



# Fiberweb (India) Limited

Manufacturers of : Spunbond Nonwoven Fabrics

Date: 29<sup>th</sup> August, 2022

To, <b>BSE Limited</b> Corporate Relations Department, 1st Floor, New Trading Ring, P. J. Towers, Dalal Street, Mumbai - 400 001.	To, <b>National Stock Exchange of India Limited</b> Exchange Plaza, Plot No. C/1, G Block, Bandra - Kurla Complex, Bandra (East), Mumbai - 400 051.
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**Reference: BSE Scrip code - 507910 - Fiberweb (India) Limited**  
**NSE Scrip code: FIBERWEB**

**Sub.: Submission of Notice of AGM and Annual Report for the financial year ended 31st March, 2022.**

Dear Sir / Madam,

This is further to our letter dated 12<sup>th</sup> August, 2022 wherein the Company had informed that the 37<sup>th</sup> Annual General Meeting (AGM) of the Company is scheduled to be held on Friday, 23<sup>rd</sup> September, 2022 at 09.00 a.m. at the Hotel Ocean Inn, Plot No. 20, Devka Beach, Nani Daman (U.T.) - 396 210.

In terms of the requirements of Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Report of the Company and the Notice of 37<sup>th</sup> AGM for the financial year 2021-22, which is being sent through electronic mode to the Members.

The Annual Report containing the Notice of 37<sup>th</sup> Annual General Meeting is also uploaded on the Company's website at <https://www.fiberwebindia.com> and this is also available on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com).

You are requested to kindly take the above information on record.

Thanking You,  
Yours faithfully,  
For Fiberweb (India) Limited

**Krutika Gada**  
Company Secretary & Compliance Officer  
Membership No – A56481  
Encl: As above



**Product is manufactured in the plant, where the Management system is certified for ISO 9001:2015, 14001:2015, OHSAS 18001:2007**

Mumbai : "KIRAN", Ground Floor, 128 Bhaudaji Road, Matunga, Mumbai - 400019.

Phone : 91 (22) 2404 4855 / 76 / 2408 2689 / 90

Regd. Office: Airport Road, Kadaiya, Nani Daman, (U.T.) - 396 210.

& Works Phone : 91 (260) 222 0766/0458/1458/1858/0958

E-mail : [fiberweb@fiberwebindia.com](mailto:fiberweb@fiberwebindia.com)

Website : [fiberwebindia.com](http://fiberwebindia.com)



ISO 9001:2015, 14001:2015, OHSAS 18001:2007

**CIN NO. L25209DD1985PLC004694**

# **37th Annual Report 2021 - 2022**



**Fiberweb (India) Limited**

**ISO 9001:2015 , ISO 14001:2015 & ISO 45001:2018**

## CORPORATE INFORMATION

### BOARD OF DIRECTORS

Mr. Pravin Sheth	- Non-Executive Director
Mr. Bhavesh Sheth	- Non-Executive Director
Mrs. Soniya Sheth	- Non-Executive Director
Mr. Bhadresh Shah	- Non-Executive & Independent Director
Mr. Gopalji Rana	- Non-Executive & Independent Director
Mr. Chidamber Rege	- Non-Executive & Independent Director
Mr. Sorabh Gupta	- Non-Executive & Independent Director (w.e.f 28th May, 2021)
Mr. Vinod Kumar Beswal	- Additional Non-Executive & Independent Director (w.e.f 12th August, 2022)

### KEY MANAGERIAL PERSONNEL

Mr. Rajesh Shukla	- Chief Executive Officer
Mr. Mukesh Pandya	- Chief Financial Officer
Ms. Krutika Gada	- Company Secretary & Compliance Officer (w.e.f. 01st December, 2021)

### STATUTORY AUDITORS

M/s. Akshay Kirtikumar & Associates LLP  
Chartered Accountants, Mumbai

### INTERNAL AUDITORS

M/s. Atul Dedhia & Associates  
Chartered Accountants, Mumbai

### SECRETARIAL AUDITORS

M/s. K. Pratik & Associates  
Company Secretary in Practice

### SOLICITORS

Little & Co., Mumbai  
Divyakant Mehta & Associates, Mumbai

### REGISTERED OFFICE

Airport Road, Kadaiya,  
Nani Daman,  
Daman (U.T.) 396 210  
Email – fiberweb@fiberwebindia.com  
Website - www.fiberwebindia.com  
CIN No : L25209DD1985PLC004694

### CORPORATE OFFICE

128, Kiran Building, Bhaudaji Road,  
Matunga (East), Mumbai - 400019

### BANKERS

Bank of Baroda, Matunga, Mumbai  
Axis Bank, Mumbai  
Canara Bank, Mumbai  
State Bank of India, Mumbai

### WORKS

Plot No. 92/93B, 100' Coastal Highway, Nani Daman,  
Daman (U.T.) 396 210

### LISTED ON STOCK EXCHANGE

1. BSE Limited
2. National Stock Exchange of India Limited
3. Ahmedabad Stock Exchange Ltd  
(Ahmedabad Stock Exchange is derecognized by SEBI)

### REGISTRAR & SHARE TRANSFER AGENTS

**LINK INTIME INDIA PRIVATE LIMITED**  
C - 101, 247 Park, LBS Marg, Vikhroli West,  
Mumbai 400 083



**FIBERWEB (INDIA) LIMITED**

CIN: L25209DD1985PLC004694

Registered office: Airport Road, Kadaiya, Nani Daman, Daman (U.T) 396210

Phone: 0260-2221458 Fax: 0260-2220758 Website: www.fiberwebindia.com Email: fiberweb@fiberwebindia.com

**NOTICE**

**Notice** is hereby given that the **37th Annual General Meeting** of the Members of **Fiberweb (India) Limited** will be held on **Friday, 23rd September, 2022** at **09.00 a.m.** at the **Hotel Ocean Inn, Plot No. 20, Devka Beach, Nani Daman (U.T.) - 396 210** to transact the following business:

**ORDINARY BUSINESS:**

**1. To receive, consider and adopt:**

- (a) the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2022 together with the Reports of the Board of Directors and Statutory Auditor thereon.
  - (b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2022 together with the Report of Statutory Auditors thereon.
2. To appoint a Director in place of Bhavesh P. Sheth (DIN: 02862487) who retires by rotation and being eligible offers himself for re-appointment.
  3. To appoint a Director in place of Mrs. Soniya P. Sheth (DIN: 02658794) who retires by rotation and being eligible offers herself for re-appointment.

**SPECIAL BUSINESS:**

**4. Appointment of Mr. Vinod Beswal (DIN: 00120095) as a Non-Executive, Independent Director:**

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

**“RESOLVED THAT** that pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mr. Vinod Beswal (DIN: 00120095), who was appointed as an Additional Director under the category of Non-Executive Independent Director of the Company by the Board of Directors pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years with effect from September 23, 2022 up to the conclusion of 42nd Annual General Meeting of the Company to be held in the calendar year 2027.

**“RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**5. To approve the continuation of Mr. Pravin V. Sheth (DIN: 00138797) as a Non-Executive, Non-Independent Director of the Company, pursuant to provisions of Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

To consider, and if thought fit, to pass, the following resolution as a **Special Resolution:**

**“RESOLVED THAT** pursuant to Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the Members be and is hereby accorded for the continuation of appointment of Mr. Pravin V. Sheth (DIN: 00138797) as a 'Non-Executive, Non-Independent Director' of the Company, liable to retire by rotation.”



“**RESOLVED FURTHER THAT** Board of Directors and / or Company Secretary of the Company be and are hereby authorised to do all such acts, deed, things and matters as they may consider necessary, expedient or desirable for giving effect to the foregoing resolution.”

**6. To approve the continuation of Mr. Gopalji M. Rana (DIN: 01982997) as a Non-Executive, Independent Director of the Company, pursuant to provisions of Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

To consider, and if thought fit, to pass, the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the Members be and is hereby granted to the continuation of appointment of Mr. Gopalji M. Rana (DIN: 01982997) as a 'Non-Executive, Independent Director' of the Company.”

“**RESOLVED FURTHER THAT** Board of Directors and / or Company Secretary of the Company be and are hereby authorised to do all such acts, deed, things and matters as they may consider necessary, expedient or desirable for giving effect to the foregoing resolution.”

**By order of the Board of Directors  
For Fiberweb (India) Limited**

**Place: Mumbai  
Date: : 12th August, 2022**

**Krutika Gada  
Company Secretary  
ACS Membership No: 56481**

**Registered Office:**

Air Port Road,  
Kadaiya, Nani Daman  
Daman (U.T.) 396 210  
CIN: L25209DD1985PLC004694  
E-mail: fiberweb@fiberwebindia.com  
Website: www.fiberwebindia.com

**NOTES:**

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE “MEETING”) IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The Instrument appointing Proxy, in order to be effective should be deposited at the RegisteredOffice of the Company, duly completed and signed, not less than 48 Hours before the commencement of the Annual General Meeting.  
  
A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL PAID UP 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.
2. Attendance slip, proxy form and the route map of the venue of the Meeting are annexed hereto.
3. Corporate Members intending to send their authorized representative(s) to attend the Meeting in terms of Section 113 of the Companies Act, 2013, are requested to send the Company a certified true copy of the Board Resolution authorizing such representative to attend and vote on their behalf at the Meeting.
4. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, which sets out details relating to the Special Business to be transacted at the Meeting, is annexed hereto.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose,

the Company has entered into an agreement with Central Depository Services Limited (CDSL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as voting on the date of the AGM will be provided by CDSL.

6. In terms of the provisions of Section 152 of the Act, Mr. Bhavesh P. Sheth (DIN: 02862487) and Mrs. Soniya P. Sheth (DIN: 02658794), Directors, retire by rotation at the ensuing Annual General Meeting. Nomination and Remuneration Committee and the Board of Directors of the Company recommend their respective re-appointments.

<b>Name</b>	<b>Mr Bhavesh P.Sheth</b>	<b>Mrs Soniya P. Sheth</b>
Directors Identification number (DIN)	02862487	02658794
Age	59 years	38 years
Qualification	Chartered Accountant (C.A.)	M.A.
Expertise in Specific Area	Financial Systems & other Software Development and implementation experience, Business development, an organization strategy experience, Business process, Re-engineering, Management consulting and project management.	Interior Decorator, Investment consultant & Dynamic professional also having good marketing experience
Date of first Appointment the Board of the Company	30th January, 2010	30th September, 2015
Shareholding in Fiberweb (India) Limited	62,49,596 shares	11,000 shares
List of Directorship held in other companies	1. Fiberweb (India) Limited	1. Fiberweb (India) Limited 2. Kunststoffe Industries Ltd 3. Stallion Breweries Limited 4. Sun Properties Private Limited 5. Chemical And Alkali Distributors Limited 6. Bharat Capital And Holdings Limited 7. Sun Capital And Consultancy Private Limited 8. Parijat Private Limited 9. Star Developers Private Limited
Membership/Chairmanships of Audit and Stake holders relationship committees	Refer Corporate Governance Report	Refer Corporate Governance Report
Relationship between directors inter-se	Son of Pravin V. Sheth, Chairman of the Company	Spouse of Pravin V. Sheth, Chairman of the Company
Terms and Conditions of appointment	As per Nomination and Remuneration Policy of the Company	As per Nomination and Remuneration Policy of the Company

Mr. Bhavesh P. Sheth and Mrs. Soniya P. Sheth is interested in the Ordinary Resolution set out at item Nos. 2 and 3, of the Notice with regards to their re-appointment. Further both are related to each other, hence interested in the Ordinary Resolution set out at item Nos. 2 and 3 of the Notice. Mr. Pravin V. Sheth, Director / Chairman Emeritus, being related to Mr. Bhavesh P. Sheth and Mrs. Soniya P. Sheth may be deemed to

be interested in the resolution set out at item Nos. 2 and 3 of the Notice. Save and except the above, none of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Business set out under Item Nos. 1 to 3 of the Notice.

7. The relevant details as required under Regulation 36(3) of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and clause 1.2.5 of the Secretarial Standard on General Meeting ("SS-2") of the persons seeking appointment /re-appointments as Directors /Directors are provided in Annexure to this Notice.
8. As per Regulation 40 of SEBI Listing Regulations, as amended from time to time, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for the ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Further members holding shares in dematerialised form are requested to intimate any changes in their address, bank details etc. to their respective Depository Participants (DPs) and those holding shares in physical form are to intimate the above said changes to the Registrar and Share Transfer Agent of the Company at **Link Intime India Private Limited, C 101, 247 Park, LBS Marg, Vikhroli West, Mumbai 400083**. The Company will not entertain any direct request from such members for this.
9. Pursuant to provisions of Section 91 of Companies Act, 2013, the Share Transfer Books and the Register of Members of the Company will remain close from 16th September, 2022 to 23rd September, 2022 (both days inclusive).
10. The relevant documents referred above to in any of the items of the Notice are available for inspection by the members at the Registered Office of the Company on any working day during the business hours of the Company upto the date of the meeting and at the meeting.
11. In case of joint holders attending the meeting, only such a joint holder who is higher in the order of names will be entitled to vote.
12. Members who hold shares in dematerialized form are requested to bring their CLIENT ID AND DP ID numbers for easy identification of attendance at the meeting. Only bona fide members of the Company whose names appear on the Register of Members / Proxy holders, in possession of valid attendance slips duly filled and signed along with the identity proof will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
13. Members seeking any information with regard to accounts of the Company are requested to send their queries so as to reach the registered office at least 10 days before the meeting to enable the management to keep the information ready for clarification.
14. In accordance with the circulars issued by MCA and SEBI vide Circular no SEBI/HO/CFD/CMD2/ CIR/P/2022/62, the Notice of the 37th AGM along with the Annual Report 2021-22 is being sent by electronic mode to Members whose e-mail id is registered with the Company or the Depository Participants (DPs). Physical copy of the Notice of the 37th AGM along with Annual Report for the financial year 2021-22 shall be sent to those Members who request for the same. Further the aforesaid documents can be accessed on the Company's website i.e. [www.fiberwebindia.com](http://www.fiberwebindia.com) and website of BSE Limited and National Stock Exchange of India Limited i.e. [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com).
15. Members holding shares in physical form and who have not updated their e-mail ids with the Company are requested to update their e-mail ids by writing to the RTA at [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in) along with the copy of the signed request letter mentioning the name and address of the Member, self-attested copy of the PAN card, and self-attested copy of any document (eg.: Driving License, Voter Identity Card, Passport) in support of the address of the Member. Members holding shares in dematerialised (demat) mode are requested to register/update their e-mail addresses with the relevant DPs.
16. The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21 and April 29, 2011 respectively), has undertaken a Green Initiative in Corporate Governance and allowed companies to serve documents to its shareholders through electronic mode. Members are requested to support this green initiative by registering/updating their e-mail address, in respect of shares held in dematerialized form with

their respective Depository Participants and in respect of shares held in physical form with company/its Share Transfer Agents.

17. In terms of provisions of Section 72 of the Companies Act, 2013, nomination facility is available to individual shareholders. The shareholders who are holding shares in physical form and are desirous of availing this facility may kindly write to the Company's **Share Transfer Agent, M/s. Link Intime India Private Limited, C 101, 247 Park, LBS Marg, Vikhroli West, Mumbai 400083** for nomination form quoting their folio number. Shareholders holding shares in the dematerialized form may contact their Depository Participant for recording nomination in respect of their shares.
18. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/ CIR/2022/8 dated 25th January, 2022 has mandated the Listed Companies to issue securities in demat form only while processing service requests viz. issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/Exchange of securities certificate; Endorsement; Sub-division/Splitting of securities certificate; Consolidation of securities certificates/folios; Transmission and Transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the Company's website and can be accessed through the link: <https://www.fiberwebindia.com> and on the website of the Company's RTA and can be accessed through the link: <https://linkintime.co.in/downloads.html>. It may be noted that any service request can be processed only after the folio is KYC compliant. SEBI vide its notification dated 24th January, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard.
19. The Equity Shares of the Company are listed at the following stock exchange:  
BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400001  
National Stock Exchange of India Limited, Exchange Plaza, Plot No. C/1, G Block,  
Bandra - Kurla Complex, Bandra (East), Mumbai - 400 051.  
The listing fees to the above exchanges have been paid.  
The Ahmedabad Stock Exchange Ltd., Ahmedabad, Kamdhenu Complex, Opp. Sahajanand College,  
Panjara Pole, Ahmedabad - 380 015 – This Stock Exchange was derecognized by SEBI.
20. The route map showing directions to reach the venue of the AGM is annexed.
21. **Information and other instruction relating to e-voting are as under:**
  - (i) In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its Shareholders the facility to exercise their right to vote at the Thirty Seventh Annual General Meeting of the Company by electronic means and the business may be transacted through e-voting services provided by CDSL.
  - (ii) For Shareholders attending the Meeting who have not cast their vote by remote e-voting, the Company shall be making arrangements for the Shareholders to cast their votes in respect to the business stated in this Notice through ballot form. The Shareholders who have cast their votes by remote e-voting prior to the Meeting may also attend the Meeting but shall not be entitled to cast their vote again.
  - (iii) The Company has engaged the services of Central Depository Service Limited ("CDSL") as the Agency to provide e-voting facility.
  - (iv) The Board of Directors of the Company has appointed **K. Pratik & Associates Company Secretary in Practice, Mumbai** as Scrutinizer to scrutinise the remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.



- (v) Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. 16th September, 2022.
- (vi) A person, whose name is recorded in the register of member or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. **16th September, 2022** only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through Ballot paper.
- (vii) Any person who acquires shares and become member of the Company after dispatch of the notice and holding shares as on the cut-off date may obtain the login ID and password by sending a request at [www.evotingindia.com](http://www.evotingindia.com) or issuer / RTA.
- (viii) Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.

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

**Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

**Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on **Tuesday 20th September, 2022 at 09.00 a.m.** and ends on **Thursday, 22nd September, 2022 at 05.00 p.m.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e **16th September, 2022** 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) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants.** Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of SEBI circular no. **SEBI/HO/CFD/CMD/CIR/P/2020/242** dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

<b>Type of shareholders</b>	<b>Login Method</b>
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/ NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS" "Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> </ol>

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b>	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (v) Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.
- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - 2) Click on "Shareholders" module.
  - 3) 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. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
  - 4) Next enter the Image Verification as displayed and Click on Login.
  - 5) 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 e-voting of any company, then your existing password is to be used.
  - 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
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>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <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.</li> </ul>

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) 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.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) 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.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](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 will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [fiberweb@fiberwebindia.com](mailto:fiberweb@fiberwebindia.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [fiberweb@fiberwebindia.com](mailto:fiberweb@fiberwebindia.com)/ [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in).



2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 22 55 33

**By order of the Board of Directors  
For Fiberweb (India) Limited**

**Krutika Gada  
Company Secretary  
ACS Membership No: 56481**

**Place: Mumbai  
Date: : 12th August, 2022**

**Registered Office:**

Air Port Road,  
Kadaiya, Nani Daman  
Daman (U.T.) 396 210.  
CIN: L25209DD1985PLC004694  
E-mail: [fiberweb@fiberwebindia.com](mailto:fiberweb@fiberwebindia.com)  
Website: [www.fiberwebindia.com](http://www.fiberwebindia.com)

## **EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

As required under Section 102 of the Companies Act, 2013 ("Act"), the following explanatory statement sets out all material facts relating to business mentioned under Item Nos. 4 to 6 of the accompanying Notice;

### **Item No. 4**

In accordance with the provisions of Section 149 read with schedule IV to the Companies Act, 2013, appointment of an Independent Director requires approval of members. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors have proposed that Mr Vinod Beswal be appointed as Non-Executive Independent Director on the Board for a term of five consecutive years, in terms of Section 149 of the Companies Act, 2013, whose office is not liable to retire by rotation.

The appointment of Mr Vinod Beswal shall be effective upon approval by the members in the Meeting.

The Company has received notices in writing from member under Section 160 of the Act proposing the candidature of Mr Vinod Beswal the office of Director of the Company. The Company has received individual declarations from Mr Vinod Beswal stating that they meet the criteria of independence as prescribed under sub-section (6) of Section 149 of the Act.

Mr Vinod Beswal is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given individual consent to act as Director.

### **Brief Resume of Mr Vinod Beswal**

The Board of Directors on the recommendation of Nomination and Remuneration Committee appointed Mr Vinod Beswal (DIN: 00120095) as an Additional Director of the company w.e.f 12.08.2022 till the conclusion of this Annual General Meeting.

Mr Vinod Beswal aged 68 years is a Chartered Accountant by profession.

He is a Qualified Chartered Accountant passed from the Institute of Chartered Accountants of India. He has over four decades of rich and varied experience in Tax and Financial Matters.

He does not hold any equity shares of the company as on date and is not disqualified from being appointed as Director in terms of section 141 of the Act and has given his consent in writing to act as a Director of the company.

Mr Vinod Beswal is a person of integrity and possesses appropriate skills, experience, knowledge with demonstrated ability to succeed in variety of roles, proven leadership abilities and strong interpersonal and management skills which will be of great value to the company.

In the opinion of Board Mr Vinod Beswal fulfills the conditions for his appointment as an Independent Director whose office will not be liable to retire by rotation.

The Board recommends this resolution for your approval.

### **Directorships/Memberships, Shareholding and relationship with directors inter-se of Mr Vinod Beswal**

Mr Vinod Beswal is not related to any of the Directors of the Company. Mr Vinod Beswal does not hold any shares in the equity share capital of the Company.

Mr Vinod Beswal holds independent directorship in four companies viz. AMJ Land Holdings Ltd a Listed Company, Thacker and Company Limited a listed Company, Pudumjee Paper Products Ltd a listed Company and Foods and Inns Limited a listed company.

The Board of Directors recommends the resolutions set out at Item No. 4 in relation to the appointment of Mr Vinod Beswal as Independent Director of the Company for the approval of the shareholders of the Company.

Except Mr Vinod Beswal, being the appointee, none of the Directors and Key Managerial Personnel of the Company and their respective relatives is concerned or interested, financially or otherwise in the resolutions set out at item no. 4 respectively.

### **Item Nos. 5**

Pursuant to sub-regulation (1A) of Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 inserted by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, approval of the Members by way of a Special Resolution is necessary for appointment / continuation of appointment of any Non-Executive Director who has attained the age of 75 (Seventy Five) years.

Mr. Pravin V. Sheth is a Non-Executive, Non-Independent Director, of the Company liable to retire by rotation.

Brief profile of Mr. Pravin V. Sheth is given below for reference of the member:

Mr. Pravin V. Sheth Age: 84 years, Qualification: B.Com. LL.B., F.C.A. Practicing Chartered Accountant, Nature of expertise: Expert in field of Finance, Management, Accounting, Auditing, Taxation and Law. Having good knowledge about plastic industries for last 31 years. Name of other Companies in which also holds directorship: 1) M/s. Sun Properties Pvt. Ltd., 2) M/s. Star Developers Pvt. Ltd., 3) M/s. Parijat Pvt. Ltd., 4) M/s. Sun Capital and Consultancy Pvt. Ltd. Name of Companies in which he holds Membership/Chairmanship: Chairman Emeritus of Fiberweb (India) Ltd.

The Nomination and Remuneration Committee of the Board of Directors has recommended the continuation of appointment of Mr. Pravin V. Sheth as a "Non-Executive, Non-Independent Director," of the Company, considering his vast experience, expertise and immense contribution in the growth of the Company since its incorporation, the Members are, therefore, requested to grant their approval by way of a Special Resolution for the continuation of appointment of Mr. Pravin V. Sheth (DIN: 00138797) as a 'Non-Executive, Non-Independent Director' of the Company, liable to retire by rotation.

Mr. Pravin V. Sheth and Mrs. Soniya Pravin Sheth are related as husband and wife. Mr. Bhavesh P. Sheth, son of Mr. Pravin V. Sheth being related may be deemed to be interested in the said resolution set out at Item No. 5 of the Notice, to the extent of his shareholding interest, if any, in the Company.

Save and except Mr. Pravin V. Sheth and his relatives, to the extent of their shareholding interest, if any in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at item no. 5 of the Notice.

The Board recommends the Special Resolution set out at Item Nos. 5 of the Notice for approval of the members.

### **Item Nos. 6**

Pursuant to sub-regulation (1A) of Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 inserted by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, approval of the Members by way of a Special Resolution is necessary for appointment / continuation of appointment of any Non-Executive Director who has attained the age of 75 (Seventy Five) years.

Mr. Gopalji M. Rana (DIN: 01982997) is a Non-Executive, Independent Director of the Company not liable to retire by rotation.

Brief profile of Gopalji M. Rana is given below for reference of the member:

Mr. Gopalji M. Rana Age: 81 years, Qualification: B.E. Bachelor of Engineering, M.B.A. Nature of expertise: Management & Marketing, Name of the companies in which he also holds Directorship: None. Name of companies in which he holds Membership/ Chairmanship: None.

The Nomination and Remuneration Committee of the Board of Directors has recommended the continuation of appointment of Mr. Gopalji M. Rana as a "Non-Executive, Independent Director" of the Company, considering his vast experience, expertise and immense contribution made to the Board of Directors of the Company.

The Company has also received declarations from Mr. Gopalji M. Rana that he meets with the criteria of independence as prescribed under both, sub-section (6) of Section 149 of the Act and under Regulation 25 of the Listing Regulations.

The Members are, therefore, requested to grant their approval by way of a Special Resolution for the continuation of appointment of Mr. Gopalji M. Rana (DIN: 01982997) as a “Non-Executive, Independent Director” of the Company, who is not liable to retire by rotation.

None of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at item no. 6 of the Notice.

The Board recommends the Special Resolution set out at Item Nos. 6 of the Notice for approval by the members.

**By order of the Board of Directors  
For Fiberweb (India) Limited**

**Krutika Gada  
Company Secretary  
ACS Membership No: 56481**

**Place: Mumbai  
Date: : 12th August, 2022**

**Registered Office:**

Air Port Road,  
Kadaiya, Nani Daman  
Daman (U.T.) 396 210.  
CIN: L25209DD1985PLC004694  
E-mail: fiberweb@fiberwebindia.com  
Website: www.fiberwebindia.com



**Annexure**  
**DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING**

(In pursuant of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

<b>Name of the Director</b>	<b>Mr. Pravin V. Sheth</b>	<b>Mr. Gopalji M. Rana</b>	<b>Mr. Vinod Kumar Beswal</b>
DIN	00138797	01982997	00120095
Date of Birth	19th August, 1939	24th June, 1942	03rd September, 1954
Date of appointment	30th September, 2018	25th September, 2018	23rd September, 2022
Qualification	B.Com. LL.B., F.C.A. Practicing Chartered Accountant	B.E. Bachelor of Engineering, M.B.A.	B.Com. Chartered Accountant
Nature of Expertise	Expert in field of Finance, Management, Accounting, Auditing, Taxation and Law also having good knowledge about plastic industries for last 30 years.	Management & Marketing	Tax and Financial matters
Directorship held in other Public and Private Companies	- Sun Properties Pvt. Ltd., - Star Developers Pvt. Ltd., - Parijat Pvt. Ltd., - Sun Capital & Consultancy Pvt. Ltd.	NIL	- Amj Land Holdings Limited - Thacker And Company Limited - Pudumjee Paper Products Limited - Foods And Inns Limited - Jalaram Mercantiles Private Limited. - Kunal Consultancy Private Limited
List of Membership/ Chairmanship of the Committees* of other Board as at 31st March, 2022	NIL	NIL	- Chairperson of Audit and stakeholder Relationship Committee of AMJ Land Holdings Ltd - Chairperson of Audit Committee of Thacker & Co Limited - Chairperson of Audit Committee of Pudumjee Paper Products Limited - Chairperson of Audit and member of Stakeholder Relationship Committee of Foods & Inns Ltd

Shareholding in Fiberweb (India) Limited as on 31st March, 2022	35,54,873 equity shares	68,016 Equity Shares	NIL
Relationship between directors inter-se	Mr. Pravin V. Sheth and Mrs. Soniya Pravin Sheth are related as husband and wife. Mr. Bhavesh P. Sheth son of Mr. Pravin V. Sheth.	NA	NA
Terms and Conditions of appointment	As per Nomination and Remuneration Policy of the Company	As per Nomination and Remuneration Policy of the Company	As per Nomination and Remuneration Policy of the Company

\*Only Audit and Stakeholders Relationship Committees are considered.

By order of the Board of Directors  
For Fiberweb (India) Limited

Krutika Gada  
Company Secretary  
ACS Membership No: 56481

**Place: Mumbai**

**Date: 12th August, 2022**

**Registered Office:**

Air Port Road,  
Kadaiya, Nani Daman  
Daman (U. T.) 396 210  
CIN: L25209DD1985PLC004694  
E-mail: fiberweb@fiberwebindia.com  
Website: www.fiberwebindia.com

## DIRECTORS' REPORT

Dear Shareholders,

Your Directors have pleasure in presenting the 37th Annual Report and Audited Financial Statements (Standalone and Consolidated) of the Company for the year ended 31st March, 2022.

