



## BEMCO HYDRAULICS LIMITED



# 62

ANNUAL REPORT & ACCOUNT 2019-2020

# BEMCO HYDRAULICS LIMITED

## DIRECTORS

**MADAN MOHAN MOHTA**

**ANURUDH MOHTA**

**URMILA DEVI MOHTA**

**RAMESH SHAH**

**NAWAL KESHOR DAGA**

**DEEPA CHANDAK**

- CHAIRMAN - NON EXECUTIVE

- MANAGING DIRECTOR - EXECUTIVE

- DIRECTOR - NON EXECUTIVE

- DIRECTOR - INDEPENDENT NON- EXECUTIVE

- DIRECTOR - INDEPENDENT NON- EXECUTIVE

- DIRECTOR - INDEPENDENT NON- EXECUTIVE

## CHIEF FINANCE OFFICER

**VIJAY SAMBREKAR**

EMAIL - cfo@bemcohydraulics.net

## COMPANY SECRETARY

**MS. AMRUTA A. TARALE (ACS 42288)**

EMAIL - cs@bemcohydraulics.net

## AUDITOR

**S. JAYKISHAN,**

CHARTERED ACCOUNTANTS  
HO CHINMAY SARANI, SUITE-2D,  
KOLKATA- 700 001

## COST AUDITOR

**UMESH NARASIMHA KINI, B. COM, ACMA**

COST ACCOUNTANT,  
SHANTI NIKETAN, BANVASI ROAD,  
SIRSI - 581 401

## INTERNAL AUDITOR

**M/S A.C. BHUTERIA & CO.**

CHARTERED ACCOUNTANTS  
2, INDIA EXCHANGE PLACE,  
KOLKATA- 700 001

## TAX AUDITOR

**ULHAS KANE & CO- CHARTERED ACCOUNTANTS**

87, PUSHPANJALI FIRST FLOOR,  
MANGALWAR PETH, TILAKWADI,  
BELGAUM - 590 004

## SECRETARIAL AUDITOR

**SOR AND ASSOCIATES**

ANANDI RESIDENCY  
150, BUDHWAR PETH,  
TILAKWADI, BELGAUM 590006.

## BANKERS

**BANK OF MAHARASHTRA,**

CITY BRANCH, KIRLOSKAR ROAD,  
BELGAUM 590 002 (CONSORTIUM LEADER)

**YES BANK LIMITED**

BELGAUM BRANCH, CLUB ROAD,  
BELGAUM 590 001 (CONSORTIUM MEMBER BANK)



# BEMCO HYDRAULICS LIMITED

(CIN : U7190KA1007PLC080289)

Registered Office : Udyambag, Industrial Estate, BELGAUM - 590 001

Email : [info@bemcohydraulics.net](mailto:info@bemcohydraulics.net) Website : [www.bemcohydraulics.net](http://www.bemcohydraulics.net) Phone No. : 0837-2421880, Fax No. : 0837-2421881

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## Annual General Meeting Venue

REGISTERED OFFICE: UDYAMBAG, INDUSTRIES ESTATE, BELGAUM - 590 008 (KARNATAKA) INDIA

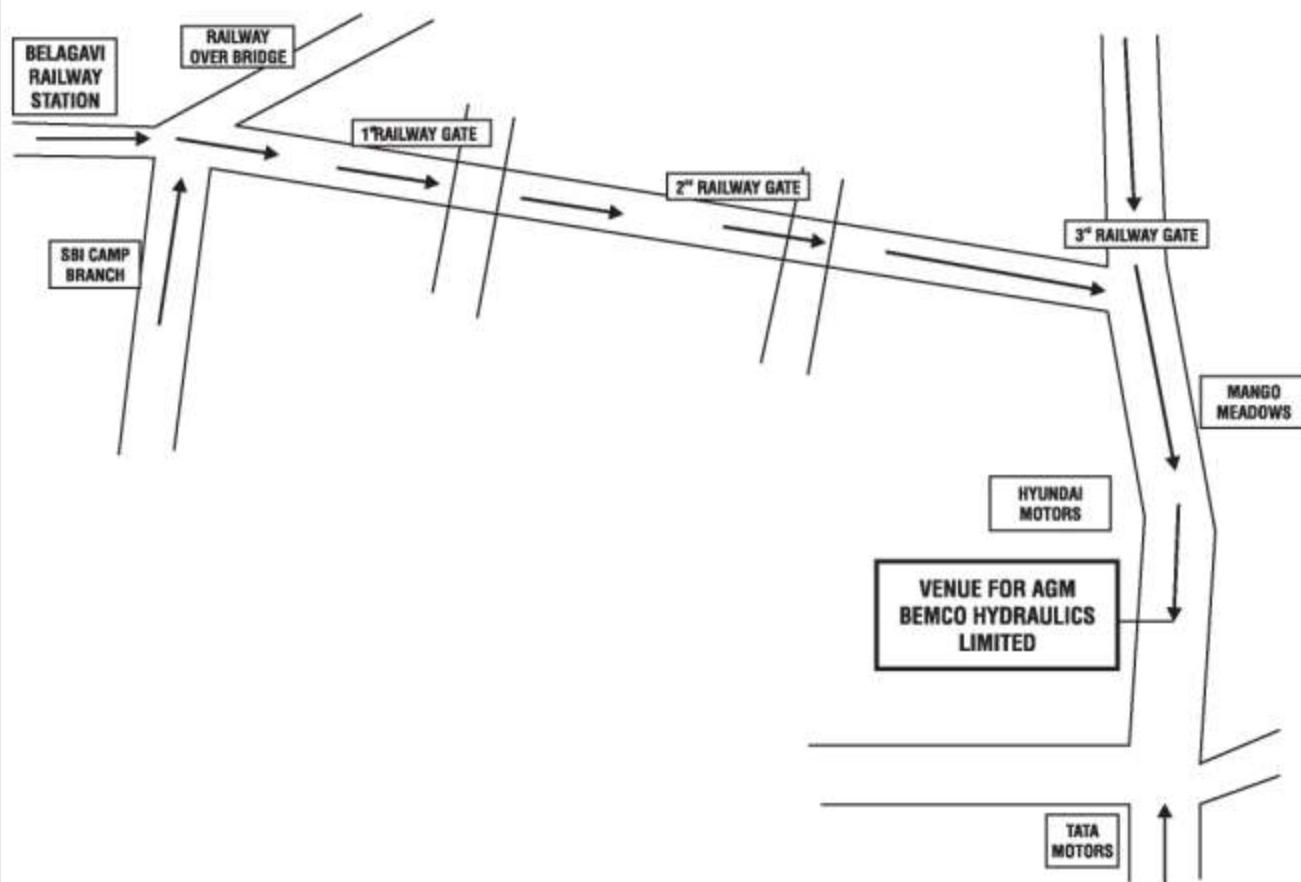
Date- 20<sup>th</sup> August 2020

Time- 3.30pm

### ROUTE MAP

#### ROUTE MAP

**LANDMARK :**  
**HYUNDAI MOTORS**  
KHANAPUR ROAD, UDYAMBAG,  
BELGAUM - 590 008





**BEMCO HYDRAULICS LIMITED**

(CIN: L51101KA1957PLC001283)

**Registered Office :** Udyambag, Industrial Estate, BELGAUM-590 008**Email:** [isc@bemcohydraulics.net](mailto:isc@bemcohydraulics.net) **Website :** [www.bemcohydraulics.net](http://www.bemcohydraulics.net)**Phone No.:** 0831-2441980, **Fax No.** 0831-2441263**NOTICE**

**NOTICE IS HEREBY GIVEN THAT THE SIXTY SECOND ANNUAL GENERAL MEETING OF THE MEMBERS OF BEMCO HYDRAULICS LIMITED WILL BE HELD AT THE REGISTERED OFFICE OF THE COMPANY AT UDYAMBAG, INDUSTRIAL ESTATE, BELGAUM- 590008 ON THURSDAY THE 20TH AUGUST, 2020 AT 3.30 P.M TO TRANSACT THE FOLLOWING BUSINESSES:**

**AS ORDINARY BUSINESS**

1. To consider and adopt the audited Standalone financial statement of the Company for the financial year ended March 31st, 2020, the reports of the Board of Directors and Auditors thereon.
2. To consider and adopt the audited consolidated financial statement of the Company for the financial year ended March 31st, 2020, the reports of Auditors thereon.
3. To declare dividend on 11% Cumulative Redeemable Preference shares, for the period from April 1, 2013 up to the date of redemption i.e. 31st March, 2020 as these shares were redeemed on 31st March 2020 and dividend in respect of these number of shares is in arrears from 1.4.2013 onwards.
4. To appoint a Director in place of Mr. Madan Mohan Mohta (DIN 00068884), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-election.
5. To appoint a Director in place of Smt. Urmila Devi Mohta (DIN 00068906), who retires by rotation at this Annual General Meeting and being eligible offers herself for re-election.

**AS SPECIAL BUSINESS**

6. Continuation of Directorship of Mrs. Urmila Devi Mohta (DIN: 00068906), as Non Executive Director of the Company, w.e.f 20th August, 2020.

To consider and if thought fit, to pass, the following resolution as Special Resolution.

RESOLVED THAT, pursuant to sub regulation 1(1A) of Regulation 17 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Including any statutory modification(s) and / or re-enactment(s) thereof for the time being in force) and other applicable laws, if any, approval of the members of the Company be and is hereby accorded by way of special Resolution for continuation of Directorship by Mrs. Urmila Devi Mohta (DIN: 00068906), as an Non Executive Director of the Company who would attained the age of 75 years on 01st October, 2020, the continuation of Directorship as an Non Executive Director shall be w.e.f 20th August, 2020.

RESOLVED FURTHER THAT, the Board of Directors and /or the Company Secretary, be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution, and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.

Place: Belgaum  
 Date: 29/06/2020

Registered Office:  
 Udyambag, Industrial Estate  
 BELGAUM-590008 (Karnataka)  
 CIN: L51101KA1957PLC001283  
 E-mail: [isc@bemcohydraulics.net](mailto:isc@bemcohydraulics.net)

By Order of the Board of Directors  
 For **BEMCO HYDRAULICS LIMITED**

**Amruta A. Tarale**  
 Company Secretary  
 ACS-42288  
 684, "SAVALI", Saraswati Nagar,  
 Ganeshpur Road, Belgaum-591108

**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE "MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIM AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

The instructions for filling, stamping, signing and or depositing Proxy:

No instrument of Proxy shall be valid unless it is signed by the members/s or by his /her attorney duly authorised in writing or in the case of body corporate, it is executed under its common seal, if any, or signed by its attorney duly authorised in writing, provided that an instrument of Proxy shall be sufficiently signed by any member who for any reason is unable to write his/her name, if his/her thumb impression is affixed thereto and attested by a Judge, Magistrate, Registrar or Sub-Registrar of assurances or Govt. Gazetted officers or any officer of nationalised bank.

Person appointed as the Proxy shall prove his/her identity at the time of attending the meeting and for the purpose such person shall carry proof of his/her identity via PAN Card, Voters ID or Aadhar Card, Driving Licences or Passport

2. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
3. Brief resume of Directors including those proposed to be appointed / re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated under Listing Regulations with the Stock Exchanges, are provided in the Corporate Governance Report forming part of the Annual Report.

4. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
5. Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.
6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.
8. Pursuant to Section 91(1) of The Companies Act 2013, the Company has notified closure of Register of Members and Share Transfer Books from (Wednesday) 05th August, 2020 to (Thursday) 20th August, 2020 (Inclusive of Both Days) for determining the names of members eligible for the purposes of Annual General Meeting.
9. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company / Registrar.
10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / Registrar.
11. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The nomination form can be downloaded from the Company's website [www.bemcohydraulics.net](http://www.bemcohydraulics.net) under the section 72 of the Companies Act, 2013
12. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to the Registrar, for consolidation into a single folio.
13. Non-Resident Indian Members are requested to inform Registrar, immediately of:
  - (a) Change in their residential status on return to India for permanent settlement.
  - (b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
14. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
15. Voting through electronic means:  
In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 62<sup>nd</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services Limited (CDSL):

**The instructions for shareholders voting electronically are as under:**

- I. The voting period begins on Monday the 17<sup>th</sup> August, 2020 and ends on Thursday the 20<sup>th</sup> August, 2020. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Thursday the 13<sup>th</sup> August, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter
- II. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- III. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- IV. Click on "Shareholders" tab.
- V. Now Enter your User ID:
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- VI. Next enter the Image Verification as displayed and Click on Login.
- VII. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company then your existing password is to be used.
- VIII. If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>● Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li> <li>● In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>
Dividend	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format)
Bank Details OR Date of Birth (DOB)	As recorded in your demat account or in the Company records in orders to login. <ul style="list-style-type: none"> <li>● If both the details are not recorded with the depository or Company please enter the member id/ folio number in the Dividend Bank Details field as mentioned in instruction (v)</li> </ul>

- IX. After entering these details appropriately, click on "SUBMIT" tab.
- X. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- XI. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- XII. Click on the EVSN for the relevant BEMCO HYDRAULICS LIMITED on which you choose to vote.
- XIII. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.



- XIV. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- XV. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- XVI. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- XVII. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- XVIII. If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- XIX. Note for Non – Individual Shareholders and Custodians.
- Non – Individual Shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to <https://www.evotingindia.com> and register themselves as Corporate.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- XX. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
- XXI. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- XXII. 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 remote e-voting as well as voting at the AGM through ballot paper.
- XXIII. Mr. S. R. Deshpande, Practicing Company Secretary (CP No. 01885) has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XXIV. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two 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.
- XXV. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company [www.bemcohydraulics.net](http://www.bemcohydraulics.net) and on the website of CDSL 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 Limited, Mumbai.

**M-voting**

Central Depository Services (India) Limited is pleased to announce the launch of **m-voting a mobile app** for m voting. This m-voting app enables Android based smart phone users to cast their vote on company resolutions even while they are on the move. M-voting can also be used for voting at the AGM/EGM venue. The m-voting app can be downloaded from Google play store for android based phones, while the users of iPhone and windows based phones can download the app from the app store and windows phone store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

CDSL is also pleased to introduce a single sign on facility for e-voting which enables clients of registered proxy advisory firms, depository participants and stock broker to vote directly from their registered login. Both facilities m-voting and single sign on, are currently been offered free of cost to the investors.

CDSL's internet based e-Voting Platform enables shareholders to vote online at a place and time of their convenience. The e-Voting Platform can be used to conduct voting at AGMs / EGMs (including Venue Voting), Postal Ballots and other meetings thus obviating the need for shareholders to be physically present at the venue of the meeting to participate in the decision making process of companies. To know more about e-Voting, visit [www.evotingindia.com](http://www.evotingindia.com).

**Go Green Initiative launched by the Ministry of Corporate affairs**

Members are requested to support the "Green Initiatives" by registering their Email address with the company, if not already done.

Those members who have changed their Email id are requested to register their new Email ID with the Company in case of the shares are held in physical form and with the depository participant where shares are held in demat mode.

Members holding in physical mode are also requested to register their email address with our Registrar and Transfer Agent **Adroit Corporate Services Pvt Ltd**, 19/20, Jaferbhoy Industrial Estate, 1st Floor, Makwana Road, Marol Naka, Andheri (E), Mumbai-400059 or Email: [info@adroitcorporate.com](mailto:info@adroitcorporate.com) such registration of email address may also be made with the Company at its registered office as per the address mentioned above or at the email id [isc@bemcohydraulics.net](mailto:isc@bemcohydraulics.net).

**THE FOLLOWING EXPLANATORY STATEMENTS SET OUT ALL MATERIAL FACTS RELATING TO RESOLUTIONS SET OUT IN THE NOTICE IN ACCORDANCE WITH SECTION 102 OF THE COMPANIES ACT, 2013.****Resolution No. 6:**

As per the provisions of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, Notified on 9<sup>th</sup> May, 2018, with effect from 01<sup>st</sup> April 2019 consent of the shareholders by way of Special Resolution shall be required for continuation of directorship of Non Executive Directors of the company who have attained the age of 75 years.

Mrs. Urmila Devi Mohta, Non Executive Director of the Company would be attaining the prescribed age limit on 01/10/2020, Special Resolution at Resolution NO. 6 is proposed for approval by the Shareholders of the Company.

Mrs. Urmila Devi Mohta originally joined the company as a Director of the company in the year 199 and after enactment of the Companies Act, 2013, she was formally appointed as Woman Director. She holds directorship in other private Companies too.

She has a vast experience and expertise in the field of general administration and she has been an asset to the Company and the board considers that her continued association would be of immense benefit to the company and it is desirable to continue to avail services of Mrs. Urmila Devi Mohta, the board recommends the continuation of Directorship of Mrs. Urmila Devi Mohta as Non Executive Director.

Mrs. Urmila Devi Mohta is related to Company's Managing Director Mr. Anirudh Mohta and Chairman Director Madan Mohan Mohta and belongs to promoter and promoter(s) Group of the Company.

Relevant details relating to continuation of Directorship of Mrs. Urmila Devi Mohta as required by the Act, Listing Regulations and Secretarial Standards issued by ICSI are provided in the Annexure A to the Notice.

Mrs. Urmila Devi Mohta is not disqualified from being appointed as a director in terms of section 164 of the act and has consented to act as director of the Company.



In the opinion of the Nomination and remuneration committee and the Board of Directors of the Company, Considering her seniority, role played by Mrs. Urmila Devi Mohta towards the growth of this Company and to reap the benefits of rich varied Experience, approval of shareholders is sought for continuation of Mrs. Urmila Devi Mohta as a Non Executive Director, Liable to retire by Rotation as set out in Resolution 6 of the Notice.

Other than Mr. Anirudh Mohta, Mr. Madan Mohan Mohta None of the Directors, Key managerial Personnel or their Relatives are concerned or interested in the proposed Special Resolution set out in Resolution 6 of the Notice.

Place: Belgaum  
 Date: 29<sup>th</sup> June, 2020

Registered Office:  
 Udyambag, Industrial Estate  
 BELGAUM-590008 (Karnataka)  
 CIN: L51101KA1957PLC001283  
 E-mail: [isc@bemcohydraulics.net](mailto:isc@bemcohydraulics.net)

By Order of the Board of Directors  
 For **BEMCO HYDRAULICS LIMITED**

**Amruta A. Tarale**  
**Company Secretary**  
**ACS-42288**  
 Address: 684, "SAVALI", Saraswati Nagar,  
 Ganeshpur Road, Belgaum-591108

### ANNEXURE A TO THE NOTICE

**Disclosure required under Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standards -2 of ICSI and Details of the Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting.**

Name of the Director	Shri Madan Mohan Mohta	Smt. Urmila Devi Mohta
Date of Birth	05.09.1939	01.10.1945
Date of Appointment	23.03.1991	30.05.1992
DIN	00068884	00068906
Nationality	Indian	Indian
Expertise in specific functional areas	Wide experience in Management, he was managing director till 31.03.2014.	Vast Management experience and a Woman Director.
Terms and Conditions of Appointment/ Re-appointment.	Reappointment for retire by rotation	Continuation of Directorship as Non executive Director and Reappointment for retire by rotation
Last Drawn Remuneration	Not Applicable	Not Applicable
Qualifications	B.Com	Matriculate
List of Public/ Private Companies in which outside Directorship held as on 31st March 2019.	<ul style="list-style-type: none"> <li>- Mohta Capital Pvt Ltd</li> <li>- Sri Ramachandra Enterprises Pvt Ltd</li> <li>- U.D. Finnvest Pvt Ltd</li> <li>- Bemco Precitech Pvt Ltd</li> <li>- U.D. Polyproducts Pvt Ltd</li> </ul>	<ul style="list-style-type: none"> <li>- Mohta Capital Pvt Ltd</li> <li>- Sri Ramachandra Enterprises Pvt Ltd</li> <li>- U.D. Finnvest Pvt Ltd</li> <li>- Bemco Precitech Pvt Ltd</li> <li>- U.D. Polyproducts Pvt Ltd</li> <li>- Bemco Fluidtechnik LLP</li> </ul>
Chairman/member of the Committees of the Public Companies on which he is a Director as on 31st March 2019.	NIL	NIL
No of Shares held	67183	208668
Relationship with any Director of the Company.	Father of Mr. Anirudh Mohta, Managing Director & Husband of Smt. Urmila Devi Mohta, Director.	Wife of Mr. Madan Mohan Mohta & Mother of Mr. Anirudh Mohta, Managing Director.
Chairman/ Member in the committees of the Boards of Companies	Member in Nomination and remuneration committee of the company	NIL
Number of meetings attended during the year	6	6

## BOARD'S REPORT

### To the Members,

The Directors have pleasure in presenting their 62<sup>nd</sup> Annual Report of the Company together with the Audited Statements of Accounts for the year ended 31<sup>st</sup> March, 2020 incorporating therein the consolidated financial statement covering the activities of its subsidiary BEMCO FLUIDTECHNIK LLP.

### 1. FINANCIAL SUMMARY/HIGHLIGHTS, OPERATIONS, STATE OF AFFAIRS:

[Read with Section 134 of the Companies Act 2013 and Rule 5 (i) of Cos (Accounts) Rules, 2014]

The financial statement for the year ended 31<sup>st</sup> March, 2020 of the company and its subsidiary are prepared with comparative data, in compliance with Ind AS.

(Rs. in lakhs)

Particulars	Standalone		Consolidated	
	2019-20	2018-19	2019-20	2018-19
Revenue From Operations	3200.56	4722.52	3242.78	4828.47
Other Income	58.38	72.95	53.32	71.89
Total Income	3258.94	4795.47	3296.11	4900.36
Profit/(loss) before exceptional items & tax	155.14	251.90	60.67	191.99
Exceptional Items	-	-	-	-
Profit/(loss) before tax	155.4	251.90	60.66	191.99
Tax Expense/(Credit) net	71.53	89.25	71.53	89.25
Profit / (Loss) for the period from continuing operations	83.81	162.66	-10.86	102.74
Other Comprehensive Income	-17.30	2.53	-17.30	2.53
Total Comprehensive Income/ (loss) for the period	66.23	165.19	-28.19	105.27

#### Standalone

The company has achieved turnover of Rs. 3258.94 Lakhs as against Rs. 4795.47 Lakhs for the previous year. The Total comprehensive income for the year works out to Rs. 66.23 Lakhs as against Rs. 165.19 Lakhs of the previous year.

#### Consolidated

The consolidated statement of Bemco Hydraulics Limited with Bemco Fluidtechnik LLP is reproduced in brief. The consolidated turnover was Rs. 3296.11/-Lakhs as against Rs. 4900.36/- Lakhs for the previous year. The consolidated Total comprehensive loss for the year is of Rs. -28.19/- Lakhs as against income of Rs. 105.27/- lakhs for the previous year.

### 2. EVENTS SUBSEQUENT TO THE DATE OF FINANCIAL STATEMENTS:

Subsequent to the date of Financial Statements (i.e. after 31<sup>st</sup> March 2020) no significant event has occurred.

### 3. CHANGE IN THE NATURE OF BUSINESS:

During the year under operation there was no change in the nature of business.

### 4. SHARE CAPITAL

The Equity Share capital of company remain same i.e. Rs. 2,18,67,000/-. The Board had allotted 20,000/- 11%, Cumulative Redeemable Preference Shares of Rs. 100/- each amounting to Rs. 20,00,000/- on 30<sup>th</sup> September 2005 which are redeemed on 31<sup>st</sup> March 2020 and accordingly the revised preference share capital is Rs. 3,00,00,000/- and the revised total paid up capital of the company amounts to Rs. 5,18,67,000/-

### 5. DIVIDEND:

#### Equity Shares:

As the company's profit amounts to Rs.83.61/- lakhs the board decided to set off past accumulated losses and therefore no dividend is proposed for the financial year 2019-20.

#### Preference Shares:

The Board in the 47<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September, 2005 had allotted 20,000, 11% Cumulative Redeemable Preference Shares of Rs.100/- each which were due for redemption at par 31<sup>st</sup> March,2020. The dividend on these shares was in arrears from the financial years 2013-14. The company has already paid the principle amount to the preference shareholder on 31<sup>st</sup> March, 2020. The company has set off all the past accumulated losses and accordingly, the Company is now eligible to declare dividend. Therefore, the Board has decided to pay the 11% preference dividend for the financial years 2013-14 till 2019-20 which amounts to an outflow of Rs. 15,40,000/-, to the preference shareholder after taking approval of members in the forthcoming Annual General Meeting.

The Board wishes to explain that the dividend on 20,000 equity shares is now being declared and paid because these shares are now redeemed in accordance with the terms of issue, but then the Company is unable to declare and pay the dividend on 3,00,000 redeemable preference shares on account of inadequacy of profits.

F. Y. ended on	No. of Preference Shares	Amount of Dividend in Rs.
31 <sup>st</sup> March 2018	3,20,000	1,67,20,000/-
31 <sup>st</sup> March 2019	3,20,000	2,11,20,000/-
31 <sup>st</sup> March 2020	3,00,000	2,31,08,000/-

These preference shares are held by the promoters themselves as borne by the list of preference share holders as under:

1. MOHTA CAPITAL PRIVATE LIMITED
2. U D FINNVEST PRIVATE LIMITED
3. SRI RAMACHANDRA ENTERPRISES PRIVATE LIMITED

In view of the above, Company is carrying the above amount as Liability towards Dividend on Preference Shares

As no Dividend is paid on 3,00,000 preference shares for F. Y. 2015-16, 2016-17, 2017-18, 2018-19 and also for F Y 2019-20, the Preference Share holders would get voting rights on par with equity share holders, in terms of the provisions of Section 47 of the Companies Act 2013 on and after the forthcoming AGM.

**6. DIRECTORS AND KEY MANAGERIAL PERSONNEL :**

There is no change in the composition of Board of Directors of the Company during the year under report :

**DIRECTORS**

- |                           |   |
|---------------------------|---|
| 1. Mr. M. M. MOHTA        | - Chairman – Non Executive              |
| 2. Mr. ANIRUDH MOHTA      | - Managing Director – Executive         |
| 3. Mrs. URMILA DEVI MOHTA | - Director – Non Executive              |
| 4. Mr. R. M. SHAH         | - Director – Independent Non- Executive |
| 5. Mr. N. K. DAGA         | - Director – Independent Non- Executive |
| 6. Mr. DILIP CHANDAK      | - Director – Independent Non- Executive |

**KEY MANAGERIAL PERSONNEL – KMP**

- |                                |                         |
|--------------------------------|-------------------------|
| 1. MR. ANIRUDH MOHTA           | - Managing Director     |
| 2. MR. VIJAY BHUJANG SAMBREKAR | - Chief Finance Officer |
| 3. MS. AMRUTA A. TARALE        | - Company Secretary     |

**7. COMPOSITION OF COMMITTEES:****a. AUDIT COMMITTEE**

Chairman:  
Other Members:

Mr. Dilip Chandak - Independent Director  
Mr. R. M. Shah - Independent Director  
Mr. N. K. Daga - Independent Director  
Mr. Anirudh Mohta - Managing Director

**b. NOMINATION AND REMUNERATION COMMITTEE**

Chairman:  
Other Members:

Mr. R. M. Shah - Independent Director  
Mr. Dilip Chandak - Independent Director  
Mr. N. K. Daga - Independent Director  
Mr. Madan Mohan Mohta - Non Executive Director

**c. STAKE HOLDERS RELATIONSHIP COMMITTEE**

Chairman:  
Other Members:

Mr. Dilip Chandak - Independent Director  
Mr. Anirudh Mohta - Managing Director  
Mrs. Urmila Devi Mohta - Non Executive Director  
Mr. R. M. Shah - Independent Director

**d. COMMITTEE FOR PREVENTION OF SEXUAL HARASSMENT OF WOMAN AT WORKPLACE/ INTERNAL COMPLAINTS COMMITTEE**

Chairman:  
Other Members:

Ms. Kirti Ramchandra Devale - Company Employee  
Mrs. Madhuri Kulkarni - Company Employee  
Ms. Amruta Tarale - Company Employee

**8. STATUTORY DISCLOSURE UNDER COMPANIES ACT, 2013 (PURSUANT TO SECTION 134(3) OF THE COMPANIES ACT, 2013 READ WITH COMPANIES (ACCOUNTS) RULES 2014)**

	ANNEXURE	PAGE NO
a. Extract of annual return- Form MGT-9	ANNEXURE- I	9
b. Number of meetings of the board	ANNEXURE- II	13
c. a. Directors responsibility Statement b. details in respect of fraud reported by auditors under sub section (12) of section 143 other than those which are reportable to the central government	ANNEXURE- II	13
d. A statement on declaration given by independent directors under sub-section (6) of section 149.	ANNEXURE- III	14
e. Companies policy on directors appointment and remuneration including criteria for determining qualifications, positive attributes, independence of directors and other matters provided under sub- section (3) of section 178 Ratio of remuneration to each directors	ANNEXURE- III	14
f. Qualification and remarks	ANNEXURE- IV	15
g. Particulars of loan, guarantees or investment under section 186.	ANNEXURE- IV	15
h. Particulars of Subsidiary Company AOC-1	ANNEXURE- V	17
i. Particulars of contracts or arrangement with related parties referred to in Sub-section 1 of section 188- AOC-2	ANNEXURE- VI	18
j. The conservation of energy technology absorption, foreign exchange earnings and outgo.	ANNEXURE- VII	20
k. A statement indicating development and implementation of a risk management Policy for the company including identification therein of elements of risk, if any which in the opinion of the board may threaten the existence of the company.	ANNEXURE- VIII	21
l. The details of the policy developed and implemented by the company on corporate social responsibilities taken during the year.	ANNEXURE- VIII	21
m. A statement indicating the manner in which formal annual evaluation has been made by the board of its own performance and that of its committees and individual directors.	ANNEXURE- VIII	21
n. The state of the companies affairs Material changes and commitments if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relates and the date of the Company.	MANAGEMENT DISCUSSION AND ANALYSIS REPORT	22



# 9. DISCLOSURE PURSUANT TO SECTION 22 OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013.

At Bemco, all employees are of equal value. There is no discrimination between individuals at any point on the basis of race, colour, gender, religion, political opinion, national extraction, social origin, sexual orientation or age.

At Bemco every individual is expected to treat his/her colleagues with respect and dignity. This is enshrined in values and in the Code of Ethics & Conduct of Bemco. The Direct Touch (Whistle-Blower & Protection Policy) Policy provides a platform to all employees for reporting unethical business practices at workplace without the fear of reprisal and help in eliminating any kind of misconduct in the system. The Policy also includes misconduct with respect to discrimination or sexual harassment.

The Company also has in place 'Prevention of Sexual Harassment Policy'. This Anti-Sexual Harassment Policy of the Company is in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. All employees (permanent, contractual, temporary and trainees) are covered under this policy. An Internal Complaints Committee (ICC) is in place to redress complaints received regarding sexual harassment. There were no complaints before the ICC during the financial year 2019-20 as borne out by following table.

Sl. No.	No. of cases filed under the Act before the internal committee	No. of disposal under the Act
	NIL	NIL

# 10. STATUTORY AUDITOR

The members at the 59<sup>th</sup> Annual General meeting of the company held on 28<sup>th</sup> September, 2017 had appointed M/s. S Jaykishan, a partnership firm of Chartered Accountants (Firm Registration number 309005E) as the statutory auditors of the Company to hold office for a period of five consecutive years i.e. from the conclusion of the said Annual General Meeting until the conclusion of 64<sup>th</sup> Annual General Meeting of the Company to be held in 2022.

# 11. AUDIT REPORTS

The audit conducted by M/s S. Jaykishan, a firm of Chartered Accountants, (Firm Registration No. 309005E) for financial year 2019-20 does not contain any qualification, reservation or adverse remark. The Auditors' Report is enclosed with the financial statements in this Annual Report and it is self explanatory.

# 12. SECRETARIAL AUDIT:

Pursuant to the provisions of Section 204 of the Act and the rules made there under, the Company in the board meeting held on 20<sup>th</sup> May, 2019 had appointed M/s SDR & ASSOCIATES, a Firm of Practicing Company Secretaries to undertake the Secretarial Audit of the Company for the year ended 31<sup>st</sup> March, 2020. The Secretarial Audit Report issued in this regard is enclosed to this Report.

# 13. INTERNAL AUDIT:

In the Board of Directors meeting held on 20<sup>th</sup> May, 2019, M/s A. C. Bhuteria were appointed to undertake internal audit of the Company for the financial year ending 31<sup>st</sup> March, 2020, as required under section 138 read with rule 13 of companies (Accounts) Rules, 2014. The internal audit report given by the auditor does not contain any qualification remark.

# 14. DISCLOSURE ABOUT COST AUDIT

In pursuance of Section 148 of Companies Act 2013 read with Rule 5(1) of Companies (Cost Record and Audit) Amendment Rules 2014. Mr Umesh Kini, Cost Accountant was appointed to carry out cost compliance certification for the financial year 2019-20. The Company is not covered by Cost Audit, nonetheless, the company is maintaining Cost Records on routine basis and the Company obtains Cost Compliance report from a practicing Cost Accountant as a matter of good corporate practice and to instill cost consciousness at all level of operations.

# 15. RELATED PARTY TRANSACTIONS

All Related Party Transactions that were entered into during the financial year under review were on an arm's length basis and in the ordinary course of business and are in compliance with the applicable provisions of the Act and the Listing Regulations. There were no materially significant Related Party Transactions made by the Company during the year that required shareholders' approval under Regulation 23 of the Listing Regulations. All Related Party Transactions are placed before the Audit Committee for prior approval. Prior omnibus approval of the Audit Committee is obtained for the transactions which are repetitive in nature or when the need for them cannot be foreseen in advance. None of the transactions entered into with related parties falls under the scope of Section 188(1) of the Act. Details of transactions with related parties as required under Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 are given in Annexure -VI in Form AOC-2 and forms part of this Report. The Company has adopted a Policy for dealing with Related Party Transactions. The Policy as approved by the Board may be viewed on the Company's website at [www.bemcohydraulics.net](http://www.bemcohydraulics.net).

# 16. CORPORATE GOVERNANCE AND SHAREHOLDERS INFORMATION:

As per regulation 15 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 preparation of Corporate governance report is not applicable to our company as it does not fall under the criteria laid down in regulation 25 of SEBI (Listing Obligations and disclosure Requirements) Regulations, 2015 i.e. our company's paid up share capital is not exceeding Rupees ten crore and net worth is not exceeding Rupees twenty five crores as on the last date of previous financial year, but as a good ethical practice BEMCO continues to follow corporate Governance practices and a report on corporate governance is uploaded on our website [www.bemcohydraulics.net](http://www.bemcohydraulics.net).

# 17. VIGIL MECHANISM:

The Vigil Mechanism acts as an additional internal element of the Company's compliance and integrity policies. All employees, directors, vendors, suppliers, dealers and consultants, including auditors and advocates who are associated with BEMCO can raise concerns regarding malpractices and events which may negatively impact the company. Vigil Mechanism has been established under the supervision of the Chief financial Officer and the Company Secretary of the Company. The Audit Committee, and the company secretary reviews the working of the Vigil Mechanism from time to time and make suggestions, if needed. The Vigil protects the whistle blower against victimization for the disclosures made by him/her and ensures complete confidentiality of the whistle blower identity and the information provided by him/her. The investigation is conducted honestly, neutrally and in an unbiased manner. The subject or other involved persons in relation with the protected disclosure are also given an opportunity to be heard. Strict disciplinary actions are taken against anyone who conceals or destroys evidences related to protected disclosures made under this mechanism. The company has adopted a policy on whistle blower and vigil mechanism where the policy also provides for direct access to the chairperson of the Audit Committee in appropriate or exceptional cases. The policy on whistle blower and vigil mechanism is also uploaded on the company's website [www.bemcohydraulics.net](http://www.bemcohydraulics.net)

**18. SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS:**

No regulatory authority has passed any orders having material impact on the Company.

**19. DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS:**

There are sound internal controls commensurate with nature and size of the Company that have been incorporated in the Policy to detect the financial discrepancies well in time. Key policies are defined, understood and enforced. Operating procedures are clearly defined; detailed and harmonized procedures are available across the organization. Several controls are preventive in nature and automated. All stakeholders are aware of their roles and responsibilities with respect to processes and controls. The culture of compliance with laid down guidelines and procedures is evident through the actions and behavior of individuals and teams. The Management Information System ensures that adequate and accurate information is available for reporting and decision making. The Audit committee also evaluates the operating effectiveness of Internal Financial Control systems.

