procedures.
- v) The Board Diversity Policy is placed on the website of the Company.
- vi) During the year, the Board periodically reviewed compliance reports with respect to the various laws applicable to the Company, as prepared and placed before it by the Management.
- vii) There are no instances of non-compliances by the company necessitating imposition of penalties, strictures on the Company by Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets, during the last three years
- viii) In preparation of financial statement, the Company has followed the applicable Accounting Standard referred to in Section 133 of the Companies Act, 2013.
- ix) There were no Complaints received during the year under the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013.
- x) The Company does not deal in commodities and hedging activities, hence disclosure pursuant to SEBI circular /regulations is not required to be given.
- xi) The Company has complied with all mandatory requirements under SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015.
- xii) The Company has not complied with non-mandatory requirements.

GENERAL MEETINGS OF THE COMPANY

Financial Year	Type of Meeting and Date	Venue	Time	No. of Special Resolutions	Details of Special Resolution
2018-19	Annual General Meeting on 09-08-2019	Kamalnayan Bajaj Hall, Bajaj Bhavan, Ground Floor, 226, Nariman Point, Mumbai 400 021	11.30 A.M.	01	Re-appointment of Shri Gaurav Nevatia for second term as an Independent Director under the Companies Act 2013 and SEBI (LODR) Amendment Regulations 2018
2017-18	Annual General Meeting on 10-08-2018	Kamalnayan Bajaj Hall, Bajaj Bhavan, Ground Floor, 226, Nariman Point, Mumbai 400 021	11.30 A.M.	02	Re-appointment of retiring Director, Shri Naresh Chandra and Shri K F JHunjhunwala as Non- Executive Director as per SEBI (LODR) Amendment Regulations 2018
2016-17	Annual General Meeting on 09-08-2017	Kamalnayan Bajaj Hall, Bajaj Bhavan, Ground Floor, 226, Nariman Point, Mumbai 400 021	4.30 P.M.	01	Re-appointment of Shri H A Nevatia as a Whole-time Director for the period 22 nd November 2017 to 21 st November 2020

MEANS OF COMMUNICATION TO THE SHAREHOLDERS

- (i) The Company has its own web-site and all vital information relating to the Company and its performance, including quarterly results, annual report and any other information prescribed under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 are placed on the web-site -www.indef.com.
- (ii) The Company has set-up a designated e-mail ID shareholders_grievance@indef.com and cs1@indef.com exclusively for the shareholders/ investors to lodge their complaints/grievances and information about the said e-mail ID has been posted on the Company's website.
- (iii) The Investor Complaints are processed in a centralized web based Complaints redress system through SEBI SCORES.
- (iv) The Company promptly reports BSE Limited (BSE) and National Stock Exchange of India Limited (NSE), wherein its equity shares are listed, all the material information including declaration of quarterly/half yearly and annual financial results in the prescribed formats.

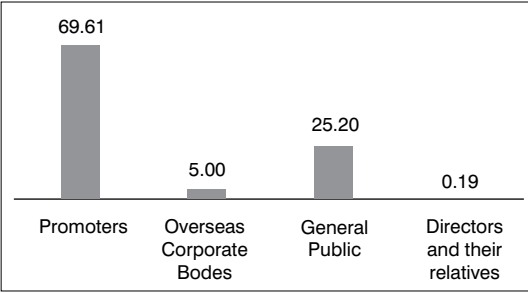
The Financial Results are communicated by way of an advertisement in 'Free Press Journal' in English and in 'Navshakti' newspaper in Marathi having wide circulation, immediately after the results are approved at the Board Meeting.

GENERAL SHAREHOLDER INFORMATION:

(a) Registered Office	Bajaj Bhawan, 2 nd floor, 226, Jamnalal Bajaj Marg, Nariman Point, Mumbai 400 021.
(b) Plant Location	Factory Location: 1) 43/2B, Savroli Kharpada Road, Dhamani, Khalapur 410202 (MH) 2) 446/3 Nighoje (Chakan), Khed, Pune 410501 Four Windfarms [1.25 M.W. capacity each]- situated at Khori-Titane, Amkhel, Phophade [All from Dhule District, Maharashtra]
(c) Correspondence Address	501-504, Shelton Cubix, Sector 15, Plot 87, CBD Belapur, Navi Mumbai 400614 (MH) Tel. (022) 45417300/301/305/306 Email: cs1@indef.com & shareholders_grievance@indef.com
(d) Date, Time and Venue of Annual General Meeting	Date and Time: Wednesday, September 16, 2020 at 3.30 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")
(e) Financial Year	1 st April, 2019 to 31 st March, 2020
(f) Financial Calendar	a) First Quarterly Result - August 9, 2019 b) Second Quarterly Result- November 8, 2019 c) Third Quarterly Result- February 11, 2020 d) Fourth Quarterly Result- June 25, 2020
(g) Tentative Financial Calendar for FY 2019-20	a) First Quarterly Result – before 14th August, 2020 b) Second Quarterly Result- before 14th November, 2020 c) Third Quarterly Result- before 14th February, 2021 d) Fourth Quarterly Result- before 30th May, 2021
(h) Dates of Book Closure	September 10, 2020 to September 16, 2020
(i) Dividend and payment date	Dividend of Rs. 1.80/- per share has been recommended by the Board of Directors and subject to the approval of the members at the ensuing Annual General Meeting will be paid within 30 days from date of Annual General Meeting.



(j)	Bonus Issue to the shareholders since incorporation	Sl. No.	FY	Ratio of Bonus shares	Sl. No.	FY	Ratio of Bonus shares	
		1.	1975	1 : 1	4.	1997	1 : 1	
		2.	1979	1 : 1	5.	2006	1 : 1	
		3.	1985	1 : 3	6.	2012	1 : 1	
(k)	CIN & Listing Details	CIN: L45400MH1962PLC012385; ISIN: INE688E01024						
		Listing Details						
		The BSE Limited, Phiroze jeejeebhoy Towers Dalal Street, Mumbai- 400023 [Scrip Code- 505720]			National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai-400051 [Scrip Code HERCULES EQ]			
For the FY 2019-20, the Company have paid listing fee in full before due date.								
(l)	Registrar and Share Transfer Agent	Universal Capital Securities Pvt. Ltd. 21, Shakil Niwas, Opp. Satya Saibababa Temple, Mahakali Caves Road, Andheri (East), Mumbai 400 093. Tel. (022) 28207203-04-05; 28257641; Fax : (022) 28207207 E-Mail : info@unisec.in; Website : http://www.unisec.in						
(m)	Share Transfer	The Company processes the applications for transfer of shares and the Certificates to be issued within prescribed time, if the documents are complete in all respects, with the help of Registrar and Share Transfer Agent. The details of such transfers are placed before the Board of Directors on a quarterly basis						
(n)	Investor Grievances Redressal System	The Stakeholders Relationship Committee constituted by the Board of Directors, looks into the grievances of shareholders. Queries/complaints received from security holders are promptly attended through Registrar and Share Transfer Agent M/s Universal Capital Securities Private Limited and Secretarial department of the Company						
(o)	Dematerialization of shares	The shares of the Company are in compulsory demat segment and available for trading in the depository systems of both National Securities Depository Limited [NSDL] and Central Depository Services (India) Limited [CDSL]. 3,01,39,471 equity shares of the Company representing 94.18% of the Company's shares are held in electronic form as on March 31, 2020. The Company has not issued any GDRs / ADRs / Warrants or any convertible instruments and as such, there is no impact on equity.						
(p)	Stock Exchange Data	BSE			NSE			
		Month	High	Low	Volume	High	Low	Volume
		April 2019	126.90	110.05	99,160	126.00	110.25	6,74,311
		May 2019	118.00	98.30	46,125	117.60	98.10	3,19,009
		June 2019	110.10	97.05	46,131	110.35	95.40	2,76,752
		July 2019	103.95	80.05	20,712	105.50	79.65	1,64,320
		Aug. 2019	89.40	73.05	35,209	89.75	71.20	1,87,638
		Sept. 2019	108.00	72.00	91,729	108.70	75.35	7,72,128
		Oct. 2019	93.00	80.00	32,802	93.25	79.10	1,95,726
		Nov. 2019	107.40	88.50	52,588	110.70	90.95	5,61,483
		Dec. 2019	97.05	85.00	25,841	97.00	85.15	1,68,286
		Jan. 2020	108.30	91.05	81,195	108.80	90.40	9,65,425
		Feb. 2020	99.80	76.20	88,987	99.90	76.00	4,11,579
		Mar. 2020	78.60	47.90	38,471	79.90	46.00	2,28,459
Note: High and Low are in rupees per traded share. Volume is total monthly no. of shares traded in numbers in the Company's shares on the respective stock Exchange.								

(q)	Shareholding Pattern as on March 31, 2020 	<table border="1"> <thead> <tr> <th>Particulars</th> <th>No. of Equity Shares held</th> <th>%</th> </tr> </thead> <tbody> <tr> <td>Promoters</td> <td>22,275,720</td> <td>69.61</td> </tr> <tr> <td>Overseas Corporate Bodies</td> <td>1,600,000</td> <td>5.00</td> </tr> <tr> <td>General Public</td> <td>8,064,840</td> <td>25.20</td> </tr> <tr> <td>Directors and their relatives</td> <td>59,440</td> <td>0.19</td> </tr> <tr> <td>Total</td> <td>22,275,720</td> <td>100.00</td> </tr> </tbody> </table>	Particulars	No. of Equity Shares held	%	Promoters	22,275,720	69.61	Overseas Corporate Bodies	1,600,000	5.00	General Public	8,064,840	25.20	Directors and their relatives	59,440	0.19	Total	22,275,720	100.00																																			
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(s)	CEO and CFO Certification The President & CEO and Chief Financial Officer of the Company have given annual certification dated June 17, 2020 on financial reporting and internal controls to the Board in terms of Regulation No. 17 (8) read with Part B of Schedule II of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015.																																																						
(t)	Certificate of Compliance with the Code of Conduct for Board of Directors and Senior Management Personnel: To The Members of Hercules Hoists Limited I, Prakash Subramaniam, President & CEO of the Company, hereby affirm that all the Board Members and Senior Management Personnel of the Company have affirmed their compliance with the Code of Business Conduct & Ethics in accordance with Regulation No. 17 (5) of of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, for the year ended March 31, 2020 Sd/- Prakash Subramaniam President & CEO Khalapur, Dated June 17, 2020																																																						
(u)	Company's Recommendation to the Shareholders/Investors 1) Shareholders/Investors are requested to convert their physical holding to demat/electronic form through any of the Depository participants to avoid the risk involved in the physical shares. Shareholders/Investors should provide ECS mandate to the Company in case of shares held in physical form and to depository participant for change in demat account details and register the bank account number for Electronic Clearing Services (ECS) in case of shares held in demat mode. This would facilitate in receiving direct credits of dividends to their account. 2) Pease update your address in case of change, which is registered with the Company 3) The unclaimed dividend amounting to Rs. 1,22,955/- for the financial year , has been transferred to the Investor Education and Protection Fund within the time stipulated by law in accordance with the act. The Company has placed the details of unpaid and unclaimed amount lying with the Company as on August 9, 2019 (at Annual General Meeting) on the www.iepf.gov.in and on the www.indef.com website of the Company. 4) As per rule no. 6 of Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules 2016, the shares for FY 2008-09 to FY 2011-12 in respect of which dividend has not been paid or claimed for seven consecutive years or more has been transferred to Demat account specified by the authority. The details of such transfer of shares are placed on website of the Company. There is no DEMAT suspense account or unclaimed suspense account of equity shares.																																																						

**(v) Compliance Certificate :**

As required by of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 and amendments thereto, a Certificate of Compliance with the Corporate Governance Requirements by the Company and a certificate under Clause 10 (i) of Part C, Schedule V confirming none of the director debarred or disqualified from being appointed or continuing as director of the Company issued by a Practising Company Secretary are attached.

The above Report was adopted by the Board of Directors at their Meeting held on June 25, 2020.

On behalf of the Board of Directors

Dated : 25/06/2020
Place : Mumbai

Shekhar Bajaj
Chairman
(DIN No. 0089358)

CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To,
The Members,
Hercules Hoists Limited
CIN: L45400MH1962PLC012385
Bajaj Bhavan, 2nd Floor,
226, Jamnalal Bajaj Marg,
Nariman Point, Mumbai- 400021

We have examined all relevant records of **Hercules Hoists Limited** ('the Company') for the purpose of certifying compliance of the conditions of Corporate Governance for the financial year ended 31st March, 2020 as stipulated in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of Chapter IV and Para C, D, and E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR') as referred to in Regulation 15(2) of the LODR .

We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of certification.

The compliance of the conditions of Corporate Governance is the responsibility of the Management and our examination was limited to the procedure and implementation thereof.

In our opinion and to the best of our information and on the basis of our examination of the records produced, explanations and information furnished to us, we certify that the Company has complied with all the conditions of Corporate Governance as specified in the LODR.

This certificate is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries
ICSI Unique Code P1991MH040400
Peer Review Cert. No.: 606/2019

Malati Kumar
Partner

ACS : 15508
COP No. : 10980
ICSI UDIN : A015508B000387649
Date : 26th June, 2020
Place : Thane

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

[Pursuant to Regulation 34(3) and Schedule V Para C Clause (10)(i) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members of
Hercules Hoists Limited
Bajaj Bhawan, 2nd Floor,
226, Jammalal Bajaj Marg,
Nariman Point Mumbai – 400021

We have examined the following documents:

- i) Declaration of non-disqualification as required under Section 164 of Companies Act, 2013 ('the Act');
- ii) Disclosure of concern or interests as required under Section 184 of the Act; (hereinafter referred to as 'relevant documents')

as submitted by the Directors of **Hercules Hoists Limited** ('the Company') bearing CIN: L45400MH1962PLC012385 and having its registered office at Bajaj Bhawan, 2nd Floor, 226, Jammalal Bajaj Marg, Nariman Point Mumbai 400021, to the Board of Directors of the Company ('the Board') for the Financial Year 2019-20 and Financial Year 2020-21 and relevant registers, records, forms and returns maintained by the Company and as made available to us for the purpose of issuing this Certificate in accordance with Regulation 34(3) read with Schedule V Para C Clause 10(i) of SEBI (LODR) Regulations, 2015. We have considered non-disqualification to include non-debarment by Regulatory/ Statutory Authorities.

It is the responsibility of Directors to submit relevant documents with complete and accurate information in accordance with the provisions of the Act.

Ensuring the eligibility 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.

Based on our examination as aforesaid and such other verifications carried out by us as deemed necessary and adequate (including Directors Identification Number (DIN) status at the portal www.mca.gov.in), in our opinion and to the best of our information and knowledge and according to the explanations provided by the Company, its officers and authorized representatives, we hereby certify that none of the Directors on the Board of the Company, as listed hereunder for the Financial Year ending 31st March, 2020, have been debarred or disqualified from being appointed or continuing as Directors of Companies by Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such statutory authority.

