RAMKRISHNA FORGINGS LIMITED
REGD. & CORPORATE OFFICE:
"RAMKRISHNA CHAMBERS"
72 SHAKESPEARE SARANI,
KOLKATA 700017
WESTBENGAL, INDIA
PHONE : (+91 33) 3984 0900 / 0999
FAX : (+91 33) 3984 0998
EMAIL : info@ramkrishnaforgings.com
WEBSITE : www.ramkrishnaforgings.com
CIN NO. : L74210WB1981PLC034281

Date: 14th August, 2019

To,
The Listing Department
Bombay Stock Exchange Limited
P.J. Towers
Dalal Street
Mumbai-400 001

Dear Sir,

Ref: Scrip Code - 532527
Sub: - Annual Report for the financial year 2018-2019 alongwith Notice of forthcoming AGM

Please find attached herewith the Annual Report of the Company for the Financial Year 2018-2019 alongwith notice of forthcoming AGM, as per Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you,
Yours faithfully,
For Ramkrishna Forgings Limited

Company Secretary

Enclo: As above

WORKS
PLANT- I: PLOT NO. M-6, PHASE VI, GAMARIA, JAMSHEDPUR -832108, JHARKHAND (INDIA); FAX: (+91 657) 2202814
PH: (+91 657) 3984900, 3204242, 3204249
EMAIL: forgings-division@ramkrishnaforgings.com
PLANT- II: 7/40, DUFFER STREET, LILUAH, HOWRAH – 711204 WEST BENGAL (INDIA)
PH: (+91 33) 2654 8062/063
PLANT- III & IV: PLOT NO. M-15, 16 & NS-26, PHASE VII, INDUSTRIAL AREA, ADITYAPUR, JAMSHEDPUR -832109, JHARKHAND (INDIA) FAX: (+91 657)3984998
PH: (+91 657) 3984900/999, EMAIL: cnc-division@ramkrishnaforgings.com
PLANT- V: VILL: BALIGUMA, P.O.: KOLABERA, THANA: SARAIKELA, DIST.: SARAIKELA KHARSWAN; JAMSHEDPUR -833220, JHARKHAND (INDIA) PH: (+91657) 3984900
EMAIL: pressplant5@ramkrishnaforgings.com

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RAMKRISHNA FORGINGS LIMITED

CIN No: L74210WB1981PLC034281

"RAMKRISHNA CHAMBERS", 72 SHAKESPEARE SARANI, KOLKATA - 700 017

Email - neha.gupta@ramkrishnaforgings.com

Phone : 033-39840900. Fax-033-39840998

Website : www.ramkrishnaforgings.com

NOTICE

Notice is hereby given that the 37th Annual General Meeting of the members of Ramkrishna Forgings Limited will be held on Saturday, the 7th day of September, 2019 at 11:30 A.M. at "Kala Kunj", 48, Shakespeare Sarani, Kolkata - 700017 to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements (including Consolidated Audited Financial Statements) of the Company for the year ended 31st March, 2019 together with the Director's Report and the Auditor's Report thereon.

2. To declare Dividend of ₹ 1.50/- per equity share of ₹ 10/- each for the financial year 2018-19.

3. To appoint a Director in place of Mr. Mahabir Prasad Jalan (DIN 00354690) who retires by rotation and being eligible, offers himself for reappointment.

4. To appoint M/s. S.K. Naredi & Co, Chartered Accountants , as the Joint Statutory Auditor 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 Section 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 & rules made there under, M/s. S.K. Naredi & Co, Chartered Accountants (Firm Registration No. 003333C), be and are hereby appointed as the Statutory Auditor of the Company to hold office from the conclusion of this Annual General Meeting ('AGM') until the conclusion of the 42nd AGM of the Company and shall hold office jointly with M/s. S.R. Batliboi & Co. LLP , Chartered Accountants (Firm Registration no. 301003E/E300005), from the conclusion of this AGM until the conclusion of the 40th AGM of the Company at such remuneration as may be decided by the Board from time to time."

SPECIAL BUSINESS:

5. **To appoint Mr. Ranaveer Sinha (DIN: 00103398) as an Independent Director and consider, 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, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Act, Mr. Ranaveer Sinha (DIN: 00103398) who was appointed as an Additional Director of the Company under Section 161 of the Act with effect from 2nd February 2019 by the Board of Directors to hold office up to the date of this Annual General Meeting, be and is hereby appointed as an Non-Executive, Independent Director of the Company for a term of 5 (Five) consecutive years with effect from 2nd February 2019, and whose office shall not be liable to determination by retirement of directors by rotation."

6. **To re-appoint Mr. Padam Kumar Khaitan (DIN: 00019700) as an Independent Director and consider, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:**

   "**RESOLVED THAT** pursuant to the provisions of Sections 149 and 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 the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and based on the recommendation of Nomination and Remuneration Committee and approval of Board of Directors of the Company, Mr. Padam Kumar Khaitan (DIN: 00019700), holding office as an Independent Director and being eligible to be re-appointed for second term under the provisions of the Companies Act, 2013 and rules made thereunder be and is hereby re-appointed as an Independent Director of the Company not liable to retire by rotation , with effect from 1st April, 2019 for the second term of five consecutive years."

   "**RESOLVED FURTHER THAT** the Board of Directors or a Committee thereof or Company Secretary of the Company be and are hereby severally authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

7. **To re-appoint Mr. Yudhisthir Lal Madan (DIN: 05123237) as an Independent Director and consider, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 149 and 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 the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of Nomination and Remuneration Committee and approval of Board of Directors of the Company, Mr. Yudhisthir Lal Madan (DIN: 05123237), holding office as an Independent Director and being eligible to be re-appointed for second term under the provisions of the Companies Act, 2013 and rules made thereunder be and is hereby re-appointed as an Independent Director of the Company not liable to retire by rotation ,with effect from 1st April,2019 , for the second term of five consecutive years."

"**RESOLVED FURTHER THAT** the Board of Directors or a Committee thereof or Company Secretary of the Company be and are hereby severally authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

8. **To re-appoint Mr. Ram Tawakya Singh (DIN: 00276330) as an Independent Director and consider, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 149 and 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 the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of Nomination and Remuneration Committee and approval of Board of Directors of the Company, Mr. Ram Tawakya Singh (DIN: 00276330), aged 74 years, holding office as an Independent Director and being eligible to be re-appointed for second term under the provisions of the Companies Act, 2013 and rules made thereunder be and is hereby re-appointed as an Independent Director of the Company not liable to retire by rotation , with effect from 1st April,2019 for the second term of five consecutive years."

"**RESOLVED FURTHER THAT** pursuant to the provisions of Regulation 17(1A) and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or re-enactment for the time being in force), approval of the members of the Company be and is hereby accorded for continuation of directorship of Mr. Ram Tawakya Singh (DIN: 00276330), as a Non-Executive, Independent Director of the Company who will attain the age of 75 (seventy five) years during his tenure till the expiry of his term i.e. upto 31st March 2024."

"**RESOLVED FURTHER THAT** the Board of Directors or a Committee thereof or Company Secretary of the Company be and are hereby severally authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

9. **To re-appoint Mr. Amitabha Guha (DIN: 02836707) as an Independent Director and consider, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 149 and 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 the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of Nomination and Remuneration Committee and approval of Board of Directors of the Company, Mr. Amitabha Guha (DIN: 02836707), holding office as an Independent Director and being eligible to be re-appointed for second term under the provisions of the Companies Act, 2013 and rules made thereunder be and is hereby re-appointed as an Independent Director of the Company not liable to retire by rotation, with effect from 14th August,2019 for the second term of five consecutive years."

"**RESOLVED FURTHER THAT** pursuant to the provisions of Regulation 17(1A) and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or re-enactment for the time being in force), approval of the members of the Company be and is hereby accorded for continuation of directorship of Mr. Amitabha Guha (DIN: 02836707), as a Non-Executive, Independent Director of the Company who will attain the age of 75 (seventy five) years during his tenure, till the expiry of his term i.e. upto 13th August 2024."

"**RESOLVED FURTHER THAT** the Board of Directors or a Committee thereof or Company Secretary of the Company be and are hereby severally authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

10. **To re-appoint Ms. Aditi Bagri (DIN: 06943139) as an Independent Director and consider, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 149 and 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 the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of Nomination and Remuneration Committee and approval of Board of Directors of the Company, Ms. Aditi Bagri (DIN: 06943139), holding office as an Independent Director and being eligible to be re-appointed for second term under the provisions of the Companies Act, 2013 and rules made thereunder, be and is hereby re-appointed as an Independent Director of the Company not liable to retire by rotation with effect from 1st November,2019.

"**RESOLVED FURTHER THAT** the Board of Directors or a Committee thereof or Company Secretary of the Company be and are hereby severally authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

11. **To re appoint Mr. Pawan Kumar Kedia (DIN: 00375557) as Wholetime Director designated as Director (Finance) and consider, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution :**

"**RESOLVED THAT** pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board and pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V of the Companies Act, 2013 and pursuant to the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and all applicable guidelines issued by the Central Government from time to time and subject to such other approvals, as may be necessary, approval of the members of the Company be and is hereby accorded to the reappointment of Mr. Pawan Kumar Kedia (DIN:00375557), as the Wholetime Director designated as Director (Finance) of the company, for a period of 1 (One) year w.e.f 1st April 2019, upon the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this Annual General Meeting."

"**RESOLVED FURTHER THAT** Mr. Pawan Kumar Kedia shall be subject to retirement by rotation during his tenure as the Wholetime Director of the Company provided that if he vacates office by retirement by rotation under the provisions of the Companies Act 2013 at any Annual General Meeting and is re-appointed as a Director at the same meeting, he shall not, by reason only of such vacation, cease to be the Whole-time Director."

"**RESOLVED FURTHER THAT** the Board of Directors or any Committee thereof, be and is hereby authorised to alter, modify or revise from time to time, the said terms and conditions of reappointment and remuneration of Mr. Pawan Kumar Kedia in such manner as may be considered appropriate and in the best interests of the Company and as may be permissible at law."

"**RESOLVED FURTHER THAT** the Board of Directors or a Committee thereof or Company Secretary of the Company be and are hereby severally authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

12. **To ratify remuneration of Cost Auditors and consider, if thought fit, to pass, the following as an Ordinary Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Section 148 (3) and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s. U Sharma & Associates, Cost Accountants (FRN 100596/Membership no. 9240), has been appointed as the Cost Auditors, by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2020 and the remuneration of Rs. 4,00,000 (Rupees Four Lakhs Only) plus travelling, local conveyance and out of pocket expenses not exceeding 20% of the remuneration for the year 2019-20 payable to M/s. U Sharma & Associates, Cost Accountants, as recommended by the Audit Committee and Board of Directors, be and is hereby ratified."

"**RESOLVED FURTHER THAT** the Board of Directors or a Committee thereof or Company Secretary of the Company be and are hereby severally authorized to take all such steps as may be necessary, proper and expedient, to give effect to this resolution."

By order of the Board

Sd/-
Rajesh Mundhra
Company Secretary
Membership No. ACS 12991

Place : Kolkata
Dated : 25th May, 2019

Registered Office:
"Ramkrishna Chambers"
72, Shakespeare Sarani
Kolkata - 700 017

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.**

   A person can act as proxy on behalf of member or members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or member.

   The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable. A proxy holder shall provide his identity at the time of attending the Annual General Meeting.

2. A member would be entitled to inspect the proxies lodged with the Company, twenty four hours before the time fixed for the commencement of the meeting. Requisition for inspection of proxies by members entitled to vote on any resolution shall be made in writing at least three days in advance before the commencement of the meeting.

3. Corporate members intending to send their authorized representatives to attend and vote at the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company a certified true copy of the board resolution authorizing their representative to attend and vote on their behalf at the Meeting.

4. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, and Secretarial Standard- 2 on General Meeting in respect of Special Business to be transacted at the meeting is annexed hereto.

5. The Notice is being sent to all the members of the Company, whose name appear in the Register of Members as on 2nd August 2019.

6. The Register of Members and the Share Transfer books of the Company will remain closed from Saturday, 31st August, 2019 to Saturday, 7th September, 2019 (both days inclusive) for the purpose of Annual General Meeting and determining the entitlement to the dividend for 2018-19.

7. Members of the Company had approved the appointment of M/s. S. R. Batliboi & Co., LLP, Chartered Accountants, Firm Registration No. 301003E/E300005) as the Statutory Auditors at the 35th Annual General Meeting of the Company held on 16th September 2017 for a period of five years from the conclusion of the 35th Annual General Meeting till the conclusion of the 40th Annual General Meeting, subject to ratification of appointment by members at every Annual General Meeting. In view of the Companies (Amendment) Act, 2017, the requirement of ratification of appointment of the Statutory Auditor at every Annual General Meeting has been done away with. As such resolution for seeking ratification of appointment of Statutory Auditors has not been placed before the shareholders at this Annual General Meeting.

8. Members attending the Annual General Meeting are requested to bring the following for admission to the meeting hall

   a) Attendance Slip duly completed and signed as per the specimen signature lodged with the Company.

   b) Annual Report (2018-19).

9. The dividend as recommended by the Board, if approved at the meeting, will be paid to those Members:

   a) Whose names appear as Members in the Register of Members of the Company after giving effect to valid share transfers in physical form lodged with the Company/Registrars and Transfer agent as on 30th August, 2019 (Friday), and

   b) Whose names appear as Beneficial Owners in the list of Beneficial Owners as on the close of market hours on 30th August, 2019 (Friday), furnished by National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) for this purpose.

10. Shareholders desiring any information as regards the Financial Statements of the Company are requested to write to the Company in advance so as to enable the management to keep the information readily available at the meeting.

11. Members holding shares in electronic form are hereby informed that bank particulars registered with their respective depository accounts will be used by the Company for payment of dividend. For the safety and interest of the shareholders, it is important that bank account details are correctly provided to the depository participants. The Company or its Registrars cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the members. Members holding shares in physical form and desirous of either registering bank particulars or changing bank particulars already registered against their respective folios for payment of dividend are requested to write to the Company/Registrars and Share Transfer Agents viz. M/s Karvy Fintech Pvt. Ltd.

12. Pursuant to section 72 of the Companies Act 2013 members holding shares in physical form are advised to file nomination in prescribed Form SH-13 with the Company's Registrar M/s Karvy Fintech Pvt. Ltd and in respect of shares held in Electronic/Demat form, members may please contact their respective Depository Participants.

13. In accordance with Companies (Significant Beneficial Owners) Rules, 2018, an individual person (including non members of the Company) if holding the ultimate beneficial interest in any shares of the Company which is not registered in his/her name are requested to provide to the Company at is Registered Office or its RTA a declaration of his/her being a significant beneficial owner (i.e. holding ultimate beneficial holding of 10% or more of the shares of the Company) in Form no. BEN 1. Further, in case of any change in significant beneficial ownership, the declaration in Form BEN-1 has to be submitted within 30 days of such change.

14. Pursuant to the provisions of Section 124 of the Act, Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 read with the relevant circulars and amendments thereto ('IEPF Rules'), the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund (IEPF), constituted by the Central Government. The Company had, accordingly, transferred Rs. 20,910/- being the unpaid and unclaimed dividend amount pertaining to dividend for the financial year 2010-11 to the IEPF. The Company has sent reminders on 23rd May 2019 to those members having unpaid/ unclaimed dividends for the financial year 2011-12 before transfer of such dividend(s) to IEPF. The members who have not yet encashed their dividend warrant(s) for the financial year 2011-12 or any subsequent financial year are requested to approach the Registrars and Share Transfer Agents viz. M/s Karvy Fintech Pvt. Ltd., Karvy Selenium, Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad, Telangana - 500 032.

    The Company has also uploaded the details of unpaid and unclaimed dividend amounts lying with the Company as on 22nd September 2018 (date of last Annual General Meeting) on the website of the Company http://www.ramkrishnaforgings.com/unpaid-dividend.html and also on the website of the IEPF (www.iepf.gov.in). No claim shall lie against the Company in respect of the amount(s) so credited to the IEPF.

15. Pursuant to the provision of Section 124(6) of the Companies Act, 2013, all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall be transferred by the Company in the name of Investor Education and Protection Fund along with a statement containing such details as may be prescribed.

    During the financial year 2018-19, their was no instances for transfer of shares to the IEPF Authority in respect of which dividend had remained unpaid or unclaimed for seven consecutive years as on the due date of transfer.

    Unclaimed dividend for the financial year ended 31st March, 2012 and the corresponding Equity Shares of the Company in respect of which dividend entitlements remain unclaimed for seven consecutive years will be due for transfer to the Investor Education and Protection Fund of the Central Government, pursuant to the provisions of Section 124 of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016. The Company has sent individual notice to all shareholders concerned whose dividend remain unclaimed for 7 consecutive years, through speed post on 3rd May 2019 and also given a public notice in newspapers on 9th May 2019. Members are requested to claim the said dividend, details of which are available on the Company's corporate website www.ramkrishnaforgings.com under the section 'Investor Relations'. The Company/RTA will not be able to entertain any claim received after 30th August, 2019 in respect of the same.

    The shares and unclaimed dividend transferred to the IEPF can however be claimed back by the concerned shareholders from IEPF Authority after complying with the procedure prescribed under the IEPF Rules. The Member/Claimant is required to make an online application to the IEPF Authority in Form IEPF -5 (available on www.iepf.gov. in).

16. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

17. Details under Regulation 36 (3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting, forms integral part of the notice. The Directors have furnished the requisite declarations for their appointment/re-appointment.

18. Electronic copy of the Notice of the 37th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Depository Participants(s) for communication purposes unless any member has requested for a physical copy of the same. For members who have not registered their email address, physical copies of the Notice of the 37th Annual General Meeting of the Company inter alia indicating the process and manner of remote e-voting along with Attendance Slip and Proxy Form and the Annual Report for Financial Year 2018-19 is being sent through the permitted mode.

19. A route map and prominent landmark or easy location of the venue of the meeting is enclosed with this Notice.

20. Members may also note that the Notice of the 37th Annual General Meeting and the Annual Report for the financial year 2018-2019 will also be available on the Company's website www.ramkrishnaforgings.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Kolkata for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same. For any communication, the shareholders may also send requests to the Company's investor email id: neha.gupta@ramkrishnaforgings.com.

21. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (1.00 PM to 5.00 PM) on all working days except Saturdays, up to the date of this Annual General Meeting.

22. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act 2013, the Register of Contracts or Arrangements in which Directors are interested under Section 189 of the Companies Act 2013 will be available for inspection at the Annual General Meeting.

23. The Certificate from the statutory auditors of the Company for the Company's Employee Stock Option Scheme 2015 (ESOP Scheme 2015) will be available for inspection at the AGM.

24. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/ RTA for registration of transmission/transposition, deletion of name etc.

25. The Securities and Exchange Board of India (SEBI) vide circular dated 20 April 2018 has also mandated to obtain account details along with cancelled cheque to update the securities holder's data. The original cancelled cheque shall bear the name of the securities holder failing which securities holder shall submit copy of bank passbook /statement attested by the bank. The RTA shall then update the bank details in its records after due verification. The unpaid dividend shall be paid via electronic bank transfer. In cases where either the bank details such as MICR (Magnetic Ink Character Recognition), IFSC (Indian Financial System Code), etc. that are required for making electronic payment, are not available or the electronic payment instructions have failed or have been rejected by the bank, the issuer companies or their RTA may ask the banker to make payment though physical instrument such as banker's cheque or demand draft to such securities holder incorporating his bank account details. The Company has sent reminders to those shareholders, whose bank details are not available with the Registrar & Share Transfer Agents, requesting them to send the required details to enable the Company for payment of Dividend. The Company before processing the request for payment of Unclaimed / Unpaid Dividend, has been in practice of obtaining necessary particulars of Bank Account of the Payee.

26. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to inform that all the resolutions as stated in the notice may be transacted by electronic voting system and the company has provided its members facility to exercise their right through remote e-voting services provided by Karvy Fintech Private Limited. The instruction for e-voting has been enclosed and sent alongwith the notice. The members may cast their votes using an electronic voting system from a place other than the venue of the meeting.

27. The Facility for voting through ballot papers shall 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 voting right at the meeting. However the 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 votes again.

28. The remote e-voting period shall commences on 4th September 2019 (9.00 A.M.) and ends on 6th September 2019 (5.00 P.M.) The remote e-voting module shall be disabled for voting after 5:00 P.M. on 6th September 2019 and no e-voting will be allowed thereafter. All other relevant information are available in the instruction sheet for e-voting.

29. Voting rights will be reckoned on the paid-up value of shares registered in the name of the members as on the close of market hours of 30th August, 2019 (cut-off date). Only those members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date will be entitled to cast their votes by remote e-voting or ballot voting at the AGM. A person who is not a member as on cut off date should treat this Notice for information purpose only.

30. Those who become members of the Company after dispatch of the AGM Notice but on or before 30th August, 2019 (cut-off date) may obtain login ID and password by contacting Karvy to N Shyamkumar at Karvy Fintech Pvt Ltd, Unit: Ramkrishna Forgings Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032 having contact no. 040-67162222 and having email id: einward.ris@karvy.com. However, those Members already registered with Karvy for remote e-voting can login to website https://evoting.karvy.com and exercise their votes.

31. The Board of Directors of the Company at their meeting held on 25th May, 2019 has appointed Mrs. Asha M Banthia of Asha Banthia & Co., Practising Chartered Accountant, as the Scrutinizer to scrutinize the e-voting process in fair and transparent manner.

    The scrutinizer shall after the conclusion of Annual General Meeting, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of atleast two witnesses, not in the employment of the Company. The scrutinizer shall submit the consolidated scrutinizer's report not later than 48 hours of conclusion of the Meeting to the Chairman or any other person authorized by the Chairman, who shall countersign the same and declare the result of the voting forthwith. The declared results, along with consolidated Scrutinizer's Report, will be available forthwith on the website of the company www.ramkrishnaforgings.com and also be displayed on the notice board of the Company at its Registered Office and on the website of Karvy (www.karvy.com). Such results will also be forwarded to the Stock Exchanges where the Company's shares are listed.

    The results shall be declared on or after the Annual General Meeting of the Company and the resolution shall be deemed to be passed on the Annual General Meeting date subject to receipt of the requisite number of votes in favour of the resolution(s).

32. **Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.**

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

Item No. 4

The members are informed that the operations of the Company are expanding and thus it desirous to appoint a joint auditor to have a more focused approach in the auditing procedure. Hence, it is proposed to appoint M/s. S.K. Naredi & Co. Chartered Accountants (Firm Registration No. 003333C), as the Statutory Auditors of the Company, for a period of 5 years from the conclusion of this meeting till the conclusion of the 42nd Annual General Meeting of the Company. Further, they shall hold office as Joint Statutory Auditors with M/s. S.R. Batliboi & Co LLP, Chartered Accountants, from the conclusion of this Annual General Meeting until the conclusion of the 40th Annual General Meeting of the Company.

M/s. S.K. Naredi & Co. are a Chartered Accountant firm, having its head office at Kolkata and branch Offices at Mumbai, Pune, Jamshedpur and Ranchi.

The firm offers comprehensive range of service in the field of financial, taxation, auditing, accounting, consultancy, bank audit, tax audit & other auxiliary services to the corporate, government and non corporate entity.

The Audit Committee and the Board at their respective meetings held on 24th May 2019 and 25th May 2019 recommends for the approval of the Members, at an initial remuneration of ₹ 3,00,000 as Audit fees to M/s. S.K. Naredi & Co. for the financial year 2019-20, certification fees and reimbursement of actual out-of-pocket expenses incurred. The fees and the reimbursement will be exclusive of all applicable taxes.

The subsequent revision of the fees and expenses can be done with the mutual consent of the Auditors and the Board.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the members.

Item no. 5

In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of an Independent Director requires approval of members.

Mr. Ranaveer Sinha is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has received a declaration from Mr. Ranaveer Sinha that he meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”). In the opinion of the Board, Mr. Ranaveer Sinha fulfils the conditions for his appointment as an Independent Director as specified in the Act and the Listing Regulations. Mr. Ranaveer Sinha is independent of the management and possesses appropriate skills, experience and knowledge.

Based on the recommendation of the Nomination and Remuneration Committee at its meeting held on 2nd February 2019, the Board of Directors at its meeting held on 2nd February 2019, has approved the appointment of Mr. Ranaveer Sinha (DIN: 00103398), as an Independent Director on the Board of the Company.

However the appointment of Mr. Ranaveer Sinha, shall be effective only upon approval by the members in the Meeting.

Details of Mr. Ranaveer Sinha are provided in the “Annexure” to the Notice pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India.

Copy of draft letter of appointment of Mr. Ranaveer Sinha setting out the terms and conditions of appointment is available for inspection by the members at the Registered Office of the Company.

He shall be paid remuneration by way of sitting fees for attending each meeting of the Board or Committees thereof or for any other purpose whatsoever as may be decided by the Board from time to time, and reimbursement of expenses for participating in the Board and other meetings.

Mr. Sinha, aged 64, is a B.E. (Mechanical), PGDBM (XLRI) by qualification. He retired as MD of Tata Hitachi Construction Machinery Co. Ltd, He was also the Chairman of Serviplem SA and Comoplesa Lebrero SA, Spain, and North Baryval Special Vehicles (NBSV) in China, He has also been mentoring number of companies and helping them in their quest for Business Excellence. Considering his Educational background, experience and expertise, the Board is of opinion that his association as Independent Director would be beneficial for the further growth & development of the business of the Company.

Save and except, Mr. Ranaveer Sinha 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. 5 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the members.

Item no. 6 and 7

Mr. Padam Kumar Khaitan and Mr. Yudhisthir Lal Madan were appointed as Independent Director on the Board of the Company pursuant to provisions of section 149 of the Act read with the Companies (Appointment and Qualification of Director) Rules, 2014 for a term of 5 consecutive years. The members are informed that Mr. Padam Kumar Khaitan (DIN: 00019700) and Mr. Yudhisthir Lal Madan (DIN: 05123237) Independent Directors of the Company being eligible, offers themselves to be re-appointed for the second term of five years.

Mr. Padam Kumar Khaitan and Mr. Yudhisthir Lal Madan are not disqualified from being re-appointed as a Director in terms of Section 164(2) of the Act and has given their consent to act as an Independent Directors of the Company. The Company has also received necessary declaration from Mr. Padam Kumar Khaitan and Mr. Yudhisthir Lal Madan that they meet the criteria of independence as prescribed both under Section 149(6) of the Act and under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

Details of Mr. Padam Kumar Khaitan and Mr. Yudhisthir Lal Madan are provided in the "Annexure" to the Notice pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

The Nomination & Remuneration Committee at its meeting held on 2nd February 2019, on the basis of the report of performance evaluation, has recommended the re-appointment of Mr. Padam Kumar Khaitan and Mr. Yudhisthir Lal Madan as Independent Directors for a second consecutive term of 5 (five) years.

The Board at its meeting held on 2nd February 2019, based on the performance evaluation and as per the recommendation of the Nomination & Remuneration Committee, and in view of their educational background and experience and considering their contributions for the growth and development of the Company, has proposed to reappoint Mr. Padam Kumar Khaitan and Mr. Yudhisthir Lal Madan as Independent Directors of the Company, not liable to retire by rotation, for a second consecutive term of five years w.e.f from 1st April,2019 on the Board of your Company. The Board is of opinion that continued association of Mr. Padam Kumar Khaitan and Mr. Yudhisthir Lal Madan as Independent Directors would be beneficial for the further growth & development of the business of the Company.

They shall be paid remuneration by way of sitting fees for attending each meeting of the Board or Committees thereof or for any other purpose whatsoever as may be decided by the Board from time to time, and reimbursement of expenses for participating in the Board and other meetings.

Copy of draft letter of appointment of Mr. Padam Kumar Khaitan and Mr. Yudhisthir Lal Madan setting out the terms and conditions of appointment is available for inspection by the members at the Registered Office of the Company.

Save and except, Mr. Padam Kumar Khaitan and Mr. Yudhisthir Lal Madan none of the other Directors / Key Managerial Personnel / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board commends the Special Resolution set out at Item No. 6 and 7 of the Notice for approval by the members.

Item no. 8

Mr. Ram Tawakya Singh was appointed as Independent Director on the Board of the Company pursuant to provisions of section 149 of the Act read with the Companies (Appointment and Qualification of Director) Rules, 2014 for a term of 5 consecutive years. The members are informed that Mr. Ram Tawakya Singh being an Independent Director of the Company and being eligible, offers himself to be re-appointed for the second term of five years.

Mr. Ram Tawakya Singh is not disqualified from being appointed as a Director in terms of Section 164(2) of the Act and has given his consent to act as an Independent Director of the Company. The Company has also received necessary declaration from Mr. Ram Tawakya Singh that he meets the criteria of independence as prescribed both under Section 149(6) of the Act and under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). Details of Mr. Ram Tawakya Singh is provided in the "Annexure" to the Notice pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

The Nomination & Remuneration Committee at its meeting held on 2nd February 2019, on the basis of the report of performance evaluation, has recommended the re-appointment of Mr. Ram Tawakya Singh (DIN: 00276330) as an Independent Director for a second consecutive term of 5 (five) years.

The Board at its meeting held on 2nd February 2019, based on the performance evaluation and as per the recommendation of the Nomination & Remuneration Committee, and in view of his educational background and experience and considering his contributions for the growth and development of the Company, has proposed to reappoint Mr. Ram Tawakya Singh as an Independent Director of the Company, not liable to retire by rotation, for a second consecutive term of five years on the Board of your Company. The Board is of opinion that continued association of Mr. Ram Tawakya Singh as Independent Director would be beneficial for the further growth & development of the business of the Company.

He shall be paid remuneration by way of sitting fees for attending each meeting of the Board or Committees thereof or for any other purpose whatsoever as may be decided by the Board from time to time, and reimbursement of expenses for participating in the Board and other meetings.

Justification of Appointment of Mr. Ram Tawakya Singh pursuant to Regulation 17(1A) of SEBI (Listing Obligation and Disclosure Requirements) Amendment Regulations, 2018

Mr. Ram Tawakya Singh, aged about 74 years, is a B.Sc. Engg in Metallurgy from RIT Jamshedpur and has to his credit working experience of 50 years in various Companies. During his tenure he rose to the level of VP in TATA Motors. Mr. Singh has been associated with the Company since 2012 and Board considered that continued association of Mr. Ram Tawakya Singh would be of immense benefit to the Company and it is desirable to reappoint him.

Copy of draft letter of appointment of Mr. Ram Tawakya Singh setting out the terms and conditions of appointment is available for inspection by the members at the Registered Office of the Company. Save and except, Mr. Ram Tawakya Singh, none of the other Directors / Key Managerial Personnel

/ their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board commends the Special Resolution set out at Item No. 8 of the Notice for approval by the members.

Item no. 9

Mr. Amitabha Guha was appointed as Independent Director on the Board of the Company pursuant to provisions of section 149 of the Act read with the Companies (Appointment and Qualification of Director) Rules, 2014 for a term of 5 consecutive years upto 13th August, 2019. The members are informed that Mr. Amitabha Guha (DIN: 02836707) being an Independent Director of the Company and being eligible, offers himself to be re-appointed for the second term of five years.

Mr. Amitabha Guha is not disqualified from being re-appointed as a Director in terms of Section 164(2) of the Act and has given his consent to act as an Independent Director of the Company. The Company has also received necessary declaration from Mr. Amitabha Guha that he meets the criteria of independence as prescribed both under Section 149(6) of the Act and under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). Details of Mr. Amitabha Guha is provided in the "Annexure" to the Notice pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

The Nomination & Remuneration Committee at its meeting held on 25th May 2019, on the basis of the report of performance evaluation, has recommended the re-appointment of Mr. Amitabha Guha as Independent Director for a second consecutive term of 5 (five) years.

The Board at its meeting held on 25th May 2019, based on the performance evaluation and as per the recommendation of the Nomination & Remuneration Committee, and in view of his educational background and experience and considering his contributions for the growth and development of the Company, has proposed to reappoint Mr. Amitabha Guha as an Independent Director of the Company, not liable to retire by rotation, for a second consecutive term of five years w.e.f 14th August 2019 on the Board of your Company. The Board is of opinion that continued association of Mr. Amitabha Guha as Independent Director would be beneficial for the further growth & development of the business of the Company.

He shall be paid remuneration by way of sitting fees for attending each meeting of the Board or Committees thereof or for any other purpose whatsoever as may be decided by the Board from time to time, and reimbursement of expenses for participating in the Board and other meetings.

Justification of Appointment of Mr. Amitabha Guha pursuant to Regulation 17(1A) of SEBI (Listing Obligation and Disclosure Requirements) Amendment Regulations, 2018

Mr. Amitabha Guha, aged about 71 years, is a M.Sc. from Calcutta University. He has been a Banker throughout his life. He has served various banks from the post of Asst. General Manager in State Bank of Saurastra in 1992 to Managing Director in State Bank of Travancore in 2004. He also served as Deputy Managing Director of State Bank of India in November, 2008. He retired as Non – Executive Chairman of South Indian Bank.

Mr. Amitabha Guha has been associated with the Company since 2014 and Board considered that continued association of Mr. Amitabha Guha would be of immense benefit to the Company and it is desirable to reappoint him.

Copy of draft letter of appointment of Mr. Amitabha Guha setting out the terms and conditions of appointment is available for inspection by the members at the Registered Office of the Company.

Save and except, Mr. Amitabha Guha none of the other Directors / Key Managerial Personnel / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board commends the Special Resolution set out at Item No. 9 of the Notice for approval by the members.

Item no. 10

Ms. Aditi Bagri was appointed as Independent Director on the Board of the Company pursuat to provisions of section 149 of the Act read with the Companies (Appointment and Qualification of Director) Rules, 2014 for a term of 5 consecutive years upto 31st October, 2019. The members are informed that Ms. Aditi Bagri (DIN: 06943139) being an Independent Director of the Company and being eligible, offers herself to be re-appointed for the second term of five years.

Ms. Aditi Bagri is not disqualified from being re-appointed as a Director in terms of Section 164(2) of the Act and has given her consent to act as an Independent Director of the Company. The Company has also received necessary declaration from Ms. Aditi Bagri that she meets the criteria of independence as prescribed both under Section 149(6) of the Act and under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). Details of Ms. Aditi Bagri is provided in the "Annexure" to the Notice pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

The Nomination & Remuneration Committee at its meeting held on 25th May 2019, on the basis of the report of performance evaluation, has recommended the re-appointment of Ms. Aditi Bagri as an Independent Director for a second consecutive term of 5 (five) years.

The Board at its meeting held on 25th May 2019, based on the performance evaluation and as per the recommendation of the Nomination &

Remuneration Committee, and in view of her educational background and experience and considering her contributions for the growth and development of the Company, has proposed to reappoint Ms. Aditi Bagri as an Independent Director of the Company, not liable to retire by rotation, for a second consecutive term of five years w.e.f 1st November 2019 on the Board of your Company. The Board is of opinion that continued association of Ms. Aditi Bagri as Independent Director would be beneficial for the further growth & development of the business of the Company.

She shall be paid remuneration by way of sitting fees for attending each meeting of the Board or Committees thereof or for any other purpose whatsoever as may be decided by the Board from time to time, and reimbursement of expenses for participating in the Board and other meetings.

Copy of draft letter of appointment of Ms. Aditi Bagri setting out the terms and conditions of appointment is available for inspection by the members at the registered office of the Company.

Save and except, Ms. Aditi Bagri none of the other Directors / Key Managerial Personnel / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board commends the Special Resolution set out at Item No. 10 of the Notice for approval by the members.

Item no. 11

Mr. Pawan Kumar Kedia was appointed as Whole Time Director of the Company for a period of 3 years w.e.f 1st April 2016 till 31st March 2019. The Board of Directors, based on recommendation of the Nomination and Remuneration Committee ("NRC") at its meeting held on 3rd February 2019 re-appointed Mr. Pawan Kumar Kedia as the Whole time director designated as Director (Finance) of the Company for a period of 1 Year w.e.f 1st April 2019, subject to approval of the shareholders of the Company.

Mr. Pawan Kumar Kedia satisfies all the other conditions set out in Part-I of Schedule V to the Act as also conditions set out under sub-section (3) of Section 196 of the Act for being eligible for his re-appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Act.

The appointment and payment of remuneration to Mr. Pawan Kumar Kedia shall be guided by the provisions of the Companies Act,2013, on such emoluments as outlined below.

a) **Basic Salary :** ₹ 1,35,000/- per month - ₹ 1,75,000/- per month.

The increase in remuneration will be made after being approved by the Board of Directors within the above mentioned Limit.

b) **Benefits:**

- **i.** **Accommodation**: Fully Furnished Residential Accommodation or House Rent Allowance @ 35% (Thirty Five percent) of the basic salary.
- **ii.** Other Allowances not exceeding 10 % of the basic salary.
- **iii.** **Medical Reimbursement:** Reimbursement of expenses incurred for self and family not exceeding 15% of the basic salary in a year.
- **iv.** **Leave Travel Concession:** For self and family once in a year not exceeding 10% of the basic salary in a year.
- **v.** **Club Fees:** Fees of Clubs, subject to a maximum of two clubs may be provided but no Life membership fee or Admission fee is to be paid by the Company.
- **vi.** **Encashment of the leave** at the end of the tenure of office in accordance with the Company's rules.
- **vii.** **Provision of a Car** with driver for use on Company's business. It will not be considered as benefits. He will be however billed by the Company for use of car for private purposes, if any.
- **viii.** **Bonus** not exceeding 60% of the basic salary in a year.
- **ix.** **Provident Fund**: Company's contribution towards Provident Fund as per Rules of the company, but not exceeding 12% of the Salary or such percentage as required under the statute.
- **x.** **NPS:** Contribution to National Pension Scheme not exceeding 10% of the Basic Salary or such percentage as required under the statute.
- **xi.** Company's contributions towards Pension/ Superannuation Fund such amount as together with the Company's contribution to the Provident Fund does not exceed the amount not taxable under the Income Tax Act, 1961.
- **xii.** **Gratuity:** Not exceeding one-half month's salary for each completed year of service, subject to a maximum limit as prescribed under Schedule V to the Companies Act, 2013.

In the event of absence or inadequacy of profits, in any financial year, the remuneration by way of salary and commission payable to Mr. Pawan Kumar Kedia shall not exceed the limits prescribed under Schedule V of the Companies Act, 2013.

Details of Mr. Pawan Kumar Kedia are provided in "Annexure" to the Notice pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

Save and except, Mr. Pawan Kumar Kedia and his relatives, none of the other Directors / Key Managerial Personnel / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board commends the Ordinary Resolution set out at Item No. 11 of the Notice for approval by the members.

Item No. 12

The Board on the recommendation of the Audit Committee, has approved the appointment and remuneration of M/s. U Sharma & Associates, Cost Accountants (FRN 100596/Membership no. 9240) as the Cost Auditor in the Board Meeting held on 25th May, 2019 to conduct the audit of the cost records of the Company, for the financial year ending March 31, 2020 at a remuneration of ₹ 4,00,000 (Rupees Four Lakh Only) plus Travelling, Local Conveyance and out of pocket expenses not exceeding 20% of the remuneration.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, as amended, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board of Directors, has to be ratified by the members of the Company.

M/s. U Sharma & Associates, Cost Accountants have the necessary experience in the field of cost audit and have submitted a certificate regarding their eligibility for appointment as Cost Auditors of the Company.

The Board of Directors of the Company recommend the resolution as set out in Item No. 12 for the approval of members. Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 12 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2020.

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. 12 of the Notice.

The Board commends the Ordinary Resolution set out at Item No. 12 of the Notice for approval by the members.

By order of the Board

Sd/-

Rajesh Mundhra
Company Secretary
Membership No. ACS 12991

Place : Kolkata
Dated : 25th May, 2019

Registered Office:
"Ramkrishna Chambers"
72, Shakespeare Sarani
Kolkata - 700 017

Annexure

Details of Directors seeking appointment/re-appointment at the AGM

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Secretarial Standard- 2 on General Meeting issued by the Institute of Company Secretaries of India].

Name	Mr. Mahabir Prasad Jalan	Mr. Ranaveer Sinha	Mr. Ram Tawakya Singh	Mr. Padam Khaitan	Mr. Yudhisthir Lal Madan	Mr. Pawan Kumar Kedia	Mr. Amitabha Guha	Ms. Aditi Bagri
DIN	00354690	00103398	00276330	00019700	05123237	00375557	02836707	06943139
Date of Birth	10-04-1949	09-07-1954	20-07-1945	24-05-1953	24-08-1950	16-09-1957	10-11-1948	27-02-1986
Brief Resume/ Experience/ Expertise in Specific Functional Area	He is a B. Tech (Mechanical) from BITS (Pilani) Successful Technocrat from BITS Pilani having more than 48 years work experience in Forging Industry.	Mr. Sinha, aged 64, is a B.E. (Mechanical), PGDBM (XLRI) by qualification. He retired as MD of Tata Hitachi Construction Machinery Co. Ltd, He is a Member of the Board of Governors, XLRI. He was also the Chairman of Serviplem SA and Comoplesa Lebrero SA, Spain, and North Baryval Special Vehicles (NBSV) in China, He has also been mentoring number of companies and helping them in their quest for Business Excellence	Mr. Ram Tawakya Singh, aged about 74 years, is a B.Sc. Engg in Metallurgy from RIT Jamshedpur and has to his credit working experience of 50 years of experience in various Companies. During his tenure he rose to the level of Vice President in TATA Motors.	He is a Partner of M/s. Khaitan & Co. His rich experience of more than 35 years in the legal profession will greatly help the Company	A retired banker with 43 years of rich and varied experience in the field of general banking, with expertise in corporate finance, retail finance, SME lending, risk management with focus on credit monitoring, nursing and recovery of assets. Has a very good understanding of the international and domestic economic scenario, business environment and of the factors affecting various business segments	He possess experience of more than 30 years in various Companies.	He is a M.Sc. from Calcutta University. He has been a Banker throughout his life. He served various banks from the post of Asst. General Manager in State Bank of Saurastra in 1992 to Managing Director in State Bank of Travancore in 2004. He also served as Deputy Managing Director of State Bank of India in November, 2008. He retired as Non – Executive Chairman of South Indian Bank.	She is a LL.B from Mumbai University and has over a decade of experience in legal field. She started her career as intern in Pangea 3 in July, 2007, and is currently associated with Khaitan & CO. LLP.
Qualification	B. Tech (Mechanical) from BITS (Pilani)	B.E. (Mechanical), PGDBM (XLRI)	B.Sc. Engineering in Metallurgy from R.I.T. Jamshedpur	Attorney-at-Law	MBA (Finance)-FMS, Delhi University, M.Sc (Physics), Delhi University, B.Sc. (Hons.) (Physics), Delhi University. CAIIB, Indian Institute of Bankers, Mumbai.	B.Com (Calcutta University) & Diploma in Taxation	M.Sc from Calcutta University	LL.B Certificate course on General IP from World Intellectual Property Organisation in 2009. Diploma in Intellectual Property rights from Mumbai University in 2009.
Date of first appointment on the Board	12/11/1981	02/02/2019	12/05/2012	25/07/2005	12/05/2012	15/09/2003	14/08/2014	01/11/2014

Name	Mr. Mahabir Prasad Jalan	Mr. Ranaveer Sinha	Mr. Ram Tawakya Singh	Mr. Padam Khaitan	Mr. Yudhisthir Lal Madan	Mr. Pawan Kumar Kedia	Mr. Amitabha Guha	Ms. Aditi Bagri
Details of remuneration sought to be paid.	He retires by rotation and seeks reappointment	Entitled to receive Sitting fees for attending Board and Committee meetings	Entitled to receive Sitting fees for attending Board and Committee meetings	Entitled to receive Sitting fees for attending Board and Committee meetings	Entitled to receive Sitting fees for attending Board and Committee meetings	Refer Explanatory Statement to the Notice	Entitled to receive Sitting fees for attending Board and Committee meetings	Entitled to receive Sitting fees for attending Board and Committee meetings
Directorship in other companies (31st March 2019)	**Listed –** Nil **Unlisted-** Globe Forex & Travels Limited Ramkrishna Rail & Infrastructure Private Limited Clifftop Infrabuild Pvt. Ltd. Northeast Infraproperties Pvt. Ltd. Dove Airlines Pvt. Ltd. Ramkrishna Aeronautics Pvt. Ltd.	**Listed-** TRF Limited **Unlisted-** Adithya Automotive Applications Private Limited	**Nil**	**Listed-** Asian Hotels (East)Ltd. Kilburn Engineering Ltd. Magadh Sugar & Energy Limited Cheviot Company Limited **Unlisted** Khaitan Consultants Ltd. GJS Hotels Ltd. Jacks Home Products Limited Auro Investments Pvt. Ltd NOTT Investments Pvt. Ltd.	**Listed-** Pritika Auto Industries Ltd. **Unlisted –** High Class Projects Ltd.	**Listed-** Nil **Unlisted-** Globe Forex & Travels Limited Ramkrishna Rail & Infrastructure Private Limited Riddhi Portfolio Private Limited	**Listed-** XPRO India Ltd. **Unlisted –** Gangavaram Port Ltd Support Elders Pvt. Ltd Khazana Jewellery Pvt. Ltd	**Nil**
Chairman/ Member of the Committee of Directors in the Company	**Chairman-** Management and Finance Committee **Member –** Corporate Social Responsibility Committee	Nil	**Chairman-** CSR Committee Stakeholders Relationship Committee **Member-** NRC Committee	**Chairman-** NRC Committee **Member-** Management and Finance Committee	**Chairman-** Audit Committee **Member-** NRC Committee SRC Committee	Nil	**Member-** Audit Committee Management and Finance Committee	**Member-** Audit Committee Stakeholders Relationship Committee

Name	Mr. Mahabir Prasad Jalan	Mr. Ranaveer Sinha	Mr. Ram Tawakya Singh	Mr. Padam Khaitan	Mr. Yudhisthir Lal Madan	Mr. Pawan Kumar Kedia	Mr. Amitabha Guha	Ms. Aditi Bagri
Chairman / Member of the Committee of Board of Directors of other Public Companies of which he is a director [only Audit Committee and Stakeholders Relationship Committee is Considered	**Nil**	**Chairman** TRF Limited – Stakeholders Relationship Committee **Member** TRF Limited - Audit Committee	**Nil**	**Chairman** Asian Hotels (East) Ltd – Stakeholders Relationship Committee Kilburn Engineering Ltd – Stakeholders Relationship Committee **Member** Magadh Sugar & Energy Ltd. – Stakeholders Relationship Committee	**Member** High Class Projects Ltd- Audit Committee	**Nil**	**Member** XPRO India Ltd.- Audit Committee XPRO India Ltd.- Investor grievance Committee	**Nil**
Shareholding in the Company	**4,51,000**	**1250**	**Nil**	**Nil**	**Nil**	**15,129**	**Nil**	**Nil**
Inter-se Relationship between Directors/ KMP	**Mr Mahabir Prasad Jalan is the father of Mr. Naresh Jalan (Managing Director)**	**Not related**	**Not related**	**Not related**	**Not related**	**Not related**	**Not related**	**Not related**

For other details such as number of meetings of the Board attended during FY 2018-19 and remuneration drawn please refer to the Corporate Governance Report which is a part of this Annual Report.

RAMKRISHNA FORGINGS LIMITED

CIN No: L74210WB1981PLC034281

Registered Office : “Ramkrishna Chambers”, 72, Shakespeare Sarani, Kolkata - 700 017

ATTENDANCE SLIP

Regd. Folio/DP ID & Client ID	
Name & Address of the Shareholder	

1. I hereby record my presence at the 37th Annual General Meeting of the Company, to be held on the 7th day of September, 2019 (Saturday) at 11:30 A.M. at Kala Kunj, 48, Shakespeare Sarani, Kolkata - 700017.
2. Signature of the Shareholder/Proxy Present.
3. Shareholder/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and handover at the entrance duly signed.
4. Shareholder/Proxy holder desiring to attend the meeting may bring his/her copy of Annual Report for reference at the meeting.

Form No. MGT-11

PROXY FORM

(Pursuant to Section 105(6) of the Companies Act, 2013 and rule (19) of the Companies (Management and Administration Rules 2014)

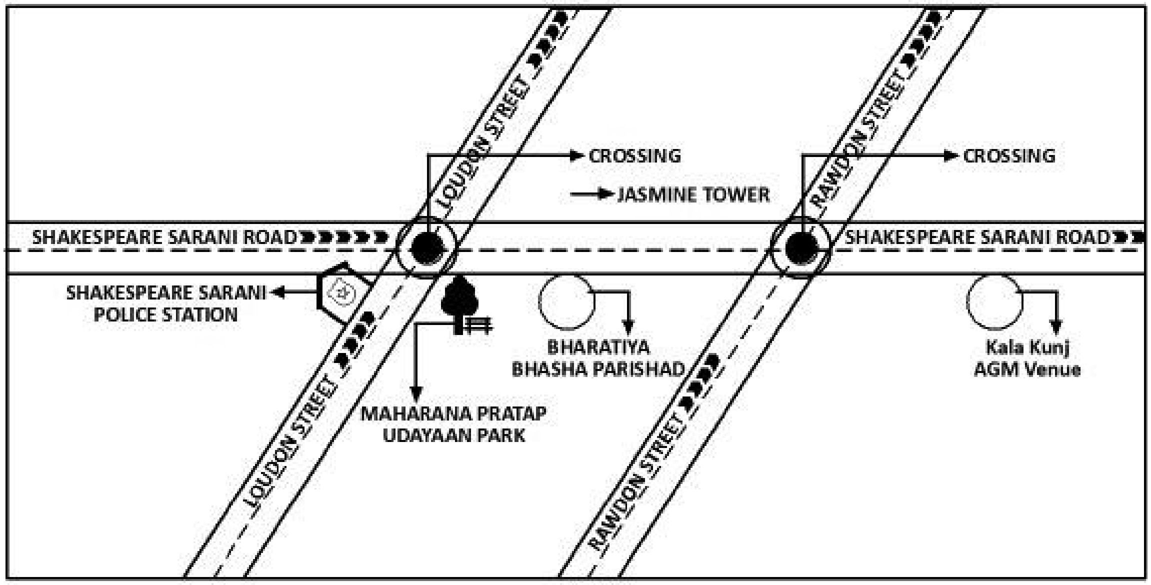
CIN No.	:	L74210WB1981PLC034281
Name of the Company	:	RAMKRISHNA FORGINGS LIMITED
Registered Office	:	“Ramkrishna Chambers”, 72, Shakespeare Sarani, Kolkata - 700 017

Name of the Member(s)	:	
Registered Address	:	
E-mail ID	:	
Folio No / Client ID	:	
DP ID	:	

I/We, being the member(s) of________________ equity shares of the above named Company, hereby appoint:

1. Name..Address..
   ....
   Email ID ....
   Signature .... or failing him/her
2. Name..Address..
   ....
   Email ID ....
   Signature .... or failing him/her
3. Name..Address..
   ....
   Email ID ....
   Signature .... or failing him/her

ROUTE MAP TO THE VENUE OF THE AGM OF RAMKRISHNA FORGINGS LIMITED



VENUE - Kala Kunj, 48, Shakespeare Sarani, Kolkata - 700 017

Route Map not to scale

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 37th Annual General Meeting of the Company, to be held on the 7th day of September, 2019 (Saturday) at 11:30 A.M. at "Kala Kunj", 48, Shakespeare Sarani, Kolkata – 700017 or any adjournment thereof in respect of such resolutions as are indicated below :

Sl. No.	Resolution	Sl. No.	Resolution
1	Adoption of Audited Financial Statements as at 31st March, 2019 (including Consolidated Audited Financial Statements) of the Company for the year ended 31st March, 2019 together with the Director's Report and the Auditor's Report thereon.	2	Declaration of Dividend of ₹ 1.50 per Equity Share of ₹ 10 each for Financial Year 2018-19.
3	To appoint a Director in place of Mr. Mahabir Prasad Jalan (DIN 00354690) who retires by rotation and being eligible, offers himself for reappointment	4	To appoint M/s. S.K. Naredi & Co, Chartered Accountants, as the Joint Statutory Auditor of the Company,
5	To appoint Mr. Ranaveer Sinha (DIN: 00103398) as an Independent Director	6	To re-appoint Mr. Padam Kumar Khaitan (DIN: 00019700) as an Independent Director
7	To re-appoint Mr. Yudhisthir Lal Madan (DIN: 05123237) as an Independent Director	8	To re-appoint Mr. Ram Tawakya Singh (DIN: 00276330) as an Independent Director
9	To re-appoint Mr. Amitabha Guha (DIN: 02836707) as an Independent Director	10	To re-appoint Ms. Aditi Bagri (DIN: 06943139) as an Independent Director
11	To re-appoint Mr. Pawan Kumar Kedia (DIN: 00375557) as Wholetime Director designated as Director (Finance)	12	Ratification of the Remuneration to be paid to M/s. U. Sharma & Associates, Cost Accountants, as the Cost Auditors for the financial year ending March 31, 2020.

Signed this ....day of 2019

Signature of Shareholder ....

Signature of Proxy holder(s) ....

Affix
Revenue
Stamp

Note :

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Ramkrishna Forgings Limited

ANNUAL REPORT 2018-19

For more information
Log on to **www.ramkrishnaforgings.com**

Corporate Information

CIN
L74210WB1981PLC034281

DIRECTORS

Mr. Mahabir Prasad Jalan	-	*Chairman*
Mr. Naresh Jalan	-	*Managing Director*
Mr. Pawan Kumar Kedia	-	*Director (Finance)*
Mr. Padam Kumar Khaitan	-	*Non-Executive, Independent Director*
Mr. Ram Tawakya Singh	-	*Non-Executive, Independent Director*
Mr. Yudhisthir Lal Madan	-	*Non-Executive, Independent Director*
Mr. Amitabha Guha	-	*Non-Executive, Independent Director*
Ms. Aditi Bagri	-	*Non-Executive, Independent Director*
Mr. Sandipan Chakravortty	-	*Non-Executive, Independent Director*
Mr. Partha Sarathi Bhattacharyya	-	*Non-Executive, Independent Director*
Mr. Ranaveer Sinha	-	*Non-Executive, Independent Director*

COMPANY SECRETARY	-	**Mr. Rajesh Mundhra**
CHIEF FINANCIAL OFFICER (CFO)	-	**Mr. Lalit Kumar Khetan**

REGISTERED AND CORPORATE OFFICE
"Ramkrishna Chambers"
72, Shakespeare Sarani,
Kolkata -700 017
Telephone: 033-39840900
Fax: 033-39840998
Email id - neha.gupta@ramkrishnaforgings.com
Website: www.ramkrishnaforgings.com

WORKS

Plant I
Plot No. M-6, Phase-VI, Gamaria, Jamshedpur-832 108, Jharkhand

Plant II
7/40, Duffer Street, Liluah, Howrah-711 204, West Bengal

Plant III & IV
Plot No. M-15, 16 and NS-26, Phase VII, Adityapur Industrial Area
Jamshedpur-832109, Jharkhand

Plant V
Baliguma, Kolabira, Saraikela, Kharsawan-833220, Jharkhand

Plant VII
Plot No. 1988, Plant-VII, Mouza Dugni, Block-Saraikela, P.O. Dugni, Saraikela
Kharsawan, Jharkhand-833220

STATUTORY AUDITORS
M/s. S. R. Batliboi & Co. LLP
22, Camac Street, 3rd Floor, Block 'B'
Kolkata- 700016

INTERNAL AUDITORS
M/s. Singhi & Co.
161, Sarat Bose Road, Kolkata-700026

COST AUDITORS
M/s. U. Sharma & Associates
Cost & Management Accountants
Hotel Mayur Building, 1st Floor
Diagonal Road, Bistupur
Jamshedpur- 831001

SECRETARIAL AUDITORS
M/s. MKB and Associates
Company Secretary in practice
Shantiniketan Building, 5th Floor, Room no. 511
8, Camac Street, Kolkata -700017

PRINCIPAL BANKERS
State Bank of India
IDBI Bank Limited
Export Import Bank of India
DBS Bank Limited
DCB Bank Limited
ICICI Bank Limited
Standard Chartered Bank
RBL Bank Limited
Axis Bank Limited
IndusInd Bank Limited
International Finance Corporation
Landesbank Baden, Wurttemberg
Qatar National Bank
Kotak Mahindra Bank Limited
HDFC Bank Limited

REGISTRAR AND SHARE TRANSFER AGENTS
M/s Karvy Fintech (P) Ltd
Karvy Selenium Tower B,
Plot No. 31-32
Financial District, Nanakramguda,
Hyderabad- 500 032
Tel: +91 40 6716 1565
E mail: einward.ris@karvy.com
Website: www.karvycomputershare.com

FOCUS ON UPCOMING PAGES

Report of the Directors

Dear Shareholders

Your Directors are pleased to present the Thirty Seventh Annual Report of the Company together with the Audited Standalone and Consolidated Financial Statements for the Financial Year ended 31st March 2019.

Financial Highlights 2018-19 (₹ in Lakhs)

Particulars	Standalone		Consolidated	
	Year ended 31st March, 2019	Year ended 31st March, 2018	Year ended 31st March, 2019	Year ended 31st March, 2018
Sales and Operating Income (Net)	180,668.73	143,546.89	193,107.63	149,089.95
Other Income	298.85	419.36	311.25	435.50
Profit before Interest, Depreciation & Tax	38,248.84	28,843.36	38,697.68	29,223.33
Finance Cost	7,921.70	6,982.03	8,218.95	7,251.83
Depreciation	12,083.33	8,440.21	12,105.87	8,465.49
Profit Before Tax	18,243.81	13,421.12	18,372.86	13,506.01
Provision for taxation:				
- Current Tax	3,894.89	2,865.59	3,921.53	2,865.59
- Deferred Tax	2,408.38	1,119.36	2,429.70	1,172.05
- Tax adjustments for earlier years (Net)	9.46	(29.85)	10.33	(24.23)
Profit After Tax	11,931.08	9,466.02	12,011.30	9,492.60
Other Comprehensive Income (Net of Tax)	(84.58)	(9.95)	(87.07)	(7.09)
Total Comprehensive Income for the year	11,846.50	9,456.07	11,924.23	9,485.51

State of Company's Affairs

Financial Performance

- Net Sales increased by 25.86 percent from ₹ 1,43,546.89 lakhs in 2017-18 to ₹ 1,80,668.73 lakhs in 2018-19.
- Export Sales increased by 28.24 percent from ₹ 41,265.66 Lakhs in 2017-18 to ₹ 52,918.58 Lakhs in 2018-19.
- EBIDTA (excluding other income) increased by 33.51 percent from ₹ 28,424.00 lakhs in 2017-18 to ₹ 37,949.99 lakhs in 2018-19.
- PAT showed an increase of 26.04 percent from ₹ 9,466.02 Lakhs in 2017-18 to ₹ 11,931.08 Lakhs in 2018-19.

Heavy double-digit growth witnessed in the earlier part of fiscal 2019, moderated for the commercial vehicle (CV) sector towards the second half of the fiscal particularly M&HCV. The moderation in sales was primarily owing to the new axle load norms approved by the government in July 2018 wherein the government had increased the permissible gross vehicle weight (GVW) of over 16 tonne heavy trucks.

On an overall basis, M&HCV Production increased by 28.91 % from 3,44,592 vehicles in 2017-18 to 4,44,202 vehicles in 2018-19. The sales of M&HCV increased by 14.66 % from 3,40,781 vehicles in 2017-18 to 3,90,740 vehicles in 2018-19. The exports of the M&HCV vehicles registered an increase of 10.39 % from 44,095 vehicles in 2017-18 to 48,674 vehicles in 2018-19.

Operational Highlights

Forgings and Machining facility

The Company derives the major share of its revenues from the commercial vehicle segment. Your Company produced 52,944 tons during the year under review as compared to 45,451 tons last year registering an increase of about 16.49 %. The Company has the state-of-art of CNC Machining and Gear Cutting facilities in which it has achieved accuracies of DIN 3962 (Class 8 to 9) in Hobbing Stage, DIN 3962 (Class 7) in Shaving Stage. The Company has made 28 new product development in the CNC Turning, 9 new development in Gear cutting and 28 new products in HMC/VMC Machining centre which has helped to enhance the product basket with existing clients and add new clients in the domestic and export market.

Ring Rolling Line

The Company has produced 26,715 tons during the year as compared to 28,605 tons last year thus registering a decrease of about 6.61 percent. The Company has developed 50 new products during the year.