**Moreover:**

- Internal Audit is carried out at regular intervals by an Independent Chartered Accountant, who submits his report to the Audit Committee and Board
  - Statutory Auditors carry out the verification of Books on every Quarter before submitting their Limited Review Report
- Board is prompt in maintaining the adequacy of Internal Financial Controls with reference to the Financial Statements

**20. LISTING WITH STOCK EXCHANGE:**

The Company has paid the Annual Listing Fees for the year 2019-20 to Bombay Stock Exchange where the Company's Shares are listed.

**21. GO GREEN INITIATIVE**

Members are requested to support the "Green Initiatives" by registering their Email address with the company, if not already done.

Those members who have changed their Email id are requested to register their new Email ID with the Company in case of the shares are held in physical form and with the depository participant where shares are held in demat mode.

Members holding in physical mode are also requested to register their email address with our Registrar and Transfer Agent **Adroit Corporate Services Pvt Ltd**, 19/20, Jaferbhoy Industrial Estate, 1st Floor, Makwana Road, Marol Naka, Andheri (E), Mumbai-400059 or Email: [info@adroitcorporate.com](mailto:info@adroitcorporate.com) such registration of email address may also be made with the Company at its registered office as per the address mentioned above or at the email id [isc@bemcohydraulics.net](mailto:isc@bemcohydraulics.net)

**22. ACKNOWLEDGEMENTS**

The Directors wish to place on record their appreciation for the sincere services rendered by employees of the Company at all levels. Your Directors also wish to place on record their appreciation for the valuable co-operation and support received from the Government, the Banks/ Financial Institutions and other stakeholders such as, shareholders, customers and suppliers, among others. The Directors also commend the continuing commitment and dedication of the employees at all levels, which has been critical for the Company's success. The Directors look forward to their continued support in future.

Date - 29/06/2020  
 Place - BELGAUM

**M.M. MOHTA**  
 Chairman  
 DIN-00068884  
 2 Mohanam, 10th Cross,  
 Bhagya Nagar,  
 Belgaum, 590006, Karnataka.

**ANIRUDH MOHTA**  
 Managing Director  
 DIN-00065302  
 2 Mohanam, 10th Cross,  
 Bhagya Nagar,  
 Belgaum, 590006, Karnataka.

**ANNEXURE-I****FORM NO. MGT 9****EXTRACT OF ANNUAL RETURN**

As on the financial year ended on 31.03.2020

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

**I. REGISTRATION & OTHER DETAILS:**

i) CIN	L51101KA1957PLC001283
ii) Registration Date	14/03/1957
iii) Name of the Company	<b>BEMCO HYDRAULICS LIMITED</b>
iv) Category / Sub category of the Company	Public Company/ Limited by Shares
v) Address of the Registered Office and contact details Address Town/City State Pin Code: Country Name: Country Code Telephone (With STD Area Code Number) Fax Number Email Address Website	Udyambag, Industrial Estate BELGAUM KARNATAKA 590008 INDIA 091 0831-2441980 2441263 <a href="mailto:finance@bemcohydraulics.net">finance@bemcohydraulics.net</a> <a href="http://www.bemcohydraulics.net">www.bemcohydraulics.net</a>
vi) Whether shares listed on recognized Stock Exchanges(s)	YES
vii) Name, Address & contact details of Registrar & Transfer Agent, if any; Registrar & Transfer Agents (RTA):- Address Town/City State Pin Code: Telephone (With STD Area Code Number) Fax Number Email Address	ADROIT CORPORATE SERVICES PVT LTD 17-20, Jalebhoy Industrial Estate, Makwana Road, Marol Naka, Andheri(E) MUMBAI MAHARASHTRA 400059 022-42270400 022-28503748 <a href="mailto:info@adroitcorporate.com">info@adroitcorporate.com</a>

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Hydraulics Press	8462	69%
2	Hydraulic Equipments	8425	10%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

S. No.	Name and address of the Company	LLPIN	Holding/ Subsidiary/ Associate	% of Contribution held	Applicable Section
1	BEMCO FULIDTECHNIK LLP	AAI-6810	Subsidiary	65.00%	2(87)

**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 31-March-2019]				No. of Shares held at the end of the year [As on 31-March-2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
(1) Indian									
a) Individual/ HUF									
b) Central Govt									
c) State Govt(s)									
d) Bodies Corp.	12,18,703		12,18,703	55.73%	12,18,703		12,18,703	55.73%	0.00%
e) Banks / FI									
f) i) Directors Relatives	35,456		35,456	1.62%	35,456		35,456	1.62%	0.00%
ii) Directors	3,79,111		3,79,111	17.34%	3,79,111		3,79,111	17.34%	0.00%
<b>Sub Total (A) (1)</b>	<b>16,33,270</b>		<b>16,33,270</b>	<b>74.69%</b>	<b>16,33,270</b>		<b>16,33,270</b>	<b>74.69%</b>	<b>0.00%</b>
(2) Foreign									
a) NRI Individuals									
b) Other Individuals									
c) Bodies Corp.									
d) Any other									
<b>Sub Total (A) (2)</b>									
<b>TOTAL (A)</b>	<b>16,33,270</b>		<b>16,33,270</b>	<b>74.69%</b>	<b>16,33,270</b>		<b>16,33,270</b>	<b>74.69%</b>	<b>0.00%</b>





# BEMCO HYDRAULICS LTD.

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<b>B. Public Shareholding</b>									
1. Institutions									
a) Mutual Funds									
b) Banks / FI									
c) Central Govt	88		88						
d) State Govt(s)									
e) Venture Capital Funds									
f) Insurance Companies									
g) FIs									
h) Foreign Venture Capital Funds									
i) Others (specify)									
<b>Sub-total (B)(1):-</b>	<b>88</b>		<b>88</b>						
2. Non-institutions									
a) Bodies Corp.									
i) Indian	152,580	1,500	154,080	7.18%	152,099	1,500	153,599	7.02%	0.16%
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	116,845	175,918	292,763	13.39%	116,806	172,968	289,774	13.25%	0.14%
ii) Individual shareholders holding nominal share capital in excess of Rs 1lakh	100,000		100,000	4.57%	103,350		103,350	4.72%	0.15%
c) Others Clear Mem	1		1	0.00%					
Non Resident Indians	825		825	0.03%	1,027		1,027	0.04%	0.01%
Corporate Bodies									
Foreign Nationals									
Clearing Members									
Trusts									
Directors	5,673		5,673	0.25%	5,680		5,680	0.26%	0.01%
Foreign Bodies - D R									
<b>Sub-total (B)(2):-</b>	<b>375,924</b>	<b>177,418</b>	<b>553,342</b>	<b>25.30%</b>	<b>378,962</b>	<b>174,468</b>	<b>553,430</b>	<b>25.31%</b>	<b>0.00%</b>
<b>Total Public (B)</b>	<b>376,012</b>	<b>177,418</b>	<b>553,430</b>	<b>25.31%</b>	<b>378,962</b>	<b>174,468</b>	<b>553,430</b>	<b>25.31%</b>	<b>0.00%</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>									
<b>Grand Total (A+B+C)</b>			<b>2,186,700</b>	<b>100.00%</b>			<b>2,186,700</b>	<b>100.00%</b>	<b>0.00%</b>

## ii) Shareholding of Promoter

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1	ANANYA ANIRUDH MOHTA	16,728	0.78%		16,728	0.78%	-	0.00%
2	ANIRUDH MOHTA	1,03,260	4.27%	-	1,03,260	4.27%	-	0.00%
3	MADAN MOHAN MOHTA	18,728	0.86%	-	18,728	0.86%	-	0.00%
4	MADAN MOHAN PREM RATAN MOHTA	67,183	3.07%	-	67,183	3.07%	-	0.00%
5	MOHTA CAPITAL PVT LTD	6,65,606	30.44%	3,80,606.00	6,65,606	30.44%	3,80,606.00	0.00%
6	SRI RAMCHANDRA ENTERPRISES (P) LTD	3,34,897	15.31%	1,99,897.00	3,34,897	15.31%	1,99,897.00	0.00%
7	U D FINNVEST PVT LTD	2,18,400	9.99%	75,707.00	2,18,400	9.99%	75,707.00	0.00%
8	URMILA DEVI MOHTA	2,08,668	9.54%	-	2,08,668	9.54%	-	0.00%

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

Sl No.	Shareholder's Name	Shareholding		Date	Increase/ (Decrease) in shareholding	Reason	Cumulative Shareholding during the year	
		No of Shares at the beginning (01.04.2019)/ end of the year (31.03.2020)	% of total Shares of the Company				No of Shares	% of total Shares of the Company
	NIL							

**BEMCO HYDRAULICS LTD.****62<sup>ND</sup> ANNUAL REPORT 2019-2020****iv) Shareholding Pattern of top ten Shareholders**

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

Sl No.	Shareholder's Name	Shareholding		Date (*)	Increase/ (Decrease) in shareholding	Reason	Cumulative Shareholding during the year	
		No of Shares at the beginning (01.04.2019)/ end of the year (31.03.2020)	% of total Shares of the Company				No of Shares	% of total Shares of the Company
1	Sungrace Finvest Pvt Ltd	149,657 149,657	6.84% 6.84%			NIL movement during the year		6.84%
2	Harsha Hitesh Javeri	50,000 53,350	2.28% 2.44%	30.08.2019 25.10.2019 17.01.2020 14.02.2020	2182 550 268 350	BUY	52,182 52,732 53,000 53,350	2.39% 2.41% 2.42% 2.44%
3	Harsha Hitesh Javeri	50,000 50,000	2.28% 2.28%	26.05.2018	2000	NIL movement during the year		2.28%
4	Mitali Hitesh Javeri	14,643 15,000	0.68% 0.68%	03.01.2020	357	BUY	15,000	0.68%
5	Ami Hitesh Javeri	12,130 13,500	0.55% 0.60%	03.01.2020 17.01.2020	980 390	BUY BUY	13,110 13,500	0.60% 0.60%
6	Ramesh Shah	5,680 5,680	0.26% 0.26%			NIL movement during the year		0.26%
7	G C Jha	3,466	0.16%			NIL movement during the year		0.16%
8	Basant Kumar Mohla	2,500	0.11%			NIL movement during the year		0.11%
9	Piyush Rajnikant Shah	2,408	0.11%			NIL movement during the year		0.11%
10	Deepa Hitesh Shah	2,001	9.00%			NIL movement during the year		9.00%

**v) Shareholding of Directors and Key Managerial Personnel:**

Sl No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding		Cumulative Shareholding during the year	
		No of Shares at the beginning (01.04.2019)/ end of the year (31.03.2020)	% of total Shares of the Company	No of Shares at the end of the year	% of total Shares of the Company
1	Madan Mohan Mohla	67,183 67,183	3.07% 3.07%	67,183	3.07%
2	Anirudh Mohla	103,260 103,260	4.72% 4.72%	103,260	4.72%
3	Urmila Devi Mohla	208,668 208,668	9.54% 9.54%	208,668	9.54%
4	R M Shah	5,673 5,680	0.25% 0.26%	5,680	0.26%
5	Dilip Chandak	-	-	-	0.00%
6	N K Daga	-	-	-	0.00%
7	Vijay Sambrekar	-	-	-	0.00%
8	Amruta Ashok Tarale	-	-	-	0.00%


**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**
**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

S. No.	Particulars of Remuneration	Name of MD/WTD/ Manager Name Designation	Total Amount (₹)
		Anirudh Mohta Managing Director	
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	68,00,100/- 68,00,100/- -	68,00,100/- 68,00,100/- -
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission - as % of profit - others, specify	- - -	- - -
5	Others, please specify - Retirement Benefits	-	-
	Total (A)	68,00,100/-	68,00,100/-
	Ceiling as per the Act	84,00,000/-	84,00,000/-

**B. Remuneration to other Directors**

Sl No.	Particulars of Remuneration	Name of Directors					Total Amount (₹)
		Madan Mohan Mohta	Urmila Devi Mohta	Ramesh M Shah	Dilip P Chandak	Naval K Daga	
1	Independent Directors Fee for attending board committee meetings Commission Others, please specify	- - -	- - -	6,000 - -	6,000 - -	6,000 - -	18,000 - -
	Total (1)	-	-	6,000	6,000	6,000	18,000
2	Other Non-Executive Directors Fee for attending board committee meetings Commission * Others	- 6,000 -	- 6,000 -	- - -	- - -	- - -	- 12,000 -
	Total (2)	6,000	6,000	-	-	-	12,000
	Total (B)=(1+2)	6,000	6,000	6,000	6,000	6,000	30,000
	Total Managerial Remuneration	-	-	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-	-	N.A.

**C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD**

S. No.	Particulars of Remuneration	Name of Key Managerial Personnel Name Designation	
		Vijay Bhujang Sambrekar CFO	Amruta Ashok Tarale CS
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	695,190.00 - -	518,080.00 - -
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission - as % of profit - others, specify	- - -	- - -
5	Others, please specify	-	-
	Total	695,190.00	518,080.00



**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

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

Date - 29/06/2020  
Place - BELGAUM

**M. M. MOHTA**  
Chairman  
DIN-00068884  
2 Mohanam, 10th Cross,  
Bhagya Nagar,  
Belgaum, 590006, Karnataka.

**ANIRUDH MOHTA**  
Managing Director  
DIN-00065302  
2 Mohanam, 10th Cross,  
Bhagya Nagar,  
Belgaum, 590006, Karnataka

**ANNEXURE-II**

(Annexure to director's report- statutory Disclosures)

**NUMBER OF MEETINGS OF THE BOARD**

During the financial year under review, 6(Six) Board Meetings were held &amp; the details of Board Meetings are given below:

Sr.No	Date of Meeting	Board Strength	No. of Directors Present
1	20/05/2019	6	6
2	19/06/2019	6	4
3	14/08/2019	6	6
4	13/09/2019	6	6
5	13/11/2019	6	6
6	10/02/2020	6	6

**DIRECTOR'S RESPONSIBILITY STATEMENT:**

In pursuance of section 134 (5) of the Companies Act, 2013, the Directors hereby confirm that:

- in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- 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 of the company for that period;
- the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- the directors had prepared the annual accounts on a going concern basis;
- 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
- 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

Date - 29/06/2020  
Place - BELGAUM

**M. M. MOHTA**  
Chairman  
DIN-00068884  
2 Mohanam, 10th Cross,  
Bhagya Nagar,  
Belgaum, 590006, Karnataka.

**ANIRUDH MOHTA**  
Managing Director  
DIN-00065302  
2 Mohanam, 10th Cross,  
Bhagya Nagar,  
Belgaum, 590006, Karnataka

## ANNEXURE-III

(Annexure to director's report- statutory Disclosures)

## DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS:

The Company has received necessary declaration from each Independent Director of the Company confirming that, they meet the criteria of Independence as prescribed both under Section 149(6) of the Companies Act 2013 read with Schedule IV of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.

## POLICY FOR SELECTION AND APPOINTMENT OF NON EXECUTIVE DIRECTORS AND THEIR REMUNERATION

## CRITERIA OF SELECTION OF NON EXECUTIVE DIRECTORS

The Non Executive Directors shall be of high integrity with relevant expertise and experience so as to have a diverse Board with Directors having expertise in the fields of manufacturing, marketing, finance, taxation law, governance and general management.

The A&R Committee shall ensure that the candidate identified for appointment as a Director is not disqualified for appointment under section 164 of the Companies Act, 2013. The A&R Committee shall consider the following attributes/ criteria, whilst recommending to the Board the candidature for appointment as Director:

- Qualification, expertise and experience of the Directors in their respective fields
- Personal, Professional or business standing
- Diversity of the Board.

In case of re-appointment of Non Executive Directors, the Board shall take into consideration the performance evaluation of the Director and his engagement level

## REMUNERATION

The Non Executive Directors shall be entitled to receive remuneration by way of sitting fees, reimbursement of expenses for participation in the Board Meetings.

A Non Executive Director shall be entitled to receive sitting fees for each meeting of the Board attended by him, of such sum as may be approved by the Board of Directors within the overall limits prescribed under the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

## REMUNERATION POLICY FOR THE DIRECTORS, SENIOR MANAGEMENT, AND EMPLOYEES.

In determining the remuneration of the Senior Management Employees (i.e KMPs NA Executive Committee Members) and N&R Committee shall ensure the relationship of remuneration and performance benchmark is clear.

The Managing Director will carry out the individual performance review based on the standard appraisal matrix and shall take into account the appraisal score card and other factors mentioned herein- above, whilst recommending the annual increment and performance incentive to the N & R Committee for its review and approval.

## Ratio of Remuneration

(i) the ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year;	Only Mr. Anirudh Mohta – MD is remunerated and Ratio of his Remuneration to that of the median remuneration of the Employees of the Company works out to 1				
(ii) the percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;	Name	Designation	2019-20	2018-19	Incr. %
	Anirudh Mohta	MD	68,00,100/-	59,21,742/-	14.83%
	Amruta Tarale	CS	5,18,080/-	5,01,743/-	3.3%
	Vijay Sambrekar	CFO	6,95,190/-	6,71,230/-	3.6%
(iii) the percentage increase in the median remuneration of employees in the financial year;	2018-19	2019-20		Incr. %	
	128400	155141		20.83	
(iv) the number of permanent employees on the rolls of company;	295				
(v) average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;	1. Average Percentile Increase already made in the salaries of employees other than managerial in the last Financial year = 27.15% 2. percentile increase in the managerial remuneration = 12.56%				
(vi) the key parameters for any variable component of remuneration availed by the directors;	Not Applicable				
(vii) Affirmation that the remuneration is as per the remuneration policy of the company.	Remuneration paid to all Employees is in accordance with the Remuneration Policy				

## STATEMENT SHOWING DETAILS OF EMPLOYEES OF THE COMPANY:

<ol style="list-style-type: none"> <li>designation of the employee;</li> <li>remuneration received;</li> <li>nature of employment, whether contractual or otherwise;</li> <li>qualifications and experience of the employee;</li> <li>date of commencement of employment;</li> <li>the age of such employee;</li> <li>the last employment held by such employee before joining the company;</li> <li>the percentage of equity shares held by the employee in the company within the meaning of clause (iii) of sub-rule (2) above; and</li> <li>whether any such employee is a relative of any director or manager of the company and if so, name of such director or manager;</li> </ol> <p>The employee, if employed throughout the financial year, was in receipt of remuneration for that year which, in the aggregate, was not less than sixty lakh rupees;</p> <p>The employee, if employed for a part of the financial year, was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than five lakh rupees per month;</p> <p>The employee, if employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company.</p>	<p>None of the Employee of the Company including Managing Director is in receipt of Remuneration exceeding Rs. one crore and two Lakhs per annum or at the said rate for any part of the year.</p>
--	--

Date - 29/06/2020  
Place - BELGAUM

**M. M. MOHTA**  
Chairman  
DIN-00068884  
2 Mohanam, 10th Cross,  
Bhagya Nagar,  
Belgaum, 590006, Karnataka.

**ANIRUDH MOHTA**  
Managing Director  
DIN-00065302  
2 Mohanam, 10th Cross,  
Bhagya Nagar,  
Belgaum, 590006, Karnataka

## ANNEXURE-IV

(Annexure to director's report- statutory Disclosures)

## QUALIFICATIONS IN AUDIT REPORTS

Explanations or comments by the Board on every qualification, reservation or adverse remark or disclaimer made —

By the Statutory Auditor in his report:	NIL
By the Secretarial Auditor in their Secretarial Audit report:	<b>Board's explanation</b>
<b>Secretarial Audit observation</b> The Board after obtaining approval of the Company in the 47 <sup>th</sup> Annual General Meeting held on 30 <sup>th</sup> September, 2005 had allotted 20,000, 11% Cumulative Redeemable Preference Shares of Rs.100/- each which were due for redemption at par on 31 <sup>st</sup> March, 2020. The dividend on these shares is in arrears from the financial years 2013-14 till 2019-20. The Company has paid the face value on said shares but failed to pay cumulative dividend amount which is mandatory as per Section 55, this constitutes breach of section 55 of the Companies Act, 2013 and rules made there under.	<p>The inability to pay the dividend on these 20,000 and other series of redeemable preference shares is on account of past losses and inadequacy of profits. As these 20000 redeemable preference shares were due for redemption on 31<sup>st</sup> March 2020, the Board redeemed them on the last day of the financial year in spite of nationwide lock down due pandemic COVID-19. Nonetheless, the Board's commitment to pay the arrears of dividend remains and after finalization of the accounts for the financial year 2019-20, the Board has realized that it can pay the dividend on these 20000 redeemable preference shares for the financial year 2019-20 as well as arrears from 2013-14 onwards.</p> <p>The preference share holders are promoters themselves who have acquiesced in this arrangement; therefore, there is no harm to the preference shareholders and or to any public interest.</p> <p>So far as the breach of section 55 of the Companies Act, 2013 is concerned, the Board is advised that the option of re issue of preference shares together with arrears of preference shares with the consent of the holders of those preference shares with the approval of the <b>National Company Law Tribunal</b> as envisaged by sub section 3of section 55 of the Companies Act, 2013 is not an efficacious remedy in the present conditions when the preference shareholders have consented in writing to wait till the conclusion of 62<sup>nd</sup> annual general meeting where the dividend is being recommended and would be paid by end of August 2020.</p> <p>To sum up, the Board seeks to reiterate the fact that the two preference shareholders belong to the promoters category who have acquiesced in the arrangement.</p>

## PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The investments in shares and other securities held by the Company were made much prior to notification of section 186 of the Companies Act, 2013 and after notification of section 186 of the Companies Act, 2013 the company has not made any investment in shares and securities.

## SECURED LOANS:

- Company has not provided any Secured Loan to anybody during the year.

## UNSECURED LOANS:

- Company has not provided any Loan except to its Employees as Salary Advance.

## CURRENT/NON-CURRENT INVESTMENTS:

- Company has not made any Investments, either in Share Capital (except its subsidiary company) or in any other Form.

## GUARANTEES:

- In normal course of business; Company does issue Bank Guarantees & Indemnity Bonds for Getting Advances from Customers / to collect the retention Money from Customers during warranty period of supply of Goods.

## SECURITIES EXTENDED

- In normal course of business Company needs to provide the Warranty certificates for the goods supplied and no other security is extended during the year.

## INFORMATION ABOUT THE FINANCIAL PERFORMANCE / FINANCIAL POSITION OF THE SUBSIDIARIES / ASSOCIATES/ JV

## (1) Subsidiary Company:

A subsidiary company namely BEMCO FLUIDTECHNIK PRIVATE LIMITED - (CIN U29248KA2015PTC078838) which was incorporated on 13<sup>th</sup> February, 2015 was converted as BEMCO FLUIDTECHNIK LLP, a Limited Liability Partnership registered under the Limited Liability Partnership Act, 2008 on 27<sup>th</sup> February, 2017.

The Limited Liability Partnership agreement was executed between the partners on 17<sup>th</sup> March, 2017. The partners to the LLP are:

1. BEMCO HYDRAULICS LIMITED represented by MR. ANIRUDH MOHTA
2. MR. JAGDISH JOSHI
3. MR. NAVEEN PADAMNOOR and
4. MRS. URMILADEVI MOHTA.

The contribution to the LLP is Rs. 1,00,000/- and the amount of partner's contribution is as under:

- |                             |                |
|-----------------------------|----------------|
| 1. BEMCO HYDRAULICS LIMITED | - Rs. 65,000/- |
| 2. MR. JAGDISH JOSHI        | - Rs. 20,000/- |
| 3. MR. NAVEEN PADAMNOOR     | - Rs. 10,000/- |
| 4. MRS. URMILADEVI MOHTA.   | - Rs. 5,000/-  |

All the partners of the LLP are appointed as designated partners. Even after conversion into LLP the business activities remain the same as that of private Limited.



**FINANCIAL STATEMENTS**

The Company has adopted Indian Accounting Standard ("Ind AS") with effect from 1st April, 2017. Accordingly, the financial statement for the year ended 31st March, 2020 of the company and its subsidiary are prepared with comparative data, in compliance with Ind AS. In accordance with Section 129(3) of the Companies Act, 2013, we have prepared the consolidated financial statements of the Company, which form part of this Annual Report. Further, a statement containing the salient features of the financial statement of our subsidiaries in the prescribed format AOC-1 is appended as Annexure V to the Board's Report. The statement provides the details of performance and financial position of the subsidiary. In accordance with Section 136 of the Companies Act, 2013, the audited financial statements, including the consolidated financial statements and related information of the Company are available on our website, [www.bemcohydraulics.net](http://www.bemcohydraulics.net). These documents will also be available for inspection till the date of the AGM during business hours at our registered office in Belgaum, India.

**(2) Associate Companies:**

In terms of sub Section (6) of Section 2 of the Companies Act 2013, the company has no Associate Company.

Date - 29/06/2020  
Place - BELGAUM

**M. M. MOHTA**  
Chairman  
DIN-00068884  
2 Mohanam, 10th Cross,  
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Belgaum, 590006, Karnataka.

**ANIRUDH MOHTA**  
Managing Director  
DIN-00065302  
2 Mohanam, 10th Cross,  
Bhagya Nagar,  
Belgaum, 590006, Karnataka

**ANNEXURE-V**

(Annexure to director's report- statutory Disclosures)

**FORM NO. AOC.1**(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of companies (Accounts) Rules, 2014)  
Statement containing salient features of the financial statement of subsidiaries/ associate companies/ Joint ventures.**PART "A": Subsidiaries**

(Information in respect of each subsidiary to be presented in amount in Rs.)

1.	Name of subsidiary:	BEMCO FLUIDTECHNIK LLP
2.	Reporting Period:	2019-20
3.	Reporting currency and exchange rate in case of foreign subsidiaries:	NA
4.	Share capital/Partners Contribution: reserves and surplus:	Rs. 1,00,000/- Rs. (2,54,22,512)-
5.	Total Current Assets:	Rs. 1,52,52,871/-
6.	Total Current Liabilities:	Rs. 1,55,73,992/-
7.	Investment:	-
8.	Turnover:	Rs. 1,03,14,049/-
9.	Profit before taxation:	Rs. (94,41,601)-
10.	Provision for taxation:	-
11.	Profit after taxation:	Rs. (94,41,601)-
12.	Proposed dividend:	-
13.	% of share holding	65%

**Note:** The following information shall be furnished at the end of the statement

1. Name of subsidiaries which are yet to commence operations. -NIL
2. Name of subsidiaries which have been liquidated or sold during the year. -NIL

**PART "B": Associate and Joint Ventures**

Statement pursuant to section 129 (3) of the companies Act, 2013 related to associated companies and Joint venture.

Name of Associate/ Joint Venture	Name 1	Name 2	Name 3
1. Latest audited Balance sheet Date			
2. Shares of Associate/ Joint venture held by the Company on the Year end. No. Amount of investment in Associate/ Joint Venture Extent of Holding			
3. Description on how there is significant influence.			
4. Reason why the Associate/ Joint venture is not consolidated.			
5. Net worth attributable to shareholding as per latest audited Balance Sheet.			
6. Profit / Loss for the year i. Considered in consolidation ii. Not Considered in consolidation			

Date - 29/06/2020  
Place - BELGAUM**M. M. MOHTA**  
Chairman  
DIN-00068884  
2 Mohanam, 10th Cross,  
Bhagya Nagar,  
Belgaum, 590006, Karnataka.**ANIRUDH MOHTA**  
Managing Director  
DIN-00065302  
2 Mohanam, 10th Cross,  
Bhagya Nagar,  
Belgaum, 590006, Karnataka

**ANNEXURE-VI**

(Annexure to director's report- statutory Disclosures)

**FORM NO. AOC.2**

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

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

**Details of contracts or arrangements or transactions not at arm's length basis**

(a)	Name(s) of the related party and nature of relationship	N.A
(b)	Nature of contracts/arrangements/transactions	N.A
(c)	Duration of the contracts/arrangements/transactions	N.A
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	N.A
(e)	Justification for entering into such contracts or arrangements or transactions	N.A
(f)	date(s) of approval by the Board	N.A
(g)	Amount paid as advances, if any	N.A
(h)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	N.A

**Details of material contracts or arrangement or transactions at arm's length basis**

(a)	Name(s) of the related party and nature of	<b>BEMCO HYDRAULICS LIMITED</b>	<b>BEMCO FLUIDTECHNIK LLP, BEMCO PREMISES KHANAPUR ROAD UDYAMBAG BELGAUM- 590008.</b> Son Mr. Anirudh Mohta and Mother Mrs. Urmila Devi Mohta are directors of the Company.	<b>L &amp; G STEEL AND COMMODITIES (P) LTD- PLOT NO.3, DEFENCE COLONY, R. C. NAGAR, 2ND STAGE, BELGAUM-590008</b> Daughter & Grandson of Mr. M. M. Mohta & Mr. Urmila Devi Mohta are Director of this Company	<b>SREE RAM STEELS BEMCO PREMISES KHANAPUR ROAD UDYAMBAG BELGAUM- 590008.</b> Grandson of Mr. M.M. Mohta & Mr. Urmila Devi Mohta are Director of this Company
(b)	Nature of contracts/ arrangements/transactions	Remuneration paid to Managing Director- Appointment to any office or place of profit	Purchase of goods, and Renting of Immovable property	Purchase of steel and sale of scrap	Purchase of goods and Renting of Immovable property
(c)	Duration of the contracts/ arrangements/transactions	For FY 2019-20	For F Y 2019-20	For FY 2019-20	For FY 2019-20
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	1) Rs. 68,00,100/- Remuneration payable.	1) Purchase of goods worth Rs. 58,89,000/- 2) Sale of Materials Rs. 5,03,000/- 3) Lease rent Rs. 5,06,000/-	1) Purchase of goods worth Rs. 87,88,173/- 2) Lease rent Rs. 18,25,200/-	1) Lease rent Rs. 36,880/-
(e)	Date(s) of approval by the Board, if any:	Transactions being at an arm's length and in ordinary course of business, board approval not necessary. However, pursuant to listing agreement, these transactions are approved by Nomination & Remuneration committee	Transactions being at an arm's length and in ordinary course of business, board approval not necessary. However, pursuant to listing agreement, these transactions are approved by Audit committee	Transactions being at an arm's length and in ordinary course of business, board approval not necessary. However, pursuant to listing agreement, these transactions are approved by Audit committee	Transactions being at an arm's length and in ordinary course of business, board approval not necessary. However, pursuant to listing agreement, these transactions are approved by Audit committee
(f)	Amount paid as advances, if any:		Nil	Nil	Nil

Date - 29/6/2020  
Place - BELGAUM**M. M. MOHTA**  
Chairman  
DIN-00068884  
2 Mohanam, 10th Cross,  
Bhagya Nagar,  
Belgaum, 590006, Karnataka.**ANIRUDH MOHTA**  
Managing Director  
DIN-00065302  
2 Mohanam, 10th Cross,  
Bhagya Nagar,  
Belgaum, 590006, Karnataka



**Details of material contracts or arrangement or transactions at arm's length basis**

(a)	Name(s) of the related party and nature of	<b>U D FINNVEST PRIVATE LIMITED BEMCO PREMISES KHANAPUR ROAD UDYAMBAG BELGAUM-590008.</b> Son Mr. Anirudh Mohta and Mother Mrs. Urmila Devi Mohta and father Mr. M M Mohta are directors of the Company.	<b>U D POLYPRODUCT PRIVATE LIMITED, BEMCO PREMISES KHANAPUR ROAD UDYAMBAG BELGAUM-590008.</b> Son Mr. Anirudh Mohta and Mother Mrs. Urmila Devi Mohta and father Mr. M M Mohta are directors of the Company.	<b>SRI RAMACHANDRA ENTERPRISES PRIVATE LIMITED</b> Son Mr. Anirudh Mohta and Mother Mrs. Urmila Devi Mohta and father Mr. M M Mohta are directors of the Company.	<b>BEMCO PRECITECH PRIVATE LIMITED</b> Son Mr. Anirudh Mohta and Mother Mrs. Urmila Devi Mohta and father Mr. M M Mohta are directors of the Company.
(b)	Nature of contracts/ arrangements/transactions	Renting of immovable property	Renting of immovable property	Renting of immovable property	Renting of immovable property
(c)	Duration of the contracts/ arrangements/transactions	For FY 2019-20	For FY 2019-20	For FY 2019-20	For FY 2019-20
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	1) Lease rent Rs. 12,000/-	1) Lease rent Rs. 12,000/-	1) Lease rent Rs. 12,000/-	1) Lease rent Rs. 12,000/-
(e)	Date(s) of approval by the Board, if any:	Transactions being at an arm's length and in ordinary course of business, board approval not necessary. However, pursuant to listing agreement, these transactions are approved by Nomination & Remuneration committee	Transactions being at an arm's length and in ordinary course of business, board approval not necessary. However, pursuant to listing agreement, these transactions are approved by Audit committee	Transactions being at an arm's length and in ordinary course of business, board approval not necessary. However, pursuant to listing agreement, these transactions are approved by Audit committee	Transactions being at an arm's length and in ordinary course of business, board approval not necessary. However, pursuant to listing agreement, these transactions are approved by Audit committee
(f)	Amount paid as advances, if any:		Nil	Nil	Nil

Date - 29/6/2020  
Place - BELGAUM

**M. M. MOHTA**  
Chairman  
DIN-00068884  
2 Mohanam, 10th Cross,  
Bhagya Nagar,  
Belgaum, 590006, Karnataka.

**ANIRUDH MOHTA**  
Managing Director  
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## ANNEXURE-VII

(Annexure to director's report- statutory Disclosures)

## CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:

## A. CONSERVATION OF ENERGY:

Steps taken / impact on conservation of energy, with special reference to the following:	Operations of the Company are not energy intensive however, conscious efforts are made at all levels of operations to conserve energy and minimize its use. Over the years, the factory lay out is modified to allow maximum use of sun light in factory premises, power capacitors are used and automatic power shut down devices are installed when the machines are in idling mode.
Steps taken by the company for utilizing alternate sources of energy including waste generated	As above
Capital investment on energy conservation equipment	NIL

## B. TECHNOLOGY ABSORPTION:

1	Efforts, in brief, made towards technology absorption.	Company's Designing & Engineering team continuously keep track and keep updating new technology in field of operation.
2	Benefits derived as a result of the above efforts, e.g., product improvement, cost reduction, product development, import substitution, etc.	Products manufactured are technically superior to Conventional Products
3	In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year), following information may be furnished: (a) Details of technology imported. (b) Year of import. (c) Whether the technology been fully absorbed (d) If not fully absorbed, areas where absorption has not taken place, and the reasons therefore.	Not Applicable. Company has not Imported any Technology during the last 3 years.
4.	The expenditure incurred on research and development.	NIL

## C. FOREIGN EXCHANGE EARNINGS AND OUTGO

## C.I.F. VALUE OF IMPORTS, EXPENDITURE AND EARNING IN FOREIGN CURRENCY

Particulars	2019-20 Rs.	2018-19 Rs.
i) C.I.F. Value of Imports: Raw Materials And Components	1,54,67,543/-	1,31,99,651/-
ii) Expenditure in Foreign Currency: (paid/payable) Traveling Technical Know How (Paid/Payable) Technical Assistance Exhibition Expenses	NIL 2,83,37,650/- NIL NIL	1,83,928/- 20,20,313/- NIL NIL
iii) Earnings in Foreign Exchange: FOB value of Exports	75,570/-	2,29,42,670/-

## 23. DETAILS RELATING TO DEPOSITS, COVERING THE FOLLOWING:

(a) Accepted during the year;	NIL
(b) Remained unpaid or unclaimed as at the end of the year;	N. A.
(c) Whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved: i. at the beginning of the year ii. maximum during the year iii. at the end of the year	N. A. N. A. N. A.
(d) Details of deposits which are not in compliance with the requirements of Chapter V of the Act	N. A.

