

September 16, 2018

Mr. Khushro A. Bulsara
Senior General Manager
Listing Compliance & Legal Regulatory
BSE Limited
Corporate Relations Department
P.J. Towers, Dalal Street
Mumbai- 400 001

BSE Scrip Code: 522281

Dear Sir,

Sub.: Submission of Annual Report of RAM RATNA WIRES LIMITED for the Financial Year 2017-18

We wish to inform you that the 26th Annual General Meeting ("AGM") of the Company was held on Saturday, 15th September, 2018 at 11:30 A.M. at Hotel Sunville, 9, Dr. A. B. Road, Worli Mumbai - 400 018.

The shareholders have approved all the 9 Resolutions proposed in the Notice of 26th AGM with requisite majority. Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company hereby submits the Annual Report for the Financial Year 2017-18.

Kindly take the same on records

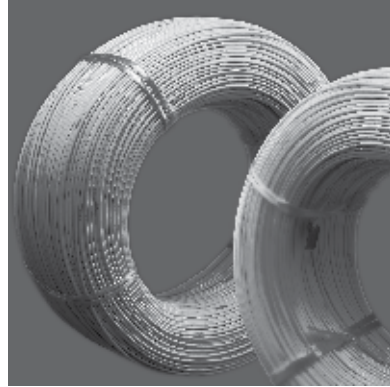
For Ram Ratna Wires Limited

A handwritten signature in blue ink, appearing to read 'Madan Vaishnawa'.

Madan Vaishnawa
AVP (Finance & Accounts) and Company Secretary



**RAM RATNA WIRES LTD.
26th Annual Report 2017-18**



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26th ANNUAL GENERAL MEETING

Day & Date : Saturday, 15th September, 2018
Venue : Hotel Sun Ville,
9, Dr. Annie Besant Road,
Worli, Mumbai - 400 018
Time : 11:30 a.m.

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COMPANY INFORMATION
BOARD OF DIRECTORS

Shri Rameshwarlal Kabra	Chairman
Shri Tribhuvanprasad Kabra	Managing Director
Shri Mahendrakumar Kabra	Joint Managing Director
Shri Satyanarayan Loya	Director
Smt. Kirtidevi Kabra	Director
Shri Hemant Kabra	Additional Director and CFO
Shri Mukund Chitale	Independent Director
Dr. Ajai Singh	Independent Director
Shri Sandeep Jhanwar	Independent Director
Shri R. Kannan	Independent Director
Shri Prashant Deshpande	Independent Director
Shri H. S. Upendra Kamath	Additional Independent Director

REGISTERED OFFICE

Ram Ratna House,
Oasis Complex, P.B. Marg,
Worli, Mumbai - 400 013
Website: www.rrshramik.com
CIN : L31300MH1992PLC067802

CORPORATE OFFICE

305/A, Windsor Plaza,
R.C. Dutt Road,
Alkapuri, Vadodara - 390 007

WORKS (Unit -1)

Survey No. 142/2,
Madhuban Dam Road,
Village : Rakholi, Silvassa - 396 240
U.T. of Dadra & Nagar Haveli

WORKS (Unit -2)

Survey No. 212/2,
Near Dadra Check Post,
Village : Dadra, Silvassa - 396 193
U.T. of Dadra & Nagar Haveli

WORKS (Unit -3)

Survey No. 16/1, Madhuban
Colony, Sayli Road,
Village : Karad, Silvassa -396 240
U.T. of Dadra & Nagar Haveli

AVP (Finance & Accounts) and Company Secretary

Shri Madan Vaishnawa

STATUTORY AUDITORS

Bhagwagar Dalal & Doshi
Chartered Accountants
Mumbai

COST AUDITORS

Poddar and Company
Cost Accountants
Thane

SECRETARIAL AUDITOR

Khanna & Co.
Practicing Company Secretaries
Navi Mumbai

INTERNAL AUDITORS

DMKH & Co.
Chartered Accountants
Mumbai

BANKERS

State Bank of India
Corporation Bank
Allahabad Bank
Standard Chartered Bank
RBL Bank
AXIS Bank
HDFC Bank
Kotak Mahindra Bank
Yes Bank

REGISTRAR AND SHARE TRANSFER AGENT

Bigshare Services Private Limited,
1st Floor Bharat Tin Works Building,
Makwana Road,
Marol, Andheri (E), Mumbai - 400 069.
Tel No.: 91-22-40430200/6263 8200

BOARD OF DIRECTORS



Shri Rameshwarlal Kabra
Chairman



Shri Tribhuvanprasad Kabra
Managing Director



Shri Mahendrakumar Kabra
Joint Managing Director



Shri Satyanarayan Loya
Director



Smt. Kirtidevi Kabra
Director



Shri Mukund Chitale
Independent Director



Shri Sandeep Jhanwar
Independent Director



Shri R. Kannan
Independent Director



Shri Prashant Deshpande
Independent Director



Dr. Ajai Singh
Independent Director



Shri Hemant Kabra
Additional Director and CFO



Shri H. S. Upendra Kamath
Additional Independent Director

Financial Highlights - Standalone

(₹ in lakhs)

Description	2017-18*	2016-17*	2015-16	2014-15	2013-14	2012-13	2011-12	2010-11
A. Operating Results:								
Gross Sales and related income	105,287.19	89,019.20	80,124.86	82,704.27	77,579.77	76,280.07	61,305.92	54,601.96
Net Sales and related income	102,724.95	80,082.95	71,904.81	74,091.18	69,859.49	68,550.34	56,031.24	49,901.91
Other Income	284.06	164.70	170.24	230.53	112.48	101.09	106.39	39.44
Net Profit before Taxation	4,175.61	3,339.40	1,447.32	1,508.38	1,080.40	1,263.79	710.56	1,448.75
Provision for Taxation	1,524.54	1,150.70	512.59	526.18	387.47	394.42	201.93	501.61
Net Profit after Taxation	2,651.07	2,188.70	934.73	982.20	692.93	869.37	508.63	947.14
B. Financial Position:								
Fixed Assets (Net)	11,972.89	7,219.21	5,203.73	4,590.28	4,599.22	4,649.64	4,711.49	4,584.13
Non- Current Assets	1,052.62	964.06	643.57	716.65	655.86	462.23	384.60	1,502.47
Current Assets	25,432.80	21,556.45	14,830.97	15,390.11	15,155.85	16,136.54	12,518.65	9,665.74
Investments	7,552.02	4,097.49	284.29	284.42	251.91	206.19	146.75	43.88
TOTAL ASSETS	46,010.33	33,837.21	20,962.56	20,981.46	20,662.84	21,454.60	17,761.49	15,796.22
Share Capital	1,100.00	1,100.00	1,100.00	1,100.00	1,100.00	1,100.00	1,100.00	1,100.00
Reserves and Surplus	15,498.94	11,381.18	6,278.69	5,542.55	4,848.52	4,348.63	3,671.03	3,354.17
SHAREHOLDERS' FUND	16,598.94	12,481.18	7,378.69	6,642.55	5,948.52	5,448.63	4,771.03	4,454.17
Non-Current Liabilities	4,835.73	3,053.34	1,224.04	1,338.40	1,239.27	1,249.70	1,327.70	1,524.10
Current Liabilities	22,629.00	17,125.19	12,057.74	12,658.63	13,079.33	14,351.01	11,235.27	9,435.75
Deferred Tax	1,946.66	1,177.50	302.09	341.88	395.72	405.26	427.49	382.20
TOTAL CAPITAL EMPLOYED	46,010.33	33,837.21	20,962.56	20,981.46	20,662.84	21,454.60	17,761.49	15,796.22
C. Equity Share Data:								
Earning per share (₹)	12.05	9.95	4.25	4.46	3.15	3.95	2.31	4.31
Book value (₹)	75.45	56.73	33.54	30.19	27.04	24.77	21.69	20.25
Final/Interim Dividend (%)	25.00	25.00	15.00	20.00	15.00	15.00	15.00	20.00
Number of Shares (in lakhs)	220.00	220.00	220.00	220.00	220.00	220.00	220.00	220.00

* The financial results summary for financial years 2017-18 and 2016-17 are prepared in accordance with Ind-AS and financial results for other financial years are prepared as per the prevailing Indian GAAP.

Managing Director's perspective



Dear Shareholders,

I am very happy to present the 26th Annual Report 2017-18 of Ram Ratna Wires Limited. The year came with major challenges – the post demonetization slowdown, teething troubles of GST migration and rising Copper Cost. The year 2017-18 started slowly with retailer offtake in May-June being curtailed due to GST implementation from 1st July, 2017. However economic growth picked up during the year with consumption- related indicators and industrial output improving in the later half of the year.

Your Company worked diligently to mitigate the headwinds of the year and has come out well ahead, setting a strong foundation to shape a great future in the years to come. Through concerted efforts, Company improved its delivery on all important performance metrics – volume share, margins and market share.

Below is the financial performance of the Company :

(₹ in lakhs)

Particulars	2017-18	2016-17
Gross Sales	1,05,287	89,019
EBDITA	6,567	5,266

Figure above clearly shows the breakthrough performance with 18.27% increase in sales over previous year alongwith increase in EBDITA to Sales ratio from 5.92% (previous year ratio) to 6.24% (current year ratio). We are positive about our ability to grow the Company profitably. The Company generated a significant amount of cash, strengthened its balance sheet and continues to return strong value to its shareholders in alignment to its mission.

The Company has acquired 60% stake w.e.f. 1st April, 2017 in Global Copper Private Limited (GCPL) having manufacturing facility at Vadodara for a consideration of ₹ 980 lakhs. GCPL business operations are into manufacturing of Level Wound Coil (LWC), Copper Tubes and Pancake Copper Tubes. Gross Sales Turnover of GCPL during FY 2017-18 was ₹ 11,194 lakhs with Profit before Tax of ₹ 180 lakhs.

The Company is in the midst of its largest manufacturing capacity expansion at Silvassa. The expansion would give the Company the ability to manufacture copper wire at the lowest cost and ensure we have sufficient capacity to meet future needs. The current expansion also includes new product lines having higher margins thereby increasing the overall profitability of the company in the times to come.

All in all, 2017-18 was a good year in spite of economic uncertainty.

Our country is passing through challenging but exciting times. With a stable central government and a visionary Prime Minister, India is poised to grow like never before.

There is tremendous emphasis on rural housing, railway modernisation, renewable energy and creation of smart cities. None of this will be possible without huge electrification. The consumption of Enamelled wires, Strips, Paper covered strips, Pure electrolytic conductors will increase substantially in the next decade. Globalisation and Digitalisation has led to an all-round increase in awareness of the need to use pure, safe and correct electrical materials/equipment. There has been a significant shift in consumer preference, who now realises the importance of quality. This is tilting the balance in favour of the organised sector like never before. It is here your company looks to reap rich dividends. As one of the frontline players with well-placed expansion plans we are ready to meet the requirements of the New India- both in terms of Quality and quantity. Going forward, we are confident of delivering on our vision of becoming India's most exciting and inspirational winding wire brand and business.

I am immensely proud to share that the pioneer of RR Global, Mr. Rameshwarlal Kabra has been honoured with the prestigious Padma Shri Award for his significant contribution in the field of Trade & Industry. This recognition motivates us to keep up our good work.

I would like to thank our Board of Directors whose support, experience and foresight is helping us grow profitably while sustaining the respect of all stakeholders. I am also very grateful to the leadership team and all employees for all what has been accomplished during the year. I remain grateful to all shareholders for the trust and unstinted confidence in our capabilities. I recommit myself and my entire team to continue enhancing our legacy of Dependability.

With warm regards

Thank you and Jai Hind.

Tribhuvanprasad Kabra

Managing Director

DIN – 00091375



Shri Rameshwarlal Kabra, Chairman, RR Global being awarded Padma Shri By Honorable President of India, Shri Ramnath Kovind.

NOTICE

Notice is hereby given that the 26th Annual General Meeting of the Company will be held at Hotel Sunville, 9, Dr. Annie Besant Road, Worli, Mumbai-400 018 on Saturday, 15th September, 2018 at 11:30 a.m. to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt:
 - a. the Audited Financial Statements of the Company for the financial year ended 31st March, 2018, together with the Reports of the Board of Directors and Auditors thereon; and
 - b. the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2018, together with the Report of the Auditors thereon.
2. To declare a dividend on Equity Shares for the financial year ended 31st March, 2018.
3. To appoint a Director in place of Shri Satyanarayan Loya (DIN 00091323), who retires by rotation at the ensuing Annual General Meeting and being eligible, has offered himself for re-appointment.

SPECIAL BUSINESS

4. To re-appoint Shri Mahendrakumar Kabra as Joint Managing Director of the Company and in this regard, to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to the recommendation of the Nomination and Remuneration Committee of the Board, Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013, (“Act”), read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time the members of the Company hereby accord its approval for the re-appointment of Shri Mahendrakumar Kabra (holding DIN: 00473310) as Joint Managing Director of the Company for a further period of 3 years with effect from 1st June, 2018 to 31st May, 2021 upon the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this Annual General Meeting, (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his appointment) with authority to the Board of Directors to alter and vary the terms and conditions of the said appointment in such manner as may be agreed to between the Board of Directors and Shri Mahendrakumar Kabra.

RESOLVED FURTHER THAT in the event of absence or inadequacy of net profits in any financial year, the remuneration payable to the Joint Managing Director shall be governed by Section II of Part II of Schedule V to the Companies Act, 2013 or any statutory modification thereof and the same shall be treated as the Minimum Remuneration payable to the said Joint Managing Director.

RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) be and are hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution.”
5. To appoint Shri Hemant Kabra as a Director of the Company and in this regard, to consider and, if thought fit, to pass with or without modification(s), the following resolution as an ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules and regulations, if any, (including any statutory modification(s) or re-enactment thereof for the time being in force), Shri Hemant Kabra (DIN 01812586) who was appointed as an Additional Director of the Company with effect from 12th December, 2017 pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and who would vacate his office at the ensuing Annual General Meeting, and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed a Director of the Company, liable to retire by rotation.”
6. To appoint Shri Hemant Kabra as Executive Director and Chief Financial Officer (ED & CFO) of the Company and in this regard, to pass the following resolution as an ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197 and other applicable provisions, if any, of the Companies Act, 2013, (“Act”), read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, the Company hereby approves the appointment and terms of remuneration of Shri Hemant Kabra (DIN 01812586), as the Executive Director and Chief Financial Officer of the Company for a period of three years with effect from 12th December, 2017 upon the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this Annual General Meeting, (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his appointment) with authority to the Board of Directors to alter and vary the terms and conditions of the said appointment in such manner as may be agreed to between the Board of Directors and Shri Hemant Kabra.

RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) be and are hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution.”

7. To appoint Shri H. S. Upendra Kamath as an Independent Director of the Company and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an ORDINARY RESOLUTION:

“RESOLVED THAT Shri H. S. Upendra Kamath (DIN: 02648119) who was appointed as an Additional Director of the Company with effect from 12th December, 2017 and who holds office upto the date of the ensuing Annual General Meeting under Section 161 of the Companies Act, 2013 (“the Act”) but who is eligible for appointment and in respect of whom the Company received a notice in writing under Section 160(1) of the Act from a Member, proposing his candidature for the office of Director, be and is hereby appointed as the Director of the Company, not liable to retire by rotation.

“RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) Shri H. S. Upendra Kamath who has submitted a declaration that he meets the criteria for Independence, be and is hereby appointed as the Independent Director of the Company with effect from 12th December, 2017, not liable to retire by rotation, for a term of five consecutive years on the Board and shall be eligible for re-appointment for another term of five consecutive years on passing of a special resolution by the Company.

8. Approval of limits for the Loans, Guarantees and Investment by the Company as per Section 186 of the Companies Act, 2013 and in this regard,

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

“RESOLVED THAT pursuant to the provisions of Section 186 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and Rules made there under (including any statutory modification(s) thereof for the time being in force and as may be enacted from time to time), consent of members be and is hereby accorded to the Board of Directors to (a) give any loan to any body corporate(s) / person(s); (b) give any guarantee or provide security in connection with a loan to any body corporate(s)/person(s); and (c) acquire by way of subscription, purchase or otherwise, securities of any body corporate from time to time in one or more tranches as the Board of Directors as in their absolute discretion deem beneficial and in the interest of the Company, for an amount not exceeding ₹ 200,00,00,000 (Rupees Two Hundred Crores only) outstanding at any time notwithstanding that such investments, outstanding loans given or to be given and guarantees and security provided or to be provided are in excess of the limits prescribed under Section 186 of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all such acts, deeds and things as may be appropriate and necessary for the purpose of making loans/ investments/ giving guarantees or providing securities on behalf of the Company, from time to time, including authorizing the officials of the Company, to give effect to the foregoing resolution.”

9. To consider and ratify the remuneration payable to M/s. Poddar & Co, Cost Accountants for the financial year ending 31st March, 2019 and in this regard, pass with or without modification(s), the following resolution as an ORDINARY RESOLUTION:

“**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the payment of the remuneration of ₹ 400,000 /- (Rupees four lakhs only) with applicable tax plus reimbursement of related business expenses, at actuals, to M/s. Poddar & Co., Cost Accountants (Firm Registration No. 101734), who were appointed by the Board of Directors of the Company, as Cost Auditors, to conduct audit of the cost records maintained by the Company, for the Financial Year ending 31st March, 2019, be and is hereby ratified.”

By the Order of the Board

Place: Mumbai
Date: 14th August, 2018

REGISTERED OFFICE:

Ram Ratna House, Oasis Complex,
P.B.Marg, Worli, Mumbai-400 013
CIN: L31300MH1992PLC067802
E-MAIL: investorrelations@rrglobal.in

Madan Vaishnawa
AVP (Finance & Accounts) and Company Secretary
ACS 19127

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll only instead of himself/ herself and such a proxy need not be a Member of the Company. Proxies in order to be effective must be received by the company not less than forty-eight hours before the meeting. A person can act as proxy for only 50 members and holding in aggregate not more than 10 percent of the total share capital of the company carrying voting rights. Member holding more than 10 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 proxy for any other member.
2. The Register of Members and Share Transfer Register will remain closed from Saturday, 8th September, 2018 to Saturday, 15th September, 2018 (both days inclusive).
3. The Dividend for the financial year ended 31st March, 2018, as recommended by the Board, if approved at the Annual General Meeting, will be paid on or from 17th September, 2018 to those Members whose name appears in the Register of Members of the Company as on the book closure date.
4. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to address their queries to the Company so as to reach the Registered Office of the Company **at least ten days before the date of the Meeting** to enable the Company to make available the relevant information and answer them in the Meeting.
5.
 - i) Members holding shares in physical form are requested to immediately intimate any change in their residential address to Bigshare Services Private Limited, 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai - 400 059, Registrars and Transfer Agent of the Company, so that change could be effected in the Register of Members before closure.
 - ii) Members who are holding shares in demat mode are requested to notify any change in their residential address, Bank A/c details and/ or e-mail address immediately to their respective Depository Participants.
 - iii) The Government took a 'Green Initiative in Corporate Governance' in 2011 by allowing the Companies to service the documents to its Members through electronic mode. Accordingly, the Company sends all communication including the Notice along with Annual Report in electronic form to all Members whose e-mail Id's are registered with the Company/ Depository Participant(s) unless a specific request for hard copy has been requested. Members are requested to update their e-mail Id's with the Company for receiving the notices and other documents at their e-mail address.
 - iv) Members who have not opted for ECS facility earlier are requested to fill up the mandate form and send it to the Registered Office of the Company to avail the ECS facility otherwise they are requested to intimate their Savings Account No./ Current Account No. and the name of Bank with whom such account is held to enable the Company to print the said details on the Dividend Warrant(s) to prevent fraudulent encashment of the same.

6. During the year, amount of Unclaimed Dividend in respect of the Financial Year 2009-10 has been deposited in the Investors Education and Protection Fund. Further, amount of Unclaimed Dividend for the Financial Year 2010-11 is due for deposit to the Investors Education and Protection Fund in September, 2018.
7. Pursuant to the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on Corporate Governance, the information about the Directors proposed to be appointed/re-appointed at the Annual General Meeting is given in the Annexure to the Notice.
8. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of all the businesses specified above is annexed hereto.
9. Members may also note that the Notice of the 26th Annual General Meeting along with the Annual Report 2017 - 2018 will also be available on the Company's website www.rrshramik.com. The Notice of AGM shall also be available on the website of NSDL viz. www.evoting.nsdl.com.
10. Corporate Members intending to send their Authorized Representatives to attend the Meeting are requested to send a certified copy of the Board Resolution/ Power of Attorney authorizing their representatives to attend and vote on their behalf at the Meeting.
11. Pursuant to Section 72 of the Companies Act, 2013 read with Rule 19(1) of the Rules made thereunder, Shareholders are entitled to make nomination in respect of shares held by them.

Members holding shares in physical form desiring to avail this facility may send their nomination in the prescribed Form No. SH-13 duly filled to Bigshare Services Private Limited. Members holding shares in electronic form may contact their respective Depository Participant(s) for availing this facility.
12. Members are requested to bring duly filled admission / attendance slip and their copy of Annual Report to the Meeting. Members who hold shares in electronic form are requested to bring their Client ID and DP ID details for identification.
13. All the documents referred in the accompanying notice will be available for inspection at the Registered Office of the Company between 11:00 a.m. and 1:00 p.m. on all working days till the date of ensuing 26th Annual General Meeting.
14. The route map showing directions to reach the venue of the 26th AGM is annexed.

PROCEDURE OF VOTING AT AGM

Members who do not vote by e-voting are entitled to vote at the meeting. Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again at the meeting.

Voting to the resolutions as contained in the Notice shall be conducted through ballot/poll or other appropriate process. Relevant facility for voting shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right to vote at the meeting. Members who are entitled to vote can cast their vote through ballot paper in the AGM. The Company will make arrangement in this respect including distribution of ballot papers under the supervision of a scrutinizer appointed for the purpose. Members will need to write on the ballot paper, inter alia, relevant Folio No, DP ID & Client ID No. and number of shares held etc.

Voting through electronic means:

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 hereinafter referred to as 'Listing Regulations' (including any statutory modification(s) and / or re-enactment(s) for the time being in force), the members are provided with the following alternatives by which they may cast their votes:

- (i) by electronic means through the remote e-voting platform provided by NSDL. The process for voting through e-voting is annexed hereto. The remote e-voting period will commence on Wednesday, 12th September, 2018 and will end on Friday 14th September, 2018. During this period, members of the Company holding shares either in physical or dematerialized form, may cast their vote by electronically. The remote e-voting module will be disabled by NSDL for voting thereafter.
- (ii) Members who do not have access to remote e-voting facility may send duly completed Ballot Form (enclosed with the Annual Report) so as to reach the Scrutinizer appointed by the Board of Directors of the Company, Shri Anup Vaibhav C. Khanna, Practicing Company Secretary, (Membership No. 6786, COP: 12906), at the Registered Office of the Company not later than by 5 p.m. on Friday, 14th September, 2018. Any person who becomes a member of the Company after

dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e. Saturday, September 8, 2018, have the option to request for physical copy of the Ballot Form by sending an e-mail to investorrelations@rrglobal.in by mentioning their Folio / DP ID and Client ID No.

- (iii) Members who have cast their votes by remote e-voting or by Ballot Form prior to the AGM may also attend the Meeting but they shall not be entitled to cast their vote again.
- (iv) The voting rights of members shall be in proportion to their shares of the paid-up equity share capital in the Company as on the cut-off date i.e. Saturday, September 8, 2018.

The instructions for e-voting are as under:

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2 : Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 are mentioned below:

How to Log-into NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need enter the ‘initial password’ and the system will force you to change your password.
- c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open

the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The pdf file contains your 'User ID' and your 'initial password'.

- (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 are given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to rwil.scrutinizer@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in

Process for members opting for Ballot Form

- In case of those Members, who do not have access to e-voting facility, they can use the assent / dissent form sent herewith or can be downloaded from our website www.rrshramik.com and convey their assent / dissent to each one of the items

of business to be transacted at the ensuing AGM and send the form to reach Mr. Anup Vaibhav C. Khanna, Scrutinizer appointed by the Company at the registered office of the Company before 14th September, 2018 by 5 p.m.

- Members can choose only one of the two options, namely e-voting or voting through physical assent / dissent form. In case the votes are casted through both the formats, then votes casted through e-voting shall stand cancelled and those votes casted through physical assent / dissent form would be considered, subject to the assent / dissent form being found to be valid.
- The Results of e-voting, physical assent / dissent and poll, if any, shall be aggregated and declared on or after the AGM of the Company by the Chairman or by any other person duly authorized in this regard. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.rrshramik.com and on the website of NSDL within three (3) days of passing of the resolutions at the AGM of the Company and communicated to the Stock Exchange.

By the Order of the Board

Place: Mumbai

Date: 14th August, 2018

REGISTERED OFFICE:

Ram Ratna House, Oasis Complex,

P.B. Marg, Worli, Mumbai-400 013

CIN: L31300MH1992PLC067802

E-MAIL: investorrelations@rrglobal.in

Madan Vaishnawa
AVP (Finance & Accounts) and Company Secretary
ACS19127

EXPLANATORY STATEMENT

STATEMENT ANNEXED TO THE NOTICE AND SETTING OUT THE MATERIAL FACTS CONCERNING EACH ITEM OF SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND SECRETARIAL STANDARD ON GENERAL MEETINGS

ITEM NO. 4

As per the recommendation of the Nomination & Remuneration Committee, pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions, if any, read with section 198 of the Companies Act, 2013 and the rules made there under, including the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013, the Board of Directors of the Company at their meeting held on 14th August, 2018, appointed Shri Mahendrakumar Kabra as the Joint Managing Director of the Company for a period of 3 (three) years with effect from 1st June, 2018 who shall be entitled to receive any remuneration whether by way of salary, perquisites, commission, bonus or otherwise as below and shall be liable to retire by rotation.

- a) Salary: ₹ 6,00,000/- per month w.e.f. 1st June, 2018 with an increment not exceeding 20% per annum at the discretion of the Board of Directors of the Company.
- b) Commission based on the net profits of the Company in a particular year which shall be within the overall limits laid down in Section 197 of the Companies Act, 2013 read with Schedule V to the said Act.
- c) Perquisites:
 - (i) Furnished accommodation including gas, electricity and water, medical reimbursement and leave travel concession for self and family, club fees, medical insurance, etc.
 - (ii) Provision for use of company car for official duties and telephone at residence (including payment of local calls and long distance official calls).

The perquisites referred to in para (ii) will not be included in the computation of ceiling on remuneration.

The appointment of Shri Mahendrakumar Kabra would require the consent of the shareholders of the Company pursuant to Section 196 and other applicable provisions of the Companies Act, 2013 read with Schedule V to the said Act. The resolution at item no. 4 of the Notice is therefore, recommended for your approval.

Shri Mahendrakumar Kabra, Shri Tribhuvanprasad Kabra, Smt. Kirtidevi Kabra, Shri Rameshwarlal Kabra, Shri Satyanarayan Loya and Shri Hemant Kabra are concerned or interested in the resolution at item no. 4 of the notice for the appointment of Shri Mahendrakumar Kabra as Joint Managing Director of the Company. No other Director or Key Managerial Personnel or their relatives are concerned or interested in the said Resolution.

ITEM NO 5. & 6.

The Board of Directors, at its meeting held on 12th December, 2017 appointed Shri Hemant Kabra, as an Additional Director of the Company with effect from 12th December, 2017. The Board, at the same meeting, has elevated him from the position of the Chief Financial Officer to the position of the Executive Director and Chief Financial Officer ("ED & CFO") of the Company effective the same date, for a period of three years, subject to the approval of the Members. His appointment has been recommended by the Nomination and Remuneration Committee. As per the provisions of Section 161(1) of the Act, he holds office of Additional Director only up to the date of this Annual General Meeting of the Company, and is eligible for appointment as Director. The Company has received a notice under Section 160(1) of the Act proposing his candidature for the office of Director of the Company. Prior to his elevation to the position as the ED & CFO, he held the office of the Chief Financial Officer of the Company from 12th May, 2014. He has held several key positions within the Company and has played a key role in helping the Company to grow at this level.

Further details of Shri Hemant Kabra have been given in the Annexure to this Notice.

The main terms and conditions of appointment of Shri Hemant Kabra are given below:

A. Tenure of Appointment:

The appointment as ED & CFO is for a period of 3 years with effect from 12th December, 2017.

B. Nature of Duties:

The ED & CFO shall devote his whole time and attention to the business of the Company and shall perform such duties as may be entrusted to him by the Board from time to time and separately communicated to him and exercise such powers as may be assigned to him, subject to the superintendence, control and direction of the Board in connection with and in the best interests of the business of the Company and the business of one or more of its associated companies and/ or subsidiaries, including performing duties as assigned to the ED & CFO from time to time by serving on the Boards of such associated companies and / or subsidiaries or any other executive body or any committee of such a company.

C. Remuneration:

a) Salary of, ₹ 3,50,000/- (Rupees Three lakhs Fifty Thousand only) per month, for a period of three years with effect from 1st April 2018. Further, the annual increments shall not exceed 25% per annum at the discretion of the Board of Directors of the Company.

b) Perquisites:

- i) Furnished accommodation including gas, electricity and water, medical reimbursement and leave travel concession for self and family, club fees, medical insurance, etc.
- ii) Provision for use of company car for official duties and telephone at residence (including payment of local calls and long distance official calls).

The perquisites referred to in para (ii) will not be included in the computation of ceiling on remuneration.

- iii) In the event of absence or inadequacy of net profits in any financial year, the remuneration payable to Shri Hemant Kabra shall be governed by Section II of Part II of Schedule V to the Companies Act, 2013 or any statutory modification thereof and the same shall be treated as the Minimum Remuneration payable to Shri Hemant Kabra.

In compliance with the provisions of Sections 196, 197 and other applicable provisions of the Act, read with Schedule V to the Act, the terms of appointment and remuneration of the ED & CFO as specified above are now being placed before the Members for their approval. The Board commends the Resolutions at Item Nos. 5 and 6 for approval by the Members.

Shri Hemant Kabra, Shri Tribhuvanprasad Kabra, Smt. Kirtidevi Kabra, Shri Rameshwarlal Kabra, Shri Satyanarayan Loya and Shri Mahendrakumar Kabra are concerned or interested in the proposed resolutions. None of the other Directors and Key Managerial Personnel of the Company and their respective relatives are concerned or interested, in the Resolutions set out at Item Nos. 5 and 6 of the Notice.

ITEM NO. 7

Shri H. S. Upendra Kamath (DIN: 02648119) was appointed as an Additional Director of the Company with effect from 12th December, 2017 pursuant to the provisions of Section 161 of the Companies Act, 2013, and the Articles of Association of the Company. As such Shri H. S. Upendra Kamath holds office up to the date of the forthcoming Annual General Meeting and is eligible for appointment as a Director. The Company has received a notice under Section 160(1) of the Act proposing his candidature for the office of Director of the Company.

Shri H. S. Upendra Kamath by qualification is a Graduate in Commerce, CAIIB and has vast experience in the field of banking sector. He has worked with Union Bank of India, Canara Bank, Vijaya Bank, Tamilnad Mercantile Bank Limited and was also a member in various important committees viz. Retail Banking, Management, Finance & HR Committee of Indian Banks' Association (IBA); Working Group on Benchmark Prime Lending Rate constituted by RBI.

As per the provisions of the Section 149 of the Act, an Independent Director shall hold office for a term upto five consecutive years on the Board of the Company and is not liable to retire by rotation. Shri H. S. Upendra Kamath has consented to act as Director of the Company and has given declaration to the Board that he meets the criteria of independence as provided under Section 149 of the Companies Act, 2013 and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, Shri H. S. Upendra Kamath fulfils the conditions specified in the Companies Act, 2013 and Rules made thereunder for appointment as Independent Director of the Company. The Board based on the recommendation of the Nomination and Remuneration Committee, commends his appointment as the Independent Director for a period of five years commencing from 12th December, 2017.

In compliance with the provisions of Section 149 of the Act read with Schedule IV of the Act, the appointment of Shri H. S. Upendra Kamath is now placed before the Members for their approval.

The terms and conditions of appointment of Shri H. S. Upendra Kamath, pursuant to Schedule IV of the Act, shall be open for inspection at the Registered Office of the Company by any Member during business hours on any working day of the Company.

None of the Directors or Key Managerial Personnel and their relatives, except Shri H. S. Upendra Kamath, is concerned or interested (financially or otherwise) in this Resolution. The Board recommends Ordinary Resolution set out at Item No. 7 of the Notice for approval of the Members.

ITEM No. 8

As part of requirement under various Contracts of the Company and also to achieve long term strategic and business objectives, Company proposes to invest in other bodies corporate or grant loans, give corporate guarantees or provide securities to other persons or other body corporate as and when required. Pursuant to the provisions of section 186(3) of the Companies Act, 2013 and rules made there under, the Company needs to obtain prior approval of shareholders / members by way of special resolution passed at the General Meeting in case the amount of investment, loan, guarantee or security proposed to be made is more than sixty percent of the paid up share capital, free reserves and securities premium account or one hundred percent of free reserves and securities premium account, whichever is higher.

Accordingly, the Board of Directors of the Company proposes to seek approval of shareholders by way of special resolution to authorize the Board to exercise powers for an amount not exceeding ₹ 200 Crore (Rupees Two Hundred Crores Only) outstanding at any time notwithstanding that such investments, outstanding loans given or to be given and guarantees and security provided are in excess of the limits prescribed under Section 186 of the Companies Act, 2013.

None of the 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. 8 of the notice except to the extent of their shareholding, if any, in the Company.

The Directors recommend the resolution for approval by the members.

ITEM No. 9

The Board of Directors of the Company on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s. Poddar & Co., Cost Accountants, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2019.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is to be ratified by the members of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 9 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2019.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution proposed at item no. 9 of the Notice.

Profile of Director being appointed / re-appointed.

Pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and secretarial standards 2, following information is furnished in respect of Director proposed to be appointed / re-appointed at the Annual General Meeting.

Name	Shri Satyanarayan Loya
Date of Appointment on the Board	29/09/1993
Qualifications	Consultant (Marketing and Finance)
List of outside Directorship held as on 31 st March, 2018 (Excluding Private Limited Companies and Foreign Companies)	R R Kabel Limited
List of outside Chairmanship / Membership of Audit, Nomination Remuneration and Stakeholders Relationship Committee as on 31 st March, 2018	NIL
Number of Shares held in Ram Ratna Wires Limited	21,400 Equity Shares
Relationship Between Directors	Relative of Managing Director of the Company.
Name	Shri Mahendrakumar Kabra
Date of Appointment on the Board	21//07/1992
Qualifications	Licentiate Mechanical Engineer, Industrialist
List of outside Directorship held as on 31 st March, 2018 (Excluding Private Limited Companies and Foreign Companies)	R R Kabel Limited
List of outside Chairmanship / Membership of Audit, Nomination Remuneration and Stakeholders Relationship Committee as on 31 st March, 2018	Nil
Number of Shares held in Ram Ratna Wires Limited	18,67,966 Equity Shares
Relationship Between Directors	Relative of Chairman, Managing Director and CFO of the Company.
Name	Shri H. S. Upendra Kamath
Date of Appointment on the Board	12/12/2017
Qualifications	B.Com, CAIIB – wide experience in the field of Banking sector
List of outside Directorship held as on 31 st March, 2018 (Excluding Private Limited Companies and Foreign Companies)	Kisan Mouldings Limited
List of outside Chairmanship / Membership of Audit, Nomination Remuneration and Stakeholders Relationship Committee as on 31 st March, 2018	Kisan Mouldings Limited – Member Audit Committee
Number of Shares held in Ram Ratna Wires Limited	Nil
Relationship Between Directors	There exist no pecuniary relationship with any director
Name	Shri Hemant Kabra
Date of Appointment on the Board	12/12/2017

Qualifications	Masters Degree with wide experience in the field of Copper and Winding Wire Industry
List of outside Directorship held as on 31 st March, 2018 (Excluding Private Limited Companies and Foreign Companies)	1) Ram Ratna Electricals Limited 2) Hemlata Home Solutions Limited
List of outside Chairmanship / Membership of Audit, Nomination Remuneration and Stakeholders Relationship Committee as on 31 st March, 2018	Nil
Number of Shares held in Ram Ratna Wires Limited	1,29,600 Equity Shares
Relationship Between Directors	Relative of Chairman, Managing Director and Joint Managing Director of the Company.

By Order of the Board

Madan Vaishnawa


AVP (Finance & Accounts) and Company Secretary

ACS 19127

Place: Mumbai

Date: 14th August, 2018

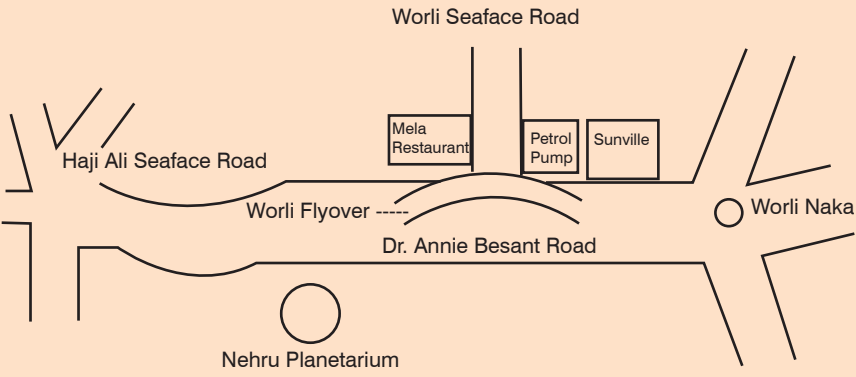
Route Map



—BANQUET & CONFERENCE ROOMS—

9, Dr. Annie Besant Road, Worli, Mumbai – 400 018.
Tel: 24978082. 24935546. Fax: 24921604, Email:-info@sunvillebanquets.com

Address-
Sunville Banquets,
9 Dr A B Road,
Opp China bistro Restaurant,
Near H P petrol pump,
Diagonally opp Atria Mall,
Middle of Worli flyover,
Worli, Mumbai – 400 018,
Tel-2497 8082/2495 2069



DIRECTORS' REPORT

To,
The Members,

Your Directors have the pleasure in presenting their 26th Annual Report and Audited Statement of Accounts (standalone and consolidated) for the financial year ended 31st March, 2018.

FINANCIAL RESULTS

The summarised financial results of the Company for the Financial Year ended 31st March, 2018 are presented below:

Particulars	(₹ In lakhs)	
	Financial Year ended 31 st March, 2018	Financial Year ended 31 st March, 2017
Sales and other Income	1,05,571.25	89,183.90
Total Expenditure	99,004.30	83,918.34
Profit before Interest, Depreciation & Tax (PBIDT)	6,566.95	5,265.56
Less: Finance Costs	1,401.09	1,092.59
Depreciation	990.25	833.57
Profit before Tax (PBT)	4,175.61	3,339.40
Less: Tax	1,524.54	1,150.70
Profit for the Year	2,651.07	2,188.70
Basic EPS (₹)	12.05	9.95

Your Company has adopted Indian Accounting Standards (Ind AS) with effect from 1st April, 2017 (transition date being 1st April, 2016). Accordingly, the financial statements for the year ended 31st March, 2018 have been prepared in accordance with Ind AS in terms of the provisions of Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time. Previous year figures have been restated as per Ind AS to make them comparable.

The performance of your Company is primarily attributable to higher sales, benefits arising out of structural cost reduction and capacity enhancement projects commissioned in the last couple of years along with improved business synergies and focus on various improvement initiatives.

As a result of these initiatives, the Company achieved a turnover of ₹ 1,02,523.27 lakhs as compared to ₹ 87,050.12 lakhs in the previous year thereby registering a growth of 17.78% over previous year. Profit before Tax were ₹ 4,175.61 lakhs as against ₹ 3,339.40 lakhs in the previous year. The Profit after Tax stood at ₹ 2,651.07 lakhs as compared to the profit of ₹ 2,188.70 lakhs in the previous year. The operations and financial results of the Company are elaborated in the Management Discussion and Analysis Report.

DIVIDEND

After considering the Company's profitability, free cash flow and overall financial performance, the Board of Directors of the Company are pleased to recommend a Dividend of ₹ 1.25 (previous year ₹ 1.25) per equity share of face value ₹ 5/- each (i.e. 25%) for the financial year ended on 31st March, 2018. The distribution of Dividend on equity shares, if approved by the Members at the ensuing Annual General Meeting, will result in payout of ₹ 275 lakhs excluding Tax on Dividend and Surcharge/Education Cess thereon.

The dividend pay-out is in accordance with the Company's efforts to pay sustainable dividend linked to long-term growth objectives of the Company and enhancing stakeholder value.

TRANSFER TO RESERVES

Your Directors do not propose to transfer any amount to the general reserve.

CREDIT RATINGS

Your Company enjoys a sound reputation for its prudent financial management and its ability to meet financial obligations. The long term credit rating of your Company was reaffirmed BBB+/Stable by CRISIL. The credit rating for short term facilities was revised to 'CRISIL BBB+/Stable/CRISIL A2' from 'CRISIL BBB/Positive/CRISIL A3+.

MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis Report, in compliance with Regulation 34(2)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), forms an integral part of this report.

SUBSIDIARIES AND JOINT VENTURE COMPANIES

During the year under review, the Company acquired 6,46,134 Equity Shares constituting 60% of paid up share capital in Global Copper Private Limited (GCPL). GCPL is into manufacturing of Level Wound Coil (LWC) Copper Tube and Pancake Copper Tubes. It operates a fully-automatic manufacturing facility equipped with a production capacity of 4,000 Metric Tonne / Annum.

The Company has formulated a policy on the identification of material subsidiaries and the same is placed on the website at www.rrshramik.com. The Company currently does not have any material subsidiaries.

The Company has one Joint Venture Company RR Imperial Electricals Limited at Bangladesh.

Pursuant to the provisions of Section 129(3) of the Companies Act, 2013 and the Companies (Accounts) Rules, 2014, the Company has attached along with the Financial Statements, a separate statement containing the salient features of the Financial Statements of its subsidiary and joint venture company in Form AOC-1 vide note no. 33 of Consolidated Financial Statement in the manner prescribed under the Companies Act, 2013 and Rules made thereunder and hence not repeated here for the sake of brevity. Further, in accordance with Section 136 of the Companies Act, 2013, the Audited Financial Statements, including the Consolidated Financial Statements and related information of the Company and Audited Accounts of its subsidiary are available on Company's website at www.rrshramik.com. These documents are also available for inspection by the Members at the Registered Office of the Company during business hours on all working days, except Saturdays, Sundays and National Holidays up to the date of the 26th AGM.

Performance and Financial Position of subsidiary and joint venture companies:

1. Global Copper Private Limited

During the Financial Year ended 31st March, 2018, the Company achieved total revenue of ₹ 11,235.13 lakhs and net profit was ₹ 141.63 lakhs.

2. RR Imperial Electricals Limited

During the Financial Year ended 31st March, 2018, the Company achieved total revenue of ₹ 13,925.51 lakhs and net profit/(Loss) was ₹ (160.31) lakhs.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There have been no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of this report. There has been no change in the nature of business of the Company.

CONSOLIDATED FINANCIAL STATEMENTS

Pursuant to the provisions of Section 129 of the Companies Act, 2013 and the Companies (Accounts) Rules, 2014, the Consolidated Financial Statements of the Company and its subsidiary have been prepared in the same form and manner as mandated by Schedule III to the Companies Act, 2013 and are in accordance with relevant Accounting Standards issued by the Institute of Chartered Accountants of India.

DIRECTORS

Pursuant to Section 152(6) of the Companies Act, 2013, Shri Satyanarayan Loya, Director, retire by rotation and being eligible offers himself for re-appointment in accordance with the provisions of the Companies Act, 2013. The Directors recommend his re-appointment at the ensuing AGM.

During the year under review, Shri Hemant Kabra, CFO and Shri H. S. Upendra Kamath were appointed as Additional directors of the Company during the year under review with effect from 12th December 2017. Shri Hemant Kabra is designated as Executive Director and CFO of the Company based on his appointment by the Board of Directors made on the recommendation of the Nomination and Remuneration Committee for a period of 3 years with effect from 12th December 2017, subject to the approval of the shareholders at the ensuing Annual General Meeting. Shri H. S. Upendra Kamath is being recommended for appointment as an Independent Director of the Company for a period of 5 years with effect from 12th December 2017.

The Board of Directors on recommendation of the Nomination and Remuneration Committee has re-appointed Shri Mahendrakumar Kabra as Joint Managing Director of the Company for a period of 3 years with effect from 1st June, 2018 to 31st May, 2021, subject to approval of shareholders at the ensuing Annual General Meeting, as his current term of office is upto 30th May, 2018.

None of the Directors of the Company have resigned from the office of Director of the Company during the year under review.

The Company has received necessary declaration from all the Independent Directors confirming that they meet the criteria of independence as laid down in Section 149(6) of the Companies Act, 2013 and the Listing Regulations.

Shri Rameshwarlal Kabra, Chairman of the Company, was honoured by the Government of India with the Padma Shri award announced on the Republic Day of 2018 in recognition of his meritorious contribution in the field of industry and business at the national level. Your directors wish to join you with pride and happiness in congratulating him on his glorious achievement.

MEETINGS OF THE BOARD OF DIRECTORS AND ITS COMMITTEES

Four (4) meetings of the Board of Directors were held during the financial year under review. The details of the meetings of the Board and its Committees held during the year under review are stated in the Corporate Governance Report, which forms part of this report.

AUDIT COMMITTEE

The Company has in place an Audit Committee in terms of the requirements of the Companies Act, 2013. The details relating to the same are given in the Corporate Governance report forming part of this Report. The Board has accepted all recommendations made by the Audit Committee during the year.

FAMILIARISATION PROGRAMME

In compliance with the requirement of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has put in place a familiarization program for Independent Directors to familiarize them with the working of the Company, nature of the industry in which the Company operates, business model of the Company, their roles, rights and responsibilities vis-a-vis the Company, etc. Details of the Familiarization Programme are explained in the Corporate Governance Report and is also available on the Company's website at www.rrshramik.com

PERFORMANCE EVALUATION OF THE BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS

Pursuant to applicable provisions of the Companies Act, 2013 and the Listing Regulations, the Board, in consultation with its Nomination & Remuneration Committee, has formulated a framework containing, inter-alia, the criteria for performance evaluation of the entire Board of the Company, its Committees and individual Directors, including Independent Directors. The framework is monitored, reviewed and updated by the Board, in consultation with the Nomination and Remuneration Committee, based on need and new compliance requirements.

The annual performance evaluation of the Board, its Committees and each Director has been carried out for the financial year 2017-18 in accordance with the framework. The details of evaluation process of the Board, its Committees and individual Directors, including Independent Directors have been provided under the Corporate Governance Report which forms part of this Report.

APPOINTMENT OF DIRECTORS AND REMUNERATION POLICY

A Policy with well-defined criteria is in place for the selection of candidates for appointment as Directors, Key Managerial Personnel and senior leadership positions. The relevant information has been disclosed in the Corporate Governance report which forms part of this report.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions under Section 134(5) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, the Directors confirm:

- a) That in the preparation of the annual accounts, the applicable accounting standards have been followed and no material departures have been made from the same;
- b) That they have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- c) That they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) That they have prepared the annual accounts on a going concern basis;
- e) That they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- f) That they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

KEY MANAGERIAL PERSONNEL

The Key Managerial Personnel (KMP) in the Company as per Section 2(51) and 203 of the Companies Act, 2013 are as follows :

Shri Tribhuvanprasad Kabra, Managing Director

Shri Mahendrakumar Kabra, Joint Managing Director

Shri Hemant Kabra, Executive Director and CFO

Shri Madan Vaishnawa, Company Secretary

During the year, there was no change (appointment or cessation) in the office of KMP excepting the change in designation of Shri Hemant Kabra from CFO to Executive Director and CFO.

CORPORATE GOVERNANCE

Your Directors reaffirm their continued commitment to good corporate governance practices. The Annual Report contains a separate section on Company's Corporate Governance practices, together with a certificate from the Secretarial Auditor, a practicing company secretary confirming compliance, as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which forms part of this Report.

LISTING

The Company's equity shares are listed on the Bombay Stock Exchange Limited (BSE). The Company has paid annual listing fees to Stock Exchange.

EXTRACT OF ANNUAL RETURN

The Extract of Annual Return as provided under Section 92(3) of the Companies Act, 2013 and as prescribed in Form MGT-9 of the Companies (Management and Administration) Rules, 2014, is annexed herewith as Annexure-I to this Report.

Vigil Mechanism / Whistle-Blower Policy

Your Company has adopted a Whistle Blower Policy as a part of its vigil mechanism.

The purpose of the policy is to enable employees to raise concerns regarding unacceptable improper practices and/ or any unethical practices in the organization without the knowledge of the management. All employees shall be protected from any adverse action for reporting any unacceptable or improper practice and/or any unethical practice, fraud, or violation of any law, rule, or regulation. This Policy is also applicable to the Directors of the Company.

Furthermore, employees are also free to communicate their complaints directly to the Chairman/Member of the Audit Committee, as stated in the Policy. On a quarterly basis, the Audit Committee reviews reports made under this policy and implements corrective actions, wherever necessary.

CORPORATE SOCIAL RESPONSIBILITY

In accordance with the requirements of the provisions of Section 135 of the Companies Act, 2013, the Company has constituted a CSR Committee. The Company has also formulated a CSR Policy which is available on Company's website. The Annual Report on Company's CSR activities of the Company as per the Companies (Corporate Social Responsibility Policy) Rules, 2014 is annexed as Annexure-II and forms part of this report.

RISK MANAGEMENT

Your Company recognises that risk is an integral part of business and is committed to managing the risks in a proactive and efficient manner. Your Company periodically assesses risks in the internal and external environment and incorporates risk mitigation plans in its strategy and business/operational plans.

Your Company has a well-defined risk management framework in place. The risk management framework works at various levels across the enterprise. These levels form the strategic defence cover of the Company's risk management. The Company has a robust structure for managing and reporting on risks.

Your Company's Audit Committee monitors and reviews the risk mitigation plan.