Press Facility

During the year the company has achieved a production of 56,132 tons as compared to 47,611 tons last year thus registering an increase of 17.90 percent. The Company has achieved an average capacity utilisation of around 70 % during the year.

The Company has developed 45 products during the year.

Future Outlook

Next year, as the Government will be enforcing the BS- VI norms , it is expected to led a pre –buy purchase. It will also provide impetus to push for cleaner fuel technologies and will hasten the replacement of the older and less efficient trucks. The scrappage policy could provide interesting growth to the commercial vehicle segment.

According to TechSci Research report, "India Commercial Vehicles Market By Vehicle Type, Competition Forecast & Opportunities, 2023", India commercial vehicle market is projected to exhibit a CAGR of over 10% to reach $ 21.9 billion by FY2023, on account of increasing infrastructure development projects, growing logistics sector, ease of financing, etc.

Deposits

The Company has not accepted any deposits from the public and consequently there are no outstanding deposits in terms of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 as amended.

Transfer to Reserves

Your Company proposes to transfer Rs. 500 lakhs to General Reserve out of the amount available for appropriation and an amount of ₹ 38,347.25 lakhs is proposed to be carried over to Balance Sheet as retained earnings.

Dividend

Your Directors are pleased to recommend a dividend of Rs. 1.50/- per share i.e. 15% of the face value of Rs. 10 each for the Financial Year 2018-19, subject to the approval of Members at the ensuing Annual General Meeting of your Company. The dividend, if approved, will entail an outflow of ₹ 590.49 Lakhs including dividend distribution tax.

The Register of Members and the Share Transfer books of the Company will remain closed from Saturday, 31st August, 2019 to Saturday, 7th September, 2019 (both days inclusive) for the purpose of Annual General Meeting and determining the entitlement to the dividend for Financial Year 2018-19.

Share Capital

The Company has one class of shares – equity shares of par value of ₹ 10 each.

During the Financial Year 2018-19, there was no change in the Authorised Share Capital of the Company.

However, the Issued, Subscribed and Paid up Share Capital has been increased from ₹ 32,59,15,080 consisting of 3,25,91,508 equity shares of ₹ 10/- each to ₹ 32,65,29,000 consisting of 3,26,52,900 equity shares of ₹ 10/- each on account of allotment of 61,392 shares to Ramkrishna Forgings Limited Employee Welfare Trust (Trust) for the ESOP that has been vested to the eligible employees of the Company.

Employees Stock Option Scheme

The Company has an ESOP Scheme titled Ramkrishna Forgings Limited – Employee Stock Option Plan 2015 (RKFL ESOP Scheme 2015) for the grant upto 7,00,000 stock option, in one or more tranches, to its permanent employees working in India and Wholetime Directors of the Company (employees). RKFL ESOP Scheme 2015 provides an incentive to attract, retain and reward the employees and enable them to participate in future growth and financial success of the Company. In accordance with the scheme the employees based on the performance matrix are eligible to receive one fully paid-up equity share of Rs. 10/- against each option.

During the year under review, based on the performance matrix of the eligible employees the Nomination and Remuneration Committee vested 61,392 Stock Options to the eligible employees. During the year 15,341 options has been exercised by the eligible employee.

Further, 20,688 options have been forfeited /cancelled during the Financial Year 2018-19. There are only 2,25,188 outstanding options as on 31st March, 2019.

During the year the Company has not granted any Options to its employees.

The details pursuant to the Section 62 of the Companies Act, 2013 read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014, as amended and SEBI (Share Based Employee Benefits) Regulations, 2014, have been placed on the website of the Company at http://www.ramkrishnaforgings.com/notice.html

The RKFL ESOP Scheme 2015 is in compliance with the SEBI (Share Based Employee Benefits) Regulations, 2014 and amendment thereof.

A Certificate from the Statutory Auditors with regard to the implementation of ESOP Scheme 2015 shall be available for inspection at the Registered Office of the Company during working hours before the Annual General Meeting and also at the Annual General Meeting.

Pollution Control Measures

Your Company has the requisite approvals from the concerned authorities for all the units.

Credit Rating

During the year under review your Company's long term rating from ICRA has been revised from A-(Positive outlook) to A (Stable Outlook) and the short term rating has been upgraded from A2+(A two plus) to A1 (A one).

Details of Directors and Key Managerial Personnel

(A) Appointment/Reappointment of Directors

Upon the recommendations of the Nomination and Remuneration Committee the Board at its Meeting held on 2nd February 2019, subject to the approval of the members, appointed Mr. Ranaveer Sinha (DIN: 00103398) as an Additional (Non-Executive, Independent) Director. He holds office upto the date of this Annual General Meeting. Resolution seeking approval of the members to appoint Mr. Ranaveer Sinha as an Non-Executive, Independent Director, forms part of the notice of the ensuing Annual General Meeting.

Mr. Yudhisthir Lal Madan, Mr. Padam Kumar Khaitan, Mr. Ram Tawakya Singh, were appointed as the Independent Directors of the Company for a term of five years in the 32nd Annual General Meeting of the Company. Based on the recommendation of Nomination & Remuneration Committee, the Board of Directors of the Company, subject to the approval of members in general meeting, approved their reappointment for another term of 5 (five) years with effect from 1st April 2019 and forms part of the notice of the ensuing Annual General Meeting.

Further, Mr. Amitabha Guha, and Ms. Aditi Bagri were appointed as Independent Directors w.e.f. 14th August 2014 and 1st November 2014 respectively for a term of five years. Based on the recommendation of Nomination & Remuneration Committee, the Board of Directors of the Company, subject to the approval of members in General Meeting, approved their reappointment for another term of 5 (five) years with effect from 14th August 2019 and 1st November 2019 respectively and forms part of the notice of the ensuing Annual General Meeting.

Upon recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on 2nd February, 2019, subject to the approval of the members, re-appointed Shri Pawan Kumar Kedia (DIN: 00375557) as the Wholetime Director, designated as Director (Finance), for a period of 1 year w.e.f. April 1, 2019 and forms part of the notice in the ensuing Annual General Meeting.

(B) Statement on Declaration given by Independent Directors under Sub- Section (7) of Section 149

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed both under the Section 149 (6) of the Companies Act and Regulation 16 (1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

None of the Directors of the Company are disqualified for being appointed as Directors, as specified in section 164(2) of the Companies Act, 2013 and rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules 2014 as per the declaration received from the Directors.

(C) Familiarization Programme Undertaken for Independent Directors

The Director, upon appointment, is formally inducted to the Board. In order to familiarise the Independent Directors about the various business drivers, they are updated through presentations at Board Meetings about the financials of the Company. They are also provided presentations about the business and operations of the Company. The Directors are also updated on the changes in relevant corporate laws relating to their roles and responsibilities as Directors.

The details of programmes imparted by the Company during the year pursuant to Regulation 25 (7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for familiarisation of Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company and related matters are put up on the website of the Company at the link: https://www.ramkrishnaforgings.com/investors/familiarzation-program-2018-19.pdf.

(D) Resignation of Director(s) during the year:

During the Financial Year ended 31st March 2019, none of the Directors resigned from the Company.

(E) Re-Appointment of Directors Retiring by Rotation

In accordance with the provisions of the Companies Act, 2013, Mr. Mahabir Prasad Jalan (DIN 00354690) Director, retires by rotation and being eligible, offer himself for reappointment at the ensuing Annual General Meeting. His appointment will be placed for approval by the members at the Annual General Meeting and forms part of the notice of the ensuing Annual General Meeting.

The information about the Directors seeking appointment/re-appointment as required by Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard -2 on General Meeting has been given in the notice convening the ensuring Annual General Meeting.

(F) KEY MANAGERIAL PERSONNEL

During the period under review, Your Company has appointed Mr. Lalit Kumar Khetan as the Chief Financial Officer of the Company w.e.f 25th May 2018.

Mr. Rajesh Mundhra acts as the Company Secretary of the Company.

Remuneration Policy

The Company has in place a policy on Directors' and Senior Management appointment and remuneration, including the criteria for determining qualifications, positive attributes, independence of a Director and other matters, as required under sub-section (3) of Section 178 of the Companies Act, 2013, read with Regulation 19 (4) and Part D of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year, at the meeting of the Board of Directors held on 28th July 2018, the Company amended the definition of senior management and recommendation to the Board, all remuneration, in whatever form, payable to senior management to align with the requirements of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018. All the requisite changes made in the policy are available in the Remuneration policy in the website of the Company.

The revised policy is available on the website of the Company at the following link: https://ramkrishnaforgings.com/policies.

Annual Evaluation of Board Performance and Performance of its Committees and of Directors

Pursuant to the provisions of Section 134 (3) (p) and other applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, annual evaluation of the performance of the Board, its Committees and of individual Director was done. A structured questionnaire was prepared after taking into consideration the various aspects of the Board's functioning, composition of the Board and its Committees, culture, execution and performance of specific duties, obligations and governance for evaluation.

In a separate meeting of Independent Directors, performance of Non-Independent Directors, the Chairman of the Company and the Board as a whole was evaluated.

The Nomination and Remuneration Committee in terms of Section 178 (2) of the Companies Act, 2013, also carried out evaluation of every Director's performance including Independent Directors.

Directors' Responsibility Statement

Pursuant to the requirement under Section 134(5) of the Companies Act, 2013, with respect to Director's Responsibility Statement, it is hereby confirmed that:

i) in the preparation of annual accounts for the year ended 31st March 2019, applicable accounting standards have been followed and there are no material departures;

ii) the Directors 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 2018-19 and of the profit of the Company for that period;

iii) the Directors have taken proper and sufficient care for maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of your Company and for preventing and detecting fraud and other irregularities;

iv) they have prepared the annual accounts for 2018-19 on a going concern basis;

v) the Directors have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and are operating effectively;

vi) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Subsidiaries

The Company has two wholly owned Subsidiaries i.e. Globe Forex & Travels Limited (CIN: U63040WB1994PLC062139) and Ramkrishna Aeronautics Private Limited (CIN: U62100WB2016PTC216705) (formerly known as Ramkrishna Aviation Land Systems Maritime Private Limited). A brief highlight of the consolidated performance and its contribution to the overall performance of the Company for the Financial Year 2018-19 is as below:

(₹ in Lakhs)

Particulars	Ramkrishna Forgings Limited (Holding Company)	Globe Forex & Travels Limited (Subsidiary Company)	% of contribution to the overall performance of the Holding Company
Total Gross Revenues from operation	1,93,107.63	12,477.45	6.46%
Profit before Taxation (PBT)	18,372.86	129.40	0.70%
Profit/(Loss) after Taxation (PAT)	12,011.30	80.57	0.67%

Particulars	Ramkrishna Forgings Limited (Holding Company)	Ramkrishna Aeronautics Private Limited (Subsidiary Company)	% of contribution to the overall performance of the Holding Company
Total Gross Revenues from operation	1,93,107.63	0.00	0.00
Profit before Taxation (PBT)	18,372.86	(0.36)	0.00
Profit/(Loss) after Taxation (PAT)	12,011.30	(0.36)	0.00

Pursuant to Section 129(3) of the Companies Act, 2013, the consolidated financial statements of the Company and its subsidiaries prepared in accordance with the relevant accounting standards specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014, forms part of this Annual Report. Further as per section 136 of the Companies Act, 2013, the audited financial statements, including the consolidated financial statements and related information of the Company and audited financial statements of the subsidiaries are available at our website at http://www.ramkrishnaforgings.com/subsidiaries.html

In addition the financial data of the subsidiaries has been furnished under note 43 of the Consolidated Financial Statements and forms part of this Annual Report.

The annual accounts of the Subsidiaries and other related detailed information will be kept at the Registered Office of the Company and also at the Registered Office of the Subsidiary Companies and will be available to the investors seeking information at any time during the working hours of the Company except Saturday.

Your Company does not have a material unlisted Subsidiary.

The Company does not have any Joint Venture or Associate company and no Company has ceased to be a Subsidiary or Associate of the Company for the Financial Year 2018-19.

During the year there has been no change in the nature of the business carried out by the Subsidiary Companies.

The statement in Form AOC-1 containing the salient features of the financial statement of the Company's subsidiaries, joint ventures and associates pursuant to first-proviso to sub-section (3) of section 129 of the Companies Act 2013 forms part of this Report as **Annexure-A**.

Auditors

Statutory Auditors

M/s. S. R. Batliboi & Co., LLP, Chartered Accountants, (Firm Registration No. 301003E/E300005) acts as the Statutory Auditors of the Company.

The Board recommends the appointment of M/s. S. K. Naredi & Co, Chartered Accountants, (Firm Registration No. 003333C) as the Statutory Auditors of the Company, for a period of 5 years from the conclusion of this meeting till the conclusion of the 42nd Annual General Meeting of the Company. Further, they shall hold office as Joint Statutory Auditors with M/s. S.R. Batliboi & Co. LLP from the conclusion of this Annual General Meeting until the conclusion of the 40th Annual General Meeting of the Company.

The Auditors' Report (Standalone and Consolidated) to the shareholders for the year under review does not contain any qualifications or adverse remarks.

The Statutory Auditors of the Company have not reported any fraud as specified under the second proviso to Section 143(12) of the Companies Act, 2013.

Secretarial Auditors

Pursuant to the provisions of Section 204 of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company had appointed M/s. MKB & Associates, a firm of Company Secretaries in Practice, to undertake the Secretarial Audit of the Company for the Financial Year 2018-19. The Secretarial Audit Report is given as "**Annexure B**" forming part of this Report.

The Secretarial Audit Report for the year under review mentions that the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. as mentioned in the Report.

The Board has re-appointed M/s. M K B & Associates, Practicing Company Secretaries, as Secretarial Auditors of the Company for the Financial Year 2019 – 20.

Cost Auditors

As per Section 148 (3) and other applicable provisions of the Companies Act, 2013, the Board of Directors based on the recommendation of the Audit Committee has appointed M/s. U. Sharma and Associates, Cost Accountants, as Cost Auditors to carry out the audit of the cost records of the Company for the Financial Year 2019-20.

As required under the Companies Act, 2013, the remuneration payable to the Cost Auditor, as approved by the Board, is required to be placed before the Members in a general meeting for their ratification and the same forms part of the notice of the Annual General Meeting.

The Company is required to maintain cost records pursuant to Section 148 of the Companies Act, 2013 and accordingly such records and accounts are maintained by the Company.

Risk Management Policy

Your Company has a well defined risk management framework in place and a robust organizational structure for managing and reporting risks.

The Company has a Risk Management Policy duly approved by its Board. Risk evaluation and management is an ongoing process within the organisation and is periodically reviewed by the Board of Directors.

Risk Management process has been establish across your company and is designed to identify, assess and frame a response to threats that affect the achievement of its objectives.

Internal Financial Controls

The Company has in place adequate internal financial controls with reference to financial statements. The Company's Internal Control Systems commensurate with the nature, size and complexity of its business and ensure proper safeguarding of assets, maintaining proper accounting records and providing reliable financial information.

Pursuant to the provisions of Section 138 of the Act read with Rule 13 of the Companies (Accounts) Rules 2014, M/s. Singhi & Co, Chartered Accountants, (Firm Registration no. 302049E) are appointed as the Internal Auditor of the Company who also evaluates the functioning and quality of internal controls and reports its adequacy and effectiveness through periodic reporting.

Corporate Social Responsibility (CSR)

CSR for your Company means Corporate Sustainable Responsibility and this means embedding CSR into its business model.

In terms of the provisions of section 135 of the Companies Act, 2013, read with Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board of Directors of your Company has constituted a Corporate Social Responsibility ("CSR") Committee.

Your Company has in place the following Programs under its CSR activity i.e. Ramkrishna Jan Kalyan Yojana, Ramkrishna Shiksha Yojana, Ramkrishna Swastya Yojana and Ramkrishna Sanskriti Yojana.

Your company has spent the requisite percentage of the average net profit of the three immediately preceding Financial Years on CSR related activities as covered under Schedule VII of the Companies Act, 2013.

Your Company as part of its CSR initiatives has initiated projects as per its CSR Policy.

The Company has framed and adopted a CSR Policy which is available at the following web link: http://www.ramkrishnaforgings.com/policies.html. The policy indicates the CSR activities to be undertaken by the Company to achieve its social commitments.

The particulars required to be disclosed pursuant to the Companies (Corporate Social Responsibility Policy) Rules, 2014 are given as "**Annexure C**" forming part of this Report.

Related Party Transactions

The Company has formulated a Policy on dealing with Related Party Transactions. The Policy is disclosed on the website of the Company at the weblink: http://ramkrishnaforgings.com/policy-for-transactions-with-related-parties.pdf.

All transactions entered into with related parties as defined under the Companies Act, 2013 and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, during the year were in the ordinary course of business and on an arms-length basis. There are no material related party transactions made by the Company with promoters, directors, key managerial personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

The details of the material related Party transaction in Form AOC-2 is enclosed and marked as "**Annexure D**".

All related party transactions are placed before the Audit Committee and Board for its approval. In accordance with Ind AS-24, the Related Party Transactions are disclosed under Note No. 37 of the Standalone Financial Statements.

Stock Exchange(s)

The Equity Shares of your Company are listed on two stock exchanges:

- National Stock Exchange of India Limited, Exchange Plaza, Plot no. C/1, G- Block, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051.
- BSE Limited, Phiroze Jeejeeboy Towers, Dalal Street, Mumbai 400 001.

The annual listing fees for the year 2019-20 are paid to both the stock exchanges where the shares of your Company are listed.

Management's Discussion And Analysis Report

Management's Discussion and Analysis Report for the year under review under Regulation 34 (2) (e) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is presented in the separate section and forms part of the Annual Report.

Corporate Governance

Adoption of Best ethical business practices in the Company within the regulatory framework is the essence of good Corporate Governance. Your Company continues to believe in such business practices and gives thrust on providing reliable financial information, maintenance of transparency in all its business transactions and ensuring strict compliance of all applicable laws.

The report of Corporate Governance as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms part of the Annual Report.

The requisite certificate from the Statutory Auditors of the Company, confirming the compliance with the conditions of corporate governance as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is attached with the Corporate Governance Report.

Disclosures

a) Meetings of Board of Directors

During the year under review, 4 (Four) meetings of the Board of Directors were held. The details of the meetings and the attendance of the Directors are provided in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the statutory laws and the necessary quorum were present at all the meetings.

b) Committees:

The Company has in place the Committee(s) as mandated under the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. There are currently 5 (five) committees of the Board, namely:

– Audit Committee

– Nomination & Remuneration Committee

– Stakeholders' Relationship Committee

– Corporate Social Responsibility Committee

– Management & Finance Committee

Details of the Committees along with their charter, composition and meetings held during the year, are provided in the Corporate Governance Report, which forms part of this report.

There has been no instance where the Board has not accepted the recommendations of the Audit Committee.

c) Meeting of Independent Directors

In accordance with the requirement of the statutory laws a separate meeting of the Independent Directors was held on 20th February, 2019. In the meeting, the Directors among other things reviewed the performance of Non-Independent Directors, the Chairman of the Board and the Board as a whole and further assessed the quality, quantity and the timeliness of flow of information between the Management and the Board and found it satisfactory.

d) Particulars of Loan & Investment:

Particulars of loans given, investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilized by the recipient are provided in the standalone financial statement. The details of Investments, loans and guarantees have been provided in Note no. 6, 8 and 42 to the Standalone Financial Statements.

e) Conservation Of Energy, Technology Absorption, and Foreign Exchange Earnings And Outgo

The particulars relating to energy conservation, technology absorption, foreign exchange earnings and outgo, as required to be disclosed under the Act is given in "**Annexure – E**" to this Report.

f) Extract of the Annual Return

Pursuant to the provisions of Section 134(3)(a) of the Companies Act, 2013 an extract of the Annual Return in Form MGT-9 is given in "**Annexure –F**" to this Report.

g) Particulars of Employees and related disclosures

Disclosure with respect to the remuneration of Directors and employees as required under Section 197 of the Act read with Rules 5 (1) (2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is given in "**Annexure – G**" to this Report.

g) Whistle Blower Mechanism

The Company promotes ethical behaviour in all its business activities and has put in place a mechanism for reporting illegal or unethical behaviour. The Company has a Vigil mechanism and Whistle blower policy under which the employees and directors are free to report violations of applicable laws and regulations and the Code of Conduct. The reportable matters may be disclosed to the Vigilance and Ethics officer who operates under the supervision of the Audit Committee. Employees may also report to the Chairman of the Audit Committee. The status of the complaints received, if any, under the whistle blower policy is also placed on a quarterly basis before the Board. During the year under review, no employee was denied access to the Audit Committee. The Vigil Mechanism / Whistle Blower Policy of the Company can be accessed at the website of the Company at the following link: http://www.ramkrishnaforgings.com/whistle-blower-policy.pdf

h) Transfer of amounts to Investor Education and Protection Fund (IEPF)

Pursuant to the provision of Section 124 of the Companies Act, 2013, read with the IEPF Authority (Accounting Audit, Transfer and Refund) Rules, 2016 (the Rules) all unpaid or unclaimed dividends are required to be transferred by the Company to the IEPF established by the Government of India, after the completion of seven years. Further, according to the Rules, the shares on which dividend has not been paid or claimed by the shareholders for seven consecutive years or more shall be transferred to the demat account of the IEPF authority.

Accordingly, the Company has transferred the unclaimed and unpaid dividend of Rs. 20,910 for the Financial Year 2010-11 to the IEPF Fund. The details are provided at the website of the Company at the following link: https://www.ramkrishnaforgings.com/unpaid-dividend.html

The year wise amount of unpaid/unclaimed dividend lying in the unpaid account and the corresponding shares, which are liable to be transferred to the IEPF forms part of the Corporate Governance Report

Mr. Rajesh Mundhra, Company Secretary and Compliance Officer, acts as the Nodal Officer. His details are provided at the website of the Company at the following link https://www.ramkrishnaforgings.com/unpaid-dividend.html

GENERAL –

i. During the year under review, there has been no change in the nature of business of the Company.

ii. No material changes and commitments affecting the financial position of the Company have occurred from the close of the financial year ended 31st March, 2019 till the date of this Report.

iii. There have been no significant or material orders passed by the regulators or Courts or Tribunals impacting the going concern status and the company's operations in future.

iv. During the year under review, the Company has not issued sweat equity shares.

v. During the year under review, the Company has not issued shares with differential voting rights.

vi. During the year under review, the Company did not buy back its shares.

vii. The Company has not revised any of its financial statements or reports.

viii. Neither the Managing Director nor the Whole-time Directors of the Company receive any remuneration or commission from any of its subsidiaries.

ix. The Company has complied with the applicable Secretarial Standards issued by Institute of Company Secretaries of India.

Prevention of Sexual Harassment at Workplace

Your Company has zero tolerance towards sexual harassment at the 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 thereunder. The Company has an Internal Complaints Committee in all its workplace. Your Directors further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Green Initiatives

Electronic Copies of the Annual Report 2018-19 and Notice of the 37th Annual General Meeting are sent to all the members whose email addresses are registered with the Company/ Depository Participant(s). For members who have not registered their email addresses, physical copies are sent in permitted mode.

Acknowledgement

Your Directors would like to express their sincere appreciation for the assistance and co-operation received from the financial institutions, banks, government authorities, customers, vendors and members during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed services by the Company's executives, staff and workers.

On behalf of the Board
For **Ramkrishna Forgings Limited**
Sd/-
Mahabir Prasad Jalan
(Chairman)
(DIN: 00354690)

Place : Kolkata
Dated : 25th Day of May, 2019

ANNEXURE - A

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A" Subsidiaries

(Information in respect of each subsidiary is presented with amounts in lakhs)

	Name of the subsidiary	Globe Forex & Travels Limited	Ramkrishna Aeronautics Private Limited (formerly known as Ramkrishna Aviation Land Systems Maritime Private Limited)
1.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	N.A.	N.A.
2.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	INR	INR
3.	Share capital	478.77	10.00
4.	Reserves & surplus	887.28	(3.92)
5.	Total assets	6,549.76	6.35
6.	Total Liabilities (excluding shareholders' fund)	5,183.72	0.27
7.	Investments	-	-
8.	Total Revenues (Net)	12,477.45	-
9.	Profit before taxation	129.40	(0.36)
10.	Provision for taxation/Tax expense	48.83	-
11.	Profit after taxation	80.57	(0.36)
12.	Proposed Dividend	-	-
13.	% of shareholding	100.00	100.00

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

NIL

On behalf of the Board
For **Ramkrishna Forgings Limited**
Sd/-
Mahabir Prasad Jalan
(Chairman)
(DIN: 00354690)

Place: Kolkata
Dated: 25th day of May, 2019

ANNEXURE - B

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2019

[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
RAMKRISHNA FORGINGS LIMITED

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

The Company's Management is responsible for preparation and maintenance of secretarial and other records and for devising proper systems to ensure compliance with the provisions of applicable laws and Regulations.

Based on our verification of the 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, 2019 generally 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, 2019 to the extent applicable, according to the provisions of:

i) The Companies Act, 2013 (the Act) and the rules made thereunder;

ii) The Securities Contracts (Regulation) Act, 1956 and Rules made thereunder;

iii) The Depositories Act, 1996 and Regulations and Bye-laws framed thereunder;

iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct investment and External Commercial Borrowings;

v) The Regulations and Guidelines prescribed under the Securities & Exchange Board of India Act, 1992 ("SEBI Act") or by SEBI, to the extent applicable:

   a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011.
   b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
   c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.
   d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.
   e) The Securities and Exchange Board of India (Issue and listing of Debt securities) Regulations, 2008.
   f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993.
   g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009.
   h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998.

vi) Other than fiscal, labour and environmental laws which are generally applicable to all manufacturing/trading companies, the following laws/ acts are also, inter alia, applicable to the Company:

   a) Indian Explosive Act, 1884.
   b) The Gas Cylinders Rules, 2004.
   c) Standards of weights & Measures (Enforcement) Act, 1985.
   d) Petroleum Act, 1934 and Rules thereunder.
   e) Indian Electricity Act and Rules.
   f) Hazardous Wastes (Management and Handling) Rules, 1989.
   g) Jharkhand Municipal Corporation Act.
   h) Environment Protection Act, 1986 and Environment Impact Assessment Notification S.O 60(E), dated 27-01-1994.
   i) Air (Prevention and Control of Pollution) Act, 1981 and Air (Prevention and Control of Pollution) Rules, 1982.
   j) Water (Prevention & Control of Pollution) Act, 1974 & Water (Prevention and Control of Pollution) Rules, 1975.
   k) Jharkhand Fire Services Act, 2007.

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

a) Secretarial Standards issued by The Institute of Company Secretaries of India.

b) Provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

We further report that :

a) 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.

b) 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.

c) None of the directors in any meeting dissented on any resolution and hence there was no instance of recording any dissenting member's view in the minutes.

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

We further report that during the audit period there is no specific events/actions which have any major bearing on the Company's affairs.

This report is to be read with our letter of even date which is annexed as **Annexure – I** which forms an integral part of this report.

For **MKB & Associates**
Company Secretaries

Raj Kumar Banthia
[Partner]
ACS no. 17190
COP no. 18428
FRN: P2010WB042700

Date: 21.05.2019
Place: Kolkata

Annexure- I

To
The Members,
RAMKRISHNA FORGINGS LIMITED

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.

4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events, etc.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For **MKB & Associates**
Company Secretaries

Raj Kumar Banthia
[Partner]
ACS no. 17190
COP no. 18428
FRN: P2010WB042700

Date: 21.05.2019
Place: Kolkata

ANNEXURE - C

Annual Report on Corporate Social Responsibility (CSR) Activities
[Pursuant to clause (o) of sub-section (3) of section 134 of the Act and Rule 9 of the Companies (Corporate Social Responsibility) Rules, 2014]

1) **A brief outline of the Company's CSR Policy, including overview of Projects or Programs proposed to be undertaken and a reference to the weblink to the CSR Policy and Projects or Programs:**

Corporate Social Responsibility (CSR) policy embodies the various initiatives and programs of Ramkrishna Forgings Limited ("herein after referred as Company") in the communities and environment in which the Company operates. It represents the continuing commitment and actions of the Company to contribute towards economic and social development and growth.

For your Company, CSR means Corporate Sustainable Responsibility and this means embedding CSR into its business model. The CSR activities and programs are intended to be initiated towards the communities and environment in which the Company operates. It represents the continuing commitment and actions of the Company towards socio-economic development. The Company understands the need for promoting education, health, growth and development of the lower socio-economic sections of society including children and had drawn up various activities to promote education, health, growth and development of society during the Financial Year 2018-19.

The CSR Policy of the Company is disclosed on the website of the Company. http://ramkrishnaforgings.com/csr-policy.pdf

2. **Corporate Social Responsibility Committee (CSR Committee):**

The CSR Committee consists of three directors, out of which the Chairman of the Committee is an Independent Director. The composition of the committee as on 31st March 2019 is as follows:

1. Mr. Ram Tawakya Singh - Chairman.
2. Mr. Mahabir Prasad Jalan - Member
3. Mr. Naresh Jalan - Member.

3. **Average Net Profit of the Company for the last three Financial Years: ₹ 7991.73 Lakhs**

4. **Prescribed CSR Expenditure (two percent of the amount as in Item 3 above): ₹ 159.83 Lakhs**

5. **Details of CSR spent during the Financial Year:**

a) Total Amount to be spent for the Financial Year: ₹ 159.83 Lakhs

b) Amount unspent, if any: Nil

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

SNo.	CSR Project or activity identified	Sector in which the Project is covered	Projects or Programs (1) Local area or other (2) State or district where Projects or Programs was undertaken	Amount outlay (budget) Project or Program wise (₹ in Lakhs)	Amount spent on the Projects or Programs (1) Direct Expenditure (2) Over heads (₹ in Lakhs)	Cumulative expenditure upto to the reporting period (₹ in Lakhs)	Amount spent : Direct or through implementing agency
1.	Jankalyan Yojana	Availability of safe Drinking Water	Installation of tanks and erection of reservoir for providing drinking water Sariekela Region, Jharkhand	25.00	8.00	17.05	Through IA- Ramkrishna Foundation Trust
2.	Swastya Yojana	Promoting Health Care including preventive health care	Medical Centre Sariekela Region, Jharkhand	200.00	21.75	94.42	Through IA- Ramkrishna Foundation Trust

SNo.	CSR Project or activity identified	Sector in which the Project is covered	Projects or Programs (1) Local area or other (2) State or district where Projects or Programs was undertaken	Amount outlay (budget) Project or Program wise (₹ in Lakhs)	Amount spent on the Projects or Programs (1) Direct Expenditure (2) Over heads (₹ in Lakhs)	Cumulative expenditure upto to the reporting period (₹ in Lakhs)	Amount spent : Direct or through implementing agency
3.	Shiksha Yojana	Promoting Education, vocational training and enhancement of vocational skill	To provide Technical education to students/improving infrastructures in school and colleges Sariekela Region, Jharkhand	75.00	9.62	59.28	Through IA- Ramkrishna Foundation Trust
4.	Sanskriti Yojana	Protection of art and culture	Repair and Renovation of temple Bholadih, Kolabira & Jugsalai Region, Jharkhand	20.00	2.00	11.13	Through IA- Ramkrishna Foundation Trust
5.	Jankalyan Yojana	Eradication of poverty	Saree distribution among poor women, religious and welfare activities Sariekela Region, Jharkhand	25.00	9.36	24.79	Through IA- Ramkrishna Foundation Trust
6.	Swastya Yojana	Promoting healthcare including preventive healthcare	Free medical treatment for weaker section of society Liluah, Howrah Chutia, Ranchi Jamshedpur	40.00	-	14.56	N.A
7.	Shiksha Yojana	Promoting Education	Education to under privileged children/ Establishment of Recreational activities for Children at School. Jamshedpur, Jharkhand	30.00	6.10	20.25	Through IA- Ramkrishna Foundation Trust
8.	Jankalyan Yojana	Promoting Health Care including preventive health care	Blood/Free Health Camp Sariekela Region, Jharkhand	20.00	2.66	8.58	Through IA- Ramkrishna Foundation Trust
9.	Swastya Yojana	Promoting healthcare including preventive healthcare	Contribution for Setting up of Hospital Ghorabanda Jamshedpur	200.00	-	100.00	N.A.
10	Jankalyan Yojana	Rural development projects	Infrastructural Improvement for Installation of street Lights Sariekela Region, Jharkhand	20.00	-	2.17	N.A.
11	Jankalyan Yojana	Sanitation	Installation of Dustbin Jamshedpur	25.00	1.74	1.74	Through IA- Ramkrishna Foundation Trust
12	Jankalyan Yojana	Enhancing vocational skills among women		15.00	2.75	2.75	Through IA- Ramkrishna Foundation Trust

SNo.	CSR Project or activity identified	Sector in which the Project is covered	Projects or Programs (1) Local area or other (2) State or district where Projects or Programs was undertaken	Amount outlay (budget) Project or Program wise (₹ in Lakhs)	Amount spent on the Projects or Programs (1) Direct Expenditure (2) Over heads (₹ in Lakhs)	Cumulative expenditure upto to the reporting period (₹ in Lakhs)	Amount spent : Direct or through implementing agency
13	Jankalyan Yojana	Ensuring environment sustainability	Renovation of Pond Jamshedpur	50.00	40.23	40.23	Through IA- Ramkrishna Foundation Trust
14	Siksha Yojana**	Promoting Education	Establishment of School for under privileged Children	1200.00	67.00	67.00	Through IA- Ramkrishna Foundation Trust

** The Company under its scheme "Sikhsha Yojana" has decided to set up a CBSE Affiliated School for the underprivileged people of Saraikala, Kharswan, through Ramkrishna Foundation (Trust), where the plant of the company is situated.

The Trust had approached the Government of Jharkhand through Deputy Commissioner (DC) Saraikala for allotment of land at a concessional rate for setting up the school as per the circular issued by Government of Jharkhand. All the requisite documents in this connection have been provided to DC and Circle office. During the year a sum of Rs. 67 Lakhs has been transferred to Trust for taking all requisite steps and setting up the said School.

In the meantime a communication was received from Additional Deputy Commissioner, Department of Revenue stating that the allotment of land has been kept on hold because of Code of conduct relating to General Elections 2019.

In the meantime, the entire CSR funds of Rs. 67 Lakhs meant for utilisation for setting up of the school have been kept in a fixed deposit by the said Trust.

6. In case the Company has failed to spend the two percent of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount in the Board report: Not applicable

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

Sd/-
Ram Tawakya Singh
(Chairman of the Committee)
(DIN: 00276330)
Dated : 25th May, 2019
Place : Kolkata

Sd/-
Naresh Jalan
(Managing Director)
(DIN: 00375462)

Annexure - D

Form No. AOC-2

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

The Company did not had any material related party transaction during the Financial Year 2018-19 and thus Form AOC-2 is not applicable to the Company.

All related party transactions, which were not material in nature,were entered into by the Company were in the ordinary course of business and were on an arm’s length basis.

On behalf of the Board
For **Ramkrishna Forgings Limited**
Sd/-
Mahabir Prasad Jalan
(Chairman)
(DIN: 00354690)

Place: Kolkata
Dated: 25th May, 2019

Annexure - E

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

Pursuant to Section 134 (m) of the Companies Act, 2013 read with Rule 8 (3) of the Companies (Accounts) Rules 2014

A. CONSERVATION OF ENERGY

(i) Energy conservation measures taken.

The company provides high priority to energy conservation schemes to conserve natural resources and remain competitive. Some of the significant measures adopted are:

- Modification of the heating process to reduce consumption of electricity.
- A tilting mechanism is being constructed and a hoist installed in the furnaces to increase productivity and improve safety.
- Fraction timing provided in IBH cycle time to improve productivity.
- Strict monitoring implemented to control fallout material to reduce electricity consumption.
- Efforts undertaken to arrest leakage in pipelines and to implement on-off mechanism for compressors.
- Modification of the coils of induction furnace to reduce electric consumtion and to maintain uniformity of heat .
- Regular inspection undertaken for all electrical installations.

(ii) Steps taken for utilizing alternate source of energy:

The company is reviewing and evaluating the usage of roof top Solar Plant in the factory.

(iii) Capital Investment on energy conservation equipment's: NIL.

B. TECHNOLOGY ABSORPTION

(i) Efforts made towards technology absorption:

Innovation and Technology are synonyms with the Company. Your company continues to invest in research and development and better technology equipment for manufacturing products to meet customer requirements.

Your Company has been able to make continuous yield improvement through design and process modification which helped to reduce the raw material cost. It has implemented die welding technology which helped to reduce recut of dies and die cost.

(ii) Benefits derived like product improvement, cost reduction, product development or import substitution:

Your Company has undertaken the under-mentioned steps:

- Reduction of the sections thereby reducing the sawing area and eventually the sawing loss.
- Process improvisations to reduce machining requirements.
- Magnetic hoist introduced for easy handling of Material in cutting section.
- Loading table introduced in Dispatch section to improve the process for loading of the truck to improve productivity.
- Inhouse development of the spares which helped in reduction of the cost and reduce inventory holdings for such spares.
- Raw Materials procured in multiple lengths to reduce final off cuts.
- Process improvement at VTL CMM room to avoid dent, unwanted movement & manpower intervention.

(iii) Technology imported during the last 3 years: Nil

(iv) Expenditure incurred in Research and Development:

The Company has been granted Certificate of Registration to its In-House R&D unit(s) of its Plant at Village Baligumas, Kolabera, Dist Saraikela Kharswan Jamshedpur .from Department of Scientific and Industrial Research(DSIR), Ministry of Science & Technology, Government of India , New Delhi. The expenditure incurred on R & D are as under:

Revenue : ₹ 645.70 Lakhs

Capital : ₹ 120.23 Lakhs

C. FOREIGN EXCHANGE EARNING AND OUTGO

The Particulars of the Total foreign exchange used and earned are given below:

(₹ in Lakhs)

Particulars	2018-19	2017-18
Earned		
- Export Sales*	52,918.59	41,265.66
- Die design	121.44	248.61
Total	**53,040.03**	**41,514.26**
Used	8,201.76	8,947.37

*CIF Value

On behalf of the Board
For **Ramkrishna Forgings Limited**
Sd/-
Mahabir Prasad Jalan
(Chairman)
(DIN: 00354690)

Place: Kolkata
Dated: 25th day of May, 2019

Annexure - F

Form MGT-9

Extract of Annual Return as on the financial year ended on 31st March, 2019

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

I. REGISTRATION AND OTHER DETAILS:

i)	CIN	L74210WB1981PLC034281
ii)	Registration Date	12/11/1981
iii)	Name of the Company	Ramkrishna Forgings Limited
iv)	Category of the Company	Public Limited Company
v)	Sub Category of the Company	Limited by shares
vi)	Address of the Registered office and contact details:	
	Address	"Ramkrishna Chambers", 72, Shakespeare Sarani
	Town / City	Kolkata
	State	West Bengal
	Pin Code:	700 017
	Country Name	India
	Telephone No	033-39840900
	Fax Number	033-39840998
	Email Address	neha.gupta@ramkrishnaforgings.com
	Website	www.ramkrishnaforgings.com
	Name of the Police Station having jurisdiction where the registered office is situated	Beniapukur P.S.
	Address for correspondence, if different from address of registered office:	N.A.
vii)	Whether listed company	Yes
viii)	Name and Address of Registrar & Transfer Agents (RTA):-	
	Name of Registrar & Transfer Agents	M/s Karvy Fintech (P) Ltd
	Address	Karvy Selenium Tower B, Plot 31-32, Financial District, Nanakramguda
	Town / City	Serilingampally Mandal
	State	Hyderabad
	Pin Code:	500 032
	Country Name	India
	Telephone No	040 - 6716 1565
	Fax Number	040 - 2342 0814
	Email Address	shyam.kumar@karvy.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:-

Sl. No.	Name and Description of main products /services	NIC Code of the Product/ service	% to total turnover of the Company
1	Manufacturer of Forgings	259	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and Address of the Company	CIN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
1.	Globe Forex & Travels Ltd Address : 8, Ho Chi Minh Sarani, Kolkata - 700071	U63040WB1994PLC062139	Subsidiary	100%	Sections 2(87) of the Companies Act, 2013
2.	Ramkrishna Aeronautics Private Limited Address: "Ramkrishna Chambers", 72, Shakespeare Sarani, Kolkata West Bengal 700 017	U62100WB2016PTC216705	Subsidiary	100%	Sections 2(87) of the Companies Act, 2013

I. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year**	Reason of change
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Share		
A. Promoters										
(1) **Indian**										
a) Individual/ HUF	1551925	0	1551925	4.76	*1552925*	0	1552925	4.76	*0*	
b) Central Govt	*0*	*0*	*0*	*0*	*0*	*0*	*0*	*0*	*0*	
c) State Govt (s)	*0*	*0*	*0*	*0*	*0*	*0*	*0*	*0*	*0*	
d) Bodies Corp.	12911919	0	12911919	39.62	13072741	0	13072741	40.03	0.41	*Due to increase in share capital and sell/ purchase*
e) Banks / FI	*0*	*0*	*0*	*0*	0	0	0	0	*0*	
f) Any Other	*0*	*0*	*0*	*0*	0	0	0	0	*0*	
Sub-total (A) (1):-	**14463844**	**0**	**14463844**	**44.38**	**14625666**	**0**	**14625666**	**44.79**	**0.41**	*Due to increase in share capital and sell/ purchase*
(2) **Foreign**	*0*	*0*	*0*	*0*	*0*	*0*	*0*	*0*	*0*	
a) NRIs Individuals	*0*	*0*	*0*	*0*	*0*	*0*	*0*	*0*	*0*	
b) Other – Individuals	*0*	*0*	*0*	*0*	*0*	*0*	*0*	*0*	*0*	
c) Bodies Corp.	*0*	*0*	*0*	*0*	*0*	*0*	*0*	*0*	*0*	
d) Banks / FI	*0*	*0*	*0*	*0*	*0*	*0*	*0*	*0*	*0*	
e) Any Other	*0*	*0*	*0*	*0*	*0*	*0*	*0*	*0*	*0*	
Sub-total (A) (2):-	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	

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**	Reason of change
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Share		
Total Shareholding of Promoter (A) = (A)(1)+(A)(2)	**14463844**	**0**	**14463844**	**44.38**	***14625666***	**0**	**14625666**	**44.79**	**0.41**	*Due to increase in share capital and sell/ purchase*
B. Public Shareholding										
1. **Institutions**										
a) Mutual Funds	*4475514*	*0*	*4475514*	*13.73*	*5032391*	*0*	*5032391*	*15.41*	*1.68*	*Due to increase in share capital and sell/ purchase*
b) Banks / FI	*38468*	*0*	*38468*	*0.12*	*67967*	*0*	*67967*	*0.21*	*0.09*	
c) Central Govt	*0*	*0*	*0*	*0*	*0*	*0*	*0*	*0*	*0*	
d) State Govt(s)	*0*	*0*	*0*	*0*	*0*	*0*	*0*	*0*	*0*	
e) Venture Capital	*0*	*0*	*0*	*0*	*0*	*0*	*0*	*0*	*0*	
f) Insurance Companies	*330598*	*0*	*330598*	*1.01*	*330598*	*0*	*330598*	*1.01*	0	
g) FIIs/FPI	*5782031*	*0*	*5782031*	*17.74*	*3688896*	*0*	*3688896*	*11.30*	*-6.44*	*Due to increase in share capital and sell/ purchase*
h) Foreign Venture Capital Funds	*0*	*0*	*0*	*0*	*0*	*0*	*0*	*0*	0	
i) Others (specify)	*861185*	*0*	*861185*	*2.64*	*774988*	*0*	*774988*	*2.37*	*-0.27*	*Due to increase in share capital and sell*
INSTITUTION OTHERS (includes International Finance Corporation)	*861185*	*0*	*861185*	*2.64*	*774988*	*0*	*774988*	*2.37*	*-0.27*	*Due to increase in share capital and sell*
Sub-total (B)(1):-	**11487796**	***0***	**11487796**	***35.25***	**9894840**	**0**	**9894840**	**30.30**	***-4.95***	
2. **Non-Institutions**										
a) Bodies Corp.										
i) Indian	1870168	*0*	1870168	*5.74*	*1913597*	*0*	*1913597*	*5.86*	*0.12*	*Due to increase in share capital and sell/ purchase*
ii) Overseas	*0*	*0*	*0*	*0*	0	0	0	0	0	
b) Individuals										
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	*1823143*	*135*	*1823280*	*5.59*	*2222032*	*33*	*2222065*	*6.81*	1.22	*Due to increase in share capital and sell/ purchase*
ii) Individual shareholders holding nominal share capital in excess of ₹ 1lakh	*2546080*	*0*	*2546080*	*7.81*	*2634814*	*0*	*2634814*	*8.07*	0.26	
c) NBFCs Registered with RBI	6790	*0*	6790	0.02	*5600*	*0*	*5600*	*0.02*	*0*	
d) Others (specify)										

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**	Reason of change
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Share		
(i) NRI/ OCB	*196851*	*0*	*196851*	*0.60*	*202255*	*0*	*202255*	*0.62*	*0.02*	*Due to increase in share capital and sell/ purchase*
(ii) Trust	*440*	*0*	*440*	*0.00*	*10032*	*0*	*10032*	*0.03*	0.03	*Due to increase in share capital and sell/ purchase*
(iii) Clearing Member	42130	*0*	42130	*0.13*	6539	0	6539	0.02	*-0.11*	*Due to increase in share capital and sell/ purchase*
(iv) Alternative Investment Fund	152500	*0*	152500	*0.47*	1089771	0	1089771	3.34	*2.87*	*Due to increase in share capital and sell/ purchase*
(v) IEPF	1671	*0*	1671	*0.01*	1671	0	1671	0.01	*0.00*	*Due to increase in share capital and new category formation*
Sub-total (B)(2):-	**6639733**	***135***	***6639868***	***20.37***	***8086310***	***33***	***8086343***	***24.76***	***4.39***	
Total Public Shareholding (B)=(B)(1)+(B)(2)	**18127529**	***135***	**18127664**	***55.62***	***17981150***	***33***	***17981183***	***55.07***	**-0.55**	*Due to increase in share capital and sell/ purchase*
C. Non Promoter Non Public	*0*	*0*	*0*	*0*	*46051*	0	*46051*	0.14	0.14	*ESOP shares to Trust*
1. Shares held by Custodian for GDRs & ADRs										
2. Employee Benefit Trust	*0*	*0*	*0*	*0*	*46051*	0	*46051*	0.14	0.14	*ESOP shares to Trust*
Grand Total (A+B+C)	***32591373***	***135***	***32591508***	***100***	***32652867***	***33***	***32652900***	***100***		

Board & Management Report

Standalone Financial Section

Consolidated Financial Section

ii)Shareholding of Promoters

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbe red to total shares	
1	RIDDHI PORTFOLIO PRIVATE LTD	7293419	22.38	2.32	7454241	22.83	5.69	0.45
Reason for change - Due to increase in share capital and purchase during the year								
2	EASTERN CREDIT CAPITAL PRIVATE LIMITED	5618500	17.24	0.94	5618500	17.21	0.00	-0.03
Reason for change - *Due to increase in share capital during the year*								
3	RAMKRISHNA RAIL & INFRASTRUCTURE PVT LTD	0	0.00	0.00	0	0.00	0.00	0.00
4	MAHABIR PRASAD JALAN	451000	1.38	0.00	451000	1.38	0.00	0.00
5	RASHMI JALAN	418750	1.28	0.00	418750	1.28	0.00	0.00
6	NARESH JALAN	285750	0.88	0.00	285750	0.88	0.00	0.00
7	NARESH JALAN (HUF)	268750	0.82	0.00	268750	0.82	0.00	0.00
8	MAHABIR PRASAD JALAN (HUF)	120000	0.37	0.00	120000	0.37	0.00	0.00
9	CHAITANYA JALAN	7675	0.02	0.00	8675	0.03	0.00	0.01
Reason for change - *Due to purchase and increase in share capital during the year*								
		14463844	**44.38**	**3.26**	**14625666**	**44.79**	**5.69**	**0.41**

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

Riddhi Portfolio Private Limited

Date	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
01-04-2018	**At the beginning of the year**	**7293419**	**22.38**		
13-04-2018	Purchase	10000	0.03	7303419	22.41
29-08-2018	Purchase	20000	0.06	7323419	22.47
17-09-2018	Purchase	100000	0.31	7423419	22.78
28-09-2018	Purchase	22650	0.07	7446069	22.85
07-11-2018	Purchase	501	0.00	7446570	22.81
13-02-2019	Purchase	7671	0.02	7454241	22.83
31-03-2019	**At the end of the year**	**7454241**	**22.83**	**7454241**	**22.83**

Eastern Credit Capital Private Limited

Date	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
01-04-2018	**At the beginning of the year**	**5618500**	**17.24**		
	Date wise Increase/Decrease in Share holding during the Year	NIL	NIL	NIL	NIL
31-03-2019	**At the End of the year**	**5618500**	**17.21**	**5618500**	**17.21**

Mahabir Prasad Jalan

Date	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
01-04-2018	**At the beginning of the year**	**451000**	**1.38**		
	Date wise Increase/Decrease in Share holding during the Year	NIL	NIL	NIL	NIL
31-03-2019	**At the End of the year**	**451000**	**1.38**	**451000**	**1.38**

Rashmi Jalan

Date	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
01-04-2018	**At the beginning of the year**	**418750**	**1.28**		
	Date wise Increase/Decrease in Share holding during the Year	NIL	NIL	NIL	NIL
31-03-2019	**At the End of the year**	**418750**	**1.28**	**418750**	**1.28**

Naresh Jalan

Date	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
01-04-2018	**At the beginning of the year**	**285750**	**0.88**		
	Date wise Increase/Decrease in Share holding during the Year	NIL	NIL	NIL	NIL
31-03-2019	**At the End of the year**	**285750**	**0.88**	**285750**	**0.88**

Naresh Jalan (HUF)

Date	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
01-04-2018	**At the beginning of the year**	**268750**	**0.82**		
	Date wise Increase/Decrease in Share holding during the Year	NIL	NIL	NIL	NIL
31-03-2019	**At the End of the year**	**268750**	**0.82**	**268750**	**0.82**

Mahabir Prasad Jalan (HUF)

Date	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
01-04-2018	**At the beginning of the year**	**120000**	**0.37**		
	Date wise Increase/Decrease in Share holding during the Year	NIL	NIL	NIL	NIL
31-03-2019	**At the End of the year**	**120000**	**0.37**	**120000**	**0.37**

Chaitanya Jalan

Date	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
01-04-2018	**At the beginning of the year**	**7675**	**0.02**		
03-08-2018	Purchase	932	0.01	8607	0.03
28-09-2018	Purchase	68	0.00	8675	0.03
31-03-2019	**At the End of the year**	**8675**	**0.03**	**8675**	**0.03**

Ramkrishna Rail & Infrastructure Pvt. Ltd.

Date	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
01-04-2018	**At the beginning of the year**	**NIL**	**NIL**		
	Date wise Increase/Decrease in Share holding during the Year	NIL	NIL	NIL	NIL
31-03-2019	**At the End of the year**	**NIL**	**NIL**	**NIL**	**NIL**

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

Sl. No.	Name of the Share Holder	Shareholding at the beginning of the Year		Date	Increase/ Decrease in share holding	Reason	Cumulative Shareholding during the year	
		No of Shares	% of total shares of the company				No of Shares	% of total shares of the company
1	**ADITYA BIRLA SUN LIFE TRUSTEE PRIVATE LIMITED A/C**	**736838**	**2.26**	**01-04-2018**			**736838**	**2.26**
				06-04-2018	Purchase	13915	750753	2.30
				27-04-2018	Purchase	31550	782303	2.40
				25-05-2018	Purchase	109000	891303	2.73
				01-06-2018	Purchase	181800	1073103	3.29
				08-06-2018	Purchase	105443	1178546	3.62
				15-06-2018	Purchase	190030	1368576	4.20
				13-07-2018	Purchase	13100	1381676	4.24
				24-08-2018	Purchase	3360	1385036	4.25
				31-08-2018	Purchase	94500	1479536	4.54
				07-09-2018	Purchase	11000	1490536	4.57
				14-09-2018	Purchase	6700	1497236	4.59
				21-09-2018	Purchase	5700	1502936	4.61
				28-09-2018	Purchase	1300	1504236	4.62
				12-10-2018	Purchase	4900	1509136	4.63
				26-10-2018	Purchase	6300	1515436	4.65
				07-12-2018	Purchase	39040	1554476	4.76
				14-12-2018	Purchase	99900	1654376	5.07
				21-12-2018	Purchase	6000	1660376	5.08
				04-01-2019	Purchase	20000	1680376	5.15
				01-02-2019	Purchase	15300	1695676	5.19
				08-02-2019	Purchase	6800	1702476	5.21
				01-03-2019	Purchase	1200	1703676	5.22
				08-03-2019	Purchase	3600	1707276	5.23
				31-03-2019			**1707276**	**5.23**
2	**FRANKLIN INDIA SMALLER COMPANIES FUND**	**929347**	**2.85**	**01-04-2018**			**929347**	**2.85**
				29-06-2018	Purchase	25000	954347	2.93
				06-07-2018	Purchase	20000	974347	2.99
				13-07-2018	Purchase	100000	1074347	3.30
				27-07-2018	Purchase	75129	1149476	3.53
				31-08-2018	Purchase	175000	1324476	4.06
				05-10-2018	Purchase	25000	1349476	4.14
				31-03-2019			**1349476**	**4.14**
3	**LATA BHANSHALI**	**1058975**	**3.25**	**01-04-2018**			**1058975**	**3.24**
				31-03-2019			**1058975**	**3.24**
4	**PRINCIPAL TRUSTEE COMPANY PVT LTD A/C PRINCIPAL MU**	**608902**	**1.87**	**01-04-2018**			**608902**	**1.87**
				13-04-2018	Purchase	21500	630402	1.93
				20-04-2018	Purchase	22500	652902	2.00
				04-05-2018	Sale	-6000	646902	1.98
				01-06-2018	Purchase	28485	675387	2.07
				08-06-2018	Purchase	28479	703866	2.16
				15-06-2018	Purchase	300	704166	2.16
				22-06-2018	Purchase	7826	711992	2.18

Sl. No.	Name of the Share Holder	Shareholding at the beginning of the Year		Date	Increase/ Decrease in share holding	Reason	Cumulative Shareholding during the year	
		No of Shares	% of total shares of the company				No of Shares	% of total shares of the company
				29-06-2018	Purchase	5130	717122	2.20
				06-07-2018	Purchase	15	717137	2.20
				20-07-2018	Sale	-16	717121	2.20
				03-08-2018	Purchase	11	717132	2.20
				31-08-2018	Purchase	90000	807132	2.48
				07-09-2018	Purchase	47000	854132	2.62
				14-09-2018	Purchase	26663	880795	2.70
				21-09-2018	Purchase	3238	884033	2.71
				28-09-2018	Purchase	2372	886405	2.72
				05-10-2018	Purchase	23977	910382	2.79
				09-11-2018	Purchase	57000	967382	2.97
				07-12-2018	Purchase	12000	979382	3.00
				14-12-2018	Purchase	18000	997382	3.05
				28-12-2018	Purchase	15000	1012382	3.10
				25-01-2019	Purchase	9000	1021382	3.13
				01-02-2019	Purchase	9000	1030382	3.16
				22-03-2019	Sale	-33	1030349	3.16
				31-03-2019			**1030349**	**3.16**
5	**INDIA MIDCAP (MAURITIUS) LTD.**	**958733**	**2.94**	**01-04-2018**			**958733**	**2.94**
				31-03-2019			**958733**	**2.94**
6	**INTERNATIONAL FINANCE CORPORATION**	**862856**	**2.65**	**01-04-2018**			**862856**	**2.65**
				06-04-2018	Sale	-2093	860763	2.64
				13-04-2018	Sale	-44897	815866	2.50
				20-04-2018	Sale	-21266	794600	2.44
				27-04-2018	Sale	-8086	786514	2.41
				04-05-2018	Sale	-9855	776659	2.38
				31-03-2019			**776659**	**2.38**
7	**MASSACHUSETTS INSTITUTE OF TECHNOLOGY**	**0**	**0**	**01-04-2018**			**0**	**0**
				04-01-2019	Purchase	10511	10511	0.03
				11-01-2019	Purchase	17872	28383	0.09
				18-01-2019	Purchase	20036	48419	0.15
				25-01-2019	Purchase	12873	61292	0.19
				01-02-2019	Purchase	77829	139121	0.43
				08-02-2019	Purchase	210879	350000	1.07
				15-02-2019	Purchase	350000	700000	2.14
				31-03-2019			**700000**	**2.14**
8	**ICG Q LIMITED**	**661230**	**2.03**	**01-04-2018**			**661230**	**2.03**
				31-03-2019			**661230**	**2.03**
9	**VANTAGE EQUITY FUND**	**0**	**0**	**01-04-2018**			**0**	**0**
				07/12/2018	Purchase	300000	300000	0.92
				01/03/2019	Purchase	62000	362000	1.11
				08/03/2019	Purchase	5000	367000	1.12
				15/03/2019	Purchase	130000	497000	1.52
				29/03/2019	Purchase	39000	536000	1.64
				31-03-2019			**536000**	**1.64**

Sl. No.	Name of the Share Holder	Shareholding at the beginning of the Year		Date	Increase/ Decrease in share holding	Reason	Cumulative Shareholding during the year	
		No of Shares	% of total shares of the company				No of Shares	% of total shares of the company
10	**WESTEND PROPMART PRIVATE LIMITED**	**0**	**0**	**01-04-2018**			**0**	**0**
				06-04-2018	Purchase	163000	163000	0.50
				22-03-2019	Purchase	348713	511713	1.57
				31-03-2019			**511713**	**1.57**

v) Shareholding of Directors and Key Managerial Personnel:

Mahabir Prasad Jalan – Chairman Cum Whole Time Director

Date	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
01-04-2018	**At the beginning of the year**	**451000**	**1.38**		
	Date wise Increase /Decrease in Share holding during the Year	NIL	NIL	NIL	NIL
31-03-2019	**At the end of the year**	**451000**	**1.38**	**451000**	**1.38**

Naresh Jalan – Managing Director

Date	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
01-04-2018	**At the beginning of the year**	**285750**	**1.00**		
	Date wise Increase /Decrease in Share holding during the Year	NIL	NIL	NIL	NIL
31-03-2019	**At the end of the year**	**285750**	**0.88**	**285750**	**0.88**

Pawan Kumar Kedia – Whole Time Director

Date	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
01-04-2018	**At the beginning of the year**	**13629**	**0.04**		
18-01-2018	Purchase (Esop Allotment)	1000	0.00	14629	0.04
07-02-2019	Purchase (Esop Allotment)	500	0.00	15129	0.04
31-03-2019	**At the End of the year**	**15129**	**0.04**	**15129**	**0.04**

Yudhisthir Lal Madan – Independent Director

Date	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
01-04-018	**At the beginning of the year**	**NIL**	**NIL**	**NIL**	**NIL**
	Date wise Increase /Decrease in Share holding during the Year	NIL	NIL	NIL	NIL
31-03-2019	**At the end of the year**	**NIL**	**NIL**	**NIL**	**NIL**

Ram Tawakya Singh - Independent Director

Date	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
01-04-2018	**At the beginning of the year**	**NIL**	**NIL**	**NIL**	**NIL**
	Date wise Increase /Decrease in Share holding during the Year	NIL	NIL	NIL	NIL
31-03-2019	**At the end of the year**	**NIL**	**NIL**	**NIL**	**NIL**

Padam Kumar Khaitan - Independent Director

Date	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
01-04-2018	**At the beginning of the year**	**NIL**	**NIL**	**NIL**	**NIL**
	Date wise Increase /Decrease in Share holding during the Year	NIL	NIL	NIL	NIL
31-03-2019	**At the end of the year**	**NIL**	**NIL**	**NIL**	**NIL**

Amitabha Guha - Independent Director

Date	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
01-04-2018	**At the beginning of the year**	**NIL**	**NIL**	**NIL**	**NIL**
	Date wise Increase /Decrease in Share holding during the Year	NIL	NIL	NIL	NIL
31-03-2019	**At the end of the year**	**NIL**	**NIL**	**NIL**	**NIL**

Aditi Bagri - Independent Director

Date	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
01-04-2018	**At the beginning of the year**	**NIL**	**NIL**	**NIL**	**NIL**
	Date wise Increase /Decrease in Share holding during the Year	NIL	NIL	NIL	NIL
31-03-2019	**At the end of the year**	**NIL**	**NIL**	**NIL**	**NIL**