Sr. No.	Name of Director	Director Identification Number (DIN)	Date of Appointment	Date of Cessation
01	Mr. Shekhar Bajaj	00089358	12/12/1989	-
02	Mr.Gaurav Vinod Nevatia	01005866	26/10/2006	-
03	Mr.Hariprasad Anandkishore Nevatia	00066955	22/11/2008	-
04	Ms.Shruti Jatia	00227127	12/11/2014	-
05	Mr.Vandan Sitaram Shah	00759570	06/02/2016	-
06	Mr.Niravnayan Niraj Bajaj	08472468	05/06/2019	-

This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

This Certificate has been issued at the request of the Company to make disclosure in its Corporate Governance Report of the financial year ended 31st March, 2020.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries
ICSI Unique Code: P1991MH040400
Peer Review Cert. No.: 606/2019

Malati Kumar
Partner
ACS/ COP: 15508/ 10980
ICSI UDIN : A015508B000338952
12th June, 2020
Thane

BUSINESS RESPONSIBILITY REPORT

SECTION A: GENERAL INFORMATION OF THE COMPANY

SN	Particulars	Company Information
1.	Corporate Identity Number (CIN) of the Company	L45400MH1962PLC012385
2.	Name of the Company	Hercules Hoists Limited
3.	Registered address	Bajaj Bhavan, 226, Jamnalal Bajaj Marg, Nariman Point, Mumbai 400021
4.	Website	www.indef.com
5.	E-mail id	indef@indef.com
6.	Financial Year reported	31-03-2020
7.	Sector(s) that the Company is engaged in (industrial activity code-wise)	Engineering Machinery (Lifting and Handling Equipment's)- NIC code 2816
8.	List three key products that the Company manufactures (as in balance sheet)	<ul style="list-style-type: none"> • Hoists, • Hoists Machine • Crane
9.	Total number of locations where business activity is undertaken by the Company	<ul style="list-style-type: none"> • Registered office at Mumbai • Corporate Office at CBD Belapur (Navi Mumbai) • Works Offices at Khalapur (Raigad) and Chakan (Pune) • Sales Branch Offices at Pune, Chennai, Kolkata and New Delhi
10.	Markets served by the Company	Domestic

SECTION B: FINANCIAL DETAILS OF THE COMPANY

SN	Particulars	Company Information
1.	Paid Up Capital	Rs. 320 Lakhs
2.	Total Turnover	Rs. 8299.84 Lakhs
3.	Total profit after taxes (INR)	Rs. 1297.93 Lakhs
4.	Total Spending on Corporate Social Responsibility (CSR) as % of profit after tax	Refer Annexure III to the Directors' Report on CSR Activities.
5.	List of activities in which expenditure in 4 above has been incurred	Refer Annexure III to the Directors' Report on CSR Activities.

SECTION C: OTHER DETAILS

1. Does the Company have any Subsidiary Company/ Companies? **NO**
2. Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent company? **NO**
3. Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? **NO**

SECTION D: BR INFORMATION

1. Details of Director/Directors responsible for BR
 - a. Details of the Director(s) responsible for implementation of the Business Responsibility Policy/Policies ('BR Policy/Policies')

SN	Particulars	Details
1	DIN Number	00089358
2	Name	Shri Shekhar Bajaj
3	Designation	Chairman
4.	Email ID	cs1@indef.com

- b. Details of the BR head
Shri Shekhar Bajaj, Chairman of the Company, oversees the BR implementation. The Company does not have a BR head as of now.
2. Principle-wise BR policy/policies: Included in this report
3. Governance related to BR: Included in this report

SECTION E PRINCIPLE-WISE PERFORMANCE

PREFACE

As mandated by the Securities and Exchange Board of India (SEBI), India's top 1000 listed entities on BSE and NSE based on their market capitalisation, are required to submit a 'Business Responsibility Report' (BRR / BR Report) along with their Annual Report. This report is required to be in line with 'National Voluntary Guidelines on Social, Environmental and Economic Responsibilities of Business' (NVGs), as released by the Ministry of Corporate Affairs in July 2011.

Hercules Hoists Limited (the 'Company') presents its first BRR in line with the NVGs and the BRR requirement of the SEBI. This BRR provides information about the key initiatives undertaken by the Company, driven by the triple bottom line aspects viz., social, environmental and economic. The business responsibility performance of the Company is assessed annually by its Board of Directors.

Principal 1- Businesses should conduct and govern themselves with Ethics, Transparency and Accountability

Business philosophy of the Company is built on the key foundational values of ethics, transparency and accountability. The Company firmly believes that trust, integrity and credibility are key elements in creating value for its stakeholders.

The Company has defined Code of Business Conduct and Ethics ('Code') that covers issues, inter alia, related to ethics, bribery and corruption. Code systematically strengthens the Company's core values amongst its business practices and employees. The Code is communicated to its employees through various mediums to enable understanding, adherence and implementation.

The Company also has a Whistle Blower Policy ('Policy') which enables its directors and employees to report their concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code and provides safeguards against victimisation of director(s)/employee(s), who avail the mechanism.

The Company has a separate Code which is applicable to its Directors and Senior Management. It states that 'Directors and Senior Managers shall observe the highest standards of ethical conduct and integrity and shall work to the best of their ability and judgment'. A declaration of the Directors' and Senior Management's affirmation to the Code is communicated to all stakeholders by the President & CEO, through the Annual Report every year.

The Company also has policies for (a) Determining Materiality of Events and Information, to ensure disclosure of any event or information and (b) Prevention of Insider Trading and protection of the unpublished price sensitive information.

There were no cases of violation of the Company's Code of Conduct and no case was reported under the Company's Whistle Blower Policy. Further, one complaint was received from the shareholder which was attended and resolved. The Company has mechanisms for receiving and dealing with complaints from various stakeholders like investors, customers, employees and suppliers, etc.

Principle 2: Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle

The Company believes that alignment of business plans and activities with sustainability goals leads to long-term growth for the Company. It is committed to provide goods that are safe, and which contribute towards sustainability through their life cycle. Our market presence makes it necessary for us to create sustainable products that are environment friendly and in compliance with the National laws & applicable standards. The products of the Company are designed keeping in mind not only safe usage during their life-time but also their ability to be recycled/ disposed off / dismantled without any damage to the environment. The Company undertakes to assure safety and optimal resource use over the life-cycle of its products.

The Company places a significant emphasis on quality and technology. The quality systems of the Company have been certified to ISO:9001-2015. Chain pulley blocks are certified as per ISI and CE standards. The Company has invested in manufacturing equipment that ensures consistent quality production quality by following all safety measures. The Company issues a test certificate along with its product which confirm quality and safety of the product. The Company arranges safety training for all its workers and as well as contractual workers every year.

Principle 3: Businesses should promote the wellbeing of all employees

The Company provides a positive, safe and inclusive work environment to its employees. The Company strongly believes in providing equal opportunities and does not discriminate on the basis of handicap or gender. The database of employees are as follows-

- a) Number of Permanent Employees: 137
- b) Number of Employees hired on Contractual/Casual Basis- 40
- c) Number of Permanent Women Employees- 5
- d) Number of Permanent Employees with disabilities- 1
- e) Employee Association: Yes, the Company has one recognised employee association.
- f) Percentage of Permanent employees as members of this recognised employee association: 31.38%
- g) Number of complaints received and pending relating to child labour, forced labour, involuntary labour, sexual harassment during the financial year= NIL

With a focus on development of workforce, the Company encourages and conducts training programmes and workshops for employees to update their skill. The Company has a well-designed Compensation & Benefits system in place, which facilitates the recruitment and retention efforts of the Company.

As a good corporate citizen, the Company is committed to a gender friendly workplace. It seeks to enhance equal opportunities for men and women, prevent, stop and redress sexual harassment at the workplace and institute good employment practices. Internal Complaints Committees have been constituted, in compliance with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Principle 4: Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized.

The company mapped its internal and external stakeholder, disadvantaged, vulnerable and marginalised stakeholders. As an equal opportunity employer, the Company ensures that there is no discrimination of any type for socially disadvantaged sections in the workplace. The Company believes that an effective stakeholder engagement process is necessary for achieving its sustainability goal including growth. As a CSR project, the Company is working with the rural, semi-urban schools which caters to students from underprivileged communities. The project emphasis is on to improve school infrastructure, education, training and improving sports culture among the students. The Company, being committed towards environmental sustainability, has also undertaken projects of tree plantation and waste management.

Principle 5: Businesses should respect and promote human rights

The Company makes every effort to uphold the human rights of all its internal and external stakeholders and ensures compliance with all applicable laws. In this regard, a legal compliance report is submitted to the Company's Board of Directors on a quarterly basis.

The Company have placed grievance redressal mechanisms at work- place and try to ensure a harassment free work environment along with workplace health and safety. There were no complaints on violation of human rights.

In its commitment towards safety and security of its employees, the Company ensures that safety practices are adhered to at workplace through training, safety audits and checks.

Principle 6: Business should respect, protect, and make efforts to restore the environment

The Company's policy on Health and Safety encourages its employees to be more ecologically aware and to be more cautious in preempting potential threats by developing relevant measures to address them. The Company has invested significantly in green energy, i.e. invested in wind energy. The Company's 5.00 MW Wind Farm located in Dhule District of Maharashtra has generated 65.11 Lakhs electrical units during the year.

The Company is starting a process to decompose food waste generated from Canteen. The Company undertake plantation drives to increase green area around factories as a part of CSR activities.

Both plants of the Company operate as per the 'Consent-to-Operate' provided by the Maharashtra State Pollution Control Board (MPCB) and are within permissible limits with regards to the emissions and waste generated.

Principle 7: Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner

The Company engages with a variety of stakeholders like government, regulatory agencies, NGO and industry associations. The Company is member of following associations-

- Confederation of Indian Industry
- Indo-German Chamber of Commerce
- EEPICINDIA

Principle 8: Businesses should support inclusive growth and equitable development

The Corporate Social Responsibility (CSR) philosophy of the Company has been formulated under the vision and principles of the Bajaj Group's Founding Father, Late Shri Jamnalal Bajaj, who believed in creating shared value through fair and equitable business functioning. The Company undertakes projects in different areas including environmental sustainability, community development, promote happy education and sports culture among children. The CSR programmes and projects are undertaken by the Company directly and/or in collaboration with NGOs, educational institutions, associations, civic bodies. The Company assesses the impact of the various community interventions through its secretarial department. Most of the projects involve community participation and are designed by NGOs with due consultation with the communities.

Principle 9: Businesses should engage with and provide value to their customers and consumers in a responsible manner

The Company believes in the moto "Customer is King". With the view that Company's dealers are the face of the Company, multiple initiatives have been taken to enhance the quality of service provided by dealers. The Company is monitoring Customer Complaints through IT platform. Also, the Company consistently works to improve customer satisfaction.

The Company provides its customers multichannel options including designated email ID, online portal through dedicated back end support team. The customer is educated about the features of products & services and information is also disseminated to customers through manual, dos and don't list, demo , participated in exhibition etc.

On behalf of the Board of Directors

Dated : 25/06/2020
Place : Mumbai

Shekhar Bajaj
Chairman
(DIN No. 0089358)

INDEPENDENT AUDITOR'S REPORT

To,
The Members of **HERCULES HOISTS LIMITED**
Report on the Ind AS Financial Statements

Opinion

We have audited the Financial Statements of **HERCULES HOISTS 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 Financial Statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view, in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 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 Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements Section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act 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 Financial Statements of the current period. These matters were addressed in the context of our audit of the Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Sr. No.	Key Audit Matter	Response To Key Audit Matter
1	<p>Adoption of Ind AS 116 –Leases</p> <p>As described in Note 2(L) to the Financial Statements, the Company has adopted Ind AS 116 Leases (Ind AS 116) in the current year. The application and transition to this accounting standard is complex and is an area of focus in our audit since the Company has multiple leases with different contractual terms.</p> <p>Ind AS 116 introduces a new lease accounting model, wherein lessees are required to recognize a right-of-use (ROU) asset and a lease liability arising from a lease on the balance sheet. The lease liabilities are initially measured by discounting future lease payments during the lease term as per the contract/ arrangement. Adoption of the standard involves significant judgements and estimates including, determination of the discount rates and the lease term.</p> <p>Additionally, the standard mandates detailed disclosures in respect of transition.</p> <p>Refer Note 47 to the financial statements.</p>	<p>Principal Audit Procedures</p> <p>Our procedures included but were not limited to:</p> <ul style="list-style-type: none"> • Assessed the Company's evaluation on the identification of the leases based on the contractual agreements and our knowledge of the business. • Assessed and tested new processes and controls in respect of the lease accounting standard (Ind AS 116) • Upon transition as at 1 April 2019: <ul style="list-style-type: none"> ▶ Evaluated the method of transition and related adjustments. ▶ Tested completeness of the lease data by reconciling the Company's operating lease commitments to data used in computing ROU asset and lease liabilities. • On a statistical sample, we performed the following procedures: <ul style="list-style-type: none"> ▶ Assessed the key terms and conditions of each lease with the underlying lease contracts and ▶ Evaluated computation of lease liabilities and challenged the key estimates such as discount rates and the lease terms. • Assessed and tested the presentation and disclosures relating to Ind AS 116 including, disclosures relating to transition.