AUDIT AND AUDITORS

(1) Statutory Auditors

At the AGM of the Company held last year, pursuant to the provisions of the Act and the Rules made there under, M/s. Bhagwagar Dalal & Doshi, Chartered Accountants (Firm Registration Number – 128093W), were appointed as Statutory Auditors of the Company from the conclusion of the 25th AGM held on 16th September, 2017 till the conclusion of the 30th AGM to be held in the year 2022. M/s. Bhagwagar Dalal & Doshi, Chartered Accountants have submitted a certificate confirming that their appointment is in accordance with Section 139 read with Section 141 of the Companies Act, 2013.

The Audit Report of M/s. Bhagwagar Dalal & Doshi, Chartered Accountants on the Financial Statements of the Company for the Financial Year 2017-18 is a part of the Annual Report. The Report does not contain any qualification, reservation, adverse remark or disclaimer.

(2) Secretarial Auditors

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company had appointed M/s. Khanna & Co., a firm of Company Secretaries in Practice to undertake the Secretarial Audit of the Company for the financial year ended 31st March, 2018. The Secretarial Audit Report for the Financial Year ended 31st March, 2018 is annexed as Annexure III and does not contain any qualification, reservation, adverse remark or disclaimer.

(3) Cost Auditors

M/s. Poddar & Co., Cost Accountants (Firm Registration No.101734) have been appointed to conduct Cost Audit of the Company for the year ending 31st March, 2019. Pursuant to the provisions of Section 148 of the Act read with The Companies (Audit and Auditors) Rules, 2014, members are requested to consider the ratification of the remuneration payable to M/s. Poddar & Co.

The remuneration of Cost Auditors has been approved by the Board of Directors on the recommendation of Audit Committee. The requisite resolution for ratification of remuneration of Cost Auditors by members of the Company has been set out in the Notice of ensuing Annual General Meeting. The Cost Auditors have confirmed that their appointment is within the limits of Section 141(3)(g) of the Companies Act, 2013 and that they are not disqualified from appointment within the meaning of the said Act.

(4) Internal Auditors

Pursuant to the provisions of Section 138 of the Act and the Companies (Accounts) Rules, 2014, the Board of Directors of the Company have appointed M/s DMKH and Co. to conduct internal audit reviews for the Company.

DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT

The Statutory Auditors, Cost Auditors or Secretarial Auditors of the Company have not reported any frauds to the Audit Committee or to the Board of Directors under Section 143(12) of the Companies Act, 2013, including rules made thereunder.

INTERNAL FINANCIAL CONTROLS

The Company has in place adequate internal financial controls with reference to financial statements. The testing of key controls was also carried out independently by the Statutory Auditors of the Company as mandated under the provisions of the Companies Act, 2013. In the opinion of the Board, the existing internal financial controls framework is adequate and commensurate to the size and nature of the business of the Company.

CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES UNDER SECTION 188(1) OF THE COMPANIES ACT, 2013

With reference to Section 134(3)(h) of the Companies Act, 2013, all contracts and arrangements with related parties under Section 188(1) of the Act, entered by the Company during the financial year, were in the ordinary course of business and on an arm's length basis.

During the year, the Company had not entered into any contract or arrangement with related parties which could be considered 'material' (i.e. transactions exceeding ten percent of the annual consolidated turnover as per the last audited financial statements, entered into individually or taken together with previous transactions during the financial year) according to the policy of the Company on materiality of Related Party Transactions. Accordingly, the disclosure required u/s 134(3)(h) of the Act in Form AOC-2 is not applicable to your Company. The details of Related Party transactions may be referred at Note No. 34 of the Financial Statements.

PARTICULARS OF EMPLOYEES

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is attached as Annexure-IV to this report.

DEPOSITS

During the year under review, the Company has not accepted any deposit under Chapter V of the Companies Act, 2013.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the Notes to the Financial Statements, forming a part of this Annual Report.

COMPLIANCE OF SECRETARIAL STANDARDS OF ICSI

In terms of Section 118(10) of the Companies Act, 2013, the Company is complying with the Secretarial Standards issued by the Institute of Company Secretaries of India and approved by Central Government with respect to Meetings of the Board of Directors and General Meetings.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Act read with Rule 8 of The Companies (Accounts) Rules, 2014, is attached as Annexure-V to this report.

OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has zero tolerance for sexual harassment at workplace and has adopted a Policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal Act, 2013) and the Rules made thereunder for prevention and redressal of complaints of sexual harassment at workplace. All women associates (permanent, temporary, contractual and trainees) as well as any women visiting the Company's office premises or women service providers are covered under this Policy.

During the year under review, there was no complaint received by the Committee constituted under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

DISCLOSURES IN RELATION TO THE COMPANIES (SHARE CAPITAL AND DEBENTURE) RULES, 2014

- (a) the Company has not issued any equity shares with differential rights during the year under review and hence no information as per provisions of Rule 4(4) has been furnished;
- (b) the Company has not issued any sweat equity shares during the year under review and hence no information as per provisions of Rule 8(13) has been furnished; and
- (c) the Company does not have any ESOP scheme for its employees/Directors and hence no information as per provisions of Rule 12(9) has been furnished.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There were no significant and/or material orders, passed by any Court or Regulator or Tribunal, which may impact the going concern status or the Company's operations.

INDUSTRIAL RELATIONS

The Company maintained healthy, cordial and harmonious industrial relations at all levels. The enthusiasm and unstinting efforts of employees have enabled the Company to remain at the leadership position in the industry. It has taken various steps to improve productivity across organization.

GREEN INITIATIVE

The Company supports and pursues the "Green Initiative" of the Ministry of Corporate Affairs, Government of India. The Company has effected electronic delivery of Notice of Annual General Meeting and Annual Report to those Members whose e-mail IDs are registered with the Company / Depository Participants. The Companies Act, 2013 and the underlying rules as well as Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, permit the dissemination of financial statements and annual report in electronic mode to the Members. For members who have not registered their email addresses, physical copies are sent in the permitted mode. Your Directors are thankful to the Members for actively participating in the Green Initiative and seek your continued support for implementation of the green initiative.

ACKNOWLEDGEMENT

Your Directors wish to convey their gratitude and appreciation to all of the Company's employees at all its locations for their tremendous personal efforts as well as their collective dedication and contribution to the Company's performance.

Your Directors would also like to thank the shareholders, customers, dealers, suppliers, bankers, Government and all other business associates, consultants and all the stakeholders for their continued support extended to the Company and the Management.

For and on behalf of the Board of Directors

Rameshwarlal Kabra

Chairman

DIN 00150875

Place: Mumbai

Date: 14th August, 2018

“Annexure I” to the Directors’ Report
FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31.03.2018

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

I REGISTRATION & OTHER DETAILS:

i	CIN	L31300MH1992PLC067802
ii	Registration Date	July 21, 1992
iii	Name of the Company	Ram Ratna Wires Limited
iv	Category/Sub-category of the Company	Public Company/Limited by shares
v	Address of the Registered office & contact details	Ram Ratna House, Oasis Complex, P. B. Marg, Worli, Mumbai - 400 013. Tel : 91-22-24924144/24949009
vi	Whether listed company	Yes
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Bigshare Services Private Limited, 1 st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai - 400 059. Tel: 91-22-62638200 email : investor@bigshareonline.com

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sr. No.	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Manufacturing of Engineering goods such as Enameled Copper wire & strips, Enameled Aluminum wire, Submersible Winding wire, Fibre Glass Covered Copper wire & strips, Paper Covered Copper wire & strips.	27320	100%

III PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

Sr. No.	Name & Address of the Company	CIN/GLN	HOLDING/SUBSIDIARY/ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	Global Copper Private Limited	U27201GJ2010PTC061756	Subsidiary	60%	2(87)

IV. SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

(I) CATEGORY-WISE SHARE HOLDING

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	8,571,800	-	8,571,800	38.97	8,571,800	-	8,571,800	38.97	-
b) Central Govt or State Govt.	-	-	-	-	-	-	-	-	-
c) Bodies Corporates	6,087,554	-	6,087,554	27.67	6,087,554	-	6,087,554	27.67	-
d) Bank/FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
SUB TOTAL (A) (1)	1,46,59,354	-	1,46,59,354	66.64	1,46,59,354	-	1,46,59,354	66.64	-

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2) Foreign									-
a) NRI-Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	14,00,000	-	14,00,000	6.36	14,00,000	-	14,00,000	6.36	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
SUB TOTAL (A) (2)	14,00,000	-	14,00,000	6.36	14,00,000	-	14,00,000	6.36	-
Total Shareholding of Promoter (A) = (A)(1) + (A)(2)	1,60,59,354	-	1,60,59,354	73.00	1,60,59,354	-	1,60,59,354	73.00	-
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks/FI	-	-	-	-	-	-	-	-	-
c) Central govt.	-	-	-	-	-	-	-	-	-
d) State Govt.	-	-	-	-	-	-	-	-	-
e) Foreign Portfolio Investors	-	-	-	-	55,249	-	55,249	0.25	0.25
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIS	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
SUB TOTAL (B)(1)	-	-	-	-	55,249	-	55,249	0.25	0.25
(2) Non Institutions									
a) Bodies corporates									
i) Indian	1,50,544	38,202	1,88,746	0.86	2,13,202	38,202	251,404	1.14	0.28
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹1 lakhs	23,60,149	8,18,750	31,78,899	14.45	22,90,477	7,97,550	30,88,027	14.04	(0.41)
ii) Individuals shareholders holding nominal share capital in excess of ₹ 1 lakhs	24,57,807	40,000	24,97,807	11.35	24,15,293	40,000	24,55,293	11.16	(0.19)
c) Others (specify)	75,194	-	75,194	0.34	90,673	-	90,673	0.41	0.07
SUB TOTAL (B)(2)	50,43,694	8,96,952	59,40,646	27.00	50,09,645	8,75,752	5,885,397	26.75	(0.25)
Total Public Shareholding (B) = (B)(1) + (B)(2)	50,43,694	8,96,952	59,40,646	27.00	50,64,894	8,75,752	59,40,646	27.00	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	2,11,03,048	8,96,952	2,20,00,000	100.00	2,11,24,248	8,75,752	2,20,00,000	100.00	-

(ii) SHARE HOLDING OF PROMOTERS (Including Promoter Group)

Sr No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	Mahendrakumar Kabra	18,67,966	8.49	-	18,67,966	8.49	-	-
2	Rameshwarlal Kabra HUF	12,41,000	5.64	-	12,41,000	5.64	-	-
3	Umadevi Tribhuvanprasad Kabra	10,95,000	4.98	-	10,95,000	4.98	-	-
4	Kirti Shreegopal Kabra	9,82,200	4.46	-	9,82,200	4.46	-	-
5	Shreegopal Rameshwarlal Kabra	7,03,268	3.20	-	7,03,268	3.20	-	-
6	Mahhesh Kabra	6,02,800	2.74	-	6,02,800	2.74	-	-
7	Rajesh Kabra	5,31,000	2.41	-	5,31,000	2.41	-	-
8	Tribhuvanprasad Rameshwarlal Kabra	4,35,466	1.98	-	4,35,466	1.98	-	-
9	Vvidhi Kabra	3,05,000	1.39	-	3,05,000	1.39	-	-
10	Sumeet Kabra	3,70,700	1.69	-	3,70,700	1.69	-	-
11	Rameshwarlal Kabra	1,05,200	0.48	-	1,05,200	0.48	-	-
12	Asha Kabra	96,800	0.44	-	96,800	0.44	-	-
13	Ratnidevi Kabra	65,800	0.30	-	65,800	0.30	-	-
14	Priti Saboo	40,000	0.18	-	40,000	0.18	-	-
15	Hemant Kabra	1,29,600	0.59	-	1,29,600	0.59	-	-
16	Ram Ratna Research & Holding Pvt. Ltd.	34,00,000	15.46	-	34,00,000	15.46	-	-
17	Jag-Bid Finvest Pvt. Ltd.	7,37,686	3.35	-	7,37,686	3.35	-	-
18	Ram Ratna Electricals Pvt. Ltd.	5,00,000	2.27	-	5,00,000	2.27	-	-
19	MEW Electricals Pvt. Ltd.	4,00,000	1.82	-	4,00,000	1.82	-	-
20	R R Kabel Ltd.	9,10,768	4.14	-	9,10,768	4.14	-	-
21	Ram Ratna Infrastructure Pvt. Ltd.	99,100	0.45	-	99,100	0.45	-	-
22	Kabel Buildcon Solutions Pvt. Ltd.	40,000	0.18	-	40,000	0.18	-	-
23	TMG Global FZCO	14,00,000	6.36	-	14,00,000	6.36	-	-
Total		1,60,59,354	73.00	-	1,60,59,354	73.00	-	-

(iii) CHANGE IN PROMOTERS' SHAREHOLDING (specify if there is no change):

There is no change in shareholding of Promoters of the Company.

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs)

Sr. No.	Shareholder's Name	Shareholding				Date*	Increase/ (Decrease) in shareholding	Reason	Cumulative Shareholding during the year (01.04.17 to 31.03.2018)	
		No. of Shares at the beginning (01.04.2017)	% of total Shares of the Company	No. of Shares at the end of the year (31.03.2018)	% of total Shares of the Company				No. of Shares	% of total Shares of the Company
1	Lata Shyam Parwane	638,635	2.90	638,635	2.90	2-Feb-2018	(300,000)	Sell	338,635	1.54
						9-Feb-2018	300,000	buy	638,635	2.90
2	Amit Saboo	136,000	0.62	136,000	0.62	-	No change	-	136,000	0.62
3	Kishori Dinesh Modani	119,998	0.55	119,998	0.55	-	No change	-	119,998	0.55
4	Edelweiss Broking Limited	4,715	0.02	106,374	0.48	14-Apr-2017	(2,950)	Sell	1,765	0.01
						21-Apr-2017	576	Buy	2,341	0.01
						28-Apr-2017	(155)	Sell	2,186	0.01
						5-May-2017	(500)	Sell	1,686	0.01
						12-May-2017	480	Buy	2,166	0.01
						19-May-2017	(685)	Sell	1,481	0.01
						26-May-2017	(240)	Sell	1,241	0.01
						2-Jun-2017	(130)	Sell	1,111	0.01
						9-Jun-2017	1682	Buy	2,793	0.01
						16-Jun-2017	1233	Buy	4,026	0.02
						23-Jun-2017	(5)	Sell	4,021	0.02
						30-Jun-2017	704	Buy	4,725	0.02
						7-Jul-2017	(700)	Sell	4,025	0.02
						14-Jul-2017	(1,435)	Sell	2,590	0.01
						21-Jul-2017	(801)	Sell	1,789	0.01
						28-Jul-2017	200	Buy	1,989	0.01
						4-Aug-2017	(64)	Sell	1,925	0.01
						11-Aug-2017	2240	Buy	4,165	0.02
						18-Aug-2017	(2,540)	Sell	1,625	0.01
						25-Aug-2017	(1,269)	Sell	356	0.00
8-Sep-2017	160	Buy	516	0.00						
15-Sep-2017	1741	Buy	2,257	0.01						
22-Sep-2017	(153)	Sell	2,104	0.01						
29-Sep-2017	1353	Buy	3,457	0.02						
6-Oct-2017	(526)	Sell	2,931	0.01						
13-Oct-2017	(180)	Sell	2,751	0.01						
20-Oct-2017	(4)	Sell	2,747	0.01						
27-Oct-2017	1426	Buy	4,173	0.02						
31-Oct-2017	(100)	Sell	4,073	0.02						

Sr. No.	Shareholder's Name	Shareholding				Date*	Increase/ (Decrease) in shareholding	Reason	Cumulative Shareholding during the year (01.04.17 to 31.03.2018)	
		No. of Shares at the beginning (01.04.2017)	% of total Shares of the Company	No. of Shares at the end of the year (31.03.2018)	% of total Shares of the Company				No. of Shares	% of total Shares of the Company
						3-Nov-2017	850	Buy	4,923	0.02
						10-Nov-2017	(577)	Sell	4,346	0.02
						17-Nov-2017	3766	Buy	8,112	0.04
						24-Nov-2017	(1,076)	Sell	7,036	0.03
						1-Dec-2017	395	Buy	7,431	0.03
						8-Dec-2017	472	Buy	7,903	0.04
						15-Dec-2017	(161)	Sell	7,742	0.04
						22-Dec-2017	4387	Buy	12,129	0.06
						29-Dec-2017	11665	Buy	23,794	0.11
						5-Jan-2018	22293	Buy	46,087	0.21
						12-Jan-2018	1260	Buy	47,347	0.22
						19-Jan-2018	11307	Buy	58,654	0.27
						26-Jan-2018	6329	Buy	64,983	0.30
						2-Feb-2018	24600	Buy	89,583	0.41
						9-Feb-2018	(1,349)	Sell	88,234	0.40
						16-Feb-2018	584	Buy	88,818	0.40
						23-Feb-2018	(15,937)	Sell	72,881	0.33
						2-Mar-2018	(149)	Sell	72,732	0.33
						9-Mar-2018	697	Buy	73,429	0.33
						16-Mar-2018	17415	Buy	90,844	0.41
						23-Mar-2018	14518	Buy	105,362	0.48
						30-Mar-2018	1012	Buy	106,374	0.48
5	Madhu Gupta	100,000	0.45	100,000	0.45	-	No change	-	100,000	0.45
6	Neeraj Rajendra Gupta HUF	100,000	0.45	100,000	0.45	-	No change	-	100,000	0.45
7	Neeraj Rajendra Gupta	95,000	0.43	59,500	0.27	2-Jun-2017	(1,000)	Sell	94,000	0.43
						9-Jun-2017	(20,000)	Sell	74,000	0.34
						16-Jun-2017	(1,000)	Sell	73,000	0.33
						8-Sep-2017	(1,000)	Sell	72,000	0.33
						22-Sep-2017	(1,000)	Sell	71,000	0.32
						17-Nov-2017	(2,400)	Sell	68,600	0.31
						24-Nov-2017	(1,000)	Sell	67,600	0.31
						15-Dec-2017	(600)	Sell	67,000	0.30
						5-Jan-2018	(7,500)	Sell	59,500	0.27

Sr. No.	Shareholder's Name	Shareholding				Date*	Increase/ (Decrease) in shareholding	Reason	Cumulative Shareholding during the year (01.04.17 to 31.03.2018)	
		No. of Shares at the beginning (01.04.2017)	% of total Shares of the Company	No. of Shares at the end of the year (31.03.2018)	% of total Shares of the Company				No. of Shares	% of total Shares of the Company
8	Vidya Ranganath	88,225	0.40	36,635	0.17	7-Apr-2017	(4,900)	Sell	83,325	0.38
						21-Apr-2017	290	Buy	83,615	0.38
						23-Jun-2017	(4,000)	Sell	79,615	0.36
						29-Dec-2017	(5,288)	Sell	74,327	0.34
						5-Jan-2018	(19,490)	Sell	54,837	0.25
						19-Jan-2018	(4,573)	Sell	50,264	0.23
						26-Jan-2018	(7,185)	Sell	43,079	0.20
						9-Mar-2018	(3,170)	Sell	39,909	0.18
						16-Mar-2018	(2,700)	Sell	37,209	0.17
						23-Mar-2018	(574)	Sell	36,635	0.17
9	Kiran Bajaj	84,370	0.38	84,370	0.38	-	No change	-	84,370	0.38
10	Yogesh S Garodia	81,588	0.37	82,888	0.38	30-Jun-2017	650	Buy	82,238	0.37
						11-Aug-2017	650	Buy	82,888	0.38

* Date of transfer has been considered as the date on which the beneficiary position was provided by the depositories to the Company.

(v) Shareholding of Directors & KMP

Sr. No.	Name	Shareholding				Date	Increase/ (Decrease) in shareholding	Reason	Cumulative Shareholding during the year (01.04.17 to 31.03.2018)	
		No. of Shares at the beginning (01.04.2017)	% of total Shares of the Company	No. of Shares at the end of the year (31.03.2018)	% of total Shares of the Company				No. of Shares	% of total Shares of the Company
1	Tribhuvanprasad Kabra	4,35,466	1.98	4,35,466	1.98	-	No change	-	435,466	1.98
2	Rameshwarlal Kabra	1,05,200	0.48	1,05,200	0.48	-	No change	-	1,05,200	0.48
3	Mahendrakumar Kabra	18,67,966	8.49	18,67,966	8.49	-	No change	-	18,67,966	8.49
4	Satyanarayan Loya	21,400	0.10	21,400	0.10	-	No change	-	21,400	0.10
5	Kirtidevi Kabra	9,82,200	4.46	9,82,200	4.46	-	No change	-	9,82,200	4.46
6	Hemant Kabra	1,29,600	0.59	1,29,600	0.59	-	No change	-	1,29,600	0.59
7	Madan Vaishnawa	100	-	100	-	-	No change	-	100	-

V REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(₹ in lakhs)

Sr. No.	Particulars of Remuneration	Name of the Joint Managing Director	
		Shri Mahendrakumar Kabra	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961		48.00
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961		-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961		-
2	Stock option		-
3	Sweat Equity		-
4	Commission		164.36
	as % of profit		3.94
	others (specify)		-
5	Others, please specify		-
	Total (A)		212.36
	Ceiling as per the Act		212.36

B. Remuneration to other directors:

(₹ in lakhs)

Sr. No.	Name Of Director	Fee for attending Board Committee Meetings	Commission	Other	Total Amount
1	Independent Directors				
i)	Shri Mukund Chitale	1.80	-	-	1.80
ii)	Dr. Ajai Singh	0.60	-	-	0.60
iii)	Shri Sandeep Jhanwar	2.40	-	-	2.40
iv)	Shri R. Kannan	1.80	-	-	1.80
v)	Shri Prashant Deshpande	1.00	-	-	1.00
vi)	Shri HS H. S. Upendra Kamath	0.40	-	-	0.40
	Total (1)	8.00	-	-	8.00
2	Other Non-Executive Directors				
i)	Shri Rameshwarlal Kabra	0.80	-	-	0.80
ii)	Shri Satyanarayan Loya	2.20	-	-	2.20
iii)	Smt. Kirtidevi Kabra	0.60	-	-	0.60
	Total (2)	3.60	-	-	3.60
	Total (B) = (1+2)	11.60	-	-	11.60
	Total Managerial Remuneration (A+B)				223.96
	Overall Ceiling as per the Act				467.19

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

(₹ in lakhs)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		Total
		Shri Hemant Kabra ED & CFO	Shri Madan Vaishnawa Company Secretary	
1	Gross Salary			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	36.24	23.19	59.43
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission as % of profit	-	-	-
	others, specify	-	-	-
5	Others, please specify	-	-	-
	Total	36.24	23.19	59.43

VI PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority (RD/NCLT/Court)	Appeal made if any (give details)
A. COMPANY					
Penalty	None	None	None	None	None
Punishment	None	None	None	None	None
Compounding	None	None	None	None	None
B. DIRECTORS					
Penalty	None	None	None	None	None
Punishment	None	None	None	None	None
Compounding	None	None	None	None	None
C. OTHER OFFICERS IN DEFAULT					
Penalty	None	None	None	None	None
Punishment	None	None	None	None	None
Compounding	None	None	None	None	None

For and on behalf of the Board of Directors
For **RAM RATNA WIRES LIMITED**

Rameshwarlal Kabra
Chairman
DIN - 00150875

Place : Mumbai
Dated : 14th August, 2018

**“Annexure II” to Director’s Report
ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES**

1. Brief Outline of the Company’s CSR Policy:

Ram Ratna Group is dedicated to operate and develop its business in a socially responsible way with a vision to be an environmental friendly corporate citizen. As a responsible corporate citizen, we attempt to contribute for social and environment causes. Ram Ratna’s CSR policy is embedded with the Company’s core values of quality, reliability and trust guided by high standards and best practices and driven by our aspiration for excellence in the overall performance of our business.

Areas of functioning

While we strive to undertake suitable activity as specified in Schedule VII to the Companies Act, 2013 and Rules made thereunder that will benefit the local areas around the Company where it operates.

The CSR policy is placed on the website of the Company at the below mentioned link: www.rsshramik.com/corporate-governance

2. Composition of the CSR Committee:

Name of the Member(s)	Nature of Directorship
Shri Sandeep Jhanwar (Chairman)	Non-Executive Director/ Independent
Shri Satyanarayan Loya	Non-Executive Director
Shri Mahendrakumar Kabra	Joint Managing Director

Shri Madan Vaishnawa acts as the Secretary to the Committee.

3. Average Net profit of the Company for the last three financial years: ₹ 2,080.02 lakhs

4. Prescribed CSR Expenditure (2% of the amount as in Sr. No. 3 above): ₹ 41.60 lakhs

5. Details of CSR spent during the financial year:

(a) Total amount spent for the financial year: ₹ 65.00 lakhs

(b) Amount unspent, if any: ₹ NIL

(c) Manner in which the amount spent during the financial year is detailed below: (₹ in lakhs)

CSR projects/ activities	Sector in which the Project is covered	Location where project is undertaken State (Local Area/ District)	Amount outlay (budget) Project / Program wise	Amount Spent on the Projects or Programs		Cumulative Expenditure upto the reporting period	Amount spent: Direct or through implementing agency
				1. Direct Expenditure	2. Overheads		
Friends of Tribal Society	Non-formal Primary education through One Teacher School and education towards hygiene and health care	At various places in India	50.00	50.00	NA	50.00	Through Implementing agency.
Provided LED Street Lights to Local Panachayat.	Promoting Welfare of Scheduled Tribe	At Rakholi, Silvassa, DNH	15.00	15.00	NA	65.00	Direct

6. In case the Company fails to spend the 2% of the average net profit of the last three financial years or any part thereof, the reasons for not spending the amount shall be stated in the Board Report.

Not Applicable

7. The CSR Committee confirms that the implementation and monitoring of the CSR Policy is in compliance with the CSR objectives and Policy of the Company.

Tribhuvanprasad Kabra
Managing Director
DIN: 00091375

Sandeep Jhanwar
Chairman
CSR Committee
DIN: 00124901

Place: Mumbai
Date: 14th August, 2018

“Annexure III” to the Directors’ Report

Form No. MR - 3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH 2018

[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,
Ram Ratna Wires Limited
Mumbai**

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **RAM RATNA WIRES LIMITED** (hereinafter referred to as the “**Company**”), a public company listed on BSE Limited. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March 2018 (the “**Audit Year**”) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2018 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; and
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (the “SEBI Act”):
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;

The following regulations and guidelines prescribed under the SEBI Act were not applicable to the Company during the Audit Year as there were no events during the Audit Year attracting the applicability of these regulations and guidelines:

- (a) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (b) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (c) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (e) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- (f) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998.

We have also examined compliance by the Company with the applicable clauses of the Listing Agreement entered into by the Company with the Stock Exchange, including compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

During the Audit Year, the Company has complied with the provisions of the Act, Rules, Regulations, etc. mentioned above.

The Company has complied with the requirements as laid down in Secretarial Standards – 1 and Secretarial Standards – 2 issued by the Institute of Company Secretaries of India in relation to the board and general meetings and resolutions.

We further report that having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the following laws applicable specifically to the Company:

- (i) Factories Act, 1948; and
- (ii) Environment Protection Act, 1986 and other environmental laws.

We further report that, based on the information provided by the Company, respective department heads and other officers, in our opinion, adequate systems and processes and control mechanism exist in the Company to monitor and ensure compliance with applicable general laws, such as labour laws, legal metrology related rules, dangerous goods and petroleum storage related laws and Motor Vehicles Act.

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.
- 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.
- As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

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

We further report that during the Audit Year, the shareholders of the Company approved special resolutions pursuant to Section 180(1)(c) and Section 180(1)(a) of the Companies Act, 2013 through postal ballot exercise for authorizing the Board of Directors to borrow monies and to create charge/pledge, etc. on the properties of the Company for securing the borrowings availed / to be availed by the Company for an amount of upto Rs. 450 crores (Rupees Four Hundred Fifty crores only). During the Audit Year, the Company acquired 60% stake in Global Copper Private Limited, a private limited company having its registered office in Vadodara, Gujarat. Apart from the aforesaid, there were no specific events / actions in pursuance of the above referred laws, rules, regulations, guidelines, etc. having a major bearing on the Company's affairs.

For **KHANNA & CO.**
Practicing Company Secretary

Anup Vaibhav C Khanna
Partner

ACS No.: 6786
COP No.: 12906

Place: Mumbai
Dated: 14th August 2018

“Annexure IV” to Director’s Report

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

A. Ratio of remuneration of each Director to the median remuneration of all the employees of the Company for the financial year 2017-18 is as follows:

(₹ in lakhs)

Name of Director(s)	Remuneration Per Annum	Ratio of remuneration of director to the Median Remuneration
Shri Rameshwarlal Kabra	0.80	0.39
Shri Tribhuvanprasad Kabra	-	-
Shri Mahendrakumar Kabra	212.36	103.03
Shri Hemant Kabra	36.24	17.58
Shri Satyanarayan Loya	2.20	1.07
Smt. Kirtidevi Kabra	0.60	0.29
Shri Mukund Chitale	1.80	0.87
Dr. Ajai Singh	0.60	0.29
Shri Sandeep Jhanwar	2.40	1.16
Shri R Kannan	1.80	0.87
Shri Prashant Deshpande	1.00	0.49
Shri H. S. Upendra Kamath	0.40	0.19

Notes:

- The aforesaid details are calculated on the basis of remuneration for the financial year 2017-18.
- Median remuneration of the Company for all its employees is ₹ 2.06 lakhs for the financial year 2017-18.

B. Details of percentage increase in the remuneration of each Director, CFO & Company Secretary in the financial year 2017-18 are as follows:

(₹ in lakhs)

Name	Designation	Remuneration		Increase (%)
		2017-18	2016-17	
Shri Rameshwarlal Kabra	Chairman	0.80	0.60	*
Shri Tribhuvanprasad Kabra	Managing Director	-	107.74	**
Shri Mahendrakumar Kabra	Joint Managing Director	212.36	55.75	26.27**
Shri Satyanarayan Loya	Director	2.20	2.20	*
Smt. Kirtidevi Kabra	Director	0.60	0.60	*
Shri Mukund Chitale	Director	1.80	1.40	*
Dr. Ajai Singh	Director	0.60	0.60	*
Shri Sandeep Jhanwar	Director	2.40	2.40	*
Shri R Kannan	Director	1.80	1.80	*
Shri Prashant Deshpande	Director	1.00	0.80	*
Shri Hemant Kabra	Executive Director & Chief Financial Officer	36.24	30.96	17
Shri H. S. Upendra Kamath	Director	0.40	-	*
Shri Ramesh Chamadia	Company Secretary	-	11.19	NA***
Shri Madan Vaishnawa	Company Secretary	23.19	17.06	Nil***

* Percentage increase in Remuneration not given as only sitting fees is paid to them as per their attendance in Board and Committee meetings.

** FY 2016-17 remuneration was paid to Shri Tribhuvanprasad Kabra, MD and Shri Mahendrakumar Kabra JMD both, whereas, during FY 2017-18 the Company has paid remuneration to Shri Mahendrakumar Kabra only.

In 2016-17 Remuneration to Shri Mahendrakumar Kabra was paid for 4 months only, hence % increase is calculated accordingly.

***Shri Madan Vaishnawa was appointed as Company Secretary & KMP of the Company w.e.f. 1st July, 2016 on superannuation of Shri Ramesh Chamadia. During FY 2016-17 remuneration was paid for nine months only.

C. Percentage increase in the median remuneration of all employees in the financial year 2017-18:

(₹ in lakhs)

Particulars	2017-18	2016-17	Increase (%)
Median Remuneration of all employees per annum	2.06	1.92	7.28

D. Number of permanent employees on the rolls of the Company as on 31st March, 2018: 665 Employees

E. Explanation on the relationship between average increase in remuneration and Company Performance:

The increase in average remuneration of all employees in the financial year 2017-18 as compared to the financial year 2016-17 was 3.84%. The average increase in remuneration is largely dependent on market movements with the view to achieve higher retention of our employees. Revenue from operations was ₹ 105,287.19 lakhs as compared to ₹ 89,019.20lakhs in the previous year.

F. Details of Share Price and Market Capitalization:

The details of variation in the market capitalization and price earnings ratio as at the closing date of the current and previous financial years are as follows:

The market capitalisation as on 31st March, 2018 was ₹ 36,652 lakhs and as on 31st March, 2017 was ₹ 23,749 lakhs and Price earnings ratio of the Company as at 31st March, 2018 was ₹ 13.83 and as on 31st March, 2017 was ₹ 11.00

G. Comparison of average percentage increase in salary of employees other than the key managerial personnel and the percentage increase in the key managerial remuneration:

(₹ in lakhs)

Particulars	2017-18	2016-17	Increase (%)
Average Salary of all employees (other than key managerial personnel)	2.89	2.79	3.84
Key Managerial Personnel			
-Salary of MD/JMD	212.36	163.49	29.89
-Salary of CFO	36.24	30.96	17.05
-Salary of CS	23.19	28.25	Vide note in clause B above

H. Key Parameters for the variable component of remuneration paid to Director's:

The key parameters for the variable component of remuneration to the Directors are decided by the Nomination and Remuneration Committee in accordance with the principles laid down in the Nomination and Remuneration Policy.

I. There are no employees of the Company who receive remuneration in excess of the highest paid Director of the Company.

J. Affirmation:

Pursuant to Rule 5(1)(xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is affirmed that the remuneration paid to the Directors, Key Managerial Personnel and senior management is as per the Remuneration Policy of your Company.

“Annexure V” to Directors’ Report

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Section 134 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014

A) ENERGY CONSERVATIONS MEASURES TAKEN

The manufacturing units have continued their efforts to reduce the specific energy consumption. Specific energy consumption and absolute units consumption are tracked on a daily basis at individual plant and also at consolidated manufacturing level.

Energy conservation initiatives are being planned and implemented across manufacturing locations. Apart from regular practices and measures for energy conservation, many new initiatives were driven across the units. Some of the key measures taken in all the plants are as follows:-

- Air leakage audit conducted regularly and the air leakages arrested.
- Pressure based pumping system in utilities.
- Energy efficient chillers.
- SS tubing for air pipes.
- Introducing variable Frequency Drive.
- Energy efficient motors installed in all new installations and in other identified energy-intensive areas.
- Energy efficient air conditioners (inverter duty) used in new installations to reduce the power consumption.
- Installation of High Velocity Low Speed (HVLS) fans on shop floor.
- Optimisation of cycle time and elimination of idle running losses on machines.
- Installing clear sheets on the roof of Plants to allow natural sunlight to enter and reduce the usage of artificial light and thus save energy.

B) Technology Absorption

The technology focus for the Company has been on process improvement for better quality, lower cost, new product development and import substitution. Your Company is committed towards technology driven innovation and lays strong emphasis on inculcating an innovation driven culture within the organisation. During the year under review, your Company continued to work on technology upgradation and capability development in the critical areas of acquisition of latest machinery whose productivity is high in terms of consumption of energy and delivery of best finished goods with zero defects.

C) FOREIGN EXCHANGE EARNINGS AND OUTGO

Particulars	(₹ in lakhs)	
	Year ended 31 st March, 2018	Year ended 31 st March, 2017
Earnings in foreign currency	5,164.89	4,427.23
Expenditure in foreign currency	29,877.72	24,771.41

For and on behalf of the Board

Rameshwarlal Kabra
Chairman
DIN 00150875

Place: Mumbai
Date: 14th August, 2018

REPORT ON CORPORATE GOVERNANCE

(Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Good Corporate Governance is not an end in itself. It is the means to create confidence with stakeholders and establish business integrity for an organization. Ram Ratna has come a long way in adopting some of the key principles of Corporate Governance like transparency, fairness, disclosures and accountability and these principles have been strongly cemented in the pillars, it has been founded upon. The business strategies and operations of the Company are governed by these principles to ensure fiscal accountability, ethical corporate behavior and fairness to all stakeholders.

Besides complying with legal requirements, Ram Ratna has adopted best practices and set responsible standards of business. Good Corporate Governance practices have led the Company to raise its standards beyond compliance and foster commitment through-out the Company to adhere to these practices. Ram Ratna continues to benchmark itself and strives to meet the expectations of all its stakeholders.

A report on compliance with the principles of Corporate Governance as prescribed by SEBI in Chapter IV read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations") is given below:

1) Board of Directors:

1.1 Composition of the Board

As on 31st March, 2018, the Board comprised of 12 (Twelve) members, 6 (six) of which are Independent Directors constituting 50% of the Board strength, 3 (three) are Non-Executive/ Promoter Directors and 3 (three) Executive/ Promoter Directors. The Chairman of the Board is a Non-Executive Director.

The composition of the Board is in conformity with Regulation 17 of the Listing Regulations as well as the Companies Act, 2013 read with the Rules issued thereunder.

None of the Directors on the Board hold directorships in more than ten Public Companies. Further, none of them is a member of more than ten committees or chairman of more than five committees across all the Public Companies in which he or she is a Director. Necessary disclosures regarding Committee positions in other Public Companies as on 31st March, 2018 have been made by the Directors.

Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations and Section 149(6) of the Act. All the Independent Directors have confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations and Section 149(6) of the Act.

The composition and other details of Board of Directors of the Company as on 31st March, 2018 is as under:

Name of the Directors	Relationship of Directors with each other	Nature of Directorship	Shareholding in the Company (No. of Shares)
Shri Rameshwarlal Kabra	Father of Shri Tribhuvanprasad Kabra & Shri Mahendrakumar Kabra	Non-Executive Chairman/ Promoter	1,05,200
Shri Tribhuvanprasad Kabra	Son of Shri Rameshwarlal Kabra	Managing Director	4,35,466
Shri Mahendrakumar Kabra	Son of Shri Rameshwarlal Kabra	Joint Managing Director	18,67,966
Shri Satyanarayan Loya	Father-in-Law of Shri Tribhuvanprasad Kabra	Non-Executive Director	21,400
Smt. Kirtidevi Kabra	Daughter-in-law of Shri Rameshwarlal Kabra	Non-Executive Director	9,82,200
Shri Hemant Kabra	Son of Shri Mahendrakumar Kabra	CFO and Executive Director	1,29,600
Shri Mukund Chitale	-	Non-Executive/ Independent Director	Nil
Shri Sandeep Jhanwar	-	Non-Executive/ Independent Director	Nil

Name of the Directors	Relationship of Directors with each other	Nature of Directorship	Shareholding in the Company (No. of Shares)
Shri R. Kannan	-	Non-Executive/ Independent Director	Nil
Shri Prashant Deshpande	-	Non-Executive/ Independent Director	Nil
Dr. Ajai Singh	-	Non-Executive/ Independent Director	Nil
Shri H. S. Upendra Kamath	-	Non-Executive/ Independent Director	Nil

1.2 Board's functioning and Procedure:

The dates for meetings of the Board of Directors and its Committees are scheduled in advance and published as a part of the Annual Report. The Agenda and the explanatory notes are circulated well in advance to the Directors in accordance with the Secretarial Standards. The Managing Director/ Jt. Managing Director make presentations to the Board on matters including but not limited to the Company's performance, operations, plans, etc. The Board has complete access to any information within your Company which includes the information as specified in Regulation 17 of the Listing Regulations.

The Board meets at least once in a quarter to, inter alia, review quarterly standalone and consolidated financial statements, compliance report (s) of all laws applicable to the Company, major legal issues or regulatory development, minutes of the Board Meetings of subsidiary company, significant transactions and arrangements entered into by the unlisted subsidiary companies, presentations on Environment Health & Safety (EHS) initiatives, risk management, foreign currency exposure, details of joint ventures or collaborations, short term borrowings, any other proposal from the management regarding mergers, acquisitions and strategic restructuring of investments, etc.

The Company Secretary attends all the meetings of the Board and its Committees and is, inter alia, responsible for recording the minutes of such meetings. The draft minutes of the Board and its Committees are sent to the members for their comments in accordance with the Secretarial Standards and then, the minutes are entered in the minutes book within 30 (thirty) days of the conclusion of the meetings, subsequent to incorporation of the comments, if any, received from the Directors.

The Company adheres to the provisions of the Companies Act, 2013 read with the Rules issued thereunder, Secretarial Standards and Listing Regulations with respect to convening and holding the meetings of the Board of Directors and its Committees.

1.3 Familiarisation Programme

Pursuant to Regulations 25(7) and 46 of the Listing Regulations, the Company conducts Familiarization Programme for the Independent Directors to enable them to be familiarized with the Company, its management and its operations to gain a clear understanding of their roles, rights and responsibilities for enabling their contribution to the Company. They are provided a platform to interact with multiple levels of management and are provided with all the documents required and/or sought by them to have a good understanding of Company's operations, businesses and the industry as a whole.

Further, when a new Director is inducted on the Board, an information pack is handed over to the new director which includes Company profile, Company's Codes and policies, strategy and such other operational information. The Company also arranges for visits to the Company's Plants to enable them to get first hand information and also interact with the stakeholders on the ground. The inductees are introduced to the plant heads and various important functional heads.

The details of such familiarization programmes for Independent Director(s) are put up on the website of the Company and can be accessed through the following link: <http://www.rrshramik.com/corporate-governance>.

1.4 Separate Meeting of Independent Directors

As stipulated by Section 149(8) read with Schedule IV of the Companies Act, 2013 and Regulation 25 of the Listing Regulations, a separate meeting of the Independent Directors of the Company was held during the year, without the attendance of non-independent directors and members of the management, to review the performance of the Chairman,

Non-independent Directors and the Board as a whole. The Independent Directors also assessed the quality, quantity and timeliness of the flow of information between the Company, the Management to the Board and its Committees which is necessary to perform reasonably and discharge their duties.

1.5 Succession Planning

The Company has a mechanism in place for ensuring orderly succession for appointments to the Board and senior management.

1.6 Evaluation of Board Effectiveness

In terms of applicable provisions of the Companies Act, 2013 read with Rules framed thereunder and Regulation 17(10) of the Listing Regulations and after taking into consideration the Guidance Note on Performance Evaluation of Board dated 5th January, 2017 and on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has put in place a process to formally evaluate the effectiveness of the Board, its Committees along with performance evaluation of each Director to be carried out on an annual basis. Accordingly, the annual performance evaluation of the Board, its Committees and each Director was carried out for the financial year 2017-18. Structured questionnaires were prepared to evaluate the performance of the Board as a whole, individual performance of each Director and self – assessment carried out by the Directors. These assessment sheets with respect to the evaluation of the performance of the Directors were based on various aspects which, inter alia, included assessment of the level of participation, understanding of the role and responsibilities, understanding of the business and competitive environment, effectiveness of the contributions made during the Board meetings, understanding of the strategic issues and challenges for your Company etc. In assessing the overall performance of the Board, the parameters included the assessment of time devoted by the Board on the Company's long term goals and strategies, Board effectiveness, quality of discussions at the meetings of the Board, time spent and quality of discussions on key subjects like risk assessment and minimization, succession planning, discharging fiduciary and governance duties and performance of specific duties. The questionnaires for assessing the performance of the Committees of the Board included aspects like understanding of the terms of reference by the Committee members, adequacy of the composition of the Committees, effectiveness of the discussions at the Committee meetings, information provided to the Committee to discharge its duties, performance of the Committee vis-à-vis its responsibilities, etc. The Chairman of the Nomination and Remuneration Committee plays a vital role in undertaking the evaluation of performance for the Board and the Directors.

1.7 Number of Board Meetings held and the dates on which held

During the financial year ended 31st March, 2018, four (4) meetings of the Board of Directors were held on 30th May, 2017, 8th September, 2017, 12th December, 2017 and 7th February, 2018.

Attendance of Directors at Board meetings held during the financial year 2017-18, last Annual General Meeting and number of other Directorships and Chairmanships / Memberships of Committees held by each Director in various Companies are as under:

Names of the Directors	No. of Board Meetings during the year- Four	Attended last AGM	Number of other		
	Attended		Director-ships*	Committee Memberships**	Committee Chairmanships **
Shri Rameshwarlal Kabra	4	Yes	-	-	-
Shri Tribhuvanprasad Kabra	4	Yes	2	-	-
Shri Mahendrakumar Kabra	4	Yes	1	-	-
Shri Satyanarayan Loya	4	Yes	1	-	-
Smt. Kirtidevi Kabra	3	Yes	1	-	-
Shri Hemant Kabra	1	NA	2	-	-
Shri Mukund Chitale	3	Yes	7	2	4
Dr. Ajai Singh	2	Yes	-	-	-
Shri Sandeep Jhanwar	4	Yes	-	-	-
Shri R. Kannan	4	No	4	2	1

Names of the Directors	No. of Board Meetings during the year- Four	Attended last AGM	Number of other		
	Attended		Director-ships*	Committee Memberships**	Committee Chairmanships **
Shri Prashant Deshpande	4	Yes	1	-	-
Shri H. S. Upendra Kamath	1	NA	2	2	-

Notes:

* Excludes directorship in Ram Ratna Wires Limited. Also excludes directorship in Private Companies, Foreign Companies, Companies incorporated under Section 8 of the Companies Act, 2013 and alternate directorships.

** For the purpose of considering the limit of Committee Memberships and Chairmanships of a Director, Audit Committee and Stakeholders Relationship Committee of Public Companies have been considered. Also excludes the Memberships & Chairmanships in Ram Ratna Wires Limited.

1.8 Information placed before the Board of Directors

The Board is presented with all the materially significant information of the Company. The agenda papers with relevant explanatory notes and material documents relating to matters for perusal of the Board / Committee are circulated in advance, so as to facilitate discussions and informed decision-making in the meeting. The information regularly provided to the Board includes, inter alia, the following:

- a) Annual operating plans of business, capital budgets and any other updates,
- b) Minutes of the meetings of the Audit Committee and other Committees of the board of directors,
- c) Legal compliance reports and certificates,
- d) Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems, if any,
- e) Any material default in financial obligations to and by the Company or substantial non-payment of goods sold by the Company, if any,
- f) Materially important litigations, show cause, demand, prosecution and penalty notices, if any,
- g) Significant labour problems and their proposed solutions. Any significant development in human resources / industrial relations front like signing of wage agreement, implementation of voluntary retirement scheme, etc.,
- h) Non-compliance of any regulatory, statutory or listing requirements and shareholders service such as non- payment of dividend, delay in share transfer, etc.,
- i) Issues relating to shareholders such as ratification of transfers, demat status, pending grievances, issue of duplicate share certificates, etc.,
- j) Contracts in which Director(s) are deemed to be interested,
- k) Details of investment of surplus funds available with the Company,
- l) General disclosure of interest of Directors,
- m) Appointment, remuneration and resignation of Directors,
- n) Details of any joint venture, etc.,
- o) Quarterly, Half yearly and Annual Financial results of the Company and its Business Segments,
- p) Appointment of Statutory Auditors, Cost Auditors, Secretarial Auditors and Internal Auditors,
- q) Dividend declaration,
- r) Reconstitution of Committees of the Company,
- s) The information on recruitment and remuneration of Senior Officers just below the Board level of board of directors, including appointment or removal of Chief Financial Officer and the Company Secretary,

- t) Any issue, which involves possible public or product liability claims of substantial nature, including any judgment or order which, may have passed strictures on the conduct of the Company or taken an adverse view regarding another enterprise that may have negative implications on the Company,
- u) Sale of material nature, of investments, subsidiaries, assets, which is not in normal course of business,
- v) Quarterly details of foreign exchange exposures and the steps taken by management to limit the risks of adverse exchange rate movement, if material,
- w) Generally, all other matters which are material in nature and are required to be presented to the Board.

1.9 Non-executive Directors' compensation and disclosures

All non-executive Directors, including Independent Directors, are paid only sitting fees for attending the Board and Committee meetings. The sitting fees paid to non-executive Directors is fixed by the Board of Directors and is within the limits prescribed under the Companies Act, 2013 and Rules made there under.

1.10 Compliance

The Company Secretary is responsible for and is required to ensure adherence to all the applicable laws and regulations including the Companies Act, 2013 read with the Rules issued there under, Listing Agreement and other applicable laws, if any.

2. Committees of the Board:

The Board has constituted various Committees with an optimum representation of its members and with specific terms of reference in accordance with the Companies Act, 2013 and the Listing Regulations. The Company currently has 4 (four) Committees of the Board, namely, Audit Committee, Stakeholders Relationship Committee, Nomination and Remuneration Committee and Corporate Social Responsibility Committee.

I. Audit Committee:

a) Primary objectives of the Audit Committee:

The Audit Committee is, inter alia, entrusted with the responsibility to monitor the financial reporting, audit process, determine the adequacy of internal controls, evaluate and approve transactions with related parties, disclosure of financial information and recommendation of the appointment of Statutory Auditors. The composition of the Audit Committee is in alignment with provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of the Listing Regulations. The members of the Audit Committee are financially literate and have experience in financial management. The Committee invites the Managing Director, CFO, Company Secretary, Statutory Auditor and Internal Auditor to attend the meetings of the Committee.

The Audit Committee meets the Statutory Auditors and the Internal Auditor independently without the presence of the management at least once in a year.

b) Broad terms of reference of the Audit Committee:

The Audit Committee is empowered, pursuant to its terms of reference and its role, inter alia, includes the following:

- i. oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
- ii. recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity.
- iii. approval of payment to statutory auditors for any other services rendered by the statutory auditors.
- iv. reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - (a) matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
 - (b) changes, if any, in accounting policies and practices and reasons for the same;
 - (c) major accounting entries involving estimates based on the exercise of judgment by management;
 - (d) significant adjustments made in the financial statements arising out of audit findings;

- (e) compliance with listing and other legal requirements relating to financial statements;
- (f) disclosure of any related party transactions;
- (g) modified opinion(s) in the draft audit report;
- v. reviewing with the management, the quarterly financial statements before submission to the Board for approval.
- vi. reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
- vii. reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
- viii. approval or any subsequent modification of transactions of the Company with related parties.
- ix. Scrutiny of inter-corporate loans and investments.
- x. valuation of undertakings or assets of the listed entity, wherever it is necessary;
- xi. evaluation of internal financial controls and risk management systems;
- xii. reviewing, with the management, performance of statutory and internal auditors and adequacy of the internal control systems;
- xiii. reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- xiv. discussion with internal auditors of any significant findings and follow up there on.
- xv. 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;
- xvi. 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;
- xvii. to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- xviii. to review the functioning of the Whistle Blower mechanism.
- xix. approval of appointment of CFO after assessing the qualifications, experience and background, etc. of the candidate.
- xx. management discussion and analysis of financial condition and results of operations.
- xxi. statement of significant related party transactions (as defined by the audit committee), submitted by the management.
- xxii. internal Audit Reports relating to internal control weaknesses.
- xxiii. appointment, removal and terms of remuneration of the Chief Internal Auditor.
- xxiv. carrying out any other function as is mentioned in the terms of reference of the audit committee.

c) Composition, name of members and Chairman:

The composition of the Audit Committee of the Board of Directors of the Company along with the details of the meetings held and attended during the financial year ended 31st March, 2018 is detailed below:

1. Shri Sandeep Jhanwar, Chairman
2. Shri Mukund Chitale, Member
3. Shri Satyanarayan Loya, Member
4. Shri R. Kannan, Member

Shri Madan Vaishnawa, Company Secretary, acts as the Secretary to the Committee.

d) Meetings and attendance during the year:

During the financial year ended 31st March, 2018, four (4) Audit Committee Meetings were held on 30th May, 2017, 8th September, 2017, 12th December, 2017 and 7th February, 2018 and the gap between two meetings did not exceed one hundred and twenty days. The table hereunder gives the attendance record of the Audit Committee members. Shri Sandeep Jhanwar, Chairman of the Audit Committee was present at the last Annual General Meeting held on 16th September, 2017.