Sandipan Chakravortty - Independent Director

Date	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
01-04-2018	**At the beginning of the year**	**NIL**	**NIL**	**NIL**	**NIL**
	Date wise Increase /Decrease in Share holding during the Year	NIL	NIL	NIL	NIL
31-03-2019	**At the end of the year**	**NIL**	**NIL**	**NIL**	**NIL**

Partha Sarathi Bhattacharyya - Independent Director

Date	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
01-04-2018	**At the beginning of the year**	**NIL**	**NIL**	**NIL**	**NIL**
	Date wise Increase /Decrease in Share holding during the Year	NIL	NIL	NIL	NIL
31-03-2019	**At the end of the year**	**NIL**	**NIL**	**NIL**	**NIL**

Ranaveer Sinha - Independent Director (Appointed w.e.f 02.02.2019)

Date	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
02-02-2019	**At the beginning of the year**	**1250**	**0.01**	**1250**	**0.01**
	Date wise Increase /Decrease in Share holding during the Year	NIL	NIL	NIL	NIL
31-03-2019	**At the end of the year**	**1250**	**0.01**	**1250**	**0.01**

Lalit Khetan - Chief Financial Officer (Appointed w.e.f 25.05.2018)

Date	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
02-05-2018	**At the beginning of the year**	**NIL**	**NIL**	**NIL**	**NIL**
	Date wise Increase /Decrease in Share holding during the Year	NIL	NIL	NIL	NIL
31-03-2019	**At the end of the year**	**NIL**	**NIL**	**NIL**	**NIL**

Rajesh Mundhra – Company Secretary

Date	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
01-04-2018	**At the beginning of the year**	**15230**	**0.05**	**0**	**0**
10-12-2018	Purchase (Esop Allotment)	1097	0	16327	0.05
07-01-2019	Purchase (Esop Allotment)	250	0	16577	0.05
21-02-2019	Purchase (Esop Allotment)	300	0	16877	0.05
05-03-2019	Purchase (Esop Allotment)	250	0	17127	0.05
31-03-2019	**At the End of the year**	**17127**	**0.05**	**17127**	**0.05**

V INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment (₹ in Lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial Year				
i) Principal Amount	77,221.19	5,100.03	–	82,321.22
ii) Interest due but not paid	–	–	–	–
iii) Interest accrued but not Due *	–	–	–	–
Total (i+ii+iii)	**77,221.19**	**5,100.03**	**–**	**82,321.22**
Change in Indebtedness during the financial year				
• Addition	53,395.80	1,741.45	–	55,137.25
Exchange Difference	(456.28)	–	–	(456.28)
IND AS Adjustment	(103.82)	–	–	(103.82)
• Reduction	47,216.96	1,532.20	–	48,749.16
Net Change	**5,618.74**	**209.25**	**–**	**5,827.99**
Indebtedness at the end of the financial year				
i) Principal Amount	82,839.93	5,309.28	–	88,149.21
ii) Interest due but not paid	–	–	–	–
iii) Interest accrued but not Due *	–	–	–	–
Total (i+ii+iii)	**82,839.93**	**5,309.28**	**–**	**88,149.21**

* Excluded as it is shown under Financial Liabilities

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A - Remuneration to Managing Director, Whole Time Directors

Mahabir Prasad Jalan – Chairman cum Whole Time Director

Sl. No.	Particular of Remuneration	Amount (₹ in Lakhs)	Total Amount (₹ in Lakhs)
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	183.60	228.46
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	44.86	
	(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	Nil	
2	Stock Option	NIL	NIL
3	Sweat Equity	NIL	NIL
4	Commission - as % of profit - others, specify…	100.00	100.00
5	Others - Rent free Accomodation	12.00	12.00
	Total		**340.46**
	Ceiling as per the Act		1,793.19

Naresh Jalan – Managing Director

Sl. No.	Particular of Remuneration	Amount (₹ in Lakhs)	Total Amount (₹ in Lakhs)
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	111.94	154.40
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	42.46	
	(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	NIL	
2	Stock Option	NIL	NIL
3	Sweat Equity	NIL	NIL
4	Commission - as % of profit - others, specify...	NIL	NIL
5	Others - Rent free Accomodation	5.58	5.58
	Total		**159.98**
	Ceiling as per the Act		1,793.19

Pawan Kumar Kedia – Whole Time Director

Sl. No.	Particular of Remuneration	Amount (₹ in Lakhs)	Total Amount (₹ in Lakhs)
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	42.83	45.12
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	2.29	
	(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	NIL	
2	Stock Option	1.58	1.58
3	Sweat Equity	NIL	NIL
4	Commission - as % of profit - others, specify...	NIL	NIL
5	Others - EPF	2.43	2.43
	Total		**49.13**
	Ceiling as per the Act		1,793.19

B – Remuneration of other Directors

Yudhisthir Lal Madan – Independent Director

Sl. No.	Particular of Remuneration	Amount (₹ in Lakhs)	Total Amount (₹ in Lakhs)
	• Fee for attending board / committee meetings	6.70	
	• Commission	NIL	
	• Others, please specify	NIL	
	Total		**6.70**

Ram Tawakya Singh – Independent Director

Sl. No.	Particular of Remuneration	Amount (₹ in Lakhs)	Total Amount (₹ in Lakhs)
	• Fee for attending board / committee meetings	5.80	
	• Commission	NIL	
	• Others, please specify	NIL	
	Total		**5.80**

Padam Kumar Khaitan – Independent Director

Sl. No.	Particular of Remuneration	Amount (₹ in Lakhs)	Total Amount (₹ in Lakhs)
	• Fee for attending board / committee meetings	4.55	
	• Commission	NIL	
	• Others, please specify	NIL	
	Total		**4.55**

Amitabha Guha – Independent Director

Sl. No.	Particular of Remuneration	Amount (₹ in Lakhs)	Total Amount (₹ in Lakhs)
	• Fee for attending board / committee meetings	5.70	
	• Commission	NIL	
	• Others, please specify	NIL	
	Total		**5.70**

Aditi Bagri – Independent Director

Sl. No.	Particular of Remuneration	Amount (₹ in Lakhs)	Total Amount (₹ in Lakhs)
	• Fee for attending board / committee meetings	4.50	
	• Commission	NIL	
	• Others, please specify	NIL	
	Total		**4.50**

Sandipan Chakravortty – Independent Director

Sl. No.	Particular of Remuneration	Amount (₹ in Lakhs)	Total Amount (₹ in Lakhs)
	• Fee for attending board / committee meetings	4.65	
	• Commission	NIL	
	• Others, please specify	NIL	
	Total		**4.65**

Partha Sarathi Bhattacharyya – Independent Director

Sl. No.	Particular of Remuneration	Amount (₹ in Lakhs)	Total Amount (₹ in Lakhs)
	• Fee for attending board / committee meetings	3.50	
	• Commission	NIL	
	• Others, please specify	NIL	
	Total		**3.50**

Ranaveer Sinha – Independent Director (Appointed w.e.f 02.02.2019)

Sl. No.	Particular of Remuneration	Amount (₹ in Lakhs)	Total Amount (₹ in Lakhs)
	• Fee for attending board / committee meetings	NIL	
	• Commission	NIL	
	• Others, please specify	NIL	
	Total		NIL

Lalit Khetan – Chief Financial Officer (Appointed on 25.05.2018)

Sl. No.	Particular of Remuneration	Amount (₹ in Lakhs)	Total Amount (₹ in Lakhs)
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	73.17 0.00 0.00	73.17
2	Stock Option	NIL	
3	Sweat Equity	NIL	
4	Commission	NIL	
5	- as % of profit	NIL	
	- others, specify...		
	Others, please specify		
	Total		**73.17**

Rajesh Mundhra – Company Secretary

Sl. No.	Particular of Remuneration	Amount (₹ in Lakhs)	Total Amount (₹ in Lakhs)
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	 42.76 2.70 0.00	 45.46
2	Stock Option	2.10	2.10
3	Sweat Equity	NIL	
4	Commission	NIL	
5	- as % of profit	NIL	
	- others, specify...		
	Others, please specify		
	Total		**47.56**

VII. Penalties/ Punishment/Compounding of Offences:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/ NCLT/ COURT]	Appeal made, if any
A. Company					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
B. Directors					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
C. Other Officers in default					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

Annexure - G

DETAILS OF THE REMUNERATION OF DIRECTORS, KMP'S AND EMPLOYEES

[Pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

I. The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the Financial Year 2018-19, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year 2018-19 and the comparison of remuneration of each Key Managerial Personnel (KMP) against the Performance of the Company are as under:

Sr. No.	Name of Director/KMP and Designation	Remuneration of Director/KMP for Financial Year 2018-19 (₹ in lakhs)	% increase in Remuneration in the Financial Year 2018-19	Ratio of Remuneration of each Director to median remuneration of employees
1	Mr. Mahabir Prasad Jalan	340.46	14.75	94.84:1
2	Mr. Naresh Jalan	159.98	(31.25)	44.56:1
3	Mr. Pawan Kumar Kedia	49.13	20.99	13.69:1
4	Mr. Padam Kumar Khaitan	4.55#	35.16	1.27:1
5	Ms. Aditi Bagri	4.50#	22.22	1.25:1
6	Mr. Yudhisthir Lal Madan	6.70#	54.48	1.87:1
7	Mr. Ram Tawakya Singh	5.80#	42.24	1.62:1
8	Mr. Amitabha Guha	5.70#	42.11	1.59:1
9	Mr. Sandipan Chakravortty	4.65#	56.99	1.30:1
10	Mr. Partha Sarathi Bhattacharyya	3.50#	42.86	0.97:1
11	Mr. Ranaveer Sinha*	0.00*	-	-
12	Mr. Rajesh Mundhra	47.56	22.65	13.25:1
13	Mr. Lalit Kumar Khetan$	73.17	-	20.38:1

* Appointed w.e.f. 2nd February 2019
# Represents sitting fees paid to Non-Executive Directors for attending Board and Committee Meetings.
$ Appointed w.e.f. 25th May 2018.

II. The median remuneration of employees of the Company during the Financial Year was ₹ 3.59 Lakh. In the Financial Year 2018-19, the median remuneration of employees was 22.52% higher compared to previous year.

III. There were 1749 permanent employees on the rolls of Company as on 31st March, 2019.

IV. Average percentage increase made in the salaries of employees other than the managerial Personnel in the Financial Year 2018-19 was 18.14% over previous year. There were no exceptional circumstances for increase in Managerial Remuneration.

V. Affirmation that the Remuneration is as per the Remuneration Policy of the Company: It is hereby affirmed that the Remuneration paid is as per the Remuneration Policy of the Company.

Statement as per Rule 5(2) of The Companies (Appointment and Remuneration of Managerial personnel) Rules 2014

Sl No.	Name	Age (years)	Designation/ Nature of Duties	Gross Remuneration (₹ in lakhs)	Qualification	Total Experience (years)	Date of commencement of employment	Previous Employment
A.	Details of top ten Employees in terms of remuneration drawn for the financial year ended 31st March 2019							
1	Lalit Kumar Khetan	49	CFO	73.17	CA & ICWA	23.0	25-05-2018	Mcnally Bharat Engineering Company ltd.
2	Sakti Prasad Senapati	46	Chief People Officer	71.42	B.Sc. (Physics Honors), MBA & Diploma in Labour Law	21.0	01-04-2016	NRB Bearings Ltd.
3	Kanchan Chaudhuri	60	Plant Head	67.94	Adv. Dip.in Forging Technology from NIFFT	36.0	09-10-2012	Ahmednagar Forgings Limited

Sl No.	Name	Age (years)	Designation/ Nature of Duties	Gross Remuneration (₹ in lakhs)	Qualification	Total Experience (years)	Date of commencement of employment	Previous Employment
4	Rajat Subhra Datta	53	Vice President (IT)	67.73	MSc	29.0	01-02-2010	AdhunikGroup
5	Milesh Gandhi	39	Vice President	53.51	B.Com(Hons.), LIII,SMP	19.0	01-09-2000	NA
6	Vijay Kumar Mishra	58	Plant Head	49.83	M.Tech	30.0	05-05-2006	GMT Ltd.
7	Rajesh Mundhra	45	CS	47.56	ACA,ACS, ACMA	21.0	12-11-2003	United Wireless Technologies Ltd
8	Jayadev Patasani	46	Plant Head	44.69	B.Tech	27.0	11-10-2010	ABB Ltd.
9	Rahul Kumar Bagaria	40	Vice President	43.94	CA	15.0	09-09-2005	Cement manufacturing Co. Ltd.
10	Kali Kumar Ghosh	54	General Manager	42.29	M.Tech	32.7	08-05-2012	Hitech Gears Limited
11	Bal Krishan Khaitan	41	Senior General Manager	41.82	CA,CS	24.0	14-09-2005	PKC Stock Broking
B	**Details of Employee employed throughout the year and in receipt of remuneration not less than Rs.10,200,000/- p.a.**							
1.	Mr. Mahabir Prasad Jalan	70	Chairman cum Wholetime Director	340.46	B.Tech	53	12.11.1981	NA
2.	Mr. Naresh Jalan	44	Managing Director	159.98	MBA	22	05.11.2001	NA
C	**Details of Employee employed part of the year and in receipt of remuneration not less than Rs. 850,000/- p.m.**							
	Nil							

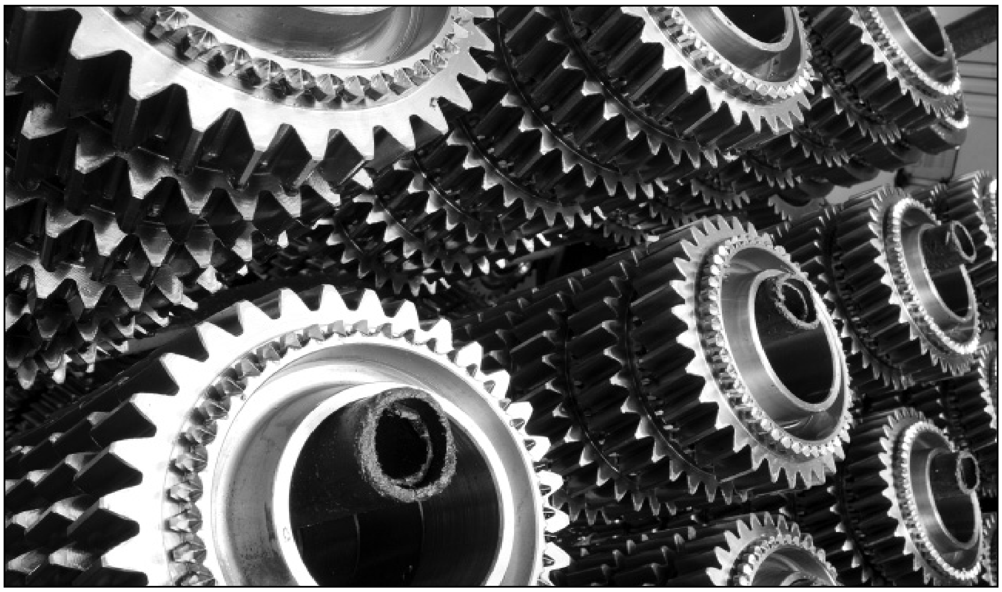
Notes:

1. Gross Remuneration includes Basic Pay, Allowances, Monetary value of Perquisites, Lease Rent, Commissions, Retirement benefits and Healthcare Insurance,if any.
2. All the employees as mentioned above are under permanent roll of the Company.
3. Mr. Mahabir Prasad Jalan, Chairman cum Wholetime Director and Mr. Naresh Jalan, Managing Director are related to each other.
4. The nature and terms of the employment are as per resolution/agreements/appointment letter.
5. Mr. Mahabir Prasad Jalan holds 4,51,000 equity shares and Mr. Naresh Jalan holds 2,85,750 equity shares representing 1.38 % and 0.88% of the paid up share capital respectively as on 31st March, 2019.

On behalf of the Board
For **Ramkrishna Forgings Limited**
Sd/-
Mahabir Prasad Jalan
(Chairman)
(DIN: 00354690)

Place: Kolkata
Dated: 25th May, 2019

Management Discussion And Analysis



Compared to the projections for 2019, the global economy is expected to show signs of recovery and return to 3.6% growth in 2020.

Global Economy

Following the global economic upswing of 2016-17 and a strong first-half performance in 2018, economic activity slowed down in the second half of 2018. Multiple countries across the world contributed to this downturn among which were the regulatory to reign shadow banking in China, their increasing trade tension with the United States, natural disasters in Japan, the disruption in car manufacturing in Germany as a result of the introduction of new emission standards among others.

As a result of all these contributing factors, global economic growth is now projected to slow from 3.6% in 2018 to 3.3% in 2019. (Source: IMF)

Outlook for tomorrow: Compared to the projections for 2019, the global economy is expected to show signs of recovery and return to 3.6% growth in 2020. The projected pick up in the second half of 2019 is expected to ride on an ongoing buildup of policy stimulus in China, improvement in the global financial market sentiment, growth in the euro area and stabilization of conditions in stressed emerging market economies such as Argentina and Turkey. (Source: IMF)

Indian economy

Indian economy: Fiscal 2018-19 belied expectations. For a period which started out with the promise of robust economic growth (GDP growth in Q1 was 8%) ended on a sub-optimal note as India's GDP growth slid to 7% in 2018-19 against 7.2% in 2017-18 and considerably lower than the 7.4% estimate set out by Government agencies at the year-start.

This was primarily owing to the lackluster performance of the economy in the second half of the fiscal (Oct'18-Mar'19 – GDP growth under 7%). This was mainly due to the poor performance of farm, mining and manufacturing sectors.

Furthermore, on an annual basis, India's industrial production growth slowed to a three-year low of 3.6% in the 2018-19 fiscal as against 4.4% in the previous fiscal.

But behind this subdued performance, there were some important positives:

- Improvement in investment rate has been the most positive development in 2018-19, increasing by 0.3 percentage points to 28.9%.
- Continued improvement in the fiscal discipline has been another major positive of 2018 - 19. Despite government consumption increasing in relation to GDP combined fiscal deficit of central and state governments is projected to reduce by 0.6 percentage points to 5.8% of GDP in 2018-19.

The International Monetary Fund (IMF) project growth to pick up to 7.3% in 2019 (2019-20) and 7.5% in 2020, supported by the continued recovery of investment and robust consumption amid a more expansionary stance of monetary policy and some expected impetus from fiscal policy.

Going forward: The International Monetary Fund (IMF) project growth to pick up to 7.3% in 2019 (2019-20) and 7.5% in 2020, supported by the continued recovery of investment and robust consumption amid a more expansionary stance of monetary policy and some expected impetus from fiscal policy.

The forgings sector

The Indian forging industry is an important contributor to the manufacturing sector of the Indian Economy. It is a key element in the growth of the Indian automobile and other industries such as general engineering, construction equipment, oil and gas. The Indian forging industry is well recognized globally for its technical capabilities.

Indian forging industry has a capability to forge the variety of raw materials like carbon steel, alloy steel, stainless steel, superalloy, titanium, copper, brass, and aluminum.

The sector is highly fragmented with more than 85% of the forging units are classified as small or very small (classification according to a report by AAIFI). The automobile industry is the biggest consumer of forgings consuming close to 60% of the sector's output.

The Government's steps to improve the manufacturing sector with initiatives like 'Make in India' and 'Skill India' have resulted in positive economic sentiments among the business community. This has resulted in many global original equipment manufacturers (OEMs) and Tier-I players setting up purchasing offices in India and looking at procuring high standard quality products. With the expected shut down of the manufacturing unit of forging manufacturers in the developed nations Indian forging industry has the opportunity to garner benefits by meeting the global market demands for high quality and consistency in production.

The improved demand scenario has resulted in increased capacity utilization over the past three years. Improved demand continues to be driven by increased exports, increased demand from the automobile sector and diversification into the non-automotive sectors.

Forging Industry is a critical backbone of India's industrial growth. It contributes to the growth of the economy greatly and creates materials for other industries. The Government's initiatives like Make in India will help the forging industries to grow by increasing the productivity whereas Skill India will provide the forging Industry with skilled personnel who can facilitate in optimising production and improving product quality.

Global transportation sector

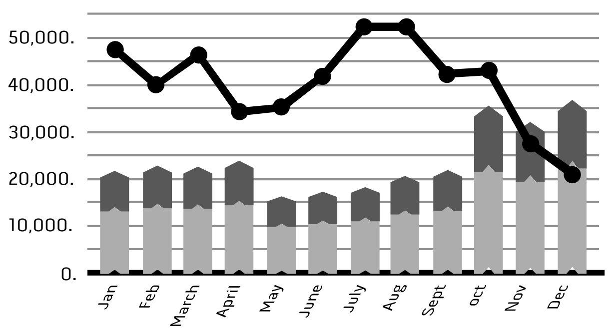
Transportation and communication have been the lifelines of any growing economy, with road freight movement by trucking being by far the most common, flexible and effective means. It carries immense responsibility for the commercial vehicle industry to dispense an efficient, reliable, safe truck with elevated technologies to sustain the economics of the transport business.

US truck and bus sector

Over the past five years, the Truck & Bus Manufacturing in the US industry has grown by 0.4% to reach revenue of US$32bn in 2018. In the same timeframe, the number of businesses has grown by 0.5% and the number of employees has grown by 1.0%.

Heavy truck demand is driven by growth in the agriculture, manufacturing, construction and retail sectors. Bus demand is driven by growth in the number of school-aged children and investment in public transportation systems. The US heavy truck and bus manufacturing industry includes about 70 companies but the industry is highly concentrated-the top 20 companies account for about 95% of revenue.

Class 8 orders for the past 12 months have now totalled 4,82,000 units, according to FTR's numbers.



Source: FTR, Truck OEMs – Total N.A. Cl. 8 Orders (US/CAN/MEX/EXP)

Prior Year (2017) ● **Current Year (2018)**

Considering the robust booking in 2018 (4,00,000 plus units against a delivery capability of 3,50,000 units), the Class 8 order number is expected to decline, as the greater majority of fleets already have all their orders in for 2019. This suggests that OEMs would focus on deliveries.

Outlook: MacKay & Co. expects the total U.S. operating population to increase in most categories. In 2022, the company forecasts a 16% increase for Class 6, 8.1% for Class 8, and an 8% increase for trailers.

MacKay & Co. is seeing growth for the U.S aftermarket out to 2022. The numbers look like this- 2019 at $31.6 billion, 2020 at $32.8 billion, 2021 at $33.8 billion and 2022 at $34.9 billion. This equates to a 2.8% compound annual growth rate.

According to an agency official, the U.S. Environmental Protection Agency will announce plans to propose new rules to significantly decrease emissions of smog-forming nitrogen oxide from diesel-powered heavy-duty trucks. This could result in new demand for heavy vehicles over the medium term.

European commercial vehicle space

Overall in 2018, EU demand for commercial vehicles went up by 3.2% compared to 2017, marking the sixth consecutive year of growth. Roughly 2.5 million commercial vehicles were registered across the European Union, representing the highest volume on record since 2007.

Moreover, 2019 started on a healthy note. In January 2019, registration in the EU market for commercial vehicles grew by 6.2% compared to January last year, total registrations increased from 1,88,102 to 1,99,853 units, marking the highest January volume on record. Growth was sustained across all commercial vehicle segments and in the majority of the key EU markets.

Light commercial vehicles (LCV) up to 3.5t:

In 2018, new van registrations surpassed the two-million mark for the first time since 2007, recording a 3.1% increase compared to 2017 – key growth markets were Spain (+7.8%), Germany (+5.4%) and France (+4.6%).

Heavy commercial vehicles (HCV) of 16t and over:

2018 was a positive year for heavy truck registrations, despite the slowdown in December. Overall 3,11,959 new vehicles were registered across the EU during the year or 3.4% more than in 2017. The United Kingdom (-5.4%) and Spain (-4.2%) saw demand for heavy trucks decline last year, but France (+9.1%), Italy (+5.0%) and Germany (+3.1%) contributed positively to full-year EU growth.

Medium and heavy commercial vehicles (MHCV) over 3.5t:

In 2018, new truck registrations across the European Union grew by 3.5% compared to 2017. Full-year results were diverse among the five key EU markets. France (+8.1%), Italy (+5.1%) and Germany (+2.9%) posted positive results in 2018, but truck demand fell in the UK (-4.0%) and Spain (-2.0%).

New medium and heavy buses & coaches (MHBC) over 3.5t:

Overall in 2018, 41,992 buses and coaches were registered across the EU, up 1.3% compared to the year before. Growth was largely driven by the Central European markets (+18.6%), giving full-year EU results a crucial boost. On the other hand, all major Western European markets contracted in 2018 – with the exception of Italy, which recorded strong growth (+36.7%).

Domestic commercial vehicle space

The Indian commercial vehicle industry often referred to as the backbone of the country's economy, witnessed strong growth. The numbers and the growth are a testimony to the reality that the industry has come out of the BS-III sales ban and GST to enter a fine phase for its progress.

Even though growth moderated for the commercial vehicle (CV) sector towards the second half of the fiscal particularly M&HCVs, in India, the sector notched a new landmark – a million-plus sales in the domestic market in 2018. This is the first time that this milestone has been notched for a calendar year.

Between January-December 2018, a total of 10,05,380 CVs were sold, notching year-on-year growth of 27% and making India one of the fastest-growing CV markets globally. (Source: https://www.autocarpro.in/news-national/cv-sales-in-india-surpass-a-million-units-for-the-first-time-in-cy 2018-41837)

Performance of Commercial vehicle in 2018-19.

Category	Production			Domestic Sales			Exports		
	April-March			April-March			April-March		
Segment/Sub-segment	**2017-18**	**2018-19**	**% Change**	**2017-18**	**2018-19**	**% Change**	**2017-18**	**2018-19**	**% Change**
II Commercial Vehicles (CVs)									
M&HCVs									
Passenger Carriers	38,165	45,455	19.10	36,117	39,612	9.68	12,178	8,286	-31.96
Goods Carriers	3,06,427	3,98,747	30.13	3,04,664	3,51,128	15.25	31,915	40,388	26.55
Total M&HCVs	**3,44,592**	**4,44,202**	**28.91**	**3,40,781**	**3,90,740**	**14.66**	**44,093**	**48,674**	**10.39**
LCVs									
Passenger Carriers	51,057	54,133	**6.02**	49,002	52,170	6.47	4,150	4,094	-1.35
Goods Carriers	4,99,799	6,13,841	**22.82**	4,67,133	5,64,409	20.82	48,622	47,163	-3.00
Total LCVs	**5,50,856**	**6,67,974**	**21.26**	**5,16,135**	**6,16,579**	**19.46**	**52,772**	**51,257**	**-2.87**
Total Commercial Vehicles	**8,95,448**	**11,12,176**	**24.20**	**8,56,916**	**10,07,319**	**17.55**	**96,865**	**99,931**	**3.17**

(Source : SIAM)

Heavy commercial vehicles

Heady double-digit growth witnessed in the earlier part of fiscal 2019, decelerated significantly in the second half of the fiscal. This was primarily owing to the new axle load norms approved by the government in July 2018. The government had increased the permissible gross vehicle weight (GVW) of over 16 tonne heavy trucks by about 12-25%.

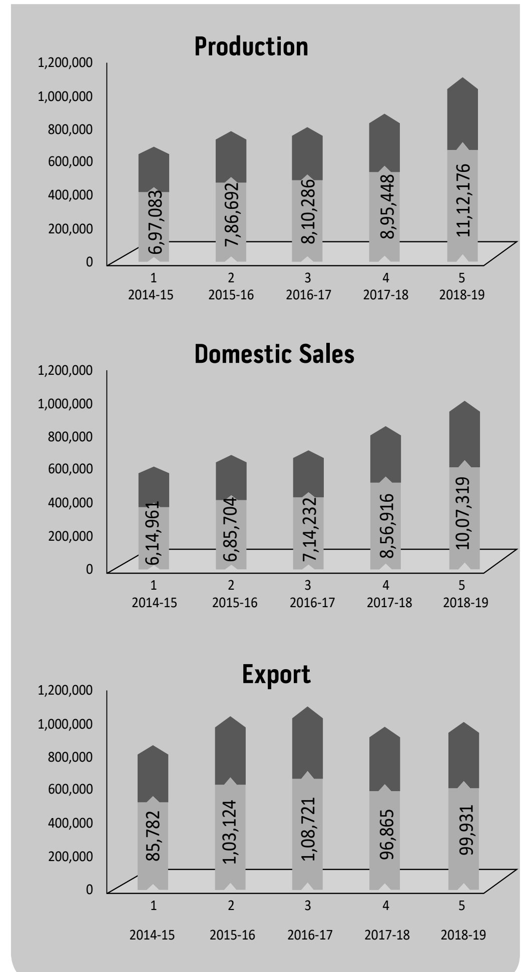
The norm allowed truck owners to increase the load on vehicles up to the new limit as prescribed by the government. The higher limit has, in a way, legalised overloading and given fleet owners the opportunity to sweat their existing assets more instead of purchasing new trucks.

The immediate promise: However, the next year, the year before Euro-VI comes in FY 20 – the world over there has been a pre-buy whether it is in the US or Europe, there is usually anywhere between 25% and 50% pre-buy in the year before the Euro-VI. A conservative approach is expected to provide a 25-30% growth.

As the Government will be enforcing the BS- VI norms it will provide impetus to push for cleaner fuel technologies and will hasten the replacement of the older and less efficient trucks. The scrappage policy could provide interesting growth to the commercial vehicle segment.

Over the long term:

According to TechSci Research report, "India Commercial Vehicles Market By Vehicle Type, Competition Forecast & Opportunities, 2023", India commercial vehicle market is projected to exhibit a CAGR of over 10% to reach $ 21.9 billion by FY 2023, on account of increasing infrastructure development projects, growing logistics sector, ease of financing, etc. Moreover, the commercial vehicles market is anticipated to become more lucrative, as new models and brands are rolled out in the coming years.



(Source : SIAM)

Light commercial vehicles

LCVs are defined by industry body Society of Indian Automobile Manufacturers (SIAM) as vehicles having a maximum mass under 7.5 tonnes. The segment has witnessed robust growth consequent to the increasing acceptance of the hub-and-spoke model adopted by India Inc.

The LCV segment has been the biggest beneficiary of GST. The hub-and-spoke model, which was the intention of the GST, has become even more entrenched in the Indian logistics space. The trucks carry loads from the hub more effectively and the LCV serves the spokes (in last-mile deliveries).

The immediate promise: The growing acceptance and penetration of e-commerce has significantly fuelled the demand for LCVs. Credible estimates suggest that the Indian small commercial vehicle market is set to cross 1 million units in the coming years with demand for last-mile connectivity rising due to increasing urbanisation and robust growth in e-commerce.

Over the long term: According to a report by Research And Markets.com, India's light commercial vehicles market is projected to surpass $ 6.8 billion by 2023. The anticipated growth in the market is likely to happen from the increasing number of infrastructure development projects and the growing e-commerce and logistics sector. Moreover, implementation of BS VI standards, increasing demand for CNG and electric vehicles, the launch of new models and foray of new brands in the Indian market are expected to positively influence the country's light commercial vehicles market in the coming years.

The bus segment

The domestic bus market witnessed robust recovery in demand in 2018-19 after a period of de-growth in 2017-18, primarily owing to fewer orders from State transport undertaking (STUs), which account for a little more than a third of bus sales in India. Uncertainty in the implementation of a bus body could also contributed to the decline.

The healthy double-digit growth in 2018-19 is consequent to an increased focus on infrastructure development, rapid urbanisation, low penetration of public transport and affordable housing projects across the country. The segment also benefited from healthy demand from online aggregators and the staff carrier segment.

Over the horizon

New demand: India certainly needs more buses for efficient transportation. Each year 90,000-1,00,000 new buses are being sold, but this figure has the potential to more than double as Indian public transport is yet to reach its optimum potential.

Replacement demand: Several STUs have old buses in their fleet, needing replacement shortly. Additionally, the fleet replacement cycle is gradually reducing with rising customer expectations, which is also likely to reduce the average fleet age and spur replacement-led demand over the medium term.

Indian Railways

Despite being the fourth largest network in the world, Indian Railways, the national carrier, is hit by a sizeable shortage of wagon as private suppliers have not been able to meet demand. This shortfall is expected to become even more significant as the dedicated freight corridors come online and as the Railways increase capacity on various routes.

For the passenger segment, the Indian Railways has increased its focus on passenger safety. In 2018-19, it is set to induct 4,410 Linke Hoffman Busch (LHB) coaches with anti-collision technology - which cause fewer fatalities - instead of the current Integral Coach Factory (ICF) coaches. This, if successful, would be an 84% jump over the 2,385 coaches that the Railways produced in 2017-18.

LHB design coaches are lighter in weight have a higher carrying capacity, speed potential and better safety features as compared to ICF coaches.

The Railways produces 3,000 coaches, and phases out 1,000 coaches every year. Out of the total 63,000 coaches that the Indian Railways have, the majority are still unsafe as they do not have the anti-climbing technology.

To rectify this lacuna, the government introduced a fund, the Rashtriya Rail Sanraksha Kosh (RRSK), in 2017-18 with a corpus of ₹ 1 trillion to be utilised over five years for replacement, renewal, and upgradation of critical safety assets. Based on this, a provision of ₹ 200 billion was made to fund safety-related works in 2018-19.

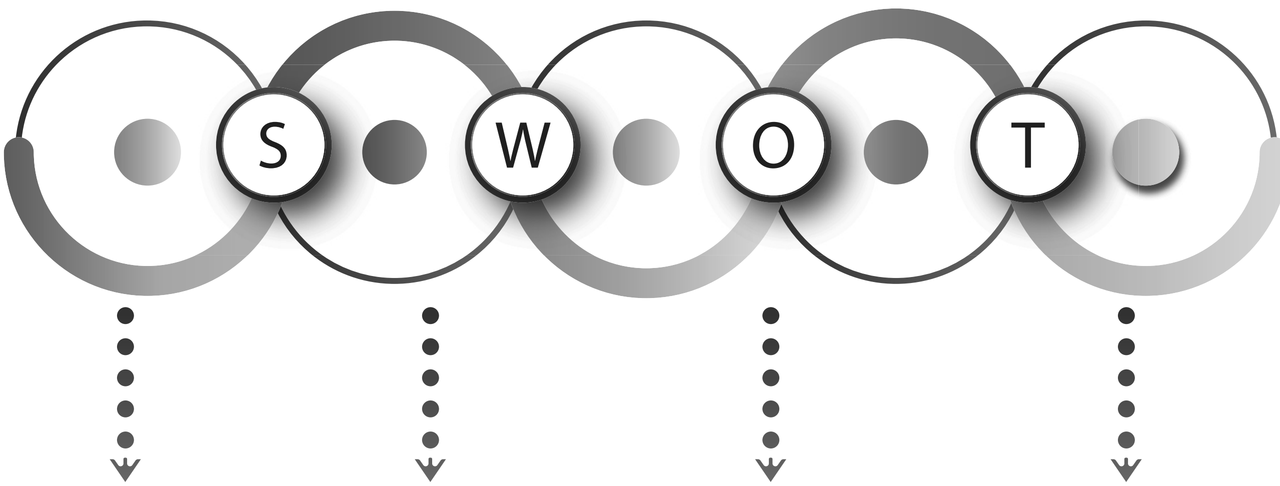
In addition, the Railways is reportedly investing around ₹ 150 billion for retro-fitment existing coaches. The national transporter may get 40,000 coaches with upgraded interiors by 2022-23.

Corporate overview

Ramkrishna Forgings is one of India's leading forging companies that have, over the years, established itself as a reliable supplier of quality forgings.

Timely investments in cutting-edge technology, capacity augmentation, and equipment modernization has enabled the Company to earn the position of preferred supplier status with leading globally-respected OEMs operating in India and abroad. Its ability to develop customised products has created a huge product basket – widening its opportunity canvass.

Ramkrishna Forgings continues to achieve strong presence in the global market. It had successfully commenced the supplies to Tier-1 customers in the US. The Company has also enhanced its customer portfolio in Europe by adding OEM's to its customer portfolio . To nurture strong relationships with its global business partners, the Company appointed marketing representatives in key markets namely Europe and Latin America. The Company is making inroads in the Oil & Gas sector in the US markets and is confident of reaching newer heights in future.



STRENGTHS

- Proximity to raw material sources.
- Investing in technology to remain cost competitive
- Satisfied customer resulting in growing repeat and referral business
- High-quality standards endorsed by global certifications.
- Enhancement of the product portfolio with existing clients leading to widening of the opportunity canvass
- Integrated facility that houses best-in-class equipment

WEAKNESSES

- High dependence on the Medium and Heavy Commercial vehicle segment.

OPPORTUNITIES

- Implementation of the BS- VI emission norms on 01.04.2020, resulting in pre-buy.
- Implementation of the scrappage policy with GST incentives by Government, spurring demand.
- Increased demand of light commercial vehicles.
- Rapidly expanding of city perimeters into suburban areas leads to the growing demand for mass transportation vehicles
- Positioning India as a global manufacturing hub through the government's 'Make in India' mission should fuel demand for more vehicles
- New export geographies and customer.
- Foray into non- auto segments

THREATS

- Volatility in Raw Material prices.
- Increase in axle norms by the Government.
- Availability of adequate finance at moderate interest rates.

Performance, 2018-19

It was another year of healthy business growth supported by robust demand from domestic and global customers. This resulted in healthy and profitable business growth for the 2 year in succession.

Financial Performance:

- Net Sales increased by 25.86 percent from ₹ 1,43,546.89 lakhs in 2017-18 to ₹ 1,80,668.73 lakhs in 2018-19.
- Export Sales increased by 28.24 percent from ₹ 41,265.66 Lakhs in 2017-18 to ₹ 52,918.58 Lakhs in 2018-19.
- EBIDTA (excluding other income) increased by 33.51 percent from ₹ 28,424.00 lakhs in 2017-18 to ₹ 37,949.99 lakhs in 2018-19.
- PAT showed an increase of 26.04 percent from ₹ 9,466.02 Lakhs in 2017-18 to ₹ 11,931.08 Lakhs in 2018-19.

The financial performance could have been even better had it not been for the volatility in steel prices experienced during the year.

Initiatives, 2018-19

In keeping with the growing demand, production volumes increased from 1,21,667 tons in 2017-18 to 1,35,791 tons in 2018-19. This increase in production was owing to the untiring efforts of its team in improving man-machine productivity, increasing the product basket with the existing customers, developing new customers and reducing employee fatigue. In addition, the team also implemented important process improvements which helped in improving product quality.

The company has taken cost optimization steps during the year as listed below:

- Modification of the heating process to reduce consumption of electricity consumption.
- A Tilting mechanism is being constructed and a hoist installed in the furnaces to increase productivity and improve safety.
- Fraction timing provided in IBH cycle time to improve productivity.
- Strict monitoring implemented to control fallout material to reduce electricity consumption.
- Efforts undertaken to arrest leakage in pipelines and to implement On-off mechanism for compressors.
- Modification of the coils of induction furnace to reduce electric consumption and to maintain uniformity of heat.
- Regular inspection undertaken for all electrical installations.
- Reduction of the sections thereby reducing the sawing area and eventually the sawing loss.
- Process improvisations to reduce machining requirements.
- Magnetic hoist introduced for easy handling of Material in cutting section
- Loading table introduced in Dispatch section to improve the process for loading of the truck and improving productivity.
- In-house development of the spares which helped in reduction of the cost and reduce inventory holdings for such spares.
- Raw Materials are procured in multiple lengths to reduce final off cuts.
- Process improvement at VTL CMM room to avoid dent, unwanted movement & manpower intervention.

At the R&D centre, the team comprising metallurgist experts continued to develop new products aligned to customer specifications and make continuous yield improvement through design and Process modification which helped to reduce the raw material cost – critical for widening business horizon. In addition, the team also facilitated process changes for improving asset utilisation.

Human resource

Intellectual capital represents its most valuable asset at Ramkrishna, from the executive level to the shop floor. In line with this, the Company has positioned employee engagement as a key priority. In order to motivate its employees the Company has implemented various initiatives which also creates a worker friendly organisation .

Training: The Company in order to align the capability matrix with the dynamic business realities has introduced many training programmes to improve the functional and behavioural soft skills of its employees. In addition to an institutionalized training calendar, the Company encouraged its team members to participate in external knowledge-sharing forums, to gain and collaborate with sector experts, to gain insights into industry best-practices and a governance-driven working

culture. Training programmes are conducted round the year with the help or both internal as well as external trainers. It also facilitated in gaining insights into prevailing trends and emerging opportunities.

Training effectiveness: The Company adopts a need based capability building training requirements whose effectiveness is measured by adopting the Kirk Patrick Model for measuring training effectiveness. Pre and post training tests are conducted as a tool for gauging effectiveness and effective communication of the same is given to the employees. The performance improvement of the employee is monitored regularly to gauge the training effectiveness. This has helped in strengthening the learning culture within the organisation.

Employee engagement: Significant energy was invested in creating a 'fun at work' environment and creating an inclusive culture for our team. The engagement initiatives include its suggestion scheme, cross functional 5S zonal competition and birthday celebrations. The Company's recently introduced 'Umang' initiative, a mass communication platform between the management and team members, which made considerable progress as extended discussions facilitated in growing operational and strategic awareness and cross pollination of ideas helped in improving business operations. The high engagement level within the Company helps stronger people understanding and fosters bonds beyond professional needs which interestingly works as a catalyst in growing the business. The Company also arranges inter plant tournaments to enhance the team spirit & cohesiveness among the employees.

Performance and rewards: The Company undertakes regular appraisals wherein performers are periodically recognised. Recognition programs like the Employee of the Month, Best Suggestion & Kaizen, Maximum Attendance award were institutionalised. Besides, performance-linked incentive programs were introduced to nurture employee motivation.

Health protection: In order to protect the health of employees and to ensure healthy working environment, your Company has taken Group Health (Floater) Insurance policy and Group Personal Accident Insurance policy from ICICI Lombard General Insurance Company Limited. To build its leadership pipeline, the Company introduced a new talent management program for senior and middle management. This program aims to build leadership competencies of the selected members, enabling them to undertake a larger role in taking the organisation to the next level.

The Company implemented an ESOP scheme for the senior management – under which ESOP options were issued to the senior management team -- strengthening the bond between the Company and its decision makers.

Analysis of financial statements

Statement of Profit and Loss

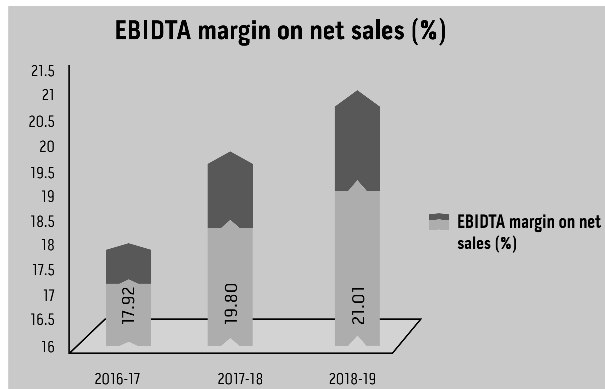
Revenue from operations: The net revenues for the FY18-19 was ₹ 180,668.73 Lakhs as compared to ₹ 143,546.89 Lakhs, showing an increase of 25.86%.

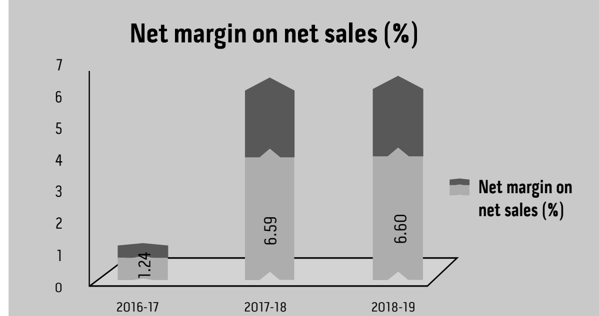
Revenue from exports increased to ₹ 52,918.59 Lakhs in 2018-19 from ₹ 41,265.66 Lakhs in 2017-18 showing an increase of 28.24 % on account of sustained demand in class 8 trucks in the North American Market and increase in the expousure in the European Market.

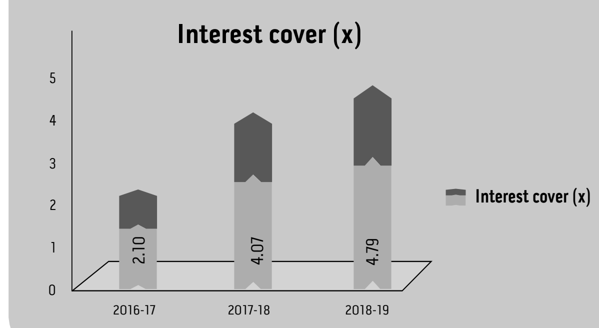
The revenue in the domestic segment has grown to ₹ 127,750.14 lakhs in 2018-19 from ₹ 102,281.23 lakhs lakhs in 2017-18 on account of growth in the domestic market and increase in the product basket with the domestic customers.

Revenue mix (by user segment)

User segment	2018-19 (%)	2017-18 (%)
Automotive	54.52	57.04
Railways	2.48	2.02
Mining	3.43	2.58
Exports	29.29	28.74
Exports Incentive	1.35	1.28
Others (incl. scrap)	8.93	8.34







Operating expenses: Operating expenses (total expenses less interest and depreciation and stock variation) increased by 23.50% from ₹ 1,16,917.95 Lakhs in 2017-18 to ₹ 1,44,388.47 Lakhs in 2018-19. Operating expenses as a percentage of net sales stood at 79.92% in 2018-19 against 81.45% in 2017-18.

Cost of material consumed: Material costs increased by 28.90% from ₹ 73,173.10 lakhs in 2017-18 to ₹ 94,319.75 lakhs in 2018-19. This increase was owing to an increase in production volumes from 121667 tons in 2017-18 to 135791 tons in 2018-19 and increase in the prices of Raw Materials.

Employee expenses: It increased by 10.80% from ₹ 8,738.65 lakhs in 2017-18 to ₹ 9,682.11 lakhs in 2018-19.

Finance cost: The interest liability increased by 13.46%, from ₹ 6,982.03 lakhs in 2017-18 to ₹ 7,921.70 lakhs in 2018-19. This increase was primarily due to increase in the Loan liabilities during the year and hardening of interest cost. The interest cover stood at 4.83x in 2018-19 against 4.13x in 2017-18.

Profitability and margins: The EBIDTA (EBIDTA excluding other income) increased by 33.51% from ₹ 28,424.00 lakhs in 2017-18 to ₹ 37,949.99 lakhs in 2018-19. The EBIDTA margin on net sales also increased by 121 bps, from 19.80% in 2017-18 to 21.01% in 2018-19. The Net profit after Tax stood at ₹ 11,931.08 lakhs in 2018-19 as compared to ₹ 9,466.02 lakhs in 2017-18. The net margin stood at 6.60% in 2018-19 as against 6.59% in 2017-18.

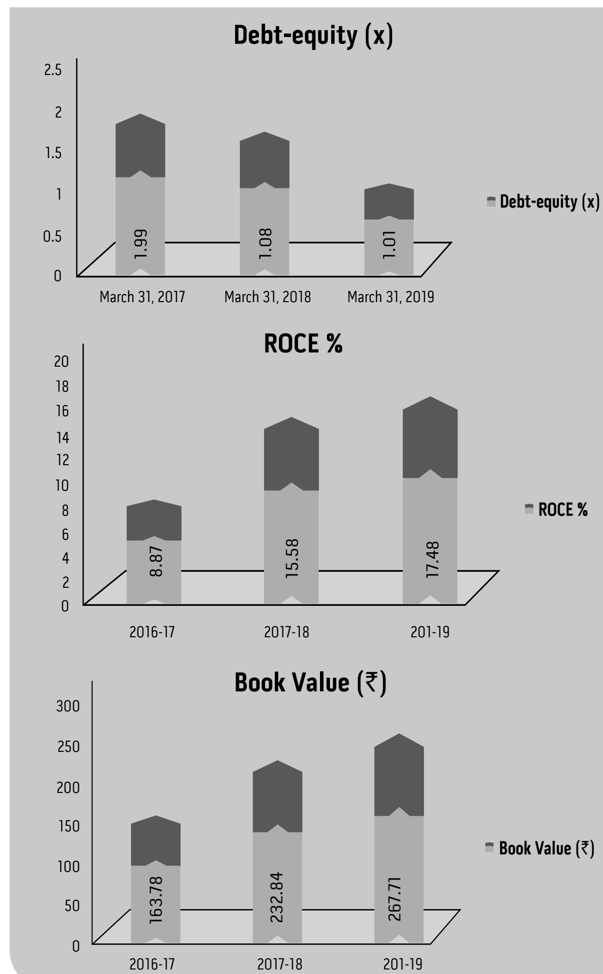
Balance Sheet

Capital employed (Total Assets less Current Liabilities excluding Current Maturities of Long Term Debt): The Capital employed in the business increased by 14.30%, from ₹ 1,30,993.34 lakhs as on March 31, 2018 to ₹ 1,49,723.62 lakhs as on March 31, 2019. The return on capital employed stood at 17.48% in 2018-19 as against 15.58% in 2017-18.

Shareholders' funds: The balance under this head increased by 14.98%, from ₹ 75,917.87 lakhs as on March 31, 2018 to ₹87,290.18 lakhs as on March 31, 2019. This increase was on account of ploughback of business profits at the year end.

External funds: The Company's debt portfolio increased by 7.08%, ₹ 82,321.22 lakhs as on March 31, 2018 to ₹ 88,149.20 lakhs as on March 31, 2019. The debt-equity ratio stood at 1.01x as on March 31, 2019 against 1.08x as on March 31, 2018. The Debt/EBDITA (excludig other income) stood at 2.32x as on March 31, 2019 against 2.90x as on March 31,2018.

Gross block: The Gross Block increased by 12.54% ₹ 1,23,047.49 lakhs as on March 31, 2018 to ₹ 1,38,477.26 lakhs as on March 31, 2019.



Key Financial Indicators (Rs in Lakhs except ratios)

Particulars		As at Mar 31, 2019	As at Mar 31, 2018	Percentage Change
Total Net Revenue from Operations	Rs Lakhs	1,80,668.73	1,43,546.89	25.86
EBDITA (Less: other Income)	Rs Lakhs	37,949.99	28,424.01	33.51
EBDITA Margin on net sales	Percentage	21.01	19.80	
Net Profit after Tax	Rs Lakhs	11,931.08	9,466.03	26.04
Net Profit Margin on net sales	Percentage	6.60	6.59	
Net Worth	Rs Lakhs	87,290.18	75,917.87	14.98
Total Debt	Times	88,149.20	82,321.22	7.08

Particulars		As at Mar 31, 2019	As at Mar 31, 2018	Percentage Change
Total Debt/Equity	Times	1.01	1.08	(6.48)
Return on Net worth	Times	13.67	12.47	9.62
Current Ratio*	Times	1.15	1.11	3.60
Interest Coverage Ratio	Times	4.83	4.13	16.95
Inventory Days	Days	64	67	(5.09)
Receivable Days	Days	95	109	(12.84)
Book Value per Share		267.71	232.94	14.93

Note : The Inventory days and the Receivable days based on net sales.

* The Current Liabilities is exclusive of Project Liabilities for Current Ratio.

Internal audit and control

The Company has in place adequate systems of internal controls and documented procedures covering all financial and operating functions. These have been designed to provide reasonable assurance with regard to maintaining proper accounting control, monitoring the economy and efficiency of the Company, protecting assets from unauthorised use or losses and ensuring the reliability of financial and operational information. The internal controls are designed to ensure that financial and other records are reliable for preparing financial statements, collating other data and for maintaining accountability of assets.

Managing business uncertainties

At Ramkrishna Forgings, risk management is an integral part of its business model, focusing to mitigate the adverse impact of risks on business objectives. The Company leverages its rich experience to de-risk the business against perceived risks to sustain its growth momentum and ability to deliver shareholder value.

Will the Company be able to sustain its growth over the coming years?

Mitigation: The Company serves economy-critical segments – commercial vehicles and railways – which are high on every Government agenda across the globe. Hence, policy-driven impetus continues to fuel demand for products that cater to these segments – this holds true for every nation across the globe.

How will the Company de-risk business and profitability growth in the face of intensifying competition?

Mitigation: Proactive and continued investment in sophisticated advanced equipment and automation had facilitated sustained improvement in product quality and man-machine productivity – this has enabled the Company to stay ahead of the competitive curve. Moreover, the Company's expertise to customise products to client specifications helps it stay ahead of the sectoral clutter and earn a premium for this niche ability – strengthening business profitability.

Inconsistent product quality could jeopardise credibility with the customer impacting business relations.

Mitigation: The Company's business operations are aligned to stringent global benchmarks (ISO 9001:2008, TS-16949:2009, OHSAS 18001:2007 and ISO 14001:2004 certified). In addition, the Company's world-class quality assurance laboratory with best in class equipment which ensures that its product consistently matches customer specifications. This has cemented greater trust between the Company and its clients.

How does the Company de-risk its business operations?

Mitigation: From a completely India-centric business, the Company has successfully established a strong presence in the US markets. As a further de-risking measure, the Company has expanded its footprint to the European markets – significantly widening its opportunity canvass and de-risking itself from an over-dependence on any one geography. It has further increased its product portfolio with its existing customers and developing new products with the newer customers.

Cautionary statement

Statements in this Management Discussion and Analysis, describing the Company's objectives, projections, estimates, and expectations may be "forward-looking statements" within the meaning of applicable laws and regulations. Actual results might differ materially from those either expressed or implied.

Corporate Governance Report

for the Financial Year 2018-19

The Directors present the Company's Report on Corporate Governance for the year ended March 31, 2019, in terms of Regulation 34(3) read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("The Listing Regulations") and subsequent amendments thereof.

Company's Philosophy on Corporate Governance

The Directors present the Company's Report on Corporate Governance for the year ended March 31, 2019, in terms of Regulation 34(3) read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("The Listing Regulations") and subsequent amendments thereof.

1. Company's Philosophy on Corporate Governance

Ramkrishna Forgings Limited (RKFL) has a strong legacy of fair, transparent and ethical governance practices. The Company is fully committed to practising sound corporate governance and upholding the highest business standards in conducting business. Being a value-driven organisation, the Company has always worked towards building trust with shareholders, employees, customers, suppliers and other stakeholders based on the principles of good corporate governance, viz., integrity, equity, transparency, fairness, disclosure, accountability and commitment to values.

We consider stakeholders as partners in our success, and we remain committed to maximising stakeholders' value, be it shareholders, employees, suppliers, customers, investors, communities or policy makers. The Company will continue to focus its resources, strengths and strategies to achieve its vision of becoming a formidable forging Company, while upholding the core value of transparency, integrity, honesty and accountability, which are fundamental.

Your Company believes that it has become crucial to foster and sustain a culture that integrates all components of good governance by carefully balancing the complex inter-relationship among the Board of Directors, Audit Committee, Auditors and the Senior Management. Our employee satisfaction is reflected in the stability and low attrition of our personnel. The Company has laid a strong foundation for making Corporate Governance a way of life by constituting a Board with a balanced mix of experts of eminence and integrity, inducting competent professionals across the organisation and putting in place a robust system, process and technology. The Company combines leading edge technology and innovation with superior application and customer service skills.

The Company's business objective is to manufacture and market the Company's products in such a way as to create value that can be sustained over the long term for consumers, shareholders, employees and business partners . The Company is conscious of the fact that the success of a corporation is a reflection of the professionalism, conduct and ethical values of its management and employees. In addition to compliance with regulatory requirements, the Company endeavours to ensure that highest standards of ethical and responsible conduct are met throughout the organisation.

The Company recognises the rights of its stakeholders and encourages co-operation with them in the following manner:

(i) It respects the rights of stakeholders .

(ii) Stakeholders have the opportunity to get redressed for redressal of their rights.

(iii) Stakeholders have access to relevant, sufficient and reliable information on a timely and regular basis to enable them to participate in corporate governance process.

(iv) The Company has devised an effective whistle blower mechanism enabling stakeholders, including individual employees to freely communicate their concerns .

Ethics/Governance Policies

At RKFL, we strive to conduct our business and strengthen our relationships in a manner that is dignified, distinctive and responsible. We adhere to ethical standards to ensure integrity, transparency, independence and accountability in dealing with all stakeholders. Therefore, we have adopted various codes and policies to carry out our duties in an ethical manner. Some of these codes and policies are:

- Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information;
- Code on prevention of Insider Trading;
- Vigil Mechanism/Whistle Blower Policy;
- Policy for Transactions with Related Parties;
- Corporate Social Responsibility Policy;
- Policy for determining Material Subsidiary;
- Policy for determination of materiality of events ;
- Remuneration Policy for the Members of the Board and Executive Management;
- Policy on prevention of Sexual Harassment;
- Risk Management Policy;
- Board Diversity Policy;
- Policy of Preservation of Documents of the Company;
- Material Subsidiary Company Policy;
- Archival Policy of the Company.

2. Board of Directors

The Board of Directors is the apex body constituted by shareholders for overseeing the Company's overall functioning. It provides strategic direction, guidance and leadership to the Company's management and also monitors the performance of the Company with the objectives of creating a long term relationship with the Company's stakeholders. The Company has a balanced and diverse Board, which includes independent professionals and confirms to the provisions of the Companies Act, 2013 and the Listing Regulations. The Board of the Company is independent in making its decisions and also capable and committed to address conflicts of interests and impress upon the functionaries of the Company to focus on transparency, accountability, integrity and responsibility. All the Independent Directors have confirmed that they meet the 'independence' criteria as mentioned under Regulation 16(1) (b) of the SEBI Listing Regulations and Section 149(6) of the Companies Act, 2013 ("Act") and the Rules framed thereunder.

As regards the appointment and tenure of Independent Directors, following is the policy adopted by the Board:

- The Company has adopted the provisions with respect to appointment and tenure of Independent Directors which are consistent with the Companies Act, 2013 and Listing Regulations.
- The Independent Directors can serve a maximum of two terms of five years each.
- The Company does not have any upper age limit of retirement of Independent Directors from the Board and their appointment and tenure will be governed by provisions of the Companies Act, 2013 and Listing Regulations.

As on 31st March 2019 the Company's Board consists of eleven Directors out of which eight are Non-Executive Directors. The Company has an optimum combination of Executive and Non-Executive Directors with one Independent woman Director. It has an Executive Chairman and eight Independent Directors. None of the Directors serve as Independent Director in more than seven listed companies and no whole-time Director of the Company serves as Independent Director in any of listed companies. Further, none of the Directors is a member of more than 10 Committees or Chairman of more than 5 Committees across all the listed companies in which he is a Director. Necessary disclosures regarding committee positions in other companies as on 31st March, 2019 have been made by the Directors. The composition of the Board is in conformity with the Listing Regulations.

The Board meets regularly to review among other things the strategic, operational and financial matters of the Company. The Board has also delegated its powers to the Committees. The agenda of the meeting is circulated to all the Directors in advance and all material information is provided to facilitate meaningful and focussed discussion at the meeting. The Committee minutes are placed before the Board, the Chairman of the Audit and Risk Management Committee apprises the Board of the proceedings of the Committee meetings. The Board reviews the compliance of the applicable laws in the Board meeting. The Budgets for the financial year is discussed with the Board at the commencement of the financial year and the comparison of the quarterly/annual performance of the Company vis-a –vis the budgets is presented to the Board before taking on record the quarterly /annual financial results of the Company. The Board is also given presentation covering the financial and other aspects of the Company before taking on record the quarterly /annual financial results of the Company. At Board Meetings, managers and representatives who are capable of additional insights into the items being discussed are invited. The requisite information as required is provided to the Board.

The information that is normally placed before the Board includes:

- General notices of interest of Directors.
- Appointment/Resignation and Remuneration of Directors, including Commission payable, if any.
- Declaration received from directors for any change in their directorship.
- Annual declaration by Directors about their qualification/disqualification (if any).
- Declaration by Independent Directors at the time of appointment/annually.
- Formation/Reconstitution of Board Committees.
- Terms of reference of Board Committees.
- Minutes of the meetings of the Board, Audit Committee and other Committees of the Board.
- Consider the formation of subsidiary Company.
- Minutes of the Board Meetings of unlisted subsidiary companies.
- Appointment/resignation and remuneration of Key Managerial Personnel (KMP).
- Appointment of Internal, Cost & Secretarial Auditors and fixing their remuneration
- Appointment/Reappointment of Registrar/Share Transfer Agent.
- Status of all the Legal cases pertaining to the Company.
- Significant changes in accounting policies and internal controls, if any.
- Status of the Statutory Payments made by the Company.
- Annual operating plans of businesses, budgets and any updates.
- Capital budgets and any updates.
- Any change in the banking limits of the Company and its mode of operation.

