

Ref No: SEC/NSE/BSE/2019-20

August 2, 2019

**The Manager, Capital Market (Listing)**  
**National Stock Exchange of India Ltd.**  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No : C/1, G Block,  
Bandra Kurla Complex,  
Bandra (E), Mumbai-400 051

**The Corporate Relationship Dept.**  
**BSE Limited**  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building, P.J. Towers,  
Dalal Street, Mumbai-400 001

**Stock Code: Equity – SPTL**

**Stock Code: Equity 540653**

**SUB: Submission of Annual Report of the Company for the Financial Year 2018-19**

Dear Sir/Madam,

Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith copy of Annual Report for the Financial Year 2018-19 along with notice convening the 4<sup>th</sup> Annual General Meeting of the members of the Company.

Kindly take the same on record.

Thanking you.

Yours faithfully,

**For SINTEX PLASTICS TECHNOLOGY LIMITED**

  
**Manan Bhavsar**  
**Company Secretary**



Encl : As above

**SINTEX PLASTICS TECHNOLOGY LIMITED**

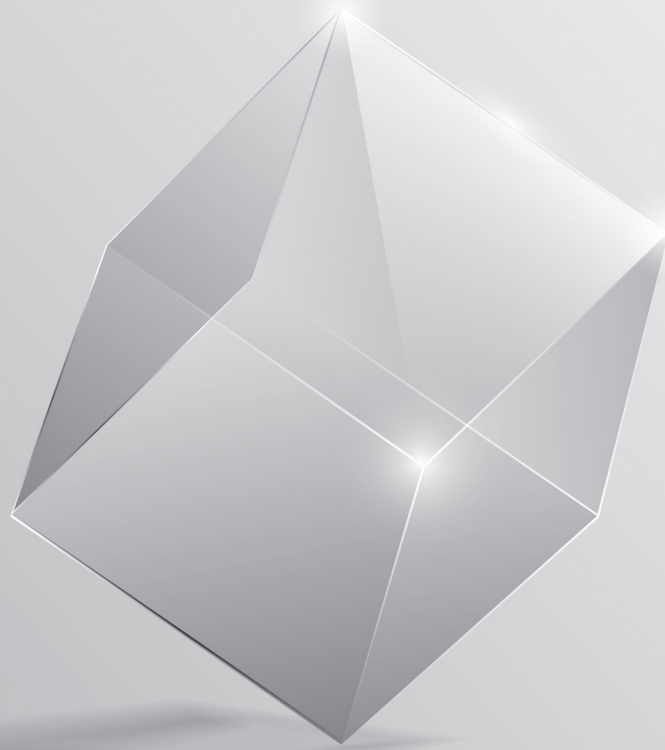
(Formerly known as Neev Educare Limited)

Regd. Office: In the premises of Sintex-BAPL Ltd., Near Seven Garnala, Kalol (N.G.) - 382721

Phone : +91-2764-253500 E-mail : [info@sintex-plastics.com](mailto:info@sintex-plastics.com)

CIN: U74120GJ2015PLC084071

[www.sintex-plastics.com](http://www.sintex-plastics.com)



SINTEX PLASTICS TECHNOLOGY LIMITED  
ANNUAL REPORT  
2018-2019

## **FORWARD LOOKING STATEMENT**

In this Annual Report, we have disclosed forward-looking information to enable investors to fully appreciate our prospects and take informed investment decisions. This report and other statements – written and oral – that we periodically make, contain forward-looking statements that set our anticipated results based on management plans and assumptions. We have tried, where possible, to identify such statements by using words such as ‘anticipate’, ‘expect’, ‘project’, ‘intend’, ‘plan’, ‘believe’, and words of similar substance in connection with any discussion of future performance.

We cannot, of course, guarantee that these forward-looking statements will be realised, although we believe we have been prudent in our assumptions. Achievement of results is subject to risks, uncertainties, and potentially inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated, or projected. Readers should bear this in mind.

We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events, or otherwise.

# Corporate Information

## BOARD OF DIRECTORS

Mr. Amit D. Patel, Chairman & Managing Director

Mr. Rahul A. Patel

Mr. Pravin K.Laheri

Mr. Desh Raj Dogra

Mr. Sandeep M.Singhi

Dr. Gauri S. Trivedi

Mr. Amal Dhru (w.e.f 29th March, 2019)

Mr. Dinesh Khera (w.e.f. 29th March, 2019)

Mr. Arun P. Patel (Upto 29th March,2019)

Mr. Dinesh B. Patel (Upto 29th March, 2019)

Mrs. Indira J. Parikh (Upto 29th March,2019)

## AUDITORS

M/s. B S R & Associates LLP

Chartered Accountants

Ahmedabad

## REGISTRAR AND SHARE TRANSFER AGENT

Link Intime India Pvt. Ltd.

5th Floor, 506 to 508, Amarnath Business Center-1 (ABC-1),  
Besides Gala Business Center, Opp. Wagh Bakri Tea Lounge,  
Off C.G. Road, Ellisbridge, Ahmedabad – 380 006.

## COMPANY SECRETARY AND COMPLIANCE OFFICER

Mr. Manan Bhavsar

## REGISTERED OFFICE

In the premises of Sintex-BAPL Ltd.,

Near Seven Garnala, Kalol (N.G.), Gandhinagar – 382 721

Tel (91-2764) 253500

E-mail : [info@sintex-plastics.com](mailto:info@sintex-plastics.com)

Website: [www.sintexplastics.com](http://www.sintexplastics.com)

CIN:L74120GJ2015PLC084071

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# DIRECTORS' REPORT

*Dear Stakeholders,*

Your Directors have immense pleasure in presenting the Fourth Annual Report of the Company highlighting the business and operations of the Company and the accounts for the financial year ended 31st March, 2019.

## FINANCIAL PERFORMANCE – STANDALONE & CONSOLIDATED

(₹ in Crores)

Particulars	Standalone		Consolidated	
	2018-19	2017-18 (Restated)*	2018-19	2017-18 (Restated)*
Gross turnover	16.38	13.69	4710.95	5535.96
Gross profit	0.05	3.42	305.78	430.1
Less : Depreciation	-	-	221.52	241.09
Profit before tax	0.05	3.42	84.26	189.01
Less: Provision for taxation – current tax	2.38	-	26.35	57.45
Deferred tax	-	-	(36.54)	(42.07)
Profit/(loss) after tax from continuing operations	(2.33)	3.42	94.45	173.63
Profit/(loss) from discontinued operations before tax	-	-	-	(32.81)
Tax expense of discontinued operations	-	-	-	2.61
Profit/(loss) from discontinued operations (after tax)	-	-	-	(35.42)
Profit/(loss) for the Year	(2.33)	3.42	94.45	138.21

\*The comparative figures for the year ended March 31, 2018 has been restated in accordance with "IND-AS 8: Accounting Policies, Changes in accounting estimates and errors".

There are no material changes and commitments affecting the financial position of the Company between the end of the financial year and the date of this report.

## FINANCIAL PERFORMANCE - CONSOLIDATED

Your Company has registered a topline of Rs. 4710.95 crores in 2018-19 against Rs 5535.96 crores in 2017-18. Gross Profit stood at Rs. 305.78 crores and the profit after tax of Rs. 94.45 crores. Consequently, the earnings per share (face value of Re. 1) stood at Rs. 1.51 (basic) and Rs. 1.49 (diluted) for financial year 2018-19.

The drop in performance was due to slow down in domestic automotive business with squeeze in liquidity, large and OEMs facing sluggishness. It was also affected by fluctuation of INR to USD and high volatility in international crude prices which posed challenges to the external environment.

## DIVIDEND

In view of loss incurred by the Company during the year under review, the Board of Directors has not recommended dividend for the Year ended on 31st March, 2019.

## TRANSFER TO RESERVES

In view of loss incurred by the Company during the year under review, the Company has not transferred any amount to reserves for the Year ended on 31st, March, 2019.

## SHARE CAPITAL

During the year under review, the Company has allotted 1,65,00,000 equity shares of Re. 1/- each per equity share on exercise of conversion by the Warrant holder and accordingly, the paid-up share capital of the Company on 31st March, 2019 stands increased to Rs. 63,10,28,422/- divided into 63,10,28,422 equity shares of Re.1/- each. As at 31st March, 2019, FCCBs worth US\$ 13.5 million (of the US\$ 67 million FCCB issue) were outstanding for conversion into equity shares.

As on 31st March, 2019, the Company has utilized full amount of Rs. 399.38 crs raised by the Company through Preferential Issue of warrants convertible into equity shares to Promoter Group Company, for repayment of the existing debt of the subsidiary(ies).

## **FIXED DEPOSITS**

During the year under review, your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the rules made there under.

## **STATE OF COMPANY'S AFFAIRS**

Sintex Plastics Technology develops niche solution using plastics and composites at its 35 manufacturing facilities located in nine countries. These solutions cater to critical nation-building sectors and hence are always high on Government priority. The Company enjoys a global presence through its subsidiaries. This enables cross pollination of global trends with the Indian operations and also helps in growing business for the Company as a whole.

## **PERFORMANCE OF SUBSIDIARIES**

The Company enjoys a strong presence in the European markets through its subsidiary Sintex NP SAS (Europe). In India, the Company operates through its subsidiaries Sintex-BAPL Limited (developing and delivering high-end custom moulded products and solutions to diverse sectors) and Sintex Prefab and Infra Ltd. (which undertakes EPC contracts for various infrastructure projects across the country).

Sintex-BAPL Limited: The Company's custom moulding operations can be classified into two segments 1) Application-specific standard products catering to diverse sectors and 2) Customer-specific products primarily catering to the Automotive sector, Mass transit & Electrical sectors. The Company has subsidiaries namely BAPL Rototech Pvt. Limited, Sintex Logistics LLC and Sintex NP –with specific strategic road maps for each.

Application-specific custom moulded products: This business segment registered a healthy performance as the Company worked on strengthening its presence in the Indian landmass. New product launches and a greater focus on creating product awareness improved product acceptability increased business volumes. In addition, the Key Account Management process facilitated in strengthening relations with sector experts, opinion makers, decision influencers and corporate clients. This initiative also helped in generating additional volumes.

Customer-specific custom moulding: This high-value business vertical reported improved growth numbers as business from the automotive sector improved over the previous year. Moreover, the Company added new SKUs to its product offering to existing customers; it also received product approvals from new OEM in the automotive space operating in India – these factors augur well for an improved performance going forward.

The team also made considerable headway in the precision parts space – in the electrical components segment, it garnered additional volumes from existing customers while in the auto space it secured business from new global clients.

BAPL Rototech Pvt. Limited: While business from existing clients continued unabated, the Company made a significant breakthrough by establishing relations with Tata Motors – for this, the Company is setting up a manufacturing and assembling facility dedicated to cater to the client's needs. Besides, the domestic operations, the Company registered substantial growth in its exports business.

Sintex Logistics LLC: The Company cemented its relations with Cummins US and resumed business relations with other global corporates such as Alstom and Siemens. In addition, the Company increased its capability matrix which facilitated in securing big

programs namely AMTRAK, CALIDOT, PHOENIX from Alstom and Siemens to be delivered in upto next three years.

Sintex NP: The European operations witnessed healthy growth through most part of 2018; however, growth remained muted towards the close of the year due to the economic and automotive slowdown in Europe.

Sintex Prefab and Infra Limited: The Company is a Pan-India player offering range of products from Mid-day meal kitchens to classrooms, health care centres, project & site offices, sanitation, police chowkis, Labour camps, bunk houses, army shelters and cold chains among others. The Company focuses purely on private sector business and reduced government exposure. Due to this Company's performance was subdued during the year under review.

## **CHANGES IN SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES/WHOLLY OWNED SUBSIDIARIES**

There was no change in the status of Subsidiaries, Associates and Joint Ventures/Wholly-Owned Subsidiaries during the year under review.

## **CORPORATE SOCIAL RESPONSIBILITY**

During the year under review, the provisions for Corporate Social Responsibility under Section 135(1) of the Companies Act, 2013 were not applicable to the Company.

## **INTERNAL FINANCIAL CONTROLS ("IFC") AND THEIR ADEQUACY**

As per the provisions of the Companies Act, 2013, the Directors have the responsibility for ensuring that the Company has implemented robust system / framework for IFCs to provide them with reasonable assurance regarding the adequacy and operating effectiveness of controls to enable the Directors to meet with their responsibility.

The Company has in place a sound financial control system and framework in place to ensure:

- The orderly and efficient conduct of its business including adherence to Company's policies,
- 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.

A formal documented IFC framework has been implemented by the Company. The Board regularly reviews the effectiveness of controls and takes necessary corrective actions where weaknesses are identified as a result of such reviews. This review covers entity level controls, process level controls, fraud risk controls and Information Technology environment. Based on this evaluation, there is nothing that has come to the attention of the Directors to indicate any material break down in the functioning of these controls, procedures or systems during the year. There have been no significant events during the year that have materially affected, or are reasonably likely to materially affect, our internal financial controls. The management has also come to a conclusion that the IFC and other financial reporting was effective during the year and is adequate considering the business operations of the Company.

## **Response to qualifications with respect to Internal Financial controls made by the statutory auditors in Consolidated Audit Report:**

Board of Directors of the Company took cognizance of the qualifications made with respect to weaknesses in areas of revenue

recognition & general IT controls and will take necessary corrective measures to address the said weaknesses, during the current financial year.

## STATUTORY AUDITORS AND AUDITORS' REPORT

Pursuant to the provisions of Section 139 of the Companies Act, 2013 read with rules made thereunder, M/s. B S R & Associates LLP, Chartered Accountants (Firm Registration No. 116231W/W-100024), were appointed as Statutory Auditors of the Company at 3<sup>rd</sup> Annual General Meeting (AGM) of the Company held on 17<sup>th</sup> September, 2018 to hold office for term of 5 years i.e. till the conclusion of the 8<sup>th</sup> Annual General Meeting of the Company to be held in the calendar year 2023.

### Responses to qualifications, observations & emphasis of matter made by the statutory auditors in Consolidated Audit Report:

**Audit Qualifications:** Please refer to the section of "Basis of Qualified Opinion" of the Independent Auditors' Report on Consolidated Financial Statements.

**Explanation and comments of the Board on Audit Qualifications:** Several Term loan facilities of Sintex-BAPL Limited, the Wholly Owned Subsidiary of the Company had certain financial debt covenants to be adhered to, but there was breach in the covenants for some of the term loan facilities as on 31.03.2019. Due to this breach, the Statutory auditors have opined that borrowing for which confirmation regarding continuance of applicability of original repayment schedule has not been received amounting to Rs. 672.28 Crores are required to be classified as Current Borrowings as loans becomes payable on demand as per terms of agreement with those lenders. However in the opinion of the Board of the Company, term loan repayment schedules of these term loans will be as per the originally sanctioned terms, hence the same are classified as Non-Current Borrowings.

**Emphasis of matter:** Please refer to the section of "Emphasis of matter" of the Independent Auditors' Report on Consolidated Financial Statements.

**Explanation and comments of the Board on Emphasis of matter:**

- 1) As mentioned in point no. 1 of Emphasis of matter of Independent Auditors' Report on Consolidated Financial Statements, the comparative information for the Financial Year ended 31<sup>st</sup> March, 2018 has been restated in the Consolidated Financial Statements in accordance with "IND AS 8: Accounting Policies, Changes in Accounting Estimates and Errors". This point is self-explanatory in nature.
- 2) As mentioned in point no. 2 of Emphasis of matter of Independent Auditors' Report on Consolidated Financial Statements, valuation of brand at fair value recognised in Financial Statements of Sintex-BAPL Limited, the Wholly Owned Subsidiary of the Company is as per court approved composite scheme of arrangement. As per requirements of IND-AS 36: Impairment of Assets", to test the impairment of assets having indefinite useful life, the valuation of "Sintex" brand amounting to Rs. 1500 Crores at fair value is carried out by independent valuer and according to report of Independent valuer, there is no impairment in the value of brand.
- 3) As mentioned in point no. 3 of Emphasis of matter of Independent Auditors' Report on Consolidated Financial Statements with regard to non-compliance of Foreign Exchange Management Act, 1999 by one of the subsidiaries of the Company, the subsidiary company is presently in the process of regularizing the same. Management is of the view that there would not arise any significant penalty from the said non-compliance.

The statement on impact of Audit Qualifications for audit report with modified opinion is attached along with Consolidated Audited Financial Statements.

The notes on financial statement referred to in the Auditor's Report except above mentioned qualifications, observations and emphasis of matter are self-explanatory and do not call for any further comments. The Statutory Auditors have not reported any incident of fraud to the Audit Committee of the Company in the year under review.

## SECRETARIAL AUDIT REPORT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. Chirag Shah & Associates, Practicing Company Secretaries, Ahmedabad to undertake the Secretarial Audit of the Company. The Secretarial Audit Report for the financial year 2018-19 is annexed herewith as 'Annexure A'. There were no qualifications, observations, reservation or comments or other remarks in the Secretarial Audit Report, which have any adverse effect on the functioning of the company.

## DIRECTORS AND KEY MANAGERIAL PERSONNEL

Mr. Amit D. Patel, Director is due to retire by rotation at this Annual General Meeting in terms of Section 152(6) of the Companies Act, 2013 and is eligible for reappointment.

Pursuant to provisions of Regulation 17(1A) of the SEBI (LODR) Regulations, 2015, a special resolution including justification for continuance of directorship of Mr. Pravin K. Laheri, Non-Executive Independent Director of the Company (who is about to attain the age of seventy five years) till the expiry of his term is provided in the Notice of the Annual General Meeting.

During the year under review, Mr. Arun P. Patel, Mr. Dinesh B. Patel and Mrs. Indira J. Parikh ceased to be Directors of the Company w.e.f. 29<sup>th</sup> March, 2019 due to resignation tendered by them owing to age criterion prescribed under Regulation 17(1A) of the SEBI (LODR) Regulations, 2015. Mr. Amal Dhru and Mr. Dinesh Khera were appointed as Additional Directors in the category of Independent Directors of the Company w.e.f. 29<sup>th</sup> March, 2019. Mr. Amal Dhru and Mr. Dinesh Khera hold the office up to the ensuing Annual General Meeting of the Company. The Company has received notices from a Member proposing appointment of both Mr. Amal Dhru and Mr. Dinesh Khera as Directors of the Company pursuant to the provisions of Section 160 of the Companies Act, 2013. The Board of Directors of the Company has recommended appointment of Mr. Amal Dhru and Mr. Dinesh Khera as Independent Directors under the Companies Act, 2013, to hold office till the conclusion of the 8<sup>th</sup> Annual General Meeting of the Company to be held in the calendar year 2023.

The Board places on record its deep appreciation of the valuable services rendered as well as advice and guidance provided by Mr. Arun P. Patel, Mr. Dinesh B. Patel and Mrs. Indira J. Parikh during their tenure.

Brief details of Director(s) proposed to be appointed/re-appointed as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standards-2 issued by the Institute of Company Secretaries of India are provided in the Notice of the Annual General Meeting.

The Independent Directors have been updated with their roles, rights and responsibilities in the Company by specifying them in their appointment letter along with necessary documents, reports and internal policies to enable them to familiarise with the Company's procedures and practices.

All Independent Directors have given declarations that they meet the



criteria of Independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) read with Regulation 25(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year review, Mr. Ankit Somani resigned as a Company Secretary & Compliance Officer and Key Managerial Personnel of the Company w.e.f. 16th July, 2018 and Mr. Manan Bhavsar was appointed as a Company Secretary & Compliance Officer and Key Managerial Personnel of the Company w.e.f. 17th July, 2018. Mr. Gaurav Agrawal resigned as a Chief Financial Officer and Key Managerial Personnel of the Company w.e.f. 30th May, 2019 and Mr. Yashpal Jain was appointed as a Chief Financial Officer and Key Managerial Personnel of the Company w.e.f. 6th June, 2019.

#### **DIRECTORS' AND OFFICERS' LIABILITY INSURANCE:**

The Company has taken Directors' and Officers' Liability Policy to provide coverage against the liabilities arising on them.

#### **BOARD EVALUATION**

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out a formal annual evaluation of the performance of the Board itself, its Committees and of individual directors through a structured evaluation process covering various aspects of the Board functioning such as composition of the Board & committees, experience & competencies, performance of specific duties & obligations, contribution at the meetings. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report, which forms part of the Annual Report.

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

To the best of knowledge and belief and according to the information and explanations obtained, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013 that:

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

#### **Sintex Plastics ESOP 2018**

The Company has instituted the Sintex Plastics Technology Limited -Employees Stock Option Plan-2018 (ESOP Plan) to grant equity based incentives to eligible employees of the Company and its subsidiaries and directors of the Company, excluding independent directors. The

Scheme of ESOP Plan is in compliance with the SEBI (Share Based Employee Benefits) Regulations, 2014. A total of 30,00,000 options would be available for grant to the eligible employees of the Company and its subsidiaries and directors of the Company, excluding independent directors under the ESOP Plan. During the year under review, the Company has not granted any stock options pursuant to ESOP Plan.

The certificate from the Statutory Auditors of the Company certifying that the Company's ESOP Plan is being implemented in accordance with the SEBI (Share Based Employee Benefits) Regulations, 2014 and the resolution passed by the Members, would be placed at the AGM for inspection by Members.

Details as specified by SEBI under Regulation 14 of the SEBI (Share Based Employee Benefits) Regulations, 2014 are available from time to time on website of the Company at the link <http://www.sintexplastics.com/investors/>.

#### **Secretarial Standards**

The Directors state that applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly followed by the Company.

#### **MEETINGS OF THE BOARD OF DIRECTORS**

Regular meetings of the Board are held to discuss and decide on various business strategies, policies and other issues. During the year, 4 Board Meetings were convened and held on 9th May, 2018, 16th July, 2018, 26th October, 2018 and 23rd January, 2019. The intervening gap between the two consecutive meetings was not more than one hundred and twenty days. Detailed information on the Meetings of the Board is included in the Corporate Governance Report, which forms part of the Annual Report.

#### **COMMITTEE OF BOARD OF DIRECTORS**

In compliance with the requirements of applicable laws and as part of the best governance practice, the Company has following Committees of the Board as on 31st March, 2019:

- i. Audit Committee
- ii. Nomination and Remuneration Committee
- iii. Stakeholders' Relationship Committee
- iv. Share & Debenture Transfer Committee

#### **AUDIT COMMITTEE**

The Audit Committee consists of four Members viz. Mr. Amal Dhru (Chairman), Mr. Dinesh Khera (Member), Mr. Sandeep M. Singhi (Member) and Mr. Amit D. Patel (Member) as on 31st March, 2019. There was no instance, where recommendations of Audit Committee were not accepted by the Board of Directors.

The details of the Committees along with their composition, number of meetings held and attendance at the meetings are provided in the Corporate Governance Report.

#### **INDEPENDENT DIRECTORS' MEETING**

The Independent Directors met on 23rd January, 2019, without the attendance of Non-Independent Directors and members of the Management. The Independent Directors reviewed the performance of Non-Independent Directors and the Board as a whole; the performance of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary



for the Board to effectively and reasonably perform their duties.

## EXTRA ORDINARY GENERAL MEETINGS / POSTAL BALLOT

During the year under review, the Company has neither convened any Extra Ordinary General Meeting of the members of the Company nor passed any resolution through Postal Ballot.

## CONSOLIDATED FINANCIAL STATEMENTS

The Board reviewed the affairs of the Company's subsidiaries during the year at regular intervals. In accordance with section 129(3) of the Companies Act, 2013, the Company has prepared Consolidated Financial Statements of the Company and all its subsidiaries, which form part of this Annual Report. The consolidated Financial Statements have been prepared on the basis of audited financial statements of the Company and its subsidiaries, as approved by their respective Board of Directors. Further a statement containing salient features of the Financial Statements of each subsidiary in Form AOC-1 forms part of the Consolidated Financial Statements. The statement also provides the details of performance and financial position of each subsidiary.

## STATEMENT OF UTILIZATION OF FUNDS RAISED THROUGH PREFERENTIAL ISSUE OF WARRANTS

Pursuant to Regulation 32(7A) of the SEBI (LODR) Regulations, 2015, a statement of Utilization of funds raised through Preferential Issue of Warrants as on 31st March, 2019 is provided in report on Corporate Governance.

## POLICIES

### • Remuneration policy

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of the Directors, the senior management and their remuneration. The details of remuneration policy are stated in the Corporate Governance Report.

### • Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

Pursuant to amendments in the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 vide the Securities and Exchange Board of India (Prohibition of Insider Trading)(Amendment) Regulations,2018, the Company adopted the new "Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information"("Fair Disclosure Code") incorporating a policy for determination of "Legitimate Purposes" as per Regulation 8 and Schedule A to the said regulations w.e.f. 1st April,2019.

### • Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons

Pursuant to amendments in the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 vide the Securities and Exchange Board of India (Prohibition of Insider Trading) (Amendment) Regulations, 2018, the Company adopted the revised "Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons" as per Regulation 9 and Schedule B to the said regulations w.e.f. 1st April, 2019.

### • Whistle blower policy

The Company has adopted a Whistle Blower Policy through which the Company encourages its employees to bring to the attention of Senior Management, including Audit Committee, any unethical behaviour and improper practices and wrongful conduct taking place in the Company. The details of the same is explained in the Corporate Governance Report and also posted on the website

of the Company at the link <http://www.sintexpastics.com/investors/policies/>.

### • Policy for Determining Material Subsidiaries

Pursuant to amendments in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 vide the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, the Company adopted the revised "Policy for Determining Material Subsidiaries"for laying down a criterion for determining Material Subsidiaries and their governance as per Regulation 16(1)(c) to the said regulations w.e.f. 1st April, 2019.

## Particulars of loans given, investments made, guarantees given and securities provided

Particulars of loans given, investments made, guarantees given and securities provided under Section 186 of the Companies Act, 2013 are provided in the standalone financial statement (Please refer to Note 4 and 8 to the standalone financial statement), which are proposed to be utilized for the general business purpose of the recipient.

## Contracts and arrangements with related parties

Related party transactions that were entered into during the financial year were on arm's length basis and in the ordinary course of business in accordance with relevant provisions of the Companies Act, 2013. Further, there were material related party transactions which were entered into in the ordinary course of business and on arm's length basis under Section 188(1) of the Companies Act, 2013 during the financial year under review, details of which are provided in form AOC-2 pursuant to provisions of Section 134(3)(h) of the Companies Act, 2013 read with rule 8(2) of the Companies (Accounts) Rules, 2014. Form AOC-2 is attached herewith as Annexure-B to the Board's Report.

Disclosures of Related Party transactions as per Regulation 34(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are provided as note 25 to Standalone Financial Statements.

## Significant and Material Orders passed by the Regulators or Courts or Tribunals impacting going concern status

No significant or material orders are passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's future operations.

## Management Discussion and Analysis Report

The Management Discussion and Analysis Report on the operations of the Company, as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is provided in a separate section and forms part of this Annual Report.

## CORPORATE GOVERNANCE

Corporate Governance is, essentially, a philosophy. It encompasses not only the regulatory and legal requirements, but also the voluntary practices developed by the Company to protect the best interests of all stakeholders. The Company complies with all the Standards, Guidelines and Principles governing disclosures and obligations set out by the Securities and Exchange Board of India (SEBI) and the Stock Exchanges on corporate governance.

A separate report on Corporate Governance along with Certificate from M/s. Chirag Shah & Associates, Practicing Company Secretaries, Ahmedabad on compliance with the conditions of Corporate Governance as per Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is provided as a part of this Annual Report.

Your Company has made all information, required by investors, available on the Company's website [www.sintexplastics.com](http://www.sintexplastics.com)

### EXTRACT OF THE ANNUAL RETURN

As required under the provisions of sub-section 3(a) of Section 134 and sub-section (3) of Section 92 of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the extract of annual return in Form No. MGT-9 forms part of this report as 'Annexure - C'.

Extract of annual return in Form No. MGT-9 is placed on the Company's website at the link <http://www.sintexplastics.com/investors/>.

### BUSINESS RESPONSIBILITY REPORT

The Business Responsibility Report for the year ended 31st March, 2019 as stipulated under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed, which forms part of this report as 'Annexure -D'.

#### Risk Management

The Company recognizes that risk is an integral part of business and is committed to managing the risks in a proactive and efficient manner. During the year, the Board of Directors has reviewed the risks associated with the business of the Company, its root causes and the efficacy of the measures taken to mitigate the same. There are no risks which in the opinion of the Board threaten the existence of the Company.

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

During the year, since the Company was not engaged in manufacturing business. Hence, there is no such information which is required to be appended pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014.

### PARTICULARS OF EMPLOYEES

The information required under Section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided in separate annexure forming part of this Report as Annexure-E.

The statement containing particulars of employees as required under Section 197 of the Act read with rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, will be provided upon request. In terms of Section 136 of the Act, the Report and Accounts are being sent to the members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the members at the Registered Office of the Company during business hours on working days of the Company. If any member is interested in obtaining a copy thereof, such member may write to the Company Secretary in this regard.

### MAINTAINANCE OF COST RECORDS

Cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 is not required to be maintained by the company and hence, such accounts and records are not made and maintained.

### INTERNAL COMPLAINTS COMMITTEE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

During the year under review, there was no case filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

### GENERAL

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

1. Details relating to deposits covered under Chapter V of the Companies Act, 2013.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.

### ACKNOWLEDGEMENT

Your Directors would like to express their appreciation for the assistance and co-operation received from the Banks, Members, Esteemed Customers and Suppliers & Buyers during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed services by the Employees of the Company.

BY ORDER OF THE BOARD OF DIRECTORS

Date: May 30, 2019  
Place: Ahmedabad

**Amit D. Patel**  
Chairman & Managing Director  
DIN: 00171035

# ANNEXURE – A TO DIRECTORS' REPORT

Form No. MR-3

## SECRETARIAL AUDIT REPORT

for the financial year ended 31.03.2019

[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,  
**SINTEX PLASTICS TECHNOLOGY LIMITED**

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit. We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2019, 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 Sintex Plastics Technology Limited ("the Company") for the financial year ended on 31st March, 2019 according to the provisions of:

- (i). The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii). The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii). The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv). Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v). The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (upto November 10, 2018) and Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (w.e.f. November 11, 2018);
  - d. 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 regarding the Companies Act and dealing with client;
  - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and (Not applicable to the Company during the Audit Period)
  - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (up to September 10, 2018) and The Securities and Exchange Board of India (Buyback of Securities) Regulations 2018 (w.e.f. September 11, 2018) (Not Applicable to the Company during the Audit Period);
  - i. SEBI (Listing Obligations And Disclosure Requirements) Regulations 2015 :
- (vi). The Company having no major business activity, no other specific laws were applicable to the Company

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

- a. Secretarial Standards issued by The Institute of Company Secretaries of India;
- b. The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015.

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

**We further report that,**

the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

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

**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 year under review the Company has passed following Special Resolutions.

1. To approve Employee Stock Option Scheme.
2. Approval for extending benefit of Sintex Plastics Technology Limited- Employee Stock Option Plan – 2018 to the Eligible Employees of Subsidiary Company/ies.
3. Pledging of Equity shares of Sintex-BAPL Limited, Wholly Owned Subsidiary of the Company.

Place: Ahmedabad  
Date: 30th May, 2019

Raimeen Maradiya  
Partner  
Chirag Shah & Associates  
ACS No. 43050  
C P No.: 17554

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

To,  
The Members  
**SINTEX PLASTICS TECHNOLOGY LIMITED.**

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

**Management's Responsibility**

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

**Auditor's Responsibility**

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

**Disclaimer**

5. 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.

Place: Ahmedabad  
Date: 30th May, 2019

Raimeen Maradiya  
Partner  
Chirag Shah & Associates  
ACS No. 43050  
C P No.: 17554

# ANNEXURE – B FORM NO. AOC.2

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis: NIL
2. Details of material contracts or arrangement or transactions at arm's length basis:

Sr. No	Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board, if any	Amount(in Rs.Crores)
1.	Sintex-BAPL Limited, Wholly-owned Subsidiary	Purchase of goods and materials	On going	In normal course of business & in line with Market Parameters	N.A.	3.40
2.	Sintex-BAPL Limited, Wholly-owned Subsidiary	Sale of goods and materials	On going	In normal course of business & in line with Market Parameters	N.A.	0.96
3.	Sintex Prefab and Infra Limited, Wholly-owned Subsidiary	Rendering of engineering consultancy services	On going	In normal course of business & in line with Market Parameters	N.A.	12.00

BY ORDER OF THE BOARD OF DIRECTORS

Date: May 30,2019  
Place: Ahmedabad

**Amit D. Patel**  
Chairman & Managing Director  
DIN: 00171035



# ANNEXURE – C TO DIRECTORS' REPORT

Form No. 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:-	L74120GJ2015PLC084071
ii) Registration Date:	04/08/2015
iii) Name of the Company:	Sintex Plastics Technology Limited
iv) Category / Sub-Category of the Company:	Public Company/Limited by shares
v) Address of the Registered office and contact details:	In the premises of Sintex-BAPL Limited, Near Seven Garnala, Kalol, Gandhinagar-382 721
	Tel: +91- 2764- 253500
vi) Whether listed company Yes / No :	YES
vii) Name, Address and Contact details of Registrar and Transfer Agent, if any :	Link Intime India Private Limited 506-508, Amarnath Business Centre-1 (ABC-1), Besides Gala Business Centre Near St. Xavier's College Corner Off C G Road , Ellisbridge Ahmedaba-380006 Tel : 079 - 2646 5179 Email : ahmedabad@linkintime.co.in

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service*	% to total turnover of the company#
1.	Dealing and Trading of Plastics products	222	100

As per National Industrial Classification- Ministry of Statistics and Programme Implementation

# On the basis of Gross Turnover

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

Sr. No.	Name of the Company	Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	Sintex-BAPL Limited	Abhijeet – I, 7 <sup>th</sup> Floor, Mithakhali Six Roads, Ellisbridge, Ahmedabad – 380 006	U25199GJ-2007PLC051364	Subsidiary	100.00	2(87)(ii)
2	Sintex Prefab and Infra Limited (Earlier known as Sintex Infra Projects Limited)	Abhijeet – I, 7 <sup>th</sup> Floor, Mithakhali Six Roads, Ellisbridge, Ahmedabad – 380 006	U45201GJ-2009PLC058702	Subsidiary	100.00	2(87)(ii)
3	BAPL Rototech Private Limited	506, Abhijeet - 1, 5 <sup>th</sup> Floor, Nr. Mithakhali Six Roads, EllisBridge, Ahmedabad - 380006, Gujarat , India	U25200GJ2015 PTC084272	Subsidiary	70.00	2(87)(ii)
4	Sintex Holdings B.V.	Strawinskylaan 937, 1077 XX, Amsterdam, The Netherlands	NA	Subsidiary	100.00	2(87)(ii)
5	Sintex NP SAS (previously known as Nief Plastic SAS)	10 Rue Jean Rostand 69740 GENAS - FRANCE	NA	Subsidiary	100.00	2(87)(ii)
6	NP Hungaria Kft	5440 Kunszentmarton - Hungaria	NA	Subsidiary	100.00	2(87)(ii)
7	NP Nord SAS	1 & 3, rue Gustave Delory 59540 CAUDRY - France	NA	Subsidiary	100.00	2(87)(ii)
8	NP Slovakia SRO	Bojnicka 3 - 831 04 Bratislava - Slovakia	NA	Subsidiary	100.00	2(87)(ii)
9	NP Savoie SAS	Parc D'activités Val Guiers 520, Route De Tramonet 73330 BELMONT TRAMONET - France	NA	Subsidiary	100.00	2(87)(ii)
10	NP Tunisia SARL	Lot N°3 Lotissement Afi, Zi M'ghira Iii - 2082 Fouchana - Gouvernorat De Ben Arous -Tunisia	NA	Subsidiary	100.00	2(87)(ii)
11	NP Vosges SAS	10, Rue Jean Prouve –BP 220 88100 St Die	NA	Subsidiary	100.00	2(87)(ii)
12	NP Morocco SARL (previously known as Segaplast Maroc SA)	Lotissement N° 24 Zi Sud-ouest, MOHAMMEDIA 20800, Morocco	NA	Subsidiary	100.00	2(87)(ii)
13	NP Germany GMBH (previously known as NP Poschmann)	Zur Heide 33 - 59929 Brilon - Germany	NA	Subsidiary	100.00	2(87)(ii)
14	Siroco SAS	10 Rue Jean Rostand 69740 Genas - France	NA	Subsidiary	100.00	2(87)(ii)
15	SICMO SAS	42 Grande Rue 39100 Villette Les Dole	NA	Subsidiary	100.00	2(87)(ii)
16	NP Jura	101 Rue Des Equevillons 39100 Dole	NA	Subsidiary	100.00	2(87)(ii)
17	AIP SAS	6 Rue Jean Perrin - 69680 Chassieu - France	NA	Subsidiary	100.00	2(87)(ii)
18	NP Sud SAS (previously known as Segaplast SAS)	Za De L'île Blaud - 07800 Beauchastel - France	NA	Subsidiary	100.00	2(87)(ii)
19	NP Polska	Ul. Strefowa - 43-109 Tychy - Poland	NA	Subsidiary	100.00	2(87)(ii)
20	Simonin SAS	1 Chemin Des Romains 25720 Beure - France	NA	Subsidiary	100.00	2(87)(ii)
21	Capelec SAS	2 Rue Du Grand Murin 35540 Miniac-Morvan - France	NA	Subsidiary	100.00	2(87)(ii)
22	Sintex Logistics LLC	205, Highland Drive, Oconto Falls, WI 54154, USA	NA	Subsidiary	100.00	2(87)(ii)

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

##### i) Category-wise Share Holding

CATEGORY OF SHAREHOLDER	No. of the shares held at the beginning of the year 01/04/2018				No. of shares held at the end of the year 31/03/2019				% change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
<b>A. PROMOTERS</b>									
<b>(1) INDIAN</b>									
a) Individual/HUF	3004149	0	3004149	0.49	3004149	0	3004149	0.48	(0.01)
b) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corporate	193410312	0	193410312	31.47	209910312	0	209910312	33.26	1.79
e) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Any other..	0	0	0	0.00	0	0	0	0.00	0.00
<b>SUB-TOTAL A(1)</b>	<b>196414461</b>	<b>0</b>	<b>196414461</b>	<b>31.96</b>	<b>212914461</b>	<b>0</b>	<b>212914461</b>	<b>33.74</b>	<b>1.78</b>
<b>(2) FOREIGN</b>									
a) NRIs - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other – Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any other..	0	0	0	0.00	0	0	0	0.00	0.00
<b>SUB-TOTAL A(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
<b>TOTAL SHAREHOLDING OF PROMOTER(A)=A(1)+A(2)</b>	<b>196414461</b>	<b>0</b>	<b>196414461</b>	<b>31.96</b>	<b>212914461</b>	<b>0</b>	<b>212914461</b>	<b>33.74</b>	<b>1.78</b>
<b>B.PUBLIC SHAREHOLDING</b>									
<b>1. INSTITUTIONS</b>									
a) Mutual Funds	2792080	2000	2794080	0.45	0	2000	2000	0.00	(0.45)
b) Banks/FI	6398113	11900	6410013	1.04	3999618	11900	4011518	0.64	(0.40)
c) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) FPI/FIIs	108945799	0	108945799	17.73	97157544	0	97157544	15.40	(2.33)
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Others	0	0	0	0.00	0	0	0	0.00	0.00
<b>SUB-TOTAL B(1)</b>	<b>118135992</b>	<b>13900</b>	<b>118149892</b>	<b>19.23</b>	<b>101157162</b>	<b>13900</b>	<b>101171062</b>	<b>16.03</b>	<b>(3.20)</b>

CATEGORY OF SHAREHOLDER	No. of the shares held at the beginning of the year 01/04/2018				No. of shares held at the end of the year 31/03/2019				% change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
<b>2 NON-INSTITUTIONS</b>									
a) Bodies Corporate									
i) Indian	52354586	300	52354886	8.52	38327764	0	38327764	6.07	(2.45)
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals	0	0	0	0.00	0	0	0	0.00	0.00
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	187407974	3002591	190410565	30.98	202260336	2593961	204854297	32.47	1.49
ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	27840318	0	27840318	4.53	42101559	0	42101559	6.67	2.14
c) Others									
(c-i) Trusts	92861	0	92861	0.02	56241	0	56241	0.01	(0.01)
(c-ii) Foreign Nationals	13440	0	13440	0.00	10040	0	10040	0.00	0.00
(c-iii) HUF	11627475	100	11627575	1.89	13624098	0	13624098	2.16	0.27
(c-iv) NRIs	9415052	7506	9422558	1.53	11365010	7506	11372516	1.80	0.27
(c-v) Foreign Portfolio Investor (Individual)	100400	0	100400	0.02	100400	0	100400	0.02	0.00
(c-vi) Clearing Members	8050966	0	8050966	1.31	5887882	0	5887882	0.93	(0.38)
(v-vii) NBFCs registered with RBI	0	0	0	0.00	557602	0	557602	0.09	0.09
(c-vii) Directors/Relatives	50500	0	50500	0.01	50500	0	50500	0.01	0.00
<b>SUB-TOTAL B(2)</b>	<b>296953572</b>	<b>3010497</b>	<b>299964069</b>	<b>48.81</b>	<b>314341432</b>	<b>2601467</b>	<b>316942899</b>	<b>50.23</b>	<b>1.42</b>
TOTAL PUBLIC SHAREHOLDING (B)=B(1)+B(2)	415089564	3024397	418113961	68.04	415498594	2615367	418113961	66.26	(1.78)
<b>C. SHARES HELD BY CUSTODIANS FOR GDRS &amp; ADRS</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>GRAND TOTAL (A+B+C)</b>	<b>611504025</b>	<b>3024397</b>	<b>614528422</b>	<b>100.00</b>	<b>628413055</b>	<b>2615367</b>	<b>631028422</b>	<b>100.00</b>	<b>0.00</b>

**Note :**

1. The Preferential Allotment Committee has allotted 1,65,00,000 Equity Shares of Re. 1/- each on conversion of 1,65,00,000 Warrants during the financial year ended on 31st March, 2019.

**ii) Shareholding of Promoters**

Sl No.	Shareholder's Name	Shareholding at the beginning of the year 01-04-2018			Shareholding at the end of the year 31-03-2019			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	BVM Finance Private Limited	78103905	12.71	9.40	78103905	12.38	11.77	-0.33
2.	Kolon Investment Private Limited	61877110	10.07	5.15	61877110	9.81	7.92	-0.26
3.	Opel Securities Private Limited	30223452	4.92	2.25	30223452	4.79	4.12	-0.13
4.	Star Line Leasing Limited	22146555	3.60	0.00	38646555	6.12	0.00	2.52
5.	Prominent Plastics Limited	796790	0.13	0.00	796790	0.13	0.00	0.00
6.	PranayArunprasad Patel	758830	0.12	0.00	758830	0.12	0.00	0.00
7.	Rahul A. Patel	497090	0.08	0.00	497090	0.08	0.00	0.00
8.	Amit D. Patel	398425	0.06	0.00	398425	0.06	0.00	0.00
9.	Arun P. Patel	327710	0.05	0.00	327710	0.05	0.00	0.00
10.	Dinesh B. Patel	290536	0.05	0.00	290536	0.05	0.00	0.00
11.	Som Shiva (Impex) Limited	262500	0.04	0.00	262500	0.04	0.00	0.00
12.	Deval Rahul Patel	262500	0.04	0.00	262500	0.04	0.00	0.00
13.	Kalavati Patel	225468	0.04	0.00	225468	0.04	0.00	0.00
14.	LeenaArunprasad Patel	177970	0.03	0.00	177970	0.03	0.00	0.00
15.	Poonam Pranay Patel	65620	0.01	0.00	65620	0.01	0.00	0.00
<b>Total</b>		<b>196414461</b>	<b>31.96</b>		<b>212914461</b>	<b>33.74</b>		<b>1.78</b>

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

Sl. No.		Shareholding at the beginning of the year		Date	Increase/Decrease in share-holding	Reason	Cumulative Shareholding during the year (01-04-2018 to 31-03-2019)	
		No. of shares at the beginning (01-04-2018)/end of the year(31-03-2019)	% of total shares of the company				No. of shares	% of total shares of the company
	At the beginning of the year							
1	BVM Finance Private Limited	78103905	12.71	01/04/2018			78103905	12.71
				-	-		-	-
	At the end of the year			31/03/2019			78103905	12.38
2	Kolon Investment Private Limited	61877110	10.07	01/04/2018			61877110	10.07
				-	-		-	-
	At the end of the year			31/03/2019			61877110	9.81

Sl. No.		Shareholding at the beginning of the year		Date	Increase/Decrease in share-holding	Reason	Cumulative Shareholding during the year (01-04-2018 to 31-03-2019)	
		No. of shares at the beginning (01-04-2018)/end of the year(31-03-2019)	% of total shares of the company				No. of shares	% of total shares of the company
3	Opel Securities Private Limited	30223452	4.92	01/04/2018			30223452	4.92
				-	-	-	-	-
	At the end of the year			31/03/2019			30223452	4.79
4	Star Line Leasing Limited	22146555	3.60	01/04/2018			22146555	3.60
				29/08/2018	16500000	Allotment pursuant to conversion of warrants	38646555	6.12
	At the end of the year			31/03/2019			38646555	6.12
5	Prominent Plastics Limited	796790	0.13	01/04/2018			796790	0.13
				-	-	-	-	-
	At the end of the year			31/03/2019			796790	0.13
6	Pranay Arunprasad Patel	758830	0.12	01/04/2018			758830	0.12
				-	-	-	-	-
	At the end of the year			31/03/2019			758830	0.12
7	Rahul A. Patel	497090	0.08	01/04/2018			497090	0.08
				-	-	-	-	-
	At the end of the year			31/03/2019			497090	0.08
8	Amit D. Patel	398425	0.06	01/04/2018			398425	0.06
				-	-	-	-	-
	At the end of the year			31/03/2019			398425	0.06
9	Arun P. Patel	327710	0.05	01/04/2018			327710	0.05
				-	-	-	-	-
	At the end of the year			31/03/2019			327710	0.05
10	Dinesh B. Patel	290536	0.05	01/04/2018			290536	0.05
				-	-	-	-	-
	At the end of the year			31/03/2019			290536	0.05
11	Som Shiva (Impex) Limited	262500	0.04	01/04/2018			262500	0.04
				-	-	-	-	-
	At the end of the year			31/03/2019			262500	0.04



Sl. No.		Shareholding at the beginning of the year		Date	Increase/Decrease in share-holding	Reason	Cumulative Shareholding during the year (01-04-2018 to 31-03-2019)	
		No. of shares at the beginning (01-04-2018)/end of the year(31-03-2019)	% of total shares of the company				No. of shares	% of total shares of the company
12	Deval Rahul Patel	262500	0.04	01/04/2018			262500	0.04
				-	-	-	-	-
	At the end of the year			31/03/2019			262500	0.04
13	Kalavati Patel	225468	0.04	01/04/2018			225468	0.04
				-	-	-	-	-
	At the end of the year			31/03/2019			225468	0.04
14	LeenaArunprasad Patel	177970	0.03	01/04/2018			177970	0.03
				-	-	-	-	-
	At the end of the year			31/03/2019			177970	0.03
15	Poonam Pranay Patel	65620	0.01	01/04/2018			65620	0.01
				-	-	-	-	-
	At the end of the year			31/03/2019			65620	0.01

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

Sl. No.	Name	Shareholding at the beginning of the year		Date	Increase/Decrease in share-holding	Reason	Cumulative Shareholding during the year (01-04-2018 to 31-03-2019)	
		No. of shares at the beginning (01-04-2018)/end of the year(31-03-2019)	% of total shares of the company				No. of shares	% of total shares of the company
1	East Bridge Capital Master Fund Limited	20663329	3.27	01/04/2018			20663329	3.27
				-	-	-	-	-
	At the end of the year			31/03/2019			20663329	3.27
2	Morgan Stanley France S.A.	307369	0.05	01/04/2018			307369	0.05
				06/04/2018	25357	Transfer	332726	0.05
				27/04/2018	1000000	Transfer	1332726	0.21
				11/05/2018	1000000	Transfer	2332726	0.37
				18/05/2018	5259287	Transfer	7592013	1.20
				25/05/2018	5185244	Transfer	12777257	2.02
				15/06/2018	(36880)	Transfer	12740377	2.01
				27/07/2018	(6350)	Transfer	12734027	2.01
				10/08/2018	63696	Transfer	12797723	2.02
				17/08/2018	73617	Transfer	12871340	2.03
				24/08/2018	29236	Transfer	12900576	2.04
				31/08/2018	11586	Transfer	12912162	2.04
				07/09/2018	(2013)	Transfer	12910149	2.04
				14/09/2018	(6024)	Transfer	12904125	2.04
				21/09/2018	(38)	Transfer	12904087	2.04
				29/09/2018	(197686)	Transfer	12706401	2.01
				12/10/2018	(282)	Transfer	12706119	2.01
				19/10/2018	4941	Transfer	12711060	2.01
				26/10/2018	16505	Transfer	12727565	2.01
				02/11/2018	(4746)	Transfer	12722819	2.01
				09/11/2018	(2710)	Transfer	12720109	2.01
				16/11/2018	(1793)	Transfer	12718316	2.01
				30/11/2018	(37896)	Transfer	12680420	2.00
				07/12/2018	12202	Transfer	12692622	2.01
				14/12/2018	(2129)	Transfer	12690493	2.01
				21/12/2018	(8708)	Transfer	12681785	2.01
				28/12/2018	(48)	Transfer	12681737	2.01

Sl. No.	Name	Shareholding at the beginning of the year		Date	Increase/Decrease in share-holding	Reason	Cumulative Shareholding during the year (01-04-2018 to 31-03-2019)	
		No. of shares at the beginning (01-04-2018)/end of the year(31-03-2019)	% of total shares of the company				No. of shares	% of total shares of the company
				04/01/2019	(1992)	Transfer	12679745	2.01
				11/01/2019	(1913)	Transfer	12677832	2.01
				25/01/2019	(2508)	Transfer	12675324	2.01
				15/02/2019	(2045)	Transfer	12673279	2.01
				01/03/2019	(10026)	Transfer	12663253	2.01
				08/03/2019	(222)	Transfer	12663031	2.01
	At the end of the year			31/03/2019			12663031	2.01
3	East Bridge Capital Master Fund I Ltd	2926934	0.46	01/04/2018			2926934	0.46
				06/04/2018	833552	Transfer	3760486	0.60
				11/05/2018	130444	Transfer	3890930	0.62
				18/05/2018	708173	Transfer	4599103	0.73
				01/06/2018	447691	Transfer	5046794	0.80
				08/06/2018	2552309	Transfer	7599103	1.20
	At the end of the year			31/03/2019			7599103	1.20
4	Government Pension Fund Global	2159140	0.34	01/04/2018			2159140	0.34
				18/01/2019	179852	Transfer	2338992	0.37
				25/01/2019	465009	Transfer	2804001	0.44
				01/02/2019	706029	Transfer	3510030	0.56
				08/02/2019	892551	Transfer	4402581	0.70
				15/02/2019	209241	Transfer	4611822	0.73
				01/03/2019	438133	Transfer	5049955	0.80
				15/03/2019	250066	Transfer	5300021	0.84
				22/03/2019	606723	Transfer	5906744	0.94
				29/03/2019	565119	Transfer	6471863	1.03
	At the end of the year			31/03/2019			6471863	1.03
5	BNP Paribas Arbitrage	309	0.00	01/04/2018			309	0.00
				08/06/2018	1085609	Transfer	1085918	0.17
				15/06/2018	122554	Transfer	1208472	0.19

Sl. No.	Name	Shareholding at the beginning of the year		Date	Increase/Decrease in share-holding	Reason	Cumulative Shareholding during the year (01-04-2018 to 31-03-2019)	
		No. of shares at the beginning (01-04-2018)/end of the year(31-03-2019)	% of total shares of the company				No. of shares	% of total shares of the company
				22/06/2018	520	Transfer	1208992	0.19
				30/06/2018	1470630	Transfer	2679622	0.42
				06/07/2018	528850	Transfer	3208472	0.51
				13/07/2018	42446	Transfer	3250918	0.52
				20/07/2018	100000	Transfer	3350918	0.53
				27/07/2018	2607428	Transfer	5958346	0.94
	At the end of the year			31/03/2019			5958346	0.94
6	Vanguard Total International Stock Index Fund	4921733	0.78	01/04/2018			4921733	0.78
				06/04/2018	790807	Transfer	5712540	0.90
	At the end of the year			31/03/2019			5712540	0.90
7	Dimensional Emerging Markets Value Fund	7846946	1.24	01/04/2018			7846946	1.24
				10/08/2018	(36145)	Transfer	7810801	1.24
				24/08/2018	(115725)	Transfer	7695076	1.22
				07/12/2018	(260409)	Transfer	7434667	1.18
				14/12/2018	(75239)	Transfer	7359428	1.17
				11/01/2019	(264547)	Transfer	7094881	1.12
				18/01/2019	(317666)	Transfer	6777215	1.07
				01/02/2019	(195783)	Transfer	6581432	1.04
				08/02/2019	(160595)	Transfer	6420837	1.02
				15/02/2019	(101176)	Transfer	6319661	1.00
				01/03/2019	(335057)	Transfer	5984604	0.95
				08/03/2019	(159869)	Transfer	5824735	0.92
				15/03/2019	(233389)	Transfer	5591346	0.89
				22/03/2019	(83592)	Transfer	5507754	0.87
				29/03/2019	(56407)	Transfer	5451347	0.86
	At the end of the year			31/03/2019			5451347	0.86
8	Barclays Merchant Bank (Singapore) Ltd.	5149882	0.82	01/04/2018			5149882	0.82
				-	-	-	-	-

Sl. No.	Name	Shareholding at the beginning of the year		Date	Increase/Decrease in share-holding	Reason	Cumulative Shareholding during the year (01-04-2018 to 31-03-2019)	
		No. of shares at the beginning (01-04-2018)/end of the year(31-03-2019)	% of total shares of the company				No. of shares	% of total shares of the company
	At the end of the year			31/03/2019			5149882	0.82
9	Vanguard Emerging Markets Stock Index Fund, A Series Of Vanguard International Equity Index Funds	2728155	0.43	01/04/2018			2728155	0.43
				04/05/2018	(23560)	Transfer	2704595	0.43
				11/05/2018	(22382)	Transfer	2682213	0.42
				01/06/2018	(17670)	Transfer	2664543	0.42
				22/03/2019	1456628	Transfer	4121171	0.65
				29/03/2019	773328	Transfer	4894499	0.78
	At the end of the year			31/03/2019			4894499	0.78
10	Emerging Markets Core Equity Portfolio (The Portfolio) Of DFA Investment Dimensions Group Inc. (DFAIDG)	4221394	0.67	01/04/2018			4221394	0.67
				21/12/2018	(45352)	Transfer	4176042	0.66
				28/12/2018	(37322)	Transfer	4138720	0.66
	At the end of the year			31/03/2019			4138720	0.66

Note: % of total shares of the Company is based on the paid-up capital of the Company as on 31/03/2019.