Name of the Audit Committee Members	Category	No. of meetings attended
Shri Sandeep Jhanwar (Chairman)	Non-Executive, Independent Director	4
Shri Mukund Chitale, Member	Non-Executive, Independent Director	3
Shri Satyanarayan Loya, Member	Non-Executive Director	4
Shri R. Kannan, Member	Non-Executive, Independent Director	4

II. Nomination & Remuneration Committee:

a) Brief description and terms of reference:

The role of the Nomination and Remuneration Committee is governed by its Charter and its composition is in compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the Listing Regulations. The Nomination & Remuneration Committee comprises of the following members:

1. Shri Sandeep Jhanwar, Chairman,
2. Shri Satyanarayan Loya, Member,
3. Shri Mukund Chitale, Member

All the members of the Committee are Non-Executive Directors.

Shri Madan Vaishnawa, Company Secretary, acts as the Secretary to the Committee.

The scope of this Committee is to determine and recommend to the Board the compensation of the Executive Directors and senior management personnel. The Committee may also approve, allocate and administer the Employee Stock Option Schemes and other related matters. Presently, the Company does not have any stock option plan or performance linked incentives for its Directors.

During the financial year ended 31st March, 2018, Nomination & Remuneration Committee Meetings were held on 8th September, 2017, 12th December, 2017 and 7th February, 2018. Shri Sandeep Jhanwar, Chairman of the Nomination & Remuneration Committee had attended the last Annual General Meeting held on 16th September, 2017. The table hereunder gives the attendance record of the Nomination & Remuneration Committee members:

Name of the Nomination & Remuneration Committee Members	Category	No. of meetings attended
Shri Sandeep Jhanwar (Chairman)	Non-Executive, Independent Director	3
Shri Mukund Chitale, Member	Non-Executive, Independent Director	2
Shri Satyanarayan Loya, Member	Non-Executive Director	3

The Nomination and Remuneration Committee is empowered, pursuant to its terms of reference, inter alia, to:

1. Identify persons who are qualified to become directors and persons who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal,
2. Carry on the evaluation of every Directors' performance,
3. Formulate criteria for determining qualifications, positive attributes and independence of a Director,
4. Recommend to the Board a policy, relating to the remuneration of the Directors, Key Managerial Personnel and other employees,
5. Formulate criteria for evaluation of Independent Directors and the Board,

6. Devise a policy on Board Diversity,
7. Whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors and
8. Undertake any other matters as the Board may decide from time to time.

b) Remuneration Policy:

Your Company has formulated a Remuneration Policy which is applicable to all the Directors and senior managerial personnel of the Company.

The Remuneration Policy of the Company provides the following:

1. The Key objectives of the Nomination and Remuneration Committee;
2. Responsibilities of the Nomination and Remuneration Committee;
3. Principles, including appointment criteria, remuneration, evaluation, removal, retirement, disclosures and dissemination of information in relation to the remuneration and the policy.

Pursuant to the Remuneration Policy, Non-Executive Directors are paid sitting fees for each meeting of the Board and certain committees of the Board attended by them. The appointment and remuneration of the Managing Director and other Executive Directors are governed by resolutions passed by the Board of Directors and Shareholders of the Company, which covers terms of such appointment, read with the service rules of the Company. Remuneration paid to the Managing Director is recommended by the Nomination & Remuneration Committee, approved by the Board and is within the limits set by the Shareholders at the General Meeting.

c) Details of Remuneration paid to the Directors for the Financial Year ended 31st March, 2018 are as under:

Executive Directors

(₹ in lakhs)

Name & Position	Pay & Allowance	Perquisites	Total	Retirement Benefits
Shri Mahendrakumar Kabra, Joint Managing Director	212.36	Nil	212.36	Nil
Shri Hemant Kabra, Executive Director and CFO	36.24	Nil	36.24	Nil

Non-Executive Directors

(₹ in lakhs)

Name of the Directors	Sitting Fees paid for attending Meetings of			
	Board	Audit Committee	Independent Directors Meeting	Nomination & Remuneration Committee
Shri Rameshwarlal Kabra	0.80	Nil	Nil	Nil
Shri Satyanarayan Loya	0.80	0.80	Nil	0.60
Smt. Kirtidevi Kabra	0.60	Nil	Nil	Nil
Shri Mukund Chitale	0.60	0.60	0.20	0.40
Dr. Ajai Singh	0.40	Nil	0.20	Nil
Shri Sandeep Jhanwar	0.80	0.80	0.20	0.60
Shri R. Kannan	0.80	0.80	0.20	Nil
Shri Prashant Deshpande	0.80	Nil	0.20	Nil
Shri H. S. Upendra Kamath	0.20	Nil	0.20	Nil

III. Stakeholders Relationship Committee:

The composition of the Stakeholder Relationship Committee is in compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of the Listing Regulations.

The broad terms of reference of the stakeholders' relationship committee are as under:

- Consider and resolve the grievances of the security holders of the Company including complaints related to transfer of shares, non-receipt of annual report and non-receipt of declared dividends.
 - Consider and approve issue of share certificates (including issue of renewed or duplicate share certificates), transfer and transmission of securities, etc.
- a. This Committee comprises of the following members:
1. Shri Satyanarayan Loya, Chairman
 2. Shri Rameshwarlal Kabra, Member

Shri Madan Vaishnawa, Company Secretary, acts as the Compliance Officer and Secretary to the Committee.

b. Meetings and Attendance:

During the financial year ended 31st March, 2018, eleven (11) Stakeholders Relationship Committee Meetings were held i.e. on 30th May, 2017, 5th June, 2017, 30th June, 2017, 18th July, 2017, 30th September, 2017, 16th October, 2017, 12th December, 2017, 18th December, 2017, 15th January, 2018, 23rd February, 2018 and 19th March, 2018. The table hereunder gives the attendance record of the Stakeholders Relationship Committee members.

Name of the Stakeholders Relationship Committee members	Category	No. of meetings attended
Shri Satyanarayan Loya (Chairman)	Non-Executive Director	11
Shri Rameshwarlal Kabra, Member	Non-Executive Director	11

The Committee expresses satisfaction with the Company's performance in dealing with investors' grievances and its shares transfer system.

During the year, the Company has received no investor complaints. As per Listing Regulations to expedite the process of share transfers, the Board has delegated the powers of share transfers and related matters to Shri Satyanarayan Loya, Director and Shri Madan Vaishnawa, Company Secretary who meet once in a fortnight or as and when required to approve all the matters related to shares i.e. share transfers, transmissions, dematerialization and re-materialization of shares, etc.

IV. Corporate Social Responsibility (CSR) Committee:

a) **Terms of reference:**

The composition of the CSR Committee is in alignment with provisions of Section 135 of the Companies Act, 2013.

The CSR policy has been laid down and recommended by the Committee for its necessary implementation. Your Company believes in inclusive growth and reach out to assist the communities around them - not because it is the magic formula for sustainability, but simply because that is, and always has been, part of the collective character of your Company.

The CSR Committee is empowered pursuant to its terms of reference, inter alia, to:

1. Formulate and recommend to the board, a CSR policy indicating the activities to be undertaken by the Company as specified in Schedule VII of the Act
2. Recommend the amount of expenditure to be incurred on the CSR activities,
3. Monitor implementation and adherence to the CSR Policy of the Company from time to time,
4. Prepare a transparent monitoring mechanism for ensuring implementation of the projects / programmes / activities proposed to be undertaken by the Company and
5. Such other activities as the Board of Directors may determine from time to time.

b) **Scope:**

The details of activities undertaken have been provided in the Annual Report.

c) Composition:

Under Section 135 of the Companies Act, 2013 read with the (Corporate Social Responsibility) Rules, 2014 every Company is required to constitute a CSR Committee. This Committee comprises of the following members:

1. Shri Sandeep Jhanwar, Chairman
2. Shri Satyanarayan Loya, Member
3. Shri Mahendrakumar Kabra, Member

Shri Madan Vaishnawa, Company Secretary, acts as the Secretary to the Committee.

d) Meetings and Attendance:

During the financial year ended 31st March, 2018, three (3) CSR Committee Meetings were held i.e. on 30th May, 2017, 12th December, 2017 and 7th February, 2018. The table hereunder gives the attendance record of the CSR Committee members.

Name of the CSR Committee members	Category	No. of meetings attended
Shri Sandeep Jhanwar (Chairman)	Non-Executive, Independent Director	3
Shri Satyanarayan Loya, Member	Non-Executive Director	3
Shri Mahendrakumar Kabra, Member	Joint Managing Director	3

3) General Body Meetings:

Details of General Body Meetings held in last three years are given hereunder:

Annual General Meeting

Year	Date	Venue	Time	Special resolution(s) passed
2015	21-09-2015	Hotel Sunville, 9, Dr. Annie Besant Road, Worli, Mumbai – 400 018	11:00 a.m.	Two
2016	24-09-2016	Hotel Sunville, 9, Dr. Annie Besant Road, Worli, Mumbai – 400 018	11:30 a.m.	Nil
2017	16-09-2017	Hotel Sunville, 9, Dr. Annie Besant Road, Worli, Mumbai – 400 018	11:30 a.m.	Nil

Postal Ballot

During the FY 2017-2018, pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, and any other applicable provisions of the Companies Act, 2013, the Company had sought approval of the shareholders by way of two special resolutions through postal ballot as under:

1. To approve borrowing limits u/s 180(1)(c) of the Companies Act, 2013 upto ₹ 450 Crores.
2. To create Charges / Mortgages on, or sell or otherwise dispose of the movable and immovable properties of the Company, both present and future, in respect of borrowings upto ₹ 450 Crores.

The notice of the postal ballot dated 6th October, 2017 was sent to all the shareholders of the Company along with postage prepaid envelopes. Mr. Anup Vaibhav C. Khanna, Practicing Company Secretary, was appointed as the Scrutiniser for the Postal Ballot and submitted his report to Chairman of the Company.

The results of the Postal Ballot were announced on 14th November, 2017.

4) Secretarial Compliance Report:

- a. A Secretarial Audit on the compliance of corporate laws and SEBI Regulations was conducted as per the provisions of Section 204 of Companies Act, 2013 by M/s. Khanna & Co., Practicing Company Secretaries during the financial year ended 31st March, 2018.

- b. Secretarial Audit Report

Quarterly Secretarial Audit Reports on reconciliation of the total admitted capital with CDSL & NSDL and the total issued and listed capital were furnished to the Stock Exchange on the following dates:

For the quarter ended	Furnished on
30 th June, 2017	22 nd July, 2017
30 th September, 2017	27 th October, 2017
31 st December, 2017	23 rd January, 2018
31 st March, 2018	23 rd April, 2018

5) Quarterly Compliance Report on Corporate Governance:

The Company has submitted for each of the four quarters during the FY 2017-18, the Compliance Report on Corporate Governance to the BSE Limited in the prescribed format within 15 days from the close of the respective quarters.

6) Disclosures:

(i) Related Party Transactions

All transactions entered into with related parties during the financial year were in the ordinary course of business and at arm's length basis and were approved by the Audit Committee. The Board has approved a policy for related party transactions which has been uploaded on the Company's website at the link: <http://www.rrshramik.com/corporate-governance>.

None of the transactions with any of the related parties were in conflict with the interest of the Company. Attention of the Members is drawn to the disclosure set out in notes to Financial Statement.

(ii) Disclosure of Accounting Treatment

In the preparation of the financial statements, the Company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

(iii) Compliances by the Company

The Company has complied with all the requirements of regulatory authorities. There has been no instance of non-compliance by the Company on any matter related to capital market during the last 3 (Three) financial years and hence, no penalties/ strictures were imposed on the Company by the Stock Exchanges or SEBI or any Statutory Authority on any matter related to capital market during the last 3 (Three) financial years.

(iv) Whistle Blower Policy and Vigil Mechanism

The Company promotes ethical behavior in all its business activities and has put in place a mechanism for reporting illegal or unethical behavior. The Company has adopted a Whistle Blower Policy and has established the necessary Vigil Mechanism for employees and Directors to report concerns about unethical behavior. The Whistle Blower Policy complies with the requirements of Vigil Mechanism as stipulated under Section 177(9) of the Companies Act, 2013. The policy comprehensively provides an opportunity for an employee and Director to report the instances of unethical behavior, actual or suspected fraud or any violation of the Code of Conduct and/or laws applicable to the Company and seek redressal. The Policy provides for a mechanism to report such concerns to the Audit Committee through specified channels. The Policy is being communicated to the employees and also posted on Company's website. The details of establishment of Whistle Blower Policy/Vigil Mechanism have been disclosed on the Company's website at the link: <http://www.rrshramik.com/corporate-governance>.

(v) Policy on Determining "Material" Subsidiaries

This Policy is framed in accordance with the requirements of Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including statutory enactments/amendments thereof) and is intended to identify Material Subsidiaries and to establish a governance framework for such subsidiaries.

The details of policy on determining "Material" subsidiaries have been disclosed on the Company's website at the link: <http://www.rrshramik.com/corporate-governance>.

(vi) Commodity price risk and Commodity hedging

The Company is exposed to the risk of price fluctuation of raw materials as well as finished goods. The Company proactively manages its risk through forward booking Inventory management.

(vii) Affirmation

In accordance with the provisions of Regulation 26(6) of Listing Regulations, the Employee(s), Key Managerial Personnel(s), Director(s) and Promoter(s) of the Company have affirmed that they have not entered into any agreement for themselves or on behalf of any other person, with any shareholder or any other third party with regard to compensation or profit sharing in connection with dealings in the securities of the Company.

(viii) Code of Conduct

The Company has adopted a Code of Conduct ("the Code") for Directors and Senior Management of the Company. The Code has been circulated to all the members of the Board and Senior Management and the same is available on the Company's website at the link: <http://www.rrshramik.com/corporate-governance>.

The Board members and Senior Management personnel have affirmed their compliance with the code applicable to them during the year ended 31st March, 2018. A declaration to this effect signed by the Managing Director of the Company is contained in this Annual Report.

(ix) Compliance with the Mandatory requirements and Non-mandatory requirements

The Company has complied with the applicable mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has adopted following non-mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(i) The Board

The Chairman of the Company is entitled to a Chairman's office at the Company's expense and also allowed reimbursement of expenses incurred in performance of his duties.

(ii) Audit qualifications

The Company is in the regime of unqualified/unmodified financial statements.

(iii) Separate posts of Chairman and CEO

The Company has appointed separate persons to the post of Chairman and Managing Director.

(iv) Reporting of Internal Auditor

The Internal auditor may report directly to the Audit Committee.

7) Means of Communication:

1. Publication of Results:

Quarterly, half-yearly and annual financial results of the Company are published in leading English and vernacular language newspapers in India, viz., Economic Times, Times of India, Surat Edition and Maharashtra Times.

2. Website and News Releases:

In compliance with Regulation 46 of the Listing Regulations, a separate dedicated section under 'Investors' on the Company's website (www.rrshramik.com) gives information on various announcements made by the Company, Annual Report, Quarterly/Half yearly/Nine-months and Annual financial results along with the applicable policies of the Company.

3. Stock Exchange:

Your Company makes timely disclosures of necessary information to BSE Limited in terms of the Listing Regulations and other rules and regulations issued by the SEBI.

4. BSE Corporate Compliance & the Listing Centre:

BSE Listing is a web-based application designed by BSE for corporates. All periodical compliance filings, inter alia, shareholding pattern, Corporate Governance Report, corporate announcements, amongst others are in accordance with the Listing Regulations filed electronically.

8) Compliance Certificate on Corporate Governance:

As required under Listing Regulations, a compliance certificate issued by M/s. Khanna & Co., Practicing Company Secretaries, regarding compliance with Corporate Governance norms is given as an annexure to the Board's Report.

9) CEO/MD and CFO Certification:

The Managing Director and the Chief Financial Officer of the Company give annual certification on financial reporting and internal controls to the Board in terms of Regulation 17 read with Part B of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The said Certificate is annexed and forms part of the Annual Report. The Managing Director and the Chief Financial Officer also give quarterly certification on financial results, while placing the financial results before the Board in terms of Regulation 33 (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

10) General Shareholders Information: Annual General Meeting

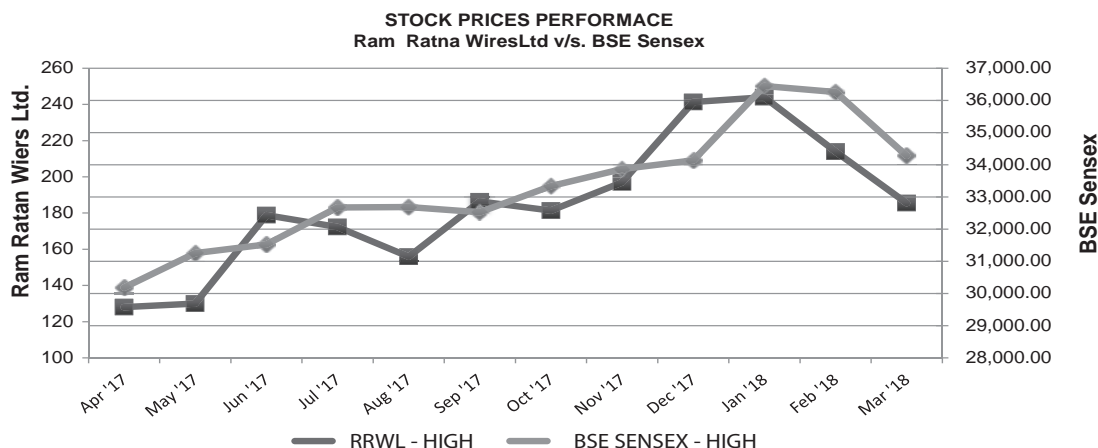
(i) Date and Time	:	Saturday, 15 th September, 2018, 11:30 a.m. IST
Venue	:	Hotel Sunville, 9, Dr. Annie Besant Road, Worli, Mumbai 400018
(ii) Financial Year / Calendar (tentative and subject to change)	For the Financial year 1 st April 2018 to 31 st March 2019, reporting for Un-audited Financial Results for the quarter ending	
	30 th June, 2018	: On or around 14 th August, 2018
	30 th September, 2018	: On or around 14 th November, 2018
	31 st December, 2018	: On or around 14 th February, 2019
	31 st March, 2019	: On or around 30 th May, 2019
	Annual General Meeting	: On or around 30 th September, 2019 for year ending 31 st March, 2019
(iii) Dates of book closure	Saturday, 8 th September, 2018 to 15 th September, 2018 (both days inclusive).	
(iv) Dividend Payment Date	:	The dividend, if declared, shall be paid/credited from Monday, 17 th September, 2018.
(v) Registered Office	:	Ram Ratna House, Oasis Complex, P. B. Marg, Worli, Mumbai –400013. Tel. No.: 91-22-2492 4144/2494 9009 Email: investorrelations@rrglobal.in
(vi) Listing of Equity Shares		
(a) Stock Exchange	:	The Equity Shares of the Company are listed on BSE Limited Annual Listing Fees as applicable has been paid for the year 2018– 2019.
(b) Depository	:	Central Depository Services (India) Ltd. (CDSL) and National Securities Depository Ltd. (NSDL)
(vii) Stock Exchange Code	:	Bombay BSE Limited – 522281

(viii) Stock Market price data relating to the shares:

Monthly high and low prices and volume at the BSE Limited for financial year ended 31st March, 2018:

Month	Volume of Shares	BSE Limited	
		High (₹)	Low (₹)
April, 2017	3,68,390	128.00	94.50
May, 2017	3,87,656	130.00	105.00
June, 2017	16,36,106	178.80	122.00
July, 2017	2,55,272	172.35	144.30
August, 2017	1,31,866	155.95	130.00
September, 2017	5,91,473	186.45	142.00
October, 2017	1,82,796	181.40	160.05

Month	Volume of Shares	BSE Limited	
		High (₹)	Low (₹)
November, 2017	4,62,998	197.00	165.05
December, 2017	5,23,969	241.30	170.00
January, 2018	4,34,008	244.00	198.00
February, 2018	2,90,965	213.90	172.00
March, 2018	1,67,796	185.50	159.00



(ix) Registrar and Share Transfer Agent:

The Company's shares being in compulsory dematerialized (demat) list are transferable through the depository system. Shares in physical form are processed by Bigshare Services Private Limited, the Registrar and Share Transfer Agent, and approved by Share Transfer Committee of the Company. Shares sent for physical transfer are generally registered and returned within a period of 15 days from the date of receipt, if the documents are complete in all respects.

(x) Share Transfer System:

- a) As per the Guidelines of SEBI / Stock Exchanges, a Demat Option Letter is sent to the transferees, seeking their option, as to whether the shares transferred in their name, would be dematted by them or they would like to hold the shares, in physical form. After 30 days' time, if the Demat Request Form is not received along with the Demat Option Letter, duly accepted, physical share certificates are dispatched to the transferees.
- b) The Stakeholders' Relationship Committee meets as often as required. As per the Listing Regulations to expedite the process of share transfers, the Board has delegated the powers of share transfers and related matters to Shri Satyanarayan Loya, Director and Shri Madan Vaishnawa, Company Secretary who attend to share transfer formalities at least once in a fortnight.
- c) Nomination facility for shareholding: As per the provisions of the amended Companies Act, 2013, facility for making nomination is available to Shareholders in respect of shares held by them. Nomination forms can be obtained from the share transfer agents or can be downloaded from company's website.
- d) Payment of dividend through Electronic Clearing Services : The Securities and Exchange Board of India (SEBI) has made it mandatory for all Companies to use the bank account details furnished by the depositories for depositing dividends through Electronic Clearing Service (ECS) to the Investors wherever ECS and Bank details are available. In the absence of ECS facility the Company is required to print the Bank account details, if available, on payment instruments for distribution of dividend, etc. to the Shareholders.

e) Transfer of unclaimed/unpaid amounts to the Investor Education and Protection Fund:

Pursuant to Sections 124 and 125 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), dividends, if not claimed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). Further, shares in respect of such dividends which have not been claimed for a period of 7 consecutive years are also liable to be transferred to the demat account of the IEPF Authority. The said requirement does not apply to shares in respect of which there is a specific order of Court, Tribunal or Statutory Authority, restraining any transfer of the shares. The provisions relating to transfer of shares were made effective by the Ministry of Corporate Affairs, vide its Notification dated October 13, 2017 read with the circular dated October 16, 2017, wherein it was provided that where the period of 7 consecutive years, as above, was completed or being completed during the period from September 7, 2016 to October 31, 2017, the due date of transfer for such shares was October 31, 2017.

During the year under review, the Company has credited ₹ 3.37 lakhs lying in the unclaimed dividend account, to the Investor Education and Protection Fund (IEPF) pursuant to Section 205A of the Companies Act, 1956 and Section 124 of Companies Act, 2013 read with the Investor Education and Protection Fund (Awareness and Protection of Investors) Rules, 2001.

The members who have a claim on above dividends and shares may claim the same from IEPF Authority by submitting an online application in the prescribed Form No. IEPF-5 available on the website www.iepf.gov.in and sending a physical copy of the same, duly signed to the Company, along with requisite documents enumerated in the Form No. IEPF-5. No claims shall lie against the Company in respect of the dividend/shares so transferred.

(xi) Dividend History

(₹ in lakhs)

Financial Year	Dividend %	Total Dividend	Unclaimed
2010-11	20.00	220.00	3.33
2011-12	15.00	165.00	2.75
2012-13	15.00	165.00	2.80
2013-14	15.00	165.00	2.96
2014-15	20.00	220.00	3.75
2015-16 (Interim)	15.00	165.00	3.09
2016-17	25.00	275.00	5.23

(xii) Distribution of Shareholding as on 31st March, 2018 :

No. of Equity Shares held	Shareholders		Shares	
	Numbers	% to Total Shareholders	Numbers	% to Total Capital
1 - 500	5,409	83.08	8,79,005	4.00
501 - 1000	466	7.16	3,80,326	1.73
1001 - 2000	262	4.02	4,22,948	1.92
2001 - 3000	86	1.32	2,16,597	0.98
3001 - 4000	43	0.66	1,55,963	0.71
4001 - 5000	83	1.28	4,03,676	1.84
5001 - 10000	74	1.14	5,64,070	2.56
10001 & above	87	1.34	1,89,77,415	86.26
Total	6,510	100.00	2,20,00,000	100.00

(xiii) Categories of Shareholding as on 31st March, 2018:

Category	Shareholders		Shares	
	Number	% to Total Shareholders	Number	% To total Capital
PROMOTERS' HOLDING				
Indian Promoters	22	0.34	1,46,59,354	66.64
Foreign Promoter	1	0.02	14,00,000	6.36
Total of Promoter Holding	23	0.36	1,60,59,354	73.00
NON- PROMOTERS' HOLDING				
Institutional Investors				
Foreign Portfolio Investors	1	0.02	55,249	0.25
Others				
Indian Public	6,205	96.48	55,43,320	25.20
Bodies Corporate, NRIs, Clearing members	202	3.14	3,42,077	1.55
Total of Non-Promoter Holding	6,408	99.64	59,40,646	27.00
Grand Total	6,431	100.00	2,20,00,000	100.00

Details of Ownership Pattern given above are based on the Shareholding Pattern filed with the Stock Exchanges as at 31st March, 2018, wherein the Shareholding is consolidated on the basis of PAN in terms of SEBI Circular dated 19th December, 2017.

(xiv) Dematerialization of shares and liquidity:

The Company has established connectivity with Central Depository Services (India) Limited and National Securities Depository Limited for dematerialization of shares and the same are available in electronic segment under ISIN No. INE207E01023.

As on 31st March 2018

Form	No. of shares	%
Demat	2,11,24,248	96.02
Physical	8,75,752	3.98
Total	2,20,00,000	100.00

(xv) Outstanding GDRs / ADRs / Warrants or any Convertible Instruments, conversion date and likely impact on equity:

There are no GDRs / ADRs / Warrants or any Convertible Instruments pending conversion or any other instrument likely to impact the equity share capital of the Company.

(xvi) Plant Locations:

- 1) Survey No. 142/2, Madhuban Dam Road, Village: Rakholi, Silvassa - 396 240, (U.T. of D & NH)
- 2) Survey No. 212/2, Near Dadra Check Post, Village: Dadra, Silvassa - 396 193, (U.T. of D & NH)
- 3) Survey No. 16/1, Madhuban Colony, Sayli road, Village: Karad, Rakholi Silvassa- 396 240, (U.T. of D & NH)

(xvii) Address for correspondence:

Registrar and Share Transfer Agent (Share transfer and Communication regarding share certificates, dividends and change of address)	Bigshare Services Private Limited, 1 st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai - 400 059 Tel. No.: 91-22-40430200/62638200 Email: investor@bigshareonline.com
Compliance Officer	Shri Madan Vaishnawa Ram Ratna House, Oasis Complex, P.B. Marg, Worli, Mumbai - 400 013 Tel. No.: 91-22-24924144/24949009 Fax No.: 91-22-24910819 E-mail: madan.vaishnawa@rrglobal.in

11) Request to Investors:

- a) Investors are requested to communicate change of address, if any, directly to the Registrar and Share Transfer Agent of the Company at the above address.
- b) As required by SEBI, investors shall furnish details of their bank account number and name and address of the bank for incorporating the same in the warrants. This would avoid wrong credits being obtained by unauthorized persons.
- c) The Shareholders are requested to dematerialize their physical share certificates, through a depository participant. Shareholders requiring any further clarification / assistance on the subject may contact the Company's share transfer agent.
- d) Investors who have not availed nomination facility are requested to avail the same by submitting the nomination form. The form can be downloaded from the Company's website.
- e) Investors holding shares in electronic form are requested to deal only with their depository participant in respect of change of address, nomination facility and furnishing bank account number, etc.
- f) Members who have not encashed their dividend warrants in respect of dividends declared for the year ended 31st March, 2011 and for any financial year thereafter may contact the Registrar and Share Transfer Agent of the Company. Members are requested to note that the dividend not claimed for a period of seven years from the date they first became due for payment shall be transferred to Investor Education and Protection Fund (IEPF) in terms of Section 124 of Companies Act, 2013.

For and on behalf of the Board

Rameshwarlal Kabra

Chairman

DIN: 00150875

Place: Mumbai

Date: 14th August, 2018

MANAGEMENT DISCUSSION AND ANALYSIS

INDUSTRY STRUCTURE AND DEVELOPMENTS

The Company's main business activities are, manufacturing and sales of all types of Winding Wires to industry and trade segment. The Company is a leading Indian manufacturer and supplier of Winding Wires in organized market. The Company is known for its unique product range with its portfolio of all gauges backed by a widespread distribution network. The Company has strong brand equity and a robust business model that has continuously steered its growth over the years. It is one of the most trusted brands providing winding wire solutions to both retail and industrial customers spread across the country. In general, there is no material change in the industry structure.

ECONOMIC REVIEW

Global Economy

In 2017, the cyclical upswing since mid-2016 continued to strengthen, and the global economy witnessed pickup in growth. According to the International Monetary Fund (IMF), the year reported the broadest synchronized global growth upsurge since 2010. The US economy remained in robust shape, with growth in GDP, industrial production, and investments holding up well. The US growth forecast has been raised from 2.3% to 2.7% in 2018 and from 1.9% to 2.5% in 2019. In 2017, the eurozone turned in its fastest pace of growth over the last decade. Emerging markets contributed to the uptick last year, and many are on track to turn in an even better growth performance in 2018. China's growth remained robust and well-balanced across sectors and across categories of domestic demand.

Indian Economy

India's economy temporarily decoupled in H1FY18, on the back of demonetisation, teething difficulties in the new GST regime, the twin balance sheet challenge, and rural distress. In H2FY18, the economy witnessed robust signs of revival. Economic growth improved as the shocks began to fade, corrective actions were taken, and the synchronous global economic recovery boosted exports. Consequently, the GDP growth for FY18 is estimated at 6.7 percent YoY, down from 7.1 percent YoY in FY17 (Source: Government of India Economic Survey). The USD-INR appreciated to an average of 64.5 in FY18 from 67 in FY17, recovering from the disruptions of demonetisation, and owing to steady foreign investment inflows.

The investment sentiment stayed largely positive in FY18 as Moody's revised India's sovereign rating to Baa2, higher from Baa3, changing the outlook to stable. In addition, India jumped up 30 notches into the top 100 in the World Bank's 'Ease of Doing Business' index.

It is estimated that FY19 will begin on a solid foundation with three broad based themes:

1. Revival of rural economy
2. Robust infrastructure spending
3. Sustained global recovery

FY19 GDP is expected to achieve robust growth at 7.4 percent YoY (Source: IMF, World Economic Outlook, April 2018). However, there are three macro risks to the outlook:

1. Rise in global crude oil prices leading to higher inflation, wider current account deficit and weaker rupee
2. Excessive global liquidity tightening, which could affect flows into emerging markets
3. Trade protectionist measures, which might affect exports adversely

India may witness sentiment-driven movement in economic parameters, in the run up to the 2019 General Elections, causing temporary volatility in markets. Overall, the economic activity will continue to get support from strong private consumption and services. Private investment is expected to revive as the corporate sector adjusts to the GST. The reform cycle is likely to shift from rollout to execution. Recapitalisation of banks, infrastructure development and rural sector support will be on the priority list for the Government.

Outlook

The overall economic situation of the country is healthy with improving growth forecasts and favourable macro economic indicators. Going forward, this should reflect well in growth numbers for major sectors. While the inflation has been within bounds, recent strengthening of US Dollar can exert some pressure on our commodity input costs and interest rates.

The outlook for our industry remains robust. There has been a renewed focus on infrastructure spending, reflecting in corresponding overall industry growth. However, real estate sector continues to lag in growth, remaining as a peg for growth in future.

Development, Modernization & Expansion

Modernization and expansion into more value added products and Technological development has been the tradition of your Company. Your Company continues to import sophisticated processing machines, especially for production of more valued added items. The production of enamelled copper wire, copper strip and enameled copper strip, submersible winding wires witnessed higher growth. Other value added items like fiberglass insulated wires & strips and paper covered wires & strips have also shown substantial increase in production, compared to that of previous years.

OPERATIONS

The Company is manufacturing winding wires, mainly enamelled copper wires. Based on market demand Company's products have been diversified into enamelled copper strips, enamelled aluminum wires, submersible winding wires, Dual Coated MH Classic Submersible Winding Wires, litz wires, bunched wires, miniature circuit breakers, copper rods, paper covered round wires and strips, fiber glass covered strips and enamelled fiberglass covered and varnished strips.

Dual Coated MH Classic Submersible Winding Wires

The Company has started manufacturing a new type of submersible winding wires. This new wire is extruded PP covered with two layers of BOPP films. Overall insulation dimension remains same on finished wire resulting into increase in the insulation leakage current when high voltage is applied. Advantages of this type of wires is enhanced softness due to exclusion of Polyester films and superior insulation properties than conventional wires.

LITZ Wire (Bunched Enameled Wire)

The Company has started manufacturing Litz Wire. Litz wire is a type of cable used in electronics to carry alternating current. The wire is designed to reduce the skin effect and proximity effect losses in conductors used at frequencies up to about 1 MHz. It consists of many thin wire strands, individually insulated and twisted/bunched, roped or braided/ woven together, as per the specific design and application. The application of Litz wire is in High-frequency inductors and transformers, Motors, Relays, Ultrasonic Equipments and Invertors etc.

Bunched /Braided Wires

The Company has started manufacturing bunched/ braided wires. Braiding and bunching of copper conductors is used as an excellent solution for flexible electrical connections. The flexibility is essential in the moving parts, where there is no chance of making rigid/solid connections. Since these are fine sized copper wire strands bunched and braided, it can easily withstand tweaking, bends and vibrations. The application of such wire is in MCB, MCCB, switchgears etc.

Miniature Circuit Breakers (MCBS)

The Company has Introduced new products MCBs during the year. MCBs are electromechanical devices which protect an electrical circuit from an over current. MCBs is a better alternative to a fuse since it does not require replacement once an overload is detected. Unlike fuse, MCBs can be easily reset and thus offers improved operational safety and greater convenience without incurring additional cost.

Copper Rods

Copper rod is the feed stock for our Winding Wires. The Company has started manufacturing its own copper rods from the scrap generated by all plants and copper cathodes purchased from other local suppliers.

Your Company is credited with maximum Number of International certifications in the industry, such as ISO 9001: 2015 Quality Management System ; ISO 14001:2015 Environment Management System; ISO 50001: 2011 Energy Management System; OHSAS 18001: 2007 Occupational Health and Safety speaks of it's quality, reliability and competitiveness which will definitely help increase in demand for your Company's products.

FINANCIAL REVIEW

(₹ In lakhs)

Description	FY 2017-18	FY 2016-17
Total Revenue	1,05,571.25	89,183.90
Total Expenditure	99,004.30	83,918.34
Profit before Interest, Depreciation & Taxation (EBITDA)	6,566.95	5,265.56
Finance Costs	1,401.09	1,092.59
Depreciation	990.25	833.57
Profit before Tax	4,175.61	3,339.40
Net Profit after tax	2,651.07	2,188.70
Earnings Per Share (in ₹)	12.05	9.95
Receivables	19,588.45	14,759.63
Inventory	3,168.60	3,981.86
Fixed Assets	11,972.89	7,219.21

RISK MANAGEMENT

The Company's financial performance is significantly impacted by two main forces :

First Fluctuations in prices of Aluminium and Copper, exchange rates and interest rates. The Company takes a very structured approach to the identification and quantification of each such risk and has adopted a comprehensive risk management practice to mitigate such risks. Over past year, we witnessed continued rise in copper prices, putting sharp pressure on our costs. In line with our established framework, we managed this with a mix of strong focus on efficiency improvement, pricing decisions and portfolio enhancement to derive better value in market. This will be the strategy going forward that will help us conserve our margin and revenues in adverse cost scenario. As regards the risk of sharp raw material price movements, though the Company endeavors to pass on the price effect to the customers, there has always been a time lag between the price movement and the passing thereof. The Company negotiates price variation contracts with bulk buyers. The Company has been fair in dealing with its customers and accordingly enjoys customer confidence in pricing decisions.

Secondly Competition from a large unorganized sector which produces products of inferior quality but at cheap prices. The Company has been handling the risk of the competitive forces through its organized business approach, by the strength of its reach, superior quality products, safe products and maintaining high standards of service levels to its customers. The Company enjoys the advantages of economies of scale and backward integration.

ADEQUACY OF INTERNAL CONTROL

The Company has an all-inclusive internal control system, which safeguards the Company's assets and ensures that transactions are properly authorised. The internal control system assures integrated, objective and reliable financial information. The Internal Auditors, M/s DMKH & Co., Chartered Accountants, conducts audits at its various locations and covers all the major functions, with a focus on various operational areas and internal control systems. The suggestions, recommendations and implementation of the same are placed before the Management and the Audit Committee of the Board of Directors periodically. The adequacy of the internal control systems is also reviewed by the Audit Committee, on a periodic basis.

ENVIRONMENT, SAFETY AND HEALTH

As a responsible corporate citizen, Company is dedicated to human health & safety, conservation of natural resources & the environment. The Company's plants follow the environmental, health and safety management standard that integrates environment and safety responsibilities into everyday business. The focus of these efforts is to make the safest work place and to go for "zero harm" to its employees, community & environment. Hence, safety is considered as core value all across the Company and initiatives to help achieve this ambition and to be the benchmark within the industry are underway. In order to build a sustainable safe work place environment, a common health and safety management system across the company is being implemented. This includes implementation of world class safety standards, organisational safety competency and capability improvement, safety leadership development, a cross auditing activity to enhance sharing experiences and sharing best practices across the Company.

HUMAN RESOURCES DEVELOPMENT

Training

The Company sees its relationship with its employees as critical to the future and believes that every employee needs to possess apart from competence, capacity and capabilities, sustainable values, current and contemporary which would make them useful, relevant and competitive in managing the change constructively for overall growth of the organisation. To this end, the Company's approach and efforts are directed towards creating a congenial work atmosphere for individual growth, creativity and greater dedicated participation in organisational development. In-house and external training and instructions are also provided to employees at all levels, which help in attaining professional and productive culture by a blend of technology and highly skilled manpower.

Industrial Relations

The Company is committed to maintain good industrial relations through active participation of workers, regular meetings and discussions on all legitimate and legally tenable issues. The Company employed 665 number of permanent employees on its Roll as on 31st March, 2018.

CAUTIONARY STATEMENT

Statements in this report describing the Company's objectives, expectations, predictions and assumptions may be 'forward looking' within the meaning of applicable Securities Laws and Regulations. Actual results may differ materially from those expressed herein. Important factors that could influence the Company's operations include global and domestic economic conditions affecting demand, supply, price conditions, natural calamities, change in Government's regulations, tax regimes, other statutes and factors such as litigation and industrial relations.

For and on behalf of the Board

Rameshwarlal Kabra

Chairman

DIN: 00150875

Place: Mumbai

Date: 14th August, 2018

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 including the code for Independent Directors. These Codes are available on the Company's website.

I hereby declare that all the Members of the Board of Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct as adopted by the Company.

This certificate is being given pursuant to Part D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Tribhuvanprasad Kabra

Managing Director

DIN - 00091375

Place: Mumbai

Date: 14th August, 2018

COMPLIANCE CERTIFICATE FROM PRACTICING COMPANY SECRETARIES REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To,
The Members of
Ram Ratna Wires Limited

We have examined the compliance of conditions of Corporate Governance by Ram Ratna Wires Limited (the 'Company') for the year ended 31st March, 2018 as stipulated in Regulation 34(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the management, we certify that the Company has generally complied with the conditions of Corporate Governance as stipulated in the above mentioned SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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.

For **Khanna & Co.**
Practicing Company Secretaries

Place: Mumbai
Date: 14th August, 2018

Anup Khanna
Partner
Mem. No: F6786
C.P. No.: 12906

MANAGING DIRECTOR'S AND CFO CERTIFICATION

We hereby certify that:

- A. We have reviewed financial statements and the cash flow statement for the financial year ended 31st March, 2018 and that to the best of our knowledge and belief:
- 1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - 2) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the Auditors and the Audit committee:
- 1) significant changes in internal control over financial reporting during the year;
 - 2) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - 3) instances of significant fraud of which we have become aware and the involvement therein, if any, of the Management or an employee having a significant role in the Company's internal control system over financial reporting.

This certificate is being given to the Board pursuant to regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Hemant Kabra
Chief Financial Officer

Tribhuvanprasad Kabra
Managing Director
DIN: 00091375

Place: Mumbai
Date: 14th August, 2018

INDEPENDENT AUDITOR'S REPORT

To,
The Members,
Ram Ratna Wires Limited
Mumbai

1. Report on the Standalone Ind AS Financial Statements

We have audited the accompanying standalone Ind AS financial statements of **Ram Ratna Wires Limited** ("the Company"), which comprise the Balance Sheet as at **31st March, 2018**, the Statement of Profit and Loss (Including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

2. Management's Responsibility for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive Income, cash flows and changes in equity of the Company in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rule, 2015, as amended, and other accounting principles generally accepted in India. 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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

3. Auditor's Responsibility

Our responsibility is to express an opinion on these standalone Ind AS financial statements based on our audit.

In conducting our audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone Ind AS financial statements.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

4. Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the Ind AS and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2018, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

5. Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit, we report, to extent applicable that:
 - (i) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (ii) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (iii) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
 - (iv) In our opinion, the aforesaid the standalone Ind AS financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act.
 - (v) On the basis of the written representations received from the directors as on 31st March, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (vi) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **Annexure "A"**. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - (vii) 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 Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements – Refer Note 29 – "Contingent Liabilities and Commitments" to the standalone Ind AS financial statements.
 - (b) The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
 - (c) There has been no delay in transferring amount required to be transferred, to the Investor Education and Protection Fund by the Company.
2. As required by the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government in terms of sub-section (11) of Section 143 of the Act, we give in **Annexure "B"**, a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **Bhagwagar Dalal & Doshi**
Chartered Accountants
(Firm's Registration No: 128093W)

Place : Mumbai
Date : 29th May, 2018

Jatin V. Dalal
Partner
Membership No. 124528

ANNEXURE “A” to the Independent Auditors’ Report

Referred to in paragraph 1 (vi) under “Report on Other Legal and Regulatory Requirements” in the Independent Auditor’s Report of even date to the members of Ram Ratna Wires Limited.

1. Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of sub - section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of Ram Ratna Wires Limited (“the Company”) as of 31st March, 2018 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

2. Management’s Responsibility for Internal Financial Controls

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

3. Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (“the Guidance Note”), issued by ICAI and the Standards on Auditing prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

4. Meaning of Internal Financial Controls Over Financial Reporting

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

- (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
- (ii) 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
- (iii) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the Company’s assets that could have a material effect on the financial statements.

5. Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

6. Opinion

In our opinion, to the best of our information and according to 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 31st March, 2018 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Bhagwagar Dalal & Doshi**
Chartered Accountants
(Firm's Registration No: 128093W)

Place : Mumbai
Date : 29th May, 2018

Jatin V. Dalal
Partner
Membership No. 124528

ANNEXURE “B” to the Independent Auditors’ Report

Referred to in paragraph 2 under “Report on Other Legal and Regulatory Requirements” in the Independent Auditor’s Report of even date to the members of Ram Ratna Wires Limited

- (1)
 - (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - (b) Some of the fixed assets were physically verified during the year by the Management in accordance with a program of verification which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us no material discrepancies were noticed on such verification.
 - (c) According to the information and explanations given to us and the records examined by us including registered title deeds, we report that, the title deeds, comprising all the immovable properties are held in the name of the Company as at the Balance Sheet date.
- (2)
 - (a) As explained to us, the Company has conducted physical verification of inventories during the year at reasonable intervals.
 - (b) The procedures of physical verification of inventories followed by the Management are reasonable and adequate in relation to the size of the Company and the nature of its business.
 - (c) The Company is maintaining proper records of inventories. No material discrepancies were noticed on physical verification.
- (3) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Accordingly, sub clauses (a), (b) & (c) of clause 3(iii) of the Order are not applicable to the Company.
- (4) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act in respect of investments, guarantees and securities provided by it. Further the Company has not granted any loans to the parties who are covered by the provisions of section 185 & 186 of the Act.
- (5) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposit from the Public in accordance with the provisions of Sections 73 to 76 or any other relevant provisions of the Act and rules framed there under. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.
- (6) We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records & Audit) Rules, 2014, as amended, prescribed by the Central Government under sub-section (1) of Section 148 of the Act and are of the opinion that, prima facie, the prescribed cost records have been made and maintained. We have however, not made a detailed examination of the cost records with a view to determine whether they are accurate and/or complete.
- (7) According to the information and explanations given to us, in respect of statutory dues :-
 - (a) The Company has generally been regular in depositing undisputed statutory dues including Provident Fund, Employees’ State Insurance, Income Tax, Sales Tax, Service Tax, Custom Duty, Excise Duty, Value Added Tax, Goods and Service Tax, Cess and any other material statutory dues applicable to it with appropriate authorities.
 - (b) There were no undisputed amounts payable in respect of Provident Fund, Employees’ State Insurance, Income Tax, Sales Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, Goods and Service Tax, Cess and other material statutory dues in arrears, as at 31st March, 2018 for a period of more than six months from the date they became payable.

- (c) There are no dues with respect to Income Tax, Sales Tax, Service Tax, Value Added Tax, Customs Duty, Excise Duty, Goods and Service Tax and any other material statutory dues applicable to it, which have not been deposited on account of any dispute other than the following:-

(₹ in lakhs)

Name of the Statute	Forum where matter is pending	Period to which the amount relates	Nature of Dues	Amount
Central Excise Act, 1944	High Court	April, 2001 to May 2013	Excise Duty	616.78
	Tribunal	Various periods from 2006-07 to 2016-17	Excise Duty & Service Tax	85.63
	Commissioner (Appeals)	Various periods from 2009-10, 2015-16 & 2016-17	Excise Duty & Service Tax	20.57

- (8) In our opinion and according to the information and explanations given to us, the Company has not defaulted during the year in re-payment of loans or borrowings to the financial institution and banks. The Company does not have any loan from Government. Further, the Company has not issued any debentures.
- (9) In our opinion and according to the information and explanations given to us, the Term Loans obtained during the year have been applied by the Company for the purpose for which they were obtained. The Company has not raised any money by way of Initial Public offer or further Public Offer (including debt instruments).
- (10) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Company, noticed or reported during the year, nor have we been informed of any such instance by the management.
- (11) In our opinion and according to the information and explanations given to us, the managerial remuneration paid or provided is in accordance with requisite approvals mandated by the provisions of Section 197 read with Schedule V of the Act.
- (12) According to information and explanations given to us, the Company is not a Nidhi Company and hence report under clause 3(xii) of the Order is not applicable to the Company.
- (13) In our opinion and according to the information and explanations given to us and on the basis of examination of the books and records of the Company carried out by us, all the transactions with the related parties are in compliance with the provisions of section 177 and 188 of the Act, where applicable. The details thereof have been disclosed in the financial statements as required under Indian Accounting Standards.
- (14) In our opinion and according to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year hence reporting under clause 3 (xiv) of the Order is not applicable to the Company.
- (15) In our opinion and according to the information and explanations given to us and on the basis of examination of the books and records of the Company carried out by us the Company has not entered into any non-cash transactions with directors or persons connected with such directors and hence provisions of section 192 of the Act are not applicable.
- (16) According to the information and explanations given to us, the Company is not required to be registered under section 45IA of the RBI Act, 1934.