Sr. No.	Key Audit Matter	Response To Key Audit Matter
2	<p>Warranty Provisions</p> <p>The Company’s product warranties primarily cover expected costs to repair or replace components with defects or functional errors. Warranties are usually granted for one year to two-year period.</p> <p>We focused on this area as the completeness and valuation of the expected outcome of warranty provisions requires a high degree of Management judgment and the use of estimates giving rise to inherent uncertainty in the amounts recorded in the financial statements.</p> <p>(For the year ended March 31, 2020 the Company has provided free replacement of Rs. 15.42 Lakhs which is approximately 0.16% compared to last year’s total turnover.)</p>	<p>Principal Audit Procedures</p> <p>Our procedures included but were not limited to:</p> <ul style="list-style-type: none"> • obtaining an understanding of the internal risk management procedures and the systems and controls associated with the origination and maintenance of complete and accurate information relating to derivative contracts; • utilising our treasury experts we also tested on a sample basis the existence and valuation of derivative contracts as at 30 June 2016. Our audit procedures focused on the integrity of the derivative valuation models and the incorporation of the contract terms and the key assumptions, including future price assumptions and discount rates; and • obtaining an understanding of key financial instrument contract terms to assess the appropriateness of accounting reflected in the financial report. • obtaining an understanding of the internal risk management procedures and the systems and controls associated with the origination and maintenance of complete and accurate information relating to derivative contracts; • utilising our treasury experts we also tested on a sample basis the existence and valuation of derivative contracts as at 30 June 2016. Our audit procedures focused on the integrity of the derivative valuation models and the incorporation of the contract terms and the key assumptions, including future price assumptions and discount rates; and • obtaining an understanding of key financial instrument contract terms to assess the appropriateness of accounting reflected in the financial report. • Testing of relevant internal controls regarding completeness of warranty provisions and how management assesses valuation of provisions. • We assessed the assumptions underlying the valuation of provisions by checking and corroborating the inputs used to calculate the provisions, including interviewing Management regarding individual cases. We assessed specific warranty provisions held for individual cases to evaluate whether the warranty provisions were sufficient to cover expected costs at year-end. • Further, we assessed the level of historical warranty claims to assess whether the total warranty provisions held at year-end were sufficient to cover expected costs in light of known and expected cases and standard warranty periods provided. <p>From the procedures performed and bases on historical data we have no matters to report.</p>

Sr. No.	Key Audit Matter	Response To Key Audit Matter
3	<p>Inventory Valuation</p> <p>As at March 31, 2020 the Company held Rs. 3238.19 Lakhs of inventory. Given the size of the inventory balance relative to the total assets of the Company and the estimates and judgments described below, the valuation of inventory required significant audit attention.</p> <p>As disclosed in Note No. 2(F), inventories are held at the lower of cost or net realisable value determined using the weighted average cost method. At year end, the valuation of inventory is reviewed by management and the cost of inventory is reduced where inventory forecasts to be sold below cost.</p> <p>Management undertake the following procedure for determining the level of write down required:</p> <ul style="list-style-type: none"> • Use Inventory ageing report to check slow moving & non-moving inventory; • For inventory aged greater than one year, management apply a percentage based write down to inventory. The percentage are derived from historical level of write down; • Perform a line-by-line analysis of remaining inventory to ensure it is stated at the lower of cost or net realizable value and a specific write down is recognized if required. <p>(As at March 31, 2020 the Company has provided Rs. 177.69 Lakhs for slow moving & non moving raw materials.)</p>	<p>Principal Audit Procedures</p> <p>We have performed the following procedures over the valuation of inventory:-</p> <ul style="list-style-type: none"> • For sample inventory items, re-performed the weighted average cost calculation and compared the weighted average cost to the last purchase invoices; • We tested that the ageing report used by management correctly aged inventory items by agreeing a sample of aged inventory items to the last recorded invoice; • On a sample basis we tested the net realizable value of inventory lines with recent selling prices of finished goods wherein these raw materials are used; • We assessed the percentage write down applied to older inventory with reference to historic inventory write downs and recoveries on slow moving inventory; and • We re-performed the calculation of the inventory write down. <p>We also made enquiries with the management and considered the results of our testing above to determine whether any specific write downs were further required.</p> <p>From the procedures performed we have no matters to report.</p>

Other Information

The Company's Management and the Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report but does not include the Financial Statements and our auditors' report thereon.

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

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the 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 Financial Statements

The Company's management and the Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, the financial performance, the changes in equity and the 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 Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of Section 143 (11) 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 required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Financial Statements.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Financial Statements have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the Financial Statements.
 - d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Account) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on March 31, 2020 and 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 Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its Financial Statements (Refer Note. 29(a) to the Ind As Financial Statements).
 - ii. The Company did not have any material foreseeable losses on long-term contracts including derivatives contracts.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the company.

For Kanu Doshi Associates LLP
Chartered Accountants
FRN. No. 104746W/W100096

Kunal Vakharia
Partner
Membership no. 148916
UDIN: 20148916AAAAB

Place: Mumbai
Date : June 25, 2020

ANNEXURE A TO THE AUDITOR'S REPORT

Referred to in paragraph 1 of '**Report on other Legal and Regulatory Requirements**' in our Report of even date on the accounts of **HERCULES HOISTS LIMITED** for the year ended March 31, 2020

- i. (a) The Company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) The fixed assets were physically verified during the year by the Management in accordance with a regular programme designed to cover all the items over a period of three years, which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. Pursuant to the programme, a portion of the fixed assets has been physically verified by the management during the year and discrepancies noticed between the book records and the physical inventories were not material and have been properly dealt with in the accounts.
- (c) According to information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- ii. During the year, the inventories have been physically verified by the management. In our opinion, the frequency of verification is reasonable. The discrepancies noticed on physical verification of inventories as compared to the book records have been properly dealt with in the books of accounts.
- iii. The Company has invested in a deposit in a Company covered in the register maintained under Section 189 of the Companies Act, 2013 ('the Act').
 - (a) The terms and conditions of granting of such deposit is not prejudicial to the interest of the company.
 - (b) In respect of the aforesaid loans, the parties are repaying the principal amounts, as stipulated, and are also regular in payment of interest as applicable.
 - (c) In respect of deposits, there is no overdue amount outstanding for more than ninety day.
- iv. The Company has complied with provisions of Section 186 of the Companies Act, 2013 in respect of investments made and Section 185 of the Companies Act, 2013 is not applicable as there were no such loans, securities or guarantees provided during the year.
- v. The Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the rules framed there under to the extent notified and therefore clause (v) of the Order is not applicable.



- vi. The Central Government has prescribed the maintenance of cost records under sub-Section (1) of Section 148 of the Act and such accounts and records have been made and maintained by the Company. However, no detailed examinations of such records have been carried out by us.
- vii (a) The Company is generally regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees State Insurance, Income Tax, Sales Tax, Duty of Custom, Duty of Excise, Cess, Goods & Services Tax and any other material statutory dues applicable to it. According to the information and explanations given to us, no undisputed arrears of statutory dues were outstanding as at March 31, 2020 for a period of more than six months from the date they became payable.
- (b) As informed to us, there were no disputed amounts payable in respect of Provident Fund, Employees’ State Insurance, Income Tax, Sales Tax, Service Tax, GST, Custom Duty, Value Added Tax, Cess and any other material statutory dues in arrears, as at March 31, 2020; except the statutory dues aggregating to Rs. 60.48 lakhs pending before the appropriate authorities as under-

Sr. No.	Name of the Statue	Nature of the Dues	Forum where the dues is pending	Rs. in Lakhs
1	Income Tax Act, 1961	Income Tax	Commissioner of Income tax (appeals)	60.48

- viii. According to the records of the Company examined by us and information and explanation given to us, the Company does not have any long term borrowing and therefore clause (viii) of the Order is not applicable.
- ix. The Company has not raised any money by way of public issue/ further offer (including debt instruments) and through term loans during the year. Accordingly, clause 3(ix) of the order is not applicable to the Company.
- x. To the best of our knowledge and according to the information and explanation 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 managerial remuneration paid or provided by the Company is in accordance with the requisite approvals mandated by the provisions of Section 197 read with schedule V to the Act.
- xii. In our opinion and according to the information and explanations given to us, the nature of the activities of the Company does not attract any special statue applicable to Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable to the Company.
- xiii. According to the information and explanation given to us, and based on our examination of the records of the Company, transactions with the related parties are in compliance with Section 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the Financial Statements as required by the applicable accounting standards.
- xiv. In our opinion and according to the information and explanations given to us, and based on our examination of the records of the Company, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3 (xiv) of the Order is not applicable to the Company.
- 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. Accordingly, clause 3 (xv) of the Order is not applicable to the Company.
- xvi. According to the information and explanations given to us the Company is not required to obtain registration under Section 45 IA of the Reserve Bank of India Act, 1934 and therefore clause (xvi) of the Order is not applicable.

For Kanu Doshi Associates LLP
Chartered Accountants
FRN. No. 104746W/W100096

Kunal Vakharia
Partner
Membership no. 148916
UDIN: 20148916AAAB
Place : Mumbai
Date : June 25, 2020

ANNEXURE B TO THE AUDITORS' REPORT

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

Report on the Internal Financial Controls 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 Hercules Hoists Limited ("the Company") as of March 31, 2020 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Board of Directors 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 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.

Auditors' 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") 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 ICAI. 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 judgment, including the assessment of the risks of material misstatement of the Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system 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 authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the Financial Statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

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

For Kanu Doshi Associates LLP
Chartered Accountants
FRN. No. 104746W/W100096

Kunal Vakharia
Partner
Membership no. 148916
UDIN: 20148916AAAA
Place: Mumbai
Date: June 29, 2020

**BALANCE SHEET AS AT 31ST MARCH, 2020****(Rs. in Lakhs)**

Particulars	Note No.	2019-2020	2018-2019
ASSETS			
1 Non-current assets			
(a) Property, Plant and Equipment	3	3,265.84	3,400.44
(b) Capital Work - in - Progress	4	2.24	-
(c) Investment Property	5	85.90	88.04
(d) Other Intangible Assets	6	61.02	100.93
(e) Intangible assets under development	7	5.87	9.40
(f) Financial assets			
(i) Non Current Investments	8	20,005.12	29,988.86
(ii) Other Non Current Financial Assets	9	34.52	35.65
(g) Other Non - Current tax assets (Net)	10	42.19	120.76
(h) Other Non - Current Assets	11	147.98	100.91
Total Non - Current Assets		23,650.68	33,845.00
2 Current assets			
(a) Inventories	12	3,238.20	3,945.92
(b) Financial Assets			
(i) Current Investments	13	2,540.10	1,467.24
(ii) Trade Receivables	14	978.18	1,135.21
(iii) Cash and Cash Equivalents	15	234.80	461.54
(iv) Bank Balances other than (iii) above	16	124.73	122.61
(v) Loans	17	3,070.00	2,420.00
(vi) Other Financial Assets	18	170.13	220.00
(c) Other Tax Assets	19	865.43	773.57
(d) Other Current Assets	20	345.57	676.58
Total Current Assets		11,567.15	11,222.68
TOTAL ASSETS		35,217.83	45,067.67
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share capital	21	320.00	320.00
(b) Other Equity	22	33,404.21	42,357.61
Total Equity		33,724.21	42,677.61
Liabilities			
1 Non-Current Liabilities			
(a) Financial Liabilities			
(i) Other Non Current Financial Liabilities	23	65.50	74.78
(b) Provisions		-	-
(b) Deferred Tax Liabilities (Net)	24	337.50	685.66
Total Non - Current Liabilities		403.00	760.44
2 Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings		-	-
(ii) Trade payables	25		
Dues of micro and small enterprises		56.28	-
Dues other than micro and small enterprises		893.57	1,313.88
(iii) Other financial liabilities	26	18.48	8.62
(b) Other Current Liabilities	27	61.43	114.52
(c) Provisions	28	60.86	192.59
(d) Current Tax Liabilities (Net)		-	-
Total current liabilities		1,090.62	1,629.61
TOTAL EQUITY AND LIABILITIES		35,217.83	45,067.67

Summary of significant accounting policies.

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

As per our report of even date attached

FOR KANU DOSHI ASSOCIATES LLP
CHARTERED ACCOUNTANTS
Firm's Registration Number: 104746W/W100096

KUNAL VAKHARIA
PARTNER
MEMBERSHIP NO. 148916

PLACE : MUMBAI
DATED : 25th June, 2020

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

SHEKHAR BAJAJ
CHAIRMAN
DIN- 00089358

H A NEVATIA
WHOLE TIME DIRECTOR
DIN-00066955

PRAKASH SUBRAMANIAM
PRESIDENT & CEO

VIJAY SINGH
CHIEF FINANCIAL OFFICER

KIRAN MUKADAM
COMPANY SECRETARY

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

Particulars	Note No.	(Rs. in Lakhs)	
		2019-2020	2018-2019
Revenue from Operations	30	8,299.84	10,216.84
Other Income	31	1,493.27	976.05
Total Income		9,793.11	11,192.89
Expenses			
Cost of material consumed	32	4,192.03	5,553.51
Purchases Of Stock-In-Trade	33	-	283.66
Changes in inventories of Finished goods and Work - in -progress	34	198.17	(261.09)
Employee benefit expenses	35	1,266.36	1,301.85
Finance Cost	36	1.91	-
Depreciation & amortization expenses	37	353.19	301.54
Other Expenses	38	2,182.54	2,400.65
Total Expenses		8,194.19	9,580.11
Profit before exceptional items & tax		1,598.92	1,612.78
Add: Exceptional Items		-	-
Profit/(Loss) before tax		1,598.92	1,612.78
Less: Tax expenses			
(1) Current tax			
of Current year		173.59	400.72
of Earlier years		(5.67)	(39.11)
(2) Deferred tax			
of Current year		110.02	(29.18)
of Earlier years		23.05	-
Total Tax Expenses		300.99	332.43
Profit After Tax	A	1,297.93	1,280.35
Other Comprehensive Income			
A. (i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
B. (i) Items that will not be reclassified to profit or loss		(10,157.36)	4,274.03
(ii) Income tax relating to items that will not be reclassified to profit or loss		486.52	(399.82)
Total Other Comprehensive Income for the year	B	(9,670.84)	3,874.21
Total Comprehensive Income for the year	(A+B)	(8,372.92)	5,154.56
Earning per equity share (Face Value of Rs. 1/- each)	39		
(1) Basic		4.06	4.00
(2) Diluted		4.06	4.00
Summary of significant accounting policies	2		

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

As per our report of even date attached

FOR KANU DOSHI ASSOCIATES LLP
CHARTERED ACCOUNTANTS
 Firm's Registration Number: 104746W/W100096

KUNAL VAKHARIA
PARTNER
MEMBERSHIP NO. 148916

PLACE : MUMBAI
DATED : 25th June, 2020

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H A NEVATIA
WHOLE TIME DIRECTOR
DIN-00066955

VIJAY SINGH
CHIEF FINANCIAL OFFICER

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2020****(Rs. in Lakhs)**

Particulars	2019-20	2018-19
A) CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit Before Tax & Extraordinary Items	1,598.91	1,612.78
Adjustment for:		
Dividend income on from Equity Instrutements designated at FVOCI	(562.41)	(245.03)
Dividend income on from Mutual Fund designated at FVTPL	(14.62)	(10.48)
Depreciation /Amortisation	317.19	301.54
Interest Income	(356.87)	(336.91)
Reclassification of remeasurement of employee benefits	(3.30)	5.36
Lease effect	(2.57)	-
Bad debts	-	-
Allowance for Bad Debts	223.90	307.41
Provision for Slow Moving and Non Moving	25.80	100.99
Net gain on sale of investments	(434.27)	(350.97)
(Profit)/Loss on Sale of Assets/Discarded Assets (Net)	2.51	0.96
Excess Provision written back (Net)	(71.55)	(32.56)
Sundry balance written back (Net)	(26.92)	42.71
Exchange Rate Fluctuation (Net)	0.28	(0.29)
	(902.84)	(217.28)
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	696.08	1,395.50
ADJUSTMENTS FOR WORKING CAPITAL CHANGES :		
Other non - current assets	5.46	198.43
Inventories	681.92	(746.45)
Trade Receivable	29.07	421.28
Other Bank Balances	(1.82)	(33.50)
Other Non Current financial assets	(2.06)	29.37
Other financial assets	0.55	4.09
Other current assets	331.64	41.95
Other non current financial liabilities	(9.28)	27.78
Trade payables	(358.84)	276.17
Other financial liabilities	9.56	-
Other current liabilities	(53.48)	(39.11)
Provisions	(131.73)	122.31
	500.99	302.33
Cash Generated from Operations	1,197.07	1,697.83
Direct Taxes paid/(refund)	175.16	416.97
NET CASH FROM OPERATING ACTIVITIES	1,021.91	1,280.86

B) CASH FLOW FROM INVESTING ACTIVITIES

Loan (given)/returned	(650.00)	-
Purchase of Fixed Assets including Capital Work in Progress	(196.55)	(397.73)
Sale of Fixed Assets	2.27	18.70
Purchase of Non Current Investments	(3,960.09)	(5,036.60)
Sale of Non Current Investments	3,151.16	4,366.29
Interest Received	406.19	341.11
Dividend Received	577.03	255.51
	(669.99)	(452.72)
NET CASH USED IN INVESTING ACTIVITY	(669.99)	(452.72)

C) CASH FLOW FROM FINANCING ACTIVITIES**Net (Decrease)/ Increase in Short Term Borrowings**

Dividend Paid (Inclusive of Dividend Distribution Tax)	(578.67)	(482.22)
	(578.67)	(482.22)
NET CASH USED IN FINANCING ACTIVITY	(578.67)	(482.22)
NET CHANGES IN CASH & CASH EQUIVALENTS(A+B+C)	(226.74)	345.92
OPENING BALANCE OF CASH & CASH EQUIVALENTS	461.54	115.62
CLOSING BALANCE OF CASH & CASH EQUIVALENTS	234.80	461.54
	(226.74)	345.92

Notes

Closing Balance of Cash & Cash Equivalents

1 Cash and Cash Equivalents Includes: (Refer Note No 15)

CASH IN HAND	10.75	7.99
BALANCE WITH BANKS		
- In Current Account	99.05	453.55
- In Fixed Deposits	125.00	-
	234.80	461.54

2 Interest received on delayed payments from dealers of Rs. 3.91 Lakhs (Previous Year Rs. 0.58 Lakhs) has been considered as cash flow from operating activities.