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

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year - 01-04-2018		Date	Increase/Decrease in share-holding	Reason	Cumulative Shareholding during the year (01-04-2017 to 31-03-2018)	
		No. of shares at the beginning (01-04-2018)/ end of the year (31-03-2019)	% of total shares of the Company				No. of shares	% of total shares of the Company
<b>A</b>	<b>Directors:</b>							
1	Mr. Arun P. Patel (ceased to be director w.e.f. 29/03/2019)	3,27,710	0.05	01/04/2018			3,27,710	0.05
				-	-	-	-	-
	At the end of the year			31/03/2019			N.A.	N.A.
2	Mr. Dinesh B. Patel (ceased to be director w.e.f. 29/03/2019)	2,90,536	0.05	01/04/2018			2,90,536	0.05
				-	-	-	-	-
	At the end of the year			31/03/2019			N.A.	N.A.
3	Mr. Rahul A. Patel	4,97,090	0.08	01/04/2018			4,97,090	0.08
				-	-	-	-	-
	At the end of the year			31/03/2019			4,97,090	0.08
4	Mr. Amit D. Patel	3,98,425	0.06	01/04/2018			3,98,425	0.06
				-	-	-	-	-
	At the end of the year			31/03/2019			3,98,425	0.06
5	Mr. Desh Raj Dogra	50,000	0.01	01/04/2018			50,000	0.01
				-	-	-	-	-
	At the end of the year			31/03/2019			50,000	0.01
6	Mr. Pravin Kanubhai Laheri	500	0.00	01/04/2018			500	0.00
				-	-	-	-	-
	At the end of the year			31/03/2019			500	0.00

Note: 1) Mr. Sandeep Mohanraj Singhi, Dr. Gauri S. Trivedi, Mrs. Indira J. Parikh, Mr. Amal D. Dhru and Mr. Dinesh Khara, Mr. Ankit Somani, Mr. Gaurav Agrawal and Mr. Manan Bhavsar does not hold any Equity Shares of the Company during the year under review.



## V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

(₹ in Crores)

Particulars of Remuneration	Secured Loans excluding deposits	Unsecured loans	Deposits	Total Indebtedness
<b>Indebtedness as on 01-04-2018</b>				
(i) Principal Amount	0.00	0.95	0.00	0.95
(ii) Interest due but not paid	0.00	0.00	0.00	0.00
(iii) Interest accrued but not due	0.00	0.00	0.00	0.00
<b>Total (i+ii+iii)</b>	<b>0.00</b>	<b>0.95</b>	<b>0.00</b>	<b>0.95</b>
<b>Change in Indebtedness during the financial year 2018-19</b>				
Addition	0.00	0.00	0.00	0.00
Reduction	0.00	0.00	0.00	0.00
<b>Net Change</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>Indebtedness as on 31-03-2019</b>				
i) Principal Amount	0.00	0.95	0.00	0.95
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
<b>Total (i+ii+iii)</b>	<b>0.00</b>	<b>0.95</b>	<b>0.00</b>	<b>0.95</b>

**Note:** Previous year figures have been regrouped/reclassified wherever considered necessary.

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### A. Remuneration to Managing Director, Whole-time Directors and/or Manager.

(Amount in INR)

Sl. No.	Particulars of Remuneration		
		Mr. Amit D. Patel Managing Director	Total Amount
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	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission		
	- as % of profit	-	-
	- others specify		
	Others, please specify	-	-
	<b>Total (A)</b>	-	-
	Overall Ceiling as per Act @10%		N.A.

**B. Remuneration to other directors:**

(Amount in INR)

Sl. No.	Particulars of Remuneration	Name of Directors								Total Amount
		Mr. Arun P. Patel*	Mr. Dinesh B. Patel *	Mr. Rahul A. Patel	Mr. Desh Raj Dogra	Mr. Sandeep Singhi	Mr. Pravin K. Laheri	Dr. Gauri Trivedi#	Mrs. Indira Parikh*	
1	<b>Independent Directors</b>									
	Fee for attending board / committee meetings	-	-	-	1,50,000	65,000	80,000	1,30,000	90,000	5,15,000
	Commission	-	-	-	-	-	-	-	-	-
	Others, please specify	-	-	-	-	-	-	-	-	-
	<b>Total (1)</b>	-	-	-	1,50,000	65,000	80,000	1,30,000	90,000	5,15,000
2	<b>Other Non-Executive Directors</b>									
	Fee for attending Board / committee meetings	80,000	80,000	75,000	-	-	-	-	-	2,35,000
	Commission	-	-	-	-	-	-	-	-	-
	Others, please specify	-	-	-	-	-	-	-	-	-
	<b>Total (2)</b>	80,000	80,000	75,000	-	-	-	-	-	2,35,000
	<b>Total (B)=(1+2)</b>	80,000	80,000	75,000	1,50,000	65,000	80,000	1,30,000	90,000	7,50,000
	<b>Total Managerial Remuneration (A+B)</b>									7,50,000
	Overall Ceiling as per the Act @1%									N.A.

\* Ceased to be Directors w.e.f. 29th March, 2019

**C. Remuneration to key managerial personnel other than MD/manager/WTd**

(₹ in lacs)

Sr. No.	Name of KMPs and Particulars of Remuneration	Mr. Ankit Somani, Company Secretary*	Mr. Gaurav Agrawal, CFO	Mr. Manan Bhavsar, Company Secretary#	Total
1	Gross salary				
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	5.23	7.69	15.14	28.06
	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	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	- others, specify	-	-	-	-
5	Others, please specify	-	-	-	-
	<b>Total</b>	5.23	7.69	15.14	28.06

\* Ceased to be Company Secretary w.e.f. 16th July, 2018

#Appointed as Company Secretary w.e.f. 17th July, 2018

## VII. PENALTIES/ PUNISHMENT/ COMPOUNDING OF OFFENSES

Type	Section of Companies Act	Brief description	Details of penalty/ punishment/ Compounding fees imposed	Authority [RD/ NCLT/Court]	Appeal made, if any give details
A. COMPANY					
Penalty	Nil				
Punishment					
Compounding					
B. DIRECTORS					
Penalty	Nil				
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty	Nil				
Punishment					
Compounding					

Place : Ahmedabad  
Date : 30th May, 2019

BY ORDER OF THE BOARD OF DIRECTORS

**Amit D. Patel**  
Chairman& Managing Director  
DIN: 00171035

# Annexure – “D” To Directors' Report

## BUSINESS RESPONSIBILITY REPORT

### SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

- Corporate Identity Number (CIN) of the Company:** L74120GJ2015PLC084071
- Name of the Company:** Sintex Plastics Technology Limited
- Registered Office address:** In the premises of Sintex-BAPL Limited, Near Seven Garnala, Kalol - 382 721, Gujarat.
- Website:** www.sintexplastics.com
- E-mail id:** share@sintex-plastics.com
- Financial Year reported:** 1st April, 2018 to 31st March, 2019.
- Sector(s) that the Company is engaged in (industrial activity code-wise):**

Industrial Group	Description
222	Dealing and trading of Plastic Products

As per National Industrial Classification- Ministry of Statistics and Programme Implementation.

- List three key products/services that the Company manufactures / provides (as in balance sheet):**  
Various Plastics Products
- Total number of locations where business activity is undertaken by the Company:**
  - Number of International Locations: None
  - Number of National Locations: One
- Markets served by the Company – Local, State, National and International :** National

### SECTION B: FINANCIAL DETAILS OF THE COMPANY

- Paid up Capital (INR):** 63.10 Crores (as at 31.03.2019)
- Total Turnover (Consolidated) (INR):** 4710.95 Crores
- Total profit after taxes (Consolidated) (INR):** 94.45 Crores
- Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%):**

Requirement of CSR contribution is not applicable to the Company.

- List of activities in which expenditure in 4 above has been incurred:**  
N.A.

### SECTION C: OTHER DETAILS

- Does the Company have any Subsidiary Company/ Companies?**  
Yes, the Company has Subsidiaries.
- Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s).**  
Business Responsibility initiatives of the Parent Company are applicable to the subsidiary company to the extent that they are material in relation to the business activities of the subsidiary.
- Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%]**  
No.



No.	Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
9	Does the Company have a grievance redressal mechanism related to the policy/ policies to address stakeholders' grievances related to the policy/ policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
10	Has the company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?						Y			

\*No, it is not signed.

(b) If answer to the question at serial number 1 against any principle, is 'No', please explain why. (Tick up to 2 options)

No.	Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
1	The company has not understood the Principles	Not Applicable								
2	The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles									
3	The company does not have financial or manpower resources available for the task									
4	It is planned to be done within next 6 months									
5	It is planned to be done within the next 1 year									
6	Any other reason (please specify)									

### 3. Governance related to BR

(a) Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year.

The Managing Director periodically assess the BR performance of the Company.

(b) Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?

This report comprises the Company's first Business Responsibility Report as per the National Voluntary Guidelines on Social, Environmental and Economic Responsibility of Business (NVEG).

The Company currently does not publish a separate Sustainability Report.

## SECTION E: PRINCIPLE-WISE PERFORMANCE

### Principle 1

1. Does the policy relating to ethics, bribery and corruption cover only the company? Yes/ No. Does it extend to the Group/Joint Ventures/ Suppliers/Contractors/NGOs /Others?

The Company has adopted a Code of Conduct for its Directors and Senior Management personnel.

Additionally, the Policy on Code of Conduct for Employees applies to all employees of the Company and its Subsidiaries. These do not extend to any other entities.

2. How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.

No stakeholder complaints pertaining to the above codes were received in the past financial year.

### Principle 2

1. List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.

(a) As presently, the Company is into Dealing and trading of Plastic Products. There are no social or environmental concerns in any of the products. The Company is not into sales of any kind of services. However, the Company provides after sales technical support to its Customers, in case they face any quality issue in the products supplied by us. The Company is not into designing the products, but transforming input raw material to the end product by using the process, technology & skills.

(b) Risks: Any changes in the state/Centre government policies, volatility in the prices of raw material, increasing competition & availability of skilled manpower might be the risks in our defined context.

- (c) **Opportunities:** In future, the Company shall be in a position to offer single shop buying to our customers by widening our product base, better customer retention due to availability of latest art & technology.
2. **For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product (optional):**
- (a) **Reduction during sourcing/production/ distribution achieved since the previous year throughout the value chain?**
- Presently our Company is into the Quality & Customer base establishment phase, for which the Company need to provide better quality & services to our customers to have an edge over our competitors, so there is no reduction in the usage of resources per unit of the output product.
- (b) **Reduction during usage by consumers (energy, water) has been achieved since the previous year?**
- It is difficult to quantify the exact quantity in terms of reduction achieved in energy and water by the consumers.
3. **Does the company have procedures in place for sustainable sourcing (including transportation)?**
- If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so.**
- No specific procedures have been adopted for sustainable sourcing.
4. **Has the company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work?**
- If yes, what steps have been taken to improve their capacity and capability of local and small vendors?**
- At the time of vendor selection, company tries to give priority to local & small producers.
5. **Does the company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as <5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.**
- Not Applicable

### Principle 3

1. **Please indicate the Total number of employees (India Operations).**  
2703
2. **Please indicate the Total number of employees hired on temporary/contractual/casual basis (India Operations).**  
2236
3. **Please indicate the Number of permanent women employees (India Operations).**  
33
4. **Please indicate the Number of permanent employees with disabilities (India Operations)**  
9
5. **Do you have an employee association that is recognized by management?**  
Not Applicable
6. **What percentage of your permanent employees is members of this recognized employee association?**  
Not Applicable
7. **Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.**  
NIL
8. **What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?**  
Not Applicable

#### Principle 4

**1. Has the company mapped its internal and external stakeholders? Yes/No**

Yes. The key Stakeholders of the Company are employees, customers, government authorities, suppliers, local communities and shareholders.

**2. Out of the above, has the company identified the disadvantaged, vulnerable & marginalized stakeholders?**

Not Applicable

**3. Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable and marginalized stakeholders. If so, provide details thereof, in about 50 words or so.**

Not Applicable

#### Principle 5

**1. Does the policy of the company on human rights cover only the company or extend to the Group/Joint Ventures/Suppliers/Contractors/NGOs/Others?**

The Company's policy and practices relating to protection of human rights viz., non-engagement of child labour, assuring safety measures etc. is applicable to the Company and its subsidiary.

**2. How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?**

The Company has not received any complaints from any Stakeholders pertaining to human rights.

#### Principle 6

**1. Does the policy related to Principle 6 cover only the company or extends to the Group/Joint Ventures/Suppliers/Contractors/NGOs/others.**

Environment policy of the Company does not extend to any other entities.

**2. Does the company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc? Y/N. If yes, please give hyperlink for webpage etc.**

Yes, to mitigate the problem global environmental issues such as climate change, global warming, the Company in order to save power is replacing normal lighting system with LED lighting

**3. Does the company identify and assess potential environmental risks? Y/N**

Not Applicable

**4. Does the company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if Yes, whether any environmental compliance report is filed?**

No.

**5. Has the company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc. Y/N. If yes, please give hyperlink for web page etc.**

Yes, the Company has replaced conventional lighting with LED lightening.

**6. Are the Emissions/Waste generated by the company within the permissible limits given by CPCB/SPCB for the financial year being reported?**

Not Applicable

**7. Number of show cause/ legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.**

Not Applicable



#### Principle 7

1. **Is your company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with:**

Yes. The Company is a Member of Rotomoulders association.

2. **Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No; if yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others)**

No

#### Principle 8

1. **Does the company have specified programmes/initiatives/projects in pursuit of the policy related to Principle 8? If yes details thereof.**

Yes.

2. **Are the programmes/projects undertaken through in-house team/own foundation/external NGO/government structures/any other organization?**

No

3. **Have you done any impact assessment of your initiative?**

Not Applicable

4. **What is your company's direct contribution to community development projects- Amount in INR and the details of the projects undertaken.**

Not Applicable

5. **Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.**

Yes.

#### Principle 9

1. **What percentage of customer complaints/consumer cases are pending as on the end of financial year.**

As such, there are no major quality complaints pending at the end of F.Y. 2018-19.

2. **Does the company display product information on the product label, over and above what is mandated as per local laws? Yes/No/N.A. / Remarks(additional information)**

There are detailed products information with lot numbers etc. on the cone labels and cartons /Pallets which is good enough for the customer to identify the products and use them appropriately.

3. **Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so.**

No such cases pending.

4. **Did your company carry out any consumer survey/ consumer satisfaction trends?**

The Company get updates on mails/phones for quality of goods supplied by it. Further, from time to time, the Company is sending feedback forms to get consumer satisfaction trends.

# ANNEXURE E

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

1. The 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 percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary in the financial year 2018-19:

Sr. No.	Name of Directors /KMP and Designation	Ratio of remuneration to median remuneration of employees	% increase in Remuneration in the Financial Year
<b>Non-Executive Directors</b>			
1.	Mr. Arun P. Patel <sup>1&amp;2</sup>	0.04:1	(20.00)
2.	Mr. Dinesh B. Patel <sup>1&amp;2</sup>	0.04:1	-
3.	Mr. Rahul A. Patel <sup>1</sup>	0.75:1	(31.82)
4.	Mr. Desh Raj Dogra <sup>1</sup>	0.08:1	36.36
5.	Mr. Sandeep Singhi <sup>1</sup>	0.04:1	(18.75)
6.	Mr. P. K. Laheri <sup>1</sup>	0.04:1	-
7.	Dr. Gauri Trivedi <sup>1</sup>	0.07:1	8.33
8.	Mrs. Indira J. Parikh <sup>1&amp;2</sup>	0.05:1	-
<b>Key Managerial Personnel</b>			
9.	Mr. Gaurav Agrawal <sup>3</sup>	N.A.	N.A.
10.	Mr. Ankit Somani <sup>4</sup>	N.A.	N.A.
11.	Mr. Manan Bhavsar <sup>5</sup>	N.A.	N.A.

N.A. – Not Applicable

Mr. Amit D. Patel, Chairman and Managing Director is not drawing any remuneration from the Company.

1 Reflects sitting fees

2 Resigned as Directors of the Company w.e.f 29th March, 2019

3 Resigned as Chief Financial Officer w.e.f. 30th May, 2019

4 Resigned as Company Secretary w.e.f. 16th July, 2018

5 Appointed as Company Secretary w.e.f. 17th July, 2018

### 2. The percentage increase in the median remuneration of employees in the financial year:

Not Applicable as figures for the financial year not comparable with previous financial year.

### 3. The number of permanent employees on the rolls of Company:

5748 as on 31<sup>st</sup> March, 2019 (on consolidated basis).

### 4. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

Not Applicable as figures for the financial year not comparable with previous financial year.

### 5. Affirmation that the remuneration is as per the Remuneration Policy of the Company:

The Company affirms remuneration is as per the Remuneration Policy of the Company.

# Management discussion and analysis

## The economic overview

**Global economy:** After strong growth in 2017 and early 2018, global economic activity slowed notably in the second half of last year, reflecting a confluence of factors affecting major economies. China's growth declined following a combination of needed regulatory tightening to rein in shadow banking and an increase in trade tensions with the United States.

The euro area economy lost more momentum than expected as consumer and business confidence weakened and car production in Germany was disrupted by the introduction of new emission standards; investment dropped in Italy as sovereign spreads widened; and external demand, especially from emerging Asia, softened. Elsewhere, natural disasters hurt activity in Japan. Trade tensions increasingly took a toll on business confidence and, so, financial market sentiment worsened, with financial conditions tightening for vulnerable emerging markets in the spring of 2018 and then in advanced economies later in the year, weighing on global demand.

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. A weak second half of 2018 forced the World Economic Outlook (WEO) to revise the growth down by 0.1%.

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 stabilisation of conditions in stressed emerging market economies such as Argentina and Turkey.

**Indian economy:** India's GDP growth decelerated further -from 7.2% in 2017-18 to 7% in 2018-19. But all does not seem well for the Indian economy.

This is because fiscal 2018-19 which was looked upon as a year of considerable promise did not live up to expectations. The economy slid with every successive quarter – from 8% in Q1 to 6.5% in Q4.

Furthermore, India's industrial production contracted by 0.1% in March 2019, the lowest in 21 months, mainly due to the manufacturing sector slow down. On an annual basis, IIP growth slowed to a three-year low of 3.6% in the 2018-19 fiscal as against 4.4% in the previous fiscal.

Despite these grey clouds, the Indian economy had some positives

- Improvement in the investment rate has been the most positive development in 2018-19, increasing by 30 basis points to 28.9%.
- Continued improvement in fiscal discipline. As a result, despite government consumption increasing in relation to GDP, the combined fiscal deficit of central and state governments is projected to reduce by 60 basis points to 5.8% of GDP in 2018- 19.
- Revenue from goods and services tax (GST) witnessed 10% growth from the year-ago period at Rs1.13 trillion in April (for March 2019), the highest ever since the implementation. This is encouraging as it indicates that the tax base is increasing gradually with GST getting stabilised.
- India moved up by 23 places in the World Bank's Ease of Doing Business Index 2018 to the 77th rank.

But there is a larger concern. India could be heading towards an economic slowdown. The Ministry of Finance in its Monthly Economic Report of March 2019 warned that India's economy appears to have slowed down slightly in 2018-19. The proximate factors responsible for this slowdown include declining growth of private consumption, a tepid increase in fixed investment, and muted exports.

Estimates for 2019 and beyond: According to Moody's, the Indian economy is expected to grow at 7.3% in calendar years 2019 and 2020. The government spending announced ahead of the general elections in 2019 is expected to support near-term growth.

The International Monetary Fund (IMF) has forecast India's GDP growth at 7.3% in 2019 (2019-20) and 7.5% in 2020. Their optimism is based on the continued recovery of investment and robust consumption amid a more expansionary stance of monetary policy and some expected impetus from fiscal policy.

Asian Development Bank and the RBI estimate GDP growth for 2019-20 at 7.2% (from the earlier projection of 7.4%) owing to the rising risks from global economic growth as well as weakening domestic investment activity.

## Moving up the pecking order



## The plastic and plastic processing industry

Plastics are among the fastest-growing industries in India, experiencing a double-digit growth rate on average. The industry spans the country and hosts more than 2,000 exporters. It employs about 4 million people and comprises more than 30,000 processing units, 85-90% of which are small and medium-sized enterprises.

The Plastic industry makes a significant contribution to the economic development and growth of various key sectors in the country such as automotive, construction, electronics, healthcare, textiles, and FMCG. Government initiatives such as Make in India, Skill India, Digital India, Swachh Bharat Abhiyan, etc are opening up opportunities for accelerated growth in the plastics industry, as the industry is contributing in a big way in the success of these programs.

The plastics industry offers excellent potential in terms of capacity, infrastructure, and skilled manpower. It is supported by a large number of polymer producers, and plastic process machinery and mould manufacturers in the country.

Among the industry's major strengths is the availability of raw materials in the country. Thus, plastic processors do not have to depend on imports. These raw materials, including polypropylene, high-density polyethylene, low-density polyethylene, and PVC, are manufactured domestically.

India consumes an estimated 16.5 million tonnes, about 1.6 million truckfuls, of plastic annually, as per the June 2018 report in Down to Earth that cites data provided by PlastIndia Foundation. Of this, 43% is plastic manufactured for single-use packaging material. In all, 80% of the total plastic produced in India is discarded.

According to Plexconcil, plastics formed 2.80% of India's overall merchandise exports during April – September 2018 (H12018-19). India's plastics exports registered a growth of 31.6% at \$4.59 billion during the period H12018-19 as against \$3.48 billion in the same period during H1 2017-18. This highlights the faster pace of growth than the overall merchandise export growth from India.

Also in 2018, as the global host to UN World Environment Day, India promised to phase out single-use plastic by 2022 with the theme 'Beat Plastic Pollution'. However, a 2022 phase-out seems unlikely—India's annual plastic consumption is expected to cross 20 million tonnes in 2020.

The plastic processing industry has the potential to contribute to bringing foreign investments and thus India's vision of becoming a manufacturing hub. The country is set to have 18 plastic parks with an investment of Rs. 400 crore from the government to boost domestic production of plastics.

## The composites industry

A composite is a material made from two or more different materials that, when combined, are stronger than those individual materials by themselves. Simply put, composites are a combination of components.

Custom-moulded components are made from new-age composites (combining plastics and fibers with glass, carbon, and other materials). Key customers comprise aerospace, transportation, renewable energy, and defence sector players. These products enjoy steady demand because of their strength, tenacity, thermal and electrical conductivity, and corrosion resistance. Also, because composites are lightweight, they have witnessed an enormous surge in demand, especially in the aerospace and transportation verticals.

## Global industry

The global composite materials market is expected to reach an estimated \$40.2 billion by 2024 and it is forecast to grow at a CAGR of 3.3% from 2019 to 2024. The global composites end product market is expected to reach an estimated \$114.7 billion by 2024.

The future of the global composites market looks attractive with opportunities in transportation, construction, wind energy, pipe & tank, marine, consumer goods, electrical and electronics, aerospace, and others. The major drivers for growth in this market are increasing demand for lightweight materials in the aerospace & defense and automotive industry; corrosion and chemical resistance materials demand in construction and pipe & tank industry; electrical resistivity and high flame retardant materials demand in electrical and electronics industry.

Emerging trends, which have a direct impact on the dynamics of the industry, include the development of low-cost carbon fibers, high-performance glass fiber, and rapid cure resin system.

## Domestic industry

The Composites Industry is cyclical in nature, depending on the country's economic growth and business cycles. It is dominated by the institutional business (B2B and B2G), which is correlated with applications, sectors, technology and country's overall GDP growth as well.

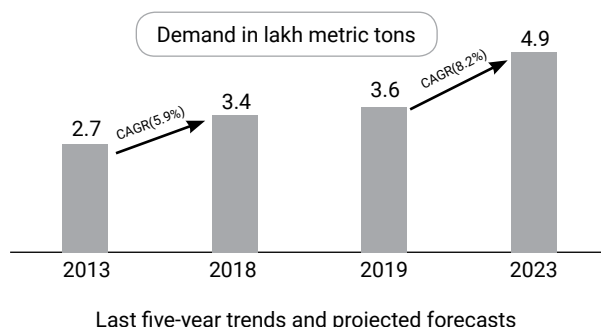
Lack of awareness among end-user industries is a major stumbling block for growth – reflected in an important reality - the per capita consumption of composites in India at 0.3 kg is among the lowest, compared with 2.5 kg in China and 11 kg in the US.

As a result, the composites Industry has witnessed single-digit growth in recent years and is expected to grow at a CAGR of 8.2% in the next five years.

Driven by a strong demand among end-use sectors such as transportation, wind energy, electrical and electronics, pipes and tanks, aerospace, defence, construction and marine, the composites industry, also known as the fibre-reinforced plastics (FRP) industry, expects the government's 'Make in India' initiatives also to give a big impetus to future growth.

In 2018, the Indian composites market has registered a growth of 6% to 3.4 lakh tonnes, the highest since 2015. The industry is projected to grow at a CAGR of 8% to reach 4.9 lakh tonne capacity by 2022.

## What was and what will be



## Sintex Plastics Technology Limited

Sintex Plastics Technology Limited is a globally-respected plastic processing conglomerate that caters to diverse high-growth sectors. Headquartered in Kalol, Gujarat, the Company has an expansive presence in India and across the globe through its subsidiaries

The Company's India presence is catered to by its two subsidiaries Sintex-BAPL Limited and Sintex Prefab and Infra Limited.

**Sintex BAPL Limited:** The Company develops and delivers custom moulding solutions to various user sectors in India. This Company also has a global presence through its step-down international subsidiaries Sintex NP SAS (Europe) and Sintex Logistics.

**Sintex NP:** This is a large conglomerate of technology-based companies with rich experience and expertise in catering to leading global brands operating in Europe.

**Sintex Logistics LLC:** This is the recent addition to the Company's global footprint. This marketing and business development outfit will source solutions from the Indian operations for its US clients.

**Sintex Prefab and Infra Limited:** undertakes EPC contracts for various infrastructure projects across the nation

The Company's operations are managed by experienced professionals. Sintex enjoys a strong presence across diverse sectors and has made a name for itself by foreseeing trends and accordingly evolving and developing suitable products. Its plastic-based products have gained currency across fast-growing segments.

## Awards and recognition in 2018-19

- Received an Award in Gold Category for Healthy Workplace Practices from Arogya World.
- Received ET Now HR Talent Management Leadership Award in the category of Best Employer Brand Award.
- Received prestigious 'Dun & Bradstreet Corporate Awards 2017' in Plastics & Plastic Products category.
- Received REALTY+ INTERIOR EXTERIOR AWARDS 2019 for "TRUSTED BRAND OF THE YEAR" from Exchange4Media Group.
- Award for Best Performance 2018 in Logistics Excellence Category from Hyundai Motors India Limited (HMIL).
- Received Super Brand Award.
- Received the Amity corporate excellence award for the highest focus on quality and safety.

## Sintex-BAPL Limited

The Company's custom moulding operations can be classified into two segments 1) Application-specific standard products and 2) Customer-specific products primarily catering to the automotive, Mass Transit and Electrical sectors.

### Application-based custom moulding:

This is the flagship vertical accounting for more than 70% of the Company's revenue. Under this vertical, the Company has developed niche solutions for critical applications that are high on the Government's priority list. In addition, the Company is focused on expanding its presence in India Inc. with the Key Account Management process. As a result, new customer addition and strong business relations with existing corporates are also making a significant contribution to business growth.

### Customer-specific custom moulding:

As the name suggests, the Company designs and develops components as per customer specification. While product development and approval take considerable time, once approved customer stickiness is high owing to prohibitive switch-over costs leading to long revenue visibility and high profitability. While the Indian operations are primarily concentrated on developing components for the automobile sector, the team is working on making inroads into the domestic Mass Transit, Electricals business spaces.

The global custom moulding business is a high-technology operation that manufactures niche products that cater to diverse high-growth sectors. This segment accounts for about 25-30% of the Company's top line, its contribution to the profits and profitability is most significant.

## I) Application-based custom moulding

1. Water storage solutions
2. Plastic section
3. Sub-ground structures
4. Environment and Pollution management products
5. Electrical products and solutions
6. Industrial products

### 1. Water storage solutions

The Group occupies the pole position in this space with a dominant market share.

Over the last three decades, the Company has created a product for every application and price point – positioning it as a one-stop-shop for all water storage needs of consumers.

The water storage segment out-paced the sectoral growth by a factor of 2x and achieved its highest ever sales turnover. This was owing to new product launches, distribution expansion in North, East, South India, a greater focus on retailer performance.

In this space, the Company has segregated its brand portfolio into two categories – Value drivers and mass volume – for focused marketing.

Sintex Pure brand, a premium Triple layer, antibacterial water tank leads the "Value Driver" portfolio. The brand registered healthy growth in 2018-19 and contributed to almost one-third of the incremental sales during the period. The other brands in the category are Sintex Ace & Sintex DW. Sintex Ace, side man-hole tank is a first-of-its-kind product launched in India in August 2018 and was very well received by the markets.

Sintex Titus performed commendably, enabling rapid distribution expansion in North India & Central India. The three new Titus colors launched in 2018-19 helped in making this product the leading "Volume Driver".

Sintex Neo brand, launched in August 2018 addresses the mass volume, large market, entry-level segment & has given a significant retail penetration to Sintex in the up-country urban and rural markets pan-India.

To strengthen its leadership position, the Company implemented three key initiatives under the "Sintex Hamesha" brand umbrella.

- Created a new "Services" vertical and established a network of authorised service partners who will provide installation, accessory selling & after sales support. This vertical will generate significant revenue through the sales of services and accessories.
- Started the branded Retailer Loyalty Program where high-performing retailers will be recognised and rewarded.
- Initiated the Plumber/Influencer Engagement Program which will facilitate in creating a bond with the critical influencers in the purchase process to augment sales recommendations and services.

The Company focused on strengthening its brand visibility in key consuming markets. It deployed 10,000+ signages across retail counters and markets. The Company's participation in prominent trade shows like Acetech etc. also generated a heartening response.



The team leveraged the digital tool to improve market penetration and sales productivity:

- Rolled out the Super Sales mobile app for all frontline sales employees
- Modernised the DMS distributor management system

## 2. Plastic sections

This business space focuses on providing safe, durable & cost-effective products, designs & solutions for the rapidly improving lifestyle of the average Indian.

The Company has divided this business into four portfolios- 1) Doors 2) Kitchens & Furniture 3) Walls & Ceilings and 4) Plastoboards.

The Sierra and Indiana branded range of factory-made doors continue to grow in volumes. The Company launched the Door Sets brand, a mass volume product, in October 2018 which was well received by the target segment.

In addition, the team launched decorative panels were in January 2019 for kitchen and furniture applications. Moreover, the Plastoboards brand was relaunched with a focus on building an independent retailer channel – it resulted in a substantial improvement in sales volume over the previous year.

Since aesthetics play a deciding role in sales, the Company launched several new colors, shades, and designs in each sub-category aligned to diverse regional tastes and preferences.

In addition to new product launches, the team strengthened its connect with carpenters through innovative education programs. The business development teams worked closely with decision makers, opinion influencers, and channel partners to improve awareness and accessibility of the premium range of interior solutions to discerning consumers.

The Company extended smart solutions like the Super Sales mobile app for all frontline sales employees in the interiors business for improving person productivity and overall sales volumes.

## 3. Sub-ground structures

This product vertical comprises liquid storage solutions to address India's sewage needs. The Group's product basket comprises septic tanks, packaged treatment solutions, and biogas holders.

**Septic tanks:** The Group developed underground septic tanks for storage of liquid waste (for about 50-500 people) which has secured approvals from numerous municipalities and governmental agencies along with the Ministry of Non-Renewable Energy. The Company continued to market large volumes of this product in urban India to promote space saving, in itself a USP.

**Packaged wastewater treatment solutions:** Sintex group has developed decentralised packaged wastewater treatment solutions (large and small capacity variants) in collaboration with Aqua Nishihara, Japanese global leaders in this space. This unique solution reduces BOD levels by 90-95% depending on the product. The product has received the acceptance watermark from key authorities:

- Accepted by the Bill and Melinda Gates Foundation as an effective solution for managing sewerage.
- Received approval from the Ministry of Urban Development as an effective solution for managing liquid waste.
- Mentioned in the CPHEEO manual which showcases the opportunity canvas in keeping with the Central Government's intent to clean up India.

To widen the opportunity canvas, Sintex developed customised variants in which the treated water can be used for gardening, toilet flushing, floor washing and in the cooling tower, along with construction activities.

The Company participated in seminars and by organised contractor workshops for growing product awareness. It also created a dedicated cell consisting of service managers and technicians for after-sales services (including AMC) to ensure product performance.

The team has also explored options to tie up with third party service providers for AMC and O&M for providing better and faster service to its customers.

**Biogas holders:** The Company pioneered portable, prefabricated and moulded biogas plants in India to primarily address the fuel and sanitation needs of rural India – an issue high on the Central Government's priority list.

The biogas plant uses livestock excreta and leftover food to generate biogas which is used to fuel rural kitchens. Any remnant can thereafter be used as fertiliser. The product has received approval from the Ministry of Non-Renewable Energy which enables the Company to market this product seamlessly to government agencies pan-India. Biogas plants have gained significant acceptance in many states. In addition, Sintex has successfully marketed its biogas solutions to dairy farms across different states.

Sintex is also making its mark in Biogas by proposing the solutions to the corporate sector for its CSR Activities and expects good business volume from this initiative over the coming years.

#### 4. Environment & Pollution management solutions

The Company has an entire range of Plastic Waste Bins to address all segregation and handling issues ranging from 10 Ltrs. to 1100 Ltrs. The product basket also includes customisation from household bins to wheeled bins.

Sintex has progressed to offering colour coded bins which are in demand as it facilitates in seamless segregation – this is increasingly relevant for India where the garbage aggregators are largely uneducated.

Pedal operated bins are also catching up though awareness of such solutions is yet to penetrate into every segment. The Company has also introduced the sensor operated feminine hygiene bins which have been greatly appreciated by opinion and decision makers in the environmental management field.

The Company's key clientele includes municipal corporations, urban local bodies, infrastructure companies, hotels, restaurants, resorts, residential and commercial complexes, schools, colleges, and institutions, among others.

The demand for the Company's environment management products has surged consequent to the Government drive to a cleaner India through the Swachh Bharat Abhiyaan and the revision in Municipal Solid Waste Management Rules of 2016 – the key customers being municipal corporations and urban local bodies. Further, the Government is also planning to mandate a 4-bin system in the near term – which should fuel demand.

The Company continued its thrust on engaging with Consumers, Channel Partners, Influencers & other stakeholders through Digital Marketing & Social Media platforms.

Further, the team registered the Company on online government marketplaces for capitalising on opportunities emanating from government projects over the medium term.

#### 5. Electrical products and solutions

Power theft was a major concern for power utilities across India as the nation was plagued with more than 20% T&D losses which significantly dented the profitability of power utilities.

To address this issue, Sintex leveraged the unique SMC material promoted to develop enclosures and other products with in-built features as a solution against power theft. It operates in the mid- (440 to 1,200 volts) and high-voltage (up to 11 kilovolt-amperes) segments.

SMC material has an intrinsic benefit and superior performance parameters such as shockproof, rust proof and zero resale value. It thus offered durable maintenance free solutions even for open-to-sky public place installation.

Sintex is one of the largest manufacturers of electrical enclosures for the power transmission and distribution sector, catering to state electricity boards and circle offices all over India. The Company graduated from the supply of empty boxes to fully-fitted, ready-to-use enclosures for diverse applications, strengthening its position as a preferred business partner.

The Company also markets BPL kits, a mandatory requirement for rural and village electrification under the 'Electricity to All'. This product resulted in large business volumes from many states in South and West India.

The Company has compartmentalised its business into three segments for better focus on each segment. The three segments are – 1) Business from Electricity Boards (EB), 2) Non-EB business and 3) Retail segment.

**Business from Electricity Boards:** This segment caters to the needs of various State DISCOMs (electricity distribution companies of India) and Central Government agencies and accounts for 70% revenue of this business vertical.

The Company is an approved supplier under the government's key power reform programs namely Saubhagya Yojana, Deen Dayal Upadhyaya Gram Jyoti Yojana, UDAY, and the Integrated Power Development Scheme. These policies and projects linked to them have resulted in significant business volumes for the Company.

Majority of the business accrues from Gujarat, Uttar Pradesh, Andhra Pradesh, Chhattisgarh, and Kerala. To sustain business growth, the Company is working on widening its footprint across the select progressive Indian states.

In 2018-19, the Company received decent volumes from Tamil Nadu and Karnataka through HESCOM, BESCOM, TANGEDCO, and others.

**Non-EB business:** The Company works with leading private sector power distribution companies, providing a slew of products. In 2018-19, the Company focused its efforts on marketing cable tray and enclosure to the private sector players which yielded healthy returns.

The team has also developed important stand-alone products which will enable it to cater to a wider spectrum of user sectors, thereby expanding its opportunity canvas over the coming years.

**Retail segment:** The distribution focused business of Electrical products achieved its highest sales in three years. This was made possible through a significant expansion of the distribution network. Significant inroads were made across geographies, especially East and South. Several new products are under development alongside the focus on wider regional distribution expansion to achieve uniform growth in all major addressable markets.



## 6. Industrial products

Industrial containers: Industrial containers cater to almost all industries, namely chemicals, processing, textile, food, pharma, battery, Auto and other growing manufacturing industries.

The Company enjoys the preferred supplier position with leading corporates such as Trident, Raymond, ITC, Sun Parma, Thermax, Arvind Yarn Ltd., Vapi Green Enviro Ltd., Amity Raisin, Chenab Textiles, Birla Textiles, The Phosphate Chemicals Pvt. Ltd., Triplex Water Engineering, Vardhman Industries, RSWM, Amara Raja Batteries, Raj Industries, Mylan Labs and others.

In the course of the year, the Company focused to move up the value chain from plain vanilla product offering to solution offering. The team also worked on the horizontal and vertical expansion of its customers and product base.

With the growth in the economy, the Company expects demand for this product to remain buoyant in the current year.

Pallets: Sintex pioneered roto-moulded plastic pallets in the country which find significant application in the food and pharma, chemicals and textile segments where Good Manufacturing Practices (GMP) norms are to be complied with. Moreover, better supply chain practices, growth in e-commerce, logistics companies drive the demand for pallets.

Insulated boxes: The Company successfully catered to the increasing demand from Frozen Foods, Fisheries, Food Processing industries by providing custom insulated boxes. With new customer addition like Big basket, Milk Basket, Box8, Walmart, Britannia, etc., Sintex has expanded its reach to almost all segments.

The Company's association with several government programs such as DudhSanjeevaniYojna, VanbandhuYojna, Woman & Child Development Program, has extended product awareness and brand recall in India. With a prominent presence in the Dairy sector, Sintex has expanded its products & services. In addition, the Company has established a strong recall in the seafood space by establishing healthy business relations with the fisheries departments of various state governments.

FRP underground tanks: The Company's single and double wall fuel storage tanks are positioned as a safe and cost-effective alternative to MS fuel storage tanks. The double wall storage tanks ensure that leakages, if any, are detected before the fuel contaminates groundwater. The Company markets its products to government and private sector oil marketing companies which include the likes of Shell, HPCL, IOCL. In addition, the FRP underground and above ground storage tanks are also used for water storage and conservation, chemical storage, and sewage treatment plants. With the government policy to enhance the fuel station network across India, the Company expects a very high growth rate in this segment.

## II) Customer-specific custom moulding

### 1. India operations

Expertise and experience have enabled Sintex to forge mutually enriching relations with all major automobile OEMs operating in India. The Company's operating units located proximate to all automobile assembling hubs in India develop and deliver plastic parts and components for their vehicles for over three decades.

The Company has forged alliances in the area of product design (HIVEC, Japan), interior and exterior design and engineering (Daeji Metal Corp, Korea), design and manufacture of air induction systems and DFT design and development (Kautex) which has enabled the Company to stay at the cutting edge of technology and meet the dynamic requirements of the automobile sector.

In addition to the automobile sector, the Company enjoys a healthy presence in the high-growth Mass Transit, Electrical component spaces which over the years have emerged as important flanking revenue verticals for the Company.

#### Automotive components:

The Company specialises in manufacturing injection-moulded plastic components for the auto industry. The Group's product basket comprises exterior and interior systems, under-the-hood systems and plastic components.

Sintex BAPL has secured business from new OEMs entering namely Kia Motors, PSA Group, Tata Motors Passenger Vehicle Business Division, RokiMinda (Honda cars Tier 1) and Tokai Rubber (Toyota Tier 1).

Sintex BAPL has developed new products for Tata Motors existing model and has won orders for two more upcoming models. It initiated Hot Foiling Process at its Pune plant for Front Grill assembly for existing and new models. The Company has also bagged the order for Urea Tank for BS-VI application from M.G. Motors and TML Car plant.

To add value to customers, the team continued to focus on targeting parts with FSS (Full System Solution) responsibility with reasonable success. The Company secured business in new programs of Hyundai Motors, Kia Motors, MG Motors, PSA Group, Tata Motors PVBU for design, development, and supplies to existing and new platforms. In the two-wheeler segment, the team was able to increase its share of business with the TVS Group by ensuring QCD performance.

The team is working closely with the TATA Group which seeks to convert select metal components to plastic. It promises to add value to the Company's growth. Further, the Company has received new RFQs from Hyundai, VECV, Force Motors, TVS, MTWL, and Hyundai Group companies for their upcoming programs. These factors hold promise for a healthy performance in the current year.

As a prudent business strategy, the Company is working on graduating from static components to the more critical moving components. This is a business space that is relatively uncluttered owing to technology barriers and high precision operations. Sintex-BAPL has made considerable headway in this direction.

#### Precision parts:

The Company continued to leverage its Global Key Account strategy into the precision parts space in association with Sintex NP, its European counterpart.

In the electrical segment, the Company earned the strategic supplier status from Schneider and continued to secure additional business volumes as part of Schneider's vendor consolidation strategy. The business achieved consolidation and growth with Socomec (for thermoset components) due to the higher demand for switches in the solar energy space.

In the auto space, the Company won business from BorgWarner for M&M and Hyundai. The Company also successfully cleared the New Supplier Assessment and Global Supplier Review Program (SDP) from ZF TRW India and ZF India. This will enable the Company to participate in and win global supply programs of ZF TRW.

The Company also received orders from Asian Auto for supplying precision fuel injection module parts. This will enable the Company to hone capability in manufacturing parts in the sub-segment and gear up for BSVI demand

To widen its opportunity matrix, the Company pitched for FRP parts for the Mumbai Metro, new long-distance train programs of Indian Railways and toilet modules for coaches.

Going forward, the Company plans to establish a strong presence in major metro projects in India. A host of new products involving metals parts-to plastic conversion, floor panels and SMC for interiors/exterior parts are under development towards this goal.

On the international business front, the Company initiated commercial discussions with Alstom, Caterpillar and John Deere for the parts to be exported to the US and Europe.

### **BAPL Rototech Pvt. Ltd.**

BAPL Rototech Pvt. Ltd. is a joint venture company between Sintex-BAPL Ltd. and Rototech Srl (Italy).

The Company has a manufacturing facility at Pithampur, Madhya Pradesh which manufactures plastic fuel tanks, Diesel Exhaust Fluid (DEF) / Urea Tanks / Adblue Tanks and CV exterior parts Fender, Mud Guards, snorkels etc. using Roto-Moulding and Blow Moulding technology, catering the needs of the Commercial Vehicle sector in India and across the globe.

The Company's current customer portfolio includes established OEMs viz Volvo- Eicher, Volvo (India and Thailand), Tata Motors, UD Trucks (Japan), Cummins Technologies to name a few.

In 2018-19, Company received new business for fuel tanks from Tata Motors. To support this strategic customer, the Company is setting up a manufacturing facility at Jamshedpur & propose to set up one more at Lucknow. Civil Construction for Jamshedpur facility has already commenced and it is expected to be operational in the current fiscal. The Company has also been awarded the business of Ad blue tanks to Tata Motors & Cummins Technologies.

Apart from the Domestic supplies, the Company is also equally focused on its Export business to UD Trucks, Japan, and VOLVO TSA co. Limited, Thailand. The Company has been actively involved in the export of ad-blue tanks for the last 3 years and it has witnessed substantial growth in its export business.

## **2. International operations**

Sintex enjoys an entrenched presence in European composites space through the Sintex NP Group, its most profitable and brand-enhancing acquisition. The Group has carved a niche for itself on the back of its technological expertise and geographically-dispersed manufacturing facilities in Europe and North Africa.

It caters to players in car manufacture, electrical/electromechanical equipment manufacture, aeronautics/defense, household appliances, medical, construction, sport and leisure sectors, among others. The Group's key clients include globally-renowned brands like Faurecia, Schneider, Legrand, ABB, Airbus, Siemens, Safran, Valeo, Alstom, and Somfy among others.

The Group witnessed healthy growth through most part of 2018; however, growth remained muted towards the close of the year due to the economic and automotive slowdown in Europe.

Research and development aligned to the Group's strategic blueprint continued in 2018. Key projects initiated in the last year (2017) on aeronautics thermoplastic composite applications, gained momentum and Sintex NP received its first order for serial production from Airbus. The R&D team is also exploring ideas related to Plastronics with electronics solutions on soft supports.

Despite uncertainty about economic development in Europe and the prevailing gloom especially in the automotive industry, the Group expects to achieve top-line growth of 3% in 2019, driven by an increase in tooling sales and the start-up of new projects.

## Sintex Logistics LLC

Fiscal 2018-19 was a watershed in the Company's journey for in addition to consolidating existing relations, the team was able to establish new ones.

The Company consolidated business relations with Cummins, its key customer and resumed business relations with prestigious customers eg. Alstom, Siemens. In addition, the Company developed the capability of assembly and painting of components to supply to projects requiring certain value addition to be done in the US.

This new capability (logistics and assembly/painting) have widened the opportunity canvass for the Company. Based on this expertise, the approached respected brands namely Stadler Rail, CAF, Generac, BorgWarner, Kawasaki for business prospects; the team has bagged confirmed orders from Stadler Rail.

The Company successfully cleared audits from Alstom and Siemens. It has also generated interest in the Off-Highway vehicles segment in the US; it expects to bag orders from key customers in this segment for LRTM / HLU parts over the coming years.

## Key Financial Ratios

### Consolidated

Particulars	FY19	FY18	Change(%)	Reasons for change
Debtors Turnover ratio	75.21	59.26	27%	The debtors turnover ratio is higher as compared to Previous Year on account of delay in realization of receivables.
Inventory Turnover ratio	98.52	77.05	28%	Inventory Turnover ratio is higher as inventory levels are higher as compared to Previous Year on account of lower sales in Q-4 of FY18-19 as compared Q4 of FY 17-18.
Interest Coverage ratio	1.25	1.62	-23%	Interest Coverage ratio is lower on account of lower absolute EBIT due to reduction in sales by 15% on YoY basis followed by increase in Interest expenses by 11%
Current ratio	1.13	1.44	-22%	The ratio is lower on account of increase in trade payable days.
Debt Equity ratio	1.04	1.13	-7%	The ratio has improved due to plough back of profits.
Operating Profit Margin (%)	8.95	8.91	0%	There is no major variation in Operating Profit Margin as compared to Previous Year.
Net Profit Margin(%)	2.00	2.50	-20%	The net profit margin is lower mainly due to increase in Interest Expenses.
Return on Net Worth(%)	2.64	4.03	-34%	Return on Net Worth is lower on account of lower PAT margins in current year.

## Human resources

Sintex believes that its intellectual capital represents its most valuable asset – from the top floor to the shop floor. In line with this, the Company has positioned employee engagement as a key priority through its people-centric policies and initiatives.

The Company's knowledge enhancement focus has helped create an organisation which is recognised as a 'center of learning and excellence'. The Company has consistently worked on not only increasing its workforce but ensuring that its people competencies are enhanced in line with changing business needs.

As a result, the Company enjoys the support of a committed and well satisfied human capital. Compensation packages offered by the Company, best-of-class methods in recruitment, training, motivation and performance appraisal, attract and retain the best talents.

These practices enable the Company to keep the attrition rate well below the industry average. The Group comprised a strong workforce of 5748 as on March 31, 2019.

## Internal control systems

The internal control mechanism of the Company is well documented. This is embodied in the Oracle E-Business Suite (ERP system). It is a common practice in the Company to lay down well thought out business plans for each year.

From the annual business plan, detailed budgets for revenue and the capital for each quarter is determined. The actual performance is reviewed in comparison with the budget and deviations, if any, are addressed adequately.

The Company also has an internal audit system commensurate to the size and volume of the business. The internal audit program covers all the functions and activities of the Company. A Statutory Compliance Audit Team is constituted to check compliance in all areas and report to the management. This facilitates corrective measures to be taken efficiently and wherever required.

The Audit Committee of the Board of directors meets every quarter to review the reports of the Internal and Statutory Audit and to verify all financial statements, ensuring compliance.

## Risk management

Risk management at Sintex Plastics Technology is an integral part of the business model, focusing on making the business model emerge stronger and ensuring that profitable business growth becomes sustainable.

The Company has adopted a comprehensive and integrated risk appraisal, mitigation and management process. The risk management framework goes beyond traditional boundaries and seeks to involve all key managers of the Company.

The risk mitigation measures of the Company are placed before the Board periodically for review and improvement.

## Cautionary statement

This document contains statements about expected events and financial and operational results of Sintex Plastics Technology Limited which are forward-looking. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is a significant chance that the assumptions, predictions and other forward-looking statements may not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as a number of factors could cause assumptions, and actual results and events to differ materially from those expressed here.

# Report on Corporate Governance

## Company's Philosophy on Code of Governance

The Company believes that adherence to sound corporate governance principles is the best tool to achieve desired goal for creation of long term wealth with transparency and business ethics for all its Stakeholders viz., Shareholders, Employees, Customers, etc.

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

## I. BOARD OF DIRECTORS:

### • Composition:

The Board comprises of 8 (Eight) Directors, out of which 6 (Six) Directors are Independent Directors. The maximum tenure of the Independent Directors is in compliance with the Companies Act, 2013 (hereinafter referred to as "the Act"). Mr. Arun P. Patel, Promoter & Non-Executive Director acted as Chairman upto the date of his resignation as a director of the Company i.e. 29th March, 2019 and Mr. Amit D. Patel, Promoter and Managing Director was elected as Chairman in Meeting of Board of Directors held on 21st May, 2019. The present strength of the Board reflects judicious mix of professional and competent Directors having sound knowledge, which enables the Board to provide effective leadership to the Company. The composition of the Board of Directors is in conformity with the SEBI Regulations. All the Directors other than Independent Directors are liable to retire by rotation.