For **Bhagwagar Dalal & Doshi**
Chartered Accountants
(Firm's Registration No: 128093W)

Place : Mumbai
Date : 29th May, 2018

Jatin V. Dalal
Partner
Membership No. 124528

BALANCE SHEET as at 31st March 2018

(₹ in lakhs)

Particulars	Note No.	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
ASSETS				
NON-CURRENT ASSETS				
Property, Plant & Equipment	2A	11,356.87	7,166.32	5,033.58
Capital Work-in-Progress	2B	547.92	50.17	165.71
Intangible Assets	2C	68.10	2.72	4.44
Financial Assets				
Investments	3	7,552.02	4,097.49	2,007.09
Loans	4A	20.15	27.49	36.87
Other Financial Assets	5A	112.40	50.79	0.47
Income Tax Assets (Net)	6	34.09	35.65	52.19
Other Assets	7A	885.98	850.13	556.32
		20,577.53	12,280.76	7,856.67
CURRENT ASSETS				
Inventories	8	3,168.60	3,981.86	1,911.98
Financial Assets				
Trade Receivables	9	19,588.45	14,759.63	11,333.11
Cash and Cash Equivalents	10B	295.34	1,283.07	162.39
Other Balances with Banks	10B	127.70	98.11	135.78
Loans	4B	30.47	20.80	20.12
Other Financial Assets	5B	6.37	12.05	22.08
Other Assets	7B	2,215.87	1,400.93	1,262.71
		25,432.80	21,556.45	14,848.17
TOTAL ASSETS		46,010.33	33,837.21	22,704.84
EQUITY AND LIABILITIES				
EQUITY				
Equity Share Capital	11	1,100.00	1,100.00	1,100.00
Other Equity	12	15,498.94	11,381.18	7,598.67
		16,598.94	12,481.18	8,698.67
LIABILITIES				
NON-CURRENT LIABILITIES				
Financial Liabilities				
Borrowings	13A	4,671.41	2,928.99	1,161.25
Provisions	14A	57.60	72.14	62.79
Deferred Tax Liability (Net)	15	1,946.66	1,177.50	685.26
Deferred Income	16	106.72	52.21	42.23
		6,782.39	4,230.84	1,951.53
CURRENT LIABILITIES				
Financial Liabilities				
Borrowings	13B	16,230.15	11,853.94	10,240.30
Trade Payables	17	3,566.91	3,972.25	452.29
Other Financial Liabilities	18	2,586.20	1,126.19	973.84
Other Liabilities	19	141.27	85.72	132.68
Provisions	14B	15.00	43.79	22.15
Income Tax Liabilities (Net)	20	89.47	43.30	233.38
		22,629.00	17,125.19	12,054.64
TOTAL EQUITY AND LIABILITIES		46,010.33	33,837.21	22,704.84
Significant Accounting Policies	1			
See accompanying Notes to the Financial Statements	1-43			

As per our Report of even date
For Bhagwagar Dalal & Doshi
 Chartered Accountants
 (Firm Registration No. 128093W)

Jatin Dalal
 Partner
 M.No. 124528

 Place : Mumbai
 Dated : 29th May, 2018

For and on behalf of the Board of Directors
Rameshwarlal Kabra
 Chairman - DIN 00150875

Hemant Kabra
 Director & CFO- DIN 01812586

Prashant Deshpande
 Director - DIN 00087591

H. S. Upendra Kamath
 Director- DIN 02648119

Tribhuvanprasad Kabra
 Managing Director - DIN 00091375

Satyanarayan Loya
 Director - DIN 00091323

R. Kannan
 Director - DIN 00227980

Madan Vaishnawa
 Company Secretary- ACS 19127

Mahendrakumar Kabra
 Joint Managing Director
 - DIN 00473310

Sandeep Jhanwar
 Director - DIN 00124901

Dr. Ajai Singh
 Director -DIN 00281743

STATEMENT OF PROFIT & LOSS for the year ended on 31st March 2018

(₹ in lakhs)

Particulars	Note No.	2017-18	2016-17
Revenue from Operations	21		
Sale of Products		1,02,523.27	87,050.12
Other Operating Revenues		2,763.92	1,969.08
Other Income	22	284.06	164.70
Total Revenue		1,05,571.25	89,183.90
Cost of Materials Consumed	23	90,630.67	69,590.91
Excise Duty		2,562.24	8,936.25
Changes in Inventories	24	(114.19)	(145.11)
Employee Benefits Expense	25	2,354.09	2,001.81
Finance Costs	26	1,401.09	1,092.59
Depreciation & Amortisation Expense	27	990.25	833.57
Other Expenses	28	3,571.49	3,534.48
Total Expenses		1,01,395.64	85,844.50
Profit Before Tax		4,175.61	3,339.40
Tax Expenses:	15		
Current Tax		1,330.46	1,175.52
Excess Tax Provision of earlier years		(10.98)	(42.33)
Deferred tax		205.06	17.51
		1,524.54	1,150.70
Profit After Tax		2,651.07	2,188.70
Other Comprehensive Income (OCI)			
A (i) Items that will not be reclassified to Profit or Loss			
a) Remeasurement benefit of defined benefit plans		0.97	(21.86)
b) Fair value gain on investment in equity instrument through OCI		2,360.80	2,090.40
(ii) Income tax relating to items that will not be reclassified to Profit or Loss		(564.10)	(474.73)
B (i) Items that will be reclassified to Profit or Loss		-	-
(ii) Income tax relating to items that will be reclassified to Profit or Loss		-	-
Total Other Comprehensive Income (OCI) (A+B)		1,797.67	1,593.81
Total Comprehensive Income for the year		4,448.74	3,782.51
Earnings per Equity Share of ₹ 5 each: (Note 37)			
Basic		12.05	9.95
Diluted		12.05	9.95
Significant Accounting Policies	1		
See accompanying Notes to the Financial Statements	1-43		

As per our Report of even date

For Bhagwagar Dalal & Doshi
Chartered Accountants
(Firm Registration No. 128093W)

Jatin Dalal

Partner
M.No. 124528

Place : Mumbai

Dated : 29th May, 2018

For and on behalf of the Board of Directors

Rameshwarlal Kabra
Chairman - DIN 00150875

Hemant Kabra
Director & CFO- DIN 01812586

Prashant Deshpande
Director - DIN 00087591

H. S. Upendra Kamath
Director- DIN 02648119

Tribhuvanprasad Kabra
Managing Director - DIN 00091375

Satyanarayan Loya
Director - DIN 00091323

R. Kannan
Director - DIN 00227980

Madan Vaishnawa
Company Secretary- ACS 19127

Mahendrakumar Kabra
Joint Managing Director
- DIN 00473310

Sandeep Jhanwar
Director - DIN 00124901

Dr. Ajai Singh
Director -DIN 00281743

STATEMENT OF CHANGES IN EQUITY for the year ended on 31st March 2018

(₹ in lakhs)

EQUITY SHARE CAPITAL	As at 31.03.2018	As at 31.03.2017
Balance at the beginning of the year	1,100.00	1,100.00
Changes in equity share capital during the year	-	-
Balance at the end of the year	1,100.00	1,100.00

(₹ in lakhs)

OTHER EQUITY	Reserves & Surplus			Equity Instruments through OCI	Total
	Security Premium	General Reserve	Retained Earnings		
Balance as at 1st April,2016 (A)	763.20	513.00	4,975.02	1,347.45	7,598.67
Additions during the year					
Profit for the year	-	-	2,188.70	-	2,188.70
Add/(Less): Items of OCI for the year, net of tax-					
Remeasurement benefit of defined benefit plans	-	-	(14.30)	-	(14.30)
Net fair value gain on investment in equity instruments through OCI	-	-	-	1,608.11	1,608.11
Total Comprehensive Income For the year 2016-17 (B)	-	-	2,174.40	1,608.11	3,782.51
Reductions during the year					
Dividend	-	-	-	-	-
Income Tax on Dividend	-	-	-	-	-
Transfer to General Reserve	-	-	-	-	-
Total (C)	-	-	-	-	-
Balance as at 31st March, 2017 (D)= (A+B+C)	763.20	513.00	7,149.42	2,955.56	11,381.18
Additions during the year					
Profit for the year	-	-	2,651.07	-	2,651.07
Items of OCI for the year, net of tax-					
Remeasurement benefit of defined benefit plans	-	-	0.75	-	0.75
Net fair value gain on investment in equity instruments through OCI	-	-	-	1,796.92	1,796.92
Total Comprehensive Income For the year 2017-18 (E)	-	-	2,651.82	1,796.92	4,448.74
Reductions during the year					
Dividends	-	-	(275.00)	-	(275.00)
Income Tax on Dividend	-	-	(55.98)	-	(55.98)
Transfer to General Reserve	-	-	-	-	-
Total (F)	-	-	(330.98)	-	(330.98)
Balance as at 31st March, 2018 (D+E+F)	763.20	513.00	9,470.26	4,752.48	15,498.94

As per our Report of even date
For Bhagwagar Dalal & Doshi

 Chartered Accountants
 (Firm Registration No. 128093W)

Jatin Dalal

 Partner
 M.No. 124528

Place : Mumbai

 Dated : 29th May, 2018

For and on behalf of the Board of Directors
Rameshwarlal Kabra

Chairman - DIN 00150875

Hemant Kabra

Director & CFO- DIN 01812586

Prashant Deshpande

Director - DIN 00087591

H. S. Upendra Kamath

Director- DIN 02648119

Tribhuvanprasad Kabra

Managing Director - DIN 00091375

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Director - DIN 00091323

R. Kannan

Director - DIN 00227980

Madan Vaishnawa

Company Secretary- ACS 19127

Mahendrakumar Kabra

 Joint Managing Director
 - DIN 00473310

Sandeep Jhanwar

Director - DIN 00124901

Dr. Ajai Singh

Director -DIN 00281743

CASH FLOW STATEMENT for the year ended 31st March, 2018

(₹ in lakhs)

Particulars	2017-18	2016-17
(A) CASH FLOW FROM OPERATING ACTIVITIES		
Profit Before Tax	4,175.61	3,339.40
Adjustments for:		
Depreciation & amortisation	990.25	833.57
Grant related to property, plant & equipment	(87.26)	(20.52)
Finance costs	1,401.09	1,092.59
Interest income	(5.10)	(6.03)
Dividend income	(41.60)	(13.00)
Allowance for doubtful debts and bad debts written off	50.65	189.29
Unrealised foreign exchange loss/ (gain) (net)	20.12	(8.33)
Loss on sale of property, plant & equipment (net)	2.51	1.91
Operating Profit before working capital changes	6,506.27	5,408.88
Adjustments for (increase)/decrease:		
Trade receivables	(4,871.39)	(3,609.61)
Financial assets	1.56	3.99
Other assets	(931.47)	(190.64)
Inventories	813.26	(2,069.88)
Trade payables	(427.16)	3,534.48
Financial liabilities	349.40	338.60
Other liabilities & provisions	13.19	(37.83)
Cash generated from Operating activities	1,453.66	3,377.99
Income Tax paid (net of refund)	(1,292.98)	(1,316.62)
Net cash flow from Operating activities (A)	160.68	2,061.37
(B) CASH FLOW FROM INVESTING ACTIVITIES		
Purchases of property, plant & equipment	(5,266.50)	(3,091.26)
Sale of property, plant & equipment	9.75	25.71
Purchase of non-current investment- Subsidiary	(929.54)	(50.00)
Purchase of non-current investment and share application money- Joint Venture	(225.80)	-
Proceed from fixed deposits (net)	(27.78)	30.05
Dividend received	41.60	13.00
Interest received	7.34	7.04
Net cash flow (used in) Investing activities (B)	(6,390.93)	(3,065.46)

(₹ in lakhs)

Particulars	2017-18	2016-17
(C) CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from non current borrowing (net)	2,668.42	1,560.60
Proceeds from current borrowing (net)	4,360.89	1,621.40
Finance costs paid	(1,455.81)	(1,057.23)
Dividend paid (Inclusive of income tax on dividend)	(330.98)	-
Net cash flow from Financing activities (C)	5,242.52	2,124.77
(D) Net (decrease) / increase in cash and equivalents (A+B+C)	(987.73)	1,120.68
Add: Cash and cash equivalents as at 1 st April	1,283.07	162.39
Cash and cash equivalents as at 31 st March	295.34	1,283.07

Notes:

a) The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (Ind AS-7)- Statement of Cash Flow.

b) **Cash and Cash Equivalent comprises of** (₹ in lakhs)

Particulars	As at 31.03.2018	As at 31.03.2017
Cash on hand	2.02	2.70
Balance with banks	293.32	1,280.37
Cash and cash equivalents in Cash Flow Statement	295.34	1,283.07

c) **Reconciliation of liabilities arising from financing activities** (₹ in lakhs)

Particulars	As at 31.03.2017	Cash flows	Non cash changes		As at 31.03.2018
			fair value changes	Current/ Non-Current	
Borrowings- Non Current	2,928.99	2,685.39	-	(942.97)	4,671.41
Borrowing Non Current (current maturities)	16.97	(16.97)	-	942.97	942.97
Borrowings- Current	11,853.94	4,376.21	(15.32)	-	16,230.15

As per our Report of even date
For Bhagwagar Dalal & Doshi
 Chartered Accountants
 (Firm Registration No. 128093W)

Jatin Dalal

 Partner
 M.No. 124528

Place : Mumbai

 Dated : 29th May, 2018

For and on behalf of the Board of Directors
Rameshwari Lal Kabra
 Chairman - DIN 00150875

Hemant Kabra
 Director & CFO- DIN 01812586

Prashant Deshpande
 Director - DIN 00087591

H. S. Upendra Kamath
 Director- DIN 02648119

Tribhuvanprasad Kabra
 Managing Director - DIN 00091375

Satyanarayan Loya
 Director - DIN 00091323

R. Kannan
 Director - DIN 00227980

Madan Vaishnawa
 Company Secretary- ACS 19127

Mahendrakumar Kabra
 Joint Managing Director
 - DIN 00473310

Sandeep Jhanwar
 Director - DIN 00124901

Dr. Ajai Singh
 Director -DIN 00281743

NOTES to Financial statements for the year ended 31st March, 2018

CORPORATE INFORMATION

Ram Ratna Wires Limited (“the Company”) is a public company limited by shares incorporated and domiciled in India with its registered office in Mumbai, Maharashtra. The Company is listed on the Bombay Stock Exchange (BSE).

The Company is a leading manufacturer of winding wires, mainly enamelled copper wires. The Company offers unique product range of all gauges of winding wires including super fine wires. The product portfolio of the Company includes enamelled copper strips, enamelled aluminium wires, submersible winding wires and paper cover round wires. The Company has manufacturing facilities at Silvassa and Dadra & Nagar Haveli (Union Territory).

The financial statements as at 31st March, 2018 present the financial position of the Company. The financial statements were approved by the Board of Directors and authorised for issue on 29th May, 2018.

The functional and presentation currency of the Company is Indian Rupees (₹) which is the currency of the primary economic environment in which the Company operates.

1. SIGNIFICANT ACCOUNTING POLICIES

(a) BASIS OF PREPARATION OF FINANCIAL STATEMENTS

(i) Basis of preparation

These financial statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') as notified by Ministry of Corporate Affairs pursuant to section 133 of the Companies Act, 2013 ('the Act') read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act.

The financial statements for the year ended 31st March, 2018 are the first Ind AS financial statements of the Company. The financial statements for all the periods upto and including the year ended 31st March, 2017 were prepared in accordance with Accounting Standards notified under section 133 of the Act read together with Rule 7 of the Companies (Accounts) Rules, 2014 ('Previous GAAP').

The total Equity as at 1st April, 2016 and 31st March, 2017 and total Comprehensive Income and Cash Flow for the year ended 31st March, 2017 have now been restated to give effect of Ind AS and to arrive at comparable figures for the year ended 31st March, 2018, by availing voluntary exemptions and subject to mandatory exceptions as per Ind AS 101 'First-time adoption of Indian Accounting Standards ('Ind AS 101')'. Reconciliation and descriptions of the effect of the transition has been summarized in note 43.

The financial statements have been prepared on accrual and going concern basis. The accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

(ii) Basis of Measurement

These financial statements have been prepared and presented under the historical cost convention except for certain financial assets and financial liabilities that are required to be measured at fair values at the end of each reporting period by Ind AS.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

(iii) Recent accounting pronouncements

In March 2018, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) (Amendments) Rules, 2018, notifying Ind AS 115 - 'Revenue from Contracts with Customers', and appendix B to Ind AS 21 'The Effects of Changes in Foreign Exchange Rates' and amendments to Ind AS 12 - 'Income Taxes', Ind AS 28 - 'Investments in Associates and Joint Ventures' and Ind AS 40 - 'Investment Property'; which will be effective from the accounting year beginning on or after 1st April, 2018.

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

The Company is in the process of evaluating the impact of these pronouncements on the financial statements of the Company.

(iv) Current/ Non- Current Classification

Any asset or liability is classified as current if it satisfies any of the following conditions:

- the asset/liability is expected to be realized/settled in the Company's normal operating cycle;
- the asset is intended for sale or consumption;
- the asset/liability is held primarily for the purpose of trading;
- the asset/liability is expected to be realized/settled within twelve months after the reporting period;
- the asset is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date;
- in the case of a liability, the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date;
- All other assets and liabilities are classified as non-current.

For the purpose of current/non-current classification of assets and liabilities, the Company has ascertained its normal operating cycle as twelve months. This is based on the nature of product and the time between the acquisition of assets or inventories for processing and their realization in cash and cash equivalents.

(b) KEY ACCOUNTING ESTIMATES, JUDGEMENTS AND ASSUMPTIONS

The preparation of Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of assets, liabilities, revenues, expenses and the accompanying disclosures and disclosures of contingent liabilities. Uncertainty about these assumptions and estimates could result in the outcomes requiring adjustment to the carrying amounts of assets or liabilities in future periods. The estimates and the associated assumptions are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements. Changes in accounting estimates are recognised prospectively.

Significant judgements and estimates relating to the carrying values of assets and liabilities include useful lives of property, plant and equipment and intangible assets, impairment of property, plant and equipment, intangible assets and investments, provision for employee benefits and other provisions, recoverability of deferred tax assets, commitments and contingencies.

(c) SIGNIFICANT ACCOUNTING POLICIES

i) Property, Plant and Equipment

An item of property, plant and equipment is recognised as an asset if it is probable that the future economic benefits associated with the item will flow to the Company and its cost can be measured reliably. This recognition principle is applied to the costs incurred initially to acquire an item of property, plant and equipment and also to the costs incurred subsequently to add to, replace part of, or service it. All other repair and maintenance costs, including regular servicing, are recognised in the statement of profit and loss as incurred. When a replacement occurs, the carrying value of the replaced part is de-recognised. Where an item of property, plant and equipment comprises major components having different useful lives, these components are accounted for as separate items.

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at acquisition cost net of accumulated depreciation and accumulated impairment losses, if any. The cost of an item of property, plant and equipment comprises of its purchase price including import duties and other non-refundable purchase taxes or levies, directly attributable cost of bringing the asset to its working condition for its intended use and the initial estimate of decommissioning, restoration and similar liabilities, if any. Any trade discount or rebate is deducted in arriving at the purchase price. Cost includes cost of replacing a part of a plant and equipment if the recognition criteria are met.

Items such as spare parts, stand-by equipment and servicing equipment that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Costs in nature of repairs and maintenance are recognized in the statement of profit and loss as and when incurred.

Capital work-in-progress includes cost of property, plant and equipment not ready for the intended use as at the balance sheet date. Advances paid towards the acquisition of property, plant and equipment outstanding at each Balance Sheet date is classified as 'capital advances' under other non-current assets.

The cost and related accumulated depreciation are eliminated from the financial statements upon sale or retirement of the property, plant & equipment and the resultant gains or losses are recognised in the statement of profit and loss. Property, Plant & Equipment to be disposed of is reported at the lower of the carrying value or the fair value less cost of sale.

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1st April, 2016 measured as per Previous GAAP as the deemed cost of the property, plant and equipment.

Exchange differences arising on translation of long term foreign currency monetary items recognised in the Previous GAAP financial statements in respect of which the Company has elected to recognise such exchange differences as a part of cost of assets as allowed under Ind AS 101. Such differences are added/deducted to/ from the cost of assets and are recognised in the statement of profit and loss on a systematic basis as depreciation over the balance life of the assets.

ii) Intangible Assets

Intangible assets acquired are initially measured at cost. Intangible assets arising on acquisition of business are measured at fair value as at date of acquisition. Following initial recognition, intangible assets with defined useful lives are carried at cost less accumulated amortization and accumulated impairment loss, if any. Internally generated intangibles are not capitalized and the related expenditure is reflected in statement of profit and loss in the period in which the expenditure is incurred.

Computer Software an intangible asset is measured on initial recognition at cost. Costs comprise of license fees and cost of system integration services and development.

The carrying amount of an intangible asset is derecognized on disposal or when no future economic benefits are expected from its use or disposal. On de-recognition the intangible asset is measured as the difference between the net disposal proceeds and the carrying amount of the intangible asset and is recognized in the statement of profit and loss.

iii) Depreciation on Property, Plant & Equipment and Amortisation of intangible Assets

Depreciation on property, plant and equipment is provided using the straight line method based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013 in consideration with useful life of the assets as estimated by the management.

Intangible Assets with finite lives are amortized on a straight line basis over the estimated useful economic life. The amortization expense on intangible assets with finite lives is recognized in the statement of profit and loss.

The estimated useful lives and residual values are reviewed at the end of each financial year. If any of these expectations differ from previous estimates, such change is accounted for as a change in an accounting estimate and adjusted prospectively, if any.

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

The estimated useful life of items of property, plant and equipment and intangible Assets are:

Particulars	Years	Particulars	Years
Factory Building	30	Office & Other Equipments	5 to 10
Workers Quarters	60	Vehicle	8 to 10
Plant & Equipment	15	Computer/ Laptop/ Computers Hardware	3
Furniture & Fixtures	10	Computer Servers	6
Electrical Installations	10	Computer Software	5

iv) Impairment of Assets

At each balance sheet date, the Company reviews the carrying values of its property, plant and equipment and intangible assets to determine whether there is any indication that the carrying value of those assets may not be recoverable through continuing use. If any such indication exists, the recoverable amount of the asset is reviewed in order to determine the extent of impairment loss (if any).

An impairment loss on such assessment will be recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount of the assets is net selling price or value in use, whichever is higher. While assessing value in use, the estimated future cash flows are discounted to the present value by using weighted average cost of capital. A previously recognised impairment loss is further provided or reversed depending on changes in the circumstances and to the extent that carrying amount of the assets does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognised.

v) Leases
The Company as Lessee

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

In respect of assets taken on operating lease, lease rentals are recognized as an expense in the statement of profit and loss on straight line basis over the lease term unless

- another systematic basis is more representative of the time pattern in which the benefit is derived from the leased asset; or
- the payments to the lessor are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

The Company as Lessor

Lease rentals from the workers quarters are recognised in the statement of profit & loss on straight line basis.

vi) Investment in Subsidiary and Joint Venture

Investment in subsidiary and joint venture are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investments is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiary & joint venture, the difference between net disposal proceeds and the carrying amounts are recognised in the statement of profit & loss.

vii) Inventories

- Raw Materials, Work-in-progress and Finished goods are valued at the lower of cost or net realizable value. The cost is determined using FIFO method.
- The cost of purchase comprises of the purchase price including duties and taxes (other than those subsequently recoverable by the Company from the taxing authorities), freight inward and other expenditure directly attributable to the acquisition but net of trade discount, rebates, duties for import under advance licenses and other similar items.

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

- Packing Materials, Consumable Stores & Spares and Fuel are valued at lower of cost or net realizable value. The cost is determined using FIFO method.
- Scrap is valued at net realizable value.
- The cost of Inventories comprises the cost of purchases, the cost of conversion and the cost of packing materials in case of Finished Goods.
- The cost of conversion comprises of depreciation on factory buildings and plant & machineries, power & fuel, factory management and administration expenses, repairs & maintenance and consumable stores & spares.

viii) 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.

The Company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss are added to / deducted from the fair value on initial recognition.

a) Financial Assets

Cash and bank balances

Cash and bank balances consist of:

- **Cash and cash equivalents** - which includes cash on hand, deposits held at call with banks and other short term deposits which are readily convertible into known amounts of cash, are subject to an insignificant risk of change in value and have maturities of less than one year from the date of such deposits. These balances with banks are unrestricted for withdrawal and usage.
- **Other bank balances** - which includes balances and deposits with banks that are restricted for withdrawal and usage.

Financial assets carried at amortised cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding, using the Effective Interest Rate (EIR) method less impairment, if any, the amortisation of EIR and loss arising from impairment, if any is recognised in the statement of profit and loss.

Financial assets measured at fair value

A financial asset is measured at fair value through other comprehensive income if it is held within a business model whose objective is to hold these assets in order to collect contractual cash flows or to sell these financial assets and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Fair value movements are recognised in the other comprehensive income.

The Company in respect of equity instruments (other than equity instruments of subsidiary and joint venture) which are not held for trading has made an irrevocable election to present the subsequent changes in fair value of such equity instruments in other comprehensive income. Such an election is made by the Company on an instrument by instrument basis at the time of initial recognition of such equity investments. On de-recognition, cumulative gain or loss previously recognised in other

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

comprehensive income is reclassified from the equity to retained earnings in the statement of changes in equity.

A financial asset not classified as either amortised cost or at fair value through other comprehensive income is carried at fair value through the statement of profit & loss.

Impairment of Financial Assets

The Company applies loss allowance using the expected credit loss (ECL) model for the financial assets which are measured at amortised cost and fair value through other comprehensive income. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, ECLs are measured at an amount equal to 12-month ECL, unless there has been a significant increase in credit risk for initial recognition in which case those are measured at lifetime ECL.

De-recognition of Financial Assets

A financial asset is de-recognised only when

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

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

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

b) Financial Liabilities

Classification as debt or equity

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

Financial Liabilities

Trade and other payables are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost using the effective interest rate method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the statement of profit and loss.

Interest bearing loans and overdrafts are initially measured at fair value, and are subsequently measured at amortised cost using effective interest rate method. Any difference between proceeds

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

(net of transaction cost) and the settlement amount of borrowing is recognised over the terms of the borrowings in the statement of profit and loss.

De-recognition

A financial liability is de-recognised when the obligation specified in the contract is discharged, cancelled or has expired.

c) Financial Guarantee Contracts

Financial guarantee contracts are those contracts that require specific payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value adjusted for transaction cost that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

d) Derivative financial instruments

The Company enters into derivative financial contracts in the nature of forward currency contracts with banks to reduce business risks which arise from its exposures to foreign exchange. The instruments are employed as hedges of transactions included in the financial statements or for highly probable forecast transactions/firm contractual commitments.

Derivatives are initially accounted for and measured at fair value from the date the derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period. Any change therein is generally recognised in the statement of profit and loss. Derivatives are carried as financial assets when fair value is positive & as financial liabilities when fair value is negative.

e) Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

ix) Fair Value Measurement

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

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows:

- Level 1 — quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly
- Level 3 — inputs that are unobservable for the asset or liability

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

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

x) **Non-Current Assets held for sale**

The Company classifies non-current assets as held for sale if their carrying amounts will be recovered principally through a sale rather than through continuing use of the assets and actions required to complete such sale indicate that it is unlikely that significant changes to the plan to sell will be made or that the decision to sell will be withdrawn. Also, such assets are classified as held for sale only if the management expects to complete the sale within one year from the date of classification.

Non-current assets classified as held for sale are measured at the lower of their carrying amount and the fair value less cost to sell. Non-current assets are not depreciated or amortized.

xi) **Provisions, Contingent Liabilities and Contingent Assets**

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. These are reviewed at each year end and reflect the best current estimate. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of Management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

Contingent assets are neither recognised nor disclosed in the financial statements.

xii) **Revenue**

Revenue is recognized when it is probable that economic benefits associated with a transaction flows to the Company in the ordinary course of its activities and the amount of revenue can be measured reliably. Revenue is measured at the fair value of the consideration received or receivable, net of trade discounts, volume rebates and other considerations given to customers that have impacted value of transactions and excluding taxes or duties collected on behalf of the government.

Sale of Goods

Revenue from sale of products is recognised when the Company transfers all significant risks and rewards of ownership to the buyer, while the Company retains neither continuing managerial involvement nor effective control over the products sold.

Job Work

Revenue from Job work is recognised when intended job work is carried out and goods are ready for transfer to the owner of the goods.

Interest Income

Interest income is accrued on a time proportion basis, by reference to the principal outstanding and the applicable interest rates.

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

Rental Income

Rental income is recognised in the statement of profit & loss on straight line basis.

Dividend Income

Dividend Income from investments is recognised when shareholder's rights to receive payment have been established.

Commission Income

Guarantee commission income for the financial guarantee issued by the Company to the bank in respect of credit facility granted by the bank to the dealers of the Company is recognised over the period of guarantee.

Export Incentives

Eligible export incentives are recognised in the year in which the conditions precedents are met and there is no significant uncertainty about the collectability.

xiii) Government Grant

Government grants are recognised when there is reasonable assurance that the grant will be received and the company will comply with all the attached conditions. When the grant relates to revenue expense, it is recognised as an income on a systematic basis over the period necessary to match it with the expenses that it is intended to compensate. Government grant related to expenditure on property, plant & equipment is included as cost of property, plant & equipment and is credited to the statement of profit & loss over the useful lives of qualifying assets or credited to the statement of profit & loss over the period in which the corresponding export obligation is fulfilled. Total grants availed less the amounts credited to the statement of profit and loss at the balance sheet date are included in the balance sheet as deferred income.

xiv) Foreign Currency Transactions

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The functional and presentation currency of the Company is Indian Rupees (₹).

Transactions denominated in foreign currencies entered into by the Company are recorded in the functional currency (i.e. Indian Rupees), by applying the exchange rate prevailing on the date of transaction. Foreign currency denominated monetary items is restated at the closing exchange rates. Non-monetary items are recorded at exchange rate prevailing on the date of transaction. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is measured. Exchange differences arising out of these translations are recognized in the Statement of Profit and Loss.

Exchange differences arising on translation of long term foreign currency monetary items recognised in the Previous GAAP financial statements in respect of which the Company has elected to recognise such exchange differences as a part of cost of assets as allowed under Ind AS 101. Such differences are added/deducted to/ from the cost of assets and are recognised in the statement of profit and loss on a systematic basis as depreciation over the balance life of the assets.

xv) Employee Benefits

a) Short Term Obligations

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits and they are recognized in the period in which the employee renders the related service. The Company recognizes the undiscounted amount of short term employee benefits expected to be paid in exchange for services rendered as a liability (accrued expense) after deducting any amount already paid.

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

b) Post-Employment Benefits

i) Defined benefit plan

Gratuity liability is a defined benefit obligation and is provided for on the basis of actuarial valuation on Project Unit Credit Method made at the end of each financial year. The scheme is maintained and administered by Life Insurance Corporation (LIC) to which the Company makes periodical contributions through its trustees.

ii) Defined contribution plan

A Defined Contribution Plan is plan under which the Company makes contribution to Employee's Provident Fund administrated by the Central Government. The Company's contribution is charged to the Statement of Profit & Loss.

c) Other Long Term Employee Benefits – Leave Salary

The liability towards leave salary which is not expected to be settled wholly within 12 months after the end of the period in which the employees render the related services is recognized based on actuarial valuation carried out using the Projected Unit Credit Method.

xvi) Borrowing Cost

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs that are directly attributable to the acquisition or construction of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized, if any. All other borrowing costs are expensed in the period in which they occur.

xvii) Income Taxes

Tax expenses for the year comprises current tax and deferred tax.

Current Tax

Current tax is the amount of income tax payable in respect of taxable profit for the year. Taxable profit differs from net profit as reported in the statement of profit & loss because taxable profit is adjusted for items of income or expenses which are taxable or deductible in other years and also for items which are never taxable or deductible under the Income Tax Act, 1961 ("the IT Act").

The Company's liability for current tax is calculated using tax rates and tax laws that have been enacted by the end of reporting period.

Deferred Tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit under the IT Act.

Deferred tax liabilities are generally recognized for all taxable temporary differences. However, in case of temporary differences that arise from initial recognition of assets or liabilities in a transaction (other than business combination) that affects neither the taxable profit nor the accounting profit, deferred tax liabilities are not recognized.

Deferred tax assets are generally recognized for all deductible temporary differences to the extent it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. In case of temporary differences that arise from initial recognition of assets or liabilities in a transaction (other than business combination) that affect neither the taxable profit nor the accounting profit, deferred tax assets are not recognized.

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

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

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on the tax rates and tax laws that have been enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to cover or settle the carrying value of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in Other Comprehensive Income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

MAT

Minimum Alternate Tax ('MAT') under the provisions of the IT Act is recognised as deferred tax in the statement of profit and loss. The credit available under the Act in respect of MAT paid will be recognised as an 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. Such asset is reviewed at each Balance Sheet date.

xviii) Segment Reporting

Operating segment is a component of an entity whose operating results are regularly reviewed by the Chief Operating Decision Maker (CODM) to make decision about resource to be allocated to the segment and assess its performance. The Company has no separate reportable segment.

xix) Statement of Cash Flow

The Cash Flow Statement is prepared under 'Indirect Method'.

xx) Events after Reporting date

Where events occurring after the Balance Sheet date provide evidence of conditions which existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the Balance Sheet date of material size or nature are only disclosed.

xxi) Earnings per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity share outstanding during the period.

For the purpose calculating Diluted Earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

Note 2

A) PROPERTY, PLANT & EQUIPMENT

TANGIBLE ASSETS

Description	Gross Carrying Amount				Depreciation				Net Carrying Amount
	(₹ in lakhs)				(₹ in lakhs)				
	As at 01.04.2017	Additions	Deductions/ Adjustments	As at 31.03.2018	As at 01.04.2017	For the Year	Deductions / Adjustments	As at 31.03.2018	
Land - Free Hold	2,203.62	0.38	-	2,204.00	-	-	-	2,204.00	
Factory Buildings	869.07	1,644.49	-	2,513.56	39.67	48.94	-	2,424.95	
Residential Buildings	158.29	-	-	158.29	3.09	3.09	-	152.11	
Plant & Equipment	4,360.39	3,351.98	16.20	7,696.17	719.38	845.84	4.41	6,135.36	
Electrical Installations	20.11	47.69	-	67.80	2.31	2.85	-	62.64	
Furniture & Fixtures	22.20	0.59	-	22.79	4.19	4.04	-	14.56	
Office & Other Equipment	168.17	55.58	1.10	222.65	31.22	36.37	0.63	155.69	
Vehicles	194.33	79.88	-	274.21	30.00	36.65	-	207.56	
Total	7,996.18	5,180.59	17.30	13,159.47	829.86	977.78	5.04	11,356.87	
B) Capital Work - in - Progress	50.17	547.92	50.17	547.92	-	-	-	547.92	

TANGIBLE ASSETS

Description	Gross Carrying Amount				Depreciation				Net Carrying Amount
	(₹ in lakhs)				(₹ in lakhs)				
	As at 01.04.2016	Additions	Deductions/ Adjustments	As at 31.03.2017	As at 01.04.2016*	For the Year	Deductions / Adjustments	As at 31.03.2017	
Land - Free Hold	151.86	2,051.76	-	2,203.62	-	-	-	2,203.62	
Factory Buildings	821.84	47.23	-	869.07	-	39.67	-	829.40	
Residential Buildings	158.29	-	-	158.29	-	3.09	-	155.20	
Plant & Equipment	3,568.29	799.87	7.77	4,360.39	-	719.57	0.19	3,641.01	
Electrical Installations	19.05	1.06	-	20.11	-	2.31	-	17.80	
Furniture & Fixtures	19.88	2.32	-	22.20	-	4.19	-	18.01	
Office & Other Equipment	116.69	51.48	-	168.17	-	31.22	-	136.95	
Vehicles	177.68	38.49	21.84	194.33	-	31.80	1.80	164.33	
Total	5,033.58	2,992.21	29.61	7,996.18	-	831.85	1.99	7,166.32	
B) Capital Work - in - Progress	165.71	529.42	644.96	50.17	-	-	-	50.17	

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

C) INTANGIBLE ASSETS

Description	Gross Carrying Amount				Amortisation				Net Carrying Amount	
	As at 01.04.2017		As at 31.03.2018		As at 01.04.2017		For the Year		As at 31.03.2018	
	Additions	Deductions/ Adjustments				Year	Deductions / Adjustments			
Computer Software	4.44	77.85	-	82.29	1.72	12.47	-	14.19	68.10	
Total	4.44	77.85	-	82.29	1.72	12.47	-	14.19	68.10	

Description	Gross Carrying Amount				Amortisation				Net Carrying Amount	
	As at 01.04.2016		As at 31.03.2017		As at 01.04.2016*		For the Year		As at 31.03.2017	
	Additions	Deductions/ Adjustments				Year	Deductions / Adjustments			
Computer Software	4.44	-	-	4.44	-	1.72	-	1.72	2.72	
Total	4.44	-	-	4.44	-	1.72	-	1.72	2.72	

2.1 Details of additions on account of Foreign Exchange Differences and Borrowing costs:

Description	Foreign Exchange Difference		Interest
	2017-18	2016-17	
Factory Buildings	-	0.05	42.63
Plant & Equipment	-	0.27	31.31

2.2 The details of property, plant & equipment pledged against borrowings are presented in Note 13.4 to 13.8.

2.3 The amount of contractual commitments for the acquisition of property, plant & equipment is disclosed in Note 29 B (i).

* Refer Note 43 A (1) (i)

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Note 3: INVESTMENTS	Nos.	Face Value	Non-Current		
			As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Investments in Equity Instruments					
Unquoted Equity Shares (Fully Paid up)					
i) Subsidiary (measured at cost, Note 1 (c) (vi))					
- Global Copper Private Limited (60%)	646,134	₹ 10	979.54	-	-
ii) Joint Venture (measured at cost, Note 1 (c) (vi))					
- R R Imperial Electricals Limited- Bangladesh (10%)	4,940,244	Taka 10	358.48	244.29	244.29
iii) Other Entity					
- R R Kabel Ltd (measured at fair value and designated as FVOCI)	520,000	₹ 10	6,214.00	3,853.20	1,762.80
			7,552.02	4,097.49	2,007.09
Aggregate amount of unquoted investments at cost			1,338.02	244.29	244.29
Aggregate amount of unquoted investments at fair value			6,214.00	3,853.20	1,762.80
Aggregate value of impairment in value of investments			-	-	-

(₹ in lakhs)

Note 4A: LOANS	Non-Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Unsecured, Considered good :			
Electricity & Other Deposits	6.36	6.36	6.38
Security Deposits*	12.05	18.88	27.62
Loan to Employees	1.74	2.25	2.87
	20.15	27.49	36.87

(₹ in lakhs)

Note 4B: LOANS	Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Unsecured, Considered good :			
Security Deposits*	10.29	3.17	-
Loan to Employees	20.18	17.63	20.12
	30.47	20.80	20.12

(₹ in lakhs)

* Includes	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Due from a Director	5.43	4.91	12.00
Due from a Private Limited Company in which two of the Directors are Director or member	3.50	3.17	3.50

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Note 5A: OTHER FINANCIAL ASSETS	Non-Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Unsecured, Considered good :			
Share Application Money -Joint Venture (Expected date of allotment June, 2018)	111.61	-	-
Advance for acquisition of Investment	-	50.00	-
Term Deposits held as Margin money or security against Borrowing, Guarantees or other Commitments	0.79	0.79	0.47
	112.40	50.79	0.47

(₹ in lakhs)

Note 5B: OTHER FINANCIAL ASSETS	Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Unsecured, Considered good :			
Interest accrued on term deposits held as margin money or security against Borrowing, Guarantees or other Commitments	3.84	6.08	7.09
Forward Exchange Contracts (Net)	0.45	-	0.73
Others	2.08	5.97	14.26
	6.37	12.05	22.08

(₹ in lakhs)

Note 6: INCOME TAX ASSETS (NET)	Non-Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Advance Income Tax	34.09	35.65	52.19
	34.09	35.65	52.19

(₹ in lakhs)

Note 7A: OTHER ASSETS	Non-Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Unsecured, Considered good :			
Capital Advances	218.96	299.64	58.25
Other Advances :			
Balances with government authorities			
Cenvat Credit Receivable	35.26	30.33	27.03
Vat Receivable	569.55	491.03	453.88
Advance receivable in cash or in kind	62.21	29.13	17.16
	885.98	850.13	556.32

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Note 7B: OTHER ASSETS	Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Unsecured, Considered good :			
Other Advances :			
Balances with government authorities			
Cenvat Credit Receivable	0.31	341.20	149.48
GST Receivable	630.77	-	-
Export Incentives Receivable	317.90	251.83	171.73
Excise Duty Refundable	13.42	-	117.17
Advance receivable in cash or in kind	130.14	81.75	83.54
Advances to Suppliers	1,120.53	721.84	737.02
Advance to Employees	2.80	4.31	3.77
	2,215.87	1,400.93	1,262.71

(₹ in lakhs)

Note 8: INVENTORIES	Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Raw Materials	1,394.63	1,323.07	718.71
Raw Material-In-Transit	266.59	1,295.21	-
Work-in-Progress	744.11	799.98	400.58
Finished Goods	310.97	318.15	563.90
Finished Goods-in-Transit	121.12	-	92.68
Others:			
Packing Materials	67.61	44.03	28.31
Scrap	230.43	174.31	90.17
Consumable Stores & Spares	21.77	14.59	9.82
Fuel	11.37	12.52	7.81
	3,168.60	3,981.86	1,911.98

8.1 The cost of inventories recognised as an expense during the year is disclosed in Note 23 and 24.

8.2 The cost of inventories written down during the year ₹ NIL (P.Y. ₹ NIL)

8.3 The inventories are hypothecated as a security as disclosed in Note 13

(₹ in lakhs)

Note 9: TRADE RECEIVABLES	Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Secured, considered good	75.67	153.97	215.74
Unsecured, considered good (Note 9.1)	19,512.78	14,605.66	11,117.37
Unsecured, considered doubtful	97.81	47.16	98.26
	19,686.26	14,806.79	11,431.37
Less: Allowance for unsecured doubtful debts	97.81	47.16	98.26
	19,588.45	14,759.63	11,333.11

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

9.1	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Due from a Private Company in which two of the Directors are Director	0.02	-	-
Due from a Firm in which a Director is a Partner	195.89	121.30	3.09

9.2 The Company has arranged channel financing facility for its customers from bank against which a sum of ₹ 4,618.17 lakhs (P.Y. 31.03.2017 ₹ 2,110.23 lakhs and P.Y. 31.03.2016 ₹ 1,576.57 lakhs) has been utilised as on the date of balance sheet and correspondingly the trade receivable stand reduced by the said amount. Also refer Note 29.2.

(₹ in lakhs)

Note 10A: CASH AND BANK BALANCES	Non-Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Other Balance with Banks			
Term Deposits held as Margin money or security against Borrowing, Guarantees or other Commitments	0.79	0.79	0.47
Less: Amount included under the head Other Financial Assets	0.79	0.79	0.47
	-	-	-

(₹ in lakhs)

Note 10B: CASH AND BANK BALANCES	Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
(A) Cash & Cash Equivalents			
(a) Balance with Banks			
Current Accounts	293.32	1,280.37	160.30
Cheques, draft on hand	-	-	-
(b) Cash on hand	2.02	2.70	2.09
	295.34	1,283.07	162.39
(B) Other Balance with Banks			
(a) Unclaimed Dividend Accounts*	23.93	22.12	29.42
(b) Term deposits held as margin money or security against Borrowing, Guarantees or other Commitments	103.77	75.99	106.36
	127.70	98.11	135.78

* The Company can utilise these balances only towards settlement of unclaimed dividend.

(₹ in lakhs)

Note 11: EQUITY SHARE CAPITAL	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Authorised Capital			
30,000,000 Equity Shares of ₹ 5/- each	1,500.00	1,500.00	1,500.00
Issued, Subscribed and Paid Up Capital			
22,000,000 Equity Shares of ₹ 5/- each fully paid-up	1,100.00	1,100.00	1,100.00
	1,100.00	1,100.00	1,100.00

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)
11.1 Reconciliation of Equity Shares outstanding at the beginning & at the end of the year

Fully Paid up Equity Shares	As at 31.03.2018		As at 31.03.2017		As at 31.03.2016	
	Number	₹ in lakhs	Number	₹ in lakhs	Number	₹ in lakhs
As at the beginning of the year	22,000,000	1,100.00	22,000,000	1,100.00	22,000,000	1,100.00
Add:- Issue during the year	-	-	-	-	-	-
As at the end of the year	22,000,000	1,100.00	22,000,000	1,100.00	22,000,000	1,100.00

11.2 Details of Shareholders holding more than 5% Equity Shares #

Name of Shareholder	As at 31.03.2018		As at 31.03.2017		As at 31.03.2016	
	No. of Equity Shares	% of Holding	No. of Equity Shares	% of Holding	No. of Equity Shares	% of Holding
Ram Ratna Research & Holdings Pvt. Ltd.	34,000,000	15.45	34,000,000	15.45	34,000,000	15.45
Mahendrakumar Kabra	1,867,966	8.49	1,867,966	8.49	1,867,966	8.49
TMG Global FZCO	1,400,000	6.36	1,400,000	6.36	1,400,000	6.36
Rameshwarlal Kabra - As Karta of Rameshwarlal Kabra(HUF)	1,241,000	5.64	1,241,000	5.64	1,241,000	5.64

As per the records of the company, including its register of members

11.3 Terms/ rights attached to Equity Shares

The Company has only one class of shares referred to as equity shares having face value of ₹ 5/- per share. Each holder of equity shares is entitled to one vote per share. The Dividend proposed by Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend.

As per the Companies Act, 2013 the holders of equity shares will be entitled to receive remaining assets of the Company, after the distribution of all preferential amounts in the event of the liquidation of the Company. The distribution will be in proportion to the number of equity shares held by the shareholders.

11.4 The Board of Directors of the Company have proposed a dividend of ₹ 1.25/- per equity share of face value of ₹ 5/- each for the year ending 31st March, 2018 (P.Y. ₹ 1.25/- per equity share) subject to approval of members at the forthcoming Annual General Meeting.

(₹ in lakhs)

Note 12: OTHER EQUITY		Reserves and Surplus			Equity Instruments through OCI	Total
		Security Premium	General Reserve	Retained Earnings		
Balance as at 1st April, 2016	(A)	763.20	513.00	4,975.02	1,347.45	7,598.67
Additions during the year						-
Profit for the year		-	-	2,188.70	-	2,188.70
Add/(Less): Items of OCI for the year, net of tax-						
Remeasurement benefit of defined benefit plans		-	-	(14.30)	-	(14.30)
Net fair value gain on investment in equity instruments through OCI		-	-	-	1,608.11	1,608.11
Total Comprehensive Income For the year 2016-17	(B)	-	-	2,174.40	1,608.11	3,782.51

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Note 12: OTHER EQUITY	Reserves and Surplus			Equity Instruments through OCI	Total
	Security Premium	General Reserve	Retained Earnings		
Reductions during the year					
Dividend	-	-	-	-	-
Income Tax on Dividend	-	-	-	-	-
Transfer to General Reserve	-	-	-	-	-
Total (C)	-	-	-	-	-
Balance as at 31st March, 2017 (D)=(A+B+C)	763.20	513.00	7,149.42	2,955.56	11,381.18
Additions during the year					
Add (Less): Profit for the year	-	-	2,651.07	-	2,651.07
Items of OCI for the year, net of tax-					
Remeasurement benefit of defined benefits plans	-	-	0.75	-	0.75
Net fair value gain on investment in equity instruments through OCI	-	-	-	1,796.92	1,796.92
Total Comprehensive Income For the year 2017-18 (E)	-	-	2,651.82	1,796.92	4,448.74
Reductions during the year					
Dividend	-	-	(275.00)	-	(275.00)
Income Tax on Dividend	-	-	(55.98)	-	(55.98)
Transfer to General Reserve	-	-	-	-	-
Total (F)	-	-	(330.98)	-	(330.98)
Balance as at 31st March, 2018 (D+E+F)	763.20	513.00	9,470.26	4,752.48	15,498.94

12.1 Security Premium

Security premium is used to record the premium received on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

12.2 General Reserve

General Reserve is created from time to time by way of transfer profits from retained earnings for appropriation purposes. General Reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income. Under the Companies Act, 2013 there is no mandatory requirement for transfer of a specific percentage of net profit to general reserve which was required under the erstwhile Companies Act, 1956.

12.3 Equity Instruments through Other Comprehensive Income

This represents the cumulative gains/(losses) arising on the revaluation of equity instruments measured at fair value through other comprehensive income, under an irrevocable option, it will be reclassified to retained earnings when such assets are disposed off.

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Note 13A: BORROWINGS	Non-Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Secured			
Term Loans from Bank			
Ruppee Loans	4,025.00	1,779.61	-
Vehicle Loans	1.68	4.65	21.62
Unsecured			
Loan from Directors	166.62	166.62	161.52
Loan from Promoters & Relatives	418.11	918.11	918.11
Inter Corporate Loan	60.00	60.00	60.00
	4,671.41	2,928.99	1,161.25

(₹ in lakhs)

Note 13B: BORROWINGS	Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Secured			
Working Capital Loans			
From Banks			
Foreign Currency Loans	629.09	836.71	192.21
Ruppee Loans			
Short Term	5,437.97	5,978.69	1,850.00
Repayable on demand	5,736.51	2,239.63	4,318.75
Unsecured			
Working Capital Loans			
From Banks			
Foreign Currency Loans	-	540.82	964.95
Ruppee Loans - Short Term	3,549.38	2,083.02	2,438.09
From Financial Institution			
Ruppee Loans	702.20	175.07	476.30
Inter Corporate Loan	175.00	-	-
	16,230.15	11,853.94	10,240.30

(₹ in lakhs)

Note 13.1: Term Loans	Rate of Interest	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Foreign Currency Loan		-	-	41.46
Term Loan I - 16 Quarterly Installments	MCLR+0.95%	3,000.00	1,779.61	-
Term Loan II - 16 Quarterly Installments	MCLR+0.95%	1,300.00	-	-
Term Loan III - 14 Quarterly Installments	MCLR+0.95%	665.00	-	-
		4,965.00	1,779.61	41.46
Less : Current maturities of long term borrowing under "Other Financial Liabilities" (Note 18)		940.00	-	41.46
		4,025.00	1,779.61	-

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Note 13.2: Vehicle Loans	Rate of Interest	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Vehicle Loan - I	10.21% p.a.	-	13.26	34.23
Vehicle Loan - II - 8 Monthly Installment	9.26% p.a.	2.07	4.97	7.61
Vehicle Loan - III - 32 Monthly Installment	10.50% p.a.	2.58	3.39	4.13
		4.65	21.62	45.97
Less : Current maturities of long term borrowing under "Other Financial Liabilities" (Note 18)		2.97	16.97	24.35
		1.68	4.65	21.62

(₹ in lakhs)

Note 13.3: Public Deposits	Rate of Interest	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Public Deposits	11% p.a.	-	-	158.30
Less : Current maturities of long term borrowing under "Other Financial Liabilities" (Note 18)		-	-	158.30
		-	-	-

13.4 The Term loans are secured by:

- First Charge on the assets funded out of the term loans.
- First pari passu charge on immovable assets of the Company located at Survey No. 212/2 and Survey no 316 at Dadra and Nagar Haveli, Survey No. 16/1 at Village Sayli, Silvassa and Survey No. 205, 206, 207/1, 207/2, 193/1, 193/2 and 327/2/P2 at Waghodia, Dist Vadodara (excluding immovable assets funded under said term loans).
- First pari passu charge on both present and future movable assets (except vehicles of the Company and movable assets funded under the said term loans and have first charge).
- Second pari passu charge on entire current assets of the Company both present and future.
- Personal guarantees of Managing Director and Joint Managing Director of the Company and their relative.