3 Previous year figures have been regrouped and rearranged wherever considered necessary to make them comparable with those of the current year.

As per our report of even date attached

FOR KANU DOSHI ASSOCIATES LLP
CHARTERED ACCOUNTANTS
 Firm's Registration Number: 104746W/W100096

KUNAL VAKHARIA
PARTNER
MEMBERSHIP NO. 148916

PLACE : MUMBAI
DATED : 25th June, 2020

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

SHEKHAR BAJAJ
CHAIRMAN
DIN- 00089358

PRAKASH SUBRAMANIAM
PRESIDENT & CEO

KIRAN MUKADAM
COMPANY SECRETARY

H A NEVATIA
WHOLE TIME DIRECTOR
DIN-00066955

VIJAY SINGH
CHIEF FINANCIAL OFFICER

**STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2020****A. Equity Share Capital****(Rs. in Lakhs)**

Particulars	No of Shares	Amount
Balance at at 31st March, 2018	32,000,000	320.00
Changes in equity share capital during the year	-	-
Balance at at 31st March, 2019	32,000,000	320.00
Changes in equity share capital during the year	-	-
Balance at at 31st March, 2020	32,000,000	320.00

B. Other Equity

Particulars	Reservers and Surplus			Other items of Other comprehensive income		Total
	Capital Reserve	General Reserves	Retained Earnings	Remeasurement of net defined benefit plans	Fair Value through Other Comprehensive Income of Equity Investments	
Balance at at 31st March, 2018	5.14	17,095.11	2,615.88	(26.67)	17,995.82	37,685.28
Profit for the year	-	-	1,280.35	-	-	1,280.35
Final Dividend paid	-	-	(400.00)	-	-	(400.00)
Dividend distribution tax paid	-	-	(82.22)	-	-	(82.22)
Remeasurements of Defined Benefit Plan	-	-	-	3.80	-	3.80
Fair Value effect of Investments of shares	-	-	-	-	3,870.41	3,870.41
Balance at at 31st March, 2019	5.14	17,095.11	3,414.01	(22.87)	21,866.23	42,357.61
Profit for the year	-	-	1,297.93	-	-	1,297.93
Final Dividend paid	-	-	(480.00)	-	-	(480.00)
Dividend distribution Tax paid	-	-	(98.67)	-	-	(98.67)
IND AS 116 Effect	-	-	(1.82)	-	-	(1.82)
Remeasurements of Defined Benefit Plan	-	-	-	(2.34)	-	(2.34)
Fair Value effect of Investments of shares	-	-	-	-	(9,668.50)	(9,668.50)
Balance at at 31st March, 2020	5.14	17,095.11	4,131.45	(25.21)	12,197.72	33,404.21

As per our report of even date attached

FOR KANU DOSHI ASSOCIATES LLP
CHARTERED ACCOUNTANTS
 Firm's Registration Number: 104746W/W100096

KUNAL VAKHARIA
PARTNER
MEMBERSHIP NO. 148916

PLACE : MUMBAI
DATED : 25th June, 2020

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VIJAY SINGH
CHIEF FINANCIAL OFFICER

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS

1 Company Overview

The Company ("Hercules Hoists Limited", "HHL") is an existing public limited company incorporated on 15/06/1962 under the provisions of the Indian Companies Act, 1956 and deemed to exist within the purview of the Companies Act, 2013, having its registered office at Bajaj Bhavan, 226 Jamnalal Bajaj Marg, Nariman Point, Mumbai-400 021. The Company offers a diverse range of products and services including manufacturing, sales, distribution and marketing of mechanical hoists, electric chain hoists and wire rope hoists, stackers and storage and retrieval solutions, overhead cranes in the standard and extended standard range, manipulators and material handling automation solutions. The equity shares of the Company are listed on BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"). Reporting currency of the financial statements are presented in Indian Rupee (₹).

2 Significant Accounting Policies

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

(A) Basis of Preparation of Financial Statement

i) Compliance with Ind AS

The financial statements Complies in all material aspects with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 (the "Act") and other relevant provisions of the Act and other accounting principles generally accepted in India.

The financial statements were authorized for issue by the Company's Board of Directors as on 25th June, 2020.

ii) Historical Cost Convention

The Company follows the mercantile system of accounting and recognizes income and expenditure on an accrual basis. The financial statements are prepared under the historical cost convention, except in case of significant uncertainties and except for the following:

- (a) Certain financial assets and liabilities (Including Derivative Instruments) that are measured at fair value;
- (b) Defined benefit plans where plan assets are measured at fair value.
- (c) Investments are measured at fair value.

iii) Current and Non Current Classification

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

(B) Use of Estimates and Judgements

The preparation of financial statements requires management to make judgments, estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Continuous evaluation is done on the estimation and judgments based on historical experience and other factors, including expectations of future events that are believed to be reasonable. Revisions to accounting estimates are recognised prospectively.

(C) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

(I) Financial Assets

(i) Classification

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

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

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.



- (a) For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income.
- (b) For investments in debt instruments, this will depend on the business model in which the investment is held.
- (c) For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

The Company reclassifies debt investments when and only when its business model for managing those assets changes.

(ii) Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not measured at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

(a) Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in other income using the effective interest rate method.

Fair value through other comprehensive income (FVOCI): Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other income or other expenses (as applicable). Interest income from these financial assets is included in other income using the effective interest rate method.

Fair value through profit or loss (FVTPL): Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in profit or loss and presented net in the statement of profit and loss within other income or other expenses (as applicable) in the period in which it arises. Interest income from these financial assets is included in other income or other expenses, as applicable.

(b) Equity Instruments

The Company subsequently measures all equity investments at fair value. Where the Company's management has selected to present fair value gains and losses on equity investments in other comprehensive income and there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the Company's right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in other income or other expenses, as applicable in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

(iii) Impairment of Financial Assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime credit losses (ECL) to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

(iv) Derecognition of financial assets

A financial asset is derecognised only when -

- (a) The Company has transferred the rights to receive cash flows from the financial asset or
- (b) Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

(II) Financial Liabilities

(i) Measurement

Financial liabilities are initially recognised at fair value, reduced by transaction costs (in case of financial liability not at fair value through profit or loss), that are directly attributable to the issue of financial liability. After initial recognition, financial liabilities are measured at amortised cost using effective interest method. The effective interest rate is the rate that exactly discounts estimated future cash outflow (including all fees paid, transaction cost, and other premiums or discounts) through the expected life of the financial liability, or, where appropriate, a shorter period, to the net carrying amount on initial recognition. At the time of initial recognition, there is no financial liability irrevocably designated as measured at fair value through profit or loss.

(ii) Derecognition

A financial liability is derecognised 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 de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

(D) Financial Guarantee Contracts

Financial guarantee contracts are recognised as a financial liability at the time the guarantee is issued. The liability is initially measured at fair value and subsequently at the higher of the amount determined in accordance with Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets and the amount initially recognised less cumulative amortization, where appropriate.

(E) Segment Report

- (i) The company identifies primary segment based on the dominant source, nature of risks and returns and the internal organisation and management structure. The operating segments are the segments for which separate financial information is available and for which operating profit/loss amounts are evaluated regularly by the executive Management in deciding how to allocate resources and in assessing performance.
- (ii) The analysis of geographical segments is based on the areas in which major operating divisions of the Company operate.

(F) Inventories Valuation

- (i) Raw materials, components, stores & spares, packing material, semi-finished goods & finished goods are valued at lower of cost and net realisable value.
- (ii) Cost of Raw Materials, components, stores & spares and packing material is arrived at Weighted Average Cost and Cost of semi-finished good and finished good comprises, raw materials, direct labour, other direct costs and related production overheads.
- (iii) Scrap is valued at net realisable value.
- (iv) Due allowances are made in respect of slow moving, non-moving and obsolete inventories based on estimate made by the Management.

**(G) Cash and Cash Equivalents**

Cash and cash equivalents includes cash in hand, deposits with banks, other short term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes outstanding bank overdraft shown within current liabilities in statement of financial balance sheet and which are considered as integral part of company's cash management policy.

(H) Income Tax, Deferred Tax and Dividend Distribution Tax

The Income tax expense or credit for the year is the tax payable on the current year's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Current and deferred tax is recognised in the profit and loss except to the extent it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised in equity or other comprehensive income respectively.

(i) Current Income Tax

Current tax charge is based on taxable profit for the year. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date where the Company operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Current tax assets and tax liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and Company intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

(ii) Deferred Tax

Deferred tax is provided using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements at the reporting date. Deferred tax assets are recognised to the extent that it is probable that future taxable income will be available against which the deductible temporary differences, unused tax losses, depreciation carry-forwards and unused tax credits could be utilised.

Deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss).

Deferred tax assets and liabilities are measured based on the tax rates that are expected to apply in the period when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

The carrying amount of deferred tax assets is reviewed at each reporting date and adjusted to reflect changes in probability that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred income tax assets and liabilities are off-set against each other and the resultant net amount is presented in the Balance Sheet, if and only when, (a) the Company has a legally enforceable right to set-off the current income tax assets and liabilities, and (b) the deferred income tax assets and liabilities relate to income tax levied by the same taxation authority.

Minimum Alternate Tax credit is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

(iii) Dividend Distribution Tax

Dividend distribution tax paid on the dividends is recognised consistently with the presentation of the transaction that creates the income tax consequence. Dividend distribution tax is charged to statement of profit and loss if the dividend itself is charged to statement of profit and loss. If the dividend is recognised in equity, the presentation of dividend distribution tax is recognised in equity.

(I) Property, Plant and Equipment

- (i) Freehold land is carried at historical cost including expenditure that is directly attributable to the acquisition of the land.
- (ii) All other items of property, plant and equipment are stated at cost less accumulated depreciation. Cost includes expenditure that is directly attributable to the acquisition of the items.
- (iii) Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.
- (iv) Cost of Capital Work in Progress ('CWIP') comprises amount paid towards acquisition of property, plant and equipment outstanding as of each balance sheet date and construction expenditures, other expenditures necessary for the purpose of preparing the CWIP for its intended use and borrowing cost incurred before the qualifying asset is ready for intended use. CWIP is not depreciated until such time as the relevant asset is completed and ready for its intended use.
- (v) Depreciation methods, estimated useful lives and residual value.
 - (a) Fixed assets are stated at cost less accumulated depreciation.
 - (b) Depreciation is provided on a pro rata basis on the straight-line method over the estimated useful lives of the assets which is as prescribed under Schedule II to the Companies Act, 2013. The depreciation charge for each period is recognised in the Statement of Profit and Loss, unless it is included in the carrying amount of any other asset. The useful life, residual value and the depreciation method are reviewed at least at each financial year end. If the expectations differ from previous estimates, the changes are accounted for prospectively as a change in accounting estimate.
 - (c) Leasehold Land is depreciated over the period of the Lease.
- (vi) Tangible assets which are not ready for their intended use on reporting date are carried as capital work-in-progress.
- (vii) The residual values are not more than 5% of the original cost of the asset.

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

Estimated useful lives, residual values and depreciation methods are reviewed annually, taking into account commercial and technological obsolescence as well as normal wear and tear and adjusted prospectively, if appropriate.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other expenses or other income as applicable.

(J) Investment Property

Property that is held for Capital appreciation and which is occupied by the Company, is classified by Investing property. Investment property is measured at cost including related transaction cost and where applicable borrowing cost. Investment properties are depreciated at the same rate applicable for class of asset under Property, Plant and Equipment.

(K) Intangible Assets

- (i) An intangible asset shall be recognised if, and only if: (a) it is probable that the expected future economic benefits that are attributable to the asset will flow to the Company and (b) the cost of the asset can be measured reliably.
- (ii) Cost of technical know-how is amortised over a period of six years.
- (iii) Computer software is capitalised where it is expected to provide future enduring economic benefits. Capitalisation costs include licence fees and costs of implementation / system integration services. The costs are capitalised in the year in which the relevant software is implemented for use. The same is amortised over a period of 5 years on straight-line method.

(L) Leases

- (i) As a lessee

Ministry of Corporate Affairs ("MCA") through Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, has notified Ind AS 116 Leases which replaces the existing lease standard, Ind AS 17 leases and other interpretations. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both lessees and lessors. It introduces a single, on-balance sheet



lease accounting model for lessees. The Company has adopted Ind AS 116, effective annual reporting period beginning from 1 April 2019 and applied the standard to its leases, retrospectively, with the cumulative effect of initially applying the Standard, recognised on the date of initial application (1 April 2019). Accordingly, the Company has not restated comparative information, instead, the cumulative effect of initially applying this standard has been recognised as an adjustment to the opening balance of retained earnings as on 1 April 2019.

As a lessee, the Company previously classified leases as operating or finance leases based on its assessment of whether the lease transferred significantly all of the risks and rewards incidental to ownership of the underlying asset to the Company. Under Ind AS 116, the Company recognizes right of use assets and lease liabilities for most leases i.e. these leases are on balance sheet.