### SUMMARISED FINANCIAL RESULTS:

The summarized financial results are given below:

(₹ In Lakhs)

Particulars	2021-22		2020-21	
	Standalone	Consolidated	Standalone	Consolidated
Net Sales	9,539.81	9,539.81	10,745.35	10,745.35
Other Income	102.83	102.83	117.81	117.81
<b>Total Income</b>	<b>9,642.65</b>	<b>9,642.65</b>	<b>10,863.16</b>	<b>10,863.16</b>
<b>Expenses</b>				
Operating Expenditure	6158.11	6158.11	5891.77	5891.77
Changes in inventories of finished goods and work-in-process and stock-in-trade	(160.93)	(160.93)	946.92	946.92
Employee benefits expenses	424.17	424.17	406.78	406.78
Depreciation and amortization expense	219.03	219.03	512.80	512.80
Other expenses	1621.96	1621.96	1258.87	1258.87
Profit / (loss) from operations before extra ordinary items and tax	1380.31	1380.31	1846.03	1846.03
Tax Expense: Current Tax	276.00	276.00	444.50	444.50
Deferred tax (credit) /charge	(29.19)	(29.19)	(58.58)	(58.58)
Income-Tax of Earlier Year	-	-	22.94	22.94
<b>Net Profit / (toss) for the period</b>	<b>1133.50</b>	<b>1133.50</b>	<b>1437.17</b>	<b>1437.17</b>

### BUSINESS OUTLOOK:

During the year under the review, the total revenue of your Company has been decreased by about 11.24%. The profitability of the Company as against last year's profit of ₹ 14.37 crore, this year it is ₹ 11.34 crore.

In view of the above facts, the earning per share of the face value of shares ₹ 10.00 each has gone down from ₹ 4.99 to ₹ 3.94.

The Company's 100% subsidiary had to stop the business of exporting to USA from the month of September, 2018, due to high tariff levied by USA on materials imported from China. As you are aware the subsidiary was buying from China and Exporting to USA and the business was well established giving approximately 10% profitability. However, due to high tariff levied the business is unviable.

Your Company being 100% EOU mostly exports to USA had to face sever logistic problems. The freight to USA was increased approximately 500% and in spite of that the availability of the container was scares. Even the schedule of vessel was also haywire. The freight made export price totally unworkable and this was the condition of all exporters exporting lightweight materials. Your Directors took immediate decisions to change the product to mix and started customized products, where in prices can be high enough to absorb the exorbitant freight. With these efforts your company could achieve the revenue only little less than last year.

If the situation would have remained the same as last year our Company could have gained 20% higher revenue. We hope with constant monitoring, your Company will be able to achieve better revenue in 3rd and 4th quarter of next year.

#### **DIVIDEND:**

The Board of Directors after considering various factors including expansion planned for Flat Bond Project and to conserve resources, has deemed it prudent not to recommend any final dividend on equity shares for the year ended 31st March, 2022.

#### **TRANSFER TO RESERVES:**

The Board of Directors of the Company has not recommended transfer of any amount to the General Reserve for the Financial Year ended March 31, 2022.

#### **SHARE CAPITAL:**

The Paid up Equity Share Capital of the Company as on March 31, 2022 was ₹ 28,79,17,100 divided into 2,87,91,710 Equity shares having face value of ₹ 10 each. During the year under review, the Company has not issued any shares with differential rights, sweat equity shares and equity shares under Employees Stock Option Scheme.

#### **LISTING OF EQUITY SHARES ON NATIONAL STOCK EXCHANGE OF INDIA LIMITED:**

2,87,91,710 Equity Shares of the Company are listed on the National Stock Exchange of India Limited with effect from February 16, 2022 after all the approvals received from concerned regulatory authorities.

#### **EXPANSION AND MODERNISATION:**

Your Company proposes to expand their manufacturing facility first by increasing the Spunbond capacity by 8000 Metric Tons. Making total Spunbond capacity as 13000 Metric Tons, before the end of this year.

The second expansion will be for Flatbond Fabrics, (a dream project) which was postponed due to CORONA EPIDEMIC and which is highly technical and large capex requirement. Your Company has been successful in getting sanction of Term Loan of ₹ 80 crores and Working Capital Loan of ₹ 25 crores from Canara Bank, as such this project implementation can be started.

The Flat bond Project is likely to be taken by October, 2022, placing the order for machineries, so the production can be started by March, 2024.

#### **INVESTMENT IN SUBSIDIARY, JOINT VENTURE AND ASSOCIATE COMPANY:**

Sheth Non Woven Trading FZE, continues to be a wholly owned subsidiary of your Company, set up in RAS AL Khaimah Free Trade Zone United Arab Emirates. As of March 31, 2018 the Capital of the Company is AED 100000 (One Lakh) divided into 100(One Hundred) Shares of the value of AED 1000(One Thousand) each.

During the year under review, there have been no companies which have become or have ceased to be the subsidiaries, joint ventures or associate companies of your Company. Further Neither the Managing Director nor the Whole-time Directors of your Company receive any remuneration or commission from any of its subsidiaries.

A Statement containing salient features of the Financial Statement of its Subsidiary Company pursuant to first proviso to sub-section (3) of section 129 of the Companies Act, 2013 read with rule 5 of Companies (Accounts) Rules, 2014 is provided as **Annexure I** to this report in **Form AOC – 1**.

#### **CONSOLIDATED FINANCIAL STATEMENTS:**

Pursuant to the provisions of Section 129 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 and applicable Accounting Standards, the Company has prepared a Consolidated Financial Statement of the Company, its Subsidiary Company in the same form and manner as that of the Company, which shall be laid before the ensuing 37th Annual General Meeting of the Company along with the laying of the Company's Standalone Financial Statement.

The Annual Report of the Company inter alia contains the Standalone Audited Financial Statement of the Company and Consolidated Audited Financial Statement of the Company and its wholly owned subsidiary Company ShethNon Woven Trading FZE.



Pursuant to the provisions of Section 136(1) of the Companies Act, 2013, the Standalone Audited Financial Statements of the Company, Consolidated Financial Statements along with relevant documents required to be attached thereto and separate Audited Financial Statements in respect of its Subsidiary Company are also placed on the Company's website: [www.fiberwebindia.com](http://www.fiberwebindia.com)

The Audited Financial Statements of the Subsidiary Company and the related detailed information will be made available to any member of the Company / its Subsidiary Company, who may be interested in obtaining the same. The Audited Financial Statements of your Company and of its Subsidiary Company would be kept for inspection by any Member at the Registered Office of your Company.

#### **HEALTH, SAFETY AND ENVIRONMENT:**

Top priority continues to be given to environmental protection for all the units of the Company by keeping emission levels to the minimum possible. Adequate Insurance cover has been taken for properties of the Company including Buildings, Plant & Machineries, Stocks and other assets.

All Plant sites of the Company are environment regulations compliant.

#### **PUBLIC DEPOSITS:**

The Company has not accepted or renewed any amount falling within the purview of provisions of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposit) Rules, 2014 during the year under review. Hence, the requirement for furnishing of details of deposits which are not in compliance with the Chapter V of the Act is not applicable.

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

Particulars in respect of conservation of energy, technology absorption and foreign exchange earnings and outgo, as required under Section 134(3) (m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 are set out as follows.

The Company constantly takes effective steps to attain energy conservation.

The Company does not employ any foreign technology which needs absorption or adaptation.

Relevant figures of foreign exchange earnings and outgo are given in notes to accounts paragraph annexed to the financial statements.

#### **SEGMENT REPORTING:**

Your Company's main business is "Polymer Processing" and all other activities of the company revolve around this main business. As such there are no separate reportable segments within the Company and hence, the segment wise reporting as defined in Ind AS 108 – Operating Segments (Accounting Standards 17) is not applicable to the Company.

#### **SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:**

During the year under review, companies listed in Annexure I to this Report no company have become or ceased to be Company's subsidiaries, joint ventures or associate companies.

A statement containing the salient features of the financial statement of subsidiary / associate / joint venture companies is provided as Annexure I to this report and therefore not repeated to avoid duplication.

The audited financial statement including the consolidated financial statement of the Company and all other documents required to be attached thereto may be accessed on the Company's website at the [www.fiberwebindia.com](http://www.fiberwebindia.com). The financial statements of each of the subsidiaries may also be accessed on the Company's website at the link: [www.fiberwebindia.com](http://www.fiberwebindia.com). These documents will also be available for inspection on all working days, that is, except Saturdays, Sundays and Public Holidays at the Registered Office of the Company.

The Company has formulated a policy for determining material subsidiaries. The Policy may be accessed at the link: [www.fiberwebindia.com](http://www.fiberwebindia.com).

#### **CHANGE IN THE NATURE OF BUSINESS, IF ANY:**

There was no change in the nature of business of your Company during the Financial Year ended 31st March, 2022.

#### **MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION:**

No material changes and commitments, affecting the financial position of the Company occurred between the end of the Financial Year of the Company i.e. 31st March, 2022 and the date of this Directors' Report i.e. 12th August, 2022.

#### **CORPORATE GOVERNANCE:**

Your Company has always been conducting its business with due compliance of laws, rules, regulations and with sound internal control systems and procedures. As required by Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), a detailed Report on Corporate Governance is included in the Annual Report.

M/s. K. Pratik & Associates, Practising Company Secretary have certified your Company's compliance requirements in respect of Corporate Governance, in terms of Regulation 34 of the Listing Regulations; and their Compliance Certificate is annexed to the Report on Corporate Governance.

#### **POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION:**

Your Company has adopted a policy relating to appointment of Directors, payment of managerial remuneration, Directors qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178 (3) of the Companies Act, 2013.

##### **Policy on Directors' Appointment**

Policy on Directors' appointment is to follow the criteria as laid down under the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Emphasis is given to persons from diverse fields or professions.

##### **Policy on Remuneration**

Guiding Policy on remuneration of Directors, Key Managerial Personnel and employees of the Company is that –

- There has never been union since incorporation and is not likely to be there in view of cordial relation with workers. As such the Board felt that there is no need to form policy for unionized workers.
- Remuneration to Key Managerial Personnel, Senior Executives, Managers, Staff and Workmen (non Unionized) is industry driven in which it is operating taking into account the performance leverage and factors such as to attract and retain quality talent.
- For Directors, it is based on the shareholders resolutions, provisions of the Companies Act, 2013 and Rules framed therein, circulars and guidelines issued by Central Government and other authorities from time to time.

#### **ANNUAL EVALUATION BY THE BOARD OF ITS OWN PERFORMANCE, ITS COMMITTEES AND INDIVIDUAL DIRECTORS:**

The Nomination and Remuneration Policy of your Company empowers the Nomination and Remuneration Committee to formulate a process for effective evaluation of the performance of Individual Directors, Committees of the Board and the Board as a whole.

The Board of Directors formally assess their own performance based on parameters which, inter alia, include performance of the Board on deciding long term strategies, rating the composition and mix of Board members, discharging of governance and fiduciary duties, handling critical and dissenting suggestions, etc.

The parameters for performance evaluation of the Directors include contributions made at the Board meeting, attendance, instances of sharing best and next practices, domain knowledge, vision, strategy, engagement with senior management etc.

## **DECLARATION OF INDEPENDENCE BY THE INDEPENDENT DIRECTORS:**

Pursuant to Section 149(7) of the Companies Act, 2013 as well as Regulation 25(8) of the Listing Regulations, all the Independent Directors of the Company have made a declaration confirming the compliance of the conditions of the independence stipulated in Section 149(6) of the Act, Regulation 16(1) (b) of SEBI Listing Regulations and the same has been taken on record by the Board of Directors of the Company.

Further, all the Independent Directors of your Company have confirmed their registration/renewal of registration, on Independent Directors' Databank.

## **LISTING FEES**

Your Company has paid the requisite Annual Listing Fees to National Stock Exchange of India Limited (**Symbol: FIBERWEB**) and BSE Limited (**Scrip Code: 507910**), where its securities are listed.

## **DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

The composition of the Board of Directors of the Company is in accordance with the provisions of Section 149 of the Act and Regulation 17 of the Listing Regulations, with an appropriate combination of Executive, Non-Executive and Independent Directors.

The Board of Directors comprises of Nine Members, consisting of Three Non-Executive & Non-Independent Directors, Four Non-Executive & Independent Directors, One Executive Director and one Non-Executive and Independent Additional Director as per the Listing Regulations. The complete list of Directors of the Company has been provided in the Report on Corporate Governance forming part of this Annual Report.

## **RETIREMENT BY ROTATION:**

In terms of Section 152 of the Companies Act, 2013, Mr. Bhavesh Sheth (DIN: 02862487) and Mrs Soniya Sheth (DIN: 02658794) would retire by rotation at the forthcoming Annual General Meeting ("AGM") and being eligible for re-appointment has offered themselves for re-appointment till the next Annual general meeting.

Your Directors have recommended their appointment for approval of the shareholders, in the ensuing Annual General Meeting of your Company.

## **Appointment / Re-appointment:**

Further on the recommendation of the Nomination and Remuneration Committee, the Board of Directors had appointed Mr. Vinod Beswal (DIN: 00120095) as an Additional Director (Non-Executive, Independent) of the Company in their meeting held on 12th August, 2022 not liable to retire by rotation, who shall hold the office until the Annual General Meeting. The appointment of Mr. Vinod Beswal (DIN: 00120095) as Independent Director forms part of the Notice of the forthcoming 37th Annual General Meeting ('AGM') and Resolutions are recommended for the Member's approval.

Pursuant to sub-regulation (1A) of Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 inserted by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, approval of the Members by way of a Special Resolution is necessary for appointment / continuation of appointment of any Non-Executive Director who has attained the age of 75 (Seventy Five) years. Hence approval of the Members sought for the continuation of appointment of Mr. Pravin V. Sheth (DIN: 00138797) and Mr. Gopalji M. Rana (DIN: 01982997).

Profile of Mr. Pravin V. Sheth, Mr. Gopalji M. Rana, Mr Bhavesh P.Sheth, Mrs.Soniya P.Sheth and Mr Vinod Beswal , as required by Regulations 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and Clause 1.2.5 of the Secretarial Standard - 2, is given in the Notice of the 37th Annual General Meeting.

Non Disqualification of Directors Certification is attached as **Annexure IV** in this report.

## **KEY MANAGERIAL PERSONNEL:**

Mr Mukesh Pandya continues to be Chief Financial Officer of the Company. During the year Ms Sonali Rudre resigned from the post of Company Secretary with effect from 11th November, 2021 and Ms Krutika Gada was appointed as the Company Secretary and Compliance Officer with effect from 01st December, 2021.

### **DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to the requirements of Section 134(3) (c) and 134(5) of the Companies Act, 2013 and on the basis of explanation and compliance certificate given by the executives of the Company, and subject to disclosures in the Annual Accounts and also on the basis of discussions with the Statutory Auditors of the Company from time to time, we state as under:

- That in the preparation of the accounts for the financial period ended 31st March, 2022, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were 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 the period under review;
- That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- That the Directors have prepared the annual accounts for the financial period ended 31st March, 2022 on a 'going concern' basis.
- The Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- The Directors have devised proper system to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

### **NUMBER OF MEETINGS OF THE BOARD AND COMMITTEES:**

The Board met 6 times during the FY22, the details of which are given in the Corporate Governance Report forming part of the Annual Report. The maximum interval between any two meetings did not exceed 120 days, as prescribed in the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Information on the Audit Committee, the Nomination and Remuneration Committee, the Stakeholders' Relationship Committee, Risk Management Committee and Corporate Social Responsibility Committee and meetings of those Committees held during the year is given in the Corporate Governance Report.

### **CODE OF CONDUCT:**

Your Company has in place, a Code of Conduct for the Board of Directors and Senior Management Personnel, which reflects the legal and ethical values to which your Company is strongly committed. The Directors and Senior Management Personnel of your Company have complied with the code as mentioned hereinabove.

The Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct applicable to them, for the financial year ended 31 March, 2022

### **SECRETARIAL STANDARDS:**

Your Company is in compliance with the applicable Secretarial Standards, issued by the Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of the Act.

### **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTY:**

All related party transactions that were entered with your Company, during the financial year were on arm's length basis and were in the ordinary course of the business. In terms of the Act, there were no materially significant related party transactions entered into by your Company with its Promoters, Directors, Key Managerial Personnel and its subsidiary companies, or other designated persons, which may have a potential conflict with the interest of your Company at large, except as stated in the Financial Statements.

Hence, the disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC 2 is not applicable to your Company.

As per the policy on Related Party Transactions as approved by the Board of Directors, your Company has entered into related party transactions based upon the omnibus approval granted by the Board of Directors on the approval and recommendation of the Audit Committee of your Company.

The policy on Related Party Transactions as amended and approved by the Board of Directors, is accessible on your Company's website at [www.fiberwebindia.com](http://www.fiberwebindia.com)

**PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED:**

Details of Loans given, investments made, guarantees given and securities provided, if any, along with the purpose for which the loan or guarantee or security is proposed to be utilized by the recipient are provided in the standalone financial statement forming part of this annual report.

**INTERNAL FINANCIAL CONTROLS:**

The Board of Directors of your Company have adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to your Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and timely preparation of reliable financial disclosures.

**RISK MANAGEMENT:**

The Company has laid down a well defined risk management policy. The Board periodically reviews the risk and suggests steps to be taken to control and mitigation the same through a proper defined framework.

The Company manages monitors and reports on the principle risks and uncertainties that can impact its ability to achieve its strategic objectives. The Company's management systems, organizational structures, processes, standards, code of conduct and behaviors that governs how the Group conducts the business of the Company and manages associated risks.

The constitution of Risk Management Committee is not mandatory for your Company as per provisions of Regulation of 21 of LODR is applicable to the Top 1000 listed entities.

**WHISTLE BLOWER POLICY/ VIGIL MECHANISM:**

Pursuant to Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 read with Section 177(10) of the Companies Act, 2013 ("Act") and Regulations 22 of the Listing Regulations your Company has adopted a Vigil Mechanism Framework ("Framework"). The objective of the Framework is to establish a redressal forum, which addresses all concerns raised on questionable practices and through which the Directors and employees can raise actual or suspected violations.

**WHISTLE BLOWER MECHANISM:**

Your Company has put in place Whistle Blower Mechanism. The detailed mechanism is given in Corporate Governance Report forming part of this report.

**PARTICULARS OF EMPLOYEES:**

Pursuant to the provisions of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the names and other particulars of employees are set out in a separate statement attached herewith and forming part of the report. (Annexure-II)

**CORPORATE SOCIAL RESPONSIBILITY (CSR):**

Your Company strives to be a socially responsible Company and strongly believes in development, which is beneficial for the society at large, as a part of its Corporate Social Responsibility ("CSR") initiatives. Through the CSR programme, your Company sets the goal of reaching a balance that integrates human, environmental and community resources. By means of integrating and embedding CSR into its business operations and participating proactively in CSR initiatives, your Company intends to contribute continuously to global sustainable development efforts.

As per the Companies Act, 2013, as prescribed companies are required to spend at least 2% of their average net profits for three immediately preceding financial years

Accordingly, your Company has spent 56.71 Lakhs towards the CSR activities during FY22.

Details about the CSR policy are available on our website [www.fiberwebindia.com](http://www.fiberwebindia.com). The report on the CSR activities of your Company is appended as "Annexure III" to the Directors' Report. The Annual Report on CSR activities of the Company is furnished in Annexure III and is attached to this report.



#### **ANNUAL RETURN:**

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return as on 31st March, 2022 is available on the Company's website at [www.fiberwebindia.com](http://www.fiberwebindia.com)

#### **PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES:**

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules should be provided in the Annual Reports. None of the Company's employees were covered by the disclosure requirement.

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not provided in the Annual Report but will be provided to shareholders on asking for the same.

Having regard to the provisions of the first proviso to Section 136(1) of the Act and as advised, the Annual Report excluding the aforesaid information is being sent to the members of the Company. The said information is available for inspection at the registered office of the Company during working hours and any member interested in obtaining such information may write to the Company Secretary and the same will be furnished on request. The full Annual Report including the aforesaid information is being sent electronically to all those members who have registered their email addresses and is available on the Company's website.

#### **DEPOSITORY SYSTEM:**

Electronic trading of the Company's Equity Shares has been made compulsory by the Securities & Exchange Board of India (SEBI) from 30th October, 2000. As on 31st March, 2022, about 95.88% shareholding representing 2,76,06,731 Equity Shares of the Company has been dematerialized. Your Company has executed agreements with both NSDL and CDSL for demat of its shares.

#### **INTER-SE TRANSFER OF SHARES AMONG PROMOTERS:**

During the year there were no inter-se transfer of shares among promoters which is carried out in compliance with the provision of the Companies Act, 2013 and rules and regulation of SEBI (LODR) Regulation, 2015.

#### **AUDITORS AND AUDITORS' REPORT**

M/s. Akshay Kirtikumar & Associates LLP, Chartered Accountants (Firm Registration Number 138182W / W100760), has been appointed as the Auditors of the Company to hold office for a term of 5(five) consecutive years from the conclusion of 34th Annual General Meeting held on 26th September, 2019 until the conclusion of the 39th Annual General Meeting, i.e. for the Financial Years from 2019-20 to 2023-24.

The notes on financial statement referred to in the Auditors' Report are self explanatory and therefore do not call for any further explanation. The Auditor's Report does not contain any qualification, reservation or adverse remark.

They are holding a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.

#### **SECRETARIAL AUDITOR:**

Pursuant to the provisions of Section 204 of the Companies Act, 2013, read along with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company had appointed M/s. K. Pratik & Associates, Mumbai, Practising Company Secretary (COP No. 12368) as Secretarial Auditor, for the year ending 31st March, 2022 in its Board Meeting held on 27th May, 2022.

The Secretarial Auditor has submitted its Report in Form No. MR-3 for the Financial Year ended 31st March, 2022 and the same is set out in Annexure V, forming part of this Report.

The Secretarial Auditors' Report for FY22 does not contain any qualification, reservation or adverse remark, except as mentioned in the form MR-3 which is annexed to this report as "Annexure V".

#### **CEO AND CFO CERTIFICATION:**

As required under Regulation 17(8) of the SEBI Listing Regulations, the CEO and CFO of your Company have certified the accuracy of the Financial Statements, the Cash Flow Statement and adequacy of Internal Control

Systems for financial reporting for the financial year ended 31 March, 2022. Their Certificate is annexed to this Directors' Report.

**GENERAL:**

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

1. Issue of equity shares with differential rights as to dividend, voting or otherwise.
2. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
3. Neither the Managing Director nor the Whole-time Directors of the Company receive any remuneration or commission from any of its subsidiaries.
4. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
5. There was no instance of fraud during the year under review, which required the Statutory Auditors to report to the Audit Committee and / or Board under Section 143(12) of the Act and Rules framed thereunder.

Your Directors further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

**ACKNOWLEDGEMENT:**

Your Directors express their heartfelt gratitude to all the stakeholders of the business, who have wholeheartedly supported the Company, in its prolific journey, over more than 36 years.

Your Directors look forward to the long-term future with confidence.

**For and on behalf of the Board**

**Soniya P. Sheth**  
Director  
DIN: 02658794

**Pravin V. Sheth**  
Director  
DIN: 00138797

**Place: Mumbai**  
**Date: 12th August, 2022**

**Registered Office:**  
Air Port Road,  
Kadaiya, Nani Daman,  
Daman (U.T.) 396 210  
CIN: L25209DD1985PLC004694  
e-mail: fiberweb@fiberwebindia.com

**Annexure – I**
**Form AOC – 1**

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014) Statement containing salient features of the Financial Statement of Subsidiaries/Associate Companies/ Joint Ventures.

**Part “A”: Subsidiaries**
**(Currency: Indian Rupees)**

Sr. No.	Particulars	
1.	Name of Company	Sheth Non Woven Trading FZE
2.	Reporting period	Year ending 31/03/2022
3.	Reporting currency	USD
4.	Exchange rate at the end of the relevant Financial year in the case of foreign subsidiaries	1 US \$ = INR 75.81
		Amount in INR in Lakhs
a)	Share Capital	18.84
b)	Reserves & Surplus	1677.06
c)	Total Assets	1774.39
d)	Total liabilities	1774.39
e)	Investments	-
f)	Turnover	-
g)	Profit / (Loss) before taxation	-
h)	Provision for taxation	-
i)	Profit/ (Loss) after taxation	-
j)	Proposed dividend	-
k)	% of Shareholding	100%

**Notes:**

1. Name of Subsidiary which are yet to commence operations – N.A.
2. Name of Subsidiaries which have been liquidated or sold during the year – N.A.

**For and on behalf of the Board,**
**Mr Pravin Sheth**  
**Chairman & Director**  
**DIN:00138797**
**Mr Rajesh Shukla**  
**Executive Director**  
**DIN:08690226**
**Mr Mukesh Pandya**  
**Chief Financial Officer**
**Ms Krutika Gada**  
**Company Secretary**

**ANNEXURE TO DIRECTOR'S REPORT**

STATEMENT CONTAINING INFORMATION AS PER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULES 5(2) AND 5(3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 AND FORMING PART OF DIRECTORS' REPORT FOR THE YEAR ENDED, 31ST MARCH, 2022.

Name, Designation, Remuneration Received ( ₹) Nature of Employment, Qualification, Experience (Years), Date of Commencement of Employment, Age (Years), Last Employment held, Equity Share in the Company (Percentage).

(a) Employed throughout the financial year and was in receipt of remuneration at a rate in aggregate not less than ₹ 1,02,00,000/-

NIL

(b) Employed throughout the financial year and was in receipt of remuneration at a rate in aggregate not less than ₹ 8,50,000/- per month.

NIL

(c) Employed throughout the financial year or part thereof, was in receipt of remuneration in the year which, in the aggregate or at a rate which in the aggregate was in excess of that drawn by the whole-time Director/ Managerial Director and holds by himself or along with his spouse and dependent children, not less than 2% of the equity shares of the Company.

NIL

**Notes:**

1. Remuneration includes salaries, house rent allowance, personal allowance, ex-gratia, performance allowance, leave travel assistance, encashment of leave, medical expenses/ allowances, accident insurance premium, Company's Contribution to Provident and Superannuation funds and the monetary value of perquisites calculated in accordance with the provisions of the Income-tax Act, 1961 and the Rules made there under and excludes provision for retiring gratuity for which separate figure is not available.
2. The above employees are not relative of any Director of the Company.

**For and on behalf of the Board of Directors**

**Pravin V. Sheth**  
**Director**  
**DIN: 00138797**

**Place: Mumbai**  
**Date: 12th August, 2022**

## ANNUAL REPORT ON CSR ACTIVITIES

### 1. Brief outline on CSR Policy of the Company:

We strive to be a socially responsible Company and strongly believe in development which is beneficial for the society at large. Through the CSR programme, the Company sets the goal of reaching a global balance that integrates human, environmental and community resources. By means of integrating and embedding CSR into its business operation and participating proactively in CSR initiatives, the Company intends to contribute continuously to the global sustainable development. The Board shared its vision to actively help / assist the weaker sections of the Society, mainly in and around the geographical areas where Company's plants / offices / customers are located, Promoting Education / Skill Development / Upliftment of weaker section of the society / Medical Relief / Relief to poors and advancement of general public utility while constituting its CSR Policy.

The objective of this Policy is to set guiding principles for carrying out CSR activities by the Company and also to set up process of execution, implementation and monitoring of the CSR activities to be.

### 2. Composition of the CSR Committee:

SR. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Chidambar A Rege	Chairman, Independent Director	4	4
2	Mr. Bhadresh H. Shah	Member, Independent Director	4	4
3	Mrs. Soniya P. Sheth	Member, Non-Executive Non-Independent Director	4	4

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

Composition of the CSR committee shared above and is available on the Company's website on: <http://www.fiberwebindia.com>.

CSR policy – <http://www.fiberwebindia.com>.

CSR projects – <http://www.fiberwebindia.com>.

### 4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report) – Not Applicable

### 5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any: Not Applicable

### 6. Average net profit of the company as per section 135(5): ₹ 1206.43 Lakhs

### 7. (a) Two percent of average net profit of the company as per section 135(5): ₹ 24.13 Lakhs

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

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

(d) Total CSR obligation for the financial year (7a+7b-7c): ₹ 24.13 Lakhs

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

Total Amount Spent for the Financial Year. (in ₹): ₹ 56.71 Lakhs

Amount Unspent (in ₹): Nil

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



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

(1) Sl. No.	(2) Name of the Project	(3) Item from the list of activities in schedule VII to the Act	(4) Local area (Yes/No)	(5) Location of the project.		(6) Amount spent for the project (in ₹)	(7) Mode of implementation - Direct (Yes/No)	(8) Mode of implementation - Through implementing agency	
				State	District			Name	CSR registration number
1.	Promoting Education (Support to Students)	Education Schedule VII (ii)	Yes	Mumbai, Maharashtra		15,00,000	No	Sheth Public Charitable Trust	CSR00019355
2.	Promoting Healthcare	Health care/ Medical Relief Schedule VII (i)	Yes	Mumbai, Maharashtra		15,00,000	No	Sheth Public Charitable Trust	CSR00019355
3.	Promoting Healthcare	Health care/ Medical Relief Schedule VII (i)	Yes	Daman, Daman Diu		26,71,000	No	Jairamdas Agarwal Charitable Trust	-

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

**(e) Amount spent on Impact Assessment, if applicable:** Not Applicable

**(f) Total amount spent for the Financial Year (8b+8c+8d+8e) :** ₹ 56.71 Lakhs

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

**9. (a) Details of Unspent CSR amount for the preceding three financial years:** Not Applicable

**(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):** Not Applicable

**10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year:** Not Applicable

**11. Specify the reason(s), if the company has failed to spend two percent of the average net profit as per section 135(5):** Not Applicable

**For Fiberweb (India) Limited**

**Pravin V. Sheth**  
Director  
DIN: 00138797

**Chidambar A. Rege**  
Chairman of the Corporate Social Responsibility Committee  
DIN: 01707700

**Annexure IV**

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

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

To  
The Members of,  
**Fiberweb India Limited**  
Airport Road, Kadaiya Village,  
Daman – 396210 (U. T.)