Date - 29/6/2020  
Place - BELGAUM

**M. M. MOHTA**  
Chairman  
DIN-00068884  
2 Mohanam, 10th Cross,  
Bhagya Nagar,  
Belgaum, 590006, Karnataka.

**ANIRUDH MOHTA**  
Managing Director  
DIN-00065302  
2 Mohanam, 10th Cross,  
Bhagya Nagar,  
Belgaum, 590006, Karnataka

**ANNEXURE-VIII**

(Annexure to director's report- statutory Disclosures)

**RISK MANAGEMENT POLICY:**

- The RISK MANAGEMENT POLICY is in compliance with Section 134 (3) (n) of the Companies Act 2013 and Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which requires the Company to lay down procedure for risk assessment and procedure for risk minimization. The main objective of this policy is to ensure sustainable business growth with stability and to promote a pro-active approach in reporting, evaluating and resolving risks associated with the business. In order to achieve the key objective, the policy establishes a structured and disciplined approach to Risk Management, in order to guide decisions on risk related issues.
- The Board ensures that all the current and future material risk exposures of the company are identified, assessed, quantified, appropriately mitigated, minimized and managed i.e. to ensure adequate systems for risk management. The Company enables compliance with all appropriate laws and regulations, wherever applicable, through the adoption of best practices.
- The Board of Directors of the Company and the Audit Committee periodically reviews and evaluates the risk management system of the Company so that the management controls the risks through properly defined network. Head of Departments are responsible for implementation of the risk management system as may be applicable to their respective areas of functioning, and they report to the Board and Audit Committee when circumstances require.
- Company is working at the Norms laid down in the ISO 9001-2008 & ISO 14001-2004 and strictly follow all the norms and procedures to overcome the various risk factors.

**CORPORATE SOCIAL RESPONSIBILITY POLICY:**

As the company does not fall within the criteria laid down in section 135 of the Companies Act, 2013, nothing under this head is applicable statutorily but the Boards' commitment to social cause remains.

**FORMAL ANNUAL EVALUATION /BOARD EVALUATION**

The Board of Directors has carried out an annual evaluation of its own performance, board committees, and individual directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("SEBI Listing Regulations").

The performance of the board was evaluated by the board after seeking inputs from all the directors on the basis of criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc. as provided by the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017. The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of criteria such as the composition of committees, effectiveness of committee meetings, etc. The Board and the Nomination and Remuneration Committee reviewed the performance of individual directors on the basis of criteria such as the contribution of the individual director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In a separate meeting of independent directors, performance of non-independent directors and the board as a whole was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent directors, at which the performance of the board, its committees, and individual directors was also discussed. Performance evaluation of independent directors was done by the entire board, excluding the independent director being evaluated.

Date - 29-06-2020  
Place - BELGAUM

**M. M. MOHTA**  
Chairman  
DIN-00068884  
2 Mohanam, 10th Cross,  
Bhagya Nagar,  
Belgaum, 590006, Karnataka.

**ANIRUDH MOHTA**  
Managing Director  
DIN-00065302  
2 Mohanam, 10th Cross,  
Bhagya Nagar,  
Belgaum, 590006, Karnataka



## MANAGEMENT DISCUSSION AND ANALYSIS

### Industry structure and development:-

We are a Hydraulic engineering company and we bring out information in brief that is relevant to our current business interest and our strategy to grow in this segment.

Main mother Industry on whom we are mainly depended on are, heavy engineering works, Aeronautics, defense, Railways, Automobile, forging, Sheet metal. Apart from these there are many global companies expanding their manufacturing facilities. There is upward trend in the business year by year for past couple of years.

India is a growing country and every business house can grow in its own field provided, they add value to the investments of the buyers program. There is a business opportunity for all segments of business because our country has not reached to the saturation point unlike European and American countries.

In Bemco, we have given major focus on Automotive and Rail Industry not only for business in home country but also in the neighboring countries. We have been successful in securing business as anticipated and much is expected in the years to come.

We believe we are better placed in this segment of industry and are well secured.

### Opportunities and Threats:

#### Opportunities -

We have different product verticals catering to the above segments therefore there are ample opportunities to explore the business prospects from different segments of industry.

1. In the western countries, forging and foundry industry are reduced as a result Indian Industry is doing better in this segment with export business opportunities. We cater to this segment and we are recognized in this segment of business so much so that, we get substantial business from this segment.
2. Automobile: Every Indian vehicle manufacturer has Bemco machines and we are recognized in this segment of business. Apart from supplying conventional machines, we also supply customized machines to these companies.
3. Railways: Indian Railways is perhaps second largest in the globe and has many workshops spread across length and breadth of the country. We supply Hydraulic wheel presses, spring testing machines and an import substitute equipment by name - Hydraulic Re-railing equipment which Railways buy in good numbers.
4. Aviation and Defense: Bemco has developed few import substitutes wherein the business is steady and secured although the size of business is not significant. But we value this business as it is a feather in our cap and add brand value to the company. We are being seen as one among the reputed and reliable within industry.

#### Threats:

1. We are a Hydraulic Engineering Industry who design and develop custom built, application specific Hydraulic machines from concept level to commissioning. Our responsibility ends after putting the machine into production and then we get paid. Time frame for returns on the investment is to the tune of 6 to 8 months for each machine. Our investment on the work in progress is for a longer period of time as a result we carry a huge inventory at a huge interest cost.
2. We need to retain our entire workforce in good and bad times because all are specialized brains trained for our business module. Unlike software industry, we cannot adopt hire and fire policy. We need to carry our work force at all times.
3. If government reduces import duty to promote imports, the domestic hydraulic industry would suffer competitiveness. This is highly unpredictable.
4. We largely depend on government orders. The decisions are normally taken after 180 days. Earnest money deposited is blocked for unknown period at a huge cost.
5. In case of disputes and arbitration, the decisions are delayed for unknown period of time and it is beyond our control. Our inventory gets blocked until dispute is resolved. Security deposits submitted as a surety remain with the government body for an extended period of time.
6. Bank interests are much higher when compared to the developed countries. Since realization on our investment is spread over 8 - 10 months, we lose major chunk of earnings in bank interest & government levies. At times, when dispute crop up, we end up paying interest and government levies and lose heavily.
7. We are better placed in selling large size machines because of our infrastructure and past track record than selling smaller capacity machines. It is often seen that, small entrepreneurs open a new business account with our existing buyers with smaller machines and expand their business tentacles to secure larger business. We really need to strike balance in between, although the business coming from smaller machines does not add much to the turnover. The only way to sustain in this segment is to make the machines more efficient than before and make it incomparable with other products technologically. There is a need for constant innovation, developments and meet expenses without anticipating quicker returns.
8. With the increased globalization, the buyer and the user are more knowledgeable than any single manufacturer. There is need to infuse latest technology and produce energy efficient intelligent machines. It is the time for change over to next generation technology to grow in this business. We need to either develop technology in-house or have technical collaboration with the experts of this field.
9. At times, private entrepreneurs do not take delivery after the machine is ready due many reasons not concerned to us. In this period, we would be carrying huge inventory of capital goods which otherwise cannot be sold to anyone else than the one who placed order.

### Segment wise and Product wise performance:

We are doing well in each of the above segment namely railways and automobiles and therefore honored with repeat orders. We have experts of each and every field who are responsible to give their best. The business is growing by word of mouth from one industry to another. We conceive new engineering concepts, develop, produce, test, prove said capabilities of the machine & then sell the first machine. The first machine speaks by itself and sells many more.

Bemco is always dedicated to its work responsibilities & enjoys crossing new mile stones of success in its undertakings. Every employee gives his best to his part of responsibility and it is in the culture of this organization thereby we convert every individual of the organization into an asset of the company. This is the secret behind our success.

### Out look

We are confident and looking forward to a bright future and growth. We have planned for larger investments on the infrastructure development & induction of new technology.

### Risk and Concerns:

In true sense, we have lesser risk factors in our business. We are into manufacture of custom built products & our investment begins only after securing the business and after contracts are supported with sufficient advance payment.



## BEMCO HYDRAULICS LTD.

62<sup>ND</sup> ANNUAL REPORT 2019-2020

We are aiming for 50% of the business from Government sector wherein we get paid upon delivery and returns on our investment are well secured. We are successful in reaching to these bench marks.

As a result dead inventory is not created which would otherwise compel us for distress selling or depleting stocks. This is one of the key factors for our 60 years of presence in this field of business in all circumstances of situation of industry prevailing in the country.

Our business is hardly affected by product or the technology becoming obsolete overnight unlike electronic and automobile industry. This process is very slow and as a requirement of industry, we are already having European technology partner to keep pace with time & technology in the relevant field.

### Concerns:

Our major concern is on the bank interest on capital goods, security deposits for a longer period of time for government contracts, late decisions of government mechanism & huge inventory costs while work in progress. There is much things expected from the government in this regard.

### Performance Highlights:

The Gross revenue, during year under report has been achieved due to a buoyant trend in Indian industry.

- During past couple of years our Government has announced various policies for revival of the Indian Economy and the effect can be seen in the market place.
- The major Policy and move of our Government towards the indigenization in all the government sectors like, Defense, Aviation, Indian Railways etc. has given boost and courage of the Indian Entrepreneur to plan and implement new projects.
- Now we feel the revival is taking place and we are happy to share the following to the members of the Company:

### ESTIMATES FOR THE FINANCIAL YEAR 2020-21:

Estimates for the current and following financial year are based on the corrections taken place in the overall market and taking into account the inflow of new Orders and Enquiries.

In the current challenging economic environment, we hope to grow in a consequently reasonable growth rate and hopefully be in position to slightly improve profits with softer raw materials and lower interest rates.

In addition to this, Bemco Hydraulics Ltd has contributed 65% in its subsidiary company Bemco Fluidtechnik LLP which is engaged in manufacturing of hydraulic pumps, valves, hydraulic motors, hydraulic equipment/power packs, and manifold blocks and many such items and have introduced new products in the current year and has a favorable response for the same. We hope for better sales and positive results for the current financial year.

To sum up, the outlook for the next year looks bright.

### Internal Controls and their adequacy:

Bemco has put in place adequate internal financial control with reference to the financial statement, some of which are outlined below:

The Company has adopted Indian Accounting Standard ("Ind AS") with effect from 1st April, 2017. Accordingly, the financial statement for the year ended 31st March, 2019 of the company and its subsidiary are prepared with comparative data, in compliance with Ind AS. Your Company has adopted accounting policies which are in line with the Accounting Standard prescribed in the Companies (Accounting Standards) Rules, 2006 that continues to apply u/s 133 and other applicable provisions of the companies Act, 2013 read with rule 7 of the companies (Accounts) Rules, 2014. These are in accordance with generally accepted accounting principles in India. Changes in policies if any are approved in the audit committee in consultation with the auditors.

The policies to ensure uniform accounting treatment are prescribed to the subsidiaries of your company. The accounts of the subsidiary companies are audited and certified by their respective auditors for consolidation.

The company has proper and adequate system of internal audit and control which ensures that all the assets are safeguarded against loss from unauthorized use and that all transactions are authorized recorded and reported correctly.

The company continuously improves upon existing practices for each of its major functional areas with a view to strengthen the internal control system.

The Company has assigned internal audit function to a firm of Chartered accountants. Regular internal audit and checks are carried out to ensure that the responsibilities are discharged effectively. All major findings and suggestions arising out of internal audit are reported and reviewed by the Audit Committee. The management ensures implementation of these suggestions and reviews them periodically.

### Human Resources:

Your company believes that human talent is its fundamental strength. The Company nurtures competencies and skills through learning and development programmes and recognizes talent, and rewards it through performance management system. During 2019-20, the focus from an organization development perspective was to implement strong processes and controls to continuously improve efficiencies and improve organization capabilities.

The process of realigning the organization along functional lines in various areas of business like business acquisition, business execution and technology adoption continued through 2015-16. On the operational side of business, management changes were undertaken to create more focus and greater accountability.

Your company has enjoyed cordial relations with its employees, worker and staff employees are paid in accordance with the wage agreement established with trade unions.

The Employee strength of the company as on 31<sup>st</sup> March, 2020 was 295.

### For and on behalf of the Board of Directors.

Date - 29/06/2020  
Place - BELGAUM

**M. M. MOHTA**  
Chairman  
DIN-00068884  
2 Mohanam, 10th Cross,  
Bhagya Nagar,  
Belgaum, 590006, Karnataka.

**ANIRUDH MOHTA**  
Managing Director  
DIN-00065302  
2 Mohanam, 10th Cross,  
Bhagya Nagar,  
Belgaum, 590006, Karnataka



## Compliance Certificate From CEO & CFO

Pursuant to regulation 17(8) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

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

Date - 29/06/2020  
Place- BELGAUM

**ANIRUDH MOHTA**  
Managing Director/CEO  
DIN-00065302  
2 Mohanam, 10<sup>th</sup> Cross,  
Bhagya Nagar,  
Belgaum, 590008, Karnataka.

**VIJAY SAMBREKAR**  
CFO  
PAN: BGLPS8409M  
Plot No 33, New Shivaji Colony,  
Tilakwadi Belagavi 590008,  
Karnataka.

## Certificate of Non-Disqualification of Directors

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

To,  
The Members of  
**Bemco Hydraulics Limited**  
Udyambag, Industrial Estate,  
Belgaum-590008

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Bemco Hydraulics Limited having CIN L51101KA1957PLC001283 and having registered office at Udyambag, Industrial Estate, Belgaum-590008 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

SL NO.	NAME OF DIRECTOR	DIN	DATE OF APPOINTMENT IN COMPANY
1.	ANIRUDH MOHTA	00065302	18/08/1994
2.	MADAN MOHAN MOHTA	00068884	23/03/1991
3.	URMILA DEVI MOHTA	00068906	30/05/1992
4.	RAMESH MANICKCHAND SHAH	00068653	05/01/1988
5.	NAWAL KISHORE DAGA	00142170	17/04/1998
6.	DILIP PREMRAJ CHINDAK	00644673	29/01/2004

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

Date - 10/06/2020  
Place- BELGAUM  
UDIN: F003077B000332989

Signature  
**S.R. DESHPANDE**  
Membership No.: 3077  
CP No.: 1865



## FORM MR 3 SECRETARIAL AUDIT REPORT

For the financial year ended 31<sup>st</sup> March, 2020

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration) Rules, 2014]

To,  
The Members,  
BEMCO HYDRAULICS LIMITED,  
Belgaum.

1. We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by BEMCO HYDRAULICS LIMITED (herein after 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.
2. Based on our verification of the Company's books, papers, minutes 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 on 31<sup>st</sup> 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 reporting made herein after.
3. 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 31<sup>st</sup> March 2020, according to the provisions of:
  - i. The Companies Act, 2013 (the Act) and the Rules made there under;
  - ii. The Securities Contracts (Regulation) Act, 1956 (SCRA) and the Rules made there under;
  - iii. The Depositors Act, 1996 and the Regulations and Bye laws framed there under;
  - iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings, **Not Applicable during the financial year**
  - v. The following Regulations and Guidelines prescribed under Securities and Exchange Board of India Act, 1992, (SEBI Act)
    - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011,
    - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations 2015,
    - c. The Securities and Exchange Board of India (Issue of capital and Disclosure of requirements) Regulations, 2018 - **Not Applicable during the financial year,**
    - d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 - **Not Applicable during the financial year**
    - e. The Securities and Exchange Board of India (Issue and listing of Debt Securities) Regulations 2008 - **Not Applicable during the financial year,**
    - f. The Securities and exchange Board of India (Registrars to an issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client,
    - g. The Securities and Exchange Board of India (Delisting of Equity shares) Regulations, 2009 - **Not Applicable during the financial year and**
    - h. The Securities and Exchange Board of India (Buy back of securities) Regulations, 1998 - **Not Applicable during the financial year**

### vi. INDUSTRY SPECIFIC ACTS

The Company being engaged in the manufacture of hydraulic equipment and as an engineering goods manufacturer, the Company is covered by all major Acts and legislations which apply to any industrial company; thus, there is no industry specific law applicable to it.

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

- a. Secretarial Standards issued by the Institute of Company Secretaries of India,
- b. The Listing agreement entered in to by the Company with Bombay Stock Exchange.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, standards etc. mentioned above subject to the following observations:

### COMPANIES ACT, 2013

The Board after obtaining approval of the Company in the 47th Annual General Meeting held on 30th September, 2005 had allotted 20,000, 11% Cumulative Redeemable Preference Shares of Rs. 100/- each which were due to redemption at par 31st March, 2020. The dividend on these shares is in arrears from the financial years 2013-14 till 2019-20. The company has paid the face value on said shares but failed to pay cumulative dividend amount which is mandatory as per Section 55 this constitutes breach of section 55 of the Companies Act, 2013 and rules made there under.

### We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non Executive Directors and independent Directors. There are no changes in the composition of the Board of Directors during the period under review.

Adequate notice is given to all Directors to schedule the Board meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarification on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through and none of the members have expressed their dissent. Further on the verification of the minutes book for the year under review there were no instances of any Director having expressed a dissenting view.

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

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

### For SDR & Associates Practicing Company Secretaries

NAME  
DESIGNATION  
M.NO/CP.NO  
ADDRESS

ROSHAN R RAIKAR  
PARTNER  
32941, 12146  
180/11, KHANAPUR CROSS ROAD,  
NEAR RPD COLLEGE GROUND, TILAKWADI,  
BELGAUM - 590006

UDIN : A032941B000397140  
Place - Belgaum  
Date - 29/06/2020

**Annexure – A to Secretarial Audit Report dated 29<sup>th</sup> June, 2020**

To,  
The Members,  
BEMCO HYDRAULICS LIMITED,  
Belgaum.

Our Secretarial Audit Report of even date is to be read along with this letter.

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

**For SDR & Associates**  
**Practicing Company Secretaries**

NAME	<b>ROSHAN R RAIKAR</b>
DESIGNATION	<b>PARTNER</b>
M.NO/CP.NO	<b>32941, 12146</b>
ADDRESS	<b>190/11, KHANAPUR CROSS ROAD, NEAR RPD COLLEGE GROUND, TILAKWADI, BELGAUM - 590006</b>

UDIN : A032941B000397140  
Place – Belgaum  
Date – 29/06/2020

**S JAYKISHAN****Chartered Accountants**

Suite # 2D,2E &amp; 2F, 12, Ho- Chi-minh Sarani, KOLKATA- 700 071

Phone No – (033)4003-5801, Fax (033) 4003-5832

Email : info@sjaykishan.com

**INDEPENDENT AUDITOR'S REPORT****TO THE MEMBERS OF BEMCO HYDRAULICS LIMITED****Report on the Audit of the Standalone Financial Statements****Opinion**

We have audited the standalone financial statements of **BEMCO HYDRAULICS LIMITED** ("the Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March 2020, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March, 2020, and its profit, changes in equity and its cash flows for the year ended on that date.

**Basis for Opinion**

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

**Emphasis of Matter**

Attention is drawn to Note 5.45 of the Standalone Financial Statements which describes the impact of COVID-19 Pandemic on the financial position as also on business operations of the Company, assessment thereof by the management of the Company based on its internal, external and macro factors, involving certain estimation uncertainties. Our opinion is not modified in respect of this matter.

**Key Audit Matters**

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

**Descriptions of Key Audit Matters are given below:-**

Sl No.	Key Audit Matters	Auditor's Response
1	<p><b>Appropriateness of the carrying amount of trade receivables (Unsecured &amp; Considered Good) at amortized cost (Refer Note – 5.08 to the standalone financial statements)</b></p> <p>Trade receivables aggregating to ₹1124.31 Lakhs as at March 31, 2020 comprise a significant portion of the assets of the Company and serve as security for the Company's short-term debts.</p> <p>Letters have been sent to majority of the debtor for confirmation of balances and reconciliation, in case of differences, but replies have not been received from all.</p> <p>This is determined as a key audit matter as balance confirmation is one of the evidences which establishes the authenticity of the receivables which comprise significant portion of the Assets of the entity.</p>	<p><b>Our procedures, regarding obtaining the balance confirmation of Trade Receivable and verifying the same</b></p> <ul style="list-style-type: none"> <li>Designing the external confirmation procedures to obtain additional corroborative information as a response to address the assessed risks of material misstatement, including determining that external confirmation requests are properly addressed and contain return information for responses to be sent directly to the auditor and maintaining control over external confirmation requests</li> <li>Evaluating whether the results of the external confirmation procedures provide relevant and reliable audit evidence, or whether performing further audit procedures is necessary including in the case of each non-response, perform alternative audit procedures to obtain relevant and reliable audit evidence</li> <li>Performing Alternative audit procedures include examining specific subsequent cash receipts, transport documentation, and sales near the period-end.</li> </ul> <p>Based on the above procedures performed, we did not find any significant exceptions to the Balances of trade receivables.</p>

**Information Other than the Standalone Financial Statements and Auditor's Report Thereon**

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

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

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



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

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, 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 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 of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

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

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these 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 standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

**Other Matter**

Due to Complete lockdown, imposed by the Government, to restrict the spread of COVID-19 the audit finalization process, for the year under report, was carried out from remote locations i.e. other than the office of the Company, based on the data/ details made available and based on financial information/records remitted by the management through digital medium. Our report is not modified in respect of this matter.

**Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the Annexure "A", a statement on the matters specified in the paragraph 3 and 4 of the Order to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
  - i) 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.
  - ii) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - iii) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
  - iv) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under section 133 of the Act read with Rule 7 of the Companies (Accounts) rules, 2014.
  - v) On the basis of the written representations received from the directors as on 31 March, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2020 from being appointed as a director in terms of Section 164(2) of the Act.



- vi) 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".
- vii) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended: In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- viii) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note No. 5.27 to the standalone financial statements;
  - The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

**For S JAYKISHAN**  
Chartered Accountants  
Firm's Registration No. 309005E

**Vivek Newatia**  
Partner  
Membership No. 062636  
UDIN : 20062636AAAACV1435

Place: Kolkata  
Date: 29-06-2020



### Annexure 'A' to Independent Auditor's Report referred to in Paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date.

- (i) In respect to company's fixed assets:
- The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.
  - The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of three years. In our opinion, this periodicity of physical verification 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 no material discrepancies have been noticed on such verification.
  - According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (ii) Physical verification of inventories has been conducted at reasonable intervals by the management. No material discrepancies were noticed on physical verification as compared to book record.
- (iii) The Company has not granted any loans, secured or unsecured, to Companies, firms, limited liability partnerships or other parties covered in the register maintained under Section 189 of the Companies Act, 2013 ('the Act'). Accordingly, paragraphs 3(iii)(a), 3(iii)(b) & 3(iii)(c) of the Order are not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, the Company has not given any loan/guarantee/security to or on behalf of any party referred to in Section 185 of the Companies Act 2013. The Company has complied with Section 186 in respect of investments made. The Company has not given any loan, guarantee or provided any security in connection with a loan to any body corporate or any other person.
- (v) On the basis of our examination of books and records of the Company, in our opinion and according to the information and explanations given to us, the company has not accepted deposits during the year and therefore the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act 2013 and the rules framed there under are not applicable to the Company.
- (vi) We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014 prescribed by the Central Government under Section 148(1) of the Companies Act, 2013 and are of the opinion that prima facie the prescribed cost records have been maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) a) The Company is generally regular in depositing undisputed statutory dues including Income Tax and other statutory dues applicable to it with the appropriate authority. There are no undisputed amount payable in respect of applicable statutory dues which were in arrears as at 31.03.2020 for a period of more than six months from the date they became payable.
- b) According to the information & explanation give to us, there are no dues of Income tax, Sales tax, Service Tax, Custom duty, Excise duty or Goods and Services Tax which have not been deposited on account of any dispute except as stated as below:

Name of the Statute	Nature of the Dues	Amount (₹)	Period to which the amount relates (Financial year)	Forum where dispute is pending
Karnataka Tax on Entry of Goods, 1979	Entry Tax	75,755/-	2006-07	Joint Commissioner of Commercial Taxes (Appeals)
Karnataka Tax on Entry of Goods, 1979	Entry Tax	28,666/-	2007-08	Joint Commissioner of Commercial Taxes (Appeals)
Karnataka Tax on Entry of Goods, 1979	Entry Tax	34,580/-	2008-09	Joint Commissioner of Commercial Taxes (Appeals)
Karnataka Tax on Entry of Goods, 1979	Entry Tax	70,632/-	2009-10	Joint Commissioner of Commercial Taxes (Appeals)

Note: Out of the total amount of ₹ 2,09,633/-, 50% of the amount has been deposited.

- (viii) Based on our examination of books and records and according to the information & explanations given to us, the Company has not defaulted in repayment of loans or borrowings to financial institution or Banks or Government. The Company has not issued any debentures.
- (ix) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Terms Loans were applied for the purposes for which those were raised.
- (x) On the basis of our examination of books and records of the Company and according to the information and explanations given to us, no material fraud by the company or on the Company by its officers or employees has been noticed or reported during the year.
- (xi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Companies Act, 2013.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act and details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations give 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 and therefore paragraph 3(xiv) of the Order is not applicable.
- (xv) In our opinion and according to the information and explanations given to us, the company has not entered into any non-cash transaction with directors or persons connected with him and therefore paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For S JAYKISHAN  
Chartered Accountants  
Firm's Registration No. 309005E

Vivek Newatia  
Partner  
Membership No. 062636  
UDIN : 20062636AAACV1435

Place: Kolkata  
Date: 29-06-2020



## Annexure - 'B' to the Independent Auditors' Report

### 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 BEMCO HYDRAULICS LIMITED ("the Company") as of 31st March 2020 in conjunction with our audit of the standalone Ind AS Financial Statements of the Company for the year ended on that date.

### Management's Responsibility for Internal Financial Controls

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

### 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 Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

### Meaning of Internal Financial Controls over Financial Reporting

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

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

### Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

### Opinion

In our opinion, 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 31st March 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For S JAYKISHAN  
Chartered Accountants  
Firm's Registration No. 309005E

Vivek Newatia  
Partner  
Membership No. 062636  
UDIN : 20062636AAAACV1435

Place: Kolkata  
Date: 29-06-2020

**BALANCE SHEET AS AT 31ST MARCH, 2020**

(₹. in Lakhs)

Particulars	Note No.	Figures as at 31/03/2020	Figures as at 31/03/2019
<b>ASSETS</b>			
(I) Non-Current assets			
(a) Property, Plant and Equipment	5.01	4,344.87	4,381.35
(b) Capital Work In Progress		20.22	20.22
(c) Other Intangible Assets	5.02	46.27	56.93
(d) Financial Assets			
(i) Investments	5.03	16.07	22.16
(ii) Loans	5.04	17.79	15.99
(iii) Other Financial Assets	5.05	148.60	148.03
(e) Other Non-Current Assets	5.06	24.86	13.54
<b>Total Non-Current Assets</b>		<b>4,618.68</b>	<b>4,658.22</b>
(II) Current Assets			
(a) Inventories	5.07	2,345.89	1,739.59
(b) Financial Assets			
(i) Trade Receivables	5.08	1,124.31	1,377.11
(ii) Cash and Cash Equivalents	5.09	52.89	5.85
(iii) Bank Balances other than (ii) above	5.10	142.76	76.39
(iv) Other Financial Assets	5.11	11.18	12.55
(c) Current Tax Assets	5.12	0.96	21.97
(d) Other Current Assets	5.13	101.45	73.06
<b>Total Current Assets</b>		<b>3,779.44</b>	<b>3,306.52</b>
<b>TOTAL ASSETS (I TO II)</b>		<b>8,398.12</b>	<b>7,964.74</b>
<b>EQUITY AND LIABILITIES</b>			
(I) Equity			
(a) Equity Share Capital	5.14	219.34	219.34
(b) Other Equity	5.15	3,375.52	3,309.07
<b>Total Equity</b>		<b>3,594.86</b>	<b>3,528.41</b>
<b>Liabilities</b>			
(II) Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	5.16	326.85	385.58
(ii) Other Financial Liabilities	5.17	3.99	3.98
(b) Provisions	5.18	11.12	9.90
(c) Deferred Tax Liabilities (Net)	5.19	702.99	668.93
(d) Other Non-Current Liabilities	5.20	44.30	45.92
<b>Total Non-Current Liabilities</b>		<b>1,089.25</b>	<b>1,114.31</b>
(III) Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	5.21	1,324.09	751.32
(ii) Trade Payables	5.22		
(a) Total Outstanding Dues of Micro, Medium and Small Enterprises		106.56	55.42
(b) Total outstanding Dues of Other than Micro, Medium and Small Enterprises		909.67	1,180.82
(iii) Other Financial Liabilities	5.23	593.25	542.55
(b) Other Current Liabilities	5.24	708.32	635.76
(c) Provisions	5.25	65.37	50.90
(d) Current Tax Liabilities (Net)	5.26	6.75	105.25
<b>Total Current Liabilities</b>		<b>3,714.01</b>	<b>3,322.02</b>
<b>TOTAL EQUITY AND LIABILITIES (I TO III)</b>		<b>8,398.12</b>	<b>7,964.74</b>
Significant Accounting Policies	2	-	-
See accompanying Notes to Financial Statements	1 - 5		

As Per our Report of Even Date attached

For and on behalf of the Board of Directors

For **S JAYKISHAN**  
Chartered Accountants  
Firm Regn. No.: 309005E

**Vivek Newatia**  
Partner  
Membership No.: 062636

**Vijay Sambrekar**  
CFO  
PAN: BGLPS8409M

**Amruta Tarale**  
Company Secretary  
ACS - 42288

**M M Mohta**  
Chairman  
DIN: 00068884

**Anirudh Mohta**  
Managing Director  
DIN: 00065302

Place: Kolkata  
Date: 29-06-2020

Place: Belgaum  
Date: 29-06-2020

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

(₹. in Lakhs)

Particulars	Note No.	Figures for the year ended	
		31/03/2020	31/03/2019
<b>I REVENUE FROM OPERATIONS</b>	5.28	3,200.56	4,722.52
<b>II OTHER INCOME</b>	5.29	58.38	72.95
<b>III TOTAL INCOME (I + II)</b>		<b>3,258.94</b>	<b>4,795.47</b>
<b>IV EXPENSES</b>			
Cost of Materials Consumed	5.30	1,929.35	2,146.65
Changes in Inventories of Finished Goods and Work-in-Progress	5.31	(713.02)	356.65
Employee Benefits Expense	5.32	894.99	874.89
Finance Costs	5.33	229.97	274.89
Depreciation and Amortization Expense	5.34	81.00	78.32
Other Expenses	5.35	681.51	812.16
<b>TOTAL EXPENSES</b>		<b>3,103.80</b>	<b>4,543.56</b>
<b>V PROFIT / (LOSS) BEFORE TAX (III - IV)</b>		155.14	251.91
<b>VI TAX EXPENSE:</b>			
(i) Current Tax [Net of reversals ₹ NIL/- (Previous Year: ₹ 11,11,928/-)]		37.26	53.73
(ii) Deferred Tax Charged/(Credited)	5.19	34.27	35.52
		<b>71.53</b>	<b>89.25</b>
<b>VII PROFIT / (LOSS) FOR THE YEAR (V - VI)</b>		<b>83.61</b>	<b>162.66</b>
<b>VIII OTHER COMPREHENSIVE INCOME</b>	5.36		
(i) Items that will not be reclassified to profit or loss		(21.73)	3.93
(ii) Income tax relating to items that will not be reclassified to profit or loss		4.35	(1.40)
<b>Other Comprehensive Income for the year</b>		<b>(17.38)</b>	<b>2.53</b>
<b>IX TOTAL COMPREHENSIVE INCOME FOR THE YEAR (VII + IX)</b>		<b>66.23</b>	<b>165.19</b>
<b>X Earnings Per Equity Share of Face Value of ₹ 10/- each</b>	5.37		
(1) Basic		3.82	7.44
(2) Diluted		3.82	7.44
Significant Accounting Policies	2		
See accompanying Notes to Financial Statements	1 - 5		

As Per our Report of Even Date attached

For **S JAYKISHAN**  
Chartered Accountants  
Firm Regn. No.:309005E

For and on behalf of the Board of Directors

**Vivek Newatia**  
Partner  
Membership No.:062636

**Vijay Sambrekar**  
CFO  
PAN:BGLPS8409M

**Amruta Tarale**  
Company Secretary  
ACS - 42288

**M M Mohta**  
Chairman  
DIN: 00068884

**Anirudh Mohta**  
Managing Director  
DIN:00065302

Place: Kolkata  
Date: 29-06-2020

Place: Belgaum  
Date: 29-06-2020



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

A. Equity Share Capital Equity Shares of ₹ 10/- each issued, subscribed and fully paid up				(₹. in Lakhs)
Balance as at the beginning of the reporting period, i.e. 1st April, 2018	Changes in equity share capital during the year 2018-2019	Balance as at the end of the reporting period, i.e. 31st March, 2019	Changes in equity share capital during the year 2019-2020	Balance as at the end of the reporting period, i.e. 31st March, 2020
219.34	-	219.34	-	219.34

Particulars	Reserves and Surplus				Items of Other Comprehensive Income (OCI)		Total Other Equity
	Capital Reserve	Capital Redemption Reserve	General Reserve	Securities Premium Reserve	Retained Earnings	Equity Instruments through OCI	
<b>As at 31st March 2019</b>							
Balance as at 1st April, 2018	2,766.67	14.73	70.24	448.32	(181.61)	22.19	3,151.61
Add/(Less): Movement During The Year	(19.63)	-	-	-	11.70	-	(7.93)
Profit for the year	-	-	-	-	162.66	-	162.66
Other Comprehensive Income for the year	-	-	-	-	-	(1.10)	2.53
Balance as at 31st March, 2019	2,766.24	14.73	70.24	448.32	(7.25)	21.09	3,309.07
<b>As on 31st March 2020</b>							
Balance as at 1st April, 2019	2,766.24	14.73	70.24	448.32	(7.25)	21.09	3,309.07
Add/(Less): Movement During The Year	(3.33)	20.00	-	-	3.55	-	20.22
Profit for the year	-	-	-	-	83.61	-	83.61
Less: Transfer to Capital Redemption Reserve	-	-	-	-	(20.00)	-	(20.00)
Other Comprehensive Income for the year	-	-	-	-	-	(6.09)	(17.38)
Balance as at 31st March 2020	2,762.91	34.73	70.24	448.32	59.91	15.00	3,375.52

As Per our Report of Even Date attached

For and on behalf of the Board of Directors

For S JAYKISHAN  
Chartered Accountants  
Firm Regn. No.:309005E

Vivek Newatia  
Partner  
Membership No.:062636

Vijay Sambrekar  
CFO  
PAN:BGJPS8409M

Amruta Tarale  
Company Secretary  
ACS - 42286

M M Mohta  
Chairman  
DIN: 00068684

Anirudh Mohta  
Managing Director  
DIN:00065302

Place: Kolkata  
Date: 29-06-2020

Place: Belgium  
Date: 29-06-2020

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2020

(₹. in Lakhs)

Particulars	31/03/2020	31/03/2019
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit/ (Loss) Before Exceptional Items and Tax	155.14	251.91
Adjustments For :		
Loss on Sale of Property, Plant & Equipment	0.67	1.09
Provision For Bad and Doubtful Debts	25.26	9.70
Liability no longer required written back	(16.48)	(28.33)
Bad Debt and advances written off	11.02	47.93
Expected Credit Loss	(1.29)	14.30
Finance Cost	229.97	274.89
Depreciation and Amortization expense	81.00	78.32
Unrealised Foreign Exchange (Gain) / Loss (net)	19.11	4.97
Provision for Warranty Made/ (written back)	(0.16)	(1.21)
Dividend from Non-Current/ Long Term Investments	(0.25)	(0.15)
Interest Income	(17.64)	(17.54)
Lease/ Rental Income	(20.71)	(14.55)
Excess & Short Provision	3.26	0.11
<b>Operating Profit Before Working Capital Changes</b>	<b>468.70</b>	<b>621.44</b>
<b>Movements in Working Capital</b>		
Decrease/ (Increase) in Trade and Other Receivables	187.29	(318.29)
Decrease/ (Increase) in Inventories	(606.28)	145.54
Increase/ (Decrease) in Trade and Other Payables	(109.95)	328.83
<b>Cash Generated From Operations</b>	<b>(60.24)</b>	<b>777.52</b>
Direct Taxes Paid (Net)	(114.75)	39.74
<b>Net Cash Flow From (Used In) Operating Activities</b>	<b>(A) (174.99)</b>	<b>817.26</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Property, Plant & Equipment (incl. Capital Advances)	(86.08)	(263.06)
Sale of Property, Plant & Equipment	8.18	1.24
Investment in Fixed Deposits	(65.09)	103.50
Dividend from Non-Current/ Long Term Investments	0.25	0.15
Interest Received	17.96	16.66
Lease/ Rental Income	20.71	14.55
<b>Net Cash Flow From (Used In) Investing Activities</b>	<b>(B) (104.07)</b>	<b>(126.96)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from Long Term Borrowings	-	23.81
Repayment of Long term Borrowings	(24.58)	(34.67)
Proceeds/(Repayment) of Short term Borrowings (net)	572.93	(453.15)
Interest Paid	(222.70)	(237.74)
<b>Net Cash Flow From (Used In) Financing Activities</b>	<b>(C) 325.65</b>	<b>(701.75)</b>
<b>Net Increase in Cash &amp; Cash Equivalents</b>	<b>(A+B+C) 46.59</b>	<b>(11.45)</b>
Cash & Cash Equivalents at the beginning of the Year	6.30	17.75
<b>Cash &amp; Cash Equivalents at the end of the Year<sup>2</sup></b>	<b>52.89</b>	<b>6.30</b>

## Note:

- (1) Cash Flow Statement has been prepared under Indirect method in accordance with Indian Accounting Standard (Ind AS) 7 "Statement of Cash Flows".
- (2) Represents Cash & Cash Equivalents as indicated in Note No. 5.09 & 5.23 to the Financial Statements as under:

	31.03.2020 (₹)	31.03.2019 (₹)
Cash and Cash Equivalent	52.89	5.85
Credit Balance in Current Account	-	0.45
	<b>52.89</b>	<b>6.30</b>



(3) Debt Reconciliation Statement in accordance with IND AS 7 as under:

	31.03.2020 (₹)	31.03.2019 (₹)
<b>Opening Balances</b>		
Long Term Borrowings	392.35	391.81
Short Term Borrowings	751.77	1,204.00
<b>Movements</b>		
Long Term Borrowings	(37.54)	0.54
Short Term Borrowings	572.32	(452.23)
<b>Closing Balances</b>		
Long Term Borrowings	354.81	392.35
Short Term Borrowings	1,324.09	751.77

As Per our Report of Even Date attached

For and on behalf of the Board of Directors

For S JAYKISHAN  
Chartered Accountants  
Firm Regn. No.:309005E

Vivek Newatia  
Partner  
Membership No.:062636

Vijay Sambrekar  
CFO  
PAN:BGLPS8409M

Amruta Tarale  
Company Secretary  
ACS - 42288

M M Mohta  
Chairman  
DIN: 00068884

Anirudh Mohta  
Managing Director  
DIN:00065302

Place: Kolkata  
Date: 29-06-2020

Place: Belgaum  
Date: 29-06-2020



## Summary of Significant Accounting Policies and Notes to the Financial Statements

### For the Year Ended 31st March 2020

#### 1. Corporate Information

Bemco Hydraulics Limited ("the Company") is a listed company incorporated in India having its registered office at Udyambag Industrial Estate, Belgaum, Karnataka-590 008. The Company is principally engaged in the business of manufacture of wide range of Portable re-railing equipment, Light weight re-railing equipment, Hydraulic Re-railing equipment, Re-railing Systems, Hydraulic press, Wheel fitting press and Straightening press. Apart from the principal place of business it has branches in Chennai, Delhi and Kolkata. The Company caters to both domestic and international markets.