On transition, the Company has applied following practical expedients:

- Applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with similar end date.
- Applied the exemption not to recognise right-of-use-assets and liabilities for leases with less than 12 months of lease term on the date of transition.
- Excluded the initial direct costs from the measurement of the right-of -use-asset at the date of transition.
- Grandfathered the assessment of which transactions are, or contain leases. Accordingly, Ind AS 116 is applied only to contracts that were previously identified as leases under Ind AS 17.
- Relied on its assessment of whether leases are onerous, applying Ind AS 37 immediately before the date of initial application as an alternative to performing an impairment review.
- Used hindsight when determining the lease term if the contract contains options to extend or terminate the lease.

(ii) As a lessor

Lease income from operating leases where the Company is a lessor is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

(M) Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are inclusive of excise duty and net of returns, trade discount taxes and amounts collected on behalf of third parties. The Company recognises revenue as under:

(I) Sales

(i) The Company recognizes revenue from sale of goods when:

- (a) The significant risks and rewards of ownership in the goods are transferred to the buyer as per the terms of the contract, which coincides with the delivery of goods.
- (b) The Company retains neither continuing managerial involvement to the degree usually associated with the ownership nor effective control over the goods sold.
- (c) The amount of revenue can be reliably measured.
- (d) It is probable that future economic benefits associated with the transaction will flow to the Company.
- (e) The cost incurred or to be incurred in respect of the transaction can be measured reliably.
- (f) The company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

(ii) Sales of Power

The Company recognises income from power generated on accrual basis. However, where the ultimate collection of the same lacks reasonable certainty, revenue recognition is postponed to the extent of uncertainty.

(II) Other Income

(i) Interest Income

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the group estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

(ii) Dividends

Dividends are recognised in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the group, and the amount of the dividend can be measured reliably.

(iii) Export Benefits

Export incentives are accounted for on export of goods if the entitlements can be estimated with reasonable accuracy and conditions precedent to claim are fulfilled.

(iv) Income from Erection & Commissioning Services:

- (a) The amount of revenue can be measured reliably.
- (b) It is probable that future economic benefits associated with the transaction will flow to the Company.
- (c) The stage of completion of the transaction at the end of the reporting period can be measured reliably.
- (d) The cost incurred for transaction and the cost to complete the transaction can be measured reliably.

(N) Employee Benefit

(i) Short-Term Obligations

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

(ii) Other Long-Term Employee Benefit Obligations

The liabilities for earned leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the appropriate market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

(iii) Post-Employment Obligations

The group operates the following post-employment schemes:

(a) Defined Benefit Gratuity Plan:

Gratuity and Leave encashment which are defined benefits are accrued based on actuarial valuation working provided by Life Insurance Corporation of India (LIC) . The Company has opted for a Group Gratuity-cum-Life Assurance Scheme of the Life Insurance Corporation of India (LIC), and the contribution is charged to the Statement of Profit & Loss each year. The Company has funded the liability on account of leave benefits through LIC's Group Leave Encashment Assurance Scheme and the Contribution is charged to Statement of Profit and Loss.

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan. The defined benefit obligation is calculated annually as provided by LIC. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

(b) Defined Contribution Plan:

Contribution payable to recognised provident fund and superannuation scheme which is defined contribution scheme is charged to Statement of Profit & Loss. The company has no further obligation to the plan beyond its contribution.

**(O) Foreign Currency Translation****(i) Functional and Presentation Currency**

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The financial statements are presented in Indian rupee (INR), which is Company's functional and presentation currency.

(ii) Transactions and Balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss. All the foreign exchange gains and losses are presented in the statement of Profit and Loss on a net basis within other expenses or other income as applicable.

(P) Borrowing Cost

(i) Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

(ii) Borrowings are classified as current financial liabilities unless the group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

(Q) Earnings Per Share**(i) Basic earnings per share**

Basic earnings per share is calculated by dividing:

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

ii) Diluted earnings per share

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

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

(R) Impairment of Assets

Intangible assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets that suffered impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

(S) Provisions, Contingent Liabilities and Contingent Assets**(i) Provisions:**

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 expense relating to a provision is presented in the statement of profit and loss.

(ii) Contingent Liabilities:

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognise a contingent liability but discloses its existence in the financial statements.

(iii) Contingent Assets: Contingent Assets are disclosed, where an inflow of economic benefits is probable.

(T) Investments

Equity investments are measured at fair value, with value changes recognised in Other Comprehensive Income, except for those mutual fund for which the Company has elected to present the fair value changes in the Statement of Profit and Loss.

(U) Trade Receivables

Trade receivables are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

(V) Trade and Other Payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are recognised, initially at fair value, and subsequently measured at amortised cost using effective interest rate method.

(W) Operating Cycle

Based on the nature of products/activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non current.



(Rs. in Lakhs)

3 PROPERTY, PLANT AND EQUIPMENT

Particulars	Gross Carrying Amount			Depreciation/Impairment Losses					Net Carrying Amount	
	As At 01.04.2019	Purchase During The Year	Deduction During The Year	As At 31.03.2020	Up To 01.04.2019	Dep. For The Year	Impairment Losses	Deduction During The Year	As At 31.03.2020	As At 31.03.2020
Freehold Land	71.29	-	-	71.29	-	-	-	-	-	71.29
Leasehold Land	10.78	-	-	10.78	1.47	0.49	-	-	1.96	8.82
Buildings (Refer Note No 3.1)	1614.07	34.93	-	1649.00	126.02	47.42	-	-	173.43	1475.57
Windmill Plant	1109.74	-	-	1109.74	259.47	86.49	-	-	345.96	763.78
Plant & Machinery	498.83	28.05	-	526.88	63.38	36.58	-	-	99.96	426.93
Computers	64.69	8.41	-	73.10	35.81	15.24	-	-	51.05	22.05
Jigs & Fixtures	8.11	-	-	8.11	2.58	0.47	-	-	3.05	5.06
Factory Fixtures	119.42	-	-	119.42	26.54	10.03	-	-	36.57	82.86
Machine Accessories	5.82	-	-	5.82	0.25	0.63	-	-	0.88	4.94
Dies & Patterns (Refer Note No 3.2)	79.36	38.44	-	117.80	10.30	6.33	-	-	16.63	101.17
Electrical Installations	81.57	-	-	81.57	46.48	5.00	-	-	51.48	30.10
Furniture & Fixtures	218.73	9.07	-	227.80	54.55	22.25	-	-	76.80	151.00
Vehicles	126.00	9.19	7.73	127.46	22.80	15.32	-	2.95	35.17	92.30
Office Equipments	75.52	1.90	-	77.42	33.88	13.56	-	-	47.44	29.98
Total Property, Plant and Equipment	4083.94	129.98	7.73	4206.19	683.51	259.80	-	-	940.36	3265.84

Particulars	Gross Carrying Amount			Depreciation/Impairment Losses					Net Carrying Amount	
	As At 01.04.2018	Purchase During The Year	Deduction During The Year	As At 31.03.2019	Up To 01.04.2018	Dep. For The Year	Impairment Losses	Deduction During The Year	As At 31.03.2019	As At 31.03.2019
Freehold Land	71.29	-	-	71.29	-	-	-	-	-	71.29
Leasehold Land	10.78	-	-	10.78	0.98	0.49	-	-	1.47	9.31
Buildings (Refer Note No 3.1)	1608.09	5.98	-	1614.07	84.27	41.75	-	-	126.02	1488.06
Windmill Plant	1109.74	-	-	1109.74	172.98	86.49	-	-	259.47	850.27
Plant & Machinery	311.93	190.35	3.45	498.83	39.94	23.44	-	-	63.38	435.46
Computers	49.86	14.84	-	64.69	23.47	12.34	-	-	35.81	28.88
Jigs & Fixtures	8.11	0.00	-	8.11	2.02	0.56	-	-	2.58	5.54
Factory Fixtures	87.55	31.87	-	119.42	17.02	9.51	-	-	26.54	92.88
Machine Accessories	1.18	4.63	-	5.82	0.16	0.09	-	-	0.25	5.57
Dies & Patterns (Refer Note No 3.2)	57.14	22.22	-	79.36	6.01	4.28	-	-	10.30	69.07
Electrical Installations	65.83	15.74	-	81.57	32.30	14.18	-	-	46.48	35.10
Furniture & Fixtures	216.57	2.16	-	218.73	30.67	23.88	-	-	54.55	164.19
Vehicles	74.75	81.63	30.37	126.00	22.18	14.77	-	14.15	22.80	103.20
Office Equipments	68.52	6.99	-	75.52	20.35	13.53	-	-	33.88	41.64
Total Property, Plant and Equipment	3741.35	376.41	33.82	4083.94	452.36	245.31	-	-	683.51	3400.44

Note No. 3.1: Buildings

(i) Building includes Rupees Five Hundred only (Previous Year Rupees Five Hundred) being the cost of 10 shares of Bajaj Bhavan Owner's Co-operative Society of Rs.50 each fully paid up.
(ii) Building includes Rupees Four Thousand Four Hundred (Previous Year Rupees Four Thousand Four Hundred) being shares application of Co-operative Premises Society.

Note No. 3.2: Dies & Patterns : Fixed Assets includes dies & patterns written down amounts of Rs. 101.17 Lakhs (Previous Year Rs. 69.07 Lakhs) lying at Vendors/Job workers.

4 CAPITAL WORK-IN-PROGRESS

(Rs. in Lakhs)

Particulars	As At 01.04.2019	Addition During The Year	Deduction During The Year	As At 31.03.2020
Capital Work- in- Progress (Refer Note No 4.1)	-	2.23	-	2.23
Previous Year	14.76	-	14.76	-

Note No 4.1: Tangible assets under development is related to P&M of Rs. 2.23 Lakhs. In the previous year capital work-in-progress mainly comprises fixed assets related to new factory unit taken on lease.

5 INVESTMENT PROPERTY

(Rs. in Lakhs)

Particulars	Gross Carrying Amount				Depreciation/Impairment Losses					Net Carrying Amount
	As At 01.04.2019	Purchase During The Year	Deduction During The Year	As At 31.03.2020	Up To 01.04.2019	Dep. For The Year	Impai- Rment Losses	Deduction During The Year	As At 31.03.2020	As At 31.03.2020
Freehold Land	2.66	-	-	2.66	-	-	-	-	-	2.66
Buildings	91.81	-	-	91.81	6.43	2.15	-	-	8.58	83.23
Total Investment Property	94.47	-	-	94.47	6.43	2.15	-	-	8.58	85.89

Particulars	Gross Carrying Amount				Depreciation/Impairment Losses					Net Carrying Amount
	As At 01.04.2018	Purchase During The Year	Deduction During The Year	As At 31.03.2019	Up To 01.04.2018	Dep. For The Year	Impai- Rment Losses	Deduction During The Year	As At 31.03.2019	As At 31.03.2019
Freehold Land	2.66	-	-	2.66	-	-	-	-	-	2.66
Buildings	91.81	-	-	91.81	4.29	2.14	-	-	6.43	85.38
Total Investment Property	94.47	-	-	94.47	4.29	2.14	-	-	6.43	88.04

Amount recognised in profit or loss for Investment Properties

Particulars	March 31 st , 2020	March 31 st , 2019
Rental Income	Nil	Nil
Direct operating expenses from property that did not generate rental income.	31.63	31.59

There are no restrictions on the realisability of investment property. The company is using same life for the same class of asset as applicable for property plant and equipment. The company is currently using the property as godown for old machinery.

Fair Value

Investment property - Land and Building, the market value has not been ascertained. The range of estimates within which fair value is highly likely to lie- Between Rs. 85 Crore to 100 Crore

**6 OTHER INTANGIBLE ASSETS**

(Rs. in Lakhs)

Particulars	Gross Carrying Amount				Depreciation/Impairment Losses					Net Carrying Amount
	As At 01.04.2019	Purchase During The Year	Deduction During The Year	As At 31.03.2020	Up To 01.04.2019	Dep. For The Year	Impairment Losses	Deduction During The Year	As At 31.03.2020	As At 31.03.2020
Computer Software	248.57	11.80	-	260.37	147.64	55.24	-	-	202.88	57.49
Trade Mark	-	3.53	-	3.53	-	-	-	-	-	3.53
Total Other Intangible Assets	248.57	15.33	-	263.90	147.64	55.24	-	-	202.88	61.02

(Rs. in Lakhs)

Particulars	Gross Carrying Amount				Depreciation/Impairment Losses					Net Carrying Amount
	As At 01.04.2018	Purchase During The Year	Deduction During The Year	As At 31.03.2019	Up To 01.04.2018	Dep. For The Year	Impairment Losses	Deduction During The Year	As At 31.03.2019	As At 31.03.2019
Computer Software	215.95	32.62	-	248.57	93.55	54.09	-	-	147.64	100.93
Total Other Intangible Assets	215.95	32.62	-	248.57	93.55	54.09	-	-	147.64	100.93

7 INTANGIBLE ASSETS UNDER DEVELOPMENT

(Rs. in Lakhs)

Particulars	As At 01.04.2019	Addition During The Year	Deduction During The Year	As At 31.03.2020
Intangible assets under development (Note No 7.1)	9.40	-	3.53	5.87
Previous Year	7.29	2.11	-	9.40

Note No 7.1: Intangible assets under development is related to Computer Software & Application Software of Rs. 3.75 Lakhs (Previous Year of Rs. 7.29 Lakhs) and Technical know how of Rs.2.11 Lakhs (Previous Year Rs. 2.11 Lakhs).