All the Directors are compliant with the provisions of the Act and SEBI Regulations. The composition of the Board of Directors and the number of Directorships and Committee positions held by them as on 31st March, 2019 are as under:

Sr. No	Name of the Director	Category <sup>(1)</sup>	Board Meetings during the FY 2018-19		Attendance at the last AGM	No. of Director-ships in other Public Companies <sup>(2)</sup>	No. of committee position held in other Public Companies <sup>(3)</sup>	
			Held during the tenure	Attended			Chairman	Member
1.	Arun P. Patel, Chairman <sup>5</sup>	Promoter & N.E.D.	4	4	No	N.A.	N.A.	N.A.
2.	Dinesh B. Patel <sup>5</sup>	Promoter & N.E.D.	4	4	Yes	N.A.	N.A.	N.A.
3.	Rahul A. Patel	Promoter & N.E.D.	4	3	Yes	4	1	2
4.	Amit D. Patel, Chairman <sup>6</sup>	Promoter & E.D.	4	4	Yes	5	2	5
5.	Pravin K. Laheri	I & N.E.D.	4	4	Yes	5	2	2
6.	Desh Raj Dogra	I & N.E.D.	4	4	Yes	6	1	4
7.	Dr. Gauri S. Trivedi	I & N.E.D.	4	4	No	5	1	3
8.	Sandeep M. Singhi	I & N.E.D.	4	3	Yes	4	1	5
9.	Indira J. Parikh <sup>5</sup>	I & N.E.D.	4	3	Yes	N.A.	N.A.	N.A.
10.	Amal Dhru <sup>7</sup>	I & N.E.D.	-	-	N.A.	3	-	2
11.	Dinesh Khera <sup>7</sup>	I & N.E.D.	-	-	N.A.	1	-	1

N.A. – Not Applicable

### Notes:

(1) Category:

I & N.E.D. – Independent and Non-Executive Director

N.E.D. – Non-Executive Director

E.D. - Executive Director

(2) The Directorships held by the Directors, as mentioned above excludes alternate directorships, directorships in foreign companies, Companies under Section 8 of the Act and Private Limited Companies, which are not the subsidiaries of Public Limited Companies.

(3) Includes only Audit Committee and Stakeholders' Relationship Committee of public limited companies.

(4) Mr. Dinesh B. Patel and Mr. Amit D. Patel are related to each other. Mr. Arun P. Patel and Mr. Rahul A. Patel are also related to each other.

- (5) Mr. Arun P. Patel, Mr. Dinesh B. Patel and Mrs. Indira J. Parikh resigned as Directors of the Company w.e.f. 29th March, 2019. Accordingly, Mr. Arun P. Patel ceased to be Chairman of the Board.
- (6) Mr. Amit D. Patel, Promoter and Managing Director was elected as Chairman in Meeting of Board of Directors held on 21st May, 2019.
- (7) Mr. Amal Dhru and Mr. Dinesh Khera were appointed as Additional Independent Directors of the Company w.e.f. 29th March, 2019.

Video/tele-conferencing facility is offered to facilitate Directors to participate in the meetings.

Sr. No.	Name of the Director	List of directorship held in other listed companies and category of directorship as on 31.03.2019
1.	Rahul A. Patel	<ul style="list-style-type: none"> <li>Sintex Industries Limited(Executive Director)</li> <li>Sintex-BAPL Limited(Non-Executive Director)(Debt listed)</li> <li>Sintex Prefab and Infra Limited(Non-Executive Director) (Debt listed)</li> </ul>
2.	Amit D. Patel	<ul style="list-style-type: none"> <li>Sintex Industries Limited(Executive Director)</li> <li>Sintex-BAPL Limited(Non-Executive Director) (Debt listed)</li> <li>Sintex Prefab and Infra Limited(Non-Executive Director) (Debt listed)</li> </ul>
3.	Pravin K. Laheri	<ul style="list-style-type: none"> <li>Gujarat Pipavav Port Limited(Independent and Non-Executive Director)</li> <li>PI Industries Limited( Independent and Non-Executive Director)</li> <li>Sintex-BAPL Limited(Independent and Non-Executive Director) (Debt listed)</li> </ul>
4.	Desh Raj Dogra	<ul style="list-style-type: none"> <li>S Chand and Company Limited(Independent and Non-Executive Director)</li> <li>Welspun Corp Limited(Independent and Non-Executive Director)</li> <li>IDFC First Bank Limited(Independent and Non-Executive Director)</li> <li>Sintex-BAPL Limited(Independent and Non-Executive Director) (Debt listed)</li> </ul>
5.	Dr. Gauri S. Trivedi	<ul style="list-style-type: none"> <li>Denis Chem Lab Limited(Independent and Non-Executive Director)</li> <li>Adani Power Limited(Independent and Non-Executive Director)</li> <li>NTPC Limited(Independent and Non-Executive Director)</li> <li>Sintex-BAPL Limited(Independent and Non-Executive Director) (Debt listed)</li> </ul>
6.	Sandeep M. Singhi	<ul style="list-style-type: none"> <li>Gujarat Ambuja Exports Limited(Independent and Non-Executive Director)</li> <li>The Sandesh Limited(Independent and Non-Executive Director)</li> <li>Adani Green Energy Limited(Independent and Non-Executive Director)</li> <li>Sintex-BAPL Limited(Independent and Non-Executive Director) (Debt listed)</li> </ul>
7.	Amal Dhru	<ul style="list-style-type: none"> <li>Panchmahal Steel Limited(Independent and Non-Executive Director)</li> <li>Sintex-BAPL Limited(Independent and Non-Executive Director) (Debt listed)</li> </ul>
8.	Dinesh Khera	<ul style="list-style-type: none"> <li>Sintex-BAPL Limited(Independent and Non-Executive Director) (Debt listed)</li> </ul>

• **Core Skills/Expertise/Competencies of the Board of Directors:**

Matrix setting out core skills/expertise/competencies identified by the Board of Directors as required in the context of its business(es) and sector(s) for an efficient functioning and those actually available with the Board:

Areas of skills/expertise required	Description	Skills/expertise actually available with the Board
Plastics Products industry	Hands on experience on plastics products industry including sourcing, manufacturing, marketing and business development	Yes
Strategic Planning and management	Ability to think strategically, identify and assess strategic opportunities and threats in light of organisation's strengths and weaknesses, appreciation of long-term trends, strategic choices, experience in guiding and leading management teams to make decisions in uncertain environments.	Yes
Corporate Governance, ethics and values	Experience in development and application of corporate governance practices and principles, serving and balancing the best interests of all stakeholders, maintaining accountability and responsibilities of Board and management, building long-term and effective stakeholders engagements, driving corporate ethics and values.	Yes
Risk Management and Regulatory Compliance	Regulatory framework knowledge, ability to identify key risks to the Company in a wide range of areas including legal and regulatory compliance and taking effective steps for risk mitigation	Yes
Financial and Management accounting	Comprehensive understanding of financial and management accounting and reporting as well as controls and analysis	Yes
Sales, Marketing & Brand building	Experience in developing strategies to grow sales and market share, build brand awareness and brand equity and enhance enterprise value and reputation	Yes

### • Independent Directors confirmation by the Board

All the Independent Directors have confirmed that they meet the criteria of independence as laid down under Regulation 16(1)(b) of the SEBI(LODR)Regulations and Section 149(6) of the Companies Act,2013.

In the opinion of the Board the independent directors fulfill the conditions of independence specified in Section 149(6) of the Companies Act,2013 and Regulation 16(1)(b) of the SEBI(LODR)Regulations and they are also independent of the management.

### • Reasons for resignation of Independent Director who resigns before the expiry of tenure:

During the year under review, Mrs. Indira J. Parikh, an independent Director tendered her resignation from the office of director of the Company w.e.f. 29th March, 2019 citing reason of age criterion prescribed under Regulation 17(1A) of the SEBI (LODR) Regulations, 2015, for discontinuation of non-executive Director above the age of 75 years. The Company also received a confirmation from her that her resignation was due to reason cited in her resignation letter and there was no material reason other than that provided in her resignation letter.

### • Board Meetings:

Four Board Meetings were held during the year under review and the gap between two meetings did not exceed 120 days. The dates on which the Board Meetings were held during the Financial Year and attendance on the same are as follows:

Sr. No.	Date	Board Strength	No. of Directors present
1	9th May,2018	9	7
2	16th July,2018	9	8
3	26th October,2018	9	9
4	23rd January,2019	9	9

## II. AUDIT COMMITTEE:

The constitution and terms of reference of Audit Committee of the Company are in compliance with provisions of the Act and the SEBI Regulations. The Audit Committee acts as a link among the Management, the Statutory Auditors, Internal Auditors and the Board of Directors to oversee the financial reporting process of the Company. The Committee's purpose is to oversee the quality and integrity of accounting, auditing and financial reporting process including review of the internal audit reports and action taken report.

### Composition

The Committee's composition meets the regulatory requirements mandated by the Act and SEBI Regulations. The Chairman of the Audit Committee is a Non-Executive and Independent Director. During the Financial Year 2018-19, 4 Meetings were held on 9th May, 2018, 16th July, 2018, 26th October, 2018 and 23rd January, 2019.

The present composition of the Audit Committee and particulars of meetings attended by them are given below:

Name	Chairman/ Member	Category	No. of Meetings during FY 2018-19	
			Held during the tenure	Attended
Amal Dhru <sup>1</sup>	Chairman	I & N.E.D.	N.A.	N.A.
Dinesh Khera <sup>2</sup>	Member	I & N.E.D.	N.A.	N.A.
Amit D. Patel	Member	Promoter & E.D.	4	4
Sandeep M. Singhi <sup>3</sup>	Member	I & N.E.D.	N.A.	N.A.
Desh Raj Dogra <sup>4</sup>	Chairman (upto 29.03.2019)	I & N.E.D.	4	4
Dr. Gauri S. Trivedi <sup>5</sup>	Member	I & N.E.D.	4	4
Indira J. Parikh <sup>6</sup>	Member	I & N.E.D.	4	3

1. Appointed as Chairman of the Audit Committee w.e.f. 29th March, 2019.
2. Appointed as Member of the Audit Committee w.e.f. 29th March, 2019.
3. Appointed as Member of the Audit Committee w.e.f. 29th March, 2019.
4. Ceased as member & Chairman of the Audit Committee w.e.f. 29th March,2019.
5. Ceased as Member of the Audit Committee w.e.f. 29th March,2019.
6. Resigned as Director of the Company w.e.f. 29th March, 2019. Accordingly, she also ceased as Member of the Audit Committee with effect from the said date.

The CFO, Internal Auditor and Statutory Auditor are permanent invitees to the Meetings.

The Company Secretary acts as the Secretary to the Committee.

**Terms of Reference:**

The terms of reference of the Audit Committee are broadly as under:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
3. Approval of payment to Statutory Auditors for any other services rendered by the Statutory Auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
  - a) Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013.
  - b) Changes, if any, in accounting policies and practices and reasons for the same.
  - c) Major accounting entries involving estimates based on the exercise of judgment by the management.
  - d) Significant adjustments made in the financial statements arising out of audit findings.
  - e) Compliance with listing and other legal requirements relating to financial statements.
  - f) Disclosure of any related party transactions.
  - g) Qualifications in the draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
6. 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;
7. Review and monitor the Auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the Company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the Company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, the performance of statutory and internal auditors, adequacy of the internal control systems;
13. 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;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
16. Discussion with Statutory Auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults, if any, in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. To review the functioning of the Whistle Blower mechanism;
19. Approval of appointment of CFO after assessing the qualifications, experience and background, etc. of the candidate;
20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
21. Reviewing financial statements, in particular the investments made by the Company's unlisted subsidiaries.
22. Reviewing the utilization of loans and/or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crores or 10% of the asset size of the subsidiary, whichever is lower.



### Review of Information by Audit Committee:

1. The Management discussion and analysis of financial condition and results of operations.
2. Statement of significant related party transactions submitted by management.
3. Management letters / letters of internal control weaknesses issued by the Statutory Auditors.
4. Internal audit reports relating to internal control weaknesses and
5. The appointment, removal and terms of remuneration of the Chief internal auditor.
6. Statement of deviations

### III. NOMINATION AND REMUNERATION COMMITTEE:

The constitution and terms of reference of Nomination and Remuneration Committee of the Company are in compliance with provisions of the Act and the SEBI Regulations.

#### (i) Composition:

During the financial year 2018-19, two meetings of "Nomination and Remuneration Committee" were held on 9th May, 2018 and 16th July, 2018. The composition of the Committee and the details of meeting attended by the members of the Committee are given below:

Name	Chairman/ Member	Category	No. of Meetings during FY 2018-19	
			Held during the tenure	Attended
Dinesh Khera <sup>1</sup>	Chairman	I & N.E.D.	N.A.	N.A.
Amal Dhru <sup>2</sup>	Member	I & N.E.D.	N.A.	N.A.
Sandeep Singhi	Member	I & N.E.D.	2	1
Desh Raj Dogra <sup>3</sup>	Chairman (upto 29.03.2019)	I & N.E.D.	2	2
Dr. Gauri S. Trivedi <sup>4</sup>	Member	I & N.E.D.	2	2

1. Appointed as Chairman of the Nomination and Remuneration Committee w.e.f. 29th March, 2019.
2. Appointed as Member of the Nomination and Remuneration Committee w.e.f. 29th March, 2019.
3. Ceased as member & Chairman of the Nomination and Remuneration Committee w.e.f. 29th March, 2019.
4. Ceased as Member of the Nomination and Remuneration Committee w.e.f. 29th March, 2019.

#### (ii) Term of Reference:

The broad terms of reference of Nomination and Remuneration Committee are as under:

- (a) Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
- (b) Formulation of criteria for evaluation of Independent Directors and the Board;
- (c) Devising a policy on Board diversity;
- (d) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal and shall carry out evaluation of every director's performance.
- (e) Recommendation to the Board, all remuneration, in whatever form, payable to senior management.
- (f) To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.
- (g) To perform such other functions as may be necessary or appropriate for the performance of its duties.

The Company Secretary acts as the Secretary to the Committee.

### PERFORMANCE EVALUATION

The Nomination and Remuneration Committee had laid down the criteria for performance evaluation of Executive and Non-Executive Directors of the Company. The Criteria was set based on Profiles, experience, contribution dedication, regularity, aptitude, preparedness & participation,

team work and contribution of each Director to the growth of the Company.

Pursuant to the provisions of the Act and SEBI Regulations, the Board has carried out the annual performance evaluation of its own, the Directors individually as well as the evaluation of the working of its Board Committees.

## Remuneration Policy

### • Remuneration to Non-Executive Directors:

The Non-Executive Directors of the Company are being paid sitting fees as follows:

1. Board Meeting : ₹ 20,000/- per meeting
2. Audit Committee Meeting : ₹ 10,000/- per meeting
3. Nomination and Remuneration Committee and Stakeholders' Relationship Committee Meeting : ₹ 5,000/- per meeting

Executive Director is not being paid sitting fees for attending meetings of the Board of Directors/Committees. Other than sitting fees, there were no material pecuniary relationships or transactions by the Company with the Non-Executive and Independent Directors of the Company.

The Company has also taken a Directors' & Officers' Liability Insurance Policy.

The details of sitting fees paid to the Non-Executive Directors and their shareholding details for the financial year 2018-19 are as follows:

Name	Sitting Fees paid during FY 2018-19 (In ₹)		Total (In ₹)	No. of Shares held as on 31st March, 2019
	Board Meeting	Committee Meeting		
Arun P. Patel	80000	-	80000	327710
Dinesh B. Patel	80000	-	80000	290536
Rahul A. Patel	60000	15000	75000	497090
Pravin K. Laheri	80000	-	80000	500
Desh Raj Dogra	80000	70000	150000	50000
Dr. Gauri S. Trivedi	80000	50000	130000	-
Sandeep M. Singhi	60000	5000	65000	-
Indira J. Parikh	60000	30000	90000	-

### • Remuneration to Executive Directors:

The appointment of the Managing Director is governed by the Articles of Association of the Company and the Resolution passed by the Board of Directors and the Shareholders of the Company.

No separate Service Contract is entered into by the Company with the Managing Director.

Mr. Amit D. Patel, Managing Director is not drawing any remuneration from the Company.

There is no separate provision for payment of severance fee under the resolutions governing the appointment of the Managing Director.

The Company has not granted stock options to the Managing Director or Employees of the Company.

The Managing Director, so long as he functions as such shall not be entitled to any sitting fees for attending any meetings of Board or Committees thereof.

The Remuneration Policy containing salient features, approved by the Board of Directors is uploaded on the website of the Company at <http://www.sintexplastics.com/investors/policies/>

## IV. STAKEHOLDERS' RELATIONSHIP COMMITTEE:

The constitution and terms of reference of Stakeholders' Relationship Committee of the Company are in compliance with provisions of the Act and the SEBI Regulations.

### Terms of Reference:

- (a) Oversee and review all matters connected with the transfer of the Company's securities.
- (b) Resolving the grievances of the security holders of the Company 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..
- (c) Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent of the Company.

- (d) Review of measures taken for effective exercise of voting rights by shareholders.
- (e) Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.
- (f) Carry out any other function as is referred by the Board from time to time or enforced by any statutory notification / amendment or modification as may be applicable.

The Company Secretary acts as the Secretary to the Committee.

During the year 2018-19, four meetings of "Stakeholders' Relationship Committee" were held on 9th May, 2018, 16th July, 2018, 26th October, 2018 and 23rd January, 2019. The Composition of "Stakeholders' Relationship Committee" and the details of the meetings attended by its members are as follows:

Name	Chairman/ Member	Category	No. of Meetings during FY 2018-19	
			Held during the tenure	Attended
Dinesh Khara <sup>1</sup>	Chairman	I & N.E.D.	N.A.	N.A.
Rahul A. Patel	Member	Promoter & N.E.D.	4	3
Amit D. Patel	Member	Promoter & E.D.	4	4
Desh Raj Dogra <sup>2</sup>	Chairman (upto 29.03.2019)	I & N.E.D.	4	4

1. Appointed as Chairman of the Stakeholders' Relationship Committee w.e.f. 29th March, 2019.
2. Ceased as member & Chairman of the Stakeholders' Relationship Committee w.e.f. 29th March, 2019.

(i) Details of Share Holders' Complaints received and redressed during the year 2018-19:

Opening Balance	Received during the year	Resolved during the year	Closing Balance
0	7	7	0

(ii) Investors' Grievance Redressal Cell:

The Company has designated the Company Secretary of the Company as the compliance officer of the investors' grievance redressal cell. For the purpose of registering complaints by investors, the Company has designated an e-mail ID - share@sintex-plastics.com.

## V. SHARE AND DEBENTURE TRANSFER COMMITTEE:

The Board of Directors has delegated the power of approving transfer/transmission of shares/dematerialization / rematerialisation of shares and debentures/issue of duplicate certificates and other related formalities to the Share and Debenture Transfer Committee comprising of Mr. Rahul A. Patel, Chairman and Mr. Amit D. Patel, as member of the Committee. The Company Secretary acts as the Secretary of the Committee.

34 Meetings of the said Committee were held during the Financial Year 2018-19.

## VI. GENERAL BODY MEETINGS:

Annual General Meeting

F.Y.	Meeting and Venue	Day, Date and Time	Special Resolutions passed
2015-16	<b>1<sup>st</sup> Annual General Meeting</b> At Registered office: Abhijeet, 7th Floor, Mithakhali Six Road, Ahmedabad – 380 009	Friday, 30th September, 2016 10.00 a.m.	<ul style="list-style-type: none"> <li>Approval under Section 180(1)(c) of the Companies Act, 2013 for borrowings power upto Rs. 500 Crore</li> <li>Approval under Section 180 (1)(a) of the Companies Act, 2013 for creation of charge, mortgage etc. on assets of the Company upto Rs. 500 Crores</li> </ul>
2016-17	<b>2<sup>nd</sup> Annual General Meeting</b> At Registered office: In the premises of Sintex-BAPL Limited, Near Seven Garnala, Kalol (N.G.) – 382 721.	Thursday, 14th September, 2017 11.30 a.m.	<ul style="list-style-type: none"> <li>Considering and deciding place of maintaining and keeping Register of Members &amp; others at place other than the Registered Office of the Company.</li> </ul>
2017-18	<b>3<sup>rd</sup> Annual General Meeting</b> At Registered office: In the premises of Sintex-BAPL Limited, Near Seven Garnala, Kalol (N.G.) – 382 721.	Monday, 17th September, 2018 10.30 a.m.	<ul style="list-style-type: none"> <li>Approving Employee Stock Option Scheme</li> <li>Approval for extending benefit of Sintex Plastics Technology Limited-Employee Stock Option Plan-2018 to the eligible employees of subsidiary Company/ies</li> <li>Pledging of Equity shares of Sintex-BAPL Limited, Wholly Owned Subsidiary of the Company</li> </ul>

**Whether resolutions were passed through postal ballot last year, details of voting pattern:**

No resolution was passed through Postal Ballot Process during the Financial Year 2018-19, hence disclosure under this section is not applicable.

**Whether any resolution is proposed to be conducted through postal ballot:** There is no immediate proposal for passing any Resolution through Postal Ballot.

None of the businesses proposed to be transacted at the ensuing Annual General Meeting require passing a resolution through Postal Ballot.

**VII. SUBSIDIARY COMPANIES:**

The Company has two material debt listed Indian subsidiary companies and therefore, the requirement of inducting an Independent Director of Holding Company on the Board of Directors of the subsidiary company is not applicable.

The financial statements, in particular the investments made by the unlisted subsidiary companies are reviewed quarterly by the Audit Committee of the Company. The minutes of the meetings of unlisted subsidiary companies are placed before the Company's Board regularly.

The Board of Directors also reviews statement containing all significant transactions and arrangements entered into by the unlisted subsidiary companies.

The policy for determining Material Subsidiary as approved by the Board may be accessed on the Company's website at the link: <http://www.sintexplastics.com/investors/policies/>

**VIII. OTHER DISCLOSURES:**

(i) Disclosure on materially significant related party transactions:

None of the transactions of material nature that has been entered into by the Company with related parties as per Accounting Standards has any potential conflict with the interests of the Company at large. The related party transactions have been disclosed in the financial section of Annual Report. The Audit Committee reviewed the related party transactions undertaken by the Company in the ordinary course of business.

Policy on materiality and dealing with related party transactions, approved by the Board of Directors is uploaded on the website of the Company at <http://www.sintexplastics.com/investors/policies/>

(ii) Details of non-compliance by the Company:

There were no instances of non-compliance by the Company on any matters related to various capital markets or penalties imposed on the Company by the Stock Exchange or SEBI or any statutory authority during the last 3 financial years.

(iii) Code of Conduct:

The Company has formulated and implemented a Code of Conduct for Board Members and Senior Management Personnel of the Company, which is also posted on the website of the Company.

Requisite annual affirmations of compliance with the respective Codes have been made by the Directors and Senior Management of the Company.

(iv) CEO and CFO Certification:

The Managing Director and the Chief Financial Officer of the Company give annual certification on financial reporting and internal controls to the Board in terms of Regulation 17(8) of the SEBI Regulations. The Managing Director and the Chief Financial Officer also give quarterly certification on financial results while placing the financial results before the Board in terms of Regulation 33 of the SEBI Regulations.

(V) Code of Conduct to regulate, monitor and report trading by Designated Persons:

Code of Conduct to regulate, monitor and report trading by Designated Persons, as approved by the Board of Directors, inter alia, prohibits purchase / sale of securities of the Company by Designated Persons, while in possession of unpublished price sensitive information in relation to the Company.

(Vi) Compliance with the Mandatory Requirements of the SEBI Regulations:

The Company has complied with all the mandatory requirements of the Code of Corporate Governance as stipulated under the SEBI Regulations and has also updated its website under Regulation 46(2) of the SEBI Regulations. It has obtained a certificate affirming the compliances from M/s. Chirag Shah & Associates, Practicing Company Secretaries, Ahmedabad and the same is attached to this Report.

(Vii) Whistle Blower Policy:

The Company has adopted a Whistle Blower Policy and has established the necessary vigil mechanism in line with the requirements under the Act and the SEBI Regulations:

- For employees to report concerns about unethical behavior;
- To establish a mechanism to report to the management, concerns about unethical behavior, actual or suspected fraud or violation of the Integrity Policy; and
- To ensure that adequate safeguards shall be provided to the whistle blowers against any victimization or vindictive practices like retaliation, threat or any adverse (direct or indirect) action on their employment and direct access to the Chairperson of the Audit Committee in exceptional cases. The Policy also ensures that strict confidentiality is maintained whilst dealing with concerns and also that no discrimination will be meted out to any person for a genuinely raised concern.

No personnel/ person has been denied access to the Audit Committee. During the year under review, there were no cases pertaining to Whistle Blower Policy.

(viii) Pursuant to regulation 43A of SEBI Regulations, the Board approved a Dividend Distribution Policy at its meeting held on May 9, 2018.

The policy details various considerations based on which the Board may recommend or declare Dividend, current dividend track record, usage of retained earnings for corporate actions, etc. The policy is available on the Company's website at <http://www.sintexplastics.com/investors/policies/>

(ix) The Company has not engaged in any activity involving commodity price risks or foreign exchange risk and hedging.

(x) Statement of utilization of funds raised through preferential issue of warrants:

Pursuant to approval given by the Members by postal ballot on 10th March, 2018 for issue and allotment of 6,67,00,000 Fully Convertible Warrants into equity shares of face value of Re. 1/- each, at any time within 18 months from the date of allotment of the Warrants, for cash, at an exercise price of Rs. 90/- per Warrant (including a premium of Rs. 89/-) aggregating upto Rs. 600.30 crores, the Company had allotted 3,69,33,334 Equity shares of face value Re. 1/- each (with a premium of Rs. 89/- per equity share) to M/s. Star Line Leasing Limited, company belonging to promoter group of the Company, upon exercise/conversion of equivalent number of warrants.

The Company has forfeited Upfront Warrant Subscription Amount of Rs. 66.97 crore paid by the Promoter Group Company (Warrant holder) in terms of SEBI ICDR Regulations, on receipt of intimation from the warrant holder regarding their inability to further exercise the right of conversion.

Pursuant to Regulation 32(7A) of the SEBI (LODR) Regulations, 2015, a statement of Utilization of funds raised through Preferential Issue of Warrants as on 31st March, 2019, are as under:

Particulars	Projected Utilization / Amount received*	Actual Utilization as on March 31, 2019
Subscription of 6,67,00,000 Fully Convertible Warrants convertible into equity shares at INR 90/- per warrant being 25% of warrant price	150.08	399.38*
Allotment of 3,69,33,334 Equity shares of face value Re. 1/- each being 75% of warrant price	249.30	
<b>Total</b>	<b>399.38</b>	

\*Funds raised through Preferential Issue were fully utilized as on March 31, 2019 for the purpose as stated in the objects of the Preferential Issue and the aforesaid statement has been reviewed by the Audit Committee at its Meeting held on May 30, 2019.

- (xi) A certificate received from Mr. Chirag Shah, Practicing Company Secretary, Ahmedabad confirming that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/ Ministry of Corporate Affairs or any such statutory authority, is annexed to this report as Annexure-I.
- (xii) The Board had accepted all recommendations of various Committees of the Board, which were mandatorily required to be taken during the period under review.
- (xiii) Total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditors and all entities in the network firm/network entity of which the statutory auditor is a part:

The details of total fees for all services paid by the Company and its subsidiaries, on a consolidated basis to M/s. B S R & Associates LLP, Chartered Accountants, Statutory Auditors of the Company and all the entities in the network firm/network entity of which the statutory auditor is a part, for the financial year 2018-19 are as follows:

Sr. No.	Nature of services	Fees paid (INR in Crores)
1.	Statutory Audit Fees	0.35
2.	Certification and other fees to Auditors	0.35
3.	Tax Audit Fees	-
4.	Others	0.02
	<b>Total</b>	<b>0.72</b>

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

**Status of complaints as on 31st March, 2019:**

Sr. No.	Particulars	Number of complaints
1.	Number of Complaints filed during the financial year	0
2.	Number of complaints disposed of during the financial year	N.A.
3.	Number of complaints pending as on end of the financial year	N.A.

(xv) Details of the familiarization programmes imparted to the Independent Directors are available on the website of the company at <http://www.sintexplastics.com/investors/policies/>

(xvi) Others:

The Company has a comprehensive and integrated risk management framework to effectively deal with uncertainty and associated risks and enhances the Organisation's capacity to build value. The Risk Management framework of the Company has been designed with an objective to develop a risk culture that encourages identifying risks and responding to them with appropriate actions.

## IX. MEANS OF COMMUNICATION:

- (i) Financial Results: The quarterly/half-yearly and annual results are normally published in Financial Express (Gujarati) (Ahmedabad Edition) and Financial Express (English) (All Editions).
- (ii) The quarterly/half-yearly and annual results are also posted on Company's website - [www.sintexplastics.com](http://www.sintexplastics.com)
- (iii) The company's website [www.sintexplastics.com](http://www.sintexplastics.com) contains a separate dedicated Section on Investors Relation where shareholder information is available. The Annual Report of the Company is also available on the website in a user-friendly and downloadable form.
- (iv) The management discussion and analysis report is attached with the Directors' Report in this Annual Report.
- (v) Press Releases made by the Company from time to time are also displayed on the Company's website- [www.sintexplastics.com](http://www.sintexplastics.com).
- (vi) Corporate presentations made to institutional investors or to analysts are posted on the Company's website- [www.sintexplastics.com](http://www.sintexplastics.com).

## X. GENERAL SHAREHOLDER INFORMATION:

### 1. 4th Annual General Meeting

Day, date and time	Friday, August 30, 2019 10.30 A.M.
Venue	In the premises of Sintex-BAPL Ltd., Near Seven Garnala, Kalol (N.G.) – 382 721
Book closure dates	20th August, 2019 to 30th August, 2019

### 2. Financial Calendar

The Company follows the period of 1st April to 31st March, as the Financial Year. For the Financial year 2019-20, Financial Results will be announced as per the following tentative schedule:

1st quarter ending on 30th June, 2019	4th week of July, 2019
2nd quarter ending on 30th September, 2019	4th week of October, 2019
3rd quarter ending on 31st December, 2019	4th week of January, 2020
Year ending on 31st March, 2020	2nd week of May, 2020

**3. Dividend:** In view of loss incurred by the Company during the year under review, the Board of Directors has not recommended dividend for the Year ended on 31st March, 2019.

#### 4. Listing on Stock Exchanges:

The Equity Shares of the Company are listed with the following stock exchanges.

Stock Exchanges /Type of Instruments/ Stock Code	Address	Telephone No.
BSE Limited (BSE) Equity Shares *Equity – 540653	25th Floor, P.J. Towers, Dalal Street, Mumbai – 400 001	022 – 22721233/34
National Stock Exchange of India Ltd. (NSE) Equity Shares * Equity – SPTL	Exchange Plaza, C-1,Block G, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051	022 – 26598100/14

\*Stock code

#### International Securities Identification Number (ISIN)

ISIN is an identification number for traded shares. This number needs to be quoted in each transaction relating to the dematerialized equity shares of the Company. Your Company's ISIN number for its equity shares is INE501W01021.

#### Payment of Listing Fees and Depository Fees

Annual listing fee for the year 2019-20 has been paid by the Company to BSE and NSE. Annual Custody/Issuer fee for the year 2019-20 has been paid by the Company to CDSL and Annual Custody/Issuer fee for the year 2019-20 will be paid on receipt of invoice to NSDL.

#### 5. Location of the depositories

Depository	Address	Telephone No.
National Securities Depository Ltd. (NSDL)	Trade World, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013	022 – 2499 4200
Central Depository Services (India) Limited (CDSL)	Marathon Futurex, A-Wing, 25th floor, NM Joshi Marg, Lower Parel, Mumbai 400 013	022- 2302 3333

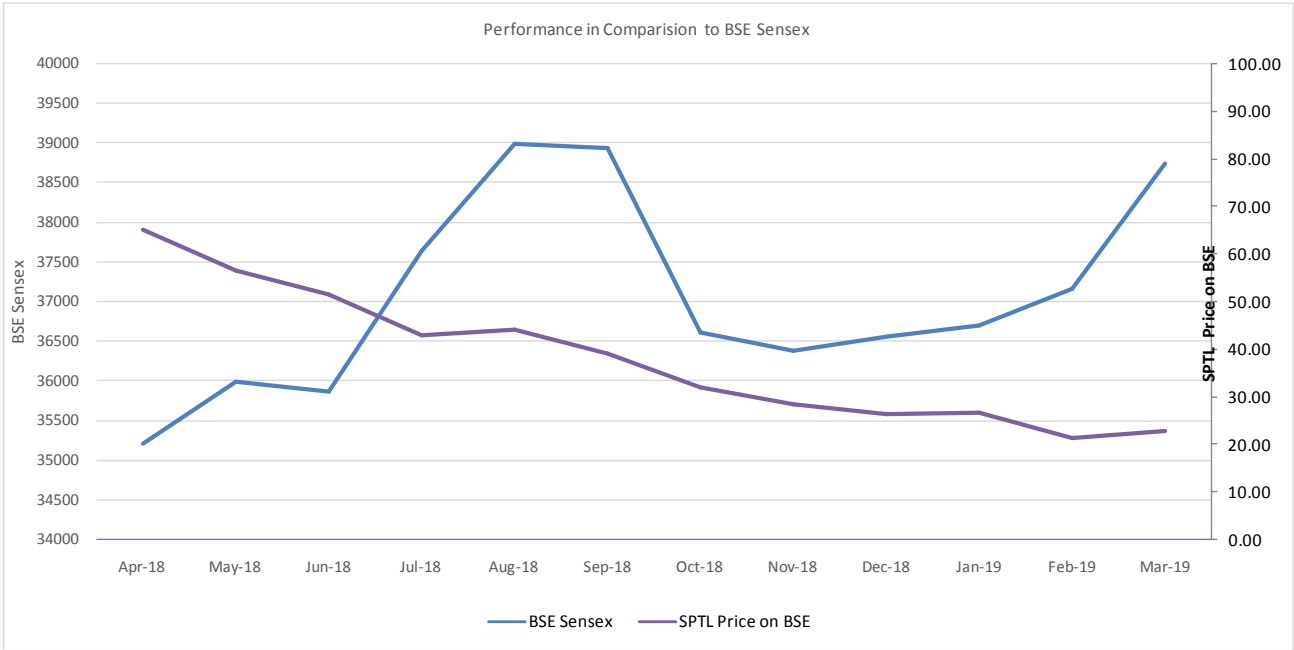
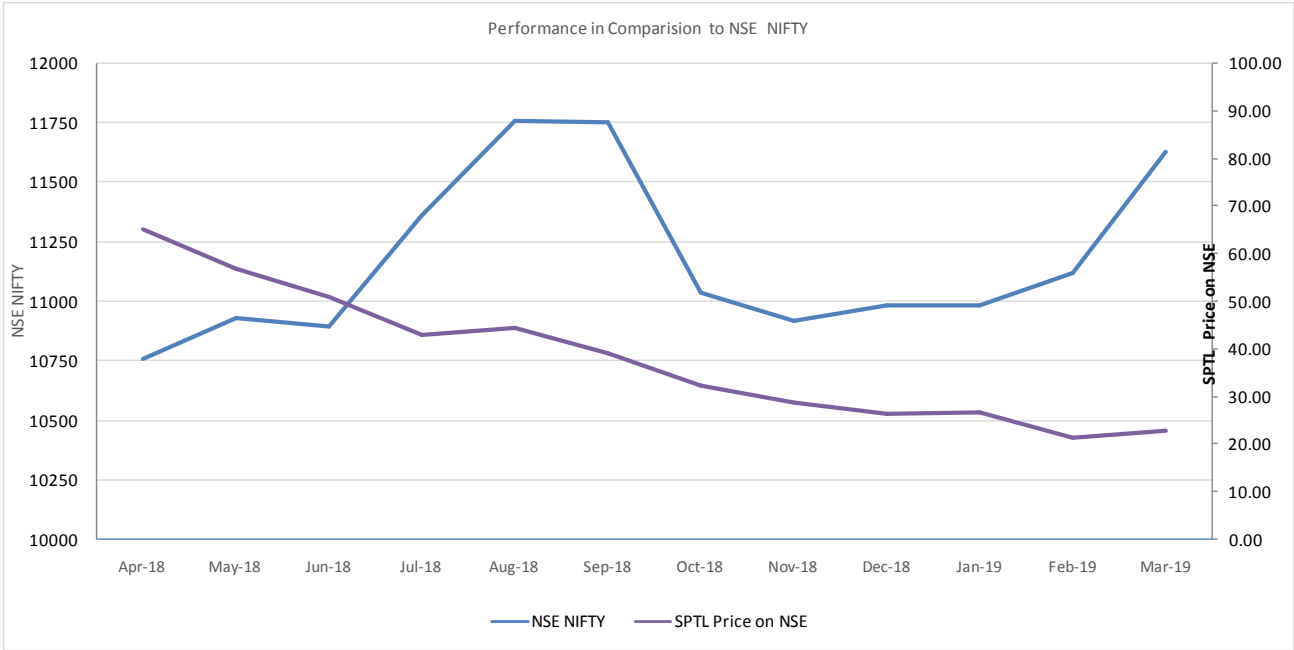
#### 6. Market Price Data

The monthly share price data of the Company during the year 2018-19 at BSE and NSE as compared to BSE Sensex and CNX Nifty are as follows:

Month	BSE Limited				National Stock Exchange of India Ltd.			
	Share Price		SENSEX		Share Price		CNX Nifty	
	High (₹)	Low (₹)	High	Low	High (₹)	Low (₹)	High	Low
April, 2018	65.30	52.70	35213.30	32972.56	65.25	52.60	10759.00	10111.30
May, 2018	56.60	48.55	35993.53	34302.89	56.90	48.55	10929.20	10417.80
June, 2018	51.50	39.80	35877.41	34784.68	50.95	39.80	10893.25	10550.90
July, 2018	42.95	29.50	37644.59	35106.57	42.90	29.40	11366.00	10604.65
August, 2018	44.15	37.00	38989.65	37128.99	44.35	37.00	11760.20	11234.95
September, 2018	39.25	28.95	38934.35	35985.63	39.15	28.85	11751.80	10850.30
October, 2018	32.20	25.80	36616.64	33291.58	32.25	25.80	11035.65	10004.55
November, 2018	28.50	22.50	36389.22	34303.38	28.70	22.50	10922.45	10341.90
December, 2018	26.50	21.10	36554.99	34426.29	26.50	21.05	10985.15	10333.85
January, 2019	26.80	20.05	36701.03	35375.51	26.80	20.10	10987.45	10583.65
February, 2019	21.50	16.75	37172.18	35287.16	21.50	16.80	11118.1	10585.65
March, 2019	23.00	18.20	38748.54	35926.94	23.00	18.30	11630.35	10817

[Source: This information is compiled from the data available from the websites of BSE and NSE]

7. Performance in comparison to broad based indices such as BSE Sensex, CRISIL index, etc.





## 8. Distribution of Shareholding as on March 31, 2019:

No. of Shares held (Face Value of Re. 1/- each)	Shareholders		Shares	
	Number	% of total	Number	% of total
Up to 5000	280784	97.41	135068829	21.40
5001 – 10000	4093	1.42	30084302	4.77
10001 – 15000	1135	0.39	14165293	2.24
15001 – 20000	637	0.22	11465027	1.82
20001 – 25000	360	0.13	8209495	1.30
25001 – 50000	658	0.23	23391990	3.71
50001 & Above	579	0.20	408643486	64.76
<b>Total</b>	<b>288246</b>	<b>100</b>	<b>631028422</b>	<b>100</b>

\* The shareholding of the promoter and promoter group, public shareholder and non-public non-promoter shareholder has been consolidated on the basis of the PAN as per SEBI Circular SEBI/HO/CFD/CMD/CIR/P/2017/128 dated December 19, 2017. Accordingly, there is difference in no. of shareholders mentioned in Shareholding Pattern and Distribution of Shareholding as on 31.03.2019.

## 9. Categories of Shareholders as on March 31, 2019:

Category	No. of Shares held	% of Shares held	No. of Shareholders	% of Share Holders
Promoters Holding	212914461	33.74	24	0.01
Residential Individuals	247006356	39.14	274643	95.28
Financial Institutions/Banks	4011518	0.64	19	0.01
Mutual Funds	2000	0.00	1	0.00
NRIs /Foreign Nationals	11382556	1.80	4172	1.45
FIIS/FPI/Foreign Company	97257944	15.42	59	0.02
Domestic Companies/ Bodies Corporate	38327764	6.07	1526	0.53
Trusts/Clearing Members/Others	20125823	3.19	7802	2.70
<b>TOTAL</b>	<b>631028422</b>	<b>100.00</b>	<b>288246</b>	<b>100.00</b>

## 10. Dematerialization of Shares:

The Shares of the Company are compulsorily traded in dematerialized form. A total number of 628413055 Equity Shares of the Company constituting about 99.59% of the subscribed and paid-up share capital have been dematerialized as on March 31, 2019. Entire shareholding of Promoters and Promoter Group is in dematerialised form.

## 11. Outstanding GDRs/ADRs/Warrants or any Convertible Instruments, conversion date and likely impact on equity:

### (a) Issue of Foreign Currency Convertible Bonds (FCCBs):

In terms of the Composite Scheme of Arrangement between the Company, Sintex Industries Limited, Sintex-BAPL Limited and Sintex Prefab and Infra Limited and their respective shareholders and creditors sanctioned by the Hon'ble National Company Law Tribunal, Ahmedabad Bench, the Company is required to issue corresponding number of equity shares, to such Converting FCCB Holder, who are allotted equity shares of Sintex Industries Limited. The Company is accordingly authorized to issue and allot equity shares of Re. 1 each under FCCBs for an aggregate amount not exceeding US\$ 67 million.

Outstanding FCCBs pending for conversion as on 31st March, 2019 is USD 13.50 Million. After conversion of aforesaid FCCBs, paid up capital of the Company will increase by 98,79,844 equity shares of Re. 1/- each amounting to Rs. 98.80 Lacs.

### (b) Issue of warrants

Pursuant to approval given by the Members by postal ballot on 10th March, 2018 for issue and allotment of 6,67,00,000 Fully Convertible Warrants into equity shares of face value of Re. 1/- each, at any time within 18 months from the date of allotment of the Warrants, for cash, at an exercise price of Rs. 90/- per Warrant (including a premium of Rs. 89/-) aggregating upto Rs. 600.30 crores, the Company had allotted 3,69,33,334 Equity shares of face value Re. 1/- each (with a premium of Rs. 89/- per equity share) to M/s. Star Line Leasing Limited, company belonging to promoter group of the Company, upon exercise/conversion of equivalent number of warrants.

The Company has forfeited Upfront Warrant Subscription Amount of Rs. 66.97 crore paid by the Promoter Group Company in terms of SEBI ICDR Regulations, on receipt of intimation from the warrant holder regarding their inability to further exercise the right of conversion.

## 12. Credit Ratings:

The Company has not obtained any credit rating from any Credit Rating Agency.

### 13. Registrar and Share Transfer Agent (RTA):

Share transfers, dividend payment and all other investor related matters are attended to and processed by our Registrar and Share Transfer Agent viz. M/s. Link Intime India Pvt. Ltd.

**Link Intime India Private Limited**

506-508, Amarnath Business Centre-1  
(ABC-1), Besides Gala Business Centre  
Near XT Xavier's College Corner  
Off C G Road, Ellisebridge  
Ahmedabad 380006

Tel: +91 79 26465179 / 86 / 87,  
E-mail: ahmedabad@linkintime.co.in

### 14. Share Transfer System:

Pursuant to Regulation 39(2) of SEBI Regulations, Share transfer requests received in physical form will be registered and certificate delivered within 15 days from the date of receipt, subject to documents being valid and complete in all respect and Demat requests will be normally confirmed within an average of 10 days from the date of receipt. With a view to expedite the process of share transfers, necessary authority has been delegated to the Share and Debenture Transfer Committee to approve the transfers of equity shares of the Company. The Share and Debenture Transfer Committee meet as and when required to consider the transfer proposals.

The Company obtained following certificate(s) from a Practicing Company Secretary and submitted the same to the stock exchanges within stipulated time:

1. Certificate confirming due compliance of share transfer formalities by the Company pursuant to Regulation 40(9) of the SEBI Listing Regulations for half year ended 30th September, 2018 and 31st March, 2019 respectively with the Stock Exchanges and
2. Certificate regarding reconciliation of the share capital audit of the Company on quarterly basis.

### 15. Plant Locations:

Not Applicable

## XI. Address for Correspondence

All Communications may be sent to the Company Secretary at the following address:

Sintex Plastics Technology Limited  
In the premises of Sintex-BAPL Ltd.,  
Near Seven Garnala,  
Kalol (N.G.) – 382 721  
Phone: +91 2764 253500  
E-mail: info@sintex-plastics.com

### Non-mandatory requirements

The non-mandatory requirements have been adopted to the extent and in the manner as stated under the appropriate headings detailed below:

#### • Reporting of Internal Auditor

The Internal Auditor of the Company is a permanent invitee to the Audit Committee Meeting and regularly attends the Meeting for reporting their findings of the internal audit to the Audit Committee Members.

### Declaration:

It is hereby declared that the Company has obtained affirmation from all the Members of the Board and Senior Management personnel that they have complied with the "Code of Conduct and Ethics for Board Members and Senior Management" for the year ended on 31st March 2019.

Place: Ahmedabad  
Date: 30th May, 2019

**Amit D. Patel**  
**Chairman & Managing Director**  
**(DIN: 00171035)**

# COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

To  
The Members  
**Sintex Plastics Technology Limited**

We have examined the compliance of Corporate Governance by Sintex Plastics Technology Limited ("the Company"), for the year ended on March 31, 2019, as stipulated in applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the said company with the stock exchanges.

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

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

We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place: Ahmedabad  
Date: 30<sup>th</sup> May, 2019

CS Raimeen Maradiya  
Partner

Chirag Shah & Associates  
Company Secretaries  
ACS No. 43050  
CP No.: 17554

# CERTIFICATION BY CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO)

pursuant to Clause 17(8) of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015

This is to certify to Board that-

A. We have reviewed financial statements and the cash flow statement for the year ended 31st March, 2019 and that to the best of our knowledge and belief:

- (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- (2) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that We have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and We have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which We are aware and the steps We have taken or propose to take to rectify these deficiencies.

D. We have indicated to the auditors and the Audit committee

- (1) significant changes in internal control over financial reporting during the year;
- (2) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
- (3) instances of significant fraud of which We have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For **Sintex Plastics Technology Limited**

For **Sintex Plastics Technology Limited**

**Amit D. Patel**  
**Chairman & Managing Director**  
**(DIN: 00171035)**

**Gaurav Agrawal**  
**Chief Financial Officer**

Place : Ahmedabad  
Date : 30<sup>th</sup> May, 2019

# ANNEXURE - I

## CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,  
The Members of  
**SINTEX PLASTICS TECHNOLOGY LIMITED**  
Registered Office - In the premises of Sintex-BAPL Limited  
Near Seven Garnala  
Kalol, Gandhinagar- 382721

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Sintex Plastics Technology Limited having CIN L74120GJ2015PLC084071 and having registered office at Registered Office - In the premises of Sintex-BAPL Limited Near Seven Garnala Kalol, Gandhinagar - 382721. (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2019 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in Company
1.	Mr. Amit Dineshchandra Patel	00171035	05/11/2015
2.	Mr. Rahul Arunprasad Patel	00171198	05/11/2015
3.	Mr. Desh Raj Dogra	00226775	30/05/2017
4.	Mr. Dinesh Khara	08384217	29/03/2019
5.	Mr. Sandeep Mohanraj Singhi	01211070	09/08/2017
6.	Mr. Amal Dattkumar Dhru	00165145	29/03/2019
7.	Mr. Pravin Kanubhai Laheri	00499080	30/05/2017
8.	Ms. Gauri Surendra Trivedi	06502788	09/08/2017

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

For, Chirag Shah and Associates

Place: Ahmedabad  
Date: 30<sup>th</sup> May, 2019

Raimeen Maradiya  
Membership No.:43050  
CP No.:17554

# Independent Auditor's Report

To,  
The Members of  
**Sintex Plastics Technology Limited**

## Report on the Audit of the Standalone Financial Statements

### Opinion

We have audited the standalone financial statements of Sintex Plastics Technology Limited ("the Company"), which comprise the standalone balance sheet as at 31 March 2019, and the standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("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 31 March 2019, and loss and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

### Basis for Opinion

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

### Emphasis of matter

- The Standalone Ind AS financial statements for the year ended 31 March 2018 were audited by the predecessor auditor who had expressed an unmodified opinion on those Standalone Ind AS financial statements vide their audit report dated 9 May 2018 which has been furnished to us by the management and has been relied upon by us for the purpose of our audit. We draw attention to note 31 of the Standalone Ind AS financial statements, which more fully explains that the comparative information for the year ended 31 March 2018 has been restated in accordance with "Ind AS 8: Accounting Policies, Changes in Accounting Estimates and Errors". Our opinion is not modified in respect of this matter.

### Key Audit Matters

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

Sr no.	The key audit matter	How the matter was addressed in our audit
1	<p><b>Recoverability of carrying value of investment in subsidiaries and loan given to subsidiaries</b></p> <ul style="list-style-type: none"> <li>The Company accounts for investments in subsidiaries at cost less accumulated impairment losses, if any. Cost includes the purchase price and other costs directly attributable to the acquisition of investments. The Company has its investments in equity shares and preference shares of Sintex – BAPL Limited and equity shares of Sintex Prefab and Infra Limited.</li> </ul> <p>The carrying value of investment in subsidiaries as at 31 March 2019 is of Rs. 629.80 crores and Rs. 223 crores to Sintex Prefab and Infra Limited and Sintex BAPL Limited respectively. The carrying value of loan given to subsidiary as at 31 March 2019 is Rs. 9.02 crores</p> <p>The assessment of recoverable amount of the Company's investment and loans receivable from subsidiaries involves significant judgement in respect of assumptions such as discount rates, current work in hand, future contract wins/ future business plan and the recoverability of certain receivables as well as economic assumption such as growth rate.</p> <p>We focused on this area as a key audit matter due to judgement involved in forecasting future cash flows and the selection of assumptions.</p> <p>Refer note 4 and 8 to the standalone Financial Statements.</p>	<p>Our key procedures include the below, amongst others:</p> <ul style="list-style-type: none"> <li>Checking the net worth of the subsidiaries and its history of financial performance.</li> <li>Considering that investment in subsidiary company is recorded at cost, checked whether subsidiary company has made any provision for impairment in its books in accordance with Ind AS 36.</li> <li>In case where Company has obtained independent valuation report, we have assessed the key assumptions for independent valuation obtained by management applied by comparing them with historical performance to assess the Company's ability to forecast accurately.</li> <li>Performing sensitivity analysis on Key assumptions including discount rates and estimated future growth.</li> <li>Assessing the appropriateness of the relevant disclosures in the financial statements.</li> </ul>

## Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' report thereon. The Other information is expected to be made available to us after the date of this auditor's report.

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

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

## Management's Responsibility for the standalone Financial Statements

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

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

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

## Auditor's Responsibilities for the Audit of the standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with 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 financial statements.

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

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

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.

### **Auditor's Responsibilities for the Audit of the standalone Financial Statements (Contd.)**

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

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

1. As required by the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143 (11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

(A) 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 standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors as on 31 March 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 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 with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

(B) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company does not have any pending litigations which would impact its financial position.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv. The disclosures in the standalone financial statements regarding holdings as well as dealings in specified bank notes during the period from 8 November 2016 to 30 December 2016 have not been made in these financial statements since they do not pertain to the financial year ended 31 March 2019.

(C) With respect to the matter to be included in the Auditors' Report under Section 197(16):

In our opinion and according to the information and explanations given to us, the Company has not paid any remuneration to its directors during the current year and accordingly, the compliance with the provisions of Section 197 of the Act read with Schedule V is not applicable to the Company.