The Company's equity shares are listed on the Bombay Stock Exchange (BSE Ltd.) since 05<sup>th</sup> day of November, 2001.

The financial statement for the financial year ended 31st March, 2020 were approved by the Board of Directors and authorised for issue on 29th June, 2020.

#### 2. Summary of Significant Accounting Policies

##### 2.01 Statement of Compliance

The Standalone financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the 'Act'), other relevant provisions of the Act and guidelines issued by the Securities and Exchange Board of India (SEBI).

##### 2.02 Basis of Preparation and Measurement

The Standalone financial statements have been prepared on the historical cost basis, except for the following assets and Liabilities which have been measured at Fair value basis at end of each reporting period:

(i) Certain Financial Assets and Liabilities

(ii) Defined Benefit Plans- Plan Assets

##### Estimation of uncertainties relating to Global Healthcare Pandemic from COVID - 19

The Company has considered the possible effects that may result from the pandemic relating to COVID - 19 on the carrying amount of assets including investments, capital advances, trade receivables, inventories etc. In developing the assumptions relating to the possible future uncertainties in the economic conditions because of the pandemic, the Company, as at the date of approval of these financial statements has used internal and external sources of information. The Company expects that the carrying amount of these assets will be recovered. The impact of COVID - 19 on the Company's financial statements may differ from that estimated as at the date of approval of these financial statements.

##### 2.03 Current and Non-Current Classification

The company presents assets and liabilities in the balance sheet based on current/ non-current classification.

##### An asset is current when it is:

- (a) expected to be realised or intended to be sold or consumed in normal operating cycle;
- (b) held primarily for the purpose of trading;
- (c) expected to be realized within twelve months after the reporting period;
- (d) cash or a cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

##### A liability is current when it is:

- (a) expected to be settled in normal operating cycle;
- (b) held primarily for the purpose of trading;
- (c) due to be settled within twelve months after the reporting period or,
- (d) there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.;

All other liabilities are classified as non-current.

Deferred Tax Assets/ Liabilities are classified as non-current.

##### 2.04 Property, Plant & Equipment (PPE)

PPE are initially recognised at cost. The initial cost of PPE comprises its purchase price, other directly attributable costs including non-refundable duties and taxes net of any trade discounts and rebates. The cost of PPE includes interest on borrowings (borrowing cost) directly attributable to acquisition, construction or production of qualifying assets subsequent to initial recognition, PPE are stated at cost less accumulated depreciation (other than leasehold land which is stated at revalued amounts) and impairment losses, if any.

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.

In case of land the Company has availed fair value as deemed cost on the date of transition to Ind AS.

Depreciation on the property, plant and equipment is provided on straight-line method ("SLM") over the useful lives of the assets as specified in Schedule II to the Companies Act, 2013 except leasehold land which is being amortised over lease period and the same is in line with management estimates of the useful lives of the asset. On property, plant and equipment which are added / disposed off during the year, depreciation is provided on pro-rata basis with reference to the month of addition / deletion.

The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

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

Residual Values, useful lives and methods of depreciation of Property, Plant and Equipment are reviewed at each financial year and adjusted prospectively if appropriate.

##### 2.05 Capital Work-in-Progress

Capital work-in-progress are carried at cost, comprising direct cost, related incidental expenses and attributable borrowing cost.

##### 2.06 Intangible Assets

Intangible assets are measured on initial recognition at cost and subsequently are carried at cost less accumulated amortization and accumulated impairment losses, if any.

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses on derecognition are determined by comparing proceeds with carrying amount. These are included in the statement of profit or loss as gains or losses, as the case may be.

The Company amortises intangible assets with a finite useful life using the straight-line method over the following range of useful lives:

Asset (Other than internally generated)	Useful Life
Computer Software	5 years
Technical Know-how	10 years

The management reviews the estimated useful life of intangible assets annually.

## 2.07 Inventories

Items of inventories are measured at lower of cost and net realisable value after providing for obsolescence, if any, except in case of scrap which are valued at net realisable value. Cost of inventories comprises of cost of purchase, cost of conversion and other costs including manufacturing overheads net of recoverable taxes incurred in bringing them to their respective present location and condition. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

Cost of Raw Materials, Work-in-progress, Finished goods and Stores and Spares are determined on First in First Out Basis (i.e.FIFO).

## 2.08 Lease

Leases are classified as finance leases whenever the terms of the lease, transfers substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

**Leased Assets:** Assets held under finance leases are initially recognised as assets of the Company at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the balance sheet as a finance lease obligation.

Lease payments are apportioned between finance expenses and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance expenses are recognised immediately in Statement of Profit and Loss, unless they are directly attributable to qualifying assets, in which case they are capitalized. Contingent rentals are recognised as expenses in the periods in which they are incurred.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Operating lease payments are recognised as an expense in the Statement of Profit and Loss on a straight-line basis over the lease term except where another systematic basis is more representative of time pattern in which economic benefits from the leased assets are consumed.

## 2.09 Revenue Recognition

### "Sale of Goods"

The revenue are recognised when (or as) the company satisfies the all recognition criteria including transferring the promised goods or services (i.e. an asset) to the customer. An asset is transferred when (or as) the customer obtains control of that asset.

The Sales of goods are recognised when the products are dispatched/ control transferred to the customers and there is no unfulfilled obligation that could affect the buyer's acceptance of the product as per the terms of the contract and no significant uncertainty exists regarding the amount of the consideration that will be derived from the sale of goods.

Revenue is recognised based on the price specified in the contract.

Revenue for current year is exclusive of goods and service tax and net of discounts, sales returns and foreign exchange gain/(loss). Revenue for previous year is inclusive of excise duty but net of sales tax/value added tax/goods and service tax, discounts and sales returns as applicable.

### Rendering of services

Revenue from maintenance contracts are recognized on pro-rata basis over the period of contract.

Revenue from other service contracts are recognized when services are rendered and related costs are incurred.

### Interest Income

For all financial instruments measured at amortised cost, interest income is accrued on a time basis, by reference to principal outstanding and at effective interest rate (EIR) applicable, which is the rate that exactly discounts the estimated future cash receipts through the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset on initial recognition.

### Dividend Income

Dividend income from investments is accounted for when the company's right to receive the same is established.

### Lease Income

Lease rentals are recognised on straight-line basis as per the terms of the agreements in the Statement of Profit and Loss.

## 2.10 Employee Benefits Expense

### (a) Short term employee benefits

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services.

### (b) Post employment benefits

#### Defined contribution plans:

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

Superannuation Fund and Provident & Pension Fund are administered by Life Insurance Corporation of India (LIC) and Regional Provident Fund Commissioner respectively.

#### Defined benefit plans:

The company has a defined benefit plan for Post-employment benefit in the form of Gratuity, which is administered through Life Insurance Corporation of India (LIC).

The liability in respect of gratuity and other post-employment benefits is calculated using the Projected Unit Credit Method and spread over the period during which the benefit is expected to be derived from employees' services.

Re-measurement of defined benefit plans in respect of post-employment are charged to the Other Comprehensive Income.

#### Other long-term employee benefits

Liability for Compensated Absences is provided on the basis of valuation, as at the balance sheet date, carried out by an independent actuary. The actuarial method used for measuring the liability is the Projected Unit Credit method.

## 2.11 Borrowing Costs

Borrowing costs are interest and ancillary costs incurred in connection with the arrangement of borrowings. General and specific borrowing costs attributable to acquisition and construction of any qualifying asset (one that takes a substantial period of time to get ready for its designated use or sale) are capitalised until such time as the assets are substantially ready for their intended use or sale, and included as part of the cost of that asset. All the other borrowing costs are recognised in the Statement of Profit and Loss within Finance costs of the period in which they are incurred.

## 2.12 Foreign Currency Transactions

The company's financial statements are presented in Indian Rupee (₹), which is also the company's functional currency.

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate at the date of the transaction. At each balance



sheet date, foreign currency monetary assets or liabilities are translated at exchange rate prevailing on the balance sheet date and the exchange gains or losses are recognised in the statement of profit & loss.

## 2.13 Earnings Per Share (EPS)

Basic EPS is computed by dividing the profit or loss attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by adjusting the profit or loss attributable to the equity shareholders and the weighted average number of ordinary equity shares, for the effects of all dilutive potential equity shares.

## 2.14 Income Taxes

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred taxes are recognised in Statement of Profit and Loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively.

### Current Tax

Tax on income for the current period is determined on the basis on estimated taxable income and tax credits computed in accordance with the provisions of the Income Tax Act, 1961.

Current tax assets and current tax liabilities are off set when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle the asset and the liability on a net basis.

### Deferred Tax

Deferred income tax is recognised using the Balance Sheet approach. Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred tax assets are recognised only to the extent that it is probable that either future taxable profits or reversal of deferred tax liabilities will be available, against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year 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 end of the reporting period.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

## 2.15 Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, where 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. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows. Where the effect is material, the provision is discounted to net present value using an appropriate current market-based pre-tax discount rate and the unwinding of the discount is included in finance costs.

Contingent liabilities are recognised only when there is a possible obligation arising from past events, due to occurrence or non-occurrence of one or more uncertain future events, not wholly within the control of the Company, or where any present obligation cannot be measured in terms of future outflow of resources, or where a reliable estimate of the obligation cannot be made. Obligations are assessed on an ongoing basis and only those having a largely probable outflow of resources are provided for.

Contingent assets are not disclosed in the financial statements unless an inflow of economic benefits is probable.

## 2.16 Research & Development Expenditure

Revenue expenditure pertaining to research is charged to the Statement of Profit and Loss. Development cost of products are charged to the Statement of Profit and Loss unless a product's technological and commercial feasibility has been established, in which case such expenditure is capitalised.

## 2.17 Impairment of Non-Financial Assets: Property, Plant & Equipment & Intangible Assets

The Company assesses at each reporting date as to whether there is any indication that any property, plant and equipment and intangible assets or group of assets, called cash generating units (CGU) may be impaired. If any such indication exists the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs.

An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets.

The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

## 2.18 Financial Instruments

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability. Purchase and Sale of Financial Assets are recognised using Trade Date Accounting.

### Cash & Cash Equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

### Financial Assets at Amortised Cost

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

### Financial Assets At Fair Value Through Other Comprehensive Income (FVTOCI)

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

The Company has made an irrevocable election to present subsequent changes in the fair value of equity investments not held for trading in Other Comprehensive Income.



**Financial Assets At Fair Value Through Profit or Loss (FVTPL)**

Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in profit or loss.

**Financial Liabilities**

All financial liabilities are recognized at fair value at initial recognition and in case of loans, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost. Financial Liabilities are subsequently measured at amortised cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

**Equity Instruments**

An equity instrument is a contract that evidences residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments recognised by the Company are measured at the proceeds received net off direct issue cost.

**Investment in Subsidiary**

A subsidiary is an entity that is controlled by the Company.

The Company accounts for the each category of investments in subsidiaries at cost in accordance with Ind AS 27 - Separate Financial Statements.

**Derecognition of Financial Instruments:**

A financial asset is primarily derecognised when the rights to receive cash flows from the asset have expired or the Company has transferred its rights to receive cash flows from the asset. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

**Impairment of Financial Assets (other than at fair value through Profit & Loss)**

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVTOCI 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 losses to be recognised from initial recognition of the receivables.

**Offsetting**

Financial Assets and Financial Liabilities are offset and the net amount is presented in the Balance Sheet when and only when, the company has a legally enforceable right to set off the amount and it intends, either to settle them on net basis or to realise the asset and settle the liability simultaneously.

**3 Critical Accounting Judgements & Key Sources of Estimation Uncertainty**

The preparation of the company's financial statements in conformity with the Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of revenues, expenses, assets and liabilities, the accompanying disclosures and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

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

**Defined Benefit Plans**

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

**Contingencies & Commitments**

In the normal course of business, contingent liabilities may arise from litigations and other claims against the Company. Where the potential liabilities have a low probability of crystallizing or are very difficult to quantify reliably, we treat them as contingent liabilities. Such liabilities are disclosed in the notes but are not provided for in the financial statements. Although there can be no assurance regarding the final outcome of the legal proceedings, the Company do not expect them to have a materially adverse impact on our financial position or profitability.

**Depreciation / amortisation and useful lives of property plant and equipment / intangible assets**

Property, plant and equipment / intangible assets are depreciated / amortised over their estimated useful lives, after taking into account estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation / amortisation to be recorded during any reporting period. The useful lives and residual values are based on the Company's historical experience with similar assets and take into account anticipated technological changes. The depreciation / amortisation for future periods is revised if there are significant changes from previous estimates.

**Allowances for doubtful debts**

The Company makes allowances for doubtful debts based on an assessment of the recoverability of trade and other receivables. The identification of doubtful debts requires use of judgement and estimates. Where the expectation is different from the original estimate, such difference will impact the carrying value of the trade and other receivables and doubtful debts expenses in the period in which such estimate has been changed.

**Provision for Liquidated Damages**

Provision for liquidated damages are recognised on contracts for which revenue has been recognised during the reporting period and the delivery dates are exceeded as per the terms of the contract on a reasonable basis. The negotiations with the customers on the percentage deduction/ non-deduction of liquidated damages impacts the profitability in the period in which such negotiations are finalised.

**Impairment of Financial Assets**

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

**Warranty Provisions**

Provisions for warranty-related costs are recognised when the product is sold or service provided to the customer. Initial recognition is based on historical experience. The initial estimate of warranty-related costs is revised annually.

**4 Recent Indian Accounting Standards (Ind AS)**

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. There is no such notification which would have been applicable from April 1, 2020.

## Notes to the Financial Statements

## 5.01 Property, Plant &amp; Equipment

Particulars	Gross Block			Depreciation			Net Block (₹ in Lakhs)
	As at 01/04/2019	Addition During the Year	Deduction During the Year	As at 31/03/2020	Upto 31/03/2019	For the year	Upto 31/03/2020
<b>Leased Asset</b>							
Leasehold Land	3,605.64	-	-	3,605.64	11.31	3.77	15.08
<b>Owned Assets</b>							
Office Buildings	375.73	27.37	-	403.10	32.95	11.03	43.98
Factory Building	73.53	-	-	73.53	2.35	2.33	4.68
Plant and Equipment	243.33	-	-	243.33	47.18	18.25	65.43
Furniture and Fixtures	5.20	-	-	5.20	1.48	0.55	2.03
Vehicles	200.52	6.87	22.01	185.38	55.37	24.27	66.48
Goods Transport Vehicles	5.20	-	-	5.20	2.32	0.78	3.10
Office Equipments	10.71	0.94	-	11.65	2.32	1.80	4.12
Electrical Installations	12.42	-	-	12.42	2.11	1.22	3.33
Computers	12.38	2.91	-	15.29	5.98	2.05	8.03
Borewell	0.08	0.36	-	0.44	-	0.05	0.05
<b>TOTAL</b>	<b>4,544.74</b>	<b>38.45</b>	<b>22.01</b>	<b>4,561.18</b>	<b>163.37</b>	<b>66.10</b>	<b>216.31</b>
							<b>4,344.87</b>
Particulars	Gross Block			Depreciation			Net Block
	As at 01/04/2018	Addition During the Year	Deduction During the Year	As at 31/03/2019	Upto 31/03/2018	For the year	Upto 31/03/2019
<b>Leased Asset</b>							
Leasehold Land	3,605.64	-	-	3,605.64	7.54	3.77	11.31
<b>Owned Assets</b>							
Office Buildings	327.00	48.73	-	375.73	22.55	10.40	32.95
Factory Building	73.53	-	-	73.53	0.02	2.33	2.35
Plant and Equipment	225.89	17.44	-	243.33	30.02	17.16	47.18
Furniture and Fixtures	4.42	0.78	-	5.20	0.98	0.50	1.48
Vehicles	187.12	53.51	40.11	200.52	47.58	24.29	55.37
Goods Transport Vehicles	5.20	-	-	5.20	1.55	0.77	2.32
Office Equipments	3.01	7.70	-	10.71	1.84	0.48	2.32
Electrical Installations	8.48	3.94	-	12.42	1.01	1.10	2.11
Computers	10.75	1.63	-	12.38	3.53	2.45	5.98
Borewell	0.08	-	-	0.08	-	-	-
<b>TOTAL</b>	<b>4,451.12</b>	<b>133.73</b>	<b>40.11</b>	<b>4,544.74</b>	<b>116.62</b>	<b>63.25</b>	<b>163.37</b>
							<b>4,381.37</b>

**Note:** Property, plant and equipment of the company are charged against various loan facilities availed by the company from Banks. The complete details in this regard are given in Note No. 5.21 to the financial statements.

## 5.02 Other Intangible Assets

(₹ in Lakhs)

Particulars	Gross Block			Amortization			Net Block	
	As at 01/04/2019	Addition During the Year	Deduction During the Year	As at 31/03/2020	Upto 01/04/2019	For the year	Deductions	Upto 31/03/2020
Computer Software	28.22	4.25	-	32.47	7.85	5.09	-	12.94
Technical Know-how	120.42	-	-	120.42	83.87	9.81	-	93.68
<b>TOTAL</b>	<b>148.64</b>	<b>4.25</b>	<b>-</b>	<b>152.89</b>	<b>91.72</b>	<b>14.90</b>	<b>-</b>	<b>106.62</b>

Particulars	Gross Block			Amortization			Net Block	
	As at 01/04/2018	Addition During the Year	Deduction During the Year	As at 31/03/2019	Upto 31/03/2018	For the year	Deductions	Upto 31/03/2019
Computer Software	28.22	-	-	28.22	2.55	5.30	-	7.85
Technical Know-how	120.42	-	-	120.42	74.09	9.78	-	83.87
<b>TOTAL</b>	<b>148.64</b>	<b>-</b>	<b>-</b>	<b>148.64</b>	<b>76.64</b>	<b>15.08</b>	<b>-</b>	<b>91.72</b>




**5.03 Investments**

(₹. in Lakhs)

Particulars	Face value per share (₹)	31/03/2020		31/03/2019	
		Qty. (Nos.)	Amount (₹)	Qty. (Nos.)	Amount (₹)
<b>Non Current</b>					
<b>In others</b>					
(i) <b>Investments in Equity Instruments carried at fair value through other comprehensive income (FVOCI)</b>					
<b>A. Quoted (Fully paid up, unless otherwise stated)</b>					
Alfred Herbert (India) Limited	10	5	0.03	5	0.03
BF Investment Limited (Bonus)	5	26	0.06	26	0.07
BF Utilities Limited	5	26	0.04	26	0.05
Bharat Forge Company Limited	2	130	0.30	130	0.67
Bharat Forge Company Limited (Bonus)	2	130	0.30	130	0.67
Dynumatic Technologies Limited	10	40	0.19	40	0.65
E.C.E. Industries Limited	10	30	-	30	0.08
Eicher Motors Limited	10	1	0.13	1	0.21
Elecon Engineering Co. Limited (Including Bonus)	2	360	0.07	360	0.23
GKW Limited (Formerly, Guest Keen Williams Limited)	10	1	0.01	1	0.01
Jyoti Limited	10	50	0.00	50	0.01
Kulkarni Power Tools Limited	5	200	0.11	200	0.13
Larsen and Tubro Limited	2	256	2.07	256	3.54
Larsen and Tubro Limited (Bonus)	2	320	2.58	320	4.43
LML Limited	10	27	-	27	0.00
Mahindra and Mahindra Limited	5	52	0.15	52	0.35
Mahindra and Mahindra Limited (Bonus)	5	52	0.15	52	0.35
Manugraph Industries Limited	2	240	0.02	240	0.07
Nesco Limited (New Standard Engineering Company Limited)	2	200	0.99	200	0.96
Scooters India Limited	10	50	0.01	50	0.02
Tata Motors Limited	2	115	0.08	115	0.20
Tata Motors Limited	2	15	0.01	15	0.03
Texmaco Rail Engineering Limited	1	100	0.02	100	0.07
Ultratech Cement (Bonus)	10	51	1.65	51	2.04
Voltas Limited	1	150	0.72	150	0.95
Best and Crompton Engineering Private Limited	10	105	0.00	105	0.00
Eaton Fluid Power Limited	10	24	0.00	24	0.00
UT Limited	10	100	0.01	100	0.01
			<b>9.70</b>		<b>15.79</b>
<b>B. Unquoted (Fully paid up, unless otherwise stated)</b>					
Belgaum Coal and Coke Consumer Co-op Ass. Limited	100	4	0.38	4	0.38
Belgaum Manufacturers Co-op Industrial Estate Limited	100	40	4.09	40	4.09
WG Forge and Allied Industrial Limited	10	50	-	50	-
Saraswat Co-operative Bank Limited	10	783	1.25	783	1.25
Eicher Tractors Limited	10	4	-	4	-
			<b>5.72</b>		<b>5.72</b>
<b>IN SUBSIDIARY</b>					
(ii) <b>Other Investments</b>					
<b>In Capital in LLP (Measured at Amortised Cost)</b>					
Bemco Fluidtechnik LLP			0.65		0.65
			0.65		0.65
<b>TOTAL</b>			<b>16.07</b>		<b>22.16</b>
Aggregate amount of quoted investments			9.70		15.79
Aggregate market value of quoted investments			9.70		15.79
Aggregate amount of unquoted investments			6.37		6.37
Aggregate amount of Impairment in value of Investments			-		-

**5.04 Loans**

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>Unsecured, Considered Good</b>		
- Security Deposits (Refer Note (ii) below)	17.79	15.99
	<b>17.79</b>	<b>15.99</b>

**Note:** (i) No loans are due from directors or other officers of the company either severally or jointly with any other person. Nor any loans are due from firms or private companies respectively in which any director is a partner, a director or a member.

(ii) The above security deposits consists of namely Earnest Money deposits made for Government tenders, Deposits for Lease Rental arrangements and Electricity deposits and are interest free.

**5.05 Other Financial Assets**

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>Fixed Deposits</b>		
- Bank Deposits with original maturity of more than 12 months	139.48	140.60
Advances to Workers/ Employees	9.12	7.43
	<b>148.60</b>	<b>148.03</b>

**Note:** (i) Above mentioned bank deposits are held as margin money with banks against bank guarantees, letter of credit and other commitments and includes interest accrued thereon.

**5.06 Other Non-Current Assets**

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Capital Advances	24.86	13.54
	<b>24.86</b>	<b>13.54</b>

**5.07 Inventories**

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>(At lower of cost and net realisable value)</b>		
Raw Materials	178.97	231.99
Intermediate and Components	221.57	281.24
Stores and Spares	37.61	31.63
Work-in-Progress	1,906.79	949.15
Finished Goods	-	245.13
<b>(At estimated realisable value)</b>		
Scrap	0.95	0.44
	<b>2,345.89</b>	<b>1,739.58</b>

**Note:** (i) The mode of valuation of inventories has been stated in Note 2.07.

(ii) The Loans from Banks are secured by pari passu charge on all groups of inventories (Also Refer Note 5.21)

(iii) No inventories as on 31.03.2020 were in Transit.

**5.08 Trade Receivables**

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>Unsecured, Considered Good</b>		
(a) Trade Receivables (Refer Note Below)	1,124.31	1,377.11
<b>Unsecured, Considered Doubtful</b>		
(b) Trade Receivables	43.73	18.47
Less: Allowance for Doubtful Debts & Liquidated Damages	(43.73)	(18.47)
	<b>1,124.31</b>	<b>1,377.11</b>

**Note:** (i) The amount due from Subsidiary i.e. Bemco Fluidtechnik LLP is ₹ 11.70 Lakhs (P.Y ₹ 3.12 Lakhs) in which one of the director is also a partner in LLP.

(ii) Other than above, no trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

## (iii) Movement in the expected credit loss allowance

Particulars	Figures as at	
	31/03/2020	31/03/2019
Balance as at the beginning of the year	31.36	17.06
Add: Provision made during the year	(1.29)	14.30
Less: Amount written back / collected during the year	-	-
<b>Balance as at the end of the year</b>	<b>30.07</b>	<b>31.36</b>

(iv) Above Trade Receivables have been shown net off Expected Credit Loss allowance at the end of the year as indicated above.

(v) Borrowing are secured by pari passu charge on Trade receivables. Refer Note 5.21 of the financial statements.

## 5.09 Cash and Cash Equivalents

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Balances with Banks in current accounts	47.58	4.09
Cash on hand	5.31	1.76
	<b>52.89</b>	<b>5.85</b>

## 5.10 Bank Balances (Other than Cash &amp; Cash Equivalents)

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Bank deposits with original maturity more than 3 months but less than or equal to 12 months	142.76	76.39
	<b>142.76</b>	<b>76.39</b>

**Note:** (i) Above mentioned bank deposits are held as margin money with banks against bank guarantees, letter of credit and other commitments and includes interest accrued thereon.

## 5.11 Other Financial Assets

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>Advances</b>		
Advances to Workers/ Employees	11.18	12.55
	<b>11.18</b>	<b>12.55</b>

**Note:** Included in above is the current portion of the interest free advance lent to employees and workers which is recovered on a monthly basis as a deduction in salary or wages.

## 5.12 Current Tax Assets

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Advance Tax / TDS	-	21.01
Income Tax Refund Receivable (Refer Note Below)	0.96	0.96
	<b>0.96</b>	<b>21.97</b>

**Note:** The above amount relates to Income Tax Refund for Assessment Year 2006-07 for which an appeal for rectification under section 154 of Income Tax Act, 1961 has been filed with Hon'ble Assistant Commissioner of Income Tax.

## 5.13 Other Current Assets

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>Advances other than capital advances</b>		
- Advances for purchase of goods and services	55.08	27.93
- Travel advances to employees	8.22	5.45
- Other Advances (Doubtful) (Refer Note (i) Below)	4.00	4.00
Less: Provision for Doubtful Advances	(4.00)	(4.00)
Claims Receivable (Refer Note (ii) Below)	4.02	4.02
Prepaid Expenses	21.21	24.88
Balance with Revenue authorities	12.92	10.77
	<b>101.45</b>	<b>73.05</b>



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- Note:** (i) A case was filed for the recovery of the doubtful advance against B. H. Bhattiwala ("Respondent") in the court of the Hon'ble Pri. District Judge, Belgaum. The order was passed on 30<sup>th</sup> August, 2011 in favour of Bemco Hydraulics Limited directing the respondent to pay a sum of ₹ 5 Lakhs along with interest at 6% per annum amounting to ₹ 2.73 Lakhs i.e. total of ₹ 7.73 Lakhs by delivery of any property specifically decreed or by attachment or sale of Moveable or immovable properties. However, when summons were issued to the respondent it was found that the respondent has passed away and his spouse and legal heirs have not responded to the summons yet. Therefore, on basis of prudence the claim awarded has not been recognised as income neither the provision against the debt has been reversed considering the uncertainty in relation to receipt of the claims.
- (ii) Included in above is amount of ₹ 1.05 Lakhs deposited against the total demand of ₹ 2.10 Lakhs for Entry Tax due under the Karnataka Tax on Entry of Goods Act, 1979 for financial years 2006-07, 2007-08, 2008-09 & 2009-10. An appeal has been preferred with the Hon'ble Joint Commissioner of Commercial Taxes (Appeals), the case is still pending in the forum. Also refer note no. 5.27(a).

**5.14 Equity Share Capital**

Particulars	31/03/2020		31/03/2019	
	Qty. (Nos.)	Amount (₹ in Lakhs)	Qty. (Nos.)	Amount (₹ in Lakhs)
<b>(a) Authorized Share Capital</b> Equity Shares of ₹ 10/- each Preference Share Capital of ₹ 100/- each	40,00,000 4,00,000 <b>44,00,000</b>	400.00 400.00 <b>800.00</b>	40,00,000 4,00,000 <b>44,00,000</b>	400.00 400.00 <b>800.00</b>
<b>(b) Issued Share Capital</b> Equity Shares of ₹ 10/- each	22,22,750 <b>22,22,750</b>	222.28 <b>222.28</b>	22,22,750 <b>22,22,750</b>	222.28 <b>222.28</b>
<b>(c) Issued, Subscribed and Fully Paid up Capital</b> Equity Shares of ₹ 10/- each Add: Shares Forfeited	21,86,700 - <b>21,86,700</b>	218.67 0.67 <b>219.34</b>	21,86,700 - <b>21,86,700</b>	218.67 0.67 <b>219.34</b>
(d) Reconciliation of Equity Shares of ₹10/- each outstanding at the beginning and at the end of each financial year.				
Particulars	31/03/2020		31/03/2019	
	Qty. (Nos.)	Amount (₹ in Lakhs)	Qty. (Nos.)	Amount (₹ in Lakhs)
Balance as at the beginning of the financial year	21,86,700	219.34	21,86,700	219.34
Add/ (Less): Movement during the year	-	-	-	-
<b>Balance as at the end of the financial year</b>	<b>21,86,700</b>	<b>219.34</b>	<b>21,86,700</b>	<b>219.34</b>
<b>(e) Rights, Preferences and Restrictions attached to Equity Shares of ₹ 10/- each.</b> *The Company has Equity Shares having par value of ₹ 10/- per share. Each holder of Equity Shares is entitled to one vote per share. Holders of Equity Shares are entitled to dividend, in proportion to the paid up amount, proposed by Board of Directors subject to approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of Equity Shares will be entitled to receive the remaining assets of the company, after distribution of all preferential amounts, in proportion to their shareholding.*				
<b>(f) Shareholders holding more than 5% of Equity Share Capital.</b>	31/03/2019		31/03/2018	
	Qty. (Nos.)	Amount (₹ in Lakhs)	Qty. (Nos.)	Amount (₹ in Lakhs)
Mohita Capital Private Limited	6,85,606	30.44%	6,85,606	30.44%
Sri Ramchandra Enterprises Private Limited	3,34,697	15.31%	3,34,697	15.31%
U D Fininvest Private Limited	2,18,400	9.99%	2,18,400	9.99%
Urmila Devi Mohita	2,08,668	9.54%	2,08,668	9.54%
Sungrace Fininvest Private Limited	1,49,657	6.84%	1,49,657	6.84%
<b>(g) No calls remain unpaid by the Board of Directors and officers of the Company.</b>				

**5.15 Other Equity**

Particulars	Figures as at	
	31/03/2020 (₹ in Lakhs)	31/03/2019 (₹ in Lakhs)
<b>Capital Reserve</b>		
Balance at the beginning of the year	2,766.24	2,785.87
Add: Reversal of Deferred Tax Liability	0.22	(7.93)
Less: Transfer to Retained Earnings	(3.55)	(11.70)
<b>Balance at the end of the year</b>	<b>2,762.91</b>	<b>2,766.24</b>
<b>Capital Redemption Reserve</b>		
Balance at the beginning of the year	14.73	14.73
Add/ (Less): Movement during the year	20.00	-
<b>Balance at the end of the year</b>	<b>34.73</b>	<b>14.73</b>
<b>General Reserve</b>		
Balance at the beginning of the year	70.24	70.24
Add/ (Less): Movement during the year	-	-
<b>Balance at the end of the year</b>	<b>70.24</b>	<b>70.24</b>

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<b>Securities Premium</b>		
Balance at the beginning of the year	448.32	448.32
Add/ (Less): Movement during the year	-	-
<b>Balance at the end of the year</b>	<b>(d) 448.32</b>	<b>448.32</b>
<b>Retained Earnings</b>		
Opening Balance	(7.25)	(181.61)
Add: Surplus/(Deficit) for the year	83.61	162.66
Add: Transfer From Capital Reserve	3.55	11.70
Less: Transfer to Capital Redemption Reserve	(20.00)	-
<b>Balance at the end of the year</b>	<b>(e) 59.91</b>	<b>(7.25)</b>
<b>Other Comprehensive Income</b>		
Opening Balance	16.79	14.26
Addition - Surplus/(Deficit) for the year (Excluding Deferred Taxes relating to Revaluation of Land)	(17.38)	2.53
<b>Balance at the end of the year</b>	<b>(f) (0.59)</b>	<b>16.79</b>
<b>Total (a to f)</b>	<b>3,375.52</b>	<b>3,309.07</b>

**Nature and purpose of reserves:**

- Capital Redemption Reserve:**  
Capital Redemption Reserve is created on account of redemption for Redeemable Preference Shares out of the profits.
- Security Premium:**  
Security premium is created when shares are issued at premium. The Company may issue fully paid-up bonus shares to its members out of the security premium, and company can use this reserve for buy-back of shares.
- Capital Reserve:**  
On the date of transition to Ind AS the balance outstanding in the Revaluation Reserve against Property, Plant & Equipment as per Previous GAAP has been transfer to the Capital Reserve.