8 NON CURRENT INVESTMENTS

(Rs. in Lakhs)

Particulars	Face Value	QTY	As at March 31, 2020	QTY	As at March 31, 2019
Non Trade Investments					
Quoted					
Equity Instruments (At FVOCI)					
Bajaj Holdings & Investment Limited	10	286,094	5148.40	286,094	9778.84
Bajaj Auto Limited	10	182,590	3697.26	182,590	5322.59
Bajaj Finserv Limited	5	92,063	4225.46	92,063	6477.05
Bajaj Electricals Limited	2	624,596	1670.48	554,937	3101.27
Mutual Funds (At FVTPL)					
HDFC FMP 1178D	10	1,500,000.00	190.54	1,500,000.00	175.42
UTI Fixed Term Income Fund Series Xxvi-Iii	10	1,100,000.00	135.30	1,100,000.00	125.58
HDFC FMP 1177D	10	2,000,000.00	229.71	2,000,000.00	213.24
HDFC FMP 1208D	10	1,000,000.00	115.40	1,000,000.00	106.63
HDFC FMP 1381D	10	1,250,000.00	146.63	1,250,000.00	133.63
Kotak Fmp Series 234	10	1,200,000.00	138.52	1,200,000.00	126.63
Total Value of Quoted Investments		(A)	15697.71		25560.87
Unquoted					
Mutual Funds (At FVTPL)					
Reliance Short Term Fund	10	511,779.81	193.33	511,779.81	177.76
HDFC PSU Debt Fund	10	1,141,792.94	188.64	1,141,792.94	171.61
HDFC Credit Risk Debt Fund	10	4,021,720.11	669.46	4,021,720.11	613.52
ICICI Prudential Income Opportunities Fund	10	656,685.88	187.84	656,685.88	169.13
Aditya Birla Sunlife Medium Term Plan	10	243,454.72	53.48	1,854,510.39	422.63
Aditya Birla Sunlife Corporate Bond Fund	10	3,450,766.62	484.65	3,450,766.62	471.88
Kotak Medium Term Fund	10	352,092.84	57.36	352,092.84	53.81
ICICI Prudential Credit Risk Fund	10	1,610,547.69	350.26	1,610,547.69	319.99
HDFC Short Term Debt Fund - Regular Plan	10	496,359.21	112.37	496,359.21	102.45
ICICI Prudential Corporate Bond Fund	10	916,590.28	190.89	916,590.28	175.07
Axis Banking & Psu Debt Fund	10	12,382.94	236.68	12,382.94	216.41
HDFC Corporate Bond Fund	10	2,256,931.05	517.15	840,922	175.00
Reliance Corporate Bond Fund	10	-	-	1,801,751.94	265.04
UTI Credit Risk Fund	10	-	-	1,578,651.58	264.05
SBI Short Term Debt Fund	100	-	-	1,413,608.74	302.54
L&T Income Opportunity Fund	10	-	-	1,529,598.61	322.59
Aditya Birla Sun Life Low Duration Fund	10	21,942.63	106.13	-	-
ICICI Prudential Saving Fund	10	54,450.22	210.91	28,527.28	102.34
UTI Treasury Advantage Fund- Reg. Growth Plan	10	3,962.72	97.43	3,962.72	102.17
Aditya Birla Sun Life Overnight Fund	10	60,361.03	650.83	-	-
Total Value of Unquoted Investments		(B)	4307.41		4427.99
Total of Non-Current Investments		(A+B)	20005.12		29988.86

**9 OTHER NON CURRENT FINANCIAL ASSETS**

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
(Unsecured, Considered Goods, unless specified otherwise)		
Deposits	34.52	35.65
	34.52	35.65

10 OTHER TAX ASSETS (NET)

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Advance Tax and Tax Deducted at Source (Net of Current Tax Provisions) (Refer Note No 24.1)	42.19	120.76
	42.19	120.76

11 OTHER NON CURRENT ASSETS

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
(Unsecured, Considered Goods, unless specified otherwise)		
Capital Advances	56.76	4.23
Sales Tax Advance/Refund	85.23	85.23
Advance recoverable in cash or kind or for value to be received	5.99	11.46
	147.98	100.91

12 INVENTORIES

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Raw Material (Refer Note No 12.1)	2502.12	3002.30
Work-in-progress	211.60	324.78
Finished Goods	516.20	601.20
Stores & Spares	8.27	17.64
	3238.20	3945.92

Note No 12.1: Raw Material inventory net off provision for slow moving and non moving of Rs. 177.69 Lakhs (31st March 2019 Rs. 201.81 Lakhs).

13 CURRENT INVESTMENTS

(Rs. in Lakhs)

Particulars	Face Value	QTY	As at March 31, 2020	QTY	As at March 31, 2019
Unquoted					
Investments in mutual funds (FVTPL)					
Kotak Equity Arbitrage	10	1,701,315.78	214.01	976,542.23	104.57
Kotak Savings Fund	10	511,774.22	164.25	511,774.22	153.39
ABSL Savings Fund -Growth Regular Plan	10	79,580.79	316.35	41,573.30	153.46
ICICI Prudential Liquid Fund	10	14,416.02	42.17	63,605.74	175.18
Edelweiss Arbitrage Fund	10	761,089.46	90.92	703,759.45	86.12
ABSL Money Manager Fund- Growth Regular Plan	10	185,174.98	498.41	40,567.60	101.57
ABSL Liquid Fund- Growth Regular Plan	10	62,832.72	199.65	110,904.69	331.61
UTI Liquid Cash Plan	10	-	-	9,282.21	283.10
Franklin India Low Duration Fund	10	-	-	359,876.40	78.24
Axis Treasury Advantage Fund	10	9,425.32	212.61	-	-
HDFC Ultra Short Term Fund	10	2,118,783.72	237.42	-	-
ICICI Bank Ultra Short Term Fund Growth	10	1,509,134.66	307.35	-	-
UTI Arbitrage Fund-Regular Growth Plan	10	387,810.49	102.51	-	-
HDFC Money Market Fund Collection A/C	10	11,548.67	154.47	-	-
			2540.10		1467.24

14 TRADE RECEIVABLES (Refer Note No 14.1)

(Rs. in Lakhs)

Particulars		As at March 31, 2020	As at March 31, 2019
(Unsecured)			
Considered Goods (Refer Note No 48)		978.18	1,135.21
Considered Doubtful		914.37	1,016.06
		1,892.55	2,151.27
Less: Impairment allowance (Allowance for bad and doubtful debts)		(914.37)	(1,016.06)
		978.18	1135.21

Note No 14.1: The average credit period ranges from 1 to 5 days for Sales through Associated Business Partners (ABP), and for Direct customers/Project order depending upon Terms of the Purchase Orders. No interest is charged on trade receivables during credit period of ABPs. Thereafter, interest is charged at 24% p.a. on the outstanding balance.

15 CASH AND CASH EQUIVALENTS

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Balance With Banks		
On Current account	99.05	453.55
Cash on Hand	10.75	7.99
Bank Fixed Deposits Account less than 12 Months for maturity	125.00	-
	234.80	461.54

**16 BANK BALANCES**

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Unpaid Dividend Account (Refer Note No 16.1)	8.92	8.62
Margin Money Account (Refer Note No 16.2)	115.81	113.06
Bank Fixed Deposits Account less than 12 Months for maturity	-	0.93
	124.73	122.61

Note No. 16.1

(i) The company can utilise balances only towards settlement of of the unpaid dividend.

(ii) The Company has transferred Rs. 1.23 Lakhs (31 March 2019 Rs. 1.09 Lakhs) in Investor Education Fund and Protection Fund during the year.

Note No. 16.2

Margin money deposits amounting to Rs. 115.81 Lakhs (31 March 2019 Rs. 113.06 Lakhs) are lying with bank against Bank Guarantees.

17 LOANS

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
(Unsecured, Considered Good, unless specified otherwise)		
<u>Loans and Advances to Related Parties</u>		
Deposit with Companies (Refer Note No 17.1 and 43)	650.00	-
<u>Other Loans & Advances</u>		
Loan to Companies and Others (Refer Note No 17.2)	2420.00	2420.00
	3070.00	2420.00

Note No 17.1: The Company has surplus funds and hence has placed deposit with its group company @ 8.09% average rate of interest. The FD has a lock in period of 6 months.

Note No 17.2: The Company has surplus fund and hence has given loan to companies which is payable on demand and has taken loan for their working capital requirements. The rate of interest charged is 13 % which is higher than prevailing rate of interest charged for the same tenor of the Government securities.

18 OTHER FINANCIAL ASSETS

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
(Unsecured, Considered Good, unless specified otherwise)		
Security deposits	3.33	1.97
Advances to Staff	2.81	4.72
Interest Receivable	163.98	213.30
	170.13	220.00

19 OTHER TAX ASSETS

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Advance Tax and Tax Deducted at Source	865.43	773.57
	865.43	773.57

20 OTHER CURRENT ASSETS

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
(Unsecured, Considered Good, unless specified otherwise)		
Balance with Central Excise	41.64	33.82
Sales Tax Advance/Refund	176.33	472.24
Advance to suppliers and service providers	73.79	115.48
Advance recoverable in cash or kind or for value to be received	53.81	55.04
	345.57	676.58

21 EQUITY SHARE CAPITAL

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Authorized Share Capital		
40,000,000 Equity shares, Re. 1/- par value (31 March 2019: 40,000,000 equity shares Re. 1/- each)	400.00	400.00
	400.00	400.00
Issued, Subscribed and Fully Paid Up Shares		
32,000,000 Equity shares, Re. 1/- par value fully paid up (31 March 2019: 32,000,000 equity shares Re. 1/- each)	320.00	320.00
	320.00	320.00

Note No 21.1: The reconciliation of the number of shares outstanding at the beginning and at the end of reporting period 31-03-2020:

Particulars	As at March 31, 2020		As at March 31, 2019	
	No. of Shares	Amount	No. of Shares	Amount
Number of shares at the beginning	32,000,000	320.00	32,000,000	320.00
Add: Shares issued during the year	-	-	-	-
Less : Shares bought back (if any)	-	-	-	-
Number of shares at the end	32,000,000	320.00	32,000,000	320.00

Note No 21.2: Terms/rights attached to equity shares

(A) (A) The company has only one class of equity shares having a par value of Re. 1 per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

(B) 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.

Note No 21.3: The details of shareholders holding more than 5% shares in the company :

Particulars	As at March 31, 2020		As at March 31, 2019	
	No. of Shares	% held as at	No. of Shares	% held as at
Bajaj Holdings & Investment Limited	6,251,040	19.53	6,251,040	19.53
Jamnallal Sons Private Limited	5,476,680	17.11	5,476,680	17.11
Bajaj Sevashram Private Limited	1,868,000	5.84	1,868,000	5.84
Anant Bajaj	1,664,000	5.20	1,664,000	5.20

Note No 21.4: The details of Dividend paid per share is as under-

Year	Dividend paid per share
2019-20	1.80 (Proposed)
2018-19	1.50
2017-18	1.25

**22 OTHER EQUITY**

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Reserves & surplus*		
Capital Reserve #	5.13	5.13
General Reserves ##	17095.11	17095.11
Retained earnings	4131.45	3414.01
Other Comprehensive Income (OCI)		
-Remeasurement of net defined benefit plans	(25.21)	(22.87)
-Fair Value of Equity Investments through OCI	12197.72	21866.23
	33404.20	42357.61

Capital reserve mainly represents amount transferred on amalgamation of INDEF Marketing Private Limited

General reserve reflects amount transferred from statement of profit and loss in accordance with regulations of the Companies Act, 2013.

* For movement, refer statement of changes in equity.

23 OTHER NON CURRENT FINANCIAL LIABILITIES

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Deposits (Refer Note No 23.1)	65.50	74.78
	65.50	74.78

Note No 23.1: Deposit from customers and others are interest free deposit from Associate Business Partner and rental premises repayable on termination of agreement unless otherwise agreed.

24 DEFERRED TAX LIABILITIES (NET)

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Deferred tax liabilities (Net) (Refer Note 24.1)	337.49	685.66
	337.49	685.66

Note No.: 24.1

Particulars	Net Balance as at 01.04.2019	Recognised in statement of Profit and Loss	Recognised in OCI	Net Balance at 31.03.2020
Deferred Tax Assets/(Liabilities)				
Property, plant and equipment/Investment Property/ Other Intangible Assets	463.35	7.38	-	455.97
Fair Value through Profit & Loss	139.60	(78.51)	-	218.12
Equity Instruments designated at FVOCI	485.56	-	485.56	-
Actuarial Gain/Loss on Employee Benefits	(6.21)	-	0.96	(7.17)
Actuarial Gain/Loss on Employee Benefits	6.21	(0.96)	-	7.17
Expenses allowable under income tax on payment basis	(2.83)	0.83	-	(3.65)
Provision for warranty	(5.77)	(1.09)	-	(4.68)
Lease Liabilities	-	(0.75)	-	-
Provision for Slow Moving and Non Moving items	(58.77)	(7.02)	-	(51.74)
Allowance for Bad & Doubtful Debts	(296.98)	(29.88)	-	(267.09)
Total (A)	724.17	(110.00)	486.52	346.91

Particulars	Net Balance as at 01.04.2019	Recognised in statement of profit and loss	Adjusted against Income Tax Liability	Net Balance at 31.03.2020
Mat Credit Entitlement	(38.51)	(23.05)	(6.04)	(9.42)
Total (B)	(38.51)	(23.05)	(6.04)	(9.42)
Total Net Deferred Tax Liability (A) + (B)	685.66			337.49

Income tax

The major components of income tax expense for the year ended 31 March, 2020

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Profit and Loss:		
Current tax – net of reversal of earlier years : Rs. 5.61 Lakhs (31 March 2019: Rs. 39.11 Lakhs)	167.92	361.61
Deferred Tax – including reversal of earlier years : Rs. 23.04 Lakhs (31 March 2019: Rs. Nil)	133.07	(29.18)
	300.99	332.43

Reconciliation of tax expense and the accounting profit multiplied by domestic tax rate

Particulars	As at March 31, 2020	As at March 31, 2019
Profit before income tax expense	1,598.92	1,612.78
Tax at the Indian tax rate 27.82% (Previous Year: 29.12%)	444.82	469.64
Add: Items giving rise to difference in tax		
Effect of non-deductible expenses	(31.05)	34.08
Permanent difference	(264.46)	(167.17)
IND AS/ Transition Effect	(1.60)	1.11
Others	153.28	(5.23)
Income Tax Expenses	300.99	332.43

Note: The figures have been regrouped/reclassified, wherever necessary.

**25 TRADE PAYABLES**

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Current		
Dues of micro and small enterprises (Refer Note No 25.1)	56.28	-
Dues other than micro and small enterprises	893.57	1313.88

Note No 25.1: Micro, Small and Medium enterprises have been identified by the Company on the basis of the information available. Total outstanding dues of Micro and Small enterprises, which are outstanding for more than the stipulated period and other disclosures as per Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) are given below :

Particulars	As at March 31, 2020	As at March 31, 2019
(a) Dues remaining unpaid		
- Principal	56.28	-
- Interest on above	-	-
(b) Interest paid in terms of Section 16 of MSMED Act		
- Principal paid beyond the appointed date	-	-
- Interest paid in terms of Section 16 of MSMED Act	-	-
(c) Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	-	-
(d) Amount of interest accrued and unpaid	-	-

26 OTHER FINANCIAL LIABILITIES

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Unpaid Dividends	8.92	8.62
Deposits (Refer Note No 23.1)	9.56	-
	18.48	8.62

27 OTHER CURRENT LIABILITIES

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Advances From Customers	40.89	50.53
Statutory Dues Payable	20.54	64.00
	61.43	114.52

28 PROVISIONS

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
<u>Provision for Employee Benefits</u>		
For Leave Encashment (Refer Note No 44)	2.37	-
<u>Others (Refer Note No 46)</u>		
Provisions for Warranty	16.08	19.81
Incentive Payable to Senior Management staff	4.68	94.00
Incentive Payable to Management staff	34.90	75.00
Provision for Liquidity Damages	2.82	3.78
	60.86	192.59

29 a) CONTINGENT LIABILITIES: #

(Rs. in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Disputed Income Tax Liability	60.48	45.56
Disputed Excise Duty & Service Tax Liability	-	310.73
Disputed Sales Tax Liabilities	122.07	48.44
	182.55	404.73

b) COMMITMENTS:

Particulars	As at March 31, 2020	As at March 31, 2019
Estimated Amounts of Contract remaining to be executed on Capital account and not provided for (Net of Advances)	24.89	8.66
	24.89	8.66

Note:

The management does not expect these demands/claims to succeed. Claims, where the possibility of outflow of resources embodying economic benefits is remote, have not been considered in contingent liability.