- Annual Financial Statements, Auditor's Report and Board's Report along with the annexures.
- Quarterly results of the Company.
- Dividend declaration.
- Sale of material nature, investments, subsidiaries and assets, if any, which is not in the normal course of the business.
- Transactions that involve substantial payment towards goodwill, brand equity or intellectual property, if any.
- Quarterly Reconciliation of Share Capital Audit certificate and Corporate Governance Report.
- Annual Secretarial Audit Report as issued by the Secretarial Auditors.
- Issue of Securities.
- Recommending appointment/ratification of and fixing of the remuneration of the statutory auditors as recommended by the Audit Committee.
- Review of the functioning of the subsidiary.
- Related party transactions.
- Borrowing of the money, giving guarantees or providing security in relation to the loan.
- Compliance certificate certifying compliance with all the laws as applicable to the Company.
- Proposals for investments, mergers and acquisitions, if any.
- Details of any joint venture, acquisitions of companies or collaboration agreement, if any.
- Making of loans and investment, if any, of surplus funds.
- Non compliance of any regulatory, shareholder service, statutory or listing requirements, if any.
- Show cause, demand, prosecution notices and penalty notices, if any, which are materially important.
- Significant labour problems and their proposed solutions, if any.
- Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems, if any.
- Any issue, which involves possible public or product liability claims of substantial nature, including any judgement or order which, may have passed strictures on the conduct of the Company or taken an adverse view regarding another enterprise that can have negative implications on the Company, if any.
- Any material default in financial obligations to and by the Company, or substantial non-payment for goods sold by the Company, if any.
- Any significant development in human resources/ industrial relations front like implementation of Voluntary Retirement Scheme etc., if any.
- Quarterly details of foreign exchange exposures and the steps taken by management to limit the risks of adverse exchange rate movement, if material.
- Framing and approval of different policies that are required under various Acts, Rules and Regulations.
- Evaluation of performance of Directors and Board as a whole.
- Authorising personnel for communicating with the external shareholders.
- Quarterly Investor complaints.
- To consider on a quarterly basis the complaints, if any, received under whistle blower policy.
- To consider on a quarterly basis status of the violation of the code of conduct for Directors and Senior Management.
- To authorise/change authorisation of KMP under Regulation 30(5) of the SEBI Listing Regulation, 2011 for determining the materiality of transactions.
- Noting of the CSR expenditures.

Meetings, Attendance, Directorships/Chairmanships-

During the Financial Year 2018-19, 4 (four) board meetings were held i.e. on 25.05.2018, 28.07.2018, 03.11.2018 and 02.02.2019. The gap between two consecutive board meetings did not exceed one hundred and twenty days. The details of the composition of the Board, category of Directors, attendance of each Director at the Board meeting and at last Annual General Meeting , the number of Directorship and Chairmanship / Membership of Committee of each Director in other public Companies are as follows:-

Name of the Director	Category	Attendance particulars		No. of Directorship and other Committee Membership/ Chairmanship (excluding RKFL)			
		Board Meeting	Last AGM	Directorship		Committee membership	Committee Chairmanship
				Listed company (names along with category)	Unlisted company		
Mr. Mahabir Prasad Jalan	Promoter, Chairman, Executive	4	Yes	0	2	0	0
Mr. Naresh Jalan	Promoter, Managing Director, Executive	4	No	0	2	0	0
Mr. Pawan Kumar Kedia	Wholetime Director, Executive	4	Yes	0	1	0	0
Mr. Padam Kumar Khaitan	Non-Executive, Independent	3	Yes	Independent Directorships in: 1) Asian Hotels (East) Limited 2) Kilburn Engineering Ltd 3) Magadh Sugar & Energy Limited 4) Cheviot Co Ltd	3	1	2
Ms. Aditi Bagri	Non- Executive, Independent	4	Yes	0	0	0	0
Mr. Amitabha Guha	Non-Executive, Independent	4	Yes	Independent Directorship in: 1) Xpro India Limited	1	2	0
Mr. Ram Tawakya Singh	Non-Executive, Independent	4	Yes	0	0	0	0
Mr. Yudhisthir Lal Madan	Non-Executive, Independent	4	Yes	Independent Directorship in: 1) Pritika Auto Industries Limited	1	1	0
Mr. Partha Sarathi Bhattacharyya	Non-Executive, Independent	3	No	Independent Directorships in : 1) Tide Water Oil Co India Ltd 2) Deepak Fertilisers And Petrochemicals Corporation Ltd 3) Usha Martin Limited	4	2	0
Mr. Sandipan Chakravortty	Non-Executive, Independent	4	Yes	0	3	0	0
Mr. Ranaveer Sinha**	Non-Executive, Independent	NA	NA	Independent Directorship in: 1) TRF Limited	0	0	0

*Note : **Mr. Ranaveer Sinha was appointed in the Board w.e.f 2nd February, 2019.*

Notes:

a) For the purpose of considering the limit of the Companies on which a Director can serve, all Public Limited Companies, whether listed or not, has been included and all other Companies including Private Limited Companies, Foreign Companies and Companies under Section 8 of the Companies Act, 2013 has been excluded.

b) For reckoning the limit of Public Limited Companies in which a person can be appointed as Director, directorship in Private Companies that are either Holding or Subsidiary Company of a Public Company has been included.

c) Chairmanship/Membership of only Audit Committee and Stakeholder Relationship Committee has been considered of other Public Limited Companies.

d) The number of directorship(s), committee membership(s) / chairmanship(s) of all Directors is / are within the respective limits prescribed under the Companies Act, 2013 and the Listing Regulations.

e) None of the Directors except Mr. Mahabir Prasad Jalan and Mr. Naresh Jalan are related to any other Director.

f) None of the Directors have any business relationship with the Company.

g) None of the Directors received any loans and advances from the Company during the year.

h) All the Directors have certified that the disqualifications mentioned under Section 164(2) of the Companies Act, 2013 are not applicable to them.

i) None of the Independent Directors hold any shares or convertible instruments in the Company, except Mr. Ranaveer Sinha, who holds 1250 shares.

Sl. No.	Dates	Strength	No. of Directors Present
1	25.05.2018	10	9
2	28.07.2018	10	9
3	03.11.2018	10	10
4	02.02.2019	10	10

Independent Directors

The Independent Directors play an important role in deliberations and decision making at the Board Meeting and brings to the Company wide experience in their respective fields. They also contribute in significant measure to Board Committees. Their Independent role vis-à-vis the Company means that they have a special contribution to make in situations where they add a broader perspective by ensuring that the interests of all stakeholders are kept in acceptable balance and in providing an objective view in instances where (potential) conflicts of interest may arise between stakeholders.

Selection of Independent Directors

Considering the requirement of skill sets on the Board, eminent people having an independent standing in their respective field/profession, and who can effectively contribute to the Company's business and policy decisions, are considered by the Nomination and Remuneration Committee for appointment as Independent Directors on the Board. The Committee, inter alia, considers qualification, positive attributes, area of expertise and number of directorships and memberships held in various committees of other companies by such persons. The Board considers the Committee's recommendation, and takes appropriate decision. Every Independent Director, at the first meeting of the Board in which he participates as a Director and thereafter at the first meeting of the Board and in every financial year, gives a declaration that he meets the criteria of independence as provided under law.

Meeting of Independent Directors

The Company's Independent Directors met once in the Financial Year 2018-19 on 20th February, 2019 without the presence of Executive Directors or Management Personnel. Such meetings are conducted to enable Independent Directors to discuss matters pertaining to the Company's affairs and put forth their views before the Board. The Chairman of the meeting of Independent Directors takes appropriate steps to present the views of the Independent Directors to the Chairman of the Board.

The Independent Directors inter alia, considered the following matters in their meeting.

- Evaluation of the performance of the Non-Independent Directors.
- Evaluation of the performance of the Board, as a whole.
- Evaluation of the performance of the Chairman of the Company.
- Review of the quality of flow of information from management to the Board.
- Any other matter.

Chart setting out the skills/expertise/competence of the board of directors

The Board is the set of leaders who provide comprehensive guidance, support and direction to the company towards its success. The Board is responsible for shaping the future of the organisation within its fiduciary characteristics. Therefore, identifying the key competencies of the Board members is very much essential to ensure that the qualified persons undertake this cardinal role. Globally, identifying the key competencies of Board members is considered as the step towards a successful Board. Broadly, the key competencies or skill- set can be categorised as follows:

- Qualifications or experience in finance and/or the ability to analyse key financial statements, critically assess financial viability and performance, contribute to strategic financial planning and oversee budgets and the efficient use of resources and oversee funding arrangements and accountability.
- Ability to identify key risks to the organisation in a wide range of areas including legal and regulatory compliance.
- Understanding of the best corporate governance practices, relevant governance codes, governance structure, processes and practices followed by the organisation.
- Ability to identify key issues, risks and opportunities for the Company and develop appropriate policies to define the parameters within which the organisation should operate.
- Understanding of business ethics, ethical policies, codes and practices of the organisation.

3. COMMITTEES OF THE BOARD

At present, there are five main Board Committees viz.

i. Audit and Risk Management Committee,

ii. Nomination and Remuneration Committee,

iii. Stakeholders Relationship Committee,

iv. Management and Finance Committee,

v. Corporate Social Responsibility (CSR) Committee,

The terms of reference of the Board Committees are determined by the Board from time to time. Meetings of each Board Committee are convened by the respective Committee Chairman. The Company's guidelines relating to Board meetings are applicable to Committee meetings as far as practicable. Each Committee has the authority to engage outside experts, advisors and counsels to the extent it considers appropriate to assist in its function. Minutes of proceedings of Committee meetings are circulated to the members of the Committees for their comments and placed in the subsequent Board meetings for noting. The role and composition of these Committees, including the number of meetings held during the Financial Year and the related attendance are provided below:

A) Audit and Risk Management Committee ("Audit Committee")

As a measure of good Corporate Governance and to provide assistance to the Board of Directors in fulfilling the responsibilities of the Board, the Company has in place an Audit Committee constituted as a sub Committee of the Board in accordance with Listing Regulations, and Section 177 of the Companies Act, 2013. The members of the Audit Committee possess financial / accounting expertise / exposure. The Audit Committee helps to enhance the shareholders' confidence by promoting accountability and also acts as a catalyst for effective financial and auditing practices.

Composition

The Audit Committee consists of three Non-Executive Independent Directors namely:

1)	Mr. Yudhisthir Lal Madan	Chairman
2)	Mr. Amitabha Guha	Member
3)	Ms. Aditi Bagri	Member

The Audit Committee meetings are also attended by the Finance Director, Chief Financial Officer (CFO), the respective Departmental Heads, if required, the Statutory Auditors and the Internal Auditors. The Company Secretary acts as the Secretary of the Committee. They can also seek legal and other professional advice as and when required..

Meetings and Attendance

During the year 2018-19 the Committee has met four (4) times.

1. The details of the Audit Committee meetings held during the Financial Year 2018-19 are as follows:

Sl. No.	Dates	Strength	Presence of Directors
1	25.05.2018	3	3
2	27.07.2018	3	3
3	02.11.2018	3	2
4	01.02.2019	3	3

2. Attendance record at the Audit Committee meeting:

Name	Category	No. of Meetings held during the year	No. of Meeting(s) Attended
Mr. Yudhisthir Lal Madan	Independent, Chairman	4	4
Mr. Amitabha Guha	Independent	4	3
Ms. Aditi Bagri	Independent	4	4

The necessary quorum was present at all the meetings.

Terms of Reference

The terms of reference of the Audit Committee as stipulated by the Board are as follows:

a) Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements reflect a true and fair position, sufficient and credible.

b) Recommending to the Board the appointment, reappointment, ratification and, if required, replacement or removal of the statutory auditors and the fixation of audit fees.

c) Approval of the payment to statutory auditors for any other service rendered by them.

d) Reviewing with the management the annual financial statement and auditor's report thereon before submission to the Board for approval, with particular reference to: :

- 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.
- Changes, if any, in accounting policies and practices and reasons for the same.
- Major accounting entries involving estimates based on exercise of judgement by the management.
- Significant adjustments made in the financial statements arising out of audit findings.
- Compliance with listing and other legal requirements relating to financial statement.
- Disclosure of any related party transactions.
- Qualifications in the draft audit report, if any.

e) Reviewing with the management, the quarterly financial statements before submission to the Board for approval.

f) 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.

g) Review and monitor the Auditor’s independence and performance, and effectiveness of audit process.

h) Approval or any subsequent modification of transactions of the Company with related parties.

i) Scrutiny of inter-corporate loans and investments.

j) Valuation of undertakings or assets of the Company, wherever it is necessary.

k) Evaluation of internal financial controls and risk management systems.

l) Reviewing with the management, performance of Statutory and Internal auditors and adequacy of internal control systems.

m) 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.

n) Discussion with the Internal Auditors about any significant findings and follow-up thereon.

o) Reviewing the findings of the internal investigations by the Internal Auditors into the matters where there is a suspected fraud or irregularity or the failure of internal control systems of a material nature and reporting the matter to the Board.

p) Discussion with the Statutory Auditors before the audit commences, nature and the scope of the audit as well as post – audit discussions to ascertain any area of concern.

q) 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, if any.

r) Reviewing the functioning of the whistle blower mechanism.

s) Approval of appointment of CFO or any other person heading the finance department or discharging that function after assessing the qualifications, experience & background, etc. of the candidate.

t) Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

u) Reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments

The Audit Committee inter alia has reviewed the following information:

1. Management Discussion and Analysis of financial conditions and results of operations.
2. Statement of the related party transactions submitted by the management.
3. Management letter / letter of internal control weakness, if any, issued by the Statutory Auditors.
4. Recommend the appointment/ratification of the Statutory Auditors to the Board.
5. Discussion on the Internal Audit report and the appointment, scope and terms of remuneration.
6. To take note of the Action Taken Report on the observations made by the Internal Auditors in the previous Internal Audit Reports.
7. To approve any financial indebtedness and recommended to the Board for approval.

8. Review of the annual/ quarterly financial statements and the Auditors report thereon.
9. Review of the annual financial statements of the Subsidiary Company.
10. Review of the financial statements vis-a vis of the approved budgets of the Company.
11. Review of the status of the applicable statutory compliances of the Company.
12. Payments made to the Statutory Auditors.
13. Matters required to be included in the Director's Responsibility Statement as per Section 134(5) of the Companies Act, 2013.
14. Review of the adequacy of the internal financial control and risk management systems of the Company.
15. Scrutiny of the inter corporate loans and investments and corporate guarantees.
16. Recommend the appointment, terms of remuneration of the Cost Auditors to the Board.
17. Appointment of the Chief Financial Officer of the Company after assessing the qualification, experience, background etc.
18. Approval of related party transactions.
19. To take note of the status of the legal cases of the Company.
20. To take note of the end use of funds raised by equity issuance by the Company.

The Chairman of the Audit Committee appraises the Board about the significant discussions of Audit Committee meeting.

B) Nomination and Remuneration Committee

In terms of Section 178 of the Act and Regulation 19 of the Listing Regulations, the Board has constituted a Nomination & Remuneration Committee ("NRC") to oversee the Company's nomination (appointment) process for the Board of Directors, Key Managerial Personnel and Senior Management Personnel and to decide the compensation within the broad frame-work of the group policy, merit and Company's performance. The Committee is also responsoble for the implementation, administration and superintendence of the ESOP scheme(s) of the Company through a trust.

The Committee also co-ordinates and oversees the annual self-evaluation of the performance of the individual Directors including Independent Directors as per the Board evaluation policy of the Company.

Composition

The NRC comprises of four Independent Non–Executive Directors.

1) Mr. Padam Kumar Khaitan, Chairman.
2) Mr. Yudhisthir Lal Madan
3) Mr. Ram Tawakya Singh
4) Mr. Sandipan Chakravortty**

**Note : Mr. Sandipan Chakravortty was appointed as a member in the Committee w.e.f 25.5.2018

Meetings and Attendance

1. During the Financial Year 2018-19, the Committee met four times as follows:

Sl. No.	Dates	Strength	Presence of Directors
1	24.05.2018	3	3
2	28.07.2018	4	4
3	03.11.2018	4	4
4	02.01.2019	4	4

2. Attendance record at the Nomination and Remuneration Committee meeting:

Sl.No.	Name	Category	No. of Meetings held during the year	No. of Meetings Attended
1	Mr. Padam Kumar Khaitan	Independent, Chairman	4	4
2	Mr. Ram Tawakya Singh	Independent	4	4
3	Mr. Yudhisthir Lal Madan	Independent	4	4
4	Mr. Sandipan Chakravortty	Independent	4	3

Terms of Reference

Terms of reference of Nomination and Remuneration Committee broadly includes the roles, powers and duties as vested under Section 178 of the Companies Act, 2013 and Listing Regulation alongwith any amendments thereof. It is also responsible for the implementation, administration and superintendence of the ESOP scheme(s) of the Company through a trust. It also includes decision for remuneration payable to Board of Directors, Key Managerial Personnel and/ Senior Management Personnel from time to time and deciding remuneration policy of the Company.

The Committee is responsible for:

i) Formulating framework and/or policy for remuneration, terms of employment including service contracts, policy for and scope of pension arrangements, etc for Executives and reviewing it on a periodic basis;

ii) Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the Director and Key Managerial Personal.

iii) Recommend to the board, all remuneration, in whatever form, payable to Senior Management.

iv) Identifying persons who are qualified to become directors and who may be appointed as Executives in accordance with the criteria laid down in this policy, recommend to the Board their appointment and removal and carry out their evaluation.

v) Formulating terms for cessation of employment and ensure that any payments made are fair to the individual and the company, that failure is not rewarded and that the duty to mitigate loss is fully recognised;

vi) To review and consider the extention or continuation of the term of appointment of the independent director, on the basis of the report of performance evaluation of Independent Directors.

vii) Devising a Policy on diversity of Board of Directors.

viii) Specifying the manner for effective evaluation of performance of Board, its Committees and Individual Directors to be carried out either by the Board or by an independent external agency and review its implementation and compliance.

ix) Issue necessary guidelines to the ESOP Trust for the accomplishment of the ESOP Scheme (s).

x) Determine the quantum of options to be granted/vested under any ESOP Scheme(s) as per the laid parameters;

xi) Determine the conditions under which vested options may lapse.

xii) Determine the exercise period within which the employee should exercise the option;

xiii) Determine the procedure for making a fair and reasonable adjustment to the number of options and to the exercise price in case of corporate actions such as rights issues, bonus issues, merger, sale of division and others.

xiv) Determine the grant, vest and exercise of option in case of employees who are on long leave;

xv) Determine the pricing/re-pricing of the stock options.

xvi) Liaising with the trustee / custodian of any employee share scheme which is created by the Company for the benefit of employees or Directors

xvii) Reviewing the ongoing appropriateness and relevance of the remuneration policy;

xviii) Ensuring that all provisions regarding disclosure of remuneration, including pensions, are fulfilled

xix) Obtain reliable, up-to-date information about remuneration in other companies.

xx) Such other matters as may be required to be considered as per the provisions of the Companies Act, 2013, Listing Regulations and other applicable statutes.

Details of Remuneration of Directors

The details of the remuneration paid to the Executive Directors for the financial year 2018-19 are as follows:

(₹ in Lakhs)

Sl. No.	Name of Director	Salary	Others	Commission	Total
1	Mr. Mahabir Prasad Jalan	122.40	118.06	100.00	340.46
2	Mr. Naresh Jalan	101.76	58.22	0	159.98
3	Mr. Pawan Kumar Kedia	20.26	28.87	0	49.13
	Total				**549.57**

Note:

(a) Mr. Mahabir Prasad Jalan is the father of Mr. Naresh Jalan. Apart from them, no other Directors are in any way related to each other.

(b) Salary represents Basic Salary. Others include House Rent Allowance and other Allowances, Medical Reimbursement, Bonus, Leave Travel Allowance/Re-imbursements, Perquisites, Lease Rent, Contribution to National Pension Scheme, Leave encashment and Contribution to Provident Fund but exclude Provision for Leave Encashment and Gratuity which is based on actuarial valuation provided on overall basis in the books of accounts.

(c) The appointment of Executive Directors is governed, in general, by resolution passed by the Nomination & Remuneration Committee, Board & Shareholders of the Company which covers the terms and conditions of such appointment. No separate service contract is being/has been entered with the Company. There are no specific provisions prevailing regarding severance fee in the resolution for the appointment. The notice period is governed by the applicable provisions and guidelines.

(d) Mr. Mahabir Prasad Jalan and Mr. Naresh Jalan, being the promoters of the Company are not eligible for grant of Options under the ESOP Scheme 2015 of the Company.

(e) Mr. Pawan Kumar Kedia has been granted 9635 stock options at the Board Meeting held on 7th November, 2015. The options have been initially granted at 90% to the market price prevailing on the date of grant. The exercise price was changed to Rs. 400 per share by a special resolution of the shareholders in the Annual General Meeting held 24th September, 2016. The grants as determined by the Nomination and Remuneration Committee will be vested in the 3rd, 4th and 5th year from the date of the grant and can be exercised over a maximum period of 4 years from the date of vesting of such options.

Out of the 9635 options, Mr. Kedia was vested with 2,891 stock options during the financial year 2018-19 (3rd year from grant), as determined by the Nomination and Remuneration Committee. Mr. Kedia exercised 1500 options during the year at a price of Rs. 400 per share.

Details of Sitting Fees to Non-Executive Directors

The Non-Executive Directors of the Company have not been paid any other remuneration apart from the eligible sitting fees for attending the meetings. The Non-Executive Directors do not have any material pecuniary relationship or transaction with the Company. The details of the Sitting fees paid to the Non-Executive Directors for attending Board & Committee Meetings for the Financial Year 2018-19 are as follows:

(₹ in Lakhs)

Sl. No.	Name of the Director	Sitting Fees for Board Meeting	Sitting Fees for Committees (incl. Independent Directors Meeting)	Total Sitting fees
1	Mr. Ram Tawakya Singh	3.00	2.80	5.80
2	Mr. Padam Kumar Khaitan	2.50	2.05	4.55
3	Mr. Amitabha Guha	3.00	2.70	5.70
4	Ms. Aditi Bagri	3.00	1.50	4.50
5	Mr. Yudhisthir Lal Madan	3.00	3.70	6.70
6	Mr. Sandipan Chakravortty	3.00	1.65	4.65
7	Mr. Partha Sarathi Bhattacharyya	2.50	1.00	3.50
8	Mr. Ranaveer Sinha	0	0	0
	Total			**35.40**

Details of Shareholding in the Company by Directors

Details of shares of the Company held by the Directors as on 31st March, 2019 are as below:-

Sl.No.	Name of Director	No. of shares held	% of Total Holding
1	Mr. Mahabir Prasad Jalan	4,51,000	1.381
2	Mr. Naresh Jalan	2,85,750	0.875
3	Mr. Pawan Kumar Kedia	15129	0.046
4	Mr. Ranaveer Sinha	1250	0.003

Other than the above, none of the Directors hold any shares in the Company. No Director holds any convertible Instruments.

C. Stakeholders Relationship Committee

The Company has in place a Stakeholders Relationship Committee of Directors in terms of Section 178 (5) of the Act, read with Regulation 20 of the Listing Regulations. The Committee specifically looks into various aspects of interest of shareholders. It considers and resolves the grievances of the shareholders of the Company including complaints related to transfer and transmission of shares, non-receipt of annual reports and non-receipt of declared dividends and such other grievances as raised by the shareholders, if any.

The composition of the Stakeholders Relationship Committee is given below:

Name	Category
Mr. Ram Tawakya Singh	Independent Director, Chairman
Mr. Yudhisthir Lal Madan	Independent Director
Ms. Aditi Bagri	Independent Director**

**Note – Inducted in the Committee w.e.f 02.02.2019

Meetings and Attendance

During the Financial Year 2018-19, the Stakeholders Relationship Committee met four (4) times as follows.

Sl. No.	Dates	Strength	No. of Directors Present
1	25.05.2018	2	2
2	28.07.2018	2	2
3	03.11.2018	2	2
4	02.02.2019	2	2

Attendance record at the Stakeholders Relationship Committee meeting:

Sl. No.	Name	Category	No. of Meetings held during the year	No. of Meetings Attended
1	Mr. Ram Tawakya Singh	Independent, Chairman	4	4
2	Mr. Yudhisthir Lal Madan	Independent	4	4
3	Ms. Aditi Bagri	Independent	4	0

The role of the Committee inter-alia includes the following:

(1) Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.

(2) Review of measures taken for effective exercise of voting rights by shareholders.

(3) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.

(4) Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

Compliance Officer

Mr. Rajesh Mundhra, Company Secretary, who is the Compliance Officer, can be contacted at:

Ramkrishna Forgings Limited.
"Ramkrishna Chambers",
72, Shakespeare Sarani,
Kolkata-700017

Details of complaints received and redressed:

The details regarding complaints received and resolved during the Financial Year 2018-19 are as follows:

Opening Balance	Received during the year	Resolved during the year	Closing Balance
0	17	17	0

D. Management and Finance Committee

Composition

The Management and Finance Committee of the Board comprises of four (4) Directors namely,

1) Mr. Mahabir Prasad Jalan
2) Mr. Naresh Jalan
3) Mr. Padam Kumar Khaitan
4) Mr. Amitabha Guha**

**Note : Mr. Amitabha Guha was inducted in the Committee on 25.05.2018.

The Company Secretary acts as the Secretary of the Committee.

Meetings and Attendance

During the year 2018-19 the Committee has met six (6) times as follows:

Sl. No.	Dates	Strength	Presence of Directors
1	28.06.2018	4	4
2	09.08.2018	4	3
3	22.11.2018	4	3
4	10.12.2018	4	3
5	28.12.2018	4	3
6	15.02.2019	4	3

Attendance record at the Management and Finance Committee meeting:

Sl. No.	Name	Category	No. of Meetings held during the year	No. of Meetings Attended
1	Mr. Mahabir Prasad Jalan,	Non Independent Executive, Chairman	6	6
2	Mr. Naresh Jalan	Non Independent, Executive	6	6
3	Mr. Padam Kumar Khaitan	Independent, Non-Executive	6	2
4	Mr. Amitabha Guha	Independent, Non-Executive	6	5

Terms of Reference

The Committee will act in accordance with the provisions of the Companies Act, Listing Regulations and any other applicable laws and also monitor and review day-to-day financial and legal matters of the Company. The Minutes of the Committee is placed at the subsequent Board Meeting for approval.

The terms of reference of the Management and Finance Committee include the followings:

1. To borrow monies (secured and / or unsecured) from Bank(s)/NBFC(s)/Financial Institution(s) within the limits as approved by the Board and to take working capital loan (fund and non fund) of any amount within the Maximum Permissible Bank Finance (MPBF) and car loans for employees/Directors and accept the sanction letters.
2. To borrow monies as term loans (secured and/or unsecured) from Bank(s)/NBFC(s)/Financial Institution(s) within the limits as approved by the Board and accept the sanction letters.
3. To undertake opening/closure of the bank account.
4. To institute or withdraw any suit or other legal proceedings, to refer to arbitration any dispute or difference and to prosecute or defend any bankruptcy or insolvency proceedings.
5. To apply for PF, ESI and any other registration/licence that will be required by the Company in the normal course of business and authorise appointment or changes in the Authorised signatories for above.
6. To appoint occupier under the Factories Act.
7. Approve appointment or changes of authorized signatories for bank accounts.
8. Authorize for affixation of Common Seal of the Company on any or all documents as required by the Bank/Banks for execution of documents.
9. Empower any of its officer/officers of the Company either singly or jointly to negotiate the terms and conditions for the sanction of loan, and to execute any documents for any facility granted by the Banks/Financial Institutions.
10. Empower any of the officer/officers of the Company to execute / file the requisite particulars of charge with the Registrar of Companies upon execution of the Deed of Hypothecation/Indenture/Unattested Deed of Hypothecation or any other documents from time to time.
11. To provide Corporate Guarantee/additional Corporate Guarantee to any Bank for enhancement of working capital for the subsidiary of the Company.
12. To authorise the Committee to deal with such matters which has been specifically been delegated to the Committee.

E. Corporate Social Responsibility (CSR) Committee

The Corporate Social Responsibility Committee has formulated and adopted the CSR Policy. It discusses the activities to be undertaken (CSR Policy); recommend the amount of expenditure to be incurred on the activities referred and monitor the CSR Policy of the Company. The Company has formed four (4) CSR ‘Yojanas’ under which it expends for its CSR projects. The four Yojanas are:

1) Ramkrishna Shiksha Yojana

2) Ramkrishna Swastha Yojana

3) Ramkrishna Jankalyan Yojana

4) Ramkrishna Sanskriti Yojana

The Company Secretary acts as the Secretary of the Committee.

The Corporate Social Responsibility Committee of the Board comprises of three Directors namely,

1) Mr. Ram Tawakya Singh, Chairman

2) Mr. Mahabir Prasad Jalan

3) Mr. Naresh Jalan

Meetings and Attendance

During the Financial Year 2018-19, the Committee met four (4) times, the details of which are as follows:

Sl.No.	Dates	Strength	Presence of Directors
1	25.05.2018	3	3
2	28.07.2018	3	3
3	03.11.2018	3	3
4	02.02.2019	3	3

Attendance record at the Corporate Social Responsibility Committee meeting:

Sl. No.	Name	Category	No. of Meetings held during the year	No. of Meetings Attended
1	Mr. Ram Tawakya Singh	Independent, Chairman	4	4
2	Mr. Mahabir Prasad Jalan	Non Independent	4	4
3	Mr. Naresh Jalan	Non Independent	4	4

Terms of Reference

The scope and functions of the Committee would be as specified above to make it compatible with the requirements of Section 135(1) Companies Act, 2013

The terms of reference of the Corporate Social Responsibility Committee include the followings:-

- formulate and recommend a CSR policy to the board, indicating the activities as specified in Schedule VII of the Act
- recommend the amount of expenditure to be incurred on the activities indicated in the policy.
- monitor the CSR policy regularly of the Company from time to time.

General Body Meetings:

The details of the last three years Annual General Meetings are given below:

Financial Year	Details of Location	Date	Time	No. of Special Resolutions Passed
2017-2018	"Kala Kunj", 48 Shakespeare Sarani, Kolkata-700017	22.09.2018	11:15 A.M.	Nil
2016-2017	"Satyajit Ray Auditorium" Indian Council for Cultural Relations (ICCR), 9A, Ho Chi Minh Sarani, Kolkata-700071	16.07.2017	11.00 AM	NIL
2015-2016	"Kalakunj", 48, Shakespeare Sarani, Kolkata- 700017	24.09.2016	11.15 AM	1) Reappointment of Mr. Mahabir Prasad Jalan (DIN:00354690), as Wholetime Director of the Company for a period of 5 years w.e.f 5 November, 2016. 2) Re-pricing the exercise price for the outstanding options issued pursuant to the Initial Grant under the RKFL ESOP 2015, from 90% of the market price prevailing on the date the options were granted to ₹ 400/- per option.

Board & Management Report

Standalone Financial Section

Consolidated Financial Section

Postal Ballot

During the year the Company did not pass any resolutions via postal ballot.

Means of Communication:

Quarterly results: The Company's quarterly results are published in 'Business Standard' (all editions), Mint (all editions) and 'AajKaal' Bengali (vernacular) newspaper and are displayed on website www.ramkrishnaforgings.com.

News releases, presentations, among others: Official news releases and official media releases are sent to Stock Exchanges and are displayed on website www.ramkrishnaforgings.com.

Presentations to institutional investors / analysts: Detailed presentations are made to institutional investors and financial analysts on the Company's unaudited quarterly as well as audited annual financial results through earnings call. The presentations made are also uploaded on the Company's website www.ramkrishnaforgings.com.

Website: The Company's website www.ramkrishnaforgings.com contains a separate dedicated section 'Investor Relations' where shareholder's information is available. The Company's Annual Report is also available in a user friendly and downloadable form.

Annual Report: The Annual Report containing, inter alia, audited standalone financial statement, consolidated financial statement, director's report, auditor's report, corporate governance report and other important information is circulated to members and others entitled thereto.

Reminder to Investors: Reminders for unclaimed shares, unpaid dividend / unpaid interest or redemption amount on debentures are sent to the shareholders / debenture holders as per records every year.

Management Discussion and Analysis (MDA) Report: The Report on MDA is annexed to the Director's report and forms part of the Annual Report.

Disclosures to Stock Exchanges: The Company informs BSE and NSE all price sensitive matters or such other matters which in its opinion are material and of relevance to the members.

Board Meetings and General Meetings Notices, etc: The Company also communicates the dates of Board Meetings and General Meetings, Notice of Postal Ballot and e-voting, etc. as per the requirements of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 through Stock Exchanges, newspaper publications and by posting on the Company's website.

NSE Electronic Application Processing System (NEAPS): The NEAPS is a web-based application designed by NSE for corporates. All periodical compliance filings like shareholding pattern, corporate governance report, media releases, among others are filed electronically on NEAPS.

BSE Corporate Compliance & Listing Centre: BSE's Listing Centre is a web-based application designed for corporates. All periodical compliance filings like shareholding pattern, corporate governance report, media releases, among others are also filed electronically on the Listing Centre.

SEBI Complaints Redress System (SCORES): The investor complaints are processed in a centralised web-based complaints redress system. The salient features of this system are: centralised database of all complaints, online upload of Action Taken Reports (ATRs) by concerned companies and online viewing by investors of actions taken on the complaint and its current status.

Dedicated email id for grievance redressal and other relevant details:-

rajesh@ramkrishnaforgings.com & neha.gupta@ramkrishnaforgings.com

General Shareholders Information

Company Registration Details:

The Company is registered in the State of West Bengal, India. The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is L74210WB1981PLC034281.

a) **Annual General Meeting:**

Date & Time	:	**7th September, 2019, 11.30 A.M.**
Venue	:	**"Kala Kunj", 48, Shakespeare Sarani, Kolkata - 700017**

b) **Financial Calendar:**

The Financial Year of the Company is April 2019 to March 2020.

The probable dates for the publication of the quarterly results for the Financial Year 2019-20 will be within the period as mentioned in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subsequent amendments thereof and the Audited Financial Results for the year will be published within 60 days from the end of the Financial year. Dividend Warrants will be posted to the shareholders or dividend will be paid within 30 days from the date of AGM.

c) **Date of Book Closure** : 31st August, 2019 (Saturday) to 7th September, 2019 (Saturday) (both days inclusive)

d) **Listing on Stock Exchange and Depositories:**

1) Bombay Stock Exchange Limited (**BSE**) located at P.J. Towers, Dalal Street, Mumbai - 400 001
2) The National Stock Exchange of India Limited (**NSE**) located at Exchange Plaza, 5th Floor, Plot No. C/1, G Block Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051

3) National Securities Depository Limited (**NSDL**).

4) Central Depository Services (India) Limited. (**CDSL**).

The Company confirms that it has paid the Annual Listing Fees to both the Stock Exchanges and Annual Depository fees to the Depositories

e) Stock Code: The scrip code as provide by Bombay Stock Exchange Limited is **532527**

The symbol as provided by National Stock Exchange is **RKFORGE**

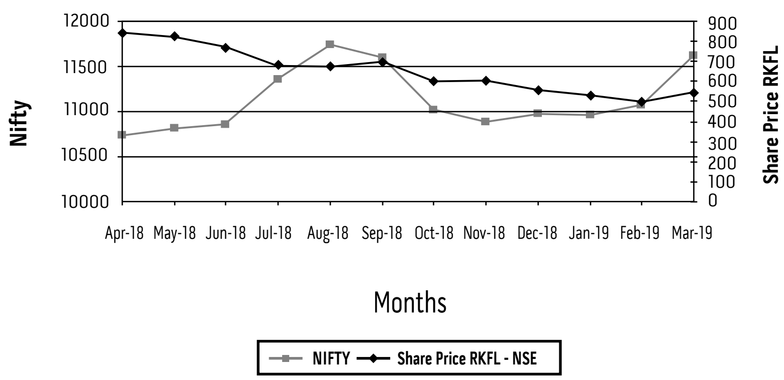
The ISIN no. as provided by the Depositories is **INE399G01015**

f) Market Price Data and the performance in comparison to NSE (NIFTY)

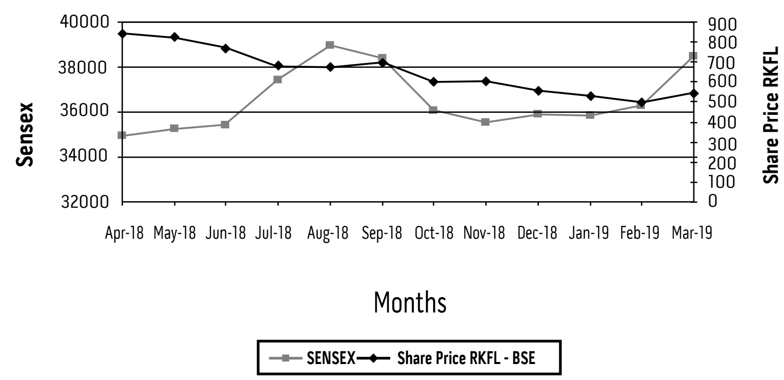
The high and low closing prices during each month of the year 2018-2019 at NSE and BSE and the NSE NIFTY and Sensex are as given below:

	SHARE PRICE NSE		SHARE PRICE BSE		S & P CNX NIFTY		SENSEX	
Months	High Price	Low Price	High Price	Low Price	High	Low	High	Low
Apr, 18	837.90	768.20	837.60	764.60	10739.35	10128.40	35160.36	33019.07
May, 18	825.40	714.35	822.15	710.65	10806.60	10430.35	35556.71	34344.91
Jun, 18	770.75	640.30	771.10	638.80	10856.70	10589.10	35739.16	34903.21
Jul, 18	680.20	593.05	682.30	594.95	11356.50	10657.30	37606.58	35264.41
Aug, 18	675.20	596.00	674.85	591.70	11738.50	11244.70	38896.63	37165.16
Sep, 18	695.05	600.75	687.00	599.80	11589.10	10930.45	38389.82	36227.14
Oct, 18	603.70	534.20	614.95	535.90	11008.30	10030.00	36526.14	33349.31
Nov, 18	601.45	545.65	601.00	534.90	10876.75	10380.45	36194.30	34431.97
Dec, 18	558.35	509.40	561.95	510.40	10967.30	10488.45	36484.33	34959.72
Jan, 19	530.85	486.15	533.90	481.65	10961.85	10651.80	36578.96	35513.71
Feb, 19	495.60	419.05	491.55	419.55	11069.40	10604.35	36975.23	35352.61
Mar, 19	544.35	490.25	543.45	487.55	11623.90	10863.50	38672.91	36063.81

Comparison chart of price (high price) performance of the Company with S&P CNX Nifty



Comparison chart of price (high price) performance of the Company with Sensex



g) Registrar and Transfer Agents:

M/s. Karvy Fintech Private Limited
"Karvy Selenium Tower B",
Plot No. 31 & 32, Financial District, Nanakramguda,
Serilingampally, Hyderabad - 500 032
Tel: +91 040 - 6716 1565 • Fax : +91 40 - 2342 0814
E mail: shyam.kumar@karvy.com, einward.ris@karvy.com
Website: www.karvyfintech.com

h) Share Transfer System:

The shareholders submit their share transfer related documents to the share Registrar and Transfer Agent whose address is mentioned in the record. The Board has delegated the power to transfer the shares to the Company Secretary, who in turn will provide report to the Stakeholders Relationship Committee.

Share transfers are processed and share certificates duly endorsed are delivered within in time. All Kinds of investors related services both for physical as well as electronic segments are provided from the Share registry.

Half – yearly Certificate on compliance of Share Transfer formalities is obtained from Practising Company Secretary pursuant to Regulation 40 (9) & (10) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and a copy of the Certificate is filed with the Stock Exchanges in time.

Further, the Company had sent mail on 6th August, 2018 to individual shareholders holding shares in physical mode informing them about the amended Regulation 40(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, that no transfer can take place in physical mode and that it is encouraged to get the shares dematted as early as possible. There were also two (2) reminder mails sent to the shareholders, on 31st October, 2018 and subsequently on 17th December, 2018 to that effect.

i) Distribution of shareholding as on 31st March, 2019

Category (Shares)	No. of Holders	No. of Shares	% of Total Shares
0001 - 500	8458	663717	2.03
0501 - 1000	560	436023	1.34
1001 - 2000	290	429922	1.32
2001 - 3000	114	283212	0.87
3001 - 4000	52	183633	0.56
4001 - 5000	44	201746	0.62
5001 - 10000	90	671080	2.05
10001 and above	115	29783567	91.21
TOTAL	**9723**	**32652900**	**100.00**

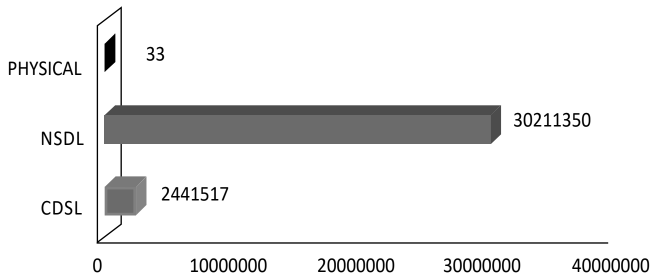
Pattern of Shareholding as on 31st March, 2019

Sl. No	Category	No. of Shares Held	% of Total Shares
1	PROMOTERS GROUP	14625666	44.79
2	ALTERNATIVE INVESTMENT FUND	1089771	3.34
3	BANKS & INDIAN FINANCIAL INSTITUTIONS	67967	0.21
4	CLEARING MEMBERS	6539	0.02
5	INSTITUTION OTHERS	774988	2.37
6	INSURANCE COMPANIES	330598	1.01
7	FOREIGN PORTFOLIO INVESTORS	3688896	11.30
8	IEPF	1671	0.01
9	BODIES CORPORATES	1913597	5.86
10	MUTUAL FUNDS	5032391	15.41
11	NBFC	5600	0.02
12	NON RESIDENT INDIANS	202255	0.62
13	RESIDENT INDIVIDUALS	4856878	14.87
14	TRUSTS	56083	0.17
	Total	**32652900**	**100.00**

j) Dematerialisation of Shares as on 31st March, 2019

Description	No. of Shareholders	Shares	% of Total Shares
PHYSICAL	12	33	0.00
NSDL	5285	30211350	92.52
CDSL	4426	2441517	7.48
Total:	**9723**	**32652900**	**100.00**

The shares of the Company are traded only in dematerialised form. 32652867 Equity shares out of the total 32652900 Equity shares are held in a dematerialised form as on 31st March, 2019.



CDSL	NSDL	PHYSICAL
2441517	30211350	33

k) Unclaimed & Unpaid Dividend – The amount of unclaimed dividend are lying credit in separate bank accounts. The amount lying in credit of any unpaid dividend account if remained un-claimed for 7 years from the date they became due for payment shall be transferred to the Investor Education and Protection Fund.

The details of unpaid dividend for last years as on 31.03.2019 are as follows:

Sl. No.	Dividend for the F.Y.	Unpaid Amount as on 31.03.2019 (in ₹)
1	2011-2012	34,368.00
2	2012-2013	14,384.00
3	2013-2014	10,674.00
4	2014-2015	19,896.00
5	2015-2016	19,826.00
6	2016-2017	32,500.00
7	2017-2018	11,950.00

l) Outstanding GDRs / ADRs/ Warrants or any convertible instruments, conversion date and likely impact on equity:

There are no outstanding GDRs/ADRs/Warrants or any convertible instruments as on 31st March, 2019.

m) Disclosure of commodity price risks and commodity hedging activities –

The Company does not have any commodity price risks and hence is not required to undertake any hedging activities.

n) Plant Locations:

1. Plant I : Plot No.M-6, Phase VI, Gamaria, Jamshedpur-832108. Jharkhand.
2. Plant II : 7/40, Duffer Street, Liluah, Howrah- 711204, West Bengal.
3. Plant III & IV : Plot No. M-15,16 and NS-26, Phase – VII , Adityapur, Industrial Area, Jamshedpur- 832109, Jharkhand.
4. Plant V : Baliguma, Kolabira, Saraikela – Kharsawan - 833220, Jamshedpur- 832109, Jharkhand.
5. Plant VII : Plot No.1988, Plant- VII, Mauza Dugni, Block- Saraikela, PO: Dugni, Saraikela Kharsawan, Jharkhand- 833220

o) Address for correspondence:

i) For shares held in physical and demat form:

M/s. Karvy Fintech Private Limited
(Formerly known as KCPL Advisory Services P Ltd)
"Karvy Selenium Tower B",
Plot No. 31 & 32, Gachibowli
Financial District, Nanakramguda,
Serilingampally Mandal
Hyderabad - 500 032
Telangana, India.
Tel: + 040 - 6716 1565, Fax : +91 40 2342 0814
E mail: shyam.kumar@karvy.com, einward.ris@karvy.com
Website: www.karvyfintech.com

ii) For General Information:

M/s. Ramkrishna Forgings Limited
"Ramkrishna Chambers",
72, Shakespeare Sarani, Kolkata - 700017, West Bengal
Tel: +91 33-3984-0900 • Fax: +91 33-3984-0998
E mail: neha.gupta@ramkrishnaforgings.com
Website: www.ramkrishnaforgings.com

p) List of all credit ratings obtained by the entity along with any revisions thereto during the relevant financial year

During the year under review your Company's long term rating from ICRA has been revised from A-(Positive outlook) to A (Stable Outlook) and the short term rating has been upgraded from A2+ (A two plus) to A1 (A one).

q) OTHER DISCLOSURES.

a) **Disclosure on materially significant Related Party Transactions:**

Your Company places the statement of the related party transactions at every Audit Committee meetings. The Register of Contracts containing the transactions in which the Directors are interested is placed at the Board meetings. The disclosures of the related party transaction in compliance with the Ind AS-24 are set out in Note. 37 of the Notes to the Accounts. During the year the Company did not have any material pecuniary relationship or transactions with Non–Executive Directors apart from payment of the sitting fees.

There were no materially significant related party transactions and none of the transactions are likely to have any conflict with the Company's interest. All related party transactions are negotiated on arms length basis and are intended to further Company's interest.

The Related Party Transactions Policy is posted at http://ramkrishnaforgings.com/investors/policy/policy-for-transactions-with-related-parties-2019.pdf

b) **Details of Non Compliance etc.**

The Company is fully compliant with the applicable mandatory requirements of Listing Regulations, and also with other regulatory requirements on capital markets during 2016-2017, 2017-2018 and 2018-2019.

There are no penalties or strictures being imposed on the Company by the Stock Exchange, SEBI or any other Statutory Authorities on the Company.

c) **Vigil Mechanism/ Whistle Blower Mechanism**

The Company promotes ethical behaviour in all its business activities and has put in place a mechanism for reporting illegal or unethical behaviour. In accordance with the provisions of Section 177(9) of the Companies Act, 2013 and Regulation 22 of the Listing Regulation, the Company has formulated Whistle Blower Policy for vigil mechanism of Directors and Employees to report to the Audit Committee about the unethical behaviour, fraud or violation of Company's Code of Conduct. The Company affirms that no personnel have been denied access to the Audit Committee. A statement of complaints received, if any, under the vigil mechanism is also placed before the Board. The said policy is also available on the website of the Company. Link - http://ramkrishnaforgings.com/investors/policy/whistle-blower-policy.pdf

d) **Compliance of mandatory requirements**

The Company has complied with the mandatory requirements as prescribed in Part C of Schedule V of the Listing Regulations.

e) **Policy on Material Subsidiary**

In terms of Regulation 16 of the Listing Regulations, the Board of Directors has adopted a policy with regard to determination of the material Subsidiary. The Policy is placed on the website of the company and is available at the Link http://ramkrishnaforgings.com/investors/policy/material-subsidiary-company-policy.pdf

f) **Policy on related party transactions**

In terms of Regulation 23 of the Listing Regulations, the Board of Directors has adopted a policy on related party transactions. The Related Party Transactions Policy is posted at http://ramkrishnaforgings.com/investors/policy/policy-for-transactions-with-related-parties-2019.pdf

g) **Disclosure of commodity price risks and commodity hedging activities**

The Company does not have any commodity price risks and hence is not required to undertake any hedging activities.

h) **Details of utilization of funds raised through preferential allotment or qualified institutions placement**

No money has been raised through preferential allotment or qualified institutions placement during the year under review.

i) **Certificate from company secretary in practice that none of the Directors have been debarred or disqualified from being appointed or continuing as directors**

The Company has obtained a certificate from CS. Kovid Mukherjee, Practising Company Secretary, stating that none of the Directors have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Board/Ministry of Corporate Affairs or any such statutory authority and forms part of the report.

j) **Instances where the board had not accepted any recommendation of any committee of the board which is mandatorily required.**

There have been no such instances in the relevant financial year.

k) **Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network.**

The total fees for all services paid by the Company and its subsidiaries for the year ended March 31, 2019, on a consolidated basis, to S.R. Batliboi & Co. LLP (Statutory auditors of the Company) and all entities in the network firm/ network entity of which S.R. Batliboi & Co. LLP is a part is ₹ 156.20 lakhs.

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

The Company has not received any complaints under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The Company has complied with all the requirements as stipulated in para 2 to para 10 of Part C of Schedule V of the Listing Regulations

r) Disclosures of the compliance With Corporate Governance Requirements specified in Regulation 17 to 27 and Clauses (B) To (I) of Sub-Regulation (2) of Regulation 46

Regulation Status (Yes/No)	Particular of Regulations	Compliance
17	Board of Directors	**Yes**
18	Audit Committee	**Yes**
19	Nomination and Remuneration Committee	**Yes**
20	Stakeholders Relationship Committee	**Yes**
21	Risk Management Committee	**Yes**
22	Vigil Mechanism	**Yes**
23	Related party Transactions	**Yes**
24	Corporate Governance requirements with respect to subsidiary of listed entity	**Yes**
25	Obligations with respect to Independent Directors	**Yes**
26	Obligations with respect to employees including Senior Management, KMP, Directors & Promoters	**Yes**
27	Other Corporate Governance requirements	**Yes**
46(2)(b)to (i)	Website	**Yes**

s) Code of Conduct:

The Board at its meeting held on 1st November, 2014 has adopted a revised Code of Conduct which lays down the procedures to be adhered by the Board Members and Senior Management Employees. The Code is applicable to all Directors including Independent Directors to such extent as may be applicable to them depending on their roles and responsibilities. The Code gives guidance and support needed for ethical conduct of business and compliance of law. The Code of Conduct is available on the Company's website i.e. www.ramkrishnaforgings.com. The Code has been circulated to Directors and Senior Management Personnel, and they have affirmed compliance with the Code. A status of the violation of the code of conduct, if any, by the Directors or senior management is placed on a quarterly basis to Board. The declaration that the Code of Conduct has been complied by the Board and the senior management is given below.

Declaration by the CEO under Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding adherence to the Code of Conduct.

In accordance with Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby confirm that all the Directors and Senior Management Personnel of the Company have affirmed compliances with the Code of Conduct of the Company for the year ended 31st March, 2019.

For **Ramkrishna Forgings Limited**
Sd/-
Naresh Jalan
(Managing Director)
DIN No. 00375462

t) Compliance certificate from the auditors

Certificate from the Company's Auditors, S.R. Batliboi & Co. LLP, confirming compliance with the conditions of Corporate Governance, as stipulated under Listing Regulations, is attached to this Report.

u) CEO / CFO Certification

As per Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Managing Director and the CFO/Whole Time Finance Director of the Company have certified to the Board regarding compliance of matters specified in Regulation 17 (8) read with Part B of the Schedule II of the Listing Regulations.

v) Subsidiary Company

The Company has two (2) Subsidiary Companies, M/s. Globe Forex and Travels Limited and M/s. Ramkrishna Aeronautics Private Limited

None of them is a material subsidiary of the Company and hence the requirement of inducting an Independent Director on the Board of Directors of the subsidiary company in terms of Regulation 24 (1) of the Listing Regulation is not applicable.

The Subsidiary Companies are Board managed and the Board has the rights to manage the companies in the best interest of the stakeholders. The Company monitors performance of the Subsidiaries in the best interest of the stakeholders by the following means:-

a) All minutes of the Board Meetings of the Subsidiaries are placed before the Company's Board regularly

b) A Statement containing all significant transactions and arrangements, if any, entered into by the Subsidiaries are placed before the Company's Board.

c) Financial statements, in particular investments made by the Subsidiaries, are reviewed by the Audit Committee and the Board.

w) Code of Conduct for Prevention of Insider Trading

The Board has formulated and approved a revised comprehensive Ramkrishna Forgings Limited Code on Prevention of Insider Trading (hereinafter referred as Code of Conduct) in pursuance of the Securities and Exchange Board of India (Prohibition of Insider Trading) Amendment Regulation, 2018 vide circular resolution dated 26th March, 2019 which was approved by the Board of Directors we.f. 28th March, 2019. The objective of the code is to prevent an insider viz. Directors, Key Managerial Persons & Designated Employee from dealing in shares of the Company on the basis of Unpublished Price Sensitive Information. The Trading window is closed on the occurrence of events as specified in the code. Permission of Compliance officer is required for dealing in shares beyond specific limit. The Company obtains declaration from the Designated Employee and the Directors on an Annual basis under the code. The Company Secretary is the Compliance officer under the code.

x) Employee Stock Options

The information on Options granted by the Company during the financial year 2015-16 and other particulars with regard to exercise of options and consequent allotment of shares during the financial year are set out in the Director's Report.

DISCRETIONARY REQUIREMENTS UNDER REGULATION 27(1) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS 2015.

A. **THE BOARD:** The Chairman of the Company is an Executive Director

B. **SHAREHOLDERS' RIGHTS:** The Company, as of now, does not send half-yearly results to the household of the shareholders. However, the Company displays its quarterly and half-yearly results on its website www.ramkrishnaforgings.com and publishes it in the widely circulated newspapers.

C. **AUDIT QUALIFICATIONS:** The auditors have not qualified the financial statements of the Company.

D. **SEPARATE POST OF CHAIRMAN AND MANAGING DIRECTOR/CEO:** The Company is having separate post of Chairman and Managing Director. Mr. Mahabir Prasad Jalan is the Chairman and Mr. Naresh Jalan is the Managing Director of the Company.

E. **REPORTING OF INTERNAL AUDIT:** The Internal Auditors regularly updates and reports to the Audit Committee about the internal audit findings.

CERTIFICATE UNDER PART C OF SCHEDULE V OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

This Certificate is issued pursuant to Clause 10(i) of Part C of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended vide circular dated May 9, 2018 of the Securities and Exchange Board of India.

We have examined the compliance of provisions of the aforesaid Clause 10(i) of Part C of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the disclosures received from the Directors pursuant to Section 164(2) and rule 14(1) of Companies (Appointment and Qualification of Directors Rules), 2014 and on the basis of the information provided to us, we hereby certify that none of the Directors on the Board of M/s. Ramkrishna Forgings Ltd have been debarred or disqualified from being appointed or are continuing as directors, by SEBI or Ministry of Corporate Affairs or any such statutory authority.

Date : 2nd May, 2019
Place : Kolkata

CS. Kovid Mukherjee
Practising Company Secretary
ACS – 29569 CP No.-11884

Independent Auditor's Certificate on Corporate Governance

Independent Auditor's Report on compliance with the conditions of Corporate Governance as per provisions of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Members of
Ramkrishna Forgings Limited
"Ramkrishna Chambers"
72, Shakespeare Sarani
Kolkata-700 017.

1. The Corporate Governance Report prepared by Ramkrishna Forgings Limited (hereinafter the "Company"), contains details as required by the provisions of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations") ('Applicable criteria') with respect to Corporate Governance for the year ended March 31, 2019. This report is required by the Company for annual submission to the Stock exchange and to be sent to the Shareholders of the Company.

Management's Responsibility

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.

3. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

Auditor's Responsibility

4. Pursuant to the requirements of the Listing Regulations, our responsibility is to express a reasonable assurance in the form of an opinion whether the Company has complied with the specific requirements of the Listing Regulations referred to in paragraph 3 above.

5. We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised) and the Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note on Reports or Certificates for Special Purposes (Revised) requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

7. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. Summary of key procedures performed include:

   i. Reading and understanding of the information prepared by the Company and included in its Corporate Governance Report;

   ii. Obtained and verified that the composition of the Board of Directors w.r.t executive and non-executive directors has been met throughout the reporting period;

   iii. Obtained and read the Directors Register as on March 31, 2019 and verified that atleast one women director was on the Board during the year;

   iv. Obtained and read the minutes of the following committee meetings held from April 1, 2018 to March 31, 2019;

      (a) Board of Directors meeting;

      (b) Audit committee;

      (c) Annual General meeting;

      (d) Nomination and remuneration committee;

      (e) Stakeholders Relationship Committee;

   v. Obtained necessary representations and declarations from directors of the Company including the independent directors; and

Independent Auditor's Certificate on Corporate Governance

vi. Performed necessary inquiries with the management and also obtained necessary specific representations from management.

The above-mentioned procedures include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

Opinion

8. Based on the procedures performed by us as referred in paragraph 7 above, and according to the information and explanations given to us, we are of the opinion that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations, as applicable for the year ended March 31, 2019, referred to in paragraph 1 above.

Other matters and Restriction on Use

9. This report 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.

10. This report is addressed to and provided to the members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations with reference to compliance with the relevant regulations of Corporate Governance and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

Sd/-
per **Sanjay Kumar Agarwal**
Partner
Membership Number: 060352
UDIN : 19060352AAAABE4351
Place: Kolkata
Date: May 25, 2019

Standalone Financial Statements

Independent Auditor's Report

To the Members of
Ramkrishna Forgings Limited

REPORT ON THE AUDIT OF THE STANDALONE IND AS FINANCIAL STATEMENTS

Opinion

We have audited the accompanying standalone Ind AS financial statements of Ramkrishna Forgings Limited ("the Company"), which comprise the Balance sheet as at March 31 2019, 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 notes to the standalone Ind AS financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, its profit including other comprehensive income its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone Ind AS financial statements for the financial year ended March 31, 2019. These matters were addressed in the context of our audit of the standalone Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matter described below to be the key audit matter to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the standalone Ind AS financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone Ind AS financial statements. The results of our audit procedures, including the procedures performed to address the matter below, provide the basis for our audit opinion on the accompanying standalone Ind AS financial statements.

Key audit matters	How our audit addressed the key audit matter
Revenue recognition *(as described in note 2 (d) & 3.1 of the standalone Ind AS financial statements)*	
Revenue is recognised when control of the goods are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods. During the year ended March 31, 2019, the Company has recognised revenue amounting to ₹ 1,10,866.76 and ₹ 52,939.39 lacs from domestic and export sales respectively. Terms of sales arrangements, including the timing of transfer of control, delivery specifications including incoterms in case of exports, timing of recognition of sales require significant judgment in determining revenues. The risk is, therefore, that revenue may not get recognised in the correct period or that revenue and associated profit may be misstated. Accordingly, due to the significant risk associated with revenue recognition in accordance with terms of Ind AS 115 'Revenue from contracts with customers', it has been determined to be a key audit matter in our audit of the standalone Ind AS financial statements.	Our audit procedures included the following: ▪ Considered Company's revenue recognition policy and its compliance in terms of Ind AS 115 'Revenue from contracts with customers'. ▪ Assessed the design and tested the operating effectiveness of internal controls related to revenue recognition. ▪ Tested samples of individual sales transaction and traced to sales invoices, sales orders, (received from customers) and other related documents. Further, in respect of the samples tested, checked recognition of revenue in accordance with the incoterms / when the conditions for revenue recognitions are satisfied. ▪ Selected sample of sales transactions made pre- and post-year end, agreed the period of revenue recognition to underlying documents. ▪ Performed analytical review of revenue to identify any unusual trends. ▪ Assessed the relevant disclosures made within the standalone Ind AS financial statements.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report and Corporate Governance Report but does not include the standalone Ind AS financial statements and our auditor's report thereon.