13.5 The working capital loans are secured by:

- First pari passu charge on entire current assets of the Company both present and future.
- Second pari passu charge on immovable assets of the Company located at Survey No. 212/2 and Survey no 316 at Dadra and Nagar Haveli, Survey No. 16/1 at Village Sayli, Silvassa and Survey No. 205, 206, 207/1, 207/2, 193/1, 193/2 and 327/2/P2 at Waghodia, Dist Vadodara (except immovable assets funded under said term loans) and both present and future movable assets (except vehicles) of the Company.
- Personal guarantees of Managing Director and Joint Managing Director of the Company and their relative.

13.6 Pending the further sanction and execution of necessary documents the charge is not created and filled with Ministry of Corporate Affairs in respect of secured loans as on date.

13.7 Personal guarantees have been given by the Managing Director and Joint Managing Director of the Company for unsecured working capital loans from banks and financial institution.

13.8 Vehicle loans are secured by way of hypothecation of specific vehicle.

13.9 Other Unsecured Loans carry interest rates from 10% to 11% with different tenures.

13.10 Default in terms of repayment of Principal and Interest - NIL

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Note 14A: PROVISIONS	Non-Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Provision for Employee Benefits			
- Leave Encashment (Note 36)	57.60	72.14	62.79
	57.60	72.14	62.79

(₹ in lakhs)

Note 14B: PROVISIONS	Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Provision for Employee Benefits			
- Leave Encashment (Note 36)	15.00	43.79	22.15
	15.00	43.79	22.15

(₹ in lakhs)

Note 15: INCOME TAXES	As at 31.03.2018	As at 31.03.2017
A. The major components of income tax expenses for the year are as under :-		
(i) Income tax expenses recognised in profit or (loss)		
(a) Current Tax		
In respect of current year	1,330.46	1,175.52
(Excess)/ short provision of earlier years	(10.98)	(42.33)
(b) Deferred Tax		
In respect of current year	205.06	17.51
	1,524.54	1,150.70
(ii) Income tax expenses recognised in the OCI		
Deferred Tax		
Deferred Tax expenses on fair value of equity instruments through OCI	563.88	482.29
Deferred Tax benefit on remeasurements of defined benefit plans	0.22	(7.56)
B. Reconciliation of estimated income tax expenses and the accounting profit for the year is as under:-		
Profit before tax	4,175.61	3,339.40
Expected Income tax expense at statutory income tax rate	1,445.09	1,155.69
Tax effect on non deductible expenses	86.12	109.12
Effect of income that is exempted from tax	(14.40)	(4.50)
Others	(186.35)	(84.79)
Current Tax expense as per Statement of Profit and Loss for the year	1,330.46	1,175.52

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

C. The major components of deferred tax liabilities/ (assets) are as follows:	Balance Sheet 01.04.2017	Profit and Loss 2017-18	OCI 2017-18	Balance Sheet 31.03.2018
Deferred Tax Liabilities				
Difference between written down value/ capital work in progress of property, plant & equipment and intangible assets as per the books of accounts & Income Tax Act	395.66	177.84	-	573.50
Others	8.29	11.86	-	20.15
Difference in carrying value and tax base of investments in equity measured at FVTOCI	857.64	-	563.88	1,421.52
Deferred Tax Assets				
Provision for expenses allowed for tax purpose on payment basis (net)	(57.88)	31.07	-	(26.81)
Allowance for doubtful debts	(16.33)	(17.86)	-	(34.19)
Others	(2.32)	2.15	-	(0.17)
Remeasurement benefit of defined benefit plans	(7.56)	-	0.22	(7.34)
Deferred Tax Expenses/ (benefit)		205.06	564.10	
Net Deferred Tax Liabilities	1,177.50			1,946.66

The major components of deferred tax liabilities/ (assets) are as follows:	Balance Sheet 01.04.2016	Profit and Loss 2016-17	OCI 2016-17	Balance Sheet 31.03.2017
Deferred Tax Liabilities				
Difference between written down value/ capital work in progress of property, plant & equipment and intangible assets as per the books of accounts & Income Tax Act	397.17	(1.51)	-	395.66
Others	7.90	0.39	-	8.29
Difference in carrying value and tax base of investments in equity measured at FVTOCI	375.35	-	482.29	857.64
Deferred Tax Assets				
Provision for expenses allowed for tax purpose on payment basis (net)	(61.07)	3.19	-	(57.88)
Allowance for doubtful debts	(34.01)	17.68	-	(16.33)
Others	(0.08)	(2.24)	-	(2.32)
Remeasurement benefit of defined benefit plans	-	-	(7.56)	(7.56)
Deferred Tax Expenses/ (benefit)		17.51	474.73	
Net Deferred Tax Liabilities	685.26			1,177.50

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Note 16: DEFERRED INCOME	Non-Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Grants Related to property, plant & equipment	106.72	52.21	42.23
	106.72	52.21	42.23

16.1 Grants relating to property, plant and equipment relate to duty saved on import of capital goods and spares under the EPCG scheme. Under such scheme, the Company is committed to export prescribed times of the duty saved on import of capital goods over a specified period of time. In case such commitments are not met, the Company would be required to pay the duty saved along with interest to the regulatory authorities. Such grants are recognised in the statement of profit and loss based on fulfillment of related export obligations.

(₹ in lakhs)

Note 17: TRADE PAYABLES	Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Trade Payables			
- Micro, Small & Medium Enterprises (Note 31)	71.92	73.28	14.88
- Others	3,494.99	3,898.97	437.41
	3,566.91	3,972.25	452.29

(₹ in lakhs)

Note 18: OTHER FINANCIAL LIABILITIES	Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Current maturities of long term borrowings			
Foreign Currency Loan (Note 13.1)	-	-	41.46
Rupee Loans (Note 13.1)	940.00	-	-
Vehicle Loans (Note 13.2)	2.97	16.97	24.35
Public Deposits (Note 13.3)	-	-	158.30
Investor Education & Protection Fund			
Unclaimed dividends*	23.93	22.12	29.42
Other Payables :			
Retention Money relating to capital expenditure	5.00	-	-
Interest accrued and due	81.98	84.55	51.63
Interest accrued but not due	3.51	2.96	2.19
Accrued Salary & Benefits **	281.65	239.37	209.19
Creditors for Expenses	1,003.58	582.23	396.52
Forward Exchange Contracts (Net)	-	127.94	-
Creditors for Capital Expenditure	221.60	33.69	47.28
Other Payable	21.98	16.36	13.50
	2,586.20	1,126.19	973.84

*There is no amount due and outstanding to be transferred to the Investor Education & Protection Fund (IEPF) as at 31st March, 2018. Unclaimed Dividends, shall be transferred to IEPF as and when they become due.

** Includes amount of ₹ 164.36 lakhs (P.Y. 31.03.2017 ₹ 119.24 lakhs and P.Y. 31.03.2016 ₹ 35.29 lakhs) payable to a Director on account of Commission on profit.

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Note 19: OTHER LIABILITIES	Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Revenue Received in advance			
Advances From Customers	105.09	52.30	106.12
Others			
Statutory Taxes/ dues Payable			
Towards VAT & WCT	-	0.24	0.48
Towards Provident Fund and Professional Tax	16.78	14.92	12.07
Towards TDS/TCS Payable	19.40	18.26	14.01
	141.27	85.72	132.68

(₹ in lakhs)

Note 20: INCOME TAX LIABILITIES (NET)	Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Provision for Income Tax (net of Advance Tax)	89.47	43.30	233.38
	89.47	43.30	233.38

(₹ in lakhs)

Note 21: REVENUE FROM OPERATIONS	2017-18	2016-17
Sale of Products (including excise duty)	1,02,523.27	87,050.12
Other operating revenues :		
Sale of Scrap (including excise duty)	2,228.29	1,465.35
Processing Charges	344.90	402.35
Export Incentive	101.47	80.86
Grant related to property, plant & equipment (EPCG)	87.26	20.52
Bad Debts Recovered	2.00	-
	2,763.92	1,969.08
	1,05,287.19	89,019.20

21.1 Goods and Service Tax (GST) has been introduced with effect from 1st July, 2017 and Central Excise, Value Added Tax (VAT) etc. have been subsumed into GST. In accordance with IND AS-18 on Revenue and Schedule III of the Companies Act, 2013, Excise duties are part of Revenue whereas levies like GST, VAT, etc. are not part of Revenue. Revenue from Operations for the period upto 30th June, 2017 include excise duty. The following table gives the information regarding Revenue from Operations excluding excise duty.

(₹ in lakhs)

Description	2017-18	2016-17
Revenue from Operation (A)	1,05,287.19	89,019.20
Excise duty on Sale (B)	2,562.24	8,936.25
Revenue from Operations excluding excise duty on sale (A-B)	1,02,724.95	80,082.95

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Note 22: OTHER INCOME	2017-18	2016-17
Interest Income on Financial assets carried at amortised cost		
Bank Deposits	5.10	6.03
Others	15.60	21.41
Dividend Income		
Dividend from unquoted equity investments measured at fair value through OCI	41.60	13.00
Sundry Balances Written Back	1.39	25.39
Workers' Quarters Rent	25.29	25.96
Guarantee Commission	48.02	20.40
Net Foreign Exchange Gain	136.88	52.49
Other Income	10.18	0.02
	284.06	164.70

(₹ in lakhs)

Note 23: COST OF MATERIALS CONSUMED	2017-18	2016-17
Raw Materials Consumption		
Copper	84,733.32	63,967.22
Others	4,847.66	4,698.94
Packing Materials	1,049.69	924.75
	90,630.67	69,590.91

23.1 For determination of cost (Note 1(c)(vii))

(₹ in lakhs)

Note 24: CHANGES IN INVENTORIES	2017-18	2016-17
Inventories at the end of the year:		
Finished Goods	310.97	318.15
Finished Goods in Transit	121.12	-
Work-in-Progress	744.11	799.98
Scrap	230.43	174.31
	1,406.63	1,292.44
	(A)	
Less:- Inventories at the beginning of the year		
Finished Goods	318.15	563.90
Finished Goods in Transit	-	92.68
Work-in-Progress	799.98	400.58
Scrap	174.31	90.17
	1,292.44	1,147.33
	(B)	
	(114.19)	(145.11)
	(B-A)	

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Note 25: EMPLOYEE BENEFITS EXPENSE	2017-18	2016-17
Salaries, Wages and Incentives	1,935.78	1,674.55
Director's Remuneration	212.36	163.48
Contributions to -		
Provident Fund (Note 36 B)	96.97	85.74
Gratuity Fund (Note 36 A)	38.29	25.89
Staff Welfare Expenses	70.69	52.15
	2,354.09	2,001.81

* Including Director's Commission ₹ 164.36 lakhs (P.Y. ₹ 119.24 lakhs).

(₹ in lakhs)

Note 26: FINANCE COSTS	2017-18	2016-17
Interest on financial liabilities carried at amortised cost		
Interest on Borrowings	1,286.86	916.15
Other Borrowing costs	55.83	68.05
Net loss on foreign currency borrowing transactions and translation	37.17	98.50
Interest on Income Tax	21.23	9.89
	1,401.09	1,092.59

(₹ in lakhs)

Note 27: DEPRECIATION AND AMORTISATION EXPENSE	2017-18	2016-17
Depreciation of Property, Plant & Equipment (Note 2)	977.78	831.85
Amortisation of Intangible Assets (Note 2)	12.47	1.72
	990.25	833.57

(₹ in lakhs)

Note 28: OTHER EXPENSES	2017-18	2016-17
Auditors' Remuneration (Note 30)	28.45	24.51
Bank Charges	21.46	23.51
Consumption of Consumable Stores and Spares	236.56	175.55
Power and Fuel	1,355.49	1,437.19
Electricity Expenses	8.78	7.53
Freight & Handling Charges	879.17	750.89
Corporate Social Responsibility Expenses (Note 33)	65.00	11.00
Donations (Note 34.4)	55.50	31.00
Insurance	39.47	45.09
Loss on Sale of Property Plant & Equipment	2.51	1.91
Legal & Professional Fees	70.76	60.27

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

	(₹ in lakhs)	
Note 28: OTHER EXPENSES	2017-18	2016-17
Allowance for doubtful debts		
Allowance provided during the year	50.65	47.16
Amount written off	-	240.39
Less: Allowance reversed during the year	-	(98.26)
Rent	26.45	24.13
Repairs and Maintenance of :		
Buildings	41.12	41.40
Plant and Machinery	209.64	263.55
Others	53.75	62.56
Rates and Taxes	20.20	11.48
Commission on sales	108.26	77.35
Business Promotion	46.50	53.29
Travelling	60.95	45.31
Miscellaneous Expenses	190.82	197.67
	3,571.49	3,534.48

	(₹ in lakhs)		
Note 29 : CONTINGENT LIABILITIES AND COMMITMENTS	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
A. Contingent Liabilities			
i) Guarantees	-	-	-
ii) Bill Discounting	-	88.66	147.82
iii) Claims against the Company not acknowledged as debts			
Excise & Service Tax Demands (Note 29.1)	722.98	763.43	712.78
Bonus F.Y. 2014-15	-	42.00	42.00
B. Commitments			
(i) Estimated amount of contracts remaining to be executed and not provided for			
- On Capital Account (Net of advance)	526.41	2,370.34	12.17
(ii) Estimated amount of Investment			
- in Joint Venture (Jointly Controlled Entity)	65.95	293.60	54.93
- in Subsidiary	-	1,450.00	-
iii) Letter of credit and bank guarantees issued by the banks	537.39	440.70	453.20
iv) For Lease commitment (Note 42)			
v) For derivative contract (Note 35)			

29.1 The Company is contesting the demands and the management, including its tax advisors, believe that its position will likely to be upheld in the appellate process and accordingly no provision has been made in the financial statements for the tax demands raised. The management believes that the ultimate outcome of these proceedings will not have material adverse effect on the Company's financial position and results of operations.

29.2 The Company has arranged Channel Finance facility for its customers from bank against which sum of ₹ 4,618.17 lakhs (P.Y. 31.03.2017 ₹ 2,110.23 lakhs and P.Y. 31.03.2016 ₹ 1,576.57 lakhs) has been utilised as on the date of balance sheet and correspondingly, the trade receivables stand reduced by the said amount as there is no recourse on the Company.

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Note 30: AUDITORS' REMUNERATION	2017-18	2016-17
Statutory Audit Fees	24.00	14.50
Tax Audit Fees	-	5.50
Others	4.45	4.51
	28.45	24.51

(₹ in lakhs)

Note 31: Disclosure required under section 22 of the Micro, Small and Medium Enterprises Development Act, 2006	2017-18	2016-17	2015-16
Principal amount remaining unpaid to suppliers as at the end of the accounting year	71.92	73.28	14.88
Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	-	-	-
The amount of interest paid along with the amounts of the payment made to the suppliers beyond the appointed day during the year	-	-	-
The amount of interest due and payable for the year	-	-	-
The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-	-
The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	-	-	-

31.1 Dues to Micro, Small and Medium Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

(₹ in lakhs)

Note 32 : Dividend	2017-18	2016-17
Dividend on equity shares paid during the year at ₹ 1.25/- per equity share of ₹ 5/- each	275.00	-
Dividend distribution tax on dividend	55.98	-

Proposed Dividend :

The Board of Directors at its meeting held on 29th May, 2018 have recommended a payment of dividend of ₹ 1.25/- (Rupee One and paise Twenty five paise) per equity share of face value of ₹ 5/- each for the financial year ended 31st March, 2018. The same amounts to ₹ 331.53 lakhs including dividend distribution tax of ₹ 56.53 lakhs. The above is subject to approval at the ensuing Annual General Meeting of the Company and hence is not recognised as a liability.

Note 33 : Expenditure on Corporate Social Responsibility initiatives

a) Gross amount required to be spent by the Company during the year is ₹ 41.60 lakhs

b) Amount spent during the year on :

(₹ in lakhs)

Particulars	In cash	Yet to be paid	Total
i) Construction/acquisition of any asset	-	-	-
ii) On purposes other than (i) above	65.00	-	65.00

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)
Note 34 : Disclosure in respect of Related Parties pursuant to Ind AS- 24 “ Related Party Disclosures”

List of Related Parties with whom transactions have taken place - (as certified by Management)

a) Key Management Personnel

- Shri Tribhuvanprasad Kabra - Managing Director
- Shri Mahendrakumar Kabra - Joint Managing Director
- Shri Hemant Kabra - CFO & Executive Director

Non Executive Directors

- Shri Satyanarayan Loya - Shri Sandeep Jhanwar
- Shri Mukund Chitale - Shri R. Kannan
- Dr. Ajai Singh - Shri Prashant Deshpande
- Smt. Kirtidevi Kabra - Shri H. S. Upendra Kamath

b) Close Family Members of Key Management Personnel

- Shri Rameshwari Lal Kabra - Father of Shri Tribhuvanprasad Kabra & Shri Mahendrakumar Kabra
- Smt. Ratnadevi Kabra - Mother of Shri Tribhuvanprasad Kabra & Shri Mahendrakumar Kabra
- Shri Shreegopal Kabra - Brother of Shri Tribhuvanprasad Kabra & Shri Mahendrakumar Kabra.
- Smt. Umadevi Kabra - Wife of Shri Tribhuvanprasad Kabra
- Shri Mahhesh Kabra - Son of Shri Tribhuvanprasad Kabra
- Shri Sumeet Kabra - Son of Shri Mahendrakumar Kabra

c) Entities over which Key Management Personnel and their close family members are able to exercise significant influence

- MEW Electricals Ltd. - R R Kabel Ltd.
- Ram Ratna International - Ram Ratna Research & Holdings Pvt. Ltd.
- Kabel Buildcon Solutions Pvt. Ltd. - Shreegopal Kabra (HUF)
- Ram Ratna Electricals Ltd. - Rameshwari Lal Kabra (HUF)
- TMG Global Fzco.

d) Subsidiary & Joint Arrangement

- Global Copper Pvt. Ltd. - Subsidiary
- RR-Imperial Electricals Ltd. (Bangladesh) - Jointly Controlled Entity

Transactions with the related parties in the ordinary course of business (Excluding Reimbursement)

Particulars	(₹ in lakhs)					
	Referred in (a) above		Referred in (b) above		Referred in (c) & (d) above	
	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17
Purchases: Goods and Services						
R R Kabel Ltd.	-	-	-	-	12.68	4.03
MEW Electricals Ltd.	-	-	-	-	75.39	53.67
Ram Ratna Research & Holdings Pvt. Ltd.	-	-	-	-	14.91	13.55
Ram Ratna International	-	-	-	-	70.89	78.82
Ram Ratna Electricals Ltd.	-	-	-	-	0.61	3.97
Sales: Goods and Services						
R R Kabel Ltd.	-	-	-	-	-	2.85
Ram Ratna International	-	-	-	-	4,432.90	3,211.26
MEW Electricals Ltd.	-	-	-	-	51.74	4.30

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Particulars	Referred in (a) above		Referred in (b) above		Referred in (c) & (d) above	
	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17
Global Copper Pvt.Ltd.	-	-	-	-	106.93	-
Capital Goods:						
R R Kabel Ltd. (Purchases)	-	-	-	-	41.34	4.51
Global Copper Pvt.Ltd. (Sale)	-	-	-	-	3.67	-
Ram Ratna Electricals Ltd. (Purchases)	-	-	-	-	0.93	-
Income :						
Interest	-	-	-	-	0.25	-
Rent and Other Services	-	-	-	-	0.84	0.83
Interest on security deposits (Rent)	0.51	0.35	0.63	0.57	0.98	0.88
Expenses:						
Rent and Other Services	2.99	2.72	5.11	4.89	17.23	14.56
Interest	12.12	13.84	73.47	97.08	6.60	10.53
Directors :						
Sitting Fees	10.80	9.80	0.80	0.60	-	-
Remuneration – Shri Tribhuvanprasad Kabra	-	107.74	-	-	-	-
Remuneration – Shri Mahendrakumar Kabra	212.36	55.75	-	-	-	-
Salary – Shri Hemant Kabra (Note 34.1)	36.24	30.96	-	-	-	-
Dividend :						
Dividend Paid	30.41	-	36.78	-	109.11	-
Dividend Received	-	-	-	-	41.60	13.00
Finance & Investment:						
RR-Imperial Electricals Ltd.- (Bangladesh)						
Equity Share	-	-	-	-	114.18	-
Share Application Money	-	-	-	-	111.61	-
Global Copper Pvt.Ltd.						
Equity Share*	-	-	-	-	979.54	-
Rental Deposits Returned						
Shri Hemant Kabra (Late Smt. Hemlata Kabra)	-	5.50	-	-	-	-
Deposits / Loans Accepted						
Shri Rameshwarlal Kabra	-	-	-	6.25	-	-
Shri Tribhuvanprasad Kabra	-	10.15	-	-	-	-
Deposits / Loans Repaid						
Shri Tribhuvanprasad Kabra	-	20.00	-	-	-	-
Rameshwarlal Kabra - (HUF)	-	-	-	-	-	9.30
Shreegopal Kabra - (HUF)	-	-	-	-	-	25.00
Smt. Umadevi Kabra	-	-	500.00	-	-	-

* Includes advance paid ₹ 50 lakhs in 2016-17

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Particulars	Referred in (a) above			Referred in (b) above			Referred in (c) & (d) above		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Outstanding as at:									
Rental Deposits									
Smt. Umadevi Kabra	-	-	-	6.63	6.00	5.43	-	-	-
Shri Hemant Kabra (Late Smt. Hemlata Kabra)	5.43	4.91	12.00	-	-	-	-	-	-
Shreegopal Kabra (HUF)	-	-	-	-	-	-	6.79	6.15	5.56
Kabel Buildcon Solutions Pvt. Ltd.	-	-	-	-	-	-	3.50	3.17	3.50
Trade and Others - Net (Payable) / Receivable									
Ram Ratna International	-	-	-	-	-	-	187.24	115.34	(5.82)
Ram Ratna Electricals Ltd.	-	-	-	-	-	-	-	0.92	23.86
MEW Electricals Ltd.	-	-	-	-	-	-	0.02	(4.59)	-
R R Kabel Ltd.	-	-	-	-	-	-	-	(1.08)	0.51
Global Copper Pvt. Ltd.	-	-	-	-	-	-	0.02	-	-
Ram Ratna Research & Holdings Pvt. Ltd.	-	-	-	-	-	-	(3.16)	-	-
Loans Outstanding									
Ram Ratna Research & Holdings Pvt. Ltd.	-	-	-	-	-	-	60.00	60.00	60.00
Shri Rameshwarlal Kabra	-	-	-	22.03	22.03	15.78	-	-	-
Smt. Umadevi Kabra	-	-	-	56.42	556.42	556.42	-	-	-
Shri Tribhuvanprasad Kabra	97.17	97.17	107.02	-	-	-	-	-	-
Shri Mahendrakumar Kabra	24.00	24.00	24.00	-	-	-	-	-	-
Others	-	-	-	304.15	304.15	304.15	-	-	34.30

34.1 Includes provision of ₹ 0.92 lakhs (P.Y. ₹ 0.58 lakhs) post employment benefits and ₹ 1.82 lakhs (P.Y. ₹ 3.37 lakhs) for leave encashment.

34.2 Personal guarantees have been given by the Managing Director and Joint Managing Director of the Company for the secured borrowings by the Company to the tune of ₹ 189.20 lakhs (P.Y. 31.03.2017 ₹ 182.60 lakhs and P.Y. 31.03.2016 ₹ 126.55 lakhs).

34.3 Personal guarantees have been given by the Managing Director and Joint Managing Director of the Company and there relative for the unsecured borrowings by the Company to the tune of ₹ 57.50 lakhs (P.Y. 31.03.2017 ₹ 57.50 lakhs and P.Y. 31.03.2016 ₹ 57.50 lakhs).

34.4 The Company has donated ₹ 51.00 lakhs (P.Y. Nil) to the trusts in which some of the directors are trustee.

Note : 35 Exposure in Foreign Currency

The Company uses forward contracts to mitigate the risks associated with foreign currency fluctuations. The Company does not enter into any forward contracts which are intended for trading or speculative purposes.

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

- a) The forward exchange contracts used for hedging foreign currency exposure and outstanding as at reporting date are as under:

(₹ in lakhs)

Particulars	As at 31.03.2018		As at 31.03.2017		As at 31.03.2017	
	USD	INR	USD	INR	USD	INR
Booked against Buyers' Credit	-	-	21.25	1,432.97	7.12	488.83
Booked against Import Creditors	-	-	44.52	2,971.05	-	-
Booked against firm commitments or highly probable forecasted transactions	5.38	354.00	64.02	4,244.15	9.58	654.71

- b) The details of foreign currency exposure that is not hedged by derivatives instruments:

(₹ in lakhs)

Payables	As at 31.03.2018			As at 31.03.2017			As at 31.03.2016		
	USD	Euro	INR	USD	Euro	INR	USD	Euro	INR
Buyers' Credit	9.67	-	629.09	-	-	-	9.81	-	651.05
External Commercial Borrowings	-	-	-	-	-	-	0.63	-	41.46
Import Creditors / (Advance)	40.70	0.15	2,661.22	(4.36)	0.10	(276.02)	1.16	-	(76.97)

(₹ in lakhs)

Receivables	As at 31.03.2018		As at 31.03.2017		As at 31.03.2016	
	USD	INR	USD	INR	USD	INR
Bills Discounting	-	-	-	-	0.51	33.73
Export Debtors	8.36	543.47	2.50	161.92	10.56	700.60

Note 36: Employee Benefits
A) Defined Benefit Plan- Gratuity (Funded)

The employees' Gratuity Fund Scheme, is a defined benefit plan. The scheme is maintained and administered by Life Insurance Corporation of India (LIC) to which the Company makes periodical contributions. Under the said scheme, every employee who has completed at least five years of service usually gets gratuity on departure @ 15 days of last drawn salary for each completed year of service. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method.

The following table summarises the components of net benefit expense recognised in the statement of profit & loss and the funded status and amounts recognised in the balance sheet :

(₹ in lakhs)

Particulars	Gratuity	
	2017-18	2016-17
i) Change in Defined Benefit Obligation		
Obligation at the beginning of the year	245.17	188.15
Current Service Cost	33.92	26.92
Interest Cost	17.49	14.07
Past Service Cost	4.85	-
Benefits Paid	(1.62)	(5.39)
Remeasurement (gains)/ losses	(0.71)	21.42
Defined Benefit Obligation at the end of the year	299.10	245.17

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

		(₹ in lakhs)	
Particulars		Gratuity	
		2017-18	2016-17
ii)	Change in Plan Assets		
	Fair value of plan assets at the beginning of the year	251.63	201.36
	Expected Return on plan assets	17.97	15.10
	Employer Contributions	63.63	41.00
	Benefits Paid	(1.62)	(5.39)
	Remeasurement gains/ (losses)	0.26	(0.44)
	Fair Value of Plan Assets at the end of the year	331.87	251.63
iii)	Amount recognized in the Balance Sheet		
	Present value of funded defined benefit obligation	299.10	245.17
	Fair value of plan assets at the end of the year	331.87	251.63
	Amount Recognized in the Balance Sheet	(32.77)	(6.46)
iv)	Expenses recognized in the Statement of Profit & Loss		
	Employee Benefits Expense		
	Current Service Cost	33.92	26.92
	Past Service Cost	4.85	-
	Interest Cost	17.49	14.07
	Expected Return on plan assets	(17.97)	(15.10)
		38.29	25.89
	Other Comprehensive Income		
	(Gain)/ Loss on plan assets	(0.26)	0.44
	Actuarial (gain)/loss arising from changes in financial assumption	(11.87)	8.72
	Actuarial (gain)/loss arising from changes in demographic assumption	0.28	-
	Actuarial (gain)/loss arising on account of experience changes	10.88	12.70
		(0.97)	21.86
	Expenses recognised in the statement of profit and loss	37.32	47.75

		(₹ in lakhs)	
		As at 31.03.2018	As at 31.03.2017
v)	Investment details		
	LIC- Administrator of the plan fund	331.87	251.63
vi)	Principal assumption used in determining defined benefit obligation		
	Discount rate (per annum)	7.85%	7.45%
	Salary escalation rate (per annum)	7.00%	7.00%
vii)	Sensitivity Analysis		
	Increase in 50bps on DBO		
	Change in discounting rate	(13.81)	(12.30)
	Change in Salary Escalation	14.93	12.76
	Decrease in 50bps on DBO		
	Change in discounting rate	14.96	13.37
	Change in Salary Escalation	(13.98)	(12.02)

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)		
	As at 31.03.2018	As at 31.03.2017
viii) Maturity profile of defined benefit obligation		
Within the next 12 months (next annual reporting period)	27.53	20.69
Between 2 and 5 years	98.39	72.82
Between 5 and 10 years	136.12	94.15

- 1 The average duration of the defined benefit plan obligation at the end of the reporting period is 9.60 years (P.Y. 10.46 years)
- 2 The Company expects to contribute ₹ 40 lakhs (P.Y. ₹ 63.63 lakhs) to the plan during the next financial year.
- 3 The estimates of rate of escalation in salaries considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.
- 4 Discount rate is based on the prevailing market yields of Indian Government securities as at the balance sheet date for the estimated term of the obligations.
- 5 The sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period. The sensitivity analysis may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis the present value of defined benefit obligation has been calculated using the projected unit credit method.

B) Defined Contribution Plan - Provident fund

The Company makes its contribution alongwith the share of employees' contribution deducted from salary on monthly basis to Employees' Provident Fund administered by the Central Government. The Company's Contribution is charged to Statement of Profit & Loss. The Company has no obligation for any further contribution in case of any shortfall. The details of contribution are as under :-

(₹ in lakhs)		
Particulars	2017-18	2016-17
Contribution to Provident Fund	96.97	85.74

C) Other Employee benefits - Leave Encashment

The employees are entitled for the compensation in respect of unavailed leave as per the policy of the Company. The liability towards compensated absences is recognised based on actuarial valuation carried out using Projected Unit Credit method.

(₹ in lakhs)			
Particulars	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Amount recognized in the Balance Sheet			
Current Liability	15.00	43.79	22.15
Non- Current Liability	57.60	72.14	62.79

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Note 37: Calculations of Earnings Per Share	2017-18	2016-17
Profit after Tax (₹ in lakhs)	2,651.07	2,188.70
Weighted average number of equity shares outstanding during the year (Nos.)	22,000,000	22,000,000
Face value of equity share (in ₹)	5.00	5.00
Earnings Per Share		
Basic Earnings Per Share (in ₹)	12.05	9.95
Diluted Earnings Per Share (in ₹)	12.05	9.95

NOTE 38 : A) Category-wise classification of financial instruments

(₹ in lakhs)

Particulars	Refer Note	Non-Current			Current		
		As at 31.03.2018	As at 31.03.2017	As at 31.03.2016	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Financial assets measured at fair value through profit or loss (FVTPL)							
Forward exchange contract (net)	5B	-	-	-	0.45	-	0.73
Financial assets measured at fair value through other comprehensive income (FVTOCI)							
Investments in unquoted equity shares#	3	6,214.00	3,853.20	1,762.80	-	-	-
Financial assets measured at amortised cost							
Electricity & other deposits	4A	6.36	6.36	6.38	-	-	-
Security deposits	4A & 4B	12.05	18.88	27.62	10.29	3.17	-
Loan to employees	4A & 4B	1.74	2.25	2.87	20.18	17.63	20.12
Share application money	5A	111.61	-	-	-	-	-
Advance for acquisition of investment	5A	-	50.00	-	-	-	-
Term Deposits held as margin money or security against borrowing, guarantees or other commitments	5A	0.79	0.79	0.47	-	-	-
Interest accrued on term deposits held as margin money or security against borrowing, guarantees or other commitments	5B	-	-	-	3.84	6.08	7.09
Others	5B	-	-	-	2.08	5.97	14.26
Trade receivables	9	-	-	-	19,588.45	14,759.63	11,333.11
Cash and cash equivalents	10B	-	-	-	295.34	1,283.07	162.39
Other balances with banks	10B	-	-	-	127.70	98.11	135.78

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Particulars	Refer Note	Non-Current			Current		
		As at 31.03.2018	As at 31.03.2017	As at 31.03.2016	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Financial Liabilities measured at fair value through profit or loss (FVTPL)							
Forward exchange contract (net)	18	-	-	-	-	127.94	-
Financial Liabilities measured at amortised cost							
Borrowings	13A & 13B	4,671.41	2,928.99	1,161.25	16,230.15	11,853.94	10,240.30
Trade payables	17	-	-	-	3,566.91	3,972.25	452.29
Current maturities of long term borrowings	18	-	-	-	942.97	16.97	224.11
Unclaimed dividend	18	-	-	-	23.93	22.12	29.42
Retention money relating to capital expenditure	18	-	-	-	5.00	-	-
Interest accrued and due	18	-	-	-	81.98	84.55	51.63
Interest accrued but not due	18	-	-	-	3.51	2.96	2.19
Accrued salary & benefits	18	-	-	-	281.65	239.37	209.19
Creditors for expenses	18	-	-	-	1,003.58	582.23	396.52
Creditors for capital expenditure	18	-	-	-	221.60	33.69	47.28
Other payables	18	-	-	-	21.98	16.36	13.50

Investment is not held for trading. Upon the application of Ind AS 109 - Financial Instruments, the Company has chosen to measure said investment in equity instrument at FVTOCI irrevocably as the management believes that presenting fair value gains and losses relating to the said investment in the statement of profit and loss may not be indicative of the performance of the Company.

B) Fair Value Measurements

- (i) All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows:

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

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

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

- (ii) The following tables provide the fair value measurement hierarchy of the Company's financial assets and liabilities:

As at 31st March, 2018

(₹ in lakhs)

Financial Assets/ Financial Liabilities	Fair value as at 31.03.2018	Fair value hierarchy		
		Level 1	Level 2	Level 3
Financial assets measured at fair value through other comprehensive income				
Investments in unquoted equity shares (Note 3)	6,214.00	-	6,214.00	-
Financial assets measured at fair value through profit or loss (FVTPL)				
Forward exchange contracts (net) (Note 5B)	0.45	0.45	-	-

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)
As at 31st March, 2017
(₹ in lakhs)

Financial Assets/ Financial Liabilities	Fair value as at 31.03.2017	Fair value hierarchy		
		Level 1	Level 2	Level 3
Financial assets measured at fair value through other comprehensive income				
Investments in unquoted equity shares (Note 3)	3,853.20	-	3,853.20	-
Financial liabilities measured at fair value through profit or loss (FVTPL)				
Forward exchange contracts (net) (Note 18)	127.94	127.94	-	-

As at 1st April, 2016
(₹ in lakhs)

Financial Assets/ Financial Liabilities	Fair value as at 01.04.2016	Fair value hierarchy		
		Level 1	Level 2	Level 3
Financial assets measured at fair value through other comprehensive income				
Investments in unquoted equity shares (Note 3)	1,762.80	-	1,762.80	-
Financial assets measured at fair value through profit or loss (FVTPL)				
Forward exchange contracts (net) (Note 5B)	0.73	0.73	-	-

(iii) Fair value of financial assets and liabilities measured at amortised cost:

(₹ in lakhs)

Particulars	As at 31.03.2018		As at 31.03.2017		As at 01.04.2016	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial Assets						
Electricity & other deposits	6.36	6.36	6.36	6.36	6.38	6.38
Security deposits	27.00	22.34	29.25	22.05	32.63	27.62
Loan to employees	22.42	21.92	20.50	19.88	23.61	22.99
Share application money	111.61	111.61	-	-	-	-
Advance for acquisition of investment	-	-	50.00	50.00	-	-
Term Deposits held as margin money or security against borrowing, guarantees or other commitments	0.79	0.79	0.79	0.79	0.47	0.47
Interest accrued on term deposits held as margin money or security against borrowing, guarantees or other commitments	3.84	3.84	6.08	6.08	7.09	7.09
Others	2.08	2.08	5.97	5.97	14.26	14.26
Trade receivables	19,588.45	19,588.45	14,759.63	14,759.63	11,333.11	11,333.11
Cash and cash equivalents	295.34	295.34	1,283.07	1,283.07	162.39	162.39
Other balances with banks	127.70	127.70	98.11	98.11	135.78	135.78
Total Financial Assets	20,185.59	20,180.43	16,259.76	16,251.94	11,715.72	11,710.09

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

Particulars	As at 31.03.2018		As at 31.03.2017		As at 01.04.2016	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial Liabilities						
Borrowings	20,901.56	20,901.56	14,782.93	14,782.93	11,401.55	11,401.55
Trade payables	3,566.91	3,566.91	3,972.25	3,972.25	452.29	452.29
Current maturities of long term borrowings	942.97	942.97	16.97	16.97	224.11	224.11
Unclaimed dividend	23.93	23.93	22.12	22.12	29.42	29.42
Retention money relating to capital expenditure	5.00	5.00	-	-	-	-
Interest accrued and due	81.98	81.98	84.55	84.55	51.63	51.63
Interest accrued but not due	3.51	3.51	2.96	2.96	2.19	2.19
Accrued salary & benefits	281.65	281.65	239.37	239.37	209.19	209.19
Creditors for expenses	1,003.58	1,003.58	582.23	582.23	396.52	396.52
Creditors for capital expenditure	221.60	221.60	33.69	33.69	47.28	47.28
Other payables	21.98	21.98	16.36	16.36	13.50	13.50
Total Financial Liabilities	27,054.67	27,054.67	19,753.43	19,753.43	12,827.68	12,827.68

The carrying amounts of financial assets (other than security deposits and loan to employees) and financial liabilities measured at amortised cost in the financial statements are reasonable approximation of their fair values since the Company does not anticipate that the carrying amount would be significantly different from the value that would eventually be received or settled.

Management uses its best judgment in estimating the fair value of its financial instruments. However, there are inherent limitations in any estimation technique. Therefore, for substantially all financial instruments, the fair value estimates presented above are not necessarily indicative of the amounts that the Company could have realised or paid in sale transactions as of respective dates. As such, fair value of financial instruments subsequent to the reporting dates may be different from the amounts reported at each reporting date.

There have been no transfers between Level 1 and Level 2 for the years ended 31st March, 2018, 31st March, 2017 and 1st April, 2016.

C) Financial Risk Management- Objectives and Policies

The Company is exposed to: (a) Market Risks comprising of Interest Rate Risk, Currency Rate Risk, Commodity Price Risk and Equity Price Risk (b) Credit Risk comprising of trade receivable risk and financial instrument risk and (c) Liquidity Risk. The Company has well placed Risk Management Policy (RMP). The policy provide broad guidelines to identify the risk arising from these factors and provide guidelines to the team for its mitigation or at-least minimize its effect on income/expense on the Company is optimized. Team involved in RMP meets frequently to discuss the level of risk they foresee based on the conditions persisting.

The Company's exposure to Market Risk, Credit Risk and Liquidity Risk have been summarized below:

Market Risk
Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flow of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk on short-term and long-term floating rate interest bearing liabilities. The Company's policy is to maintain a balance of fixed and floating interest rate borrowings and the proportion of fixed and floating rate debt is determined by prevailing interest rates. These exposures are reviewed by the management on a periodic basis.

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

The exposure of the Company's financial liabilities to interest rate risk based on liabilities as at reporting date is as follows:

(₹ in lakhs)

Particulars	Impact on profit before tax	
	2017-18	2016-17
Increase in interest rate by 100 basis points	216.65	147.78
Decrease in interest rate by 100 basis points	(216.65)	(147.78)

(Calculated based on risk exposure outstanding as of date and assuming that all other variables, in particular foreign currency rates, remain constant).

Foreign Currency Risk

The Company is exposed to fluctuations in foreign currency exchange rates where transaction references more than one currency and/or where assets/liabilities are denominated in a currency other than the functional currency of the Company.

Exposures on foreign currency are managed through a hedging policy, which is reviewed periodically by the management. The Company usually enters into forward exchange contracts progressively based on their maturity to hedge the effects of movements in foreign currency exchange rates individually on assets and liabilities. The sources of foreign exchange risk for the Company are trade receivables, trade payables for imported materials & capital goods as well as foreign currency denominated borrowings. The policy of the Company is to determine on a regular basis what portion of the foreign exchange risk are to be hedged through forward exchange contracts.

The exposure of the Company's foreign currency risk based on unhedged exposure as at the reporting date is as follows:

(₹ in lakhs)

Particulars	Impact on profit before tax	
	2017-18	2016-17
Increase in exchange rates by 5%	(145.61)	7.47
Decrease in exchange rates by 5%	145.61	(7.47)

Commodity Price Risk

The Company is exposed to the movement of copper and aluminium prices on the London Metal Exchange (LME). Any increase or decline in the prices of these commodities will have an impact on the profitability of the Company. As a general policy, the Company aims to purchase these commodities at prevailing market prices and also sell the products at price adjusted for prevailing market prices. The Company substantially ensures sale of products with simultaneous purchase of these commodities on back-to back basis ensuring no or minimum price risk for the Company.

Equity Price Risk

Equity price risk relates to change in fair value of investments in the equity instruments measured at fair value through OCI. As at 31st March, 2018 the carrying value of such equity instruments recognised at fair value through OCI amounts to ₹ 6,214.00 lakhs (P.Y. 31.03.2017 ₹ 3,853.20 lakhs and P.Y. 31.03.2016 ₹ 1,762.80 lakhs).

A sensitivity analysis demonstrating the impact of change in the carrying value of investment in equity instrument as at reporting date is given below:

(₹ in lakhs)

Particulars	Impact on OCI before tax	
	2017-18	2016-17
Increase by 5%	310.70	192.66
Decrease by 5%	(310.70)	(192.66)

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

Liquidity Risk

Liquidity risk refers to the risk that the Company encounter difficulty in raising fund to meet its financial commitments. The objective of liquidity risk management is to maintain the liquidity and to ensure that funds are available for short operational needs and to fund Company's expansion projects. The Company has availed credit facility from the banks & financial institutions to meet its financial commitment in timely and cost effective manner.

The Company remains committed to maintaining a healthy liquidity and gearing ratio and strengthening the balance sheet. The maturity profile of the Company's financial liabilities based on the remaining period from the date of balance sheet to the contractual maturity date is given in the table below.

(₹ in lakhs)

Particulars	Less than 1 year	Between 1 to 5 years	Total	Carrying Value
At 31st March, 2018				
Borrowings (Note 13A and 13B)	16,230.15	4,671.41	20,901.56	20,901.56
Trade Payables (Note 17)	3,566.91	-	3,566.91	3,566.91
Derivative Financial Liability (Note 18)	-	-	-	-
Other Financial Liabilities (Note 18)	2,586.20	-	2,586.20	2,586.20

(₹ in lakhs)

Particulars	Less than 1 year	Between 1 to 5 years	Total	Carrying Value
At 31st March, 2017				
Borrowings (Note 13A and 13B)	11,853.94	2,928.99	14,782.93	14,782.93
Trade Payables (Note 17)	3,972.25	-	3,972.25	3,972.25
Derivative Financial Liability (Note 18)	127.94	-	127.94	127.94
Other Financial Liabilities (Note 18)	998.25	-	998.25	998.25

(₹ in lakhs)

Particulars	Less than 1 year	Between 1 to 5 years	Total	Carrying Value
At 31st March, 2016				
Borrowings (Note 13A and 13B)	10,240.30	1,161.25	11,401.55	11,401.55
Trade Payables (Note 17)	452.29	-	452.29	452.29
Derivative financial liability	-	-	-	-
Other financial liabilities (Note 18)	973.84	-	973.84	973.84

Credit Risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company is exposed to credit risk for trade receivables and financial guarantees to dealers, derivative financial instruments and other financial assets.

The Company assess the counter party before entering into transactions and wherever necessary supplies are made against advance payment. The Company on continuous basis monitor the credit limit of the counter parties to mitigate or minimise the credit risk. The credit risk for the financial guarantees issued by the Company to bank for credit facilities availed by Company's dealers from bank is minimum as those parties have long vintage with the Company and they

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

are also subject to credit risk assessment by bank on periodical basis. The credit risk on export receivables are limited as almost all export sales are made to parties having a long vintage with the Company and new parties are subject to necessary due diligence.

For trade receivables, as a practical expedient, the Company computes credit loss allowance based on expected credit loss method. The movement in expected credit loss allowance on trade receivable is as under:

Particulars	(₹ in lakhs)		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Balance at the beginning of the year	47.16	98.26	70.42
Add/(Less): Loss allowance/reversal for the year	50.65	(51.10)	27.84
Balance at the end of the year	97.81	47.16	98.26

Note 39: Details of Subsidiary and Joint Venture

Name of Company	Subsidiary/ Joint Arrangement	Country of Incorporation	% of Holding as on 31.03.2018	% of Holding as on 31.03.2017	% of Holding as on 31.03.2016	Method used to account for the Investment
RR-Imperial Electricals Limited	Jointly Controlled Entity	Bangladesh	10%	10%	10%	At Cost
Global Copper Private Limited	Subsidiary	India	60%	NA	NA	At Cost

Note 40: Segment Information

- a) In accordance with Ind AS 108 the Company operates only in one segment and there is no separate reportable segment.
- b) Revenue from external Customers: (₹ in lakhs)

Particulars	2017-18	2016-17
- India	94,737.16	80,670.44
- Outside India	10,550.03	8,348.76
Total Revenue	105,287.19	89,019.20

- c) All non current assets of the Company are located in India.
- d) There is no transaction with single external customer which amounts to 10% or more of the Company's revenue.

Note 41: Details of Investments made & Guarantee given covered U/s 186(4) of the Companies Act, 2013

- a) Details of Investments made are given in Note 3.
- b) Financial guarantee has been given by the Company in respect of credit facility availed by the Company's dealers under channel financing arrangements (Note 29.2).

Note 42 : Operating Lease:-

- a) Company has taken premises on an Operating Lease Basis for the period of 3-5 years. The lease rentals are payable on monthly basis.

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

b) Future minimum lease rents payable under non- cancellable lease arrangement are as under:

Particulars	(₹ in lakhs)		
	2017-18	2016-17	2015-16
Not later than 1 year	2.99	2.99	-
Later than 1 year but not later than 5 years	6.72	9.71	-

c) Lease payment recognised in the Statement of Profit & Loss in respect of operating lease is ₹ 26.45 lakhs (P.Y. ₹ 24.13 lakhs.)

Note 43: First time adoption of Ind AS:-

These are the first Financial Statements of the Company prepared in accordance with Ind AS.

The Accounting Policies set out in Note 1 have been applied in preparing the Financial Statements for the year ended 31st March, 2018, the comparative information presented in these Financial Statements for the year ended 31st March, 2017 and in the preparation of an opening Ind AS Balance Sheet as at 1st April, 2016 (the date of transition). In preparing opening Ind AS Balance Sheet, the Company has adjusted the amounts reported previously in Financial Statements prepared in accordance with the Accounting Standards notified under Companies (Accounting Standards) Rules, 2006 (as amended) and other relevant provisions of the Act (Previous GAAP). An explanation of how the transition from Previous GAAP to Ind AS has affected the financial position, financial performance and cash flows of the Company are set out in the following tables and notes:

A) Exemptions and exceptions availed

In preparing these Ind AS Financial Statements, the Company has availed certain exemptions and exceptions in accordance with Ind AS 101 "First-time Adoption of Indian Accounting Standards" (Ind AS 101), as explained below. The resulting differences between the carrying values of the assets and liabilities in the Financial Statements as at the transition date under Ind AS and Previous GAAP have been recognised directly in equity (retained earnings or another appropriate category of equity). This note explains the adjustments made by the Company in restating its Previous GAAP Financial Statements, including the Balance Sheet as at 1st April, 2016 and the Financial Statements for the year ended 31st March, 2017.

A.1) Ind AS optional exemptions

Set out below are the applicable Ind AS 101 optional exemptions applied in the transition from Previous GAAP to Ind AS:-

i) Deemed Cost

Ind AS 101 permits a first-time adopter to elect to continue with the carrying value for all of its property, plant and equipment and intangible assets as recognised in the Financial Statements as at the date of transition to Ind AS, measured under Previous GAAP and use that as its deemed cost as at the date of transition. Accordingly, the Company has elected to measure all of its property, plant and equipment and intangible assets at their Previous GAAP carrying value in their Financial Statements.

ii) Designation of previously recognised financial instruments

Ind AS 101 allows an entity to designate investments in equity instruments at FVOCI on the basis of the facts and circumstances at the date of transition to Ind AS. The Company has elected to apply this exemption for its investment in equity (other than investment in Joint Venture).

iii) Investment in Joint Venture (Jointly Controlled Entity)

Ind AS 101 permits a first-time adopter to measure its investment at the date of transition at cost determined in accordance with Ind AS 27 or deemed cost. The deemed cost of such investment shall be its fair value at the date of transition to Ind AS or carrying amount at that date as per Previous GAAP. The Company has elected to measure its investment in Jointly Controlled Entity under Previous GAAP carrying amount as its deemed cost on the date of transition.

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)
iv) Long-term foreign currency monetary items

Exchange differences arising on translation of long term foreign currency monetary items recognised in the Previous GAAP financial statements in respect of which the Company has elected to recognise such exchange differences as a part of cost of assets as allowed under Ind AS 101. Such differences are added/deducted to/ from the cost of assets and are recognised in the statement of profit and loss on a systematic basis as depreciation over the balance life of the assets.

A.2) Ind AS mandatory exceptions

The Company has applied the following mandatory exceptions from full retrospective application of Ind AS as required under Ind AS 101:

i) Estimates

Estimates in accordance with Ind AS at the transition date will be consistent with estimates made for the same date in accordance with Previous GAAP (after adjustments to reflect any difference in Accounting Policies) unless there is objective evidence that those estimates were in error. On assessment of estimates made under the Previous GAAP financial statements, the Company has concluded that there is no necessity to revise such estimates under Ind AS, as there is no objective evidence of an error in those estimates.

ii) Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification and measurement of financial assets on the basis of facts and circumstances which exist on the date of transition to Ind AS. Accordingly, the Company has applied the requirement prospectively.

B) Reconciliation between Previous GAAP and IND AS

The following statements of reconciliation provide the explanation and qualification of the differences arising from the transition from Previous GAAP to Ind AS in accordance with Ind AS 101.