**5.16 Borrowings (Non-Current)**

Particulars	Figures as at	
	31/03/2020 (₹ in Lakhs)	31/03/2019 (₹ in Lakhs)
<b>Secured</b>		
Term Loans from Banks		
(i) Specific Purpose Term Loan		
- Plant & Machinery Loans	-	3.75
- Motor Car Loans	28.63	43.86
<b>Unsecured</b>		
Deferred Payment Liabilities	-	19.76
11% 3,20,000 Cumulative Redeemable Preference Shares of ₹ 100/- each	298.22	318.22
(Previous Year - 11% 3,20,000 Cumulative Redeemable Preference Shares of ₹ 100/- each)	<b>326.85</b>	<b>385.59</b>

**General Description, details of security and other conditions attaching to:****As at 31-03-2020**

Particulars	Amount Outstanding	Terms of Repayment	Rate of Interest
1. Plant & Machinery Loans Bank of Maharashtra	3.86	The sanctioned amount of loan under the consortium of bankers is ₹ 42.50 Lakhs out of which the Company has drawn ₹ 35.76 Lakhs for purchase of the current machinery. The loan is repayable in 26 monthly installments of ₹ 0.80 Lakh each and the last installment shall be of ₹ 0.10 Lakh.	13.90% p.a.
2. Motor Car Loans State Bank of India	25.48	Motor Car Loans from banks are secured by hypothecation of respective motor car acquired under the loan agreement, repayable in equated monthly installments. As on 31-03-2020, 251 installments are due for repayment.	9.16% - 10.95% p.a.
3. Motor Car Loans YES Bank	17.62	Motor Car Loans from banks are secured by hypothecation of respective motor car acquired under the loan agreement, repayable in equated monthly installments. As on 31-03-2020, 216 installments are due for repayment.	9.10% - 9.25% p.a.

**As at 31-03-2019**

Particulars	Amount Outstanding	Terms of Repayment	Rate of Interest
1. Plant & Machinery Loans Bank of Maharashtra	13.26	The sanctioned amount of loan under the consortium of bankers is ₹ 42.50 Lakhs out of which the Company has drawn ₹ 35.76 Lakhs for purchase of the current machinery. The loan is repayable in 26 monthly installments of ₹ 0.80 Lakh each and the last installment shall be of ₹ 0.10 Lakh.	13.90% p.a.
2. Motor Car Loans State Bank of India	30.45	Motor Car Loans from banks are secured by hypothecation of respective motor car acquired under the loan agreement, repayable in equated monthly installments. As on 31-03-2019, 263 installments are due for repayment.	9.16% - 10.95% p.a.
3. Motor Car Loans YES Bank	27.83	Motor Car Loans from banks are secured by hypothecation of respective motor car acquired under the loan agreement, repayable in in equated monthly installments. As on 31-03-2019, 228 installments are due for repayment.	9.10% - 9.25% p.a.

**Redeemable Preference Shares****Rights, Preferences and Restrictions attached to Preference Shares of ₹ 100/- each**

The dividend on preference shares proposed by the Board of Directors is subject to approval of shareholders in the ensuing Annual General Meeting. Each holder of Preference Share is entitled to one vote per share. In the event of liquidation of the Company before redemption of preference shares, the holders of preference shares will have priority over equity shares in the payment of dividend and repayment of capital but shall not be entitled to any surplus arising thereon.

The rights of preference shares are further governed by Section 47 of the Companies Act, 2013.

**Terms of redemption of Preference Shares of ₹ 100/- each**

Particulars	As at 31/03/2020		As at 31/03/2019	
	Quantity (Nos.)	Amount (₹ in Lakhs)	Quantity (Nos.)	Amount (₹ in Lakhs)
i) 11% Cumulative Redeemable Preference Shares of ₹ 100/- each redeemable at par on 31/03/2031.	3,00,000	300.00	3,00,000	300.00
ii) 11% Cumulative Redeemable Preference Shares of ₹ 100/- each redeemable at par on 31/03/2020.	-	-	20,000	20.00

**Shareholders holding more than 5% of Preference Share Capital**

Particulars	As at 31/03/2020		As at 31/03/2019	
	Quantity (Nos.)	Amount (₹)	Quantity (Nos.)	Amount (₹)
i) Mohta Capital Private Limited	1,90,000	63.33%	1,90,000	59.38%
ii) U.D. Finvest Private Limited	60,000	20.00%	65,000	20.31%
iii) Sree Ramachandra Capital Consultancy Private Limited	50,000	16.67%	65,000	20.31%

**Details of continuing defaults in respect of Deferred Payment Liabilities****Terms of Repayment**

The total outstanding with respect to Deferred Payment Liabilities are 3.35 Lakhs Euros. The outstanding is repayable by payment of 0.50 Lakh Euros before 31st March of every year starting from the year 2014.

The Company has a continuing default of ₹ 253.77 Lakhs (Previous Year ₹ 237.06 Lakhs) in respect of deferred payment liabilities as at the balance sheet date which is included in the amount 'Current portion of deferred liability for Intangible Assets' as disclosed under note no. 5.23.

**5.17 Other Financial Liabilities (Non-Current)**

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Security Deposits	3.99	3.99
	<b>3.99</b>	<b>3.99</b>

Note: Above mentioned deposits are taken as security from parties for property leased as an operating lease arrangements and the same are interest free.

**5.18 Provisions (Non-Current)**

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Provision for Employee Benefits - Provision for Leave Encashment	11.12	9.90
	<b>11.12</b>	<b>9.90</b>

**5.19 Deferred Tax Liabilities (Net)**

Particulars	Balance Sheet Figures as at		Statement of Profit & Loss For the year ended	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Deferred tax relates to the following:				
Accelerated Depreciation for Tax Purpose	(43.06)	(37.57)	(5.49)	(11.22)
Amortization of Land	(836.85)	(837.07)	0.22	(7.93)
Measurement of Financial Assets at Amortised Cost	0.45	0.95	(0.50)	(0.65)
Measurement of Financial Liabilities at Amortised Cost	(1.10)	(0.40)	(0.70)	(0.08)
Unused Tax Losses/ Depreciation	-	51.71	(51.71)	(80.43)
MAT Credit Entitlement	136.09	115.60	20.49	59.33
Provision for Doubtful Debts & Expected Credit Losses	20.53	13.86	6.67	6.37
Provision for Product Warranties	1.35	1.39	(0.04)	(0.32)
Provision for Leave Encashment	19.93	15.52	4.41	(4.97)
Foreign Currency Fluctuations	(0.33)	7.07	(7.40)	(3.56)
Deferred Tax Expense/(Income)	-	-	<b>(34.05)</b>	<b>(43.46)</b>
Net Deferred Tax Assets/(Liabilities)	<b>(702.99)</b>	<b>(668.94)</b>	-	-





Reflected in the Balance Sheet as follows:

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Deferred Tax Assets	178.35	206.10
Deferred Tax Liabilities	(881.34)	(875.04)
<b>Deferred Tax Liabilities (Net)</b>	<b>(702.99)</b>	<b>(668.94)</b>

Reconciliation of deferred tax liabilities (net):

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Opening balance as at	(668.94)	(625.48)
Tax income/(expense) during the period recognised in profit or loss	(34.27)	(35.52)
Tax income/(expense) during the period recognised in Capital Reserve	0.22	(7.94)
<b>Closing balance as at</b>	<b>(702.99)</b>	<b>(668.94)</b>

**5.20 Other Non-Current Liabilities**

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Advances		
- Security Deposits from Employees	44.30	45.92
	<b>44.30</b>	<b>45.92</b>

**5.21 Borrowings (Current)**

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>Secured</b>		
Loans Repayable on Demand:		
- From Banks		
(i) Cash Credit/ Packing Credit	968.85	199.48
(ii) Overdraft	37.45	37.10
- From Others		
(i) Raw Material Assistance Scheme from NSIC	95.55	94.45
<b>Unsecured</b>		
Loans Repayable on Demand:		
- From Related Parties	220.24	394.32
- From Other Parties	2.00	25.97
	<b>1,324.09</b>	<b>751.32</b>

**General Description, details of security and other conditions attaching to:****Bank of Maharashtra:**

Loans repayable on demand from Banks represents Cash Credit (CC) facility availed from Bank of Maharashtra with an overall limit of ₹1250 Lakhs under consortium, out of which ₹ 550 Lakhs is the cash credit limit sanctioned for meeting working capital requirement. It is secured by Parri Pasu Charge by way of hypothecation of inventory and receivables upto 180 days with a margin of 25%. The rate of interest is 1 year MCLR (8.50%) + BSS (0.25%) + 1.75% i.e. 10.50% p.a.

The Facility also includes Bank Guarantee with an overall limit of ₹ 1850 Lakhs under consortium, out of which a limit of 800 Lakhs has been sanctioned for mobilization, advance, performance, EMD, Bid bond etc. Counter Guarantee from the company additional charge on fixed assets &/ current assets with a margin of 10% in Banks favour by way of CDR.

The Facility also includes Letter of Credit (Inland/Import) with an overall limit of ₹ 400 Lakhs under consortium, out of which a limit of ₹ 200 Lakhs has been sanctioned for procurement of Raw Materials. The hypothecation charge is on goods under Letter of Credit with a margin of 10% in Banks favour by way of CDR.

**Details of Collateral security:**

- Equitable mortgage of Factory Land and Building situated at S. No. 691, New No.343 at Majagaon, Uyambag, Belgaum and measuring 21,110.08 square meters in the name of the company.
- 30% Equity Shares of the company held by the Promoters.

Three directors of the company has also given personal guarantees (Refer Note 5.40).

**YES BANK**

Cash Credit (CC) availed from Yes Bank is secured by hypothecation of Current Assets and Moveable Fixed Assets both present and future and with a margin of 25% of inventory and trade receivables of less than 150 days less any creditors less outstanding with BOM. The CC is further secured by Equitable mortgage of Industrial Property located at S.No.691, New No.343 at Majagaon Udyambag, Belgaum, Karnataka-590008. The tenure of twelve months subject to payable on demand/ annual review. There is an unconditional and irrevocable personal guarantee of three directors of the company during the tenure of the facility. The facility amount is ₹ 700 Lakhs with a floating interest rate of (0.55% Margin) over and above Bank's Yearly MCLR. The interest is payable monthly.

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The Facility also includes overdraft of a limit of 38 Lakhs has been sanctioned for takeover of NFB limits from SBI by giving them cash margin. The terms and conditions are same as CC.

Raw Material Assistance Scheme availed from NSIC is secured by bank guarantee amounting to ₹ 100 Lakhs. Interest is payable @ 12.50% per annum on amount outstanding. Additional interest at the rate of 0.45% percent per annum is payable if payment is not made within stipulated time limit.

**5.22 Trade Payables**

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
For Goods purchased and Services received in the normal course of business		
- Due to Micro Enterprises & Small Enterprises	106.56	55.42
- Due to Other than Micro Enterprises & Small Enterprises (Refer Note (ii) Below)	692.13	960.55
- Acceptances	217.54	220.27
	<b>1,016.23</b>	<b>1,236.24</b>

**Note:** (i) The average credit period on purchases of goods and services are within 120 days. The trade payables are non interest bearing.

The amount due to Subsidiary i.e. Bemco Fluidtechnik LLP is ₹ 30.41 Lakhs (P.Y ₹ 4.74 Lakhs).

(ii) Disclosure of the amounts due to the Micro and Small Enterprises as required by section 22 of Micro and small Enterprises Act, 2006 under the chapter of delayed payments to Micro and Small Enterprises (On the basis of the information & records available with the Management).

Particulars	2019-20 ₹ in Lakhs	2018-19 ₹ in Lakhs
(i) The principal amount and the interest due thereon remaining unpaid to any Micro/Small supplier.		
*Principal amount	106.56	55.42
*Interest there on	NIL	NIL
(ii) The interest paid by the buyer as above, along with the amount of payments made beyond the appointed date during each accounting year.	NIL	NIL
(iii) The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006.	NIL	NIL
(iv) The amount of interest accrued and remaining unpaid at the end each accounting year.	NIL	NIL
(v) The amount of further interest remaining due and payable even in the succeeding year until such date when the interest dues as above are actually paid to the Small / Micro Enterprises	NIL	NIL

**5.23 Other Financial Liabilities**

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>Current Maturities of Long-term Debt:</b>		
- Plant & Machinery Loan from Banks	3.86	9.51
- Motor Car Loans from Banks	14.47	14.42
- Current Portion of Deferred Payment Liabilities	283.38	276.57
<b>Interest Accrued:</b>		
- Interest accrued and due on borrowings	9.63	2.59
Unpaid Dividends on 11% Cumulative Redeemable Preference Shares	231.08	211.20
Gratuity Payable to LIC	47.76	24.25
Guarantee Commission Payable to Related Parties	3.07	3.56
Credit Balance in Current Account	-	0.45
	<b>593.25</b>	<b>542.55</b>

**5.24 Other Current Liabilities (Current)**

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>Revenue Received in Advance:</b>		
- Advance from Customers	540.90	398.71
Current portion of Security Deposit from Employees	2.95	9.71
Dividend Payable on 11% Cumulative Redeemable Preference Shares (Refer "Note - I" below)	15.40	-
Liabilities for Expenses	82.98	67.53
Liabilities for Statutory Dues	66.10	159.81
	<b>708.33</b>	<b>635.76</b>



**Note:** The Company has redeemed 11% Cumulative Redeemable Preference Shares amounting to INR 20 lakhs during the Financial Year 2019-20. However, Dividend on the same has been not paid since the Financial Year 2013-14. The above amount represents those unpaid dividends which is subject to the approval of the Shareholders in the ensuing Annual General Meeting.

## 5.25 Provisions

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>Provision for Employee Benefits:</b>		
- Provision for Leave Encashment	60.53	45.90
Provision for Product Warranty	4.84	5.00
	<b>65.37</b>	<b>50.90</b>

**Note:** Disclosures as required by Indian Accounting Standard (Ind AS) 37 Provisions, Contingent Liabilities and Contingent Assets:

### (1) Movement in Provisions

Nature of Provisions	Leave Encashment		Product Warranty	
	2019-20	2018-19	2019-20	2018-19
Carrying amount at the beginning of the year*	55.80	74.36	5.00	6.21
Additional provision made during the year	16.91	(0.67)	-	-
Amounts used during the year	(1.06)	(17.89)	(0.16)	(1.21)
<b>Carrying amount at the end of the year*</b>	<b>71.65</b>	<b>55.80</b>	<b>4.84</b>	<b>5.00</b>

\* The above figures mentioned in opening and closing carrying amount includes long term portion of provisions.

### (2) Nature of Provisions

- (a) Product warranties: The Company gives warranties on certain products and services in the nature of repairs / replacement, which fail to perform satisfactorily during the warranty period. Provisions made represents the amount of the expected cost of meeting such obligation on account of rectification/ replacement. The timing of outflows is expected to be within a period of 2 years.
- (b) Provision for Leave Encashment includes annual leave and vested long service leave entitlement accrued and compensation claims made by employees.

## 5.26 Current Tax Liabilities

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Provision for Income Tax (Net of Advance Tax/ TDS)	6.75	105.25
	<b>6.75</b>	<b>105.25</b>

**Notes:**

### Income Tax recognised in Profit and Loss

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>Current Tax</b>		
Current income tax charge	37.26	53.73
Adjustments in respect of current income tax of previous years	-	-
<b>Total (A)</b>	<b>37.26</b>	<b>53.73</b>
<b>Deferred tax:</b>		
Relating to origination and reversal of deductible & taxable temporary differences	34.27	35.52
<b>Total (B)</b>	<b>34.27</b>	<b>35.52</b>
<b>Income Tax expense recognised in the Statement of Profit or Loss (A+B)</b>	<b>71.53</b>	<b>89.25</b>

### Income Tax recognised in Other Comprehensive Income

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>Current Tax</b>		
Current income tax charge on remeasurement of defined benefit obligations	4.35	(1.40)
<b>Income Tax expense recognised in Other Comprehensive Income</b>	<b>4.35</b>	<b>(1.40)</b>





The income tax expense for the year can be reconciled to the accounting profit as follows:

Particulars	For the year ended	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Profit before tax	155.14	251.91
Applicable Tax Rate	27.82%	27.82%
Computed Tax Expense	43.00	70.08
<b>Tax Effects:</b>		
Items not chargeable to tax/ exempt	(1.05)	(1.02)
Expenses disallowed	7.03	2.70
Net tax on depreciable assets	1.05	1.05
Effect of brought forward losses and unabsorbed depreciation	(17.12)	(6.56)
Adjustments for current tax of prior periods	-	(11.12)
Others	4.35	(1.40)
<b>Current Tax Provision (A)</b>	<b>37.26</b>	<b>53.73</b>
Incremental Deferred Tax Liability	34.27	35.52
<b>Deferred Tax Provision (B)</b>	<b>34.27</b>	<b>35.52</b>
<b>Tax Expenses recognised in the Statement of Profit and Loss (A + B)</b>	<b>71.53</b>	<b>89.25</b>

## 5.27 Contingent Liabilities and Commitments

### CLAIMS AGAINST THE COMPANY /DISPUTED LIABILITIES NOT ACKNOWLEDGED AS DEBTS:

Particulars	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
(i) Entry Tax Demand Disputed in Appeal	2.11	2.11
(ii) "Spl. C. S. No. 546/2016 One of the Parties of the company namely "Maheesh Enterprises" has filed a suit for recovery of ₹ 69.20 Lakhs in the Hon'ble Civil Court of Nagpur. The case is still pending.		
(iii) A Party of the company namely "D. Khandelwal Steel Corporation Limited" has filed a suit for recovery of ₹146.36 Lakhs in the Hon'ble Civil Court of Nagpur. The case is till pending.		

Note: The Company has been advised that the above demands/ cases is likely to be either deleted or substantially reduced and shall not have any material adverse effect on its financial position. Hence, No provision has been created for the same.

## 5.28 Revenue From Operations

Particulars	Figures for the year ended	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Sale of Products	3,029.85	4,538.55
Sale of Services	32.61	61.10
Other Operating Revenues	138.10	122.87
	<b>3,200.56</b>	<b>4,722.52</b>

## 5.29 Other Income

Particulars	Figures for the year ended	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>Interest Income:</b>		
i. Interest on bank deposits carried at amortised cost	17.47	17.17
ii. Interest on Security Deposits and Others carried at amortised cost	0.37	0.37
Dividend Income on equity investments at FVTOCI	0.25	0.15
Net gain on Sale of Property, Plant & Equipment	1.76	0.85
Rental Income	20.71	14.55
Liability No Longer Required Written Back	16.48	28.33
Fluctuation in Foreign Currency	-	11.03
Miscellaneous Income	0.93	-
Interest Income on Income Tax Refund	-	0.30
Miscellaneous Receipts	0.41	0.20
	<b>58.38</b>	<b>72.95</b>


**5.30 Cost of Materials Consumed**

Particulars	Figures for the year ended	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>Raw Materials</b>		
Opening Stock	231.99	151.48
Add: Purchases	909.80	1,206.98
Less: Closing Stock	(178.97)	(231.99)
(A)	<b>962.82</b>	<b>1,126.47</b>
<b>Intermediates and Components</b>		
Opening Stock	281.24	157.69
Add: Purchases	802.28	1,022.46
Less: Closing Stock	(221.57)	(281.24)
(B)	<b>861.95</b>	<b>898.91</b>
<b>Packing Materials</b>		
Opening Stock	-	-
Add: Purchases	13.59	13.89
Less: Closing Stock	-	-
(C)	<b>13.59</b>	<b>13.89</b>
<b>Stores and Spares</b>		
Opening Stock	31.63	24.58
Add: Purchases	96.97	119.18
Less: Closing Stock	(37.81)	(31.63)
(D)	<b>90.99</b>	<b>112.13</b>
<b>TOTAL (A to D)</b>	<b>1,929.35</b>	<b>2,151.40</b>
Less: Materials consumed on account of warranties	-	4.75
<b>TOTAL</b>	<b>1,929.35</b>	<b>2,146.65</b>

**5.31 Changes In Inventories Of Finished Goods And Work-In-Progress**

Particulars	Figures for the year ended	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>Opening Stock</b>		
Work-in-Progress	949.15	1,526.94
Finished Goods	245.13	24.39
Scrap	0.44	0.04
<b>Total of Opening Stock</b>	<b>1,194.72</b>	<b>1,551.37</b>
(A)		
<b>Closing Stock</b>		
Work-in-Progress	1,906.79	949.15
Finished Goods	-	245.13
Scrap	0.95	0.44
<b>Total of Closing Stock</b>	<b>1,907.74</b>	<b>1,194.72</b>
(B)		
<b>"Net changes in inventories of finished goods and work-in-progress [Total (A-B)]"</b>	<b>(713.02)</b>	<b>356.65</b>

**5.32 Employee Benefits Expense**

Particulars	Figures for the year ended	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Salaries, Wages, Bonus, etc.	772.15	758.63
Contribution to Provident fund & other funds	90.06	83.49
Staff Welfare Expenses	32.78	32.77
	<b>894.99</b>	<b>874.89</b>

**5.33 Finance Costs**

Particulars	Figures for the year ended	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Interest on loan calculated using effective interest rate method	129.28	154.63
Interest on Others	0.61	0.09
Dividend on Redeemable Preference Shares	35.28	44.09
Other Borrowing Costs	64.80	76.08
	<b>229.97</b>	<b>274.89</b>

**5.34 Depreciation And Amortization Expense**

Particulars	Figures for the year ended	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Depreciation of Property, Plant & Equipment	86.10	83.25
Amortization of Intangible Assets	14.90	15.07
	<b>81.00</b>	<b>78.32</b>

**5.35 Other Expenses**

Particulars	Figures for the year ended	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Power & Fuel	37.84	38.08
Manufacturing Expenses	195.22	245.38
Freight & Transportation	79.86	111.57
Product Warranty Expenses	0.32	4.37
<b>Repairs</b>		
i Buildings	3.61	5.70
ii Machinery	10.80	8.08
iii Others	8.04	9.24
Insurance	6.53	6.19
Rent	4.81	4.75
Rates & Taxes	4.23	4.64
Printing and Stationery	8.16	10.04
Postage, Telephone & Telegram	10.78	10.10
Travelling & Conveyance Expenses	141.73	140.31
Bad Debts / Advances Written Off	11.02	47.94
Expected Credit Loss/(write back) on Trade Receivables	(1.29)	14.30
Provision for Doubtful Debts	25.26	9.70
Advertisement Expenses	1.35	1.28
Miscellaneous Expenses	62.99	72.71
<b>Payment to Auditors for:</b>		
i Audit Fees	3.00	3.00
ii Limited Review Certification charges	2.70	1.80
Directors' Sitting Fees	0.30	0.33
Net Loss on Sale of Property, Plant & Equipment	0.67	1.09
Loss in Foreign Currency Fluctuation (net)	19.11	4.98
Liquidated Damages	44.67	56.60
	<b>681.51</b>	<b>812.16</b>

**5.36 Other Comprehensive Income**

Particulars	Figures for the year ended	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
(i) Items that will not be reclassified to profit or loss:		
- Equity Instruments through Other Comprehensive Income	(6.09)	(1.10)
- Remeasurement of the Employee Defined Benefit Plans	(15.64)	5.03
	<b>(21.73)</b>	<b>3.93</b>
(ii) Income tax relating to items that will not be reclassified to profit or loss		
- Income Taxes relating to Remeasurement of Employee Defined Benefit Plans	4.35	(1.40)
	<b>4.35</b>	<b>(1.40)</b>
	<b>(17.38)</b>	<b>2.53</b>

**5.37 Earnings Per Share:**

Particulars	Figures for the year ended	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Net Profit / (Loss) attributable to Equity Shareholders (₹)	83.61	162.66
Weighted average number of Equity Shares in issue (Nos.)	21,86,700	21,86,700
Basic Earning per Equity Share of ₹ 10/- each		
- Basic	3.82	7.44
- Diluted	3.82	7.44
Face value per Equity Share (₹)	10	10

The Company does not have any outstanding potential dilutive Equity Shares. Consequently the Basic and the Diluted Earnings Per Share of the Company remain the same.




**5.38 DISCLOSURES AS REQUIRED BY INDIAN ACCOUNTING STANDARD (Ind AS) 19 EMPLOYEE BENEFITS**
**EMPLOYEE BENEFITS**
**a) Post Retirement Benefits : Defined Contribution Plans**

(Figures in Lakhs)

Particulars	31/03/2020	31/03/2019
1 Contribution to Employees' Provident Fund	29.49	27.17
2 Contribution to Employees' Family Pension Fund	26.76	25.27
3 Contribution to Employees' Superannuation Fund	13.92	12.58

**b) Defined Benefit Plans**
**(i) Changes in the Present Value of Obligation**

(Figures in Lakhs)

Particulars	Gratuity Funded	
	31/03/2020	31/03/2019
a. Present Value of Obligation as at opening date	263.55	239.73
b. Interest Expense	20.28	18.51
c. Past Service Cost	-	-
d. Current Service Cost	18.50	16.70
e. Curtailment Cost/(Credit)	-	-
f. Settlement Cost/(Credit)	-	-
g. Actual Benefit Payments	(7.15)	(4.85)
h. Actuarial (Gain)/Loss recognised in Other Comprehensive Income	-	-
- changes in demographic assumptions	-	-
- changes in financial assumptions	14.88	(6.55)
- experience adjustments	-	-
i. Present Value of Obligation as at closing date	310.05	263.55

**(ii) Changes in the Fair Value of Plan Assets**

(Figures in Lakhs)

Particulars	Gratuity Funded	
	31/03/2020	31/03/2019
a. Present Value of Plan Assets as at opening date	239.30	210.18
b. Expected Return on Plan Assets (Interest Income)	18.90	16.97
c. Mortality charges and taxes	(1.21)	(1.08)
d. Actuarial Gain/(Loss)	-	-
- changes in financial assumptions	(0.76)	(1.52)
- experience adjustments	-	-
e. Employers' Contributions	13.21	19.58
g. Benefits Paid	(7.15)	(4.85)
h. Fair Value of Plan Assets as at closing date	262.29	239.30
i. Actual return on plan assets	18.15	15.45

**(iii) Amount recognized in the Balance Sheet including a reconciliation of the Present Value of Defined Benefit Obligation and the Fair Value of Assets**

(Figures in Lakhs)

Particulars	Gratuity Funded	
	31/03/2020	31/03/2019
a. Present Value of Obligation as at the end of the period	310.05	263.55
b. Fair Value of Plan Assets as at the end of the period	262.29	239.30
c. Funded (Asset)/ Liability recognized in the Balance Sheet	(47.76)	(24.25)
d. Present Value of unfunded Obligation	-	-
e. Unrecognized Past Service Cost	-	-
f. Unrecognized Actuarial (Gains)/Losses	-	-
g. Unfunded Net Liability recognized in the Balance Sheet	-	-

**(iv) Expenses recognized in the Statement of Profit & Loss Account**

(Figures in Lakhs)

Particulars	Gratuity Funded	
	31/03/2020	31/03/2019
a. Current Service Cost	18.50	16.70
b. Past Service Cost	-	-
c. Interest Cost	1.37	1.54
d. Expected Return on Plan Assets	-	-
e. Curtailment Cost/(Credit)	-	-
f. Settlement Cost/(Credit)	-	-
h. Employees' Contribution	-	-
i. Total Expenses recognized in the Profit & Loss Account	19.87	18.24

## (v) Expenses recognized in Other Comprehensive Income for the year

(Figures in Lakhs)

Particulars	Gratuity Funded	
	31/03/2020	31/03/2019
a. Actuarial changes arising from changes in demographic assumptions	-	-
b. Actuarial changes arising from changes in financial assumptions	15.64	(5.03)
c. Actuarial changes arising from changes in experience adjustments	-	-
d. Return on plan assets excluding interest income	-	-
e. Recognised in Other Comprehensive Income	15.64	(5.03)

## (vi) Percentage of each Category of Plan Assets to total Fair Value of Plan Assets as at reporting date

(Figures in Lakhs)

Particulars	Gratuity Funded	
	31/03/2020	31/03/2019
a. Government of India Securities	-	-
b. Corporate Bonds	-	-
c. Special Deposits Scheme	-	-
d. Equity Shares of Listed Companies	-	-
e. Property	-	-
f. Insurer Managed Funds	100%	100%
g. Others	-	-

(vii) The overall expected rate of return on assets is based on the expectation of the average long term rate of return expected on investments of the Fund during the estimated term of the obligations.

(viii) The Actual Return on Plan Assets is as follows (Rs.)

(Figures in Lakhs)

Following are the Principal Actuarial Assumptions used as at the balance sheet date:		31/03/2020	31/03/2019
a. Interest Rate		7.80%	7.80%
b. Discount Rate		6.90%	7.80%
c. Expected Rate of Return on Plan Assets		7.40%	7.40%
d. Salary Escalation Rate		6.00%	6.00%
e. Expected Average Remaining Working Lives of Employees		12.90 years	12.64 years

ix) The estimates of future salary increases considered in actuarial valuation takes into account inflation, seniority, promotion and other relevant factors.

x) Retirement age 60 years or 70 years if extension is given.

xi) Average Duration

Weighted average duration of the plan (based on discounted cash flows using mortality, withdrawal and interest rate) is 11.16 years.

xii) Expected future benefit payments

The following benefits payments, for each of the next five years and the aggregate five years there after, are expected to be paid:

Year ended March 31	Expected Benefit Payment rounded to nearest thousand (in ₹.)
2021	74.92
2022	27.02
2023	34.10
2024	34.92
2025	50.59
2026-2030	129.24

xiii) The above cash flows have been arrived at based on the demographic and financial assumptions as mentioned earlier.

xiv) Expected contributions for the next year

The company has contributed ₹13,21,064 to its gratuity fund in 2020. The Company intends to contribute ₹13,00,000 towards its gratuity fund in 2021.

xv) Sensitivity Analysis

Sensitivity analysis indicates the influence of a reasonable change in certain significant assumptions on the outcome of the Defined benefit obligation (DBO) and aids in understanding the uncertainty of reported amounts. Sensitivity analysis is done by varying one parameter at a time and studying its impact.

(a) Impact of change in discount rate when base assumption is decreased/increased by 100 basis point

Discount rate Mar-20	Mar-19	Defined Benefit obligation (in ₹)	
		31/03/2020	31/03/2019
5.90%	6.80%	330.97	281.70
7.90%	8.80%	291.85	247.62

(b) Impact of change in salary increase rate when base assumption is decreased/increased by 100 basis point

Salary Increment rate Mar-20	Mar-19	Defined Benefit obligation (in ₹)	
		31/03/2020	31/03/2019
5.00%	5.00%	294.55	250.04
7.00%	7.00%	327.51	278.65



(c) Impact of change in withdrawal rate when base assumption is decreased/increased by 100 basis point

Withdrawal rate Mar-20	Mar-19	Defined Benfit obligation (in ₹)	
		31/03/2020	31/03/2019
Decrease By 1%	4.00%	308.18	260.71
Increase By 1%	6.00%	311.74	266.10

**xvi) Risk exposure and asset liability matching**

Provision of a defined benefit scheme poses certain risks, some of which are detailed here under, as companies take on uncertain long term obligations to make future benefit payments.

**1) Liability risks****(i) Asset-Liability Mismatch Risk**

Risk which arises if there is a mismatch in the duration of the assets relative to the liabilities. By matching duration with the defined benefit liabilities, the company is successfully able to neutralize valuation swings caused by interest rate movements.

**(ii) Discount Rate Risk**

Variations in the discount rate used to compute the present value of the liabilities may seem small, but in practise can have a significant impact on the defined benefit liabilities.

**(iii) Future Salary Escalation and Inflation Risk**

Since price inflation and salary growth are linked economically, they are combined for disclosure purposes. Rising salaries will often result in higher future defined benefit payments resulting in a higher present value of liabilities especially unexpected salary increases provided at management's discretion may lead to uncertainties in estimating this increasing risk.

**2) Asset Risks**

All plan assets are maintained in a trust fund managed by a public sector insurer viz; LIC of India. LIC has a sovereign guarantee and has been providing consistent and competitive returns over the years.

The company has opted for a traditional fund where in all assets are invested primarily in risk averse markets. The company has no control over the management of funds but this option provides a high level of safety for the total corpus. A single account is maintained for both the investment and claim settlement and hence 100% liquidity is ensured. Also interest rate and inflation risk are taken care of.

**5.39 Lease Arrangements****Operating Lease Arrangements**

The Company has entered into Lease Arrangements with certain parties including its subsidiary whereby the company has granted to the parties the right to use a part of its factory premises, cumulatively represented by land and building disclosed under Property, Plant and Equipments in lieu of monthly lease rentals. Disclosures pursuant to IndAS - 17 'Leases' are given below.

Particulars	Figures for the year ended	
	31/03/2020 (₹. in Lakhs)	31/03/2019 (₹. in Lakhs)
<b>Operating Lease as a Lessee</b>		
Receipt Recognised as Income		
Rental Income	20.71	14.55
<b>Operating Lease as a Lessor</b>		
Payment Recognised as Expense		
Rental Expenses	4.81	4.75

The Company does not have any obligation under a non-cancellable lease agreement.



**5.40 As per Ind AS 24, the disclosures of transactions with the related parties are given below:**  
**A. List of related parties where control exists and also related parties with whom transactions have taken place and relationships:**

- (a) **Subsidiary**  
 Bemco Fluidtechnik LLP
- (b) **Key Managerial Personnel**  
 Shri Madan Mohan Mohita - Chairman  
 Shri Anind Mohita - Managing Director  
 Shri R.M. Shah  
 Shri N.K. Daga  
 Shri Dilip Chandra  
 Shri R.B. Patil (Up to 30/06/2018)  
 Shri Vijay Sambekar (From 01/07/2018)  
 Smt. Anuradha Tarale
- (c) **Relatives of Key Managerial Personnel:**  
 Smt. Urmila Devi Mohita
- (d) **Enterprises where key Managerial Personnel have significant influence:**  
 U.D. Finnvest Pvt Ltd  
 Mohita Capital Pvt Ltd  
 Bemco Precltech Pvt Ltd  
 U.D. Polyproducts Pvt Ltd  
 Sri Ramachandra Enterprises Private Limited

**B. The following related party transactions were carried out during the year in the ordinary course of business.**

Nature of Transactions	Subsidiary		Key Managerial Personnel		Relatives of Key Managerial Personnel		Enterprises where Key Managerial Personnel have significant influence	
	2019-2020	2018-2019	2019-2020	2018-2019	2019-2020	2018-2019	2019-2020	2018-2019
<b>I. Financial Assets</b>								
Trade Receivables								
- Bemco Fluidtechnik LLP	11.71	3.12	-	-	-	-	-	-
<b>II. Preference Share Capital</b>								
11% Cumulative Redeemable Preference Shares of ₹100/- each								
- Mohita Capital Private Limited	-	-	-	-	-	-	189.00	186.94
- U.D. Finnvest Private Limited	-	-	-	-	-	-	60.00	64.64
- Sri Ramachandra Enterprises Private Limited	-	-	-	-	-	-	50.00	64.64
<b>III. Financial Liabilities</b>								
Short Term Borrowings								
Accepted During the Year								
- U.D. Finnvest Private Limited	-	-	-	-	-	-	0.50	4.50
- Sri Ramachandra Enterprises Private Limited	-	-	-	-	-	-	2.50	227.00
- Mohita Capital Private Limited	-	-	-	-	-	-	10.00	-
<b>Repaid During the Year (Including Interest)</b>								
- U.D. Finnvest Private Limited	-	-	-	-	-	-	1.09	0.26
- Sri Ramachandra Enterprises Private Limited	-	-	-	-	-	-	0.61	0.98
- Bemco Precltech Pvt Ltd	-	-	-	-	-	-	0.15	0.15
- U.D. Polyproducts Pvt Ltd	-	-	-	-	-	-	0.22	0.22
- Mohita Capital Private Limited	-	-	-	-	-	-	208.33	327.71
<b>Balance as at Year End (Including Interest)</b>								
- U.D. Finnvest Private Limited	-	-	-	-	-	-	2.24	2.54
- Sri Ramachandra Enterprises Private Limited	-	-	-	-	-	-	7.41	4.89
- Mohita Capital Private Limited	-	-	-	-	-	-	208.87	365.39
- Bemco Precltech Pvt Ltd	-	-	-	-	-	-	1.46	1.46
- U.D. Polyproducts Pvt Ltd	-	-	-	-	-	-	2.15	2.15
<b>Trade Payables</b>								
- Bemco Fluidtechnik LLP	30.41	4.75	-	-	-	-	-	-
<b>IV. Other Financial Liabilities</b>								
<b>Guarantee Commission Payable as at Year End</b>								
- Mohita Capital Private Limited	-	-	-	-	-	-	1.78	2.06
- U.D. Finnvest Private Limited	-	-	-	-	-	-	0.35	0.41
- Sri Ramachandra Enterprises Private Limited	-	-	-	-	-	-	0.93	1.08

(All Figures in ₹)

Nature of Transactions	Subsidiary		Key Managerial Personnel		Relatives of Key Managerial Personnel		Enterprises where Key Managerial Personnel have significant Influence	
	2018-2020	2017-2019	2019-2020	2018-2019	2019-2020	2018-2019	2019-2020	2018-2019
<b>V. Revenue From Operations</b>								
Sale of Goods								
- Bemco Fluidtechnik LLP	5.03	0.81	-	-	-	-	-	-
<b>VI. Other Income</b>								
Lease Rental	5.06	1.88	-	-	-	-	-	-
<b>VII. Expenses</b>								
Purchase of Raw Materials	55.89	58.58	-	-	-	-	-	-
- Bemco Fluidtechnik LLP								
<b>Finance Cost</b>								
- U.D. Fininvest Private Limited	-	-	-	-	-	-	0.25	0.25
- Sri Ramachandra Enterprises Private Limited	-	-	-	-	-	-	0.36	0.36
- Mohita Capital Private Limited	-	-	-	-	-	-	22.96	22.96
- Bemco Precitech Private Limited	-	-	-	-	-	-	0.14	0.14
- U.D. Polyproducts Private Limited	-	-	-	-	-	-	0.21	0.21
<b>Employee Benefit Expense</b>								
- Shri Aninudh Mohia	-	-	68.00	77.22	-	-	-	-
- Shri RB Padi	-	-	8.95	2.70	-	-	-	-
- Shri V.B. Sambekar	-	-	5.18	6.71	-	-	-	-
- Smt Anurita Tarale	-	-	-	5.02	-	-	-	-
<b>Other Expenses</b>								
Sitting Fees	-	-	0.06	0.07	-	-	-	-
- Shri Madan Mohan Mohia	-	-	-	-	-	-	-	-
- Smt Umilia Devi Mohia	-	-	-	-	-	-	-	-
<b>Guarantee Commission</b>								
- U.D. Fininvest Private Limited	-	-	-	-	0.06	0.07	-	-
- Sri Ramachandra Enterprises Private Limited	-	-	-	-	-	-	0.39	0.92
- Mohita Capital Private Limited	-	-	-	-	-	-	1.04	2.42
	-	-	-	-	-	-	1.98	4.81

**C. Terms and conditions of transactions with related parties**

The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions.