The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

**For B S R & Associates LLP**

Chartered Accountants

Firm's Registration No. 116231W/W-100024

Place : Ahmedabad  
Date : 30 May 2019

**Jeyur Shah**

Partner

Membership No. 045754



# "Annexure A" to Independent Auditors' Report

## for the period ended 31 March 2019

The Annexure referred to in Independent Auditor's Report to the members of the Company on the standalone financial statements for the year ended 31 March 2019, we report the following

- (i) The Company does not have any fixed assets, hence paragraph 3(i) of the order is not applicable to the company.
- (ii) The Company does not have any inventory. Accordingly, the provisions of clause 3(ii) of the Order are not applicable.
- (iii) The Company has granted unsecured loans to one subsidiary companies covered in the register maintained under section 189 of the Act; and with respect to the same;
  - (a) In our opinion, the terms and conditions of the grant of such loans are not, prima facie prejudicial to the interest of the Company.
  - (b) There is no stipulation for the repayment of principal and payment of interest.
  - (c) Since the schedule of repayment has not been stipulated, the provisions of clause 3(iii) (c) of the Order are not applicable to the Company.

The Company has not granted any loans to firms, Limited Liability Partnership or other parties covered in the register required to be maintained under section 189 of the Act.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with provision of section 185 and 186 of the Act with respect to loans, guarantees and investments.
- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted deposits from public in accordance with the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, paragraph 3 (v) of the Order is not applicable to the Company.
- (vi) According to information and explanation given to us, the Central government has not prescribed the maintenance of cost records under section 148(1) of the Act for any of the products manufactured or service rendered by the Company. Accordingly, paragraph 3(vi) of the Order is not applicable to the Company.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues including provident fund, Income tax, Goods and Service tax, and other material statutory dues as applicable have been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the provisions relating to Employees' State Insurance is not applicable to the Company  
According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, Income tax, Goods and service tax, and other material statutory dues were in arrears as at 31 March 2019 for a period of more than six months from the date they became payable.
- b) According to the information and explanations given to us, there are no dues of Income-tax, Sales-tax, Service tax and Goods and service tax, which have not been deposited with the appropriate authorities on account of any dispute.
- (viii) The Company does not have any loans or borrowings from financial institutions, bankers and Government or dues to debenture holders..
- (ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) or term loans. Accordingly, reporting under paragraph 3(ix) of the Order is not applicable to the Company.
- (x) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the management.
- (xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not paid/provided for managerial remuneration.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company as prescribed under Section 406 of the Act. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph 3 (xiv) of the Order is not applicable to the Company.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions, within the meaning of section 192 of the Act, with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3(xvi) of the Order is not applicable.

For **B S R & Associates LLP**

Chartered Accountants

Firm's registration number: 116231W/W-100024

**Jeyur Shah**

Partner

Membership No. 045754

Place : Ahmedabad

Date : 30 May 2019

## **Annexure B to the Independent Auditors' report on the standalone financial statements of Sintex Plastics Technology Limited for the period ended 31 March 2019.**

### **Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013**

(Referred to in paragraph "1(A)(f)" under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

#### **Opinion**

We have audited the internal financial controls with reference to financial statements of Sintex Plastics Technology Limited ("the Company") as of 31 March 2019 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2019, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

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

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as "the Act").

#### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and whether such controls operated effectively in all material respects.

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

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

#### **Meaning of Internal Financial controls with Reference to standalone financial statements**

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

#### **Inherent Limitations of Internal Financial controls with Reference to standalone financial statements**

Because of the inherent limitations of internal financial controls with reference to 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 with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**For B S R & Associates LLP**

Chartered Accountants

Firm's Registration Number. 116231W/W-100024

Place: Ahmedabad  
Date: 30 May 2019

**Jeyur Shah**  
Partner  
Membership No. 045754

# Standalone Balance Sheet

as at 31 March 2019

(Currency: Indian Rupees in Crores)

Particulars	Note	31 March 2019	31 March 2018 Restated (refer note 31)	01 April 2017 Restated (refer note 31)
<b>Assets</b>				
<b>Non-current assets</b>				
(a) Financial assets				
(i) Investments	4	852.80	464.55	460.15
(b) Non current tax assets (net)	5	-	0.07	-
		852.80	464.62	460.15
<b>Current assets</b>				
(a) Financial assets				
(i) Trade receivables	6	17.69	1.21	0.26
(ii) Cash and cash equivalents	7	0.21	288.78	0.03
(iii) Loans	8	9.02	-	-
(b) Other current assets	9	0.55	0.10	-
		27.47	290.09	0.29
<b>Total assets</b>		880.27	754.71	460.44
<b>Equity and liabilities</b>				
<b>Equity</b>				
(a) Equity share capital	10	63.10	61.45	-
(b) Share suspense account		-	-	55.49
(c) Other equity	11	749.53	643.32	357.86
		812.63	704.77	413.35
<b>Liabilities</b>				
<b>Non-current liabilities</b>				
(a) Deferred tax liabilities (net)	23D	46.36	45.91	45.91
		46.36	45.91	45.91
<b>Current liabilities</b>				
(a) Financial liabilities				
(i) Borrowings	12	0.95	0.95	0.90
(ii) Trade payables	13			
(a) total outstanding dues of micro enterprises and small enterprises; and		0.01	-	-
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		17.98	1.03	0.28
(iii) Other financial liabilities	14	0.58	2.04	-
(b) Other current liabilities	15	0.09	0.01	-
(c) Current tax liabilities (net)	16	1.67	-	-
		21.28	4.03	1.18
		67.64	49.94	47.09
<b>Total equity and liabilities</b>		880.27	754.71	460.44

## Basis of preparation, measurement and significant accounting policies 2-3

The notes referred above are an integral part of these financial statements.  
As per our report of even date attached.

For **B S R & Associates LLP**  
Chartered Accountants  
FRN : 116231W/W-100024

**Jeyur Shah**  
Partner  
Membership No: 045754

Ahmedabad  
30 May 2019

**Amit D. Patel**, Chairman & Managing Director  
(DIN: 00171035)

**Gaurav Agrawal**, Chief Financial Officer  
ICAI Memb No. 523860

Ahmedabad  
30 May 2019

For and on behalf of the Board of Directors,  
**Sintex Plastics Technology Limited**  
L74120GJ2015PLC084071

**Rahul A. Patel**, Director  
(DIN: 00171198)

**Manan Bhavsar**, Company Secretary  
ICSI Memb No. F7009

# Standalone Statement of Profit and Loss

for the year ended 31 March 2019

(Currency: Indian Rupees in Crores)

Particulars	Note	Year ended 31 March 2019	Year ended 31 March 2018 Restated (refer note 31)
<b>Income</b>			
Revenue from operations	17	16.38	13.69
Other income	18	8.60	5.09
<b>Total income</b>		<b>24.98</b>	<b>18.78</b>
<b>Expenses</b>			
Purchases of stock-in-trade	19	4.34	13.58
Employee benefits expense	20	0.28	0.08
Finance costs	21	1.22	-
Other expenses	22	19.09	1.70
<b>Total expenses</b>		<b>24.93</b>	<b>15.36</b>
<b>Profit before tax</b>		<b>0.05</b>	<b>3.42</b>
<b>Tax expense:</b>			
Current tax	23A	2.38	-
Deferred tax	23A	-	-
<b>Total tax expense</b>		<b>2.38</b>	<b>-</b>
<b>Profit for the year</b>		<b>(2.33)</b>	<b>3.42</b>
<b>Other comprehensive income</b>		<b>-</b>	<b>-</b>
Items that will not be reclassified subsequently to profit or loss		-	-
Income tax relating to items that will not be reclassified to profit or loss		-	-
<b>Other comprehensive income/(loss) for the year, net of tax</b>		<b>-</b>	<b>-</b>
<b>Total comprehensive income for the year</b>		<b>(2.33)</b>	<b>3.42</b>
<b>Earnings per equity share</b>			
[Nominal value of share Rs.1 (31 March 2018 : Rs. 1) each]			
1) Basic (in Rs)	24	(0.04)	0.06
2) Diluted (in Rs)		(0.04)	0.06

**Basis of preparation, measurement and significant accounting policies** 2-3

The notes referred above are an integral part of these financial statements.  
As per our report of even date attached.

For **B S R & Associates LLP**  
Chartered Accountants  
FRN : 116231W/W-100024

**Jeyur Shah**  
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(DIN: 00171198)

**Manan Bhavsar**, Company Secretary  
ICSI Memb No. F7009

# Standalone Statement of Changes in Equity

for the year ended 31 March 2019

(Currency: Indian Rupees in Crores)

## A. Equity Share Capital

Particulars	Note	Number of shares
<b>Balance as at 01 April 2017</b>		-
Changes in equity share capital during the year	10	61,45,28,422
<b>Balance as at 31 March 2018</b>		<b>61,45,28,422</b>
Changes in equity share capital during the year	10	1,65,00,000
<b>Balance as at 31 March 2019</b>		<b>63,10,28,422</b>

## B. Share suspense account

Particulars	Note	31 March 2019
<b>Balance as at 01 April 2017</b>		<b>55.49</b>
Converted to equity share capital		(55.49)
<b>Balance as at 31 March 2018</b>		-
Changes in equity share capital during the year		-
<b>Balance as at 31 March 2019</b>		-

## C. Other equity

Particulars	Share warrants (1)	Reserves and surplus				Total
		Capital reserve (2)	Securities premium (3)	General reserve (4)	Retained earnings (5)	
<b>Balance as at 01 April 2017 as previously reported (refer note 31)</b>	-	208.30	179.91	20.00	(49.50)	358.71
Prior period errors (refer note 31)	-	(45.91)	-	-	45.06	(0.85)
<b>Restated balance as at 01 April 2017 (refer note 31)</b>	-	162.39	179.91	20.00	(4.44)	357.86
Profit for the year	-	-	-	-	3.42	3.42
<b>Total comprehensive income for the year ended 31 March 2018</b>	-	-	-	-	<b>3.42</b>	<b>3.42</b>
Amount received on issue of share warrants	288.00	-	-	-	-	288.00
Premium on conversion of warrants	(181.86)	-	181.86	-	-	-
Transfer to equity share capital on conversion of FCCB	-	-	-	(3.92)	-	(3.92)
Transfer to equity share capital on conversion of warrants	(2.04)	-	-	-	-	(2.04)
<b>Restated balance as at 31 March 2018</b>	<b>104.10</b>	<b>162.39</b>	<b>361.77</b>	<b>16.08</b>	<b>(1.02)</b>	<b>643.32</b>
Profit for the year	-	-	-	-	(2.33)	(2.33)
<b>Total comprehensive income for the year ended 31 March 2019</b>	-	-	-	-	<b>(2.33)</b>	<b>(2.33)</b>
Amount received on issue of share warrants	111.38	-	-	-	-	111.38
Premium on conversion of warrants	(146.85)	-	146.85	-	-	-
Transfer to equity share capital on conversion of warrants	(1.65)	-	-	-	-	(1.65)
Premium utilised on share warrant issue expenses	-	-	(0.73)	-	-	(0.73)
Creation of deferred tax liability for change in tax rate	-	(0.45)	-	-	-	(0.45)
Forfeiture of warrant	(66.97)	66.97	-	-	-	-
<b>Balance as at 31 March 2019</b>	<b>-</b>	<b>228.91</b>	<b>507.89</b>	<b>16.08</b>	<b>(3.35)</b>	<b>749.53</b>

## 1 Share warrants

(Currency: Indian Rupees in Crores)

"Pursuant to approval given by the Members by postal ballot on 10 March 2018 and the In-Principle approval granted by BSE Limited and National Stock Exchange of India Limited Company has issue and allotted 6,67,00,000 Fully Convertible Warrants into equity shares of face value of ₹1/- each, which is to be converted any time within 18 months from the date of allotment of the Warrants, for cash, at an exercise price of ₹90/- per Warrant (including a premium of ₹89/-) aggregating upto ₹600.30 crores to Star Line Leasing Limited, company belonging to promoter group of the Company. Out of these 3,69,33,334 (including 1,65,00,000 equity shares during current year) Equity shares of face value ₹1/- each (with a premium of ₹89/- per equity share) has been converted into equity shares till date.

Considering that the current share price of the Company is quoting substantially below the conversion price, on 30 March 2019, the Company has received an intimation from the warrant holder that they have decided not to opt for the conversion of the aforesaid warrants and thus conveyed their inability to further exercise their right of conversion of warrants into equivalent number of equity shares. As a consequence thereof, the Company forfeited warrant subscription amounting to Rs. 66.97 crore (Rs. 22.50 per warrant on 2,97,66,666 warrants) paid by the Promoter Group Company."

Details of utilization of proceeds of preferential issue till 31 March 2019 as per Regulation 32(1) and 32(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are as under:

Particulars	Amount received	Actual Utilization as on 31 March 2019
Subscription of 3,69,33,334 Fully Convertible Warrants convertible into equity shares at ₹ 90/- per warrant being 25% of warrant price	83.11	83.11
Allotment of 3,69,33,334 Equity shares of face value ₹ 1/- each being 75% of warrant price	249.30	249.30
Forfeiture of 2,97,66,666 warrants (amount received ₹ 22.50 per warrant being 25% of the warrant price of ₹ 90 per warrant)	66.97	66.97
<b>Total</b>	<b>399.38</b>	<b>399.38</b>

## 2 Capital reserve

The capital reserve represents the excess of the Company's interest in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities over the purchase consideration. This reserve represents the amount of investment in Sintex Prefab and Infra Limited (subsidiary company) received from BVM Overseas Limited (subsidiary of Sintex Industries Limited) without consideration in the year 2016-17. The Company has forfeited share warrants amounting to Rs. 66.97 crores during the year.

## 3 Securities premium

Securities premium is used to record the premium received on issue of shares. It is utilised in accordance with the provisions of the Companies Act, 2013. The Company has utilised the balance of securities premium for writing off expenses in relation to issue of share warrants.

## 4 General reserve

The general reserve is used from time to time to transfer profits from retained earnings for appropriate purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to statement of profit and loss. In terms of the Composite Scheme of Arrangement approved by Board of Directors on 29 September 2016, the equity shares capital of the Company amounting to Rs. 20 crores, issued to Sintex Industries Limited, was cancelled and transferred to general reserve in the year 2016-17.

## 5 Retained earnings

The amount that can be distributed by the Company as dividends to its equity shareholders out of accumulated reserves is determined considering the requirements of the Companies Act, 2013. Thus, the closing balance amounts reported above are not distributable in entirety.

The notes referred above are an integral part of these financial statements.  
As per our report of even date attached.

For **B S R & Associates LLP**  
Chartered Accountants  
FRN : 116231W/W-100024

**Jeyur Shah**  
Partner  
Membership No: 045754

Ahmedabad  
30 May 2019

**Amit D. Patel**, Chairman & Managing Director  
(DIN: 00171035)

**Gaurav Agrawal**, Chief Financial Officer  
ICAI Memb No. 523860

Ahmedabad  
30 May 2019

For and on behalf of the Board of Directors,  
**Sintex Plastics Technology Limited**  
L74120GJ2015PLC084071

**Rahul A. Patel**, Director  
(DIN: 00171198)

**Manan Bhavsar**, Company Secretary  
ICSI Memb No. F7009

# Standalone Statement of Cash Flows

for the year ended 31 March 2019

(Currency: Indian Rupees in Crores)

Particulars	31 March 2019	31 March 2018 Restated (refer note 31)
<b>Cash flows from operating activities</b>		
Profit before tax	0.05	3.42
Adjustments for:		
Interest income	(8.60)	(0.68)
Loss / (gain) arising on financial assets measured at FVTPL (net)	5.50	(4.40)
Finance costs	1.22	-
	(1.83)	(1.66)
Working capital adjustments :		
(Increase) in financial and non-financial assets	(0.45)	(0.10)
(Increase) in loans given	(8.47)	-
(Increase) in trade receivables	(16.48)	(0.95)
Increase in trade payables	16.94	0.75
(Decrease) / Increase in provisions, financial and non-financial liabilities	(1.38)	2.05
<b>Cash (used in) / generated from operating activities</b>	(11.67)	0.09
Income tax paid (net)	(0.63)	(0.07)
<b>Net cash (used in) / generated from operating activities (A)</b>	(12.30)	0.02
<b>Cash flows from investing activities</b>		
Interest received	8.05	0.68
Payments for purchase of non-current investments in subsidiary	(393.75)	-
<b>Net cash (used in) / generated from investing activities (B)</b>	(385.70)	0.68
<b>Cash flows from financing activities</b>		
Interest paid	(1.22)	-
Proceeds from issue of warrants [net of warrant issue expense of ₹ 0.73 crores (31 March 2018: Rs. Nil)]	110.65	288.00
Repayment/Proceeds of current borrowings (net)	-	0.05
<b>Net cash generated from financing activities (C)</b>	109.43	288.05
<b>Net (decrease) / increase in cash and cash equivalents (A+B+C)</b>	(288.57)	288.75
Cash and cash equivalents at 01 April	288.78	0.03
<b>Cash and cash equivalents at 31 March</b>	0.21	288.78

## Notes:

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

(₹ in Crores)

- Cash and cash equivalents comprises of

Balances with banks:

- Current accounts

- Deposits with original maturity of less than three months

**Cash and cash equivalents (refer note 7)**

**Cash and cash equivalents in Cash flow statement**

31 March 2019	31 March 2018
0.21	0.17
-	288.61
0.21	288.78
0.21	288.78

# Standalone Statement of Cash Flows

for the year ended 31 March 2019

## 3 Reconciliation of movements of cash flows arising from financing activities

	Current borrowings	Total
Balance as at 01 April 2018	0.95	0.95
<b>Cash Flow from financing activities</b>	-	-
Proceeds from issue of warrants	110.65	110.65
Finance costs paid	(1.22)	(1.22)
<b>Total cash flow from financing activities</b>	109.43	109.43
Liability related to other changes	(110.65)	(110.65)
Interest expense	1.22	1.22
<b>Balance as at 31 March 2019</b>	<b>0.95</b>	<b>0.95</b>

4. The Company do not have any outstanding undrawn borrowing facilities at the end of the reporting period.

As per our report of even date attached.

For **B S R & Associates LLP**  
Chartered Accountants  
FRN : 116231W/W-100024

**Jeyur Shah**  
Partner  
Membership No: 045754

Ahmedabad  
30 May 2019

**Amit D. Patel**, Chairman & Managing Director  
(DIN: 00171035)

**Gaurav Agrawal**, Chief Financial Officer  
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Ahmedabad  
30 May 2019

For and on behalf of the Board of Directors,  
**Sintex Plastics Technology Limited**  
L74120GJ2015PLC084071

**Rahul A. Patel**, Director  
(DIN: 00171198)

**Manan Bhavsar**, Company Secretary  
ICSI Memb No. F7009



# Notes to the Standalone Financial Statements

for the year ended 31 March 2019

## 1. Corporate Information

Sintex Plastics Technology Limited ("the Company") is a holding Company of entities engaged in the manufacture of plastic products in India and Europe and trading activities in USA. The registered office of the Company is in the premises of Sintex-BAPL Limited, near seven garna, Kalol (North Gujarat) and the headquarters of the Company is situated in Kalol (Gujarat). The principal activities of the Company are to be in the business of Custom Moulding and Prefab products.

### Authorisation of financial statements

The standalone financial statements were authorised for issue in accordance with a resolution passed in Board of directors meeting held on 30 May 2019.

## 2. Significant Accounting policies

### I. Basis of preparation

The Standalone financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) read with Companies (Indian Accounting Standards) Rules, 2015 and relevant provisions of the Act (as amended from time to time). These Standalone financial statement have been prepared on accrual basis of accounting using historical cost convention except certain financial instruments measured at fair value.

Certain comparative amounts in the standalone balance sheet and standalone statement of profit and loss including other comprehensive income have been restated, reclassified or re-presented, as a result of correction of a prior-period errors (refer note 31 of the standalone financial statements).

These standalone financial statements are presented in Indian Rupees (₹) in crores, which is also the Company's functional currency.

### II. Operating cycle

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

### III. Revenue recognition

Revenue from sale of goods and services 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. The Company assesses promises in the contract that are separate performance obligations to which a portion of transaction price is allocated.

Revenue is measured based on the transaction price as specified in the contract with the customer. The transaction price excludes amount collected on behalf of third parties such as Goods and Service Tax (GST), Value added tax (VAT) etc. which the Company collects on behalf of the government. In determining the transaction price, the Company considers below, if any:

#### Variable consideration:

This includes discounts, incentives, volume rebates, etc. It is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved. It is reassessed at end of each reporting period.

#### Significant financing component:

Generally, the Company receives short-term advances from its customers. Using the practical expedient in Ind AS 115, the Company does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of the promised good to the customer and when the customer pays for that good or service will be one year or less.

#### Consideration payable to a customer:

Such amounts are accounted as reduction of transaction price and therefore, of revenue unless the payment to the customer is in exchange for a distinct good that the customer transfers to the Company.

Further, in accordance with Ind AS 37, the Company recognises a provision for onerous contract when the unavoidable costs of meeting the obligations under a contract exceed the economic benefits to be received.

#### 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 consideration is due.

# Notes to the Standalone Financial Statements

for the year ended 31 March 2019

## III. Revenue recognition (continued)

### 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. Contract liabilities are recognised as revenue when the Company performs under the contract.

### Interest income:

Interest income from a financial asset is recognised using effective interest rate (EIR) method. Interest income is accrued on a time basis, by reference to the amortised cost and at the effective interest rate applicable.

### Transition to New Standards

Ind AS 115, Revenue from contracts with customers was issued on 28 March 2018, with effect from 01 April, 2018, and supersedes Ind AS 11, Construction Contracts and Ind AS 18, Revenue and it applies, with limited exception, to all revenue arising from contracts with its customers. Under Ind AS 115, revenue is recognised when a customer obtains control of goods or services. The Company has adopted Ind AS 115 using the fully retrospective method of adoption. The Company did not have any impact on adoption of new standard Ind AS 115 on the transition date April 1, 2018 and for the year ended 31 March 2019.

## IV. Leasing

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. A lease is classified at the inception date as a finance lease or an operating lease.

### As a lessee

#### Finance lease

Leases are classified as finance leases (including those for land), if substantially all the risks and rewards incidental to ownership of the leased asset is transferred to the lessee.

At the commencement of the lease term, the Company recognises finance leases as assets and liabilities in its balance sheet at amounts equal to the fair value of the leased property or, if lower, the present value of the minimum lease payments, each determined at the inception of the lease. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Any indirect costs of the Company are added to the amount recognised as an asset.

Minimum lease payments are apportioned between the finance charge and the reduction of the outstanding liability. The finance cost is charged to the profit and loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

#### Operating lease

Leases (including those for land) which are not classified as finance leases are considered as operating lease. Lease payments under an operating lease are recognised as an expense on a straight-line basis over the lease term unless either:

- A. Another systematic basis is more representative of the time pattern of the user's benefit even if the payments to the lessors are not on that basis; or
- B. The payments to lessor are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases. If payments to the lessor vary because of factors other than general inflation, then this condition is not met.

### As a lessor

#### Finance lease

All assets given on finance lease are shown as receivables at an amount equal to net investment in the lease. Principal component of the lease receipts are adjusted against outstanding receivables and interest income is accounted by applying the interest rate implicit in the lease to the net investment.

#### Operating lease

Lease income from operating lease (excluding amount for services such as insurance and maintenance) is recognised in the Standalone Statement of Profit and Loss on a straight-line basis over the lease term, unless either:

- A. Another systematic basis is more representative of the time pattern of the user's benefit even if the payments to the Company are not on that basis; or
- B. The payments to the Company are structured to increase in line with expected general inflation to compensate for the Company's expected inflationary cost increases. If payments to the Company vary because of factors other than general inflation, then this condition is not met.

# Notes to the Standalone Financial Statements

for the year ended 31 March 2019

## V. Foreign currency translations

### Functional and presentation currency

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

### Transactions and balance

Transactions denominated in foreign currencies are initially recorded at the exchange rate prevailing at the time of transaction. Monetary assets and liabilities denominated in foreign currencies at year-end are reported at exchange rate prevailing on the reporting date. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates prevailing at the time of the initial transactions. Exchange differences arising on settlement or translation of monetary items are recognised in the Standalone Statement of Profit and Loss except for:

- exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings; and
- exchange differences on monetary items receivable from or payable to a foreign operation for which settlement is neither planned nor likely to occur (therefore forming part of the net investment in the foreign operation), which are recognised initially in other comprehensive income and reclassified from equity to the Standalone Statement of Profit and Loss on repayment of the monetary items.

## VI. Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognised in the Standalone Statement of Profit and Loss in the period in which they are incurred.

## VII. Earnings per share

Basic EPS is computed by dividing net profit after taxes for the year by weighted average number of equity shares outstanding during the financial year, adjusted for bonus share elements in equity shares issued during the year and excluding treasury shares, if any.

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential equity shares and the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

## VIII. Employee Benefits

### Short term employee benefits obligations:

Short-term employee benefits are recognized as an expense in the Standalone Statement of Profit and Loss for the year in which related services are rendered. A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

### Post-employment benefits and termination benefits:

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Company makes specified monthly contributions towards Government administered provident fund scheme. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in Profit and Loss in the periods during which the related services are rendered by employees.

For defined benefit retirement plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding interest), is reflected immediately in the Standalone Balance Sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurement recognised in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to Profit and Loss. Past service cost is recognised in Profit and Loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorised as follows:

- service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- net interest expense or income; and
- remeasurement on the net defined benefit liability.

# Notes to the Standalone Financial Statements

for the year ended 31 March 2019

## VIII. Employee Benefits(Continued)

The Company presents the first two components of defined benefit costs in the Standalone Statement of Profit and Loss in the line item 'Employee benefits expense'. Curtailment gains and losses are accounted for as past service costs. The retirement benefit obligation recognised in the Balance sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

A liability for a termination benefit is recognised at the earlier of when the entity can no longer withdraw the offer of the termination benefit and when the entity recognises any related restructuring costs.

### Other Long term employee benefits.

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

## IX. Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

### Income taxes

Provision for current tax is calculated on the basis of the Income tax law enacted or substantively enacted at the end of the reporting period.

Income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current tax assets and tax liabilities are offset where the Group has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

### Deferred Taxes

Deferred tax is provided, on temporary difference arising between the tax bases of the assets and liabilities and their carrying amounts in Standalone financial statements, using tax rates and laws that has been enacted or substantially enacted at the end of the reporting period.

Deferred tax asset is recognized for all deductible temporary differences and unused tax losses only if it is probable that the future tax profits will be available to utilise the same.

Deferred tax is not recognised for all taxable temporary differences between the carrying amount and tax bases of investments in subsidiaries, branches and associates and interest in joint arrangements where it is probable that the differences will not reverse in the foreseeable future.

Any tax credit available including Minimum Alternative Tax (MAT) under the provision of the Income Tax Act, 1961 is recognised as deferred tax to the extent that it is probable that future taxable profit will be available against which the unused tax credits can be utilised. The said asset is created by way of credit to the Standalone Statement of Profit and Loss and shown under the head deferred tax asset.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset the same and when the balances relate to the same taxation authority.

Current and deferred tax is recognised in the Standalone Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity, in which case, the tax is also recognised in other comprehensive income or directly in equity.

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 utilize all or part of the deferred tax asset. 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 be available to utilize the deferred tax asset.

## X. Impairment

### Impairment of financial instruments

The Company recognizes loss allowances for expected credit losses on:

- Financial assets measured at amortised cost; and
- Financial assets measured at FVOCI- debt investments.

# Notes to the Standalone Financial Statements

for the year ended 31 March 2019

## **X. Impairment (Continued)**

At each reporting date, the Company assesses whether financial assets carried at amortised cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- Significant financial difficulty of the borrower or issuer;
- A breach of contract such as a default or being past due for 90 days or more;
- The restructuring of a loan or advance by the each entity in the Group on terms that such entity would not consider otherwise;
- It is probable that the borrower will enter bankruptcy or other financial reorganisation; or
- The disappearance of an active market for a security because of financial difficulties.

The Company measures loss allowances at an amount equal to lifetime expected credit losses, except for bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition, which are measured as 12 month expected credit losses.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument. Twelve months expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Group is exposed to credit risk. When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and including forward-looking information.

### Measurement of expected credit losses

Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Group in accordance with the contract and the cash flows that the Group expects to receive).

## **XI. Inventories**

Inventories are stated at the lower of cost and net realisable value. Costs of inventories comprises of cost of purchase, cost of conversion and other costs including manufacturing overheads incurred in bringing them to their respective present location and condition. Cost of raw materials, traded goods and stores and spares are ascertained on weighted average basis. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

## **XII. Provisions, Contingent Liabilities and Contingent Assets**

Provisions are recognised when the Company has a present obligation (legal or constructive), as a result of past events, and it is probable that an outflow of resources, that can be reliably estimated, will be required to settle such an obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Standalone Statement of Profit and Loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discontinued using a current pretax rate that reflects, when appropriate, the risk specific the liability. When discounting is used, the increase in the provision due to passage of time is recognised as finance cost in Standalone Statement of Profit and Loss. The estimated future costs of decommissioning are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied are added to or deducted from the cost of the asset.

Contingent liabilities are not recognized in the Standalone financial statements but are disclosed by way of notes to accounts unless the possibility of an outflow of economic resources is considered remote.

Contingent assets are not recognized in Standalone financial statements. However, the same is disclosed, where an inflow of economic benefit is probable.

# Notes to the Standalone Financial Statements

for the year ended 31 March 2019

## **XIII. Investments in subsidiaries**

Investments in subsidiaries are carried at cost less accumulated impairment losses, if any. Cost includes the purchase price and other costs directly attributable to the acquisition of investments. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiaries, the difference between net disposal proceeds and the carrying amounts are recognized in the Standalone Statement of Profit and Loss. Further, under Ind AS 101, while transitioning to Ind AS for previous GAAP, the Company had elected to measure its existing investments in subsidiaries on the date of transition at the previous GAAP carrying value.

## **XIV. Cash and cash Equivalents**

Cash and cash equivalents comprise cash and deposits with banks and bank overdrafts. The Company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

## **XV. Financial Instruments**

Financial assets and financial liabilities are recognised when a Company becomes a 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 Standalone Statement of Profit or Loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through Profit or Loss are recognised immediately in Standalone Statement of Profit and Loss.

### **Financial assets**

#### **Initial recognition and measurement**

A financial asset is recognised in the balance sheet when the Company becomes party to the contractual provisions of the instrument. At initial recognition, the Company measures a financial asset at its fair value plus or minus, in the case of a financial asset not at fair value through Profit or Loss, transaction costs that are directly attributable to the acquisition or issue of the financial asset.

#### **Subsequent measurement**

For purpose of subsequent measurement, financial assets are classified into:

- A.** Financial assets measured at amortised cost;
- B.** Financial assets measured at fair value through other comprehensive income (FVTOCI); and
- C.** Financial assets measured at fair value through Profit or Loss (FVTPL); and

The Company classifies its financial assets in the above mentioned categories based on:

- (i) The Company's business model for managing the financial assets, and
- (ii) The contractual cash flows characteristics of the financial asset.

#### **A. Financial assets measured at amortised cost**

A financial asset is measured at amortised cost if both of the following conditions are met:

- (i) The financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and
  - (ii) The contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.
- i) Financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the Standalone Statement of Profit and Loss. The losses arising from impairment are recognised in the Standalone Statement of Profit and Loss. This category generally applies to trade and other receivables.

#### **B. Financial assets measured at fair value through other comprehensive income (FVTOCI)**

A financial asset is measured at fair value through other comprehensive income if both of the following conditions are met:

- (i) The financial asset is held within a business model whose objective is achieved by both collecting the contractual cash flows and selling financial assets and
- (ii) The asset's contractual cash flows represent SPPI.

#### **C. Financial assets measured at fair value through Profit or Loss (FVTPL)**

# Notes to the Standalone Financial Statements

for the year ended 31 March 2019

## XV. Financial Instruments (Continued)

FVTPL is a residual category. Any financial asset, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL. In addition, the Company may elect to designate a financial asset, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch').

### Financial assets: Business model assessment

The Company makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Company's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Company's continuing recognition of the assets.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest.

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable interest rate features;
- prepayment and extension features; and
- terms that limit the Company's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual paramount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

### Financial assets: Subsequent measurement and gains and losses

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in Profit and Loss.
Financial assets at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in Profit and Loss. Any gain or loss on derecognition is recognised in Profit and Loss.
Equity investments at FVOCI	These assets are subsequently measured at fair value. Dividends are recognised as income in Profit and Loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to Profit and Loss.



# Notes to the Standalone Financial Statements

for the year ended 31 March 2019

## Derecognition

- A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:
- A. The contractual rights to the cash flows from the financial asset have expired, or
  - B. The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either
    - a. The Company has transferred substantially all the risks and rewards of the asset, or
    - b. The Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

## Impairment of financial assets

In accordance with Ind AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- (i) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, and bank balance.
- (ii) Trade receivables

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables which do not contain a significant financing component.

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date adjusted appropriately to reflect the estimated expected losses.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the Standalone Statement of Profit and Loss. This amount is reflected under the head 'other expenses' in the Standalone Statement of Profit and Loss. .

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

The Company does not have any purchased or originated credit-impaired (POCI) financial assets, i.e. financial assets which are credit impaired on purchase/ origination.

## Financial Liabilities

### Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through Profit or Loss and financial liabilities measured at amortised cost as appropriate.

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

The Company's financial liabilities include trade and other payables, loan and borrowings including bank overdrafts and financial guarantee contracts.



# Notes to the Standalone Financial Statements

for the year ended 31 March 2019

## Subsequent measurement

- A. Financial liabilities measured at amortised cost
- B. Financial liabilities subsequently measured at fair value through Profit or Loss (FVTPL)

Financial liabilities at fair value through Profit or Loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through Profit or Loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Gains or losses on liabilities held for trading are recognised in the Profit and Loss.

Financial liabilities designated upon initial recognition at fair value through Profit or Loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk is recognized in OCI. These gains/ loss are not subsequently transferred to PnDL. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the Standalone statement of Profit and Loss. The Company has not designated any financial liability as at fair value through Profit or Loss.

## Loan and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Gains and losses on EIR amortisation and derecognition are recognised in Standalone Statement of Profit and Loss. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Standalone Statement of Profit and Loss.

This category generally applies to interest-bearing loans and borrowings.

## Derivatives

The Company uses derivative financial instruments such as forward exchange contract or principal only swap to hedge its foreign currency risks. Such derivative financial instruments are initially recognised at fair values on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in fair value of derivatives are taken directly to Standalone Statement of Profit and Loss.

## Trade and other Payables

These amounts represent liability for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

## Derecognition

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

## Offsetting financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet when, and only when, there is a legally enforceable right to offset the recognised amount and there is intention either to settle on net basis or to realise the assets and to settle the liabilities simultaneously.

## XVI. Fair value

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:

- (i) In the principal market for the asset or liability, or
- (ii) In the absence of a principal market, in the most advantageous market for the asset or liability

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest. The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the Standalone financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

# Notes to the Standalone Financial Statements

for the year ended 31 March 2019

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

## **XVII. Statement of Cash Flows**

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

The Company has provided disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes.

## **XVIII. Event Occurring after Reporting Date**

Adjusting events (that provides evidence of condition that existed at the balance sheet date) occurring after the balance sheet date are recognized in the Standalone financial statements. Material non adjusting events (that are inductive of conditions that arose subsequent to the balance sheet date) occurring after the balance sheet date that represents material change and commitment affecting the financial position are disclosed in the Directors' Report.

## **XIX. New standards/amendments to existing standards issued but not yet adopted**

Following are the new standards and amendments to existing standards (as notified by Ministry of Corporate Affairs (MCA) on 30th March, 2019) which are effective for annual period beginning after 1st April, 2019. The Company intends to adopt these standards or amendments from the effective date.

### **Ind AS 116 – Leases:**

Ind AS 116 Leases replaces existing lease accounting guidance i.e. Ind AS 17 Leases. It sets out principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases, except short-term leases and leases for low-value items, under a single on-balance sheet lease accounting model. A lessee recognises a right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. Lessor accounting largely unchanged from the existing standard – i.e. lessors continue to classify leases as finance or operating leases.

Based on the preliminary assessment, the Company does not expect any significant impacts on transition to Ind AS 116. This assessment is based on currently available information and may be subject to changes arising from further reasonable and supportable information when the standard will be adopted. The quantitative impacts would be finalised based on a detailed assessment which has been initiated to identify the key impacts along with evaluation of appropriate transition options.

There are no other standards, changes in standards and interpretations that are not in force up to reporting period that the Company expects to have a material impact arising from its application in its Standalone financial statements.

## **XX. Amendments to existing Ind AS:**

The following amendments to existing standards are not expected to have a significant impact on the Company's Standalone financial statements. This assessment is based on currently available information and may be subject to changes arising from further reasonable and supportable information being made available to the Company when it will adopt the respective amended standards.

- |  |   |
|--|---|
| 1) Amendment to Ind AS 12 Income Taxes           | 2) Amendment to Ind AS 19 Employee benefits                           |
| 3) Amendment to Ind AS 23 Borrowing Costs        | 4) Amendment to Ind AS 28 Investments in Associate and Joint Ventures |
| 5) Amendment to Ind AS 103 Business Combinations | 6) Amendment to Ind AS 109 Financial Instruments                      |
| 7) Amendment to Ind AS 111 Joint Arrangements    |   |

## **3. Critical Judgements in applying accounting policies and key sources of estimation uncertainty**

### **3.1 Critical judgements in applying accounting policies**

In the course of applying the policies outlined in all notes under section 2 above, the directors of the Company are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to the accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the Standalone financial statements are as below:

- |  |   |
|--|---|
| • Expected credit loss for receivables                       | • Fair value measurement and valuation techniques |
| • Current tax and deferred tax asset/liabilities recognition | • Fair valuation of investments                   |

# Notes to the Standalone Financial Statements

for the year ended 31 March 2019

## 4. Investments

(Currency: Indian Rupees in Crores)

Particulars	31 March 2019	31 March 2018 (Restated - refer note 31)	01 April 2017 (Restated - refer note 31)
<b>Non-current investments</b>			
<b>Unquoted</b>			
<b>(i) Equity instruments of subsidiaries at cost</b>			
Sintex - BAPL Limited	177.75	177.75	177.75
1,60,32,000 (31 March 2018: 1,60,32,000, 01 April 2017: 1,60,32,000) shares of Rs.10 each fully paid			
Sintex Prefab and Infra Limited	629.80	236.05	236.05
4,62,00,748 (31 March 2018: 24,50,000, 01 April 2017: 24,50,000) shares of Rs.10 each fully paid			
<b>(ii) Preference instruments of subsidiaries at FVTPL</b>			
Sintex - BAPL Limited	45.25	50.75	46.35
50,00,000 (31 March 2018: 50,00,000, 01 April 2017: 50,00,000) shares of Rs.100 each fully paid			
<b>Total</b>	<b>852.80</b>	<b>464.55</b>	<b>460.15</b>

## 5. Non Current tax assets (net)

Particulars	31 March 2019	31 March 2018 (Restated - refer note 31)	01 April 2017 (Restated - refer note 31)
<b>Non-current</b>			
Advance tax (net of provisions)	-	0.07	-
<b>Total</b>	<b>-</b>	<b>0.07</b>	<b>-</b>

## 6. Trade receivables\*

(Unsecured, unless otherwise stated)

Particulars	31 March 2019	31 March 2018 (Restated - refer note 31)	01 April 2017 (Restated - refer note 31)
<b>Current</b>			
Trade receivables considered good#	17.69	1.21	0.26
Less: allowance for doubtful debts	-	-	-
<b>Total</b>	<b>17.69</b>	<b>1.21</b>	<b>0.26</b>
# of the above, trade receivables from related parties are as below:			
Trade receivables from related parties (refer note 25)	15.30	-	-
	<b>15.30</b>	<b>-</b>	<b>-</b>

\* Refer note 27 - Financial instruments, fair values and risk measurement for Company's exposure to credit risk, currency risk and loss allowances related to trade receivables.

## 7 Cash and cash equivalents

Particulars	31 March 2019	31 March 2018 (Restated - refer note 31)	01 April 2017 (Restated - refer note 31)
<b>Balance with banks</b>			
<b>In current account</b>	<b>0.21</b>	<b>0.17</b>	<b>0.02</b>
Cash on hand	-	-	0.01
Deposits with original maturity of less than three months	-	288.61	-
<b>Total</b>	<b>0.21</b>	<b>288.78</b>	<b>0.03</b>

# Notes to the Standalone Financial Statements

for the year ended 31 March 2019

## 8 Loans

(Unsecured, unless otherwise stated)

(Currency: Indian Rupees in Crores)

Particulars	31 March 2019	31 March 2018 (Restated - refer note 31)	01 April 2017 (Restated - refer note 31)
<b>Current</b>			
Loan recoverable considered good	9.02	-	-
Loan receivable which have significant increase in credit risk	-	-	-
Loan receivable- credit impaired	-	-	-
<b>Total</b>	<b>9.02</b>	<b>-</b>	<b>-</b>

### Note:

Loan pertains to amount given to subsidiary company of Rs 9.02 crores (31 March 2018: Rs. Nil, 01 April 2017: Rs. Nil) repayable on demand at the rate of interest of 7.55% p.a.

## 9 Other current assets

Particulars	31 March 2019	31 March 2018 (Restated - refer note 31)	01 April 2017 (Restated - refer note 31)
Advance to suppliers			
Considered good	0.19	-	-
Balances with government authorities	0.36	0.10	-
<b>Total</b>	<b>0.55</b>	<b>0.10</b>	<b>-</b>

## 10. Share capital

Particulars	31 March 2019		31 March 2018 (Restated - refer note 31)		01 April 2017 (Restated - refer note 31)	
	Numbers	Amount	Numbers	Amount	Numbers	Amount
<b>Authorised share capital</b>						
Equity shares of Rs. 1 (31 March 2018: Rs. 1, 01 April 2017: Rs. 1) each	76,00,00,000	76.00	76,00,00,000	76.00	65,00,00,000	65.00
<b>Issued subscribed and paid up</b>						
Equity shares of Rs. 1 (31 March 2018: Rs. 1, 01 April 2017: Rs. 1) each	63,10,28,422	63.10	61,45,28,422	61.45	-	-
	63,10,28,422	63.10	61,45,28,422	61.45	-	-

All issued shares are fully paid up.

### Reconciliation of share outstanding at the beginning and at the end of the year

(₹ in Crores)

Particulars	31 March 2019		31 March 2018 (Restated - refer note 31)		01 April 2017 (Restated - refer note 31)	
	Numbers	Amount	Numbers	Amount	Numbers	Amount
At the commencement of the year	61,45,28,422	61.45	-	-	-	-
Issuance of equity share as per demerger scheme during the year			55,49,41,700	55.49	-	-
Conversion of FCCB into equity shares during the year	-	-	3,91,53,388	3.92	-	-
Conversion of share warrants into equity shares during the year	1,65,00,000	1.65	2,04,33,334	2.04	-	-
Bonus shares issued during the year	-	-	-	-	-	-
Increase in number of shares on account of face value split	-	-	-	-	-	-
<b>At the end of the year</b>	<b>63,10,28,422</b>	<b>63.10</b>	<b>61,45,28,422</b>	<b>61.45</b>	<b>-</b>	<b>-</b>

# Notes to the Standalone Financial Statements

for the year ended 31 March 2019

## 10. Share capital (continued)

### Rights, preferences and restrictions attached to equity shares

The Company has a single class of equity shares. Accordingly, all equity shares rank equally with regard to dividends and share in the Company's residual assets on winding up. The equity shares are entitled to receive dividend as declared from time to time. The voting rights of an equity shareholder on a poll (not on show of hands) are in proportion to his/its share of the paid-up equity share capital of the Company. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable has not been paid. Failure to pay any amount called up on shares may lead to their forfeiture.

31 March 2019: 9,879,844 shares (31 March 2018: 9,879,844 shares) are reserved for issuance towards Foreign Currency Convertible Bonds

### Employee stock options

The Company has received In-principle approval from National Stock Exchange of India Limited on 17 October 2018 and Bombay Stock Exchange of India on 20 November 2018 with respect to maximum of 3,000,000 Employee Stock Options to be granted under the "Sintex Plastics ESOP 2018" to Eligible Employees of the Company and its Subsidiary Company/ies. Nomination and remuneration committee of the Company is yet to decide the employees to whom the options will be granted and hence, no adjustment has been made during the year ended 31 March 2019

### Particulars of shareholders holding more than 5% shares

(₹ in Crores)

Particulars	31 March 2019		31 March 2018 (Restated - refer note 31)		01 April 2017 (Restated - refer note 31)	
	Numbers	% of total share in	Numbers	% of total share in	Numbers	% of total share in
Equity shares of Rs. 1 (31 March 2018: Rs. 1, 01 April 2017: Rs. 1) each						
- BVM Finance Private Limited	7,81,03,905	12.38%	7,81,03,905	12.71%	-	0.00%
- Kolon Investment Private Limited	6,18,77,110	9.81%	6,18,77,110	10.07%	-	0.00%
- Star Line Leasing Limited	3,86,46,555	6.12%	2,21,46,555	3.60%	-	0.00%

### Aggregate number of shares issued for consideration other than cash during the period of five years immediately preceding the reporting date:

#### Issuance of equity share as per demerger scheme

- Pursuant to the Composite Scheme of Arrangement ('the Scheme') between Sintex Industries Limited and Sintex Plastics Technology Limited (the company) and Sintex-BAPL Limited (wholly owned subsidiary of the Company) and Sintex Infra Projects Limited (wholly owned subsidiary of the Company) and their respective shareholders and creditors, the Company has issued 55,49,41,700 equity shares of Rs. 1 each to the equity shareholders of Sintex Industries Limited on 30 May, 2017.
- Sintex Industries Limited (SIL) on 25 May 2016 issued USD 110 million Step Down Convertible Bonds due in 2022 (FCCBs). The FCCBs are convertible at any time on and after 5 July 2016 and up to 15 May 2022 into fully paid equity shares with a nominal value of ₹ 1/- at the option of the holder, at an initial conversion price of ₹ 93.8125/- (subsequently changed to ₹ 92.16/-) per share with a fixed rate of exchange on conversion of ₹ 67.4463/- per USD. In terms of the Composite Scheme of Arrangement approved by Board of Directors on 29 September 2016, if a FCCB holder exercises the option of conversion, Sintex Plastics Technology Limited (SPTL) shall issue corresponding number of equity shares as issued by SIL to such convertible FCCB holder who are allotted equity shares of SIL. The same will be credited to equity share capital and debited to general reserve as prescribed in the Composite Scheme of Arrangement.

Pursuant to the composite scheme of arrangement approved by National Company Law Tribunal on 12 May 2017, the Company shall guarantee the due payment of all sums expressed to be payable by Sintex Industries Limited to the outstanding FCCB holders. In case of payment of any outstanding sum to the outstanding FCCB holder by the Company, Sintex Industries Limited shall, without any further act, instrument, deed, matter or thing, make the payment to the Company as mutually decided by Company and Sintex Industries Limited.

The Company has issued 3,91,53,388 equity shares of ₹ 1 each to the equity shareholders of SIL on during year ending 31 March 2018. There are USD 13.5 Million FCCBs outstanding for conversion as on 31 March 2019. No FCCBs were converted during the year ended 31 March 2019.

# Notes to the Standalone Financial Statements

for the year ended 31 March 2019

## 11. Other equity

(Currency: Indian Rupees in Crores)

Particulars	31 March 2019	31 March 2018 (Restated - refer note 31)	01 April 2017 (Restated - refer note 31)
Share warrants	-	104.10	-
Capital reserve	228.91	162.39	162.39
Securities premium	507.89	361.77	179.91
General reserve	16.08	16.08	20.00
Retained earnings	(3.35)	(1.02)	(4.44)
<b>Total</b>	<b>749.53</b>	<b>643.32</b>	<b>357.86</b>
<b>Share warrants:-</b>			
At the commencement of the year	104.10	-	-
Add: issue of share warrants	111.38	288.00	-
Less: converted to equity share capital	(1.65)	(2.04)	-
Less: securities premium on conversion of warrants	(146.85)	(181.86)	-
Less: forfeiture of share warrants	(66.97)	-	-
At the end of the year	-	104.10	-
<b>Capital reserve:-</b>			
At the commencement of the year	162.39	162.39	208.30
Less: Restatement of deferred tax liability (refer note 31)	-	-	(45.91)
Less: Creation of deferred tax liability	(0.45)	-	-
Add: Forfeiture of share warrants	66.97	-	-
At the end of the year	228.91	162.39	162.39
<b>Securities premium:-</b>			
At the commencement of the year	361.77	179.91	179.91
Add: addition during the year	146.85	181.86	-
Less: Premium utilised for share warrants issue expenses	(0.73)	-	-
At the end of the year	507.89	361.77	179.91
<b>General reserve:-</b>			
At the commencement of the year	16.08	20.00	20.00
Less: transferred to equity share capital on conversion of FCCB	-	(3.92)	-
At the end of the year	16.08	16.08	20.00
<b>Retained earnings:-</b>			
At the commencement of the year	(1.02)	(4.44)	(49.50)
Add: Profit for the year	(2.33)	3.42	-
Add: Restatement of deferred tax liability (refer note 31)	-	-	45.06
Add: Reversal of income as per fair valuation of investment (refer note 31)	-	-	-
<b>At the end of the year</b>	<b>(3.35)</b>	<b>(1.02)</b>	<b>(4.44)</b>

# Notes to the Standalone Financial Statements

for the year ended 31 March 2019

## 12. Borrowings

(Currency: Indian Rupees in Crores)

Particulars	31 March 2019	31 March 2018 (Restated - refer note 31)	01 April 2017 (Restated - refer note 31)
<b>Current</b>			
<b>Unsecured</b>			
Loan from others (refer note below)	0.95	0.95	0.90
<b>Total</b>	<b>0.95</b>	<b>0.95</b>	<b>0.90</b>

**Note:** Interest free working capital loan of Rs 0.95 crores (31 March 2018: Rs. 0.95 crores, 01 April 2017: Rs. 0.90 crores) from Sintex Industries Limited payable on demand.

## 13. Trade payables

Particulars	31 March 2019	31 March 2018 (Restated - refer note 31)	01 April 2017 (Restated - refer note 31)
Payables to micro and small enterprises	0.01	-	-
Other trade payables	17.98	1.03	0.28
<b>Total</b>	<b>17.99</b>	<b>1.03</b>	<b>0.28</b>

### Details of Dues to Micro, Small & Medium Enterprises as defined under MSMED Act, 2006

Particulars	31 March 2019	31 March 2018 (Restated - refer note 31)	01 April 2017 (Restated - refer note 31)
Principal amount remaining unpaid to any supplier as at the year end.	0.01	-	-
Interest due thereon	-	-	-
Amount of interest paid by the Company in terms of section 16 of the MSMED, along with the amount of the payment made to the supplier beyond the appointed day during the accounting year.	-	-	-
Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding the interest specified under the MSMED.	-	-	-
Amount of interest accrued and remaining unpaid at the end of the accounting year / period.	-	-	-
Amount of further interest remaining due and payable even in succeeding years	-	-	-

The disclosure in respect of the amount payable to enterprises which have provided goods and services to the Company and which qualify under the definition of micro and small enterprises, as defined under Micro, Small and Medium Enterprises Development Act, 2006 has been made in the Financial statement as at 31 March 2019 based on the information received and available with the management.

The Company's exposure to currency and liquidity risks related to trade payables is disclosed in Note 26.