Independent Auditor's Report

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

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

Responsibilities of Management 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 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 accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. 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 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 standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements

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

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

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone Ind AS financial statements for the financial year ended March 31, 2019 and are therefore the key audit matters. We describe these

Independent Auditor's Report

matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by Section 143(3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

   (c) The Balance Sheet, the Statement of Profit and Loss 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;

   (d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

   (e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act;

   (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these standalone Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;

   (g) In our opinion, the managerial remuneration for the year ended March 31, 2019 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;

   (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

      i. The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements – Refer note 33 to the standalone Ind AS financial statements;

      ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;

      iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For **S. R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

Sd/-
per **Sanjay Kumar Agarwal**
Partner
Membership Number: 060352
Place of Signature: Kolkata
Date: May 25, 2019

Annexure - I to the Independent Auditors' Report

ANNEXURE 1 REFERRED TO IN PARAGRAPH 1 OF THE SECTION ON "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR EVEN REPORT ON THE EVEN DATE ON THE STANDALONE IND AS FINANCIAL STATEMENTS OF RAMKRISHNA FORGINGS LIMITED

To the Members of
Ramkrishna Forgings Limited ("the Company")

i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant & equipment.

(b) All fixed assets have not been physically verified by the management during the year but there is a regular programme of verifying them once in three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) According to the information and explanations given by the management the title deeds of immovable properties included in property, plant and equipment are held in the name of the Company.

ii. The inventory has been physically verified by the management during the year including inventories lying with third parties. In our opinion, the frequency of verification is reasonable. No material discrepancies were noticed on such physical verification.

iii. a) The Company has granted loan to its wholly owned subsidiary covered in the register maintained under section 189 of the Companies Act, 2013. In our opinion and according to the information and explanations given to us, the terms and conditions of the grant of such loan is not prejudicial to the Company's interest.

b) The Company has granted loan to its wholly owned subsidiary covered in the register maintained under section 189 of the Companies Act, 2013. The schedule of repayment of principal and payment of interest has been stipulated for the loan granted and the repayment/ receipts are regular.

c) There are no amounts of loans granted to companies, firms or other parties listed in the register maintained under section 189 of the Companies Act, 2013 which are overdue for more than ninety days.

iv. In our opinion and according to the information and explanations given to us, the Company has not advanced loans to directors / to a company in which the Director is interested to which provisions of section 185 of the Companies Act 2013 apply and hence not commented upon. In our opinion and according to the information and explanations given to us, provisions of section 186 of the Companies Act 2013 in respect of loans and advances given, investments made and guarantees given have been complied with by the Company.

v. The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.

vi. We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013, related to the manufacture of the Company's products, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

vii. a) The Company is generally regular in depositing with appropriate authorities undisputed statutory dues, including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax, goods and service tax, cess and other statutory dues applicable to it.

b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, service tax, sales-tax, duty of custom, duty of excise, value added tax, goods and service tax, cess and other statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

c) According to the records of the Company, the dues of income-tax, sales-tax, service tax, duty of custom, duty of excise and value added tax on account of any dispute, are as follows:

Name of the statute	Nature of Dues	Amount (₹ in lakhs)	Period to which the amount relates	Forum where the dispute is pending
Central Sales Tax Act, 1956	Sales Tax	124.82	F.Y. 2015-16	Ranchi High Court
	Sales Tax	219.96	F.Y. 2013-2014 to 2015-16	Ranchi High Court
	Sales Tax	25.90	2015-2016	Ranchi High Court
	Sales Tax	13.76	2015-2016	Deputy Commissioner of Sales Tax
Service Tax under Finance Act, 1994	Service Tax	56.55	F.Y. 2012-2013 to 2015-2016	Commissioner of GST and Central Excise
	Service Tax	727.65	F.Y. 2012-2013 to June 2018	Commissioner of GST and Central Excise
	Service Tax	672.73	F.Y. 2009-10 to 2017-18	Commissioner of CGST, Central Excise and Audit
	Service Tax	29.62	F.Y. 2007- 2008 to 2011-2012	Commissioner of Central Excise, (Appeal II)
Income Tax Act, 1961	Income Tax	233.62	F.Y. 2011-12	Income Tax Appellate Tribunal, Kolkata

Annexure - I to the Independent Auditors' Report

viii. In our opinion and according to the information and explanations given by the management, the Company has not defaulted in repayment of loans or borrowings to a financial institution or bank during the year. The Company did not had any outstanding loans or borrowing from Government or dues to debenture holders during the year.

ix. In our opinion and according to the information and explanations given by the management, the Company has utilized the monies raised by way of term loans for the purposes for which they were raised.

x. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the standalone Ind AS financial statements and according to the information and explanations given by the management, we report that no fraud by the Company or no material fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.

xi. According to the information and explanations given by the management, the managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.

xii. In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.

xiii. According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the standalone Ind AS financial statements, as required by the applicable accounting standards.

xiv. According to the information and explanations given to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) are not applicable to the Company and, not commented upon.

xv. According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of Companies Act, 2013.

xvi. According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For **S. R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

Sd/-
per **Sanjay Kumar Agarwal**
Partner
Membership Number: 060352
Place : Kolkata
Date : May 25, 2019

Annexure - II to the Independent Auditors' Report

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE IND AS FINANCIAL STATEMENTS OF RAMKRISHNA FORGINGS LIMTED

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

We have audited the internal financial controls over financial reporting of Ramkrishna Forgings Limited ("the Company") as of March 31, 2019 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to these standalone Ind AS financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to these standalone Ind AS financial statements 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 over financial reporting with reference to these standalone Ind AS financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these standalone Ind AS financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls over financial reporting with reference to these standalone Ind AS financial statements.

Meaning of Internal Financial Controls Over Financial Reporting With Reference to these standalone Ind AS financial Statements

A company's internal financial control over financial reporting with reference to these standalone Ind AS financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone Ind AS financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting with reference to these standalone Ind AS financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone Ind AS financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting With Reference to these standalone Ind AS financial Statements

Because of the inherent limitations of internal financial controls over financial reporting with reference to these standalone Ind AS financial statements, 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 with reference to these standalone Ind AS financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these standalone Ind AS financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Annexure - II to the Independent Auditors' Report

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls over financial reporting with reference to these standalone Ind AS financial statements and such internal financial controls over financial reporting with reference to these standalone Ind AS financial statements were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

Sd/-
per **Sanjay Kumar Agarwal**
Partner
Membership Number: 060352
Place: Kolkata
Date : May 25, 2019

Standalone Ind AS Balance Sheet

as at March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

	Note No.	As at March 31, 2019	As at March 31, 2018
ASSETS			
Non-current assets			
(a) Property, plant and equipment	4	1,10,486.26	1,06,548.30
(b) Capital work-in-progress		12,958.51	4,355.70
(c) Intangible assets	5	144.93	242.30
(d) Financial assets			
(i) Investments	6	1,930.32	1,930.32
(ii) Loans	8	1,250.31	1,222.24
(iii) Other financial assets	9	-	25.93
(e) Other non-current assets	12	3,677.98	2,045.82
		1,30,448.31	**1,16,370.61**
Current assets			
(a) Inventories	13	33,126.03	29,938.79
(b) Financial assets			
(i) Trade receivables	7	46,603.87	47,219.50
(ii) Cash and cash equivalents	14(a)	193.69	36.65
(iii) Bank balances other than (ii) above	14(b)	53.84	1.15
(iv) Loans	8	64.44	86.06
(v) Other financial assets	9	1,558.64	3,742.60
(c) Current tax assets (net)	11(a)	23.02	23.02
(d) Other current assets	12	2,803.24	3,817.48
		84,426.77	**84,865.25**
TOTAL ASSETS		**2,14,875.08**	**2,01,235.86**
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	15	3,260.68	3,259.15
(b) Other equity	16	84,029.50	72,658.73
TOTAL EQUITY		**87,290.18**	**75,917.88**
Liabilities			
Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	17	45,815.70	38,607.83
(b) Deferred tax liabilities (net)	10	5,717.95	3,444.15
(c) Other non-current liabilities	21	1,773.13	3,826.22
		53,306.78	**45,878.20**
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	17	33,206.86	34,516.13
(ii) Trade payables	18		
a) Total outstanding dues of micro enterprises and small enterprises		260.44	12.71
b) Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises		25,518.21	28,872.81
(iii) Other financial liabilities	19	12,750.05	14,690.77
(b) Other current liabilities	21	1,794.18	645.46
(c) Provisions	20	557.83	290.83
(d) Current tax liabilities (net)	11(b)	190.55	411.07
		74,278.12	**79,439.78**
TOTAL LIABILITIES		**1,27,584.90**	**1,25,317.98**
TOTAL EQUITY & LIABILITIES		**2,14,875.08**	**2,01,235.86**

Significant Accounting Policies 2

The accompanying notes form an integral part of these standalone Ind AS financial statements

As per our report of even date
For S. R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005
Sd/-
Per Sanjay Kumar Agarwal
Partner
Membership No. 060352
Place : Kolkata
Dated : May 25, 2019

For and on behalf of the Board of Directors of
Ramkrishna Forgings Limited

Sd/-
Mahabir Prasad Jalan
Chairman
DIN: 00354690

Sd/-
Naresh Jalan
Managing Director
DIN: 00375462

Sd/-
Rajesh Mundhra
Company Secretary
ACS: 12991

Sd/-
Pawan Kumar Kedia
Finance Director
DIN: 00375557

Sd/-
Lalit Kumar Khetan
Chief Financial Officer
FCA: 056935

Standalone Ind AS Statement of Profit and Loss

for the year ended 31st March, 2019

(All amounts in INR Lakhs, unless otherwise stated)

	Note No.	For the year ended March 31, 2019	For the year ended March 31, 2018
Income			
Revenue from operations	22	1,80,668.73	1,45,332.66
Other income	23	298.85	419.36
Total Income (i)		**1,80,967.58**	**1,45,752.02**
Expenses			
Cost of materials consumed	24	94,319.75	73,173.10
Increase in inventories of finished goods and work in progress	25	(1,669.73)	(1,795.06)
Excise duty on sale of goods (Refer note 22)		-	1,785.77
Employee benefits expense	26	9,682.11	8,738.65
Power & Fuel		14,247.64	12,167.99
Finance costs	27	7,921.70	6,982.03
Depreciation and amortisation expense	5A	12,083.33	8,440.21
Other expenses	28	26,138.97	22,838.21
Total Expenses (ii)		**1,62,723.77**	**1,32,330.90**
Profit before Tax (i-ii)		**18,243.81**	**13,421.12**
Tax expense			
- Pertaining to Profit for the current period		3,894.89	2,865.59
- Deferred tax charge *		2,408.38	1,119.36
- Tax adjustments for earlier years		9.46	(29.85)
Total tax expense (iii)		**6,312.73**	**3,955.10**
Profit for the year (iv) = (i - ii - iii)		**11,931.08**	**9,466.02**
* Includes credit of Minimum Alternate Tax of ₹ 285.35 lakhs (March 31, 2018 : ₹ 2865.59 lakhs)			
Other Comprehensive Income			
Other comprehensive income not to be reclassified to Profit or Loss in subsequent periods:			
i) Re-measurement losses on defined benefit plans		(130.01)	(15.22)
ii) Income tax effect on above		45.43	5.27
Other Comprehensive Income for the year (net of tax) (v)		**(84.58)**	**(9.95)**
Total Comprehensive Income for the year (iv + v)		**11,846.50**	**9,456.07**
Earnings per equity share -	29		
(Nominal value ₹10 per share (March 31, 2018: ₹10 per share))			
1) Basic		36.60	30.15
2) Diluted		36.51	30.00

Significant Accounting Policies 2

The accompanying notes form an integral part of these standalone Ind AS financial statements

As per our report of even date

For S. R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005
Sd/-
Per Sanjay Kumar Agarwal
Partner
Membership No. 060352
Place : Kolkata
Dated : May 25, 2019

For and on behalf of the Board of Directors of
Ramkrishna Forgings Limited

Sd/-
Mahabir Prasad Jalan
Chairman
DIN: 00354690

Sd/-
Naresh Jalan
Managing Director
DIN: 00375462

Sd/-
Rajesh Mundhra
Company Secretary
ACS: 12991

Sd/-
Pawan Kumar Kedia
Finance Director
DIN: 00375557

Sd/-
Lalit Kumar Khetan
Chief Financial Officer
FCA: 056935

Statement of Standalone Cash Flow

for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

	Particulars	Year ended March 31, 2019	Year ended March 31, 2018
A.	**CASH FLOW FROM OPERATING ACTIVITIES:**		
	NET PROFIT BEFORE TAXES	18,243.81	13,421.12
	Adjustments to reconcile profit before tax to net cash flows:		
	Depreciation and amortization expenses	12,083.33	8,440.21
	Balances Written Off (Net)	630.71	238.86
	Allowance for bad and doubtful debts	-	28.52
	Loss on sale of Fixed Assets/Discarded Assets	13.66	19.59
	Employees Stock Option Expenses	24.52	223.40
	Interest income	(123.96)	(160.95)
	Gain Net foreign exchange differences (Unrealised)	(1,367.52)	(245.69)
	Amortisation of Government Grants	(1,160.56)	(223.51)
	Finance Costs	7,921.70	6,982.03
	Operating Profit before changes in operating assets and liabilities	**36,265.69**	**28,723.58**
	Changes in operating assets and liabilities:		
	(Increase) in trade receivables	(1,297.38)	(7,799.10)
	(Increase) in inventories	(2,719.73)	(7,082.59)
	Decrease/(Increase) in loans	239.12	45.14
	Decrease/(Increase) in other financial assets	3,327.62	(2,388.78)
	Decrease/(Increase) in other assets	(1,835.22)	1,296.33
	Increase in provisions	136.99	67.92
	(Decrease) / Increase in trade payables	(3,071.00)	1,027.22
	(Decrease) / Increase in other financial liabilities	122.84	(922.58)
	(Decrease) / Increase in other liabilities	256.19	1,868.52
	Cash generated from operations	**31,425.12**	**14,835.66**
	Direct Tax paid (net of refunds)	(4,148.23)	(2,332.24)
	NET CASH FLOW FROM OPERATING ACTIVITIES (A)	**27,276.89**	**12,503.42**
B.	**CASH FLOW FROM INVESTING ACTIVITIES:**		
	Purchase of property, plant & equipment and intangible assets (including capital work-in-progress and capital advances)	(25,458.45)	(11,275.06)
	Proceeds from sale of property, plant & equipment and intangible assets	22.90	73.44
	Redemption / maturity of bank deposits (having original maturity of more than three months)	(52.40)	85.75
	Interest Received	103.02	160.95
	NET CASH OUTFLOW FROM INVESTING ACTIVITIES (B)	**(25,384.94)**	**(10,954.92)**

Statement of Standalone Cash Flow

for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

	Particulars	Year ended March 31, 2019	Year ended March 31, 2018
C.	**CASH FLOW FROM FINANCING ACTIVITIES:**		
	Proceeds from Issue of Equity Share Capital including Securities Premium under ESOP	61.36	19,677.76
	Dividend paid on equity shares	(325.92)	(325.92)
	Tax on equity dividend paid	(68.20)	(68.20)
	Advance given to ESOP trust	(245.57)	-
	Interest Paid	(7,779.28)	(6,982.02)
	Proceeds from Long Term Borrowings	27,050.00	3,681.79
	Repayment of Long Term Borrowings	(19,352.48)	(8,500.22)
	Short Term Borrowings (Net)	(1,074.82)	(9,015.43)
	NET CASH OUTFLOW FROM FINANCING ACTIVITIES (C)	**(1,734.91)**	**(1,532.24)**
	NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)	**157.04**	**16.26**
	Cash and cash equivalents at the beginning of the year (Refer note 14a)	36.65	20.39
	Cash and cash equivalents at the end of the year (Refer note 14a)	193.69	36.65
	NET INCREASE IN CASH AND CASH EQUIVALENTS	**157.04**	**16.26**

Notes:

		As at March 31, 2019	As at March 31, 2018
a)	**Cash and Cash Equivalents include:**		
	Cash and Cash Equivalents:		
	i) Cash in hand	3.34	1.70
	ii) Balances with banks		
	- On Current Accounts	190.35	34.95
	Cash and Cash Equivalents	**193.69**	**36.65**

Significant Accounting Policies 2

The accompanying notes form an integral part of these standalone Ind AS financial statements

As per our report of even date

For S. R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005
Sd/-
Per Sanjay Kumar Agarwal
Partner
Membership No. 060352
Place : Kolkata
Dated : May 25, 2019

For and on behalf of the Board of Directors of
Ramkrishna Forgings Limited

Sd/-
Mahabir Prasad Jalan
Chairman
DIN: 00354690

Sd/-
Naresh Jalan
Managing Director
DIN: 00375462

Sd/-
Rajesh Mundhra
Company Secretary
ACS: 12991

Sd/-
Pawan Kumar Kedia
Finance Director
DIN: 00375557

Sd/-
Lalit Kumar Khetan
Chief Financial Officer
FCA: 056935

Standalone Ind AS Statement of Changes in Equity

for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

A Equity Share Capital (Refer Note 15)

Particulars	Balance as at March 31, 2018	Issued during the year ended March 31, 2019	Balance as at March 31, 2019
Equity Share of ₹ 10/- each issued, subscribed and fully paid	3,259.15	1.53	3,260.68
Equity Share in numbers	3,25,91,508	15,341	3,26,06,849

a) The Company during the year has issued and allotted 61,392 nos equity shares of face value ₹ 10/- each at a premium of ₹ 390/- aggregating to ₹ 245.57 lakhs to Ramkrishna Forgings Limited Employee Welfare Trust under Ramkrishna Forgings Limited - Employee Stock Option Plan 2015 (RKFL ESOP Scheme 2015).

Further the Company has given ₹ 245.57 lakhs during the year by way of interest free loan to M/s. Ramkrishna Forgings Limited Employee Welfare Trust ("the trust") which would be recovered from the trust on issue of the aforesaid shares to the employees in terms of the above scheme. The trust has refunded ₹ 61.36 lakhs to the Company during the year in respect for 15,341 numbers of equity shares issued to the employees @ ₹ 400/- each. The outstanding balance of the above loan has been adjusted to the extent of ₹ 4.60 lakhs in equity share capital and balance ₹ 179.60 lakhs in the securities premium accounts.

B Other Equity (Refer Note 16)

Particulars	Reserve and Surplus					Total
	Capital Reserve	Securities Premium Reserve	General reserve	Employee Stock Options Outstanding (ESOP)	Retained earnings	
Balance as at March 31, 2017	**3,546.01**	**18,719.81**	**2,448.15**	**374.93**	**18,998.88**	**44,087.78**
Profit for the year	-	-	-	-	9,466.02	9,466.02
Other comprehensive income (net of tax)						
- Re-measurement (losses) on defined benefit plans	-	-	-	-	(9.95)	(9.95)
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**9,456.07**	**9,456.07**
Transfer of Retained earnings to General reserve	-	-	500.00	-	(500.00)	-
ESOP cost amortized during the year	-	-	-	223.40	-	223.40
Security premium on issue of equity share during the year	-	19,607.86	-	-	-	19,607.86
Share issue expenses adjusted	-	(322.26)	-	-	-	(322.26)
Equity Dividend for the year 2016-17 (Refer note No. 16)	-	-	-	-	(325.92)	(325.92)
Tax on equity dividend (Refer note No. 16)	-	-	-	-	(68.20)	(68.20)
Balance as at March 31, 2018	**3,546.01**	**38,005.41**	**2,948.15**	**598.32**	**27,560.84**	**72,658.73**
Profit for the year	-	-	-	-	11,931.08	11,931.08
Other comprehensive income (net of tax)						
- Re-measurement (losses) on defined benefit plans	-	-	-	-	(84.58)	(84.58)
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**11,846.49**	**11,846.50**
Transfer of Retained Earnings to General Reserve	-	-	500.00	-	(500.00)	-
Impact of transitional adjustment due to adoption of Ind AS 115 under modified retrospective approach (Refer note 3.1)	-	-	-	-	(165.96)	(165.96)
ESOP cost amortized during the year	-	-	-	24.52	-	24.52
Securities premium on issue of equity share during the year	-	239.43	-	-	-	239.43
Less: Portion of loan outstanding given to M/s. Ramkrishna Forgings Limited Employee Welfare Trust adjusted.	-	(179.60)	-	-	-	(179.60)
Equity Dividend for the year 2017-18 (Refer note No. 16)	-	-	-	-	(325.92)	(325.92)
Tax on equity dividend (Refer note No. 16)	-	-	-	-	(68.20)	(68.20)
	-	**59.83**	**500.00**	**24.52**	**10,786.41**	**11,370.77**
Balance as at March 31, 2019	**3,546.01**	**38,065.24**	**3,448.15**	**622.84**	**38,347.25**	**84,029.50**

Significant Accounting Policies 2

The accompanying notes form an integral part of these standalone Ind AS financial statements

As per our report of even date

For S. R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005
Sd/-
Per Sanjay Kumar Agarwal
Partner
Membership No. 060352
Place : Kolkata
Dated : May 25, 2019

For and on behalf of the Board of Directors of
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Pawan Kumar Kedia
Finance Director
DIN: 00375557

Sd/-
Lalit Kumar Khetan
Chief Financial Officer
FCA: 056935

Notes to the Standalone Ind AS Financial Statements
as at and for the year ended March 31, 2019

1. Company Overview

Ramkrishna Forgings Limited ("the Company") is a Public Company domiciled in India and incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on National Stock Exchange of India (NSE) and Bombay Stock Exchange (BSE). The registered office of the Company is located at 72, Shakespeare Sarani, Kolkata - 700 017, West Bengal, India. The Company is primarily engaged in manufacturing and sale of forged components of automobiles, railway, wagons and engineering parts. The Company presently has manufacturing facilities at Jamshedpur, Gamaria, and Saraikela in Jharkhand and at Liluah in West Bengal. These standalone financial statements were approved and authorised for issue with the resolution of the Board of Directors on May 25, 2019.

2. Basis of Preparation of Financial Statements and Significant Accounting Policies

2.1 Basis of Preparation of financial statements and compliance with Indian Accounting Standards “Ind-AS"

These standalone financial statements comply in all material respects with the Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the 'Act'), Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and other relevant provisions of the Act. These standards and policies have been consistently applied to all the years presented, unless otherwise stated.

The financial statements have been prepared on a going concern basis under historical cost convention and on accrual method of accounting, except for certain financial assets/ liabilities measured at fair value as described in accounting policies regarding financial instruments. The financial statements are presented in INR which is the Company's functional and presentation currency and all values are rounded to the nearest lakhs (INR 1,00,000), except when otherwise indicated.

2.2 Current v/s Non Current Classification

The Company presents assets and liabilities in the Balance Sheet based on current / non-current classification.

An asset is classified as current when it is:

a. Expected to be realised or intended to be sold or consumed in the normal operating cycle,

b. Held primarily for the purpose of trading,

c. Expected to be realised within twelve months after the reporting period, or

d. Cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when:

a. It is expected to be settled in the normal operating cycle,

b. It is held primarily for the purpose of trading,

c. It is due to be settled within twelve months after the reporting period, or

d. There is no unconditional right to defer settlement of the liability beyond at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

2.3 Summary of Significant Accounting Policies

a) Property, Plant and Equipment

Tangible Assets and Depreciation.

Tangible Assets are stated either at deemed cost as considered on the date of transition to Ind AS or at cost of acquisition / construction together with any incidental expenses related to acquisition and appropriate borrowing costs, less accumulated depreciation and accumulated impairment loss, if any. An impairment loss is recognized where applicable, when the carrying value of tangible assets of cash generating unit exceed its fair value or value in use, whichever is higher.

Subsequent costs are included in the asset’s carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced component is derecognised when replaced. All other repairs and maintenance are charged to the statement of profit and loss during the reporting period in which they are incurred, if any.

Capital work in progress is stated at cost, net of accumulated impairment loss, if any.

Depreciation on property, plant and equipment is provided under the straight-line method over the useful lives of assets as prescribed in Part C of Schedule II to the Companies Act 2013 except for the following assets where the useful life considered is different than that prescribed in Schedule II on the basis of management's technical evaluation. The management believes that the useful lives as given below represents the period over which management expects to use these assets.

Notes to the Standalone Ind AS Financial Statements
as at and for the year ended March 31, 2019

Type of asset	Useful lives estimated by the management (years)
Air Conditioning Machines	10
Plant and Machinery (Including Dies)	10 to 40

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Depreciation for assets purchased / sold during the year is proportionately charged. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

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

b) Intangible assets

Intangible assets have a finite useful life and are stated at cost less accumulated amortisation, impairment loss, if any.

Computer Software for internal use, which is primarily acquired from third party vendors, is capitalised. Subsequent costs associated with maintaining such software are recognised as expense as incurred. Cost of software includes license fees and cost of implementation / system integration services, where applicable.

Gains or losses arising from derecognition of an Intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of profit or loss when the asset is derecognised.

Type of asset	Useful lives estimated by the management (years)
Intangible assets - Computer software	5

c) Impairment of non-financial assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount of the assets may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessment of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Reversal of impairment losses recognized in prior years is recorded when there is an indication that the impairment losses recognized for the assets no longer exist or have decreased.

d) Revenue Recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue is measured at the fair value of the consideration received or receivable, net of returns, discounts, volume rebates, outgoing sales taxes including goods and service tax. The Company has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor as it has pricing latitude and is also exposed to inventory and credit risks.

The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the Company regardless of when the payment is being made and specific criteria have been met for each of the Company's activities as described below.

Sale of Products

Revenue from sale of products is recognized when the Company transfers the control of goods to the customer as per the terms of contract. The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price, the Company considers the effects of variable consideration, the existence of significant financing component, non-cash considerations and consideration payable to the customer (if any). In case of DDP export sales where the Company provides warehousing services to its customers in their respective countries, revenue is recognised when the goods are lifted by the customer. In other cases of export sales, the Company believes that the control gets transferred to the customer on the date of bill of lading.

The Company adopted Ind AS 115 using the modified retrospective method of adoption with the date of initial application of April 1, 2018. Under this method,the standard can be applied either to all contracts at the date of initial application or only to contracts that are not completed at this date. The Company elected to apply the standard to all contracts as at 1 April, 2018. Also Refer Note 3.1

Export incentives

Exports entitlements are recognised when the right to receive credit as per the terms of the schemes is established in respect of the exports made by the Company and when there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds.

Notes to the Standalone Ind AS Financial Statements

as at and for the year ended March 31, 2019

Interest Income

For all debt instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. Interest income is included in finance income in the statement of profit and loss.

Dividend Income

Revenue is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

Die design and preparation charges

Revenues from die design and preparation charges are recognized on approval of die designs by the Customers.

Contract balances

Trade receivables

A receivable represents the Company's right to an amount of consideration that is unconditional i.e., only the passage of time is required before payment of the consideration is due.

Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration or an amount of consideration is due from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract.

e) Government Grants

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset in the form of the duty benefit availed under Export Promotion Capital Goods (EPCG) scheme, it is accounted for as Government grant and its amortised on the basis of fulfilment of underlying export obligations. Also Refer note 21.

Government grants such as for sales tax, export benefit scheme and other grants, for which related costs are recognised as expense, are recognised in the Statement of Profit and Loss on matching principle.

The Company considers government grant as part of its operations and hence considered as other operating revenues.

f) Inventories

Inventories are valued at the lower of cost and net realisable value after providing for obsolescence, if any. Costs incurred in bringing each product to its present location and conditions are accounted for as follows:

(i) **Raw materials, Stores and Spares:** These are valued at lower of cost and net realisable value. However, material and other items held for use in production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average method.

(ii) **Finished goods and work in progress:** These are valued at lower of cost and net realisable value. Cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity. Cost of finished goods also includes excise duty. Cost is determined on weighted average method.

(iii) **Scrap:** Scrap is valued at Net Realisable Value.

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

g) Financial Instruments

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

Financial Assets

Initial recognition and measurement:

The Company recognizes a financial asset in its Balance Sheet when it becomes party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate. For financial assets and financial liabilities at fair value through profit or loss, directly attributable transaction costs are immediately recognised in the Statement of Profit and Loss.

Notes to the Standalone Ind AS Financial Statements
as at and for the year ended March 31, 2019

Subsequent measurement:

For subsequent measurement, the Company classifies a financial asset in accordance with the below criteria:

i. The Company's business model for managing the financial asset and

ii. The contractual cash flow characteristics of the financial asset.

Based on the above criteria, the Company classifies its financial assets into the following categories:

i. Financial assets measured at amortized cost

ii. Financial assets measured at fair value through other comprehensive income (FVTOCI)

iii. Financial assets measured at fair value through profit or loss (FVTPL)

i. Financial assets measured at amortized cost:

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

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

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

This category applies to cash and bank balances, trade receivables, loans and other financial assets of the Company (Refer Note 38 for further details). Such financial assets are subsequently measured at amortized cost using the effective interest method. Under the effective interest method, the future cash receipts are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial asset over the relevant period of the financial asset to arrive at the amortized cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognized as interest income over the relevant period of the financial asset. The same is included under other income in the Statement of Profit and Loss.

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

ii. Financial assets measured at FVTOCI:

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

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

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

On Derecognition of such financial assets, cumulative gain or loss previously recognized in OCI is not reclassified from the equity to Statement of Profit and Loss. However, the Company may transfer such cumulative gain or loss into retained earnings within equity.

iii. Financial assets measured at FVTPL:

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

This is a residual category applied to all other investments of the Company excluding investments in subsidiary companies (Refer Note 38 for further details). Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Statement of Profit and Loss.

De-recognition:

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

i. The contractual rights to cash flows from the financial asset expires;

ii. The Company transfers its contractual rights to receive cash flows of the financial asset and has substantially transferred all the risks and rewards of ownership of the financial asset;

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

iv. The Company neither transfers nor retains substantially all risk and rewards of ownership and does not retain control over the financial asset.

In cases where Company has neither transferred nor retained substantially all of the risks and rewards of the financial asset, but retains control of the financial asset, the Company continues to recognize such financial asset to the extent of its continuing involvement in the financial asset. In that case, the Company also recognizes an associated liability. The financial asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Notes to the Standalone Ind AS Financial Statements
as at and for the year ended March 31, 2019

On Derecognition of a financial asset [except as mentioned in (ii) above for financial assets measured at FVTOCI] difference between the carrying amount and the consideration received is recognized in the Statement of Profit and Loss.

Impairment of financial assets:

The Company assesses on a forward looking basis the expected credit losses associated with its assets which are not fair valued through profit or loss. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 39A details how the Company determines whether there has been a significant increase in credit risk. For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109, 'Financial Instruments', which requires expected lifetime losses to be recognised from initial recognition of the receivables.

Financial Liabilities

Initial recognition and measurement:

Financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial liabilities (other than financial liabilities at fair value through profit or loss) are deducted from the fair value of the financial liabilities, as appropriate. For financial liabilities at fair value through profit or loss, directly attributable transaction costs are immediately recognised in the Statement of Profit and Loss.

Subsequent measurement:

All financial liabilities of the Company are subsequently measured at amortized cost using the effective interest method (Refer Note 38 for further details).

Under the effective interest method, the future cash payments are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial liability over the relevant period of the financial liability to arrive at the amortized cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognized as interest expense over the relevant period of the financial liability. The same is included under finance cost in the Statement of Profit and Loss.

Derecognition:

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

h) 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 the asset or liability, or

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

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

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

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

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

For assets and liabilities that are recognized in the 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.

i) Investment in Subsidiary Companies

Investment in subsidiaries are carried at cost or at deemed cost as considered on the date of transition to Ind- AS less provision for impairment loss, if any. Investments are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The details of such investments are given in Note 6.

Notes to the Standalone Ind AS Financial Statements

as at and for the year ended March 31, 2019

j) **Foreign Currency Transactions and Balances**

Initial Recognition:

On initial recognition, transactions in foreign currencies entered into by the Company are recorded in the functional currency (i.e. Indian Rupees), by applying to the foreign currency amount, the spot exchange rate between the functional currency and the foreign currency at the date of the transaction.

Measurement of foreign currency items at reporting date:

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. At the year end, monetary assets and liabilities denominated in foreign currencies are restated at the year end exchange rates. The exchange differences (other than relating to long-term foreign currency monetary items recognised up to March 31, 2017) arising from settlement of foreign currency transactions and from the year end restatement are recognised in profit and loss.

Exchange differences arising on reporting of long-term foreign currency monetary items recognised up to March 31, 2017 (i) relating to acquisition of depreciable capital assets is adjusted to the carrying amount of such assets (to be depreciated over the balance life of the related asset).

k) **Income Taxes**

Tax expense is the aggregate amount included in the determination of profit or loss for the period in respect of current tax and deferred tax.

Current Income tax:

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax:

Deferred income tax is provided, using the Balance sheet method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the standalone financial statements. Deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction that at the time of the transaction affects neither accounting profit/ loss nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

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

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax for the year. The deferred tax asset is recognised for MAT credit available only to the extent that it is probable that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset, it is created by way of credit to the statement of profit and loss and shown as part of deferred tax assets. The Company reviews the “MAT credit entitlement” asset at each reporting date and writes down the asset to the extent that it is no longer probable that it will pay normal tax during the specified period.

Presentation of current and deferred tax:

The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. In case of deferred tax assets and deferred tax liabilities, the same are offset if the Company has a legally enforceable right to set off corresponding current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on the Company.

l) **Provisions and Contingencies**

The Company recognizes provisions when a present obligation (legal or constructive) as a result of a past event exists and it is probable that an outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated.

Notes to the Standalone Ind AS Financial Statements

as at and for the year ended March 31, 2019

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

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

m) Cash and Cash Equivalents

Cash and Cash equivalents for the purpose of Cash Flow Statement comprise cash and cheques in hand, bank balances and demand deposits with banks where the original maturity is three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

n) Employee Benefits

Short Term Employee Benefits:

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits and they are recognized as an expense at the undiscounted amount in the Statement of Profit & Loss of the year in which related service is rendered.

Post-Employment Benefits:

I. Defined Contribution plans:

Contributions under Defined Contribution Plans payable in keeping with the related schemes are recognised as expenses for the period in which the employee has rendered the service.

II. Defined Benefit plans:

a. The liability or asset recognised in the balance sheet in respect of defined benefit plans is the present value of the defined benefits obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the Projected Unit Credit Method as per Ind AS 19 at the year end.

b. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on Government bonds that have terms approximating to the terms of the related obligations.

c. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in Employees Benefits Expense in the statement of profit and loss.

d. Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in Other Comprehensive Income. They are included in retained earnings in the statement of changes in equity.

e. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in the profit or loss as past service cost.

Other employee benefit obligations

The liabilities for earned leave and sick leave are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are measured annually by actuaries as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method as per Ind AS 19. The benefits are discounted using the market yields on Government bonds at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognized in the statement of profit and loss. Entitlements to annual leave (earned leave) are recognized when they accrue to employees. They can either be availed or encashed subject to a restriction on the maximum number of accumulation of leave.

o) Employee Stock Options Scheme/ Share based payments

The grant date fair value of equity settled share based payment awards granted to employees is recognized as an employee expense, with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options granted.

The total expense is recognized over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of the vesting period, the entity revises its estimates of the number of options that are expected to vest based on the non market vesting and service conditions. It recognizes the impact of the revision to original estimates, if any, in the Statement of Profit or Loss, with a corresponding adjustment to equity. The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

Notes to the Standalone Ind AS Financial Statements
as at and for the year ended March 31, 2019

p) Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

Company as a lessee

A lease is classified at the inception date as a finance lease or an operating lease. A lease that transfers substantially all the risks and rewards incidental to ownership to the Company is classified as a finance lease. Finance leases are capitalised at the commencement of the lease at the inception date fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in finance costs in the statement of profit and loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the Company's general policy on the borrowing costs. A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Operating lease payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term unless the same is in line with inflation.

q) Research and Development

Expenditure on research is recognized as an expense when it is incurred. Expenditure on development which does not meet the criteria for recognition as an intangible asset is recognized as an expense when it is incurred.

Items of property, plant and equipment and acquired Intangible Assets utilized for Research and Development are capitalized and depreciated in accordance with the policies stated for Property, Plant and Equipment and Intangible Assets.

r) 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.

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Other borrowing costs are expensed in the period in which they are incurred.

s) 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 financial statements. Otherwise, events after the Balance Sheet date of material size or nature are only disclosed.

t) 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 shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders are divided with the weighted average number of shares outstanding during the year after adjustment for the effects of all dilutive potential equity shares.

3.1 Changes in accounting policies and disclosures

New and amended standards

The Company applied Ind AS 115 for the first time. The nature and effect of the changes as a result of adoption of these new accounting standards are described below.

Ind AS 115 Revenue from Contracts with Customers

Ind AS 115 was issued on 28 March 2018 and supersedes Ind AS 11 Construction Contracts and Ind AS 18 Revenue and it applies, with limited exceptions, to all revenue arising from contracts with its customers. Ind AS 115 establishes a five-step model to account for revenue arising from contracts with customers and requires that revenue be recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

Ind AS 115 requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model to contracts with their customers. The standard also specifies the accounting for the incremental costs of obtaining a contract and the costs directly related to fulfilling a contract. In addition, the standard requires extensive disclosures.

The cumulative effect of initially applying Ind AS 115 under modified retrospective application approach is recognised at the date of initial application as an adjustment to the opening balance of retained earnings. Therefore, the comparative information was not restated and continues to be reported under Ind AS 11 and Ind AS 18.

Notes to the Standalone Ind AS Financial Statements

as at and for the year ended March 31, 2019

The effect of adopting Ind AS 115 as at April 1, 2018 and March 31, 2019 respectively is as follows :

Effective April 1,2018, the Company has adopted Ind-AS 115 - "Revenue from Contracts with Customers". As permitted under the standard, the Company has adopted modified retrospective approach and debited the retained earnings as at April 1,2018 by ₹ 165.97 lacs (net of deferred tax gain of Rs 89.15 lacs). As the Company has adopted modified retrospective approach, no reclassification have been made for contract assets and contract liabilities as at March 31, 2018. The application of Ind AS 115 did not have any any significant impact on the financial statements for the year ended March 31, 2019.

The above adjustment is in respect of export sales under DDP terms whereby the Company is responsible for arranging carriage and for delivering the goods to the customer's port/ warehouses including custom clearance at the destination country and also performing activities in relation to warehousing of goods in its own warehouse in the country of the customer. After adoption of Ind AS 115, the Company has deferred recognition of revenue on such sales till the time of delivery of goods to the customer's location as against earlier policy of recognition of such revenue on bill of lading date on the basis of transfer of risk and reward.

3.2 Key Accounting Estimates & Judgements

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

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below:

a. Income taxes

Deferred tax assets are recognised for unused tax losses / MAT carry forward to the extent is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies including amount expected to be paid / recovered for uncertain tax positions (Refer Note 10).

b. Property, Plant and Equipment and Useful Life of PPE and Intangible Assets

Management reviews its estimate of useful lives of property, plant and equipment at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of property, plant and equipment.

c. Defined Benefit Plans

Post-employment benefits represents obligation that will be settled in future and require assumptions to project benefit obligations. Post-employment benefits accounting is intended to reflect the recognition of future benefits cost over the employee's approximate service period, based on the terms of plans and the investment and funding decisions made. The accounting requires the Company to make assumptions regarding variables such as discount rate, rate of compensation increase and future mortality rates. Changes in these key assumptions can have a significant impact on the defined benefit obligations, funding requirements and benefit costs incurred. Refer Note 41.

d. Fair value measurement of Financial Instruments

When the fair values of financial assets and financial liabilities recorded in the Balance Sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques, including the discounted cash flow model, which involve various judgements and assumptions.

e. Provisions and Contingencies

Legal proceedings covering a range of matters are pending against the Company. Due to the uncertainty inherent in such matters, it is often difficult to predict the final outcomes. The cases and claims against the Company often raise difficult and complex factual and legal issues that are subject to many uncertainties and complexities, including but not limited to the facts and circumstances of each particular case and claim, the jurisdiction and the differences in applicable law, in the normal course of business. The Company consults with legal counsel and certain other experts on matters related to litigations. The Company accrues a liability when it is determined that an adverse outcome is probable and the amount of the loss can be reasonably estimated. In the event an adverse outcome is possible or an estimate is not determinable, the matter is disclosed.

Notes to the Standalone Ind AS Financial Statements
as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

4. Property, plant and equipment

Particulars	Freehold Land (Including cost of Development)	Factory Shed and Building	Office Building	Plant and Machinery	Furniture and Fixtures	Vehicles	Office Equipment's	Computer	Air Conditioning Machines	Total
Cost :										
As at April 1, 2017	**1,734.69**	**8,492.45**	**4,451.07**	**90,342.65**	**2,096.24**	**486.02**	**97.40**	**428.95**	**538.44**	**1,08,667.91**
Additions #	12.13	161.37	50.26	13,052.31	216.46	104.00	15.01	35.13	7.90	13,654.57
Disposals/ deductions/ adjustment *	-	-	-	108.29	-	37.26	-	-	-	145.55
As at March 31, 2018	**1,746.82**	**8,653.82**	**4,501.33**	**1,03,286.67**	**2,312.70**	**552.76**	**112.41**	**464.08**	**546.34**	**1,22,176.93**
Additions	-	637.34	562.59	13,999.41	226.63	155.01	22.91	356.80	14.49	15,975.18
Disposals/ deductions	22.39	-	-	90.25	-	30.85	-	-	2.52	146.01
As at March 31, 2019	**1,724.43**	**9,291.16**	**5,063.92**	**1,17,195.83**	**2,539.33**	**676.92**	**135.32**	**820.88**	**558.31**	**1,38,006.10**
Depreciation :										
As at April 1, 2017	**-**	**301.33**	**163.78**	**6,321.14**	**278.34**	**70.05**	**32.69**	**129.35**	**64.28**	**7,360.96**
Charge for the year	-	296.16	157.00	7,307.85	279.83	76.21	20.55	119.24	63.33	8,320.17
Disposals/ deductions	-	-	-	32.13	-	20.37	-	-	-	52.50
As at March 31, 2018	**-**	**597.49**	**320.78**	**13,596.86**	**558.17**	**125.89**	**53.24**	**248.59**	**127.61**	**15,628.63**
Charge for the year	-	310.19	168.32	10,949.13	287.10	81.66	19.41	97.60	64.86	11,978.27
Disposals/ deductions	-	-	-	61.06	-	24.02	-	-	1.98	87.06
As at March 31, 2019	**-**	**907.68**	**489.10**	**24,484.93**	**845.27**	**183.53**	**72.65**	**346.19**	**190.49**	**27,519.84**
Net Block :										
As at April 1, 2017	**1,734.69**	**8,191.12**	**4,287.29**	**84,021.51**	**1,817.90**	**415.97**	**64.71**	**299.60**	**474.16**	**1,01,306.95**
As at March 31, 2018	**1,746.82**	**8,056.33**	**4,180.55**	**89,689.81**	**1,754.53**	**426.87**	**59.17**	**215.49**	**418.73**	**1,06,548.30**
As at March 31, 2019	**1,724.43**	**8,383.48**	**4,574.82**	**92,710.90**	**1,694.06**	**493.39**	**62.67**	**474.69**	**367.82**	**1,10,486.26**

* Adjustment represents subsidy received in respect of land registration charges capitalised in earlier year.

An amount of ₹ 110.65 lakhs included in plant and machinery is towards Export Promotion Capital Goods scheme.

Notes to the Standalone Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

4. Property, plant and equipment	For the year ended	
	March 31, 2019	March 31, 2018
i) Details of expenditure on New / Expansion projects pending allocation and included in Capital work in progress		
Salaries, Wages & Allowances	279.87	669.11
Power and Fuel	-	155.97
Stores, Spares Consumed	-	949.17
Interest / Bank Charges	244.43	197.32
Miscellaneous Expenses	20.51	71.34
Travelling Expenses	9.29	1.98
Net loss on foreign currency transactions and translation	508.05	1,429.99
Professional Fees/ Consultancy	28.47	541.40
Total	**1,090.62**	**4,016.28**
Add: Balance brought forward from previous year	1,128.58	155.12
	2,219.20	**4,171.40**
Less: Transfer / Allocated to Property, Plant and equipment during the year	1,025.56	3,042.82
Balance Carried forward	1,193.64	1,128.58

ii) For lien / charge against property, plant and equipment, Refer note 17.3.

5. Intangible Assets	Computer Software
Cost :	
As at April 1, 2017	438.63
Additions	24.84
Disposals/ deductions	-
As at March 31, 2018	**463.47**
Additions	7.69
Disposals/ deductions	-
As at March 31, 2019	**471.16**
Depreciation :	
As at April 1, 2017	**101.13**
Charge for the year	**120.04**
Disposals/ deductions	-
As at March 31, 2018	**221.17**
Charge for the year	105.06
Disposals/ deductions	-
As at March 31, 2019	**326.23**
Net Block :	
As at April 1, 2017	**337.50**
As at March 31, 2018	**242.30**
As at March 31, 2019	**144.93**

5. (A) Depreciation and amortization expenses	For the year ended	
	March 31, 2019	March 31, 2018
Depreciation of Property, plant and equipment	11,978.27	8,320.17
Amortization of Intangible assets	105.06	120.04
Total	**12,083.33**	**8,440.21**

Notes to the Standalone Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

6.	Investments (Non-current)	Face Value per share (₹)	Number of shares		Amount	
i.	**Investments in subsidiaries**		March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
	At cost					
	Unquoted equity instruments (fully paid)					
	Investment in wholly owned subsidiaries					
	- Globe Forex & Travel Ltd.	10	47,87,650	47,87,650	1909.82	1909.82
	- Ramkrishna Aeronautics Pvt. Ltd.	10	1,00,002	1,00,002	10.00	10.00
					1,919.82	**1,919.82**
ii.	**Investments (other body corporate)**					
	At fair value through other comprehensive income					
	Unquoted equity instruments (fully paid)					
	- Adityapur Auto Cluster	1000	1,050	1,050	10.50	10.50
					10.50	10.50
	Total				**1,930.32**	**1,930.32**
	Aggregate value of unquoted investments				**1,930.32**	**1,930.32**

Additional Information:

a) Refer note 38 for information about fair value measurements.

b) The Company has given corporate guarantees on behalf of M/s. Globe Forex and Travels Limited amounting to ₹ 4,700.00 lakhs (March 31, 2018: ₹ 3,200.00 lakhs)

Notes to the Standalone Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

7. Trade receivables	Current	
	As at March 31, 2019	As at March 31, 2018
At amortised cost		
Unsecured		
Considered good	46,632.39	47,248.02
Less: Allowance for expected credit loss	(28.52)	(28.52)
	46,603.87	**47,219.50**

7.1: Trade receivables are non-interest bearing and are generally received within 180 days.

7.2: The carrying amount of trade receivables may be affected by the changes in the credit risk of the counterparties as well as the currency risk as explained in Refer note 39A.

7.3: No trade receivables are due from directors or other officers of the Company either severally or jointly with any other person nor any trade receivable are due from firms or companies in which any director is a partner, a director or a member.

7.4: The carrying amount of trade receivables in the previous year included receivables which were discounted with bank on recourse basis. However, the Company had retained the late payment and credit risk and hence had recognised the transferred assets in entirety in its balance sheet in the previous year.

As at the year ended March 31, 2019 the Company is not availing such facility. The relevant carrying amounts are as follows:

	As at March 31, 2019	As at March 31, 2018
Transferred receivables	-	9,052.79
Associated borrowings (Refer Note 17)	-	9,052.79

7.5: For lien / charge against trade receivables, Refer note 17.3.

8. Loans	Non-Current		Current	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
At amortised cost				
Unsecured, considered good				
Security deposits	1,196.11	1,162.98	-	-
Loan to Employees	54.20	59.26	64.44	86.06
	1,250.31	**1,222.24**	**64.44**	**86.06**

8.1. No loans and advances are due from directors or other officers of the Company either severally or jointly with any other person.

9. **Other Financial Assets** (Unsecured, considered good)	Non-Current		Current	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
At amortised cost				
Accrued Interest	-	25.93	1.87	87.61
Government Grant receivable	-	-	500.00	2,000.00
Others	-	-	164.15	1,623.79
At FVTPL				
Foreign - exchange forward contracts	-	-	875.18	-
Interest rate swaps	-	-	17.44	31.20
	-	**25.93**	**1,558.64**	**3,742.60**

9.1. Refer note 38 for determination of fair value

Notes to the Standalone Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

10. Taxes	Non-Current	
	As at March 31, 2019	As at March 31, 2018
i) Deferred Tax		
Deferred Tax Liabilities		
Depreciation and Amortization Expenses	13,009.06	12,250.13
On Others	305.82	-
Gross Deferred Tax Liabilities	**13,314.88**	**12,250.13**
Deferred Tax Assets		
On Retirement benefits expenses	390.59	209.44
Business loss including unabsorbed depreciation	-	1,976.36
MAT entitlement receivable [Refer note (a) below]	6,890.01	6,604.66
On Others	316.33	15.52
Gross Deferred Tax Assets	**7,596.93**	**8,805.98**
Deferred Tax Liabilities (Net)	**5,717.95**	**3,444.15**

a) In view of profitability projections (considering additional contribution from new plants) the Company expects that there would be sufficient taxable income in future periods to utilize MAT credit entitlements.

	Year ended	
	March 31, 2019	March 31, 2018
Reconciliation of deferred tax liabilities (net):		
Opening balance as of 1st April	**3,444.15**	**2,330.06**
Charge pertaining to impact of adoption of Ind AS 115 (Refer note 3.1)	(89.15)	-
Tax income/(expense) during the period recognised in profit or loss	2,408.38	1,119.36
Tax income/(expense) during the period recognised in OCI	(45.43)	(5.27)
Closing balance as at 31st March	**5,717.95**	**3,444.15**

	Year ended	
	March 31, 2019	March 31, 2018
ii) Tax expenses		
a) Income-tax expense recognised in the Statement of Profit and Loss		
Current tax		
Current tax on profits for the year	3,894.89	2,865.59
Adjustments for current tax for earlier years	9.46	(29.85)
Total current tax expense	3,904.35	2,835.74
Deferred Tax		
Origination and reversal of temporary differences	2,408.38	1,119.36
Total deferred tax expense (benefit)	2,408.38	1,119.36
Income-tax expense reported in the Statement of Profit and Loss	**6,312.73**	**3,955.10**
b) Income-tax expense recognised in Other Comprehensive Income		
Deferred tax - Remeasurement of post employment defined benefit obligation	45.43	5.27
Total deferred tax (expense) recognised in Other Comprehensive Income	45.43	5.27
Income-tax expense recognised in Other Comprehensive Income	**45.43**	**5.27**
c) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2019 and March 31, 2018:		
Profit before income tax	**18,243.81**	**13,421.12**
Enacted Income tax rate in India applicable to the Company	34.944%	34.608%
Tax on Profit before tax at the statutory Income tax rate in India	6,375.12	4,644.78

Notes to the Standalone Ind AS Financial Statements
as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

	Year ended March 31, 2019	Year ended March 31, 2018
Adjustments:		
Tax effect of amounts which are not deductible / (not taxable) in calculating taxable income:		
Items not deductible	75.84	59.66
Incentives / additional benefits allowable under Income-tax Act	(175.84)	(531.91)
Income tax (write back) / charge in respect of earlier years	9.46	(29.85)
Other items	28.14	(187.57)
Total Income tax expense	**6,312.73**	**3,955.10**

11. Current tax	As at March 31, 2019	As at March 31, 2018
a) Current tax asset		
Income Tax Refundable	23.02	23.02
	23.02	**23.02**
b) Current tax liabilities		
Opening Provision	411.07	-
Provision during the year	3,902.32	2,865.59
Less: Amount paid during the year	(4,122.84)	(2,454.52)
	190.55	**411.07**

12. Other assets	Non-Current		Current	
(Unsecured, considered good)	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
a) Capital advances	3,154.08	1,936.78	-	-
b) Advance other than capital advances				
- Advance to suppliers	-	-	456.32	568.02
c) Others				
- Prepaid expenses	30.63	52.83	458.49	289.00
- Export incentives receivable	-	-	1,144.14	750.20
- Balance with Government Authorities	1.15	51.81	733.31	2,139.02
- Leasehold prepayment	492.12	4.40	10.98	71.24
	3,677.98	**2,045.82**	**2,803.24**	**3,817.48**

13. Inventories	As at	
(Valued at lower of cost and net realisable value)	March 31, 2019	March 31, 2018
Raw Materials	7,923.06	8,367.23
Work in Progress	14,111.28	12,893.61
Finished Goods @	1,186.41	415.03
Stores & spares (including packing materials) #	9,655.68	6,996.99
Forgings Scrap	313.88	1,265.93
Less: Provision for Slow Moving Inventories	(64.28)	-
Total	**33,126.03**	**29,938.79**

Includes goods-in-transit ₹ 39.22 lakhs for Raw Materials and ₹ 102.28 lakhs for Stores and Spares (March 31, 2018: ₹ 123.19 for Stores and Spares)

@ Includes Finished Goods in transit ₹ 495.91 lakhs (March 31, 2018: Nil)

For lien / charge against inventories, Refer note 17.3.

Notes to the Standalone Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

14. a) Cash and Cash Equivalents:	As at	
	March 31, 2019	March 31, 2018
i) Cash in hand	3.34	1.70
ii) Balances with banks		
- On Current Accounts	190.35	34.95
Cash and Cash Equivalents	**193.69**	**36.65**
b) Other Bank Balances:		
- Earmarked balances (On unclaimed dividend accounts)	1.44	1.15
- Fixed deposits with original maturity of more than 3 months but less than 12 months	52.40	-
Other Bank Balances	**53.84**	**1.15**
Cash and Bank balances (a + b)	**247.53**	**37.80**

Changes in liabilities arising from financing activities

Particulars	April 01, 2018	Cash Flows	Changes in Fair value	Others*	March 31, 2019
Current borrowings	34,516.13	(1,074.82)	-	(234.45)	33,206.86
Non current borrowings (Including current maturities of long term debts (Refer note 19)	47,805.09	7,697.52	(103.82)	(456.44)	54,942.35
Total liabilities from financing activities	**82,321.22**	**6,622.70**	**(103.82)**	**(690.89)**	**88,149.21**

Particulars	April 01, 2017	Cash Flows	Changes in Fair value	Others*	March 31, 2018
Current borrowings **	43,061.65	(9,015.43)	-	469.91	34,516.13
Non current borrowings (Including current maturities of long term debts (Refer note 19)	50,490.23	(4,818.43)	(392.81)	1,740.49	47,805.09
Total liabilities from financing activities	**93,551.88**	**(13,833.86)**	**(392.81)**	**2,210.40**	**82,321.22**

* Represents the impact of foreign exchange reinstatement on foreign currency borrowing as at March 31, 2019 and March 31, 2018.

** Includes discounted trade receivable on recourse basis (Refer note 17.1.)

15. Equity share capital	Number of shares			
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
Authorised capital				
Equity shares of ₹ 10/- each	3,32,50,000	3,32,50,000	3,325.00	3,325.00
			3,325.00	**3,325.00**
Issued, subscribed and paid-up				
Equity shares of ₹ 10/- each	3,26,06,849	3,25,91,508	3,260.68	3,259.15
			3,260.68	**3,259.15**

a) Reconciliation of equity shares outstanding at the beginning and at the end of the year

Equity Shares with voting rights	Number of shares			
	For the year ended March 31, 2019	For the year ended March 31, 2018	For the year ended March 31, 2019	For the year ended March 31, 2018
At the beginning of the year	3,25,91,508	2,86,69,940	3,259.15	2,866.99
Issued during the year (Refer note c)	61,392	39,21,568	6.14	392.16
Less: Amount recoverable from M/s. Ramkrishna Forgings Limited Employee Welfare Trust towards 46,051 equity shares @ ₹ 10/- each.	(46,051)	-	(4.61)	-
At the end of the year	**3,26,06,849**	**3,25,91,508**	**3,260.68**	**3,259.15**

Notes to the Standalone Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

b) Terms / Rights attached to Equity Shares

The Company has only one class of equity shares having a par value of ₹ 10/- per share. Each share holder is eligible for one vote per share held. The dividend proposed by the Board of Director is subject to the approval of the shareholders in the ensuing Annual General meeting except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to their shareholding.

For the year ended March 31, 2019, the Board of Directors of the Company has recommended dividend of ₹ 1.50 per share (Previous year ₹ 1/- per share) to equity shareholders aggregating to ₹ 489.79 lakhs (Previous year ₹ 325.92 Lakhs). Proposed dividend is recognised in the year in which it is approved by the shareholders.

c) The Company during the year has issued and allotted 61392 numbers equity shares of face value ₹ 10/- each at a premium of ₹ 390/- aggregating to ₹ 6.14 lakhs towards equity share capital and ₹ 239.43 lakhs towards securities premium to Ramkrishna Forgings Limited Employee Welfare Trust under Ramkrishna Forgings Limited - Employee Stock Option Plan 2015 (RKFL ESOP Scheme 2015).

Further the Company has given ₹ 245.57 lakhs during the year by way of interest free loan to M/s. Ramkrishna Forgings Limited Employee Welfare Trust which would be recovered from the trust on issue of the aforesaid shares to the employees in terms of the above scheme. The trust has refunded ₹ 61.36 lakhs to the Company during the year for 15341 numbers equity shares issued to the employees @ ₹ 400/- each. The above loan adjusted to the extent of ₹ 4.60 lakhs in equity share capital and balance of ₹ 179.60 lakhs in the securities premium accounts.

d) The Company being ultimate holding company, there are no shares held by any other holding, ultimate holding company and their subsidiaries / associates. Details of shareholders holding more than 5% shares in the Company is given as below:

Equity shares of ₹ 10 each fully paid up	% holding		No of shares	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
Riddhi Portfolio Private Limited.	22.83%	22.38%	74,54,241	72,93,419
Eastern Credit Capital Private Limited.	17.21%	17.24%	56,18,500	56,18,500
Amansa Holdings Private Limited.	0.00%	7.28%	-	23,72,440
Aditya Birla Sun Life Trustee Private Limited A/c	5.23%	2.26%	17,07,276	7,36,838

e) The Company during the preceding 5 years -

i. has not allotted shares pursuant to contracts without payment received in cash.

ii. has not allotted shares as fully paid up by way of bonus shares.

iii. has not bought back any shares.

f) There are no calls unpaid by Directors / Officers of the Company.

g) The Company has not converted any securities into equity shares /preference shares during the above financial years.

h) The Company has not forfeited any shares during the above financial years.

16. Other equity	As at	
	March 31, 2019	March 31, 2018
Capital reserve (Refer note a)	3,546.01	3,546.01
Securities Premium Account (Refer note b)	38,065.24	38,005.41
General reserve (Refer note c)	3,448.15	2,948.15
Employee’s Stock Options Outstanding Account (Refer note d)	622.85	598.33
Retained earnings (Refer note e)	38,347.25	27,560.83
Total	**84,029.50**	**72,658.73**

a) Capital Reserve

This reserve had been created on account of capital subsidy received in the form of sales tax refund under Jharkhand Industrial Policy, 2001 and on account of forfeiture of share warrants money.

	Year ended	
	March 31, 2019	March 31, 2018
Opening balance	3,546.01	3,546.01
Add: Changes during the year	-	-
Closing Balance	**3,546.01**	**3,546.01**

Notes to the Standalone Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

b) Securities Premium Reserve

Securities Premium Account is used to record the premium on issue of shares. The same is utilised in accordance with the provisions of the Companies Act, 2013.

	Year ended	
	March 31, 2019	March 31, 2018
Opening balance	38,005.41	18,719.81
Add: Received on allotment of equity shares [1]	239.43	19,607.86
Less: Amount recoverable from M/s. Ramkrishna Forgings Limited Employee Welfare Trust towards 46,051 equity shares @ ₹390/- each (March 31, 2018: ₹ Nil) alloted to the trust (Refer note statement of changes in equity)	(179.60)	-
Less: Share issue expenses adjusted	-	(322.26)
Closing Balance	**38,065.24**	**38,005.41**

[1] Received ₹ 239.43 lakhs on the issue of share to Ramkrishna Forgings Limited Employee Welfare Trust during the year and ₹19,607.86 lakhs on allotment of equity share by way of Qualified Institutional Placement in the financial year 2017-2018

c) General reserve

Under the erstwhile Companies Act 1956, general reserve was created through an annual transfer of net profit at a specified percentage in accordance with applicable regulations. Consequent to introduction of Companies Act 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn though the Company may transfer such percentage of its profits for the financial year as it may consider appropriate. Declaration of dividend out of such reserve shall not be made except in accordance with rules prescribed in this behalf under the Act.