The Company has entered agreement with Axis Bank Limited to avail channel finance facility to ABP with credit of 90 days. The total facility sanctioned limit is Rs. 1500 Lakhs. As on March 31, 2020, amount utilised against the said limit is Rs. 35.16 Lakhs.

30 REVENUE FROM OPERATIONS

(Rs. in Lakhs)

Particulars	2019-2020	2018-2019
Sale of Products	8261.71	10201.90
<u>Other Operating Revenue</u>		
Income from Erection & Commissioning Services	32.63	7.92
Scrap Sales	5.50	7.02
	8299.84	10216.84

31 OTHER INCOME

(Rs. in Lakhs)

Particulars	2019-2020	2018-2019
Interest Income (Refer Note No 31.1)	358.77	335.42
Dividend income on from Equity Instrutements designated at FVOCI	562.41	245.03
Dividend income on from Mutual Fund designated at FVTPL	14.62	10.48
Rent income	15.27	1.59
Net gain on sale of investments/financial assets measured at FVTPL	434.27	350.97
<u>Other Non Operating Income</u>		
Provision no longer required, written back	71.55	32.56
Sundry Balance Written Back (Net)	26.92	-
Exchange Fluctuation Gain (Net)	9.46	-
	1493.27	976.05

Note No. 31.1 : Break-up of Interest Income

Interest Income from parties	3.91	0.58
Interest income on other deposits	2.31	2.37
Interest on income tax refund	-	11.02
Interest on sales tax refund	20.21	-
Interest income on deposits with banks	9.04	6.85
Interest income on inter corporate deposits and others	323.30	314.60
	358.77	335.42

**32 COST OF MATERIALS CONSUMED` (Refer Note No 32.1) (Rs. in Lakhs)**

Particulars	2019-2020	2018-2019
Inventory at the beginning of the year	3002.30	2620.07
Add: Purchases during the year	3999.22	6320.41
	7001.52	8940.48
Less: Sale of Raw Material	307.37	384.67
Less: Inventory at the end of the year	2502.12	3002.30
	4192.03	5553.51

Note No 32.1: Raw Material inventory net off provision for slow moving and non moving of Rs. 25.80 Lakhs (Previous Year Rs. 100.99 lakhs).

33 PURCHASES OF STOCK-IN-TRADE (Rs. in Lakhs)

Particulars	2019-2020	2018-2019
Traded Goods	-	283.66
	-	283.66

34 CHANGES IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS AND STOCK-IN-TRADE (Rs. in Lakhs)

Particulars	2019-2020	2018-2019
Inventories at the end of the year		
Finished Goods	516.20	601.20
Work In Progress	211.60	324.78
	727.81	925.97
Inventories at the beginning of the year		
Finished Goods	601.20	219.89
Work In Progress	324.78	444.99
	925.97	664.88
	198.17	(261.09)

35 EMPLOYEE BENEFIT EXPENSES (Rs. in Lakhs)

Particulars	2019-2020	2018-2019
Salaries, Wages and Bonus	941.11	1001.12
Contribution to Provident and other fund	91.52	80.24
Staff Welfare Expenses	233.72	220.49
	1266.36	1301.85

36 FINANCE COST (Rs. in Lakhs)

Particulars	2019-2020	2018-2019
Interest Expense on Income Tax Payment	1.91	-
	1.91	-

37 DEPRECIATION & AMORTIZATION EXPENSES (Rs. in Lakhs)

Particulars	2019-2020	2018-2019
Depreciation on Property, Plant and Equipment	259.80	245.31
Depreciation on Investment Property	2.15	2.14
Amortisation on Intangible Assets	55.24	54.09
Depreciation on Lease Assets	36.00	-
	353.19	301.54

38 OTHER EXPENSES

(Rs. in Lakhs)

Particulars	2019-2020	2018-2019
Consumption of Stores and Tools	127.22	147.42
Manufacturing & Processing charges	132.79	170.25
Power & Fuel	40.58	44.25
Consumption of Packing Material	214.98	262.20
Repairs & Maintenance		
Plant & Machinery	12.76	4.38
Building	36.52	29.99
Others	16.06	21.16
Insurance Charges	9.10	9.34
Rates & Taxes	109.47	45.00
Rent	27.49	70.55
Erection and Commissioning Charges	12.00	1.56
Carriage outwards (Net)	215.07	267.52
Advertisement & Sales Promotion	81.85	38.86
Commission on sales	0.30	4.04
Payment to Statutory Auditor (Refer Note No. 38.1)	7.53	7.59
Legal & Professional	279.50	331.01
Directors' Fees	10.00	15.80
Directors' Remuneration	3.00	3.00
Sundry Balance Written off (Net)	-	42.71
Exchange Fluctuation Loss (Net)	-	0.15
Loss on Sale of Fixed Assets (Net)	2.51	0.96
Bad Debts	254.99	281.12
Less: Allowance for Doubtful Debts Written Back	254.99	281.12
Allowance for Doubtful Debts	223.90	307.41
Windmill Expenses	105.68	100.96
CSR Expenditure	65.00	25.00
Miscellaneous expenses	449.23	449.54
CSR Expenditure		
Miscellaneous expenses	2182.54	2400.65
	2,182.54	2,400.65

**Note No. 38.1 : Payment to Statutory Auditors****(A) Payment to Statutory Auditors**

(Rs. in Lakhs)

Particulars	2019-2020	2018-2019
As Auditors :		
Audit Fees (including Limited Review)	6.50	6.50
Towards GST/Service Tax *	0.23	0.23
	6.73	6.73
In Other Capacity :		
Out of pocket expenses	0.52	0.65
Towards GST/Service Tax *	0.03	-
	0.55	0.65
	7.28	7.38

(B) Payment to Cost Auditors

(Rs. in Lakhs)

Particulars	2019-2020	2018-2019
Audit Fees	0.48	0.42
Out of pocket expenses	0.03	0.03
Towards GST/Service Tax *	-	-
	0.51	0.45
Total Auditors Remuneration	(A + B) 7.78	7.82

* Note: Out of above GST/ Service Tax credit of Rs. 0.26 Lakhs (Previous Year Rs.0.23 Lakhs) has been taken and the same has not been debited to Statement of Profit & Loss.

39 EARNING PER SHARE

(Rs. in Lakhs)

Particulars	2019-2020	2018-2019
(A) Profit attributable to Equity Shareholders (Rs.)	1297.93	1280.35
(B) No. of Equity Share outstanding during the year.	320.00	320.00
(C) Face Value of each Equity Share (Rs.)	1.00	1.00
(D) Basic & Diluted earning per Share (Rs.)	4.06	4.00

40 CAPITAL MANAGEMENT

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders. The primary objective of the Company capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The Company monitors capital using a gearing ratio and is measured by net debt divided by total capital plus net debt. The Company's includes net debt is equal to trade and other payables less cash and cash equivalents.

Particulars	31 March 2020	31 March 2019
Trade Payables	949.85	1313.88
Other Payables	206.27	390.52
Less- Cash and Cash equivalents	234.80	461.54
Net Debt	921.32	1242.86
Total Equity	33724.21	42677.61
Capital and Net debt	34645.53	43920.47
Gearing ratio	2.66%	2.83%

41 SEGMENT REPORTING**Segment Information for the year ended 31st March, 2020**

Information about primary business segment

(Rs. in Lakhs)

Particulars	2019-20				2018-19			
	Segments			Total	Segments			Total
	Material Handling Equipment	Windmill Power	Unallo-cated		Material Handling Equipment	Windmill Power	Unallo-cated	
Revenue								
Segment Revenue	8,105.00	194.84	-	8,299.84	9,952.72	264.12	-	10,216.84
Result								
Segment Results	332.23	(0.70)	-	331.52	650.89	72.71	-	723.60
Add: Unallocated Corporate Income net of Unallocated corporate expenses	-	-	1,269.30	1,269.30	-	-	889.18	889.18
Less: Interest Expenses	-	-	(1.91)	(1.91)	-	-	-	-
Profit Before Tax	332.23	(0.70)	1,267.39	1,598.91	650.89	72.71	889.18	1,612.78
Less: Provision for Tax (Net of Deferred Tax)	-	-	283.61	283.61	-	-	371.54	371.54
Net Profit After Tax & Before Prior Period Adjustments	332.23	(0.70)	983.78	1,315.31	650.89	72.71	517.64	1,241.24
Add : Prior Period Tax Adjustments	-	-	17.38	17.38	-	-	(39.11)	(39.11)
Net Profit After Prior Period Adjustments	332.23	(0.70)	966.41	1,297.93	650.89	72.71	556.75	1,280.35
Other Information								
Segment Assets	7,152.89	969.16	27,095.79	35,217.83	8,433.81	1,059.09	35,574.77	45,067.68
Segment Liabilities	1,100.87	25.98	366.77	1,493.62	1,631.79	-	758.28	2,390.06
Capital Expenditure	145.31	-	-	145.31	409.03	-	-	409.03
Depreciation / Amortisation	264.07	86.98	2.15	353.19	212.42	86.98	2.15	301.54

Notes:

- (a) The Company is engaged into two main business segments mainly (i) Material Handling Equipment and (ii) Windmill Power Segments have been identified and reported taking into account the nature of products and services, the differing risks and returns and the organisation structure.
- (b) Segment Revenue, Results, Assets and Liabilities include the respective amounts identifiable to each of the segments and amounts allocated on a reasonable basis.
- (c) The Company does not have any geographical segment.

42 FINANCIAL RISK MANAGEMENT

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

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the impact thereof in the financial statements.

Sl. No.	Risk	Exposure arising from	Measurement	Management
1	Credit Risk	Cash and cash equivalents, trade receivables and financial assets.	Credit ratings, Review of outstanding age analysis, Review of investment on periodically basis.	Strict credit control and monitoring system, diversification of counterparties, Investment limits, check on counterparties basis credit rating and investment review on periodically basis.
2	Liquidity Risk	Trade payables and other financial liabilities.	Maturity analysis, cash flow projections.	Maintaining sufficient cash / cash equivalents and marketable security.
3	Market Risk – Foreign Exchange	Highly probable forecast transactions and financial assets and liabilities not denominated in INR.	Foreign currency exposure review and sensitivity analysis.	Forward foreign currency contract, future and option.
4	Price Risk – Commodity Prices	Basic ingredients of company raw materials are various grade of steel and copper where prices are volatile	The company sourcing components from vendors directly, hence it does not hedge its exposure to commodity price risk.	The company is able to pass on substantial price hike to the customers.

The Board provides guiding principles for overall risk management, as well as policies covering specific areas such as credit risk, liquidity risk, price risk, investment of surplus liquidity and other business risks effecting business operation. The company's risk management is carried out by the management as per guidelines and policies approved by the Board of Directors.

(A) Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. Credit risk encompasses the direct risk of default, risk of deterioration of creditworthiness as well as concentration risks. The Company is exposed to credit risk from its operating activities (primarily trade receivables), deposits with banks and loans given.

Credit Risk Management

For financial assets the Company has an investment policy which allows the Company to invest only with counterparties having credit rating equal to or above AAA and AA. The Company reviews the creditworthiness of these counterparties on an ongoing basis. Another source of credit risk at the reporting date is from trade receivables as these are typically unsecured. This credit risk has always been managed through credit approvals, establishing credit limits and continuous monitoring the creditworthiness of customers to whom credit is extended in the normal course of business. The Company estimates the expected credit loss based on past data, available information on public domain and experience. Expected credit losses of financial assets receivable are estimated based on historical data of the Company. The company has provisioning policy for expected credit losses. There is no credit risk in bank deposits which are demand deposits. The creditors risk is minimum in case of entity to whom loan has been given.

The maximum exposure to credit risk as at 31 March 2020 and 31 March 2019 is the carrying value of such trade receivables as shown in note 14 of the financials.

Reconciliation of impairment allowance on trade receivables as under: (Rs. in Lakhs)

Impairment allowance as on 31 March 2019	1,016.06
Created during the year	223.90
Reversed during the year	(325.59)
Impairment allowance as on 31 March 2020	914.37

(B) Liquidity Risk

The Company's principal sources of liquidity are "cash and cash equivalents" and cash flows that are generated from operations. The Company has no outstanding term borrowings. The Company believes that its working capital is sufficient to meet its current requirements. Additionally, the Company has sizeable surplus funds invested in fixed income securities or instruments of similar profile ensuring safety of capital and availability of liquidity if and when required. Hence the Company does not perceive any liquidity risk.

(c) Market Risk - Foreign Currency Risk

The Company significantly operates in domestic market. Though very insignificant portion of export took place during the financial year where generally payment received in advance. Hence foreign currency risk towards export is insignificant.

The Company also imports certain materials the value of which is also not material as compared to value of total raw materials. Currently, Company does not hedge this exposure. Nevertheless, Company may wish to hedge such exposures.

Open exposure

The Company's exposure to foreign currency risk which are unhedged at the end of the reporting period is as follows:

Particulars	GBP	Euro	USD
31 March 2020			
Trade receivables- Foreign Currency	400	5,223	7,104
Trade receivables- INR in Lakhs	0.36	4.21	5.20
Trade payables- Foreign Currency	-	-	14,592
Trade payables- INR in Lakhs	-	-	11.16
31 March 2019	-	5,610	3,950
Trade receivables- Foreign Currency	-	4.54	2.79
Trade receivables- INR in Lakhs	-	27,274	22,845
Trade payables- Foreign Currency	-	21.48	15.98
Trade payables- INR in Lakhs	-	-	13.09

Sensitivity Analysis

The Company is mainly exposed to changes in USD and Euro. The sensitivity analysis demonstrate a reasonably possible change

in USD and Euro exchange rates, with all other variables held constant. 5% appreciation/depreciation of USD and Euro with respect to functional currency of the company will have impact of following (decrease)/increase in Profit & vice versa.

(Rs. in Lakhs)

Particulars	31 March 2020	31 March 2019
GBP	0.02	-
Euro	0.21	(0.85)
USD	(0.30)	(0.66)
Total	(0.07)	(1.51)

(d) Price Risk

The company is exposed to price risk in basic ingredients of Company's raw material and is procuring finished components and bought out materials from vendors directly. The Company monitors its price risk and factors the price increase in pricing of the products.

43 Related party disclosures as required under Ind AS 24, "Related Party Disclosures", are given below:

Related Parties have been identified by the Management, auditors have replied upon the same

a) Name of the related party and description of relationship.