## 14. Other financial liabilities\*

Particulars	31 March 2019	31 March 2018 (Restated - refer note 31)	01 April 2017 (Restated - refer note 31)
<b>Current</b>			
Accrued payables	0.58	-	-
Other payables	-	2.04	-
<b>Total</b>	<b>0.58</b>	<b>2.04</b>	<b>-</b>

\* Refer note "27- Financial instruments, fair values and risk measurement

# Notes to the Standalone Financial Statements

for the year ended 31 March 2019

## 15. Other current liabilities

(Currency: Indian Rupees in Crores)

Particulars	31 March 2019	31 March 2018 (Restated - refer note 31)	01 April 2017 (Restated - refer note 31)
Customer advances	0.06	-	-
Statutory liability			
TDS payable	0.03	0.01	-
<b>Total</b>	<b>0.09</b>	<b>0.01</b>	<b>-</b>

## 16. Current tax liabilities (net)

Particulars	31 March 2019	31 March 2018 (Restated - refer note 31)	01 April 2017 (Restated - refer note 31)
Provision for tax (net of advance tax)	1.67	-	-
<b>Total</b>	<b>1.67</b>	<b>-</b>	<b>-</b>

## 17. Revenue from operations

Particulars	31 March 2019	31 March 2018 (Restated - refer note 31)
<b>Sale of products (refer note 30)</b>		-
Traded goods	4.38	13.69
<b>Sale of services (refer note 30)</b>	<b>12.00</b>	-
<b>Total</b>	<b>16.38</b>	<b>13.69</b>

## 18. Other income

Particulars	31 March 2019	31 March 2018 (Restated - refer note 31)
Interest income		
- on deposits with banks	8.05	0.68
- from others	0.55	-
Gain arising on financial assets measured at FVTPL	-	4.40
Miscellaneous income	-	0.01
<b>Total</b>	<b>8.60</b>	<b>5.09</b>

## 19. Purchase of stock-in-trade

Particulars	31 March 2019	31 March 2018 (Restated - refer note 31)
Electrical and plastic items	4.34	13.58
<b>Total</b>	<b>4.34</b>	<b>13.58</b>

## 20. Employee benefits expense

Particulars	31 March 2019	31 March 2018 (Restated - refer note 31)
Salaries, wages and bonus	0.28	0.08
<b>Total</b>	<b>0.28</b>	<b>0.08</b>



# Notes to the Standalone Financial Statements

for the year ended 31 March 2019

## 21. Finance costs

(Currency: Indian Rupees in Crores)

Particulars	31 March 2019	31 March 2018 (Restated - refer note 31)
Interest on borrowings		
- to banks	1.22	-
<b>Total</b>	<b>1.22</b>	<b>-</b>

## 22. Other expenses

Particulars	31 March 2019	31 March 2018 (Restated - refer note 31)
Legal and professional expenses	0.75	1.17
Engineering consultancy services	11.80	-
Insurance	0.06	0.06
Payments to auditors (refer note i below)	0.45	0.04
Communication expenses	0.25	0.20
Advertisement and sales promotion expenses	0.03	0.14
Loss arising on financial assets measured at FVTPL	5.50	-
Director's sitting fees	0.08	0.08
Miscellaneous expenses	0.17	0.01
<b>Total</b>	<b>19.09</b>	<b>1.70</b>
<b>(i) Payment to auditors</b>		
Payment to auditors (exclusive of goods and service tax / service tax)		
- as auditor		
- Statutory audit	0.20	0.04
- Other services	0.24	-
- Reimbursement of expenses	0.01	-
<b>Total</b>	<b>0.45</b>	<b>0.04</b>

## 23. Tax expense

### A. Income tax (income) / expense recognised in the Statement of Profit and Loss

Particulars	31 March 2019	31 March 2018 (Restated - refer note 31)
<b>Current tax expenses</b>		
Current tax on profit for the year	2.38	-
Adjustments for the current tax of prior periods	-	-
	<b>2.38</b>	<b>-</b>
<b>Deferred tax expenses</b>		
Attributable to—		
Decrease/(Increase) in deferred tax assets	-	-
MAT Credit entitlement	-	-
<b>Total</b>	<b>2.38</b>	<b>-</b>

# Notes to the Standalone Financial Statements

for the year ended 31 March 2019

## B. Reconciliation of effective tax rate

(Currency: Indian Rupees in Crores)

Particulars	31 March 2019	31 March 2018
Profit before tax	0.05	3.42
Tax using the Company's statutory tax rate	0.01	0.02
<b>Effect of :</b>		
Set off of carried forward business losses	(0.19)	-
Loss/(gain) arising on financial assets measured at FVTPL	1.53	(0.02)
Disallowance of expense for non deduction of TDS	0.98	-
Interest u/s 234B and 234C	0.05	-
<b>Tax expense</b>	<b>2.38</b>	<b>-</b>

## C. Recognised deferred tax assets and liabilities

### Movement in temporary differences

Particulars	Deferred tax (assets)			Deferred tax liabilities			Net deferred tax (assets) / liabilities		
	31 March 2019	31 March 2018 Restated (refer note 31)	1 April 2017 Restated (refer note 31)	31 March 2019	31 March 2018 Restated (refer note 31)	April 2017 Restated (refer note 31)	31 March 2019	31 March 2018 Restated (refer note 31)	1 April 2017 Restated (refer note 31)
Deferred tax on capital profit on receipt of shares of Sintex Prefab and Infra Limited without consideration	-	-	-	46.36	45.91	45.91	46.36	45.91	45.91
<b>Deferred tax (assets) / liabilities</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>46.36</b>	<b>45.91</b>	<b>45.91</b>	<b>46.36</b>	<b>45.91</b>	<b>45.91</b>
<b>Net deferred tax (assets) / liabilities</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>46.36</b>	<b>45.91</b>	<b>45.91</b>	<b>46.36</b>	<b>45.91</b>	<b>45.91</b>

Deferred tax asset has been recognised as the Company has adequate firm orders and execution plan for the next 3 financial years and is reasonably certain that the deferred tax asset shall be realised against future taxable incomes.

## D. Recognised deferred tax (assets) and liabilities

### Movement in temporary differences

Particulars	Balance as at 1 April 2017	Recognised in capital reserve during 2017-18	Recognised in profit and loss during 2017-18	Balance as at 31 March 2018	Recognised in capital reserves during 2018-19	Recognised in OCI during 2018-19	Balance as at 31 March 2019
Deferred tax on capital profit on receipt of shares of Sintex Prefab and Infra Limited without consideration	45.91	-	-	45.91	0.45	-	46.36
<b>Total</b>	<b>45.91</b>	<b>-</b>	<b>-</b>	<b>45.91</b>	<b>0.45</b>	<b>-</b>	<b>46.36</b>

# Notes to the Standalone Financial Statements

for the year ended 31 March 2019

## 24. Earnings per share

(Currency: Indian Rupees in Crores)

Particulars	31 March 2019	31 March 2018 Restated (refer note 31)
Face value per equity share (in Rs.)	1	1
(a) Profit for the year attributable to equity shareholders	(2.33)	3.42
(b) Number of equity shares at the beginning of the year	61,45,28,422	-
(c) Equity shares issued during the year	-	59,40,95,088
(d) Increase in number of shares on conversion of share warrants (refer note B below)	1,65,00,000	2,04,33,334
(e) Number of equity shares at the end of the year	63,10,28,422	61,45,28,422
(f) Weighted average number of equity shares for calculating basic earnings per share (refer note A below)	62,42,47,600	57,31,93,812
(g) Shares deemed to be issued on conversion of FCCB	98,79,829	98,79,829
(h) Weighted average number of equity shares for calculating diluted earnings per share	63,41,27,429	58,30,73,641
Earnings per equity share (in Rs)		
- Basic earnings per share (a/f)	(0.04)	0.06
- Diluted earnings per share (a/f)	(0.04)	0.06

### Notes:

- A Weighted average number of equity shares is the number of equity shares outstanding at the beginning of the year adjusted by the number of equity shares issued during the year multiplied by the time weighting factor. The time weighting factor is the number of days for which the specific shares are outstanding as a proportion of total number of days during the year.
- B The Company has issued 1,65,00,000 equity shares on conversion of warrants on 29 August 2018. The same has been considered for calculation of basic and diluted EPS.

## 25. Related party disclosures

As per the Indian Accounting Standard-24 on "Related Party Disclosures", list of related parties identified of the Company are as follows.

### (a) Key Managerial Personnel ("KMP")

1. Mr. Amit D. Patel (Chairman & Managing Director)	6. Mr. Pravin K. Laheri (Independent Director)	11. Mr. Sandeep M. Singhi (Independent Director)
2. Mr. Rahul A. Patel (Director)	7. Mrs. Gauri S. Trivedi (Independent Director)	12. Mr. Gaurav Agrawal (Chief Financial Officer)
3. Mr. Arun P. Patel (Non executive director) upto 29 March 2019	8. Mr. Desh Raj Dogra (Independent Director)	13. Mr. Manan Bhavsar (Company Secretary)
4. Mr. Dinesh B. Patel (Non executive director) upto 29 March 2019	9. Mr. Dinesh Khara (Independent Director) w.e.f 29 March 2019	
5. Mrs. Indira J. Parikh (Independent director) upto 29 March 2019	10. Mr. Amal D. Dhru (Independent Director) w.e.f 29 March 2019	

# Notes to the Standalone Financial Statements

for the year ended 31 March 2019

## (b) Other related parties

(Currency: Indian Rupees in Crores)

<b>Subsidiary companies</b>	Sintex-BAPL Limited
	Sintex Prefab & Infra limited
<b>Enterprises over which Key Managerial Personnel are able to exercise significant influence / control</b>	Som Shiva (Impex) Limited
	Healwell International Limited
	Prominent Plastics Limited

## (c) Transactions with related parties

The terms and conditions of the transactions with key management personnel and their related parties were no more favourable than those available, or those which might reasonably be expected to be available, in respect of similar transactions with non-key management personnel related entities on an arm's length basis.

The aggregate value of the Company's transactions and outstanding balances relating to key management personnel and entities over which they have control or significant influence is as follows:

Nature of transactions	Year	Nature of Relationship			
		Subsidiaries (including Step down subsidiaries)	Entities over KMP exercise significant influence / control	KMP	Total
Purchase of goods/services*					
Sintex-BAPL Limited	2019	3.40	-	-	3.40
	2018	-	-	-	-
Sale of goods/services*					
Sintex Prefab and Infra Limited	2019	12.00	-	-	12.00
	2018	-	-	-	-
Sintex-BAPL Limited	2019	0.96	-	-	0.96
	2018	-	-	-	-
Unsecured Loan / Advance given					
Sintex Prefab and Infra Limited	2019	28.74	-	-	28.74
	2018	-	-	-	-
Sintex-BAPL Limited	2019	117.93	-	-	117.93
	2018	-	-	-	-
Unsecured Loan / Advance received back					
Sintex-BAPL Limited	2019	94.93	-	-	94.93
	2018	-	-	-	-
Sitting fees					
Sitting fees	2019	-	-	0.08	0.08
Sitting fees	2018	-	-	0.08	0.08
Managerial remuneration					
	2019	-	-	0.28	0.28
	2018	-	-	0.08	0.08

\* Excluding taxes

# Notes to the Standalone Financial Statements

for the year ended 31 March 2019

## (d) Balances with related parties

(Currency: Indian Rupees in Crores)

Nature of transactions	Year	Nature of Relationship			
		Subsidiaries (including Step down subsidiaries)	Entities over KMP exercise significant influence / control	KMP	Total
Trade payable*					
Sintex-BAPL Limited	2019	3.98	-	-	3.98
	2018	-	-	-	-
	2017	-	-	-	-
Trade receivable*					
Sintex-BAPL Limited	2019	1.14	-	-	1.14
	2018	-	-	-	-
	2017	-	-	-	-
Sintex Prefab and Infra Limited	2019	14.16	-	-	14.16
	2018	-	-	-	-
	2017	-	-	-	-
Loan given					
Sintex-BAPL Limited	2019	9.02	-	-	9.02
	2018	-	-	-	-
	2017	-	-	-	-
Other Payables					
Sintex-BAPL Limited	2019	(0.13)	-	-	(0.13)
	2018	(2.04)	-	-	(2.04)
	2017				
Sintex Prefab and Infra Limited	2019	(0.15)	-	-	(0.15)
	2018	-	-	-	-
	2017	-	-	-	-

\* Including taxes

Key Management Personnel who are under the employment of the Company are not entitled to post employment benefits and other long term employee benefits recognised as per Ind AS 19 - Employee benefits in the Standalone Ind AS financial statements.

# Notes to the Standalone Financial Statements

for the year ended 31 March 2019

## 26. Fair value measurements

### A. Accounting classification and fair values

As at 31 March 2019

(Currency: Indian Rupees in Crores)

Particulars	FVTPL	FVTOCI	Amortised cost	Total	Fair Value			
					Level 1 - Quoted price in active markets	Level 2 - Significant observable inputs	Level 3 - Significant unobservable inputs	Total
Investments (Note i)	45.25	-	807.55	852.80	-	-	45.25	45.25
Trade receivables	-	-	17.69	17.69	-	-	-	-
Cash and cash equivalents	-	-	0.21	0.21	-	-	-	-
Other bank balance	-	-	-	-	-	-	-	-
Loans	-	-	9.02	9.02	-	-	-	-
Other financial assets	-	-	-	-	-	-	-	-
<b>Total Financial assets</b>	<b>45.25</b>	<b>-</b>	<b>834.47</b>	<b>879.72</b>	<b>-</b>	<b>-</b>	<b>45.25</b>	<b>45.25</b>
Borrowings (incl. current maturities)	-	-	0.95	0.95	-	-	-	-
Trade payable	-	-	17.98	17.98	-	-	-	-
Other financial liabilities	-	-	0.58	0.58	-	-	-	-
<b>Total Financial liabilities</b>	<b>-</b>	<b>-</b>	<b>19.51</b>	<b>19.51</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

As at 31 March 2018 (restated - refer note 31)

Particulars	FVTPL	FVTOCI	Amortised cost	Total	Fair Value			
					Level 1 - Quoted price in active markets	Level 2 - Significant observable inputs	Level 3 - Significant unobservable inputs	Total
Investments (Note i)	50.75	-	413.80	464.55	-	-	50.75	50.75
Trade receivables	-	-	1.21	1.21	-	-	-	-
Cash and cash equivalents	-	-	288.78	288.78	-	-	-	-
Other bank balance	-	-	-	-	-	-	-	-
Loans	-	-	-	-	-	-	-	-
Other financial assets	-	-	-	-	-	-	-	-
<b>Total Financial assets</b>	<b>50.75</b>	<b>-</b>	<b>703.79</b>	<b>754.54</b>	<b>-</b>	<b>-</b>	<b>50.75</b>	<b>50.75</b>
Borrowings (incl. current maturities)	-	-	0.95	0.95	-	-	-	-
Trade payable	-	-	1.03	1.03	-	-	-	-
Other financial liabilities	-	-	2.04	2.04	-	-	-	-
<b>Total Financial liabilities</b>	<b>-</b>	<b>-</b>	<b>4.02</b>	<b>4.02</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

# Notes to the Standalone Financial Statements

for the year ended 31 March 2019

As at 01 April 2017 (restated - refer note 31)

(Currency: Indian Rupees in Crores)

Particulars	FVTPL	FVTOCI	Amortised cost	Total	Fair Value			
					Level 1 - Quoted price in active markets	Level 2 - Significant observable inputs	Level 3 - Significant unobservable inputs	Total
Investments (Note i)	46.35	-	413.80	460.15	-	-	46.35	46.35
Trade receivables	-	-	0.26	0.26	-	-	-	-
Cash and cash equivalents	-	-	0.03	0.03	-	-	-	-
Other bank balance	-	-	-	-	-	-	-	-
Loans	-	-	-	-	-	-	-	-
Other financial assets	-	-	-	-	-	-	-	-
<b>Total Financial assets</b>	<b>46.35</b>	<b>-</b>	<b>414.09</b>	<b>460.44</b>	<b>-</b>	<b>-</b>	<b>46.35</b>	<b>46.35</b>
Borrowings (incl. current maturities)	-	-	0.90	0.90	-	-	-	-
Trade payable	-	-	0.28	0.28	-	-	-	-
Other financial liabilities	-	-	-	-	-	-	-	-
<b>Total Financial liabilities</b>	<b>-</b>	<b>-</b>	<b>1.18</b>	<b>1.18</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

**Note :**

- Investments in unquoted preference share of entities have been designated as FVTPL
- The carrying amounts of financial assets and liabilities other than those valued at Level 1 and Level 2 are considered to be the same as their fair values due to the current and short term nature of such balances and no material differences in the values.
- Level 3 fair values

Movements in the values of unquoted equity:

Particulars	Amount
<b>As at 31 March 2019</b>	<b>45.25</b>
Acquisitions / (disposals)	-
Gains / (losses) recognised in other comprehensive income	(5.50)
<b>As at 31 March 2018</b>	<b>50.75</b>
Acquisitions / (disposals)	-
Gains / (losses) recognised in other comprehensive income	4.40
<b>As at 01 April 2017</b>	<b>46.35</b>

# Notes to the Standalone Financial Statements

for the year ended 31 March 2019

## 26. Fair value measurements (continued)

### B. Measurement of fair values

#### Levels 1, 2 and 3

**Level 1** : It includes investment in equity shares and mutual fund that has a quoted price and which are actively traded on the stock exchanges. It is been valued using the closing price as at the reporting period on the stock exchanges.

**Level 2** : The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

**Level 3** : These instruments are valued based on significant unobservable inputs whereby future cash flows are discounted using appropriate discount rate.

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

Valuation techniques of financial instruments measured at fair value

The following tables show the valuation techniques used in measuring Level 2 fair values.

<b>Investment in preference shares</b>	It is valued using valuation techniques, which employs the use of significant unobservable inputs whereby future cash flows are discounted using appropriate discount rate.
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#### ii) Transfers between Levels 1 and 2

There have been no transfers between Level 1 and Level 2 during the reporting periods.

## 27. Financial instruments risk management objectives and policies

The Company's financial liabilities comprise mainly of borrowings, trade and other payables. The Company's financial assets comprise mainly of investments, cash and cash equivalents, other balances with banks, loans, trade receivables and other receivables.

The Company is exposed to Market risk, Credit risk and Liquidity risk. The management oversight in the area of financial risks and controls. It also covers policies on specific risk areas such as currency risk, interest rate risk, credit risk and investment of surplus funds.

#### (i) Credit risk

Credit risk is the risk that a customer or counterparty to a financial instrument will fail to perform or fail to pay amounts due causing financial loss to the Company. The potential activities where credit risks may arise include from cash and cash equivalents, derivative financial instruments and security deposits or other deposits and principally from credit exposures to customers relating to outstanding receivables. The maximum credit exposure associated with financial assets is equal to the carrying amount. Details of the credit risk specific to the Company along with relevant mitigation procedures adopted have been enumerated below:

#### Trade and other receivables

The average credit period on sales of goods is 0 to 180 days. Credit Risk arising from trade receivables is managed in accordance with the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on a detailed study of credit worthiness and accordingly individual credit limits are defined/modified. The concentration of credit risk is limited due to the fact that the customer base is large. Revenue are derived from multiple major customers which amounts to 10% or more of the Company's revenue which are disclosed in segment reporting.

#### Age of receivables

Particulars	31 March 2019	31 March 2018	01 April 2017
Not Due	-	-	-
0-3 Months	17.69	1.21	0.26
3-6 Months	-	-	-
6-12 Months	-	-	-
more than 365 days	-	-	-
<b>Total</b>	<b>17.69</b>	<b>1.21</b>	<b>0.26</b>



# Notes to the Standalone Financial Statements

for the year ended 31 March 2019

## 27. Financial instruments risk management objectives and policies (Continued)

The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company uses publicly available financial information and its own trading records to rate its major customers. The Company's exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. The above receivables which are past due but not impaired are assessed on case-to-case basis. Management is of the view that these financial assets are not impaired as there has not been any adverse change in credit quality and are envisaged as recoverable based on the historical payment behaviour and extensive analysis of customer credit risk, including underlying customers' credit ratings, if they are available. There are no other classes of financial assets that are past due but not impaired. There is no movement in credit loss allowance.

The maximum exposure to credit risk for trade and other receivables by geographic region was as follows:

Particulars	Carrying amount		
	31 March 2019	31 March 2018	01 April 2017
India	17.69	1.21	0.26
Other regions	-	-	-
<b>Total</b>	<b>17.69</b>	<b>1.21</b>	<b>0.26</b>

### (ii) Liquidity risk

Liquidity risk refers to the risk of financial distress or extraordinary high financing costs arising due to shortage of liquid funds in a situation where business conditions unexpectedly deteriorate and requiring financing. Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

### Financing arrangement

The Company had no access to the any undrawn borrowing facilities at the end of the reporting period.

### Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

As at 31 March 2019	Carrying amount	Contractual maturities		
		Total	Less than 12 months	More than 12 months
<b>Non-derivative financial liabilities</b>				
Borrowings (incl. current maturities)	0.95	0.95	0.95	-
Trade payables	17.98	17.98	17.98	-
Other current financial liabilities	0.58	0.58	0.58	-
<b>Total</b>	<b>19.51</b>	<b>19.51</b>	<b>19.51</b>	<b>-</b>

As at 31 March 2018	Carrying amount	Contractual maturities		
		Total	Less than 12 months	More than 12 months
<b>Non-derivative financial liabilities</b>				
Borrowings	0.95	0.95	0.95	-
Trade payables	1.03	1.03	1.03	-
Other current financial liabilities	2.04	2.04	2.04	-
<b>Total</b>	<b>4.02</b>	<b>4.02</b>	<b>4.02</b>	<b>-</b>

# Notes to the Standalone Financial Statements

for the year ended 31 March 2019

(Currency: Indian Rupees in Crores)

As at 01 April 2017	Carrying amount	Contractual maturities		
		Total	Less than 12 months	More than 12 months
<b>Non-derivative financial liabilities</b>				
Borrowings	0.90	0.90	0.90	-
Trade payables	0.28	0.28	0.28	-
<b>Total</b>	<b>1.18</b>	<b>1.18</b>	<b>1.18</b>	<b>-</b>

## (iii) Market risk

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Company's income or the value of its holdings of financial instruments.

## Currency risk

The Company does not have any foreign currency exposure.

## b) Price risk

### i) Exposure

The Company's exposure to price risk in the investment in preference shares arises from investments held by the Company and classified in the balance sheet as fair value through profit or loss. (refer note 4). Management monitors the prices closely to mitigate its impact on profit and cash flows.

The investments in preference shares are designated as FVTPL.

### ii) Sensitivity analysis

Particulars	Impact on profit before tax	
	31 March 2019	31 March 2018
Investment in preference shares:		
increase in discount rate by 1% (31 March 2018 1%)	3.55	(2.26)
decrease in discount rate by 1% (31 March 2018 1%)	3.89	2.38

### c) Interest rate risk

The Company borrowings at reporting date are at fixed rate of interest and Company is not exposed to interest rate changes in respect of such borrowings. However Company will have exposure to interest rate changes at the time of rollover of borrowing facilities.

## 28 Capital management

For the purpose of the Company's capital management, capital includes paid-up equity capital and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to ensure that it maintains a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital, to equity share holders.

The Company manages its capital to ensure that the Company will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The capital structure of the Company consists of net debt and total equity of the Company.

Particulars	31 March 2019	31 March 2018	01 April 2017
Total borrowings	0.95	0.95	0.90
Less: cash and cash equivalents	(0.21)	(288.78)	(0.03)
<b>Adjusted net debt</b>	<b>0.74</b>	<b>(287.83)</b>	<b>0.87</b>
<b>Total equity</b>	<b>812.63</b>	<b>704.77</b>	<b>413.35</b>
<b>Adjusted net debt to equity ratio</b>	<b>0.00</b>	<b>(0.41)</b>	<b>0.00</b>

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2019 and 31 March 2018.

# Notes to the Standalone Financial Statements

for the year ended 31 March 2019

## 29 Segment reporting

(Currency: Indian Rupees in Crores)

### Basis for segmentation

In accordance with the requirements of Ind AS 108 - "Segment Reporting", the Company is primarily engaged in a business of trading of electrical and plastic items and has no other primary reportable segments. The Managing Director of the Company allocate the resources and assess the performance of the Company, thus he is the Chief Operating Decision Maker (CODM). The CODM monitors the operating results of the business as a single segment, hence no separate segment needs to be disclosed.

### Information about geographical areas

As the Company operates in India only, hence no separate geographical segment is disclosed.

### Information about major customers

Revenue are derived from multiple major customers which amounts to 10% or more of the Company's revenue as below.

Customer	31 March 2019	31 March 2018 Restated (refer note 31)	01 April 2017 Restated (refer note 31)
A	80.05%	0.00%	0.00%
B	12.55%	0.00%	0.00%

## 30. Reconciliation of the amount of revenue recognised in the statement of profit and loss with the contracted price:

Particulars	31 March 2019
Revenue as per contracted price	16.38
<b>Adjustments</b>	
Discounts / Rebates / Incentives	-
Sales Returns /Credits / Reversals	-
Deferrment of revenue	-
Any other adjustments	-
<b>Revenue from contract with customers</b>	<b>16.38</b>

### Disaggregation of revenue

The management determines that the segment information reported under Note 30 Segment reporting is sufficient to meet the disclosure objective with respect to disaggregation of revenue under Ind AS 115 Revenue from contract with Customers. Hence, no separate disclosures of disaggregated revenues are reported.

## 31 Restatement details

The following tables summarizes the impact of restatement on the Standalone financial statements;

### (i) The comparative information for the year ended 01 April 2017 and 31 March 2018 has been restated as follows:

#### A Balance Sheet as at 01 April 2017

Particulars	Foot note reference	As previously reported	Adjustments	As restated
Investments	a	459.61	0.53	460.15
Others		0.29	-	0.29
<b>Total Assets</b>		<b>459.90</b>	<b>0.53</b>	<b>460.44</b>
Deferred tax liabilities (Net)	b	44.53	1.38	45.91
Others		1.18	-	1.18
<b>Total Liabilities</b>		<b>45.71</b>	<b>1.38</b>	<b>47.09</b>
Retained earnings	a/b/c	(49.50)	45.06	(4.44)
Capital reserve	c	208.30	(45.91)	162.39
Others		255.40	-	255.40
<b>Total Equity</b>		<b>414.20</b>	<b>(0.84)</b>	<b>413.35</b>

# Notes to the Standalone Financial Statements

for the year ended 31 March 2019

## 31 Restatement details (continued)

### B Balance Sheet as at 31 March 2018

(Currency: Indian Rupees in Crores)

Particulars	Foot note reference	As previously reported	Adjustments	As restated
Investments	a	463.80	0.75	464.55
Others		290.16	-	290.16
<b>Total assets</b>		<b>753.96</b>	<b>0.75</b>	<b>754.71</b>
Deferred tax liabilities (Net)	b	44.53	1.38	45.91
Others		4.02	-	4.03
<b>Total Liabilities</b>		<b>48.55</b>	<b>1.38</b>	<b>49.94</b>
Retained earnings	a/b/c	(46.30)	45.28	(1.02)
Capital reserve	c	208.30	(45.91)	162.39
Others		543.40	-	543.40
<b>Total Equity</b>		<b>705.40</b>	<b>(0.63)</b>	<b>704.77</b>

### C Statement of Profit and loss for the year ended 31 March 2018

Particulars	Foot note reference	As previously reported	Adjustments	As restated
Other income	a	4.87	0.22	5.09
Others		(1.67)	-	(1.67)
Profit		3.20	0.22	3.42
<b>Total comprehensive income</b>		<b>3.20</b>	<b>0.22</b>	<b>3.42</b>

There is no impact on the total operating, investing or financing cash flows for the years ended 31 March 2019 and 2018.

#### (ii) Reconciliation of opening Other Equity as of 01 April 2017 and 31 March 2018

Particulars	Foot note reference	Other equity restated as of 01 April 2017	Other equity restated as of 31 March 2018
Opening other equity as previously reported		358.71	643.95
Impact of correction of errors			
- Adjustment on account of fair valuation of investments	a	0.53	0.75
- Adjustment on account of creation of deferred tax liability from capital reserve due to change in tax rate	b	(1.38)	(1.38)
Total impact of errors		(0.85)	(0.63)
<b>Restated balance</b>		<b>357.86</b>	<b>643.32</b>

#### (ii) Reconciliation of total comprehensive income as at 31 March, 2018

Particulars	Foot note reference	Total comprehensive income
Total comprehensive income as previously reported		3.20
- Adjustment on account of fair valuation of investments	a	0.22
<b>Total restated comprehensive income</b>		<b>3.42</b>

#### Foot notes

- a The Company has accounted for fair valuation gain on preference shares measured at FVTPL as per the fair valuation report obtained from independent valuer amounting to Rs. 0.53 crores as at 01 April, 2017 and Rs. 0.75 crores as at 31 March, 2018. Accordingly, gain on fair valuation through profit and loss of Rs. 0.22 crores has been accounted in the Standalone statement of profit and loss for the year ended 31 March, 2018.

# Notes to the Standalone Financial Statements

for the year ended 31 March 2019

- b Additional deferred tax liability amounting to Rs. 1.38 crores recognised on account of incorrect tax rate.
  - c Deferred tax liability of Rs. 45.91 crores on amount of shares in subsidiary received without consideration adjusted from retained earnings now reclassified and adjusted from capital reserves.
32. Sintex-BAPL Limited (subsidiary company) is taking positive steps for deleveraging the Balance sheet. Pursuant to the same, Board of Directors of the subsidiary company in their meeting held on 21 May 2019 has decided to explore the sale of Auto Division. Further, Holding Company has constituted the "Auto Division Divestment Committee" to examine and finalising the Proposals including completing all legal requirements.

## As per our report of even date attached

For **B S R & Associates LLP**  
Chartered Accountants  
FRN : 116231W/W-100024

**Jeyur Shah**  
Partner  
Membership No: 045754

Ahmedabad  
30 May 2019

**Amit D. Patel**, Chairman & Managing Director  
(DIN: 00171035)

**Gaurav Agrawal**, Chief Financial Officer  
ICAI Memb No. 523860

Ahmedabad  
30 May 2019

For and on behalf of the Board of Directors,  
**Sintex Plastics Technology Limited**  
L74120GJ2015PLC084071

**Rahul A. Patel**, Director  
(DIN: 00171198)

**Manan Bhavsar**, Company Secretary  
ICSI Memb No. F7009

# Independent Auditors' Report

TO THE MEMBERS OF SINTEX PLASTICS TECHNOLOGY LIMITED

## Report on the Audit of Consolidated Financial Statements

### Qualified Opinion

We have audited the consolidated financial statements of Sintex Plastics Technology Limited (hereinafter referred to as the 'Holding Company') and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), which comprise the consolidated balance sheet as at 31 March 2019, and the consolidated statement of profit and loss (including other comprehensive income), consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on separate financial statements of such subsidiaries as were audited by the other auditors, except for the matter described in the Basis for Qualified Opinion paragraph, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31 March 2019, of its consolidated profit and other comprehensive income, consolidated changes in equity and consolidated cash flows for the year then ended.

### Basis for Qualified Opinion

- 1 With regard to Long Term Borrowings, during the year one of the Group's subsidiary company was not able to comply with certain financial debt covenants attached to respective borrowed funds. The subsidiary company has received confirmation from some of the lenders confirming the continuance of applicability of original repayment schedule as on 31 March 2019. Borrowing for which such confirmation has not been received are required to classify as Current as loan becomes payable on demand as per terms of agreement with those lenders however the subsidiary company continued to classify the same as Non-Current. Consequently, non-current financial liabilities are overstated by Rs. 672.28 crores and current financial Liabilities are understated by Rs. 672.28 crores.

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

### Emphasis of matter

- 1 The Consolidated financial statements for the year ended 31 March 2018 were audited by the predecessor auditor who had expressed an unmodified opinion on those consolidated financial statements vide their audit report dated 9 May 2018. We draw attention to note 50 of the Consolidated financial statements, which more fully explains that the comparative information for the year ended 31 March 2018 has been restated in accordance with "Ind AS 8: Accounting Policies, Changes in Accounting Estimates and Errors".
- 2 We draw attention to Note 49 of the consolidated financial statements, as detailed in said note, during year ended 31 March 2017, one of the Subsidiary Company has accounted for 'Sintex Brand' at fair value based on approved court scheme. Further the subsidiary company has obtained independent valuation report for testing the impairment of 'Sintex' brand having indefinite useful life. Being a technical matter we have relied on the report of the independent valuer.
- 3 We draw attention to Note 52 of the consolidated financial statement, as detailed in the note, regarding non-compliance, by one of its subsidiary, of Foreign Exchange Management Act, 1999. The subsidiary company is presently in the process of regularizing the same. This report does not include provisions in respect of liabilities/penalties/levies, if any, that may arise in this regard, as management is of the view that there would not be any significant penalty for the same.

Our conclusion on the above matters is not modified in this respect.

**Key Audit Matters**

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

**Description of Key Audit Matter**

No.	The key audit matter	How the matter was addressed in our audit
1	<p><b>Impairment testing of goodwill and Brand</b>  <b>See note 6 and 7 to the consolidated financial statements</b></p> <p>One of the subsidiary company of the Group has identified recognition of goodwill of Rs. 19.4 Cr. (31 March 2018: Rs. 19.4 Cr.) and Brand of Rs. 1,500 crores as key audit matter.</p> <p>The annual impairment testing of goodwill and Brand is considered to be a key audit matter due to the complexity of the accounting requirements and the significant judgement required in determining the assumptions to be used to estimate the recoverable amount.</p>	<p>In view of the significance of the matter the subsidiary company has applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence:</p> <ul style="list-style-type: none"> <li>evaluating the appropriateness of the assumptions applied to key inputs such as sales volumes and prices, operating costs, inflation and long-term growth rates;</li> <li>performing sensitivity analysis, which included assessing the effect of reasonably possible reductions in growth rates and forecast cash flows.</li> <li>evaluating the adequacy of the consolidated financial statement disclosures, including and disclosures of key assumptions, judgements and sensitivities.</li> <li>involving independent valuation specialist to assist in evaluating the appropriateness of the assumptions of valuation, which included comparing the weighted-average cost of capital with sector averages for the relevant markets, royalty rate, discount rate, terminal year growth rate.</li> </ul>
2	<p><b>Recognition and measurement of deferred taxes</b>  <b>See Note 35D to the consolidated financial statements</b></p> <p>One of the subsidiary company of the Group has identified recognition of MAT credit of Rs. 90.44 Cr. (31 March 2018 :Rs. 99.59 Crores) as key audit matter.</p> <p>The recognition of MAT Credit Entitlement involves significant judgments as to the extent there is convincing evidence that the company will generate future taxable profits sufficient to utilize deductible temporary differences, tax credits and tax losses (before they expire)</p> <p>The subsidiary company have determined this as a key audit matter, due to uncertainty in forecasting the amount and timing of future taxable profits and the reversal of temporary differences.</p>	<p>The subsidiary company's audit procedures in this area included, among others:</p> <ul style="list-style-type: none"> <li>obtaining the calculations of future taxable profits;</li> <li>assessing the reasonableness of future taxable profits;</li> <li>challenging the key underlying assumptions used in forecasting future taxable profits and timing of reversal of temporary differences while also considering expiration of tax credits;</li> <li>evaluating the appropriateness of disclosures in Note 35D of the consolidated financial statements.</li> </ul>
3	<p><b>Testing of debt covenants</b></p> <p>One of the subsidiary company of the Group has identified compliance with debt covenants as key audit matter considering the significant amount of outstanding borrowings of Rs. 2,248.31 Cr (31 March 2018: Rs. 2,213.18 Crores).</p>	<p>In view of the significance of the matter the subsidiary company has applied the following audit procedures among others to obtain sufficient appropriate audit evidence:</p> <ul style="list-style-type: none"> <li>reviewing and understanding the agreement with lenders with respect to financial covenants;</li> <li>evaluating and testing the design and implementation of controls in respect of compliance with debt covenants; and</li> <li>Obtaining the working and understanding of working of various financial ratios.</li> <li>Circulated and obtained independent bank confirmation for amount outstanding as on 31 March 2019.</li> </ul>
4	<p><b>Revenue recognition</b></p> <p>Revenue is measured net of discounts, incentives, volume rebates, goods and amounts collected on behalf of third parties.</p> <p>The estimation of discounts, incentives and rebates recognised based on sales made during the year is material and considered to be complex and judgmental. There is a risk of revenue being misstated as a result of faulty estimations over discounts, incentives and rebates. This is an area of significant judgment and with varying complexity, depending on nature of arrangement.</p> <p>Revenue from sale of goods and services 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.</p>	<p>Our procedure included the following:</p> <ul style="list-style-type: none"> <li>Accounting policies: Assessing the appropriateness of the Group's revenue recognition accounting policies, including those relating to incentives by comparing with applicable accounting standards.</li> <li>Obtain the understanding of assessing the design, implementation and operating effectiveness of management's key internal financial controls in relation to revenue recognition</li> <li>Control testing: Testing the effectiveness of the Group's controls over the calculation of incentives and correct timing of revenue recognition</li> <li>Tests of details: Obtaining supporting documentation for sales transactions recorded either side of year end as well as credit notes issued after the year end date to determine whether revenue was recognised in the correct period.</li> <li>Comparing on sample basis revenue transactions recorded before the financial year end with relevant documents like lorry receipts to assess whether revenue has been recognised in the appropriate financial period; In case of dispatches has happened post balance sheet date, to check whether Group has confirmation about bill and hold of such goods and whether same has been properly disclosed in financial statement.</li> <li>Circulation of balance confirmation to customer and reconciling the differences if any on amounts confirmed by the customer and amounts recorded by the management.</li> <li>Assessing disclosures: Considering the adequacy of the Group's disclosures in respect of revenue.</li> </ul>

## **Information Other than the Consolidated Financial Statements and Auditors' Report Thereon**

The Holding Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the holding Company's annual report, but does not include the financial statements and our auditors' report thereon. The Other information is expected to be made available to us after the date of this auditor's report.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

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

The Holding Company's management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. 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 the assets of each company, and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

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

The respective Board of Directors of the companies included in the Group is responsible for overseeing the financial reporting process of each company.

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

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.



**Auditor's Responsibilities for the Audit of the Consolidated Financial Statements (continued)**

- 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 in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group (Company and subsidiaries) to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Obtain sufficient appropriate audit evidence regarding the financial information of such entities or business activities within the Group to express an opinion on the consolidated financial statements, of which we are the independent auditors. We are responsible for the direction, supervision and performance of the audit of financial information of such entities. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in para (a) of the section titled 'Other Matters' in this audit report.

We believe that the audit evidence obtained by us along with the consideration of audit reports of the other auditors referred to in sub-paragraph (a) of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our qualified opinion on the consolidated financial statements.

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

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

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

**Other Matters**

1. (a) We did not audit the financial statements of 2 subsidiaries, whose financial statements reflect total assets of Rs. 2,631.68 crores as at 31 March 2019, total revenues of Rs. 788.51 crores and net cash outflows amounting to Rs. 2.06 crores for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and 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-section (3) of Section 143 of the Act, insofar as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.
2. We did not audit the financial statements of 17 subsidiaries (including 16 stepdown subsidiaries) located outside India whose financial statements reflect total assets of Rs. 1,675.67 crores as at 31 March 2019, total revenues of Rs. 2,278.80 crores and net cash outflows amounting to Rs. 68.34 crores for the year ended on that date which have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been audited by other auditors under generally accepted accounting standards applicable in their respective countries (referred as 'Other GAAP') for the year ended as at 31 December 2018 as applicable fiscal year end in these subsidiary companies. The Subsidiary Company's management has converted the financial statements of such subsidiaries located outside India from Other GAAP to accounting principles generally accepted in India for the year from 1 April 2018 to 31 March 2019. Subsidiary companies auditor has reviewed these conversion adjustments made by the Subsidiary Company's management and have performed review procedures for three months period from 1 January 2019 to 31 March 2019. Our opinion in so far as it relates to the balances and affairs of such subsidiaries located outside India is based on the report of those other auditor.
3. The financial statements of 2 subsidiaries, whose financial statements reflect total assets of Rs. 580.16 crores as at 31 March, 2019, total revenues of Rs. 89.99 crores and net cash inflows of Rs. 9.49 crores for the year ended on that date, as considered in the consolidated annual financial statements, are unaudited. These unaudited financial statements have been furnished to us by the Management and our opinion on the consolidated annual financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on such unaudited financial statements.

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

**Report on Other Legal and Regulatory Requirements**

- A. As required by Section 143(3) of the Act, based on our audit and on the consideration of reports of the other auditors on separate financial statements of such subsidiaries as were audited by other auditors, as noted in the 'Other Matters' paragraph, we report, to the extent applicable, that:

## Report on Other Legal and Regulatory Requirements (continued)

- a) Except for the effects of the matter described in the Basis for Qualified Opinion, we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- b) Except for the effects of the matter described in the Basis for Qualified Opinion, in our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
- c) Except for the effects of the matter described in the Basis for Qualified Opinion, the consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- d) Except for the effects of the matter described in the Basis for Qualified Opinion, in our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under section 133 of the Act.
- e) On the basis of the written representations received from the directors of the Holding Company as on 31 March 2019 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies, none of the directors of the Group companies incorporated in India is disqualified as on 31 March 2019 from being appointed as a director in terms of Section 164(2) of the Act.
- f) The matter described in the Basis for Qualified Opinion paragraph above, in our opinion may have an adverse effect on the functioning of the Group.
- g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company, its subsidiary companies incorporated in India and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
- h) The qualification related to maintenance of accounts connected therewith are as stated in the Basis for Qualified Opinion paragraph above.
- B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements of the subsidiaries, as noted in the 'Other Matters' paragraph:
  - i. The consolidated financial statements disclose the impact of pending litigations as at 31 March 2019 on the consolidated financial position of the Group. Refer Note 41 to the consolidated financial statements.
  - ii. Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Holding Company or its subsidiary companies incorporated in India during the year ended 31 March 2019.
  - iv. The disclosures in the consolidated financial statements regarding holdings as well as dealings in specified bank notes during the period from 8 November 2016 to 30 December 2016 have not been made in these financial statements since they do not pertain to the financial year ended 31 March 2019.
- C. With respect to the matter to be included in the Auditor's report under section 197(16):

In our opinion and according to the information and explanations given to us and based on the reports of the statutory auditors of such subsidiary companies incorporated in India which were not audited by us, the remuneration paid during the current year by the Holding Company, its subsidiary companies, to its directors is in accordance with the provisions of Section 197 read with Schedule V of the Act. The remuneration paid to any director by the Holding Company, its subsidiary companies is not in excess of the limit laid down under Section 197 read with Schedule V of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

Place: Ahmedabad  
Date: 30 May 2019

For, **B S R & Associates LLP**  
Chartered Accountants  
Firm's Registration Number: 116231W/ W-100024

**Jeyur Shah**  
Partner  
Membership No. : 045754

## **"Annexure A to the Independent Auditors' report on the consolidated financial statements of Sintex Plastics Technology Limited for the period ended 31 March 2019**

### **Report on the internal financial controls with reference to the aforesaid consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013**

(Referred to in paragraph "A(g)" under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

#### **Qualified Opinion**

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended 31 March 2019, we have audited the internal financial controls with reference to consolidated financial statements of **Sintex Plastics Technology Limited** (hereinafter referred to as "the Holding Company") and such companies incorporated in India under the Companies Act, 2013 which are its subsidiary companies, as of that date.

According to the information and explanations given to us and based on our audit, the following material weaknesses for one of its subsidiary have been identified as at 31 March 2019:

1. The Company did not have appropriate internal control system in area of revenue recognition with respect to adhering to Inco terms, customers' credit limits and approval of department heads for sales order, which could potentially result in the Company recognizing revenue without establishing reasonable certainty of ultimate collection.
2. The Company did not have appropriate internal control system with regard to General IT controls regarding access to programs and data, program changes and program developments and the security of IT infrastructure.

In our opinion, except for the effects/possible effect of the material weaknesses described above on the achievement of the control criteria, the Holding Company and such companies incorporated in India which are its subsidiary companies, have, in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls were operating effectively as at 31 March 2019, based on the internal financial controls with reference to consolidated financial statements criteria established by such companies considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

We have considered the material weaknesses identified and reported above in determining the nature, timing and extent of all audit tests applied in our audit of the 31 March 2019 consolidated financial statements of the Company and these material weaknesses do not affect our opinion on the consolidated financial statements of the Company.

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

The respective Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls with reference to consolidated financial statements based on the criteria established by the respective Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as "the Act").

#### **Auditors' Responsibility**

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

## **Auditors' Responsibility (contd.)**

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the relevant subsidiary companies in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our qualified opinion on the internal financial controls with reference to consolidated financial statements.

### **Meaning of Internal Financial controls with Reference to Consolidated Financial Statements**

A company's internal financial controls with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to 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.

### **Inherent Limitations of Internal Financial controls with Reference to consolidated Financial Statements**

Because of the inherent limitations of internal financial controls with reference to consolidated 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 with reference to consolidated financial statements to future periods are subject to the risk that the internal financial controls with reference to consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### **Other Matters**

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements insofar as it relates to 3 subsidiary companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

Place: Ahmedabad  
Date: 30 May 2019

For, **B S R & Associates LLP**  
Chartered Accountants  
Firm's Registration Number: 116231W/ W-100024

**Jeyur Shah**  
Partner  
Membership No. : 045754

# Consolidated Balance Sheet

as at March 31, 2019

		(₹ in Crores)		
Particulars	Note	31 March 2019	31 March 2018 Restated (refer note 50)	01 April 2017 Restated (refer note 50)
<b>Assets</b>				
<b>Non-current assets</b>				
(a) Property, plant and equipment	4	4,023.39	4,033.17	4,101.52
(b) Capital work-in-progress	5	90.12	23.91	25.04
(d) Goodwill	6	191.47	196.97	183.72
(e) Other intangible assets	7	1,524.54	1,525.64	1,522.48
(f) Financial assets				
(i) Investments	8	-	-	58.06
(ii) Loans	9	363.98	303.25	337.54
(iii) Other financial assets	10	2.06	-	-
(g) Deferred tax assets (net)	35D	1.66	3.44	7.95
(h) Non current tax assets (net)	11	217.72	167.29	91.43
(i) Other non-current assets	12	2.89	2.52	3.49
		<b>6,417.83</b>	<b>6,256.19</b>	<b>6,331.23</b>
<b>Current assets</b>				
(a) Inventories	13	664.70	677.82	537.86
(b) Financial assets				
(i) Investments	8	0.19	2.44	202.82
(ii) Trade receivables	14	970.76	898.74	1,216.61
(iii) Cash and cash equivalents	15	163.00	472.03	124.91
(iv) Bank balances other than (iii) above	16	220.20	236.42	49.51
(v) Loans	9	96.88	63.91	31.01
(vi) Other financial assets	10	-	0.24	-
(c) Other current assets	12	296.76	222.38	342.97
		<b>2,412.49</b>	<b>2,573.98</b>	<b>2,505.69</b>
		<b>8,830.32</b>	<b>8,830.17</b>	<b>8,836.92</b>
<b>Total assets</b>				
<b>Equity and liabilities</b>				
<b>Equity</b>				
(a) Equity share capital	17	63.10	61.45	-
(b) Share suspense account		-	-	55.49
(c) Other equity	18	3,510.83	3,370.51	2,903.18
Equity attributable to owners of the Company		<b>3,573.93</b>	<b>3,431.96</b>	<b>2,958.67</b>
Non-controlling interests	48	3.91	2.54	1.37
		<b>3,577.84</b>	<b>3,434.50</b>	<b>2,960.04</b>
<b>Liabilities</b>				
<b>Non-current liabilities</b>				
(a) Financial liabilities				
(i) Borrowings	19	2,726.33	3,287.92	2,582.42
(ii) Other financial liabilities	20	195.82	105.72	225.11
(b) Provisions	21	22.67	15.79	12.84
(c) Deferred tax liabilities (net)	35D	165.97	201.59	240.25
		<b>3,110.79</b>	<b>3,611.02</b>	<b>3,060.62</b>
<b>Current liabilities</b>				
(a) Financial liabilities				
(i) Borrowings	19	369.91	372.84	895.69
(ii) Trade payables	22			
(a) total outstanding dues of micro enterprises and small enterprises; and		21.08	3.55	1.44
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		535.18	616.85	832.06
(iii) Other financial liabilities	20	915.77	448.38	707.04
(b) Provisions	21	186.54	196.32	141.56
(c) Other current liabilities	23	110.95	145.82	221.92
(d) Current tax liabilities (net)	24	2.26	0.89	16.55
		<b>2,141.69</b>	<b>1,784.65</b>	<b>2,816.26</b>
		<b>5,252.48</b>	<b>5,395.67</b>	<b>5,876.88</b>
		<b>8,830.32</b>	<b>8,830.17</b>	<b>8,836.92</b>
<b>Total equity and liabilities</b>				

## Basis of preparation, measurement and significant accounting policies

The notes referred above are an integral part of these consolidated financial statements.

As per our report of even date attached

For **B S R & Associates LLP**  
Chartered Accountants  
FRN : 116231W/W-100024

**Jeyur Shah**  
Partner  
Membership No: 045754

Place: Ahmedabad  
Date : 30<sup>th</sup> May, 2019

**Amit D. Patel**  
Chairman & Managing Director (DIN: 00171035)

**Gaurav Agrawal,**  
Chief Financial Officer (ICAI Memb No. 523860)

Place: Ahmedabad  
Date : 30<sup>th</sup> May, 2019

For and on behalf of the Board of Directors,  
**Sintex Plastics Technology Limited**  
CIN L74120GJ2015PLC084071

**Rahul A. Patel**  
Director (DIN: 00171198)

**Manan Bhavsar**  
Company Secretary (ICSI Memb No. F7009)

# Consolidated Statement of Profit & Loss

for the year ended March 31, 2019

(Currency: Indian Rupees in Crores)

Particulars	Note	For the year ended March 31, 2019	For the year ended March 31, 2018 Restated (refer note 50)
<b>Income</b>			
Revenue from operations	25	4,710.95	5,535.96
Other income	26	72.70	64.54
<b>Total Income</b>		<b>4,783.65</b>	<b>5,600.50</b>
<b>Expenses</b>			
Cost of materials consumed	27	2,264.44	3,118.44
Purchases of stock-in-trade	28	220.96	202.52
Changes in inventories of finished goods, work-in- progress and trading goods	29	(22.76)	(110.15)
Employee benefits expense	30	796.95	703.93
Excise duty		-	43.88
Finance costs	31	337.52	304.45
Depreciation and amortisation expense	32	221.52	241.09
Other expenses	33	880.76	861.36
<b>Total expenses</b>		<b>4,699.39</b>	<b>5,365.52</b>
<b>Profit before exceptional items and tax</b>		<b>84.26</b>	<b>234.98</b>
Exceptional items	34	-	45.97
<b>Profit before tax</b>		<b>84.26</b>	<b>189.01</b>
<b>Tax expense:</b>			
Current tax	35A	36.56	54.72
Short Provision for tax of earlier years	35A	(10.21)	2.73
Deferred tax (credit)	35A	(45.61)	(30.58)
MAT Credit reversed / (recognised)	35A	9.07	(11.49)
<b>Total tax expense</b>		<b>(10.19)</b>	<b>15.38</b>
<b>Profit after tax from continuing operations</b>		<b>94.45</b>	<b>173.63</b>
Profit/(Loss) from discontinued operations	36	-	(32.81)
Tax expense of discontinued operations	36	-	2.61
<b>Profit/(Loss) after tax from discontinued operations</b>		<b>-</b>	<b>(35.42)</b>
<b>Profit for the year</b>		<b>94.45</b>	<b>138.21</b>
<b>Other comprehensive income</b>	37		
Items that will not be reclassified subsequently to profit or loss		(2.54)	(16.14)
Income tax relating to items that will not be reclassified to profit or loss		0.89	3.74
Items that will be reclassified subsequently to profit or loss		(106.44)	(19.81)
Income tax relating to items that will be reclassified to profit or loss		-	-
<b>Other comprehensive income/(loss) for the year, net of tax</b>		<b>(108.09)</b>	<b>(32.21)</b>
<b>Total comprehensive income for the year</b>		<b>(13.64)</b>	<b>106.00</b>
<b>Profit for the year attributable to:</b>			
- Owners of the company		94.27	138.24
- Non controlling interests		0.18	(0.03)
		<b>94.45</b>	<b>138.21</b>
<b>Other comprehensive income for the year attributable to:</b>			
- Owners of the company		(108.09)	(32.22)
- Non controlling interests		-	0.01
		<b>(108.09)</b>	<b>(32.21)</b>
<b>Total comprehensive income for the year attributable to :</b>			
- Owners of the company		(13.82)	106.02
- Non controlling interests		0.18	(0.02)
		<b>(13.64)</b>	<b>106.00</b>
<b>Earnings per equity share (from continuing operation)</b>			
[Nominal value of share Rs.1 (31 March 2018 : Rs. 1) each]			
Basic (in Rs.)	40	1.51	3.03
Diluted (in Rs.)		1.49	2.98
<b>Earnings per equity share (from discontinued operation)</b>			
Basic (in Rs.)		-	(0.62)
Diluted (in Rs.)		-	(0.61)
<b>Earnings per equity share (from discontinued &amp; continuing operation)</b>			
Basic (in Rs.)		1.51	2.41
Diluted (in Rs.)		1.49	2.37
<b>Basis of preparation, measurement and significant accounting policies</b>	2-3		

## Basis of preparation, measurement and significant accounting policies

The notes referred above are an integral part of these consolidated financial statements.