- (i) Reconciliation of total equity as at 1st April, 2016 and 31st March, 2017
- (ii) Reconciliation of total comprehensive income for the year ended 31st March, 2017
- (iii) Reconciliation of cash flow statement for the year ended 31st March, 2017

(i) Reconciliation of total equity as at 1st April, 2016 and 31st March, 2017

(₹ In lakhs)

Particulars	Footnotes	As at 31.03.2017			As at 01.04.2016		
		Previous GAAP	Effect of Transition to Ind AS	Ind AS	Previous GAAP	Effect of Transition to Ind AS	Ind AS
ASSETS							
NON-CURRENT ASSETS							
Property, Plant and Equipment	C (vi)	7,140.41	25.91	7,166.32	5,033.58	-	5,033.58
Capital work in progress		46.81	3.36	50.17	165.71	-	165.71
Intangible Assets		2.72	-	2.72	4.44	-	4.44
Financial Assets							
Investments	C (i)	284.29	3,813.20	4,097.49	284.29	1,722.80	2,007.09
Loans	C (ii)	44.45	(16.96)	27.49	44.21	(7.34)	36.87
Other Financial Assets		50.79	-	50.79	0.47	-	0.47
Income Tax Asset (Net)		35.65	-	35.65	52.19	-	52.19
Other Assets	C (ii) & (iv)	842.02	8.11	850.13	552.37	3.95	556.32
		8,447.14	3,833.62	12,280.76	6,137.26	1,719.41	7,856.67

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

(₹ In lakhs)

Particulars	Footnotes	As at 31.03.2017			As at 01.04.2016		
		Previous GAAP	Effect of Transition to Ind AS	Ind AS	Previous GAAP	Effect of Transition to Ind AS	Ind AS
CURRENT ASSETS							
Inventories	D	3,967.27	14.59	3,981.86	1,902.16	9.82	1,911.98
Financial Assets							
Trade Receivables		14,759.63	-	14,759.63	11,333.11	-	11,333.11
Cash and Cash Equivalents		1,283.07	-	1,283.07	162.39	-	162.39
Other Balance with Banks		98.11	-	98.11	135.78	-	135.78
Loans	C (ii)	11.65	9.15	20.80	18.41	1.71	20.12
Other Financial Assets		12.05	-	12.05	9.25	12.83	22.08
Other Assets	C (ii) & (iv)	1,399.61	1.32	1,400.93	1,261.10	1.61	1,262.71
		21,531.39	25.06	21,556.45	14,822.20	25.97	14,848.17
TOTAL ASSETS		29,978.53	3,858.68	33,837.21	20,959.46	1,745.38	22,704.84
EQUITY AND LIABILITIES							
EQUITY							
Equity Share Capital		1,100.00	-	1,100.00	1,100.00	-	1,100.00
Other Equity	C (ix)	8,437.00	2,944.18	11,381.18	6,278.69	1,319.98	7,598.67
		9,537.00	2,944.18	12,481.18	7,378.69	1,319.98	8,698.67
LIABILITIES							
NON CURRENT LIABILITIES							
Financial Liabilities							
Borrowings		2,928.99	-	2,928.99	1,161.25	-	1,161.25
Provisions		72.14	-	72.14	62.79	-	62.79
Deferred tax Liabilities (Net)	C (v)	321.45	856.05	1,177.50	302.09	383.17	685.26
Deferred Income	C (vi)	-	52.21	52.21	-	42.23	42.23
		3,322.58	908.26	4,230.84	1,526.13	425.40	1,951.53
CURRENT LIABILITIES							
Financial Liabilities							
Borrowings		11,853.94	-	11,853.94	10,240.30	-	10,240.30
Trade Payable		3,972.25	-	3,972.25	452.29	-	452.29
Other Financial Liabilities	C (iii)	1,119.95	6.24	1,126.19	973.84	-	973.84
Other Liabilities		85.72	-	85.72	132.68	-	132.68
Provisions		43.79	-	43.79	22.15	-	22.15
Income Tax Liabilities (Net)		43.30	-	43.30	233.38	-	233.38
		17,118.95	6.24	17,125.19	12,054.64	-	12,054.64
TOTAL EQUITY AND LIABILITIES		29,978.53	3,858.68	33,837.21	20,959.46	1,745.38	22,704.84

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)
(ii) Reconciliation of total comprehensive income for the year ended 31st March, 2017

(₹ In lakhs)

Particulars	Footnotes	Year ended 31 st March, 2017		
		Previous GAAP	Effect of Transition to Ind AS	Ind AS
REVENUE FROM OPERATIONS				
Sale of products and other operating revenues	C (vi) & (vii)	80,097.48	(14.53)	80,082.95
Excise duty	C (vii)	-	8,936.25	8,936.25
Other income	C (ii), (iii) & (vii)	161.34	3.36	164.70
TOTAL REVENUE (I)		80,258.82	8,925.08	89,183.90
Cost of materials consumed		69,590.91	-	69,590.91
Changes in inventories		(145.11)	-	(145.11)
Excise duty	C (vii)	-	8,936.25	8,936.25
Employee benefits expense	C (ii) & (viii)	2,023.21	(21.40)	2,001.81
Finance costs	C (iii) & (iv)	1,094.90	(2.31)	1,092.59
Depreciation and amortisation expense	C (vi)	833.10	0.47	833.57
Other expenses	C (vi) & (vii), D	3,550.95	(16.47)	3,534.48
TOTAL EXPENSES (II)		76,947.96	8,896.54	85,844.50
PROFIT BEFORE TAX (I-II)		3,310.86	28.54	3,339.40
Tax Expense				-
Current Tax		1,175.52	-	1,175.52
Excess Tax provision for earlier years		(42.33)	-	(42.33)
Deferred Tax	C (v)	19.36	(1.85)	17.51
Total Tax expense		1,152.55	(1.85)	1,150.70
PROFIT AFTER TAX		2,158.31	30.39	2,188.70
OTHER COMPREHENSIVE INCOME				
A (i) Item that will not be reclassified to profit or loss				
a) Remeasurement benefit of defined benefit plans	C (viii)	-	(21.86)	(21.86)
b) Fair value gain on investment in equity instrument through OCI	C (i)	-	2,090.40	2,090.40
(ii) Income tax relating to items that will not be reclassified to profit or loss	C (i), (v) & (viii)	-	(474.73)	(474.73)
B (i) Items that will be reclassified to profit or loss		-	-	-
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-	-
TOTAL OTHER COMPREHENSIVE INCOME (A+B)		-	1,593.81	1,593.81
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		2,158.31	1,624.20	3,782.51

(iii) Reconciliation of cash flow statement for the year ended 31st March, 2017

The transition from previous GAAP to IND AS has no material impact on the statement of cash flow statement.

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

C) Footnotes to Reconciliation between Previous GAAP and IND AS

i) Fair Valuation of Non- Current Investment

In the financial statements prepared under Previous GAAP, non- current investment of the Company was measured at cost less provision for other than temporary decline in the value of such investment. In accordance with Ind AS 109 “Financial Instruments”, investment in equity instruments (other than in joint venture) has been recognised at fair value at each reporting date through an irrevocable election under other comprehensive income.

On the date of transition to Ind AS, the difference between the fair value of such non-current investments as per Ind AS and its corresponding carrying amount as per financial statements prepared under Previous GAAP, has resulted in an increase in the carrying amount of this investment by ₹ 1,722.80 lakhs which has been recognised directly in retained earnings (Equity). Deferred tax liability (net) amounting to ₹ 375.35 lakhs has been recognised directly in retained earnings (equity) on such fair valuation gain.

As at 31st March, 2017, the difference between the fair value of such non-current investment as per Ind AS and its corresponding carrying amount as per financial statements prepared under Previous GAAP, has resulted in an increase in the carrying amount of this investment by ₹ 3,813.20 lakhs. On such fair valuation, gain amounting to ₹ 2,090.40 lakhs and deferred tax liability (net) of ₹ 482.29 lakhs has been recognised in OCI.

ii) Fair valuation of Non – Current Financial Assets

Loan to employees and security deposits are financial assets, which need to be measured at amortised cost. Under the Previous GAAP same were measured at transaction amount. In accordance with Ind AS 109 “Financial Instruments”, the Company has measured the same retrospectively at amortised cost on the date of transition.

Accordingly, the carrying values of loan to employees and security deposits have undergone changed and corresponding impacts have been given in the employee benefits expense, rent expense and other income.

iii) Fair valuation of derivatives

Premium or discount arising on forward exchange contracts entered into by the Company against underline liabilities/ assets under the Previous GAAP is accounted by amortising premium or discount at the inception of contract over the terms of contract. Premium or discount is measured by the difference between the exchange rate at the date of inception of forward exchange contract and the forward rate. In accordance with Ind AS 109 “Financial Instrument” the Company has accounted those derivatives contracts at its fair value and any gain or loss is charged to statement of profit and loss account and net amount is reports as forward receivable/ payable under current financial assets/ liabilities.

iv) Fair Valuation of Financial Liabilities

In accordance with Ind As 109 “ Financial Instruments” transaction cost of long term borrowing to be recognised in the statement of profit and loss using effective interest rate. Under the GAAP same was amortized upfront and charged to profit or loss for the period.

v) Deferred tax

Under Previous GAAP, deferred taxes were accounted for using the income statement approach which focuses on differences between taxable profit and accounting profit for the period. Ind AS requires entities to account for deferred taxes using the Balance Sheet approach which focuses on temporary differences between the carrying amount of an asset or liability in the Balance Sheet and its tax base. The application of Ind AS 12 approach has resulted in recognition of deferred taxes on temporary differences which were not required to be recorded under Previous GAAP.

In addition, the various transitional adjustments have led to deferred tax implications which the Company has accounted for. Deferred tax adjustments are recognised in correlation to the underlying transaction either in retained earnings or other comprehensive income on the date of transition.

vi) Government Grant

In accordance with Ind AS 20 “Government Grant” duty saved on import of capital goods and spares under the EPCG scheme has been treated as a Government grant. The benefit has been grossed up with the cost of the

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

related assets/spares and has been recognised as a deferred income. Such deferred income is released to the statement of profit and loss based on fulfillment of related export obligations. The duty benefit grossed up to the cost of the asset is depreciated based on its useful economic life and duty benefit grossed up to the cost of the spares are charged to the statement of profit and loss as and when the spares are consumed. Under Previous GAAP duty saved in respect of capital goods/spares is adjusted to the value of capital asset/spares. Total amount of duty saved on import of capital goods and spares during the year ended 31st March, 2017 is ₹ 30.50 lakhs which has been adjusted to the cost of capital goods and spares and accordingly the value of property plant & equipment has increased by (net of depreciation of ₹ 0.47 lakhs) ₹ 29.27 lakhs and cost of consumption of spares has increased by ₹ 0.76 lakhs.

Deferred income as on the date of transition is ₹ 42.23 lakhs recognized by adjusting the retained earnings and not adjusted to the carrying value of property, plant and equipment, since the company has adopted exemption to consider the Previous GAAP carrying amount of property, plant and equipment at deemed cost under Para D7AA of Ind AS 101.

vii) Revenue

In the financial statements prepared under Previous GAAP, revenue from sale of products was presented net of excise duty. However, under Ind AS, revenue from sale of products includes excise duty. Excise duty expense amounting to ₹ 8,936.25 lakhs is presented separately in the statement of profit and loss for the year ended 31st March, 2017.

In the financial statements prepared under Previous GAAP no income was recognised for financial guarantee issued without any consideration for credit facility availed by the dealers of the Company from bank under Channel Financing Arrangement but was reported as a contingent liability. Under, Ind As 109 “Financial Instruments” same is required to be initially recognised at its fair value (guarantee commission) and accordingly notional guarantee commission income of ₹ 20.40 lakhs is recognised under other operating revenues for the year ended 31st March, 2017 and correspondingly the said amount is charged to profit and loss and are reduced from revenue from sale of products.

In the financial statements prepared under Previous GAAP, cash discount and sales promotional expenses were shown as a part of other expenses. However, under Ind AS, such discount and sales promotional expenses amounting to ₹ 35.05 lakhs for the year ended 31st March, 2017, are reduced from revenue from sale of products.

Amount of ₹ 20.52 lakhs has been recognised as an income under revenue from operations for the year ended 31st March, 2017 on fulfillment of export obligation from the deferred income for Government grant recognised as on the date of transition.

viii) Employee Benefits

In the financial statements prepared under Previous GAAP, remeasurement benefit of defined benefit plan (gratuity), arising primarily due to change in actuarial assumptions was recognised as employee benefits expense in the statement of profit and loss. Under Ind AS, such remeasurement benefit relating to defined benefit plan is recognised in OCI as per the requirements of Ind AS 19 “Employee benefits”. Consequently, the related tax effect of the same has also been recognised in the statement of profit and loss.

Fair value adjustment for interest free loan to employees has been carried out in accordance with Ind AS 109 “Financial Instruments” and same has been recognised at amortised cost under employee benefits expense.

For the year ended 31st March, 2017, remeasurement of gratuity liability resulted in a net benefit of ₹ 21.86 lakhs which has now been reduced from employee benefits expense in the statement of profit and loss and recognised separately in OCI. Employee benefits expense has been increased by ₹ 0.46 lakhs on account of fair value adjustment for interest free loan to employees. These have resulted in net decrease in employee benefits expense by ₹ 21.40 lakhs and increase in OCI by ₹ 21.86 lakhs for the year ended 31st March, 2017 and corresponding tax effects thereon have been recognised in OCI and in the statement of profit & loss.

ix) Retained earnings

Retained earnings have been adjusted consequent to the above Ind AS transition adjustments.

x) Other comprehensive income

NOTES to Financial statements for the year ended 31st March, 2018 (contd.)

Under Ind AS, all items of income and expenses recognised in a period are to be included in profit or loss for the period, unless a standard requires or permits otherwise. Items of income and expenses which are not recognised in profit or loss, but are shown in the statement of profit and loss as Other Comprehensive Income include remeasurement of defined benefit plans and fair value gain/(loss) on equity instruments designated as FVOCI. The concept of Other Comprehensive Income did not exist under Previous GAAP.

D) Consumable Stores and Spares

Under Previous GAAP the Company was charging consumable stores and spares to statement of profit & loss in the year of purchase however, from the date of transition the Company has decided to charge the same to statement of profit and loss in the year of consumption. Accordingly, the inventory of consumable, stores and spare of ₹ 9.82 lakhs has been recognised on the date of transition and ₹ 14.59 lakhs as on 31st March, 2017 with corresponding adjustments to retained earnings, other expenses and taxes.

E) Previous GAAP figures have been reclassified/regrouped wherever necessary to conform with the financial statements prepared under Ind AS.

As per our Report of even date

For Bhagwagar Dalal & Doshi
Chartered Accountants
(Firm Registration No. 128093W)

Jatin Dalal
Partner
M.No. 124528

Place : Mumbai
Dated : 29th May, 2018

For and on behalf of the Board of Directors

Rameshwarlal Kabra
Chairman - DIN 00150875

Hemant Kabra
Director & CFO- DIN 01812586

Prashant Deshpande
Director - DIN 00087591

H. S. Upendra Kamath
Director- DIN 02648119

Tribhuvanprasad Kabra
Managing Director - DIN 00091375

Satyanarayan Loya
Director - DIN 00091323

R. Kannan
Director - DIN 00227980

Madan Vaishnawa
Company Secretary- ACS 19127

Mahendrakumar Kabra
Joint Managing Director -
DIN 00473310

Sandeep Jhanwar
Director - DIN 00124901

Dr. Ajai Singh
Director -DIN 00281743

INDEPENDENT AUDITOR'S REPORT

To
The Members,
Ram Ratna Wires Limited
Mumbai

1. Report on the Consolidated Ind AS Financial Statements

We have audited the accompanying consolidated Ind AS financial statements of **Ram Ratna Wires Limited** (hereinafter referred to as "the Parent"), its subsidiary (the Parent and its subsidiary together referred to as "the Group") and its joint venture ("the Jointly Controlled Entity"), comprising of the Consolidated Balance Sheet as at **31st March, 2018**, the Consolidated Statement of Profit and Loss (including Other comprehensive Income), the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information (together hereinafter referred to as "the consolidated Ind AS financial statements").

2. Management's Responsibility for the Consolidated Ind AS Financial Statements

The Parent's Board of Directors is responsible for the preparation of these Consolidated Ind AS Financial Statements in terms of the requirements of the Companies Act, 2013 ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group including the Jointly Controlled Entity in accordance with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rule, 15 as amended and other accounting principles generally accepted in India. The respective Board of Directors of the Parent, the Subsidiary and the Jointly Controlled Entity are responsible for maintenance of adequate accounting records in accordance with the provisions of the act for safeguarding the assets of the Group and its Jointly controlled entity and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated Ind AS financial statements by the Directors of the Parent, as aforesaid.

3. Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated Ind AS financial statements based on our audit.

In conducting our audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated Ind AS financial statements, whether due to fraud or error. In making these risk assessments, the auditor considers internal financial control relevant to the Parent's preparation of the consolidated Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Parent's Board of Directors, as well as evaluating the overall presentation of the consolidated Ind AS financial statements.

We believe that the audit evidence obtained by us and other auditors in terms of their report referred to in the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated Ind AS financial statements.

4. Opinion

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of report of other auditors on separate financial statements of the subsidiary and the jointly controlled entity referred to below in the Other Matter paragraph, the aforesaid Consolidated Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the Ind AS and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group and the Jointly Controlled Entity as at 31st March, 2018 and their consolidated profit (including Other comprehensive Income), their consolidated cash flows and consolidated statement of changes in equity for the year ended on that date.

5. Other Matter

We did not audit the financial statements of the subsidiary included in the consolidated Ind AS financial statements, whose financial statements reflects total gross assets of ₹ 7,274 lakhs as at 31st March, 2018, total revenue ₹ 11,235 lakhs and net cash outflows amounting to ₹ 26 lakhs for the year ended on that date as considered in the consolidated Ind AS financial statements. The consolidated Ind AS financial statements also include the Parent's share of net (loss) of ₹ 37 lakhs for the year ended 31st March, 2018, as considered in the consolidated Ind AS financial statements, in respect of the Jointly Controlled Entity. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management. The financial statements of the Jointly Controlled Entity in Bangladesh have been restated by the management of the Parent in accordance with the Accounting Standards specified under section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India based on audited financial statements and report thereon of other auditors which were prepared following Accounting Standards and Generally Accepted Accounting Practices prevalent in Bangladesh. Our opinion on the Consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of the subsidiary and the Jointly Controlled Entity and our report in terms of sub-section (3) of section 143 of the Act, in so far as it relates to the subsidiary and the Jointly Controlled Entity is based on the reports of the other auditors.

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

Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, based on our audit and on the consideration of the report of other auditors on separate financial statement and other financial information of the subsidiary and the Jointly Controlled Entity to the extent applicable, that:

- (i) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Ind AS financial statements.
- (ii) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
- (iii) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements.
- (iv) In our opinion, the aforesaid consolidated Ind AS financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
- (v) On the basis of the written representations received from the directors of the Parent as on 31st March, 2018 taken on record by the Board of Directors of the Parent and the report of the statutory auditor of the subsidiary company, none of the directors of the Group is disqualified as on 31st March, 2018 from being appointed as a director in terms of section 164 (2) of the Act.
- (vi) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our Report in the **annexure**, which is based on the auditors' reports of the Parent and the subsidiary company.
- (vii) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - (a) The Consolidated Financial Statements disclosed the impact of pending litigations on consolidated financial position of the Group and the Jointly Controlled entity – Refer Note 29 – "Contingent Liabilities and Commitments".
 - (b) The Group and the Jointly Controlled Entity did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
 - (c) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Group.

For **Bhagwagar Dalal & Doshi**
Chartered Accountants
(Firm's Registration No: 128093W)

Place:- Mumbai
Date:- 29th May, 2018

Jatin V. Dalal
Partner
Membership No. 124528

ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph (vi) under "Report on Other Legal and Regulatory Requirements" in the Independent Auditor's Report of even date to the members of Ram Ratna Wires Limited.

1. 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")

In conjunction with our audit of the Consolidated Ind AS financial statements of the Company as of and for the year ended 31st March, 2018, we have audited the internal financial controls over financial reporting of Ram Ratna Wires Limited ("the Parent") and its subsidiary company, as of that date.

2. Management's Responsibility for Internal Financial Controls

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

3. Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Parent and its subsidiary company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note"), issued by ICAI and the Standards on Auditing prescribed under Section 143 (10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the subsidiary company, in term of their report referred to in Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Parent & its subsidiary company.

4. Meaning of Internal Financial Controls Over Financial Reporting

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

- (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (ii) 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
- (iii) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

5. Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

6. Opinion

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditor referred to in Other Matters paragraph below, the Parent and its subsidiary company have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2018 based on the internal control over financial reporting criteria established by the respective companies 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.

7. Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to the subsidiary company, is based on the corresponding report of the auditor of the subsidiary company.

Our opinion is not modified in respect of the above matters.

For **Bhagwagar Dalal & Doshi**
Chartered Accountants
(Firm's Registration No: 128093W)

Place : - Mumbai
Date : - 29th May, 2018

Jatin V. Dalal
Partner
Membership No. 124528

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2018

(₹ in lakhs)

Particulars	Note No.	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
ASSETS				
NON-CURRENT ASSETS				
Property, Plant & Equipment	2A	13,931.82	7,166.32	5,033.58
Capital Work-in-Progress	2B	560.89	50.17	165.71
Goodwill	2E	137.20	-	-
Intangible Assets	2C	68.10	2.72	4.44
Intangible Assets under development	2D	0.76	-	-
Financial Assets				
Investments	3			
Investment in Joint Venture		380.86	295.12	296.64
Other Investments		6,214.25	3,853.20	1,762.80
Loans	4A	20.15	27.49	36.87
Other Financial Assets	5A	103.88	50.79	0.47
Income Tax Assets (Net)	6	56.94	35.65	52.19
Other Assets	7A	908.48	850.13	556.32
		22,383.33	12,331.59	7,909.02
CURRENT ASSETS				
Inventories	8	4,514.60	3,981.86	1,911.98
Financial Assets				
Trade Receivables	9	22,096.06	14,759.63	11,333.11
Cash and Cash Equivalents	10B	368.38	1,283.07	162.39
Other Balances with Banks	10B	200.24	98.11	135.78
Loans	4B	35.04	20.80	20.12
Other Financial Assets	5B	8.05	12.05	22.08
Other Assets	7B	2,846.63	1,400.93	1,262.71
		30,069.00	21,556.45	14,848.17
TOTAL ASSETS		52,452.33	33,888.04	22,757.19
EQUITY AND LIABILITIES				
EQUITY				
Equity Share Capital	11	1,100.00	1,100.00	1,100.00
Other Equity	12	15,594.08	11,432.01	7,651.02
		16,694.08	12,532.01	8,751.02
Non-Controlling Interest	12	617.56	-	-
		17,311.64	12,532.01	8,751.02
LIABILITIES				
NON-CURRENT LIABILITIES				
Financial Liabilities				
Borrowings	13A	6,374.09	2,928.99	1,161.25
Provisions	14A	68.94	72.14	62.79
Deferred Tax Liability (Net)	15	2,043.82	1,177.50	685.26
Deferred Income	16	153.25	52.21	42.23
		8,640.10	4,230.84	1,951.53
CURRENT LIABILITIES				
Financial Liabilities				
Borrowings	13B	18,154.54	11,853.94	10,240.30
Trade Payables	17	5,357.42	3,972.25	452.29
Other Financial Liabilities	18	2,716.47	1,126.19	973.84
Other Liabilities	19	165.28	85.72	132.68
Provisions	14B	17.41	43.79	22.15
Income Tax Liabilities (Net)	20	89.47	43.30	233.38
		26,500.59	17,125.19	12,054.64
TOTAL EQUITY AND LIABILITIES		52,452.33	33,888.04	22,757.19
Significant Accounting Policies	1			
See accompanying Notes to the Financial Statements	1-40			

As per our Report of even date

For and on behalf of the Board of Directors

For Bhagwagar Dalal & Doshi
 Chartered Accountants
 (Firm Registration No. 128093W)

Rameshwarlal Kabra
 Chairman - DIN 00150875

Tribhuvanprasad Kabra
 Managing Director - DIN 00091375

Mahendrakumar Kabra
 Joint Managing Director
 - DIN 00473310

Jatin Dalal
 Partner
 M.No. 124528

Hemant Kabra
 Director & CFO- DIN 01812586

Satyanarayan Loya
 Director - DIN 00091323

Sandeep Jhanwar
 Director - DIN 00124901

 Place : Mumbai
 Dated : 29th May, 2018

Prashant Deshpande
 Director - DIN 00087591

R. Kannan
 Director - DIN 00227980

Dr. Ajai Singh
 Director -DIN 00281743

H. S. Upendra Kamath
 Director- DIN 02648119

Madan Vaishnawa
 Company Secretary- ACS 19127

CONSOLIDATED STATEMENT OF PROFIT & LOSS for the year ended on 31st March 2018

(₹ in lakhs)

Particulars	Note No.	2017-18	2016-17
Revenue from Operations	21		
Sale of Products		1,13,624.55	87,050.12
Other Operating Revenues		2,766.51	1,969.08
Other Income	22	324.71	164.70
Total Revenue		1,16,715.77	89,183.90
Cost of Materials Consumed	23	1,00,636.79	69,590.91
Excise Duty		2,574.72	8,936.25
Purchase of Stock in Trade		292.75	-
Changes in Inventories	24	(754.19)	(145.11)
Employee Benefits Expense	25	2,568.65	2,001.81
Finance Costs	26	1,734.33	1,092.59
Depreciation & Amortisation Expense	27	1,091.07	833.57
Other Expenses	28	4,218.42	3,534.48
Total Expenses		1,12,362.54	85,844.50
Profit for the year before share of Profit in Jointly Controlled Entity		4,353.23	3,339.40
Add : Share of (Loss)/ Profit of Jointly Controlled Entity		(16.03)	15.88
Profit Before Tax		4,337.20	3,355.28
Tax Expenses:	15		
Current Tax		1,357.46	1,175.52
Excess Tax Provision of earlier years		(9.56)	(42.33)
Deferred tax		215.35	17.51
		1,563.25	1,150.70
Profit for the Year		2,773.95	2,204.58
Other Comprehensive Income (OCI)			
A (i) Items that will not be reclassified to Profit or Loss			
a) Remeasurement benefit of defined benefit plans		(1.29)	(21.86)
b) Fair value gain on investment in equity instrument through OCI		2,360.80	2,090.40
(ii) Income tax relating to items that will not be reclassified to Profit or Loss		(563.47)	(474.73)
B (i) Items that will be reclassified to Profit or Loss			
Exchange difference arising on translation of foreign operations		(20.94)	(17.40)
(ii) Income tax relating to items that will be reclassified to Profit or Loss		-	-
Total Other Comprehensive Income (OCI) (A+B)		1,775.10	1,576.41
Total Comprehensive Income for the year		4,549.05	3,780.99
Profit for the year attributable to			
- Owners of the Company		2,717.30	2,204.58
- Non-Controlling Interest		56.65	-
Other Comprehensive Income for the year attributable to			
- Owners of the Company		1,775.75	1,576.41
- Non-Controlling Interest		(0.65)	-
Total Comprehensive Income for the year attributable to			
- Owners of the Company		4,493.05	3,780.99
- Non-Controlling Interest		56.00	-
Earnings per Equity Share of ₹ 5 each: (Note 30)			
Basic		12.35	10.02
Diluted		12.35	10.02
Significant Accounting Policies	1		
See accompanying Notes to the Financial Statements	1-40		

As per our Report of even date

For Bhagwagar Dalal & Doshi
Chartered Accountants
(Firm Registration No. 128093W)

Jatin Dalal
Partner
M.No. 124528

Place : Mumbai
Dated : 29th May, 2018

For and on behalf of the Board of Directors

Rameshwarlal Kabra
Chairman - DIN 00150875

Hemant Kabra
Director & CFO- DIN 01812586

Prashant Deshpande
Director - DIN 00087591

H. S. Upendra Kamath
Director- DIN 02648119

Tribhuvanprasad Kabra
Managing Director - DIN 00091375

Satyanarayan Loya
Director - DIN 00091323

R. Kannan
Director - DIN 00227980

Madan Vaishnawa
Company Secretary- ACS 19127

Mahendrakumar Kabra
Joint Managing Director
- DIN 00473310

Sandeep Jhanwar
Director - DIN 00124901

Dr. Ajai Singh
Director -DIN 00281743

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY for the year ended on 31st March 2018

(₹ in lakhs)

	As at 31.03.2018	As at 31.03.2017
EQUITY SHARE CAPITAL		
Balance at the beginning of the year	1,100.00	1,100.00
Changes in equity share capital during the year	-	-
Balance at the end of the year	1,100.00	1,100.00

(₹ in lakhs)

OTHER EQUITY	Reserves & Surplus		Equity Instruments through OCI	Foreign Currency Transnational Reserve	Total attributable to Owners of the Company	Non Controlling Interest
	Security Premium	General Reserve				
Balance as at 1st April, 2016	763.20	513.00	1,347.45	58.79	7,651.02	-
Additions during the year	-	-	-	-	2,204.58	-
Profit for the year	-	-	-	-	(17.40)	-
Add/(Less): Items of OCI for the year, net of tax- Exchange difference arising on translation of foreign operation	-	-	-	(17.40)	(17.40)	-
Remeasurement benefit of defined benefit plans	-	-	-	-	(14.30)	-
Net fair value gain on investment in equity instruments through OCI	-	-	1,608.11	-	1,608.11	-
Total Comprehensive Income For the year 2016-17	-	-	1,608.11	(17.40)	3,780.99	-
Reductions during the year	-	-	-	-	-	-
Dividend	-	-	-	-	-	-
Income Tax on Dividend	-	-	-	-	-	-
Transfer to General Reserve	-	-	-	-	-	-
Total	-	-	-	-	-	-
Balance as at 31st March, 2017	763.20	513.00	2,955.56	41.39	11,432.01	-
Additions during the year	-	-	-	-	-	561.56
Non Controlling Interest as on date of acquisition	-	-	-	-	-	56.65
Profit for the year	-	-	-	-	2,717.30	-
Items of OCI for the year, net of tax- Exchange difference arising on translation of foreign operation	-	-	-	(20.94)	(20.94)	-
Remeasurement benefit of defined benefit plans	-	-	-	-	(0.23)	(0.65)
Net fair value gain on investment in equity instruments through OCI	-	-	1,796.92	-	1,796.92	-
Total Comprehensive Income For the year 2017-18	-	-	1,796.92	(20.94)	4,493.05	617.56
Reductions during the year	-	-	-	-	-	-
Dividend	-	-	-	-	(275.00)	-
Income Tax on Dividend	-	-	-	-	(55.98)	-
Transfer to General Reserve	-	-	-	-	-	-
Total	-	-	0.00	0.00	(330.98)	-
Balance as at 31st March, 2018	763.20	513.00	4,752.48	20.45	15,594.08	617.56

As per our Report of even date For and on behalf of the Board of Directors

For Bhagwagar Dalal & Doshi Chartered Accountants (Firm Registration No. 128093W)	Rameshwarlal Kabra Chairman - DIN 00150875	Tribhuvanprasad Kabra Managing Director - DIN 00091375	Mahendrakumar Kabra Joint Managing Director - DIN 00473310
Jatin Dalal Partner M.No. 124528	Hemant Kabra Director & CFO- DIN 01812586	Satyanarayan Loya Director - DIN 00091323	Sandeep Jhanwar Director - DIN 00124901
Place : Mumbai Dated : 29 th May, 2018	Prashant Deshpande Director - DIN 00087591	R. Kannan Director - DIN 00227980	Dr. Ajai Singh Director -DIN 00281743
	H. S. Upendra Kamath Director- DIN 02648119	Madan Vaishnawa Company Secretary- ACS 19127	

CONSOLIDATED CASH FLOW STATEMENT for the year ended 31st March, 2018

(₹ in lakhs)

Particulars	2017-18	2016-17
(A) CASH FLOW FROM OPERATING ACTIVITIES		
Profit Before Tax	4,337.20	3,339.40
Adjustments for		
Depreciation & amortisation	1,091.07	833.57
EPCG Grant related to property, plant & equipment	(110.02)	(20.52)
Share of Profit from Jointly Controlled Entity	16.03	-
Change in fair value of Inventory	(29.11)	-
Finance costs	1,734.33	1,092.59
Interest income	(11.37)	(6.03)
Dividend income	(41.60)	(13.00)
Allowance for doubtful debts and bad debts written off	51.09	189.29
Unrealised foreign exchange (gain)/ loss (net)	(3.21)	(8.33)
Loss on sale of property, plant & equipment (net)	5.35	1.91
Operating Profit before working capital changes	7,039.76	5,408.88
Adjustments for		
Trade receivables	(5,365.71)	(3,609.61)
Financial assets	0.11	3.99
Other assets	(1,054.54)	(190.64)
Inventories	(83.84)	(2,069.88)
Trade payables	743.62	3,534.48
Financial liabilities	343.32	338.60
Other liabilities & provisions	(52.82)	(37.83)
Cash generated from operating activities	1,569.90	3,377.99
Income tax paid (net of refund)	(1,354.11)	(1,316.62)
Net cash flow from Operating activities (A)	215.79	2,061.37
(B) CASH FLOW FROM INVESTING ACTIVITIES		
Purchases of property, plant & equipment	(5,387.72)	(3,091.26)
Sale of property, plant & equipment	6.26	25.71
Purchase of non-current investment- Subsidiary	(929.54)	(50.00)
Purchase of non-current investment and share application money- Joint Venture	(225.80)	-
Proceed from fixed deposits (net)	(32.08)	30.05
Dividend received	41.60	13.00
Interest received	12.33	7.04
Net cash flow (used in) Investing activities (B)	(6,514.95)	(3,065.46)

(₹ in lakhs)

Particulars	2017-18	2016-17
(C) CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from non current borrowing (net)	2,442.47	1,560.60
Proceeds from current borrowing (net)	4,914.22	1,621.40
Finance costs paid	(1,744.25)	(1,057.23)
Dividend paid (Inclusive of income tax on dividend)	(330.98)	-
Net cash flow from Financing activities (C)	5,281.46	2,124.77
(D) Net increase / (decrease) in cash and equivalents (A+B+C)	(1,017.70)	1,120.68
Add: Cash and cash equivalents as at 1st April	1,283.07	162.39
Add : Acquired on business combination	103.01	-
Cash and cash equivalents as at 31st March	368.38	1,283.07

Notes:

- a) The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (Ind AS-7)- Statement of Cash Flow.

(₹ in lakhs)

Particulars	As at 31.03.2018	As at 31.03.2017
b) Cash and Cash Equivalent comprises of		
Cash on hand	5.88	2.70
Balance with banks	362.50	1,280.37
Cash and cash equivalents in Cash Flow Statement	368.38	1,283.07

- c) **Reconciliation of liabilities arising from financing activities** (₹ in lakhs)

Particulars	As at 31.03.2017	On account of Acquisition	Cash flows	Non cash changes		As at 31.03.2018
				Fair value changes	Current/ Non-Current Classification	
Borrowings- Non Current	2,928.99	1,818.54	2,571.59	-	(945.03)	6,374.09
Other Financial Liabilities	16.97	112.15	(129.12)	-	945.03	945.03
Borrowings- Current	11,853.94	1,394.39	4,906.21	8.01	-	18,154.54

As per our Report of even date

For Bhagwagar Dalal & Doshi
Chartered Accountants
(Firm Registration No. 128093W)

Jatin Dalal
Partner
M.No. 124528

Place : Mumbai
Dated : 29th May, 2018

For and on behalf of the Board of Directors

Rameshwarlal Kabra
Chairman - DIN 00150875

Hemant Kabra
Director & CFO- DIN 01812586

Prashant Deshpande
Director - DIN 00087591

H. S. Upendra Kamath
Director- DIN 02648119

Tribhuvanprasad Kabra
Managing Director - DIN 00091375

Satyanarayan Loya
Director - DIN 00091323

R. Kannan
Director - DIN 00227980

Madan Vaishnawa
Company Secretary- ACS 19127

Mahendrakumar Kabra
Joint Managing Director
- DIN 00473310

Sandeep Jhanwar
Director - DIN 00124901

Dr. Ajai Singh
Director -DIN 00281743

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018

CORPORATE INFORMATION

The consolidated financial statements comprise consolidated financial statements of Ram Ratna Wires Limited ('the Parent'), its subsidiary Global Copper Private Limited ('the Subsidiary') (collectively 'the Group') and Jointly Controlled Entity RR-Imperial Electricals Limited for the year ended 31st March, 2018.

The Parent is a public company limited by shares incorporated and domiciled in India with its registered office in Mumbai, Maharashtra. The Parent is listed on the Bombay Stock Exchange (BSE).

The Parent and its jointly controlled entity are engaged in the business of manufacturing of enamelled winding wires and strips and the Subsidiary is engaged in the business of trading and manufacturing of copper tubes & pipes.

The consolidated financial statements as at 31st March, 2018 present the consolidated financial position of the Group as well as its interest in jointly controlled entity. The consolidated financial statements were approved by the Board of Directors and authorised for issue on 29th May, 2018.

The functional and presentation currency of the Group is Indian Rupees (₹) which is the currency of the primary economic environment in which the Group operates.

Note 1. SIGNIFICANT ACCOUNTING POLICIES

(a) BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS

(i) Basis of preparation

These consolidated financial statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('the Act') read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act.

The consolidated financial statements for the year ended 31st March, 2018 are the first Ind AS consolidated financial statements of the Group. The consolidated financial statements for all the periods upto and including the year ended 31st March, 2017 were prepared in accordance with Accounting Standards notified under section 133 of the Companies Act, 2013 read together with Rule 7 of the Companies (Accounts) Rules, 2014 ("Previous GAAP").

The total Equity as at 1st April, 2016 and 31st March, 2017 and total Comprehensive Income and Cash Flow for the year ended 31st March, 2017 have now been restated to give effect of Ind AS and to arrive at comparable figures for the year ended 31st March, 2018 by availing voluntary exemptions and subject to mandatory exceptions as per Ind AS 101 'First-time adoption of Indian Accounting Standards ('Ind AS 101')'. Reconciliation and descriptions of the effect of the transition has been summarized in Note 40.

The consolidated financial statements have been prepared on accrual and going concern basis. The accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

(ii) Basis of Measurement

These consolidated financial statements have been prepared and presented under the historical cost convention except for certain consolidated financial assets and consolidated financial liabilities that are required to be measured at fair values at the end of each reporting period by Ind AS.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

(iii) Recent accounting pronouncements

In March 2018, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) (Amendments) Rules, 2018, notifying Ind AS 115 - 'Revenue from Contracts with Customers' and appendix

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

B to Ind AS 21 'The Effects of Changes in Foreign Exchange Rates' and amendments to Ind AS 12 - 'Income Taxes', Ind AS 28 - 'Investments in Associates and Joint Ventures' and Ind AS 40 - 'Investment Property'; which will be effective from the accounting year beginning on or after 1st April, 2018.

The Group is in the process of evaluating the impact of these pronouncements on the financial statements of the Group.

(iv) **Current/ Non- Current Classification**

Any asset or liability is classified as current if it satisfies any of the following conditions:

- the asset/liability is expected to be realized/settled in the Group's normal operating cycle;
- the asset is intended for sale or consumption;
- the asset/liability is held primarily for the purpose of trading;
- the asset/liability is expected to be realized/settled within twelve months after the reporting period;
- the asset is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date;
- in the case of a liability, the Group does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date;
- All other assets and liabilities are classified as non-current.

For the purpose of current/non-current classification of assets and liabilities, the Group has ascertained its normal operating cycle as twelve months. This is based on the nature of product and the time between the acquisition of assets or inventories for processing and their realization in cash and cash equivalents.

(b) **KEY ACCOUNTING ESTIMATES, JUDGEMENTS AND ASSUMPTIONS**

The preparation of consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of assets, liabilities, revenues, expenses and the accompanying disclosures and disclosures of contingent liabilities. Uncertainty about these assumptions and estimates could result in the outcomes requiring adjustment to the carrying amounts of assets or liabilities in future periods. The estimates and the associated assumptions are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Group and that are believed to be reasonable under the circumstances. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as the management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the consolidated financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the consolidated financial statements. Changes in accounting estimates are recognised prospectively.

Significant judgements and estimates relating to the carrying values of assets and liabilities include useful lives of property, plant and equipment and intangible assets, impairment of property, plant and equipment, intangible assets and investments, provision for employee benefits and other provisions, recoverability of deferred tax assets, commitments and contingencies.

(c) **Basis of Consolidation**

(i) **Consolidation of Subsidiary**

The consolidated financial statements incorporate the financial statements of the Parent and entity controlled by the Parent i.e. the subsidiary.

Control is achieved when the company is exposed to or has rights to the variable returns of the entity and the ability to affect those returns through its power over the entity. Consolidation of a subsidiary begins when the company obtains control over the subsidiary and ceases when the company loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

in the consolidated financial statements from the date the company gains control until the date the company ceases to control the subsidiary.

Wherever necessary, adjustments are made to the financial statements of the Subsidiary to bring their accounting policies in line with those used by the Parent; if any.

Consolidation Procedure

- Combine like items of assets, liabilities, equity, income, expenses and cash flows of the Parent with those of the Subsidiary. For this purpose, income and expenses of the Subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.
- Offset (eliminate) the carrying amount of the Parent's investment in the Subsidiary and the Parent's portion of equity of the Subsidiary. Business combinations policy explains how to account for any related goodwill.
- Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.
- Non-controlling interests in the net assets (excluding goodwill) of the Subsidiary is identified separately from the Group's equity. The interest of non-controlling shareholders may be initially measured either at fair value or at the non-controlling interests' proportionate share of the fair value of the acquiree's identifiable net assets. The choice of measurement basis is made on an acquisition-by-acquisition basis. Subsequent to acquisition, the carrying value of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity. Total comprehensive income is attributed to non-controlling interests even if it results in the non-controlling interests having a deficit balance.

(ii) Consolidation of Joint Venture (Jointly Controlled entity)

The joint venture is an arrangement in which two or more parties have joint control. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decision about the relevant activities require the unanimous consent of the parties sharing control.

The Group's investment in jointly controlled entity is accounted for using the equity method. Under the equity method, the investment in a joint venture is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the joint arrangement since the acquisition date. Goodwill, if any relating to the joint venture is included in the carrying amount of the investment and is not tested for impairment individually.

The consolidated statement of profit and loss reflects the Group's share of the results of jointly controlled entity. Any change in OCI of the jointly controlled entity is presented as part of the Group's OCI. Unrealised gains and losses resulting from inter-group transactions between the Group and the joint venture are eliminated to the extent of the interest in the joint venture.

If Group's share of losses of a joint venture exceeds its interest in that joint venture, the Group discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the joint venture. If the joint venture subsequently reports profits, the Group resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognized.

After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its joint venture. At each reporting date, the Group determines whether there is objective evidence that the investment in the joint venture is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the joint venture and its carrying value, and then recognises the loss as share of profit of a joint venture in the consolidated statement of profit or loss.

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)**(d) SIGNIFICANT ACCOUNTING POLICIES****i) Property, Plant and Equipment**

An item of property, plant and equipment is recognised as an asset if it is probable that the future economic benefits associated with the item will flow to the Group and its cost can be measured reliably. This recognition principle is applied to the costs incurred initially to acquire an item of property, plant and equipment and also to costs incurred subsequently to add to, replace part of, or service it. All other repair and maintenance costs, including regular servicing, are recognised in the statement of profit and loss as incurred. When a replacement occurs, the carrying value of the replaced part is de-recognised. Where an item of property, plant and equipment comprises major components having different useful lives, these components are accounted for as separate items.

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at acquisition cost net of accumulated depreciation and accumulated impairment losses, if any. The cost of an item of property, plant and equipment comprises of its purchase price including import duties and other non-refundable purchase taxes or levies, directly attributable cost of bringing the asset to its working condition for its intended use and the initial estimate of decommissioning, restoration and similar liabilities, if any. Any trade discount or rebate is deducted in arriving at the purchase price. Cost includes cost of replacing a part of a plant and equipment if the recognition criteria are met.

Items such as spare parts, stand-by equipment and servicing equipment that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Costs in nature of repairs and maintenance are recognized in the statement of profit and loss as and when incurred.

Capital work-in-progress includes cost of property, plant and equipment not ready for the intended use as at the balance sheet date. Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as 'capital advances' under other non-current assets.

The cost and related accumulated depreciation are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognised in the statement of profit and loss. Assets to be disposed of are reported at the lower of the carrying value or the fair value less cost to sale.

On transition to Ind AS, the Group has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1st April, 2016 measured as per previous GAAP as the deemed cost of the property, plant and equipment.

Exchange differences arising on translation of long term foreign currency monetary items recognised in the Previous GAAP financial statements in respect of which the Group has elected to recognise such exchange differences as a part of cost of assets as allowed under Ind AS 101. Such differences are added/deducted to/ from the cost of assets and are recognised in the statement of profit and loss on a systematic basis as depreciation over the balance life of the assets.

ii) Intangible Assets

Intangible assets acquired are initially measured at cost. Intangible assets arising on acquisition of business are measured at fair value as at date of acquisition. Following initial recognition, intangible assets with defined useful lives are carried at cost less accumulated amortization and accumulated impairment loss, if any. Internally generated intangibles are not capitalized and the related expenditure is reflected in consolidated statement of profit and loss in the period in which the expenditure is incurred.

Computer Software an intangible asset is measured on initial recognition at cost. Costs comprise of license fees and cost of system integration services and development.

The carrying amount of an intangible asset is derecognized on disposal or when no future economic benefits are expected from its use or disposal. On de-recognition the intangible asset is measured as the difference between the net disposal proceeds and the carrying amount of the intangible asset and is recognized in the statement of profit and loss.

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

iii) Depreciation on Property, Plant & Equipment and Amortisation of Intangible Assets

Depreciation on property, plant and equipment is provided using the straight line method based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013 in consideration with useful life of the assets as estimated by the management.

Intangible Assets with finite lives are amortized on a straight line basis over the estimated useful economic life. The amortization expense on intangible assets with finite lives is recognized in the statement of profit and loss.

The estimated useful lives and residual values are reviewed at the end of each financial year. If any of these expectations differ from previous estimates, such change is accounted for as a change in an accounting estimate and adjusted prospectively, if any.

The estimated useful life of items of property, plant and equipment and intangible Assets are:

Particulars	Years	Particulars	Years
Factory Building	30	Office & Other Equipment	5 to 10
Workers Quarters	60	Vehicle	8 to 10
Plant & Equipment	15 to 40	Computer/ Laptop/ Computers Hardware	3
Furniture & Fixtures	10	Computer Servers	6
Electrical Installations	10	Computer Software	5

iv) Impairment of Assets

At each balance sheet date, the Group reviews the carrying values of its property, plant and equipment and intangible assets to determine whether there is any indication that the carrying value of those assets may not be recoverable through continuing use. If any such indication exists, the recoverable amount of the asset is reviewed in order to determine the extent of impairment loss (if any).

An impairment loss on such assessment will be recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount of the assets is net selling price or value in use, whichever is higher. While assessing value in use, the estimated future cash flows are discounted to the present value by using weighted average cost of capital. A previously recognised impairment loss is further provided or reversed depending on changes in the circumstances and to the extent that carrying amount of the assets does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognised.

v) Leases

The Group as Lessee

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

In respect of assets taken on operating lease, lease rentals are recognized as an expense in the consolidated statement of profit and loss on straight line basis over the lease term unless

- another systematic basis is more representative of the time pattern in which the benefit is derived from the leased asset; or
- the payments to the lessor are structured to increase in the line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

The Group as Lessor

Lease rentals from the workers quarters are recognised in the statement of profit & loss on straight line basis.

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

vi) Inventories

- Raw Materials, Work-in-progress, Stock-in Trade and Finished goods are valued at the lower of cost or net realizable value. The cost is determined using FIFO method.
- The cost of purchase comprises of the purchase price including duties and taxes (other than those subsequently recoverable from the taxing authorities), freight inward and other expenditure directly attributable to the acquisition but net of trade discount, rebates, duties for import under advance licenses and other similar items.
- Packing Materials, Consumable Stores & Spares and Fuel are valued at lower of cost or net realizable value. The cost is determined using FIFO method.
- Scrap is valued at net realizable value.
- The cost of Inventories comprises the cost of purchases, the cost of conversion and the cost of packing materials in case of Finished Goods.
- The cost of conversion comprises of depreciation on factory buildings and plant & machineries, power & fuel, factory management and administration expenses, repairs & maintenance and consumable stores & spares.

vii) 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.

The Group recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss are added to / deducted from the fair value on initial recognition.

a) Financial Assets

Cash and bank balances

Cash and bank balances consist of

- **Cash and cash equivalents** - which includes cash on hand, deposits held at call with banks and other short term deposits which are readily convertible into known amounts of cash, are subject to an insignificant risk of change in value and have maturities of less than one year from the date of such deposits. These balances with banks are unrestricted for withdrawal and usage.
- **Other bank balances** - which includes balances and deposits with banks that are restricted for withdrawal and usage.

Financial assets carried at amortised cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding, using the Effective Interest Rate (EIR) method less impairment, if any, the amortisation of EIR and loss arising from impairment, if any is recognised in the consolidated statement of profit and loss.

Financial assets measured at fair value

A financial asset are measured at fair value through other comprehensive income if it is held within a business model whose objective is to hold these assets in order to collect contractual cash flows or to sell these financial assets and the contractual terms of the financial assets give rise on specified dates

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

to cash flows that are solely payments of principal and interest on the principal amount outstanding. Fair value movements are recognised in the other comprehensive income.

The Group in respect of equity instruments (other than equity instruments of subsidiary and joint venture) which are not held for trading has made an irrevocable election to present the subsequent changes in fair value of such equity instruments in other comprehensive income. Such an election is made by the Group on an instrument by instrument basis at the time of initial recognition of such equity investments. On de-recognition, cumulative gain or loss previously recognised in other comprehensive is reclassified from the equity to retained earnings in the statement of changes in equity.

A financial asset not classified as either amortised cost or at fair value through other comprehensive income is carried at fair value through the consolidated statement of profit & loss.