	Year ended	
	March 31, 2019	March 31, 2018
Opening balance	2,948.15	2,448.15
Add: Amount transferred from Retained earnings	500.00	500.00
Closing Balance	**3,448.15**	**2,948.15**

d) Employee's Stock Options Outstanding Reserve (ESOP)

Employee's Stock Options Outstanding is a stock option guaranteed to specified employees of the Company. It offers option's holder the right but not an obligation to purchase shares of the Company on fulfilment of conditions mentioned in ESOP scheme at the price decided at the time of grant of options. (Refer note 30)

	Year ended	
	March 31, 2019	March 31, 2018
Opening balance	598.33	374.93
Add: Charge for the year (Refer note 30)	24.52	223.40
Closing Balance	**622.85**	**598.33**

e) Retained earnings

	Year ended	
	March 31, 2019	March 31, 2018
Balance at the beginning of the year	27,560.83	18,998.88
Less: Impact of transitional adjustment due to adoption of Ind AS 115 under modified retrospective approach (Refer note 3.1)	(165.96)	-
Add: Profit for the year	11,931.08	9,466.02
Add: Other Comprehensive Income for the year (net of tax)	(84.58)	(9.95)
	39,241.37	28,454.95
Less: Transfer to General Reserve	(500.00)	(500.00)
Less: Dividend	(325.92)	(325.92)
Less: Dividend distribution tax	(68.20)	(68.20)
	38,347.25	**27,560.83**

Notes to the Standalone Ind AS Financial Statements
as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

17. Borrowings	Non-Current	
	As at March 31, 2019	As at March 31, 2018
At amortised cost		
Secured :		
Term Loans From banks		
- Domestic currency loans	37,702.23	24,039.72
- Foreign currency loans	17,082.13	19,211.29
- Buyers line of credit	-	4,429.82
- Auto car loan	157.99	124.26
Total	**54,942.35**	**47,805.09**
Less: Current maturities of long term debts (Refer note 19)	9,126.65	9,197.26
Total	**45,815.70**	**38,607.83**

	Current	
	As at March 31, 2019	As at March 31, 2018
Secured :		
Working Capital facilities:		
Repayable on demand :		
From banks		
- Cash Credit	622.94	770.98
- Working Capital Demand / Short Term Loans	3,200.00	2,000.00
- Packing Credit	25,074.64	17,592.33
- Bill discounting (Refer note 17.1)	-	9,052.79
Unsecured :		
Repayable on demand :		
From banks		
- Working Capital Demand / Short Term Loans	500.00	2,500.00
- Buyers line of credit	-	32.20
- Bill discounting (Refer note 17.2)	3,809.28	2,567.83
Total	**33,206.86**	**34,516.13**

17.1. The Company had discounted trade receivable on recourse basis of ₹ 9052.79 lakhs as on March 31,2018. Accordingly, the monies received on this account were shown as borrowings as the trade receivable did not meet the de-recognition criteria. These were secured against the underlying debtors. Subsequently such balances have been fully realised by the bank. As on March 31, 2019 the Company is not availing the above facility. Also Refer note 7.4.

17.2. Represents purchase bills discounted with bank ₹ 3809.28 lakhs (March 31, 2018: ₹ 2567.83 lakhs)

17.3 The Company has taken borrowings in domestic and foreign currencies towards funding of its capital expenditure, working capital requirements and general corporate purpose. The borrowings comprise funding arrangements with various banks . The Company's total borrowings and a summary of security provided by the Company are as follows -

Particulars	As at March 31, 2019	As at March 31, 2018
Secured long term borrowings	54,942.35	47,805.09
Secured short term borrowings	28,897.58	29,416.10
Unsecured short term borrowings	4,309.28	5,100.03
Total borrowings	**88,149.21**	**82,321.22**

Notes to the Standalone Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

Facility Category	Security Details	Payment Frequency	As at March 31, 2019	As at March 31, 2018
Rupee Term Loans	**Primary Security:** Term loans (except those which are having exclusive charge) are secured by way of first pari-passu charge over all immovable and moveable fixed assets, both present and future, of the Company excluding those assets for which there is an exclusive charge of other lenders and subject to charges of the Company's bankers created / to be created in their favour for Working Capital loans. **Secondary Security:** It is further secured by the second charge on the current assets of the Company, both present and future, excluding receivables discounted by any other bank and exclusively charged to discounting lender.	Repayable in balance 161 quarterly instalments	27,873.23	18,748.55
Buyers Line of Credit *			-	4,429.82
Suppliers Line of Credit *			1,739.54	-
		Repayable in balance 4 half yearly instalments	4,834.68	6,831.08
Foreign Currency Term Loans		Repayable in balance 12 quarterly instalments.	2,574.33	4,226.61
Rupee Term Loan	Secured by way of first pari-passu charge over all immovable and moveable fixed assets, both present and future, of the Company excluding those assets for which there is an exclusive charge of other lenders.	Repayable in balance 24 quarterly instalments	873.92	-
Rupee Term Loan	Term loans (except those which are having exclusive charge) are secured by way of first pari-passu charge over all immovable and moveable fixed assets, both present and future, of the Company excluding those assets for which there is an exclusive charge of other lenders and subject to charges of the Company's lenders created / to be created in their favour for Working Capital loans. It is also secured by exclusive charge on the office building at 72, Shakespeare Sarani, Kolkata-700017. **Collateral Security:** It is further secured by the second charge on the current assets of the Company, both present and future and exclusively charged to discounting lender.	Repayable in balance 18 quarterly instalments	4,955.07	4,942.58
Rupee Term Loan	Exclusive charge on the office property acquired out of the rupee term loan facility.	Repayable in balance 34 quarterly instalments	4,000.00	-
Rupee Term Loan	Exclusive charge on the assets financed by the bank.	Repaid in current year.	-	348.59
Foreign Currency Term Loan	Term Loan is secured by the exclusive first charge on the 125 MN Front Axles, Crankshafts, and Stub Axle (four at a time) Forging Press Line imported from SMS Meer,Gmbh.	Repayable in balance 11 half yearly instalments	7,933.59	8,153.60
Auto Loans	Secured by the exclusive first charge on the asset financed by the banks.	Repayable in balance 124 monthly instalments	157.99	124.26

Notes to the Standalone Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

Facility Category	Security Details	Payment Frequency	As at March 31, 2019	As at March 31, 2018
Cash Credit	Working capital loans from banks are secured by first pari-passu charge on current assets of the Company, both present and future, excluding receivables discounted by any other bank and exclusively charged to discounting lender, subject to prior charges in favour of banks created/ to be created in respect of any existing / future financial assistance / accommodation which has been/may be obtained by the Company. **Collateral Security :** Second pari-passu charge over all immovable and moveable fixed assets, both present and future, of the Company excluding assets which are exclusively charged to other lenders.	On demand	622.94	770.98
Working Capital Demand Loan / Short term Loan		On demand	3,200.00	2,000.00
Packing Credit Loan in Foreign Currency		On demand	541.34	15,992.33
Packing Credit Loan in INR.		On demand	24,533.30	1,600.00
Secured Bill Discounting	Exclusive Charge on bills of underlying customer for the hundies discounted by the Bank.	On demand	-	9,052.79
Unsecured Bill Discounting	Unsecured	On demand	3,809.28	2,567.83
Working Capital Demand / Short Term Loans	Unsecured	On demand	500.00	2,500.00
Buyers Credit	Unsecured	On demand	-	32.20
Total			**88,149.21**	**82,321.22**

* Buyers and Suppliers line of credit is a part of term loan facilities extended by the banks.

17.4. Terms of repayment of total borrowings outstanding as of March 31, 2019 are provided below:

Borrowings	Range of Effective Interest Rate%	<=1 year	1-3 years	3-5 Years	>5 years
Domestic Currency Term Loan	9.25 - 11.25	3,649.31	11,782.71	13,510.79	10,938.73
Auto Loan	8.25 - 10.25	65.89	52.09	40.02	-
Foreign Currency Term Loan	1.25 - 6.53	5,650.31	6,286.89	3,002.02	750.51
Cash Credit	9.40 - 13.05	622.94	-	-	-
Working Capital Demand Loan/ Short term Loan	8.55- 8.60	3,200.00	-	-	-
PCFC	Euribor+2	541.34	-	-	-
PCFC in INR	6.00 - 6.85	24,533.30	-	-	-
Unsecured Loan - Bill Discounting - IDFC	9.60	3,809.28	-	-	-
Unsecured Loan - Short Term Loan	8.75	500.00	-	-	-
		42,572.37	**18,121.69**	**16,552.83**	**11,689.24**

The above maturity is based on the total principal outstanding gross of the processing fees and charges of ₹ 786.92 lakhs

Notes to the Standalone Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

18. Trade payables	As at	
	March 31, 2019	March 31, 2018
At amortised cost		
Total outstanding due of micro and small enterprises (Refer Note 34)	260.44	12.71
Total outstanding due of creditors other than micro and small enterprises	11,969.35	11,707.14
Acceptance given to Bank	13,548.86	17,165.67
	25,518.21	28,872.81
	25,778.65	**28,885.52**

Trade payables are non- interest bearing and are normally settled within 90 days credit terms.

19. Other financial liabilities	Current	
	As at March 31, 2019	As at March 31, 2018
At amortised cost		
Employee related dues	1,253.71	1,181.46
Interest accrued but not due on borrowings	529.91	387.48
Payable for capital goods	1,052.67	3,188.05
Current maturities of long-term borrowings (Refer note.17)	9,126.65	9,197.26
Unpaid dividends@1	1.44	1.15
Other financial liabilities@2	785.67	690.97
At FVTPL		
Foreign - exchange forward contracts	-	44.40
	12,750.05	**14,690.77**

@1 Appropriate transfers have been made by the Company to the Investor Education and Protection Fund during the year. There are no amounts due and outstanding to be credited to Investor Education and Protection Fund under section 125 of the Companies Act, 2013 as at the year end.

@2 Other financial liabilities includes liabilities for carriage outwards etc.

19.1. Refer Note 38 for determination of fair value

20. Provisions	Current	
	March 31, 2019	March 31, 2018
Provision for gratuity (Refer note 41)	247.72	85.93
Provision for compensated absences	310.11	204.90
	557.83	**290.83**

Notes to the Standalone Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

21. Other liabilities	Non-Current		Current	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Advance from customers	-	-	267.52	153.54
Statutory dues payable	-	-	285.53	253.97
	-	**-**	**553.05**	**407.51**
Government grants				
Opening balance #	3,826.22	4,064.17	237.95	237.95
Addition during the year	110.65	-	-	-
Reclassified from non-current to current	(1,241.13)	(237.95)	1,241.13	237.95
Released to Statement of Profit and Loss	(922.61)	-	(237.95)	(237.95)
Closing balance	**1,773.13**	**3,826.22**	**1,241.13**	**237.95**
	1,773.13	**3,826.22**	**1,794.18**	**645.46**

Includes Government assistance in the form of the duty benefit availed under Export Promotion Capital Goods (EPCG) scheme on purchase of property, plant and equipment accounted for as Government grant and being amortised on basis of fulfilment of export obligations for the current year as against amortisation over the life of the underlying assets untill last year.

22. Revenue from operations	For the year ended	
	March 31, 2019	March 31, 2018
Sale of products **	1,63,806.15	1,34,100.30
Sale of services		
- Job Work	1.25	11.37
- Die design and preparation charges	371.23	288.04
Other operating revenues		
- Sales of Scrap	11,949.44	8,205.71
- Export incentives	2,441.88	1,844.24
- Foreign exchange difference on operating assets and liabilities	938.22	659.49
- Subsidies / Government Grants	1,160.56	223.51
	1,80,668.73	**1,45,332.66**

** Revenue includes excise duty collected from customers of ₹ Nil (March 31, 2018: ₹ 1,785.77 lakhs). Revenue from operations for previous periods up to June 30, 2017 includes excise duty. From July 1, 2017 onwards the excise duty and most indirect taxes in India have been replaced Goods and Service Tax (GST). The Company collects GST on behalf of the Government. Hence, GST is not included in Revenue from operations. In view of the aforesaid change in indirect taxes, Revenue from operations year ended March 31, 2019 is not comparable with March 31, 2018.

23. Other income	For the year ended	
	March 31, 2019	March 31, 2018
Interest Income recognised on Financial assets, recognised at amortised cost	123.96	160.95
Fair value gain on financial instruments at fair value through profit or loss	108.88	179.71
Miscellaneous Income	66.01	78.70
	298.85	**419.36**

24. Cost of material consumed	For the year ended	
	March 31, 2019	March 31, 2018
Inventory at the beginning of the year (Refer note 13)	8,367.23	3,695.59
Add: Purchases	93,875.58	77,844.74
	1,02,242.81	81,540.33
Less: Inventory as at end of the year (Refer note 13)	7,923.06	8,367.23
Cost of Raw Materials consumed	**94,319.75**	**73,173.10**

Notes to the Standalone Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

25. (Increase) in Inventories of Finished Goods and Work in Progress	For the year ended	
	March 31, 2019	March 31, 2018
Inventory at the beginning of the year (Refer note 13)		
Work-in-progress	12,893.61	12,990.42
Forging scrap	1,265.93	515.46
Finished goods	415.03	240.27
Vendor managed inventories	-	8.56
	14,574.57	**13,754.71**
Inventory at the end of the year (Refer Note 13)		
Work-in-progress	14,111.28	12,893.61
Forging scrap	313.88	1,265.93
Finished goods	1,186.41	415.03
Vendor managed inventories	-	-
	15,611.57	**14,574.57**
Impact of Excise duty on stock	-	(83.94)
Impact of transitional adjustment due to adoption of Ind AS 115 under modified retrospective approach (Refer note 3.1)	467.51	-
Inventory loss on trial run during the year	(1,100.24)	(891.26)
	(1,669.73)	**(1,795.06)**

26. Employee benefits expense	For the year ended	
	March 31, 2019	March 31, 2018
Salaries, wages and bonus (including Managing and Whole time Director's remuneration)	8,650.51	7,706.65
Contribution to provident & other funds	534.78	452.54
Gratuity expense (Refer note 41)	143.17	93.84
Employees stock option plan (Refer note 30)	24.52	223.40
Staff welfare expenses	329.13	262.22
	9,682.11	**8,738.65**

27. Finance costs	For the year ended	
	March 31, 2019	March 31, 2018
Interest expenses	5,756.15	5,532.62
Other borrowing costs	2,165.55	1,449.41
	7,921.70	**6,982.03**

Notes to the Standalone Ind AS Financial Statements
as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

28. Other expenses	For the year ended	
	March 31, 2019	March 31, 2018
Carriage inward expenses	571.05	283.04
Consumption of stores and spares (Including packing materials)	8,734.52	7,028.90
Processing charges	6,252.83	5,347.61
Repairs and maintenance		
- Plant & machineries	490.68	432.34
- Factory shed & buildings	89.94	95.69
- Others	469.72	376.35
Rent (Refer note 31)	49.57	46.41
Rates & taxes	22.39	25.80
Insurance	437.65	396.51
Director sitting fees & commission	35.40	20.15
Bank charges & commission	77.93	58.49
Postage, telegraph & telephone	57.67	80.72
Legal & professional fees [a]	436.48	551.58
Travelling & conveyance expenses	638.79	954.60
Advertisement	24.58	15.84
Payment to auditors [b]	75.27	45.31
Brokerage & commission expenses	75.16	77.25
Vehicle running expenses	85.10	85.91
Carriage outward expenses	1,127.86	1,304.33
Export expenses	4,222.87	4,163.58
Balances written off (Net)	630.71	238.86
Loss on Sales / Discarded Assets (Net)	13.66	19.59
Allowance for bad and doubtful debts	-	28.52
Miscellaneous expenses [c]	1,519.14	1,160.83
	26,138.97	**22,838.21**

	For the year ended	
	March 31, 2019	March 31, 2018
a. Legal and professional expenses include payment to a firm of solicitors in which a Director is a partner	**3.57**	**35.36**

	For the year ended	
	March 31, 2019	March 31, 2018
b. Details of payment to Auditors:		
Audit Fees	37.00	26.00
Limited Review	22.00	13.65
For other Services (Certification fees)	13.50	3.95
Reimbursement of Expenses	2.77	1.71
	75.27	**45.31**

c. Includes Corporate social responsibility expenses of ₹ 171.40 lakhs (March 31, 2018 : ₹ 121.35 lakhs), Refer note 35.

Notes to the Standalone Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

29. Earnings per equity share (EPS)		For the year ended	
		March 31, 2019	March 31, 2018
Numerator for basic and diluted EPS			
Net profit after tax attributable to shareholders (in ₹ lakhs)	(A)	11,931.08	9,466.02
Denominator for basic EPS			
- Weighted average number of equity shares for basic EPS	(B)	3,25,94,886	3,13,98,921
Denominator for diluted EPS			
- Weighted average number of equity shares for diluted EPS *	(C)	3,26,81,921	3,15,48,504
* After considering impact of ESOP (Refer note 30)			
Basic earnings per share of face value of ₹ 10/- each (in ₹)	**(A/B)**	**36.60**	**30.15**
Diluted earnings per share of face value of ₹ 10/- each (in ₹)	**(A/C)**	**36.51**	**30.00**

* After considering impact of ESOP (Refer note 30)

30. Ramkrishna Forgings Limited - Employee Stock Option Plan 2015 (RKFL ESOP Scheme 2015)

The Board of Directors at its meeting held on August 7, 2015, approved the Employee Stock Option Scheme 2015 (“ESOP Scheme 2015”) for the grant upto 700000 stock option to its permanent employees working in India and wholetime Directors of the Company, in one or more tranches. Each option would be converted into one fully paid-up equity share of ₹ 10/- each of the Company. The same was approved by the members in the 33rd Annual General Meeting of the Company held on September 12, 2015. The ESOP Scheme 2015 shall be administered by the Nomination and Remuneration Committee through the Ramkrishna Forgings Limited Employee Welfare Trust. The Scheme was further amended in the 34th Annual General Meeting held on September 24, 2016 wherein the exercise price per share was reduced from ₹ 505.58 per share to ₹ 400/- per share.

The above granted options shall vest as under:

Date of Vesting	Eligibility
3rd year	30%
4th year	30%
5th year	40%

The above vesting will be dependent on achievement of certain performance criteria as laid down by the Nomination and Remuneration Committee.

Movement of Options Granted:

The movement of the options under ESOP Scheme 2015 for the year ended March 31, 2019 are as follows:

Particulars	March 31, 2019	March 31, 2018
Outstanding at beginning of the year	2,61,217	2,58,799
Granted during the year	-	20,044
Forfeited / Cancelled during the year	20,688	17,626
Exercised during the year	15,341	-
Outstanding at the end of the year	2,25,188	2,61,217

Particulars	March 31, 2019	March 31, 2018
Range of exercise prices	400.00	400.00
Weighted Average Exercise Price	400.00	400.00
Weighted Average Remaining contractual years	2.72	2.72

Notes to the Standalone Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

Fair Valuation:

The fair value of the options used to compute net profit and earnings per share have been done by an independent valuer using Black-Scholes-Model. The details of key assumptions used in the valuation are as under:

Particulars	March 31, 2019	March 31, 2018
Exercise Price (₹)	400.00	400.00
Risk-Free Interest Rate	7.65%	7.65%
Life of Options Granted	6.11	6.11
Expected Volatility	53.97%	53.97%
Expected Dividend Yield	0.36%	0.36%
Weighted-Average Fair Value per Option (₹)	344.80	344.80

Stock Price: Closing price on National Stock Exchange on the date of grant has been considered.

Volatility: The historical volatility over the expected life has been considered to calculate the fair value.

Risk-free rate of return: The risk-free interest rate being considered for the calculation is the interest rate applicable for a maturity equal to the expected life of the options based on the zero-coupon yield curve for Government Securities.

Exercise Price: Exercise Price of each specific grant has been considered.

Time to Maturity: Time to Maturity / Expected Life of options is the period for which the Company expects the options to be live.

Expected dividend yield: Expected dividend yield has been calculated as an average of dividend yields for five financial years preceding the date of the grant.

31. Leases

Operating Leases Commitments : Company as Lessee

The Company's leasing agreements are in respect of lands. These agreements range between 30 to 99 years. The aggregate lease rental payables are charged as rent in the Statement of Profit and Loss.

	For the year ended	
Particulars	March 31, 2019	March 31, 2018
Lease rentals recognised in the Statement of Profit and Loss during the year	49.57	46.41

Future minimum rentals payable under non-cancellable operating leases as at March 31, 2019 are as follows:

	For the year ended	
Particulars	March 31, 2019	March 31, 2018
Minimum lease payments to be recognised in the Statement of Profit and Loss in future years		
- Within one year	8.74	2.84
- After one year but not more than 5 years	44.62	14.52
- More than 5 years (including future lease rentals for land)	5,536.31	4,740.93

32. Segment information

The Company is into manufacturing of forging components and the management reviews the performance of the Company as a single operating segment "Forging components" in accordance with Ind AS 108 "Operating Segments" notified pursuant to Companies (Accounting Standards) Rule, 2015. The Company has presented segment information in the consolidated financial statements. Accordingly, in accordance with paragraph 4 of Ind AS 108 no separate segment information has been furnished herewith.

Notes to the Standalone Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

33. Contingent Liabilities and Commitments:		As at	
		March 31, 2019	March 31, 2018
A.	**Contingent Liabilities / claims against the Company not acknowledged as debts**		
(i)	Electricity	45.24	45.24
(ii)	Excise/Service tax demands - matters under dispute	1,431.15	30.77
(iii)	Sales tax demands - matters under dispute	175.76	395.72
(iv)	Goods and Service Tax - matters under dispute	45.12	-
(v)	Income tax demands - matters under dispute	233.62	266.29
(vi)	Bank Guarantees	567.63	567.63
(vii)	Custom duty on Capital goods imported under EPCG Scheme, against which export obligation of ₹ 19,353.03 Lakhs (March 31, 2018 : ₹ 31,532.12 lakhs) is to be fulfilled	1,988.38	4,317.33
(viii)	Guarantees given by the Company on behalf of subsidiary #	4,700.00	3,200.00

The Outstanding short term loan in the book of subsidiary M/s. Globe Forex and Travels Limited as on March 31, 2019 is ₹ 3,618.65 lakhs (March 31, 2018: ₹ 2182.86 lakhs).

		As at	
		March 31, 2019	March 31, 2018
B.	**Capital and other commitments**		
(i)	Estimated amount of contracts remaining to be executed on capital account and not provided for (Net of advance).	16,113.20	9,431.20

34. Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006.		As at	
		March 31, 2019	March 31, 2018
a)	Principal amount and the interest due thereon remaining unpaid to each supplier at the end of each accounting year.		
	Principal amount remaining unpaid to any supplier at the end of the accounting year.	260.44	12.71
	Interest due on above	-	-
	Total	**260.44**	**12.71**
b)	Amount of interest paid by the buyer in terms of Section 16 of the Act, along with amount of payment made beyond the appointed date during the year.	-	-
c)	Amount of interest accrued and remaining unpaid at the end of the financial year.	-	-
d)	Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the due date during the year) but without adding the interest specified under the Act.	-	-
e)	Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose disallowance as a deductible expenditure under Section 23 of the Act.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management.

Notes to the Standalone Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

35. Corporate social responsibility	As at	
	March 31, 2019	March 31, 2018
Details of CSR Expenditure		
Gross amount required to be spent by the Company during the year	159.83	112.56
Amount spent (in cash) during the year:		
i) Construction acquisition of any asset	-	-
ii) On purposes other then (i) above	171.40	112.56

36. The Company has been granted certificate of registration for its in- house research and development unit of its plant located at village Baliguma, P. O. Kolabera, P.S. Saraikela, Dist Saraikela Kharswan, Jamshedpur, Jharkhand, by the Ministry of Science and Technology, Government of India. The below mentioned expenditure are related to research and development facilities of the Company.

Expenditure on research and development

	For the year ended	
	March 31, 2019	March 31, 2018
i. **Revenue Expenditure :**		
Raw materials	18.78	10.91
Tools & consumables	-	38.57
Salary paid to employees	586.89	603.93
Power & Fuel (Electricity charges)	3.57	3.63
Miscellaneous expenses	36.46	16.11
Total	**645.70**	**673.15**
ii. **Capital expenditure :**	120.23	269.00
Total research and development expenditure	**765.94**	**942.15**

37. Related Party Disclosures:

Related parties where control exists :

(i) **Subsidiaries**

(i) Globe Forex & Travels Limited
(ii) Ramkrishna Aeronautics Private Limited.

(ii) **Enterprises over which Key Management Personnel and their relatives are able to exercise significant influence**

(i) Riddhi Portfolio Pvt. Ltd.
(ii) Eastern Credit Capital (P) Ltd.
(iii) Ramkrishna Rail & Infrastructure Pvt. Ltd.
(iv) Clifftop Infrabuild Pvt. Ltd.
(v) Northeast Infra Properties Pvt. Ltd.
(vi) Dove Airlines Private Ltd.
(vii) Chaitanya Aviation Private Ltd.
(viii) Mahabir Prasad Jalan (HUF)
(ix) Naresh Jalan (HUF)
(x) Pawan Kumar Kedia (HUF)

(iii) **Key Management Personnel (KMP)**

Mahabir Prasad Jalan	Chairman cum Whole Time Director.
Naresh Jalan	Managing Director
Pawan Kumar Kedia	Finance Director
Sikandar Yadav (From 02.06.2017 till 13.12.2017)	Chief Financial Officer
Lalit Kumar Khetan (Appointed on 25.05.2018)	Chief Financial Officer
Rajesh Mundhra	Company Secretary
Ram Tawakya Singh	Independent Director *
Padam Kumar Khaitan	Independent Director *

Notes to the Standalone Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

	Amitabha Guha	Independent Director *
	Yudhisthir Lal Madan	Independent Director *
	Aditi Bagri	Independent Director *
	Sandipan Chakravortty	Independent Director *
	Partha Sarathi Bhattacharyya	Independent Director *
	Ranaveer Sinha (Appointment on 02.02.2019)	Independent Director *
(iv)	**Relative of Key Management Personnel**	
	Rashmi Jalan	Wife of Naresh Jalan
	Chaitanya Jalan	Son of Naresh Jalan
	Alok Kedia	Son of Pawan Kumar Kedia
(v)	**Trusts managed by the Company**	Ramkrishna Forgings Employee Welfare Trust Ramkrishna Foundation
(vi)	**Firm where a director is a partner**	Khaitan & Co., LLP Khaitan & Co.

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year:

Sl No.	Name of the Related Party	Relationship	Nature of transactions	Transaction Amount for the year ended	Outstanding as at	Transaction Amount for the year ended	Outstanding as at
				March 31, 2019		March 31, 2018	
i.	Globe Forex & Travels Ltd.	Subsidiary of the Company	Loan Given *	250.00	-	-	-
			Loan repayment	250.00			
			Interest Received	10.48	-	-	-
			Commission Paid / Payable	38.55	-	27.85	-
			Investment in equity share	-	1,909.82	-	1,909.82
			Travelling Expenses	317.65	-	281.70	67.55
			Corporate guarantee given **	1,500.00	4,700.00	-	3,200.00
			* Represents loan given for business purpose				
ii.	Ramkrishna Aeronautics Pvt. Ltd.	Subsidiary of the Company	Investment in equity share	-	10.00	-	10.00
iii.	Riddhi Portfolio Pvt. Ltd.	Enterprise over which KMP and their relatives are able to exercise significant influence	Rent Paid	6.00	-	6.00	-
			Interest free Deposit given	-	1.50	-	1.50
			Dividend paid	73.23	-	72.88	-
iv.	Dove Airlines Pvt. Ltd.	Enterprise over which KMP and their relatives are able to exercise significant influence	Travelling Expenses	122.18	-	437.40	-
v.	Eastern Credit Capital Pvt. Ltd.	Enterprise over which KMP and their relatives are able to exercise significant influence	Dividend paid	56.19	-	56.19	-
vi.	Khaitan & Co., LLP	Firm where a director is a partner	Legal fees	1.91	-	35.36	-

Notes to the Standalone Ind AS Financial Statements
as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

Sl No.	Name of the Related Party	Relationship	Nature of transactions	Transaction Amount for the year ended March 31, 2019	Outstanding as at March 31, 2019	Transaction Amount for the year ended March 31, 2018	Outstanding as at March 31, 2018
vii.	Khaitan & Co.	Firm where a director is a partner	Legal fees	1.66	-	-	-
viii.	Mahabir Prasad Jalan	Key Management Personnel #	Short-term employee benefits	228.46	14.50	228.25	34.08
			Lease Rent paid / payable	12.00	-	12.00	1.00
			Commission paid / payable	100.00	100.00	50.00	50.00
			Dividend paid	4.51	-	4.51	-
ix.	Mahabir Prasad Jalan (HUF)	Enterprise over which KMP and their relatives are able to exercise significant influence	Dividend paid	1.20	-	1.20	-
x.	Naresh Jalan	Key Management Personnel #	Short-term employee benefits	125.60	0.86	125.59	20.73
			Post-employment benefits	10.18	0.85	10.18	0.85
			Other long-term benefits	12.21	1.02	12.21	1.02
			Lease Rent paid / payable	12.00	-	12.00	1.00
			Commission paid / payable	-	-	50.00	50.00
			Rent paid / payable	6.00	-	6.00	0.50
			Dividend paid	2.86	-	2.86	-
xi.	Naresh Jalan (HUF)	Enterprise over which KMP and their relatives are able to exercise significant influence	Dividend paid	2.69	-	2.69	-
xii.	Pawan Kumar Kedia	Key Management Personnel #	Short-term employee benefits	44.67	0.72	34.93	2.31
			Post-employment benefits	2.03	0.17	1.77	0.15
			Other long-term benefits	2.43	0.20	2.12	0.18
			Dividend paid	0.14	-	0.14	-
xiii.	Pawan Kumar Kedia (HUF)	Enterprise over which KMP and their relatives are able to exercise significant influence	Dividend paid	0.05	-	0.05	-
xiv.	Sikandar Yadav	Key Management Personnel (from 02/06/2017 till 13/12/2017)	Short-term employee benefits	-	-	39.07	-
			Post-employment benefits	-	-	1.60	-
xv.	Rajesh Mundhra	Key Management Personnel	Short-term employee benefits	44.25	0.44	33.91	2.31
			Post-employment benefits	1.50	0.13	1.31	0.11
			Other long-term benefits	1.81	0.15	1.57	0.13
			Dividend paid	0.15	-	0.15	-
xvi.	Lalit Kumar Khetan	Key Management Personnel	Short-term employee benefits	69.35	3.57	-	-
			Other long-term benefits	3.82	0.32	-	-

Notes to the Standalone Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

Sl No.	Name of the Related Party	Relationship	Nature of transactions	Transaction Amount for the year ended March 31, 2019	Outstanding as at March 31, 2019	Transaction Amount for the year ended March 31, 2018	Outstanding as at March 31, 2018
xvii.	Ram Tawakya Singh	Key Management Personnel	Sitting Fees	5.80	-	3.35	-
xviii.	Padam Kumar Khaitan	Key Management Personnel	Sitting Fees	4.55	-	2.95	-
xix.	Amitabha Guha	Key Management Personnel	Sitting Fees	5.70	-	3.30	-
xx.	Yudhisthir Lal Madan	Key Management Personnel	Sitting Fees	6.70	-	3.05	-
xxi.	Ramkrishna Foundation	Trusts managed by the Company	CSR expenses	171.40	-	121.35	-
xxii.	Aditi Bagri	Key Management Personnel	Sitting Fees	4.50	-	3.50	-
xxiii.	Sandipan Chakravortty	Key Management Personnel	Sitting Fees	4.65	-	2.00	-
xxiv.	Partha Sarathi Bhattacharyya	Key Management Personnel	Sitting Fees	3.50	-	2.00	-
xxv.	Rashmi Jalan	Relative of Key Management Personnel	Dividend paid	4.19	-	4.19	-
xxvi.	Chaitanya Jalan	Relative of Key Management Personnel	Salary paid	11.09	0.77	9.02	0.98
			Other long-term benefits	0.58	0.05	0.36	-
			Dividend paid	0.09	-	0.07	-
xxvi.	Alok Kedia	Relative of Key Management Personnel	Salary paid	11.82	0.66	9.19	0.79
			Post-employment benefits	0.48	0.04	0.38	0.03
			Other long-term benefits	0.57	0.05	0.46	0.04
			Dividend paid	0.00	-	0.00	-

	Nature of transactions	Transaction Amount for the year ended March 31, 2019	Transaction Amount for the year ended March 31, 2018
Total of remuneration to key management personnel	Sitting Fees	35.40	20.15
	Short-term employee benefits	512.33	461.76
	Post-employment benefits	14.19	15.24
	Other long-term benefits	21.42	16.71
	Commission paid / payable	138.55	127.85

Note :

Excludes leave encashment and gratuity which is based on actuarial valuation provided on overall Company basis.

* The Independent Directors have been considered as Key Management Personnel only for above reporting as per the requirements of Ind AS 24 - Related Party Disclosures.

** The Corporate Guarantee given pertains to outstanding short term loan in the book of subsidary M/s. Globe Forex and Travels Limited as on March 31, 2019 is ₹ 3,618.65 lakhs (March 31, 2018: ₹ 2,182.86 lakhs).

$ Dividend paid to Mr. Alok Kedia ₹ 20/- (March 31, 2018: ₹ 20/-)

Notes to the Standalone Ind AS Financial Statements
as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

38. Financial instruments

A. Financial Assets and liabilities:

The accounting classification of each category of financial instruments, and their carrying amounts, are set out below:

Particulars	March 31, 2019 Carrying Amount / Fair Value	March 31, 2018 Carrying Amount / Fair Value
Financial Assets		
Financial assets carried at amortised cost		
Trade receivables (Refer note. 7)	46,603.87	47,219.50
Loans - Non-current (Refer note. 8)	1,250.31	1,222.24
Other Non-current financial assets (Refer note. 9)	-	25.93
Cash and Bank balances (Refer note. 14a and 14b)	247.53	37.80
Loans - Current (Refer note. 8)	64.44	86.06
Other Current financial assets (Refer note. 9)	666.02	3,711.40
Total financial assets carried at amortised cost	**48,832.17**	**52,302.93**
Financial assets at FVTPL		
Derivative instrument (Refer note. 9)	892.62	31.20
Total financial assets carried at FVTPL	**892.62**	**31.20**
Financial assets at fair value through Other Comprehensive Income (OCI)		
Investments (Refer note. 6)	10.50	10.50
Total financial assets carried at fair value through Other Comprehensive Income (OCI)	**10.50**	**10.50**
Financial Liabilities		
Financial liabilities carried at amortised cost		
Short term borrowings (Refer note. 17)	33,206.86	34,516.13
Long term borrowings (Refer note. 17)	45,815.70	38,607.83
Trade payables (Refer note. 18)	25,778.65	28,885.52
Other Current financial liabilities (Refer note. 19)	12,750.05	14,646.37
Other Non-current financial liabilities (Refer note. 19)	-	-
Total financial liabilities carried at amortised cost	**1,17,551.27**	**1,16,655.86**
Financial Liabilities at FVTPL		
Derivative instruments (Refer note. 19)	-	44.40
Total financial liabilities carried at FVTPL	**-**	**44.40**

The Management assessed that the fair value of cash and cash equivalents, trade receivables, derivative instruments, trade payables and other current financial assets and liabilities approximate their carrying amounts largely due to the short term maturities of these instruments.

B. Fair value hierarchy:

The Company uses the following hierarchy for determining and/or disclosing the fair value of financial instruments by valuation techniques:

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

(ii) Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices).

(iii) Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Notes to the Standalone Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

The below table summarises the categories of financial assets and liabilities as at March 31, 2019 and March 31, 2018 measured at fair value:

Financial Asset	Level 1	Level 2	Level 3
At fair value through other comprehensive income as at March 31, 2019			
- Investments	-	-	10.50
At FVTPL as at March 31, 2019			
- Derivative financial instruments	-	892.62	-
At fair value through other comprehensive income as at March 31, 2018			
- Investments	-	-	10.50
At FVTPL as at March 31, 2018			
- Derivative financial instruments	-	31.20	-

Note 38B : Fair value hierarchy: (Contd.)

Financial Liabilities	Level 1	Level 2	Level 3
At FVTPL as at March 31, 2018			
- Derivative financial instrument	-	44.40	-

Fair valuation method and assumptions:

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties other than in a forced or liquidation sale. The following methods and assumptions are used to estimate the fair values

i) The fair value of derivative financial instruments is determined based on observable market inputs including currency spot and forward rates, yield curves, currency volatility etc. These derivatives are estimated by using the pricing models, where the inputs to those models are based on readily observable market parameters, contractual terms, period to maturity, maturity parameters and foreign exchange rates. These models do not contain a high level of subjectivity as the valuation techniques used do not require significant judgement and inputs thereto are readily observable from market rates. The said valuation has been carried out by the counter party with whom the contract has been entered with and management has evaluated the credit and non-performance risks associated with the counterparties and believes them to be insignificant and not requiring any credit adjustments.

ii) The Company has determined the carrying value of the non-current investment as its fair value in the absence of any available observable inputs.

iii) There has been no transfer between Level 1, Level 2 and Level 3 during the above periods.

39A Financial Risk Management Objectives and Policies:

The Company’s principal financial liabilities comprises borrowings, trade and other payables and other financial liabilities. The main purpose of these financial liabilities is to finance and support the operations of the Company. The Company’s principal financial assets include trade and other receivables, loans and cash and cash equivalents that derive directly from its operations.

The Company’s business activities are exposed to a variety of risks including liquidity risk, credit risk and market risk. The Company seeks to minimize potential adverse effects of these risks on its financial performance and capital. Financial risk activities are identified, measured and managed in accordance with the Company's policies and risk objectives which are summarized below and are reviewed by the senior management.

(A) Credit risk

Credit risk refers to risk of financial loss to the Company if customers or counterparties fail to meet their contractual obligations. The Company is exposed to credit risk from its operating activities (mainly trade receivables).

(i) Credit risk management

(a) Trade Receivables

Customer credit risk is managed by the respective departments subject to the company's established policies, procedures and controls relating to customer credit risk management. Customer credit risk is managed by the Company through its established policies and procedures which involve setting up credit limits based on credit profiling of individual customers, credit approvals for enhancement of limits and regular monitoring of important developments viz. payment history, change in credit rating, regulatory changes, industry outlook etc. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 7. Outstanding receivables are regularly monitored and an impairment analysis is performed at each reporting date on an individual basis for each major customer. On account of adoption of Ind AS 109, the Company uses expected credit loss model to assess the impairment loss or reversal thereof.

Notes to the Standalone Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

(b) Deposits and financial assets (Other than trade receivables):

Credit risk from balances with banks is managed by the Company's treasury department in accordance with the Company's policy.

(B) Liquidity Risk

Liquidity risk implies that the Company may not be able to meet its obligations associated with its financial liabilities. The Company manages its liquidity risk on the basis of the business plan that ensures that the funds required for financing the business operations and meeting financial liabilities are available in a timely manner and in the currency required at optimal costs. The Management regularly monitors rolling forecasts of the Company's liquidity position to ensure it has sufficient cash on an ongoing basis to meet operational fund requirements.

Additionally, the Company has committed fund and non-fund based credit lines from banks which may be drawn anytime based on Company's fund requirements. The Company endeavours to maintain a cautious liquidity strategy with positive cash balance and undrawn bank lines throughout the year.

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include contractual interest payments.

Contractual maturity of financial liabilities	Upto 1 year	1 Year to 3 year	3 year to 5 year	More than 5 years	Total
March 31, 2019					
Long Term Borrowings (including current maturities of long term borrowings) **	9,365.51	18,121.69	16,552.83	11,689.24	55,729.27
Current Borrowings	33,206.86				33,206.86
Trade payable	25,778.65	-	-	-	25,778.65
Other financial liabilities (excluding current maturities of long term borrowings)	3,093.49	-	-	-	3,093.49
	71,444.51	**18,121.69**	**16,552.83**	**11,689.24**	**1,17,808.28**
March 31, 2018					
Long Term Borrowings (including current maturities of long term borrowings) **	9,197.26	17,340.92	12,840.81	9,109.76	48,488.75
Current Borrowings*	34,516.13	-	-	-	34,516.13
Trade payable	28,309.19	-	-	-	28,309.19
Other financial liabilities (excluding current maturities of long term borrowings)	6,274.29	-	-	-	6,274.29
	78,296.87	**17,340.92**	**12,840.81**	**9,109.76**	**1,17,588.36**

* The Company had discounted trade receivable on recourse basis of ₹ 9052.79 lakhs as on March 31,2018. Accordingly, the monies received on this account were shown as borrowings as the trade receivable did not meet the de-recognition criteria. These were secured against the underlying debtors. Subsequently such balances have been fully realised by the bank. As on March 31, 2019 the Company is not availing the above facility.

** The above maturity is based on the total principal outstanding gross of the processing charges.

Note 39A : Financial Risk Management Objectives and Policies: (Contd.)

(C) Market Risk

Market risk is the risk that the fair value of future cash flow of financial instruments may fluctuate because of changes in market conditions. Market risk broadly comprises three types of risks namely foreign currency risk, interest rate risk and price risk (for commodities) . The above risks may affect the Company's income and expense and profit. The Company's exposure to and management of these risks are explained below.

(i) Foreign currency risk

The Company operates in international markets and therefore is exposed to foreign currency risk arising from foreign currency transactions. The exposure relates primarily to the Company's operating activities (when the revenue or expense is denominated in foreign currency), borrowings in foreign currencies. Majority of the Company's foreign currency transactions are in USD while the rest are in EURO, JPY and GBP. The major imports are only in respect of capital goods. The risk is measured through forecast of highly probable foreign currency cash flows

The risk of fluctuations in foreign currency exchange rates on its financial liabilities including trade and other payables etc, which are mainly in US Dollars , are mitigated through the natural hedge, as Company's export sales are predominantly in US dollars and such economic exposure through trade and other receivables in US dollars provide natural alignment. Hence, a reasonable variation in the Foreign exchange rate would not have much impact on the profit/ equity of the Company.

Notes to the Standalone Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

(a) Foreign currency risk exposure

The Company's exposure to foreign currency risk at the end of the reporting period expressed INR in lakhs, are as follows:

	March 31, 2019			March 31, 2018			
	INR equivalent of			INR equivalent of			
	USD	EUR	GBP	USD	EUR	JPY	GBP
Financial Assets							
Trade receivables	22,931.39	3,507.29	693.16	19,890.77	3,231.12		106.35
Other Financial Assets	-	15.99	-	-	1,616.15	-	-
Foreign exchange forward contracts for Sale of foreign currency	(21,173.11)	(1,165.09)	-	(2,281.13)	-	-	-
Net exposure to foreign currency risk (assets)	**1,758.28**	**2,358.19**	**693.16**	**17,609.64**	**4,847.27**	**-**	**106.35**
Financial liabilities							
Foreign currency loan	8,332.99	9,290.49	-	28,108.01	10,878.97	2,393.41	-
Trade payables and Capital Goods	169.60	16.45	-	212.78	1,557.87	1,050.51	-
Net exposure to foreign currency risk (liabilities)	**8,502.59**	**9,306.93**	**-**	**28,320.79**	**12,436.84**	**3,443.91**	**-**
Net exposure to foreign currency risk (Assets- Liabilities)	**(6,744.31)**	**(6,948.74)**	**693.16**	**(10,711.15)**	**(7,589.57)**	**(3,443.91)**	**106.35**

(b) Foreign currency Rate Sensitivity

A fluctuation in the exchange rates of 1% with other conditions remaining unchanged would have the following effect on Company's profit or loss before taxes as at March 31, 2019 and March 31, 2018:

	Impact on profit before tax [Increase / (Decrease)]	
	FY 2018-19	FY 2017-18
USD sensitivity :		
INR/USD- Increase by 1%*	(67.44)	(107.11)
INR/USD- Decrease by 1%*	67.44	107.11
EUR sensitivity :		
INR/EUR- Increase by 1%	(69.49)	(75.90)
INR/EUR- Decrease by 1%	69.49	75.90
JPY sensitivity :		
INR/JPY- Increase by 1%	-	(34.44)
INR/JPY- Decrease by 1%	-	34.44
GBP sensitivity :		
INR/GBP- Increase by 1%	6.93	1.06
INR/GBP- Decrease by 1%	(6.93)	(1.06)

* Holding all other variable constant

(ii) Interest rate risk

The Company is exposed to interest rate risk on short-term and long-term floating rate instruments. The borrowings of the Company are principally denominated in Indian Rupees , Euro and US dollars with a mix of fixed and floating rates of interest. The Company has a policy of selectively using interest rate swaps and other derivative instruments to manage its exposure to interest rate movements. These exposures are reviewed by appropriate levels of management on a regular basis. The majority of the borrowings are at floating rates and its future cash flows will fluctuate because of changes in market interest rates.

Notes to the Standalone Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

(a) Interest Rate Risk Exposure

The exposure of the Company's borrowings to interest rate changes at the end of the reporting period are as follows:

	As at	
	March 31, 2019	March 31, 2018
Variable rate financial liabilities	80,702.52	39,961.95

(b) Sensitivity

Profit or loss is sensitive to higher / lower interest expense from borrowings as a result of changes in interest rates.

	Impact on profit before tax [Increase / (Decrease)]	
	FY 2018-19	FY 2017-18
Interest Rates - Increase by 50 basis points (50 bps) *	(403.51)	(199.81)
Interest Rates - Decrease by 50 basis points (50 bps) *	403.51	199.81

* Holding all other variable constant

(iii) Commodity Price Risk

Commodity price risk results from changes in market prices for raw materials, mainly steel in the form of rounds and billets which forms the largest portion of Company's cost of sales.

The principal raw materials for the Company products are alloy and carbon steel which are purchased by the Company from the approved list of suppliers. Most of the input materials are procured from domestic vendors. Raw material procurement is subject to price negotiation. Further, a significant portion of the Company's volume is sold based on price adjustment mechanism which allows for recovery of the changed raw material cost from its customers.

39B Capital management

For the purposes of the Company's capital management, capital includes issued capital, free reserves and borrowed capital less reported cash and cash equivalents. The primary objective of the Company's capital management is to maintain an efficient capital structure to reduce the cost of capital, support the corporate strategy and to maximise shareholder's value. The Company's policy is to borrow primarily through banks to maintain sufficient liquidity. The Company also maintains certain undrawn committed credit facilities to provide additional liquidity. These borrowings, together with cash generated from operations are utilised for operations of the Company. The Company monitors capital on the basis of cost of capital.

Particulars	As at	
	March 31, 2019	March 31, 2018
Borrowings (including interest accrued thereon)	88,679.12	82,708.70
Less: Cash and cash equivalents (Refer note 14a)	(193.69)	(36.65)
Net debt (A)	**88,485.43**	**82,672.05**
Equity Share Capital	3,260.68	3,259.15
Other equity (excluding ESOP and Capital Reserve)	79,860.64	68,514.39
Total equity (B)	**83,121.32**	**71,773.54**
Total capital (A+B)	**1,71,606.75**	**1,54,445.59**
Debt- Equity ratio (A / B)	**1.06**	**1.15**

No changes were made in the objectives policies or processes for managing capital during the years ended March 31, 2019 and March 31, 2018.

Notes to the Standalone Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

40. Distribution made and proposed to be made

Particulars	For the year ended	
	March 31, 2019	March 31, 2018
Dividend on equity shares declared and paid		
For the year ended on March 31, 2018 : ₹ 1/- per share (March 31, 2017 : ₹ 1/- per share)	325.92	325.92
Dividend distribution tax (DDT) on final dividend	68.20	68.20
Proposed dividend on equity shares :		
For the year ended on March 31, 2019: ₹ 1.50 per share (March 31, 2018 : ₹ 1/- per share)	489.79	325.92
Dividend distribution tax (DDT) on proposed dividend	100.70	68.20

Proposed dividends on equity shares are subject to approval at the annual general meeting and hence are not recognised as a liability (including DDT thereon).

41. Employee Benefits

a) Gratuity plan

Funded scheme

The Company has a defined benefit gratuity plan for its employees ("Gratuity Scheme"). The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the Act, every employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the employee's length of service and salary at retirement age. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn) for each completed year of service as per the provisions of the Payment of Gratuity Act, 1972. The scheme is funded with an insurance company.

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

Statement of Profit and Loss :

Net employee benefits expense (recognised in Employee Cost)

i. Expenses Recognised in the Statement of Profit & Loss	Gratuity (Funded)	
	For the year ended	
	March 31, 2019	March 31, 2018
Current Service Cost	111.01	89.44
Net Interest Cost / (Income) on the Net Defined Benefit Liability / (Asset)	6.70	4.40
Components of defined benefit cost recognised in Statement of Profit & Loss	**117.71**	**93.84**
Actuarial (gains) / losses arising from:		
Change in financial assumptions	27.33	(15.73)
Experience variance (i.e. Actual experience vs assumptions)	105.11	22.48
Return on plan assets, excluding amount recognised in net interest expense	**(2.43)**	**8.47**
Components of defined benefit costs recognised in other comprehensive income	**130.01**	**15.22**
Total Expense	**247.72**	**109.07**

ii. Bifurcation of Net Liability	Gratuity (Funded)	
	As at	
	March 31, 2019	March 31, 2018
Present value of Defined Benefits Obligation	1,058.23	755.86
Fair value of plant assets	810.52	669.94
Net liability	**247.72**	**85.93**
Current liability	247.72	85.93
Non-Current liability	-	-
Net liability	**247.72**	**85.93**

Notes to the Standalone Ind AS Financial Statements
as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

iii. Changes in the present value of obligation:	Gratuity (Funded)	
	As at	
	March 31, 2019	March 31, 2018
Present value of obligation as at the beginning	755.86	635.50
Current service cost	111.01	89.44
Interest expense or cost	58.92	47.31
Re-measurement (gain) / loss arising from:		
Change in financial assumptions	27.33	(15.73)
Experience variance (i.e. Actual experience vs assumptions)	105.11	22.48
Benefits paid	-	(23.14)
Present value of obligation as at the end of the year	**1,058.23**	**755.86**

iv. Changes in the Fair Value of Plan Assets during the year:	Gratuity (Funded)	
	As at	
	March 31, 2019	March 31, 2018
Fair Value of Plan Assets as at the beginning	669.94	576.35
Investment Income	52.22	42.91
Employer's Contribution	85.93	59.15
Return on plan assets , excluding amount recognised in net interest expense	2.43	(8.47)
Fair Value of Plan Assets as at the end of the year	**810.52**	**669.94**

v. Major Categories of Plan Assets as a percentage of total plan assets	Gratuity (Funded)	
	As at	
	March 31, 2019	March 31, 2018
Funds managed by Insurer	100%	100%

vi. Actuarial Assumptions	Gratuity (Funded)	
	As at	
	March 31, 2019	March 31, 2018
Discount rate (per annum)	7.70%	7.80%
Salary growth rate (per annum)	6% for the first two years, 5% for the next three years and 4% thereafter	6% for the first two years, 5% for the next three years and 4% thereafter
Mortality Rate (as % of IALM 2006-08)	100%	100%
Normal retirement date	60 years	60 years
Withdrawal rate (per annum)	2%	2%

Notes to the Standalone Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

vii. Sensitivity Analysis	Impect of Gratuity (Funded) (Present value of obligation)			
	As at			
	March 31, 2019		March 31, 2018	
Assumption	1% increase	1% decrease	1% increase	1% decrease
Discount Rate	957.57	1,176.80	684.06	840.33
Salary Growth Rate	1,179.45	953.88	842.31	681.37
Attrition Rate	1,095.52	1,015.80	782.44	725.56
Mortality Rate	1,059.70	1,056.76	756.95	754.77

viii. During the year 2019-20, the Company expects to contribute ₹ 366.73 lakhs (March 31, 2018: ₹ 177.05 lakhs) to gratuity scheme.

ix. Maturity Profile of Defined Benefit Obligation:

	Gratuity (Funded)	
	As at	
	March 31, 2019	March 31, 2018
1 year	102.21	68.87
2 to 5 years	254.14	191.22
6 to 10 years	498.96	337.64
More than 10 years	2,049.90	1,499.73

b) Provident Fund:

Contribution towards provident fund are recomputed as expenses in the statement of profit and loss. The Company has a defined contribution plan. Under the defined contribution plan, provident fund is contributed to the Government administered provident fund. The Company has no further contractual nor any constructive obligation, other than the contribution payable to the provident fund. The expense recognised during the period towards defined contribution plan is ₹ 446.40 Lakhs (March 31, 2018: ₹ 364.95 Lakhs)

42. Details of the Loan given, Investment made and Guarantee given covered under section 186(4) of the Companies Act, 2013

Details of loan given and Investment made are provided under the respective heads.

Name of the Company	As at	
	March 31, 2019	March 31, 2018
1. Globe Forex & Travels Limited	4,700.00	3,200.00

Corporate Guarantee given by the Company is in respect of the Working Capital Loan taken by Subsidiary for business purpose.

43. Standards issued but not effective

The amendments to standards that are issued, but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company intends to adopt these standards, if applicable, when they become effective. The Ministry of Corporate Affairs (MCA) has issued the Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, 2019 amending the following standard:

Ind AS 116 Leases

Ind AS 116 Leases was notified on March 30, 2019 and it replaces Ind AS 17 Leases, including appendices thereto. Ind AS 116 is effective for annual periods beginning on or after April 1, 2019. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under Ind AS 17. The standard includes two recognition exemptions for lessees – leases of 'low-value' assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Lessees will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right-of-use asset. Lessees will be also required to remeasure the lease liability upon the occurrence of certain events (e.g., a change in the lease term, a

(All amounts in INR Lakhs, unless otherwise stated)

change in future lease payments resulting from a change in an index or rate used to determine those payments). The lessee will generally recognise the amount of the remeasurement of the lease liability as an adjustment to the right-of-use asset. Lessor accounting under Ind AS 116 is substantially unchanged from today's accounting under Ind AS 17. Lessors will continue to classify all leases using the same classification principle as in Ind AS 17 and distinguish between two types of leases: operating and finance leases. The Company intends to adopt this standard. However, adoption of this standard is not likely to have a significant impact on its profit and loss although the leased assets and liability may increase by ₹ 5589.67 lakhs in respect of plant related leasehold land.

Appendix C to Ind AS 12 Uncertainty over Income Tax Treatment

The Interpretation addresses the accounting for income taxes when tax treatments involve uncertainty that affects the application of Ind AS 12 and does not apply to taxes or levies outside the scope of Ind AS 12, nor does it specifically include requirements relating to interest and penalties associated with uncertain tax treatments. The Interpretation specifically addresses the following:

- Whether an entity considers uncertain tax treatments separately

- The assumptions an entity makes about the examination of tax treatments by taxation authorities

- How an entity determines taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates

- How an entity considers changes in facts and circumstances

An entity has to determine whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments. The approach that better predicts the resolution of the uncertainty should be followed.

The interpretation is effective for annual reporting periods beginning on or after April 1, 2019, but certain transition reliefs are available. The Company will apply the interpretation from its effective date.

These amendments shall have no material impact on the financial statements of the Company.

Amendments to Ind AS 109: Prepayment Features with Negative Compensation

Under Ind AS 109, a debt instrument can be measured at amortised cost or at fair value through other comprehensive income, provided that the contractual cash flows are 'solely payments of principal and interest on the principal amount outstanding' (the SPPI criterion) and the instrument is held within the appropriate business model for that classification. The amendments to Ind AS 109 clarify that a financial asset passes the SPPI criterion regardless of the event or circumstance that causes the early termination of the contract and irrespective of which party pays or receives reasonable compensation for the early termination of the contract.

The amendments should be applied retrospectively and are effective for annual periods beginning on or after 1 April 2019. These amendments have no impact on the financial statements of the Company.

Amendments to Ind AS 19: Plan Amendment, Curtailment or Settlement

The amendments to Ind AS 19 address the accounting when a plan amendment, curtailment or settlement occurs during a reporting period. The amendments specify that when a plan amendment, curtailment or settlement occurs during the annual reporting period, an entity is required to:

- Determine current service cost for the remainder of the period after the plan amendment, curtailment or settlement, using the actuarial assumptions used to remeasure the net defined benefit liability (asset) reflecting the benefits offered under the plan and the plan assets after that event.

- Determine net interest for the remainder of the period after the plan amendment, curtailment or settlement using: the net defined benefit liability (asset) reflecting the benefits offered under the plan and the plan assets after that event; and the discount rate used to remeasure that net defined benefit liability (asset).

The amendments also clarify that an entity first determines any past service cost, or a gain or loss on settlement, without considering the effect of the asset ceiling. This amount is recognised in profit or loss.

The amendments apply to plan amendments, curtailments, or settlements occurring on or after the beginning of the first annual reporting period that begins on or after 1 April 2019. These amendments will apply only to any future plan amendments, curtailments, or settlements of the Company.

Notes to the Standalone Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

Annual improvement to Ind AS (2018);

These improvements include:

Amendments to Ind AS 12: Income Taxes

The amendments clarify that the income tax consequences of dividends are linked more directly to past transactions or events that generated distributable profits than to distributions to owners. Therefore, an entity recognises the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events.

An entity applies those amendments for annual reporting periods beginning on or after April 1, 2019. Since the Company's current practice is in line with these amendments, the Company does not expect any effect on its financial statements.

Amendments to Ind AS 23: Borrowing Costs

The amendments clarify that an entity treats as part of general borrowings any borrowing originally made to develop a qualifying asset when substantially all of the activities necessary to prepare that asset for its intended use or sale are complete.

An entity applies those amendments to borrowing costs incurred on or after the beginning of the annual reporting period in which the entity first applies those amendments. An entity applies those amendments for annual reporting periods beginning on or after 1 April 2019. Since the Company's current practice is in line with these amendments, the Company does not expect any effect on its financial statements.

As per our report of even date

For S. R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005
Sd/-
Per Sanjay Kumar Agarwal
Partner
Membership No. 060352
Place : Kolkata
Dated : May 25, 2019

For and on behalf of the Board of Directors of
Ramkrishna Forgings Limited

	Sd/-	Sd/-
	Mahabir Prasad Jalan	**Naresh Jalan**
	Chairman	*Managing Director*
	DIN: 00354690	DIN: 00375462
Sd/-	Sd/-	Sd/-
Rajesh Mundhra	**Pawan Kumar Kedia**	**Lalit Kumar Khetan**
Company Secretary	*Finance Director*	*Chief Financial Officer*
ACS: 12991	DIN: 00375557	*FCA: 056935*

Consolidated Financial Statements

Independent Auditor's Report

To
The Members of
Ramkrishna Forgings Limited

REPORT ON THE AUDIT OF THE CONSOLIDATED IND AS FINANCIAL STATEMENTS

Opinion

We have audited the accompanying consolidated Ind AS financial statements of Ramkrishna Forgings Limited (hereinafter referred to as "the Holding Company"), its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") comprising of the Consolidated Balance sheet as at March 31 2019, the Consolidated Statement of Profit and Loss including other comprehensive income, the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated Ind AS financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiaries, the aforesaid consolidated Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, as at March 31, 2019, their consolidated profit including other comprehensive income, their consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated Ind AS financial statements for the financial year ended March 31, 2019. These matters were addressed in the context of our audit of the consolidated Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matter described below to be the key audit matter to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated Ind AS financial statements section of our report, including in relation to this matter. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated Ind AS financial statements. The results of audit procedures performed by us and by other auditors of components not audited by us, as reported by them in their audit reports furnished to us by the management, including those procedures performed to address the matter below, provide the basis for our audit opinion on the accompanying consolidated Ind AS financial statements.

Key audit matters	**How our audit addressed the key audit matter**
Revenue recognition *(as described in note 2 (d) and 3.1 of the consolidated Ind AS financial statements)*	
Revenue is recognised when control of the goods are transferred to the customer at an amount that reflects the consideration to which the Holding Company expects to be entitled in exchange for those goods. During the year ended March 31, 2019, the Holding Company has recognised revenue amounting to ₹ 1,10,866.76 lakhs and ₹ 52,939.39 lakhs from Domestic and export sales respectively. Terms of sales arrangements, including the timing of transfer of control, delivery specifications including incoterms in case of exports, timing of recognition of sales require significant judgment in determining revenues. The risk is, therefore, that revenue may not get recognised in the correct period or that revenue and associated profit may be misstated.	Our audit procedures included the following: ▪ Considered Holding Company's revenue recognition policy and its compliance in terms of Ind AS 115 'Revenue from contracts with customers'. ▪ Assessed the design and tested the operating effectiveness of internal controls related to revenue recognition. ▪ Tested samples of individual sales transaction and traced to sales invoices, sales orders (received from customers) and other related documents. Further, in respect of the samples tested, checked recognition of revenue in accordance with the incoterms / when the conditions for revenue recognitions are satisfied.