**D. Details of any Guarantees Given or Received**

Three Directors of the Company including Shri Madan Mohan Mohia (Chairman) and Shri Aninudh Mohia (Managing Director) have given Personal Guarantee for the following Financial Arrangements:

- Cash Credit facility availed from Bank of Maharashtra.
- Cash Credit facility availed from State Bank of India.
- Stand by Line Credit availed from State Bank of India on Demand Basis.
- Cash Credit facility availed from Yes Bank.

Note: For details of terms and tenure of the above financial Arrangements kindly Refer Note 5.21

**E. Compensation of key management personnel of the Group**

The remuneration of director and other member of key management personnel during the year as follows;

Particulars	2018-19 (₹. in Lakhs)	
Short-term employee benefits	73.21	86.87
Post-employment benefits	6.92	4.77
Other Long Term Benefits	-	-
Termination benefits	-	-
Share Based Payments	-	-
<b>Total compensation paid to key management personnel</b>	<b>80.13</b>	<b>91.65</b>

F. No Provision for bad and doubtful debts have been recognised during the year against the outstanding balances in relation to the above related parties.

**5.41 Foreign Currency Risk**

The following table shows foreign currency exposures in Euro on financial instruments at the end of the reporting period.

Particulars	Foreign Currency Exposure	
	As at 31-03-2020 Euro in Lakhs	As at 31-03-2019 Euro in Lakhs
Trade and Other Payables - Deferred Payment Liabilities	3.35	3.75
Trade & Other Receivables Trade Receivable	-	-

**Foreign Currency Sensitivity Analysis**

The Company is mainly exposed to the currency : EURO

The following table details the Company's sensitivity to a 5% increase and decrease in the ₹ against the relevant foreign currencies. 5% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. This is mainly attributable to the exposure outstanding on receivables and payables in the Company at the end of the reporting period. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for a 5% change in foreign currency rate. A positive number below indicates an increase in the profit or equity where the ₹ strengthens 5% against the relevant currency. For a 5% weakening of the ₹ against the relevant currency, there would be a comparable impact on the profit or equity, and the balances below would be negative.

**Impact of profit or loss and Equity**

Particulars	Euro Impact	
	31-03-2020	31-03-2019
Increase in Exchange Rate by 5%	(14.17)	(14.81)
Decrease in Exchange Rate by 5%	14.17	14.81

**Equity Risk**

There is no material equity risk relating to the Company's equity investments which are detailed in note 5.03 "Investments". The Company's equity investments majorly comprises of Long Term Investments rather than trading purpose.

**Interest Risk**

There is no material interest risk relating to the Company's financial liabilities which are detailed in Note 5.16, 5.21 and 5.23

**Credit Risk**

Credit Risk is the risk that a customer or counterparty to a financial instrument fails to perform or pay the amounts due causing financial loss to the company. Credit Risk arises from Company's activities in investments and other receivables from customers. The Company has a prudent and conservative process for managing its credit risk arising in the course of its business activities. The Company generally has set a policy of receiving 80 percent of the sale proceeds as an advance after the orders get finalized and remaining 20 percent at the time of dispatch and commissioning.

**Liquidity Risk**

Ultimate responsibility for liquidity risk management rests with the Board of Directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-term and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

All current financial liabilities are repayable within one year. The contractual maturities of non current liabilities are disclosed in Note No. 5.16

**Liquidity Risk Table**

The following table detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the company can be required to pay.

Particulars	Less Than 1 year	1 -5 years	Total	Carrying Amount
<b>As at 31-03-2020</b>	₹ in Lakhs	₹ in Lakhs	₹ in Lakhs	₹ in Lakhs
i) Borrowings	1,324.09	28.63	1,352.72	1,352.72
ii) Other Financial Liabilities	18.33	3.99	22.32	22.32
	<b>1,342.42</b>	<b>32.62</b>	<b>1,375.04</b>	<b>1,375.04</b>
<b>As at 31-03-2019</b>				
i) Borrowings	751.32	47.61	798.93	798.93
ii) Other Financial Liabilities	23.93	3.99	27.92	27.92
	<b>775.25</b>	<b>51.60</b>	<b>826.85</b>	<b>826.85</b>

**Capital Management**

The Company manages its capital to ensure that entities in the Company will be able to continue as going concern while maximising the return to stakeholders through optimisation of debt and equity balance. The capital structure of the Company consists of net debt (borrowings as detailed in Note No. 5.16, 5.21 and 5.23 off set by cash and bank balances) and total equity of the Company. The Company is not subject to any externally imposed capital requirements.

**The Gearing Ratio at end of the Reporting Period:**

(₹ in Lakhs)

Particulars	As at 31-03-2020	As at 31-03-2019
Gross Debt	1,678.90	1,144.11
Cash and Bank Balances	(195.65)	(82.24)
<b>Net Debt</b>	<b>1,483.25</b>	<b>1,061.87</b>
Total Equity	3,594.86	3,528.41
<b>Net Debt to Total Equity</b>	<b>0.41</b>	<b>0.30</b>

Debt is defined as long-term borrowings, short-term borrowings and current maturity of long-term borrowings, as described in notes 5.16, 5.21 and 5.23.



**5.42 Fair value measurements hierarchy**

(₹ in Lakhs)

Particulars	As at 31-03-2020			As at 31-3-2019		
	Carrying Amount	Level of Input used in		Carrying Amount	Level of Input used in	
		Level 1	Level 3		Level 1	Level 3
<b>Financial Assets</b>						
<b>At Amortised Cost</b>						
Trade Receivables	1,124.31	-	-	1,377.11	-	-
Cash and Bank Balance	195.65	-	-	82.24	-	-
Loans	17.79	-	-	15.99	-	-
Other Financial Assets	159.78	-	-	160.58	-	-
<b>At FVTOCI</b>						
Investments	16.07	9.70	6.37	22.16	15.79	6.37
<b>Financial Liabilities</b>						
<b>At Amortised Cost</b>						
Borrowings	1,650.94	-	-	1,136.90	-	-
Trade Payables	1,016.23	-	-	1,236.24	-	-
Other Financial Liabilities	597.24	-	-	546.53	-	-

There are no transfers between levels 1 and 2 during the year.

**Level 1:** Quoted Prices in active markets for identical assets;**Level 3:** Inputs other than observable market data, are used for deriving fair value.**Disclosure as per PARA 91 of Ind AS 113 "Fair Value Measurements"**

- (a) The investments in quoted and unquoted equity shares are measured at fair value on recurring basis. The quoted shares are valued at the closing price available on the recognised stock exchange.
- (b) Break up value (Level III inputs) is used to measure unquoted equity shares on a recurring basis. The difference between the last year fair value and current year is charged to Other Comprehensive Income. (Refer Note 5.36)

**5.43 Entity-wide Disclosures as Required by PARA 31 of Ind AS 108 "Operating Segments" are given below:**

- (i) Information about revenues from external customers from Products and Services as Required by PARA 32

(₹ in Lakhs)

Name of Products	Amount of Revenue (₹) Current Year*	Amount of Revenue (₹) Previous Year
Hydraulic Presses	2,194.85	1,952.26
Equipments	99.54	454.30
Spares	150.58	192.79
Portable Re-Railing Equipments	584.88	1,939.21
Services	32.61	61.10
<b>Total Revenue</b>	<b>3,062.46</b>	<b>4,599.65</b>

- (ii) Information about Geographical Area as Required by PARA 33

- (a) Revenues From External Customers

	Amount of Revenue (₹ in Lakhs)
(i) Attributed to the entity's country of domicile	3,029.85 (Previous Year: 4309.13)
(ii) Attributed to all foreign countries in total from which the entity derives revenues	- (Previous Year: 229.43)

**Note 1:** Revenues from external customers attributed to an individual foreign country were not material hence have not been separately disclosed.**Note 2:** Revenues from external customers to individual countries are attributed based on the destination of export sales made.

- (b) All Non-Current Assets held by the entity, required to be disclosed as per this para are located in the entity's country of domicile.

- (iii) Information about Major Customers as Required by PARA 34

Revenue from Two customers of the company's Rerailing equipment business represent ₹ 1653.52 Lakhs (Previous Year ₹ 1487.59 Lakhs including GST) of the company's total revenue which is more than 10% of the company's total revenue.

**5.44 Segment Information**

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker ("CODM") of the Company. The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Managing Director of the Company. The Company operates only in one Business Segment i.e. manufacturing and sale of hydraulic press machine and related equipments' which primarily includes Hydraulic Presses, Equipments and Portable re-railing equipments and the activities incidental thereto, hence does not have any reportable Segments as per Ind AS 108 "Operating Segments". The performance of the Company is mainly driven by sales made locally and hence, no separate reportable geographical segment is identified.

- 5.45** "The Company has assessed the impact of COVID-19 pandemic on its standalone financial statements based on the internal and external information upto the date of approval of these financial statements and the Company expects to recover the carrying amounts of its intangible assets, trade receivables & other assets. The Company will continue to closely monitor the future economic conditions and assess impact on its financial statements. Considering the Company's nature of business, management does not anticipate any serious challenges/ significant impact on the continuity of its business."

- 5.46** The figures for the corresponding previous year have been regrouped/ reclassified wherever necessary, to make them comparable.

**As Per our Report of Even Date attached**

For S JAYKISHAN  
Chartered Accountants  
Firm Regn. No.:309005E

For and on behalf of the Board of Directors

Vivek Newatia  
Partner  
Membership No.:062636

Vijay Sambhakar  
CFO  
PAN:BGLPS8409M

Amruta Tarale  
Company Secretary  
ACS - 42288

M M Mohta  
Chairman  
DIN: 00068884

Anirudh Mohta  
Managing Director  
DIN:00065302

Place : Kolkata  
Date: 29-06-2020

Place : Belgaur  
Date: 29-06-2020

**S JAYKISHAN****Chartered Accountants**

Suite # 2D,2E & 2F, 12, Ho- Chi-minh Sarani, KOLKATA- 700 071  
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**INDEPENDENT AUDITOR'S REPORT**

TO THE MEMBERS OF BEMCO HYDRAULICS LIMITED

**Report on Consolidated Financial Statements****Opinion**

We have audited the accompanying consolidated financial statements of Bemco Hydraulics Limited, (hereinafter referred to as the 'Holding Company') and its subsidiary (Holding Company and its subsidiary together referred to as 'the Group'), which comprise the consolidated balance sheet as at March 31, 2020, and the consolidated statement of profit and loss including other comprehensive income, the consolidated statement of changes in equity and the consolidated cash flows Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as 'the consolidated financial statements').

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

**Basis for Opinion**

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

**Emphasis of Matter**

Attention is drawn to Note 5.49 of the Consolidated Financial Statements which describes the impact of COVID-19 Pandemic on the financial position as also on business operations of the Company, assessment thereof by the management of the Company based on its internal, external and macro factors, involving certain estimation uncertainties. Our opinion is not modified in respect of this matter.

**Key Audit Matters**

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

**Description of Key Audit Matters**

Sl No.	Key Audit Matters	Auditor's Response
1	<p><b>Appropriateness of the carrying amount of trade receivables (Unsecured &amp; Considered Good) at amortized cost (Refer Note - 5.08 to the standalone financial statements)</b></p> <p>Trade receivables aggregating to ₹ 1,112.33 as at March 31, 2020 comprise a significant portion of the assets of the Company and serve as security for the Company's short-term debts.</p> <p>Letters have been sent to majority of the debtor for confirmation of balances and reconciliation, in case of differences, but replies have not been received from all.</p> <p>This is determined as a key audit matter as balance confirmation is one of the evidences which establishes the authenticity of the receivables which comprise significant portion of the Assets of the entity.</p>	<p><b>Our procedures, regarding obtaining the balance confirmation of Trade Receivable and verifying the same</b></p> <ul style="list-style-type: none"> <li>Designing the external confirmation procedures to obtain additional corroborative information as a response to address the assessed risks of material misstatement, including determining that external confirmation requests are properly addressed and contain return information for responses to be sent directly to the auditor and maintaining control over external confirmation requests</li> <li>Evaluating whether the results of the external confirmation procedures provide relevant and reliable audit evidence, or whether performing further audit procedures is necessary including in the case of each non-response, perform alternative audit procedures to obtain relevant and reliable audit evidence</li> <li>Evaluating whether the results of the external confirmation procedures provide relevant and reliable audit evidence, or whether performing further audit procedures is necessary</li> <li>Performing Alternative audit procedures include examining specific subsequent cash receipts, transport documentation, and sales near the period-end.</li> </ul> <p>Based on the above procedures performed, we did not find any significant exceptions the Balances of trade receivables.</p>

**Information Other than the Consolidated Financial Statements and Auditor's Report Thereon**

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the financial statements and our auditor's 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 Consolidated Financial Statements**

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



Directors/Partners of the entity included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors/Partners of the entity included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors/Partners either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The Board of Directors/Partners of the entity included in the Group is responsible for overseeing the financial reporting process of the Group.

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

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the 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 ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion.
- Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

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

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

#### **Other Matters**

- (a) We did not audit the financial statements of a Subsidiary, whose financial statements reflect total assets of ₹180.49 Lakhs as at 31<sup>st</sup> March, 2020, total revenues of ₹103.14 Lakhs and net cash inflows amounting to ₹2.99 Lakhs for the year ended on that date, as considered in the consolidated financial statements.

These financial statements have been examined by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary is based solely on the reports of the other auditors.

- (b) Due to Complete lockdown, imposed by the Government, to restrict the spread of COVID-19 the audit finalization process, for the year under report, was carried out from remote locations i.e. other than the office of the Company, based on the data/details made available and based on financial information/records remitted by the management through digital medium.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements / financial information certified by the Management.

#### **Report on Other Legal and Regulatory Requirements**

As required by Section 143(3) of the Act, we report, to the extent applicable, that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, the consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors of the Holding Company as on 31<sup>st</sup> March, 2020 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on 31<sup>st</sup> March, 2020 from being appointed as a director in terms of Section 164(2) of the Act.
- (f) With respect to the adequacy of internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in Annexure.



- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended: In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Holding Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, Refer Note 5.48 to the consolidated financial statements.
  - The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.
  - There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, and its subsidiary company.

For S JAYKISHAN  
Chartered Accountants  
(Firm's Registration No. 309005E)

Place: Kolkata  
Date: 29-06-2020

Vivek Newatia  
Partner  
Membership No. 062636  
UDIN : 20062636AAAACX6427

## Annexure - A to the Independent Auditors' Report

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

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as of and for the year ended 31st March 2020, we have audited the internal financial controls over financial reporting of BEMCO HYDRAULICS LIMITED ("the Holding Company") which is company incorporated in India, as of that date.

#### Management's Responsibility for Internal Financial Controls

The Board of Directors of the Holding Company 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 Companies Act, 2013.

#### 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") issued by ICAI and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control 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 consolidated Ind AS 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 Ind AS 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 Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Ind AS financial statements.

#### Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

#### Opinion

In our opinion, the Holding Company which is a company incorporated in India have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For S JAYKISHAN  
Chartered Accountants  
(Firm's Registration No. 309005E)

Place: Kolkata  
Date: 29-06-2020

Vivek Newatia  
Partner  
Membership No. 062636  
UDIN : 20062636AAAACX6427

**CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2020**

(₹ in Lakhs)

Particulars	Note No.	Figures as at 31/03/2020	Figures as at 31/03/2019
<b>ASSETS</b>			
<b>(1) Non-Current assets</b>			
(a) Property, Plant and Equipment	5.01	4,372.21	4,411.15
(b) Capital Work In Progress		20.22	20.22
(c) Other Intangible Assets	5.02	48.90	60.17
(d) Financial Assets			
(i) Investments	5.03	15.50	21.52
(ii) Loans	5.04	17.84	16.90
(iii) Other Financial Assets	5.05	148.60	148.04
(e) Other Non-Current Assets	5.06	24.86	13.54
<b>Total Non-Current Assets</b>		<b>4,648.13</b>	<b>4,691.54</b>
<b>(2) Current Assets</b>			
(a) Inventories	5.07	2,458.13	1,840.78
(b) Financial Assets			
(i) Trade Receivables	5.08	1,112.33	1,396.42
(ii) Cash and Cash Equivalents	5.09	56.24	6.21
(iii) Bank Balances other than (ii) above	5.10	142.76	76.39
(iv) Other Financial Assets	5.11	11.68	13.09
(c) Current Tax Assets	5.12	0.96	21.97
(d) Other Current Assets	5.13	105.69	75.46
<b>Total Current Assets</b>		<b>3,887.79</b>	<b>3,430.32</b>
<b>Total Assets</b>		<b>8,535.92</b>	<b>8,121.86</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity Share Capital	5.14	219.34	219.34
(b) Other Equity	5.15	3,119.65	3,147.59
(c) Non Controlling Interest		-	-
<b>Total Equity</b>		<b>3,338.99</b>	<b>3,366.93</b>
<b>Liabilities</b>			
<b>(1) Non-Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	5.16	606.89	635.32
(ii) Other Financial Liabilities	5.17	3.99	3.98
(b) Provisions	5.18	11.12	9.90
(c) Deferred Tax Liabilities (Net)	5.19	702.99	668.93
(d) Other Non-Current Liabilities	5.20	44.30	45.92
<b>Total Non-Current Liabilities</b>		<b>1,369.29</b>	<b>1,364.05</b>
<b>(2) Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	5.21	1,341.13	753.61
(ii) Trade Payables	5.22		
(a) Total Outstanding Dues of Micro, Medium and Small Enterprises		108.56	55.42
(b) Total outstanding Dues of Other than Micro, Medium and Small Enterprises		925.13	1,220.94
(iii) Other Financial Liabilities	5.23	608.30	549.23
(b) Other Current Liabilities	5.24	774.40	655.53
(c) Provisions	5.25	65.37	50.90
(d) Current Tax Liabilities (Net)	5.26	6.75	105.25
<b>Total Current Liabilities</b>		<b>3,827.64</b>	<b>3,390.88</b>
<b>Total Equity and Liabilities</b>		<b>8,535.92</b>	<b>8,121.86</b>
<b>Significant Accounting Policies</b>	2	-	-
<b>See accompanying Notes to Consolidated Financial Statements</b>	1 - 5	-	-

As Per our Report of Even Date attached

For and on behalf of the Board of Directors

For **S JAYKISHAN**  
Chartered Accountants  
Firm Regn. No.:309005E

**Vivek Newatia**  
Partner  
Membership No.:062636

**Vijay Sambrekar**  
CFO  
PAN:BGLPS8409M

**Amruta Tarale**  
Company Secretary  
ACS - 42288

**M M Mohta**  
Chairman  
DIN: 00068884

**Anirudh Mohta**  
Managing Director  
DIN:00065302

Place: Kolkata  
Date: 29-06-2020

Place: Belgaum  
Date: 29-06-2020

## CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE PERIOD ENDED 31ST MARCH, 2020

(₹ in Lakhs)

Particulars	Note No.	Figures for the year ended	
		31/03/2020	31/03/2019
<b>I REVENUE FROM OPERATIONS</b>	5.27	3,242.78	4,828.47
<b>II OTHER INCOME</b>	5.28	53.32	71.89
<b>III TOTAL INCOME (I + II)</b>		<b>3,296.10</b>	<b>4,900.36</b>
<b>IV EXPENSES</b>			
Cost of Materials Consumed	5.29	1,934.89	2,164.75
Changes In Inventories Of Finished Goods And Work-In-Progress	5.30	(733.38)	356.53
Employee Benefits Expense	5.31	949.74	919.57
Finance Costs	5.32	262.27	302.77
Depreciation And Amortization Expense	5.33	84.54	83.93
Other Expenses	5.34	737.37	880.82
<b>TOTAL EXPENSES</b>		<b>3,235.43</b>	<b>4,708.37</b>
<b>V PROFIT / (LOSS) BEFORE TAX (III - IV)</b>		60.67	191.99
<b>VI TAX EXPENSE:</b>			
(i) Current Tax		37.26	53.73
(ii) Deferred Tax	5.19	34.27	35.52
		<b>71.53</b>	<b>89.25</b>
<b>VII PROFIT (LOSS) FOR THE YEAR (V - VI)</b>		<b>(10.86)</b>	<b>102.74</b>
<b>VIII OTHER COMPREHENSIVE INCOME</b>	5.35		
(i) Items that will not be reclassified to profit or loss		(21.65)	3.93
(ii) Income tax relating to items that will not be reclassified to profit or loss		4.35	(1.40)
<b>IX TOTAL OTHER COMPREHENSIVE INCOME FOR THE YEAR</b>		<b>(17.30)</b>	<b>2.53</b>
<b>X TOTAL COMPREHENSIVE INCOME FOR THE YEAR (IX + VII)</b>		<b>(28.16)</b>	<b>105.27</b>
<b>NET PROFIT FOR THE YEAR ATTRIBUTABLE TO:</b>			
(a) Owners of the Company		(10.86)	102.74
(b) Non-Controlling Interest		-	-
<b>OTHER COMPREHENSIVE INCOME ATTRIBUTABLE TO:</b>			
(a) Owners of the Company		(17.30)	2.53
(b) Non-Controlling Interest		-	-
<b>TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:</b>			
(a) Owners of the Company		(28.16)	105.27
(b) Non-Controlling Interest		-	-
<b>XI Earnings Per Equity Share of Face Value of ₹ 10/- each</b>	5.36		
(1) Basic		(0.49)	4.70
(2) Diluted		(0.49)	4.70
<b>Significant Accounting Policies</b>	2		
<b>See accompanying Notes to Consolidated Financial Statements</b>	1 - 5		

As Per our Report of Even Date attached

For and on behalf of the Board of Directors

For **S JAYKISHAN**  
Chartered Accountants  
Firm Regn. No.: 309005E

**Vivek Newatia**  
Partner  
Membership No.: 062636

**Vijay Sambrekar**  
CFO  
PAN: BGLPS8409M

**Amruta Tarale**  
Company Secretary  
ACS - 42288

**M M Mohta**  
Chairman  
DIN: 00068884

**Anirudh Mohta**  
Managing Director  
DIN: 00065302

Place: Kolkata  
Date: 29-06-2020

Place: Belgaum  
Date: 29-06-2020



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

**A. Equity Share Capital**  
(Amount in ₹ in Lakhs)

Balance as at the beginning of the reporting period, i.e. 1st April, 2018	Changes in equity share capital during the year 2018-2019	Balance as at the end of the reporting period, i.e. 31st March, 2019	Changes in equity share capital during the year 2019-2020	Balance as at the end of the reporting period, i.e. 31st March, 2020
219.34	-	219.34	-	219.34

**B. Other Equity**  
(Amount in ₹ in Lakhs)

Particulars	Reserves and Surplus				Items of Other Comprehensive Income (OCI)		Total Other Equity
	Capital Reserve	Capital Redemption Reserve	General Reserve	Securities Premium Reserve	Retained Earnings	Revaluation Surplus	
<b>As At 31st March, 2019</b>							
Balance as at 1st April, 2018	2,765.87	14.73	70.24	448.32	(263.18)	-	3,050.23
Add/(Less): Movement During The Year	(19.62)	-	-	-	11.70	-	(7.93)
Profit for the year	-	-	-	-	102.75	-	102.75
Other Comprehensive Income for the year	-	-	-	-	-	(1.10)	2.53
<b>Balance as at 31st March, 2019</b>	<b>2,766.25</b>	<b>14.73</b>	<b>70.24</b>	<b>448.32</b>	<b>(168.74)</b>	<b>-</b>	<b>3,147.59</b>
<b>As At 31st March, 2020</b>							
Balance as at 1st April, 2019	2,766.25	14.73	70.24	448.32	(168.74)	-	3,147.59
Add/(Less): Movement During The Year	(3.33)	20.00	-	-	3.55	-	20.22
Profit for the year	-	-	-	-	(10.86)	-	(10.86)
Less: Transfer to Capital Redemption Reserve	-	-	-	-	(20.00)	-	(20.00)
Other Comprehensive Income for the year	-	-	-	-	-	(6.01)	(17.30)
<b>Balance as at 31st March, 2020</b>	<b>2,762.92</b>	<b>34.73</b>	<b>70.24</b>	<b>448.32</b>	<b>(196.05)</b>	<b>-</b>	<b>3,119.65</b>

As Per our Report of Even Date attached

For and on behalf of the Board of Directors

For S JAYKISHAN  
Chartered Accountants  
Firm Regn. No.:309005E

Vivek Nowatia  
Partner  
Membership No.:062636

Vijay Sambhakar  
CFO  
PAN:BGLPS8409M

Anrula Tarale  
Company Secretary  
ACS - 42288

M M Mohita  
Chairman  
DIN: 00068864

Anirudh Mohita  
Managing Director  
DIN:00065302

Place: Kolkata  
Date: 29-06-2020

Place: Belgaur  
Date: 29-06-2020

## CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH 2020

(₹ in Lakhs)

Particulars	31/03/2020	31/03/2019
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit/ (Loss) Before Exceptional Items and Tax	60.68	192.00
Adjustments For :		
Loss on Sale of Property, Plant & Equipment	0.67	1.09
Provision for doubtful debts and advances Provided	25.26	9.70
Liability no Longer Required Written Back	(16.48)	(28.40)
Bad Debt and advances written off	11.90	48.10
Expected Credit Loss	(1.29)	14.79
Finance Cost	282.26	302.77
Depreciation and Amortization expense	84.54	83.93
Unrealised Foreign Exchange (Gain) / Loss (net)	19.12	5.04
Provision for Warranty Made/ (written back)	(0.16)	(1.21)
Dividend from Non-Current/ Long Term Investments	(0.21)	(0.15)
Interest Income	(17.84)	(17.54)
Lease/ Rental Income from Others	(20.71)	(12.67)
Excess & Short Provision	3.26	0.11
<b>Operating Profit Before Working Capital Changes</b>	<b>411.01</b>	<b>597.54</b>
<b>Movements in Working Capital</b>		
Decrease/ (Increase) in Trade and Other Receivables	182.77	(302.37)
Decrease/ (Increase) in Inventories	(617.33)	146.19
Increase/ (Decrease) in Trade and Other Payables	(54.21)	329.78
<b>Cash Generated From Operations</b>	<b>(77.76)</b>	<b>771.14</b>
Direct Taxes Paid (Net)	(115.06)	39.92
<b>Net Cash Flow From (Used In) Operating Activities</b>	<b>(A) (192.82)</b>	<b>811.06</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Property, Plant & Equipment (incl. Capital Advances)	(86.56)	(263.65)
Sale of Property, Plant & Equipment	8.18	1.25
Investment in Fixed Deposits	(65.09)	103.50
Dividend from Non-Current/ Long Term Investments	0.25	0.15
Interest Received	17.96	16.66
Lease/ Rental Income from Others	20.71	12.67
<b>Net Cash Flow From (Used In) Investing Activities</b>	<b>(B) (104.55)</b>	<b>(129.43)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds/Repayment of Long Term Borrowings	5.72	25.05
Proceeds/(Repayment) of Short Term Borrowings(net)	587.68	(453.96)
Interest Paid	(246.45)	(265.47)
<b>Net Cash Flow From (Used In) Financing Activities</b>	<b>(C) 346.95</b>	<b>(694.39)</b>
<b>Net Increase in Cash &amp; Cash Equivalents</b>	<b>(A+B+C) 49.58</b>	<b>(12.76)</b>
Cash & Cash Equivalents at the beginning of the Year	6.66	19.42
<b>Cash &amp; Cash Equivalents at the end of the Year<sup>2</sup></b>	<b>56.24</b>	<b>6.67</b>

## Note:

- (1) Cash Flow Statement has been prepared under Indirect method in accordance with Indian Accounting Standard (Ind AS) 7 "Statement of Cash Flows".
- (2) Represents Cash & Cash Equivalents as indicated in Note No. 5.09 & 5.23 to the Financial Statements as under:

	31.03.2020	31.03.2019
Cash and Cash Equivalent	56.24	6.22
Credit Balance in Current Account	-	0.45
	<b>56.24</b>	<b>6.67</b>



(3) Debt Reconciliation Statement in accordance with IND AS 7 as under:

	31.03.2020 (₹)	31.03.2019 (₹)
<b>Opening Balances</b>		
Long Term Borrowings	649.01	613.50
Short Term Borrowings	754.06	1,204.00
<b>Movements</b>		
Long Term Borrowings	0.89	35.51
Short Term Borrowings	587.07	(449.94)
<b>Closing Balances</b>		
Long Term Borrowings	649.90	649.01
Short Term Borrowings	1,341.13	754.06

As Per our Report of Even Date attached

For and on behalf of the Board of Directors

For **S JAYKISHAN**  
Chartered Accountants  
Firm Regn. No.:309005E

**Vivek Newatia**  
Partner  
Membership No.:062636

**Vijay Sambrekar**  
CFO  
PAN:BGLPS8409M

**Amruta Tarsale**  
Company Secretary  
ACS - 42288

**M M Mohta**  
Chairman  
DIN: 00068884

**Anirudh Mohta**  
Managing Director  
DIN:00065302

Place: Kolkata  
Date: 29-06-2020

Place: Belgaum  
Date: 29-06-2020



## Summary of Significant Accounting Policies and Notes to the Consolidated Financial Statements For the Year Ended 31st March 2020

### 1. Corporate Information

The Consolidated Financial Statements comprise the Standalone Financial Statements of "Bemco Hydraulics Limited" ("the Holding Company") and its Subsidiary Bemco Fluidtechnik LLP (hereinafter referred to as "the Group") for the year ended 31<sup>st</sup> March, 2020.

The principal activities of the Group, consists of manufacture of wide range of Portable re-railing equipment, Hydraulic Press, and High Performance Hydraulic components and systems.

Apart from the principal place of business the Group has branches in Chennai, Delhi and Kolkata. The Company caters to both domestic and international markets.

The Holding Company's equity shares are listed on the Bombay Stock Exchange (BSE Ltd.) since the 05<sup>th</sup> day of November, 2001, having its registered office at Udyambag Industrial Estate, Belgaum, Karnataka-590 008.

The Financial Statement for the financial year ended 31<sup>st</sup> March, 2020 were approved by the Board of Directors and authorised for issue on 29<sup>th</sup> June, 2020.

### 2. Significant Accounting Policies

#### 2.01 Statement of Compliance

These consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards notified under the Companies (Indian Accounting Standards) Rules, 2015 ("Ind AS") notified under section 133 of the Companies Act, 2013, other relevant provisions of the Act and guidelines issued by the Securities and Exchange Board of India (SEBI).

#### 2.02 Basis of Preparation and Measurement

The Consolidated Financial Statements have been prepared on the historical cost basis except for the following assets and liabilities which have been measured at fair value amount:

- Certain financial assets and financial liabilities; and
- Defined Benefit Plan's - Plan Assets.

The consolidated financial statements of the Group have been prepared to comply with the Indian Accounting Standards ("Ind AS"), including the rules notified under the relevant provisions of the Companies Act, 2013.

The Consolidated Financial Statements comprises of Bemco Hydraulics Limited and its subsidiary Bemco Fluidtechnik LLP the entity that it controls. Controls are assessed in accordance with the requirement of Ind AS 110-Consolidated Financial Statements.

The Company's consolidated financial statement are presented in Indian Rupees (₹).

#### Estimation of uncertainties relating to Global Healthcare Pandemic from COVID - 19

The Company has considered the possible effects that may result from the pandemic relating to COVID - 19 on the carrying amount of assets including investments, capital advances, trade receivables, inventories etc. In developing the assumptions relating to the possible future uncertainties in the economic conditions because of the pandemic, the Company, as at the date of approval of these financial statements has used internal and external sources of information. The Company expects that the carrying amount of these assets will be recovered. The impact of COVID - 19 on the Company's financial statements may differ from that estimated as at the date of approval of these financial statements.

#### 2.03 Principles of Consolidation

The Consolidated Financial Statements have been prepared on the following basis:

- The financial statements of the Holding Company and its subsidiary are combined on a line by line basis by adding together like items of assets, liabilities, equity, incomes, expenses and cash flows, after fully eliminating intra-group balances and intra-group transactions.
- Profits or losses resulting from intra-group transactions that are recognised in assets, such as inventory and property, plant & equipment, are eliminated in full.
- The carrying amount of the Parent's investment in the subsidiary is offset (eliminated) against the parent's share in the Parent's Fund of the subsidiary.
- Non Controlling Interest's share in profit / loss of subsidiary for the year is identified and adjusted against the income of the Group in order to arrive at the net income attributable to shareholders of the Holding Company.
- Non Controlling Interest's share in net assets of the subsidiary is identified and presented in the Consolidated Balance Sheet separate from liabilities and the equity of the Holding Company's shareholders.
- Profit or loss and each component of other comprehensive income are attributed to the owners of the Holding Company and to the non-controlling interests ("NCI"). Total comprehensive income of the subsidiary is attributed to the owners of the Company and to the NCI. In case of loss in subsidiary the loss is attributed to NCI to the extent of its Share, the rest of the loss is attributed to the Holding Company.
- The audited/unaudited financial Statement of Subsidiary considered for the purpose of consolidation is the converged Ind AS financial Statements, it has been converged from Generally Accepted Accounting Principles Accepted in India ("Previous GAAP") to Ind AS.
- The consolidated financial statements have been prepared using uniform accounting policies between The Holding Company and its subsidiary for like transactions and other events in similar circumstances.

#### 2.04 Summary of Significant Accounting Policies

These are set out in Note 2 "Summary of Significant Accounting Policies" in the Company's standalone financial statements.

### 3 Critical Accounting Judgements & Key Sources of Estimation Uncertainty

The preparation of the Group's financial statements in conformity with the Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of revenues, expenses, assets and liabilities, the accompanying disclosures and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.



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

#### Defined Benefit Plans

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

#### Contingencies & Commitments

In the normal course of business, contingent liabilities may arise from litigations and other claims against the Company. Where the potential liabilities have a low probability of crystallizing or are very difficult to quantify reliably, we treat them as contingent liabilities. Such liabilities are disclosed in the notes but are not provided for in the financial statements. Although there can be no assurance regarding the final outcome of the legal proceedings, the Company do not expect them to have a materially adverse impact on our financial position or profitability.