Impairment of Financial Assets

The Group applies loss allowance using the expected credit loss (ECL) model for the financial assets which are measured at amortised cost and fair value through other comprehensive income. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other consolidated financial assets, ECLs are measured at an amount equal to 12-month ECL, unless there has been a significant increase in credit risk for initial recognition in which case those are measured at lifetime ECL.

De-recognition of financial instruments

A financial asset is de-recognised only when

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

Where the Group has transferred an asset, the Group evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is de-recognised. Where the Group has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not de-recognised.

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

b) Financial Liabilities

Classification as debt or equity

Financial liabilities and equity instruments issued by the Group are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

Financial Liabilities

Trade and other payables are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost using the effective interest rate method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the consolidated statement of profit and loss.

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

Interest bearing loans and overdrafts are initially measured at fair value, and are subsequently measured at amortised cost using effective interest rate method. Any difference between proceeds (net of transaction cost) and the settlement amount of borrowing is recognised over the terms of the borrowings in the consolidated statement of profit and loss

De-recognition

A financial liability is de-recognised when the obligation specified in the contract is discharged, cancelled or has expired.

c) Financial Guarantee Contracts

Financial guarantee contracts are those contracts that require specific payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value adjusted for transaction cost that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

d) Derivative financial instruments

The Group enters into derivative financial contracts in the nature of forward currency contracts with banks to reduce business risks which arise from its exposures to foreign exchange. The instruments are employed as hedges of transactions included in the financial statements or for highly probable forecast transactions/firm contractual commitments.

Derivatives are initially accounted for and measured at fair value from the date the derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period. Any changes therein are generally recognised in the consolidated statement of profit & loss. Derivatives are carried as financial assets when fair value is positive & as financial liabilities when fair value is negative.

e) Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount is reported in the consolidated balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

viii) Fair Value Measurement

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

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows:

- Level 1 — quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — inputs other than quoted prices included within Level that are observable for the asset or liability, either directly or indirectly
- Level 3 — inputs that are unobservable for the asset or liability

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

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

ix) **Non-Current Assets held for sale**

The Group classifies non-current assets as held for sale if their carrying amounts will be recovered principally through a sale rather than through continuing use of the assets and actions required to complete such sale indicate that it is unlikely that significant changes to the plan to sell will be made or that the decision to sell will be withdrawn. Also, such assets are classified as held for sale only if the management expects to complete the sale within one year from the date of classification.

Non-current assets classified as held for sale are measured at the lower of their carrying amount and the fair value less cost to sell. Non-current assets are not depreciated or amortized.

x) **Provisions, Contingent Liabilities and Contingent Assets**

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. These are reviewed at each year end and reflect the best current estimate. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of Management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

Contingent assets are neither recognised nor disclosed in the consolidated financial statements.

xi) **Revenue**

Revenue is recognized when it is probable that economic benefits associated with a transaction flows to the Group in the ordinary course of its activities and the amount of revenue can be measured reliably. Revenue is measured at the fair value of the consideration received or receivable, net of trade discounts, volume rebates and other considerations given to customers that have impacted value of transactions and excluding taxes or duties collected on behalf of the government.

Sale of Goods

Revenue from sale of products is recognized when the Group transfers all significant risks and rewards of ownership to the buyer, while the Group retains neither continuing managerial involvement nor effective control over the products sold.

Job Work

Revenue from Job work is recognised when intended job work is carried out and goods are ready for transfer to the owner of the goods.

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

Interest Income

Interest income is accrued on a time proportion basis, by reference to the principal outstanding and the effective interest rate.

Rental Income

Rental income is recognised in the statement of profit & loss on straight line basis.

Dividend Income

Dividend Income from investments is recognised when shareholder's rights to receive payment have been established.

Commission Income

Guarantee commission income for the financial guarantee issued by the Company to the bank in respect of credit facility granted by the bank to the dealers of the Company is recognised over the period of guarantee.

Export Incentives

Eligible export incentives are recognised in the year in which the conditions precedents are met and there is no significant uncertainty about the collectability.

xii) Government Grant

Government grants are recognised when there is reasonable assurance that the grant will be received and the Group will comply with all the attached conditions. When the grant relates to revenue expense, it is recognised as an income on a systematic basis over the period necessary to match it with the expenses that it is intended to compensate. Government grant related to expenditure on property, plant & equipment is included as cost of property, plant & equipment and is credited to the statement of profit & loss over the useful lives of qualifying assets or credited to the statement of profit & loss over the period in which the corresponding export obligation is fulfilled. Total grants availed less the amounts credited to the statement of profit and loss at the balance sheet date are included in the balance sheet as deferred income.

xiii) Foreign Currency Transactions

Items included in the consolidated financial statements are measured using the currency of the primary economic environment in which the Group operates ('the functional currency'). The functional and presentation currency of the Group is Indian Rupees (₹).

Transactions denominated in foreign currencies entered into by the Group are recorded in the functional currency (i.e. Indian Rupees), by applying to the exchange rate prevailing on the date of transaction. Foreign currency denominated monetary items is restated at the closing exchange rates. Non-monetary items are recorded at exchange rate prevailing on the date of transaction. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is measured. Exchange differences arising out of these translations are recognized in the consolidated statement of profit and loss.

Exchange differences arising on translation of long term foreign currency monetary items recognised in the Previous GAAP financial statements in respect of which the Company has elected to recognise such exchange differences as a part of cost of assets as allowed under Ind AS 101. Such differences are added/deducted to/ from the cost of assets and are recognised in the statement of profit and loss on a systematic basis as depreciation over the balance life of the assets.

For the purpose of presenting in consolidated financial statements the share of profit/(loss) in the foreign joint venture (jointly controlled entity) is express in ₹ derived using average exchange rate during the period and net share in the assets of the jointly controlled entity is derived using closing exchange rate as on reporting date. The exchange differences arising are recognised in other comprehensive income and accumulated in a separate component of equity. On disposal of foreign operation, all the accumulated exchange differences in respect of that operation attributable to the Group are reclassified to the consolidated statement of profit and

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

loss. Goodwill and fair value adjustments arising on the acquisition of foreign operation if any, are treated as assets & liabilities of the foreign operation and translated at the closing rate.

xiv) **Employee Benefits**

a) **Short Term Obligations**

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits and they are recognized in the period in which the employee renders the related service. The Group recognizes the undiscounted amount of short term employee benefits expected to be paid in exchange for services rendered as a liability (accrued expense) after deducting any amount already paid.

b) **Post-Employment Benefits**

i) **Defined benefit plan**

Gratuity liability is a defined benefit obligation and is provided for on the basis of actuarial valuation on Project Unit Credit Method made at the end of each financial year. The scheme for the Parent is maintained and administered by Life Insurance Corporation to which the Parent makes periodical contributions. The Subsidiary has not funded the liability for defined benefit plan obligation.

ii) **Defined contribution plans**

A Defined Contribution Plan is plan under which the Group makes contribution to Employee's Provident Fund administered by the Central Government. The Group's contribution is charged to the consolidated statement of profit & loss.

c) **Other Long Term Employee Benefits – Leave Encashment**

The liability towards leave encashment which is not expected to be settled wholly within 12 months after the end of the period in which the employees render the related services is recognized based on actuarial valuation carried out using the Projected Unit Credit Method.

xv) **Borrowing Cost**

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs that are directly attributable to the acquisition or construction of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized, if any. All other borrowing costs are expensed in the period in which they occur.

xvi) **Income Taxes**

Tax expenses for the year comprises current tax and deferred tax.

Current Tax

Current tax is the amount of income tax payable in respect of taxable profit for the year. Taxable profit differs from net profit as reported in the statement of profit & loss because taxable profit is adjusted for items of income or expenses which are taxable or deductible in other years and also for items which are never taxable or deductible.

The Group's liability for current tax is calculated using tax rates and tax laws that have been enacted or substantially enacted by the end of reporting period.

Deferred Tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

Deferred tax liabilities are generally recognized for all taxable temporary differences. However, in case of temporary differences that arise from initial recognition of assets or liabilities in a transaction (other than business combination) that affect neither the taxable profit nor the accounting profit, deferred tax liabilities are not recognized. Also, for temporary differences if any that may arise from initial recognition of goodwill, deferred tax liabilities are not recognized.

Deferred tax liabilities are recognised on taxable temporary differences arising on investments in subsidiary and joint venture, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets are generally recognized for all deductible temporary differences to the extent it is probable that taxable profits will be available against which those deductible temporary difference can be utilized. In case of temporary differences that arise from initial recognition of assets or liabilities in a transaction (other than business combination) that affect neither the taxable profit nor the accounting profit, deferred tax assets are not recognized.

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

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on the tax rates and tax laws that have been enacted by the end of the reporting period.

The deferred tax assets (net) and deferred tax liabilities (net) are determined separately for the Parent and the Subsidiary Company, as per their applicable laws and then aggregated.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in Other Comprehensive Income or directly in equity. In this case, the tax is also recognised in Other Comprehensive Income or directly in equity, respectively.

MAT

Minimum Alternate Tax (MAT) as per the provisions of the Act is recognised as deferred tax in the statement of profit and loss. The credit available as per tax laws in India in respect of MAT paid will be recognised as an asset only when and to the extent there is convincing evidence that the credit can be carried forward for set off against the normal tax liability. Such asset is reviewed at each Balance Sheet date.

xvii) **Segment Reporting**

Operating segment is a component of an entity whose operating results are regularly reviewed by the Chief Operating Decision Maker (CODM) of the Parent to make decision about resource to be allocated to the segment and assess its performance.

xviii) **Events after Reporting date**

Where events occurring after the Balance Sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the consolidated financial statements. Otherwise, events after the Balance Sheet date of material size or nature are only disclosed.

xix) **Earnings per Share**

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity share outstanding during the period.

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

For the purpose calculating Diluted Earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

xx) **Goodwill**

Goodwill is an asset representing the future economic benefits arising from other assets acquired in a business combination that are not individually identified and separately recognized. Goodwill is initially measured at cost, being the excess of the consideration transferred over the net identifiable assets acquired and liabilities assumed, measured in accordance with Ind AS 103 – Business Combinations.

Goodwill is considered to have indefinite useful life and hence is not subject to amortization but tested for impairment at least annually. After initial recognition, goodwill is measured at cost less any accumulated impairment losses.

For the purpose of impairment testing, goodwill acquired in a business combination, is from the acquisition date, allocated to each of the Company's cash generating units (CGUs) that are expected to benefit from the combination. A CGU to which goodwill is allocated is tested for impairment annually, and whenever there is an indication that the CGU may be impaired; by comparing the carrying amount of the CGU, including the goodwill, with the recoverable amount of the CGU. If the recoverable amount of the CGU exceeds the carrying amount of the CGU, the CGU and the goodwill allocated to that CGU is regarded as not impaired. If the carrying amount of the CGU exceeds the recoverable amount of the CGU, the Group recognizes an impairment loss by first reducing the carrying amount of any goodwill allocated to the CGU and then to other assets of the CGU pro-rata based on the carrying amount of each asset in the CGU. Any impairment loss on goodwill is recognized in the Statement of Profit and Loss. An impairment loss recognized for goodwill is not reversed in subsequent periods. On disposal of a CGU to which goodwill is allocated, the goodwill associated with the disposed CGU is included in the carrying amount of the CGU when determining the gain or loss on disposal.

xxi) **Business Combination**

Business combination is accounted for using the acquisition method. At the acquisition date, identifiable assets acquired and liabilities assumed are measured at fair value. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition date fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. The consideration transferred is measured at fair value at acquisition date and includes the fair value of any contingent consideration. However, deferred tax asset or liability and any liability or asset relating to employee benefit arrangements arising from a business combination is measured and recognized in accordance with the requirements of Ind AS 12 "Income Taxes" and Ind AS 19 "Employee Benefits", respectively.

Where the consideration transferred exceeds the fair value of the net identifiable assets acquired and liabilities assumed, the excess is recorded as goodwill. Alternatively, in case of a bargain purchase wherein the consideration transferred is lower than the fair value of the net identifiable assets acquired and liabilities assumed, the difference is recorded as a gain in other comprehensive income and accumulated in equity as capital reserve. The costs of acquisition excluding those relating to issue of equity or debt securities are charged to the statement of profit and loss in the period in which they are incurred.

In case of business combination involving entities under common control, the above policy does not apply. Business combinations involving entities under common control is accounted for using the pooling of interests method. The net assets of the transferor entity or business are accounted at their carrying amounts on the date of the acquisition subject to necessary adjustments required to harmonise accounting policies. Any excess or shortfall of the consideration paid over the share capital of transferor entity or business is recognised as capital reserve under equity.

xxii) **Statement of Cash Flow**

The Cash Flow Statement is prepared under 'Indirect Method'.

NOTES to Consolidated Financial statements for the year ended 31st March, 2018 (contd.)

Note 2

A) PROPERTY, PLANT & EQUIPMENT

TANGIBLE ASSETS

Description	Gross Carrying Amount				Depreciation				Net Carrying Amount
	As at 01.04.2017	Addition on business combination	Additions	Deductions/ Adjustments	As at 31.03.2018	As at 01.04.2017	For the Year	Deductions / Adjustments	As at 31.03.2018
Land - Free Hold	2,203.62	525.61	0.38	-	2,729.61	-	-	-	2,729.61
Factory Buildings	869.07	445.49	1,657.02	-	2,971.58	39.67	65.83	-	2,866.08
Residential Buildings	158.29	-	-	-	158.29	3.09	3.09	-	152.11
Plant & Equipment	4,360.39	1,446.67	3,415.14	15.55	9,206.65	719.38	904.58	4.41	7,587.10
Electrical Installations	20.11	113.01	47.69	-	180.81	2.31	20.43	-	158.07
Furniture & Fixtures	22.20	6.52	4.77	-	33.49	4.19	5.10	-	24.20
Office & Other Equipment	168.17	27.37	74.93	1.10	269.37	31.22	41.22	0.63	197.56
Vehicles	194.33	11.23	79.88	-	285.44	30.00	38.35	-	217.09
Total	7,996.18	2,575.90	5,279.81	16.65	15,835.24	829.86	1,078.60	5.04	13,931.82
B) Capital Work - in - Progress	50.17	-	560.89	50.17	560.89	-	-	-	560.89

TANGIBLE ASSETS

Description	Gross Carrying Amount				Depreciation				Net Carrying Amount
	As at 01.04.2016	Additions	Deductions/ Adjustments	As at 31.03.2017	As at 01.04.2016*	For the Year	Deductions / Adjustments	As at 31.03.2017	As at 31.03.2017
Land - Free Hold	151.86	2,051.76	-	2,203.62	-	-	-	-	2,203.62
Factory Buildings	821.84	47.23	-	869.07	-	39.67	-	39.67	829.40
Residential Buildings	158.29	-	-	158.29	-	3.09	-	3.09	155.20
Plant & Equipment	3,568.29	799.87	7.77	4,360.39	-	719.57	0.19	719.38	3,641.01
Electrical Installations	19.05	1.06	-	20.11	-	2.31	-	2.31	17.80
Furniture & Fixtures	19.88	2.32	-	22.20	-	4.19	-	4.19	18.01
Office & Other Equipment	116.69	51.48	-	168.17	-	31.22	-	31.22	136.95
Vehicles	177.68	38.49	21.84	194.33	-	31.80	1.80	30.00	164.33
Total	5,033.58	2,992.21	29.61	7,996.18	-	831.85	1.99	829.86	7,166.32
B) Capital Work - in - Progress	165.71	529.42	644.96	50.17	-	-	-	-	50.17

NOTES to Consolidated Financial statements for the year ended 31st March, 2018 (contd.)

C) INTANGIBLE ASSETS

Description	Gross Carrying Amount					Amortisation				Net Carrying Amount As at 31.03.2018
	As at 01.04.2017	Addition on business combination	Additions	Deductions/ Adjustments	As at 31.03.2018	As at 01.04.2017	For the Year	Deductions / Adjustments	As at 31.03.2018	
Computer Software	4.44	-	77.85	-	82.29	1.72	12.47	-	14.19	68.10
Total	4.44	-	77.85	-	82.29	1.72	12.47	-	14.19	68.10
D) Intangible Asset under development	-	0.50	0.26	-	0.76	-	-	-	-	0.76

Description	Gross Carrying Amount					Amortisation				Net Carrying Amount As at 31.03.2017
	As at 01.04.2016	Additions	Deductions/ Adjustments	As at 31.03.2017	As at 01.04.2016*	For the Year	Deductions / Adjustments	As at 31.03.2017		
Computer Software	4.44	-	-	4.44	-	1.72	-	-	1.72	2.72
Total	4.44	-	-	4.44	-	1.72	-	-	1.72	2.72
D) Intangible Asset under development	-	-	-	-	-	-	-	-	-	-

E) Goodwill

Description	Gross Carrying Amount					Amortisation				Net Carrying Amount As at 31.03.2018
	As at 01.04.2017	Addition on business combination	Additions	Deductions/ Adjustments	As at 31.03.2018	As at 01.04.2017	For the Year	Deductions / Adjustments	As at 31.03.2018	
Goodwill (On Business Combination)	-	137.20	-	-	137.20	-	-	-	-	137.20
Total	-	137.20	-	-	137.20	-	-	-	-	137.20

2.1 Details of additions on account of Foreign Exchange Differences and Borrowing costs:

Description	Foreign Exchange Difference		Interest
	2017-18	2016-17	
Residential Buildings	-	0.05	42.63
Electrical Installations	-	0.27	31.31
			8.22

2.2 The details of property, plant & equipment pledged against borrowings are presented in Note 13.4 to 13.9.

2.3 The amount of contractual commitments for the acquisition of property, plant & equipment is disclosed in Note 29 B (i).

2.4 Addition on account of business combination (Note 38)

* Refer Note 40

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Note 3: INVESTMENTS	Nos.	Face Value	Non-Current		
			As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Investments in Equity Instruments Unquoted Equity Shares (Fully Paid up)					
i) Joint Venture (Note 37) - R R Imperial Electricals Limited - Bangladesh (10%)	4,940,244	Taka 10	380.86	295.12	296.64
ii) Other Entities (measured at fair value and designated as FVOCI)					
- R R Kabel Ltd	520,000	₹ 10	6,214.00	3,853.20	1,762.80
- The Saraswat Co-operative Bank Limited	2,500	₹ 10	0.25	-	-
			6,595.11	4,148.32	2,059.44
Aggregate amount of unquoted investments at cost			-	-	-
Aggregate amount of unquoted investments at fair value			6,214.25	3,853.20	1,762.80
Aggregate value of impairment in value of investments			-	-	-

(₹ in lakhs)

Note 4A: LOANS	Non-Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Unsecured, Considered good :			
Electricity & Other Deposits	6.36	6.36	6.38
Security Deposits*	12.05	18.88	27.62
Loan to Employees	1.74	2.25	2.87
	20.15	27.49	36.87

(₹ in lakhs)

Note 4B: LOANS	Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Unsecured, Considered good :			
Security Deposits*	10.29	3.17	-
Loan to Employees	24.75	17.63	20.12
	35.04	20.80	20.12

(₹ in lakhs)

	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
* Includes			
Due from a Director	5.43	4.91	12.00
Due from a Private Limited Company in which two of the Directors are Director or member	3.50	3.17	3.50

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Note 5A: OTHER FINANCIAL ASSETS	Non-Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Unsecured, Considered good :			
Share Application Money -Joint Venture (Expected date of allotment June, 2018)	103.09	-	-
Advance for acquisition of Investment	-	50.00	-
Term Deposits held as Margin money or security against Borrowing, Guarantees or other Commitments	0.79	0.79	0.47
	103.88	50.79	0.47

(₹ in lakhs)

Note 5B: OTHER FINANCIAL ASSETS	Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Unsecured, Considered good :			
Interest accrued on term deposits held as margin money	5.97	6.08	7.09
Forward Exchange Contracts (Net)	-	-	0.73
Others	2.08	5.97	14.26
	8.05	12.05	22.08

(₹ in lakhs)

Note 6: INCOME TAX ASSETS (NET)	Non-Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Advance Income Tax	56.94	35.65	52.19
	56.94	35.65	52.19

(₹ in lakhs)

Note 7A: OTHER ASSETS	Non-Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Unsecured, Considered good :			
Capital Advances	241.46	299.64	58.25
Other Advances :			
Balances with government authorities			
Cenvat Credit Receivable	35.26	30.33	27.03
Vat Receivable	569.55	491.03	453.88
Advance receivable in cash or in kind	62.21	29.13	17.16
	908.48	850.13	556.32

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Note 7B: OTHER ASSETS	Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Unsecured, Considered good :			
Other Advances :			
Balances with government authorities			
Cenvat Credit Receivable	0.31	341.20	149.48
GST Receivable	1,177.49	-	-
Export Incentives Receivable	363.08	251.83	171.73
Excise Duty Refundable	13.42	-	117.17
Advance receivable in cash or in kind	149.39	81.75	83.54
Advances to Suppliers	1,140.14	721.84	737.02
Advance to Employees	2.80	4.31	3.77
	2,846.63	1,400.93	1,262.71

(₹ in lakhs)

Note 8: INVENTORIES	Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Raw Materials	1,748.37	1,323.07	718.71
Raw Material-In-Transit	266.59	1,295.21	-
Work-in-Progress	1,317.99	799.98	400.58
Finished Goods	469.57	318.15	563.90
Stock in Trade	129.47	-	-
Finished Goods-in-Transit	121.12	-	92.68
Others			
Packing Materials	85.29	44.03	28.31
Scrap	230.43	174.31	90.17
Consumable Stores & Spares	134.40	14.59	9.82
Fuel	11.37	12.52	7.81
	4,514.60	3,981.86	1,911.98

8.1 The cost of inventories recognised as an expenses during the year is disclosed in Note 23 and 24.

8.2 The cost of inventories written down during the year ₹ NIL (P.Y. ₹ NIL)

8.3 The inventories are hypothecated as a security as disclosed in Note 13.4 to 13.6

(₹ in lakhs)

Note 9: TRADE RECEIVABLES	Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Secured, considered good	75.67	153.97	215.74
Unsecured, considered good	22,020.39	14,605.66	11,117.37
Unsecured, considered doubtful	98.25	47.16	98.26
	22,194.31	14,806.79	11,431.37
Less: Allowance for unsecured doubtful debts	98.25	47.16	98.26
	22,096.06	14,759.63	11,333.11

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)			
9.1	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Due from a Firm in which a Director is a Partner	195.89	121.30	3.09

9.2 The Parent has arranged channel financing facility for its customers from bank against which a sum of ₹ 4,618.17 lakhs (P.Y. 31.03.2017 ₹ 2,110.23 lakhs and P.Y. 31.03.2016 ₹ 1,576.57 lakhs) has been utilised as on the date of balance sheet and correspondingly the trade receivable stand reduced by the said amount. Also refer Note 29.2.

(₹ in lakhs)			
Note 10A: CASH AND BANK BALANCES	Non-Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Other Balance with Banks			
Term Deposits held as Margin money or security against Borrowing, Guarantees or other Commitments	0.79	0.79	0.47
Less: Amount included under the head Other Financial Assets	0.79	0.79	0.47
	-	-	-

(₹ in lakhs)			
Note 10B: CASH AND BANK BALANCES	Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
(A) Cash & Cash Equivalents			
(a) Balance with Banks			
Current Accounts	362.50	1,280.37	160.30
Cheques, draft on hand	-	-	-
(b) Cash on hand	5.88	2.70	2.09
	368.38	1,283.07	162.39
(B) Other Balance with Banks			
(a) Unclaimed Dividend Accounts*	23.93	22.12	29.42
(b) Term deposits held as margin money or security against Borrowing, Guarantees or other Commitments	176.31	75.99	106.36
	200.24	98.11	135.78

* The Company can utilise these balances only towards settlement of unclaimed dividend.

(₹ in lakhs)			
Note 11: EQUITY SHARE CAPITAL	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Authorised Capital			
30,000,000 Equity Shares of ₹ 5/- each	1,500.00	1,500.00	1,500.00
Issued, Subscribed and Paid Up Capital			
22,000,000 Equity Shares of ₹ 5/- each fully paid-up	1,100.00	1,100.00	1,100.00
	1,100.00	1,100.00	1,100.00

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)
11.1 Reconciliation of Equity Shares outstanding at the beginning & at the end of the year

Fully Paid up Equity Shares	As at 31.03.2018		As at 31.03.2017		As at 31.03.2016	
	Number	₹ in lakhs	Number	₹ in lakhs	Number	₹ in lakhs
As at the beginning of the year	22,000,000	1,100.00	22,000,000	1,100.00	22,000,000	1,100.00
Add:- Issue during the year	-	-	-	-	-	-
As at the end of the year	22,000,000	1,100.00	22,000,000	1,100.00	22,000,000	1,100.00

11.2 Details of Shareholders holding more than 5% Equity Shares #

Name of Shareholder	As at 31.03.2018		As at 31.03.2017		As at 31.03.2016	
	No. of Equity Shares	% of Holding	No. of Equity Shares	% of Holding	No. of Equity Shares	% of Holding
Ram Ratna Research & Holdings Pvt. Ltd.	34,000,000	15.45	34,000,000	15.45	34,000,000	15.45
Mahendrakumar Kabra	1,867,966	8.49	1,867,966	8.49	1,867,966	8.49
TMG Global FZCO	1,400,000	6.36	1,400,000	6.36	1,400,000	6.36
Rameshwarlal Kabra - As Karta of Rameshwarlal Kabra(HUF)	1,241,000	5.64	1,241,000	5.64	1,241,000	5.64

As per the records of the company, including its register of members

11.3 Terms/ rights attached to Equity Shares

The Parent has only one class of shares referred to as equity shares having face value of ₹ 5/- per share. Each holder of equity shares is entitled to one vote per share. The Dividend proposed by Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend.

As per the Companies Act, 2013 the holders of equity shares will be entitled to receive remaining assets of the Company, after the distribution of all preferential amounts in the event of the liquidation of the Company. The distribution will be in proportion to the number of equity shares held by the shareholders.

11.4 The Board of Directors of the Parent have proposed a dividend of ₹ 1.25/- per equity share of face value of ₹ 5/- each for the year ending 31st March, 2018 (P.Y. ₹ 1.25/- per equity share) subject to approval of members at the forthcoming Annual General Meeting.

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

NOTE 12: OTHER EQUITY	Reserves & Surplus		Equity Instruments through OCI	Foreign Currency Transational Reserve	Total attributable to Owners of the Company	Non Controlling Interest
	Security Premium	General Reserve				
Balance as at 1st April, 2016	763.20	513.00	1,347.45	58.79	7,651.02	-
Additions during the year	-	-	-	-	2,204.58	-
Profit for the year	-	-	-	-	(17.40)	-
Add/(Less): Items of OCI for the year, net of tax-Exchange difference arising on translation of foreign operation	-	-	-	(17.40)	(17.40)	-
Remeasurement benefit of defined benefit plans	-	-	-	-	(14.30)	-
Net fair value gain on investment in equity instruments through OCI	-	-	1,608.11	-	1,608.11	-
Total Comprehensive Income For the year 2016-17	-	-	1,608.11	(17.40)	3,780.99	-
Reductions during the year	-	-	-	-	-	-
Dividend	-	-	-	-	-	-
Income Tax on Dividend	-	-	-	-	-	-
Transfer to General Reserve	-	-	-	-	-	-
Total	-	-	-	-	-	-
Balance as at 31st March, 2017	763.20	513.00	2,955.56	41.39	11,432.01	-
Additions during the year	-	-	-	-	-	561.56
Non Controlling Interest as on date of acquisition	-	-	-	-	-	56.65
Profit for the year	-	-	-	-	2,717.30	-
Add/(Less): Items of OCI for the year, net of tax-Exchange difference arising on translation of foreign operation	-	-	-	(20.94)	(20.94)	-
Remeasurement benefit of defined benefit plans	-	-	-	-	(0.23)	-
Net fair value gain on investment in equity instruments through OCI	-	-	1,796.92	-	1,796.92	(0.65)
Total Comprehensive Income For the year 2017-18	-	-	1,796.92	(20.94)	4,493.05	617.56
Reductions during the year	-	-	-	-	-	-
Dividend	-	-	-	-	(275.00)	-
Income Tax on Dividend	-	-	-	-	(55.98)	-
Transfer to General Reserve	-	-	-	-	(330.98)	-
Total	-	-	-	-	(330.98)	-
Balance as at 31st March, 2018	763.20	513.00	4,752.48	20.45	15,594.08	617.56

12.1 Security Premium

Security premium is used to record the premium received on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

12.2 General Reserve

General Reserve is created from time to time by way of transfer profits from retained earnings for appropriation purposes. General Reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income. Under the Companies Act, 2013 there is no mandatory requirement for transfer of a specific percentage of net profit to general reserve which was required under the erstwhile Companies Act, 1956.

12.3 Equity Instruments through Other Comprehensive Income

This represents the cumulative gains/(losses) arising on the revaluation of equity instruments measured at fair value through other comprehensive income, under an irrevocable option, it will be reclassified to retained earnings when such assets are disposed off.

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Note 13A: BORROWINGS	Non-Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Secured			
Term Loans from Bank			
Ruppee Loans	4,025.00	1,779.61	-
Vehicle Loans	4.36	4.65	21.62
Unsecured			
Loan from Directors	666.62	166.62	161.52
Loan from Promoters & Relatives	418.11	918.11	918.11
Inter Corporate Loan	1,260.00	60.00	60.00
	6,374.09	2,928.99	1,161.25

(₹ in lakhs)

Note 13B: BORROWINGS	Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Secured			
Working Capital Loans			
From Banks			
Foreign Currency Loans	865.11	836.71	192.21
Ruppee Loans			
Short Term	5,437.97	5,978.69	1,850.00
Repayable on demand	7,424.88	2,239.63	4,318.75
Unsecured			
Working Capital Loans			
From Banks			
Foreign Currency Loans	-	540.82	964.95
Ruppee Loans - Short Term	3,549.38	2,083.02	2,438.09
From Financial Institution			
Ruppee Loans	702.20	175.07	476.30
Inter Corporate Loan	175.00	-	-
	18,154.54	11,853.94	10,240.30

(₹ in lakhs)

Note 13.1: Term Loans	Rate of Interest	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Foreign Currency Loan		-	-	41.46
Term Loan I - 16 Quarterly Installments	MCLR+ 0.95%	3,000.00	1,779.61	-
Term Loan II - 16 Quarterly Installments	MCLR+ 0.95%	1,300.00	-	-
Term Loan III - 14 Quarterly Installments	MCLR+ 0.95%	665.00	-	-
		4,965.00	1,779.61	41.46
Less : Current maturities of long term borrowing under "Other Financial Liabilities" (Note 18)		940.00	-	41.46
		4,025.00	1,779.61	-

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Note 13.2: Vehicle Loans	Rate of Interest	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Vehicle Loan - I	10.21% p.a.	-	13.26	34.23
Vehicle Loan - II - 8 Monthly Installment	9.26% p.a.	2.07	4.97	7.61
Vehicle Loan - III - 32 Monthly Installment	10.50% p.a.	2.58	3.39	4.13
Vehicle Loan - IV - 26 Monthly Installment	10.25% p.a.	4.74	-	-
		9.39	21.62	45.97
Less : Current maturities of long term borrowing under "Other Financial Liabilities" (Note 18)		5.03	16.97	24.35
		4.36	4.65	21.62

(₹ in lakhs)

Note 13.3: Public Deposits	Rate of Interest	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Public Deposits	11% p.a.	-	-	158.30
Less : Current maturities of long term borrowing under "Other Financial Liabilities" (Note 18)		-	-	158.30
		-	-	-

13.4 The Term loans are secured by:

- First Charge on the assets funded out of the term loans.
- First pari passu charge on immovable assets of the Parent located at Survey No. 212/2 and Survey no 316 at Dadra and Nagar Haveli, Survey No. 16/1 at Village Sayli, Silvassa and Survey No. 205, 206, 207/1, 207/2, 193/1, 193/2 and 327/2/P2 at Waghodia, Dist Vadodara (excluding immovable assets funded under said term loans).
- First pari passu charge on both present and future movable assets of the Parent (except vehicles of the Parent and movable assets funded under the said term loans and have first charge).
- Second pari passu charge on entire current assets of the Parent both present and future.
- Personal guarantees of Managing Director and Joint Managing Director of the Parent and their relative.

13.5 The working capital loans of ₹ 11,803.57 lakhs (P.Y. 31.03.2017 ₹ 9,055.03 lakhs and P.Y. 31.03.2016 ₹ 6,360.96 lakhs) are secured by:

- First pari passu charge on entire current assets of the Parent both present and future.
- Second pari passu charge on immovable assets of the Parent located at Survey No. 212/2 and Survey no 316 at Dadra and Nagar Haveli, Survey No. 16/1 at Village Sayli, Silvassa and Survey No. 205, 206, 207/1, 207/2, 193/1, 193/2 and 327/2/P2 at Waghodia, Dist Vadodara (except immovable assets funded under said term loans) and both present and future movable assets (except vehicles) of the Parent.
- Personal guarantees of Managing Director and Joint Managing Director of the Parent and their relative.

13.6 The working capital loans of ₹ 1,924.39 lakhs (P.Y. 31.03.2017 N.A. and P.Y. 31.03.2016 N.A.) are secured by:

- First pari passu charge on entire current assets of the Subsidiary both present and future.
- Second pari passu charge on immovable assets of the Subsidiary located Survey No. 65-66, Village - Garadia Jarod Samlaya Road, TA, Savli, Vadodara.
- Personal guarantees of Managing Director and Joint Managing Director of the Parent and their relative.

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

- 13.7 Pending the further sanction and execution of necessary documents the charge is not created and filled with Ministry of Corporate Affairs in respect of secured loans availed by the Parent as on date.
- 13.8 Personal guarantees have been given by the Managing Director and Joint Managing Director of the Parent for unsecured working capital loans from banks and financial institution availed by the Parent.
- 13.9 Vehicle loans are secured by way of hypothecation of specific vehicle.
- 13.10 Other Unsecured Loans carry interest rates from 10% to 12% with different tenures.
- 13.11 Default in terms of repayment of Principal and Interest - NIL

(₹ in lakhs)

Note 14A: PROVISIONS	Non-Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Provision for Employee Benefits			
- Leave Encashment (Note 32 C)	57.60	72.14	62.79
- Gratuity (Note 32 A)	11.34	-	-
	68.94	72.14	62.79

(₹ in lakhs)

Note 14B: PROVISIONS	Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Provision for Employee Benefits			
- Leave Encashment (Note 32 C)	16.91	43.79	22.15
- Gratuity (Note 32 A)	0.50	-	-
	17.41	43.79	22.15

(₹ in lakhs)

Note 15: INCOME TAXES	As at 31.03.2018	As at 31.03.2017
A. The major components of income tax expenses for the year are as under :		
(i) Income tax expenses recognised in profit or (loss)		
(a) Current Tax :		
In respect of current year	1,357.46	1,175.52
(Excess)/ short provision of earlier years	(9.56)	(42.33)
(b) Deferred Tax :		
In respect of current year	215.35	17.51
	1,563.25	1,150.70
(ii) Income tax expenses recognised in the OCI		
Deferred Tax :		
Deferred Tax expenses on fair value of equity instruments through OCI	563.88	482.29
Deferred Tax benefit on remeasurements of defined benefit plans	(0.41)	(7.56)
B. Reconciliation of estimated income tax expenses and the accounting profit for the year is as under:		
Profit before tax :	4,353.23	3,339.40
Expected Income tax expense at statutory income tax rate	1,472.09	1,155.69

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

Note 15: INCOME TAXES	As at 31.03.2018	As at 31.03.2017
Tax effect on non deductible expenses	86.12	109.12
Effect of income that is exempted from tax	(14.40)	(4.50)
Others	(186.35)	(84.79)
Current Tax expense as per Consolidated Statement of Profit and Loss for the year	1,357.46	1,175.52

(₹ in lakhs)

C. The major components of deferred tax liabilities/(assets) are as follows:	Balance Sheet 01.04.2017	On business combination	Profit and Loss 2017-18	OCI 2017-18	Balance Sheet 31.03.2018
Deferred Tax Liabilities					
Difference between written down value/ capital work in progress of property, plant & equipment and intangible assets as per the books of accounts & Income Tax Act	395.66	399.18	162.81	-	957.65
Others	8.29	-	11.86	-	20.15
Difference in carrying value and tax base of investments in equity measured at FVTOCI	857.64	-	-	563.88	1,421.52
Deferred Tax Assets					
Provision for expenses allowed for tax purpose on payment basis (net)	(57.88)	-	31.07	-	(26.81)
Allowance for doubtful debts	(16.32)	-	(17.86)	-	(34.18)
Unused tax losses	-	(240.49)	37.63	-	(202.86)
Unused tax credits (MAT)	-	(48.04)	(28.42)	-	(76.46)
Others	(2.32)	(20.27)	21.55	-	(1.04)
Remeasurement benefit of defined benefit plans	(7.57)	(2.88)	(3.29)	(0.41)	(14.15)
Deferred Tax Expenses/ (benefit)			215.35	563.47	
Net Deferred Tax Liabilities	1,177.50	87.50			2,043.82

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

The major components of deferred tax liabilities/ (assets) are as follows:	Balance Sheet 01.04.2016	Profit and Loss 2016-17	OCI 2016-17	Balance Sheet 31.03.2017
Deferred Tax Liabilities				
Difference between written down value/ capital work in progress of property, plant & equipment and intangible assets as per the books of accounts & Income Tax Act	397.17	(1.51)	-	395.66
Others	7.90	0.39	-	8.29
Difference in carrying value and tax base of investments in equity measured at FVTOCI	375.35	-	482.29	857.64
Deferred Tax Assets				
Provision for expenses allowed for tax purpose on payment basis (net)	(61.07)	3.19	-	(57.88)
Allowance for doubtful debts	(34.01)	17.68	-	(16.33)
Others	(0.08)	(2.24)	-	(2.32)
Remeasurement benefit of defined benefit plans	-	0.00	(7.56)	(7.56)
Deferred Tax Expenses/ (benefit)		17.51	474.73	
Net Deferred Tax Liabilities	685.26			1,177.50

(₹ in lakhs)

Note 16: DEFERRED INCOME	Non-Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Grants Related to property, plant & equipment	153.25	52.21	42.23
	153.25	52.21	42.23

16.1 Grants relating to property, plant and equipment relate to duty saved on import of capital goods and spares under the EPCG scheme. Under such scheme, the Company is committed to export prescribed times of the duty saved on import of capital goods over a specified period of time. In case such commitments are not met, the Company would be required to pay the duty saved along with interest to the regulatory authorities. Such grants are recognised in the statement of profit and loss based on fulfillment of related export obligations.

(₹ in lakhs)

Note 17: TRADE PAYABLES	Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Trade Payables			
- Micro, Small & Medium Enterprises	74.54	73.28	14.88
- Others	5,282.88	3,898.97	437.41
	5,357.42	3,972.25	452.29

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Note 18: OTHER FINANCIAL LIABILITIES	Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Current maturities of long term borrowings			
Foreign Currency Loan (Note 13.1)	-	-	41.46
Rupee Loans (Note 13.1)	940.00	-	-
Vehicle Loans (Note 13.2)	5.03	16.97	24.35
Public Deposits (Note 13.3)	-	-	158.30
Investor Education & Protection Fund			
Unclaimed dividends*	23.93	22.12	29.42
Other Payables			
Retention Money relating to capital expenditure	5.00	-	-
Interest accrued and due	127.44	84.55	51.63
Interest accrued but not due	4.30	2.96	2.19
Accrued Salary & Benefits **	301.67	239.37	209.19
Creditors for Expenses	1,049.18	582.23	396.52
Forward Exchange Contracts (Net)	2.61	127.94	-
Creditors for Capital Expenditure	235.33	33.69	47.28
Other Payable	21.98	16.36	13.50
	2,716.47	1,126.19	973.84

*There is no amount due and outstanding to be transferred to the Investor Education & Protection Fund (IEPF) as at 31st March, 2018. Unclaimed Dividends, shall be transferred to IEPF as and when they become due.

** Includes amount of ₹ 164.36 lakhs (P.Y. 31.03.2017 ₹ 119.24 lakhs and P.Y. 31.03.2016 ₹ 35.29 lakhs) payable to a Director of the Parent on account of Commission on profit.

(₹ in lakhs)

Note 19: OTHER LIABILITIES	Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Revenue Received in advance			
Advances From Customers	127.26	52.30	106.12
Others			
Statutory Taxes/ dues Payable			
Towards VAT & WCT	-	0.24	0.48
Towards Provident Fund and Professional Tax	18.38	14.92	12.07
Towards TDS/TCS Payable	19.64	18.26	14.01
	165.28	85.72	132.68

(₹ in lakhs)

Note 20: INCOME TAX LIABILITIES (NET)	Current		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Provision for Income Tax (net of Advance Tax)	89.47	43.30	233.38
	89.47	43.30	233.38

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Note 21: REVENUE FROM OPERATIONS	2017-18	2016-17
Sale of Products (including excise duty)	113,624.55	87,050.12
Other operating revenues		
Sale of Scrap (including excise duty)	2,137.68	1,465.35
Processing Charges	374.02	402.35
Export Incentive	142.79	80.86
Grant related to property, plant & equipment (EPCG)	110.02	20.52
Bad Debts Recovered	2.00	-
	116,391.06	89,019.20

(₹ in lakhs)

Note 22: OTHER INCOME	2017-18	2016-17
Interest Income on Financial assets carried at amortised cost		
Bank Deposits	11.37	6.03
Others	26.52	21.41
Dividend Income		
Dividend from unquoted equity investments measured at fair value through OCI	41.60	13.00
Sundry Balances Written Back	1.39	25.39
Workers' Quarters Rent	25.29	25.96
Guarantee Commission	48.02	20.40
Net Foreign Exchange Gain	160.21	52.49
Other Income	10.31	0.02
	324.71	164.70

(₹ in lakhs)

Note 23: COST OF MATERIALS CONSUMED	2017-18	2016-17
Raw Materials Consumption		
Copper	94,606.47	63,967.22
Others	4,847.66	4,698.94
Packing Materials	1,182.66	924.75
	100,636.79	69,590.91

23.1 For determination of cost (Note 1(d)(vi))

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Note 24: CHANGES IN INVENTORIES	2017-18	2016-17
Inventories at the end of the year:		
Finished Goods	469.57	318.15
Finished Goods- in Transit	121.12	-
Stock in Trade	129.47	-
Work-in-Progress	1,317.99	799.98
Scrap	230.43	174.31
(A)	2,268.58	1,292.44
Add : On business combination (Note 38)		
Finished Goods	29.44	-
Work-in-Progress	192.51	-
(B)	221.95	-
Less:- Inventories at the beginning of the year		
Finished Goods	318.15	563.90
Finished Goods in Transit	-	92.68
Work-in-Progress	799.98	400.58
Scrap	174.31	90.17
(C)	1,292.44	1,147.33
(D) = (B+C)	1,514.39	1,147.33
(D-A)	(754.19)	(145.11)

(₹ in lakhs)

Note 25: EMPLOYEE BENEFITS EXPENSE	2017-18	2016-17
Salaries, Wages and Incentives	2,116.40	1,674.55
Director's Remuneration	224.36	163.48
Contributions to -		
Provident Fund (Note 32 B)	105.46	85.74
Gratuity Fund (Note 32 A)	40.14	25.89
Staff Welfare Expenses	82.29	52.15
	2,568.65	2,001.81

* Including Director's Commission ₹ 164.36 lakhs (P.Y. ₹ 119.24 lakhs) .

(₹ in lakhs)

Note 26: FINANCE COSTS	2017-18	2016-17
Interest on financial liabilities carried at amortised cost		
Interest on Borrowings	1,606.42	916.15
Other Borrowing costs	69.51	68.05
Net loss on foreign currency borrowing transactions and translation	37.17	98.50
Interest on Income Tax	21.23	9.89
	1,734.33	1,092.59

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Note 27: DEPRECIATION AND AMORTISATION EXPENSE	2017-18	2016-17
Depreciation of Property, Plant & Equipment (Note 2)	1,078.60	831.85
Amortisation of Intangible Assets (Note 2)	12.47	1.72
	1,091.07	833.57

(₹ in lakhs)

Note 28: OTHER EXPENSES	2017-18	2016-17
Auditors' Remuneration	30.45	24.51
Bank Charges	44.20	23.51
Consumption of Consumable Stores and Spares	362.90	175.55
Power and Fuel	1,617.59	1,437.19
Electricity Expenses	8.78	7.53
Freight & Handling Charges	946.89	750.89
Corporate Social Responsibility Expenses	65.00	11.00
Donations	55.61	31.00
Insurance	44.14	45.09
Loss on Sale of Property Plant & Equipment	5.35	1.91
Legal & Professional Fees	89.15	60.27
Allowance for doubtful debts		
Allowance provided during the year	51.09	47.16
Amount written off	-	240.39
Less: Allowance reversed during the year	-	(98.26)
Rent	30.85	24.13
Repairs and Maintenance of		
Buildings	41.12	41.40
Plant and Machinery	213.61	263.55
Others	59.13	62.56
Rates and Taxes	21.73	11.48
Commission on sales	114.97	77.35
Business Promotion	54.12	53.29
Travelling	94.70	45.31
Miscellaneous Expenses	267.04	197.67
	4,218.42	3,534.48

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Note 29: Contingent Liabilities and Commitments	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
A. Contingent Liabilities			
i) Guarantees	-	-	-
ii) Bill Discounting	-	88.66	147.82
iii) Claims against the Company not acknowledged as debts			
Income Tax Demands (Note 29.1)	56.54	-	-
Excise & Service Tax Demands (Note 29.1)	743.94	763.43	712.78
Bonus F.Y. 2014-15	-	42.00	42.00
B. Commitments			
(i) Estimated amount of contracts remaining to be executed and not provided for			
- On Capital Account (Net of advance)	824.87	2,701.88	71.26
(ii) Estimated amount of Investment			
- in Joint Venture (Jointly Controlled Entity)	65.95	293.60	54.93
- for purchase of trade investment (Net of advance)	-	1,450.00	-
(iii) Letter of credit and bank guarantees issued by the banks	3,407.78	2,203.40	1,187.67
(iv) For Lease commitment	9.71	12.70	-
(v) For derivative contract (Note 35)			

29.1 The Group is contesting the demands and the management, including its tax advisors, believe that its position will likely to be upheld in the appellate process and accordingly, no provision has been made in the financial statements for the tax demands raised. The management believes that the ultimate outcome of these proceedings will not have material adverse effect on the Group's financial position and results of operations.

29.2 The Parent has arranged Channel Finance facility for its customers from bank against which sum of ₹ 4,618.17 lakhs (P.Y. 31.03.2017 ₹ 2,110.23 lakhs and P.Y. 31.03.2016 ₹ 1,576.57 lakhs) has been utilised as on the date of balance sheet and correspondingly, the trade receivables stand reduced by the said amount as there is no recourse on the Parent.

29.3 Details of the Jointly Controlled Entity have been disclosed at full value and not to the extent of the Parent interest.

Note 30: Calculations of Earnings Per Share	2017-18	2016-17
Profit after Tax (₹ in lakhs)	2,717.30	2,204.58
Weighted average number of equity shares outstanding during the year (Nos.)	22,000,000	22,000,000
Face value of equity share (in ₹)	5.00	5.00
Earnings Per Share		
Basic Earnings Per Share (in ₹)	12.35	10.02
Diluted Earnings Per Share (in ₹)	12.35	10.02

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

Note 31: Segment Information

a) Basis of Segmentation

Factors used to identify the reportable segments:

The Group has following business segments, which are its reportable segments. These segments offer different products which are managed separately because they require different technology and production processes.

Reportable Segment	Operations
Enamelled wires and strips	Manufacturing of Enamelled wires and strips
Copper tubes and pipes	Trading and Manufacturing of Copper tubes and pipes

Operating segment disclosures are consistent with the information provided to and reviewed by the chief operating decision maker.

The measurement principles of segments are consistent with those used in Significant Accounting Policies. Inter-segment transactions are determined on an arm's length basis.

(₹ in lakhs)

Particulars	2017-18			2016-17		
	Enamelled wires and strips	Copper tubes and pipes	Total	Enamelled wires and strips	Copper tubes and pipes	Total
i) Segment Revenue	105,196.58	11,194.48	116,391.06	89,019.20	-	89,019.20
ii) Segment Results	4,156.74	180.46	4,337.20	3,355.28	-	3,355.28
iii) Other Information						
a) Segment assets	45,181.40	7,270.93	52,452.33	33,888.04	-	33,888.04
b) Segment Liabilities	29,410.94	5,729.75	35,140.69	21,356.03	-	21,356.03
c) Capital Expenditure	5,756.19	112.45	5,868.64	2,876.67	-	2,876.67
d) Depreciation and Amortisation Expense	990.25	100.82	1,091.07	833.57	-	833.57

b) Revenue from external Customers (₹ in lakhs)

Particulars	2017-18	2016-17
- India	105,146.19	80,670.44
- Outside India	11,244.87	8,348.76
Total Revenue	116,391.06	89,019.20

c) All non current assets of the Group are located in India.

d) There is no transaction with single external customer which amounts to 10% or more of the Group's revenue.

Note 32: Employee Benefits

A) Defined Benefit Plan - Gratuity

The employees gratuity liability is a defined benefit obligation and is provided for on the basis of actuarial valuation on Projected Unit Credit Method. The plan for the Parent is maintained and administered by Life Insurance Corporation of India (LIC) to which the Parent makes periodical contributions. The Subsidiary has not funded the liability for defined benefit plan obligation as on date. Every employee who has completed at least five years of service usually gets gratuity on departure @ 15 days of last drawn salary for each completed year of service.