Independent Auditor's Report *(Contd.)*

Key audit matters	How our audit addressed the key audit matter
Accordingly, due to the significant risk associated with revenue recognition in accordance with terms of Ind AS 115 'Revenue from contracts with customers', it has been determined to be a key audit matter in our audit of the Consolidated Ind AS financial statements.	▪ Selected sample of sales transactions made pre and post year end, agreed the period of revenue recognition to underlying documents. ▪ Performed analytical review of revenue to identify any unusual trends. ▪ Assessed the relevant disclosures made within the consolidated Ind AS financial statements.

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

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report and Corporate Governance Report but does not include the standalone and consolidated Ind AS financial statements and our auditor's report thereon.

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

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

Responsibilities of Management for the consolidated Ind AS financial statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated Ind AS financial statements in terms of the requirements of 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 in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring 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 Holding Company, as aforesaid.

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

Those respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for the Audit of the consolidated Ind AS financial statements

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

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

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

Independent Auditor's Report *(Contd.)*

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated Ind AS financial statements, including the disclosures, and whether the consolidated Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group of which we are the independent auditors, to express an opinion on the consolidated Ind AS financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated Ind AS financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated Ind AS financial statements for the financial year ended March 31, 2019 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

(a) We did not audit the financial statements and other financial information, in respect of two subsidiaries, whose Ind AS financial statements include total assets of ₹ 6,556.11 lakhs as at March 31, 2019, and total revenues of ₹ 12,500.32 lakhs and net cash outflows of ₹ 13.87 lakhs for the year ended on that date. These Ind AS financial statement and other financial information have been audited by other auditors, which financial statements, other financial information and auditor's reports have been furnished to us by the management. Our opinion on the consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, is based solely on the reports of such other auditors.

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

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 report of the other auditors on separate financial statements and the other financial information of subsidiaries, as noted in the 'other matter' paragraph we report, to the extent applicable, that:

(a) We/ the other auditors whose report we have relied upon 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;

Independent Auditor's Report *(Contd.)*

(b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors;

(c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the 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 books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements;

(d) In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

(e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2019 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors who are appointed under Section 139 of the Act, of its subsidiary companies, none of the directors of the Group's companies, incorporated in India is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act;

(f) With respect to the adequacy and the operating effectiveness of the internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements of the Holding Company and its subsidiary companies, incorporated in India, refer to our separate Report in "Annexure " to this report;

(g) In our opinion and based on the consideration of reports of other statutory auditors of the subsidiaries, the managerial remuneration for the year ended March 31, 2019 has been paid / provided by the Holding Company to their directors in accordance with the provisions of section 197 read with Schedule V to the Act. No managerial remuneration were paid by the subsidiaries;

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries, as noted in the 'Other matter' paragraph:

   i. The consolidated Ind AS financial statements disclose the impact of pending litigations on its consolidated financial position of the Group in its consolidated Ind AS financial statements – Refer Note 33 to the consolidated Ind AS financial statements;

   ii. Provision has been made in the consolidated Ind AS financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

   iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company, its subsidiaries during the year ended March 31, 2019.

For **S.R. Batliboi & CO. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

Sd/-
per **Sanjay Kumar Agarwal**
Partner
Membership Number: 060352

Place: Kolkata

Date : May 25, 2019

Annexure - I to the Independent Auditor's Report

ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED IND AS FINANCIAL STATEMENTS OF RAMKRISHNA FORGINGS LIMTED

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

In conjunction with our audit of the consolidated Ind AS financial statements of Ramkrishna Forgings Limited as of and for the year ended March 31, 2019, we have audited the internal financial controls over financial reporting of Ramkrishna Forgings Limited (hereinafter referred to as the "Holding Company") and its subsidiary companies, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Group's internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, both, issued by Institute of Chartered Accountants of India, and deemed to be 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 with reference to these consolidated Ind AS financial statements 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 over financial reporting with reference to these consolidated Ind AS financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements, 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 in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements.

Meaning of Internal Financial Controls Over Financial Reporting With Reference to these consolidated Ind AS financial statements

A company's internal financial control over financial reporting with reference to these consolidated Ind AS financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting with reference to these consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Annexure - I to the Independent Auditor's Report *(Contd.)*

Inherent Limitations of Internal Financial Controls Over Financial Reporting With Reference to these consolidated Ind AS financial statements

Because of the inherent limitations of internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements, 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 with reference to these consolidated Ind AS financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these consolidated Ind AS financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Holding Company and its subsidiaries, which are companies incorporated in India, have, maintained in all material respects, adequate internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements and such internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements were operating effectively as at March 31,2019, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements of the Holding Company, insofar as it relates to two subsidiary companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such subsidiaries incorporated in India.

For **S.R. Batliboi & CO. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

Sd/-
per **Sanjay Kumar Agarwal**
Partner
Membership Number: 060352

Place: Kolkata

Date : May 25, 2019

Consolidated Ind AS Balance Sheet

as at March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

	Note No.	As at March 31, 2019	As at March 31, 2018
ASSETS			
Non-current assets			
(a) Property, plant and equipment	4	1,10,741.78	1,06,806.36
(b) Capital work-in-progress		12,958.51	4,355.70
(c) Goodwill		503.19	503.19
(d) Intangible assets	5	145.64	252.63
(e) Financial assets			
(i) Investments	6	10.50	10.50
(ii) Loans	8	1,250.31	1,222.24
(iii) Other financial assets	9	-	25.93
(f) Deferred tax Assets (net)	10b	39.26	59.24
(g) Other non-current assets	12	3,677.98	2,045.82
		1,29,327.17	**1,15,281.61**
Current assets			
(a) Inventories	13	33,126.03	29,938.79
(b) Financial assets			
(i) Trade receivables	7	50,756.91	51,465.76
(ii) Cash and cash equivalents	14a	262.23	119.06
(iii) Bank balances other than (ii) above	14b	53.84	1.15
(iv) Loans	8	99.33	106.55
(v) Other financial assets	9	1,762.27	4,135.39
(c) Current tax assets (net)	11a	493.78	299.28
(d) Other current assets	12	4,133.00	4,288.03
		90,687.39	**90,354.01**
TOTAL ASSETS		**2,20,014.56**	**2,05,635.62**
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	15	3,260.68	3,259.15
(b) Other equity	16	83,985.01	72,598.92
TOTAL EQUITY		**87,245.69**	**75,858.07**
Liabilities			
Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	17	45,815.70	38,607.83
(b) Provisions	20	-	7.45
(c) Deferred tax liabilities (net)	10a	5,717.95	3,444.15
(d) Other non-current liabilities	21	1,773.13	3,826.21
		53,306.78	**45,885.64**
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	17	36,225.52	36,699.00
(ii) Trade payables	18		
a) Total outstanding dues of micro enterprises and small enterprises		260.44	12.71
b) Total outstanding dues of creditors other than micro enterprises and small enterprises		26,825.65	30,057.99
(iii) Other financial liabilities	19	12,874.76	15,529.08
(b) Other current liabilities	21	2,495.61	871.08
(c) Provisions	20	589.56	310.98
(d) Current tax liabilities (net)	11b	190.55	411.07
		79,462.09	**83,891.91**
TOTAL LIABILITIES		**1,32,768.87**	**1,29,777.55**
TOTAL EQUITY & LIABILITIES		**2,20,014.56**	**2,05,635.62**

Significant Accounting Policies 2

The accompanying notes form an integral part of these consolidated Ind AS financial statements

As per our report of even date
For S. R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005
Sd/-
Per Sanjay Kumar Agarwal
Partner
Membership No. 060352
Place : Kolkata
Dated : May 25, 2019

For and on behalf of the Board of Directors of
Ramkrishna Forgings Limited

Sd/-
Mahabir Prasad Jalan
Chairman
DIN: 00354690

Sd/-
Naresh Jalan
Managing Director
DIN: 00375462

Sd/-
Rajesh Mundhra
Company Secretary
ACS: 12991

Sd/-
Pawan Kumar Kedia
Finance Director
DIN: 00375557

Sd/-
Lalit Kumar Khetan
Chief Financial Officer
FCA: 056935

Consolidated Ind AS Statement of Profit and Loss

for the year ended 31st March, 2019

(All amounts in INR Lakhs, unless otherwise stated)

	Note No.	For the year ended March 31, 2019	For the year ended March 31, 2018
Income			
Revenue from operations	22	1,93,107.63	1,50,875.72
Other income	23	311.25	435.50
Total Income (i)		**1,93,418.88**	**1,51,311.22**
Expenses			
Cost of materials consumed	24	94,319.75	73,173.10
Cost of services		10,646.53	4,200.20
Increase in inventories of finished goods and work in progress	25	(1,669.73)	(1,795.06)
Excise duty on sale of goods (Refer note 22)		-	1,785.77
Employee benefits expense	26	10,495.06	9,436.14
Power & Fuel		14,260.60	12,167.99
Depreciation and amortisation expense	5A	12,105.87	8,465.49
Finance costs	27	8,218.95	7,251.83
Other expenses	28	26,668.99	23,119.75
Total Expenses (ii)		**1,75,046.02**	**1,37,805.21**
Profit before Tax (i-ii)		**18,372.86**	**13,506.01**
Tax expense			
- Pertaining to Profit for the current period		3,921.53	2,865.59
- Tax adjustments for earlier years		10.33	(24.23)
- Deferred tax charge *		2,429.70	1,172.05
Total tax expense (iii)		**6,361.56**	**4,013.41**
Profit for the year (iv) = (i - ii - iii)		**12,011.30**	**9,492.60**
* Includes credit of Minimum Alternate Tax of ₹ 290.13 lakhs (March 31, 2018 : ₹ 2882.59 lakhs)			
Other Comprehensive Income			
Other comprehensive income not to be reclassified to Profit or Loss in subsequent periods:			
i) Re-measurement (losses) on defined benefit plans		(133.84)	(11.35)
ii) Income tax effect on above		46.77	4.26
Other Comprehensive Income for the year (net of tax) (v)		**(87.07)**	**(7.09)**
Total Comprehensive Income for the year (iv + v)		**11,924.23**	**9,485.51**
Earnings per equity share -	29		
(Nominal value ₹10 per share (March 31, 2018: ₹10 per share))			
1) Basic		36.85	30.23
2) Diluted		36.75	30.09

Significant Accounting Policies 2

The accompanying notes form an integral part of these consolidated Ind AS financial statements

As per our report of even date

For S. R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005
Sd/-
Per Sanjay Kumar Agarwal
Partner
Membership No. 060352
Place : Kolkata
Dated : May 25, 2019

For and on behalf of the Board of Directors of
Ramkrishna Forgings Limited

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Sd/-
Lalit Kumar Khetan
Chief Financial Officer
FCA: 056935

Statement of Consolidated Ind AS Cash Flow

for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

	Particulars	Year ended March 31, 2019	Year ended March 31, 2018
A.	**CASH FLOW FROM OPERATING ACTIVITIES:**		
	NET PROFIT BEFORE TAXES	18,372.86	13,506.01
	Adjustments to reconcile profit before tax to net cash flows:		
	Depreciation and amortization expenses	12,105.87	8,465.49
	Balances Written Off (Net)	701.81	216.60
	Allowance for bad and doubtful debts	-	28.52
	Loss on sale of Fixed Assets/Discarded Assets	13.69	19.59
	Employees Stock Option Expenses	24.52	223.40
	Interest income	(116.86)	(157.53)
	Gain Net foreign exchange differences (Unrealised)	(1,367.52)	(245.69)
	Amortisation of Government Grants	(1,160.56)	(223.51)
	Finance Costs	8,218.95	7,251.83
	Operating Profit before changes in operating assets and liabilities	**36,792.76**	**29,084.71**
	Changes in operating assets and liabilities:		
	(Increase) in trade receivables	(1,270.96)	(7,080.66)
	(Increase) in inventories	(2,719.73)	(7,082.58)
	Decrease in loans	224.72	45.14
	Decrease/(Increase) in other financial assets	3,312.33	(2,291.81)
	Decrease/(Increase) in other assets	(2,609.15)	1,005.28
	Increase in provisions	137.29	72.08
	(Decrease) / Increase in trade payables	(3,524.23)	362.60
	(Decrease) / Increase in other financial liabilities	122.72	(952.11)
	(Decrease) / Increase in other liabilities	646.50	1,989.80
	Cash generated from operations	**31,112.25**	**15,152.45**
	Direct Tax paid (net of refunds)	(4,370.27)	(2,441.55)
	NET CASH FROM OPERATING ACTIVITIES (A)	**26,741.98**	**12,710.90**
B.	**CASH FLOW FROM INVESTING ACTIVITIES:**		
	Purchase of property, plant & equipment and intangible assets (including capital work-in-progress and capital advances)	(25,469.01)	(11,278.98)
	Proceeds from sale of property, plant & equipment and intangible assets	23.05	73.44
	Redemption / maturity of bank deposits (having original maturity of more than three months)	(52.40)	85.75
	Interest Received	95.92	157.53
	NET CASH OUTFLOW FROM INVESTING ACTIVITIES (B)	**(25,402.44)**	**(10,962.26)**

Statement of Consolidated Ind AS Cash Flow
for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

	Particulars	Year ended March 31, 2019	Year ended March 31, 2018
C.	**CASH FLOW FROM FINANCING ACTIVITIES:**		
	Proceeds from Issue of Equity Share Capital including Securities Premium under ESOP	61.36	19,677.76
	Dividend paid on equity shares	(325.92)	(325.92)
	Tax on equity dividend paid	(68.20)	(68.20)
	Advance given to ESOP trust	(245.57)	-
	Interest paid	(8,076.53)	(7,251.83)
	Proceeds from Long Term Borrowings	27,050.00	3,681.79
	Repayment of Long Term Borrowings	(19,352.48)	(8,500.22)
	Short Term Borrowings (Net)	(239.03)	(8,951.13)
	NET CASH OUTFLOW FROM FINANCING ACTIVITIES (C)	**(1,196.37)**	**(1,737.75)**
	NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	**143.17**	**10.89**
	Cash and cash equivalents at the beginning of the year (Refer note 14a)	119.06	108.17
	Cash and cash equivalents at the end of the year (Refer note 14a)	262.23	119.06
	NET INCREASE IN CASH AND CASH EQUIVALENTS	**143.17**	**10.89**

Notes:

		As at March 31, 2019	As at March 31, 2018
a)	**Cash and Cash Equivalents include:**		
	Cash and Cash Equivalents:		
	i) Cash in hand	6.43	5.60
	ii) Balances with banks		
	- On Current Accounts	204.50	70.95
	- Deposits with original maturity of less than 3 Months	51.30	42.51
	Cash and Cash Equivalents	**262.23**	**119.06**

Significant Accounting Policies 2

The accompanying notes form an integral part of these consolidated Ind AS financial statements

As per our report of even date

For S. R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005
Sd/-
Per Sanjay Kumar Agarwal
Partner
Membership No. 060352
Place : Kolkata
Dated : May 25, 2019

For and on behalf of the Board of Directors of
Ramkrishna Forgings Limited

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Mahabir Prasad Jalan
Chairman
DIN: 00354690

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Finance Director
DIN: 00375557

Sd/-
Lalit Kumar Khetan
Chief Financial Officer
FCA: 056935

Consolidated Ind AS Statement of Changes in Equity

for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

A Equity Share Capital (Refer Note 15)

Particulars	Balance as at March 31, 2018	Issued during the year ended March 31, 2019	Balance as at March 31, 2019
Equity Share of ₹ 10/- each issued, subscribed and fully paid	3,259.15	1.53	3,260.68
Equity Share in numbers	3,25,91,508	15,341	3,26,06,849

a) The Parent Company during the year has issued and allotted 61,392 nos equity shares of face value ₹ 10/- each at a premium of ₹ 390/- aggregating to ₹ 245.57 lakhs to Ramkrishna Forgings Limited Employee Welfare Trust under Ramkrishna Forgings Limited - Employee Stock Option Plan 2015 (RKFL ESOP Scheme 2015).

Further the Parent Company has given ₹ 245.57 lakhs during the year by way of interest free loan to M/s. Ramkrishna Forgings Limited Employee Welfare Trust ("the trust") which would be recovered from the trust on issue of the aforesaid shares to the employees in terms of the above scheme. The trust has refunded ₹ 61.36 lakhs to the Parent Company during the year in respect for 15,341 numbers of equity shares issued to the employees @ ₹ 400/- each. The outstanding balance of the above loan has been adjusted to the extent of ₹ 4.60 lakhs in equity share capital and balance ₹ 179.60 lakhs in the securities premium accounts.

B Other Equity (Refer Note 16)

Particulars	Reserve and Surplus					Total
	Capital Reserve	Securities Premium Reserve	General reserve	Employee Stock Options Outstanding (ESOP)	Retained earnings	
Balance as at March 31, 2017	**3,546.01**	**18,719.81**	**2,448.15**	**374.93**	**18,909.63**	**43,998.53**
Profit for the year	-	-	-	-	9,492.60	9,492.60
Other comprehensive income (net of tax)	-	-	-	-	-	-
- Re-measurement (losses) on defined benefit plans	-	-	-	-	(7.09)	(7.09)
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**9,485.51**	**9,485.51**
Transfer of Retained earnings to General reserve	-	-	500.00	-	(500.00)	-
ESOP cost amortized during the year	-	-	-	223.40	-	223.40
Security premium on issue of equity share during the year	-	19,607.86	-	-	-	19,607.86
Share issue expenses adjusted	-	(322.26)	-	-	-	(322.26)
Equity Dividend for the year 2016-17 (Refer note 16)	-	-	-	-	(325.92)	(325.92)
Tax on equity dividend (Refer note 16)	-	-	-	-	(68.20)	(68.20)
Balance as at March 31, 2018	**3,546.01**	**38,005.41**	**2,948.15**	**598.33**	**27,501.02**	**72,598.92**
Profit for the year	-	-	-	-	12,011.30	12,011.30
Other comprehensive income (net of tax)	-	-	-	-	-	-
- Re-measurement (losses) on defined benefit plans	-	-	-	-	(87.07)	(87.07)
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**11,924.23**	**11,924.23**
Transfer of Retained Earnings to General Reserve	-	-	500.00	-	(500.00)	-
Impact of transitional adjustment due to adoption of Ind AS 115 under modified retrospective approach (Refer note 3.1)	-	-	-	-	(228.37)	(228.37)
ESOP cost amortized during the year	-	-	-	24.52	-	24.52
Security premium on issue of equity share during the year	-	239.43	-	-	-	239.43
Less: Portion of loan outstanding given to M/s. Ramkrishna Forgings Limited Employee Welfare Trust adjusted.	-	(179.60)	-	-	-	(179.60)
Equity Dividend for the year 2017-18 (Refer note 16)	**-**	**-**	**-**	**-**	**(325.92)**	**(325.92)**
Tax on equity dividend (Refer note 16)	**-**	**-**	**-**	**-**	**(68.20)**	**(68.20)**
Balance as at March 31, 2019	**3,546.01**	**38,065.24**	**3,448.15**	**622.85**	**38,302.76**	**83,985.01**

Significant Accounting Policies 2

The accompanying notes form an integral part of these consolidated Ind AS financial statements

As per our report of even date

For S. R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005
Sd/-
Per Sanjay Kumar Agarwal
Partner
Membership No. 060352
Place : Kolkata
Dated : May 25, 2019

For and on behalf of the Board of Directors of
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Pawan Kumar Kedia
Finance Director
DIN: 00375557

Sd/-
Lalit Kumar Khetan
Chief Financial Officer
FCA: 056935

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

1. Group Overview

Ramkrishna Forgings Limited ("the Parent Company") is a Public Limited Company domiciled in India and incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on National Stock Exchange of India (NSE) and Bombay Stock Exchange (BSE). The registered office of the Parent Company is located at 72, Shakespeare Sarani, Kolkata - 700 017, West Bengal, India.

The Parent Company is primarily engaged in manufacturing and sale of forged components of automobiles, railway, wagons and engineering parts. The Parent Company presently has manufacturing facilities at Jamshedpur, Gamaria, and Saraikela in Jharkhand and at Liluah in West Bengal. The consolidated financial statements comprise financial statements of the Parent Company and its subsidiaries (Globe Forex & Travels Limited and Ramkrishna Aeronautics Private Limited), collectively ("the Group").

These consolidated financial statements were approved and authorised for issue with the resolution of the Board of Directors on May 25, 2019.

2. Basis of Preparation of Financial Statements and Significant Accounting Policies

2.1. Compliance with Ind AS

These consolidated financial statements comply in all material respects with the Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the 'Act') [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act. These standards and policies have been consistently applied to all the years presented, unless otherwise stated. The consolidated financial statements are presented in Indian Rupee (Rs), which is the Parent Company's functional and the Group's presentation currency.

2.2. Historical cost convention

These consolidated financial statements have been prepared on a historical cost basis, except the following, which are measured at fair values:-

i) Certain financial assets and liabilities (including derivative instruments);

ii) Plan assets of defined benefit employee benefit plans

2.3. Principles of Consolidation

a. Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The Group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member's financial statements in preparing the consolidated financial statements to ensure conformity with the group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company, i.e., year ended on March 31, 2019.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests if any, even if this results in the non-controlling interests having a deficit balance.

2.4 Current v/s Non Current Classification

The Group presents assets and liabilities in the Balance Sheet based on current / non-current classification.

An asset is classified as current when it is:

a. Expected to be realised or intended to be sold or consumed in the normal operating cycle,

b. Held primarily for the purpose of trading,

c. Expected to be realised within twelve months after the reporting period, or

d. Cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

Notes to the Consolidated Ind AS Financial Statements
as at and for the year ended March 31, 2019

All other assets are classified as non-current.

A liability is classified as current when:

a. It is expected to be settled in the normal operating cycle,

b. It is held primarily for the purpose of trading,

c. It is due to be settled within twelve months after the reporting period, or

d. There is no unconditional right to defer settlement of the liability beyond at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle.

2.5 Summary of Significant Accounting Policies

a) Property, Plant and Equipment

Tangible Assets and Depreciation.

Tangible Assets are stated either at deemed cost as considered on the date of transition to Ind AS or at cost of acquisition / construction together with any incidental expenses related to acquisition and appropriate borrowing costs, less accumulated depreciation and accumulated impairment loss, if any. An impairment loss is recognized where applicable, when the carrying value of tangible assets of cash generating unit exceed its fair value or value in use, whichever is higher.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced component is derecognised when replaced. All other repairs and maintenance are charged to the statement of profit and loss during the reporting period in which they are incurred, if any.

Capital work in progress is stated at cost, net of accumulated impairment loss, if any.

Depreciation on property, plant and equipment is provided under the straight-line method over the useful lives of assets as prescribed in Part C of Schedule II to the Companies Act 2013 except for the following assets where the useful life considered is different than that prescribed in Schedule II on the basis of management's technical evaluation. The management believes that the useful lives as given below represents the period over which management expects to use these assets.

Type of asset	Useful lives estimated by the management (years)
Air Conditioning Machines	10
Plant and Machinery (Including Dies)	10 to 40

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Depreciation for assets purchased / sold during the year is proportionately charged. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

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

b) Intangible assets

Intangible assets have a finite useful life and are stated at cost less accumulated amortisation, impairment loss, if any.

Computer Software for internal use, which is primarily acquired from third party vendors, is capitalised. Subsequent costs associated with maintaining such software are recognised as expense as incurred. Cost of software includes license fees and cost of implementation / system integration services, where applicable.

Gains or losses arising from derecognition of an Intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of profit or loss when the asset is derecognised.

Type of asset	Useful lives estimated by the management (years)
Intangible assets - Computer software	5

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

c) Impairment of non-financial assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount of the assets may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessment of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Reversal of impairment losses recognized in prior years is recorded when there is an indication that the impairment losses recognized for the assets no longer exist or have decreased.

d) Revenue Recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. Revenue is measured at the fair value of the consideration received or receivable, net of returns, discounts, volume rebates, outgoing sales taxs including goods and service tax. The Group has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor as it has pricing latitude and is also exposed to inventory and credit risks.

The Group recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the Group regardless of when the payment is being made and specific criteria have been met for each of the Group's activities as described below.

Sale of Products

Revenue from sale of products is recognized when the Group transfers the control of goods to the customer as per the terms of contract. The Group considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price, the Group considers the effects of variable consideration, the existence of significant financing component, non-cash considerations and consideration payable to the customer (if any). In case of DDP export sales where the Group provides warehousing services to its customers in their respective countries, revenue is recognised when the goods are lifted by the customer. In other cases of export sales, the Group believes that the control gets transferred to the customer on the date of bill of lading.

The Group adopted Ind AS 115 using the modified retrospective method of adoption with the date of initial application of April 1, 2018. Under this method, the standard can be applied either to all contracts at the date of initial application or only to contracts that are not completed at this date. The Group elected to apply the standard to all contracts as at April 1, 2018. Also Refer note 3.1

Export incentives

Exports entitlements are recognised when the right to receive credit as per the terms of the schemes is established in respect of the exports made by the Group and when there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds.

Interest Income

For all debt instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. Interest income is included in finance income in the statement of profit and loss.

Dividend Income

Revenue is recognised when the Group’s right to receive the payment is established, which is generally when shareholders approve the dividend.

Die design and preparation charges

Revenues from die design and preparation charges are recognized on approval of die designs by the Customers.

Contract balances

Trade receivables

A receivable represents the Group’s right to an amount of consideration that is unconditional i.e., only the passage of time is required before payment of the consideration is due.

Notes to the Consolidated Ind AS Financial Statements
as at and for the year ended March 31, 2019

Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration or an amount of consideration is due from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs under the contract.

e) Government Grants

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset in the form of the duty benefit availed under Export Promotion Capital Goods (EPCG) scheme, it is accounted for as Government grant and its amortised on the basis of fulfilment of underlying export obligations. Also Refer note 21.

Government grants such as for sales tax, export benefit scheme and other grants, for which related costs are recognised as expense, are recognised in the Statement of Profit and Loss on matching principle.

The Group considers government grant as part of it's operations and hence considered as other operating revenues.

f) Inventories

Inventories are valued at the lower of cost and net realisable value after providing for obsolescence, if any. Costs incurred in bringing each product to its present location and conditions are accounted for as follows:

(i) **Raw materials, Stores and Spares:** These are valued at lower of cost and net realisable value. However, material and other items held for use in production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average method.

(ii) **Finished goods and work in progress:** These are valued at lower of cost and net realisable value. Cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity. Cost of finished goods also includes excise duty. Cost is determined on weighted average method.

(iii) **Scrap:** Scrap is valued at Net Realisable Value.

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

g) Financial Instruments

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

Financial Assets

Initial recognition and measurement:

The Group recognizes a financial asset in its Balance Sheet when it becomes party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate. For financial assets and financial liabilities at fair value through profit or loss, directly attributable transaction costs are immediately recognised in the Statement of Profit and Loss.

Subsequent measurement:

For subsequent measurement, the Group classifies a financial asset in accordance with the below criteria:

i. The Group's business model for managing the financial asset and

ii. The contractual cash flow characteristics of the financial asset.

Based on the above criteria, the Group classifies its financial assets into the following categories:

i. Financial assets measured at amortized cost

ii. Financial assets measured at fair value through other comprehensive income (FVTOCI)

iii. Financial assets measured at fair value through profit or loss (FVTPL)

Notes to the Consolidated Ind AS Financial Statements
as at and for the year ended March 31, 2019

i. Financial assets measured at amortized cost:

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

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

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

This category applies to cash and bank balances, trade receivables, loans and other financial assets of the Group (Refer note 36 for further details). Such financial assets are subsequently measured at amortized cost using the effective interest method. Under the effective interest method, the future cash receipts are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial asset over the relevant period of the financial asset to arrive at the amortized cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognized as interest income over the relevant period of the financial asset. The same is included under other income in the Statement of Profit and Loss.

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

ii. Financial assets measured at FVTOCI:

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

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

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

On Derecognition of such financial assets, cumulative gain or loss previously recognized in OCI is not reclassified from the equity to Statement of Profit and Loss. However, the Group may transfer such cumulative gain or loss into retained earnings within equity.

iii. Financial assets measured at FVTPL:

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

This is a residual category applied to all other investments of the Group excluding investments in subsidiary companies (Refer note 36 for further details). Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Statement of Profit and Loss.

De-recognition:

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

i. The contractual rights to cash flows from the financial asset expires;

ii. The Group transfers its contractual rights to receive cash flows of the financial asset and has substantially transferred all the risks and rewards of ownership of the financial asset;

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

iv. The Group neither transfers nor retains substantially all risk and rewards of ownership and does not retain control over the financial asset.

In cases where Group has neither transferred nor retained substantially all of the risks and rewards of the financial asset, but retains control of the financial asset, the Group continues to recognize such financial asset to the extent of its continuing involvement in the financial asset. In that case, the Group also recognizes an associated liability. The financial asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

On Derecognition of a financial asset [except as mentioned in (ii) above for financial assets measured at FVTOCI] difference between the carrying amount and the consideration received is recognized in the Statement of Profit and Loss.

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

Impairment of financial assets:

The Group assesses on a forward looking basis the expected credit losses associated with its assets which are not fair valued through profit or loss. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 37A details how the Group determines whether there has been a significant increase in credit risk. For trade receivables only, the Group applies the simplified approach permitted by IndAS 109, 'Financial Instruments', which requires expected lifetime losses to be recognised from initial recognition of the receivables.

Financial Liabilities

Initial recognition and measurement:

Financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial liabilities (other than financial liabilities at fair value through profit or loss) are deducted from the fair value of the financial liabilities, as appropriate. For financial liabilities at fair value through profit or loss, directly attributable transaction costs are immediately recognised in the Statement of Profit and Loss.

Subsequent measurement:

All financial liabilities of the Group are subsequently measured at amortized cost using the effective interest method (Refer note 36 for further details).

Under the effective interest method, the future cash payments are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial liability over the relevant period of the financial liability to arrive at the amortized cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognized as interest expense over the relevant period of the financial liability. The same is included under finance cost in the Statement of Profit and Loss.

Derecognition:

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

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

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

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

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

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

For assets and liabilities that are recognized in the 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.

i) Investment in Subsidiary Companies

Investment in subsidiaries are carried at cost or at deemed cost as considered on the date of transition to Ind- AS less provision for impairment loss, if any. Investments are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset’s carrying amount exceeds its recoverable amount. The details of such investments are given in Note 6.

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

j) Foreign Currency Transactions and Balances

Initial Recognition:

On initial recognition, transactions in foreign currencies entered into by the Group are recorded in the functional currency (i.e. Indian Rupees), by applying to the foreign currency amount, the spot exchange rate between the functional currency and the foreign currency at the date of the transaction.

Measurement of foreign currency items at reporting date:

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. At the year end, monetary assets and liabilities denominated in foreign currencies are restated at the year end exchange rates. The exchange differences (other than relating to long-term foreign currency monetary items recognised up to March 31, 2017) arising from settlement of foreign currency transactions and from the year end restatement are recognised in profit and loss.

Exchange differences arising on reporting of long-term foreign currency monetary items recognised up to March 31, 2017 (i) relating to acquisition of depreciable capital assets is adjusted to the carrying amount of such assets (to be depreciated over the balance life of the related asset).

k) Income Taxes

Tax expense is the aggregate amount included in the determination of profit or loss for the period in respect of current tax and deferred tax.

Current Income tax:

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax:

Deferred income tax is provided, using the Balance sheet method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. Deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction that at the time of the transaction affects neither accounting profit/ loss nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

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

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax for the year. The deferred tax asset is recognised for MAT credit available only to the extent that it is probable that the Group will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Group recognizes MAT credit as an asset, it is created by way of credit to the statement of profit and loss and shown as part of deferred tax assets. The Group reviews the “MAT credit entitlement” asset at each reporting date and writes down the asset to the extent that it is no longer probable that it will pay normal tax during the specified period.

Presentation of current and deferred tax:

The Group offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. In case of deferred tax assets and deferred tax liabilities, the same are offset if the Group has a legally enforceable right to set off corresponding current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on the Group.

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

l) Provisions and Contingencies

The Group recognizes provisions when a present obligation (legal or constructive) as a result of a past event exists and it is probable that an outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated.

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

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

m) Cash and Cash Equivalents

Cash and Cash equivalents for the purpose of Cash Flow Statement comprise cash and cheques in hand, bank balances and demand deposits with banks where the original maturity is three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

n) Employee Benefits

Short Term Employee Benefits:

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits and they are recognized as an expense at the undiscounted amount in the Statement of Profit & Loss of the year in which related service is rendered.

Post-Employment Benefits:

I. Defined Contribution plans:

Contributions under Defined Contribution Plans payable in keeping with the related schemes are recognised as expenses for the period in which the employee has rendered the service.

II. Defined Benefit plans:

a. The liability or asset recognised in the balance sheet in respect of defined benefit plans is the present value of the defined benefits obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the Projected Unit Credit Method as per Ind AS 19 at the year end.

b. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on Government bonds that have terms approximating to the terms of the related obligations.

c. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in Employees Benefits Expense in the statement of profit and loss.

d. Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in Other Comprehensive Income. They are included in retained earnings in the statement of changes in equity.

e. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in the profit or loss as past service cost.

Other employee benefit obligations

The liabilities for earned leave and sick leave are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are measured annually by actuaries as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method as per Ind AS 19. The benefits are discounted using the market yields on Government bonds at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognized in the statement of profit and loss. Entitlements to annual leave (earned leave) are recognized when they accrue to employees. They can either be availed or encashed subject to a restriction on the maximum number of accumulation of leave.

Notes to the Consolidated Ind AS Financial Statements
as at and for the year ended March 31, 2019

o) Employee Stock Options Scheme/ Share based payments

The grant date fair value of equity settled share based payment awards granted to employees is recognized as an employee expense, with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options granted.

The total expense is recognized over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of the vesting period, the entity revises its estimates of the number of options that are expected to vest based on the non market vesting and service conditions. It recognizes the impact of the revision to original estimates, if any, in the Statement of Profit or Loss, with a corresponding adjustment to equity. The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

p) Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

Group as a lessee

A lease is classified at the inception date as a finance lease or an operating lease. A lease that transfers substantially all the risks and rewards incidental to ownership to the Group is classified as a finance lease. Finance leases are capitalised at the commencement of the lease at the inception date fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in finance costs in the statement of profit and loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the Group's general policy on the borrowing costs. A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Group will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Operating lease payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term unless the same is in line with inflation.

q) Research and Development

Expenditure on research is recognized as an expense when it is incurred. Expenditure on development which does not meet the criteria for recognition as an intangible asset is recognized as an expense when it is incurred.

Items of property, plant and equipment and acquired Intangible Assets utilized for Research and Development are capitalized and depreciated in accordance with the policies stated for Property, Plant and Equipment and Intangible Assets.

r) 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.

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Other borrowing costs are expensed in the period in which they are incurred.

s) 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 financial statements. Otherwise, events after the Balance Sheet date of material size or nature are only disclosed.

t) 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 shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders are divided with the weighted average number of shares outstanding during the year after adjustment for the effects of all dilutive potential equity shares.

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

3.1 Changes in accounting policies and disclosures

New and amended standards

The Group applied Ind AS 115 for the first time. The nature and effect of the changes as a result of adoption of these new accounting standards are described below.

Ind AS 115 Revenue from Contracts with Customers

Ind AS 115 was issued on 28 March 2018 and supersedes Ind AS 11 Construction Contracts and Ind AS 18 Revenue and it applies, with limited exceptions, to all revenue arising from contracts with its customers. Ind AS 115 establishes a five-step model to account for revenue arising from contracts with customers and requires that revenue be recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

Ind AS 115 requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model to contracts with their customers. The standard also specifies the accounting for the incremental costs of obtaining a contract and the costs directly related to fulfilling a contract. In addition, the standard requires extensive disclosures.

The cumulative effect of initially applying Ind AS 115 under modified retrospective application approach is recognised at the date of initial application as an adjustment to the opening balance of retained earnings. Therefore, the comparative information was not restated and continues to be reported under Ind AS 11 and Ind AS 18.

The effect of adopting Ind AS 115 as at April 1, 2018 and March 31, 2019 respectively is as follows :

Effective April 1,2018, the Group has adopted Ind-AS 115 - Revenue from Contracts with Customers. As permitted under the standard, the Group has adopted modified retrospective approach and debited the retained earnings as at April 1, 2018 by ₹ 228.37 lacs (net of deferred tax gain of ₹ 89.15 lakhs). As the Group has adopted modified retrospective approach, no reclassification have been made for contract assets and contract liabilities as at March 31, 2018. The application of Ind AS 115 did not have any significant impact on the financial consolidated financial statements for the year ended March 31, 2019.

The above adjustment is in respect of export sales under DDP terms whereby the Group is responsible for arranging carriage and for delivering the goods to the customer’s port/ warehouses including custom clearance at the destination country and also performing activities in relation to warehousing of goods in its own warehouse in the country of the customer. After adoption of Ind AS 115, the Group has deferred recognition of revenue on such sales till the time of delivery of goods to the customer's location as against earlier policy of recognition of such revenue on bill of lading date on the basis of transfer of risk and reward.

3.2 Key Accounting Estimates & Judgements

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

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below:

a. Income taxes

Deferred tax assets are recognised for unused tax losses / MAT carry forward to the extent is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies including amount expected to be paid / recovered for uncertain tax positions (Refer note 10).

b. Property, Plant and Equipment and Useful Life of PPE and Intangible Assets

Management reviews its estimate of useful lives of property, plant and equipment at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of property, plant and equipment.

c. Defined Benefit Plans

Post-employment benefits represents obligation that will be settled in future and require assumptions to project benefit obligations. Post-employment benefits accounting is intended to reflect the recognition of future benefits cost over the employee's approximate service period, based on the terms of plans and the investment and funding decisions made. The accounting requires the Group to make assumptions regarding variables such as discount rate, rate of compensation increase and future mortality rates. Changes in these key assumptions can have a significant impact on the defined benefit obligations, funding requirements and benefit costs incurred. Refer note 41.

Notes to the Consolidated Ind AS Financial Statements
as at and for the year ended March 31, 2019

d. Fair value measurement of Financial Instruments

When the fair values of financial assets and financial liabilities recorded in the Balance Sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques, including the discounted cash flow model, which involve various judgements and assumptions.

e. Provisions and Contingencies

Legal proceedings covering a range of matters are pending against the Group. Due to the uncertainty inherent in such matters, it is often difficult to predict the final outcomes. The cases and claims against the Group often raise difficult and complex factual and legal issues that are subject to many uncertainties and complexities, including but not limited to the facts and circumstances of each particular case and claim, the jurisdiction and the differences in applicable law, in the normal course of business. The Group consults with legal counsel and certain other experts on matters related to litigations. The Group accrues a liability when it is determined that an adverse outcome is probable and the amount of the loss can be reasonably estimated. In the event an adverse outcome is possible or an estimate is not determinable, the matter is disclosed.

Notes to the Consolidated Ind AS Financial Statements
as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

4. Property, plant and equipment

Particulars	Freehold Land (Including cost of Development)	Factory Shed and Building	Office Building	Plant and Machinery	Furniture and Fixtures	Vehicles	Office Equipment's	Computer	Air Conditioning Machines	Total
Cost										
As at April 1, 2017	1,734.69	8,492.45	4,684.24	90,343.41	2,121.19	488.72	104.04	442.39	545.13	1,08,956.26
Additions #	12.13	161.37	50.26	13,052.31	216.46	104.00	15.01	39.05	7.90	13,658.49
Disposals/ deductions/ adjustment *	-	-	-	108.29	-	37.26	-	-	-	145.55
As at March 31, 2018	1,746.82	8,653.82	4,734.50	1,03,287.43	2,337.65	555.46	119.05	481.44	553.03	1,22,469.20
Additions	-	637.34	562.59	13,999.41	226.63	155.69	23.14	364.29	16.65	15,985.74
Disposals/ deductions	22.39	-	-	90.25	0.50	30.85	-	-	2.52	146.51
As at March 31, 2019	**1,724.43**	**9,291.16**	**5,297.09**	**1,17,196.59**	**2,563.78**	**680.30**	**142.19**	**845.73**	**567.16**	**1,38,308.43**
Depreciation										
As at April 1, 2017	-	301.33	167.79	6,321.42	283.96	70.54	34.61	134.42	65.66	7,379.73
Charge for the year	-	296.16	161.01	7,307.85	284.85	76.72	22.50	121.93	64.58	8,335.61
Disposals/ deductions	-	-	-	32.13	-	20.37	-	-	-	52.50
As at March 31, 2018	**-**	**597.49**	**328.80**	**13,597.14**	**568.81**	**126.89**	**57.11**	**256.35**	**130.24**	**15,662.84**
Charge for the year	-	310.19	172.33	10,949.13	291.50	81.78	20.48	99.71	66.07	11,991.19
Disposals/ deductions	-	-	-	61.06	-	24.02	-	-	2.29	87.37
As at March 31, 2019	**-**	**907.68**	**501.13**	**24,485.21**	**860.31**	**184.65**	**77.59**	**356.06**	**194.02**	**27,566.65**
Net Block										
As at April 1, 2017	**1,734.69**	**8,191.12**	**4,516.45**	**84,021.99**	**1,837.23**	**418.18**	**69.43**	**307.97**	**479.47**	**1,01,576.53**
As at March 31, 2018	**1,746.82**	**8,056.33**	**4,405.70**	**89,690.29**	**1,768.84**	**428.57**	**61.94**	**225.08**	**422.79**	**1,06,806.36**
As at March 31, 2019	**1,724.43**	**8,383.48**	**4,795.96**	**92,711.38**	**1,703.47**	**495.66**	**64.60**	**489.67**	**373.14**	**1,10,741.78**

* Adjustment represents subsidy received in respect of land registration charges capitalised in earlier year.

An amount of ₹ 110.65 lakhs included in plant and machinery is towards Export Promotion Capital Goods scheme.

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

4.	Property, plant and equipment	For the year ended	
i)	**Details of expenditure on New / Expansion projects pending allocation and included in Capital work in progress**	**March 31, 2019**	March 31, 2018
	Salaries, Wages & Allowances	279.87	669.11
	Power and Fuel	-	155.97
	Stores, Spares Consumed	-	949.17
	Interest / Bank Charges	244.43	197.32
	Miscellaneous Expenses	20.51	71.34
	Travelling Expenses	9.29	1.98
	Net (gain) / loss on foreign currency transactions and translation	508.05	1,429.99
	Professional Fees/ Consultancy	28.47	541.40
	Total	**1,090.62**	**4,016.28**
	Add: Balance brought forward from previous year	1,128.58	155.12
		2,219.20	**4,171.40**
	Less: Transfer / Allocated to Property, Plant and equipment during the year	1,025.56	3,042.82
	Balance Carried forward	**1,193.64**	**1,128.58**

ii) For lien / charge against property, plant and equipment, Refer note 17.3.

5.	Intangible Assets	Computer Software	Online Portal Website Development	Total
	Cost			
	As at April 1, 2017	462.85	5.81	468.66
	Additions	24.84	-	24.84
	Disposals/ deductions	-	-	-
	As at March 31, 2018	**487.69**	**5.81**	**493.50**
	Additions	7.69	-	7.69
	Disposals/ deductions	-	-	-
	As at March 31, 2019	**495.38**	**5.81**	**501.19**
	Depreciation			
	As at April 1, 2017	109.29	1.70	110.99
	Additions	129.31	0.57	129.88
	Disposals/ deductions	-	-	-
	As at March 31, 2018	**238.60**	**2.27**	**240.87**
	Additions	111.85	2.83	114.68
	Disposals/ deductions	-	-	-
	As at March 31, 2019	**350.45**	**5.10**	**355.55**
	Net Block			
	As at April 1, 2017	**353.56**	**4.11**	**357.67**
	As at March 31, 2018	**249.08**	**3.54**	**252.63**
	As at March 31, 2019	**144.93**	**0.71**	**145.64**

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

5. (A) Depreciation and amortization expenses	For the year ended	
	March 31, 2019	March 31, 2018
Depreciation of Property, plant and equipment	11,991.19	8,335.61
Amortization of Intangible assets	114.68	129.88
Total	**12,105.87**	**8,465.49**

6. Investments (Non-current)	Face Value	Number of shares		Amount	
Investments (other body corporate)	per share (₹)	**As at March 31, 2019**	As at March 31, 2018	**As at March 31, 2019**	As at March 31, 2018
At fair value through other comprehensive income Unquoted equity instruments (fully paid)					
- Adityapur Auto Cluster	1,000	1,050	1,050	10.50	10.50
Total				10.50	10.50
Aggregate value of unquoted investments				**10.50**	**10.50**

Additional Information:

a) Refer note 36 for information about fair value measurements.

7. Trade receivables	Current	
	As at March 31, 2019	As at March 31, 2018
At amortised cost		
Unsecured		
Considered good	50,785.43	51,494.28
Less: Allowance for expected credit loss	(28.52)	(28.52)
	50,756.91	**51,465.76**

7.1: Trade receivables are non-interest bearing and are generally received within 180 days.

7.2: The carrying amount of trade receivables may be affected by the changes in the credit risk of the counterparties as well as the currency risk as explained in Note 37A

7.3: No trade receivables are due from directors or other officers of the Group either severally or jointly with any other person nor any trade receivable are due from firms or companies in which any director is a partner, a director or a member.

7.4: The carrying amount of trade receivables in the previous year included receivables which were discounted with bank on recourse basis. However, the Group had retained the late payment and credit risk and hence had recognised the transferred assets in entirety in its balance sheet in the previous year.

As at the year ended March 31, 2019 the Group is not availing such facility. The relevant carrying amounts are as follows:

	As at March 31, 2019	As at March 31, 2018
Transferred receivables	-	9,052.79
Associated borrowings (Refer note 17)	-	9,052.79

7.5: For lien / charge against trade receivables, Refer note 17.3.

8. Loans	Non-Current		Current	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
At amortised cost				
Unsecured, considered good				
Security deposits	1,196.11	1,162.98	34.89	20.49
Loan to Employees	54.20	59.26	64.44	86.06
	1,250.31	**1,222.24**	**99.33**	**106.55**

8.1. No loans and advances are due from directors or other officers of the Group either severally or jointly with any other person.

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

9. Other Financial Assets (Unsecured, considered good)	Non-Current		Current	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
At amortised cost				
Accrued Interest	-	25.93	1.87	87.61
Government Grant receivable	-	-	500.00	2,000.00
Incentives Receivable from Airlines and CRS System	-	-	202.58	188.34
Others	-	-	165.20	1,828.24
At FVTPL				
Foreign - exchange forward contracts	-	-	875.18	-
Interest rate swaps	-	-	17.44	31.20
	-	**25.93**	**1,762.27**	**4,135.39**

9.1. Refer note 36 for determination of fair value

10.a. Deferred tax Liabilities (net)	As at March 31, 2019	As at March 31, 2018
Deferred Tax Liabilities		
Depreciation and Amortization Expenses	13,009.06	12,250.13
On Others	305.82	-
Gross Deferred Tax Liabilities	**13,314.88**	**12,250.13**
Deferred Tax Assets		
On Retirement benefits expenses	390.59	209.44
Business loss including unabsorbed depreciation	-	1,976.36
MAT entitlement receivable [Refer note (a) below]	6,890.01	6,604.66
On Others	316.33	15.52
Gross Deferred Tax Assets	**7,596.93**	**8,805.98**
Deferred Tax Liabilities (Net)	**5,717.95**	**3,444.15**

	As at March 31, 2019	As at March 31, 2018
10.b. Deferred tax Assets (net)		
Deferred Tax Assets		
On Retirement benefits expenses	3.29	2.32
Business loss including unabsorbed depreciation	-	26.82
MAT entitlement receivable [Refer note (a) below]	51.03	46.25
Gross Deferred Tax Assets	**54.32**	**75.39**
Deferred Tax Liabilities		
Depreciation and Amortization Expenses	15.06	16.15
Gross Deferred Tax Liabilities	**15.06**	**16.15**
Deferred Tax Assets (Net)	**39.26**	**59.24**

a) In view of profitability projections (considering additional contribution from new plants) the Group is confident that there would be sufficient taxable income in future periods to utilize MAT credit entitlements.

In view of revised profitability projections, M/s. Globe Forex and Travels Ltd. is having convincing evidence that there would be sufficient taxable income in future periods to utilize deferred tax assets.Deferred tax includes the impact of reinstatement of Income Tax Rate from 27.55% (including surcharge and cess)in the Previous Year to 26.82% (including surcharge and cess) in the current Financial year due to change in the Tax Rates.

Notes to the Consolidated Ind AS Financial Statements
as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

		Year ended	
		March 31, 2019	March 31, 2018
10.	**Taxes** *(Contd.)*		
	Reconciliation of deferred tax liabilities (net):		
	Opening balance as of April 1.	**3,444.15**	**2,330.06**
	Less: Amount pertaining to Ind AS 115 adjusted in Retained Earning (Refer note 3)	(89.15)	-
	Tax income/(expense) during the period recognised in profit or loss	2,408.38	1,119.36
	Tax income/(expense) during the period recognised in OCI	(45.43)	(5.27)
	Closing balance as at March 31.	**5,717.95**	**3,444.15**

		Year ended	
		March 31, 2019	March 31, 2018
ii)	**Tax expenses**		
	a) Income-tax expense recognised in the Statement of Profit and Loss		
	Current tax		
	Current tax on profits for the year	3,921.53	2,865.59
	Adjustments for current tax for earlier years	10.33	(24.23)
	Total current tax expense	3,931.86	2,841.36
	Deferred Tax		
	Origination and reversal of temporary differences	2,429.70	1,172.05
	Total deferred tax expense (benefit)	2,429.70	1,172.05
	Income-tax expense reported in the Statement of Profit and Loss	**6,361.56**	**4,013.41**
	b) Income-tax expense recognised in Other Comprehensive Income		
	Deferred tax - Remeasurement of post employment defined benefit obligation	46.77	4.26
	Total deferred tax (expense)/benefit recognised in Other Comprehensive Income	**46.77**	**4.26**
	Income-tax expense recognised in Other Comprehensive Income	**46.77**	**4.26**
	c) Reconciliation of statutory rate of tax and the effective rate of tax		
	Profit before income tax	**18,372.86**	**13,506.01**
	Enacted Income tax rate in India applicable to the Group	34.944%	34.608%
	Tax on Profit before tax at the statutory Income tax rate in India	6,420.21	4,674.16
	Adjustments:		
	Tax effect of amounts which are not deductible / (not taxable) in calculating taxable income:		
	Items not deductible	75.84	59.66
	Incentives / additional benefits allowable under Income-tax Act	(175.84)	(531.91)
	Income tax (write back) / charge in respect of earlier years	9.46	(29.85)
	Change in deferred tax balances due to change in income tax rate	-	45.10
	Other items	31.89	(203.75)
	Total Income tax expense	**6,361.56**	**4,013.41**

		As at March 31, 2019	As at March 31, 2018
11.	**Current Taxes**		
	a) Current tax asset		
	Income Tax Refundable	493.78	299.28
		493.78	**299.28**
	b) Current tax liabilities		
	Opening Provision	411.07	-
	Provision during the year	3,902.32	2,865.59
	Less: Amount paid during the year	(4,122.84)	(2,454.52)
		190.55	**411.07**

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

12. Other Assets	Non-Current		Current	
(Unsecured, considered good)	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
a) Capital advances	3,154.08	1,936.78	-	-
b) Advance other than capital advances				
- Advance to suppliers	-	-	1,691.36	1,015.95
- Advance to employees	-	-	0.54	11.35
c) Others				
- Prepaid expenses	30.63	52.83	466.86	300.26
- Export incentives receivable	-	-	1,144.14	750.21
- Balance with Government Authorities	1.15	51.81	819.12	2,139.02
- Leasehold prepayment	492.12	4.40	10.98	71.24
	3,677.98	**2,045.82**	**4,133.00**	**4,288.03**

13. Inventories	As at	
(Valued at lower of cost and net realisable value)	March 31, 2019	March 31, 2018
Raw Materials	7,923.06	8,367.23
Work in Progress	14,111.28	12,893.61
Finished Goods @	1,186.41	415.03
Stores & spares (including packing materials) #	9,655.68	6,996.99
Forgings Scrap	313.88	1,265.93
Less: Provision for Slow Moving Inventory	(64.28)	-
Total	**33,126.03**	**29,938.79**

Includes goods-in-transit ₹ 39.22 lakhs for Raw Materials and ₹ 102.28 lakhs for Stores and Spares (March 31, 2018: ₹ 123.19 for Stores and Spares)

@ Includes Finished Goods in transit ₹ 495.91 lakhs (March 31, 2018: Nil)

For lien / charge against inventories, Refer note 17.3.

14. a) Cash and Cash Equivalents:	As at	
	March 31, 2019	March 31, 2018
i) Cash in hand	6.43	5.60
ii) Balances with banks		
- On Current Accounts	204.50	70.95
- Term Deposits with original maturity of upto 3 months	51.30	42.51
Cash and Cash Equivalents	**262.23**	**119.06**
b) Other Bank Balances:		
- Earmarked balances (On unclaimed dividend accounts)	1.44	1.15
- Fixed deposits with original maturity of more than 3 months but less than 12 months	52.40	-
Other Bank Balances	**53.84**	**1.15**
Cash and Bank balances (a + b)	**316.07**	**120.21**

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

Changes in liabilities arising from financing activities

Particulars	April 1, 2018	Cash Flows	Changes in Fair value	Others*	March 31, 2019
Current borrowings	36,699.00	(239.03)	-	(234.45)	36,225.52
Non current borrowings (Including current maturities of long term debts (Refer note 19)	47,805.09	7,697.52	(103.82)	(456.44)	54,942.35
Total liabilities from financing activities	**84,504.09**	**7,458.49**	**(103.82)**	**(690.89)**	**91,167.87**

Particulars	April 1, 2017	Cash Flows	Changes in Fair value	Others*	March 31, 2018
Current borrowings **	45,180.22	(8,951.13)	-	469.91	36,699.00
Non current borrowings (Including current maturities of long term debts (Refer note 19)	50,490.23	(4,818.43)	(392.81)	1,740.49	47,805.09
Total liabilities from financing activities	**95,670.45**	**(13,769.56)**	**(392.81)**	**2,210.40**	**84,504.09**

* Represents the impact of foreign exchange reinstatement on foreign currency borrowing as at March 31, 2019 and March 31, 2018.

** Includes discounted trade receivable on recourse basis (Refer note 17.1.)

15. Equity share capital	Number of shares			
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
Authorised capital				
Equity shares of ₹ 10 each	3,32,50,000	3,32,50,000	3,325.00	3,325.00
			3,325.00	**3,325.00**
Issued, subscribed and paid-up				
Equity shares of ₹ 10 each	3,26,06,849	3,25,91,508	3,260.68	3,259.15
			3,260.68	**3,259.15**

a) Reconciliation of equity shares outstanding at the beginning and at the end of the year

Equity Shares with voting rights	Number of shares			
	For the year ended March 31, 2019	For the year ended March 31, 2018	For the year ended March 31, 2019	For the year ended March 31, 2018
At the beginnig of the year	3,25,91,508	2,86,69,940	3,259.15	2,866.99
Issued during the year (Refer note e)	61,392	39,21,568	6.14	392.16
Less: Amount recoverable from M/s. Ramkrishna Forgings Limited Employee Welfare Trust towards 46,051 equity shares @ ₹ 10/- each.	(46,051)	-	(4.61)	-
At the end of the year	**3,26,06,849**	**3,25,91,508**	**3,260.68**	**3,259.15**

b) Terms / Rights attached to Equity Shares

The Parent has only one class of equity shares having a par value of ₹ 10/- per share. Each share holder is eligible for one vote per share held. The dividend proposed by the Board of Director is subject to the approval of the shareholders in the ensuing Annual General meeting except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Parent after distribution of all preferential amount, in proportion to their shareholding.

For the year ended March 31, 2019, the Board of Directors of the Parent has recommended dividend of ₹ 1.50 per share (Previous year ₹ 1/- per share) to equity shareholders aggregating to ₹ 489.79 lakhs (Previous year ₹ 325.92 Lakhs). Proposed dividend is recognised in the year in which it is approved by the shareholders.

c) The Parent during the year has issued and allotted 61392 numbers equity shares of face value ₹ 10/- each at a premium of ₹ 390/- aggregating to ₹ 6.14 lakhs towards equity share capital and ₹ 239.43 lakhs towards securities premium to Ramkrishna Forgings Limited Employee Welfare Trust under Ramkrishna Forgings Limited - Employee Stock Option Plan 2015 (RKFL ESOP Scheme 2015).

Further the Parent has given ₹ 245.57 lakhs during the year by way of interest free loan to M/s. Ramkrishna Forgings Limited Employee Welfare Trust which would be recovered from the trust on issue of the aforesaid shares to the employees in terms of the above scheme. The trust has refunded ₹ 61.36 lakhs to the Parent during the year for 15341 numbers equity shares issued to the employees @ ₹ 400/- each. The above loan is adjusted to the extent of ₹ 4.60 lakhs in equity share capital and balance of ₹ 179.60 lakhs in the securities premium accounts.

Notes to the Consolidated Ind AS Financial Statements
as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

d) The Parent Company being ultimate holding company, there are no shares held by any other holding, ultimate holding company and their subsidiaries / associates. Details of shareholders holding more than 5% shares in the Parent Company is given below:

Equity shares of ₹ 10 each fully paid up	% holding		No of shares	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
Riddhi Portfolio Private Limited.	22.83%	22.38%	74,54,241	72,93,419
Eastern Credit Capital Private Limited.	17.21%	17.24%	56,18,500	56,18,500
Amansa Holdings Private Limited.	-	7.28%	-	23,72,440
Aditya Birla Sun Life Trustee Private Limited A/c	5.23%	2.26%	17,07,276	7,36,838

e) The Parent during the preceding 5 years -

i. has not allotted shares pursuant to contracts without payment received in cash.

ii. has not allotted shares as fully paid up by way of bonus shares.

iii. has not bought back any shares.

f) There are no calls unpaid by Directors / Officers of the Parent.

g) The Parent has not converted any securities into equity shares /preference shares during the above financial years.

h) The Parent has not forfeited any shares during the above financial years.

16. Other equity	As at	
	March 31, 2019	March 31, 2018
Capital reserve (Refer note a)	3,546.01	3,546.01
Securities Premium Account (Refer note b)	38,065.24	38,005.41
General reserve (Refer note c)	3,448.15	2,948.15
Employee's Stock Options Outstanding Account (Refer note d)	622.85	598.33
Retained earnings (Refer note e)	38,302.76	27,501.02
Total	**83,985.01**	**72,598.92**

a) Capital Reserve

This reserve had been created on account of capital subsidy received in the form of sales tax refund under Jharkhand Industrial Policy, 2001 and on account of forfeiture of share warrants money.

	Year ended	
	March 31, 2019	March 31, 2018
Opening balance	3,546.01	3,546.01
Add: Changes during the year	-	-
Closing Balance	**3,546.01**	**3,546.01**

b) Securities Premium Reserve

Securities Premium Account is used to record the premium on issue of shares. The same is utilised in accordance with the provisions of the Companies Act, 2013.

	Year ended	
	March 31, 2019	March 31, 2018
Opening balance	38,005.41	18,719.81
Add: Received on allotment of equity shares [1]	239.43	19,607.86
Less: Amount recoverable from M/s. Ramkrishna Forgings Limited Employee Welfare Trust towards 46,051 equity shares @ ₹ 390/- each (March 31, 2018: ₹ Nil) alloted to the trust (Refer note Statement of Changes in Equity)	(179.60)	-
Less: Share issue expenses adjusted	-	(322.26)
Closing Balance	**38,065.24**	**38,005.41**

[1] Received ₹ 239.43 lakhs on the issue of share to Ramkrishna Forgings Limited Employee Welfare Trust during the year and ₹ 19,607.86 lakhs on allotment of equity share by way of Qualified Institutional Placement in the financial year 2017-2018

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

c) General reserve

Under the erstwhile Companies Act 1956, general reserve was created through an annual transfer of net profit at a specified percentage in accordance with applicable regulations. Consequent to introduction of Companies Act 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn though the Group may transfer such percentage of its profits for the financial year as it may consider appropriate. Declaration of dividend out of such reserve shall not be made except in accordance with rules prescribed in this behalf under the Act.