As per our report of even date attached

For **B S R & Associates LLP**  
Chartered Accountants  
FRN : 116231W/W-100024

**Jeyur Shah**  
Partner  
Membership No: 045754

**Amit D. Patel**  
Chairman & Managing Director (DIN: 00171035)

**Gaurav Agrawal,**  
Chief Financial Officer (ICAI Memb No. 523860)

For and on behalf of the Board of Directors,  
**Sintex Plastics Technology Limited**  
CIN L74120GJ2015PLC084071

**Rahul A. Patel**  
Director (DIN: 00171198)

**Manan Bhavsar**  
Company Secretary (ICSI Memb No. F7009)

Place: Ahmedabad  
Date : 30<sup>th</sup> May, 2019

Place: Ahmedabad  
Date : 30<sup>th</sup> May, 2019

# Consolidated Statement of Changes in Equity

for the year ended March 31, 2019

(Currency: Indian Rupees in Crores)						
Particulars	Note	Number of Shares	Amount			
Balance as at 01 April 2017		-	-			-
Changes in equity share capital during the year	17	61,45,28,422	61.45			61.45
Balance as at 31 March 2018		61,45,28,422	61.45			61.45
Changes in equity share capital during the year	17	16,50,00,000	1.65			1.65
<b>Balance as at 31 March 2019</b>		<b>63,10,28,422</b>	<b>63.10</b>			<b>63.10</b>

B. Share suspense account		(₹ in Crores)
Particulars	Amount	
Balance as at 01 April 2017	55.49	
Converted to equity shares	(55.49)	
Balance as at 31 March 2018	-	
Converted to equity shares	-	
<b>Balance as at 31 March 2019</b>	<b>-</b>	

(₹ in Crores)									
Particulars	Share warrants (1)	Capital reserve (2)	Securities premium (3)	Debt redemption reserve (4)	General reserve (5)	Retained earnings (6)	Items of Other comprehensive income (OCI) Foreign currency translation reserve	Equity instruments through OCI	Total attributable to owners of the Company
Balance as at 01 April 2017	-	208.30	179.91	124.07	1,736.85	843.79	(34.93)	0.70	3,058.69
Prior period errors (refer note 50)	-	(45.91)	-	-	6.49	(284.22)	156.64	11.49	(155.51)
Restated balance at the beginning of the reporting period	-	162.39	179.91	124.07	1,743.34	559.57	121.71	12.19	2,903.18
Profit for the year	-	-	-	-	-	138.24	-	-	138.24
Items of other comprehensive income for the year, net of taxes	-	-	-	-	-	(0.22)	(19.81)	(12.19)	(32.22)
<b>Total comprehensive income for the year ended 31 March 2018</b>	-	-	-	-	-	<b>138.02</b>	<b>(19.81)</b>	<b>(12.19)</b>	<b>106.02</b>
Prior period errors (refer note 50)	-	162.39	179.91	124.07	1,788.42	731.77	101.90	-1.35	3,089.81
Restated balance at the beginning of the reporting period	-	-	-	-	-	-	-	-	-
Transactions with owners, recorded directly in equity	-	-	-	-	-	-	-	-	-
Contributions by and distributions to owners	-	-	-	-	-	-	-	-	-
Share of non-controlling interest	288.00	-	-	-	-	-	-	-	288.00
Issue of share warrants	(181.86)	-	181.86	-	-	-	-	-	-
Premium on conversion of warrants	-	-	-	-	(3.92)	-	-	-	(3.92)
Transfer to equity share capital on conversion of FCCB	(2.04)	-	-	-	-	-	-	-	(2.04)
Transfer to equity share capital on conversion of warrants	-	-	-	-	-	-	-	-	-
Transfer to debt redemption reserve	-	-	-	107.97	-	(107.97)	-	-	-
Transfer from debt redemption reserve	-	-	-	(13.95)	13.95	-	-	-	-
<b>Total transactions with owners</b>	<b>104.10</b>	<b>-</b>	<b>181.86</b>	<b>94.03</b>	<b>10.03</b>	<b>(107.97)</b>	<b>-</b>	<b>-</b>	<b>282.05</b>
Balance as at 31 March 2018	104.10	162.39	361.77	218.10	1,798.45	623.80	101.90	-	3,370.51
<b>Balance as at 31 March 2019</b>	<b>104.10</b>	<b>162.39</b>	<b>361.77</b>	<b>218.10</b>	<b>1,798.45</b>	<b>623.80</b>	<b>101.90</b>	<b>-</b>	<b>3,370.51</b>



# Consolidated Statement of Changes in Equity

for the year ended March 31, 2019

(Currency: Indian Rupees in Crores)

Particulars	Attributable to owners of the Company						Items of Other comprehensive income (OCI)	Total attributable to owners of the Company	Attributable to Non-controlling interests	Total
	Share warrants (1)	Capital reserve (2)	Securities premium (3)	Debt redemption reserve (4)	General reserve (5)	Retained earnings (6)	Foreign currency translation reserve			
<b>Balance as at 01 April 2018</b>	104.10	162.39	361.77	218.10	1,798.45	623.80	101.90	3,370.51	2.54	3,373.05
Total comprehensive income for the year	-	-	-	-	-	94.27	-	94.27	0.18	94.45
Profit for the year	-	-	-	-	-	(1.65)	(106.44)	(108.09)	-	(108.09)
Items of other comprehensive income for the year, net of taxes	-	-	-	-	-	-	-	-	-	-
<b>Total comprehensive income for the year ended 31 March 2019</b>	-	-	-	-	-	92.62	(106.44)	(13.82)	0.18	(13.64)
Contributions by and distributions to owners	-	-	-	-	-	-	-	-	-	-
Share of non-controlling interest	-	-	-	-	-	-	-	-	1.20	1.20
Issue of share warrants	111.38	-	-	-	-	-	-	111.38	-	111.38
Premium on conversion of warrants	(146.85)	-	146.85	-	-	-	-	-	-	-
Premium utilised on share warrant	-	-	(0.74)	-	-	-	-	(0.74)	-	(0.74)
Issue expenses	(1.65)	-	-	-	-	-	-	(1.65)	-	(1.65)
Transfer to equity share capital on conversion of warrants	-	-	-	-	-	-	-	-	-	-
Transfer to debt redemption reserve	-	-	-	113.00	-	(113.00)	-	-	-	-
Transfer from debt redemption reserve	-	-	-	(48.56)	48.56	-	-	-	-	-
Reclass from foreign currency translation reserve	-	-	-	-	14.53	-	-	14.53	-	14.54
Forfeiture of warrants on non conversion	(66.97)	66.97	-	-	-	-	-	-	-	-
Other appropriation	-	-	-	-	-	31.06	-	31.06	-	31.06
Creation of deferred tax liability for change in tax rate	-	(0.44)	-	-	-	-	-	(0.44)	-	(0.44)
<b>Total contributions by and distributions to owners</b>	(104.10)	66.53	146.11	64.44	63.09	(81.94)	-	154.14	1.20	155.34
<b>Total transactions with owners</b>	(104.10)	66.53	146.11	64.44	63.09	(81.94)	-	154.14	1.20	155.34
<b>Balance as at 31 March 2019</b>	-	228.92	507.88	282.54	1,861.55	634.48	(4.54)	3,510.83	3.91	3,514.74

## 1 Share warrants

"Pursuant to approval given by the Members by postal ballot on 10 March 2018 and the In-Principle approval granted by BSE Limited and National Stock Exchange of India Limited Holding Company has issue and allotted 6,67,00,000 Fully Convertible Warrants into equity shares of face value of Rs. 1/- each, which is to be converted any time within 18 months from the date of allotment of the Warrants, for cash, at an exercise price of Rs. 90/- per Warrant (including a premium of Rs. 89/-) aggregating upto Rs. 600.30 crores to Star Line Leasing Limited, company belonging to promoter group of the Company. Out of these 3,69,33,334 (including 1,65,00,000 equity shares during current year) Equity shares of face value Rs. 1/- each (with a premium of Rs. 89/- per equity share) has been converted into equity shares till date.

Considering that the current share price of the Holding Company is quoting substantially below the conversion price, on 30 March 2019, the Holding Company has received an intimation from the warrant holder that they have decided not to opt for the conversion of the aforesaid warrants and thus conveyed their inability to further exercise their right of conversion of warrants into equivalent number of equity shares. As a consequence thereof, the Holding Company forfeited warrant subscription amounting to Rs. 66.97 crore (Rs. 22.50 per warrant on 2,97,66,666 warrants) paid by the Promoter Group Company."

Details of utilization of proceeds of Preferential Issue till 31 March 2019 as per Regulation 32(1) and 32(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are as under:



# Consolidated Statement of Changes in Equity

for the year ended March 31, 2019

(₹ in Crores)

Particulars	Amount received	Actual Utilization as on 31 March 2019
Subscription of 3,69,33,334 Fully Convertible Warrants convertible into equity shares at Rs. 90/- per warrant being 25% of warrant price	83.11	83.11
Allotment of 3,69,33,334 Equity shares of face value Rs. 1/- each being 75% of warrant price	249.30	249.30
Forfeiture of 2,97,66,666 warrants (amount received Rs. 22.50 per warrant being 25% of the warrant price of Rs. 90 per warrant)	66.97	66.97
Total	399.38	399.38

## 2 Capital Reserves

The capital reserve represents the excess of the Holding Company's interest in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities over the purchase consideration. This reserve represents the amount of investment in Sintex Prefab and Infra Limited (subsidiary company) received from BVM Overseas Limited (subsidiary of Sintex Industries Limited) without consideration in the year 2016-17. The Holding Company has forfeited share warrants amounting to Rs. 66.97 crores during the year.

## 3 Securities premium

Securities premium is used to record the premium received on issue of shares. It is utilised in accordance with the provisions of the Companies Act, 2013. The Holding Company has utilised the balance of securities premium for writing off expenses in relation to issue of share warrants.

## 4 Debenture redemption reserve ('DRR')

The reserve is created for redemption of non-convertible debentures in accordance with the sub-section (4) of section 71 of the Companies Act, 2013 out of profits of the Group available for dividend distribution. The same will be redeemed in line with repayment terms agreed with lenders. Accordingly, DRR would be utilised for the redemption of debentures.

## 5 General reserve

The general reserve is used from time to time to transfer profits from retained earnings for appropriate purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to statement of profit and loss.

## 6 Retained earnings

"The amount that can be distributed by the Group as dividends to its equity shareholders out of accumulated reserves is determined considering the requirements of the Companies Act, 2013. Thus, the closing balance amounts reported above are not distributable in entirety. Remeasurement of defined benefit liability / (asset) comprises actuarial gains and losses and return on plan assets (excluding interest income). [These will not be reclassified to profit or loss subsequently.]"

## 7 Foreign currency translation reserve

The assets and liabilities of foreign operations are translated to the reporting currency at exchange rates at the reporting date. The income and expenses of such foreign operations are translated to the reporting currency at the average exchange rates prevailing during the year. Resulting foreign currency differences are recognised in other comprehensive income/ (loss) and presented within equity as part of Foreign Currency Translation Reserve ('FCTR'). When a foreign operation is disposed of, in part or in full, the relevant amount in the FCTR is reclassified to Profit or Loss as a part of gain or loss on disposal.

## 8 Equity instruments through OCI

This represents the cumulative gains or losses arising on investments in equity instruments designated at fair value through other comprehensive income. This is based on optional exemption under Ind AS 101 under an irrevocable option. [These will not be reclassified to profit or loss subsequently. However an entity may transfer the cumulative realised gain or loss within equity for example from a non-distributable reserve to a distributable reserve.]

The notes referred above are an integral part of these consolidated financial statements.

As per our report of even date attached

For **B S R & Associates LLP**  
 Chartered Accountants  
 FRN : 116231W/W-100024

**Jeyur Shah**  
 Partner  
 Membership No: 045754

Place: Ahmedabad  
 Date : 30<sup>th</sup> May, 2019

**Amit D. Patel**  
 Chairman & Managing Director (DIN: 00171035)

**Gaurav Agrawal,**  
 Chief Financial Officer (ICAI Memb No. 523860)

Place: Ahmedabad  
 Date : 30<sup>th</sup> May, 2019

For and on behalf of the Board of Directors,  
**Sintex Plastics Technology Limited**  
 CIN L74120GJ2015PLC084071

**Rahul A. Patel**  
 Director (DIN: 00171198)

**Manan Bhavsar**  
 Company Secretary (ICSI Memb No. F7009)

# Consolidated Statement of Cash Flows

for the year ended March 31, 2019

(Currency: Indian Rupees in Crores)

Particulars	31 March 2019	31 March 2018 Restated
<b>Cash flows from operating activities</b>		
Profit before tax	84.26	189.01
<b>Adjustments for:</b>		
Depreciation and amortisation expense	221.52	241.09
Provision for doubtful debts	3.19	6.30
Liabilities no longer payables written back	(0.06)	(4.27)
Bad debts written back	(5.50)	-
Interest income	(20.64)	(7.78)
Gain arising on financial assets measured at FVTPL (net)	-	(3.46)
Unrealised foreign exchange loss / (gain) (net)	20.87	(34.20)
Gain on sale of item of property, plant and equipment (net)	(22.16)	(7.01)
Finance costs	337.52	304.45
	619.00	684.14
<b>Working capital adjustments :</b>		
(Increase) / decrease in financial and non-financial assets	(74.28)	120.69
(Increase) / decrease in loans given	(93.70)	1.39
Decrease / (increase) in inventories	13.12	(139.96)
(Increase) / decrease in trade receivables	(74.33)	290.16
(Decrease) in trade payables	(64.14)	(213.10)
Increase / (decrease) in provisions, financial and non-financial liabilities	10.42	(28.95)
<b>Cash generated from operating activities</b>	336.09	714.37
Income tax paid (net)	(75.41)	(148.97)
<b>Net cash generated from operating activities (A)</b>	260.68	565.40
<b>Cash flows from investing activities</b>		
Interest received	20.64	7.78
Proceeds from sale of current investments	2.25	203.84
Proceeds from sale of non-current investments	-	42.21
Payments for purchase of property, plant and equipment and other intangible assets	(335.91)	(351.78)
Proceeds from sale of property, plant and equipment and other intangible assets	25.91	215.34
<b>Net cash (used in) / generated from investing activities (B)</b>	(287.10)	117.39
<b>Cash flows from financing activities</b>		
Interest paid	(271.80)	(303.23)
Proceeds from non-controlling interest	1.20	1.20
Proceeds from issue of warrants (net of warrant issue expense of Rs. 0.74 crores)	110.64	288.00
Proceeds / (repayment) of current borrowings (net)	(2.93)	(522.85)
Proceeds from non-current borrowings	148.04	1,589.35
Repayment of non-current borrowings	(285.75)	(1,197.25)
<b>Net cash (used in) financing activities (C)</b>	(300.61)	(144.78)
<b>Net (decrease) / increase in cash and cash equivalents (A+B+C)</b>	(327.03)	538.01
Cash and cash equivalents at 1 April	708.45	174.42
Effect of exchange differences on restatement of foreign currency cash and cash equivalents	3.84	(3.98)
<b>Cash and cash equivalents at 31 March</b>	385.26	708.45

## Notes:

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

# Consolidated Statement of Cash Flows

for the year ended March 31, 2019

## 2. Reconciliation of movements of cash flows arising from financing activities

(Currency: Indian Rupees in Crores)

Particulars	Non-current borrowings	Current borrowings	Total
Balance as at 1 April 2018	3,494.33	372.84	3,867.17
Cash Flow from financing activities			-
Proceeds from non-current borrowing	148.04	-	148.04
Repayment of non-current borrowings	(285.75)	-	(285.75)
Net increase/(decrease) in current borrowings	-	(2.93)	(2.93)
Other borrowing costs paid	(22.65)	-	(22.65)
Finance costs paid	(314.87)	-	(314.87)
Foreign exchange movement			-
Total cash flow from financing activities	(475.23)	(2.93)	(478.16)
Liability related other changes	-	-	-
Other borrowing costs*	22.65		22.65
Interest expense	314.87		314.87
<b>Balance as at 31 March 2019</b>	<b>3,356.62</b>	<b>369.91</b>	<b>3,726.53</b>

\* includes other borrowing costs paid for non fund based credit limits.

## 3. Cash and cash equivalents comprises of

Particulars	31 March 2019	31 March 2018 Restated
Balances with banks:		
- Current accounts	146.80	183.14
- Deposits with original maturity of less than three months	16.03	288.61
Cash on hand	0.17	0.28
Other bank balances	220.20	236.42
<b>Cash and cash equivalents (refer note 15)</b>	<b>383.20</b>	<b>708.45</b>
<b>Cash and cash equivalents in Cash flow statement</b>	<b>383.20</b>	<b>708.45</b>

As per our report of even date attached

For **B S R & Associates LLP**  
Chartered Accountants  
FRN : 116231W/W-100024

**Jeyur Shah**  
Partner  
Membership No: 045754

Place: Ahmedabad  
Date : 30<sup>th</sup> May, 2019

**Amit D. Patel**  
Chairman & Managing Director (DIN: 00171035)

**Gaurav Agrawal,**  
Chief Financial Officer (ICAI Memb No. 523860)

Place: Ahmedabad  
Date : 30<sup>th</sup> May, 2019

For and on behalf of the Board of Directors,  
**Sintex Plastics Technology Limited**  
CIN L74120GJ2015PLC084071

**Rahul A. Patel**  
Director (DIN: 00171198)

**Manan Bhavsar**  
Company Secretary (ICSI Memb No. F7009)

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 1. General Information

Sintex Plastics Technology Limited ("the Holding Company") is engaged in the business of manufacturing of custom moulding and prefabricated products in India and Europe and trading activities in USA. The registered office of the Holding Company is in the premises of Sintex-BAPL Limited, near seven garna, Kalol (North Gujarat) and the headquarters of the Company is situated in Kalol (Gujarat).

The consolidated financial statements comprise financial statements of the Company and its subsidiaries (collectively, the Group) for the year ended 31 March 2019. The consolidated financial statements were authorized for issue in accordance with a resolution of the directors on 30 May 2019.

## 2. Basis of preparation

### a. Statement of compliance

These consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

Details of the Group's accounting policies are included in Note 3.

### b. Functional and presentation currency

The functional currency of the Holding Company and its Indian Subsidiaries is Indian Rupees (Rs.), whereas the functional currency of foreign subsidiaries is Euro or USD as per the law of respective countries. The presentation currency of the group is Indian Rupees (Rs.). All amounts have been rounded to the nearest crores, unless otherwise indicated.

### c. Basis of measurement

The Consolidated financial statements have been prepared on the historical cost basis except for the following items:

Items	Measurement basis
Investment in mutual fund	Fair Value Through Profit or Loss ("FVTPL")
Net defined benefit (asset)/ liability	Fair value of plan assets less present value of defined benefit obligations
Investment in equity instrument of entities other than subsidiary companies	Fair value through other comprehensive income ("FVTOCI")

### d. Use of estimates and judgments

In preparing these consolidated financial statements, management has made judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

### Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant effect on the amounts recognized in the financial statements are as below:

- Estimates of useful lives and residual value of Property, plant and equipment and other intangible assets
- Fair valuation of investments and determining fair value less cost of sell of the disposal group on the basis of significant unobservable inputs
- Provision and contingencies
- Recognition and measurement of provisions and contingencies
- Current / Deferred tax expense and recognition of MAT Credit and evaluation of recoverability of deferred tax assets
- Measurement of employee defined benefit obligations; key actuarial assumptions

### e. Measurement of fair values

Some of the Group's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

The Group has an established control framework with respect to the measurement of fair values. This includes a financial reporting team

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 2. Basis of preparation (contd.)

that has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the Chief Financial Officer.

The financial reporting team regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as pricing services, is used to measure fair values, then the financial reporting team assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

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

**Level 2:** inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

**Level 3:** inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values is included in the following notes:

Note 8	Investments
Note 38	Employee benefits
Note 44	Financial instruments

## 3 Significant Accounting policies

### I. Basis of consolidation

The consolidated financial statements comprise the financial statements of the Holding Company and its subsidiary companies (including special purpose entities) where Control exists when the Holding Company is exposed to, or has rights, to variable returns from its involvement with the entity, and has the ability to affect those returns through power over the entity. In assessing control, potential voting rights are considered only if the rights are substantive. The financial statements of subsidiary companies are included in these consolidated financial statements from the date that control commences until the date that control ceases.

Upon loss of control, the Group derecognises the assets and liabilities of the subsidiary companies, any non-controlling interests and the other components of equity related to the subsidiary. Any surplus or deficit arising on the loss of control is recognised in the Consolidated Statement of Profit and Loss. If the Holding Company retains any interest in the previous subsidiary, then such interest is measured at fair value at the date that control is lost. Subsequently, it is accounted for as an equity accounted investee depending on the level of influence retained.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. The financial statements of each of the subsidiaries used for the purpose of consolidation are drawn up to same reporting date as that of the Holding Company, i.e., year ended on 31 March 2019.

#### Consolidation procedure:

- i) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the holding company with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.
- ii) Offset (eliminate) the carrying amount of the Holding Company's investment in each subsidiary and the Holding Company's portion of equity of each subsidiary.
- iii) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits & losses resulting from intragroup transactions that are recognised in assets, such as inventory and property, plant and equipment, are eliminated in full, except as stated in point iv)
- iv) Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS-12 'Income Taxes' applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## I. Basis of consolidation (Continued)

### Consolidation procedure (Continued)

- v) Non-controlling interests in the net assets of consolidated subsidiaries consists of :
- The amount of equity attributed to non-controlling interests at the date on which investment in a subsidiary relationship came into existence;
  - The non-controlling interest share of movement in equity since the date holding subsidiary relationship came into existence;
  - Non-controlling interest share of net profit/ (loss) of consolidated subsidiaries for the year is identified and adjusted against the profit after tax of the Group.

vi) The following entities are considered in the consolidated financial statements listed below:

Name of the company	Country of incorporation	% of holding as on	
		31 March 2019	31 March 2018
Sintex Prefab and Infra Limited	India	100.00	100.00
Sintex BAPL Limited	India	100.00	100.00
Sintex Holding BV	Netherlands	100.00	100.00
(Including its following Subsidiaries):			
A. Sintex NP SAS (including its following 100% subsidiaries)	France	100.00	100.00
a. NP Jura			
b. NP Vosges SAS			
c. NP Hungaria Kft.			
d. NP Germany GMBH			
e. NP Tunisia SARL			
f. Siroco SAS			
g. NP Savoi SAS (including NP Sud SAS, 100% subsidiary)			
h. NP Morocco SARL			
i. AIP SAS			
j. Sicmo SAS			
k. NP Nord SAS			
l. NP Polska			
m. NP Slovakia SRO			
n. Simonin SAS			
o. Capelec SAS			
B. Sintex Logistics LLC			
BAPL Rototech Private Limited	India	70.00	70.00

## II. Business Combinations

Acquisitions of businesses are accounted for using the acquisition method. The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition-date fair values of the assets transferred by the Group, liabilities incurred by the Group to the former owners of the acquiree and the equity interests issued by the Group in exchange for control of the acquiree. Acquisition-related costs are generally recognised in Consolidated Statement of Profit and Loss as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their fair value at the acquisition date, except that:

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 3 Significant Accounting policies (Contd.)

### II. Business Combinations (Continued)

- deferred tax assets or liabilities and liabilities or assets related to employee benefit arrangements are recognised and measured in accordance with Ind AS 12 Income Taxes and Ind AS 19 Employee Benefits respectively;
- liabilities or equity instruments related to share-based payment arrangements of the acquiree or share-based payment arrangements of the Group entered into to replace share-based payment arrangements of the acquiree are measured in accordance with Ind AS 102 Share-based Payments at the acquisition date; and
- assets (or disposal groups) that are classified as held for sale in accordance with Ind AS 105 Non-current Assets Held for Sale and Discontinued Operations are measured in accordance with that Standard.

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed. If, after reassessment, the net of the acquisition-date amounts of the identifiable assets acquired and liabilities assumed exceeds the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree and the fair value of the acquirer's previously held interest in the acquiree (if any), the excess is recognised in other comprehensive income and accumulated in equity as capital reserve or recognised directly in capital reserve depending on whether there exists clear evidence of the underlying reasons for classifying the business combination as a bargain purchase. Common control business combinations include transactions, such as transfer of subsidiaries or businesses, between entities with a Group.

Business combinations involving entities or business under common control are accounted using the pooling of interests method. In this method the assets and liabilities of combining entities are reflected at their carrying values, the only adjustment to be made is to harmonise accounting policies. The financial information in the consolidated financial statements in respect of prior periods are restated as if the business combination had occurred from the beginning of the preceding period in the consolidated financial statements, irrespective of the actual date of combination. However, if the business combination has been effected after that date, the prior period information is restated only from that date.

The difference, if any, between the amount recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor is transferred to reserves.

### III. Goodwill

Goodwill arising on an acquisition of a business is carried at cost as established at the date of acquisition of the business less accumulated impairment losses, if any.

For the purposes of impairment testing, goodwill is allocated to each of the Group's cash-generating units (or groups of cash-generating units) that is expected to benefit from the synergies of the combination.

A cash-generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised directly in profit and loss in the consolidated Statement of comprehensive income/Statement of Profit and Loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

On disposal of the relevant cash-generating unit, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

### IV. Revenue recognition

Revenue from sale of goods 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. The Group assesses promises in the contract that are separate performance obligations to which a portion of transaction price is allocated.

Revenue is measured based on the transaction price as specified in the contract with the customer. The transaction price excludes amount collected on behalf of third parties such as Goods and Service Tax (GST), Value added tax(VAT) etc. which the Company collects on behalf of the government. In determining the transaction price, the Group considers below, if any:

#### **Variable consideration:**

This includes discounts, incentives, volume rebates, etc. It is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved. It is reassessed at end of each reporting period.

#### **Significant financing component:**

Generally, the Group receives short-term advances from its customers. Using the practical expedient in Ind AS 115, the Group does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of the promised good to the customer and when the customer pays for that good or service will be one year or less.

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 3 Significant Accounting policies (Contd.)

### IV. Revenue recognition (Continued)

#### **Consideration payable to a customer:**

Such amounts are accounted as reduction of transaction price and therefore, of revenue unless the payment to the customer is in exchange for a distinct good that the customer transfers to the Group.

Further, in accordance with Ind AS 37, the Group recognises a provision for onerous contract when the unavoidable costs of meeting the obligations under a contract exceed the economic benefits to be received.

#### **Contract balances:**

**Contract assets:** A contract asset is the right to consideration in exchange for goods or services transferred to the customer e.g. unbilled revenue. If the Group performs its obligations by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset i.e., unbilled revenue is recognized for the earned consideration that is conditional. The contract assets are transferred to receivables when the rights become unconditional. This usually occurs when the Group issues an invoice to the customer.

**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 consideration is due.

**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. Contract liabilities are recognised as revenue when the Group performs under the contract.

#### **Interest income and Dividend income:**

Interest income from a financial asset is recognised using effective interest rate (EIR) method. Interest income is accrued on a time basis, by reference to the amortised cost and at the effective interest rate applicable.

Dividend income is recognised in consolidated statement of profit and loss on the date on which the Group's right to receive payment is established.

#### **Transition to New Standards**

Ind AS 115, Revenue from contracts with customers was issued on 28 March 2018 and supersedes Ind AS 11, Construction Contracts and Ind AS 18, Revenue and it applies, with limited exception, to all revenue arising from contracts with its customers. Under Ind AS 115, revenue is recognised when a customer obtains control of goods or services. The Group has adopted Ind AS 115 using the full retrospective method of adoption. Refer note 50 for restatements.

### V. Leasing

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 fulfillment 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. Lease is classified at the inception date as a finance lease or an operating lease.

#### **As a lessee**

##### **Finance lease**

Leases are classified as finance leases (including those for land), if substantially all the risks and rewards incidental to ownership of the leased asset is transferred to the lessee.

At the commencement of the lease term, the Group recognises finance leases as assets and liabilities in its balance sheet at amounts equal to the fair value of the leased property or, if lower, the present value of the minimum lease payments, each determined at the inception of the lease. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Any indirect costs of the Company are added to the amount recognised as an asset.

Minimum lease payments are apportioned between the finance charge and the reduction of the outstanding liability. The finance cost is charged to the profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

##### **Operating lease**

Leases (including those for land) which are not classified as finance leases are considered as operating lease. Lease payments under an operating lease are recognised as an expense on a straight-line basis over the lease term unless either:

- A. Another systematic basis is more representative of the time pattern of the user's benefit even if the payments to the lessors are not on that basis; or
- B. The payments to lessor are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases. If payments to the lessor vary because of factors other than general inflation, then this condition is not met.



# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 3 Significant Accounting policies (Contd.)

### V. Leasing (Continued)

#### As a lessor

##### Finance lease

All assets given on finance lease are shown as receivables at an amount equal to net investment in the lease. Principal component of the lease receipts are adjusted against outstanding receivables and interest income is accounted by applying the interest rate implicit in the lease to the net investment.

##### Operating lease

Lease income from operating lease (excluding amount for services such as insurance and maintenance) is recognised in the consolidated Statement of Profit and Loss on a straight-line basis over the lease term, unless either:

- A. Another systematic basis is more representative of the time pattern of the user's benefit even if the payments to the Group are not on that basis; or
- B. The payments to the Group are structured to increase in line with expected general inflation to compensate for the Group's expected inflationary cost increases. If payments to the Group vary because of factors other than general inflation, then this condition is not met.

### VI. Foreign currency transaction and translations

Transactions in foreign currencies are translated into the respective functional currencies of the Group at the exchange rates at the date of the transaction or at an average rate if the average rate approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction.

Exchange differences on monetary items are recognised in Consolidated Statement of Profit and Loss in the period in which they arise except for:

- exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings;
- exchange differences on monetary items receivable from or payable to a foreign operation for which settlement is neither planned nor likely to occur (therefore forming part of the net investment in the foreign operation), which are recognised initially in other comprehensive income and reclassified from equity to consolidated Statement of Profit and Loss on repayment of the monetary items.

Further, The Group had decided to continue the policy adopted for accounting for exchange differences arising from translation of long-term foreign currency monetary items recognised in the consolidated financial statements for the period ending immediately before the beginning of the first Ind AS financial reporting period (i.e. 31 March 2016) as per the previous GAAP i.e. exchange differences relating to long term foreign currency monetary items in so far as they relate to acquisition of depreciable capital assets is adjusted to the cost of such capital asset and depreciated over the balance useful life of such asset.

In case of foreign operations whose functional currency is different from the Holding Company's functional currency, the assets and liabilities of the Group's foreign operations are translated into Currency Units using exchange rates prevailing at the end of each reporting period. Income and expense items are translated at the average exchange rates for the period, unless exchange rates fluctuate significantly during that period, in which case the exchange rates at the dates of the transactions are used. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in equity as 'foreign currency translation reserve' (and attributed to non-controlling interests as appropriate).

On the disposal of a foreign operation (i.e. a disposal of the Group's entire interest in a foreign operation, a disposal involving loss of control over a subsidiary that includes a foreign operation, that includes a foreign operation of which the retained interest becomes a financial asset), all of the exchange differences accumulated in equity in respect of that operation attributable to the owners of the Company are reclassified to profit and loss.

In addition, in relation to a partial disposal of a subsidiary that includes a foreign operation that does not result in the Group losing control over the subsidiary, the proportionate share of accumulated exchange differences are re-attributed to non controlling interests and are not recognised in consolidated statement of profit and loss. For all other partial disposals (i.e. partial disposals of associates or joint arrangements that do not result in the Group losing significant influence or joint control), the proportionate share of the accumulated exchange differences is reclassified to profit and loss.

### VII. Borrowing costs

Borrowing costs are interest and other incurred in connection with the borrowing of funds. Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognised in the Consolidated Statement of Profit and Loss in the period in which they are incurred.

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 3 Significant Accounting policies (Contd.)

### VIII. Operating cycle

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

### IX. Employee Benefits

#### i Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid, if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

#### ii Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts.

The current service cost and interest on the net defined benefit liability / (asset) is recognized in the consolidated statement of profit and loss. Past service cost are immediately recognized in the consolidated statement of profit and loss. Actuarial gains and losses net of deferred taxes arising from experience adjustment and changes in actuarial assumptions are recognized in other comprehensive income in the period in which they arise. The Group makes specified monthly contributions towards Government administered provident fund scheme. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in consolidated statement of profit and loss in the periods during which the related services are rendered by employees.

Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

#### iii Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Group's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Group, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan ('the asset ceiling'). In order to calculate the present value of economic benefits, consideration is given to any minimum funding requirements.

Remeasurement of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised in OCI. The Group determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in consolidated statement of profit and loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in profit or loss. The Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

#### iv Other long-term employee benefits

The Group's net obligation in respect of long-term employee benefits other than post-employment benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value, and the fair value of any related assets is deducted. The obligation is measured on the basis of an annual independent actuarial valuation using the projected unit credit method. Remeasurement gains or losses are recognised in consolidated statement of profit and loss in the period in which they arise.

### X. Taxation

Income tax comprises of current and deferred tax. It is recognised in the consolidated statement of profit and loss except to the extent that it relates to an item recognised directly in equity or in OCI.

#### Income taxes

Provision for current tax is calculated on the basis of the Income tax law enacted or substantively enacted at the end of the reporting period.

Income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. Current tax assets and tax liabilities are offset where the Group has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 3 Significant Accounting policies (Contd.)

### X. Taxation (Continued)

#### ***Deferred Taxes***

Deferred tax is provided, on temporary difference arising between the tax bases of the assets and liabilities and their carrying amounts in consolidated financial statements, using tax rates & laws that has been enacted or substantially enacted at the end of the reporting period.

Deferred tax asset is recognized for all deductible temporary differences and unused tax losses only if it is probable that the future tax profits will be available to utilise the same.

Deferred tax is not recognised for all taxable temporary differences between the carrying amount and tax bases of investments in subsidiaries, branches and associates and interest in joint arrangements where it is probable that the differences will not reverse in the foreseeable future.

Minimum Alternate Tax (MAT) eligible for set-off in subsequent years (as per tax laws), is recognised as an asset by way of credit to the Consolidated Statement of Profit and Loss only if there is convincing evidence that sufficient taxable profit will be available against which the unused tax losses or unused tax credits can be utilised by the Group. At each Balance Sheet date, the carrying amount of deferred tax in relation to MAT Credit Entitlement receivable is reviewed to reassure realization.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset the same and when the balances relate to the same taxation authority. Current and deferred tax is recognised in the Consolidated Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity, in which case, the tax is also recognised in other comprehensive income or directly in equity.

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 utilize all or part of the deferred tax asset. 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 available to utilized the deferred tax asset.

The Group offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognised 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.

### XI. Property, plant and equipment

The cost of property, plant and equipment comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, including relevant borrowing costs for qualifying assets. Expenditure incurred after the property, plant and equipment have been put into operation, such as repairs and maintenance, are charged to the consolidated Statement of Profit and Loss in the period in which the costs are incurred. Major shut-down and overhaul expenditure is capitalised as the activities undertaken improves the economic benefits expected to arise from the asset.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in the consolidated Statement of Profit and Loss.

Assets in the course of construction are capitalised in the assets under construction account. At the point when an asset is operating at management's intended use, the cost of construction is transferred to the appropriate category of property, plant and equipment and depreciation commences. Costs associated with the commissioning of an asset and any obligatory decommissioning costs are capitalised where the asset is available for use but incapable of operating at normal levels until a period of commissioning has been completed. Revenue generated from production during the trial period is capitalised.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

### XII. Intangible assets

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

Intangible assets like software, brand and technical know-how which are expected to provide future enduring economic benefits are capitalized as Intangible Assets. "Sintex" Brand of Custom Moulding business acquired pursuant to the Scheme of Arrangement with

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 3 Significant Accounting policies (Contd.)

### XII. Intangible assets (Continued)

indefinite useful lives is carried at cost less accumulated impairment losses, if any.

#### Derecognition of intangible assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset are recognised in the Consolidated Statement of Profit and Loss when the asset is derecognised.

### XIII. Depreciation and amortisation

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation is provided on straight-line method except in case of one subsidiary which provide depreciation on furniture and fixtures, vehicles and office equipment using Written Down Value method (WDV) over the estimated useful lives of the assets as per the useful life prescribed in Schedule II to the Companies Act, 2013 except for plant and machinery. In respect of plant and machinery, the life of the assets has been assessed as under based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support, etc.

When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives.

Intangible assets are amortised over their estimated useful lives on straight line method. The amortization rates used for various intangible assets are as under:

Class of assets	Years
Technical knowhow	5 to 20 years
Software	5 years

Goodwill and Brand have indefinite useful life and hence are not subjected to amortization but tested for impairment annually.

Freehold land is not depreciated. Leasehold land is amortized over the period of the lease, except where the lease is convertible to freehold land under lease agreements at future dates at no additional cost.

The Group reviews the residual value, useful lives and depreciation method annually and, if expectations differ from previous estimates, the change is accounted for as a change in accounting estimate on a prospective basis.

Depreciation on the tangible fixed assets of the Holding Company and its subsidiaries has been provided as per the estimated useful life of such assets as follows:

Class of assets	Years
Buildings	15 to 60 years
Plant and machinery	03 to 40 years
Furniture and fixtures	3 to 10 years
Vehicles and aircrafts	5 to 10 years
Office equipment	3 to 10 years

### XIV. Impairment

#### *i Impairment of financial instruments*

The Group recognises loss allowances for expected credit losses on:

- financial assets measured at amortised cost; and
- financial assets measured at FVOCI- debt investments.

At each reporting date, the Group assesses whether financial assets carried at amortised cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or being past due for 90 days or more;
- the restructuring of a loan or advance by the each entity in the Group on terms that such entity would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 3 Significant Accounting policies (Contd.)

### XIV. Impairment (Continued)

The Group measures loss allowances at an amount equal to lifetime expected credit losses, except for bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition, which are measured as 12 month expected credit losses.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument. Twelve months expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Group is exposed to credit risk. When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and including forward-looking information.

#### **Measurement of expected credit losses**

Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Group in accordance with the contract and the cash flows that the Group expects to receive).

#### **Presentation of allowance for expected credit losses in the balance sheet.**

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

#### **i. Impairment of non-financial assets**

The Group's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

The Group's corporate assets (e.g., central office building for providing support to various CGUs) do not generate independent cash inflows. To determine impairment of a corporate asset, recoverable amount is determined for the CGUs to which the corporate asset belongs.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired. An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the consolidated statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

In respect of other assets for which impairment loss has been recognised in prior periods, the Group reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

### XV. Inventories

Inventories includes raw materials, finished goods, work-in-progress and stores and spares. Inventories are stated at the lower of cost and net realisable value. Costs of inventories comprises of cost of purchase, cost of conversion and other costs including manufacturing overheads incurred in bringing them to their respective present location and condition. Cost of raw materials, traded goods and stores and spares are ascertained on weighted average basis. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

### XVI. Provisions, Contingent Liabilities and Contingent Assets

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 3 Significant Accounting policies (Contd.)

### XVI. Provisions, Contingent Liabilities and Contingent Assets (Continued)

The unwinding of the discount is recognised as finance cost. Expected future operating losses are not provided for.

When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the consolidated Statement of Profit and Loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discontinued using a current pretax rate that reflects, when appropriate, the risk specific the liability. When discounting is used, the increase in the provision due to passage of time is recognized as finance cost in the consolidated Statement of Profit and Loss as a finance cost. The estimated future costs of decommissioning are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied are added to or deducted from the cost of the asset.

Contingent liabilities are not recognized in the consolidated financial statements but are disclosed by way of notes to accounts unless the possibility of an outflow of economic resources is considered remote. Contingent assets are not recognized in consolidated financial statements. However, the same is disclosed, where an inflow of economic benefit is probable.

### XVII. Cash and cash Equivalents

Cash and cash equivalents comprise cash and deposits with banks and corporations and bank overdrafts. The Group considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

### XVIII. Segment Reporting

The Chief Operational Decision Maker (CODM) monitors the operating results of its business segments separately for the purpose of making decisions about resource allocation and performance assessment. Operating segments are reported in a manner consistent with the internal reporting provided to the CODM.

The Group primarily operates in the two segment i.e Custom Moulding Business (CM) & Infra, prefab & other business (IPB). The Managing Director of the Group allocate resources and assess the performance of the Group; thus, he is Chief Operating Decision Maker (CODM). The CODM monitors the operating results of the Group in two business segments i.e. CM and IPB.

### XIX. Financial Instruments

#### i Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised by each entity in the Group when it becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue.

#### ii Classification and subsequent measurement

##### Financial assets

On initial recognition, a financial asset is classified as measured at

- amortised cost;
- FVOCI – debt investment;
- FVOCI – equity investment; or
- FVTPL

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Group changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A financial asset is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

At present, the Group does not have investments in any debt securities classified as FVOCI.

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment-by-investment basis.



# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI or at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

## **Financial assets: Business model assessment**

The Group makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the each entity's management in the Group;;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Group's continuing recognition of the assets.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

## **Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest.**

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the each entity in the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Group considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable interest rate features;
- prepayment and extension features; and
- terms that limit the Group's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual paramount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

## **Financial assets: Subsequent measurement and gains and losses**

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.
Financial assets at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.
Equity investments at FVOCI	These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss.
FVTOCI	Assets continue to be measured at fair value. Cumulative gain or loss previously recognized in OCI is reclassified to P&L at the reclassification date.

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## ***Financial liabilities: Classification, subsequent measurement and gains and losses***

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in consolidated statement of profit and loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in consolidated statement of profit and loss. Any gain or loss on derecognition is also recognised in consolidated statement of profit and loss.

## ***iii. Derecognition***

### ***Financial assets***

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Group enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

### ***Financial liabilities***

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Group also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in consolidated statement of profit and loss.

## ***iv. Offsetting***

Financial assets and financial liabilities are offset and the net amount presented in the consolidated balance sheet when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

## **XX. Standard issued not yet effective**

Following are the new standards and amendments to existing standards (as notified by Ministry of Corporate Affairs (MCA) on 30<sup>th</sup> March, 2019) which are effective for annual period beginning after 1<sup>st</sup> April, 2019. The Group intends to adopt these standards or amendments from the effective date.

### ***Ind AS 116 – Leases:***

Ind AS 116 Leases replaces existing lease accounting guidance i.e. Ind AS 17 Leases. It sets out principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases, except short-term leases and leases for low-value items, under a single on-balance sheet lease accounting model. A lessee recognises a right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. Lessor accounting largely unchanged from the existing standard – i.e. lessors continue to classify leases as finance or operating leases.

Based on the preliminary assessment, the Group does not expect any significant impacts on transition to Ind AS 116. This assessment is based on currently available information and may be subject to changes arising from further reasonable and supportable information when the standard will be adopted. The quantitative impacts would be finalised based on a detailed assessment which has been initiated to identify the key impacts along with evaluation of appropriate transition options.

There are no other standards, changes in standards and interpretations that are not in force up to reporting period that the Company expects to have a material impact arising from its application in its financial statements.

### ***Amendments to existing Ind AS***

The following amendments to existing standards are not expected to have a significant impact on the Group's financial statements. This assessment is based on currently available information and may be subject to changes arising from further reasonable and supportable information being made available to the Group when it will adopt the respective amended standards.

- 1) Amendment to Ind AS 12 Income Taxes
- 2) Amendment to Ind AS 19 Employee Benefits
- 3) Amendment to Ind AS 28 Investments in Associate and Joint Ventures
- 4) Amendment to Ind AS 23 Borrowing Costs
- 5) Amendment to Ind AS 28 Investments in Associate and Joint Ventures
- 6) Amendment to Ind AS 103 Business Combinations
- 7) Amendment to Ind AS 109 Financial Instruments
- 8) Amendment to Ind AS 111 Joint Arrangements



# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 4. Property, plant and equipment

(Currency: Indian Rupees in Crores)

Particulars	Freehold land	Leasehold land	Buildings	Plant and equipments	Furniture & Fittings	Vehicles	Total
<b>At Cost</b>							
Balance at 01 April 2017 (as restated)	84.45	4.98	537.56	4,473.15	55.69	19.69	5,175.52
Additions	0.64	-	90.76	227.28	2.67	4.24	325.59
Disposals	(0.80)	-	(25.80)	(335.88)	(31.96)	(3.65)	(398.10)
Translation exchange differences	2.07	-	53.45	145.72	8.50	2.08	211.83
Balance at 31 March 2018	86.36	4.98	655.97	4,510.27	34.90	22.36	5,314.84
Balance at 01 April 2018 (as restated)	86.36	4.98	655.97	4,510.27	34.90	22.36	5,314.84
Additions	1.37	0.06	9.83	197.50	4.47	3.21	216.44
Disposals	(0.45)	-	(0.83)	(19.28)	(0.91)	(3.56)	(25.03)
Translation exchange differences	(0.54)	-	(14.05)	(41.77)	(1.05)	(0.59)	(58.00)
<b>Balance at 31 March 2019</b>	<b>86.74</b>	<b>5.04</b>	<b>650.92</b>	<b>4,646.72</b>	<b>37.41</b>	<b>21.42</b>	<b>5,448.25</b>

### Accumulated depreciation

Balance at 01 April 2017 (as restated)	-	0.11	194.14	819.26	49.14	11.35	1,074.00
Depreciation for the year	-	0.05	26.29	204.27	2.10	3.65	236.36
Disposals	-	-	(15.26)	(162.94)	(30.26)	(3.12)	(211.58)
Translation exchange differences	-	-	59.49	113.75	7.93	1.72	182.89
Balance at 31 March 2018	-	0.16	264.66	974.34	28.91	13.60	1,281.67
Balance at 01 April 2018 (as restated)	-	0.16	264.66	974.34	28.91	13.60	1,281.67
Depreciation for the year	-	0.05	25.07	183.58	2.58	3.43	214.71
Disposals	-	-	(0.47)	(19.28)	(0.87)	(1.74)	(22.36)
Translation exchange differences	-	-	(6.77)	(40.86)	(1.03)	(0.51)	(49.16)
<b>Balance at 31 March 2019</b>	<b>-</b>	<b>0.21</b>	<b>282.49</b>	<b>1,097.78</b>	<b>29.59</b>	<b>14.78</b>	<b>1,424.86</b>

### Carrying amounts (net)

At 01 April 2017	84.45	4.87	343.42	3,653.89	6.55	8.34	4,101.52
At 31 March 2018	86.36	4.82	391.31	3,535.93	5.99	8.76	4,033.17
At 31 March 2019	86.74	4.83	368.43	3,548.94	7.82	6.64	4,023.39

### A. Security

Refer note 19 for the property, plant and equipment which are subject to charge.

### B. Commitments

For capital commitments made by the Group as at the balance sheet date, see note 41.

### Notes:

- (i) The Holding Company and its subsidiaries evaluates impairment losses on the items of property, plant and equipment whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. If such assets are considered to be impaired, the impairment loss is then recognised for the amount by which the carrying amount of the assets exceeds its recoverable amount, which is the higher of an asset's net selling price and value in use. For the purpose of assessing impairment, assets are grouped at the smallest level for which there are separately identifiable cash flows. The Management has reviewed the recoverability of the assets and has concluded that no indication of impairment exists and hence, no impairment of asset is required.

### (ii) Leased Assets

One of the subsidiary company of the Group has obtained leasehold land for lease term of 95/99 Years.

### (iii) Contractual obligations

Refer Note 41 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

- (iv) Borrowing costs are capitalised in case of qualifying assets in accordance with Ind AS 23 'Borrowing Costs'. The Group has capitalised Rs. 23.62 crores (2017-18 - Rs. (2.72) crores) as forex loss / (gain) on long term borrowing in accordance with the option obtained under para D13AA of Ind AS 101.

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 5. Capital work-in-progress

(Currency: Indian Rupees in Crores)

Particulars	Amount
<b>Cost (gross carrying amount)</b>	
Balance at 01 April 2017 (as restated)	25.04
Additions	1.50
Adjustment	-
Assets capitalised during the year	(2.63)
Balance at 31 March 2018	23.91
Balance at 01 April 2018 (as restated)	23.91
Additions	68.99
Adjustment	0.00
Assets capitalised during the year	(2.79)
<b>Balance at 31 March 2019</b>	<b>90.12</b>
<b>Carrying amounts (net)</b>	
At 01 April 2017	25.04
At 31 March 2018	23.91
<b>At 31 March 2019</b>	<b>90.12</b>

### Capital work-in-progress

The Holding Company and its subsidiaries has acquired various assets at various locations, which are not ready for intended use by management as at reporting date. These assets includes various items of plant and machinery and vehicles. Borrowing costs are capitalised in case of a qualifying asset in accordance with Ind AS 23 "Borrowing costs".

## 6. Goodwill

(Currency: Indian Rupees in Crores)

Particulars	Goodwill	Goodwill on consolidation	Total
<b>At Cost</b>			
Balance at 01 April 2017 (as restated)	76.05	107.67	183.72
Additions	17.18	-	17.18
Disposals	(0.20)	(18.09)	(18.28)
Translation exchange differences	(0.10)	14.45	14.35
Balance at 31 March 2018	92.93	104.04	196.97
Balance at 01 April 2018 (as restated)	92.93	104.04	196.97
Additions	0.39	-	0.39
Disposals	(1.03)	-	(1.03)
Translation exchange differences	(1.09)	(3.77)	(4.86)
<b>Balance at 31 March 2019</b>	<b>91.20</b>	<b>100.27</b>	<b>191.47</b>
<b>Carrying amounts (net)</b>			
At 01 April 2017	76.05	107.67	183.72
At 31 March 2018	92.93	104.04	196.97
<b>At 31 March 2019</b>	<b>91.20</b>	<b>100.27</b>	<b>191.47</b>

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 7. Other intangible assets

(Currency: Indian Rupees in Crores)

Particulars	Technical knowhow	Computer software	Brand value	Total
<b>At Cost</b>				
Balance at 01 April 2017 (as restated)	9.72	38.23	1,500.00	1,547.95
Additions	1.15	9.33	-	10.48
Disposals	-	(7.38)	-	(7.38)
Translation exchange differences	-	4.59	-	4.59
Balance at 31 March 2018	10.87	44.77	1,500.00	1,555.65
Balance at 01 April 2018 (as restated)	10.87	44.77	1,500.00	1,555.65
Additions	-	5.94	-	5.94
Disposals	-	(0.21)	-	(0.21)
Translation exchange differences	0.02	(1.28)	-	(1.26)
Balance at 31 March 2019	<b>10.89</b>	<b>49.22</b>	<b>1,500.00</b>	<b>1,560.11</b>
<b>Accumulated amortisation</b>				
Balance at 01 April 2017 (restated, refer note 51)	1.38	24.09	-	25.48
Amortisation for the year	0.86	3.87	-	4.73
Disposals	-	(3.84)	-	(3.84)
Translation exchange differences	-	3.65	-	3.65
Balance at 31 March 2018	2.24	27.77	-	30.01
Balance at 01 April 2018 (as restated)	2.24	27.77	-	30.01
Amortisation for the year	0.92	5.90	-	6.81
Disposals	-	(0.17)	-	(0.17)
Translation exchange differences	-	(1.08)	-	(1.08)
Balance at 31 March 2019	<b>3.16</b>	<b>32.42</b>	<b>-</b>	<b>35.58</b>
<b>Carrying amounts (net)</b>				
At 01 April 2017	8.34	14.14	1,500.00	1,522.48
At 31 March 2018	8.63	17.00	1,500.00	1,525.64
At 31 March 2019	<b>7.74</b>	<b>16.80</b>	<b>1,500.00</b>	<b>1,524.54</b>

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 8. Investments

(Currency: Indian Rupees in Crores)

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)	01 April 2017 (Restated - refer note 50)
<b>A Non-current investments</b>			
<b>Unquoted</b>			
- Equity investments [refer note A(i)]	-	-	58.06
<b>Total non-current investments</b>	-	-	<b>58.06</b>
<b>B Current investments</b>			
<b>Unquoted</b>			
- Mutual funds [refer note B(i)]	0.19	2.44	202.82
<b>Total current investments</b>	<b>0.19</b>	<b>2.44</b>	<b>202.82</b>
Total	0.19	2.44	260.88

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)	01 April 2017 (Restated - refer note 50)
<b>A Non-current investments</b>			
<b>Unquoted</b>			
<b>(i) Equity investments at FVTOCI</b>			
<b>Considered good</b>			
Zillion Infraprojects Private Limited	-	-	58.06
	-	-	58.06

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)	01 April 2017 (Restated - refer note 50)
<b>B Current investments</b>			
<b>Unquoted</b>			
<b>(i) Mutual fund valued at FVTPL</b>			
BNP Paribas Equity Fund - Growth	0.06	0.05	0.05
Franklin India Smaller Companies Fund - Growth	0.06	0.07	0.06
ICICI Prudential Value Discovery Fund - Growth	-	0.08	0.07
L&T India Value Fund - Growth	0.07	0.07	0.06
Reliance Banking Fund-Growth	-	0.08	0.08
Mutual Funds held by foreign subsidiaries outside India	-	2.09	202.50
	0.19	2.44	202.82

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 8. Investments (Contd.)