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Fiberweb (India) Limited** having **CIN : L25209DD1985PLC004694** and having registered office at Airport Road, Kadaiya Village, Daman – 396210 (U. T.) (hereinafter referred to as 'the Company'), produced before us in electronic mode 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 and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal ([www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ending on **31st March 2022** have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of the Director	DIN	Date of appointment in company
1	Pravin Vrajlal Sheth	00138797	01/08/2007
2	Bhavesh Pravin Sheth	02862487	30/01/2010
3	Soniya Pravin Sheth	02658794	30/03/2015
4	Bhadresh Hasmukhbhai Shah	00629457	07/01/1997
5	Gopalji Motiram Rana	01982997	16/01/2008
6	Chidambar Arvind Rege	01707700	30/04/2009
7	Rajesh Umashankar Shukla	08690226	06/02/2020
8	Sorabh Gupta	05124195	28/05/2021

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

**For K Pratik & Associates  
Practising Company Secretary**

**Pratik Harshad Kalsariya  
Proprietor  
M. No. A33502  
C. P. No. 12368**

**Date: May 27, 2022  
Place: Mumbai**

**\* UDIN No. : A033502D000400891  
Peer Review No : 1953/2022**

\* Note: Unique Document Identification Number (UDIN) is generated for this certificate and same is reported to the Institute of Company Secretaries of India and the UDIN is issued in accordance with the applicable provisions of the ICSI Unique Document Identification Number (UDIN) Guidelines, 2019.

**FORM NO. MR -3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2022**

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

To,  
The Members,  
**FIBERWEB (INDIA) LIMITED**  
Airport Road,  
Kadaiya Village,,  
Nani Daman,  
Daman- 396210.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Fiberweb (India) 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.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also 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 31st March, 2022 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance- mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **M/s. Fiberweb (India) Limited** for the financial year ended on 31st March, 2022 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 Depositories 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;
- (v) The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.:
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations. 2008;
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and

- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (vi) Other laws specifically applicable to the Company, namely;
  1. Factories Act, 1948
  2. Industrial Disputes Act, 1947
  3. Payment of Wages Act, 1936
  4. The Minimum Wages Act, 1948
  5. Employees' State Insurance Act, 1948
  6. The Payment of Bonus Act, 1965
  7. Payment of Gratuity Act, 1972
  8. The Maternity Benefit Act, 1961
  9. The Child Labour (Prohibition and Regulation) Act, 1986
  10. The Industrial Employment (Standing Orders) Act, 1946
  11. The Employees' Compensation Act, 1923 (earlier known as Workmen's Compensation Act, 1923)
  12. Equal Remuneration Act, 1976
  13. The Environment (Protection) Act, 1986
  14. The Environment (Protection) Rules, 1986
  15. The Hazardous Wastes (Management, Handling And Trans boundary Movement) Rules, 2008
  16. The Water (Prevention & Control of Pollution) Act, 1974
  17. Water (Prevention & Control of Pollution) Rules, 1975
  18. The Air (Prevention & Control of Pollution) Act, 1981
  19. The Air (Prevention & Control Of Pollution) Rules, 1982
  20. Sale of Goods Act, 1930
  21. Income Tax Act, 1961
  22. Central Excise Act, 1944
  23. Central Excise Rules, 2002
  24. Central Sales Act, 1956
  25. Service Tax Rules, 1994
  26. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013
  27. Customs Act, 1962
  28. Wealth Tax Act, 1957
  29. The Employee Provident Fund And Miscellaneous Provision Act, 1952
  30. The Trade Union Act, 1926.
  31. The Special Economic Zones Act, 2005.

The management of the Company has informed us that other than the Acts as mentioned above, there is no industry specific law which is applicable to the Company.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with the Bombay Stock Exchange, National Stock Exchange of India Limited and the Ahmedabad Stock Exchange.

During the year under report, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above except to the extent as mentioned below and subject to the fact that the consolidated financial statements of this Company for the year ended 31st March, 2022 were prepared on the basis of audited financial statements of Sheth Non-Woven Trading F. Z. E. a subsidiary Company, for the year ended on that date.

**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. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. During the year there was Non-compliance with the requirements pertaining to the composition of the Board regarding appointment of Independent Director. The Company has appointed Mr Sourabh Gupta as a Non-Executive Independent Director with effect from 28th May, 2021 and paid fine of Rs. 542800/- levied on them by BSE. Now the composition of board is in its place as per Companies Act, 2013 and SEBI LODR 2015.

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

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

**Date: 12/08/2022**

**Place: Mumbai**

**M/S. K. PRATIK & ASSOCIATE  
Practising Company Secretary  
M. No. A33502 COP No.: 12368  
UDIN: A033502D000787167**

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



**ANNEXURE A'**

To,  
The Members,  
**FIBERWEB (INDIA) LIMITED**  
Airport Road,  
Kadaiya Village,  
Nani Daman,  
Daman- 396210.

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

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

**Date: 12/08/2022**  
**Place: Mumbai**

**M/S. K. PRATIK & ASSOCIATE**  
**Practising Company Secretary**  
**M. No. A33502 COP No.: 12368**  
**UDIN: A033502D000787167**

## MANAGEMENT'S DISCUSSION AND ANALYSIS

### INDUSTRY- STRUCTURE AND DEVELOPMENT:

Fiberweb (India) limited (“**The Company**”) is a 100% Export Oriented Unit (EOU) having ISO 9001:2015 and ISO 45001:2018 certified by quality registrar INTERTEK and UKAS.

The Company is engaged in manufacturing of technical textile field, innovative, quality spun-bond polypropylene nonwoven roll goods and products used globally in various industries, such as hygiene, agriculture crop cover and medical & industrial clothing. The Company with its excellence in manufacturing, producing and supplying high quality roll goods to various users all over the world including few of the fortune 500 clients.

It also produces and exports MELT BLOWN Fabrics which is widely used for Face masks, Filtration, Absorbents, Rail Tracks and variety of products using Spun Bond and Melt Blown fabrics.

The global nonwoven fabrics market size is projected to grow from USD 40.5 billion in 2020 to USD 53.5 billion by 2025, at a CAGR of 5.7% from 2020 to 2025. India's nonwoven market is growing at a rate of 8- 10% & the market is expected to grow at a rate of 12-15% in future. The Indian packaging industry is likely to witness CAGR growth of 18% with the increase in share of non-woven. However the consistent growth showing up usage in automotive, filtration, geotextiles and the medical and hygiene sector, the growth will escalate in value terms too.

The year 2021-2022 has been challenging due to logistic issues and disproportionate increase of freight rates and it is hoped to scale greater heights.

### BUSINESS OUTLOOK:

The Company sees several opportunities for profitable growth in the areas of value added products, and a growing demand both in the international and domestic markets. The company is debt free company , is exploring new opportunities & product segments for growth. Strong quality product development and marketing efforts have enabled the Company to stay ahead. The Company has also improved its geographic presence by enlarging its position in Europe and the USA.

### OPPORTUNITIES AND RISKS:

The Company's products depend on the growth of the Global economy and rise in the purchasing power of the population. The spread of the Company's business across the continents has enabled it to cater to a steady demand base, thereby minimizing the dependence on any particular market.

Lack of Govt. backing, frequent policy changes, steep increase in ocean freight (approx. five times) and main raw material Poly Propylene (PP) prices were major constraints during this year.

In view of the anticipated growth in the demand for the products of the company in the years to come opportunities for the company to improve its performance is bright. The Company has also decided to improve its manufacturing efficiency by incorporating various balancing equipments and also by placing emphasis on efficient and professional management of the available resources of the company. However, the changing International developments affecting the production and distribution of the essential petrochemical products and raw materials are likely to have its effect in our activities.

The plant and machinery of the Company are of the state of the art technology. The products of the company are of best quality and have been accepted by well-known end-users in many advanced countries like U.S.A, U.K., Europe, Australia etc.

In view of very good order book position the Board is considering expansion and /or diversification plan.

### RISK MANAGEMENT

Risk Management is an important business aspect in the current economic environment and its objective is to identify, monitor and take mitigation measures on a timely basis in respect of the events that may pose risks for the business.

The Company has a robust Risk Management Policy and Procedure in place for effective identification and monitoring of risks and implementation of mitigation plans. The Risk Management Committee reviews and monitors the identified risks and mitigation plans at regular interval. Some of the risks identified and analysed by the Management are as under:

The Audit Committee and the Board are apprised of the significant risks and mitigation efforts made by the Management in its quarterly meetings.

#### **SEGMENT REPORTING:**

Your Company's main business is "Polymer Processing" and all other activities of the company revolve around this main business. As such there are no separate reportable segments within the Company and hence, the segment wise reporting as defined in Ind AS 108 – Operating Segments (Accounting Standards 17) is not applicable to the Company.

#### **HUMAN / INDUSTRIAL RELATIONS:**

Since the very inception of the company, the industrial relation aspect of the company has been very cordial at all locations of the company. The Company believes that manpower is the most valuable primary resource for the growth of the organization. Therefore the company has recruited competent managerial personnel and taken steps for strengthening their efficiency and competency, through their involvement in the company's development and by installation of effective system for improving productivity. It is totally a company run by Professionals.

The Number of permanent employees on the rolls of the Company as on 31st March, 2022 was 133 Nos. as against 133 Nos. on 31st March, 2021.

#### **INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:**

The company maintains adequate internal control systems, which provide among other things, reasonable assurance of recording the transaction of its operations in all material respects and of providing protection against significant misuse or loss of Company's assets. Apart from self-monitoring of internal controls, Internal Auditors have expressed their satisfaction about the adequacy of the control systems and the manner in which the Company is updating / upgrading its systems and procedures.

The Audit Committee takes due cognizance of the observations made by the auditors and gives their suggestions for improvement. The suggestions of the Audit Committee further ensure the quality and adequacy of the control systems.

#### **DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:**

##### **Highlights:**

(₹ In Lakhs)

	2021-22		2020-21	
	Standalone	Consolidated	Standalone	Consolidated
Sales and other Receipts	9642.65	9642.65	10863.16	10863.16
Gross Profit / (Loss) before depreciation	1599.34	1599.34	2358.83	2358.83
<b>Less:</b> Depreciation	219.03	219.03	512.80	512.80
Profit from regular Activities	1380.31	1380.31	1846.03	1846.03
Extra ordinary items (Net)	-	-	-	-
Profit/ (Loss) before and after taxation	1133.50	1133.50	1437.17	1437.17
Earning Per Share	3.94	3.94	4.99	4.99

During this year the earning per share (Standalone & Consolidated ) of the face value of shares ₹ 10.00 each has gone down from ₹ 4.99 to ₹ 3.94 (Basic as well as diluted).

**CAUTIONARY STATEMENT:**

Statement in this report on Management Discussion and Analysis describing the company's objectives, projections, estimates, expectations or predictions may be forward looking statements within the meaning of applicable security laws or regulations. These statements are based on certain assumptions and expectation of future events. Actual results could however differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and domestic demand and supply conditions, finished goods prices, raw material costs and availability, Logistic problems, change in Government regulations and tax structure, economic developments within India and the countries with which the company has business contacts and other factors such as litigation and industrial relations.

The Company assumes no responsibility in respect of forward looking statements which may be amended or modified in future on the basis of subsequent developments, information or events.

On behalf of the Board

**Pravin V. Sheth**  
**Director**  
**DIN: 00138797**

**Place: Mumbai**  
**Date: 12th August, 2022**

**Registered Office:**

Air Port Road,  
Kadaiya, Nani Daman,  
Daman (U.T.) 396 210.  
CIN: L25209DD1985PLC004694  
E-mail: fiberweb@fiberwindia.com

## REPORT ON CORPORATE GOVERNANCE

This report on Corporate Governance forms part of the Directors Report. This section besides being in compliance of the mandatory listing agreement requirement gives an insight into the process of functioning of the Company.

### Company's Philosophy on Code of Corporate Governance

The Company's policy on Corporate Governance is based on the principles of full disclosure, fairness, equity, transparency, and accountability in various aspects of its functioning, leading to the protection of stakeholders' interest and an enduring relationship with them.

The Management's commitment to these principles is reinforced through the adherence of all Corporate Governance practices which forms part of the Regulation Nos. 17 to 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ['Listing Regulations']. The Company has also adopted the Code of Conduct for its Directors and Senior Management Personnel. The Company has in place a Code of Fair Disclosure and Conduct as required under the SEBI (Prohibition of Insider Trading) Regulations, 2015 which has been amended from time to time.

### Board of Directors

#### • Composition of Board of Directors

The Company's Board of Directors ("Board") has an optimum combination of both Executive and Non-Executive Directors with the Chairman being Non - Executive Director. The Board comprises of both Independent and Non-Independent Directors. The Company also has one Non Independent Woman Director on its Board. The number of Independent Directors comprises 50% of the total strength of the Board. The composition of the Board is in conformity with Regulation 17 of the Listing Regulations.

As on 31st March, 2022 the Board of Directors comprises of Eight Members, consisting of Three Non-Executive & Non-Independent Directors, Four Non-Executive & Independent Directors and One Executive Director as per the Listing Regulations. The Board also includes one woman Director. The Board of Directors of the Company consists of eminent persons with considerable professional experience and expertise in respective fields. The composition is as under:-

Name of the Director	Category of Director	No. of shares held in the Company as on 31st March, 2022	No. of Board meetings attended during FY22	No. of Directorship in Public Companies as on 31 March, 2022*	No. of Board Committee Membership held in Public Companies as on 31 March, 2022**		Attendance at last AGM held on 28 September, 2021
					Chairman	Member	
Mr. Pravin V. Sheth	Non-Executive & Non-Independent Director	3554873	6	1	0	0	Yes
Mr. Bhavesh P. Sheth	Non-Executive & Non-Independent Director	6249596	3	1	0	0	Yes
Mrs. Soniya P. Sheth	Non-Executive & Non-Independent Director	11000	6	2	0	2	Yes
Mr. Bhadresh H. Shah	Non-Executive & Independent Director	44500	4	1	2	0	Yes
Mr. Chidambar .A. Rege	Non-Executive & Independent Director	0	4	1	0	2	No



Name of the Director	Category of Director	No. of shares held in the Company as on 31st March, 2022	No. of Board meetings attended during FY22	No. of Directorship in Public Companies as on 31 March, 2022*	No. of Board Committee Membership held in Public Companies as on 31 March, 2022**		Attendance at last AGM held on 28 September, 2021
					Chairman	Member	
Mr. Gopal M. Rana	Non-Executive & Independent Director	68,016	2	1	0	0	Yes
Mr. Sorabh Gupta@	Non-Executive & Independent Director	0	6	1	0	0	Yes
Mr. Rajesh Umashankar Shukla	Executive Director	0	5	1	0	0	No

@ Mr. Sorabh Gupta was appointed as an Additional Director (Non-Executive, Independent) of the Company in the Board Meeting held on 28th May, 2021 and regularized as an Independent Non-Executive Director in Annual General Meeting held on 28th September, 2021.

\* Excludes Directorships held in Private Limited Companies, Foreign Companies and Section 8 companies (having charitable objects etc.) and includes directorship in Fiberweb (India) Limited.

\*\* In accordance with Regulation 26 of the Listing Regulations, Chairmanships/Memberships of only Audit Committee and Stakeholders Relationship Committee of all Public Limited Companies, whether listed or not, has been considered including that of Fiberweb (India) Limited.

Mr. Pravin V. Sheth is the father of Mr. Bhavesh P. Sheth and husband of Mrs. Soniya P. Sheth. None of the other Directors have any inter-se relation among themselves.

None of the Directors on the Board hold directorships in more than 10 public companies. Further, none of them is a member of more than 10 committees or chairman of more than 05 committees across all the public companies in which he or she is a Director. Further, none of the Independent Directors on the Board are serving as an Independent Director in more than 07 listed entities.

As per amended SEBI Listing Regulations, the details of directorships of the directors are tabulated as under:

Sr No	Name of Director	Names of listed entities in which Directorship held	Category of Directorship
1	Mr Pravin V. Sheth	None	None
2	Mrs Soniya P. Sheth	Kunststoffe Industries Limited	Managing Director
3	Mr Bhavesh P. Sheth	None	None
4	Mr Bhadresh H. Shah	None	None
5	Mr Gopal M. Rana	None	None
6	Mr Chidamabar A. Rege	None	None
7	Mr Rajesh U. Shukla	None	None
8	Mr Sorabh M. Gupta	None	None

During the year under review, six meetings of the Board were held on the following dates:

Sl. No	Name of Director	Presence at Board Meeting						No. of Meetings Held	Attendance	% of Attendance
		28 May 2021	06 Aug 2021	11 Nov 2021	24 Jan 2022	01 Feb 2022	10 Feb 2022			
1	Mr Pravin V. Sheth	Yes	Yes	Yes	Yes	Yes	Yes	6	6	100
2	Mrs Soniya P. Sheth	Yes	Yes	Yes	Yes	Yes	Yes	6	6	100
3	Mr Bhavesh P. Sheth	No	Yes	Yes	No	No	Yes	6	3	50
4	Mr Bhadresh H. Shah	Yes	No	Yes	Yes	Yes	No	6	4	66.67
5	Mr Gopal M. Rana	No	Yes	Yes	No	No	No	6	2	33.33
6	Mr Chidamabar A. Rege	Yes	No	Yes	Yes	Yes	No	6	4	66.67
7	Mr Rajesh U. Shukla	Yes	No	Yes	Yes	Yes	Yes	6	5	83.33
8	Mr Sorabh M. Gupta	Yes	Yes	Yes	Yes	Yes	Yes	6	6	100

The maximum gap between two Board Meetings held during the year was not more than 120 days.

Dates for the Board meetings in the ensuing year are decided well in advance and communicated to the Directors. Board meetings are held at the Corporate Office of the Company or through video conferencing. The Agenda along with the Notes are sent in advance to the Directors. Additional meetings of the Board are held when deemed necessary by the Board

The 36th Annual General Meeting was held on 28th September, 2021.

Pursuant to requirements of Regulation 26 of the Listing Regulations, none of the Company's Directors is a member of more than 10 committees or Chairman of more than 5 committees across all Public companies in which she/he is a Director

#### Major functions of the Board:

The Company has clearly defined the roles, functions, responsibility, and accountability of the Board of Directors. In addition to its primary role of monitoring corporate performance, the major functions of the Board comprise:

- Approving corporate philosophy;
- Reviewing and approving strategic and business plan;
- Reviewing and approving financial plans and budgets;
- Monitoring corporate performance against such strategic and business plans;
- Review of Business risk issues;
- Ensuring ethical behaviour and compliance with laws and regulations;
- Reviewing and approving borrowing limits.

#### Directors' profile:

Mr. Pravin V. Sheth Age: 84 years, Qualification: B.Com. LL.B., F.C.A. Practicing Chartered Accountant, Nature of expertise: Expert in field of Finance, Management, Accounting, Auditing, Taxation and Law. Having good knowledge about plastic industries for last 30 years. Name of the Companies in which also holds directorship: 1) M/s. Sun Properties P. Ltd., 2) M/s. Star Developers P. Ltd., 3) M/s. Parijat Pvt. Ltd., 4) M/s. Sun Capital & Consultancy P. Ltd. Name of companies in which he holds Membership/chairmanship: Chairman of Fiberweb (India) Ltd. He is husband of Mrs. Soniya P. Sheth and father of Mr. Bhavesh P. Sheth.

Mr. Bhavesh P. Sheth (N.R.I.) Age: 59 years, Qualification: C.A. Nature of expertise: Financial Systems & other Software Development and implementation experience, Business development, an organization strategy experience, Business process, Re-engineering, Management consulting and project management. Name of the Companies in which he also holds Directorship: None. Name of the Companies in which he also holds Membership/Chairmanship: None. He is son of Chairman Emeritus & Director Mr. Pravin V. Sheth.

Mrs. Soniya P. Sheth Age: 38 years, Qualification: M. A., Nature of Expertise: She is Interior Decorator, Investment consultant & Dynamic professional also having good marketing experience. Name of Company in which she holds Directorship: 1) Kunststoffe Industries Ltd. 2) Stallion Breweries Ltd. 3) Chemical & Alkali Distributors Ltd. 4) Parijat Pvt. Ltd. 5) Sun Properties Pvt. Ltd. 6) Star Developers Pvt. Ltd. 7) Sun Capital & Consultancy Pvt. Ltd. 8) Bharat Capital And Holdings Limited. She is wife of Chairman Emeritus & Director Mr. Pravin V. Sheth.

Mr. Bhadresh H. Shah Age: 69 years. Qualification: B. E. Bachelor of Engineering, Nature of expertise: Civil & Plastic Engineering, Name of the Companies in which he also holds Directorship, other than Fiberweb (India) Ltd.: None, Name of the other Companies in which he also holds Membership/Chairmanship: None

Mr. Gopal M rana Age: 81 years Qualification: B.E. Bachelor of Engineering, M.B.A. Nature of expertise: Management & Marketing, Name of the companies in which he also holds Directorship: None. Name of companies in which he holds Membership/ Chairmanship: None.

Mr. Chidambar A. Rege Age: 57 years. Qualification: Engineering & Management. Nature of expertise: Engineering & Plastics with the Management & Business working experience as professional with leading industries in plastics at higher management level. Mainly expertise in global Marketing with knowledge of financial field. Name of the Companies in which he also hold Directorship: AM Entertainment And Broadcasting Private Limited and AM Realty Private Limited. Name of the companies in which he also hold Membership/Chairmanship: Member of share transfer cum stakeholder relations Committee and Audit Committee of Fiberweb (India) Ltd.

Mr. Sorabh M. Gupta Age: 53 years. Qualification: Bachelor in Science from Allahabad University. He has studied Political Science at Institute of Advance Studies, Meerut. He has also studied M.Phil in Public Administration from Institute of Advance Studies, Meerut. He has experience in Financial Market and Investment Banking. Name of companies in which he holds Directorship: None. Name of companies in which he holds Membership/ Chairmanship: None.

Mr. Rajesh U Shukla Age: 58 years. Qualification: B.Com. Graduation. He is having vast experienced in Trading and Marketing. Name of companies in which he holds Directorship: None. Name of companies in which he holds Membership/Chairmanship: None.

Chairmanship of Audit and membership of Stakeholder Relationship Committee of Foods & Inns Ltd

Mr. Vinod Kumar Beswal , Age : 68 years; Qualification : Chartered Accountant . He has over four decades of rich and varied experience in Tax and Financial Matters. He is appointed as an Additional Non-Executive and Independent Director at the board meeting held on 12th August, 2022. Mr Vinod Beswal holds independent directorship in four companies viz. AMJ Land Holdings Ltd a Listed Company, Thacker and Company Limited a listed Company, Pudumjee Paper Products Ltd a listed Company and Foods and Inns Limited a listed company. He holds Chairmanship of Audit and stakeholder Relationship Committee of AMJ Land Holdings Ltd, Chairmanship of Audit Committee of Thacker & Co Limited , Chairmanship of Audit Committee of Pudumjee Paper Products Limited.

### **Meeting of Independent Directors**

During the year under review, the Independent Directors met on 10th February, 2022 inter alia to discuss:

- Overall operations
- Business Strategy
- Medium/Long-term plans including diversification plans
- Overall performance of the Senior Management and their succession plan
- Performance of non-independent Directors and the Board as a whole;
- Performance of the Chairperson of the company, taking into account the views of executive Directors and non-executive Directors;
- Assess the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

All the 4 (Four) Independent Directors were present at the meeting. Pursuant to the requirements of the Listing Regulations and Schedule IV of the Companies Act, 2013 on Code of Conduct of the Independent Directors, the Independent Directors had reviewed and evaluated the performance of Non-Independent Directors and the Board as a whole and the same was found satisfactory. Further, pursuant to the Companies (Appointment and Qualification of Directors), Rules, 2014 as amended, the Independent Directors have also furnished a declaration to the effect that they have included their names in the Database maintained by the Indian Institute of Corporate Affairs.

### **Familiarization Programme for Independent Directors**

Periodically, the Company provides familiarization programmes to the Independent Directors to enable them to understand the business of the Company. At the meetings of the Board of Directors held on quarterly basis, presentations on the important aspects of the industry and business, client related, financials and Marketing performance are made. The Management also endeavors to apprise the Directors regarding their responsibilities in case of change/amendment to the Rules and Regulations.

The details of the familiarisation programmes have been displayed on the Company's website and its weblink is [www.fiberwebindia.com](http://www.fiberwebindia.com)

### **Secretarial Standards**

The Directors state that applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly followed by the Company. Also SS-3 "Dividend" will be followed by the Company as and when applicable.

### **Directors' interest in the company**

Sometimes, the Company does enter into contracts with companies in which some of the Directors of the Company are interested as director or member. However, these contracts are in the ordinary course of the Company's business without giving any specific weightage to them. Directors regularly make full disclosures to the Board of Directors regarding the nature of their interest in the companies in which they are directors or members. Full particulars of contracts entered with companies in which directors are directly or indirectly concerned or interested are entered in the Register of Contracts maintained under Section 189 of the Companies Act, 2013 and the same is placed in every Board Meeting for the noting of the Directors.

### **Inter-se relationships among Directors:**

Mrs. Soniya P. Sheth is spouse of Mr. Pravin V. Sheth and Mr. Bhavesh P. Sheth is son of Mr. Pravin V. Sheth. Mrs. Soniya P. Sheth is step mother of Mr. Bhavesh P. Sheth. Except for this, there are no inter-se relationships among the Directors.

## **COMMITTEE MEETING**

### **1. Audit Committee**

The Audit Committee acts as a link between the statutory and internal auditors and the Board of Directors. It assists the Board in fulfilling its oversight responsibilities of monitoring financial reporting processes, reviewing the Company's established systems and processes for internal financial controls, governance and reviewing the Company's statutory and internal audit activities.

The total strength of the Audit Committee is three out of which, two members fall under the Independent Category. The norms require 2/3rd of the members to be Independent Directors.

The committee's composition and terms of reference are in compliance with provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of the Listing Regulations. Members of the Audit Committee possess requisite qualifications.

During the financial year 2021-22 four Audit Committee Meetings were held on 27/05/2021, 05/08/2021, 10/11/2021 and 09/02/2022. The Composition of Audit Committee and attendance of each Committee member is as under:-

<b>Name of the Audit Committee Member</b>	<b>Designation</b>	<b>No. of Committee Meetings held</b>	<b>No. of Committee Meetings attended</b>
Mr. Bhadresh H. Shah Non-Executive & Independent Director	Chairman	4	4
Mr. Chidambar A. Rege Non-Executive & Independent Director	Member	4	4
Ms. Soniya P. Sheth Non-Executive & Non-Independent Director	Member	4	4

At the invitation of the Company, Director, Statutory Auditor, Internal Auditor, Accounts Manager and Chief Financial Officer also attended the meeting to answer and clarify queries raised at the Committee meetings.

The Company Secretary of the Company acts as the Secretary to the Committee.

The Chairman of Audit committee was present at 36th Annual General Meeting of the Company held on 28th September, 2021

The Board of Directors have appointed M/s. Atul Dedhia & Associates, Chartered Accountant, as Internal Auditors for the FY22 to conduct the internal audit of the various areas of operations and records of the Company. The periodic reports of the said internal auditors are regularly placed before the Audit Committee along with the comments of the management on the action taken to correct any observed deficiencies on the working of the various departments.

The scope of the activities of the Audit Committee is as set out in Regulation 18 of the listing Regulations read with Section 177 of the Companies Act, 2013 and SEBI (Prohibition of Insider Trading) Regulations, 2015 and the amendments made thereto.

The Audit Committee also receives the report on compliance under the SEBI (Code of Conduct for Prohibition of Insider Trading) Regulations, 2015. Further, Compliance Reports under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Whistle Blower Policy are also placed before the Committee.

Terms of Reference of Audit Committee inter alia include the following

- (1) Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible
- (2) Recommendation for appointment, remuneration and terms of appointment of statutory auditors of the Company
- (3) Approval of payment to statutory auditors, including cost auditors, for any other services rendered by them
- (4) Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
  - (a) Matters required to be included in the Director's Responsibility Statement to be included in the Board's Report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
  - (b) Changes, if any, in accounting policies and practices and reasons for the same;
  - (c) Major accounting entries involving estimates based on the exercise of judgment by management
  - (d) Significant adjustments made in the financial statements arising out of audit findings;

- (e) Compliance with listing and other legal requirements relating to financial statements
- (f) Disclosure of any related party transactions; and
- (g) Qualifications/ Modified opinion(s) in the draft audit report;
- (5) Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- (6) Monitoring and reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, and so on), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter
- (7) Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
- (8) Approval or any subsequent modification of transactions of the Company with related parties
- (9) Scrutiny of inter-corporate loans and investments
- (10) Valuation of undertakings or assets of the Company, wherever it is necessary
- (11) Evaluation of internal financial controls and risk management systems
- (12) Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- (13) Reviewing with the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- (14) Discussion with internal auditors of any significant findings and follow-up thereon;
- (15) Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
- (16) Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern
- (17) To look into the reasons for substantial defaults, if any, in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- (18) To review the functioning of the whistle blower mechanism;
- (19) Approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate;
- (20) Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

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

- (1) The Management Discussion and Analysis of financial condition and results of operations
- (2) Statement of significant related party transactions (as defined by the audit committee), submitted by management;
- (3) Management letters / letters of internal control weaknesses issued by the statutory auditors
- (4) Internal audit reports relating to internal control weaknesses; and
- (5) Reviewing the appointment, removal and terms of remuneration of the Internal auditor.