	Year ended	
	March 31, 2019	March 31, 2018
Opening balance	2,948.15	2,448.15
Add: Amount transferred from Retained earnings	500.00	500.00
Closing Balance	**3,448.15**	**2,948.15**

d) Employee's Stock Options Outstanding Reserve (ESOP)

Employee's Stock Options Outstanding is a stock option guaranteed to specified employees of the Group. It offers option's holder the right but not an obligation to purchase shares of the Group on fulfilment of conditions mentioned in ESOP scheme at the price decided at the time of grant of options. (Refer note 30)

	Year ended	
	March 31, 2019	March 31, 2018
Opening balance	598.33	374.93
Add: Charge for the year (Refer note 30)	24.52	223.40
Closing Balance	**622.85**	**598.33**

e) Retained earnings

	Year ended	
	March 31, 2019	March 31, 2018
Balance at the beginning of the year	27,501.02	18,909.63
Less: Impact of transitional adjustment due to adoption of Ind AS 115 under modified retrospective approach (Refer note 3.1)	(228.37)	-
Add: Profit for the year	12,011.30	9,492.60
Add: Other Comprehensive Income for the year (net of tax)	(87.07)	(7.09)
	39,196.88	28,395.14
Less: Transfer to General Reserve	(500.00)	(500.00)
Less: Dividend	(325.92)	(325.92)
Less: Dividend distribution tax	(68.20)	(68.20)
	38,302.76	**27,501.02**

Notes to the Consolidated Ind AS Financial Statements
as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

17. Borrowings	Non-current	
	As at March 31, 2019	As at March 31, 2018
At amortised cost		
Secured :		
Term Loans From banks		
- Domestic currency loans	37,702.23	23,996.24
- Foreign currency loans	17,082.13	19,254.76
- Buyers line of credit	-	4,429.83
- Auto car loan	157.99	124.26
Total	**54,942.35**	**47,805.09**
Less: Current maturities of long term debts (Refer note 19)	9,126.65	9,197.26
Total	**45,815.70**	**38,607.83**

	Current	
	As at March 31, 2019	As at March 31, 2018
Secured :		
Repayable on demand :		
From banks		
- Cash Credit	3,641.60	770.98
- Working Capital Demand / Short Term Loans	3,200.00	4,182.87
- Packing Credit	25,074.64	17,592.33
- Bill discounting (Refer note 17.1)	-	9,052.79
Unsecured :		
Repayable on demand :		
From banks		
- Working Capital Demand / Short Term Loans	500.00	2,500.00
- Buyers line of credit	-	32.20
- Bill discounting (Refer Note 17.2)	3,809.28	2,567.83
Total	**36,225.52**	**36,699.00**

17.1. The Group had discounted trade receivable on recourse basis of ₹ 9052.79 lakhs as on March 31,2018. Accordingly, the monies received on this account were shown as borrowings as the trade receivable did not meet the de-recognition criteria. These were secured against the underlying debtors. Subsequently such balances have been fully realised by the bank. As on March 31, 2019 the Group is not availing the above facility. Also Refer note 7.4.

17.2. Represents purchase bill discounted with bank ₹ 3809.28 lakhs (March 31, 2018: ₹ 2567.83 lakhs)

17.3 The Group has taken borrowings in domestic and foreign currencies towards funding of its capital expenditure, working capital requirements and general corporate purpose. The borrowings comprise funding arrangements with various banks . The Group's total borrowings and a summary of security provided by the Group are as follows -

Particulars	As at March 31, 2019	As at March 31, 2018
Secured long term borrowings	54,942.35	47,805.09
Secured short term borrowings	31,916.23	31,598.97
Unsecured short term borrowings	4,309.29	5,100.03
Total borrowings	**91,167.87**	**84,504.09**

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

Facility Category	Security Details	Payment frequency	As at March 31, 2019	As at March 31, 2018
Rupee Term Loans	**Primary Security:** Term loans (except those which are having exclusive charge) are secured by way of first pari-passu charge over all immovable and moveable fixed assets, both present and future, of the Group excluding those assets for which there is an exclusive charge of other bankers and subject to charges of the Group's bankers created / to be created in their favour for Working Capital loans. **Secondary Security:** It is further secured by the second charge on the current assets of the Group, both present and future, excluding receivables discounted by any other bank and exclusively charged to discounting lender.	Repayable in balance 161 quarterly instalments	27,873.24	18,748.55
Buyers Line of Credit *			-	4,429.82
Suppliers Line of Credit *			1,739.54	-
		Repayable in balance 4 half yearly instalments	4,834.68	6,831.08
Foreign Currency Term Loans		Repayable in balance 12 quarterly instalments.	2,574.33	4,226.61
Rupee Term Loan	Secured by way of first pari-passu charge over all immovable and moveable fixed assets, both present and future, of the Group excluding those assets for which there is an exclusive charge of other bankers.	Repayable in balance 24 quarterly instalments	873.92	-
Rupee Term Loan	Term loans (except those which are having exclusive charge) are secured by way of first pari-passu charge over all immovable and moveable fixed assets, both present and future, of the Group excluding those assets for which there is an exclusive charge of other bankers and subject to charges of the Group's bankers created / to be created in their favour for Working Capital loans. It is also secured by exclusive charge on the office building at 72, Shakespeare Sarani, Kolkata-700017. **Collateral Security:** It is further secured by the second charge on the current assets of the Group, both present and future, excluding hundies of a customer discounted by State Bank of India.	Repayable in balance 18 quarterly instalments	4,955.07	4,942.58
Rupee Term Loan	Exclusive charge on the office property acquired out of the rupee term loan facility.	Repayable in balance 34 quarterly instalments	4,000.00	-
Rupee Term Loan	Exclusive charge on the assets financed by the bank.	Repaid in current year.	-	348.59
Foreign Currency Term Loan	Term Loan is secured by the exclusive first charge on the 125 MN Front Axles, Crankshafts, and Stub Axle (four at a time) Forging Press Line imported from SMS,Gmbh.	Repayable in balance 11 half yearly instalments	7,933.59	8,153.60
Auto Loans	Secured by the exclusive first charge on the asset financed by the banks.	Repayable in balance 124 monthly instalments	157.99	124.26

Notes to the Consolidated Ind AS Financial Statements
as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

Facility Category	Security Details	Payment frequency	As at March 31, 2019	As at March 31, 2018
Cash Credit	Working capital loans from banks are secured by first pari-passu charge on current assets of the Group, both present and future, excluding receivables discounted by any other bank and exclusively charged to discounting lender, subject to prior charges in favour of banks created/ to be created in respect of any existing / future financial assistance / accommodation which has been/may be obtained by the Group. **Collateral Security :** Second pari-passu charge over all immovable and moveable fixed assets ,both present and future, of the Group excluding assets which are exclusively charged to other lenders.	On demand	622.94	770.98
Working Capital Demand Loan / Short term Loan		On demand	6,218.65	4,182.87
Packing Credit Loan in Foreign Currency		On demand	541.34	15,992.33
Packing Credit Loan in INR.		On demand	24,533.30	1,600.00
Secured Bill Discounting	Exclusive Charge on bills of underlying customer for the hundies discounted by the Bank.	On demand	-	9,052.79
Unsecured Bill Discounting	Unsecured	On demand	3,809.28	2,567.83
Working Capital Demand / Short Term Loans	Unsecured	On demand	500.00	2,500.00
Buyers Credit	Unsecured	On demand	-	32.20
Total			**91,167.87**	**84,504.09**

* Buyers and Suppliers line of credit is a part of term loan facilities extended by the banks.

17.4. Terms of repayment of total borrowings outstanding as of March 31, 2019 are provided below:

Borrowings	Range of Effective Interest Rate (%)	<=1 year	1-3 years	3-5 Years	>5 years
Domestic Currency Term Loan	9.25 - 11.25	3,649.31	11,782.71	13,510.79	10,938.73
Auto Loan	8.25 - 10.25	65.89	52.09	40.02	-
Foreign Currency Term Loan	1.25 - 6.53	5,650.31	6,286.89	3,002.02	750.51
Cash Credit	9.40 - 13.05	622.94	-	-	-
Working Capital Demand Loan/ Short term Loan	8.55 - 9.40	6,218.65	-	-	-
PCFC	Euribor+2	541.35	-	-	-
PCFC in INR	6.00 - 6.85	24,533.30	-	-	-
Unsecured Loan - Bill Discounting - IDFC	9.6	3,809.28	-	-	-
Unsecured Loan - Short Term Loan	8.75	500.00	-	-	-
		45,591.03	**18,121.69**	**16,552.83**	**11,689.24**

The above maturity is based on the total principal outstanding gross of the processing fees and charges of ₹ 786.92 lakhs

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

18. Trade payables	As at	
	March 31, 2019	March 31, 2018
At amortised cost		
Total outstanding due of micro and small enterprises (Refer Note 34)	260.44	12.71
Total outstanding due of creditors other than micro and small enterprises	13,276.79	12,892.32
Acceptance given to Bank	13,548.86	17,165.67
	26,825.65	**30,057.99**
	27,086.09	**30,070.70**

Trade payables are non- interest bearing and are normally settled upto 90 days credit terms.

19. Other financial liabilities	Current	
	As at March 31, 2019	As at March 31, 2018
At amortised cost		
Employee related dues	1,354.48	1,288.20
Interest accrued but not due on borrowings	529.91	387.48
Payable for capital goods	1,052.67	3,188.05
Current maturities of long-term borrowings (Refer note 17)	9,126.65	9,197.26
Unpaid dividends@1	1.44	1.15
Other financial liabilities@2	809.61	1,422.54
At FVTPL		
Foreign - exchange forward contracts	-	44.40
	12,874.76	**15,529.08**

@1 Appropriate transfers have been made by the Company to the Investor Education and Protection Fund during the year. There are no amounts due and outstanding to be credited to Investor Education and Protection Fund under section 125 of the Companies Act, 2013 as at the year end.

@2 Other financial liabilities includes liabilities for carriage outwards etc.

19.1. Refer Note 36 for determination of fair value

20. Provisions	Non-current		Current	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Provision for gratuity (Refer note 39)	-	7.45	254.73	86.90
Provision for compensated absences	-	-	334.83	224.08
	-	**7.45**	**589.56**	**310.98**

21. Other liabilities	Non-current		Current	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Advance from customers	-	-	580.31	359.18
Statutory dues payable	-	-	674.17	273.95
	-	**-**	**1,254.48**	**633.13**
Government grants				
Opening balance #	3,826.21	2,064.17	237.95	237.95
Reclassified from non-current to current	110.65	(237.96)	-	237.96
Accrued during the year	(1,241.12)	2,000.00	1,241.13	-
Released to Statement of Profit and Loss	(922.61)	-	(237.95)	(237.96)
Closing balance	**1,773.13**	**3,826.21**	**1,241.13**	**237.95**
	1,773.13	**3,826.21**	**2,495.61**	**871.08**

Includes Government assistance in the form of the duty benefit availed under Export Promotion Capital Goods (EPCG) scheme on purchase of property, plant and equipment accounted for as Government grant and being amortised on basis of fulfilment of export obligations for the current year as against amortisation over the life of the underlying assets untill last year.

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

22. Revenue from operations	For the year ended	
	March 31, 2019	March 31, 2018
Sale of products **	1,63,806.15	1,34,100.30
Sale of services		
- Job Work	1.25	11.37
- Tours and other services	11,426.83	4,611.69
- Commission & Incentives	1,012.07	931.37
- Die design and preparation charges	371.23	288.04
Other operating revenues		
- Sales of Scrap	11,949.44	8,205.71
- Export incentives	2,441.88	1,844.24
- Foreign exchange difference on operating assets and liabilities	938.22	659.49
- Subsidies	1,160.56	223.51
	1,93,107.63	**1,50,875.72**

** Revenue includes excise duty collected from customers of ₹ Nil (March 31, 2018: ₹ 1,785.77 lakhs). Revenue from operations for previous periods up to June 30, 2017 includes excise duty. From July 1, 2017 onwards the excise duty and most indirect taxes in India have been replaced Goods and Service Tax (GST). The Group collects GST on behalf of the Government. Hence, GST is not included in Revenue from operations. In view of the aforesaid change in indirect taxes, Revenue from operations year ended March 31, 2019 is not comparable with March 31, 2018.

23. Other income	For the year ended	
	March 31, 2019	March 31, 2018
Interest Income on		
- Financial assets, recognised at amortised cost	116.86	164.37
- Income Tax Refund	-	1.55
Other non-operating income		
- Miscellaneous Balances written back	-	22.26
- Fair value gain on financial instruments at fair value through profit or loss	108.88	165.19
- Miscellaneous Income	85.51	82.13
	311.25	**435.50**

24. Cost of material consumed	For the year ended	
	March 31, 2019	March 31, 2018
Inventory at the beginning of the year (Refer note 13)	8,367.23	3,695.59
Add: Purchases	93,875.58	77,844.74
	1,02,242.81	81,540.33
Less: Inventory as at end of the year (Refer note 13)	7,923.06	8,367.23
Cost of Raw Materials consumed	**94,319.75**	**73,173.10**

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

25. (Increase) in Inventories of Finished Goods and Work in Progress	For the year ended	
	March 31, 2019	March 31, 2018
Inventory at the beginning of the year (Refer note 13)		
Work-in-progress	12,893.61	12,990.42
Forging scrap	1,265.93	515.46
Finished goods	415.03	240.27
Vendor managed inventories	-	8.56
	14,574.57	**13,754.71**
Inventory at the end of the year (Refer note 13)		
Work-in-progress	14,111.28	12,893.61
Forging scrap	313.88	1,265.93
Finished goods	1,186.41	415.03
Vendor managed inventories	-	-
	15,611.57	**14,574.57**
Excise duty on (increase) / decrease in stock	-	(83.94)
Impact of transitional adjustment due to adoption of Ind AS 115 under modified retrospective approach (Refer note 3.1)	467.51	-
Inventory loss on trial run during the year.	(1,100.24)	(891.26)
	(1,669.73)	**(1,795.06)**

26. Employee benefits expense	For the year ended	
	March 31, 2019	March 31, 2018
Salaries, wages and bonus (including Managing and Whole time Director's Remuneration)	9,393.71	8,346.30
Contribution to provident & other funds	576.87	488.05
Gratuity expense (Refer note 39)	152.51	102.30
Employees stock option plan (Refer note 30)	24.52	223.40
Staff welfare expenses	347.45	276.09
	10,495.06	**9,436.14**

27. Finance costs	For the year ended	
	March 31, 2019	March 31, 2018
Interest expenses	6,036.52	5,754.38
Other borrowing costs	2,182.43	1,497.45
	8,218.95	**7,251.83**

Notes to the Consolidated Ind AS Financial Statements
as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

28. Other expenses	For the year ended	
	March 31, 2019	March 31, 2018
Carriage inward expenses	571.05	283.04
Consumption of stores and spares (Including packing materials)	8,734.52	7,028.90
Processing charges	6,252.83	5,347.61
Repairs and maintenance		
-Plant & machinery	490.68	432.34
-Factory shed & building	89.94	95.69
- Others	514.32	404.42
Rent (Refer note 31)	98.83	85.48
Rates & taxes	69.12	86.46
Insurance	450.39	410.20
Director sitting fees & commission	35.40	20.15
Bank charges & commission	181.19	85.36
Postage, telegraph & telephone	86.05	105.61
Legal & professional fees [a]	483.98	566.55
Travelling & conveyance expenses	679.71	953.12
Advertisement	30.88	19.60
Payment to auditors [b]	82.81	52.56
Brokerage & commission expenses	116.32	101.52
Vehicle running expenses	86.45	87.50
Carriage outward expenses	1,127.86	1,304.33
Export expenses	4,222.87	4,163.58
Sundry balances written off / (written back) (Net)	701.81	238.86
Loss on Sales / Discarded Assets (Net)	13.69	19.59
Allowance for bad and doubtful debts	-	28.52
Miscellaneous expenses [c]	1,548.29	1,198.76
	26,668.99	**23,119.75**

	For the year ended	
	March 31, 2019	March 31, 2018
a. Legal and professional expenses include payment to a firm of solicitors in which a Director is a partner	**3.57**	**35.36**

	For the year ended	
	March 31, 2019	March 31, 2018
b. Details of payment to Auditors:		
Statutory Auditors:		
Audit Fees	43.40	32.40
Tax Audit Fees (Other than statutory auditors)	1.00	1.00
Limited Review	22.00	13.65
For other Services (Certification fees)	13.64	4.16
Reimbursement of Expenses	2.77	1.71
	82.81	**52.92**

c. Includes Corporate social responsibility expenses of ₹ 171.40 lakhs (March 31, 2018 : ₹ 121.35 lakhs), Refer note 41.

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

29. Earnings per equity share (EPS)		For the year ended	
		March 31, 2019	March 31, 2018
Numerator for basic and diluted EPS			
Net profit after tax attributable to shareholders (in ₹)	(A)	12,011.30	9,492.60
Denominator for basic EPS			
- Weighted average number of equity shares for basic EPS	(B)	3,25,94,886	3,13,98,921
Denominator for diluted EPS			
- Weighted average number of equity shares for diluted EPS *	(C)	3,26,81,921	3,15,48,504
Basic earnings per share of face value of ₹ 10/- each (in ₹)	**(A/B)**	**36.85**	**30.23**
Diluted earnings per share of face value of ₹ 10/- each (in ₹)	**(A/C)**	**36.75**	**30.09**

* After considering impact of ESOP

30. Ramkrishna Forgings Limited - Employee Stock Option Plan 2015 (RKFL ESOP Scheme 2015)

The Board of Directors at its meeting held on August 7, 2015, approved the Employee Stock Option Scheme 2015 ("ESOP Scheme 2015") for the grant upto 700000 stock option to its permanent employees working in India and wholetime Directors of the Group, in one or more tranches. Each option would be converted into one fully paid-up equity share of ₹ 10/- each of the Group. The same was approved by the members in the 33rd Annual General Meeting of the Group held on September 12, 2015. The ESOP Scheme 2015 shall be administered by the Nomination and Remuneration Committee through the Ramkrishna Forgings Limited Employee Welfare Trust. The Scheme was further amended in the 34th Annual General Meeting held on September 24, 2016 wherein the exercise price per share was reduced from ₹ 505.58 per share to ₹ 400/- per share.

The above granted options shall vest as under:

Date of Vesting	Eligibility
3rd year	30%
4th year	30%
5th year	40%

Movement of Options Granted:

The movement of the options under ESOP Scheme 2015 for the year ended March 31, 2019 are as follows:

Particulars	March 31, 2019	March 31, 2018
Outstanding at beginning of the year	2,61,217	2,58,799
Granted during the year	-	20,044
Forfeited / Cancelled during the year	20,688	17,626
Exercised during the year	15,341	-
Outstanding at the end of the year	2,25,188	2,61,217

Particulars	March 31, 2019	March 31, 2018
Range of exercise prices	400.00	400.00
Weighted Average Exercise Price	400.00	400.00
Weighted Average Remaining contractual years	2.72	3.61

Fair Valuation:

The fair value of the options used to compute net profit and earnings per share have been done by an independent valuer using Black-Scholes-Model. The details of options granted, the key assumptions and the Fair Value on the date of grant are as under:

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

Particulars	March 31, 2019	March 31, 2018
Exercise Price (₹)	400.00	400.00
Risk-Free Interest Rate	7.65%	7.65%
Life of Options Granted	6.11	6.11
Expected Volatility	53.97%	53.97%
Expected Dividend Yield	0.36%	0.36%
Weighted-Average Fair Value per Option (₹)	344.80	344.80

Stock Price: Closing price on National Stock Exchange on the date of grant has been considered.

Volatility: The historical volatility over the expected life has been considered to calculate the fair value.

Risk-free rate of return: The risk-free interest rate being considered for the calculation is the interest rate applicable for a maturity equal to the expected life of the options based on the zero-coupon yield curve for Government Securities.

Exercise Price: Exercise Price of each specific grant has been considered.

Time to Maturity: Time to Maturity / Expected Life of options is the period for which the Group expects the options to be live.

Expected dividend yield: Expected dividend yield has been calculated as an average of dividend yields for five financial years preceding the date of the grant.

31. Leases

Operating Leases:

The Group leasing agreements are in respect of lease for lands and office space. These leasing agreements range between 1 to 99 years. The aggregate lease rental payables are charged as rent in the Statement of Profit and Loss.

Particulars	March 31, 2019	March 31, 2018
Lease rentals recognised in the Statement of Profit and Loss during the year	98.83	85.48

Future minimum rentals payable under non-cancellable operating leases as at March 31, 2019 are as follows:

Particulars	March 31, 2019	March 31, 2018
Minimum lease payments to be recognised in the Statement of Profit and Loss in future years		
- Within one year	18.41	6.77
- After one year but not more than 5 years	44.62	13.20
- More than 5 years (including future lease rentals for land)	5,536.31	4,745.09

32. Segment information

Operating Segment:

The Group comprises two operating segments namely “Forging components” and "Others" which represents the Group's businesses. The Forgings segment produces and sells forged automobile components and others primarily includes services for tour and travels.

	Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
1	**Segment Revenue**		
	Revenue from External Customers		
	(i) Forging components	1,80,668.74	1,45,332.66
	(ii) Others	12,477.44	5,570.91
	Total	**1,93,146.18**	**1,50,903.57**
	Less : Inter Segment Revenue	(38.55)	(27.85)
	Revenue from operations	**1,93,107.63**	**1,50,875.72**

There are two external customers in the Forging components segment who accounts for more then 10% of the Holding Company’s revenue individually.

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
2 **Segment Results**		
Profit before Interest and tax		
(i) Forging components	26,165.52	20,403.15
(ii) Others	426.29	354.69
Total Segment Profit	**26,591.81**	**20,757.84**
Less: Finance costs	(8,218.95)	(7,251.83)
Profit before tax	**18,372.86**	**13,506.01**
3 **Segment Assets**		
(i) Forging components	2,12,955.27	1,99,520.52
(ii) Others	7,059.29	6,115.10
Total Assets	**2,20,014.56**	**2,05,635.62**
4 **Segment Liabilities**		
(i) Forging components	1,27,584.90	1,25,454.91
(ii) Others	5,183.96	4,322.64
Total Liabilities	**1,32,768.87**	**1,29,777.55**

5 Geographical Revenue is allocated based on the location of customers. Information regarding geographical revenue are as follows:

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
India	1,40,189.04	1,09,610.06
Outside India	52,918.59	41,265.66
Total	**1,93,107.63**	**1,50,875.72**

6. Geographical non-current assets (other than financial assets and deferred tax assets) are allocated based on the location of the assets. Information regarding geographical non-current assets is as follows:

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
India	1,28,027.09	1,13,963.70
Outside India	-	-
Total	**1,28,027.09**	**1,13,963.70**

33.	**Contingent Liabilities and Commitments:**	As at	
		March 31, 2019	March 31, 2018
A.	**Contingent Liabilities / claims against the Group not acknowledged as debts**		
(i)	Electricity	45.24	45.24
(ii)	Excise/Service tax demands - matters under dispute	1,431.15	30.77
(iii)	Sales tax demands - matters under dispute	175.76	395.72
(iv)	Goods and Service Tax - matters under dispute	45.12	-
(v)	Income tax demands - matters under dispute	233.62	266.29
(vi)	Bank Guarantees	567.63	567.63
(vii)	Custom duty on Capital goods imported under EPCG Scheme, against which export obligation of ₹ 19,353.03 Lakhs (March 31, 2018 : ₹ 31,532.12 lakhs) is to be fulfilled	1,988.38	4,317.33
B.	**Capital and other commitments**		
(i)	Estimated amount of contracts remaining to be executed on capital account and not provided for (Net of advance).	16,113.20	9,431.20

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

34.	Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006.	As at	
		March 31, 2019	March 31, 2018
a)	Principal amount and the interest due thereon remaining unpaid to each supplier at the end of each accounting year.		
	Principal amount remaining unpaid to any supplier at the end of the accounting year.	260.44	12.71
	Interest due on above	-	-
	Total	**260.44**	**12.71**
b)	Amount of interest paid by the buyer in terms of Section 16 of the Act, along with amount of payment made beyond the appointed date during the year.	-	-
c)	Amount of interest accrued and remaining unpaid at the end of the financial year.	-	-
d)	Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the due date during the year) but without adding the interest specified under the Act.	-	-
e)	Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the Small enterprise, for the purpose disallowance as a deductible expenditure under Section 23 of the Act.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management.

35. Related Party Disclosures:

Related parties where control exists :

(i) **Enterprises over which Key Management Personnel and their relatives are able to exercise significant influence**

(i) Riddhi Portfolio Pvt. Ltd.
(ii) Eastern Credit Capital (P) Ltd.
(iii) Ramkrishna Rail & Infrastructure Pvt. Ltd.
(iv) Clifftop Infrabuild Pvt. Ltd.
(v) Northeast Infra Properties Pvt. Ltd.
(vi) Dove Airlines Private Ltd.
(vii) Chaitanya Aviation Private Ltd.
(viii) Mahabir Prasad Jalan (HUF)
(ix) Naresh Jalan (HUF)
(x) Pawan Kumar Kedia (HUF)

(ii) **Key Management Personnel (KMP)**

Mahabir Prasad Jalan	Chairman cum Whole Time Director.
Naresh Jalan	Managing Director
Pawan Kumar Kedia	Finance Director
Sikandar Yadav (From 02.06.2017 till 13.12.2017)	Chief Financial Officer
Lalit Kumar Khetan (Appointed on 25.05.2018)	Chief Financial Officer
Rajesh Mundhra	Company Secretary
Ram Tawakya Singh	Independent Director *
Padam Kumar Khaitan	Independent Director *
Amitabha Guha	Independent Director *
Yudhisthir Lal Madan	Independent Director *
Aditi Bagri	Independent Director *
Sandipan Chakravortty	Independent Director *
Partha Sarathi Bhattacharyya	Independent Director *
Ranaveer Sinha (Appointment on 02.02.2019)	Independent Director *

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

(iii)	**Relatives of Key Management Personnel**	
	Rashmi Jalan	Wife of Naresh Jalan
	Chaitanya Jalan	Son of Naresh Jalan
	Alok Kedia	Son of Pawan Kumar Kedia
(iv)	**Trusts managed by the Group**	Ramkrishna Forgings Employee Welfare Trust
		Ramkrishna Foundation
(v)	**Firm where a director is a partner**	Khaitan & Co., LLP
		Khaitan & Co.

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year:

Sl. No.	Name of the Related Party	Relationship	Nature of transactions	Transaction Amount for the year ended	Outstanding as at	Transaction Amount for the year ended	Outstanding as at
				March 31, 2019		March 31, 2018	
i.	Riddhi Portfolio Pvt. Ltd.	Enterprise over which KMP and their relatives are able to exercise significant influence	Rent Paid	6.00	-	6.00	-
			Interest free Deposit given	-	1.50	-	1.50
			Dividend paid	73.23	-	72.88	-
ii.	Dove Airlines Pvt. Ltd.	Enterprise over which KMP and their relatives are able to exercise significant influence	Travelling Expenses	122.18	-	437.40	-
iii.	Eastern Credit Capital Pvt. Ltd.	Enterprise over which KMP and their relatives are able to exercise significant influence	Dividend paid	56.19	-	56.19	-
iv.	Khaitan & Co., LLP	Firm where a director is a partner	Legal fees	1.91	-	35.36	-
v.	Khaitan & Co.	Firm where a director is a partner	Legal fees	1.66	-	-	-
vi.	Mahabir Prasad Jalan	Key Management Personnel #	Short-term employee benefits	228.46	14.50	228.25	34.08
			Lease Rent paid / payable	12.00	-	12.00	1.00
			Commission paid / payable	100.00	100.00	50.00	50.00
			Dividend paid	4.51	-	4.51	-
vii.	Mahabir Prasad Jalan (HUF)	Enterprise over which KMP and their relatives are able to exercise significant influence	Dividend paid	1.20	-	1.20	-
viii.	Naresh Jalan	Key Management Personnel #	Short-term employee benefits	125.60	0.86	125.59	20.73
			Post-employment benefits	10.18	0.85	10.18	0.85
			Other long-term benefits	12.21	1.02	12.21	1.02
			Lease Rent paid / payable	12.00	-	12.00	1.00
			Commission paid / payable	-	-	50.00	50.00
			Rent paid / payable	6.00	-	6.00	0.50
			Dividend paid	2.86	-	2.86	-

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year:

Sl No.	Name of the Related Party	Relationship	Nature of transactions	Transaction Amount for the year ended	Outstanding as at	Transaction Amount for the year ended	Outstanding as at
				March 31, 2019		March 31, 2018	
ix.	Naresh Jalan (HUF)	Enterprise over which KMP and their relatives are able to exercise significant influence	Dividend paid	2.69	-	2.69	-
x.	Pawan Kumar Kedia	Key Management Personnel #	Short-term employee benefits	44.67	0.72	34.93	2.31
			Post-employment benefits	2.03	0.17	1.77	0.15
			Other long-term benefits	2.43	0.20	2.12	0.18
			Dividend paid	0.14	-	0.14	-
xi.	Pawan Kumar Kedia (HUF)	Enterprise over which KMP and their relatives are able to exercise significant influence	Dividend paid	0.05	-	0.05	-
xii.	Sikandar Yadav	Key Management Personnel (from 02/06/2017 till 13/12/2017)	Short-term employee benefits	-	-	39.07	-
			Post-employment benefits	-	-	1.60	-
xiii.	Rajesh Mundhra	Key Management Personnel	Short-term employee benefits	44.25	0.44	33.91	2.31
			Post-employment benefits	1.50	0.13	1.31	0.11
			Other long-term benefits	1.81	0.15	1.57	0.13
			Dividend paid	0.15	-	0.15	-
xiv.	Lalit Kumar Khetan	Key Management Personnel	Short-term employee benefits	69.35	3.57	-	-
			Other long-term benefits	3.82	0.32	-	-
xv.	Ram Tawakya Singh*	Key Management Personnel	Sitting Fees	5.80	-	3.35	-
xvi.	Padam Kumar Khaitan*	Key Management Personnel	Sitting Fees	4.55	-	2.95	-
xvii.	Amitabha Guha*	Key Management Personnel	Sitting Fees	5.70	-	3.30	-
xviii.	Yudhisthir Lal Madan*	Key Management Personnel	Sitting Fees	6.70	-	3.05	-
xix.	Ramkrishna Foundation	Trusts managed by the Group	CSR expenses	171.40	-	121.35	-

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year:

Sl No.	Name of the Related Party	Relationship	Nature of transactions	Transaction Amount for the year ended March 31, 2019	Outstanding as at March 31, 2019	Transaction Amount for the year ended March 31, 2018	Outstanding as at March 31, 2018
xx.	Aditi Bagri*	Key Management Personnel	Sitting Fees	4.50	-	3.50	-
xxi.	Sandipan Chakravortty*	Key Management Personnel	Sitting Fees	4.65	-	2.00	-
xxii.	Partha Sarathi Bhattacharyya*	Key Management Personnel	Sitting Fees	3.50	-	2.00	-
xxiii.	Rashmi Jalan	Relative of Key Management Personnel	Dividend paid	4.19	-	4.19	-
xxiv.	Chaitanya Jalan	Relative of Key Management Personnel	Salary paid	11.09	0.77	9.02	0.98
			Other long-term benefits	0.58	0.05	0.36	-
			Dividend paid	0.09	-	0.07	-
xxv.	Alok Kedia	Relative of Key Management Personnel	Salary paid	11.82	0.66	9.19	0.79
			Post-employment benefits	0.48	0.04	0.38	0.03
			Other long-term benefits	0.57	0.05	0.46	0.04
			Dividend paid $	0.00	-	0.00	-

	Nature of transactions	Transaction Amount for the year ended March 31, 2019	Transaction Amount for the year ended March 31, 2018
Total of remuneration to key management personnel	Sitting Fees	35.40	20.15
	Short-term employee benefits	512.33	461.76
	Post-employment benefits	14.19	15.24
	Other long-term benefits	21.42	16.71
	Commission paid / payable	100.00	100.00

Note :

Excludes leave encashment and gratuity which is based on actuarial valuation provided on overall Group basis.

* The Independent Directors have been considered as Key Management Personnel only for above reporting as per the requirements of Ind AS 24 - Related Party Disclosures.

$ Dividend paid to Mr. Alok Kedia ₹ 20/- (March 31, 2018: ₹ 20/-)

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

36. Financial instruments

A. Financial Assets and liabilities:

The accounting classification of each category of financial instruments, and their carrying amounts, are set out below:

Particulars	March 31, 2019 Carrying Amount / Fair Value	March 31, 2018 Carrying Amount / Fair Value
Financial Assets		
Financial assets carried at amortised cost		
Trade receivables (Refer note. 7)	50,756.91	51,465.76
Loans - Non-current (Refer note. 8)	1,250.31	1,222.24
Other Non-current financial assets (Refer note. 9)	-	25.93
Cash and Bank balances (Refer note. 14a and 14b)	316.07	120.21
Loans - Current (Refer note. 8)	99.33	106.55
Other Current financial assets (Refer note. 9)	869.65	4,104.19
Total financial assets carried at amortised cost	**53,292.27**	**57,044.88**
Financial assets at FVTPL		
Derivative instrument (Refer note. 9)	892.62	31.20
Total financial assets carried at FVTPL	**892.62**	**31.20**
Financial assets at fair value through Other Comprehensive Income (OCI)		
Investments (Refer note. 6)	10.50	10.50
Total financial assets carried at fair value through Other Comprehensive Income (OCI)	**10.50**	**10.50**
Financial Liabilities		
Financial liabilities carried at amortised cost		
Short term borrowings (Refer note. 17)	36,225.52	36,699.00
Long term borrowings (Refer note. 17)	45,815.70	38,607.83
Trade payables (Refer note. 18)	27,086.09	30,070.70
Other Current financial liabilities (Refer note. 19)	12,874.76	15,484.68
Total financial liabilities carried at amortised cost	**1,22,002.07**	**1,20,862.22**
Financial Liabilities at FVTPL		
Derivative instruments (Refer note. 19)	-	44.40
Total financial liabilities carried at FVTPL	**-**	**44.40**

The Management assessed that the fair value of cash and cash equivalents, trade receivables, derivative instruments, trade payables and other current financial assets and liabilities approximate their carrying amounts largely due to the short term maturities of these instruments.

B. Fair value hierarchy:

The Company uses the following hierarchy for determining and/or disclosing the fair value of financial instruments by valuation techniques:

(i) **Level 1:** quoted prices (unadjusted) in active markets for identical assets or liabilities.

(ii) **Level 2:** inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices).

(iii) **Level 3:** inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The below table summarises the categories of financial assets and liabilities as at March 31, 2019 and March 31, 2018 measured at fair value:

Financial Asset	Level 1	Level 2	Level 3
At fair value through other comprehensive income as at March 31, 2019			
- Investments	-	-	10.50
At FVTPL as at March 31, 2019			
- Derivative financial instruments	-	892.62	-
At fair value through other comprehensive income as at March 31, 2018			
- Investments	-	-	10.50
At FVTPL as at March 31, 2018			
- Derivative financial instruments	-	31.20	-

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

Note 36B : Fair value hierarchy: (Contd.)

Financial Liabilities	Level 1	Level 2	Level 3
At FVTPL as at March 31, 2019			
- Derivative financial instrument	-	-	-
At FVTPL as at March 31, 2018			
- Derivative financial instrument	-	44.40	-

Fair valuation method and assumptions:

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties other than in a forced or liquidation sale. The following methods and assumptions are used to estimate the fair values.

i) The fair value of derivative financial instruments is determined based on observable market inputs including currency spot and forward rates, yield curves, currency volatility etc. These derivatives are estimated by using the pricing models, where the inputs to those models are based on readily observable market parameters, contractual terms, period to maturity, maturity parameters and foreign exchange rates. These models do not contain a high level of subjectivity as the valuation techniques used do not require significant judgement and inputs thereto are readily observable from market rates. The said valuation has been carried out by the counter party with whom the contract has been entered with and management has evaluated the credit and non-performance risks associated with the counterparties and believes them to be insignificant and not requiring any credit adjustments.

ii) The Group has determined the carrying value of the non-current investment as its fair value in the absence of any available observable inputs.

iii) There has been no transfer between Level 1, Level 2 and Level 3 during the above periods.

37A Financial Risk Management Objectives and Policies:

The Group’s principal financial liabilities comprises borrowings, trade and other payables and other financial liabilities. The main purpose of these financial liabilities is to finance and support the operations of the Group. The Group’s principal financial assets include trade and other receivables, loans and cash and cash equivalents that derive directly from its operations.

The Group’s business activities are exposed to a variety of risks including liquidity risk, credit risk and market risk. The Group seeks to minimize potential adverse effects of these risks on its financial performance and capital. Financial risk activities are identified, measured and managed in accordance with the Group's policies and risk objectives which are summarized below and are reviewed by the senior management.

(A) Credit risk

Credit risk refers to risk of financial loss to the Group if customers or counterparties fail to meet their contractual obligations. The Group is exposed to credit risk from its operating activities (mainly trade receivables).

(i) Credit risk management

(a) Trade Receivables

Customer credit risk is managed by the respective departments subject to the Group's established policies, procedures and controls relating to customer credit risk management. Customer credit risk is managed by the Group through its established policies and procedures which involve setting up credit limits based on credit profiling of individual customers, credit approvals for enhancement of limits and regular monitoring of important developments viz. payment history, change in credit rating, regulatory changes, industry outlook etc. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 7. Outstanding receivables are regularly monitored and an impairment analysis is performed at each reporting date on an individual basis for each major customer. On account of adoption of Ind AS 109, the Group uses expected credit loss model to assess the impairment loss or reversal thereof.

(b) Deposits and financial assets (Other than trade receivables):

Credit risk from balances with banks is managed by the Group's treasury department in accordance with the Group's policy.

(B) Liquidity Risk

Liquidity risk implies that the Group may not be able to meet its obligations associated with its financial liabilities. The Group manages its liquidity risk on the basis of the business plan that ensures that the funds required for financing the business operations and meeting financial liabilities are available in a timely manner and in the currency required at optimal costs. The Management regularly monitors rolling forecasts of the Group’s liquidity position to ensure it has sufficient cash on an ongoing basis to meet operational fund requirements.

Additionally, the Group has committed fund and non-fund based credit lines from banks which may be drawn anytime based on Group’s fund requirements. The Group endeavours to maintain a cautious liquidity strategy with positive cash balance and undrawn bank lines throughout the year.

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include contractual interest payments.

Contractual maturity of financial liabilities	Upto 1 year	1 Year to 3 year	3 year to 5 year	More than 5 years	Total
March 31, 2019					
Long Term Borrowings (including current maturities of long term borrowings) **	9,365.51	18,121.69	16,552.83	11,689.24	55,729.27
Current Borrowings	36,225.53				36,225.53
Trade payable	27,086.09	-	-	-	27,086.09
Other financial liabilities (excluding current maturities of long term borrowings)	3,218.20	-	-	-	3,218.20
	75,895.32	**18,121.69**	**16,552.83**	**11,689.24**	**1,22,259.09**
March 31, 2018					
Long Term Borrowings (including current maturities of long term borrowings) **	9,197.26	16,657.26	12,840.81	9,109.76	47,805.09
Current Borrowings*	36,699.00				36,699.00
Trade payables	30,070.70	-	-	-	30,070.70
Other financial liabilities (excluding current maturities of long term borrowings)	6,331.83	-	-	-	6,331.83
	82,298.79	**16,657.26**	**12,840.81**	**9,109.76**	**1,20,906.62**

* The Group had discounted trade receivable on recourse basis of ₹ 9052.79 lakhs as on March 31,2018. Accordingly, the monies received on this account were shown as borrowings as the trade receivable did not meet the de-recognition criteria. These were secured against the underlying debtors. Subsequently such balances have been fully realised by the bank. As on March 31, 2019 the Group is not availing the above facility.

** The above maturity is based on the total principal outstanding gross of the processing charges.

(C) Market Risk

Market risk is the risk that the fair value of future cash flow of financial instruments may fluctuate because of changes in market conditions. Market risk broadly comprises three types of risks namely foreign currency risk, interest rate risk and price risk (for commodities). The above risks may affect the Group's income and expense and profit. The Group's exposure to and management of these risks are explained below:

(i) Foreign currency risk

The Group operates in international markets and therefore is exposed to foreign currency risk arising from foreign currency transactions. The exposure relates primarily to the Group's operating activities (when the revenue or expense is denominated in foreign currency), borrowings in foreign currencies. Majority of the Group's foreign currency transactions are in USD while the rest are in EURO, JPY and GBP. The major imports are only in respect of capital goods. The risk is measured through forecast of highly probable foreign currency cash flows.

The risk of fluctuations in foreign currency exchange rates on its financial liabilities including trade and other payables etc, which are mainly in US Dollars , are mitigated through the natural hedge, as Group's export sales are predominantly in US dollars and such economic exposure through trade and other receivables in US dollars provide natural alignment. Hence, a reasonable variation in the Foreign exchange rate would not have much impact on the profit/ equity of the Group.

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

(a) Foreign currency risk exposure

The Group's exposure to foreign currency risk at the end of the reporting period expressed INR in lakhs, are as follows:

	March 31, 2019			March 31, 2018			
	INR equivalent of			INR equivalent of			
	USD	EUR	GBP	USD	EUR	JPY	GBP
Financial assets							
Trade receivables	22,931.39	3,507.29	693.16	19,890.77	3,231.12		106.35
Other Financial Assets	-	15.99	-	-	1,616.15	-	-
Foreign exchange forward contracts							
For Sale of foreign currency	(21,173.11)	(1,165.09)	-	(2,281.13)	-	-	-
Net exposure to foreign currency risk (assets)	**1,758.28**	**2,358.19**	**693.16**	**17,609.64**	**4,847.27**	**-**	**106.35**
Financial liabilities							
Foreign currency loan	8,332.99	9,290.49	-	28,108.01	10,878.97	2,393.41	-
Trade payables and Capital Goods	169.60	16.45	-	212.78	1,557.87	1,050.51	-
Net exposure to foreign currency risk (liabilities)	**8,502.59**	**9,306.93**	**-**	**28,320.79**	**12,436.84**	**3,443.91**	**-**
Net exposure to foreign currency risk (Assets- Liabilities)	**(6,744.31)**	**(6,948.74)**	**693.16**	**(10,711.15)**	**(7,589.57)**	**(3,443.91)**	**106.35**

(b) Foreign currency Rate Sensitivity

A fluctuation in the exchange rates of 1% with other conditions remaining unchanged would have the following effect on Group's profit or loss before taxes as at March 31, 2019 and March 31, 2018:

	Impact on profit before tax [Increase / (Decrease)]	
	FY 2018-19	FY 2017-18
USD sensitivity		
INR/USD- Increase by 1%*	(67.44)	(107.11)
INR/USD- Decrease by 1%*	67.44	107.11
EUR sensitivity		
INR/EUR- Increase by 1%	(69.49)	(75.90)
INR/EUR- Decrease by 1%	69.49	75.90
JPY sensitivity		
INR/JPY- Increase by 1%	-	(34.44)
INR/JPY- Decrease by 1%	-	34.44
GBP sensitivity		
INR/GBP- Increase by 1%	6.93	1.06
INR/GBP- Decrease by 1%	(6.93)	(1.06)

* Holding all other variable constant

(ii) Interest rate risk

The Group is exposed to interest rate risk on short-term and long-term floating rate instruments. The borrowings of the Group are principally denominated in Indian Rupees , Euro and US dollars with a mix of fixed and floating rates of interest. The Group has a policy of selectively using interest rate swaps and other derivative instruments to manage its exposure to interest rate movements. These exposures are reviewed by appropriate levels of management on a regular basis. The majority of the borrowings are at floating rates and its future cash flows will fluctuate because of changes in market interest rates.

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

(a) Interest Rate Risk Exposure

The exposure of the Group's borrowings to interest rate changes at the end of the reporting period are as follows:

	As at	
	March 31, 2019	March 31, 2018
Variable rate financial liabilities	83,721.17	42,144.82

(b) Sensitivity

Profit or loss is sensitive to higher / lower interest expense from borrowings as a result of changes in interest rates.

	Impact on profit before tax [Increase / (Decrease)]	
	FY 2018-19	FY 2017-18
Interest Rates - Increase by 50 basis points (50 bps) *	(418.61)	(210.72)
Interest Rates - Decrease by 50 basis points (50 bps) *	418.61	210.72

* Holding all other variable constant

(iii) Commodity Price Risk

Commodity price risk results from changes in market prices for raw materials, mainly steel in the form of rounds and billets which forms the largest portion of Group's cost of sales.

The principal raw materials for the Group products are alloy and carbon steel which are purchased by the Group from the approved list of suppliers. Most of the input materials are procured from domestic vendors. Raw material procurement is subject to price negotiation. Further, a significant portion of the Group's volume is sold based on price adjustment mechanism which allows for recovery of the changed raw material cost from its customers.

37B Capital management

For the purposes of the Group's capital management, capital includes issued capital, free reserves and borrowed capital less reported cash and cash equivalents. The primary objective of the Group's capital management is to maintain an efficient capital structure to reduce the cost of capital, support the corporate strategy and to maximise shareholder's value. The Group's policy is to borrow primarily through banks to maintain sufficient liquidity. The Group also maintains certain undrawn committed credit facilities to provide additional liquidity. These borrowings, together with cash generated from operations are utilised for operations of the Group. The Group monitors capital on the basis of cost of capital.

Particulars	As at	
	March 31, 2019	March 31, 2018
Borrowings (including interest accrued thereon)	91,697.78	84,891.57
Less: Cash and cash equivalents (Refer note 14a)	(262.23)	(119.06)
Net debt (A)	**91,435.55**	**84,772.51**
Equity Share Capital	3,260.68	3,259.15
Other equity (excluding ESOP and Capital Reserve)	79,816.15	68,454.58
Total equity (B)	**83,076.83**	**71,713.73**
Total capital (A+B)	**1,74,512.38**	**1,56,486.24**
Debt- Equity ratio (A / B)	**1.10**	**1.18**

No changes were made in the objectives policies or processes for managing capital during the years ended March 31, 2019 and March 31, 2018.

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

38. Distribution made and proposed to be made

Particulars	For the year ended	
	March 31, 2019	March 31, 2018
Dividend on equity shares declared and paid		
For the year ended on March 31, 2018 : ₹ 1/- per share (March 31, 2017 : ₹ 1/- per share)	325.92	325.92
Dividend distribution tax (DDT) on final dividend	68.20	68.20
Proposed dividend on equity shares :		
For the year ended on March 31, 2019: ₹ 1.50 per share (March 31, 2018 : ₹ 1/- per share)	489.79	325.92
Dividend distribution tax (DDT) on proposed dividend	100.70	68.20

Proposed dividends on equity shares are subject to approval at the annual general meeting and hence are not recognised as a liability (including DDT thereon).

39. Employee Benefits

a) Gratuity plan

Funded scheme

The Group has a defined benefit gratuity plan for its employees ("Gratuity Scheme"). The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the Act, every employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the employee's length of service and salary at retirement age. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn) for each completed year of service as per the provisions of the Payment of Gratuity Act, 1972. The scheme is funded with an insurance Group.

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

Statement of Profit and Loss :

Net employee benefits expense (recognised in Employee Cost)

i. Expenses Recognised in the Statement of Profit & Loss	Gratuity (Funded)	
	For the year ended	
	March 31, 2019	March 31, 2018
Current Service Cost	119.70	97.26
Net Interest Cost / (Income) on the Net Defined Benefit Liability / (Asset)	7.35	4.94
Components of defined benefit cost recognised in Statement of Profit & Loss	**127.05**	**102.20**
Actuarial (gains) / losses arising from:		
Change in financial assumptions	27.67	(17.70)
Experience variance (i.e. Actual experience vs assumptions)	108.69	20.58
Return on plan assets, excluding amount recognised in net interest expense	(2.52)	8.47
Components of defined benefit costs recognised in other comprehensive income	**133.84**	**11.35**
Total Expense	**260.89**	**113.55**

ii. Bifurcation of Net Liability	Gratuity (Funded)	
	As at	
	March 31, 2019	March 31, 2018
Present value of Defined Benefits Obligation	1,065.25	802.87
Fair value of plan assets	810.52	708.53
Net liability	**254.73**	**94.35**
Current liability	254.73	86.90
Non-Current liability	-	7.45
Net liability	**254.73**	**94.35**

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

iii. Changes in the present value of obligation:	Gratuity (Funded)	
	As at	
	March 31, 2019	March 31, 2018
Present value of obligation as at the beginning	802.87	678.61
Current service cost	119.70	97.26
Interest expense or cost	62.58	50.52
Re-measurement (gain) / loss arising from:		
Change in demographic assumptions	-	(1.97)
Change in financial assumptions	27.67	(17.63)
Experience variance (i.e. Actual experience vs assumptions)	108.69	22.48
Benefits paid	(7.52)	(26.41)
Present value of obligation as at the end	**1,113.98**	**802.86**

iv. Changes in the Fair Value of Plan Assets during the year:	Gratuity (Funded)	
	As at	
	March 31, 2019	March 31, 2018
Fair Value of Plan Assets as at the beginning	708.52	612.26
Investment Income	55.23	45.58
Employer's Contribution	92.98	59.15
Return on plan assets , excluding amount recognised in net interest expense	2.52	(8.47)
Fair Value of Plan Assets as at the end of the year	**859.25**	**708.52**

v. Major Categories of Plan Assets as a percentage of total plan assets	Gratuity (Funded)	
	As at	
	March 31, 2019	March 31, 2018
Funds managed by Insurer	100%	100%

vi. Actuarial Assumptions	Gratuity (Funded)	
	As at	
	March 31, 2019	March 31, 2018
Discount rate (per annum)	7.75%	7.80%
Salary growth rate (per annum)	6% for the first two years, 5% for the next three years and 4% thereafter	6% for the first two years, 5% for the next three years and 4% thereafter
Mortality Rate (as % of IALM 2006-08)	100%	100%
Normal retirement date	60 years	60 years
Withdrawal rate (per annum)	2%	2%

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

vii. Sensitivity Analysis	Gratuity (Funded)			
	As at			
	March 31, 2019		March 31, 2018	
Assumptions	**1% increase**	**1% decrease**	1% increase	1% decrease
Discount Rate	1,007.09	1,239.97	726.08	893.30
Salary Growth Rate	1,242.75	1,003.21	895.38	723.23
Attrition Rate	1,152.99	1,069.57	830.83	770.96
Mortality Rate	1,115.52	1,112.44	804.01	801.72

viii. During the year 2018-19, the Group expects to contribute ₹ 383.43 lakhs (March 31, 2018: ₹ 194.00 lakhs) to gratuity scheme.

ix. Maturity Profile of Defined Benefit Obligation:

	Gratuity (Funded)	
	As at	
	March 31, 2019	March 31, 2018
1 year	104.98	74.28
2 to 5 years	265.48	201.45
6 to 10 years	520.11	352.47
More than 10 years	2,192.94	1,617.33

b) Provident Fund:

In accordance with the law, all employees of the Group are entitled to receive benefits under the provident fund. The Group has a defined contribution plan. Under the defined contribution plan, provident fund is contributed to the Government administered provident fund. The Group has no further contractual nor any constructive obligation, other than the contribution payable to the provident fund. The expense recognised during the period towards defined contribution plan is ₹ 483.40 Lakhs (March 31, 2018: ₹ 396.77 Lakhs).

40. Standards issued but not effective

The amendments to standards that are issued, but not yet effective, up to the date of issuance of the Group's financial statements are disclosed below. The Company intends to adopt these standards, if applicable, when they become effective. The Ministry of Corporate Affairs (MCA) has issued the Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, 2019 amending the following standard:

Ind AS 116 Leases

Ind AS 116 Leases was notified on March 30, 2019 and it replaces Ind AS 17 Leases, including appendices thereto. Ind AS 116 is effective for annual periods beginning on or after April 1, 2019. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under Ind AS 17. The standard includes two recognition exemptions for lessees – leases of 'low-value' assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Lessees will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right-of-use asset.

Lessees will be also required to remeasure the lease liability upon the occurrence of certain events (e.g., a change in the lease term, a change in future lease payments resulting from a change in an index or rate used to determine those payments). The lessee will generally recognise the amount of the remeasurement of the lease liability as an adjustment to the right-of-use asset. Lessor accounting under Ind AS 116 is substantially unchanged from today's accounting under Ind AS 17. Lessors will continue to classify all leases using the same classification principle as in Ind AS 17 and distinguish between two types of leases: operating and finance leases. The Group intends to adopt this standard. However, adoption of this standard is not likely to have a significant impact on its profit and loss although the leased assets and liability may increase by ₹ 5,599.34 lakhs in respect of plant related leasehold land.

Appendix C to Ind AS 12 Uncertainty over Income Tax Treatment

The Interpretation addresses the accounting for income taxes when tax treatments involve uncertainty that affects the application Ind AS 12 and does not apply to taxes or levies outside the scope of Ind AS 12, nor does it specifically include requirements relating to interest and penalties associated with uncertain tax treatments. The Interpretation specifically addresses the following:

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

- Whether an entity considers uncertain tax treatments separately

- The assumptions an entity makes about the examination of tax treatments by taxation authorities

- How an entity determines taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates

- How an entity considers changes in facts and circumstances

An entity has to determine whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments. The approach that better predicts the resolution of the uncertainty should be followed.

The interpretation is effective for annual reporting periods beginning on or after April 1, 2019, but certain transition reliefs are available. The Group will apply the interpretation from its effective date. These amendments shall have no material impact on the financial statements of the Group.

Amendments to Ind AS 109 : Prepayment Features with Negative Compensation

Under Ind AS 109, a debt instrument can be measured at amortised cost or at fair value through other comprehensive income, provided that the contractual cash flows are 'solely payments of principal and interest on the principal amount outstanding' (the SPPI criterion) and the instrument is held within the appropriate business model for that classification. The amendments to Ind AS 109 clarify that a financial asset passes the SPPI criterion regardless of the event or circumstance that causes the early termination of the contract and irrespective of which party pays or receives reasonable compensation for the early termination of the contract.

The amendments should be applied retrospectively and are effective for annual periods beginning on or after 1 April 2019. These amendments have no impact on the financial statements of the Group.

Amendments to Ind AS 19 : Plan Amendment, Curtailment or Settlement

The amendments to Ind AS 19 address the accounting when a plan amendment, curtailment or settlement occurs during a reporting period. The amendments specify that when a plan amendment, curtailment or settlement occurs during the annual reporting period, an entity is required to:

- Determine current service cost for the remainder of the period after the plan amendment, curtailment or settlement, using the actuarial assumptions used to remeasure the net defined benefit liability (asset) reflecting the benefits offered under the plan and the plan assets after that event.

- Determine net interest for the remainder of the period after the plan amendment, curtailment or settlement using: the net defined benefit liability (asset) reflecting the benefits offered under the plan and the plan assets after that event; and the discount rate used to remeasure that net defined benefit liability (asset).

The amendments also clarify that an entity first determines any past service cost, or a gain or loss on settlement, without considering the effect of the asset ceiling. This amount is recognised in profit or loss.

The amendments apply to plan amendments, curtailments, or settlements occurring on or after the beginning of the first annual reporting period that begins on or after 1 April 2019. These amendments will apply only to any future plan amendments, curtailments, or settlements of the Group.

Annual improvement to Ind AS (2018);

These improvements include:

Amendments to Ind AS 12 : Income Taxes

The amendments clarify that the income tax consequences of dividends are linked more directly to past transactions or events that generated distributable profits than to distributions to owners. Therefore, an entity recognises the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events.

An entity applies those amendments for annual reporting periods beginning on or after April 1, 2019. Since the Group's current practice is in line with these amendments, the Group does not expect any effect on its financial statements.

Amendments to Ind AS 23 : Borrowing Costs

The amendments clarify that an entity treats as part of general borrowings any borrowing originally made to develop a qualifying asset when substantially all of the activities necessary to prepare that asset for its intended use or sale are complete.

An entity applies those amendments to borrowing costs incurred on or after the beginning of the annual reporting period in which the entity first applies those amendments. An entity applies those amendments for annual reporting periods beginning on or after April 1, 2019. Since the Group's current practice is in line with these amendments, the Group does not expect any effect on its financial statements.

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

41. Corporate social responsibility

Particulars	For the year ended	
	March 31, 2019	March 31, 2018
Details of CSR Expenditure		
Gross amount required to be spent by the Company during the year	159.83	112.56
Amount spent (in cash) during the year:		
i) Construction acquisition of any asset	-	-
ii) On purposes other then (i) above	171.40	112.56

42. The Company has been granted certificate of registration for its in- house research and development unit of its plant located at village Baliguma, P. O. Kolabera, P.S. Saraikela, Dist Saraikela Kharswan, Jamshedpur, Jharkhand, by the Ministry of Science and Technology, Government of India. The below mentioned expenditure are related to research and development facilities of the Group.

Particulars	For the year ended	
	March 31, 2019	March 31, 2018
i. Revenue Expenditure		
Raw materials	18.78	10.91
Tools & consumables	-	38.57
Salary paid to employees	586.89	603.93
Power & Fuel (Electricity charges)	3.57	3.63
Miscellaneous expenses	36.46	16.11
Total	**645.70**	**673.15**
ii. Capital expenditure	120.23	269.00
Total research and development expenditure	**765.94**	**942.15**

43. Additional Information, as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as Subsidiary.

a) Information as at and for the year ended March 31, 2019

Name of the Enterprise	Net Assets i.e. total assets minus total liabilites		Share in profit or loss		Share in other comprehensive income (OCI)		Share in Total comprehensive income (OCI)	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated profit or loss	Amount	As % of consolidated profit or loss	Amount
Parent								
Ramkrishna Forgings Limited	100.05	87,290.18	99.33	11,931.08	97.13	(84.58)	99.35	11,846.50
Subsidiary								
Globe Forex & Travels Limited	1.57	1,366.05	0.67	80.57	2.87	(2.49)	0.65	78.08
Ramkrishna Aeronautics Private Limited	0.01	6.08	(0.00)	(0.35)	-	-	(0.00)	(0.35)
Total	**101.61**	**88,662.31**	**100.00**	**12,011.30**	**100.00**	**(87.07)**	**100.00**	**11,924.23**
Consolidation Adjustment	(1.61)	(1,416.62)	-	-	-	-	-	-
Ramkrishna Forgings Limited Consolidated Ind AS Financial Statements	**100.00**	**87,245.69**	**100.00**	**12,011.30**	**100.00**	**(87.07)**	**100.00**	**11,924.23**

Notes to the Consolidated Ind AS Financial Statements

as at and for the year ended March 31, 2019

(All amounts in INR Lakhs, unless otherwise stated)

a) Information as at and for the year ended March 31, 2018

Name of the Enterprise	Net Assets i.e. total assets minus total liabilites		Share in profit or loss		Share in other comprehensive income		Share in Total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated profit or loss	Amount	As % of consolidated profit or loss	Amount
Parent								
Ramkrishna Forgings Limited	100.08	75,917.88	99.72	9,466.02	140.34	(9.95)	99.68	9,456.07
Subsidiary								
Globe Forex & Travels Limited	1.78	1,350.38	0.28	27.02	(40.34)	2.86	0.32	29.88
Ramkrishna Aeronautics Private Limited	0.01	6.45	(0.00)	(0.44)	-	-	(0.00)	(0.44)
Total	**101.86**	**77,274.70**	**100.00**	**9,492.60**	**100.00**	**(7.09)**	**100.00**	**9,485.51**
Consolidation Adjustment	(1.86)	(1,416.63)	-	-	-	-	-	-
Ramkrishna Forgings Limited Consolidated Ind AS Financial Statements	**100.00**	**75,858.07**	**100.00**	**9,492.60**	**100.00**	**(7.09)**	**100.00**	**9,485.51**

As per our report of even date

For S. R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005
Sd/-
Per Sanjay Kumar Agarwal
Partner
Membership No. 060352
Place : Kolkata
Dated : May 25, 2019

For and on behalf of the Board of Directors of
Ramkrishna Forgings Limited

Sd/-
Mahabir Prasad Jalan
Chairman
DIN: 00354690

Sd/-
Naresh Jalan
Managing Director
DIN: 00375462

Sd/-
Rajesh Mundhra
Company Secretary
ACS: 12991

Sd/-
Pawan Kumar Kedia
Finance Director
DIN: 00375557

Sd/-
Lalit Kumar Khetan
Chief Financial Officer
FCA: 056935

Notes

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"Ramkrishna Chambers", 72, Shakespeare Sarani, Kolkata - 700 017
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