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)	01 April 2017 (Restated - refer note 50)
<b>Number of shares (uquoted)</b>			
Zillion Infraprojects Private Limited	-	-	3,056,093.00
<b>Number of units in mutual funds</b>			
<b>Current</b>			
BNP Paribas Equity Fund - Growth	6,574.83	6,574.83	6,574.83
Franklin India Smaller Companies Fund - Growth	11,759.82	11,759.82	11,759.82
ICICI Prudential Value Discovery Fund - Growth	-	5,528.94	5,528.94
L&T India Value Fund - Growth	18,090.19	18,090.19	18,090.19
Reliance Banking Fund-Growth	-	3,483.30	3,483.30
Mutual funds held by foreign subsidiaries outside India	-	454.00	79,724.32

## 9. Loans

(₹ in Crores)

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)	01 April 2017 (Restated - refer note 50)
<b>Non-current</b>			
Security deposits and earnest money deposits	363.98	303.21	336.35
Other loans	-	0.04	1.19
	363.98	303.25	337.54
<b>Current</b>			
Loan recoverable considered good	96.88	63.91	31.01
	96.88	63.91	31.01
<b>Total</b>	<b>460.86</b>	<b>367.16</b>	<b>368.55</b>

## 10. Other financial assets\*

(₹ in Crores)

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)	01 April 2017 (Restated - refer note 50)
<b>Non-current</b>			
Margin money deposit - (With original maturity of more than 12 months)**	2.06	-	-
	2.06	-	-
<b>Current</b>			
Receivable against gratuity and leave encashment	-	0.24	-
	-	0.24	-
<b>Total</b>	<b>2.06</b>	<b>0.24</b>	<b>-</b>

\* Refer note 44 - Financial Instruments, fair values and rest measurement

\*\* Deposit being marked as lien against bank guarantees.

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 11. Non current tax assets (net)

(Currency: Indian Rupees in Crores)

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)	01 April 2017 (Restated - refer note 50)
<b>Non-current</b>			
Advance tax (net of provisions)	217.72	167.29	91.43
<b>Total</b>	<b>217.72</b>	<b>167.29</b>	<b>91.43</b>

## 12. Other assets

(Currency: Indian Rupees in Crores)

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)	01 April 2017 (Restated - refer note 50)
<b>Non-current</b>			
Advances for sale of property, plant and equipments	2.49	2.26	2.89
Balances with government authorities	-	0.11	0.15
Others	0.40	0.15	0.45
	<b>2.89</b>	<b>2.52</b>	<b>3.49</b>
<b>Current</b>			
Advance to suppliers			
Considered good	253.92	165.67	300.52
Considered doubtful	2.83	2.83	2.17
Less:- Provision for doubtful advances	(2.83)	(2.83)	(2.17)
Prepaid expenses	19.88	19.66	17.80
Balances with government authorities	17.11	34.39	24.04
Export incentives receivables	1.27	1.08	0.46
Unbilled revenue	0.85	1.05	-
Others	3.73	0.53	0.15
	<b>296.76</b>	<b>222.38</b>	<b>342.97</b>
<b>Total</b>	<b>299.65</b>	<b>224.90</b>	<b>346.46</b>

## 13. Inventories (At lower of cost and net realisable value)

(Currency: Indian Rupees in Crores)

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)	01 April 2017 (Restated - refer note 50)
(a) Raw materials	281.44	269.39	241.03
(b) Work in progress	35.91	37.30	33.49
(c) Finished goods	338.29	319.26	193.35
(d) Trading goods	1.72	3.49	61.04
(e) Stores and spares	7.34	48.38	8.95
<b>Total</b>	<b>664.70</b>	<b>677.82</b>	<b>537.86</b>

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 14. Trade receivables (Unsecured, unless otherwise stated)

(Currency: Indian Rupees in Crores)

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)	01 April 2017 (Restated - refer note 50)
<b>Current</b>			
Trade receivables considered good	984.17	908.23	1,219.65
Trade receivables considered doubtful	15.49	22.00	19.64
	999.66	930.23	1,239.29
Less: allowance for doubtful debts	(28.90)	(31.49)	(22.68)
<b>Total</b>	<b>970.76</b>	<b>898.74</b>	<b>1,216.61</b>

\* Refer note 44 - Financial instruments, fair values and risk measurement for group's exposure to credit risk, currency risk and loss allowances related to trade receivables

Borrowings are secured against above trade receivables. Refer note 19 for details.

### Allowance for doubtful debts

Movement in allowance for doubtful debt :

<b>Balance at the beginning of the year</b>	(31.49)	(22.68)	(22.68)
Add : Allowance for the year	(2.91)	(8.81)	-
Less : Bad debts written back	5.50	-	-
<b>Balance at the end of the year</b>	<b>(28.90)</b>	<b>(31.49)</b>	<b>(22.68)</b>

## 15. Cash and cash equivalents

(Currency: Indian Rupees in Crores)

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)	01 April 2017 (Restated - refer note 50)
<b>Balance with banks</b>			
In current account	146.80	183.14	124.46
Cheques and drafts in hand	-	-	-
Cash on hand	0.17	0.28	0.45
Deposits with original maturity of less than three months	16.03	288.61	-
<b>Total</b>	<b>163.00</b>	<b>472.03</b>	<b>124.91</b>

## 16. Other bank balances

(Currency: Indian Rupees in Crores)

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)	01 April 2017 (Restated - refer note 50)
Margin money deposits:			
With original maturity of less than 3 months	0.11	0.08	0.02
With original maturity of more than 3 months but less than 12 months*	7.25	1.68	1.02
Other deposits with original maturity over 3 months but less than 12 months	212.84	234.66	48.47
<b>Total</b>	<b>220.20</b>	<b>236.42</b>	<b>49.51</b>

### Note :

\* Deposit being marked as lien against bank guarantees.

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 17. Share capital

(Currency: Indian Rupees in Crores)

Particulars	31 March 2019		31 March 2018 (Restated - refer note 50)		01 April 2017 (Restated - refer note 50)	
	Numbers	Amount	Numbers	Amount	Numbers	Amount
<b>Authorised share capital</b>						
Equity shares of Rs. 1 (31 <sup>st</sup> March, 2018: Rs. 1, 1 <sup>st</sup> April, 2017: Rs. 1) each	<b>76,00,00,000</b>	<b>76.00</b>	76,00,00,000	76.00	65,00,00,000	65.00
<b>Issued subscribed and paid up</b>						
Equity shares of Rs. 1 (31 <sup>st</sup> March, 2018: Rs. 1, 1 <sup>st</sup> April, 2017: Rs. 1) each	<b>63,10,28,422</b>	<b>63.10</b>	61,45,28,422	61.45	-	-
	<b>63,10,28,422</b>	<b>63.10</b>	61,45,28,422	61.45	-	-

All issued shares are fully paid up.

### Reconciliation of share outstanding at the beginning and at the end of the year

Particulars	31 March 2019		31 March 2018 (Restated - refer note 50)		01 April 2017 (Restated - refer note 50)	
	Numbers	Amount	Numbers	Amount	Numbers	Amount
At the commencement of the year	<b>61,45,28,422</b>	<b>61.45</b>	-	-	-	-
Issuance of equity share as per demerger scheme during the year			55,49,41,700	55.49	-	-
Conversion of FCCB into equity shares during the year	-	-	3,91,53,388	3.92	-	-
Conversion of share warrants into equity shares during the year	<b>1,65,00,000</b>	<b>1.65</b>	2,04,33,334	2.04	-	-
<b>At the end of the year</b>	<b>63,10,28,422</b>	<b>63.10</b>	61,45,28,422	61.45	-	-

### Rights, preferences and restrictions attached to equity shares

The Holding Company has a single class of equity shares. Accordingly, all equity shares rank equally with regard to dividends and share in the Holding Company's residual assets on winding up. The equity shares are entitled to receive dividend as declared from time to time. The voting rights of an equity shareholder on a poll (not on show of hands) are in proportion to his/its share of the paid-up equity share capital of the Holding Company. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable has not been paid. Failure to pay any amount called up on shares may lead to their forfeiture.

31<sup>st</sup> March, 2019: 98,79,829 shares (31<sup>st</sup> March, 2018: 98,79,829 shares) are reserved for issuance towards Foreign Currency Convertible Bonds

### Employee stock options

The Holding Company has received In-principle approval from National Stock Exchange of India Limited on 17<sup>th</sup> October, 2018 and Bombay Stock Exchange of India on 20<sup>th</sup> November, 2018 with respect to maximum of 30,00,000 Employee Stock Options to be granted under the "Sintex Plastics ESOP 2018" to Eligible Employees of the Holding Company and its Subsidiary Company/ies. Nomination and remuneration committee of the Holding Company is yet to decide the employees to whom the options will be granted and hence, no adjustment has been made during the year ended 31<sup>st</sup> March, 2019.

### Particulars of shareholders holding more than 5% shares

Particulars	31 March 2019		31 March 2018		01 April 2017	
	Numbers	% of total share in class	Numbers	% of total share in class	Numbers	% of total share in class
Equity share of Rs. 1 (31 <sup>st</sup> March, 2018: Rs. 1) each fully paid-up held by						
- BVM Finance Private Limited	<b>7,81,03,905</b>	<b>12.38%</b>	7,81,03,905	12.71%	-	0%
- Kolon Investment Private Limited	<b>6,18,77,110</b>	<b>9.81%</b>	6,18,77,110	10.07%	-	0%
- Star Line Leasing Limited	<b>3,86,46,555</b>	<b>6.12%</b>	2,21,46,555	3.60%	-	0%



# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 17. Share capital (Contd.)

**Aggregate number of shares issued for consideration other than cash during the period of five years immediately preceding the reporting date:  
Issuance of equity share as per demerger scheme**

- Pursuant to the Composite Scheme of Arrangement ('the Scheme') between Sintex Industries Limited and Sintex Plastics Technology Limited (the company) and Sintex-BAPL Limited (wholly owned subsidiary of the Company) and Sintex Infra Projects Limited (wholly owned subsidiary of the Company) and their respective shareholders and creditors, the Holding Company has issued 55,49,41,700 equity shares of Rs. 1 each to the equity shareholders of Sintex Industries Limited on 30<sup>th</sup> May, 2017.

- "Sintex Industries Limited (SIL) on 25<sup>th</sup> May, 2016 issued USD 110 million Step Down Convertible Bonds due in 2022 (FCCBs). The FCCBs are convertible at any time on and after 5<sup>th</sup> July 2016 and up to 15 May 2022 into fully paid equity shares with a nominal value of Rs. 1/- at the option of the holder, at an initial conversion price of Rs. 93.8125/- (subsequently changed to Rs. 92.16/-) per share with a fixed rate of exchange on conversion of Rs. 67.4463/- per USD.

In terms of the Composite Scheme of Arrangement approved by Board of Directors on 29<sup>th</sup> September, 2016, if a FCCB holder exercises the option of conversion, Sintex Plastics Technology Limited (SPTL) shall issue corresponding number of equity shares as issued by SIL to such convertible FCCB holder who are allotted equity shares of SIL. The same will be credited to equity share capital and debited to general reserve as prescribed in the Composite Scheme of Arrangement.

Pursuant to the composite scheme of arrangement approved by National Company Law Tribunal on 12<sup>th</sup> May, 2017, the Holding Company shall guarantee the due payment of all sums expressed to be payable by Sintex Industries Limited to the outstanding FCCB holders. In case of payment of any outstanding sum to the outstanding FCCB holder by the Holding Company, Sintex Industries Limited shall, without any further act, instrument, deed, matter or thing, make the payment to the Holding Company as mutually decided by Holding Company and Sintex Industries Limited.

The Holding Company has issued 39,153,388 equity shares of Rs. 1 each to the equity shareholders of SIL on during year ended 31<sup>st</sup> March 2018. There are USD 13.5 Million FCCBs outstanding for conversion as on 31<sup>st</sup> March, 2019. No FCCBs were converted during the year ended 31<sup>st</sup> March 2019."

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 18. Other equity

(Currency: Indian Rupees in Crores)

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)	01 April 2017 (Restated - refer note 50)
Share warrants	-	104.10	-
Capital reserve	228.92	162.39	162.39
Securities premium	507.88	361.77	179.91
Debenture redemption reserve	282.54	218.10	124.07
General reserve	1,861.55	1,798.45	1,743.34
Retained earnings	634.48	623.80	559.57
Foreign currency translation reserve	(4.54)	101.90	121.71
Equity instruments through OCI	-	-	12.19
<b>Total</b>	<b>3,510.83</b>	<b>3,370.51</b>	<b>2,903.18</b>
<b>Share warrants</b>			
At the commencement of the year	104.10	-	-
Add: issue of share warrants	111.38	288.00	-
Less: converted to equity share capital	(1.65)	(2.04)	-
Add: securities premium on conversion of warrants	(146.85)	(181.86)	-
Less: forfeiture of share warrants	(66.97)	-	-
At the end of the year	-	104.10	-
<b>Capital reserve</b>			
At the commencement of the year	162.39	162.39	208.30
Less: restatement of deferred tax liability (refer note 50)	-	-	(45.91)
Less: creation of deferred tax liability	(0.44)	-	-
Add: forfeiture of share warrants	66.97	-	-
At the end of the year	228.92	162.39	162.39
<b>Securities premium</b>			
At the commencement of the year	361.77	179.91	179.91
Add: addition during the year	146.85	181.86	-
Less: Premium utilised for share warrants issue expenses	(0.74)	-	-
At the end of the year	507.88	361.77	179.91
<b>Debenture redemption reserve</b>			
At the commencement of the year	218.10	124.07	124.07
Add: addition during the year from surplus in statement of profit and loss	113.00	107.97	-
Less: transferred to general reserve	(48.56)	(13.95)	-
At the end of the year	282.54	218.10	124.07
<b>General reserve</b>			
At the commencement of the year	1,798.45	1,743.34	1,736.85
Add: Restatement/Reclass (refer note 50)	14.54	45.09	6.49
Less: transferred to equity share capital on conversion of FCCB	-	(3.92)	-
Add: transferred from debenture redemption reserve	48.56	13.95	-
At the end of the year	1,861.55	1,798.45	1,743.34
<b>Retained earnings</b>			
At the commencement of the year	623.80	559.57	843.79
Add:			
Restatement/Reclass (refer note 50)	-	34.17	(284.22)
Profit for the year	94.27	138.24	-
Less:			
Remeasurement of post employment benefit obligation, net of tax	(1.65)	(0.21)	-
Transfer to debenture redemption reserve	(113.00)	(107.97)	-
Other appropriations	31.06	-	-
<b>At the end of the year</b>	<b>634.48</b>	<b>623.80</b>	<b>559.57</b>
<b>Foreign currency translation reserve</b>			
At the commencement of the year	101.90	121.71	(34.93)
Add: Restatement/Reclass (refer note 50)	-	-	156.64
Add: Exchange differences in translating the financial statements of foreign operations	(106.44)	(19.81)	-
<b>At the end of the year</b>	<b>(4.54)</b>	<b>101.90</b>	<b>121.71</b>
<b>Equity instruments through OCI</b>			
At the commencement of the year	-	12.19	0.70
Less: Sale of investment	-	(12.19)	-
Add: Restatement/Reclass (refer note 50)	-	-	11.49
<b>At the end of the year</b>	<b>-</b>	<b>-</b>	<b>12.19</b>

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 19. Borrowings

(Currency: Indian Rupees in Crores)

Particulars	31 March 2019		31 March 20180		1 April 2017	
	Non-current#	Current**	(Restated - refer note 50) Non-current	Current**	(Restated - refer note 50) Non-current/Current**	
<b>Non-current</b>						
Secured						
Debentures (refer note A (i))	1,625.43	39.67	1,793.02	-	696.91	85.00
Term loan from banks (refer note A (ii))	468.01	430.70	786.12	74.94	1,422.92	382.36
Term loan from financial institutions (refer note A (iii))	239.33	25.00	263.67	40.00	65.00	25.00
Unsecured						
Term loan from banks (refer note B (i))	361.27	114.32	407.80	70.43	362.64	12.24
Term loan from financial institutions (refer note B (ii))	29.85	20.14	35.81	19.64	29.86	14.50
Loan from others (refer note B (iii))	2.44	0.46	1.50	1.40	5.09	0.71
<b>Total non-current borrowings</b>	<b>2,726.33</b>	<b>630.29</b>	<b>3,287.92</b>	<b>206.41</b>	<b>2,582.42</b>	<b>519.81</b>
<b>Current</b>						
Secured						
From Bank - loan repayable on demand (refer note C (i))	-	367.17	-	371.89	-	731.89
Unsecured						
From Bank (refer note D (i))	-	-	-	-	-	2.90
From others (refer note D (ii))	-	2.74	-	0.95	-	160.90
<b>Total current borrowings</b>	<b>-</b>	<b>369.91</b>	<b>-</b>	<b>372.84</b>	<b>-</b>	<b>895.69</b>
<b>Total</b>	<b>2,726.33</b>	<b>1,000.20</b>	<b>3,287.92</b>	<b>579.25</b>	<b>2,582.42</b>	<b>1,415.50</b>

\* Refer note - Financial instruments, fair values and risk measurement

\*\* Current portion is reported under "Other current financial liabilities".

# One of the subsidiary company of the group has received confirmations from certain lenders to continue the original repayment schedule as applicable, on 31 March 2019. For the lenders from whom the subsidiary company has not received the confirmation, the management is of the view that they will continue to support the subsidiary company and they will not exercise the right to recall the borrowings, on account of failure of financial covenants.

### Notes:

#### A Non-current borrowings (secured):

##### (i) Debenture referred herein above to the extent of :

- 325 (31 March 2018 : 1125, 1 April 2017 : 1125) 10.70% p.a Secure Redeemable Non-convertible Listed debentures of Rs. 10,00,000/- each are redeemable at par in three equal installments starting payable at the end of 5th, 6th and 7th year from the deemed date of Allotment. (i.e. 11 June 2014). Secured by way of first pari passu charge on the Fixed Assets of the "Infra & Prefab Business" (IPB) of the Group in India excluding Fixed assets of the subsidiary Sintex Prefab and Infra Limited located at Nagpur and Kolkata.
- 865 (31 March 2018 : 1375, 1 April 2017 : 1375) 10.70% p.a Secure Redeemable Non-convertible Listed debentures of Rs. 10,00,000/- each are redeemable at par in three equal installments starting payable at the end of 5th, 6th and 7th year from the deemed date of Allotment. (i.e. 30.09.2014). Secured by way of first pari passu charge on the Fixed Assets of the "Infra & Prefab Business" (IPB) of the Group in India excluding Fixed assets of the subsidiary Sintex Prefab and Infra Limited located at Nagpur and Kolkata.
- 2500 (31 March 2018 : 2500, 1 April 2017 : 2500) 9.41% p.a Secure Redeemable Non-convertible Listed debentures of Rs. 10,00,000/- each are redeemable at par at the end of 5th year from the deemed date of Allotment. (i.e. 08.10.2015). Secured by way of first pari passu charge on the Fixed Assets of "Infra & Prefab Business" (IPB) of the Group in India excluding a) Fixed Assets of Spinning project and b) Fixed assets of the subsidiary Sintex Prefab and Infra Limited located at Nagpur and Kolkata.
- 1,73,344 (31 March 2018 : 173344, 1 April 2017 : NIL) 6.75% p.a Secure Redeemable Non-convertible unlisted debentures of Rs. 10,000/- each are redeemable at par at the end of 36 Months from the Deemed Date of Allotment of the Debentures (from 26.03.2018). Secured by way of first and Exclusive charge on all the Fixed assets of "Infra & Prefab Business" (IPB) of the Group in India, both present and Future till the time Bank (BOB) is Sole Term Lender.
- 2000 (31 March 2018 : 2000 ; 1 April 2017 : 2000) 9.36% p.a Secure Redeemable Non-convertible debentures of Rs. 1,000,000/- each are redeemable at par in three equal installments starting from 27 May 2024. Secured by way of first pari passu charge on the property, plant and equipment's of the Custom Moulding business ("CM") of the Group in India excluding items of property, plant and equipment of subsidiary Sintex-BAPL Limited located at Nagpur and Kolkata.

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 19. Borrowings (Contd.)

- (f) Series A 13000, Series B 13000, Series C 13000 (31 March 2018: Series A 13000, Series B 13000, Series C 13000 ; 1 April 2017 : Nil) 9.25% p.a. unlisted Secured Redeemable Non-convertible debentures of Rs. 100,000/- each are redeemable on 31 December 2020, 31 December 2021 and 31 December 2022 respectively. Secured by way of first pari passu charge on the immovable and movable property, plant and equipment's of Custom Moulding business ("CM") of the Group in India and first ranking exclusive pledge on 100% shareholding of subsidiary Sintex-BAPL Limited, in favor of Trustee
- (g) 55,500 (31 March 2018 : 55,500 ; 1 April 2017 : Nil ) ROI 8% p.a, unlisted Secured Redeemable Non-convertible debentures of Rs. 100,000 each are redeemable 5% at the end of 4th year i.e. 31 March 2022, 5% at the end of 5th year, 15% at the end of 6th year, 15% at the end of 7th year, 20% at the end of 8th year, 20% at the end of 9th year and 20% at the end of 10th year i.e. 31 March 2028 and the overall facility is subject to cap of 19% on XIRR basis. Secured by way of first pari passu charge on the immovable and movable property, plant and equipment's of Custom Moulding business ("CM") of the Group in India and first ranking exclusive pledge on 100% shareholding of subsidiary Sintex-BAPL Limited, in favor of Trustee
- (ii) secured term loans from banks referred herein above to the extent of :**
- (a) Term Loan of Rs. 59.06 crores (31 March 2018 : 80.21 crores, 1 April 2017 : 109.38 are secured by way of First and Exclusive charge on all the Fixed Assets of the subsidiary Sintex Prefab and Infra limited in India, both present and Future till the time Bank is Sole Term Lender. The rate of interest ranges from 5 % to 15.15% p.a.
- (b) Term Loan of Rs 4 crores (31 March 2018: Rs 4 crores) is secured by first charge over entire Current & Movable Fixed Assets of the subsidiary BAPL Rototech Private Limited in India. It is repayable in 12 Equal quarterly Installments of Rs 0.33 crores after a moratorium period of 2 years from date of first disbursement (i.e. August 08, 2017). It carries interest of MCLR + 1.85% (i.e. 10.00%).
- (c) Term loan of Rs. 691.71 crores (31 March 2018 : 650.44 crores, 1 April 2017: 648.40 crores) is secured by way of charge on immovable and movable properties of the subsidiary Sintex Holdings B.V located outside India.. Term Loan bears interest at a rate of 6 months Libor plus 3.55% and will be repaid in two equal installments of USD 50 mln each with first installment due on 8 October 2019 and final installment due on 9 October 2020.
- (d) Term Loans of Rs. 53.54 crores (31 March 2018 : 62.87 crores, 1 April 2017: 201.33 crores) are secured by way of charge on immovable and movable properties of the subsidiary Sintex NP SAS located outside India. The rate of interest ranges from 0.22% to 5.64% p.a.
- (e) Loan of Rs.16.53 crores (31 March 2018: Rs. 33.05 crores ; 1 April 2017 : 49.58 crores) is originally repayable in 24 quarterly installment, 2 of Rs.5.36 crores each and 22 of Rs.4.13 crores each starting from 1 April 2013 to 30 December 2019. The loan is secured by first charge both present and future on entire property, plant and equipment's of the "Custom Moulding Business" of the Group in India and second charge both present and future on all current assets of the subsidiary Sintex-BAPL Limited. Rate of interest ranges from 9.5% p.a - 9.95% p.a.
- (f) "Loan of Rs. 6.56 crores (31 March 2018: Rs. 10.31 crores ; 1 April 2017 : 14.06) is repayable in 16 quarterly installments of Rs. 0.94 crores each, starting 30 December 2016 to 30 September 2020. Loan of Rs. Nil ( 31 March 2018: Nil ; 1 April 2017: Rs. 31.8019 crores ) is repayable in 16 quarterly installment, 4 of Rs. 1.00 crores each, 4 of Rs. 2.00 Crores each and 8 of Rs. 3.50 Crores each starting from 30 June 2016 to 31 March 2020. The loan is secured by first charge both present and future on entire property, plant and equipment's of the "Custom Moulding Business" (CM) of the Group in India and second charge both present and future on all current assets of the subsidiary Sintex-BAPL Limited. Rate of interest ranges from 9.5% p.a - 9.95% p.a."
- (g) Loan of Rs. 25.51 crores (31 March 2018: Rs. 25.51 crores ; 1 April 2017 Rs. 15 crores ) is repayable in 16 quarterly installments of Rs. 1.59 crores each, starting from 2 May 2019 to 2 February 2023. The loan is secured by first charge both present and future on entire property, plant and equipment's of the "Custom Moulding Business"(CM) of the Group in India and second charge on all present and future current assets of the subsidiary Sintex-BAPL Limited. Rate of interest ranges from 8.95% p.a - 9.60% p.a.
- (h) Loan of Rs. 40 crores (31 March 2018 : Nil ; 1 April 2017 ; Nil) is repayable in 12 quarterly installment commencing from 30 April 2019 at the rate of interest of 10.30%. The loan is secured by first pari passu charge over all the present and future current assets of the "Custom Moulding Business"(CM) of the Group in India. The first four installments are of Rs.2 crores each, next four installments are of Rs. 2.4 crores each and last four installments of Rs.5.6 cores each.
- (i) Term loan of Rs. 22.92 crores (31 March 2018: Rs. Nil ; 1 April 2017 : Rs. Nil ) from Yes Bank payable in 12 quarterly equal installments of Rs. 2.08 crores commencing from 25 January 2019 at the rate of interest of 10.65%.The loan is secured by first pari passu charge over all the current assets of the subsidiary Sintex-BAPL Limited.
- (j) Term loan of Rs. Nil (31 March 2018 : Nil ; 1 April 2017: Rs.778.07 Crores) Secured by first pari-passu charge on all the present and future property, plant and equipment's of the "Custom Moulding Business"(CM) of the Group in India . Repayable in three equal annual installments at the end of 5th, 6th and 7th year i.e. starting from 14 December 2017 till 14th December 2019. Rate of interest ranges from 9.00% p.a. 9.25% p.a.

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## (iii) secured term loans from financial institutions referred herein above to the extent of :

- (a) ABFL Long term working capital Loan of Rs. 25 crores (31 March 2018 : 65 crores, 1 April 2017 : 90 cr are secured by way of Subservient charge on Assets of the subsidiary Sintex Prefab and Infra limited in India. The rate of interest ranges from 5 % to 12.15% % p.a.
- (b) Loan of Rs. 245 crores (31 March 2018: Rs.245 crores ; 1 April 2017 : Nil), ROI 8% p.a., is repayable 5% at the end of 4th year i.e. 31 March 2022, 5% at the end of 5th year ,15% at the end of 6th year ,15% at the end of 7th year ,20% at the end of 8th year , 20% at the end of 9th year and 20% at the end of 10th year i.e. 31 March 2028 and the overall facility is subject to cap of 19% p.a. on XIRR basis. Secured by way of first pari passu charge on the immovable and movable property, plant and equipment's of the "Custom Moulding Business" (CM) of the Group in India, demand promissory note and first ranking exclusive pledge on 100% shareholding of the subsidiary Sintex-BAPL Limited, in favor of Trustee

## B Non-current borrowings (un-secured):

### (i) Un-secured term loans from banks referred herein above to the extent of :

- (a) Term Loan from various banks Rs. 109.38 crores (31 March 2018 : 125.62 crores, 1 April 2017: 24.60 crores) are secured by way of charge on immovable and movable properties of the subsidiary Sintex NP SAS located outside India . Term Loans are in EUR & the rate of interest ranges from 0.22% to 5.04% p.a. The rate of interest ranges from 0.60% to 3.40% p.a.
- (b) Term loan of Rs. 172.93 crores (31 March 2018 : Rs. 162.60 crores ; 1 April 2017 : 158.54 crore) from ADCB Bank payable in 2 yearly equal installment commencing from 5 April 2021 at the rate of interest of 6 month Libor + 3%.
- (c) Term loan of Rs. 181.57 crores (31 March 2018: Rs. 195.12 crores ; 1 April 2017 : 191.73 crore) from HDFC Bank payable in 8 half yearly installment commencing from 21 November 2018 till 20 May 2022 at the rate of interest of 6 month Libor + 3.4%.

### (ii) Un-secured term loans from financial institution referred herein above to the extent of :

- (a) Term Loan from various financial institutions Rs. 50.00 crores (31 March 2018 : 55.46 crores, 1 April 2017: 46.65 crores) of the foreign subsidiary Sintex NP SAS. The rate of interest ranges from 0.60% to 3.40% p.a.

### (iii) Un-secured term loans from others referred herein above to the extent of :

- (a) Loan from others of Rs. 2.35 crores (31 March 2018 : 2.89 crores, 1 April 2017: 3.71 crores) of the foreign subsidiary Sintex NP SAS. The rate of interest ranges from 0.60% to 3.40% p.a.
- (b) Loan from others of Rs. Nil (31 March 2018 : Nil, 1 April 2017: 2.09 crores) of the foreign subsidiary Sintex Wausaukee Inc. The rate of interest ranges from 1% to 5% p.a.

## C Current borrowings (secured):

### (i) Loans from the banks repayable on demand referred herein above to the extent of:

- (a) Working capital loan of Rs 367.17 crores (31 March 2018 : 370.42 ; 1 April 2017: Rs. 344.05 crores) payable on demand at the rate of interest of 9.65% to 11.7% . The loan is secured by First pari passu charge on the current assets of the subsidiary Sintex-BAPL Limited.
- (b) Working Capital Loan of Rs Nil (31 March 2018 : 1.47 crores, 1 April 2017: Nil) payable on demand at the rate of interest of 10%. The loan is secured by first charge over entire Current & Movable Fixed Assets of a subsidiary in India i.e. BAPL Rototech Private Limited.
- (c) Working Capital Loan of Rs Nil (31 March 2018 : Nil , 1 April 2017: 9.84 crores) payable on demand at the rate of interest of 10%. The loan is secured by first charge over entire current Assets of a subsidiary outside India i.e. Sintex Wausaukee Inc.
- (d) Working capital loan of Rs Nil (31 March 2018 : Nil ; 1 April 2017: Rs. 378.00 crores) payable on demand at the rate of interest of 9 % to 12% The loan is secured by First pari passu charge on the current assets of the subsidiary Sintex prefab and Infra Limited

## D Current borrowings (un-secured):

### (i) Un-secured loans from banks referred herein above to the extent of :

- (a) Loan of Rs. Nil (31 March 2018 : Nil ; 1 April 2017: Rs. 2.90 Crores) payable on demand at the rate of interest 8.5% p.a.

### (ii) Un-secured current borrowings from others referred herein above to the extent of :

- (a) Loan of Rs. 1.61 crores (31 March 2018 : Nil ; 1 April 2017: Rs. 160 Crores ) payable on demand at the rate of interest 9% p.a..
- (b) Interest free working capital loan of Rs 0.95 crores (31 March 2018: Rs. 0.95 crores, 01 April 2017: Rs. 0.90 crores) from Sintex Industries Limited payable on demand.
- (c) Interest free working capital loan of Rs. 0.18 crores (31 March 2018 : Nil ; 1 April 2017: Rs. Nil ) payable on demand

# Notes to the Consolidated Financial Statements

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## 20. Other financial liabilities

(Currency: Indian Rupees in Crores)

Particulars	31 March 2019	"31 March 2018 (Restated - refer note 50)"	"01 April 2017 (Restated - refer note 50)"
<b>Non-Current</b>			
Interest accrued but not due on borrowings	74.70	13.80	-
Security deposits taken	121.12	91.92	225.11
	<b>195.82</b>	<b>105.72</b>	<b>225.11</b>
<b>Current</b>			
Current maturities of long-term borrowings	630.29	206.41	519.81
Interest accrued but not due on borrowings	47.75	42.78	55.95
Interest accrued and due on borrowings	0.44	0.59	-
Security deposits taken	9.18	8.40	7.55
Acceptances and other trade arrangements	126.40	112.98	93.80
Accrued payables	50.52	45.73	5.16
Arrears of dividend preference shares	17.60	17.60	17.60
Other payables (including for capital goods and services)	33.59	13.89	7.17
	<b>915.77</b>	<b>448.38</b>	<b>707.04</b>
<b>Total</b>	<b>1,111.59</b>	<b>554.10</b>	<b>932.15</b>

\* Refer note 45 - Financial instruments, fair values and risk measurement

## 21. Provisions

Particulars	31 March 2019	"31 March 2018 (Restated - refer note 50)"	"01 April 2017 (Restated - refer note 50)"
<b>Non-current</b>			
Provision for gratuity (refer note 38)	12.17	7.54	5.00
Provision for leave encashment (refer note 38)	10.50	8.25	7.84
	<b>22.67</b>	<b>15.79</b>	<b>12.84</b>
<b>Current</b>			
Provision for gratuity (refer note 38)	2.12	1.70	1.53
Provision for leave encashment (refer note 38)	1.90	2.79	0.69
Provision for pension liability	126.57	134.53	101.32
Provision - others	55.95	57.30	38.02
	<b>186.54</b>	<b>196.32</b>	<b>141.56</b>
<b>Total</b>	<b>209.21</b>	<b>212.11</b>	<b>154.40</b>

## 22. Trade payables

Particulars	31 March 2019	"31 March 2018 (Restated - refer note 50)"	"01 April 2017 (Restated - refer note 50)"
Payables to micro and small enterprises	21.08	3.55	1.44
Other trade payables	535.18	616.85	832.06
<b>Total</b>	<b>556.26</b>	<b>620.40</b>	<b>833.50</b>

## 23. Other liabilities

Particulars	31 March 2019	"31 March 2018 (Restated - refer note 50)"	"01 April 2017 (Restated - refer note 50)"
<b>Current</b>			
Customer advances	58.54	75.24	136.55
Security deposits taken	-	-	0.18
Other liabilities	19.92	49.92	72.54
Statutory liability	32.49	20.66	12.65
<b>Total</b>	<b>110.95</b>	<b>145.82</b>	<b>221.92</b>

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 24. Tax liabilities (net)

(Currency: Indian Rupees in Crores)

Particulars	31 March 2019	"31 March 2018 (Restated - refer note 50)"	"01 April 2017 (Restated - refer note 50)"
<b>Current</b>			
Provision for tax (net of advance tax)	2.26	0.89	16.55
<b>Total</b>	<b>2.26</b>	<b>0.89</b>	<b>16.55</b>

## 25. Revenue from operations

Particulars	31 March 2019	"31 March 2018 (Restated - refer note 50)"
<b>Sale of products (including excise duty)</b>		
Finished goods*	4,125.31	4,989.14
Traded goods	354.72	289.90
<b>Sale of services</b>	<b>279.97</b>	<b>304.88</b>
	4,760.00	5,583.92
Less: Commission on sales	50.53	49.21
	4,709.47	5,534.71
<b>Other operating revenue</b>		
Scrap sales	1.48	1.25
	1.48	1.25
<b>Total</b>	<b>4,710.95</b>	<b>5,535.96</b>

\* includes revenue from sale of goods amounting to Rs. 69.72 crores on account of bill and hold transactions of one subsidiary company. The subsidiary company retains physical possession of these goods as on balance sheet date due to constraint of space at customer's location and arrangement of transporter. The goods were ready as on the balance sheet date and the same cannot be used by any other customers as the same were manufactured basis the specific requests from the customers. The same can be identified separately from other goods lying in the factory as on the balance sheet. Further, the subsidiary company has received the confirmation from the customers that they bear the risk and reward of those goods as on 31 March 2019.

## 26. Other income

Particulars	31 March 2019	"31 March 2018 (Restated - refer note 50)"
<b>Interest income</b>		
- on deposits with banks	16.00	7.78
- from others	4.64	-
Profit on sale of items of property, plant and equipment	22.16	7.01
Gain arising on financial assets measured at FVTPL	-	3.46
Net gain on account of foreign exchange fluctuations	5.06	25.94
Bad debts written back	5.50	-
Liabilities no longer payables written back	0.06	4.27
Other non-operating income	19.28	16.08
<b>Total</b>	<b>72.70</b>	<b>64.54</b>

## 27. Cost of material consumed

Particulars	31 March 2019	"31 March 2018 (Restated - refer note 50)"
Inventory of materials at the beginning of the year	269.39	241.03
Add: Purchases during the year	2,276.49	3,146.80
Less: Inventory of materials at the end of the year	281.44	269.39
<b>Total</b>	<b>2,264.44</b>	<b>3,118.44</b>

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 28. Purchase of stock-in-trade

(Currency: Indian Rupees in Crores)

Particulars	31 March 2019	"31 March 2018 (Restated - refer note 50)"
Electrical and plastic items	220.96	202.52
<b>Total</b>	<b>220.96</b>	<b>202.52</b>

## 29. Changes in inventories of finished goods and trading goods

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)
<b>Inventories at the end of the year:</b>		
Finished goods	338.29	319.26
Work in progress	35.91	37.30
Stock in trade	1.72	3.49
	<b>375.92</b>	<b>360.05</b>
<b>Inventories at the beginning of the year:</b>		
Finished goods	319.26	193.35
Work in progress	37.30	33.49
Stock in trade	3.49	61.04
	<b>360.05</b>	<b>287.88</b>
Less : exchange differences (net)	6.89	37.98
<b>Total</b>	<b>(22.76)</b>	<b>(110.15)</b>

## 30. Employee benefits expense

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)
Salaries, wages and bonus	613.33	541.27
Contribution to gratuity, provident fund and other funds	9.61	9.88
Staff welfare expenses	174.01	152.78
<b>Total</b>	<b>796.95</b>	<b>703.93</b>

## 31. Finance costs

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)
<b>Interest on borrowings</b>		
- to banks	131.58	95.74
- to others	37.64	55.44
Interest on debentures	145.65	98.54
Other borrowing costs	22.65	54.73
<b>Total</b>	<b>337.52</b>	<b>304.45</b>

## 32. Depreciation and amortisation expense

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)
Depreciation of property, plant and equipments	214.71	236.36
Amortisation of other intangible assets	6.81	4.73
<b>Total</b>	<b>221.52</b>	<b>241.09</b>



# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 33. Other expenses

(Currency: Indian Rupees in Crores)

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)
Consumption of stores and spare parts	109.71	115.15
Job work and subcontracting charges	126.98	124.13
Power and fuel	114.75	103.49
Rent including lease rentals (refer note 39)	25.73	22.74
Repairs and maintenance	75.50	66.50
Legal and professional expenses	33.22	34.55
Temporary staff and security expenses	73.56	76.38
Insurance	9.70	10.13
Rates and taxes	45.72	37.95
Travelling and conveyance Expenses	37.40	36.53
Donations and contributions	0.14	0.05
Payments to auditors	1.26	0.46
Provisions for doubtful debts and advances	3.19	6.30
Communication expenses	12.11	11.36
Advertisement and sales promotion expenses	28.20	47.16
Transportation and freight charges	117.78	98.38
General expenses	65.81	70.10
<b>Total</b>	<b>880.76</b>	<b>861.36</b>

## 34. Exceptional items\*

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)
Stamp duty expenses	-	45.97
<b>Total</b>	<b>-</b>	<b>45.97</b>

\*Exceptional item pertains to Stamp duty charges incurred pursuant to the Composite Scheme of Arrangement between Sintex Industries Limited, Sintex-BAPL Limited, Sintex Prefab and Infra Limited and the Holding Company.

## 35. Tax expense

### A. Income tax (income) / expense recognised in the Consolidated Statement of Profit and Loss

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)
<b>Current tax expenses</b>		
Current tax on profit for the year	36.56	54.72
Adjustments for the current tax of prior periods	(10.21)	2.73
	26.35	57.45
<b>Deferred tax expenses</b>		
Attributable to-		
Decrease/(Increase) in deferred tax assets	(45.61)	(30.58)
MAT credit entitlement	9.07	(11.49)
	(36.54)	(42.07)
<b>Total</b>	<b>(10.19)</b>	<b>15.38</b>

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## B. Income tax expense / (income) recognised in other comprehensive income

(Currency: Indian Rupees in Crores)

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)
<b>Current tax</b>		
Current tax on realised gain during the year	-	-
	-	-
<b>Deferred tax : (refer note E)</b>		
Deferred tax benefit / (expense) on fair value of equity investments through OCI	-	3.66
Deferred tax benefit / (expense) on remeasurement of defined benefit liability (asset)	0.89	0.08
	0.89	3.74
<b>Total</b>	<b>0.89</b>	<b>3.74</b>

## C. Reconciliation of effective tax rate

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)
<b>Profit before tax</b>	<b>84.26</b>	<b>189.01</b>
Tax using the Group's statutory tax rate	23.44	65.41
<b>Effect of :</b>		
Tax in respect of earlier years	(1.06)	2.72
Income which do not form part of total income	-	(1.14)
Profit taxable at different tax rates for certain subsidiaries	(10.14)	(0.74)
Non deductible expenses	(27.91)	(51.99)
Others	5.48	1.12
<b>Tax expense</b>	<b>(10.19)</b>	<b>15.38</b>

## D. Deferred tax liabilities (Net)

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)	01 April 2017 (Restated - refer note 50)
<b>Deferred Tax Liabilities</b>			
Property, plant and equipment - depreciation difference	525.68	470.23	449.92
Others	48.43	46.02	38.23
<b>Total Deferred Tax Liabilities (A)</b>	<b>574.11</b>	<b>516.25</b>	<b>488.15</b>
<b>Deferred Tax Assets</b>			
Disallowances under Income Tax	16.45	17.16	6.25
Provision for doubtful debts and advances	7.20	5.85	1.91
Unabsorbed depreciation	162.55	62.32	30.67
MAT Credit Entitlement	219.43	228.50	217.01
Other		4.17	4.25
<b>Total Deferred Tax Assets (B)</b>	<b>409.80</b>	<b>318.09</b>	<b>255.84</b>
<b>Net Deferred tax liabilities (A-B)</b>	<b>164.31</b>	<b>198.15</b>	<b>232.30</b>

The Group offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

### (i) Movements in Deferred Tax Liabilities (net)

Particulars	Property, plant and equipment - depreciation	Disallowances under Income Tax difference	Provision for doubtful debts and advances	Unabsorbed depreciation	MAT Credit Entitlement	Other	Net Deferred Tax Liabilities
<b>At 01 April 2017 (as restated)</b>	<b>449.92</b>	<b>(6.25)</b>	<b>(1.91)</b>	<b>(30.67)</b>	<b>(217.01)</b>	<b>38.23</b>	<b>232.30</b>
Charged/(credited)							
- to statement of profit and loss	20.31	(14.65)	(3.94)	(31.65)	(11.49)	(0.63)	(42.07)
- to other comprehensive income	-	3.74	-	-	-	-	3.74
- Foreign exchange gain loss on deferred tax	-	-	-	-	-	4.17	4.17
<b>At 31 March 2018 (as restated)</b>	<b>470.23</b>	<b>(17.16)</b>	<b>(5.85)</b>	<b>(62.32)</b>	<b>(228.50)</b>	<b>41.77</b>	<b>198.15</b>
Charged/(credited)							
- to statement of profit and loss	55.45	1.61	(1.35)	(100.23)	9.07	(1.09)	(36.54)
- to other comprehensive income	-	(0.89)	-	-	-	-	(0.89)
- Foreign exchange gain loss on deferred tax	-	-	-	-	-	3.59	3.59
<b>At 31 March 2019</b>	<b>525.68</b>	<b>(16.45)</b>	<b>(7.20)</b>	<b>(162.55)</b>	<b>(219.43)</b>	<b>44.27</b>	<b>164.31</b>

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 36. Discontinued operations

(Currency: Indian Rupees in Crores)

Analysis of the profit/(loss) from discontinued operations

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)
<b>Income</b>		
Revenue from operations	-	112.52
Other income	-	15.57
<b>Total Income</b>	-	<b>128.09</b>
<b>Expenses</b>		
Cost of materials consumed	-	45.92
Purchases of stock-in-trade	-	-
Changes in inventories of finished goods, work-in-progress and trading goods	-	5.65
Employee benefits expense	-	52.82
Finance costs	-	1.63
Depreciation and amortisation expense	-	21.40
Other expenses	-	33.48
<b>Total Expenses</b>	-	<b>160.90</b>
<b>Profit before tax</b>	-	<b>(32.81)</b>
Tax expense:		
Current tax	-	2.61
Deferred tax	-	-
Total Tax Expense	-	2.61
<b>Profit/(Loss) after tax from Discontinued operations</b>	-	<b>(35.42)</b>
<b>Cash flows from discontinued operations</b>		
<b>Particulars</b>	<b>31 March 2019</b>	<b>31 March 2018 (Restated - refer note 50)</b>
Net cash inflows/(outflows) from operating activities	-	(0.23)
Net cash inflows/(outflows) from investing activities	-	14.78
Net cash inflows/(outflows) from financing activities	-	(15.50)
	-	<b>(0.95)</b>

## 37. Other comprehensive income

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)
<b>A</b> (i) Items that will not be reclassified subsequently to profit or loss		
Re-measurements of defined benefit (asset) / liability	(2.54)	(0.29)
Equity Instruments through Other Comprehensive Income	-	(15.85)
(ii) Income tax relating to items that will not be reclassified to profit or loss		
Re-measurements of defined benefit (asset) / liability	0.89	0.08
Equity Instruments through Other Comprehensive Income	-	3.66
<b>B</b> (i) Items that will be reclassified subsequently to profit or loss		
Exchange differences in translating the financial statements of foreign operations	(106.44)	(19.81)
(ii) Income tax relating to items that will be reclassified to profit or loss	-	-
<b>Other comprehensive income/(loss) for the year, Net of tax ((A(i)+(ii)) + (B(i)+(ii)))</b>	<b>(108.09)</b>	<b>(32.21)</b>

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 38. Disclosures for employee benefits

(Currency: Indian Rupees in Crores)

### a) Defined contribution plans:

The Group operates defined contribution retirement benefit plans for all qualifying employees in respect of its Indian subsidiaries. The assets of the plans are held separately from those of the Group in funds under the control of trustees. Where employees leave the plans prior to full vesting of the contributions, the contributions payable by the Group are reduced by the amount of forfeited contributions.

The Group makes Provident Fund, ESI Fund and Superannuation Fund contributions to defined contribution plans for qualifying employees. Under these schemes, the Group is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions payable to these plans by the Group are at rates specified in the rules of the scheme. The group recognised below contributions in the consolidated statement of profit and loss.

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)	01 April 2017 (Restated - refer note 50)
Employers Contribution to Provident Fund	6.79	6.18	5.21
Employers Contribution to Pension Fund	0.13	0.08	0.05
Superannuation Fund	0.28	0.67	0.29
ESIC Fund	1.27	1.40	1.99
<b>Total</b>	<b>8.47</b>	<b>8.33</b>	<b>7.53</b>

### b) Defined benefit plans:

The Group sponsors funded defined benefit plans for qualifying employees in respect of its Indian subsidiaries. The defined benefit plans are administered by a separate fund that is legally separated from the entity. The board of the fund is composed of an equal number of representatives from both employers and (former) employees. The board of the fund is required by law and by its articles of association to act in the interest of the fund and of all relevant stakeholders in the scheme, i.e. active employees, inactive employees, retirees, employers. The board of the fund is responsible for the investment policy with regard to the assets of the fund.

Under the Gratuity plan, the eligible employees are entitled to post-retirement benefit at the rate of 15 days salary for each year of service until the retirement age of 60 (58 years for remaining business ) subject to ceiling of Rs. 0.20 Cores. The vesting period for Gratuity as payable under The Payment of Gratuity Act is 5 years. Under the Compensated absences plan, leave encashment is payable to all eligible employees on separation from the Group due to death, retirement, superannuation or resignation. At the rate of daily salary, as per current accumulation of leave days.

The defined benefit pension plans requires contributions from employees. Contributions are in the following two forms; one is based on the number of years of service and the other one is based on a fixed percentage of salary of the employees. Note 2(viii) describes change in accounting in the current year following the adoption of the amendments to Ind AS 19.

The plans in India typically expose the Group to actuarial risks such as: investment risk, interest rate risk, longevity risk and salary risk.

<b>Investment risk</b>	The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to market yields at the end of the reporting period on government bond yields; if the return on plan asset is below this rate, it will create a plan deficit. Currently the plan has a relatively balanced investment in equity securities and debt instruments.
<b>Interest risk</b>	A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments.
<b>Longevity risk</b>	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
<b>Salary risk</b>	The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

The risk relating to benefits to be paid to the dependents of plan members (widow and orphan benefits) is re-insured by an external insurance company. No other post-retirement benefits are provided to these employees.

The most recent actuarial valuation of the plan assets and the present value of the defined benefit obligation were carried out at 31 March 2019. The present value of the defined benefit obligation, and the related current service cost and past service cost, is determined based on actuarial valuation and is measured using the projected unit credit method, which recognizes each period of service as giving rise to additional units of employees benefit entitlement and measures each unit separately to buildup the final obligation.

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## a) Defined contribution plans (Continued)

(Currency: Indian Rupees in Crores)

### A. Gratuity

The principal assumptions used for the purposes of actuarial valuation were as follows:

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)	01 April 2017 (Restated - refer note 50)
Discount rate	7.50% - 7.65%	7.55% - 7.60%	7.10% - 7.25%
Expected rate(s) of salary increase	6% - 7%	5% - 6%	5% - 6%
Attrition rate	5% - 25% at younger ages reducing to 1% - 5% at older ages	5% - 15% at younger ages reducing to 1% - 3% at older ages	5% - 15% at younger ages reducing to 1% at older ages
Mortality rate	Indian assured lives mortality (2006-08) ultimate	Indian assured lives mortality (2006-08) ultimate	Indian assured lives mortality (2006-08) ultimate

Amount recognised in Statement of profit and loss in respect of these defined benefit plans are as follows:

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)
Current service cost	1.86	1.50
Past service cost and (gain)/loss on settlements	-	0.51
Net interest expense	0.65	0.40
<b>Component of defined benefit costs recognised in Statement of Profit and Loss</b>	<b>2.51</b>	<b>2.42</b>
Remeasurement of net defined benefit liability:		
Return on plan assets (excluding amounts included in net interest expense)	0.16	1.20
Actuarial (gains)/losses arising from changes in financial assumptions	1.69	(0.36)
Actuarial gains and losses arising from change in demographic assumption	0.33	0.79
Actuarial (gains)/losses arising from experience adjustments	0.36	(1.34)
<b>Components of defined benefit costs recognised in other comprehensive income</b>	<b>2.54</b>	<b>0.29</b>
<b>Total</b>	<b>5.04</b>	<b>2.70</b>

The current service cost and net interest expense for the year are included in the 'Employee benefit expense' line item in the consolidated statement of Profit and Loss.

The remeasurement of the net defined benefit liability is included in other comprehensive income.

The amount included in balance sheet arising from the entity's obligation in respect of its defined benefit plans are as follows:

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)	01 April 2017 (Restated - refer note 50)
Present value of funded defined benefit obligation	18.03	14.79	13.76
Fair value of plan assets	3.74	5.55	7.23
<b>Net liability arising from defined benefit obligation</b>	<b>14.29</b>	<b>9.24</b>	<b>6.53</b>
Non-current	12.17	7.54	5.00
Current	2.12	1.70	1.53

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 38. Disclosures for employee benefits (Continued)

(Currency: Indian Rupees in Crores)

### a) Defined contribution plans (Continued)

#### A. Gratuity (Continued)

Movement in the present value of the defined benefit obligation are as follows:

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)	01 April 2017 (Restated - refer note 50)
Opening defined benefit obligation	14.79	13.76	4.42
Transferred pursuant to scheme of arrangement	-	0.26	8.79
Current service cost	1.86	1.67	1.32
Interest cost	1.06	0.93	0.96
Remeasurement (gains)/losses:			
Actuarial gains and losses arising from changes in financial assumptions	1.85	(0.41)	0.69
Actuarial gains and losses arising from change in demographic assumption	0.33	0.79	-
Actuarial gains and losses arising from experience adjustments	0.50	(1.33)	(0.28)
Past Service Cost	-	0.51	-
Benefits paid	(2.36)	(1.39)	(2.15)
<b>Closing defined benefit obligation</b>	<b>18.03</b>	<b>14.79</b>	<b>13.76</b>

Movement in the fair value of the plan assets are as follows:

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)	01 April 2017 (Restated - refer note 50)
Opening fair value of plan assets	5.63	7.22	3.02
Transferred pursuant to scheme of arrangement	-	-	4.98
Interest income	0.41	0.52	0.20
Return on plan assets less loss on investments (excluding amounts included in interest income)	(0.17)	(0.99)	0.32
Remeasurement - Actuarial (gains)/losses	-	(0.00)	0.00
Contribution from the employer	0.23	0.19	0.86
Transfer of assets	-	-	-
Benefits paid	(2.36)	(1.40)	(2.15)
<b>Closing fair value of plan assets</b>	<b>3.74</b>	<b>5.55</b>	<b>7.23</b>

Composition of the plan assets

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)	01 April 2017 (Restated - refer note 50)
Insurance policy	98% - 100%	98% - 100%	98% - 100%
Bank balance	0% - 2%	0% - 2%	0% - 2%
<b>Total</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>

#### Sensitivity analysis:

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and mortality. The sensitivity analyses below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 38. Disclosures for employee benefits (Continued)

(Currency: Indian Rupees in Crores)

### a) Defined contribution plans (Continued)

#### A. Gratuity (Continued)

Particulars	31 March 2019		31 March 2018 (Restated - refer note 50)		01 April 2017 (Restated - refer note 50)	
	Increase	Decrease	Increase	Decrease	Increase	Decrease
Discount rate (0.5% movement)	16.75	17.97	13.84	14.92	12.35	13.68
withdrawal rate (0.5% movement )	17.35	17.31	14.46	14.02	-	-
Future salary growth (0.5% movement)	17.91	16.78	14.89	13.85	13.66	12.37

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

Each year an Asset-Liability-Matching study is performed in which the consequences of the strategic investment policies are analyzed in terms of risk-and-return profiles. Investment and contribution policies are integrated within this study.