## 2. Stakeholders Relationship/Grievance Committee of Directors

In terms of the requirements under the provisions of Section 178 of the Companies Act, 2013 and Rules made thereunder and Regulation 20 read along with Paragraph B of part D of Schedule II of the SEBI (LODR) Regulations, 2015, the Board of Directors of the Company had re-constituted "Stakeholders Relationship/ Grievance Committee" in place of erstwhile "Shareholders' / Investors' Grievances and Share Transfer Committee", under the Chairmanship of Non-Executive Director to monitor and review investor' grievances including complaint related to transfer of shares, non-receipt of Financial Statements, non-receipt of declared Dividends, to approve share transfer / transmission / transposition of shares / consolidation of folios and to approve issue of duplicate / fresh share certificates on account of requests for duplicate / split / consolidation.

The Board has constituted Stakeholders Relationship / Grievance Committee. The committee comprises of non-executive directors of which Mr. Bhadresh H. Shah is the Chairman and the members of the Committee are Mr. Chidamabar A. Rege and Ms. Soniya P. Sheth.

Details of Investor Complaints received and redressed during the year 2021-22 are as follows:

Opening balance	Received during the year	Resolved during the year	Closing Balance
3	8	6	3

The Committee consists of three Directors and the attendance of each committee member is as under:

Name of the Committee Member	Designation	No. of Meeting held	No. of Meeting attended
Mr. Bhadresh H. Shah Non-Executive & Independent Director	Chairman	4	4
Mr. Chidambar A. Rege Non-Executive & Independent Director	Member	4	4
Ms. Soniya P. Sheth Non-Executive & Non-Independent Director	Member	4	4

The Stakeholders Relationship Committee ensures the grievances of security holders are resolved in a timely and efficient manner.

The terms of reference of the Stakeholder's Relationship Committee are in conformity with the requirements of SEBI Listing Regulations and the Act.

### Nomination and Remuneration Committee of Directors

The Company has Nomination and Remuneration Committee pursuant to Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI Listing Regulations.

The role of the committee is to perform all such matters as prescribed under which interalia includes – recommendation to Board of Directors remuneration policy for the Company, appointment of Director, appointment and remuneration of Whole-time Director and Key Managerial Personnel. The Committee will also deal with matters as may be assigned from time to time by the Board of Directors. The Committee has formulated a guiding policy on remuneration for its Directors, Key Managerial Personnel and employees of the Company.

The Composition & Attendance of Nomination and Remuneration Committee is as follows:

Name of the Committee Member	Designation	No. of Committee Meetings held	No. of Committee Meetings attended
Mr. Bhadresh H. Shah Non-Executive & Independent Director	Chairman	4	4
Mr. Chidambar A. Rege Non-Executive & Independent Director	Member	4	4
Ms. Soniya P. Sheth Non-Executive & Non-Independent Director	Member	4	4

The Nomination and Remuneration Committee met four times in a year. The dates of the meeting are: 27/05/2021, 05/08/2021, 10/11/2021 & 09/02/2022.

**Terms of Reference of Nomination and Remuneration Committee interalia include the following:**

- (1) To formulate the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board of directors policy relating to, the remuneration for the Directors, Key Managerial Personnel and other employees;
- (2) To formulate the criteria for evaluation of performance of Independent Directors and the Board of Directors;
- (3) To devise a policy on diversity of Board of Directors;
- (4) To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board of Directors their appointment and removal.
- (5) To consider extension or continuation of term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

In view of the amended provisions of Section 178 of the Companies Act, 2013, the performance of Board, its committees and each Director (excluding the director being evaluated) has been evaluated by the Board on the basis of engagement, leadership, analysis, decision making, communication, governance, interest of stakeholders etc.

**Performance Evaluation Criteria of Independent Directors**

The Board of Directors of the Company has initiated and put in place evaluation of its own performance, its committees and individual directors. The result of the evaluation is satisfactory and adequate and meets the requirement of the Company.

**Remuneration Policy and Details of Remuneration paid**

**Executive Directors**

Details of remuneration paid / payable to the Directors for the year ended on 31st March, 2022 (from 01/04/2021 to 31/03/2022) is as follows:

Name	Position held During the year Allowances	Salary & Remuneration/ commission	Perquisites	Total
Mr. Rajesh Umashankar Shukla	Executive Director & CEO	₹ 3,60,000 p.a.	₹ 43,200	₹ 4,03,200

There is no performance linked incentives, stock option and pension. The employment is on contractual basis and subject to termination by either party giving to other party three months' notice.

**Non-executive & Independent Directors**

Non-Executive Directors have been paid remuneration by way of sitting fees only during the year for attending the Board Meetings. However they have been given sitting fees @ ₹ 5000/- per meeting for only Board meeting attendance. No Sitting fees for Committee Meetings.

**Board Procedures**

The members of the Board have been provided with the requisite information mentioned in the Listing Regulations 2015, well before the Board Meetings and the same were dealt with appropriately. All the directors who are on various committees are within permissible limits of the Listing Regulations 2015.

**Corporate Social Responsibility Committee:**

The Board has constituted Corporate Social Responsibility Committee of Directors. All the members of Corporate Social Responsibility Committee have good knowledge and exposure to utilize the company's resources towards its corporate social responsibility. The Role of the Committee is to formulate and recommend to the Board, a corporate social responsibility policy, recommend the amount of expenditure to be incurred on CSR Projects and Programmes and monitor them.

As per Section 135 of the Companies Act, 2013, the Company needs to spend 2% of Average net profit of last three years on CSR activities. The Annual Report on CSR activities of the Company is provided in Annexure II and is attached to the Director's Report.

During the financial year 2021-22 four Corporate Social Responsibility Committee Meetings were held on 27/05/2021, 05/08/2021, 10/11/2021 & 09/02/2022.

The Composition of Corporate Social Responsibility Committee and attendance of each Committee member is as under:

The Committee consists of three Directors and the attendance of each committee member is as under:

<b>Name of the Committee Member</b>	<b>Designation</b>	<b>No. of Committee Meetings held</b>	<b>No. of Committee Meetings attended</b>
Mr. Chidambar A. Rege Non-Executive & Independent Director	Chairman	4	4
Mr. Bhadresh H. Shah Non-Executive & Independent Director	Member	4	4
Ms. Soniya P. Sheth Non-Executive & Non-Independent Director	Member	4	4

The Company has complied with the necessary requirements under the Companies Act, 2013 in this regard.

The terms of reference of the CSR Committee broadly comprises:

- To review the Company's existing CSR Policy and to supervise and monitor the activities undertaken by the Company as specified in CSR Policy and Schedule VII of the Companies Act, 2013.
- To provide guidance on various CSR activities undertaken by the Company.

The web-link to our CSR Policy and the initiatives undertaken by your Company during FY22 in CSR have been detailed in this Report. Disclosures as required under Rule 9 of the Companies (Corporate Social Responsibility) Rules, 2014 are given in Annexure III to this Report.

**Sexual Harassment Committee:**

(a) Constitution

The Board has constituted the Sexual Harassment Committee.

(b) Composition

The Sexual Harassment Committee was comprised of following 1 Directors of the company and 2 independent person. Ms. Soniya Sheth, Non-executive Non-Independent Director, Mr. Gopalan Ravindran and Dhvani Sheth, Members.

(c) Power of Sexual Harassment Committee:

The committee is authorized to exercise all powers for compliance of the sexual harassment for women at work place (prevention), prohibition and redressal) Act 2013.

During the financial year 2021-22 four Sexual Harassment Committee Meetings were held on 27/05/2021, 05/08/2021, 10/11/2021 & 09/02/2022. The Composition of Sexual Harassment Committee and attendance of each Committee member is as under: -

The attendance of Sexual Harassment Committee is as under:

Name of the Director	Designation	No. of Committee Meetings held	No. of Committee Meetings attended
Ms. Soniya P. Sheth Non-Executive & Non-Independent Director	Chairman	4	4
Mr. Gopalan Ravindran Member	Member	4	4
Ms. Dhvani Sheth Member	Member	4	4

### GENERAL BODY MEETINGS

- The details of Annual General Meetings held during last three years are as follows:-

AGM	Day	Date	Time	Venue
34th	Thursday	26/09/2019	9.00 a.m.	Hotel Ocean Inn, Plot No. 20, Devka Beach, Nani Daman (U.T.) 396 210
35th	Wednesday	30/09/2020	9.00 a.m.	Hotel Ocean Inn, Plot No. 20, Devka Beach, Nani Daman (U.T.) 396 210
36th	Tuesday	28/09/2021	9.00 a.m.	Hotel Ocean Inn, Plot No. 20, Devka Beach, Nani Daman (U.T.) 396 210

The number and particulars of Special Resolutions which were passed in the last three Annual General Meetings are as follows:

26/09/2019	1. Reappointment of Mr. Pravin V. Sheth as a Non-Executive Non Independent Director 2. Reappointment of Mr. Gopalji M. Rana as an Independent Director.
30/09/2020	1. Reappointment of Mr. Chidambar A. Rege as an Independent Director, 2. Continuation of Mr. Pravin V. Sheth as a Non-Executive Non Independent Director 3. Continuation of Mr. Gopalji M. Rana as an Independent Director.
28/09/2021	1. Continuation of Mr. Pravin V. Sheth as a Non-Executive Non Independent Director 2. Continuation of Mr. Gopalji M. Rana as an Independent Director. 3. Appointment of Mr Sorabh M Gupta as a Non-Executive and Independent Director

### Extra Ordinary General Meeting

No Extra Ordinary General Meeting of the shareholders was held during the financial year ended March 31, 2022.

### Postal Ballot Notice

During the FY22, the approval of the shareholders was sought for following purposes by way of postal ballot vide notice dated 01st February, 2022 in respect of the Special Resolutions.

Description	Type of resolution	No. of votes polled	Votes cast in favour	Votes cast against	Invalid votes/abstain votes
Issue of Equity Shares on Preferential Basis to Non Promoter Investors	Special Resolution	13896622	13895802	820	00
Issue of Shares Warrants on Preferential Basis to Non Promoter Investors	Special Resolution	13896622	13895802	820	00

Mr. K. Pratik & Associates, Company Secretaries was appointed as scrutinizer for the above postal ballot.

## Means of Communication

- The Board takes on record the audited/ unaudited annual/ quarterly financial results prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind-AS Rules) in the format prescribed under Regulation 33 of the Listing Regulations read with Circular Ref No. CIR/CFD/FAC/62/2016 dated 05 July, 2016 issued by SEBI within prescribed time limit from the closure of the quarter/year and announces the results to all the stock exchanges where the shares of the Company are listed.
- The Company has been publishing the results in the format as prescribed by SEBI in The Economic Times, Savera India Times, Daman, Free Press Journal, and Navshakti within 48 hours of the conclusion of the meeting of the Board in which they are approved.
- The quarterly, half-yearly and annual results of the Company are submitted to the Statutory Auditors of the Company for a limited review/full audit (as applicable) and the report of the Auditors is also filed with all stock exchanges after it is approved by the Board of Directors.
- The Annual General Meeting is the principal forum for face to face communication with shareholders, where the Board responds to the specific queries of the shareholders.
- No presentation was made during the year either to the Institutional Investors or to the analysts.
- Official press release, if any, is placed on the Company's Website and sent to Stock Exchanges for dissemination.

## General Shareholders Informations

### Annual General Meeting:

**Date and time:** 23rd September, 2022 at 09.00 a.m. (IST)

**Venue:** Hotel Ocean Inn, Plot No. 20, Devka Beach, Nani Daman (U.T.) 396 210

For details, please refer to the Notice of this AGM. As required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard 2 on General Meetings, particulars of Directors seeking re-appointment at this AGM are given in the Annexure to the Notice of this AGM.

### Financial Year of the Company

The financial year covers the period 01 April to 31 March.

Financial Year: 2022-23 (April 01, 2022 to March 31, 2023)

Results for the 1st Quarter ended June 30, 2022	On or before 14th August, 2022
Results for the 2nd Quarter/Half year ended September 30, 2022	On or before 14th November, 2022
Results for the 3rd Quarter/Nine months ended December 31, 2022	On or before 14th February, 2023
Results for the 4th Quarter/Financial year ended March 31, 2023	On or before 30th May, 2023

**Dates of Book Closure** : 16/09/2022 to 23/09/2022  
(Both days inclusive)

**Listing on Stock Exchanges** : BSE Ltd, Mumbai  
National Stock Exchange of India Limited  
The Ahmedabad Stock Exchange Ltd.,  
Ahmedabad (De-recognized by SEBI)

**Listing Fees** : Paid for all above Stock Exchanges as per  
Listing Regulations

**Demat Arrangement** : With NSDL and CDSL

**ISIN No.** : INE 296C01020

<b>Stock Code</b>	: Ahmedabad Stock Exchange	46910
	Bombay Stock Exchange	507910
	National Stock Exchange of India Ltd	FIBERWEB
<b>Registered Office</b> (Address for correspondence)	: Air Port Road, Kadaiya, Nani Daman, Daman (U.T.) 396 210. Tel No. 0260- 2221458 Fax No. 0260-2220758	
<b>Company's E-Mail ID</b>	: fiberweb@fiberwebindia.com	
<b>Company's Website</b>	: www.fiberwebindia.com	
<b>WORKS (Plant Location)</b>	: Plot No. 92/93B, 100' Coastal Highway, Nani Daman, Daman (U.T.) 396 210.	
<b>Registrar &amp; Share Transfer Agents</b>	: Link Intime India Private Limited., C 101, 247 Park, LBS Marg, Vikhroli West, Mumbai 400 083 Tel No.022- 49186270 / 49186000 E-mail ID: rnt.helpdesk@linkintime.co.i	

#### Share Transfer System

The power to approve the transfer of securities has been delegated by the Board to the Share Transfer Agents. Share transfer requests are processed within fifteen (15) days from the date of receipt.

**Compliance Officer** : Ms. Krutika Gada  
Company Secretary & Compliance Officer

#### Stock Market Data:

##### High and Low prices & Trading Volumes at BSE

MONTH	BSE		NSE	
	High (₹)	Low (₹)	High (₹)	Low (₹)
April2021	30.70	26.80	--	--
May2021	46.90	29.55	--	--
June2021	49.40	37.05	--	--
July2021	59.25	47.00	--	--
August2021	54.45	39.30	--	--
September 2021	46.00	40.10	--	--
October2021	46.35	39.50	--	--
November 2021	44.90	32.20	--	--
December2021	52.00	37.50	--	--
January2022	54.40	44.20	--	--
February2022	51.85	38.30	52.45	40.40
March2022	46.00	37.90	46.75	37.90

The company got listed on National Stock Exchange of India on 16th February, 2022. Hence, the data for the month of February 2022 and March 2022 is given.

**Source:** www.bseindia.com and www.nseindia.com



**Distribution of Shareholding as on 31st March, 2022:**

Category of Shareholder	Number of Shareholders	Percentage of (A+B+C)	Total Number of shares held
(A) Shareholding of Promoters & Promoter Group			
(1) Indian	5	46.33	13339261
(2) Foreign	0	0.00	0
<b>Total shareholding of Promoter &amp; Promoter Group</b>	<b>5</b>	<b>46.33</b>	<b>13339261</b>
(B) Public Shareholding			
(1) Institutions	13	0.19	54084
(2) Non - Institutions.	20926	53.48	15398365
<b>Total Public Shareholding</b>	<b>20939</b>	<b>53.67</b>	<b>15452449</b>
(C) Shares held by custodians	0	0	0
<b>Total (A)+(B)+(C)</b>	<b>20944</b>	<b>100.00</b>	<b>28791710</b>

**Shareholding Pattern by size as on 31st March, 2022:**

No. of Equity Shares	Shareholders		No. of Shares	
	Number	% of holders	Number	% of shares
1 -100	8483	40.503	378282	1.314
101-200	4032	19.251	624661	2.170
201-500	4368	20.856	1513093	5.255
501-1000	2008	9.587	1559436	5.416
1001-5000	1642	7.840	3484864	12.104
5001-10000	205	0.979	1490619	5.177
10001-100000	195	0.931	4728477	16.423
100001- and above	11	0.53	15012278	52.141
<b>Total</b>	<b>20944</b>	<b>100.00</b>	<b>28791710</b>	<b>100.00</b>

**Dematerialization of equity shares**

The shares of the Company have been brought under compulsory demat mode with effect from 30th October, 2000. As on 31st March, 2022, about 95.88% shareholding representing 2,76,06,731 Equity Shares of the Company have been converted into demat form. The Company has executed agreements with both the depositories namely NSDL and CDSL for demat of its shares.

**Details of Credit Rating provided by The India Ratings & Research (FITCH Group):**

The India Ratings & Research (FITCH Group) has affirmed Fiberweb (India) Limited's Long Term Issuer Rating at 'IND BBB-'. The Outlook is Stable.

**Outstanding GDRs/ADRs/Warrants or any convertible instruments**

The Company has not issued any GDRs/ADRs/Warrants or any convertible instruments.

**Foreign Exchange Risk & Hedging activities**

It is the policy of the Company to cover its foreign currency exposure for imports to avoid currency exchange fluctuation.

**Name, designation, and address of the Compliance Officer:**

Ms Krutika Gada  
Company Secretary & Compliance Officer  
Address – Kiran Building , 128, Bhaudaji Road,  
Matunga (East), Mumbai -400019  
Contact No – 022 4082689  
Email ID – fiberweb @fiberwebindia.com

## Disclosures

The Company has complied with all the mandatory requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations.

### **Details of non-compliance by the Company, penalties, structures imposed on the Company by the Stock Exchange or SEBI or any other statutory authority on any matter related to capital markets, during the last three years:**

Non Compliance under Regulation 17(1) of SEBI LODR Regulations - Non-compliance with the requirements pertaining to the composition of the Board including failure to appoint woman director

**As per Regulation 17(1) (b) of SEBI (LODR), 2015:** Where the regular non-executive chairperson is a promoter of the listed entity, at least half of the board of directors of the listed entity shall consist of independent directors.

The company failed to comply with the above requirement. Later, the Company appointed Mr Sorabh Gupta as an Independent Director with effect from 28th May, 2021 and fines levied by BSE was paid within stipulated period of time.

As on 31st March, 2022, there are no instances of non-compliances by the Company on any matter related to capital market and no penalties or strictures imposed on the Company by the Stock Exchanges or SEBI or any Statutory Authority for non-compliance by the Company.

### **Related Party Transactions**

The company has adequate policy and procedures to identify and monitor related party transactions including material related party transactions. All transactions entered into with related parties during the financial year were in the ordinary course of business and on arm's length pricing basis.

The transactions during the financial year 2021-22, with the related parties have been done in accordance with the provisions as laid down under the Act and SEBI Listing Regulations, 2015. The necessary approvals from the Audit Committee, Board of Directors & Shareholders were obtained, wherever required.

### **Policy on Related Party Transactions:**

In terms of Section 188 of the Companies Act, 2013 read with the Regulation 23 of listing regulations, the Company had formulated a policy on materiality of Related Party Transactions and on dealing with Related Party Transactions. During the year under review, the said Policy was amended to reflect the latest amendments in the Companies Act, 2013 and the rules made thereunder.

The Policy is intended to ensure that there is proper approval and reporting of transactions between the Company and its related parties. The Policy, after carrying out the necessary modifications in line with the amendments made from time to time, is placed on the website of the Company [www.fiberwebindia.com](http://www.fiberwebindia.com).

### **Policy on Board Diversity:**

This Policy aims to set out the approach to achieving diversity for the Board of Directors of the Company.

The Company believes that benefits of a professional board that possesses a balance of skills, experience, expertise will enhance the decision-making power of the Board which in turn will benefit the stakeholders of the Company.

### **Certificate from a Practicing Company Secretary on non-disqualification of Directors:**

The Company has obtained a Certificate dated 27 May, 2022 from M/s. K Pratik & Associates., Company Secretaries, Mumbai to the effect that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by SEBI/Ministry of Corporate Affairs or any such statutory authority.

## DISCRETIONARY DISCLOSURES

### **The status of compliance with non-mandatory recommendations of the Listing Regulations:**

#### **Shareholders Rights**

As the quarterly and half yearly, financial results are published in the newspapers and are also posted on the Company's website, the same are not being sent separately to the shareholders.

**Audit Qualification**

The Company's financial statements for the FY22 do not contain any audit qualification.

**Separate posts of Chairman and Chief Executive Officer**

There is no separate post of Chairperson and Managing Director. Presently, Mr. Pravin V. Sheth is the Chairman and Mr. Rajesh Umashankar Shukla is the CEO and Executive Director of the Company. No person is appointed as Managing Director.

**Reporting of Internal Auditors**

Reports of Internal Auditors are placed before the Audit Committee for its review.

**Management Discussion and Analysis:**

Management Discussion and Analysis forms a part of this Annual Report.

**Declaration of Compliance with the Code of Conduct /Ethics:**

In compliance with SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has formulated a Code of Conduct for prohibition and prevention of Insider Trading for its designated employees. The code lays down Guidelines and procedures to be followed and disclosures to be made while dealing with equity shares of the Company.

All the Directors and Senior Management have affirmed compliance with the Code of Conduct/Ethics as approved and adopted by the Board of Directors.

**ANNEXURE TO CORPORATE GOVERNANCE REPORT****DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT**

This is to confirm that the Company has adopted a Code of Conduct for its employees including the Managing Director and Executive Directors. In addition, the Company has adopted a Code of Conduct for its Non-Executive Directors and Independent Directors. These Codes are available on the Company's website.

I confirm that the Company has in respect of the year ended 31 March, 2022, received from the Senior Management Team of the Company and the Members of the Board a declaration of compliance with the Code of Conduct as applicable to them.

**Place: Mumbai**  
**Date: 12th August, 2022**

**Pravin V. Sheth**  
**Director**  
**DIN: 00138797**

**CERTIFICATE**

*(Pursuant to Regulation 17(8) of SEBI (LODR), Regulations, 2015)*

To  
The Board of Directors,  
*Fiberweb (India) Limited*

We, the undersigned in our respective capacities as Chief Executive Officer and the Chief Financial Officer of Fiberweb (India) Limited (“the Company”) to the best of our knowledge and belief hereby certify that:

- a. We have reviewed the financial statements and the cash flow statement for the financial year ended 31st March, 2022 and that to the best of our knowledge and belief, we state that:
  - i. these statements do not contain any materially untrue statement or omit any material fact or contain any statements that might be misleading;
  - ii. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. We further state that to the best of our knowledge and belief, there are no transactions entered into by the Company during the year, which are fraudulent, illegal or violative to the Code of Conduct adopted by the Company.
- c. We hereby declare that all the members of the Board of Directors have confirmed compliance with the Code of Conduct of the Company.
- d. We are responsible for establishing and managing internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to the financial reporting of the Company and we have disclosed to the Auditors and Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or proposed to take to rectify these deficiencies.
- e. We have indicated, based in our most recent evaluation, wherever applicable, to the Auditors and the Audit Committee:
  - i. Significant changes, if any, in internal control over financial reporting during the year;
  - ii. Significant changes, if any, in the accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - iii. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having significant role in the Company's internal control system over the financial reporting.

Yours Faithfully  
For **Fiberweb (India) Limited**

**Rajesh Umashankar Shukla**  
CEO & Executive Director  
(DIN: 08690226)

**Mukesh M. Pandya**  
Chief Financial Officer

Place: Mumbai  
Date : 27.05.2022

## **COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE**

To the Members of  
**Fiberweb (India) Limited**

1. We have examined the Corporate Governance report of Fiberweb (India) Limited for the year ended 31st March, 2022 with the relevant records and documents maintained & furnished to us by the Company and as approved by the Board of Directors as stipulated in Regulations 17 to 27 and clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and Para C, D and E of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The Compliance of conditions on Corporate Governance is the responsibility of the management. Our examination was limited to review of procedures and implementations thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
3. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.
4. On the basis of our review and according to information and explanations provided to us, we certify that the Company has complied with the mandatory conditions of Corporate Governance, as stipulated in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**For K Pratik & Associates  
Practising Company Secretaries**

**Pratik Harshad Kalsariya  
Proprietor  
ACS: 33502 CP: 12368**

**Place: Mumbai  
Date: : 12th August, 2022**

# **Standalone Financial Statements**



## INDEPENDENT AUDITOR'S REPORT

To the Members of  
**FIBERWEB (INDIA) LIMITED**

### Report on the Audit of the Standalone Financial Statements

#### Opinion

We have audited the accompanying standalone financial statements of Fiberweb (India) Limited ('the Company'), which comprise the standalone balance sheet as at 31 March 2022, the statement of profit and loss (including Other Comprehensive Income, if any), standalone statement of cash flow and standalone statement of changes in equity for the year then ended and notes to the standalone financial statements, including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, of the state of affairs of the Company as at 31 March 2022, and its profit, its cash flows and the changes in equity for the year ended on that date.

#### Basis for Opinion

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

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements 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.

#### Information Other than the Financial Statements and Auditor's Report thereon

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

#### Management's and Board of Directors' Responsibility for the Standalone Financial Statements

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

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

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

### **Auditor's Responsibilities for the Audit of the 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 Standards on Auditing 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 Standards on Auditing, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

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

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

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

1. As required by the Companies (Auditor's Report) Order, 2020('the Order') issued by the Central Government of India in terms of section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, based on our audit we report that;
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

- c) The standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this report are in agreement with the books of accounts;
- d) In our opinion, the aforesaid standalone financial statements comply with Ind AS specified under section 133 of the Act;
- e) On the basis of the written representations received from the directors as on 31 March 2022 and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2022 from being appointed as a director in terms of section 164(2) of the Act;
- f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) With respect to the other matter to be included in the Auditors' Report under section 197(16), as amended:  
In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 read with Schedule V 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 Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
- i) The Company has disclosed the impact of pending litigation on its financial position as at 31 March 2022 - Refer note 32 to the standalone financial statements;
- ii) The Company has made provision as at 31 March 2022, as required under the applicable law or Ind AS, for material foreseeable losses, if any, to the standalone financial statements;
- iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31 March 2022;
- iv) a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or
  - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:
- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or
  - provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries; and
- c) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (d)(i) and (d)(ii) contain any material misstatement; and
- i) The dividend declared or paid during the year by the Company is in compliance with Section 123 of the Act.

**For Akshay Kirtikumar & Associates LLP**  
**Chartered Accountants**  
**Firm's Registration No.: 138182W/W100760**

**Akshay Shah**  
**Partner**

**Place:- Mumbai**  
**Date:- 27 May 2022**

**Membership No.: 155729**  
**UDIN: 22155729AJTHSD7945**

### Annexure A to the Independent Auditor's Report

{Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Fiberweb (India) Limited}

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- i) In respect of the Company's Property, Plant and Equipment:
  - a) A. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment
    - B. The Company does not have intangible assets hence reporting under clause 3(i)(a)(B) is not applicable.
  - b) The Company has a program of physical verification of Property, Plant and Equipment, so as to cover all the assets once every three years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this programme, a portion of the Property, Plant and Equipment has been physically verified by the management during the year. According to the information and explanation given to us, no material discrepancies were noticed on such verification.
  - c) According to the information and explanations given to us and based on the examination of the registered sale deed/ transfer deed/conveyance deed / share certificate / other documents evidencing title, we report that the title deeds of all the immovable properties (other than properties where company is the lessee and the lease agreement are duly executed in favour of the lessee) as disclosed in the standalone financial statements, are held in the name of the Company under Property, Plant and Equipment as at the balance sheet date.
  - d) The Company has not revalued any of its Property, Plant and Equipment during the year.
  - e) No proceedings have been initiated during the year or are pending against the Company as at 31 March 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii) a) The inventory, except goods-in-transit and goods lying with third parties, has been physically verified by the management at reasonable intervals during the year. The coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and nature of its operation. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with books of account. In respect of inventory lying with third parties at year end, these have substantially been confirmed by them.
  - b) According to the information and explanation given to us and on the basis of our examination, the Company has not been sanctioned working capital limits in excess of ₹ 5 crores, in aggregate, at any point of time during the year, from banks or financial institutions on the basis of security of current assets. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company
- iii) According to information and explanations given to us the Company has not made any investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, paragraph 3(iii) of the Order is not applicable to the Company.
- iv) The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.
- v) The Company has not accepted any deposit or amounts which are deemed to be deposits and hence, reporting under clause 3(v) of the Order is not applicable.
- vi) We have broadly reviewed the records maintained by the Company pursuant to the rules prescribed by Central Government for maintenance of cost records under Section 148 (1) of the Act and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the records.
- vii) (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing the undisputed statutory dues including provident fund, income tax, goods and service tax, duty of customs, cess, professional tax and other material statutory dues, as applicable, with the appropriate authorities.
  - (b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, goods and service tax, duty of customs, cess, professional tax and other material statutory dues were in arrears as at 31 March 2022 for a period of more than six months from the date they became payable.

- viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
- ix) (a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
- (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- (f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- x) (a) The Company has not raised any money by way of initial public offer, further public offer (including debt instruments) and term loans during the year. Accordingly, the paragraph 3(x)(a) of the Order is not applicable to the Company.
- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- xi) (a) No material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year (and upto the date of this report), while determining the nature, timing and extent of our audit procedures.
- xii) The Company is not a Nidhi Company and hence reporting under clause (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 related parties are in compliance with the provisions of Sections 177 and 188 of the Act, where applicable and the details of such related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standard.
- xiv) a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- b) We have considered the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- xv) In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi) a) In our opinion and according to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3 (xvi)(a) of the Order is not applicable to the Company.
- b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(b) of the Order is not applicable.
- xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- xviii) There has been no resignation of the statutory auditors of the Company during the year.
- xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our

attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- xx) (a) There are no unspent amounts towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.
- (b) In respect of ongoing projects, there are no ongoing projects during the year. Accordingly the Company did not need to transfer unspent Corporate Social Responsibility (CSR) amount as at the end of the previous financial year, to a Special account within a period of 30 days from the end of the said financial year in compliance with the provision of section 135(6) of the Act. Accordingly reporting under clause 3(xx)(b) of the order is not applicable for the year.

**For Akshay Kirtikumar & Associates**  
**Chartered Accountants**  
**Firm's Registration No.: 138182W**

**Akshay Shah**  
**Partner**

**Place:- Mumbai**  
**Date:- 27 May 2022**

**Membership No.: 155729**  
**UDIN: 22155729AJTHSD7945**



**Annexure B to the Independent Auditors' Report**

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

**Report on the internal financial controls over financial reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013("the Act")**

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

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

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls 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 (the "ICAI").. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements were established and maintained and whether 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 with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

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

**Meaning of Internal Financial Controls over Financial Reporting**

A Company's internal financial controls with reference to standalone financial statements 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 controls with reference to financial statements include 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 with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### **Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2022, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

**For Akshay Kirtikumar & Associates LLP**  
**Chartered Accountants**  
**Firm's Registration No.: 138182W/W100760**

**Place:- Mumbai**  
**Date:- 27 May 2022**

**Akshay Shah**  
**Partner**  
**Membership No.: 155729**  
**UDIN: 22155729AJTHSD7945**

## STANDALONE BALANCE SHEET AS AT 31 MARCH 2022

₹ in lakhs, unless stated otherwise

Particulars	Note No.	As at 31 March, 2022	As at 31 March, 2021
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	8	8,424.97	9,563.46
Capital-work-in progress	8	971.10	587.66
Financial assets			
- Investments	9	20.11	20.11
Other non-current assets	10	142.92	142.92
Deferred tax asset (net)	11	122.61	93.42
<b>Total non-current assets</b>		<b>9,681.70</b>	<b>10,407.56</b>
<b>Current assets</b>			
Inventories	12	2,492.23	2,268.22
Financial assets			
- Trade receivables	13	2,378.04	2,273.26
- Cash and cash equivalent	14	647.60	685.32
Current tax assets	15	26.55	20.37
Other current assets	16	851.31	910.97
<b>Total current assets</b>		<b>6,395.72</b>	<b>6,158.14</b>
<b>TOTAL ASSETS</b>		<b>16,077.43</b>	<b>16,565.69</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	17	2,879.17	2,879.17
Other equity	18	12,558.28	12,962.55
<b>Total Equity</b>		<b>15,437.45</b>	<b>15,841.72</b>
<b>Current liabilities</b>			
Financial liabilities			
- Trade payables to	19		
- Micro, Small and Medium Enterprises		-	-
- Others		618.10	683.37
- Other financial liabilities	20	10.07	10.07
Other current liabilities	21	11.80	30.53
<b>Total Liabilities</b>		<b>639.97</b>	<b>723.97</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>16,077.43</b>	<b>16,565.69</b>
<b>The notes referred to above form an integral part of standalone financial statements</b>			

As per our report of even date

**For Akshay Kirtikumar & Associates LLP**  
**Chartered Accountants**  
**Firm Registration No: 138182W/W100760**

**Akshay K. Shah**  
**Partner**  
**Membership No.: 155729**

**Mumbai, 27 May 2022**

**For and on behalf of the Board of Directors of**  
**Fiberweb (India) Limited**

**Pravin V. Sheth**  
**Director**

**Krutika Gada**  
**Company Secretary**

**Mumbai, 27 May 2022**

**Rajesh Shukla**  
**CEO & Executive Director**

**Mukesh Pandya**  
**CFO**

## STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2022

₹ in lakhs, unless stated otherwise

Particulars	Note No.	Year ended 31 March 2022	Year ended 31 March 2021
<b>INCOME</b>			
Revenue from operations	22	9,539.81	10,745.35
Other income	23	102.83	117.81
<b>Total income</b>		<b>9,642.65</b>	<b>10,863.16</b>
<b>EXPENSES</b>			
Cost of materials consumed	24	6,158.11	5,891.77
Changes in inventories	25	(160.93)	946.92
Employee benefits expenses	26	424.17	406.78
Depreciation and amortisation expenses	8	219.03	512.80
Finance cost		-	-
Other expenses	27	1,621.96	1,258.87
<b>Total expenses</b>		<b>8,262.34</b>	<b>9,017.14</b>
<b>Profit before tax for the year</b>		<b>1,380.31</b>	<b>1,846.03</b>
<b>Less:</b>			
Current tax		276.00	444.50
Deferred tax (credit) / charge		(29.19)	(58.58)
Income Tax of Earlier Years		-	22.94
<b>Total comprehensive income</b>		<b>1,133.50</b>	<b>1,437.17</b>
<b>Earnings per share (Face Value of ₹ 10/- Each)</b>			
Basic earnings per share (Amount in ₹)	30	3.94	4.99
Diluted earnings per share (Amount in ₹)		3.94	4.99
<b>The notes referred to above form an integral part of standalone financial statements</b>			

As per our report of even date  
**For Akshay Kirtikumar & Associates LLP**  
*Chartered Accountants*  
 Firm Registration No: 138182W/W100760

**Akshay K. Shah**  
*Partner*  
 Membership No.: 155729

Mumbai, 27 May 2022

For and on behalf of the Board of Directors of  
 Fiberweb (India) Limited

**Pravin V. Sheth**  
*Director*

**Krutika Gada**  
*Company Secretary*

Mumbai, 27 May 2022

**Rajesh Shukla**  
*CEO & Executive Director*

**Mukesh Pandya**  
*CFO*

## STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2022

₹ in lakhs, unless stated otherwise

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
<b>Net profit after Tax</b>	<b>1,133.50</b>	<b>1,437.17</b>
<b>Add: Non-cash items / items considered separately</b>		
Depreciation and Amortisation	219.03	512.80
Provision for Income-Tax & deferred tax	246.81	408.86
<b>Less: Non-cash items / items considered separately</b>		
Net gain on foreign currency transactions and translation	(86.42)	(32.75)
Interest Income	(6.51)	(23.83)
<b>Operating profits before working capital changes</b>	<b>1,506.42</b>	<b>2,302.25</b>
<b>Changes In Working Capital</b>		
(Increase)/ Decrease in Trade Receivables	(104.78)	(371.62)
(Increase)/ Decrease in Inventories	(224.01)	724.11
(Increase)/ Decrease in Other current assets	59.66	(324.41)
(Decrease)/ Increase in Provisions	-	41.14
(Decrease)/ Increase in Other current liabilities	(18.73)	(9.03)
(Decrease)/ Increase in Trade payables	(65.27)	255.88
	<b>1,153.28</b>	<b>2,618.33</b>
Net Income Tax (Paid) / Refund	(282.18)	(461.82)
<b>NET CASH FLOW FROM OPERATING ACTIVITIES</b>	<b>871.10</b>	<b>2,156.54</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
Interest Income	6.51	23.83
Purchase of Fixed Assets less re-capitalisation from Capital WIP	(618.31)	(1,005.52)
Advances given/realised	-	(75.00)
Investment made/non-current assets	-	62.77
Amount spent on Capital WIP	(383.45)	(587.66)
<b>NET CASH FLOW USED IN INVESTING ACTIVITIES</b>	<b>(995.24)</b>	<b>(1,581.58)</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
Net (loss) / Gain on foreign currency transactions	86.42	32.75
Other Non-current financial liabilities	-	(4.94)
Proceeds from borrowings	-	(611.49)
Dividend and dividend distribution tax	-	(143.96)
<b>NET CASH FLOW FROM FINANCING ACTIVITIES</b>	<b>86.42</b>	<b>(727.64)</b>
<b>NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>(37.72)</b>	<b>(152.67)</b>
<b>Cash &amp; Cash Equivalent at the beginning of the year</b>		
Cash on Hand	8.90	37.59
Bank Balance	676.42	800.40
	<b>685.32</b>	<b>837.99</b>

## STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2022

₹ in lakhs, unless stated otherwise

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
<b>Less: Cash &amp; Cash Equivalent at the end of the year</b>		
Cash on Hand	27.60	8.90
Bank Balance	620.00	676.42
	<b>647.60</b>	<b>685.32</b>
<b>NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>(37.72)</b>	<b>(152.67)</b>
<b>The notes referred to above form an integral part of standalone financial statements</b>		

As per our report of even date

**For Akshay Kirtikumar & Associates LLP**  
*Chartered Accountants*  
Firm Registration No: 138182W/W100760

**Akshay K. Shah**  
*Partner*  
Membership No.: 155729

Mumbai, 27 May 2022

**For and on behalf of the Board of Directors of**  
Fiberweb (India) Limited

**Pravin V. Sheth**  
*Director*

**Krutika Gada**  
*Company Secretary*

Mumbai, 27 May 2022

**Rajesh Shukla**  
*CEO & Executive Director*

**Mukesh Pandya**  
*CFO*



## STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2022

### A. Equity Share Capital

₹ in lakhs, unless stated otherwise

Particulars	Balance at the beginning of the reporting period i.e. 1 April 2020	Change in Equity Share Capital during the year 2020-21	Balance at the end of the reporting period i.e. 31 March 2021	Change in Equity Share Capital during the year 2021-22	Balance at the end of the reporting period i.e. 31 March 2022
Equity share capital	2,879.17	-	2,879.17	-	2,879.17

### B. Other Equity

Particulars	Balance at the beginning of the reporting period i.e. 1 April 2021	Total Comprehensive Income for the year	Transfer to / (from) Retained Earnings	Dividend and dividend distribution tax on equity shares	Balance at the end of the reporting period i.e. 31 March 2022
<b>Reserves and surplus</b>					
Securities premium reserve	2,962.89	-	-	-	2,962.89
Share reduction reserve	427.79	-	-	-	427.79
Revaluation reserve	1,537.77	-	(1,537.77)	-	-
General reserve	210.00	-	-	-	210.00
Capital reserve	0.63	-	-	-	0.63
Retained earnings	7,823.47	1,133.50	-	-	8,956.97
	<b>12,962.55</b>	<b>1,133.50</b>	<b>(1,537.77)</b>	-	<b>12,558.28</b>

Particulars	Balance at the beginning of the reporting period i.e. 1 April 2020	Total Comprehensive Income for the year	Transfer to / (from) Retained Earnings	Dividend and dividend distribution tax on equity shares	Balance at the end of the reporting period i.e. 31 March 2021
<b>Reserves and surplus</b>					
Securities premium reserve	2,962.89	-	-	-	2,962.89
Share reduction reserve	427.79	-	-	-	427.79
Revaluation reserve	1,537.77	-	-	-	1,537.77
General reserve	210.00	-	-	-	210.00
Capital reserve	0.63	-	-	-	0.63
Retained earnings	6,530.26	1,437.17	-	(143.96)	7,823.47
	<b>11,669.34</b>	<b>1,437.17</b>	-	<b>(143.96)</b>	<b>12,962.55</b>

## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2022

### 1. Corporate information

Fiberweb (India) Limited ("Company") is a public limited company incorporated and domiciled in India. Its shares are listed on Bombay Stock Exchanges. The Registered office of Company is located at Airport Road, Kadaiya, Nani Daman, Daman (U.T) 396210. The Company is primarily engaged in the business of manufacturing of Spunbond and Melt-blown Nonwoven Fabrics from polypropylene.

### 2. Basis of preparation of financial statements

#### 2.1. Statement of Compliance

These standalone financial statements of the Company have been prepared in all material aspects in accordance with the recognition and measurement principles laid down in Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified under section 133 of the Companies Act, 2013 ('The Act') read with Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act and accounting principles generally accepted in India.

The financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements. All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria as set out in the Division II of Schedule III to the Companies Act, 2013.

#### 2.2. Basis of measurement

These standalone financial statements are prepared under the historical cost convention unless otherwise indicated.

#### 2.3. Use of estimate and judgements

The preparation of standalone financial statements in conformity with Generally Accepted Accounting Principles (GAAP) requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses and the disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognized prospectively in current and future periods. Assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ended 31 March 2022 are as follows

##### 2.3.1. Property, plant and equipment

Determination of the estimated useful life of property, plant and equipment and the assessment as to which components of the cost may be capitalized. Useful lives of tangible assets are based on the life prescribed in Schedule II of the Act. In cases, where the useful lives are different from that prescribed in Schedule II, they are based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers' warranties and maintenance support.

##### 2.3.2. Allowance for uncollected accounts receivable and advances

Trade receivables do not carry any interest and are stated at their normal value as reduced by appropriate allowances for estimated irrecoverable amounts. Individual trade receivables are written off when management seems them not collectible. Impairment is made on the expected credit loss model. The impairment provisions for financial assets are based on assumption about risk of default and expected loss rates. Judgment in making these assumptions and selecting the inputs to the impairment calculation are based on past history, existing market condition as well as forward looking estimates at the end of each reporting period.

##### 2.3.3. Allowances for inventories

Management reviews the inventory age listing on periodic basis. The review involves comparison of the carrying value of the aged inventory items with the respective net realizable value. The purpose is to ascertain whether an allowance is required to be made in the standalone financial statement for any obsolete and slow-moving items.

##### 2.3.4. Recognition of deferred tax assets and income tax

Deferred tax asset is recognized for all the deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilized. The management assumes that taxable profits will be available while recognizing deferred tax asset/liability. Management judgment is required for the calculation of provision for income taxes and deferred tax assets and liabilities. The Company reviews at each balance sheet date the carrying amount of deferred tax asset/liability. The factors used in estimates may differ from actual outcome which could lead to significant adjustment to the amounts reported in the standalone financial statements.

### **2.3.5. Recognition and measurement of other provisions**

The recognition and measurement of other provisions are based on the assessment of the probability of an outflow of resources and on past experience and circumstances known at the balance sheet date. The actual outflow of resources at a future date may, therefore, vary from the figures included in other provisions.

### **2.3.6. Contingencies**

Management judgment is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

## **3. Functional and Presentation Currency**

The financial statements are presented in Indian Rupees which is the functional currency for the Company.

## **4. Current / non-current classification**

The Company classifies any asset as current when-

- (a) It expects to realize the asset, or intends to sell or consume it, in its normal operating cycle;
- (b) It holds the asset primarily for the purpose of trading;
- (c) It expects to realize the asset within twelve months after the reporting period; or
- (d) The asset is cash or a cash equivalent unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

Otherwise as non-current.

The Company classifies any liability as current when-

- (a) It expects to settle the liability in its normal operating cycle;
- (b) It holds the liability primarily for the purpose of trading;
- (c) The liability is due to be settled within twelve months after the reporting period; or
- (d) It does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Otherwise as non-current.

## **5. Operating Cycle**

An operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents.

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

## **6. Significant Accounting Policies**

### **6.1. Property, Plant and Equipment**

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at cost less accumulated depreciation and impairment loss, if any.

Cost includes purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use.

Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates these components separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied.

All other repair and maintenance costs are recognized in the statement of profit or loss as incurred.

Capital work-in-progress in respect of assets which are not ready for their intended use are carried at cost, comprising of direct costs, related incidental expenses and attributable interest, if any.

Property, plant and equipment are derecognized either on disposal or when the asset retires from active use. Losses arising in the case of the retirement of property, plant and equipment and gains or losses arising from disposal of property, plant and equipment are recognized in the statement of profit and loss in the year of occurrence.

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation on the property, plant and equipment is provided on straight line method, over the useful life of the assets, as specified in Schedule II to the Companies Act, 2013. Property, plant and equipment which are added / disposed of during the year, depreciation is provided on pro-rata basis.

The assets' residual values, useful lives and methods of depreciation are reviewed at each financial year end and adjusted prospectively, if appropriate.

## 6.2. Financial Instruments

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

### Financial Assets

#### Classification:

The Company classifies financial assets as subsequently measured at amortized cost, fair value through other comprehensive income or fair value through profit or loss, on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

#### Initial recognition and measurement:

All financial assets (not measured subsequently at fair value through profit or loss) are recognized initially at fair value plus transaction costs that are attributable to the acquisition of the financial asset.

#### Subsequent measurement:

For the purpose of subsequent measurement, financial assets are classified in two broad categories:

- Financial assets at fair value ( FVTPL /FVTOCI)
- Financial assets at amortized cost

When assets are measured at fair value, gains and losses are either recognized in the statement of profit and loss (i.e. fair value through profit or loss (FVTPL)), or recognized in other comprehensive income (i.e. fair value through other comprehensive income (FVTOCI)).

#### Financial Assets measured at amortized cost (net of write down for impairment, if any):

Financial assets are measured at amortized cost when asset is held within a business model, whose objective is to hold assets for collecting contractual cash flows and contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest. Such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method less impairment, if any. The losses arising from impairment are recognized in the Statement of profit and loss.

#### Financial Assets measured at Fair Value through Other Comprehensive Income ("FVTOCI"):

Financial assets under this category are measured initially as well as at each reporting date at fair value, when asset is held within a business model, whose objective is to hold assets for both collecting contractual cash flows and selling financial assets. Fair value movements are recognized in the other comprehensive income.

#### Financial Assets measured at Fair Value through Profit or Loss ("FVTPL"):

Financial assets under this category are measured initially as well as at each reporting date at fair value with all changes recognized in profit or loss.

#### Investment in Subsidiary:

Investment in equity instruments of Subsidiaries are measured at cost. In the financial statements, investment in subsidiaries is carried at cost. The carrying amount is reduced to recognize any impairment in the value of investment.

#### Derecognition of Financial Assets:

A financial asset is primarily derecognized 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.

**Impairment of Financial Assets:**

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the financial assets that are debt instruments and trade receivables.

**Financial Liabilities:****Classification:**

The Company classifies all financial liabilities as subsequently measured at amortized cost or FVTPL.

**Initial recognition and measurement:**

All financial liabilities are recognized initially at fair value and, in the case of loans, borrowings and payables, net of directly attributable transaction costs.

Financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and derivative financial instruments.

**Subsequent measurement:**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Interest-bearing loans and borrowings are subsequently measured at amortized cost using the Effective Interest Rate (EIR) method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the Statement of Profit and Loss.

**Derecognition of Financial Liabilities:**

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

**6.3. Inventories**

Raw materials and packing materials are valued at lower of cost and the net realizable value, cost of which includes duties and taxes (net of Goods and Service Tax wherever applicable). Cost of imported raw materials and packing materials lying in warehouse includes the amount of customs duty. Finished products and work- in-progress are valued at lower of cost and net realizable value. Cost is arrived on moving weighted average basis.

The cost of Inventories have been computed to include all cost of purchases, cost of conversion, appropriate share of fixed production overheads based on normal operating capacity and other related cost incurred in bringing the inventories to their present location and condition.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses necessary to make the sale.

**6.4. Cash and Cash Equivalents**

Cash and Cash Equivalents comprise of cash on hand and cash at bank including fixed deposit/highly liquid investments with original maturity period of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

**6.5. Cash Flow Statement**

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flow from operating, investing and financing activities of the Company is segregated.

**6.6. Foreign Currency Transactions**

Transactions in foreign currencies are translated into the Company's functional currency at the exchange rates at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are not translated. Foreign currency exchange differences are generally recognized in the statement of profit and loss.

Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition during the period or in previous Financial Statements are recognized in the Standalone Statement of Profit and Loss in the period in which they arise.

## 6.7. Revenue Recognition

Under Ind AS 115, the Company recognized revenue when (or as) a performance obligation was satisfied, i.e. when 'control' of the goods underlying the particular performance obligation were transferred to the customer.

### Sale of Goods

The Company applied Ind AS 115 using the modified retrospective approach. Revenue is measured based on the transaction price adjusted for discounts and rebates, which is specified in a contract with customer. Revenues are net of estimated returns and taxes collected from customers.

Revenue from sale of goods is recognized at point in time when control is transferred to the customer and it is probable that consideration will be collected. Control of goods is transferred upon the shipment of the goods to the customer or when goods are made available to the customer.

The transaction price is documented on the sales invoice and payment is generally due as per agreed credit terms with customers.

The consideration can be fixed or variable. Variable consideration is only recognized when it is highly probable that a significant reversal will not occur.

Sales return is variable consideration that is recognized and recorded based on historical experience, market conditions and provided for in the year of sale as reduction from revenue. The methodology and assumptions used to estimate returns are monitored and adjusted regularly in line with trade practices, historical trends, past experience and projected market conditions.

### Interest income

Interest income is recognized with reference to the Effective Interest Rate method.

### Income from Export Benefits and Other Incentives

Export benefit available under prevalent schemes are accrued as revenue in the year in which the goods are exported and/ or services are rendered only when there is reasonable assurance that the condition attached to them will be complied with and the amounts will be received.

## 6.8. Employee Benefit

Short term employee benefits are recognized as an expense at the undiscounted amount in the statement of profit and loss for the year in which the related service is rendered;

### Post-Employment Benefits

Defined contribution plans: Company's contribution to State governed Provident Fund Scheme is recognized during the year in which the related service is rendered;

The company has not ascertained liability towards payment of gratuity and hence no provision has been made in accounts. It is accounted for on the basis of payment.

All employee benefits payable wholly within twelve months rendering service are classified as short term employee benefits. Benefits such as salaries, wages, short-term compensated absences, performance incentives etc., and the expected cost of bonus, ex- gratia are recognized during the period in which the employee renders related service. Retirement benefits are accounted as and when the same become due for payment.

## 6.9. Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.



## **6.10. Lease**

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to the Statement of profit and loss on a straight line basis over the period of the lease in a manner which is representative of the time pattern in which benefit derived from the use of the leased asset is diminished.

## **6.11. Earning Per Share**

Basic earnings per equity share are computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the period.

Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

## **6.12. Income Taxes**

Income tax expense comprises current and deferred income tax. Income tax expense is recognized in net profit in the statement of profit and loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in other comprehensive income. Current income tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted by the balance sheet date. Deferred income tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Minimum Alternate Tax ('MAT') credit is recognized as deferred tax asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the period for which the MAT credit can be carried forward for set-off against the normal tax liability. MAT credit recognized as an asset is reviewed at each Balance Sheet date and written down to the extent the aforesaid convincing evidence no longer exists.

## **6.13. Dividends to Shareholders**

Annual dividend distribution to the shareholders is recognized as a liability for the previous year for which the dividends are approved by the shareholders. Any interim dividend paid is recognized on approval by Board of Directors. Dividend payable and corresponding tax on dividend distribution is recognized directly in equity.

## **6.14. Provisions, Contingent Liabilities, Contingent Assets and Commitments**

### **General**

Provisions (legal and constructive) are recognized when the Company has a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made.

Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

If there is any expectation that some or all of the provision will be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any virtually certain reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risk specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Contingent liability is disclosed in the case of:

- a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation;
- a present obligation arising from past events, when no reliable estimates is possible;
- a possible obligation arising from past events, unless the probability of outflow of resources is remote

Contingent liabilities are not recognized but disclosed in the standalone financial statements. Contingent assets are neither recognized nor disclosed in the financial statements.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets and Non-cancellable operating lease.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

#### **7. Estimation of uncertainties relating to the global health pandemic from COVID-19:**

The COVID-19 pandemic is an evolving human tragedy declared a global pandemic by the World Health Organization with adverse impact on economy and business. Supply Chain disruptions in India as a result of the outbreak started with restrictions on movement of goods, closure of borders etc., in several states followed by a nationwide lockdown from the 25th of March 2020 announced by the Indian Government, to stem the spread of COVID-19. Due to this, the operations in Company's manufacturing activities got temporarily disrupted.

In light of these circumstances, the Company has considered the possible effects that may result from COVID-19 on the carrying amounts of financials assets, inventory, receivables, advances, property plant and equipment etc. as well as liabilities accrued. In developing the assumptions relating to the possible future uncertainties in the economic conditions because of this pandemic, the Company has used internal and external information such as our current contract terms, financial strength of partners, investment profile, future volume estimates from the business etc. Having reviewed the underlying data and based on current estimates the Company expects the carrying amount of these assets will be recovered and there is no significant impact on liabilities accrued. 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 and the Company will continue to closely monitor any material changes to future economic conditions.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

### 8 Property, plant and equipment, capital work-in-progress and investment property

#### 8.1 Current year

₹ in lakhs, unless stated otherwise

Particulars	Gross block				Accumulated depreciation/ amortisation loss				Net block		
	1 April 2021	Additions	Deletion	Adjustments	31 March 2022	1 April 2021	Additions	Deletion	Adjustments	31 March 2022	31 March 2022
<b>A] Property, plant and equipment</b>											
Freehold land	1,958.82	-	-	-	1,958.82	-	-	-	-	-	1,958.82
Building	793.15	-	-	-	793.15	356.34	23.92	-	-	380.26	412.90
Plant and equipment	8,421.73	67.99	-	(1,537.77)	6,951.95	6,897.54	1.48	-	-	6,899.02	52.93
Furniture and fixtures	72.92	75.19	-	-	148.10	53.59	5.79	-	-	59.38	88.72
Vehicles	220.39	-	-	-	220.39	200.30	8.43	-	-	208.73	11.66
Office equipment	23.74	1.17	-	-	24.91	22.05	0.16	-	-	22.22	2.69
Computer	29.87	5.13	-	-	35.00	28.37	1.79	-	-	30.16	4.84
Other electrical items	72.47	1.96	-	-	74.43	11.46	6.53	-	-	18.00	56.43
Melt blown electrical items	46.81	1.80	-	-	48.61	14.67	4.59	-	-	19.26	29.35
Melt blown building	1,719.62	73.03	-	-	1,792.65	171.98	41.97	-	-	213.96	1,578.70
Melt blown fire fighting equipment	60.56	10.74	-	-	71.30	17.26	5.91	-	-	23.17	48.13
Melt blown machinery	4,215.48	381.31	-	-	4,596.79	298.54	118.45	-	-	416.99	4,179.80
<b>Total</b>	<b>17,635.57</b>	<b>618.31</b>	-	<b>(1,537.77)</b>	<b>16,716.11</b>	<b>8,072.12</b>	<b>219.03</b>	-	-	<b>8,291.14</b>	<b>8,424.97</b>
<b>B] Capital work-in-progress *</b>	<b>587.66</b>	<b>383.45</b>	-	-	<b>971.10</b>	-	-	-	-	-	<b>971.10</b>
<b>Total Property, plant and equipment, capital work-in-progress and investment property</b>											<b>9,396.07</b>

#### Note:

During the year, the revaluation reserves has been reduced from the asset's revalued and is brought to its original cost.

**8 Property, plant and equipment, capital work-in-progress and investment property**

₹ in lakhs, unless stated otherwise

Particulars	1 April 2020			31 March 2021			1 April 2020			31 March 2021			Net block 31 March 2021
	1 April 2020	Additions	Deletion	Adjustments	31 March 2021	1 April 2020	Additions	Deletion	Adjustments	31 March 2021	31 March 2021		
<b>AJ Property, plant and equipment</b>													
Freehold land	811.33	1,147.49	-	-	1,958.82	-	-	-	-	-	-	-	1,958.82
Building	793.15	-	-	-	793.15	332.41	23.93	-	-	356.34	-	-	436.82
Plant and equipment	8,397.84	23.89	-	-	8,421.73	6,619.44	278.11	-	-	6,897.54	-	-	1,524.19
Furniture and fixtures	68.95	3.96	-	-	72.92	50.64	2.95	-	-	53.59	-	-	19.33
Vehicles	220.39	-	-	-	220.39	191.30	9.00	-	-	200.30	-	-	20.09
Office equipment	23.45	0.29	-	-	23.74	21.91	0.14	-	-	22.05	-	-	1.68
Computer	28.73	1.13	-	-	29.87	28.32	0.05	-	-	28.37	-	-	1.49
Other electrical items	9.77	62.70	-	-	72.47	6.59	4.87	-	-	11.46	-	-	61.01
Melt blown electrical items	45.41	1.40	-	-	46.81	10.35	4.32	-	-	14.67	-	-	32.14
Melt blown building	1,475.23	244.39	-	-	1,719.62	99.72	72.27	-	-	171.98	-	-	1,547.64
Melt blown fire fighting equipment	60.56	-	-	-	60.56	11.51	5.75	-	-	17.26	-	-	43.30
Melt blown machinery	3,474.22	741.27	-	-	4,215.48	187.13	111.41	-	-	298.54	-	-	3,916.95
<b>Total</b>	<b>15,409.05</b>	<b>2,226.52</b>	<b>-</b>	<b>-</b>	<b>17,635.57</b>	<b>7,559.31</b>	<b>512.81</b>	<b>-</b>	<b>-</b>	<b>8,072.12</b>	<b>-</b>	<b>-</b>	<b>9,563.46</b>
<b>BJ Capital work-in-progress *</b>	<b>1,221.00</b>	<b>587.66</b>	<b>1,221.00</b>	<b>-</b>	<b>587.66</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>587.66</b>
<b>Total Property, plant and equipment , capital work-in-progress and investment property</b>													<b>10,151.11</b>

\* Figures in Capital work in progress deletion column indicates re-capitalisation during the year.