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

The following table summarises the components of net benefits expense recognised in the consolidated statement of profit or loss and the funded status and amounts recognised in the balance sheet :

Particulars	Gratuity	
	2017-18	2016-17
i) Change in Defined Benefit Obligation		
Obligation at the beginning of the year	252.91	188.15
Current Service Cost	35.36	26.92
Interest Cost	17.90	14.07
Past Service Cost	4.85	-
Benefits Paid	(1.62)	(5.39)
Remeasurement (gains)/ losses	1.55	21.42
Defined Benefit Obligation at year end	310.95	245.17
ii) Change in Plan Assets		
Fair value of plan assets at the beginning of the year	251.63	201.36
Expected Return on plan assets	17.97	15.10
Employer Contributions	63.63	41.00
Benefits Paid	(1.62)	(5.39)
Remeasurement gains/ (losses)	0.26	(0.44)
Fair Value of Plan Assets at the end of the year	331.87	251.63
iii) Amount recognized in the Balance Sheet		
Present value of funded defined benefit obligation	310.95	245.17
Fair value of plan assets at the end of the year	331.87	251.63
Amount Recognized in the Balance Sheet (Net)	(20.92)	(6.46)
iv) Expenses recognized in the Statement of Profit & Loss		
Employee Benefits Expense		
Current Service Cost	35.36	26.92
Past Service Cost	4.85	-
Interest Cost	17.90	14.07
Expected Return on plan assets	(17.97)	(15.10)
	40.14	25.89
Other Comprehensive Income		
(Gain)/ Loss on plan assets	(0.26)	0.44
Actuarial (gain)/loss arising from changes in financial assumption	(9.72)	8.72
Actuarial (gain)/loss arising from changes in demographic assumption	0.28	-
Actuarial (gain)/loss arising on account of experience changes	10.99	12.70
	1.29	21.86
Expenses recognised in the statement of profit and loss	41.43	47.75

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

	(₹ in lakhs)	
	As at 31.03.2018	As at 31.03.2017
v) Investment details		
LIC- Administrator of the plan fund	331.87	251.63
vi) Principal assumption used in determining defined benefit obligation		
Discount rate (per annum)	7.80% - 7.85%	7.45%
Salary escalation rate (per annum)	7% - 10%	7.00%
vii) Sensitivity Analysis		
Increase in 50bps on DBO		
Change in discounting rate	(14.28)	(12.30)
Change in Salary Escalation	15.38	12.76
Decrease in 50bps on DBO		
Change in discounting rate	15.48	13.37
Change in Salary Escalation	(14.39)	(12.02)
viii) Maturity profile of defined benefit obligation		
Within the next 12 months (next annual reporting period)	28.03	20.69
Between 2 and 5 years	104.14	72.82
Between 5 and 10 years	140.55	94.15

- 1 The average duration of the defined benefit plan obligation at the end of the reporting period is 9.60 years to 14.48 years.
- 2 The Parent expects to contribute ₹ 40 lakhs to the plan during the next financial year. The contribution of the Subsidiary during the next financial year is not determined as the plan is unfunded.
- 3 The estimates of rate of escalation in salaries considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.
- 4 Discount rate is based on the prevailing market yields of Indian Government securities as at the balance sheet date for the estimated term of the obligations.
- 5 The sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period. The sensitivity analysis may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis the present value of defined benefit obligation has been calculated using the projected unit credit method.

B) Defined Contribution Plan - Provident fund

The Group makes its contribution alongwith the share of employees' contribution deducted from salary on monthly basis to Employees' Provident Fund administered by the Central Government. The Group's Contribution is charged to Statement of Profit & Loss. The Group has no obligation for any further contribution in case of any shortfall. The details of contribution are as under :

	(₹ in lakhs)	
Particulars	2017-18	2016-17
Contribution to Provident Fund	105.46	85.74

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

C) Other Employee benefits - Leave Encashment

The employees of the Group are entitled for the compensation in respect of unavailed leave as per the policy of the respective group companies. The liability towards compensated absences for the Company is recognised based on actuarial valuation carried out using Projected Unit Credit method and that for the Subsidiary on actual basis.

Particulars	(₹ in lakhs)		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Amount recognized in the Balance Sheet			
Current Liability	16.91	43.79	22.15
Non- Current Liability	57.60	72.14	62.79

Note 33: FORM AOC-I: Statement containing salient features of the financial statements of Subsidiaries and Joint Ventures (Pursuant to section 129(3) of the Act read with rule 5 of Companies (Accounts) Rules, 2014)

A) Subsidiary

(₹ in lakhs)

i) Name of Subsidiary	Global Copper Pvt. Ltd.
ii) Reporting period	01.04.2017 to 31.03.2018
iii) Reporting currency	Indian ₹
iv) Share capital	107.69
v) Reserves & surplus	1436.21
vi) Total liabilities	5729.75
vii) Total assets	7273.65
viii) Investments	0.25
ix) Turnover	11194.48
x) Profit before taxation	180.34
xi) Provision for tax	38.71
xii) Profit after taxation	141.63
xiii) Proposed dividend	NIL
xiv) % of shareholding	60%
1. Names of subsidiaries which are yet to commence operations-	NIL
2. Names of subsidiaries which have been liquidated or sold during the year-	NIL

B) Jointly Controlled Entity

i) Name of Joint Venture	RR-Imperial Electricals Ltd.
ii) Latest audited balance sheet date	31.03.2018
iii) Date on which acquired	10% investment on various dates
iv) Shares of Joint Ventures held by the Company as at 31 st March, 2018	
No. of Equity shares	4,940,244
Amount of Investment in Joint Venture (₹ in lakhs)	358.48
Extend of Holding %	10%

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

v)	Description of how there is Significant influence	Not Applicable
vi)	Reason Why Associate/Joint Venture not Consolidated	Consolidated
vii)	Net worth attributable to Shareholding as per latest audited balance sheet (₹ in lakhs)	380.86
viii)	Profit/(Loss) for the year	
	Considered in Consolidation (₹ in lakhs)	(16.03)
	Not Considered in Consolidation	NIL
1.	Names of Jointly Controlled entity which are yet to commence operations- NIL	
2.	Names of Jointly Controlled entity which have been liquidated or sold during the year-NIL	

Note 34: Disclosure in respect of Related Parties pursuant to Ind AS- 24 “ Related Party Disclosures”

List of Related Parties with whom transactions have taken place - (as certified by Management)

a) Key Management Personnel

Shri Tribhuvanprasad Kabra	-	Managing Director
Shri Mahendrakumar Kabra	-	Joint Managing Director
Shri Hemant Kabra	-	CFO & Executive Director

Non Executive Directors

Shri Satyanarayan Loya	Shri Sandeep Jhanwar
Shri Mukund Chitale	Shri R. Kannan
Dr. Ajai Singh	Shri Prashant Deshpande
Smt. Kirtidevi Kabra	Shri H. S. Upendra Kamath

b) Close Family Members of Key Management Personnel

Shri Rameshwarlal Kabra	-	Father of Shri Tribhuvanprasad Kabra & Shri Mahendrakumar Kabra
Smt. Ratnadevi Kabra	-	Mother of Shri Tribhuvanprasad Kabra & Shri Mahendrakumar Kabra
Shri Shreegopal Kabra	-	Brother of Shri Tribhuvanprasad Kabra & Shri Mahendrakumar Kabra.
Smt. Umadevi Kabra	-	Wife of Shri Tribhuvanprasad Kabra
Shri Mahhesh Kabra	-	Son of Shri Tribhuvanprasad Kabra
Shri Sumeet Kabra	-	Son of Shri Mahendrakumar Kabra

c) Entities over which Key Management and their close family members are able to exercise significant influence

MEW Electricals Ltd.	R R Kabel Ltd.
Ram Ratna International	Ram Ratna Research & Holdings Pvt. Ltd.
Kabel Buildcon Solutions Pvt. Ltd.	Shreegopal Kabra (HUF)
Ram Ratna Electricals Ltd.	Rameshwarlal Kabra (HUF)
TMG Global Fzco.	

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)
Transactions with the related parties in the ordinary course of business (Excluding Reimbursement)

(₹ in lakhs)

Particulars	Referred in (a) above		Referred in (b) above		Referred in (c) & (d) above	
	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17
Purchases: Goods and Services						
R R Kabel Ltd.	-	-	-	-	1,913.40	1,269.14
MEW Electricals Ltd.	-	-	-	-	75.39	53.67
Ram Ratna Research & Holdings Pvt. Ltd.	-	-	-	-	14.91	13.55
Ram Ratna International	-	-	-	-	158.78	78.82
Ram Ratna Electricals Ltd.	-	-	-	-	0.72	3.97
Sales: Goods and Services						
R R Kabel Ltd.	-	-	-	-	1.42	2.85
Ram Ratna International	-	-	-	-	4,535.14	3,211.26
MEW Electricals Ltd.	-	-	-	-	51.74	4.30
Capital Goods						
R R Kabel Ltd. (Purchases)	-	-	-	-	41.34	4.51
Ram Ratna Electricals Ltd. (Purchases)	-	-	-	-	0.93	-
Income						
Rent and Other Services	-	-	-	-	0.84	0.83
Interest on security deposits (Rent)	0.51	0.35	0.63	0.57	0.98	0.88
Expenses						
Rent and Other Services	2.99	2.72	5.11	4.89	17.23	14.56
Interest	40.92	13.84	73.47	97.08	88.17	43.95
Directors						
Sitting Fees	10.80	9.80	0.80	0.60	-	-
Remuneration – Shri Tribhuvanprasad Kabra	-	107.74	-	-	-	-
Remuneration – Shri Mahendrakumar Kabra	212.36	55.75	-	-	-	-
Salary – Shri Hemant Kabra (Note 34.1)	36.24	30.96	-	-	-	-
Dividend						
Dividend Paid	30.41	-	36.78	-	109.11	-
Dividend Received	-	-	-	-	41.60	13.00
Rental Deposits Returned						
Shri Hemant Kabra (Late Smt. Hemlata Kabra)	-	5.50	-	-	-	-

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Particulars	Referred in (a) above		Referred in (b) above		Referred in (c) & (d) above	
	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17
Deposits / Loans Accepted						
Shri Rameshwarlal Kabra	-	-	-	6.25	-	-
Shri Tribhuvanprasad Kabra	-	10.15	-	-	-	-
Shri Hemant Kabra	100.00	-	-	-	-	-
Shri Mahendrakumar Kabra	400.00	-	-	-	-	-
TMG Global Fzco.	-	-	-	-	318.72	132.15
R R Kabel Ltd.	-	-	-	-	300.00	-
Deposits / Loans Repaid						
Shri Tribhuvanprasad Kabra	-	20.00	-	-	-	-
Rameshwarlal Kabra (HUF)	-	-	-	-	-	9.30
Shreegopal Kabra (HUF)	-	-	-	-	-	25.00
TMG Global Fzco.	-	-	-	-	153.86	187.87
Smt. Umadevi Kabra	-	-	500.00	-	-	-

(₹ in lakhs)

Particulars	Referred in (a) above			Referred in (b) above			Referred in (c) & (d) above		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Outstanding as at									
Rental Deposits									
Smt. Umadevi Kabra	-	-	-	6.63	6.00	5.43	-	-	-
Shri Hemant Kabra (Late Smt. Hemlata Kabra)	5.43	4.91	12.00	-	-	-	-	-	-
Shreegopal Kabra (HUF)	-	-	-	-	-	-	6.79	6.15	5.56
Kabel Buildcon Solutions Pvt. Ltd.	-	-	-	-	-	-	3.50	3.17	3.50
Trade and Others - Net (Payable) / Receivable									
Ram Ratna International	-	-	-	-	-	-	155.11	115.34	(5.82)
Ram Ratna Electricals Ltd.	-	-	-	-	-	-	-	0.92	23.86
MEW Electricals Ltd.	-	-	-	-	-	-	0.02	(4.59)	-
R R Kabel Ltd.	-	-	-	-	-	-	(1,138.38)	(578.05)	(192.61)
Ram Ratna Research & Holdings Pvt. Ltd.	-	-	-	-	-	-	(3.16)	-	-
TMG Global Fzco.	-	-	-	-	-	-	110.53	62.31	90.25
Shri Mahendrakumar Kabra	(10.65)	-	-	-	-	-	-	-	-
Shri Hemant Kabra	(2.66)	-	-	-	-	-	-	-	-

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Particulars	Referred in (a) above			Referred in (b) above			Referred in (c) & (d) above		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Loans Outstanding									
Ram Ratna Research & Holdings Pvt. Ltd.	-	-	-	-	-	-	60.00	60.00	60.00
Shri Rameshwari Lal Kabra	-	-	-	22.03	22.03	15.78	-	-	-
Smt. Umadevi Kabra	-	-	-	56.42	556.42	556.42	-	-	-
Shri Hemant Kabra	100.00	-	-	-	-	-	-	-	-
Shri Tribhuvanprasad Kabra	97.17	97.17	107.02	-	-	-	-	-	-
Shri Mahendrakumar Kabra	424.00	24.00	24.00	-	-	-	-	-	-
TMG Global Fzco.	-	-	-	-	-	-	957.73	792.86	848.58
R R Kabel Ltd.	-	-	-	-	-	-	300.00	-	-
Others	-	-	-	304.15	304.15	304.15	-	-	34.30

34.1 Includes ₹ 0.92 lakhs (P.Y. ₹ 0.58 lakhs) post employment benefits and ₹ 1.82 lakhs (P.Y. ₹ 3.37 lakhs) for leave encashment.

34.2 Personal guarantees have been given by the Managing Director and Joint Managing Director of the Parent for the secured borrowings by the Parent to the tune of ₹ 189.20 lakhs (P.Y. 31.03.2017 ₹ 182.60 lakhs and P.Y. 31.03.2016 ₹ 126.55 lakhs).

34.3 Personal guarantees have been given by the Managing Director and Joint Managing Director of the Parent and there relative for the unsecured borrowings by the Parent to the tune of ₹ 57.50 lakhs (P.Y. 31.03.2017 ₹ 57.50 lakhs and P.Y. 31.03.2016 ₹ 57.50 lakhs).

34.4 The Company has donated ₹ 51.00 lakhs (P.Y. Nil) to the trusts in which some of the directors are trustee.

34.5 Transactions with Jointly Controlled Entity have been disclosed at full value not to the extent of share.

Note 35: Exposure in Foreign Currency

The Company uses forward contracts to mitigate the risks associated with foreign currency fluctuations. The Company does not enter into any forward contracts which are intended for trading or speculative purposes.

a) The forward exchange contracts used for hedging foreign currency exposure and outstanding as at reporting date are as under:

(₹ in lakhs)

Particulars	As at 31.03.2018		As at 31.03.2017		As at 31.03.2016	
	USD	INR	USD	INR	USD	INR
Booked against Buyers' Credit	3.63	236.02	21.25	1,432.97	7.12	488.83
Booked against Import Creditors	-	-	44.52	2,971.05	-	-
Booked against firm commitments or highly probable forecasted transactions	5.38	354.00	64.02	4,244.15	9.58	654.71

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

b) The details of foreign currency exposure not hedged are as under:

(₹ in lakhs)

Payables	As at 31.03.2018			As at 31.03.2017			As at 31.03.2016		
	USD	Euro	INR	USD	Euro	INR	USD	Euro	INR
Buyers' Credit	9.67	-	629.09	-	-	-	9.81	-	651.05
External Commercial Borrowings	-	-	-	-	-	-	0.63	-	41.46
Import Creditors / (Advance)	59.03	0.15	3,853.37	(4.36)	0.10	(276.02)	1.16	-	(76.97)

(₹ in lakhs)

Receivables	As at 31.03.2018		As at 31.03.2017		As at 31.03.2016	
	USD	INR	USD	INR	USD	INR
Bills Discounting	-	-	-	-	0.51	33.73
Export Debtors	10.73	697.88	2.50	161.92	10.56	700.60

Note 36: A) Category-wise classification of financial instruments

(₹ in lakhs)

Particulars	Refer Note	Non-Current			Current		
		As at 31.03.2018	As at 31.03.2017	As at 31.03.2016	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Financial assets measured at fair value through profit or loss (FVTPL)							
Forward exchange contract (net)	5B	-	-	-	-	-	0.73
Financial assets measured at fair value through other comprehensive income (FVTOCI)							
Investments in unquoted equity shares#	3	6,214.25	3,853.20	1,762.80	-	-	-
Financial assets measured at amortised cost							
Electricity & other deposits	4A	6.36	6.36	6.38	-	-	-
Security deposits	4A & 4B	12.05	18.88	27.62	10.29	3.17	-
Loan to employees	4A & 4B	1.74	2.25	2.87	24.75	17.63	20.12
Share application money	5A	103.09	-	-	-	-	-
Advance for acquisition of investment	5A	-	50.00	-	-	-	-
Term Deposits held as margin money or security against borrowing, guarantees or other commitments	5A	0.79	0.79	0.47	-	-	-
Interest accrued on term deposits held as margin money or security against borrowing, guarantees or other commitments	5B	-	-	-	5.97	6.08	7.09

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Particulars	Refer Note	Non-Current			Current		
		As at 31.03.2018	As at 31.03.2017	As at 31.03.2016	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Others	5B	-	-	-	2.08	5.97	14.26
Trade receivables	9	-	-	-	22,096.06	14,759.63	11,333.11
Cash and cash equivalents	10B	-	-	-	368.38	1,283.07	162.39
Other balances with banks	10B	-	-	-	200.24	98.11	135.78
Financial Liabilities measured at fair value through profit or loss (FVTPL)							
Forward exchange contract (net)	18	-	-	-	2.61	127.94	-
Financial Liabilities measured at amortised cost							
Borrowings	13A & 13B	6,374.09	2,928.99	1,161.25	18,154.54	11,853.94	10,240.30
Trade payables	17	-	-	-	5,357.42	3,972.25	452.29
Current maturities of long term borrowings	18	-	-	-	945.03	16.97	224.11
Unclaimed dividend	18	-	-	-	23.93	22.12	29.42
Retention money relating to capital expenditure	18	-	-	-	5.00	-	-
Interest accrued and due	18	-	-	-	127.44	84.55	51.63
Interest accrued but not due	18	-	-	-	4.30	2.96	2.19
Accrued salary & benefits	18	-	-	-	301.67	239.37	209.19
Creditors for expenses	18	-	-	-	1,049.18	582.23	396.52
Creditors for capital expenditure	18	-	-	-	235.33	33.69	47.28
Other payables	18	-	-	-	21.98	16.36	13.50

Investments are not held for trading. Upon the application of Ind AS 109 - Financial Instruments, the Group has chosen to measure said investments in equity instrument at FVTOCI irrevocably as the management believes that presenting fair value gains and losses relating to the said investments in the statement of profit and loss may not be indicative of the performance of the Group.

B) Fair Value Measurements

- (i) All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows:

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

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

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

- (ii) The following tables provide the fair value measurement hierarchy of the Group's financial assets and liabilities:

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)
As at 31st March, 2018
(₹ in lakhs)

Financial Assets/ Financial Liabilities	Fair value as at 31.03.2018	Fair value hierarchy		
		Level 1	Level 2	Level 3
Financial assets measured at fair value through other comprehensive income				
Investments in unquoted equity shares (Note 3)	6,214.25	-	6,214.25	-
Financial liabilities measured at fair value through profit or loss (FVTPL)				
Forward exchange contracts (net) (Note 18)	2.61	2.61	-	-

As at 31st March, 2017
(₹ in lakhs)

Financial Assets/ Financial Liabilities	Fair value as at 31.03.2017	Fair value hierarchy		
		Level 1	Level 2	Level 3
Financial assets measured at fair value through other comprehensive income				
Investments in unquoted equity shares (Note 3)	3,853.20	-	3,853.20	-
Financial liabilities measured at fair value through profit or loss (FVTPL)				
Forward exchange contracts (net) (Note 18)	127.94	127.94	-	-

As at 1st April, 2016
(₹ in lakhs)

Financial Assets/ Financial Liabilities	Fair value as at 01.04.2016	Fair value hierarchy		
		Level 1	Level 2	Level 3
Financial assets measured at fair value through other comprehensive income				
Investments in unquoted equity shares (Note 3)	1,762.80	-	1,762.80	-
Financial assets measured at fair value through profit or loss (FVTPL)				
Forward exchange contracts (net) (Note 5B)	0.73	0.73	-	-

(iii) Fair value of financial assets and liabilities measured at amortised cost:

(₹ in lakhs)

Particulars	As at 31.03.2018		As at 31.03.2017		As at 01.04.2016	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial Assets						
Electricity & other deposits	6.36	6.36	6.36	6.36	6.38	6.38
Security deposits	27.00	22.34	29.25	22.05	32.63	27.62
Loan to employees	26.99	26.49	20.50	19.88	23.61	22.99
Share application money	103.09	103.09	-	-	-	-
Advance for acquisition of investment	-	-	50.00	50.00	-	-

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Particulars	As at 31.03.2018		As at 31.03.2017		As at 01.04.2016	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Term Deposits held as margin money or security against borrowing, guarantees or other commitments	0.79	0.79	0.79	0.79	0.47	0.47
Interest accrued on term deposits held as margin money or security against borrowing, guarantees or other commitments	5.97	5.97	6.08	6.08	7.09	7.09
Others	2.08	2.08	5.97	5.97	14.26	14.26
Trade receivables	22,096.06	22,096.06	14,759.63	14,759.63	11,333.11	11,333.11
Cash and cash equivalents	368.38	368.38	1,283.07	1,283.07	162.39	162.39
Other balances with banks	200.24	200.24	98.11	98.11	135.78	135.78
Total Financial Assets	22,836.96	22,831.80	16,259.76	16,251.94	11,715.72	11,710.09
Financial Liabilities						
Borrowings	24,528.63	24,528.63	14,782.93	14,782.93	11,401.55	11,401.55
Trade payables	5,357.42	5,357.42	3,972.25	3,972.25	452.29	452.29
Current maturities of long term borrowings	945.03	945.03	16.97	16.97	224.11	224.11
Unclaimed dividend	23.93	23.93	22.12	22.12	29.42	29.42
Retention money relating to capital expenditure	5.00	5.00	-	-	-	-
Interest accrued and due	127.44	127.44	84.55	84.55	51.63	51.63
Interest accrued but not due	4.30	4.30	2.96	2.96	2.19	2.19
Accrued salary & benefits	301.67	301.67	239.37	239.37	209.19	209.19
Creditors for expenses	1,049.18	1,049.18	582.23	582.23	396.52	396.52
Creditors for capital expenditure	235.33	235.33	33.69	33.69	47.28	47.28
Other payables	21.98	21.98	16.36	16.36	13.50	13.50
Total Financial Liabilities	32,599.91	32,599.91	19,753.43	19,753.43	12,827.68	12,827.68

The carrying amounts of financial assets (other than security deposits and loan to employees) and financial liabilities measured at amortised cost in the financial statements are reasonable approximation of their fair values since the Group does not anticipate that the carrying amount would be significantly different from the value that would eventually be received or settled.

Management uses its best judgment in estimating the fair value of its financial instruments. However, there are inherent limitations in any estimation technique. Therefore, for substantially all financial instruments, the fair value estimates presented above are not necessarily indicative of the amounts that the Group could have realised or paid in sale transactions as of respective dates. As such, fair value of financial instruments subsequent to the reporting dates may be different from the amounts reported at each reporting date.

There have been no transfers between Level 1 and Level 2 for the years ended 31st March, 2018, 31st March, 2017 and 1st April, 2016.

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

C) Financial Risk Management- Objectives and Policies

The Group is exposed to (a) Market Risks comprising of Interest Rate Risk, Currency Rate Risk, Commodity Price Risk and Equity Price Risk (b) Credit Risk comprising of trade receivable risk and financial instrument risk and (c) Liquidity Risk. The Group has well placed Risk Management Policy (RMP). The policy provide broad guidelines to identify the risk arising from these factors and provide guidelines to the team for its mitigation or at-least minimize its effect on income / expense on the Group is optimized. Team involved in RMP meets frequently to discuss the level of risk they foresee based on the conditions persisting.

The Group's exposure to Market Risk, Credit Risk and Liquidity Risk have been summarized below:

Market Risk

Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flow of a financial instrument will fluctuate because of changes in market interest rates. The Group is exposed to interest rate risk on short-term and long-term floating rate interest bearing liabilities. The Group's policy is to maintain a balance of fixed and floating interest rate borrowings and the proportion of fixed and floating rate debt is determined by prevailing interest rates. These exposures are reviewed by the management on a periodic basis.

The exposure of the Group's financial liabilities to interest rate risk based on liabilities as at reporting date is as follows:

Particulars	Impact on profit before tax	
	2017-18	
	2017-18	2016-17
Increase in interest rate by 100 basis points	252.89	147.78
Decrease in interest rate by 100 basis points	(252.89)	(147.78)

(Calculated based on risk exposure outstanding as of date and assuming that all other variables, in particular foreign currency rates, remain constant).

Foreign Currency Risk

The Group is exposed to fluctuations in foreign currency exchange rates where transaction references more than one currency and/or where assets/liabilities are denominated in a currency other than the functional currency of the Group.

Exposures on foreign currency are managed through a hedging policy, which is reviewed periodically by the management. The Group usually enters into forward exchange contracts progressively based on their maturity to hedge the effects of movements in foreign currency exchange rates individually on assets and liabilities. The sources of foreign exchange risk for the Group are trade receivables, trade payables for imported materials & capital goods as well as foreign currency denominated borrowings. The policy of the Group is to determine on a regular basis what portion of the foreign exchange risk are to be hedged through forward exchange contracts.

The exposure of the Group's foreign currency risk based on unhedged exposure as at the reporting date is as follows:

Particulars	Impact on profit before tax	
	2017-18	
	2017-18	2016-17
Increase in exchange rates by 5%	(199.20)	7.47
Decrease in exchange rates by 5%	199.20	(7.47)

Commodity Price Risk

The Group is exposed to the movement of copper and aluminium prices on the London Metal Exchange (LME). Any increase or decline in the prices of these commodities will have an impact on the profitability of the Group. As a general policy, the Group aims to purchase these commodities at prevailing market prices and also sell the product at price adjusted for prevailing market prices. The Group substantially ensures sale of products with simultaneous purchase of these commodities on back-to back basis ensuring no or minimum price risk for the Group.

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

Equity Price Risk

Equity price risk relates to change in fair value of investments in the equity instruments measured at fair value through OCI. As at 31st March, 2018 the carrying value of such equity instruments recognised at fair value through OCI amounts to ₹ 6,214.25 lakhs (P.Y. 31.03.2017 ₹ 3,853.20 lakhs and P.Y. 31.03.2016 ₹ 1,762.80 lakhs).

A sensitivity analysis demonstrating the impact of change in the carrying value of investment in equity instrument as at reporting date is given below:

Particulars	(₹ in lakhs)	
	Impact on OCI before tax	
	2017-18	2016-17
Increase by 5%	310.71	192.66
Decrease by 5%	(310.71)	(192.66)

Liquidity Risk

Liquidity risk refers to the risk that the Group encounter difficulty in raising fund to meet its financial commitments. The objective of liquidity risk management is to maintain the liquidity and to ensure that funds are available for short operational needs and to fund Group's expansion projects. The Group has availed credit facility from the banks & financial institutions to meet its financial commitment in timely and cost effective manner.

The Group remains committed to maintaining a healthy liquidity and gearing ratio and strengthening the balance sheet. The maturity profile of the Group's financial liabilities based on the remaining period from the date of balance sheet to the contractual maturity date is given in the table below:

Particulars	(₹ in lakhs)			
	Less than 1 year	Between 1 to 5 years	Total	Carrying Value
At 31st March, 2018				
Borrowings (Note 13A and 13B)	18,154.54	6,374.09	24,528.63	24,528.63
Trade Payables (Note 17)	5,357.42	-	5,357.42	5,357.42
Derivative financial liability	2.61	-	2.61	2.61
Other financial liabilities (Note 18)	2,713.86	-	2,713.86	2,713.86

Particulars	(₹ in lakhs)			
	Less than 1 year	Between 1 to 5 years	Total	Carrying Value
At 31st March, 2017				
Borrowings (Note 13A and 13B)	11,853.94	2,928.99	14,782.93	14,782.93
Trade Payables (Note 17)	3,972.25	-	3,972.25	3,972.25
Derivative financial liability	127.94	-	127.94	127.94
Other financial liabilities (Note 18)	998.25	-	998.25	998.25

Particulars	(₹ in lakhs)			
	Less than 1 year	Between 1 to 5 years	Total	Carrying Value
At 31st March, 2016				
Borrowings (Note 13A and 13B)	10,240.30	1,161.25	11,401.55	11,401.55
Trade Payables (Note 17)	452.29	-	452.29	452.29
Derivative financial liability	-	-	-	-
Other financial liabilities (Note 18)	973.84	-	973.84	973.84

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

Credit Risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group is exposed to credit risk for trade receivables and financial guarantees to dealers, derivative financial instruments and other financial assets.

The Group assess the counter party before entering into transactions and wherever necessary supplies are made against advance payment. The Group on continuous basis monitor the credit limit of the counter parties to mitigate or minimise the credit risk. The credit risk for the financial guarantees issued by the Parent to bank for credit facilities availed by Parent's dealers from bank is minimum as those parties have long vintage with the Parent and they are also subject to credit risk assessment by bank on periodical basis. The credit risk on export receivables are limited as almost all export sales are made to parties having a long vintage with the Group and new parties are subject to necessary due diligence.

For trade receivables, as a practical expedient, the Group computes credit loss allowance based on expected credit loss method. The movement in expected credit loss allowance on trade receivable is as under:

Particulars	(₹ in lakhs)		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Balance at the beginning of the year	47.16	98.26	70.42
Add/(Less): Loss allowance/reversal for the year	51.09	(51.10)	27.84
Balance at the end of the year	98.25	47.16	98.26

Note 37: Details of Subsidiary and Jointly Controlled Entity

Sr. No	Name of Company	Subsidiary/ Joint Arrangement	Country of Incorporation	% of Holding as on 31.03.2018	% of Holding as on 31.03.2017	% of Holding as on 31.03.2016	Accounting Period
1.	Global Copper Private Limited	Subsidiary	India	60%	NA	NA	01.04.2017 to 31.03.2018
2.	RR-Imperial Electricals Limited	Jointly Controlled Entity	Bangladesh	10%	10%	10%	01.04.2017 to 31.03.2018

1. Interest in a Subsidiary

The Company has acquired 60% controlling interest in Global Copper Private Limited which is engaged in the business of manufacturing of Copper tubes and pipes with effect from 1st April, 2017.

The following tables illustrates the summarized financial information of subsidiary having non controlling interest:

Particulars	(₹ in lakhs)		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Current Assets	4,636.65	N.A.	N.A.
Non-Current Assets	2,637.00	N.A.	N.A.
Current Liabilities	3,872.04	N.A.	N.A.
Non-Current Liabilities	1,857.71	N.A.	N.A.
Equity	1,543.90	N.A.	N.A.
Attributable to non- controlling interest	926.34	N.A.	N.A.
Accumulated non- controlling interest as on 31 st March,	617.56	N.A.	N.A.

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Particulars	Subsidiary	
	2017-18	2016-17
Revenue	11,194.48	N.A.
Profit for the year	141.63	N.A.
Other Comprehensive Income	(1.63)	N.A.
Total Comprehensive Income	140.00	N.A.
Total Comprehensive Income allocated to non- controlling interest	56.00	N.A.

2. Interest in a Jointly Controlled Entity

The following tables illustrates the summarized financial information of jointly controlled entity: (₹ in lakhs)

Particulars	Jointly Controlled Entity		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Current Assets	7,369.57	7,479.90	3,661.21
Non-Current Assets	3,644.36	2,623.11	2,497.28
Current Liabilities	5,881.56	5,898.51	2,365.81
Non-Current Liabilities	1,323.86	1,253.34	826.26
Equity	3,808.51	2,951.16	2,966.42
Proportion of the group's ownership interest	10%	10%	10%
Carrying amount of the group's interest	380.86	295.12	296.64

(₹ in lakhs)

Particulars	Jointly Controlled Entity	
	2017-18	2016-17
Revenue	13,906.21	12,573.75
Interest Income	19.30	9.40
Cost of raw material and components consumed	11,324.62	10,329.69
Changes in Inventories	191.49	(627.79)
Depreciation & amortization	316.59	297.62
Finance cost	460.54	279.60
Employee benefit	877.01	765.99
Other expenses	1,272.33	1,006.13
Profit before tax	(517.07)	531.91
Income tax expense	(356.76)	373.15
Profit for the year	(160.31)	158.76
Other Comprehensive Income	-	-
Total Comprehensive Income	(160.31)	158.76
Group's share of profit for the year	(16.03)	15.88
Group's share of other comprehensive income for the year	N.A.	N.A.
Group's total comprehensive income for the year	N.A.	N.A.
Dividend received from Jointly Controlled Entity during the year	-	-

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

(₹ in lakhs)

Particulars	Jointly Controlled Entity		
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2016
Contingent Liabilities			
Letter of Credit	2,807.88	1,762.70	733.92
Capital Commitments			
Estimated amount of contracts remaining to be executed and not provided for capital advance	298.46	331.54	59.09

Note 38: Business Combination

- i) The Parent has purchased 60% equity shares of Global Copper Pvt. Ltd. having manufacturing unit and registered office located at Survey No. 65-66, Village - Garadia Jarod Samlaya Road, TA, Savli, Vadodara for total consideration of ₹ 979.54 lakhs. The said Company is engaged in the business of manufacturing and trading of copper tubes and pipes. The date of acquisition is 1st April, 2017, by virtue of this, the Global Copper Pvt. Ltd. has become the Subsidiary of Ram Ratna Wires Limited w.e.f. 1st April, 2017.
- ii) The Parent has elected to measure the non-controlling interest in the acquiree at proportionate share in net assets on acquisition date.
- iii) The total consideration of ₹ 979.54 lakhs is fully discharged by way of cash.
- iv) Assets acquired and Liabilities assumed

The fair value of the identifiable assets and liabilities of Global Copper Pvt. Ltd. As at the date of acquisition were as under:

(₹ in lakhs)

ASSETS	
Property, Plant & Equipment	2,575.90
Intangible Assets under development	0.50
Financial Assets	
Investments	0.25
Trade Receivables	2,013.73
Cash and Cash Equivalents	103.01
Other Balances with Banks	68.24
Loans and Advances	3.12
Other Financial Assets	0.85
Inventories	419.79
Other Assets	507.69
TOTAL ASSETS (a)	5,693.08
LIABILITIES	
Financial Liabilities	
Borrowings	3,212.93
Trade Payables	619.73
Other Financial Liabilities	179.42
Other Liabilities	101.12
Provisions	9.33
Income Tax Liabilities (Net)	9.87

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

Deferred Tax Liability (Net)	87.50
Deferred Income	69.28
TOTAL LIABILITIES (b)	4,289.18
Total Identifiable Net Assets at fair value (c) = (a-b)	1,403.90
Non Controlling Interest measured at proportionate share in net assets on the date of acquisition(d) = (40% of (c))	561.56
Purchase consideration (e)	979.54
Goodwill arising on acquisition ((e) + (d) - (c))	137.20

- iv) The goodwill of ₹ 137.20 lakhs comprising the value of expected synergy from combined operation and access to extended line of business. The goodwill is not expected to be deductible for income tax purpose.

Note 39: Disclosure of additional information pertaining to the Parent Company, Subsidiaries and Jointly Controlled Entity as per Schedule III of Companies Act, 2013

(₹ in lakhs)

Name of Company	Net Assets (Total Assets minus Total Liabilities)		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	2017-18		2017-18		2017-18		2017-18	
	As % of Consolidated Net Assets	Net Assets	As % of Consolidated Profit or Loss	Profit/(Loss)	As % of Consolidated OCI	OCI	As % of Consolidated TCI	TCI
Parent Company								
Ram Ratna Wires Ltd.	88.88%	15,386.88	95.47%	2,648.35	101.27%	1,797.67	97.74%	4,446.02
Indian Subsidiary								
Global Copper Pvt. Ltd.	5.35%	926.34	3.06%	84.98	(0.06%)	(0.98)	1.85%	84.00
Minority Interest in Subsidiary	3.57%	617.56	2.04%	56.65	(0.04%)	(0.65)	1.23%	56.00
Joint Venture								
RR-Imperial Electricals Ltd.	2.20%	380.86	(0.58%)	(16.03)	(1.18%)	(20.94)	(0.81%)	(36.97)
Total	100.00%	17,311.64	100.00%	2,773.95	100.00%	1,775.10	100.00%	4,549.05

Name of Company	Net Assets (Total Assets minus Total Liabilities)		Share in Profit or Loss		Other Comprehensive Income		Total Comprehensive Income	
	2016-17		2016-17		2016-17		2016-17	
	As % of Consolidated Net Assets	Net Assets	As % of Consolidated Profit or Loss	Profit/(Loss)	As % of Consolidated OCI	OCI	As % of Consolidated TCI	TCI
Parent Company								
Ram Ratna Wires Ltd.	97.65%	12,236.89	99.28%	2,188.70	101.10%	1,593.81	100.04%	3,782.51
Indian Subsidiary								
Global Copper Pvt. Ltd.	-	-	-	-	-	-	-	-
Minority Interest in Subsidiary	-	-	-	-	-	-	-	-
Joint Venture								
RR-Imperial Electricals Ltd.	2.35%	295.12	0.72%	15.88	(1.10%)	(17.40)	(0.04%)	(1.52)
Total	100.00%	12,532.01	100.00%	2,204.58	100.00%	1,576.41	100.00%	3,780.99

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

Note 40: First time adoption of Ind AS:

These are the first Financial Statements of the Group prepared in accordance with Ind AS.

The Accounting Policies set out in Note 1 have been applied in preparing the Financial Statements for the year ended 31st March, 2018, the comparative information presented in these Financial Statements for the year ended 31st March, 2017 and in the preparation of an opening Ind AS Balance Sheet as at 1st April, 2016 (the date of transition). In preparing opening Ind AS Balance Sheet, the Group has adjusted the amounts reported previously in Financial Statements prepared in accordance with the Accounting Standards notified under Companies (Accounting Standards) Rules, 2006 (as amended) and other relevant provisions of the Act (Previous GAAP). An explanation of how the transition from Previous GAAP to Ind AS has affected the financial position, financial performance and cash flows of the Group are set out in the following tables and notes:

A) Exemptions and exceptions availed

In preparing these Ind AS Financial Statements, the Group has availed certain exemptions and exceptions in accordance with Ind AS 101 "First-time Adoption of Indian Accounting Standards" (Ind AS 101) as explained below. The resulting differences between the carrying values of the assets and liabilities in the Financial Statements as at the transition date under Ind AS and Previous GAAP have been recognised directly in equity (retained earnings or another appropriate category of equity). This note explains the adjustments made by the Group in restating its Previous GAAP Financial Statements, including the Balance Sheet as at 1st April, 2016 and the Financial Statements for the year ended 31st March, 2017.

A.1) Ind AS optional exemptions

Set out below are the applicable Ind AS 101 optional exemptions applied in the transition from Previous GAAP to Ind AS

i) Deemed Cost

Ind AS 101 permits a first-time adopter to elect to continue with the carrying value for all of its property, plant and equipment and intangible assets as recognised in the Financial Statements as at the date of transition to Ind AS, measured under Previous GAAP and use that as its deemed cost as at the date of transition. Accordingly, the Group has elected to measure all of its property, plant and equipment and intangible assets at their Previous GAAP carrying value in their Financial Statements.

ii) Designation of previously recognised financial instruments

Ind AS 101 allows an entity to designate investments in equity instruments at FVOCI on the basis of the facts and circumstances at the date of transition to Ind AS. The Group has elected to apply this exemption for its investment in equity investments.

iii) Long-term foreign currency monetary items

Exchange differences arising on translation of long term foreign currency monetary items recognised in the Previous GAAP financial statements in respect of which the Group has elected to recognise such exchange differences as a part of cost of assets as allowed under Ind AS 101. Such differences are added/deducted to/from the cost of assets and are recognised in the consolidated statement of profit and loss on a systematic basis as depreciation over the balance life of the assets.

A.2) Ind AS mandatory exceptions

The Group has applied the following mandatory exceptions from full retrospective application of Ind AS as required under Ind AS 101:

i) Estimates

Estimates in accordance with Ind AS at the transition date will be consistent with estimates made for the same date in accordance with Previous GAAP (after adjustments to reflect any difference in Accounting Policies) unless there is objective evidence that those estimates were in error. On assessment of estimates made under the Previous GAAP financial statements, the Group has concluded that there is no necessity to revise such estimates under Ind AS, as there is no objective evidence of an error in those estimates.

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)

ii) Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification and measurement of financial assets on the basis of facts and circumstances which exist on the date of transition to Ind AS. Accordingly, the Group has applied the requirement prospectively.

B) Reconciliation between Previous GAAP and IND AS

The following statements of reconciliation provide the explanation and qualification of the differences arising from the transition from Previous GAAP to Ind AS in accordance with Ind AS 101.

- (i) Reconciliation of total equity as at 1st April, 2016 and 31st March, 2017
- (ii) Reconciliation of total comprehensive income for the year ended 31st March, 2017
- (iii) Reconciliation of cash flow statement for the year ended 31st March, 2017

(i) Reconciliation of total equity as at 1st April, 2016 and 31st March, 2017

(₹ In lakhs)

Particulars	As at 31.03.2017				As at 01.04.2016			
	Previous GAAP	RR Imperial	Effect of Transition to Ind AS	Ind AS	Previous GAAP	RR Imperial	Effect of Transition to Ind AS	Ind AS
ASSETS								
NON-CURRENT ASSETS								
Property, Plant and Equipment	7,346.58	206.17	25.91	7,166.32	5,197.94	164.36	-	5,033.58
Capital work in progress	47.40	0.59	3.36	50.17	184.63	18.92	-	165.71
Goodwill	-	-	-	-	-	-	-	-
Intangible Assets	2.85	0.13	-	2.72	4.46	0.02	-	4.44
Financial Assets								
Investments	40.00	(244.29)	3,864.03	4,148.32	40.00	(244.29)	1,775.15	2,059.44
Loans	57.81	13.36	(16.96)	27.49	55.96	11.75	(7.34)	36.87
Other Financial Assets	50.79	-	-	50.79	0.47	-	-	0.47
Income Tax Asset (Net)	77.31	41.66	-	35.65	100.29	48.10	-	52.19
Other Assets	842.13	0.11	8.11	850.13	558.46	6.09	3.95	556.32
	8,464.87	17.73	3,884.45	12,331.59	6,142.21	4.95	1,771.76	7,909.02
CURRENT ASSETS								
Inventories	4,162.56	195.29	14.59	3,981.86	1,994.81	92.65	9.82	1,911.98
Financial Assets								
Trade Receivables	15,134.04	374.41	-	14,759.63	11,556.37	223.26	-	11,333.11
Cash and Cash Equivalents	1,327.93	44.86	-	1,283.07	179.31	16.92	-	162.39
Other Balance with Banks	192.41	94.30	-	98.11	152.95	17.17	-	135.78
Loans	13.88	2.23	9.15	20.80	20.55	2.14	1.71	20.12
Other Financial Assets	13.96	1.91	-	12.05	9.25	-	12.83	22.08
Other Assets	1,430.98	31.37	1.32	1,400.93	1,273.47	12.37	1.61	1,262.71
	22,275.76	744.37	25.06	21,556.45	15,186.71	364.51	25.97	14,848.17
TOTAL ASSETS	30,740.63	762.10	3,909.51	33,888.04	21,328.92	369.46	1,797.73	22,757.19

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)
(i) Reconciliation of total equity as at 1st April, 2016 and 31st March, 2017
(₹ In lakhs)

Particulars	As at 31.03.2017				As at 01.04.2016			
	Previous GAAP	RR Imperial	Effect of Transition to Ind AS	Ind AS	Previous GAAP	RR Imperial	Effect of Transition to Ind AS	Ind AS
EQUITY AND LIABILITIES								
EQUITY								
Equity Share Capital	1,100.00	-	-	1,100.00	1,100.00	-	-	1,100.00
Other Equity	8,484.72	47.72	2,995.01	11,432.01	6,328.93	50.24	1,372.33	7,651.02
	9,584.72	47.72	2,995.01	12,532.01	7,428.93	50.24	1,372.33	8,751.02
LIABILITIES								
NON CURRENT LIABILITIES								
Financial Liabilities								
Borrowings	3,023.81	94.82	-	2,928.99	1,243.88	82.63	-	1,161.25
Provisions	72.14	-	-	72.14	62.79	-	-	62.79
Deferred tax Liabilities (Net)	351.17	29.72	856.05	1,177.50	302.09	-	383.17	685.26
Deferred Income	-	-	52.21	52.21	-	-	42.23	42.23
	3,447.12	124.54	908.26	4,230.84	1,608.76	82.63	425.40	1,951.53
CURRENT LIABILITIES								
Financial Liabilities								
Borrowings	12,014.01	160.07	-	11,853.94	10,337.58	97.28	-	10,240.30
Trade Payable	4,346.67	374.42	-	3,972.25	547.19	94.90	-	452.29
Other Financial Liabilities	1,175.20	55.25	6.24	1,126.19	1,016.51	42.67	-	973.84
Other Liabilities	85.82	0.10	-	85.72	134.42	1.74	-	132.68
Provisions	43.79	-	-	43.79	22.15	-	-	22.15
Income Tax Liabilities (Net)	43.30	-	-	43.30	233.38	-	-	233.38
	17,708.79	589.84	6.24	17,125.19	12,291.23	236.59	-	12,054.64
TOTAL EQUITY AND LIABILITIES	30,740.63	762.10	3,909.51	33,888.04	21,328.92	369.46	1,797.73	22,757.19

(ii) Reconciliation of total comprehensive income for the year ended 31st March, 2017
(₹ In lakhs)

Particulars	Previous GAAP	RR Imperial	Effect of Transition to Ind AS	Ind AS
REVENUE FROM OPERATIONS				
Sale of products and other operating revenues	81,354.86	1,257.38	(14.53)	80,082.95
Excise Duty	-	-	8,936.25	8,936.25
Other Income	161.75	0.41	3.36	164.70
TOTAL REVENUE (I)	81,516.61	1,257.79	8,925.08	89,183.90

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)
(ii) Reconciliation of total comprehensive income for the year ended 31st March, 2017 (₹ In lakhs)

Particulars	Previous GAAP	RR Imperial	Effect of Transition to Ind AS	Ind AS
Cost of materials consumed	70,633.05	1,042.14	-	69,590.91
Changes in inventories	(207.87)	(62.76)	-	(145.11)
Excise duty	-	-	8,936.25	8,936.25
Employee benefits expense	2,099.65	76.44	(21.40)	2,001.81
Finance costs	1,116.19	21.29	(2.31)	1,092.59
Depreciation and amortisation expense	862.86	29.76	0.47	833.57
Other expenses	3,650.69	99.74	(16.47)	3,534.48
TOTAL EXPENSES (II)	78,154.57	1,206.61	8,896.54	85,844.50
PROFIT BEFORE TAX (I-II)	3,362.04	51.18	28.54	3,339.40
Tax Expense				
Current Tax	1,182.43	6.91	-	1,175.52
Excess Tax provision for earlier years	(42.33)	-	-	(42.33)
Deferred Tax	19.01	(0.35)	(1.85)	17.51
Total Tax expense	1,159.11	6.56	(1.85)	1,150.70
PROFIT AFTER TAX	2,202.93	44.62	30.39	2,188.70
Add : Share of Profit of Jointly Controlled Entity	-	-	15.88	15.88
Profit for the Year	2,202.93	44.62	46.27	2,204.58
OTHER COMPREHENSIVE INCOME *				
A (i) Item that will not be reclassified to profit or loss				
a) Remeasurement benefit of defined benefit plans	-	-	(21.86)	(21.86)
b) Fair value gain on investment in equity instrument through OCI	-	-	2,090.40	2,090.40
(ii) Income tax relating to items that will not be reclassified to profit or loss	-	-	(474.73)	(474.73)
B (i) Items that will be reclassified to profit or loss				
Exchange difference arising on translation of foreign operations	-	-	(17.40)	(17.40)
(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-
TOTAL OTHER COMPREHENSIVE INCOME (A+B)	-	-	1,576.41	1,576.41
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	2,202.93	44.62	1,622.68	3,780.99

(iii) Reconciliation of cash flow statement for the year ended 31st March, 2017

The transition from previous GAAP to IND AS has no material impact on the statement of cash flow.

NOTES to Consolidated Financial Statements for the year ended 31st March, 2018 (contd.)
C) Notes to Reconciliation between Previous GAAP and IND AS
i) Equity Accounting of Joint Venture

The Parent has 10% interest in RR-Imperial Electricals Limited a joint venture (jointly controlled entity) incorporated in Bangladesh. In the consolidated financial statements prepared under the Previous GAAP, the Parent has proportionately consolidated its interest in the jointly controlled entity in the consolidated financial statements presented upto 31st March, 2017. In accordance with Ind AS 28, "Investments in Associates and Joint Ventures", the Group has accounted for interest in joint venture using the equity method unlike proportionate line by line method under the previous GAAP and accordingly proportionate share of jointly controlled entity in consolidated financial statements in assets, liabilities, income, expenses and cash flow has been derecognised.

ii) Others

The consolidated financial statements on the date of transition and as on 31st March, 2017 were prepared under Previous GAAP considering the Company and its jointly controlled entity.

The adjustments reported under "Other Ind AS adjustments" in the reconciliation statement of balance sheet as on 1st April, 2016, as on 31st March, 2017 and in the statement of profit & loss account for the year ended 31st March, 2017 are for the Parent only. Detailed notes on Ind AS adjustments for the Parent are reported in Note 43 of the Standalone Financial Statements and therefore not reproduced herein.

D) Previous GAAP figures have been reclassified/regrouped wherever necessary to confirm with the financial statements prepared under Ind AS.

As per our Report of even date

For Bhagwagar Dalal & Doshi
Chartered Accountants
(Firm Registration No. 128093W)

Jatin Dalal

Partner
M.No. 124528

Place : Mumbai

Dated : 29th May, 2018

For and on behalf of the Board of Directors

Rameshwarlal Kabra
Chairman - DIN 00150875

Hemant Kabra
Director & CFO- DIN 01812586

Prashant Deshpande
Director - DIN 00087591

H. S. Upendra Kamath
Director- DIN 02648119

Tribhuvanprasad Kabra
Managing Director - DIN 00091375

Satyanarayan Loya
Director - DIN 00091323

R. Kannan
Director - DIN 00227980

Madan Vaishnawa
Company Secretary- ACS 19127

Mahendrakumar Kabra
Joint Managing Director
- DIN 00473310

Sandeep Jhanwar
Director - DIN 00124901

Dr. Ajai Singh
Director -DIN 00281743



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