#### Depreciation / amortisation and useful lives of property plant and equipment / intangible assets

Property, plant and equipment / intangible assets are depreciated / amortised over their estimated useful lives, after taking into account estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation / amortisation to be recorded during any reporting period. The useful lives and residual values are based on the Group's historical experience with similar assets and take into account anticipated technological changes. The depreciation / amortisation for future periods is revised if there are significant changes from previous estimates.

#### Allowances for doubtful debts

The Group makes allowances for doubtful debts based on an assessment of the recoverability of trade and other receivables. The identification of doubtful debts requires use of judgement and estimates. Where the expectation is different from the original estimate, such difference will impact the carrying value of the trade and other receivables and doubtful debts expenses in the period in which such estimate has been changed.

#### Provision for Liquidated Damages

Provision for liquidated damages are recognised on contracts for which revenue has been recognised during the reporting period and the delivery dates are exceeded as per the terms of the contract on a reasonable basis. The negotiations with the customers on the percentage deduction/ non-deduction of liquidated damages impacts the profitability in the period in which such negotiations are finalised.

#### Impairment of Financial Assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

#### Warranty Provisions

Provisions for warranty-related costs are recognised when the product is sold or service provided to the customer. Initial recognition is based on historical experience. The initial estimate of warranty-related costs is revised annually.

#### **4 Recent Indian Accounting Standards (Ind AS)**

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. There is no such notification which would have been applicable from April 1, 2020.

## 5.01 Property, Plant &amp; Equipment

(all fig. in Lakhs ₹)

Particulars	Gross Block			Depreciation			Net Block	
	As at 01/04/2019	Addition During the Year	Deduction During the Year	As at 31/03/2020	Upto 31/03/2019	For the year	Upto 31/03/2020	As at 31/03/2020
Leased Asset								
Leasehold Land	3,605.64	-	-	3,605.64	11.31	3.77	15.08	3,590.56
Owned Assets								
Office Buildings	375.73	27.37	-	403.10	32.95	11.03	43.98	359.12
Factory Building	73.53	-	-	73.53	2.35	2.33	4.68	68.85
Plant and Equipment	270.99	0.23	-	271.22	50.77	19.78	70.56	200.67
Moulds, Dies and Patterns	7.09	-	-	7.09	6.01	0.70	6.70	0.39
Furniture and Fixtures	8.74	0.13	-	8.87	2.08	0.80	2.89	5.99
Vehicles	200.52	6.87	22.01	185.38	55.73	24.27	66.84	118.54
Goods Transport Vehicles	5.20	-	-	5.20	2.32	0.78	3.10	2.10
Office Equipments	10.79	1.03	-	11.82	2.35	1.83	4.18	7.64
Electrical Installations	12.42	-	-	12.42	2.15	1.22	3.37	9.05
Computers	17.73	2.91	-	20.64	9.30	2.42	11.73	8.91
Borrowell	0.08	0.36	-	0.44	-	0.05	0.05	0.39
<b>TOTAL</b>	<b>4,588.47</b>	<b>38.90</b>	<b>22.01</b>	<b>4,605.36</b>	<b>177.32</b>	<b>68.99</b>	<b>233.15</b>	<b>4,372.21</b>

Particulars	Gross Block			Depreciation			Net Block	
	As at 01/04/2018	Addition During the Year	Deduction During the Year	As at 31/03/2019	Upto 31/03/2018	For the year	Upto 31/03/2019	As at 31/03/2019
Leased Asset								
Leasehold Land	3,605.64	-	-	3,605.64	7.54	3.77	11.31	3,594.33
Owned Assets								
Office Buildings	327.00	48.73	-	375.73	22.55	10.40	32.95	342.78
Factory Building	73.53	-	-	73.53	0.02	2.33	2.35	71.18
Plant and Equipment	252.20	18.79	-	270.99	32.08	18.69	50.77	220.22
Moulds, Dies and Patterns	7.09	-	-	7.09	3.77	2.24	6.01	1.08
Furniture and Fixtures	7.87	0.87	-	8.74	1.58	0.50	2.08	6.66
Vehicles	187.12	53.51	40.11	200.52	47.58	24.64	55.73	144.79
Goods Transport Vehicles	5.20	-	-	5.20	1.55	0.77	2.32	2.88
Office Equipments	3.09	7.70	-	10.79	1.87	0.48	2.35	8.44
Electrical Installations	8.48	3.94	-	12.42	1.01	1.14	2.15	10.27
Computers	16.10	1.63	-	17.73	5.53	3.77	9.30	8.43
Borrowell	0.08	-	-	0.08	-	-	-	0.08
<b>TOTAL</b>	<b>4,493.40</b>	<b>135.18</b>	<b>40.11</b>	<b>4,588.47</b>	<b>125.08</b>	<b>68.74</b>	<b>177.32</b>	<b>4,411.15</b>

**Note:** Property, plant and equipment of the company are charged against various loan facilities availed by the company from Banks. The complete details in this regard are given in Note No. 5.21 to the financial statements.



**5.02 Other Intangible Assets**

(all fig. in Lakhs ₹)

Particulars	Gross Block			Depreciation			Net Block
	As at 01/04/2019	Addition During the Year	Deduction During the Year	As at 31/03/2020	Upto 31/03/2019	For the year	As at 31/03/2020
Computer Software	31.81	4.28	-	36.09	8.21	5.74	22.15
Technical Know-how	120.42	-	-	120.42	83.86	9.81	26.75
<b>TOTAL</b>	<b>152.24</b>	<b>4.28</b>	<b>-</b>	<b>156.52</b>	<b>92.07</b>	<b>15.55</b>	<b>48.90</b>

Particulars	Gross Block			Depreciation			Net Block
	As at 01/04/2018	Addition During the Year	Deduction During the Year	As at 31/03/2019	Upto 31/03/2018	For the year	As at 31/03/2019
Computer Software	28.73	3.08	-	31.81	2.79	5.42	23.61
Technical Know-how	120.42	-	-	120.42	74.09	9.76	36.56
<b>TOTAL</b>	<b>149.15</b>	<b>3.08</b>	<b>-</b>	<b>152.24</b>	<b>76.87</b>	<b>15.20</b>	<b>60.17</b>

Note: The Above Intangible Assets are other than Internally Generated


**5.03 Investments**

Particulars	Face value per share (₹)	31/03/2020		31/03/2019	
		Qty. (Nos.)	Amount (₹)	Qty. (Nos.)	Amount (₹)
<b>Non Current</b>					
(i) Investments in Equity Instruments carried at fair value through other comprehensive income (FVOCI)					
<b>A. Quoted (Fully paid up, unless otherwise stated)</b>					
Alfred Herbert (India) Limited	10	5	0.03	5	0.03
Bharat Forge Company Limited	2	130	0.30	130	0.67
Bharat Forge Company Limited (Bonus)	2	130	0.30	130	0.67
Dynumatic Technologies Limited	10	40	0.19	40	0.65
E.C.E. Industries Limited	10	30	0.08	30	0.08
Eicher Motors Limited	10	1	0.13	1	0.21
Elecon Engineering Co. Limited (Including Bonus)	2	360	0.07	360	0.23
GKW Limited (Formerly, Guest Keen Williams Limited)	10	1	0.01	1	0.01
Jyoti Limited	10	50	0.00	50	0.01
Kulkarni Power Tools Limited	5	200	0.11	200	0.13
Larsen and Tubro Limited	2	256	2.07	256	3.54
Larsen and Tubro Limited (Bonus)	2	320	2.58	320	4.43
LML Limited	10	27	0.00	27	0.00
Mahindra and Mahindra Limited	5	52	0.15	52	0.35
Mahindra and Mahindra Limited (Bonus)	5	52	0.15	52	0.35
Manugraph Industries Limited	2	240	0.02	240	0.07
Nesco Limited (New Standard Engineering Company Limited)	2	200	0.99	200	0.96
Scooters India Limited	10	50	0.01	50	0.02
Tata Motors Limited	2	115	0.08	115	0.20
Tata Motors Limited	2	15	0.01	15	0.03
Texmaco Rail Engineering Limited	1	100	0.02	100	0.07
Ultratech Cement (Bonus)	10	51	1.65	51	2.04
Voltas Limited	1	150	0.72	150	0.95
Best and Crompton Engineering Private Limited	10	105	0.00	105	0.00
Eaton Fluid Power Limited	10	24	0.00	24	0.00
UT Limited	10	100	0.01	100	0.01
			<b>9.78</b>		<b>15.79</b>
<b>B. Unquoted (Fully paid up, unless otherwise stated)</b>					
Belgaum Coal and Coke Consumer Co-op Ass. Limited	100	4	0.38	4	0.38
Belgaum Manufacturers Co-op Industrial Estate Limited	100	40	4.09	40	4.09
WG Forge and Allied Industrial Limited	10	50	-	50	-
Saraswat Co-operative Bank Limited	10	783	1.25	783	1.25
Eicher Tractors Limited	10	4	-	4	-
			<b>5.72</b>		<b>5.72</b>
<b>TOTAL</b>			<b>15.50</b>		<b>21.51</b>
Aggregate amount of quoted investments			9.78		15.79
Aggregate market value of quoted investments			9.78		15.79
Aggregate amount of unquoted investments			5.72		5.72
Aggregate amount of Impairment in value of Investments			-		-

**5.04 Loans**

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>Unsecured, Considered Good</b>		
- Security Deposits (Refer Note below)	17.84	16.90
	<b>17.84</b>	<b>16.90</b>

**Note:** (i) No loans are due from directors or other officers of the Holding company either severally or jointly with any other person. Nor any loans are due from firms or private companies respectively in which any director is a partner, a director or a member.

(ii) The above security deposits consists of namely Earnest Money deposits made for Government tenders, Deposits for Lease Rental arrangements and Electricity deposits and are interest free.

**5.05 Other Financial Assets**

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>Fixed Deposits</b>		
- Bank Deposits with original maturity of more than 12 months	139.48	140.60
Advances to Workers/ Employees	9.12	7.44
	<b>148.60</b>	<b>148.04</b>

**Note:** (i) Above mentioned bank deposits are held as margin money with banks against bank guarantees, letter of credit and other commitments and includes interest accrued thereon.

**5.06 Other Non-Current Assets**

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Capital Advances	24.86	13.54
<b>Advances Other than Capital Advances</b>		
- Deposits with Govt., Public and Other Bodies	-	-
	<b>24.86</b>	<b>13.54</b>

**5.07 Inventories**

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>(At lower of cost and net realisable value)</b>		
Raw Materials	182.67	234.82
Intermediate and Components	221.57	281.24
Stores and Spares	99.22	103.42
Work-in-Progress	1,929.29	975.72
Finished Goods	24.42	245.13
<b>(At estimated realisable value)</b>		
Scrap	0.95	0.44
	<b>2,458.13</b>	<b>1,840.78</b>

**Note:** (i) The mode of valuation of inventories has been stated in Standalone Financial Statement in Note No. 2.07.

(ii) The Loans from Banks are secured by pari passu charge on inventories (including raw material, finished goods and work in progress) and book debts. Refer Note 5.21

(iii) No Inventories as on 31<sup>st</sup> March, 2020 are in Transit.

**5.08 Trade Receivables**

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>Unsecured, Considered Good</b>		
Trade Receivables (Refer Notes Below)	1,112.33	1,396.42
<b>Unsecured, Considered Doubtful</b>		
Trade Receivables	43.73	18.47
Less: Allowance for Doubtful Debts & Liq. Damages	(43.73)	(18.47)
	<b>1,112.33</b>	<b>1,396.42</b>

**Note:** (i) No trade or other receivable are due from directors or other officers of the Holding Company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.



## (ii) Movement in the expected credit loss allowance

(₹ in Lakhs)

Particulars	Figures as at	
	31/03/2020	31/03/2019
Balance as at the beginning of the year	38.43	23.64
Add: Provision made during the year	(1.25)	14.79
Less: Amount written back / collected during the year	-	-
	<b>37.18</b>	<b>38.43</b>

(iii) Above Trade Receivables have been shown net off Expected Credit Loss allowance at the end of the year as indicated above.

(iv) Borrowing are secured by pari passu charge on Trade receivables. Refer Note 5.21 of the financial statements.

## 5.09 Cash and Cash Equivalents

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Balances with Banks in current accounts	50.92	4.44
Cash on hand	5.32	1.77
	<b>56.24</b>	<b>6.21</b>

## 5.10 Bank Balances (Other than Cash &amp; Cash Equivalents)

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Bank deposits with original maturity more than 3 months but less than or equal to 12 months	142.76	76.39
	<b>142.76</b>	<b>76.39</b>

**Note:** (i) Above mentioned bank deposits are held as margin money with banks against bank guarantees, letter of credit and other commitments and includes interest accrued thereon.

## 5.11 Other Financial Assets

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>Advances</b>		
Advances to Workers/ Employees	11.68	13.09
	<b>11.68</b>	<b>13.09</b>

**Note:** Included in above is the current portion of the interest free advance lent to employees and workers which is recovered on a monthly basis as a deduction in salary or wages.

## 5.12 Current Tax Assets

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Advance Tax / TDS	-	21.01
Income Tax Refund Receivable (Refer Note Below)	0.96	0.96
	<b>0.96</b>	<b>21.97</b>

**Note:** The above amount relates to Income Tax Refund for Assessment Year 2006-07 for which an appeal for rectification under section 154 of Income Tax Act, 1961 has been filed with Hon'ble Assistant Commissioner of Income Tax.

## 5.13 Other Current Assets

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>Advances other than capital advances</b>		
- Advances for purchase of goods and services	58.60	30.08
- Travel advances to employees	8.37	5.53
- Other Advances (Doubtful) (Refer Note(i) Below)	4.00	4.00
Less: Provision for Doubtful Advances	(4.00)	(4.00)
Claims Receivable (Refer Note (ii) Below)	4.02	4.02
Prepaid Expenses	21.30	24.88
Balance with Revenue authorities	13.41	10.95
	<b>105.70</b>	<b>75.46</b>

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- Note:** (i) A case was filed for the recovery of the doubtful advance against B. H. Bhattiwala ("Respondent") in the court of the Hon'ble Pri. District Judge, Belgaum. The order was passed on 30th August, 2011 in favour of Bemco Hydraulics Limited directing the respondent to pay a sum of ₹ 5 Lakhs along with interest at 6% per annum amounting to ₹ 2.73 Lakhs i.e. total of ₹ 7.73 Lakhs by delivery of any property specifically decreed or by attachment or sale of Moveable or immovable properties. However, when summons were issued to the respondent it was found that the respondent has passed away and his spouse and legal heirs have not responded to the summons yet. Therefore, on basis of prudence the claim awarded has not been recognised as income neither the provision against the debt has been reversed considering the uncertainty in relation to receipt of the claims.
- (ii) Included in above is amount of ₹ 1.05 Lakhs deposited against the total demand of ₹ 2.10 Lakhs for Entry Tax due under the Karnataka Tax on Entry of Goods Act, 1979 for financial years 2006-07, 2007-08, 2008-09 & 2009-10. An appeal has been preferred with the Hon'ble Joint Commissioner of Commercial Taxes (Appeals), the case is still pending in the forum. Also refer note no. 5.27(a).

**5.14 Equity Share Capital**

Particulars	31/03/2020		31/03/2019	
	Qty. (Nos.)	Amount (₹ in Lakhs)	Qty. (Nos.)	Amount (₹ in Lakhs)
<b>(a) Authorized Share Capital</b> Equity Shares of ₹ 10/- each Preference Share Capital of ₹ 100/- each	40,00,000 4,00,000 <b>44,00,000</b>	400.00 400.00 <b>800.00</b>	40,00,000 4,00,000 <b>44,00,000</b>	400.00 400.00 <b>800.00</b>
<b>(b) Issued Share Capital</b> Equity Shares of ₹ 10/- each	22,22,750 <b>22,22,750</b>	222.28 <b>222.28</b>	22,22,750 <b>22,22,750</b>	222.28 <b>222.28</b>
<b>(c) Issued, Subscribed and Fully Paid up Capital</b> Equity Shares of ₹ 10/- each Add: Shares Forfeited	21,86,700 - <b>21,86,700</b>	218.67 0.67 <b>219.34</b>	21,86,700 - <b>21,86,700</b>	218.67 0.67 <b>219.34</b>

(d) Reconciliation of Equity Shares of ₹10/- each outstanding at the beginning and at the end of each financial year.

Particulars	31/03/2020		31/03/2019	
	Qty. (Nos.)	Amount (₹ in Lakhs)	Qty. (Nos.)	Amount (₹ in Lakhs)
Balance as at the beginning of the financial year	21,86,700	219.34	21,86,700	219.34
Add/ (Less): Movement during the year	-	-	-	-
<b>Balance as at the end of the financial year</b>	<b>21,86,700</b>	<b>219.34</b>	<b>21,86,700</b>	<b>219.34</b>

(e) **Rights, Preferences and Restrictions attached to Equity Shares of ₹ 10/- each.**

\*The Company has Equity Shares having par value of ₹ 10/- per share. Each holder of Equity Shares is entitled to one vote per share. Holders of Equity Shares are entitled to dividend, in proportion to the paid up amount, proposed by Board of Directors subject to approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of Equity Shares will be entitled to receive the remaining assets of the company, after distribution of all preferential amounts, in proportion to their shareholding.\*

(f) Shareholders holding more than 5% of Equity Share Capital.	31/03/2019		31/03/2018	
	Qty. (Nos.)	%	Qty. (Nos.)	%
Mohta Capital Private Limited	6,85,606	30.44%	6,85,606	30.44%
Sri Ramchandra Enterprises Private Limited	3,34,697	15.31%	3,34,697	15.31%
U D Fininvest Private Limited	2,18,400	9.99%	2,18,400	9.99%
Urmila Devi Mohta	2,08,668	9.54%	2,08,668	9.54%
Sungrace Fininvest Private Limited	1,49,657	6.84%	1,49,657	6.84%

(g) No calls remain unpaid by the Board of Directors and officers of the Company.

**5.15 Other Equity**

Particulars	Figures as at	
	31/03/2019 ₹ in Lakhs	31/03/2018 ₹ in Lakhs
<b>Capital Reserve</b> Balance at the beginning of the year Add: Reversal of Deferred Tax Liability Less: Transfer to Retained Earnings <b>Balance at the end of the year</b>	2,766.25 0.22 (3.55) <b>2,762.92</b>	2,785.87 (7.93) (11.70) <b>2,766.25</b>
<b>Capital Redemption Reserve</b> Balance at the beginning of the year Add/ (Less): Movement during the year <b>Balance at the end of the year</b>	14.73 20.00 <b>34.73</b>	14.73 - <b>14.73</b>
<b>General Reserve</b> Balance at the beginning of the year Add/ (Less): Movement during the year <b>Balance at the end of the year</b>	70.24 - <b>70.24</b>	70.24 - <b>70.24</b>

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<b>Securities Premium</b>		
Balance at the beginning of the year	448.32	448.32
Add/ (Less): Movement during the year	-	-
<b>Balance at the end of the year</b>	<b>(d) 448.32</b>	<b>448.32</b>
<b>Retained Earnings</b>		
Opening Balance	(168.74)	(283.18)
Add: Surplus/(Deficit) for the year	(10.86)	102.75
Add: Transfer From Capital Reserve	3.55	11.70
Less: Transfer to Capital Redemption Reserve	(20.00)	-
<b>Balance at the end of the year</b>	<b>(e) (196.05)</b>	<b>(168.74)</b>
<b>Other Comprehensive Income</b>		
Opening Balance	16.79	14.26
Addition - Surplus/(Deficit) for the year (Excluding Deferred Taxes relating to Revaluation of Land)	(17.30)	2.53
<b>Balance at the end of the year</b>	<b>(f) (0.51)</b>	<b>16.79</b>
<b>Total (a to f)</b>	<b>3,119.65</b>	<b>3,147.59</b>

**Nature and purpose of reserves:**

- Capital Redemption Reserve:**  
Capital Redemption Reserve is created on account of redemption for Redeemable Preference Shares out of the profits.
- Security premium account:**  
Security premium account is created when shares are issued at premium. The Company may issue fully paid-up bonus shares to its members out of the security premium reserve account, and company can use this reserve for buy-back of shares.
- Capital Reserve:**  
On the date of transition to Ind AS the balance outstanding in the Revaluation Reserve against Property, Plant & Equipment as per Previous GAAP has been transfer to the Capital Reserve.

**5.16 Borrowings (Non-Current)**

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>Secured</b>		
Term Loans from Banks		
(i) Specific Purpose Term Loan	-	3.75
- Plant & Machinery Loans	28.63	43.86
- Motor Car Loans	-	-
<b>Unsecured</b>		
Deferred Payment Liabilities	-	19.76
Loan From Related Parties		
- Mohita Capital Private Limited	280.04	249.74
11% 3,00,000 Cumulative Redeemable Preference Shares of ₹ 100/- each	298.22	318.22
(Previous Year - 11% 3,20,000 Cumulative Redeemable Preference Shares of ₹ 100/- each)		
	<b>606.89</b>	<b>635.32</b>

**General Description, details of security and other conditions attaching to:****As at 31-03-2020**

Particulars	Amount Outstanding	Terms of Repayment	Rate of Interest
1. Plant & Machinery Loans Bank of Maharashtra	3.86	The sanctioned amount of loan under the consortium of bankers is ₹ 42.50 Lakhs out of which the Company has drawn ₹ 35.76 Lakhs for purchase of the current machinery. The loan is repayable in 26 monthly installments of ₹ 0.80 Lakh each and the last installment shall be of ₹ 0.10 Lakh.	13.90% p.a.
2. Motor Car Loans State Bank of India	25.48	Motor Car Loans from banks are secured by hypothecation of respective motor car acquired under the loan agreement, repayable in equated monthly installments. As on 31-03-2020, 251 installments are due for repayment.	9.16% - 10.95% p.a.
3. Motor Car Loans YES BANK	17.62	Motor Car Loans from banks are secured by hypothecation of respective motor car acquired under the loan agreement, repayable in equated monthly installments. As on 31-03-2020, 216 installments are due for repayment.	9.10% - 9.25% p.a.
4. Working Capital Loan Mohita Capital Private Limited	286.54	Unsecured working capital loan has been obtained from a related party under a loan agreement. The loan is repayable on demand after 30.06.2021.	12% p.a.

**As at 31-03-2019**

Particulars	Amount Outstanding	Terms of Repayment	Rate of Interest
1. Plant & Machinery Loans Bank of Maharashtra	13.26	The sanctioned amount of loan under the consortium of bankers is ₹ 42.50 Lakhs out of which the Company has drawn ₹ 35.76 Lakhs for purchase of the current machinery. The loan is repayable in 26 monthly installments of ₹ 0.80 Lakh each and the last installment shall be of ₹ 0.10 Lakh.	13.90% p.a.
2. Motor Car Loans State Bank of India	30.45	Motor Car Loans from banks are secured by hypothecation of respective motor car acquired under the loan agreement, repayable in equated monthly installments. As on 31-03-2019, 263 installments are due for repayment.	9.16% - 10.95% p.a.
3. Motor Car Loans YES Bank	27.83	Motor Car Loans from banks are secured by hypothecation of respective motor car acquired under the loan agreement, repayable in equated monthly installments. As on 31-03-2019, 228 installments are due for repayment.	9.10% - 9.25% p.a.
4. Working Capital Loan Mohita Capital Private Limited	256.24	Unsecured working capital loan has been obtained from a related party under a loan agreement. The loan is repayable on demand after 30.06.2021.	12% p.a.




**Rights, Preferences and Restrictions attached to Preference Shares of ₹ 100/- each**

The dividend on preference shares proposed by the Board of Directors is subject to approval of shareholders in the ensuing Annual General Meeting. Each holder of Preference Share is entitled to one vote per share. In the event of liquidation of the Company before redemption of preference shares, the holders of preference shares will have priority over equity shares in the payment of dividend and repayment of capital but shall not be entitled to any surplus arising thereto. The rights of preference shares are governed by Section 47 of the Companies Act, 2013."

**Terms of redemption of Preference Shares of ₹ 100/- each**

Particulars	As at 31/03/2020		As at 31/03/2019	
	Quantity (Nos.)	Amount (₹ in Lakhs)	Quantity (Nos.)	Amount (₹ in Lakhs)
i) 11% Cumulative Redeemable Preference Shares of ₹ 100/- each redeemable at par on 31/03/2031.	3,00,000	300.00	3,00,000	300.00
ii) 11% Cumulative Redeemable Preference Shares of ₹ 100/- each redeemable at par on 31/03/2020.			20,000	20.00

**Shareholders holding more than 5% of Preference Share Capital**

Particulars	As at 31/03/2020		As at 31/03/2019	
	Quantity (Nos.)	Percentage (%)	Quantity (Nos.)	Percentage (%)
Mohita Capital Private Limited	1,90,000	63.33%	1,90,000	59.38%
U.D. Finvest Private Limited	60,000	20.00%	65,000	20.31%
Sree Ramachandra Capital Consultancy Private Limited	50,000	16.67%	65,000	20.31%

**Details of continuing defaults in respect of Deferred Payment Liabilities**
**Terms of Repayment**

The total outstanding with respect to Deferred Payment Liabilities are 3.75 Lakhs Euros. The outstanding is repayable by payment of 0.50 Lakh Euros before 31st March of every year starting from the year 2014.

The Company has a continuing default of ₹ 253.77 Lakhs (Previous Year ₹ 237.06 Lakhs) in respect of deferred payment liabilities as at the balance sheet date which is included in the amount 'Current portion of deferred liability for Intangible Assets' disclosed under 5.23.

**5.17 Other Financial Liabilities (Non-Current)**

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Security Deposits	3.99	3.98
	<b>3.99</b>	<b>3.98</b>

Note: Above mentioned deposits are taken as security from parties for property leased as an operating lease arrangements and the same are interest free.

**5.18 Provisions (Non-Current)**

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2020 ₹ in Lakhs
Provision for Employee Benefits		
- Provision for Leave Encashment	11.12	9.90
	<b>11.12</b>	<b>9.90</b>

**5.19 Deferred Tax Liabilities (Net)**

Particulars	Balance Sheet Figures as at		Statement of Profit & Loss For the year ended	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Deferred tax relates to the following:				
Accelerated depreciation for tax purpose	(43.06)	(37.57)	5.49	(11.22)
Amortization of land	(836.85)	(837.07)	(0.22)	(7.93)
Measurement of Financial Assets at amortised cost	0.45	0.95	0.50	(0.65)
Measurement of Financial Liabilities at amortised cost	(1.10)	(0.40)	0.70	(0.08)
Unused tax losses/ depreciation	-	51.71	51.71	(80.43)
MAT Credit Entitlement	136.09	115.60	(20.49)	59.33
Provision for doubtful debts and advances	20.53	13.86	(6.67)	6.37
Provision for product warranties	1.35	1.39	0.04	(0.32)
Provision for Leave Encashment	19.93	15.52	(4.41)	(4.97)
Foreign currency fluctuations	(0.33)	7.07	7.40	(3.56)
Deferred tax expense/(income)	-	-	34.06	(43.45)
<b>Net deferred tax assets/(liabilities)</b>	<b>(702.99)</b>	<b>(668.93)</b>	<b>-</b>	<b>-</b>



Reflected in the Balance Sheet as follows:

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Deferred tax assets (continuing operations)	178.35	206.11
Deferred tax liabilities:		
Continuing operations	(881.34)	(875.04)
Deferred tax liabilities, net	(702.99)	(668.93)

Reconciliation of deferred tax liabilities (net):

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Opening balance as at	(668.93)	(625.48)
Tax income/(expense) during the period recognised in profit or loss	(33.84)	(35.52)
Tax income/(expense) during the period recognised in Capital Reserve	(0.22)	(7.93)
Closing balance as at	(702.99)	(668.93)

**5.20 Other Non-Current Liabilities**

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
- Security Deposits from Employees	44.30	45.92
	<b>44.30</b>	<b>45.92</b>

**5.21 Borrowings (Current)**

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>Secured</b>		
Loans Repayable on Demand:		
- From Banks		
(i) Cash Credit/ Packing Credit	968.85	199.48
(ii) Stand By Line Credit	-	-
(iii) Overdraft	37.45	37.10
- From Others		
(i) Raw Material Assistance Scheme from NSIC	95.55	94.45
<b>Unsecured</b>		
Loans Repayable on Demand:		
- From Related Parties	237.28	396.61
- From Other Parties	2.00	25.97
	<b>1,341.13</b>	<b>753.61</b>

**General Description, details of security and other conditions attaching to:****Bank of Maharashtra:**

Loans repayable on demand from Banks represents Cash Credit (CC) facility availed from Bank of Maharashtra with an overall limit of ₹1250 Lakhs under consortium, out of which ₹ 550 Lakhs is the cash credit limit sanctioned for meeting working capital requirement. It is secured by Parri Pasu Charge by way of hypothecation of inventory and receivables upto 180 days with a margin of 25%. The rate of interest is 1 year MCLR (8.50%) + BSS (0.25%) + 1.75% i.e. 10.50% p.a.

The Facility also includes Bank Guarantee with an overall limit of ₹ 1850 Lakhs under consortium, out of which a limit of ₹ 800 Lakhs has been sanctioned for mobilization, advance, performance, EMD, Bid bond etc. Counter Guarantee from the company additional charge on fixed assets &/ current assets with a margin of 10% in Banks favour by way of CDR.

The Facility also includes Letter of Credit (Inland/Import) with an overall limit of 400 Lakhs under consortium, out of which a limit of ₹ 200 Lakhs has been sanctioned for procurement of Raw Materials. The hypothecation charge is on goods under Letter of Credit with a margin of 10% in Banks favour by way of CDR.

**Details of Collateral security:**

- Equitable mortgage of Factory Land and Building situated at S. No. 691, New No.343 at Majagaon, Uyambag, Belgaum and measuring 21,110.08 square meters in the name of the company.
- 30% Equity Shares of the company.

Three directors of the company has also given personal guarantees (Refer Note 5.40).

**YES BANK**

Cash Credit (CC) availed from Yes Bank is secured by hypothecation of Current Assets and Moveable Fixed Assets both present and future and with a margin of 25% of inventory and trade receivables of less than 150 days less any creditors less outstanding with BOM. The CC is further secured by Equitable mortgage of Industrial Property located at S.No.691, New No.343 at Majagaon Udyambag, Belgaum, Karnataka-590008. The tenure of twelve months subject to payable on demand/ annual review. There is an unconditional and irrevocable personal guarantee of three directors of the company during the tenure of the facility. The facility amount is ₹ 700 Lakhs with a floating interest rate of (0.55% Margin) over and above Bank's Yearly MCLR. The interest is payable monthly.



The Facility also includes overdraft of a limit of ₹ 38 Lakhs has been sanctioned for takeover of NFB limits from SBI by giving them cash margin. The terms and conditions are same as CC.\*

Raw Material Assistance Scheme availed from NSIC is secured by bank guarantee amounting to ₹ 10.00 Lakhs. Interest is payable @ 12.50% per annum on amount outstanding. Additional interest at the rate of 0.45% percent per annum is payable if payment is not made within stipulated time limit.

**5.22 Trade Payables**

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>For Goods purchased and Services received in the normal course of business</b>		
- Due to Micro Enterprises & Small Enterprises	106.56	55.42
- Due to Other than Micro Enterprises & Small Enterprises (Refer Note (ii) Below)	707.59	885.23
- Acceptances	217.54	335.71
	<b>1,031.69</b>	<b>1,276.37</b>

**Note:** (i) The average credit period on purchases of goods and services are within 120 days. The trade payables are non interest bearing.  
(ii) Disclosure of the amounts due to the Micro and Small Enterprises as required by section 22 of Micro and small Enterprises Act, 2006 under the chapter of delayed payments to Micro and Small Enterprises (On the basis of the information & records available with the Management).

Particulars	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
(i) The principal amount and the interest due thereon remaining unpaid to any Micro/Small supplier. *Principal amount	106.56	55.42
*Interest there on	NIL	NIL
(ii) The interest paid by the buyer as above, along with the amount of payments made beyond the appointed date during each accounting year.	NIL	NIL
(iii) The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006.	NIL	NIL
(iv) The amount of interest accrued and remaining unpaid at the end each accounting year.	NIL	NIL
(v) The amount of further interest remaining due and payable even in the succeeding year until such date when the interest dues as above are actually paid to the Small / Micro Enterprises	NIL	NIL

**5.23 Other Financial Liabilities**

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>Current Maturities of Long-term Debt:</b>		
- Plant & Machinery Loan from Banks	3.86	9.51
- Motor Car Loans from Banks	14.47	14.42
- Current Portion of Deferred Payment Liabilities	283.38	276.57
<b>Interest Accrued:</b>		
- Interest accrued and due on borrowings	24.68	9.09
Unpaid Dividends on 11% Cumulative Redeemable Preference Shares	231.08	211.20
Gratuity Payable to LIC	47.76	24.25
Guarantee Commission Payable to Related Parties	3.07	3.56
Lease Rent Payable	-	0.18
Credit Balances in Current Account	-	0.46
	<b>608.30</b>	<b>549.23</b>

**5.24 Other Current Liabilities (Current)**

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>Revenue Received in Advance:</b>		
- Advance from Customers	582.40	403.40
Current portion of Security Deposit from Employees	2.95	9.71
Employees and Other Related Dues	18.40	7.29
Liabilities for Expenses	82.98	67.53
Dividend Payable on 11% Cumulative Redeemable Preference Shares	15.40	-
Liabilities for Statutory Dues	72.27	167.59
	<b>774.40</b>	<b>655.53</b>



**5.25 Provisions**

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>Provision for Employee Benefits:</b>		
- Provision for Leave Encashment	60.53	45.90
Provision for Product Warranty	4.84	5.00
	<b>65.37</b>	<b>50.90</b>

**Note:** Disclosures as required by Indian Accounting Standard (Ind AS) 37 Provisions, Contingent Liabilities and Contingent Assets:

**(1) Movement in Provisions**

Nature of Provisions	Leave Encashment		Product Warranty	
	2019-20	2018-19	2019-20	2018-19
Carrying amount at the beginning of the year*	55.80	74.36	5.00	6.21
Additional provision made during the year	16.91	(0.67)	-	-
Amounts used during the year	(1.05)	(17.89)	(0.16)	(1.21)
<b>Carrying amount at the end of the year*</b>	<b>71.65</b>	<b>55.80</b>	<b>4.84</b>	<b>5.00</b>

\* The above figures mentioned in opening and closing carrying amount includes long term portion of provisions.

**(2) Nature of Provisions**

- (a) Product warranties: The Holding Company gives warranties on certain products and services in the nature of repairs / replacement, which fail to perform satisfactorily during the warranty period. Provisions made represents the amount of the expected cost of meeting such obligation on account of rectification/ replacement. The timing of outflows is expected to be within a period of 2 years.
- (b) Provision for Leave Encashment includes annual leave and vested long service leave entitlement accrued and compensation claims made by employees.