₹ in lakhs, unless stated otherwise

### 8.3 Capital Work-in Progress “C-WIP”

#### Ageing Schedule

Particulars	Period	As at 31 March 2022	As at 31 March 2021
Project in progress	< 1 year	383.45	587.66
	1-2 years	587.66	-
	2-3 years	-	-
	> 3 years	-	-
		<b>971.10</b>	<b>587.66</b>

#### Completion Schedule

Particulars	Period	As at 31 March 2022	As at 31 March 2021
Flat Bond	< 1 year	-	-
	1-2 years	971.10	587.66
	2-3 years	-	-
	> 3 years	-	-
		<b>971.10</b>	<b>587.66</b>

### 9 Investment

Particulars	As at 31 March, 2022	As at 31 March, 2021
<b>Investment in Equity Instruments (Unquoted, at cost)</b>		
<i>- In Subsidiary</i>		
100 (31 March 2021 - 100) Ordinary shares of ₹20000 fully paid up Sheth Nonwoven Trading FTZ	20.00	20.00
<i>- In Others</i>		
Goa Bank 107 (31 March 2021 - 107) Ordinary shares of ₹100 fully paid up	0.11	0.11
	<b>20.11</b>	<b>20.11</b>
<b>Aggregate amount of unquoted investment</b>	<b>20.11</b>	<b>20.11</b>

#### Information about subsidiary

Name of the Company / Country of incorporation / Principle activity	Proportion (%) of equity interest	
	As at 31 March 2022	As at 31 March 2021
Sheth Nonwoven Trading FTZ / United Arabs Emirates / Trading of Non-woven fabrics	100.00	100.00

### 10 Other non current assets

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Unsecured, considered good unless otherwise stated</b>		
<u>Advances</u>		
- Capital advances	70.15	70.15
- Advance to Sheth Non Woven Trading FZE	72.77	72.77
	<b>142.92</b>	<b>142.92</b>

₹ in lakhs, unless stated otherwise

#### 11 Deferred tax asset

Particulars	As at 31 March 2022	As at 31 March 2021
Deferred tax asset	122.61	93.42
	<b>122.61</b>	<b>93.42</b>

#### 12 Inventories

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Valued at lower of cost or net realisable value</b>		
Raw materials	1,249.24	1,188.61
Finished goods	1,014.12	853.19
Stores and spares	207.28	206.09
Packing materials	21.58	20.33
	<b>2,492.23</b>	<b>2,268.22</b>

#### 13 Trade receivables

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Trade receivables (Unsecured, considered good)</b>		
Outstanding for a period exceeding six months from the date they were due for payment	-	-
Other trade receivable	2,378.04	2,273.26
Less: Loss allowance	-	-
	<b>2,378.04</b>	<b>2,273.26</b>

#### Ageing Schedule

As at March 31, 2022: Undisputed trade receivables –considered good

Particulars	Period	As at 31 March 2022	As at 31 March 2021
Outstanding for following periods from due date of payment	< 6 months	2,378.04	2,273.26
	6 mths - 1 year	-	-
	1 - 2 years	-	-
	2 - 3 years	-	-
	> 3 years	-	-
	<b>Total</b>	<b>2,378.04</b>	<b>2,273.26</b>

#### 14 Cash and cash equivalents

Particulars	As at 31 March 2022	As at 31 March 2021
Cash on hand	27.60	8.90
Balances with banks		
- In current accounts	206.76	192.89
- In EEFC (Exchange Earner's Foreign Currency) accounts	385.84	457.36
Balances held as margin money or security against borrowings, guarantees and other commitments	27.40	26.17
	<b>647.60</b>	<b>685.32</b>

Balances with banks include margin monies amounting to ₹ 27.40 Lacs (31 March, 2021: ₹ 26.17 Lacs) which have an original maturity of more than 12 months and also, includes Unclaimed Dividend of ₹ 10 Lakhs (31 March 2021: ₹ 10 Lakhs)



₹ in lakhs, unless stated otherwise

**15 Current tax assets**

Particulars	As at 31 March 2022	As at 31 March 2021
Income Taxes Paid (Net of Provisions)	26.55	20.37
	<b>26.55</b>	<b>20.37</b>

**16 Other current assets**

Particulars	As at 31 March 2022	As at 31 March 2021
Other than capital advances	512.38	596.59
Prepaid expenses	8.18	9.31
Other Deposit	144.97	104.97
<u>Balance with government authorities</u>		
Custom duty advance deposit	0.15	0.61
Deposit - Sales tax authority	0.30	0.30
Tax collected at source	2.18	0.83
Goods & service tax paid	183.15	198.36
	<b>851.31</b>	<b>910.97</b>

**17 Equity share capital**

Particulars	As at 31 March 2022	As at 31 March 2021
<b>(a) Authorised</b>		
5,00,00,000 (31 March 2021: 5,00,00,000) equity shares of ₹10/- each	5,000.00	5,000.00
<b>(b) Issued, subscribed &amp; paid up</b>		
28,791,710 (31 March 2021: 28,791,710) equity shares of ₹10/- each	2,879.17	2,879.17
	<b>2,879.17</b>	<b>2,879.17</b>

**(i) Reconciliation of the number of Equity shares**

Equity shares	As at 31 March 2022		As at 31 March 2021	
	Nos.	₹ in lakhs	Nos.	₹ in lakhs
Opening number/amount of equity shares	28,791,710	2,879.17	28,791,710	2,879.17
<b>Add/(Less):</b>				
Issued / forfeited during the year	-	-	-	-
<b>Closing number/amount of equity shares</b>	<b>28,791,710</b>	<b>2,879.17</b>	<b>28,791,710</b>	<b>2,879.17</b>

**(ii) Rights, preferences and restrictions attached to shares**

The Company has a single class of equity shares having at par value of ₹10/- per share. Each holder of equity share is eligible to one vote per share held. In the event of liquidation of the Company, the equity shareholders are eligible to receive the remaining assets of the Company in proportion to the number of equity shares held by each shareholder, after settlement of all preferential obligations.

**(iii) The Company is not a subsidiary of any other company.**

**(iv) Details of held by shareholders holding more than 5% of the aggregate shares in the Company**

Class of shares / Name of shareholder	As at 31 March 2022		As at 31 March 2021	
	Nos.	% held	Nos.	% held
<b>Equity shares with voting rights</b>				
Pravin V Sheth	3,554,873	<b>12.35</b>	3,554,873	<b>12.35</b>
Bhavesh P Sheth	6,249,596	<b>21.71</b>	6,249,596	<b>21.71</b>
Gayatri Pipes and Fittings Pvt Ltd	3,521,463	<b>12.23</b>	3,521,463	<b>12.23</b>

₹ in lakhs, unless stated otherwise

**(v) Other details of equity shares for a period of five years immediately preceding 31 March 2022**

- a 11,00,000 equity shares were issued during the year ended 31 March 2018
- b 1,43,95,855 bonus equity shares were issued during the year ended 31 March 2018
- c 7,00,000 equity shares were issued during the year ended 31 March 2017
- d For the year ended 31 March 2016, 43,97,238 number of shares were reduced and further allotment of 60,00,000 shares was made as per BIFR order dated 20 October 2015.

**(vi) There is no change in shareholding of Promoters :**

Promoter Name	Shares held by Promoter			
	As at March 31,2022		As at March 31,2021	
	No. of Shares	% of total shares	No. of Shares	% of total shares
Pravin V Sheth	3,554,873.00	12.35	3,554,873.00	12.35
Bhavesh P Sheth	6,249,596.00	21.71	6,249,596.00	21.71
Soniya P Sheth	11,000.00	0.04	11,000.00	0.04
Unnati Pravin Sheth	2,329.00	0.01	2,329.00	0.01

Promoter Name	Shares held by Promoter			
	As at March 31,2021		As at March 31,2020	
	No. of Shares	% of total shares	No. of Shares	% of total shares
Pravin V Sheth	3,554,873.00	12.35	3,554,873.00	12.35
Bhavesh P Sheth	6,249,596.00	21.71	6,249,596.00	21.71
Soniya P Sheth	11,000.00	0.04	11,000.00	0.04
Unnati Pravin Sheth	2,329.00	0.01	2,329.00	0.01

**18 Other equity**

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Securities/Share Premium account</b>	2,962.89	2,962.89
<b>Share Reduction Reserve</b>	427.79	427.79
<b>Revaluation Reserve</b>		
Opening balance	1,537.77	1,537.77
Less: Adjusted against assets ***	(1,537.77)	-
Closing balance	-	1,537.77
<b>General Reserve</b>	210.00	210.00
<b>Capital Reserve</b>	0.63	0.63
<b>Surplus in Statement of Profit and Loss</b>		
Opening balance	7,823.47	6,530.26
Less: Dividend and dividend distribution tax	-	(143.96)
Add: Profit for the year	1,133.50	1,437.17
Closing balance	8,956.97	7,823.47
	<b>12,558.28</b>	<b>12,962.55</b>

\*\*\* During the year, the revaluation reserves has been reduced from the asset's revalued and is brought to its original cost.

₹ in lakhs, unless stated otherwise

## 19 Trade payables

Particulars	As at 31 March 2022	As at 31 March 2021
Total outstanding due to:		
- Micro, Small and Medium Enterprise	-	-
- Others	618.10	683.37
	<b>618.10</b>	<b>683.37</b>

### Ageing schedule for outstanding from due date of payment

Particulars	As at 31 March, 2022				
		MSME	Others	Disputed dues - MSME	Disputed dues - Others
Trade payables	< 1 year	-	618.10	-	-
	1 - 2 years	-	-	-	-
	2 - 3 years	-	-	-	-
	> 3 years	-	-	-	-
		-	<b>618.10</b>	-	-

Particulars	As at 31 March, 2021				
		MSME	Others	Disputed dues - MSME	Disputed dues - Others
Trade payables	< 1 year	-	683.37	-	-
	1 - 2 years	-	-	-	-
	2 - 3 years	-	-	-	-
	> 3 years	-	-	-	-
		-	<b>683.37</b>	-	-

## 20 Other current financial liabilities

Particulars	As at 31 March 2022	As at 31 March 2021
Dividend	10.07	10.07
Short term loan (secured)		
- From banks	-	-
	<b>10.07</b>	<b>10.07</b>

## 21 Other current liabilities

Particulars	As at 31 March 2022	As at 31 March 2021
Advance from customers	1.02	1.02
Statutory dues **	10.78	29.51
	<b>11.80</b>	<b>30.53</b>

Particulars	As at 31 March 2022	As at 31 March 2021
<b>** Statutory dues</b>		
Tax deducted at source	8.33	5.14
Professional tax	0.07	0.02
Goods & service tax	1.24	24.11
Tax collected at source	1.13	0.24

₹ in lakhs, unless stated otherwise

	<b>Ratio</b>	<b>Current Year</b>	<b>Previous Year</b>	<b>Change %</b>
a)	Current ratio	9.99	8.51	17.49
b)	Debt-Equity ratio	-	-	
c)	Debt service coverage ratio	-	-	
d)	Return on equity ratio	7.34	9.07	(19.06)
e)	Inventory turnover ratio	3.45	3.42	0.64
f)	Trade receivable turnover ratio	4.10	5.15	(20.31)
g)	Trade payable turnover ratio	12.61	16.22	(22.26)
h)	Net capital turnover ratio	1.71	2.05	(16.67)
i)	Net profit ratio (in %)	11.88	13.37	(11.16)
j)	Return on capital employed (in %)	8.94	11.65	(23.27)
k)	Return on investment (in %)	-	-	

**22 Revenue from operations**

<b>Particulars</b>	<b>31 March 2022</b>	<b>31 March 2021</b>
Sale of:		
- Finished goods	9,521.06	10,739.72
Other operating revenues	18.75	5.63
	<b>9,539.81</b>	<b>10,745.35</b>

**23 Other income**

<b>Particulars</b>	<b>31 March 2022</b>	<b>31 March 2021</b>
Interest income		
- from banks	3.42	19.94
- from others	3.09	3.89
Export schemes	9.90	61.24
Gain on foreign exchange fluctuation	86.42	32.74
	<b>102.83</b>	<b>117.81</b>

**24 Cost of materials consumed**

<b>Particulars</b>	<b>31 March 2022</b>	<b>31 March 2021</b>
Opening stock	1,188.61	980.10
Add: Purchases	6,218.75	6,100.28
	7,407.36	7,080.38
Less: Closing stock	(1,249.24)	(1,188.61)
	<b>6,158.11</b>	<b>5,891.77</b>

**25 Changes in inventories of finished goods**

<b>Particulars</b>	<b>31 March 2022</b>	<b>31 March 2021</b>
Inventories at the end of the year		
- Finished goods	1,014.12	853.19
Inventories at the beginning of the year		
- Finished goods	853.19	1,800.11
	<b>(160.93)</b>	<b>946.92</b>

**26 Employee benefits expense**

<b>Particulars</b>	<b>31 March 2022</b>	<b>31 March 2021</b>
Salaries and wages	396.40	374.86
Employee benefit plans		
- Provident and other funds	25.33	23.16
- Gratuity and other benefit plans	2.44	8.75
	<b>424.17</b>	<b>406.78</b>

**Employee benefits :**

As required by Ind AS 19 ' Employee Benefits' the disclosures are as under:

**Defined Contribution Plan**

The Company offers its employees defined contribution plans in the form of provident fund (PF) and Employees' pension scheme (EPS) for all employees, with the government authorities. Contributions are made to the Government administered funds. While both the employees and the Company pay predetermined contributions into the Provident Fund, contributions into the Pension fund is made only by the Company. The Company recognised ₹ 25.33 Lakhs (31 March, 2021 : ₹ 23.16 Lakhs) The contributions are normally based on a certain proportion of the employee's salary and the contribution payable to these plans by the Company are at rates specified in the rules of the schemes.

**Defined Benefits Plan**

All defined benefit plans obligations are determined at actuals, as at the Balance Sheet date, for the amount being actually paid during the year. The classification of the Company's net obligation into current and non-current is ascertained as and when the said liability arises.

**27 Other expenses**

Particulars	31 March 2022	31 March 2021
Manufacturing expense	873.98	635.02
Power and fuel	211.31	223.72
Bank charges	10.27	6.20
Communication	1.66	2.33
Donations and contributions	56.71	41.26
Insurance	12.69	12.17
Remuneration to Auditor (Refer note below- 28)	6.30	6.15
Legal and professional	54.87	21.59
Postage and printing expenses	10.45	10.67
Rates and taxes	2.37	2.54
Rent	12.90	12.60
Security charges	17.58	12.84
Directors sitting fees	1.30	0.50
Travelling expenses	6.68	6.76
Branch expenses (US)	184.27	181.39
Other expenses	58.65	55.92
<u>Repairs and maintenance</u>		
- for buildings	12.63	0.58
- for machinery	1.21	3.91
- for others	28.32	14.13
Selling & distribution expenses	57.81	8.57
	<b>1,621.96</b>	<b>1,258.87</b>

**28 Remuneration to auditors:**

Particulars	31 March 2022	31 March 2021
Audit fees	2.10	2.00
Tax Audit fees	2.10	2.00
Certification & Other matters	0.20	1.15
Out of pocket expenses	1.90	1.00
	<b>6.30</b>	<b>6.15</b>

₹ in lakhs, unless stated otherwise

## 29 Contribution towards Corporate Social Responsibility (CSR):

As per section 135 of the Act, a CSR committee has been formed by the Company. The fund are utilized during the year on the activities which are specified in schedule VII of the Act. The utilization is done by way of direct and indirect contribution towards various activities.

Particulars	31 March 2022	31 March 2021
Amount required to be spent by the company during the year	24.13	29.58
Amount of expenditure incurred on		
(i) Construction/Acquisition of any asset		
(ii) on purposes other than (i) above	56.71	41.26
Shortfall at the end of the year	-	-
Total of previous years shortfall	-	-
Reason for shortfall	NA	NA
Nature of CSR activities	Education, Skilling, Employment, Health, Wellness, Water, Sanitation, Disaster Relief and Hygiene	
Details of related party transactions in relation to CSR expenditure as per relevant Accounting Standard	-	-

## 30 Earnings Per Share ('EPS')

The numerator and denominator used to calculate basic and diluted earnings per share:

Particulars	31 March 2022	31 March 2021
Profit attributable to equity holders for Basic and diluted EPS	1,133.50	1,437.17
Weighted average number of equity shares outstanding for Basic and diluted EPS	28,791,710.00	28,791,710.00
<b>Basic and diluted earning per share (Amount in ₹)</b>	<b>3.94</b>	<b>4.99</b>

## 31 Details of dues to Micro And Small Enterprises as defined under the Micro, Small and Medium enterprises development act, 2006

Particulars	31 March 2022	31 March 2021
<b>Total outstanding dues of micro enterprises and small enterprises(as per the intimation received from vendors)</b>		
a) Principal and interest amount remaining unpaid	-	-
b) Interest paid by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day	-	-
c) Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprises Act, 2006	-	-
d) Interest accrued and remaining unpaid	-	-
e) Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises	-	-
<b>Total outstanding dues of creditors other than micro enterprises and small enterprises</b>	<b>-</b>	<b>-</b>
This information has been determined to the extent such parties have been identified on the basis of information available with the Company.		



₹ in lakhs, unless stated otherwise

### 32 Commitments and Contingencies:

#### Contingent Liabilities

Particulars	31 March 2022	31 March 2021
<b>Disputed by the Company</b>		
Anti-dumping duty	152.78	152.78
Custom duty	294.85	294.85
Central Excise duty	17.45	17.45

Central Excise Department has ordered the Company to pay Anti-dumping duty of ₹ 138 Lakhs vide an order dated 3 February, 2017 on imports of Polypropylene for the period beginning from August 2009 to March 2015, along with interest and penalty at the appropriate rate. The department has also imposed a penalty of ₹ 15 Lakhs on Mr. G. R. Ravindran, the then Executive Director of the Company.

The Company presented the BIFR order in rehabilitation scheme specifically directing the Central Excise & Custom Department for the waiver of penalty and interest, since the Company is 100% Export Oriented Unit, at Daman. The Company has made a deposit for appeal @ 7.5% on the disputed duty amounting to ₹ 10 Lakhs and 7.5% on penalty imposed amounting to ₹ 1 Lakh. The Company has filed an appeal on 12 May, 2017 in the Customs, Excise and Service Tax Appellate Tribunal, Ahmedabad against the said order. The said matter is pending before the Appellate Tribunal.

Customs and Central Excise Department, Daman has raised a demand on 26 September 2019 towards Custom duty of ₹ 295 Lakhs alongwith interest and penalty as applicable. Also a demand of Central Excise duty for ₹ 17 Lakhs alongwith interest and penalty as applicable. The Company has made a deposit for appeal @ 7.5% on the disputed duty amounting to ₹ 22 Lakhs and 7.5% on disputed excise duty amounting to ₹ 1 Lakh. The Company has filed an appeal on 9 January, 2020 in the Customs, Excise and Service Tax Appellate Tribunal, Ahmedabad against the said order. The said matter is pending before the Appellate Tribunal.

The Company does not expect the outcome of the matters stated above to have any material adverse impact on the Company's financial condition, results of operations or cash flows.

### 33 Disclosure for operating leases under Ind AS 116 -“ Leases”:

Company has taken office premise on lease for 11 months, which is generally cancellable/renewable on mutually agreeable terms. There is no restrictions imposed by these lease arrangement and there are no sub lease. There are no contingent rents.

### 34 Foreign currency exposures on assets and liabilities

Company is exposed to currency risk to the extent that there is a mismatch between the currencies in which sales, purchases and borrowings are denominated and the functional currency of Company. The currencies in which these transactions are primarily denominated is US dollars

The year-end foreign currency exposures that have not been mitigated by a derivative instrument or otherwise are as below:

The following table analyses foreign currency risk as:

Particulars	31 March 2022	31 March 2021
	Amount in "US Dollars"	
Bank Balance	509,911.89	19,766.00
Trade Receivables	282,218.21	663,857.00

The audited statement of accounts of USA Branch have not been received till the date of signing the Audit Report of the Company. All original documents are lying with US Office. The value of total transactions is ₹ 184.27 Lakhs (31st March, 2021: ₹ 181.39 Lakhs) i.e. US\$ 247,200 (31st March, 2021: US\$ 247,200) as against total turnover of ₹ 9,540 Lakhs (31st March, 2021: ₹ 10,745 Lakhs), i.e. 1.93% (31st March, 2021: 1.69%) which is insignificant, from the materiality point of view.

₹ in lakhs, unless stated otherwise

**35 Related party disclosure as required by IND AS 24 are given below**

**A) Relationships :**

**Category I - Subsidiary**

Sheth Nonwoven Trading FTZ

**Category II - Directors, Key Managerial Personnel and their relatives**

Pravin V Sheth	Director
Bhavesh Sheth	Non-Executive Director
Soniya P Sheth	Non-Executive Director
Mukesh Pandya	Chief Financial Officer
Dipika Shinde (uptill 27.02.2021)	Company Secretary
Sonali Rudre (uptill 11.11.2021)	Company Secretary
Krutika Gada (w.e.f 01.12.2021)	Company Secretary
Dhwani Sheth	Daughter of Director

**Category III - Enterprise over which persons covered under Category II above are able to exercise significant control:**

Kunststoffe Industries Limited  
Sun Capital & Consultancy Private Limited  
Sun Properties Private Limited  
Star Developers Private Limited

**B) The following transactions were carried out with related parties :**

Particulars	31 March 2022	31 March 2021
<b>Compensation to Key Managerial Person</b>		
<b>Short Term Employee Benefits</b>		
Mukesh Pandya	15.44	14.82
Dipika Shinde	-	3.20
Sonali Rudre	1.31	
Krutika Gada	1.53	
<b>Professional fees paid</b>		
Pravin V Sheth	36.00	30.00
<b>Rent paid</b>		
Kunststoffe Industries Limited	12.00	12.00
<b>Compensation paid</b>		
Pravin Sheth	-	0.24
Sun Capital & Consultancy Private Limited	-	0.07
Sun Properties Private Limited	-	0.07
Star Developers Private Limited	-	-
<b>Sale of MEIS License to</b>		
Kunststoffe Industries Limited	9.90	0.93

Director sitting fees are paid during the year which are not considered in the related party transactions.

₹ in lakhs, unless stated otherwise

**C) Amount outstanding :**

<b>Particulars</b>	<b>31 March 2022</b>	<b>31 March 2021</b>
<b>Investment in wholly owned Subsidiary</b>		
Sheth Nonwoven Trading FTZ	20.00	20.00
<b>Advances</b>		
Sheth Nonwoven Trading FTZ	72.77	72.77
<b>Payable</b>		
Kunststoffe Industries Limited	5.89	2.37

- 36 Debtors and Creditors balances are subject to confirmations from the parties.
- 37 In the opinion of the Board of Directors the Current Assets, Loans & Advances except those shown as doubtful have a value on realization in the ordinary course of business at least equal to the amount at which items are stated in the Balance Sheet.
- 38 Figures of the current year and previous year have been re-grouped / rearranged /reclassified wherever necessary.

As per our report of even date

**For Akshay Kirtikumar & Associates LLP**  
**Chartered Accountants**  
**Firm Registration No: 138182W/W100760**

**Akshay K. Shah**  
**Partner**  
**Membership No.: 155729**

**Mumbai, 27 May 2022**

**For and on behalf of the Board of Directors of**  
**Fiberweb (India) Limited**

**Pravin V. Sheth**  
**Director**

**Krutika Gada**  
**Company Secretary**

**Mumbai, 27 May 2022**

**Rajesh Shukla**  
**CEO & Executive Director**

**Mukesh Pandya**  
**CFO**

# **Consolidated Financial Statements**

## INDEPENDENT AUDITOR'S REPORT

To the Members of  
**FIBERWEB (INDIA) LIMITED**

### Report on the Audit of the Consolidated Financial Statements

#### Opinion

We have audited the accompanying consolidated financial statements of Fiberweb (India) 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 31 March 2022, the consolidated statement of profit and loss (including Other Comprehensive Income, if any), consolidated statement of cash flow and consolidated statement of changes in equity for the year then ended and notes to the consolidated financial statements, including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on separate financial statements of the subsidiary company as were audited by other auditors, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, of the consolidated state of affairs of the Group as at 31 March 2022, and its consolidated profit, its consolidated cash flows and the consolidated changes in equity for the year ended on that date.

#### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us along with the consideration of audit reports of the other auditors referred to in sub paragraph (a) of the "Other Matters" paragraph below, is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the 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

#### Information Other than the Financial Statements and Auditor's Report thereon

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

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

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

#### Management's and Board of Directors' Responsibility for the Consolidated Financial Statements

The Holding Company's management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of each Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the Management and Board of Directors included in the Group are responsible for assessing the each 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.

The respective Board of Directors of the Companies included in the Group are also responsible for overseeing each Company's financial reporting process.

#### **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 Standards on Auditing 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 Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

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

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 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**

We did not audit the financial statements / financial information of a subsidiary, whose financial statements/financial information reflect total assets as at 31 March 2022, total revenues and net cash flows for the year ended as on that date, as considered in the consolidated financial statements. These financial statements/financial information were unaudited by other auditors and the unaudited reports have been furnished to us by the Management for the then year ended and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these 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 unaudited reports of the other auditors.

In our opinion and to the best of our information and according to the explanations given to us 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 unaudited reports of the other auditors and the financial statements/financial information certified by the Management.

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

1. As required by section 143(3) of the Act, based on our audit we report and on the consideration of unaudited reports of the other auditors on separate financial statements of such subsidiary as were unaudited by other auditors, as noted in the 'Other Matters' paragraph, we report, to the extent applicable, that
  - a) We have sought and obtained relevant information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books and the unaudited reports of the other auditors;
  - c) The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this report are in agreement with the books of accounts;
  - d) In our opinion, the aforesaid consolidated financial statements comply with Ind AS specified under section 133 of the Act;
  - e) On the basis of the written representations received from the directors as on 31 March 2022 and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2022 from being appointed as a director in terms of section 164(2) of the Act;
  - f) With respect to the adequacy of the internal financial controls with reference to consolidated financial statements of the Holding Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Holding Company's internal financial controls over financial reporting.
2. With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us
  - a) The Holding Company has disclosed for the Group the impact of pending litigation on its financial position as at 31 March 2022 - Refer note 34 to the consolidated financial statements;
  - b) The Company has made provision as at 31 March 2022, as required under the applicable law or Ind AS, for material foreseeable losses, if any, to the consolidated financial statements;
  - c) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31 March 2022;
  - d) i) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Group to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
    - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Holding Company or
    - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries



- ii) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Holding Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company shall:
- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or
  - provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries; and
- iii) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (d)(i) and (d)(ii) contain any material misstatement; and
- e) The dividend declared or paid during the year by the Holding Company is in compliance with Section 123 of the Act.
3. With respect to the matter to be included in the Auditors' Report under section 197(16):
- In our opinion and according to the information and explanations given to us, the remuneration paid by the Holding Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

**For Akshay Kirtikumar & Associates LLP**  
**Chartered Accountants**  
**Firm's Registration No.: 138182W/W100760**

**Akshay Shah**  
**Partner**

**Place:- Mumbai**  
**Date:- 27 May 2022**

**Membership No.: 155729**  
**UDIN: 22155729AJTIFP2011**

## **Annexure A to the Independent Auditor’s Report**

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

### **Report on the internal financial controls over financial reporting under Clause (i) of Sub- section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls with reference to consolidated financial statements of Fiberweb (India) Limited (“the Holding Company”) as of 31 March 2022 in conjunction with our audit of the consolidated financial statements of the Company for the year ended on that date.

#### **Management’s Responsibility for Internal Financial Controls**

The Company’s management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls over financial reporting criteria established by the Holding 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 (the “ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act .

#### **Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company’s internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements were established and maintained and whether 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 with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the consolidated 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 with reference to consolidated financial statements.