SN	Related Parties	Nature of Relationship
(i)	Hind Musafir Agency Limited	Shri Shekhar Bajaj is Chairman & Director
(ii)	Hindustan Housing Co. Limited.	Shri Vinod Nevatia, father of Shri Gaurav Nevatia is a Director
(iii)	Mukand Limited	Shri Niraj Bajaj, relative of Shri Shekhar Bajaj, is a Director
(iv)	Bajaj Finance Limited	Shri Madhur Bajaj, relative of Shri Shekhar Bajaj, is a Director
(v)	Bajaj Allianz General Insurance Co. Ltd.	Shri Niraj Bajaj, relative of Shri Shekhar Bajaj, is a Director
(vi)	Bajaj International Private Limited	Shri Shekhar Bajaj is Chairman & Director
(vii)	Shri Shekhar Bajaj	Chairman (Key Management Personnel)
(viii)	Shri H.A. Nevatia	Whole Time Director (Key Management Personnel)
(ix)	Shri Prakash Subramaniam	President and CEO
(x)	Shri Vijay Singh	Chief Financial Officer
(xi)	Shri Mahesh Kumar Sharma	Company Secretary from November 12, 2018 to May 24, 2019
(xii)	Shri Kiran Mukadam	Company Secretary from May 25, 2019
(xiii)	Bajaj Holdings & Investment Limited	Shri Niraj Bajaj and Shri Madhur Bajaj, relative of Shri Shekhar Bajaj, are Directors
(xiv)	Bajaj Auto Limited	Shri Shekhar Bajaj and Shri Madhur Bajaj and Shri Niraj Bajaj, relative of Shri Shekhar Bajaj are Directors.
(xv)	Bajaj Finserv Limited	Shri Madhur Bajaj, relative of Shri Shekhar Bajaj, is a Director
(xvi)	Bajaj Electricals Limited	Shri Shekhar Bajaj is Chairman and Managing Director. Shri Madhur Bajaj and Smt Pooja Bajaj, relative of Shri Shekhar Bajaj are Directors

b) Details of Transactions during the year with related parties.

(Rs. in Lakhs)

S.No.	Related parties	Nature of Transactions during the year	2019-20	2018-19
(i)	Bajaj International Private Limited	Reimbursement of Expenses	0.35	1.62
		Payment towards Expenses	-	1.81
(ii)	Hind Musafir Agency Limited	Purchase of Travel Tickets	22.59	40.81
		Payment against Purchases of Travel Tickets	24.24	42.07
(iii)	Hindustan Housing Co. Limited	Office Maintenance Charges	4.58	4.02
		Payment-Office Maintenance Charges	3.86	3.94
(iv)	Bajaj Allianz General Insurance Co. Ltd.	Insurance Premiums	50.52	40.24
		Payment towards Insurance Premiums	55.72	42.13



(v)	Bajaj Holdings & Investment Ltd.	Dividend Income Received	207.42	114.34
(vi)	Bajaj Auto Ltd.	Dividend Income Received	328.66	109.55
(vii)	Bajaj Finserv Ltd.	Dividend Income Received	6.90	1.61
(viii)	Bajaj Electricals Ltd.	Sales of Goods (Including GST Rs. 9,000 Previous Year Rs. 2,61,900)	0.59	17.17
		Investment in Equity Shares	215.94	-
		Dividend Income Received	19.42	19.42
		Payment received	13.39	4.37
(ix)	Mukand Ltd.	Sales of Goods (Including GST Rs. Nil Previous Year Rs. 1,56,240)	-	10.24
		Payment received	2.15	-
(x)	Bajaj Finance Limited	Interest Income	8.70	-
		Fixed Deposits	650.00	-
(xi)	Shri H.A.Nevatia	Short-term employee benefits	6.89	6.40
(xii)	Shri Prakash Subramaniam	Short-term employee benefits	177.12	125.89
(xiii)	Shri Vijay Singh	Short-term employee benefits	38.70	31.02
(xiv)	Shri Mahesh Kumar Sharma	Short-term employee benefits	2.35	6.56
(xv)	Shri Kiran Mukadam	Short-term employee benefits	8.00	3.64

c) Balances at end of the year with related parties.

(Rs. in Lakhs)

S. No.	Related parties	Nature of Transactions during the year	As at 31st March, 2020	As at 31st March, 2019
(i)	Bajaj International Pvt. Ltd.	(Advance)/Payable against Reimbursement of Expenses	0.35	-
(ii)	Hind Musafir Agency Ltd.	Payable against Purchases of Travel Tickets	1.04	2.69
(iii)	Hindustan Housing Co. Ltd.	Payable-Office Maintenance Charges	0.72	-
(iv)	Bajaj Allianz General Insurance Co. Ltd.	Advance against Insurance Premium	(17.48)	(12.27)
(v)	Bajaj Electricals Ltd.	Trade Receivable	-	12.80
(vi)	Mukand Ltd.	Advance Received	(2.15)	-
(vii)	Bajaj Finance Limited	Interest Receivable	7.83	-
		Fixed Deposits	650.00	-
(viii)	Bajaj Holdings & Investment Ltd.	Investment in Equity Share	5148.40	9778.84
(ix)	Bajaj Auto Ltd.	Investment in Equity Share	3697.26	5322.59
(x)	Bajaj Finserv Ltd.	Investment in Equity Share	4225.46	6477.05
(xi)	Bajaj Electricals Ltd.	Investment in Equity Share	1670.48	3101.27

44 EMPLOYEE BENEFITS

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

(i) Defined Contribution Plan

Contribution to Defined Contribution Plan includes Provident Fund and Superannuation Fund. The expenses recognised for the year are as under :

(Rs. in Lakhs)

Particulars	2019-20	2018-19
Employer's Contribution to Provident Fund	48.07	41.23
Employer's Contribution to Superannuation Fund	9.52	9.35

(ii) Defined Benefit Plan**(a) Gratuity:**

The Company operates gratuity plan wherein every employee is entitled to the benefit equivalent to 15 to 25 days/one month salary last drawn for each completed year of service depending on the date of joining. The same is payable on termination of service, retirement or death, whichever is earlier. The benefit vests after 5 years of continuous service.

(b) Leave Encashment:

The Company has a policy on compensated absences which is applicable to its executives jointed upto a specified period and all workers. The expected cost of accumulating compensated absences is determined by actuarial valuation performed by an independent actuary at each Balance Sheet date using projected unit credit method on the additional amount expected to be paid as a result of the unused entitlement that has accumulated at the Balance Sheet date.

The plans of the Company exposes to actuarial risks such as Investment Risk, Interest rate risk, salary risk and longevity risk. These risks may impact the obligation of the Company.

(c) Major Category of Plan Assets

The Company has taken plans from Life Insurance Corporation of India

(d) The following tables set out the funded status of the gratuity and leave encashment plans and the amounts recognised in the Company's financial statements as at 31 March 2020 and 31 March 2019.

(Rs. in Lakhs)

Sr.No.	Particulars	2019-20		2018-19	
		Leave Encashment	Gratuity	Leave Encashment	Gratuity
I	Changes in present value of obligations				
(a)	Present value of obligations as at the beginning of year	51.39	97.35	55.93	82.69
(b)	Interest cost	4.12	7.32	4.47	6.62
(c)	Current Service Cost	10.08	13.35	11.46	10.92
(d)	Benefits Paid	(9.93)	(1.04)	(10.09)	(7.91)
(e)	Actuarial gain on obligations	9.85	(2.33)	(10.39)	5.03
(f)	Present value of obligations as at the end of year	65.51	114.65	51.39	97.35
II	Changes in the fair value of plan assets				
(a)	Fair value of plan assets at the beginning of year	67.02	99.38	62.40	85.12
(b)	Expected return on plan assets	5.37	7.47	5.20	7.39
(c)	Contributions	1.78	17.98	9.51	14.78
(d)	Benefits paid	(9.93)	(1.04)	(10.09)	(7.91)
(e)	Actuarial gain on Plan assets	(1.10)	0.96	-	-
(f)	Fair value of plan assets at the end of year	63.14	124.75	67.02	99.38



III	Change in the present value of the defined benefit obligation and fair value of plan assets				
(a)	Present value of obligations as at the end of the year	65.51	114.65	51.39	97.35
(b)	Fair value of plan assets as at the end of the year	63.14	124.75	67.02	99.38
(c)	Net (liability) / asset recognized in balance sheet	(2.37)	10.10	15.63	2.03

(e) Amount for the year ended 31 March, 2020 and 31 March, 2019 recognised in the statement of profit and loss under employee benefit expenses.

(Rs. in Lakhs)

Sr.No.	Particulars	2019-20		2018-19	
		Leave Encashment	Gratuity	Leave Encashment	Gratuity
I	Expenses Recognised in statement of Profit & Loss				
(a)	Current Service cost	10.08	13.35	11.46	10.92
(b)	Interest Cost	(1.25)	(0.15)	4.47	6.62
(c)	Expected return on plan assets	1.10	(0.96)	(5.20)	(7.39)
(d)	Net Actuarial gain recognised in the year	9.85	(2.33)	(10.39)	5.03
(e)	Expenses recognised in statement of Profit & Loss Account	19.78	9.90	0.35	15.18

(f) Amount for the year ended March 31, 2020 and March 31, 2019 recognised in the statement of other comprehensive income.

(Rs. in Lakhs)

Sr.No.	Particulars	2019-20		2018-19	
		Leave Encashment	Gratuity	Leave Encashment	Gratuity
I	Actuarial Gain/Loss recognized				
(a)	Actuarial gain for the year -Obligation	9.85	(2.33)	(10.39)	5.03
(b)	Actuarial gain for the year - plan assets	-	-	-	-
(c)	Total gain for the year	9.85	(2.33)	(10.39)	5.03
(d)	Total actuarial (gain)/ loss included in other comprehensive income	9.85	(2.33)	(10.39)	5.03

45 DERIVATIVES

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

(a) Amount Receivable in Foreign Currency on account of the following : (Rs. in Lakhs)

Particulars	Foreign Currency	As on 31.03.2020		As on 31.03.2019	
		Amount in Foreign Currency	Rs. In Lakhs	Amount in Foreign Currency	Rs. In Lakhs
Receivables	GBP	400	0.36	-	-
	EURO	5,223	4.21	5,610	4.55
	USD	7,104	5.20	3,950	2.79

(b) Amount Payable in foreign Currency on account of the following : (Rs. in Lakhs)

Particulars	Foreign Currency	As on 31.03.2020		As on 31.03.2019	
		Amount in Foreign Currency	Rs. In Lakhs	Amount in Foreign Currency	Rs. In Lakhs
Payable	EURO	-	-	27,274	21.49
	USD	14,592	11.17	22,845	15.99

46 DISCLOSURE RELATING TO PROVISIONS- The movement in the following provisions is summarised as under:

(Rs. in Lakhs)

Sr. No. **	Provision Related to	Opening Balance	Additions	Utilisation	Reversal	Closing Balance
1.	Warranty	19.81	4.38	8.11	-	16.08
2.	Liquidated Damages	3.78	-	0.00	0.96	2.82
3.	Incentive to Senior Management Staff	94.00	10.20	86.52	13.00	4.68
4.	Incentive to Management Staff	75.00	16.20	56.30	-	34.90
	TOTAL	192.59	30.78	150.92	13.96	58.49

**** Notes:**

1. The company gives Warranties at the time of Sales of Main Products to the customers. Under the terms of Contract of Sales, the company undertakes to make good by replacement or repairs, Manufacturing defects that arise within 1-2 years from the date of sales. A provision has been recognised for the expected Warranty claims on products sold based on past experience.
2. The Company has taken Orders with Liquidated Damages Clause. A provision has been made for the expected liability wherein the delivery is made beyond the delivery date and attracted the liquidated damages clause in the contract.
3. The company gives incentives to its senior management staff based on performance of the Company.
4. The company gives incentives to its management staff based on their performance.

47 LEASES:

On transition, the Company recognised a lease liability measured at the present value of the remaining lease payments. The right-of-use asset is recognised at its carrying amount as if the standard had been applied since the commencement of the lease, but discounted using the lessee's incremental borrowing rate as at 1 April 2019. Accordingly, a right-of-use asset of ₹ 36,00,655 and a corresponding lease liability of ₹ 38,57,943 has been recognised. The cumulative effect on transition in retained earnings, net of taxes is ₹ 1,82,366 (including the deferred tax of ₹ 74,922).

On application of Ind AS 116, the nature of expenses has changed from lease rent in previous periods to depreciation cost for the right-to-use asset, and finance cost for interest accrued on lease liability.

The following table presents the various components of lease costs:

(Rs. in Lakhs)

Particulars	Amount as on 31st March 2020
Depreciation charge on right-to-use asset	36.00
Interest on Lease Liabilities	1.90
Total cash outflow for leases	40.49
Carrying amount of right-to-use asset	-

48 Balance of Trade Receivable includes Rs. 227.68 Lakhs (March 2019: Rs. 216.12 Lakhs) which are overdue for which no provision has been made in the accounts as the Management is hopeful of recovery.

49 Balances of Trade Receivables, Trade Payables and Loans and Advances are subject to confirmation and consequential adjustment, if any.

**50 Fair Value Measurement-**

The fair value of Financial instrument as of March 31,2020 and March 31,2019 were as follows-

(Rs. in Lakhs)

Particulars	March 31, 2020	Marach 31, 2019	Fair value Hirarchy	Valuation Technique
Assets-				
Investment in Equity Instruments through OCI	14,741.61	24679.74	Level-1	Quoted Market Price
Investment in Mutual Funds through FVTPL	956.10	881.14	Level-1	Quoted Market Price
Investment in Mutual Funds through FVTPL	6,847.52	5895.23	Level-1	Unquoted Market Price
Total	22,545.23	31,456.10		

The management assessed that Cash and Cash equivalents, loans, other balances with Banks, trade receivables, trade payables and other current liabilities/assets approximate their carrying amounts largely due to the short-term maturities of these instruments.

51 On the basis of its assessment of the impact of the outbreak of COVID-19 on carrying amounts of receivables, unbilled revenues, intangibles, investments and other assets / liabilities of the entity, the entity's management concludes that no adjustments are required in the financial statements as it does not impact the current financial year. However, the situation with COVID-19 is still evolving. Also, the various preventive measures taken are still in force, leading to a highly uncertain economic environment. Due to these circumstances, the management's assessment of the impact on the subsequent period is dependent upon the circumstances as they evolve.

52 The previous year figures have been regrouped/reclassified, wherever necessary to conform to the current presentation as per the schedule III of Companies Act, 2013.

As per our report of even date attached

FOR KANU DOSHI ASSOCIATES LLP**CHARTERED ACCOUNTANTS****Firm's Registration Number: 104746W/W100096****KUNAL VAKHARIA****PARTNER****MEMBERSHIP NO. 148916****PLACE : MUMBAI****DATED : 25th June, 2020****FOR AND ON BEHALF OF THE BOARD OF DIRECTORS****SHEKHAR BAJAJ****CHAIRMAN****DIN- 00089358****PRAKASH SUBRAMANIAM****PRESIDENT & CEO****KIRAN MUKADAM****COMPANY SECRETARY****H A NEVATIA****WHOLE TIME DIRECTOR****DIN-00066955****VIJAY SINGH****CHIEF FINANCIAL OFFICER**

CSR Activities 2019-20



CeMat Exhibition, Bengaluru, December 2019



INDEF



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HERCULES HOISTS LIMITED

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