**5.26 Current Tax Liabilities**

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Provision for Income Tax (Net of Advance Tax/ TDS)	6.75	105.25
	<b>6.75</b>	<b>105.25</b>

**Notes:**

**Income Tax recognised in Profit and Loss**

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>Current Tax</b>		
Current income tax charge	37.26	53.73
Adjustments in respect of current income tax of previous years	-	-
<b>Total (A)</b>	<b>37.26</b>	<b>53.73</b>
<b>Deferred tax:</b>		
Relating to origination and reversal of deductible & taxable temporary differences	34.27	35.52
<b>Total (B)</b>	<b>34.27</b>	<b>35.52</b>
<b>Income Tax expense recognised in the Statement of Profit or Loss (A+B)</b>	<b>71.53</b>	<b>89.25</b>

**Income Tax recognised in Other Comprehensive Income**

Particulars	Figures as at	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>Current Tax</b>		
Current income tax charge on remeasurement of defined benefit obligations	4.35	(1.40)
<b>Income Tax expense recognised in Other Comprehensive Income</b>	<b>4.35</b>	<b>(1.40)</b>



The income tax expense for the year can be reconciled to the accounting profit as follows:

Particulars	For the year ended	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Profit before tax	60.67	191.99
Applicable Tax Rate	27.82%	27.82%
Computed Tax Expense	17.00	53.41
<b>Tax Effects:</b>		
Items not chargeable to tax/ exempt	(1.05)	(1.02)
Expenses disallowed	7.03	2.70
Net tax on depreciable assets	1.05	1.05
Adjustment of current tax for prior periods	-	(11.12)
Effect of brought forward losses and unabsorbed depreciation	8.88	10.10
Others	4.35	(1.40)
<b>Current Tax Provision (A)</b>	<b>37.26</b>	<b>53.72</b>
Incremental Deferred Tax Liability	34.27	35.52
<b>Deferred Tax Provision (B)</b>	<b>34.27</b>	<b>35.52</b>
<b>Tax Expenses recognised in the Statement of Profit and Loss (A + B)</b>	<b>71.53</b>	<b>89.25</b>

### 5.27 Revenue From Operations

Particulars	Figures for the year ended	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Sale of Products	3,068.80	4,631.09
Sale of Services	35.88	74.51
Other Operating Revenues	138.10	122.87
	<b>3,242.78</b>	<b>4,828.47</b>

### 5.28 Other Income

Particulars	Figures for the year ended	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>Interest Income:</b>		
i. Interest on bank deposits carried at amortised cost	17.47	17.17
ii. Interest on Security Deposits and Others carried at amortised cost	0.37	0.37
iii. Interest on Income Tax Refund	-	0.30
Dividend Income on equity investments at FVTOCI	0.25	0.15
Net gain on Sale of Property, Plant & Equipment	1.76	0.85
Rental Income	15.65	12.67
Liability no longer required written back	16.48	28.40
Fluctuation in Foreign Currency (Net)	-	11.03
Excise Duty on Closing Stock written back	0.93	-
Miscellaneous Receipts	0.41	0.20
Packing and Forward Charges Collected	-	0.74
	<b>53.32</b>	<b>71.89</b>

### 5.29 Cost of Materials Consumed

Particulars	Figures for the year ended	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>Raw Materials</b>		
Opening Stock	234.82	151.48
Add: Purchases	927.90	1,222.93
Less: Closing Stock	(182.67)	(234.82)
(A)	<b>980.05</b>	<b>1,139.60</b>
<b>Intermediates and Components</b>		
Opening Stock	281.24	157.69
Add: Purchases	802.28	1,022.46
Less: Closing Stock	(221.57)	(281.24)
(B)	<b>861.95</b>	<b>898.91</b>
<b>Packing Materials</b>		
Opening Stock	-	-
Add: Purchases	13.59	13.89
Less: Closing Stock	-	-
(C)	<b>13.59</b>	<b>13.89</b>
<b>Stores and Spares</b>		
Opening Stock	103.42	99.97
Add: Purchases	75.09	120.56
Less: Closing Stock	(99.22)	(103.42)
(D)	<b>79.29</b>	<b>117.11</b>
<b>TOTAL (A to D)</b>	<b>1,934.88</b>	<b>2,169.50</b>
Less: Materials consumed on account of warranties	-	4.75
<b>TOTAL</b>	<b>1,934.89</b>	<b>2,164.75</b>


**5.30 Changes In Inventories Of Finished Goods And Work-In-Progress**

Particulars	Figures for the year ended	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
<b>Opening Stock</b>		
Intermediate Goods	-	-
Work-in-Progress	975.72	1,535.78
Finished Goods	245.13	41.99
Scrap	0.44	0.04
<b>Total of Opening Stock (A)</b>	<b>1,221.29</b>	<b>1,577.82</b>
<b>Closing Stock</b>		
Intermediate Goods	-	-
Work-in-Progress	1,929.29	975.72
Finished Goods	24.42	245.13
Scrap	0.95	0.44
<b>Total of Closing Stock (B)</b>	<b>1,954.67</b>	<b>1,221.29</b>
<b>Net changes in inventories of finished goods and work-in-progress [Total (A-B)]</b>	<b>(733.38)</b>	<b>356.53</b>

**5.31 Employee Benefits Expense**

Particulars	Figures for the year ended	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Salaries, Wages, Bonus, etc.	822.48	799.12
Contribution to Provident fund & other funds	94.22	87.46
Staff Welfare Expenses	33.04	32.99
	<b>949.74</b>	<b>919.57</b>

**5.32 Finance Costs**

Particulars	Figures for the year ended	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Interest on loan calculated using effective interest rate method	129.28	154.63
Interest on Others	32.91	27.97
Dividend on Redeemable Preference Shares	35.28	44.09
Other Borrowing Costs	64.80	78.08
	<b>262.27</b>	<b>302.77</b>

**5.33 Depreciation And Amortization Expense**

Particulars	Figures for the year ended	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Depreciation of Property, Plant & Equipment	68.99	68.74
Amortization of Intangible Assets	15.55	15.20
	<b>84.54</b>	<b>83.93</b>

**5.35 Other Expenses**

Particulars	Figures for the year ended	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Power & Fuel	37.84	38.08
Manufacturing Expenses	207.80	253.91
Freight & Transportation	81.26	114.13
Partner's Contribution	12.64	24.00
Product Warranty Expenses	0.32	4.37
Marketing Expenses	-	7.28
<b>Repairs</b>		
i Buildings	3.81	5.70
ii Machinery	10.80	8.08
iii Computers	-	-
iv Others	8.99	9.24
Insurance	6.53	6.19
Rent	6.15	5.86
Rates & Taxes	4.23	4.64



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Printing and Stationery	8.33	10.33
Postage, Telephone & Telegram	10.95	10.16
Travelling & Conveyance Expenses	147.02	145.68
Bad Debts / Advances Written Off	11.90	48.10
Expected Credit Loss on Financial Assets	(1.25)	14.79
Provision for Bad and Doubtful debts	25.26	9.70
Advertisement Expenses	1.35	1.26
Miscellaneous Expenses	65.30	87.36
Payment to Auditors for:		
i Audit Fees	3.50	3.50
ii Limited Review Certification charges	2.86	1.80
iii For Company Law Matters	-	-
iv For Other Services	-	0.55
v Reimbursement of Expenses (including ST)	-	-
Directors' Sitting Fees	0.30	0.33
Net Loss on Sale of Property, Plant & Equipment	0.67	1.09
Loss in Foreign Currency Fluctuation (net)	19.12	5.04
Liquidated Damages	44.67	56.60
Sales Commission	-	1.92
Telephone Expenses	0.17	0.19
Professional Fees	16.07	-
Web Service Charges	0.83	0.71
Goods and Services Tax Paid	0.14	0.21
	<b>737.37</b>	<b>880.82</b>

**5.35 Other Comprehensive Income**

Particulars	Figures for the year ended	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
(i) Items that will not be reclassified to profit or loss:		
- Equity Instruments through Other Comprehensive Income	(6.01)	(1.10)
- Remeasurement of the Employee Defined Benefit Plans	(15.64)	5.03
	<b>(21.65)</b>	<b>3.93</b>
(ii) Income tax relating to items that will not be reclassified to profit or loss		
- Income Taxes relating to Remeasurement of Employee Defined Benefit Plans	4.35	(1.40)
	<b>4.35</b>	<b>(1.40)</b>
	<b>(17.30)</b>	<b>2.53</b>

**5.36 Earnings Per Share:**

Particulars	Figures for the year ended	
	31/03/2020 ₹ in Lakhs	31/03/2019 ₹ in Lakhs
Net Profit / (Loss) attributable to Equity Shareholders (₹)	(10.86)	102.74
Weighted average number of Equity Shares in issue (Nos.)	21,86,700	21,86,700
Basic Earning per Equity Share of ₹ 10/- each		
- Basic	(0.49)	4.70
- Diluted	(0.49)	4.70
Face value per Equity Share (₹)	10	10

The Group does not have any outstanding potential dilutive Equity Shares. Consequently the Basic and the Diluted Earnings Per Share of the Group remain the same.

**5.37 DISCLOSURES AS REQUIRED BY INDIAN ACCOUNTING STANDARD (Ind AS) 19 EMPLOYEE BENEFITS****EMPLOYEE BENEFITS****a) Post Retirement Benefits : Defined Contribution Plans**

(Figures in ₹)

Particulars	31/03/2020	31/03/2019
1 Contribution to Employees' Provident Fund	33.64	28.56
2 Contribution to Employees' Family Pension Fund	26.76	25.27
3 Contribution to Employees' Superannuation Fund	13.92	12.58

**b) Defined Benefit Plans****(i) Changes in the Present Value of Obligation**

(₹ in Lakhs)

Particulars	Gratuity Funded	
	31/03/2020	31/03/2019
a. Present Value of Obligation as at opening date	263.55	239.73
b. Interest Expense	20.28	18.51
c. Past Service Cost	-	-
d. Current Service Cost	18.50	16.70
e. Curtailment Cost/(Credit)	-	-
f. Settlement Cost/(Credit)	-	-
g. Actual Benefit Payments	(7.15)	(4.85)
h. Actuarial (Gain)/Loss recognised in Other Comprehensive Income	-	-
- changes in demographic assumptions	-	-
- changes in financial assumptions	14.88	(6.55)
- experience adjustments	-	-
i. Present Value of Obligation as at closing date	310.05	263.55

**(ii) Changes in the Fair Value of Plan Assets**

(₹ in Lakhs)

Particulars	Gratuity Funded	
	31/03/2020	31/03/2019
a. Present Value of Plan Assets as at opening date	239.30	210.18
b. Expected Return on Plan Assets (Interest Income)	18.90	16.97
c. Mortality charges and taxes	(1.21)	(1.08)
d. Actuarial Gain/(Loss)	-	-
- changes in financial assumptions	0.76	1.52
- experience adjustments	-	-
e. Employers' Contributions	13.21	19.59
g. Benefits Paid	(7.15)	(4.85)
h. Fair Value of Plan Assets as at closing date	262.29	239.30
i. Actual return on plan assets	18.15	15.45

**(iii) Amount recognized in the Balance Sheet including a reconciliation of the Present Value of Defined Benefit Obligation and the Fair Value of Assets**

(₹ in Lakhs)

Particulars	Gratuity Funded	
	31/03/2020	31/03/2019
a. Present Value of Obligation as at the end of the period	310.05	263.55
b. Fair Value of Plan Assets as at the end of the period	262.29	239.30
c. Funded (Asset)/ Liability recognized in the Balance Sheet	(47.76)	(24.25)
d. Present Value of unfunded Obligation	-	-
e. Unrecognized Past Service Cost	-	-
f. Unrecognized Actuarial (Gains)/Losses.	-	-
g. Unfunded Net Liability recognized in the Balance Sheet	-	-

**(iv) Expenses recognized in the Statement of Profit & Loss Account**

(₹ in Lakhs)

Particulars	Gratuity Funded	
	31/03/2020	31/03/2019
a. Current Service Cost	18.50	16.70
b. Past Service Cost	-	-
c. Interest Cost	1.37	1.54
d. Expected Return on Plan Assets	-	-
e. Curtailment Cost/(Credit)	-	-
f. Settlement Cost/(Credit)	-	-
h. Employees' Contribution	-	-
i. Total Expenses recognized in the Profit & Loss Account	19.87	18.24

**(v) Expenses recognized in Other Comprehensive Income for the year**

(₹ in Lakhs)

Particulars	Gratuity Funded	
	31/03/2020	31/03/2019
a. Actuarial changes arising from changes in demographic assumptions	-	-
b. Actuarial changes arising from changes in financial assumptions	15.64	(5.03)
c. Actuarial changes arising from changes in experience adjustments	-	-
d. Return on plan assets excluding interest income	-	-
e. Recognised in Other Comprehensive Income	15.64	(5.03)

(vi) **Percentage of each Category of Plan Assets to total Fair Value of Plan Assets as at reporting date** (Figures in ₹)

Particulars	Gratuity Funded	
	31/03/2020	31/03/2019
a. Government of India Securities	-	-
b. Corporate Bonds	-	-
c. Special Deposits Scheme	-	-
d. Equity Shares of Listed Companies	-	-
e. Property	-	-
f. Insurer Managed Funds	100%	100%
g. Others	-	-

(vii) The overall expected rate of return on assets is based on the expectation of the average long term rate of return expected on investments of the Fund during the estimated term of the obligations.

(viii) The Actual Return on Plan Assets is as follows (Rs.) (Figures in ₹)

Following are the Principal Actuarial Assumptions used as at the balance sheet date:	31/03/2020	31/03/2019
a. Interest Rate	7.80%	7.80%
b. Discount Rate	6.90%	7.80%
c. Expected Rate of Return on Plan Assets	7.40%	7.40%
d. Salary Escalation Rate	8.00%	6.00%
e. Expected Average Remaining Working Lives of Employees	12.90 years	12.64 years

(ix) The estimates of future salary increases considered in actuarial valuation takes into account inflation, seniority, promotion and other relevant factors.

(x) Retirement age considered is 60 years and if extension is taken it is taken as 70 years.

(xi) Average Duration

Weighted average duration of the plan (based on discounted cash flows using mortality, withdrawal and interest rate) is 10.74 years.

(xii) Expected future benefit payments

The following benefits payments, for each of the next five years and the aggregate five years there after, are expected to be paid:

Year ended March 31	Expected Benefit Payment rounded to nearest thousand ( in ₹.)
2021	74.92
2022	27.02
2023	34.10
2024	34.92
2025	50.59
2026-2030	129.24

(xiii) The above cash flows have been arrived at based on the demographic and financial assumptions as mentioned earlier.

(xiv) Expected contributions for the next year

The company has contributed ₹ 13.21 Lakhs to its gratuity fund in 2020. The Company intends to contribute ₹ 13.00 Lakhs towards its gratuity fund in 2021.

(xv) Sensitivity Analysis

Sensitivity analysis indicates the influence of a reasonable change in certain significant assumptions on the outcome of the Defined benefit obligation (DBO) and aids in understanding the uncertainty of reported amounts. Sensitivity analysis is done by varying one parameter at a time and studying its impact.

(a) Impact of change in discount rate when base assumption is decreased/increased by 100 basis point

Discount rate Mar-20	Mar-19	Defined Benefit obligation (in ₹)	
		31/03/2020	31/03/2019
6.80%	6.80%	330.97	281.70
8.80%	8.80%	291.85	247.62

(b) Impact of change in salary increase rate when base assumption is decreased/increased by 100 basis point

Salary Increment rate Mar-20	Mar-19	Defined Benefit obligation (in ₹)	
		31/03/2020	31/03/2019
5.00%	5.00%	294.55	250.04
7.00%	7.00%	327.51	278.65

(c) Impact of change in withdrawal rate when base assumption is decreased/increased by 100 basis point

Withdrawal rate Mar-20	Mar-19	Defined Benefit obligation (in ₹)	
		31/03/2020	31/03/2019
4.00%	4.00%	308.18	260.71
6.00%	6.00%	311.74	266.10



**xvi) Risk exposure and asset liability matching**

Provision of a defined benefit scheme poses certain risks, some of which are detailed here under, as companies take on uncertain long term obligations to make future benefit payments.

**1) Liability risks****(i) Asset-Liability Mismatch Risk**

Risk which arises if there is a mismatch in the duration of the assets relative to the liabilities. By matching duration with the defined benefit liabilities, the Holding company is successfully able to neutralize valuation swings caused by interest rate movements.

**(ii) Discount Rate Risk**

Variations in the discount rate used to compute the present value of the liabilities may seem small, but in practise can have a significant impact on the defined benefit liabilities.

**(iii) Future Salary Escalation and Inflation Risk**

Since price inflation and salary growth are linked economically, they are combined for disclosure purposes. Rising salaries will often result in higher future defined benefit payments resulting in a higher present value of liabilities especially unexpected salary increases provided at management's discretion may lead to uncertainties in estimating this increasing risk.

**2) Asset Risks**

All plan assets are maintained in a trust fund managed by a public sector insurer viz; LIC of India. LIC has an overlying guarantee and has been providing consistent and competitive returns over the years.

The Holding company has opted for a traditional fund where in all assets are invested primarily in risk averse markets. The company has no control over the management of funds but this option provides a high level of safety for the total corpus. A single account is maintained for both the investment and claim settlement and hence 100% liquidity is ensured. Also interest rate and inflation risk are taken care of.

**5.38 Disclosures as required as per Ind As 17 "Leases" is given below:****Operating Lease Arrangements**

The Group has entered into Lease Arrangements with certain parties including its subsidiary whereby the Holding company has granted to the parties the right to use a part of its factory premises, cumulatively represented by land and building disclosed under Property, Plant and Equipments in lieu of monthly lease rentals. Disclosures pursuant to IndAS - 17 'Leases' are given below.

Particulars	Figures for the year ended	
	31/03/2020 ₹	31/03/2019 ₹
<b>Operating Lease as a Lessee</b>		
<b>Receipt Recognised as Income</b>		
Rental Income	15.65	12.67
<b>Payment Recognised as Expense</b>		
Rental Expenses	6.15	5.86

The Group does not have any obligation under non-cancellable lease agreement.

**5.39 As per Ind AS 24, the disclosures of transactions with the related parties are given below:**  
List of related parties where control exists and also related parties with whom transactions have taken place and relationships:

- (a) **Key Managerial Personnel (KMP)**  
Shri Madan Mohan Mohita - Chairman  
Shri Anirudh Mohita - Managing Director  
Shri R.M. Shah  
Shri N.K. Daga  
Shri Dilip Chandak  
Shri R. B. Patil (Upto 30/06/2018)  
Shri V. B. Sambhakar (From 01/07/2018)  
Smt. Anuradha Tarale
- (b) **Relatives of Key Managerial Personnel (KMP):**  
Smt. Urmila Devi Mohita
- (c) **Enterprises where Key Managerial Personnel (KMP) have significant influence:**  
U. D. Fininvest Pvt Ltd  
Molta Capital Pvt Ltd  
Bemco Precitech Pvt Ltd  
U.D. Polyproducts Pvt Ltd  
Sri Ramachandra Enterprises Private Limited

The following related party transactions were carried out during the year.

Nature of Transactions	(All Figures in ₹)			
	Key Managerial Personnel		Relatives of Key Managerial Personnel	
	2019-2020	2018-2019	2019-2020	2018-2019
<b>Preference Share Capital</b>				
11% Cumulative Redeemable Preference Shares of ₹ 100/- each				
- Molta Capital Private Limited	-	-	-	188.91
- U.D. Fininvest Private Limited	-	-	-	64.63
- Sri Ramachandra Enterprises Private Limited	-	-	-	64.63
<b>Financial Liabilities</b>				
<b>Short Term Borrowings</b>				
<b>Accepted During the Year</b>				
- U.D. Fininvest Private Limited	-	-	-	0.50
- Sri Ramachandra Enterprises Private Limited	-	-	-	2.50
- Molta Capital Private Limited	-	-	-	10.00
<b>Repaid During the Year (Including Interest)</b>				
- U.D. Fininvest Private Limited	-	-	-	1.09
- Sri Ramachandra Enterprises Private Limited	-	-	-	0.61
- Molta Capital Private Limited	-	-	-	208.33
- Bemco Precitech Private Limited	-	-	-	0.15
- U. D. Polyproducts Pvt. Ltd.	-	-	-	0.22
<b>Balance as at Year End (Including Interest)</b>				
- U.D. Fininvest Private Limited	-	-	-	2.24
- Sri Ramachandra Enterprises Private Limited	-	-	-	7.41
- Molta Capital Private Limited	-	-	-	208.87
- Bemco Precitech Pvt Ltd	-	-	-	1.46
- U.D. Polyproducts Pvt Ltd	-	-	-	2.15
<b>Other Financial Liabilities</b>				
Guarantee Commission Payable as at Year End	-	-	-	1.78
- Molta Capital Private Limited	-	-	-	0.35
- U.D. Fininvest Private Limited	-	-	-	0.41
- Sri Rama Chandra Enterprise Private Limited	-	-	-	0.93
				1.08

(All Figures in ₹)

Nature of Transactions	Key Managerial Personnel		Relatives of Key Managerial Personnel		Enterprises where Key Managerial Personnel have significant influence	
	2019-2020	2018-2019	2019-2020	2018-2019	2019-2020	2018-2019
<b>Expenses</b>						
<b>Finance Cost</b>						
- U.D. Fininvest Private Limited	-	-	-	-	0.25	0.25
- Sri Ramachandra Enterprises Private Limited	-	-	-	-	0.36	0.36
- Mohia Capital Private Limited	-	-	-	-	22.96	22.96
- Bemco Precitech Private Limited	-	-	-	-	0.14	0.14
- U.D. Polyproducts Private Limited	-	-	-	-	0.21	0.21
<b>Employee Benefit Expense</b>						
- Shri Anirudh Mohia	68.00	77.22	-	-	-	-
- Shri RB Patil	-	2.70	-	-	-	-
- Shri VB Sambrekar	6.95	6.71	-	-	-	-
- Smt Anrula Tarale	5.18	5.02	-	-	-	-
<b>Other Expenses</b>						
<b>Sitting Fees</b>						
- Shri Madan Mohan Mohia	0.06	0.07	-	-	-	-
- Smt Urmila Devi Mohia	-	-	0.06	0.07	-	-
- Shri R.M. Shah	0.60	0.06	-	-	-	-
- Shri N.K. Daga	0.60	0.07	-	-	-	-
- Shri Dilip Chandak	0.60	0.06	-	-	-	-
<b>Guarantee Commission</b>						
- U.D. Fininvest Private Limited	-	-	-	-	0.39	0.92
- Sri Ramachandra Enterprises Private Limited	-	-	-	-	1.04	2.42
- Mohia Capital Private Limited	-	-	-	-	1.98	4.61

**Terms and conditions of transactions with related parties**

The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions.

**Details of any Guarantees Given or Received**

Three Directors of the Holding Company including Shri Madan Mohan Mohia (Chairman) and Shri Anirudh Mohia (Managing Director) have given Personal Guarantee for the following Financial Arrangements:

- Cash Credit facility availed from Bank of Maharashtra.
- Cash Credit facility availed from State Bank of India.
- Stand by Line Credit availed from State Bank of India on Demand Basis.
- Cash Credit facility availed from Yes Bank.

**Compensation of key management personnel of the Group**

The remuneration of director and other member of key management personnel during the year as follows:

Particulars	2019-2020 ₹	2018-19 ₹
Short-term employee benefits		
Post-employment benefits	73.21	86.87
Other Long term Benefits	6.92	4.77
Termination benefits	-	-
Share Based Payments	-	-
<b>Total compensation paid to key management personnel</b>	<b>80.13</b>	<b>91.64</b>

No Provision for bad and doubtful debts have been recognised during the year against the outstanding balances in relation to the above related parties.



**5.40 Foreign Currency Risk**

The following table shows foreign currency exposures in Euro on financial instruments at the end of the reporting period.

Particulars	Foreign Currency Exposure	
	As at 31-03-2020 Euro	As at 31-03-2019 Euro
<b>Trade and Other Payables</b> - Deferred Payment Liabilities	3.35	3.75
<b>Trade &amp; Other Receivables</b> Trade Receivable	-	-

**Foreign Currency Sensitivity Analysis**

The Company is mainly exposed to the currency : EURO

The following table details the Group's sensitivity to a 5% increase and decrease in the ₹ against the relevant foreign currencies. 5% is the sensitivity rate used when reporting foreign currency risk internally to key managerial personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. This is mainly attributable to the exposure outstanding on receivables and payables in the Group at the end of the reporting period. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for a 5% change in foreign currency rate. A positive number below indicates an increase in the profit or equity where the ₹ strengthens 5% against the relevant currency. For a 5% weakening of the ₹ against the relevant currency, there would be a comparable impact on the profit or equity, and the balances below would be negative.

**Impact of profit or loss and Equity**

Particulars	Euro Impact	
	31-03-2020	31-03-2019
Increase in Exchange Rate by 5%	(14.17)	(14.81)
Decrease in Exchange Rate by 5%	14.17	14.81

**Equity Risk**

There is no material equity risk relating to the Groups' equity investments which are detailed in note 5.03 "Investments". The Groups' equity investments majorly comprises of Long Term Investments rather than trading purpose.

**Interest Risk**

There is no material interest risk relating to the Company's financial liabilities which are detailed in Note 5.16, 5.21 and 5.23.

**Credit Risk**

Credit Risk is the risk that a customer or counter party to a financial instrument fails to perform or pay the amounts due causing financial loss to the Group. Credit Risk arises from Groups' activities in investments and other receivables from customers. The Group has a prudent and conservative process for managing its credit risk arising in the course of its business activities. The Group generally has set a policy of receiving 80 percent of the sale proceeds as an advance after the orders get finalized and remaining 20 percent at the time of dispatch and commissioning.

**Liquidity Risk**

Ultimate responsibility for liquidity risk management rests with the Board of Directors of the Holding Company, which has established an appropriate liquidity risk management framework for the management of the Group's short-term, and long-term funding and liquidity management requirements. The Group manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

All current financial liabilities are repayable within one year. The contractual maturities of non current liabilities are disclosed in Note No. 5.16

**Liquidity Risk Table**

The following table detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the company can be required to pay.

Particulars	Less Than 1 year	1 -5 years	Total	Carrying Amount
<b>As at 31-03-2020</b>	₹	₹	₹	₹
i) Borrowings	1,341.13	28.63	1,369.76	1,369.76
ii) Other Financial Liabilities	18.33	3.99	22.32	22.32
	<b>1,359.46</b>	<b>32.62</b>	<b>1,392.08</b>	<b>1,392.08</b>
<b>As at 31-03-2019</b>				
i) Borrowings	753.61	47.61	801.22	801.22
ii) Other Financial Liabilities	23.93	3.99	27.92	27.92
	<b>777.54</b>	<b>51.59</b>	<b>829.14</b>	<b>829.14</b>

**Capital Management**

The Group manages its capital to ensure that entities in the Group will be able to continue as going concern while maximising the return to stakeholders through optimisation of debt and equity balance. The capital structure of the Group consists of net debt (borrowings as detailed in note 5.16, 5.21 and 5.23 off set by cash and bank balances) and total equity of the Group. The Group is not subject to any externally imposed capital requirements.

**Gearing Ratio**

Particulars	As at 31-03-2020	As at 31-03-2019
Gross Debt	1,991.03	1,402.83
Cash and Bank Balances	(199.00)	(82.60)
<b>Net Debt</b>	<b>1,792.03</b>	<b>1,320.23</b>
Total Equity	3,338.99	3,366.93
Net Debt to Total Equity	0.54	0.39

Debt is defined as long-term borrowings, short-term borrowings and current maturity of long-term borrowings , as described in notes 5.16, 5.21 and 5.23.

**5.41 Fair value measurements hierarchy as required by IND AS 113 "Fair Value Measurement"**

Particulars	As at 31-03-2020			As at 31-3-2019		
	Carrying Amount	Level of Input used in		Carrying Amount	Level of Input used in	
		Level 1	Level 3		Level 1	Level 3
<b>Financial Assets</b>						
At Amortised Cost						
Trade Receivables	1,112.33	-	-	1,396.42	-	-
Cash and Bank Balance	199.00	-	-	82.60	-	-
Loans	17.84	-	-	16.90	-	-
Other Financial Assets	160.28	-	-	161.13	-	-
<b>At FVOCI</b>						
Investments	15.50	9.78	5.72	21.52	15.79	5.72
<b>Financial Liabilities</b>						
At Amortised Cost						
Borrowings	1,948.02	-	-	1,388.93	-	-
Trade Payables	1,031.69	-	-	1,276.37	-	-
Other Financial Liabilities	612.29	-	-	553.21	-	-

There are no transfers between levels 1 and 2 during the year.

**Level 1:** Quoted Prices in active markets for identical assets;

**Level 3:** Inputs other than observable market data, are used for deriving fair value.

**Disclosure as per PARA 91 of Ind AS 113 "Fair Value Measurements"**

(a) The investments in quoted and unquoted equity shares are measured at fair value on recurring basis. The quoted shares are valued at the closing price available on the recognised stock exchange.

(b) Break up value (Level III inputs) is used to measure unquoted equity shares on a recurring basis. The difference between the last year fair value and current year is charged to Other Comprehensive Income.

**5.42 Entity-wide Disclosures as Required by PARA 31 of Ind AS 108 "Operating Segments" are given below:**

(i) Information about revenues from external customers from Products and Services as Required by PARA 32

Name of Products	Amount of Revenue (₹) Current Year*	Amount of Revenue (₹) Previous Year
Hydraulic Presses	2,194.85	1,952.26
Equipments	99.54	454.30
Spares	150.58	192.79
Portable Re-Railing Equipments	584.88	1,939.21
Manifolds	7.96	5.93
Spares	10.49	4.62
Valve	35.73	58.99
Power Pack	38.95	64.36
Pump	4.85	6.42
Cylinder	1.89	11.62
Services	35.88	74.51
<b>Total Revenue</b>	<b>3,165.60</b>	<b>4,765.00</b>

(ii) Information about Geographical Area as Required by PARA 33

(a) Revenues From External Customers

Amount of Revenue Lakhs (₹)

(i) Attributed to the entity's country of domicile

3,163.21 (Previous Year: 4533.25)

(ii) Attributed to all foreign countries in total from which the entity derives revenues

2.39 (Previous Year: 231.75)

**Note 1:** Revenues from external customers attributed to an individual foreign country were not material hence have not been separately disclosed.

**Note 2:** Revenues from external customers to individual countries are attributed based on the destination of export sales made.

(b) All Non-Current Assets held by the entity, required to be disclosed as per this para are located in the entity's country of domicile.

(iii) Information about Major Customers as Required by PARA 34

Revenue from one customer of the company's Rerailing equipment business represent ₹1653.52 (Previous Year ₹ 1487.59 including excise duty) of the company's total revenue, which is more than 10% of the company's total revenue.

(b) Segment Information

\*Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker ("CODM") of the Holding Company. The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Managing Director of the Holding Company. The Group operates in manufacturing and sale of hydraulic press machine, Portable Re-Railing Equipments, advanced high performance components and Systems. The Sale and manufacture of this products are identified as one business segment by the Group, hence no disclosures are provided for any reportable Segments as per Ind AS 108 "Operating Segments".

No separate reportable geographical segments are identified as export sales are insignificant. \*

**5.43 Enterprises consolidated as subsidiary in accordance with Indian Accounting Standards 110- Consolidated Financial Statements**

Name of the enterprise	Proportion of Ownership Interest
Bemco Fluidtechnik LLP	100%

**5.44 Disclosures as Required by Ind AS 112 "Disclosures of Interests in Other Entities" have been given below:****Information in relation to Interest in Subsidiaries**

The composition of the group consists of the Holding Company and its subsidiary i.e. Bemco Fluidtechnik LLP in which the holding company is a partner having 65% share of profit/loss.

**Disclosures as required by PARA 12**

The interests that Non-controlling interest have in the Groups activities and cash flows

Particulars	Current Year	Previous Year
(a) Name of Subsidiary	Bemco Fluid Technik LLP	Bemco Fluid Technik LLP
(b) Principle Place of Business	Bemco Premises, Camp Belgaum, Karnataka	Bemco Premises, Camp Belgaum, Karnataka
(c) Proportion of ownership interest held by Non-controlling interest	35% share in profit/(Loss)	35% share in profit/(Loss)
(e) Profit/Loss allocated to Non-controlling interest during reporting period	NIL	NIL
(f) Accumulated Non Controlling Interest at end of reporting period	NIL	NIL
<b>Summarised Financial Information in relation to Subsidiary</b>		
(i) Total Assets of Subsidiary	180.49	165.61
(ii) Total Partner's Fund and Liabilities of Subsidiary	160.49	165.61
(iii) Total Comprehensive Income	(94.46)	(59.90)

**5.45 Additional Information Pursuant to para 2 of General Instructions for Preparation of Consolidated Financial Statements.**

Name of the Entity	Net Assets		Share in Profit & Loss (P & L)		Share in Other Comprehensive Income (OCI)		Share in Total Comprehensive Income (TCI)	
	as % of consolidated net assets	Amount (₹)	as % of consolidated profit & loss	Amount (₹)	% of consolidated total comprehensive income	Amount (₹)	% of consolidated total comprehensive income	Amount (₹)
<b>Parent</b>								
- Bemco Hydraulics Limited	107.65%	3,594.28	770.93%	83.61	-100.00%	(17.30)	-235.60%	66.31
	104.78%	3,527.76	158.29%	162.66	100.00%	2.53	156.89%	165.19
<b>Subsidiary</b>								
- Bemco Fluidtechnik LLP	-7.65%	(255.29)	-870.93%	(94.46)	0.00%	-	335.60%	(94.46)
	-4.78%	(160.83)	-68.29%	(59.90)	0.00%	-	-66.89%	(59.90)
<b>Non Controlling Interests</b>	0.00%	-	0.00%	-	0.00%	-	0.00%	-
	0.00%	-	0.00%	-	0.00%	-	0.00%	-
<b>Total</b>	100.00%	3,338.99	100.00%	(10.85)	100.00%	(17.30)	100.00%	(28.15)
	100.00%	3,366.93	100.00%	102.76	100.00%	2.53	100.00%	105.29

**5.46** The financial statements of the subsidiary company have been prepared on the going concern assumption despite complete erosion of net worth based on the future viability, expectations to infuse funds, increase sales in future, profits etc.

**5.47** The Ind AS Financial Statements of Bemco Fluid Technik LLP ("the LLP") a subsidiary, have been converged from Accounting Standards as prescribed in Companies (Accounting Standard) Rules, 2006 (as amended from time to time) to Indian (Accounting Standard) Rules, 2015 (as amended from time to time) notified by MCA only for the purposes of consolidation. The accounting policies followed by the LLP is in line with the accounting policies followed by the Holding Company for like items.

**5.48 Contingent Liabilities and Commitments****Description of Contingent Liabilities****CLAIMS AGAINST THE COMPANY/DISPUTED LIABILITIES NOT ACKNOWLEDGED AS DEBTS:**

Particulars	31/03/2019 (₹ in Lakhs)	31/03/2018 (₹ in Lakhs)
(i) Entry Tax Demand Disputed in Appeal	2.11	2.11
(ii) "Spl. C. S. No. 546/2016"		

One of the Parties of the Holding company namely "Maresh Enterprises" has filed a suit for recovery of ₹ 69.20 lakhs in the Hon'ble Civil Court of Nagpur. The case is still pending."

(iii) A Party of the holding company namely "D. Khadewal Steel Corporation Limited" has filed a suit for recovery of ₹ 146.35 lakhs in the Hon'ble Civil Court of Nagpur. The case is still pending.

**Note:** The Holding Company has been advised that the above demands/ cases is likely to be either deleted or substantially reduced and shall not have any material adverse effect on its financial position. Hence, No provision has been created for the same.





**5.49** Covid-19 pandemic has been rapidly spreading throughout the world, including India. Government in India has taken significant measures to curb the spread of the virus including imposing mandatory lockdowns and restrictions in activities. Consequently, Company's manufacturing plants and offices had to be closed down for a considerable period of time, including after the year end. As a result of the lockdown, the likely revenue from the month of March 2020 has been impacted. Continued lockdowns are likely to impact the Company operationally including on supply chain matters. The Company is monitoring the situation closely taking into account directives from the Governments. Management believes that it has taken into account all the possible impacts of known events arising from COVID-19 pandemic and the resultant lockdowns in the preparation of the financial statements including but not limited to its assessment of Group's liquidity and going concern, recoverable values of its property, plant and equipment, intangible assets and the net realisable values of other assets. However, given the effect of these lockdowns on the overall economic activity and in particular on the automotive industry, the impact assessment of COVID-19 on the above mentioned financial statement captions is subject to significant estimation uncertainties given its nature and duration and, accordingly, the actual impacts in future may be different from those estimated as at the date of approval of these financial statements. The Company will continue to monitor any material changes to future economic conditions and consequential impact on its financial position.

**5.50** The figures for the corresponding previous year have been regrouped/ reclassified wherever necessary, to make them comparable.

#### As Per our Report of Even Date attached

**For S JAYKISHAN**  
Chartered Accountants  
Firm Regn. No.:309005E

**Vivek Nawatia**  
Partner  
Membership No.:062636

Place: Kolkata  
Date: 29-06-2020

#### For and on behalf of the Board of Directors

**Vijay Sambrekar**  
CFO  
PAN BGLPS8409M

**Amruta Tarale**  
Company Secretary  
ACS - 42288

**M M Mohta**  
Chairman  
DIN: 00068884

**Anirudh Mohta**  
Managing Director  
DIN:00065302

Place: Belgaum  
Date: 29-06-2020

## BEMCO HYDRAULICS LIMITED





BEMCO HYDRAULICS LIMITED



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**BEMCO HYDRAULICS LIMITED**

(CIN : L51101KA1957PLC001283)

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