#### **Meaning of Internal Financial Controls over Financial Reporting**

A Company’s internal financial controls with reference to consolidated financial statements 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 controls with reference to financial statements include 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 consolidated 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 with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### **Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Holding Company has, in all material respects, an adequate internal financial controls system over the consolidated financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2022, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

**For Akshay Kirtikumar & Associates LLP**  
**Chartered Accountants**  
**Firm's Registration No.: 138182W/W100760**

**Akshay Shah**  
**Partner**

**Place:- Mumbai**  
**Date:- 27 May 2022**

**Membership No.: 155729**  
**UDIN: 22155729AJTIFP2011**

## CONSOLIDATED BALANCE SHEET AS AT 31 MARCH 2022

₹ in lakhs, unless stated otherwise

Particulars	Note No.	As at 31 March, 2022	As at 31 March, 2021
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	10	8,424.97	9,563.46
Capital-work-in progress	10	971.10	587.66
Financial assets			
- Investments	11	0.11	0.11
Other non-current assets	12	70.15	70.15
Deferred tax asset (net)	13	122.61	93.42
<b>Total non-current assets</b>		<b>9,588.94</b>	<b>10,314.79</b>
<b>Current assets</b>			
Inventories	14	2,492.23	2,268.22
Financial assets			
- Trade receivables	15	4,143.22	4,038.43
- Cash and cash equivalent	16	656.81	694.52
Current tax assets	17	26.55	20.37
Other current assets	18	846.76	906.42
<b>Total current assets</b>		<b>8,165.56</b>	<b>7,927.97</b>
<b>TOTAL ASSETS</b>		<b>17,754.50</b>	<b>18,242.76</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	19	2,879.17	2,879.17
Other equity	20	14,235.35	14,639.62
<b>Total Equity</b>		<b>17,114.52</b>	<b>17,518.79</b>
<b>Current liabilities</b>			
Trade payables to	21		
- Micro, Small and Medium Enterprises		-	-
- Others		618.10	683.38
Other financial liabilities	22	10.07	10.07
Other current liabilities	23	11.80	30.53
<b>Total Liabilities</b>		<b>639.96</b>	<b>723.97</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>17,754.50</b>	<b>18,242.76</b>
<b>The notes referred to above form an integral part of consolidated financial statements</b>			

As per our report of even date  
**For Akshay Kirtikumar & Associates LLP**  
*Chartered Accountants*  
 Firm Registration No: 138182W/W100760

**Akshay K. Shah**  
*Partner*  
 Membership No.: 155729

Mumbai, 27 May 2022

For and on behalf of the Board of Directors of  
**Fiberweb (India) Limited**

**Pravin V. Sheth**  
*Director*

**Krutika Gada**  
*Company Secretary*

Mumbai, 27 May 2022

**Rajesh Shukla**  
*CEO & Executive Director*

**Mukesh Pandya**  
*CFO*

## CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2022

₹ in lakhs, unless stated otherwise

Particulars	Note No.	Year ended 31 March 2022	Year ended 31 March 2021
<b>INCOME</b>			
Revenue from operations	24	9,539.81	10,745.35
Other income	25	102.83	117.81
<b>Total income</b>		<b>9,642.65</b>	<b>10,863.16</b>
<b>EXPENSES</b>			
Cost of materials consumed	26	6,158.11	5,891.77
Changes in inventories	27	(160.93)	946.92
Employee benefits expenses	28	424.17	406.78
Depreciation and amortisation expenses	10	219.03	512.80
Finance cost		-	-
Other expenses	29	1,621.96	1,258.87
<b>Total expenses</b>		<b>8,262.34</b>	<b>9,017.14</b>
<b>Profit before tax for the year</b>		<b>1,380.31</b>	<b>1,846.03</b>
<b>Less:</b>			
Current tax		276.00	444.50
Deferred tax (credit) / charge		(29.19)	(58.58)
Income Tax of Earlier Years		-	22.94
<b>Total comprehensive income</b>		<b>1,133.50</b>	<b>1,437.17</b>
<b>Earnings per share (Face Value of ₹ 10/- Each)</b>	32		
Basic earnings per share (Amount in ₹)		3.94	4.99
Diluted earnings per share (Amount in ₹)		3.94	4.99
<b>The notes referred to above form an integral part of consolidated financial statements</b>			

As per our report of even date

**For Akshay Kirtikumar & Associates LLP**  
*Chartered Accountants*  
Firm Registration No: 138182W/W100760

**Akshay K. Shah**  
*Partner*  
Membership No.: 155729

Mumbai, 27 May 2022

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*Company Secretary*

Mumbai, 27 May 2022

**Rajesh Shukla**  
*CEO & Executive Director*

**Mukesh Pandya**  
*CFO*

## CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2022

₹ in lakhs, unless stated otherwise

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
<b>Net profit after Tax</b>	<b>1,133.50</b>	<b>1,437.17</b>
<b>Add: Non-cash items / items considered separately</b>		
Depreciation and Amortisation	219.03	512.80
Provision for Income-Tax & deferred tax	246.81	408.86
<b>Less: Non-cash items / items considered separately</b>		
Net gain on foreign currency transactions and translation	(86.42)	(32.75)
Interest Income	(6.51)	(23.83)
<b>Operating profits before working capital changes</b>	<b>1,506.42</b>	<b>2,302.25</b>
<b>Changes In Working Capital</b>		
(Increase)/ Decrease in Trade Receivables	(104.78)	(371.62)
(Increase)/ Decrease in Inventories	(224.01)	724.11
(Increase)/ Decrease in Other current assets	59.66	(324.41)
(Decrease)/ Increase in Provisions	-	41.14
(Decrease)/ Increase in Other liabilities	(18.73)	(9.03)
(Decrease)/ Increase in Trade payables	(65.28)	255.88
	<b>1,153.27</b>	<b>2,618.33</b>
Net Income Tax (Paid) / Refund	(282.18)	(461.82)
<b>NET CASH FLOW FROM OPERATING ACTIVITIES</b>	<b>871.09</b>	<b>2,156.54</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
Interest Income	6.51	23.83
Purchase of Fixed Assets less re-capitalisation from Capital WIP	(618.31)	(1,005.52)
Advances given/realised	-	(75.00)
Investment made/non-current assets	-	62.77
Amount spent on Capital WIP	(383.45)	(587.66)
<b>NET CASH FLOW USED IN INVESTING ACTIVITIES</b>	<b>(995.24)</b>	<b>(1,581.58)</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
Loans received during the year	-	-
Net (loss) / Gain on foreign currency transactions	86.42	32.75
Other Non-current financial liabilities	-	(4.94)
Proceeds from borrowings	-	(611.49)
Dividend and dividend distribution tax	-	(143.96)
<b>NET CASH FLOW FROM FINANCING ACTIVITIES</b>	<b>86.42</b>	<b>(727.64)</b>
<b>NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>(37.72)</b>	<b>(152.67)</b>
<b>Cash &amp; Cash Equivalent at the beginning of the year</b>		
Cash on Hand	18.10	46.80
Bank Balance	676.42	800.40
	<b>694.52</b>	<b>847.20</b>

## CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2022

₹ in lakhs, unless stated otherwise

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
<b>Less: Cash &amp; Cash Equivalent at the end of the year</b>		
Cash on Hand	36.81	18.10
Bank Balance	620.00	676.42
	<b>656.81</b>	<b>694.52</b>
<b>NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>(37.72)</b>	<b>(152.67)</b>

The notes referred to above form an integral part of consolidated financial statements

As per our report of even date

**For Akshay Kirtikumar & Associates LLP**  
*Chartered Accountants*  
Firm Registration No: 138182W/W100760

**For and on behalf of the Board of Directors of**  
Fiberweb (India) Limited

**Akshay K. Shah**  
*Partner*  
Membership No.: 155729

**Pravin V. Sheth**  
*Director*

**Rajesh Shukla**  
*CEO & Executive Director*

**Krutika Gada**  
*Company Secretary*

**Mukesh Pandya**  
*CFO*

Mumbai, 27 May 2022

Mumbai, 27 May 2022



## Consolidated statement of Changes in Equity for the year ended 31 March 2022

### A. Equity Share Capital

₹ in lakhs, unless stated otherwise

Particulars	Balance at the beginning of the reporting period i.e. 1 April 2020	Change in Equity Share Capital during the year 2020-21	Balance at the end of the reporting period i.e. 31 March 2021	Change in Equity Share Capital during the year 2021-22	Balance at the end of the reporting period i.e. 31 March 2022
Equity share capital	2,879.17	-	2,879.17	-	2,879.17

### B. Other Equity

Particulars	Balance at the beginning of the reporting period i.e. 1 April 2021	Total Comprehensive Income for the year	Transfer to / (from) Retained Earnings	Dividend and dividend distribution tax on equity shares	Balance at the end of the reporting period i.e. 31 March 2022
<b>Reserves and surplus</b>					
Securities premium reserve	2,962.89	-	-	-	2,962.89
Share reduction reserve	427.79	-	-	-	427.79
Revaluation reserve	1,537.77	-	(1,537.77)	-	-
General reserve	210.00	-	-	-	210.00
Capital reserve	0.63	-	-	-	0.63
Foreign Exchange Fluctuation Reserve	92.41	-	-	-	92.41
Retained earnings	9,408.12	1,133.50	-	-	10,541.62
	<b>14,639.62</b>	<b>1,133.50</b>	<b>(1,537.77)</b>	-	<b>14,235.35</b>

Particulars	Balance at the beginning of the reporting period i.e. 1 April 2020	Total Comprehensive Income for the year	Transfer to / (from) Retained Earnings	Dividend and dividend distribution tax on equity shares	Balance at the end of the reporting period i.e. 31 March 2021
<b>Reserves and surplus</b>					
Securities premium reserve	2,962.89	-	-	-	2,962.89
Share reduction reserve	427.79	-	-	-	427.79
Revaluation reserve	1,537.77	-	-	-	1,537.77
General reserve	210.00	-	-	-	210.00
Capital reserve	0.63	-	-	-	0.63
Foreign Exchange Fluctuation Reserve	92.41	-	-	-	92.41
Retained earnings	8,114.92	1,437.17	-	(143.96)	9,408.12
	<b>13,346.41</b>	<b>1,437.17</b>	-	<b>(143.96)</b>	<b>14,639.62</b>

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2022

### 1 Corporate information

Fiberweb (India) Limited (“Company”) is a public limited company incorporated and domiciled in India. Its shares are listed on Bombay Stock Exchanges. The Registered office of Company is located at Airport Road, Kadaiya, Nani Daman, Daman (U.T) 396210. These Consolidated Financial Statement (“CFS”) comprise the Company and its wholly owned subsidiary (collectively referred to as the “Group”).

The Group is primarily engaged in the business of manufacturing of activity in ‘polymer processing’.

### 2. Basis of preparation of financial statements

#### 2.1 Statement of Compliance

These consolidated financial statements of the Company have been prepared in all material aspects in accordance with the recognition and measurement principles laid down in Indian Accounting Standards (hereinafter referred to as the ‘Ind AS’) as notified under section 133 of the Companies Act, 2013 (‘The Act’) read with Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act and accounting principles generally accepted in India. The consolidated financial statements have been prepared on accrual and going concern basis

#### 2.2 Basis of measurement

These consolidated financial statements are prepared under the historical cost convention unless otherwise indicated.

#### 2.3 Use of estimate and judgements

The preparation of consolidated financial statements in conformity with Generally Accepted Accounting Principles (GAAP) requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses and the disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognized prospectively in current and future periods. Assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ended 31 March 2022 are as follows:

##### 2.3.1. Property, plant and equipment

Determination of the estimated useful life of property, plant and equipment and the assessment as to which components of the cost may be capitalized. Useful lives of tangible assets are based on the life prescribed by GAAP’s of respective country Assumptions also need to be made, when the Company assesses, whether an asset may be capitalized and which components of the cost of the asset may be capitalized.

##### 2.3.2. Allowance for uncollected accounts receivable and advances

Trade receivables do not carry any interest and are stated at their normal value as reduced by appropriate allowances for estimated irrecoverable amounts, Individual trade receivables are written off when management seems them not collectible. Impairment is made on the expected credit loss model. The impairment provisions for financial assets are based on assumption about risk of default and expected loss rates. Judgement in making these assumptions and selecting the inputs to the impairment calculation are based on past history, existing market condition as well as forward looking estimates at the end of each reporting period.

##### 2.3.3. Allowances for inventories

Management reviews the inventory age listing on periodic basis. The review involves comparison of the carrying value of the aged inventory items with the respective net realizable value. The purpose is to ascertain whether an allowance is required to be made in the consolidated financial statement for any obsolete and slow-moving items.

##### 2.3.4. Recognition of deferred tax assets and income tax

Deferred tax asset is recognized for all the deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilized. The management assumes that taxable profits will be available while recognizing deferred tax asset/liability. Management judgment is required for the calculation of provision for income taxes and deferred tax assets and liabilities. The Company reviews at each balance sheet date the carrying amount of deferred tax asset/liability. The factors used in estimates may differ from actual outcome which could lead to significant adjustment to the amounts reported in the group’s financial statements.

Uncertainties exist with respect to the interpretation of complex tax regulations and the amount and timing of future taxable income. Given the wide range of international business relationships and the long-term nature and complexity of existing contractual agreements, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Group establishes provisions, based on reasonable estimates, for possible consequences of audits by the tax authorities of the respective countries in which it operates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authority. Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the respective country.

Deferred tax assets are recognised for all unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits, future tax planning strategies and recent business performances and developments.

### **2.3.5. Recognition and measurement of other provisions**

The recognition and measurement of other provisions are based on the assessment of the probability of an outflow of resources and on past experience and circumstances known at the balance sheet date. The actual outflow of resources at a future date may, therefore, vary from the figures included in other provisions.

### **2.3.6. Contingencies**

Management judgment is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Group as it is not possible to predict the outcome of pending matters with accuracy.

### **2.3.7. Determination of functional currency**

Each entity in the group determines its own functional currency (the currency of the primary economic environment in which the entity operates) and items included in the financial statements of each entity are measured using that functional currency. Ind AS 21, "The Effects of Changes in Foreign Exchange Rates" prescribes the factors to be considered for the purpose of determination of functional currency. Management uses its judgement to determine the functional currency that most faithfully represents the economic effects of the underlying transactions, events and conditions

## **3. Principles of consolidation**

These consolidated financial statements comprise the financial statement of the Company and its wholly owned subsidiary. A subsidiary is an entity over which the Company has 100% control. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee.
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights
- The size of the Group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

#### 4. Consolidation procedure

- **Subsidiary**

Subsidiary is an entity controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiary are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

- **Transaction's eliminated on consolidation**

Intra-group balances and transactions and any unrealised income and expenses arising from intra-group transactions, are eliminated. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment, if any.

#### 5. Functional and Presentation Currency

Group's consolidated financial statements are presented in Indian rupees, which is the functional currency of the Holding Company. The subsidiary determines the functional currency and items included in the financial statements of such subsidiary are measured using that functional currency.

- **Initial recognition**

Foreign currency transactions are recorded by the subsidiary Group's entities at respective functional currency, by applying to the foreign currency amount the exchange rate between the functional currency and foreign currency at the date of the transaction.

- **Conversion**

Foreign currency monetary items are reported at functional currency spot rate of exchange at reporting date. 'Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

- **Group companies**

On consolidation, the assets and liabilities of foreign operations are translated into Indian rupees at the rate of exchange prevailing at the reporting date and their statements of profit or loss are translated at average exchange rates.

For practical reasons, the Group uses an average rate to translate income and expense items, if the average rate approximates the exchange rates at the dates of the transactions

#### 6. Current / non-current classification

The Company classifies any asset as current when-

- (a) It expects to realize the asset, or intends to sell or consume it, in its normal operating cycle;
- (b) It holds the asset primarily for the purpose of trading;
- (c) It expects to realize the asset within twelve months after the reporting period; or
- (d) The asset is cash or a cash equivalent unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

Otherwise as non-current.

The Company classifies any liability as current when-

- (a) It expects to settle the liability in its normal operating cycle;
- (b) It holds the liability primarily for the purpose of trading;
- (c) The liability is due to be settled within twelve months after the reporting period; or
- (d) It does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Otherwise as non-current.

## 7. Operating Cycle

An operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents.

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

## 8. Significant Accounting Policies

### 8.1. Property, Plant and Equipment

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at cost less accumulated depreciation and impairment loss, if any.

Cost includes purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use.

Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates these components separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied.

All other repair and maintenance costs are recognized in the statement of profit or loss as incurred.

Capital work-in-progress in respect of assets which are not ready for their intended use are carried at cost, comprising of direct costs, related incidental expenses and attributable interest, if any.

Property, plant and equipment are derecognized either on disposal or when the asset retires from active use. Losses arising in the case of the retirement of property, plant and equipment and gains or losses arising from disposal of property, plant and equipment are recognized in the statement of profit and loss in the year of occurrence.

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation on the property, plant and equipment is provided on straight line method, over the useful life of the assets, as specified in Schedule II to the Companies Act, 2013. Property, plant and equipment which are added / disposed of during the year, depreciation is provided on pro-rata basis.

The assets' residual values, useful lives and methods of depreciation are reviewed at each financial year end and adjusted prospectively, if appropriate.

The subsidiary does not possess any property, plant and equipment during the year.

### 8.2. Financial Instruments

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

#### Financial Assets

##### Classification:

The Company classifies financial assets as subsequently measured at amortized cost, fair value through other comprehensive income or fair value through profit or loss, on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

##### Initial recognition and measurement:

All financial assets (not measured subsequently at fair value through profit or loss) are recognized initially at fair value plus transaction costs that are attributable to the acquisition of the financial asset.

##### Subsequent measurement:

For the purpose of subsequent measurement, financial assets are classified in two broad categories:

- Financial assets at fair value ( FVTPL /FVTOCI)
- Financial assets at amortized cost

When assets are measured at fair value, gains and losses are either recognized in the statement of profit and loss (i.e. fair value through profit or loss (FVTPL)), or recognized in other comprehensive income (i.e. fair value through other comprehensive income (FVTOCI)).

**Financial Assets measured at amortized cost (net of write down for impairment, if any):**

Financial assets are measured at amortized cost when asset is held within a business model, whose objective is to hold assets for collecting contractual cash flows and contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest. Such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method less impairment, if any. The losses arising from impairment are recognized in the Statement of profit and loss.

**Financial Assets measured at Fair Value through Other Comprehensive Income (“FVTOCI”):**

Financial assets under this category are measured initially as well as at each reporting date at fair value, when asset is held within a business model, whose objective is to hold assets for both collecting contractual cash flows and selling financial assets. Fair value movements are recognized in the other comprehensive income.

**Financial Assets measured at Fair Value through Profit or Loss (“FVTPL”):**

Financial assets under this category are measured initially as well as at each reporting date at fair value with all changes recognized in profit or loss.

**Investment in Subsidiary:**

Investment in equity instruments of Subsidiaries are measured at cost. In the financial statements, investment in subsidiaries is carried at cost. The carrying amount is reduced to recognize any impairment in the value of investment.

**Derecognition of Financial Assets:**

A financial asset is primarily derecognized 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.

**Impairment of Financial Assets:**

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the financial assets that are debt instruments and trade receivables.

**Financial Liabilities:**

**Classification:**

The Company classifies all financial liabilities as subsequently measured at amortized cost or FVTPL.

**Initial recognition and measurement:**

All financial liabilities are recognized initially at fair value and, in the case of loans, borrowings and payables, net of directly attributable transaction costs.

Financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and derivative financial instruments.

**Subsequent measurement:**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Interest-bearing loans and borrowings are subsequently measured at amortized cost using the Effective Interest Rate (EIR) method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the Statement of Profit and Loss.

**Derecognition of Financial Liabilities:**

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

**8.3. Inventories**

Raw materials and packing materials are valued at lower of cost and the net realizable value, cost of which includes duties and taxes (net of Goods and Service Tax wherever applicable). Cost of imported raw materials and packing materials lying in warehouse includes the amount of customs duty. Finished products and work- in-progress are valued at lower of cost and net realizable value. Cost is arrived on moving weighted average basis.

The cost of Inventories have been computed to include all cost of purchases, cost of conversion, appropriate share of fixed production overheads based on normal operating capacity and other related cost incurred in bringing the inventories to their present location and condition.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses necessary to make the sale.

#### **8.4. Cash and Cash Equivalents**

Cash and Cash Equivalents comprise of cash on hand and cash at bank including fixed deposit/highly liquid investments with original maturity period of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

#### **8.5. Cash Flow Statement**

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flow from operating, investing and financing activities of the Company is segregated.

#### **8.6. Foreign Currency Transactions**

In case of foreign operations whose functional currency is different from the parent company's functional currency, the assets and liabilities of such foreign operations, including goodwill and fair value adjustments arising upon acquisition, are translated to the reporting currency at exchange rates at the reporting date.

The income and expenses of such foreign operations are translated to the reporting currency at the monthly average exchange rates prevailing during the year. Resulting foreign currency differences are recognized in other comprehensive income/ (loss) and presented within equity as part of FCTR. When a foreign operation is disposed of, in part or in full, the relevant amount in the FCTR is reclassified to the Consolidated Statement of Profit and Loss as a part of gain or loss on disposal.

#### **8.7. Revenue Recognition**

Under Ind AS 115, the group recognized revenue when (or as) a performance obligation was satisfied, i.e. when 'control' of the goods underlying the particular performance obligation were transferred to the customer.

##### **Sale of Goods**

The group applied Ind AS 115 using the modified retrospective approach. Revenue is measured based on the transaction price adjusted for discounts and rebates, which is specified in a contract with customer. Revenues are net of estimated returns and taxes collected from customers.

Revenue from sale of goods is recognized at point in time when control is transferred to the customer and it is probable that consideration will be collected. Control of goods is transferred upon the shipment of the goods to the customer or when goods are made available to the customer.

The transaction price is documented on the sales invoice and payment is generally due as per agreed credit terms with customers.

The consideration can be fixed or variable. Variable consideration is only recognized when it is highly probable that a significant reversal will not occur.

Sales return is variable consideration that is recognized and recorded based on historical experience, market conditions and provided for in the year of sale as reduction from revenue. The methodology and assumptions used to estimate returns are monitored and adjusted regularly in line with trade practices, historical trends, past experience and projected market conditions.

##### **Interest income**

Interest income is recognizes with reference to the Effective Interest Rate method.

##### **Income from Export Benefits and Other Incentives**

Export benefit available under prevalent schemes are accrued as revenue in the year in which the goods are exported and/ or services are rendered only when there is reasonable assurance that the condition attached to them will be complied with and the amounts will be received.



## 8.8. Employee Benefit

### In case of Holding Company

All employee benefits payable wholly within twelve months rendering service are classified as short term employee benefits. Short term employee benefits are recognized as an expense at the undiscounted amount in the statement of profit and loss for the year in which the related service is rendered

Defined contribution plans: Company's contribution to State governed Provident Fund Scheme is recognized during the year in which the related service is rendered;

The Company has not ascertained liability towards payment of gratuity and hence no provision has been made in accounts. It is accounted for on the basis of payment.

Retirement benefits are accounted as and when the same become due for payment.

## 8.9. Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs. Transaction costs are charged to statement of profit and loss as financial expenses over the term of borrowing.

## 8.10. Lease

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to the Statement of profit and loss on a straight line basis over the period of the lease in a manner which is representative of the time pattern in which benefit derived from the use of the leased asset is diminished.

## 8.11. Earning Per Share

Basic earnings per equity share are computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the period.

Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

## 8.12. Income Taxes

Income tax expense comprises current and deferred income tax. Income tax expense is recognized in net profit in the statement of profit and loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in other comprehensive income. Current income tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the respective Country's tax rates and tax laws that have been enacted by the balance sheet date.

Deferred income tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Deferred income tax assets and liabilities are measured using respective Country's tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized. The Group offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Deferred income taxes are not provided on the undistributed earnings of subsidiaries where it is expected that the earnings of the subsidiary will not be distributed in the foreseeable future.

Minimum Alternate Tax ('MAT') credit is recognized as deferred tax asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the period for which the MAT credit can be carried forward for set-off against the normal tax liability. MAT credit recognized as an asset is reviewed at each Balance Sheet date and written down to the extent the aforesaid convincing evidence no longer exists.

#### **8.13. Dividends to Shareholders**

Annual dividend distribution to the shareholders is recognized as a liability for the previous year for which the dividends are approved by the shareholders. Any interim dividend paid is recognized on approval by Board of Directors. Dividend payable and corresponding tax on dividend distribution is recognized directly in equity.

#### **8.14. Provisions, Contingent Liabilities, Contingent Assets and Commitments**

##### **General**

Provisions (legal and constructive) are recognized when the group has a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made.

Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

If there is any expectation that some or all of the provision will be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any virtually certain reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risk specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

##### **Contingent liability is disclosed in the case of:**

- a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation;
- a present obligation arising from past events, when no reliable estimates is possible;
- a possible obligation arising from past events, unless the probability of outflow of resources is remote

Contingent liabilities are not recognized but disclosed in the consolidated financial statements. Contingent assets are neither recognized nor disclosed in the financial statements.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets and non-cancellable operating lease.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

#### **9. Estimation of uncertainties relating to the global health pandemic from COVID-19:**

The COVID-19 pandemic is an evolving human tragedy declared a global pandemic by the World Health Organization with adverse impact on economy and business. Supply Chain disruptions in India as a result of the outbreak started with restrictions on movement of goods, closure of borders etc., in several states followed by a nationwide lockdown from the 25th of March 2020 announced by the Indian Government, to stem the spread of COVID-19. Due to this, the operations in group's manufacturing activities got temporarily disrupted.

In light of these circumstances, the group has considered the possible effects that may result from COVID-19 on the carrying amounts of financials assets, inventory, receivables, advances, property plant and equipment etc. as well as liabilities accrued. In developing the assumptions relating to the possible future uncertainties in the economic conditions because of this pandemic, the group has used internal and external information such as our current contract terms, financial strength of partners, investment profile, future volume estimates from the business etc. Having reviewed the underlying data and based on current estimates the group expects the carrying amount of these assets will be recovered and there is no significant impact on liabilities accrued. The impact of COVID-19 on the group's financial statements may differ from that estimated as at the date of approval of these financial statements and the group will continue to closely monitor any material changes to future economic conditions.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

### 10 Property, plant and equipment, capital work-in-progress and investment property

#### 10.1 Current year

₹ in lakhs, unless stated otherwise

Particulars	Gross block			Accumulated depreciation/ amortisation loss			Net block 31 March 2022			
	1 April 2021	Additions	Deletion	Adjustments	31 March 2022	1 April 2021		Additions	Deletion	Adjustments
<b>A] Property, plant and equipment</b>										
Freehold land	1,958.82	-	-	-	1,958.82	-	-	-	-	1,958.82
Building	793.15	-	-	-	793.15	356.34	23.92	-	-	380.26
Plant and equipment	8,421.73	67.99	-	(1,537.77)	6,951.95	6,897.54	1.48	-	-	6,899.02
Furniture and fixtures	72.92	75.19	-	-	148.10	53.59	5.79	-	-	59.38
Vehicles	220.39	-	-	-	220.39	200.30	8.43	-	-	208.73
Office equipment	23.74	1.17	-	-	24.91	22.05	0.16	-	-	22.22
Computer	29.87	5.13	-	-	35.00	28.37	1.79	-	-	30.16
Other electrical items	72.47	1.96	-	-	74.43	11.46	6.53	-	-	18.00
Melt blown electrical items	46.81	1.80	-	-	48.61	14.67	4.59	-	-	19.26
Melt blown building	1,719.62	73.03	-	-	1,792.65	171.98	41.97	-	-	213.96
Melt blown fire fighting equipment	60.56	10.74	-	-	71.30	17.26	5.91	-	-	23.17
Melt blown machinery	4,215.48	381.31	-	-	4,596.79	298.54	118.45	-	-	416.99
<b>Total</b>	<b>17,635.57</b>	<b>618.31</b>	<b>-</b>	<b>(1,537.77)</b>	<b>16,716.11</b>	<b>8,072.12</b>	<b>219.03</b>	<b>-</b>	<b>-</b>	<b>8,291.14</b>
<b>B] Capital work-in-progress *</b>	<b>587.66</b>	<b>383.45</b>	<b>-</b>	<b>-</b>	<b>971.10</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total Property, plant and equipment, capital work-in-progress and investment property</b>										<b>9,396.07</b>

#### Note:

During the year, the revaluation reserves has been reduced from the asset's revalued and is brought to its original cost.

10 Property, plant and equipment, capital work-in-progress and investment property

10.2 Previous year ₹ in lakhs, unless stated otherwise

Particulars	Gross block			Accumulated depreciation/ amortisation loss			Net block 31 March 2021			
	1 April 2020	Additions	Deletion	Adjustments	31 March 2021	1 April 2020		Additions	Deletion	Adjustments
<b>A] Property, plant and equipment</b>										
Freehold land	811.33	1,147.49	-	-	1,958.82	-	-	-	-	1,958.82
Building	793.15	-	-	-	793.15	332.41	23.93	-	-	356.34
Plant and equipment	8,397.84	23.89	-	-	8,421.73	6,619.44	278.11	-	-	6,897.54
Furniture and fixtures	68.95	3.96	-	-	72.92	50.64	2.95	-	-	53.59
Vehicles	220.39	-	-	-	220.39	191.30	9.00	-	-	200.30
Office equipment	23.45	0.29	-	-	23.74	21.91	0.14	-	-	22.05
Computer	28.73	1.13	-	-	29.87	28.32	0.05	-	-	28.37
Other electrical items	9.77	62.70	-	-	72.47	6.59	4.87	-	-	11.46
Melt blown electrical items	45.41	1.40	-	-	46.81	10.35	4.32	-	-	14.67
Melt blown building	1,475.23	244.39	-	-	1,719.62	99.72	72.27	-	-	171.98
Melt blown fire fighting equipment	60.56	-	-	-	60.56	11.51	5.75	-	-	17.26
Melt blown machinery	3,474.22	741.27	-	-	4,215.48	187.13	111.41	-	-	298.54
<b>Total</b>	<b>15,409.05</b>	<b>2,226.52</b>	<b>-</b>	<b>-</b>	<b>17,635.57</b>	<b>7,559.31</b>	<b>512.81</b>	<b>-</b>	<b>-</b>	<b>8,072.12</b>
<b>B] Capital work-in-progress</b>	<b>1,221.00</b>	<b>587.66</b>	<b>1,221.00</b>	<b>-</b>	<b>587.66</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total Property, plant and equipment, capital work-in-progress and investment property</b>										<b>10,151.11</b>

\* Figures in Capital work in progress deletion column indicates re-capitalisation during the year.

₹ in lakhs, unless stated otherwise

### 10.3 Capital Work-in Progress “C-WIP”

#### Ageing Schedule

Particulars	Period	As at 31 March 2022	As at 31 March 2021
Project in progress	< 1 year	383.45	587.66
	1-2 years	587.66	-
	2-3 years	-	-
	> 3 years	-	-
		<b>971.10</b>	<b>587.66</b>

#### Completion Schedule

Particulars	Period	As at 31 March 2022	As at 31 March 2021
Flat Bond	< 1 year	-	-
	1-2 years	971.10	587.66
	2-3 years	-	-
	> 3 years	-	-
		<b>971.10</b>	<b>587.66</b>

### 11 Investment

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Investment in Equity Instruments (Unquoted, at cost)</b>		
<i>- In Others</i>		
Goa Bank 107 (31 March 2021 - 107) Ordinary shares of ₹100 fully paid up	0.11	0.11
	<b>0.11</b>	<b>0.11</b>
<b>Aggregate amount of unquoted investment</b>	<b>0.11</b>	<b>0.11</b>

### 12 Other non current assets

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Unsecured, considered good unless otherwise stated</b>		
Advances		
- Capital advances	70.15	70.15
	<b>70.15</b>	<b>70.15</b>

### 13 Deferred tax asset

Particulars	As at 31 March 2022	As at 31 March 2021
Deferred tax asset	122.61	93.42
	<b>122.61</b>	<b>93.42</b>

₹ in lakhs, unless stated otherwise

#### 14 Inventories

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Valued at lower of cost or net realisable value</b>		
Raw materials	1,249.24	1,188.61
Finished goods	1,014.12	853.19
Stores and spares	207.28	206.09
Packing materials	21.58	20.33
	<b>2,492.23</b>	<b>2,268.22</b>

#### 15 Trade receivables

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Trade receivables (Unsecured, considered good)</b>		
Outstanding for a period exceeding six months from the date they were due for payment	-	-
Other trade receivable	4,143.22	4,038.43
Less: Loss allowance	-	-
	<b>4,143.22</b>	<b>4,038.43</b>

#### Ageing Schedule

##### As at March 31, 2022: Undisputed trade receivables –considered good

Particulars	Period	As at 31 March 2022	As at 31 March 2021
Outstanding for following periods from due date of payment	< 6 months	4,143.22	4,038.43
	6 mths - 1 year	-	-
	1 - 2 years	-	-
	2 - 3 years	-	-
	> 3 years	-	-
	<b>Total</b>		<b>4,143.22</b>

#### 16 Cash and cash equivalents

Particulars	As at 31 March 2022	As at 31 March 2021
Cash on hand	36.81	18.10
Balances with banks		
- In current accounts	206.76	192.89
- In EEFC (Exchange Earner's Foreign Currency)	385.84	457.36
Balances held as margin money or security against borrowings, guarantees and other commitments	27.40	26.17
	<b>656.81</b>	<b>694.52</b>
Balances with banks include margin monies amounting to ₹ 27.40 Lacs (31 March, 2021: ₹ 26.17 Lacs) which have an original maturity of more than 12 months and also, includes Unclaimed Dividend of ₹ 10 Lakhs (31 March 2021: ₹ 10 Lakhs)		

₹ in lakhs, unless stated otherwise

**17 Current tax assets**

Particulars	As at 31 March 2022	As at 31 March 2021
Income Taxes Paid (Net of Provisions)	26.55	20.37
	<b>26.55</b>	<b>20.37</b>

**18 Other current assets**

Particulars	As at 31 March 2022	As at 31 March 2021
Other than capital advances	507.83	592.05
Prepaid expenses	8.18	9.31
Other Deposit	144.97	104.97
<u>Balance with government authorities</u>		
- Custom duty advance deposit	0.15	0.61
- Deposit - Sales tax authority	0.30	0.30
- Tax collected at source	2.18	0.83
- Goods & service tax paid	183.15	198.36
	<b>846.76</b>	<b>906.42</b>

**19 Equity share capital**

Particulars	As at 31 March 2022	As at 31 March 2021
<b>(a) Authorised</b>		
5,00,00,000 (31 March 2021: 5,00,00,000) equity shares of ₹10/- each	5,000.00	5,000.00
<b>(b) Issued, Subscribed &amp; Paid up</b>		
28,791,710 (31 March 2021: 28,791,710) equity shares of ₹10/- each	2,879.17	2,879.17
	<b>2,879.17</b>	<b>2,879.17</b>

**(i) Reconciliation of the number of Equity shares**

Equity shares	As at 31 March 2022		As at 31 March 2021	
	Nos.	₹ in lakhs	Nos.	₹ in lakhs
Opening number/amount of equity shares	28,791,710	2,879.17	28,791,710	2,879.17
<b>Add/(Less):</b>				
Issued / forfeited during the year	-	-	-	-
<b>Closing number/amount of equity shares</b>	<b>28,791,710</b>	<b>2,879.17</b>	<b>28,791,710</b>	<b>2,879.17</b>

**(ii) Rights, preferences and restrictions attached to shares**

The Company has a single class of equity shares having at par value of ₹10/- per share. Each holder of equity share is eligible to one vote per share held. In the event of liquidation of the Company, the equity shareholders are eligible to receive the remaining assets of the Company in proportion to the number of equity shares held by each shareholder, after settlement of all preferential obligations.

**(iii) The Company is not a subsidiary of any other company.**
**(iv) Details of held by shareholders holding more than 5% of the aggregate shares in the Company**

Class of shares / Name of shareholder	As at 31 March 2022		As at 31 March 2021	
	Nos.	% held	Nos.	% held
<b><u>Equity shares with voting rights</u></b>				
Pravin V Sheth	3,554,873	<b>12.35</b>	3,554,873	<b>12.35</b>
Bhavesh P Sheth	6,249,596	<b>21.71</b>	6,249,596	<b>21.71</b>
Gayatri Pipes and Fittings Pvt Ltd	3,521,463	<b>12.23</b>	3,521,463	<b>12.23</b>



₹ in lakhs, unless stated otherwise

(v) **Other details of equity shares for a period of five years immediately preceding 31 March 2022**

- a 11,00,000 equity shares were issued during the year ended 31 March 2018
- b 1,43,95,855 bonus equity shares were issued during the year ended 31 March 2018
- c 7,00,000 equity shares were issued during the year ended 31 March 2017
- d For the year ended 31 March 2016, 43,97,238 number of shares were reduced and further allotment of 60,00,000 shares was made as per BIFR order dated 20 October 2015.

**Disclosure of Shareholding of Promoters**

Disclosure of shareholding of promoters as at March 31, 2022 is as follows:

Promoter Name	Shares held by Promoter			
	As at March 31,2022		As at March 31,2021	
	No. of Shares	% of total shares	No. of Shares	% of total shares
Pravin V Sheth	3,554,873	12.35	3,554,873	12.35
Bhavesh P Sheth	6,249,596	21.71	6,249,596	21.71
Soniya P Sheth	11,000	0.04	11,000	0.04
Unnati Pravin Sheth	2,329	0.01	2,329	0.01

Disclosure of shareholding of promoters as at March 31, 2021 is as follows:

Promoter Name	Shares held by Promoter			
	As at March 31,2021		As at March 31,2020	
	No. of Shares	% of total shares	No. of Shares	% of total shares
Pravin V Sheth	3,554,873	12.35	3,554,873	12.35
Bhavesh P Sheth	6,249,596	21.71	6,249,596	21.71
Soniya P Sheth	11,000	0.04	11,000	0.04
Unnati Pravin Sheth	2,329	0.01	2,329	0.01

**20 Other equity**

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Securities/Share Premium account</b>	2,962.89	2,962.89
<b>Share Reduction Reserve</b>	427.79	427.79
<b>Revaluation Reserve</b>		
Opening balance	1,537.77	1,537.77
Less: Adjusted against assets ***	(1,537.77)	-
Closing balance	-	1,537.77
<b>General Reserve</b>	210.00	210.00
<b>Capital Reserve</b>	0.63	0.63
<b>Sheth Nonwoven Trading FZE - Foreign Exchange Revaluation Reserve</b>	92.41	92.41
<b>Surplus in Statement of Profit and Loss</b>		
Opening balance	9,408.12	8,114.92
Less: Dividend and dividend distribution tax	-	(143.96)
Add: Profit for the year	1,133.50	1,437.17
Closing balance	10,541.62	9,408.12
	<b>14,235.35</b>	<b>14,639.62</b>

\*\*\* During the year, the revaluation reserves has been reduced from the asset's revalued and is brought to its original cost.

₹ in lakhs, unless stated otherwise

## 21 Trade payables

Particulars	As at 31 March 2022	As at 31 March 2021
Total outstanding due to:	-	-
- Micro, Small and Medium Enterprise		
- Others	618.10	683.38
	<b>618.10</b>	<b>683.38</b>

### Ageing schedule for outstanding from due date of payment

Particulars	As at 31 March, 2022				
		MSME	Others	Disputed dues - MSME	Disputed dues - Others
Trade payables	< 1 year	-	618.10	-	-
	1 - 2 years	-	-	-	-
	2 - 3 years	-	-	-	-
	> 3 years	-	-	-	-
		-	<b>618.10</b>	-	-

Particulars	As at 31 March, 2021				
		MSME	Others	Disputed dues - MSME	Disputed dues - Others
Trade payables	< 1 year	-	683.38	-	-
	1 - 2 years	-	-	-	-
	2 - 3 years	-	-	-	-
	> 3 years	-	-	-	-
		-	<b>683.38</b>	-	-

## 22 Other current financial liabilities

Particulars	As at 31 March 2022	As at 31 March 2021
Dividend	10.07	10.07
Short term loan (secured)		
- From banks	-	-
	<b>10.07</b>	<b>10.07</b>

## 23 Other current liabilities

Particulars	As at 31 March 2022	As at 31 March 2021
Advance from customers	1.02	1.02
Statutory dues **	10.78	29.51
	<b>11.80</b>	<b>30.53</b>

Particulars	As at 31 March 2022	As at 31 March 2021
<b>** Statutory dues</b>		
Tax deducted at source	8.33	5.14
Professional tax	0.07	0.02
Goods & service tax	1.24	24.11
Tax collected at source	1.13	0.24

₹ in lakhs, unless stated otherwise

	Ratio	Current Year	Previous Year	Change %
a)	Current ratio	12.76	10.95	16.52
b)	Debt-Equity ratio	-	-	
c)	Debt service coverage ratio	-	-	
d)	Return on equity ratio	6.62	8.20	(19.26)
e)	Inventory turnover ratio	3.45	3.42	0.64
f)	Trade receivable turnover ratio	2.33	2.79	(16.39)
g)	Trade payable turnover ratio	12.61	16.22	(22.26)
h)	Net capital turnover ratio	1.30	1.53	(15.36)
i)	Net profit ratio (in %)	11.88	13.37	(11.16)
j)	Return on capital employed (in %)	8.07	10.54	(23.46)
k)	Return on investment (in %)			

#### 24 Revenue from operations

Particulars	31 March 2022	31 March 2021
Sale of:		
- Finished goods	9,521.06	10,739.72
Other operating revenues	18.75	5.63
	<b>9,539.81</b>	<b>10,745.35</b>

#### 25 Other income

Particulars	31 March 2022	31 March 2021
Interest income		
- from banks	3.42	19.94
- from others	3.09	3.89
Export schemes	9.90	61.24
Gain on foreign exchange fluctuation	86.42	32.74
	<b>102.83</b>	<b>117.81</b>

#### 26 Cost of materials consumed

Particulars	31 March 2022	31 March 2021
Opening stock	1,188.61	980.10
Add: Purchases	6,218.75	6,100.28
	7,407.36	7,080.38
Less: Closing stock	(1,249.24)	(1,188.61)
	<b>6,158.11</b>	<b>5,891.77</b>

#### 27 Changes in inventories of finished goods:

Particulars	31 March 2022	31 March 2021
Inventories at the end of the year		
- Finished goods	1,014.12	853.19
Inventories at the beginning of the year		
- Finished goods	853.19	1,800.11
	<b>(160.93)</b>	<b>946.92</b>

₹ in lakhs, unless stated otherwise

## 28 Employee benefits expense

Particulars	31 March 2022	31 March 2021
Salaries and wages	396.40	374.86
<u>Employee benefit plans</u>		
- Provident and other funds	25.33	23.16
- Gratuity and other benefit plans	2.44	8.75
	<b>424.17</b>	<b>406.78</b>

### Employee benefits :

As required by Ind AS 19 'Employee Benefits' the disclosures are as under:

#### Defined Contribution Plan

The Company offers its employees defined contribution plans in the form of provident fund (PF) and Employees' pension scheme (EPS) for all employees, with the government authorities. Contributions are made to the Government administered funds. While both the employees and the Company pay predetermined contributions into the Provident Fund, contributions into the Pension fund is made only by the Company. The Company recognised ₹ 25.33 Lakhs (31 March, 2021 : ₹ 23.16 Lakhs) The contributions are normally based on a certain proportion of the employee's salary and the contribution payable to these plans by the Company are at rates specified in the rules of the schemes.

#### Defined Benefits Plan

All defined benefit plans obligations are determined at actuals, as at the Balance Sheet date, for the amount being actually paid during the year. The classification of the Company's net obligation into current and non-current is ascertained as and when the said liability arises.

## 29 Other expenses:

Particulars	31 March 2022	31 March 2021
Manufacturing expense	873.98	635.02
Power and fuel	211.31	223.72
Bank charges	10.27	6.20
Communication	1.66	2.33
Donations and contributions	56.71	41.26
Insurance	12.69	12.17
Remuneration to Auditor (Refer note below- 30)	6.30	6.15
Legal and professional	54.87	21.59
Postage and printing expenses	10.45	10.67
Rates and taxes	2.37	2.54
Rent	12.90	12.60
Security charges	17.58	12.84
Directors sitting fees	1.30	0.50
Travelling expenses	6.68	6.76
Branch expenses (US)	184.27	181.39
Other expenses	58.65	55.92
<u>Repairs and maintenance</u>		
- for buildings	12.63	0.58
- for machinery	1.21	3.91
- for others	28.32	14.13
Selling & distribution expenses	57.81	8.57
	<b>1,621.96</b>	<b>1,258.87</b>

₹ in lakhs, unless stated otherwise

**30 Remuneration to auditors:**

Particulars	31 March 2022	31 March 2021
Audit fees	2.10	2.00
Tax Audit fees	2.10	2.00
Certification & Other matters	0.20	1.15
Out of pocket expenses	1.90	1.00
	<b>6.30</b>	<b>6.15</b>

**31 Contribution towards Corporate Social Responsibility (CSR):**

As per section 135 of the Act, a CSR committee has been formed by the Company. The fund are utilized during the year on the activities which are specified in schedule VII of the Act. The utilization is done by way of direct and indirect contribution towards various activities.

Particulars	31 March 2022	31 March 2021
Amount required to be spent by the company during the year	24.13	29.58
Amount of expenditure incurred on		
(i) Construction/Acquisition of any asset		
(ii) on purposes other than (i) above	56.71	41.26
Shortfall at the end of the year	-	-
Total of previous years shortfall	-	-
Reason for shortfall	NA	NA
Nature of CSR activities	Education, Skilling, Employment, Health, Wellness, Water, Sanitation, Disaster Relief and Hygiene	
Details of related party transactions in relation to CSR expenditure as per relevant Accounting Standard	-	-

**32 Earnings Per Share ('EPS')**

The numerator and denominator used to calculate basic and diluted earnings per share:

Particulars	31 March 2022	31 March 2021
Profit attributable to equity holders for Basic and diluted EPS	1,133.50	1,437.17
Weighted average number of equity shares outstanding for Basic and diluted EPS	28,791,710	28,791,710
<b>Basic and diluted earning per share (Amount in ₹)</b>	<b>3.94</b>	<b>4.99</b>

**33 Details of dues to Micro And Small Enterprises as defined under the Micro, Small and Medium enterprises development act, 2006:**

Particulars	31 March 2022	31 March 2021
<b>Total outstanding dues of micro enterprises and small enterprises(as per the intimation received from vendors)</b>		
a) Principal and interest amount remaining unpaid	-	-
b) Interest paid by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day	-	-
c) Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprises Act, 2006	-	-
d) Interest accrued and remaining unpaid	-	-
e) Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises	-	-
<b>Total outstanding dues of creditors other than micro enterprises and small enterprises</b>	-	-
This information has been determined to the extent such parties have been identified on the basis of information available with the Company.		

₹ in lakhs, unless stated otherwise

### 34 Commitments and Contingencies:

#### Contingent Liabilities

Particulars	31 March 2022	31 March 2021
<b>Disputed by the Company</b>		
Anti-dumping duty	152.78	152.78
Custom duty	294.85	294.85
Central Excise duty	17.45	17.45

Central Excise Department has ordered the Company to pay Anti-dumping duty of ₹ 138 Lakhs vide an order dated 3 February, 2017 on imports of Polypropylene for the period beginning from August 2009 to March 2015, along with interest and penalty at the appropriate rate. The department has also imposed a penalty of ₹ 15 Lakhs on Mr. G. R. Ravindran, the then Executive Director of the Company.

The Company presented the BIFR order in rehabilitation scheme specifically directing the Central Excise & Custom Department for the waiver of penalty and interest, since the Company is 100% Export Oriented Unit, at Daman. The Company has made a deposit for appeal @ 7.5% on the disputed duty amounting to ₹ 10 Lakhs and 7.5% on penalty imposed amounting to ₹ 1 Lakh. The Company has filed an appeal on 12 May, 2017 in the Customs, Excise and Service Tax Appellate Tribunal, Ahmedabad against the said order. The said matter is pending before the Appellate Tribunal.

Customs and Central Excise Department, Daman has raised a demand on 26 September 2019 towards Custom duty of ₹ 295 Lakhs alongwith interest and penalty as applicable. Also a demand of Central Excise duty for ₹ 17 Lakhs alongwith interest and penalty as applicable. The Company has made a deposit for appeal @ 7.5% on the disputed duty amounting to ₹ 22 Lakhs and 7.5% on disputed excise duty amounting to ₹ 1 Lakh. The Company has filed an appeal on 9 January, 2020 in the Customs, Excise and Service Tax Appellate Tribunal, Ahmedabad against the said order. The said matter is pending before the Appellate Tribunal.

The Company does not expect the outcome of the matters stated above to have any material adverse impact on the Company's financial condition, results of operations or cash flows.

### 35 Disclosure for operating leases under Ind AS 116 -“ Leases”:

Company has taken office premise on lease for 11 months, which is generally cancellable/renewable on mutually agreeable terms. There is no restrictions imposed by these lease arrangement and there are no sub lease. There are no contingent rents.

### 36 Foreign currency exposures on assets and liabilities

Company is exposed to currency risk to the extent that there is a mismatch between the currencies in which sales, purchases and borrowings are denominated and the functional currency of Company. The currencies in which these transactions are primarily denominated is US dollars

The year-end foreign currency exposures that have not been mitigated by a derivative instrument or otherwise are as below:

The following table analyses foreign currency risk as:

Particulars	31 March 2022	31 March 2021
	Amount in "US Dollars"	
Bank Balance	509,911.89	19,766.00
Trade Receivables	282,218.21	663,857.00

The audited statement of accounts of USA Branch have not been received till the date of signing the Audit Report of the Company. All original documents are lying with US Office. The value of total transactions is ₹ 184.27 Lakhs (31st March, 2021: ₹ 181.39 Lakhs) i.e. US\$ 2,47,200 (31st March, 2021: US\$ 247,200) as against total turnover of ₹ 9,539.81 Lakhs (31st March, 2021: ₹ 10,745.35 Lakhs), i.e. 1.93% (31st March, 2021: 1.69%) which is insignificant, from the materiality point of view.

₹ in lakhs, unless stated otherwise

37 Related party disclosure as required by IND AS 24 are given below

A) Relationships :

**Category I - Subsidiary**

Sheth Nonwoven Trading FTZ

**Category II - Directors, Key Managerial Personnel and their relatives**

Pravin V Sheth	Director
Bhavesh Sheth	Non-Executive Director
Soniya P Sheth	Non-Executive Director
Mukesh Pandya	Chief Financial Officer
Dipika Shinde (uptill 27.02.2021)	Company Secretary
Sonali Rudre (uptill 11.11.2021)	Company Secretary
Krutika Gada (w.e.f. 01.12.2021)	Company Secretary
Dhwani Sheth	Daughter of Director

**Category III - Enterprise over which persons covered under Category II above are able to exercise significant control:**

Kunststoffe Industries Limited  
Sun Capital & Consultancy Private Limited  
Sun Properties Private Limited  
Star Developers Private Limited

B) The following transactions were carried out with related parties :

Particulars	31 March 2022	31 March 2021
<b>Compensation to Key Managerial Person</b>		
<b>Short Term Employee Benefits</b>		
Mukesh Pandya	15.44	14.82
Dipika Shinde	-	3.20
Sonali Rudre	1.31	
Krutika Gada	1.53	
<b>Professional fees paid</b>		
Pravin V Sheth	36.00	30.00
<b>Rent paid</b>		
Kunststoffe Industries Limited	12.00	12.00
<b>Compensation paid</b>		
Pravin Sheth	-	0.24
Sun Capital & Consultancy Private Limited	-	0.07
Sun Properties Private Limited	-	0.07
Star Developers Private Limited	-	-
<b>Sale of MEIS License to</b>		
Kunststoffe Industries Limited	9.90	0.93

Director sitting fees are paid during the year which are not considered in the related party transactions.



**C) Amount outstanding :**

Particulars	31 March 2022	31 March 2021
<b>Investment in wholly owned Subsidiary</b>		
Sheth Nonwoven Trading FTZ	20.00	20.00
<b>Advances</b>		
Sheth Nonwoven Trading FTZ	72.77	72.77
<b>Payable</b>		
Kunststoffe Industries Limited	5.89	2.37

- 38 Debtors and Creditors balances are subject to confirmations from the parties.
- 39 In the opinion of the Board of Directors the Current Assets, Loans & Advances except those shown as doubtful have a value on realization in the ordinary course of business at least equal to the amount at which items are stated in the Balance Sheet.
- 40 Figures of the current year and previous year have been re-grouped / rearranged /reclassified wherever necessary.

As per our report of even date

**For Akshay Kirtikumar & Associates LLP**  
**Chartered Accountants**  
**Firm Registration No: 138182W/W100760**

**Akshay K. Shah**  
**Partner**  
**Membership No.: 155729**

**Mumbai, 27 May 2022**

**For and on behalf of the Board of Directors of**  
**Fiberweb (India) Limited**

**Pravin V. Sheth**  
**Director**

**Krutika Gada**  
**Company Secretary**

**Mumbai, 27 May 2022**

**Rajesh Shukla**  
**CEO & Executive Director**

**Mukesh Pandya**  
**CFO**





## FIBERWEB (INDIA) LIMITED

CIN: L25209DD1985PLC004694

Registered office: Airport Road, Kadaiya, Nani Daman, Daman (U.T) 396210

Website: www.fiberwebindia.com Email: fiberweb@fiberwebindia.com Tel: 0260-2221458 Fax: 0260-2220758

### ATTENDANCE SLIP

Only Shareholders or the Proxies will be allowed to attend the meeting

D. P. ID*	
Client ID*	

Folio No.	
No. of Shares held	

I/We hereby record my/our presence at the 37th Annual General Meeting of the Company being held on Friday, 23rd September, 2022 at 9.00 a.m. at the Hotel Ocean Inn, Plot No. 20, Devka Beach, Nani Daman, (U.T.) - 396 210.

Name of the Shareholder(s) 1. .... 2. .... 3. ....

Signature of Shareholder(s) 1. .... 2. .... 3. ....

Signature of Proxyholder .....

\*Applicable for Investors holding shares in electronic form.

Only Member / Proxy holder can attend the meeting.

Note: Member/ Proxy attending the Meeting must fill-in this attendance slip and hand it over at the entrance of the venue of the Meeting



## FIBERWEB (INDIA) LIMITED

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FORM NO. MGT-11

### PROXY FORM

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

CIN: L25209DD1985PLC004694

Name of the Company: FIBERWEB (INDIA) LTD.

Registered office: Airport Road, Kadaiya, Nani Daman, Daman (U.T) 396210

Name of the Member(s)	
Registered Address	
E-mail ID	
Folio No/Client Id	
DP/ ID	

I/We, being the member(s) of ..... Shares of the above named Company, hereby appoint:

(1) Name: ..... Address: .....

E-mail Id: ..... Signature: ..... or failing him;

(2) Name: ..... Address: .....

E-mail Id: ..... Signature: ..... or failing him;

(3) Name: ..... Address: .....

E-mail Id: ..... Signature: .....

## PROXY FORM

Please provide E-mail ID for quick response,  
information and communication.

as my/our proxy to attend and vote (on a poll) for me/us and on my/ our behalf at the 37th Annual General Meeting of the Company to be held on Friday, 23rd September 2022 at 9.00 a.m. at the Hotel Ocean Inn, Plot No. 20, Devka Beach, Nani Daman (U.T.) - 396 210 and at any adjournment thereof in respect of such resolutions as are indicated below:

### Optional\*

Resolution No.	Resolution	For	Against	Abstain
<b>Ordinary Business</b>				
1	To receive, consider and adopt : (a) The Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2022 together with the Reports of the Board of Directors and Auditors thereon (b) The Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2022 and the Report of Auditors thereon.			
2	To appoint a Director in place of Mr. Bhavesh P. Sheth (DIN: 02862487), who retires by rotation and being eligible offers himself for re-appointment.			
3	To appoint a Director in place of Mrs. Soniya P. Sheth (DIN: 02658794), who retires by rotation and being eligible offers herself for re-appointment.			
<b>Special Business</b>				
4	To appoint Mr. Vinod Beswal (DIN: 00120095) as a Non-Executive, Independent Director			
5	To approve the continuation of Mr. Pravin V. Sheth (DIN: 00138797) as a Non-Executive Non Independent Director of the Company, pursuant to provisions of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. (Special Resolution)			
6	To approve the continuation of Mr. Gopalji M. Rana (DIN: 01982997) as a Non-Executive Independent Director of the Company, pursuant to provisions of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. (Special Resolution)			

Signed this..... day of .....2022.

Signature of shareholder (s).....

Signature of Proxy holders (s).....

Affix  
Rupee  
Revenue  
Stamp

### Notes:

- (1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.
- (2) For the Resolution, Statement and Notes please refer to the Notice of the 37th Annual General Meeting.
- \*(3) It is optional to put 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
- (4) Please complete all details including details of member(s) in above box before submission.

# FIBERWEB (INDIA) LIMITED



 Hotel Ocean Inn, Plot No. 20,  
Devka Beach, Nani Daman  
(U.T.) - 396 210

If undelivered please return to:  
**LINK INTIME INDIA PRIVATE LIMITED**  
Unit : Fiberweb (India) Limited  
C 101, 247 Park, LBS Marg, Vikhroli West,  
Mumbai 400 083



FIBERWEB (INDIA) LIMITED

CIN : L25209DD1985PLC004694

Registered office: Airport Road, Kadaiya, Nani Daman, Daman (U.T) 396210.

Tel. No. (260) 2220766/1458, Fax No. (260) 2220758, Website -[www.fiberwebindia.com](http://www.fiberwebindia.com), Email: [fiberweb@fiberwebindia.com](mailto:fiberweb@fiberwebindia.com)

**Ballot Form  
(In Lieu of e-voting)**

Name and Registered Address of the sole / first named Shareholder	
Name(s) of the Joint Shareholders(s) if any	
Registered Folio No./ DP ID No./ Client ID No.* * Applicable for holding shares in Dematerialization form	
Number of Equity shares held	

I/ We hereby exercise my/our vote in respect of the Resolutions(s) to be passed for the business stated in the Notice of 36<sup>th</sup> Annual General Meeting of the Company to be held on Friday, 23<sup>rd</sup> September, 2022 by recording my/our assent or dissent to the said Resolutions(s) by placing the tick ( ) mark at the appropriate box below.

Sr. No.	Resolution	No. of equity shares	I/ We assent to the resolution (For)	I/ We dissent to the resolution (Against)
<b>Ordinary Business</b>				
1	To receive, consider and adopt :  (a) the Audited Standalone Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2022 together with the Reports of the Board of Directors and Auditors thereon.  (b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2022 and the Report of Auditors thereon.			
2	To appoint a Director in place of Mr. Bhavesh P. Sheth (DIN: 02862487), who retires by rotation and being eligible offers himself for re-appointment.			
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<b>Special Business</b>				
4	To appoint Mr. Vinod Beswal (DIN: 00120095) as a Non-Executive, Independent Director			
5	To approve the continuation of Mr. Pravin V. Sheth (DIN: 00138797) as a Non-Executive, Non Independent Director of the Company, pursuant to provisions of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. (Special Resolution)			
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Place :

Date

Signature of Shareholders