The expected benefit payments is as follows:

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)	01 April 2017 (Restated - refer note 50)
Less than 1 year	1.95	2.02	0.89
Between 1-2 years	1.94	1.63	1.03
Between 2-5 years	5.43	4.06	3.05
Over 5 years	8.62	6.45	5.24
Total	17.94	14.16	10.22

#### B. Other long term employee benefits:

The principal assumptions used for the purposes of actuarial valuation were as follows:

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)	01 April 2017 (Restated - refer note 50)
Discount rate	7.50% - 7.65%	7.55% - 7.60%	7.10% - 7.25%
salary growth rate	6% - 7%	5% - 6%	5% - 6%
withdrawal rates	5% - 25% at younger ages reducing to 1% - 5% at older ages	5% - 15% at younger ages reducing to 1% - 3% at older ages	5% - 15% at younger ages reducing to 1% at older ages

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

(Currency: Indian Rupees in Crores)

## 39. Operating leases

### A. Leases as lessee

Amounts recognised in the Consolidated Statement of Profit and Loss

Particulars	Note	31 March 2019	31 March 2018 (Restated - refer note 50)
(ii) Other expenses			
Office rent	33	25.73	22.74
		25.73	22.74

### B. Future minimum rental payables under non-cancellable operating lease

#### Particulars

Particulars	Note	31 March 2019	31 March 2018 (Restated - refer note 50)
0 to 1 year		7.83	6.95
1 to 5 year		9.64	21.34
more than 5 year		0.32	2.57

## 40. Earnings per share

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)
Face value per equity share (in Rs.)	1	1
(a) Profit for the year attributable to equity shareholders from:	94.45	138.21
(i) continuing operations	94.45	173.63
(ii) discontinued operations	-	(35.42)
(iii) continuing and discontinued operations	94.45	138.21
(b) Number of equity shares at the beginning of the year	61,45,28,422	59,40,95,088
(c) Equity shares issued during the year	-	-
(d) Increase in number of shares on conversion of share warrants (refer note B below)	1,65,00,000	2,04,33,334
(e) Number of equity shares at the end of the year	63,10,28,422	61,45,28,422
(f) Weighted average number of equity shares for calculating basic earnings per share	62,42,47,600	57,31,93,812
(g) Shares deemed to be issued on conversion of FCCB (refer note C below)	98,79,829	98,79,829
(h) Weighted average number of equity shares for calculating diluted earnings per share	63,41,27,429	58,30,73,641
Earnings per equity share (in Rs) (from continuing operation)		
- Basic earnings per share	1.51	3.03
- Diluted earnings per share	1.49	2.98
Earnings per equity share (in Rs) (from discontinued operation)		
- Basic earnings per share	-	(0.62)
- Diluted earnings per share	-	(0.61)
Earnings per equity share (in Rs) (from continuing operations & discontinued operations)		
- Basic earnings per share	1.51	2.41
- Diluted earnings per share	1.49	2.37

### Notes:

- A Weighted average number of equity shares is the number of equity shares outstanding at the beginning of the year adjusted by the number of equity shares issued during the year multiplied by the time weighting factor. The time weighting factor is the number of days for which the specific shares are outstanding as a proportion of total number of days during the year.
- B The Holding Company has issued 1,65,00,000 equity shares on conversion of warrants on 29 August 2018. The same has been considered for calculation of basic and diluted EPS.



# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 41. Contingent liabilities and commitments (to the extent not provided for)

(Currency: Indian Rupees in Crores)

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)	01 April 2017 (Restated - refer note 50)
Contingent liabilities and commitments			
<b>a. Claims against the Group not acknowledged as debts</b>			
(i) Indirect tax matters (refer note (i) below)	2.14	2.79	1.50
(ii) Direct tax matters (refer note (i) below)	0.33	-	-
<b>b. Guarantees excluding financial guarantees :</b>			
Outstanding bank guarantees	104.55	163.56	143.03
<b>c. Commitments</b>			
Estimated amount of contracts remaining to be executed on capital account and not provided for	7.21	2.94	0.69

### Notes :

i) Pending resolution of the respective proceedings, it is not practicable for the Group to estimate the timings of cash outflows, if any, in respect of the above as it is determinable only on receipt of judgments/decisions pending with various forums/authorities. The Group has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in its consolidated financial statements. The Group does not expect the outcome of these proceedings to have a materially adverse effect on its financial position.

### Contingent liabilities

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)	01 April 2017 (Restated - refer note 50)
<b>A Sales tax</b>			
For non receipt of C forms and H form in respect of assessment years 2010-11, 2012-13, 2013 -14 and 2014-15	1.39	1.47	0.27
In respect of matters decided against the Group, for which the Group is in appeal with higher authorities.	0.48	0.42	0.36
<b>B Excise duty:*</b>			
In respect of matters decided against the Group, for which the Group is in appeal with higher authorities.	0.22	0.86	0.87
<b>Claims against Group not acknowledged as debts</b>			
In respect of matters where the Group has received favourable orders from the First Appellate authorities but the Central Excise and Customs Department is pursuing further with higher Appellate authorities	0.04	0.04	-
<b>C Direct taxes :</b>			
In respect of matters decided against the Group, for which the Group is In appeal with higher authorities.	0.33	-	-

\* The amount deposited with the authorities in respect of the above excise duty and sales tax demand are Rs. 0.01 crore (31 March 2018 : Rs. 0.01 crore) and Rs 0.24 crore (31 March 2018 : Rs 0.24 crore) respectively.

(ii) The Honourable Supreme Court of India vide its order dated 28th February, 2019 held that 'Basic Wages' for the contribution towards Provident Fund (PF) should only exclude [in addition to specific exclusions under Section 2(b)(ii) of the Employees Provident Fund Act, 1952]:

- amounts that are payable to the employee for undertaking work beyond the normal work which he/she is otherwise required to put in and
- allowances which are either variable or linked to any incentive for production resulting in greater output by an employee and that the allowances are not paid across the board to all employees in a particular category or were being paid especially to those who avail the opportunity.

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 41. Contingent liabilities and commitments (Contd.)

(Currency: Indian Rupees in Crores)

With reference to the above mentioned judgment, the Group's Management is of the view that there is considerable uncertainty around the timing, manner and extent in which the judgment will be interpreted and applied by the regulatory authorities. Management is of the view that any incremental outflow in this regard can only be determined once the position being taken by the regulatory authorities in this regard is known and the Management is able to evaluate all possible courses of action available.

Accordingly, provision for the month of March 2019 has been recognized in the Financial Statements in this regard.

## 42. Segment reporting

### Basis of Segmentation:

- The Group has identified following business segments as reportable segments on the basis of difference in products and services
  - Custom moulding business (CM)
  - Infra, Prefab & other business (IPB)
- Operating segment disclosures are consistent with the information provided to and reviewed by the chief operating decision maker.
- Segment Revenue, Segment Results, Segment Assets and Segment Liabilities include the respective amounts identifiable to each of the segments as also amounts allocated on a reasonable basis.
- Details of Business Segment information is presented below. (₹ in Crores)

Particulars	CM		IPB		Total	
	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18
<b>Revenue</b>						
External Revenue from continuing operations	3,974.47	3,832.04	736.48	1,703.92	4,710.95	5,535.96
<b>Result</b>						
Segment results	321.69	250.35	27.39	224.54	349.08	474.89
(Profit before tax, exceptional items, other income and finance costs)						
Finance costs					(337.52)	(304.45)
Other income					72.70	64.54
Profit before exceptional items and tax					84.26	234.98
Exceptional items					-	(45.97)
Profit before tax					84.26	189.01
Current tax					26.35	57.45
Deferred tax (credit)					(36.54)	(42.07)
Profit after tax from continuing operations					94.45	173.63
Profit/(Loss) from discontinued operations					-	(32.81)
Tax expense of discontinued operations					-	2.61
Profit/(Loss) after tax from Discontinued operations					-	(35.42)
Profit for the year					94.45	138.21
Less: attributable to Non controlling interests					0.18	(0.03)
Profit for the year attributable to owners of the Company					94.27	138.24
<b>Other Information</b>						
Segment assets	6,226.45	6,366.98	2,603.87	2,463.19	8,830.32	8,830.17
Segment liabilities	4,344.45	4,200.63	908.03	1,195.04	5,252.48	5,395.67

### Information about geographical areas

#### (i) Revenue from External Customers

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)
India	2,395.24	3,456.98
Outside India	2,315.71	2,078.98
Total	4,710.95	5,535.96

Revenue from external customer is allocated based on the location of customers.

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 42. Segment reporting (Contd.)

(Currency: Indian Rupees in Crores)

### (ii) Non - Current Assets

Particulars	31 March 2019	31 March 2018 (Restated - refer note 50)	01 April 2017 (Restated - refer note 50)
India	5,620.05	5,492.03	5,627.17
Outside India	797.78	764.16	704.06
Total	6,417.83	6,256.19	6,331.23

Non-current assets include property, plant and equipment, capital work in progress, intangible assets and capital advances. It is allocated based on the geographic location of the respective assets.

### (c) Information about major customers

There is no customer representing more than 10% of the total balance of trade receivables.

## 43. Related party disclosures

As per the Indian Accounting Standard-24 on "Related Party Disclosures", list of related parties identified of the Group are as follows.

### (a) Key Managerial Personnel ("KMP")

1. Mr. Amit D. Patel (Chairman & Managing Director)	8. Mr. Desh Raj Dogra (Independent Director)
2. Mr. Rahul A. Patel (Director)	9. Mr. Dinesh Khara (Independent Director) w.e.f 29 March 2019
3. Mr. Arun P. Patel (Non executive director) upto 29 March 2019	10. Mr. Amal D. Dhru (Independent Director) w.e.f 29 March 2019
4. Mr. Dinesh B. Patel (Non executive director) upto 29 March 2019	11. Mr. Sandeep M. Singhi (Independent Director)
5. Mrs. Indira J. Parikh (Independent director) upto 29 March 2019	12. Mr. Gaurav Agrawal (CFO)
6. Mr. Pravin K. Laheri (Independent Director)	13. Mr. Manan Bhavsar (CS)
7. Mrs. Gauri S. Trivedi (Independent Director)	

### (b) Other related parties\*

Enterprises over which Key Managerial	Som Shiva (Impex) Ltd
Personnel are able to exercise significant influence /	Healwell International Limited
control	Prominent Plastics Limited

### (b) Transactions with related parties:

The terms and conditions of the transactions with key management personnel and their related parties were no more favourable than those available, or those which might reasonably be expected to be available, in respect of similar transactions with non-key management personnel related entities on an arm's length basis.

The aggregate value of the Group's transactions and outstanding balances relating to key management personnel and entities over which they have control or significant influence is as follows:

Nature of transactions	Year	Nature of Relationship		
		Entities over KMP exercise significant influence / control	KMP	Total
Purchase of goods/services				
- Som Shiva (Impex) Ltd	2019	5.65	-	5.65
	2018	6.86	-	6.86
Purchase return				
- Som Shiva (Impex) Ltd	2019	5.89	-	5.89
	2018	-	-	-
Sale of goods/services				
- Som Shiva (Impex) Ltd	2019	0.00	-	0.00
	2018	0.00	-	0.00
Managerial Remuneration	2019	-	0.28	0.28
	2018	-	0.08	0.08
Sitting fees	2019	-	0.08	0.08
	2018	-	0.08	0.08

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

(Currency: Indian Rupees in Crores)

## 43. Related party disclosures (Contd.)

### Balances with related parties

Nature of transactions	Year	Nature of Relationship		
		Entities over KMP exercise significant influence / control	KMP	Total
Trade payable				
- Som Shiva (Impex) Ltd	2019	0.60	-	0.60
	2018	1.31	-	1.31
	2017	1.19	-	1.19
Trade receivable				
- Som Shiva (Impex) Ltd	2019	-	-	-
	2018	0.17	-	0.17
	2017	0.17	-	0.17

Key Management Personnel who are under the employment of the Holding Company are not entitled to post employment benefits and other long term employee benefits recognised as per Ind AS 19 - Employee benefits in the Consolidated financial statements.

## 44. Fair value measurements

### A. Accounting classification and fair values

#### As at 31 March 2019

Particulars	FVTPL	FVTOCI	Amortised cost	Total	Fair Value			Total
					Level 1 - Quoted price in active markets	Level 2 - Significant observable inputs	Level 3 - Significant unobservable inputs	
Investments	0.19	-	-	0.19	-	0.19	-	0.19
Trade receivables	-	-	970.76	970.76	-	-	-	-
Cash and cash equivalents	-	-	163.00	163.00	-	-	-	-
Other bank balance	-	-	220.20	220.20	-	-	-	-
Loans	-	-	460.86	460.86	-	-	-	-
Other financial assets	-	-	2.06	2.06	-	-	-	-
<b>Total Financial assets</b>	<b>0.19</b>	<b>-</b>	<b>1,816.88</b>	<b>1,817.07</b>	<b>-</b>	<b>0.19</b>	<b>-</b>	<b>0.19</b>
Borrowings (incl. current maturities)	-	-	3,726.53	3,726.53	-	-	-	-
Trade payable	-	-	556.26	556.26	-	-	-	-
Other financial liabilities	-	-	481.30	481.30	-	-	-	-
<b>Total Financial liabilities</b>	<b>-</b>	<b>-</b>	<b>4,764.09</b>	<b>4,764.09</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

#### As at 31 March 2018 (restated)

(₹ in Crores)

Particulars	FVTPL	FVTOCI	Amortised cost	Total	Fair Value			Total
					Level 1 - Quoted price in active markets	Level 2 - Significant observable inputs	Level 3 - Significant unobservable inputs	
Investments	2.44	-	-	2.44	-	2.44	-	2.44
Trade receivables	-	-	898.74	898.74	-	-	-	-
Cash and cash equivalents	-	-	472.03	472.03	-	-	-	-
Other bank balance	-	-	236.42	236.42	-	-	-	-
Loans	-	-	367.16	367.16	-	-	-	-
Other financial assets	-	-	0.24	0.24	-	-	-	-
<b>Total Financial assets</b>	<b>2.44</b>	<b>-</b>	<b>1,974.59</b>	<b>1,977.03</b>	<b>-</b>	<b>2.44</b>	<b>-</b>	<b>2.44</b>
Borrowings (incl. current maturities)	-	-	3,867.17	3,867.17	-	-	-	-
Trade payable	-	-	620.40	620.40	-	-	-	-
Other financial liabilities	-	-	347.69	347.69	-	-	-	-
<b>Total Financial liabilities</b>	<b>-</b>	<b>-</b>	<b>4,835.26</b>	<b>4,835.26</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

As at 01 April 2017 (restated)

(Currency: Indian Rupees in Crores)

Particulars	FVTPL	FVTOCI	Amortised cost	Total	Level 1 - Quoted price in active markets	Fair Value		Total
						Level 2 - Significant observable inputs	Level 3 - Significant unobservable inputs	
Investments (Note 1)	202.82	58.06	-	260.88	-	202.82	58.06	260.88
Trade receivables	-	-	1,216.61	1,216.61	-	-	-	-
Cash and cash equivalents	-	-	124.91	124.91	-	-	-	-
Other bank balance	-	-	49.51	49.51	-	-	-	-
Loans	-	-	368.55	368.55	-	-	-	-
Other financial assets	-	-	-	-	-	-	-	-
<b>Total Financial assets</b>	<b>202.82</b>	<b>58.06</b>	<b>1,759.58</b>	<b>2,020.46</b>	<b>-</b>	<b>202.82</b>	<b>58.06</b>	<b>260.88</b>
Borrowings (incl. current maturities)	-	-	3,997.92	3,997.92	-	-	-	-
Trade payable	-	-	833.50	833.50	-	-	-	-
Other financial liabilities	-	-	412.34	412.34	-	-	-	-
<b>Total Financial liabilities</b>	<b>-</b>	<b>-</b>	<b>5,243.76</b>	<b>5,243.76</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

Note:

- Investments in unquoted equity shares of entities have been designated as FVTOCI.
- The carrying amounts of financial assets and liabilities other than those valued at Level 1 and Level 2 are considered to be the same as their fair values due to the current end short term nature of such balances and no material differences in the values.

### iii) Level 3 fair values

Movements in the values of unquoted equity:

Particulars	Amount
<b>As at 31 March 2019</b>	-
Acquisitions / (disposals)	-
Gains / (losses) recognised in other comprehensive income	-
<b>As at 31 March 2018</b>	-
Acquisitions / (disposals)	(42.21)
Gains / (losses) recognised in other comprehensive income	(15.85)
<b>As at 01 April 2017</b>	<b>58.06</b>

## B Measurement of fair values

### Levels 1, 2 and 3

**Level 1** : It includes investment in equity shares and mutual fund that has a quoted price and which are actively traded on the stock exchanges. It is been valued using the closing price as at the reporting period on the stock exchanges.

**Level 2** : The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

**Level 3** : These instruments are valued based on significant unobservable inputs whereby future cash flows are discounted using appropriate discount rate.

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

### C. Fair value through other comprehensive income - in unquoted equity shares:

On account of disposal of investment in equity shares of Zillion Infraprojects Private Limited on 30 March 2017 by Sintex Prefab and Infra Limited, the investments in equity shares of these entities has been designated as FVTOCI. The fair value as at 31 March 2017 was computed based on net asset method. During the year ended 31 March 2018, the entity has sold off the shares which were classified as non current investments designated at fair value through other comprehensive income.

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 45. Financial instruments risk management objectives and policies

(Currency: Indian Rupees in Crores)

The Group's financial liabilities comprise mainly of borrowings, trade and other payables. The Group's financial assets comprise mainly of investments, cash and cash equivalents, other balances with banks, loans, trade receivables and other receivables.

The Group is exposed to Market risk, Credit risk and Liquidity risk. The management oversight in the area of financial risks and controls. It also covers policies on specific risk areas such as currency risk, interest rate risk, credit risk and investment of surplus funds.

### (i) Credit risk

Credit risk is the risk that a customer or counterparty to a financial instrument will fail to perform or fail to pay amounts due causing financial loss to the Group. The potential activities where credit risks may arise include from cash and cash equivalents, derivative financial instruments and security deposits or other deposits and principally from credit exposures to customers relating to outstanding receivables. The maximum credit exposure associated with financial assets is equal to the carrying amount. Details of the credit risk specific to the Group along with relevant mitigation procedures adopted have been enumerated below:

### Trade and other receivables

The average credit period on sales of goods is 0 to 180 days. Credit Risk arising from trade receivables is managed in accordance with the Group's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on a detailed study of credit worthiness and accordingly individual credit limits are defined/modified. The concentration of credit risk is limited due to the fact that the customer base is large. There is no customer representing more than 10% of the total balance of trade receivables.

Particulars	31 March 2019	31 March 2018 Restated	01 April 2017 Restated
Not Due	747.12	641.55	970.86
0-3 Months	117.46	178.54	157.74
3-6 Months	24.89	73.92	38.32
6-12 Months	28.65	19.70	56.74
more than 365 days	81.54	16.52	15.63
<b>Total</b>	<b>999.66</b>	<b>930.23</b>	<b>1,239.29</b>

The Holding Company and its subsidiaries has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Holding Company and its subsidiaries uses publicly available financial information and its own trading records to rate its major customers. The Holding Company and its subsidiaries' exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. The above receivables which are past due but not impaired are assessed on case-to-case basis. Management is of the view that these financial assets are not impaired as there has not been any adverse change in credit quality and are envisaged as recoverable based on the historical payment behaviour and extensive analysis of customer credit risk, including underlying customers' credit ratings, if they are available. There are no other classes of financial assets that are past due but not impaired.

### Movements in expected credit loss allowance

Particulars	31 March 2019	31 March 2018 Restated
Balance at the beginning of the year	31.49	22.68
Movements in allowance	(2.59)	8.81
Balance at the end of the year	28.90	31.49

The maximum exposure to credit risk for trade and other receivables by geographic region was as follows:

Particulars	Carrying amount 31 March 2019 Restated	31 March 2018 Restated	01 April 2017
India	466.40	352.74	802.73
Other regions	533.26	577.49	436.56
<b>Total</b>	<b>999.66</b>	<b>930.23</b>	<b>1,239.29</b>

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 45. Financial instruments risk management objectives and policies (Contd.)

(Currency: Indian Rupees in Crores)

### Other financial assets

Other financial assets includes loan to employees, security deposits, investments, cash and cash equivalents, other bank balance, advances to employees etc.

- Cash and cash equivalents and Bank deposits are placed with banks having good reputation and past track record with adequate credit rating.
- The credit risk on liquid funds is limited because the counterparties are institutions with high credit-ratings assigned by international credit-rating agencies.
- The Company has given security deposit to various government authorities. Being government authorities, the Holding Company and its subsidiaries does not have exposure to any credit risk."

### (ii) Liquidity risk

Liquidity risk refers to the risk of financial distress or extraordinary high financing costs arising due to shortage of liquid funds in a situation where business conditions unexpectedly deteriorate and requiring financing. Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Group's short, medium and long-term funding and liquidity management requirements. The Holding Company and its subsidiaries manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

### Financing arrangement

The Holding Company and its subsidiaries had access to the following undrawn borrowing facilities at the end of the reporting period:

Particulars	31 March 2019	31 March 2018 Restated	01 April 2017 Restated
Floating rate			
Expiring within one year (bank overdraft and other facilities)	258.62	387.09	545.51
Expiring beyond one year (bank overdraft and other facilities)	-	1.07	26.77
Total	258.62	388.16	572.28

Further, the Holding Company and its subsidiaries has also tied-up additional sources of liquidity to meet the liabilities during the respective annual years which has ensured that the Company has a clean track record with no adverse events pertaining to liquidity risk.

### Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

As at 31 March 2019	Carrying amount	Contractual maturities		
		Total	Less than 12 months	More than 12 months
<b>Non-derivative financial liabilities</b>				
Borrowings (incl. current maturities)	3,726.53	3,726.53	1,000.20	2,726.33
Trade payables	556.26	556.26	556.26	-
Other financial liabilities	481.30	481.30	285.48	195.82
<b>Total</b>	<b>4,764.09</b>	<b>4,764.09</b>	<b>1,841.94</b>	<b>2,922.15</b>

As at 31 March 2018	Carrying amount	Contractual maturities		
		Total	Less than 12 months	More than 12 months
<b>Non-derivative financial liabilities</b>				
Borrowings (incl. current maturity)	3,867.17	3,867.17	579.25	3,287.92
Trade payables	620.40	620.40	620.40	-
Other financial liabilities	347.69	347.69	241.97	105.72
<b>Total</b>	<b>4,835.26</b>	<b>4,835.26</b>	<b>1,441.62</b>	<b>3,393.64</b>

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 45. Financial instruments risk management objectives and policies (Contd.)

(Currency: Indian Rupees in Crores)

### Financial instruments risk management objectives and policies (continued)

As at 01 April 2017 Restated	Carrying amount	Contractual maturities		
		Total	Less than 12 months	More than 12 months
<b>Non-derivative financial liabilities</b>				
Borrowings (incl. current maturity)	3,997.92	3,997.92	1,415.50	2,582.42
Trade payables	833.50	833.50	833.50	-
Other current financial liabilities	412.34	412.34	187.23	225.11
<b>Total</b>	<b>5,243.76</b>	<b>5,243.76</b>	<b>2,436.23</b>	<b>2,807.53</b>

### Note :

Guarantees issued by one of the subsidiary company on behalf of step down subsidiaries are with respect to limits availed by the respective entity. These amounts will be payable on default by the concerned entity. As of the reporting date, none of the step down subsidiary has defaulted and hence, the subsidiary company does not have any present obligation to third parties in relation to such guarantees.

### (iii) Market risk

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Company's income or the value of its holdings of financial instruments.

### Currency risk

The Group undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. Exchange rate exposures are managed within approved policy parameters utilizing forward foreign exchange contracts and currency options taken at the time of initiation of the booking by the management. Such decision is taken after considering the factors such as upside potential, cost of structure and the downside risks etc. Quarterly reports are submitted to Management Committee on the covered and open positions and MTM valuation. The carrying amounts of the Group's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows.

### Unhedged foreign currency exposure

Particulars	USD	31 March 2019			
		EUR	INR	Others	Total
<b>Financial assets</b>					
Investments	-	-	0.19	-	0.19
Trade receivables	10.29	515.90	444.57	-	970.76
Cash and cash equivalents	38.88	22.93	101.19	-	163.00
Bank balances other than (iii) above	189.53	23.31	7.36	-	220.20
Loans	50.32	1.21	409.33	-	460.86
Other financial assets	-	-	2.06	-	2.06
<b>Total Financial assets</b>	<b>289.02</b>	<b>563.35</b>	<b>964.70</b>	<b>-</b>	<b>1,817.07</b>
<b>Financial liabilities</b>					
Borrowings	1,038.41	215.82	2,472.30	-	3,726.53
Trade payables	-	280.52	275.74	-	556.26
Other financial liabilities	20.04	28.54	432.72	-	481.30
<b>Total Financial liabilities</b>	<b>1,058.45</b>	<b>524.88</b>	<b>3,180.76</b>	<b>-</b>	<b>4,764.09</b>
<b>Net exposure to foreign currency</b>	<b>769.43</b>	<b>(38.47)</b>	<b>2,216.06</b>	<b>-</b>	<b>2,947.02</b>



# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 45. Financial instruments risk management objectives and policies (Contd.)

(Currency: Indian Rupees in Crores)

Particulars	USD	31 March 2018			
		EUR	INR	Others	Total
<b>Financial assets</b>					
Investments	2.09	-	0.35	-	2.44
Trade receivables	2.60	549.83	346.31	-	898.74
Cash and cash equivalents	218.93	58.14	194.96	-	472.03
Bank balances other than above	-	56.44	179.98	-	236.42
Loans	-	1.29	365.87	-	367.16
Other financial assets	-	-	0.24	-	0.24
<b>Total Financial assets</b>	<b>223.62</b>	<b>665.70</b>	<b>1,087.71</b>	<b>-</b>	<b>1,977.03</b>
<b>Financial liabilities</b>					
Borrowings	1003.06	269.82	2,594.29	-	3,867.17
Trade payables	-	302.70	317.70	-	620.40
Other financial liabilities	15.24	11.96	320.49	-	347.69
<b>Total Financial liabilities</b>	<b>1,018.30</b>	<b>584.48</b>	<b>3,232.48</b>	<b>-</b>	<b>4,835.26</b>
<b>Net exposure to foreign currency</b>	<b>794.68</b>	<b>(81.22)</b>	<b>2,144.77</b>	<b>-</b>	<b>2,858.23</b>

Particulars	USD	31 March 2017			
		EUR	INR	Others	Total
<b>Financial assets</b>					
Investments	202.50	-	58.38	-	260.88
Trade receivables	18.86	378.93	818.82	-	1,216.61
Cash and cash equivalents	43.10	38.16	43.65	-	124.91
Bank balances other than (iii) above	-	48.48	1.03	-	49.51
Loans	-	1.15	367.40	-	368.55
Other financial assets	-	-	-	-	-
<b>Total Financial assets</b>	<b>264.46</b>	<b>466.72</b>	<b>1,289.28</b>	<b>-</b>	<b>2,020.46</b>
<b>Financial liabilities</b>					
Borrowings	974.58	296.04	2,727.30	-	3,997.92
Trade payables	6.84	223.20	603.46	-	833.50
Other financial liabilities	14.65	5.86	391.83	-	412.34
<b>Total Financial liabilities</b>	<b>996.07</b>	<b>525.10</b>	<b>3,722.59</b>	<b>-</b>	<b>5,243.76</b>
<b>Net exposure to foreign currency</b>	<b>731.61</b>	<b>58.38</b>	<b>2,433.31</b>	<b>-</b>	<b>3,223.30</b>

### Financial instruments risk management objectives and policies (continued)

#### b) Price risk

##### i) Exposure

The Group's exposure to price risk in the investment in mutual funds and equity shares arises from investments held by the Group and classified in the balance sheet as fair value through profit or loss including OCI. (refer note 8). Management monitors the prices closely to mitigate its impact on profit and cash flows.

The investments in mutual funds are designated as FVTPL while investment in equity shares are designated as FVOCI.

##### ii) Sensitivity analysis

Particulars	Impact on profit before tax	
	31 March 2019	31 March 2018
Investment in mutual funds and equity:		
increase 1% (31 March 2018 1%)	-	0.02
decrease 1% (31 March 2018 1%)	-	(0.02)

#### c) Interest rate risk

The Group is exposed to interest rate risk because funds are borrowed at both fixed and floating interest rates. Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rate. The Group has exposure to interest rate risk, arising principally on

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 45. Financial instruments risk management objectives and policies (Contd.)

(Currency: Indian Rupees in Crores)

changes in PLR and LIBOR rates. The Company uses a mix of interest rate sensitive financial instruments to manage the liquidity and fund requirements for its day to day operations like non-convertible debentures and short term loans. The risk is managed by the Group by maintaining an appropriate mix between fixed and floating rate borrowings. Hedging activities are evaluated regularly to align with interest rate views and defined risk appetite, ensuring the most cost-effective hedging strategies are applied.

### Exposure to interest rate risk

The interest rate profile of the Group's interest - bearing financial instrument as reported to management is as follows:

Particulars	31 March 2019	31 March 2018 Restated	01 April 2017 Restated
<b>Fixed-rate instruments</b>			
Financial assets	238.29	525.03	49.51
Financial liabilities	1,979.42	2,152.14	916.27
<b>Variable-rate instruments</b>			
Financial assets	-	-	-
Financial liabilities	1,747.11	1,715.03	3,081.65

### Sensitivity analysis

The sensitivity analyses below have been determined based on the exposure to interest rates for both derivatives and non-derivative instruments at the end of the reporting period. For floating rate liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year. A 50 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

### Sensitivity analysis

Particulars	Impact on profit before tax		
	31 March 2019	31 March 2018 Restated	01 April 2017 Restated
<b>Interest rate</b>			
- increase by 50 basis points	8.74	8.58	15.41
- decrease by 50 basis points	(8.74)	(8.58)	(15.41)

## 46. Capital management

For the purpose of the Group's capital management, capital includes paid-up equity capital and all other equity reserves attributable to the equity holders of the Group. The primary objective of the Group's capital management is to ensure that it maintains a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital, to equity share holders.

The Group manages its capital to ensure that the Group will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The capital structure of the Group consists of net debt and total equity of the Group.

Particulars	31 March 2019	31 March 2018 Restated	01 April 2017 Restated
Total borrowings*	3,726.53	3,867.17	3,997.92
Less: cash and bank balances	(383.20)	(708.45)	(174.42)
Adjusted net debt	3,343.33	3,158.72	3,823.50
Total equity	3,577.84	3,434.50	2,960.04
Adjusted net debt to equity ratio	0.93	0.92	1.29

\* Includes non-current borrowings, current borrowings and current maturities of non-current borrowings. No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2019, 31 March 2018 and 01 April 2017.

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 47. Information required for consolidated financial statements pursuant to Schedule III of the Companies Act, 2013 :

(Currency: Indian Rupees in Crores)

Sr. No.	Name of the entity	Net Assets i.e. total assets minus total liabilities		Share in profit or loss				Share in Other Comprehensive income (OCI)				Share in Total Comprehensive income (TCI)			
		31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018	31 March 2019	31 March 2018
		As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated profit or loss	Amount	As % of consolidated OCI	Amount	As % of consolidated OCI	Amount	As % of consolidated TCI	Amount	As % of consolidated TCI	Amount
<b>1 Parent</b>	<b>Sintex Plastics Technology Limited</b>	<b>22.71%</b>	<b>812.63</b>	<b>20.52%</b>	<b>704.77</b>	<b>-2.47%</b>	<b>(2.33)</b>	<b>2.47%</b>	<b>3.42</b>	<b>-</b>	<b>-</b>	<b>17.08%</b>	<b>(2.33)</b>	<b>3.23%</b>	<b>3.42</b>
<b>2 Indian subsidiaries</b>	<b>Sintex Priëab and Infra Limited</b>	<b>44.19%</b>	<b>1,581.20</b>	<b>34.39%</b>	<b>1,181.06</b>	<b>6.65%</b>	<b>6.28</b>	<b>37.77%</b>	<b>52.20</b>	<b>-0.10%</b>	<b>0.11</b>	<b>-46.83%</b>	<b>6.39</b>	<b>37.72%</b>	<b>39.98</b>
	<b>Sintex-BAPL Limited</b>	<b>44.55%</b>	<b>1,593.80</b>	<b>46.48%</b>	<b>1,596.35</b>	<b>-0.84%</b>	<b>(0.79)</b>	<b>15.35%</b>	<b>21.21</b>	<b>1.63%</b>	<b>(1.76)</b>	<b>18.69%</b>	<b>(2.55)</b>	<b>19.82%</b>	<b>21.01</b>
	<b>BAPL Rototech Private Limited</b>	<b>0.36%</b>	<b>13.05</b>	<b>0.25%</b>	<b>8.46</b>	<b>0.62%</b>	<b>0.59</b>	<b>-0.08%</b>	<b>(0.11)</b>	<b>0.00%</b>	<b>(0.00)</b>	<b>-4.30%</b>	<b>0.59</b>	<b>-0.09%</b>	<b>(0.09)</b>
<b>3 Foreign subsidiaries</b>	<b>Sintex Holdings BV</b>	<b>-4.48%</b>	<b>(160.34)</b>	<b>-4.09%</b>	<b>(140.63)</b>	<b>-9.84%</b>	<b>(9.30)</b>	<b>-82.11%</b>	<b>(113.49)</b>	<b>-</b>	<b>-</b>	<b>68.13%</b>	<b>(9.30)</b>	<b>-107.06%</b>	<b>(113.49)</b>
	<b>Sintex Logistics LLC</b>	<b>0.06%</b>	<b>2.06</b>	<b>0.03%</b>	<b>1.10</b>	<b>0.94%</b>	<b>0.89</b>	<b>0.36%</b>	<b>0.50</b>	<b>-</b>	<b>-</b>	<b>-6.52%</b>	<b>0.89</b>	<b>0.47%</b>	<b>0.50</b>
	<b>Sintex Wausaukee Composites Inc.</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-32.49%</b>	<b>(44.91)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-42.37%</b>	<b>(44.91)</b>
	<b>Amarange Inc.</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-2.79%</b>	<b>(3.85)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-3.63%</b>	<b>(3.85)</b>
	<b>Sourghate Business corp.</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-9.70%</b>	<b>(13.40)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-12.64%</b>	<b>(13.40)</b>
	<b>Sintex NP SAS</b>	<b>14.57%</b>	<b>521.19</b>	<b>14.49%</b>	<b>497.51</b>	<b>80.27%</b>	<b>75.81</b>	<b>65.20%</b>	<b>90.11</b>	<b>-</b>	<b>-</b>	<b>-55.62%</b>	<b>75.81</b>	<b>85.01%</b>	<b>90.11</b>
	<b>NP Savoie SAS</b>	<b>1.49%</b>	<b>53.25</b>	<b>1.45%</b>	<b>49.96</b>	<b>10.77%</b>	<b>10.17</b>	<b>7.61%</b>	<b>10.52</b>	<b>-</b>	<b>-</b>	<b>-74.54%</b>	<b>10.17</b>	<b>9.92%</b>	<b>10.52</b>
	<b>NP Jura</b>	<b>2.10%</b>	<b>74.98</b>	<b>2.11%</b>	<b>72.46</b>	<b>12.53%</b>	<b>11.83</b>	<b>6.42%</b>	<b>8.88</b>	<b>-</b>	<b>-</b>	<b>-86.70%</b>	<b>11.83</b>	<b>8.38%</b>	<b>8.88</b>
	<b>NP Vosges SAS</b>	<b>1.01%</b>	<b>36.21</b>	<b>1.08%</b>	<b>37.03</b>	<b>5.73%</b>	<b>5.41</b>	<b>5.14%</b>	<b>7.11</b>	<b>-</b>	<b>-</b>	<b>-39.65%</b>	<b>5.41</b>	<b>6.71%</b>	<b>7.11</b>
	<b>Siroco SAS</b>	<b>0.63%</b>	<b>22.47</b>	<b>0.61%</b>	<b>20.78</b>	<b>5.44%</b>	<b>5.14</b>	<b>3.18%</b>	<b>4.39</b>	<b>-</b>	<b>-</b>	<b>-37.67%</b>	<b>5.14</b>	<b>4.14%</b>	<b>4.39</b>
	<b>NP Nord SAS</b>	<b>0.83%</b>	<b>29.59</b>	<b>0.83%</b>	<b>28.55</b>	<b>2.29%</b>	<b>2.16</b>	<b>4.98%</b>	<b>6.88</b>	<b>-</b>	<b>-</b>	<b>-15.83%</b>	<b>2.16</b>	<b>6.49%</b>	<b>6.88</b>
	<b>NP Sud SAS</b>	<b>0.36%</b>	<b>12.87</b>	<b>0.37%</b>	<b>12.87</b>	<b>4.80%</b>	<b>4.53</b>	<b>3.23%</b>	<b>4.47</b>	<b>-</b>	<b>-</b>	<b>-33.20%</b>	<b>4.53</b>	<b>4.22%</b>	<b>4.47</b>
	<b>AIP SAS</b>	<b>1.75%</b>	<b>62.68</b>	<b>1.80%</b>	<b>61.67</b>	<b>18.57%</b>	<b>17.54</b>	<b>10.46%</b>	<b>14.46</b>	<b>-</b>	<b>-</b>	<b>-128.55%</b>	<b>17.54</b>	<b>13.64%</b>	<b>14.46</b>
	<b>NP Hungaria Kft</b>	<b>2.85%</b>	<b>101.83</b>	<b>2.97%</b>	<b>102.04</b>	<b>19.27%</b>	<b>18.20</b>	<b>12.65%</b>	<b>17.48</b>	<b>-</b>	<b>-</b>	<b>-133.39%</b>	<b>18.20</b>	<b>16.49%</b>	<b>17.48</b>
	<b>NP Slovakia SRO</b>	<b>0.70%</b>	<b>25.15</b>	<b>0.72%</b>	<b>24.62</b>	<b>5.86%</b>	<b>5.53</b>	<b>4.00%</b>	<b>5.53</b>	<b>-</b>	<b>-</b>	<b>-40.53%</b>	<b>5.53</b>	<b>5.22%</b>	<b>5.53</b>
	<b>NP Tunisia SARL</b>	<b>1.55%</b>	<b>55.47</b>	<b>1.62%</b>	<b>55.47</b>	<b>22.77%</b>	<b>21.51</b>	<b>10.60%</b>	<b>14.65</b>	<b>-</b>	<b>-</b>	<b>-157.65%</b>	<b>21.51</b>	<b>13.82%</b>	<b>14.65</b>
	<b>NP Morocco SARL</b>	<b>2.04%</b>	<b>73.10</b>	<b>1.83%</b>	<b>63.02</b>	<b>10.55%</b>	<b>9.96</b>	<b>7.68%</b>	<b>10.62</b>	<b>-</b>	<b>-</b>	<b>-73.00%</b>	<b>9.96</b>	<b>10.02%</b>	<b>10.62</b>
	<b>SICMO SAS</b>	<b>0.16%</b>	<b>5.64</b>	<b>0.17%</b>	<b>6.01</b>	<b>-0.17%</b>	<b>(0.16)</b>	<b>0.64%</b>	<b>0.89</b>	<b>-</b>	<b>-</b>	<b>1.17%</b>	<b>(0.16)</b>	<b>0.84%</b>	<b>0.89</b>
	<b>NP Germany GMBH</b>	<b>1.05%</b>	<b>37.70</b>	<b>1.16%</b>	<b>39.72</b>	<b>-0.65%</b>	<b>(0.61)</b>	<b>5.69%</b>	<b>7.87</b>	<b>-</b>	<b>-</b>	<b>4.47%</b>	<b>(0.61)</b>	<b>7.42%</b>	<b>7.87</b>
	<b>NP Polska</b>	<b>0.93%</b>	<b>33.14</b>	<b>1.03%</b>	<b>35.51</b>	<b>-0.39%</b>	<b>(0.37)</b>	<b>0.67%</b>	<b>0.92</b>	<b>-</b>	<b>-</b>	<b>2.71%</b>	<b>(0.37)</b>	<b>0.87%</b>	<b>0.92</b>
	<b>Simotin SAS</b>	<b>2.64%</b>	<b>94.32</b>	<b>2.66%</b>	<b>91.21</b>	<b>18.40%</b>	<b>17.38</b>	<b>14.14%</b>	<b>19.54</b>	<b>-</b>	<b>-</b>	<b>-127.38%</b>	<b>17.38</b>	<b>18.43%</b>	<b>19.54</b>
	<b>Capelec SAS</b>	<b>0.25%</b>	<b>8.86</b>	<b>0.36%</b>	<b>12.34</b>	<b>-3.35%</b>	<b>(3.16)</b>	<b>-1.79%</b>	<b>(2.48)</b>	<b>-</b>	<b>-</b>	<b>23.16%</b>	<b>(3.16)</b>	<b>-2.34%</b>	<b>(2.48)</b>
<b>4 Minority interest in subsidiary</b>		<b>0.11%</b>	<b>3.91</b>	<b>0.07%</b>	<b>2.54</b>	<b>0.19%</b>	<b>0.18</b>	<b>-0.02%</b>	<b>(0.03)</b>	<b>-</b>	<b>-</b>	<b>-1.32%</b>	<b>0.18</b>	<b>-0.02%</b>	<b>(0.02)</b>
<b>5 Consolidation adjustments including elimination of intra group transactions</b>		<b>-42.40%</b>	<b>(1,516.92)</b>	<b>-32.90%</b>	<b>(1,129.92)</b>	<b>-107.94%</b>	<b>(101.95)</b>	<b>10.73%</b>	<b>14.84</b>	<b>98.47%</b>	<b>(106.44)</b>	<b>1527.29%</b>	<b>(208.39)</b>	<b>-4.70%</b>	<b>(4.98)</b>
<b>Total</b>		<b>100.00%</b>	<b>3,577.84</b>	<b>100.00%</b>	<b>3,434.50</b>	<b>100.00%</b>	<b>94.45</b>	<b>100.00%</b>	<b>138.21</b>	<b>100.00%</b>	<b>(108.09)</b>	<b>100.00%</b>	<b>(13.64)</b>	<b>100.00%</b>	<b>106.00</b>

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(Currency: Indian Rupees in Crores)

## 48. Non-controlling Interest represents the non-controlling's share in equity of the subsidiaries as below:

Particulars	31 March 2019	31 March 2018 Restated	01 April 2017 Restated
- Share in equity capital	4.65	3.45	2.25
- Share in reserves and surplus	(0.92)	(0.89)	(0.18)
- Share in profit for the year	0.18	(0.03)	(0.70)
- Share in other comprehensive income	-	0.01	-
	3.91	2.54	1.37

## 49. Composite Scheme of Arrangement

Pursuant to the Composite Scheme of Arrangement (the 'Scheme') between Sintex Industries Limited, Sintex-BAPL Limited, the Holding Company and Sintex Infra Projects Limited and their respective shareholders and creditors, the Custom Moulding undertaking of Sintex Industries Limited, along with its related assets and liabilities has been transferred to and vested in Sintex BAPL Limited, upon the sanction of the Scheme by the Hon'ble National Company Law Tribunal, Bench at Ahmedabad vide Order dated 23 March 2017. The certified copy of the Order sanctioning the Scheme has been filed with the office of the Registrar of the Companies, Gujarat, on 13 April 2017 and requisite approval of Reserve Bank of India received vide its letter dated 12 May 2017 which is the date of coming into effect of the said scheme. The appointed date of the Scheme is 1 April 2016 and on compliance of conditions and receipt of approvals as per the Scheme, the said Scheme has become effective from 12 May 2017.

The Scheme has been given effect in previous year financial statements as under:

- All the assets and liabilities of the custom moulding undertaking (including Investment in Subsidiary) have been accounted for in the books of accounts of Sintex BAPL Limited at their value appearing in the books of accounts of Sintex Industries Limited as on 1 April 2016;
- In terms of the Scheme, consideration for the acquisition of the custom moulding undertaking of Sintex Industries Limited has been discharged by way of issue of equity shares of the face value of Rs.1/- each of the Holding Company viz. Sintex Plastics Technology Limited for every 2 equity shares of Rs.1/- each fully paid-up to the equity shareholders of Sintex Industries Limited.
- 'Sintex' brand of the Custom Moulding Business has been valued at Rs.1,500 Crores and has been accounted for in the books of Sintex BAPL Limited, which is not in accordance with Ind AS 38. The same has been accounted by crediting to the General reserve. This being a technical matter and estimate, we have relied upon the fair valuation so carried out and accounted for in the books of accounts of the subsidiary company.

# Notes to the Consolidated Financial Statements

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(Currency: Indian Rupees in Crores)

## 50. Restatement details

(i) The following tables summarize the impact of restatement on the Standalone financial statements;

### A. Balance Sheet as at 01 April 2017

Particulars	Foot note reference	As previously reported	Reclass Adjustments	Restatement Adjustments	As restated
Property, plant and equipment	a	4,134.50	-	(32.98)	4,101.52
Goodwill	b	228.24	-	(44.52)	183.72
Inventories	c	547.30	-	(9.44)	537.86
Other current financial assets	d	-	11.52	(11.52)	-
Others		4,035.05	(21.23)	-	4,013.82
<b>Total Assets</b>		<b>8,945.09</b>	<b>(9.71)</b>	<b>(98.46)</b>	<b>8,836.92</b>
Non current Borrowings	e	2,593.34	(2.30)	(8.62)	2,582.42
Deferred tax liabilities (Net)	f - i,ii	194.44	1.72	44.09	240.25
Other current financial liabilities	g	681.45	7.99	17.60	707.04
Other current liabilities	h	254.71	(36.96)	4.17	221.92
Others		2,105.42	19.83	-	2,125.25
<b>Total Liabilities</b>		<b>5,829.36</b>	<b>(9.71)</b>	<b>57.24</b>	<b>5,876.88</b>
Retained earnings		843.79	(184.05)	(100.17)	559.57
Capital reserve		208.30	-	(45.91)	162.39
Foreign currency translation reserve		(34.93)	166.08	(9.44)	121.71
Non-controlling interests		1.55	-	(0.18)	1.37
Equity instrument through OCI		0.70	11.49	-	12.19
Others		2,096.32	6.48	-	2,102.81
<b>Total Equity</b>		<b>3,115.73</b>	<b>-</b>	<b>(155.70)</b>	<b>2,960.04</b>

### B. Balance Sheet as at 31 March 2018

Particulars	Foot note reference	As previously reported	Reclass Adjustments	Restatement Adjustments	As restated
Property, plant and equipment	a	4,063.64	-	(30.47)	4,033.17
Goodwill	b	236.33	-	(39.36)	196.97
Inventories	c	734.26	-	(56.44)	677.82
Investments	j	17.07	-	(14.63)	2.44
Trade receivables	k	882.30	(17.57)	34.01	898.74
Other current assets	j	303.93	(75.99)	(5.56)	222.38
Other current financial assets	d	-	11.76	(11.52)	0.24
Others		2,730.94	67.47	-	2,798.41
<b>Total assets</b>		<b>8,968.47</b>	<b>(14.33)</b>	<b>(123.97)</b>	<b>8,830.17</b>
Non current borrowings	e	3,293.20	-	(5.28)	3,287.92
Deferred tax liabilities (Net)	f - i,iii	147.26	2.33	52.00	201.59
Trade payables	b	616.63	(8.71)	12.48	620.40
Current provisions	k / l	179.78	7.27	9.27	196.32
Other current liabilities	c / h	292.30	(80.39)	(66.09)	145.82
Others		878.46	65.17	-	943.62
<b>Total Liabilities</b>		<b>5,407.63</b>	<b>(14.33)</b>	<b>2.38</b>	<b>5,395.67</b>
Retained earnings		864.14	(113.80)	(126.55)	623.79
Capital reserve		208.30	-	(45.91)	162.39
Foreign currency translation reserve		(6.61)	62.21	46.30	101.90
Non-controlling interests		2.72	-	(0.18)	2.54
Others		2,492.29	51.59	-	2,543.88
<b>Total Equity</b>		<b>3,560.84</b>	<b>-</b>	<b>(126.34)</b>	<b>3,434.50</b>

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 50. Restatement details (Contd.)

(Currency: Indian Rupees in Crores)

### C. Statement of Profit and loss for the year ended 31 March 2018

Particulars	Foot note reference	As previously reported	Reclass Adjustments	Restatement Adjustments	As restated
Other income	m	58.42	(0.21)	6.33	64.54
Sales		5,535.96	-	-	5,535.96
<b>Total Income</b>		<b>5,594.38</b>	<b>(0.21)</b>	<b>6.33</b>	<b>5,600.50</b>
Cost of materials consumed	n	3,083.20	25.74	9.50	3,118.44
Finance costs	e / l	300.07		4.38	304.45
Depreciation and amortisation expense	a	232.94	8.64	(0.49)	241.09
Others		1,782.11	(34.59)	-	1,747.51
<b>Total Expenses (including exeptional items)</b>		<b>5,398.32</b>	<b>(0.21)</b>	<b>13.39</b>	<b>5,411.49</b>
Profit before tax from continuing operations		196.06	-	(7.06)	189.01
Tax Expense		15.38	-	-	15.38
Profit/(Loss) from discontinued operations	n	(44.92)	-	9.50	(35.42)
Profit for the year		135.76	-	2.44	138.21
Other comprehensive income	o	(8.18)	-	(24.03)	(32.21)
<b>Total comprehensive income for the year</b>		<b>127.58</b>	<b>-</b>	<b>(21.59)</b>	<b>106.00</b>

### (ii) Reconciliation of opening Other Equity as of 01 April 2017 and 31 March 2018

Particulars	Foot note reference	Other equity restated as of 01 April 2017	Other equity restated as of 31 March 2018
Opening other equity as previously reported (including non - controlling interest)		3,060.25	3,499.39
Impact of correction of errors			
- Adjustment on account of restatement of building	a	(32.98)	(30.47)
- Adjustment on account of current financial liability	d	(11.52)	(11.52)
- Adjustment on account of unpaid dividend liability	g	(17.60)	-
- Adjustment on account of deferred tax liability	f - i, ii, iii	(44.09)	(52.00)
- Adjustment on account of restatement of long term borrowings	e	8.62	5.28
- Adjustment on account of restatement of Goodwill	b	(44.52)	(51.84)
- Adjustment on account of restatement of inventories	c	(9.44)	15.49
- Adjustment on account of restatement of managerial remuneration and drip fees	h / l	(4.17)	(5.21)
- Adjustment on account of application of IFRS 15 by one subsidiary	c / k	-	24.12
- Adjustment on account of restatement of investment and other current assets	j	-	(20.19)
Total impact of errors		(155.70)	(126.34)
<b>Restated balance</b>		<b>2,904.55</b>	<b>3,373.05</b>

### (ii) Reconciliation of total comprehensive income as at 31 March, 2018

Particulars	Foot note reference	Total comprehensive income
Total comprehensive income as previously reported		127.59
- Adjustment on account of restatement of other income	m	6.33
- Adjustment on account of restatement of Cost of material consumed	n	(9.50)
- Adjustment on account of restatement of borrowing cost	e / l	(4.38)
- Adjustment on account of restatement of depreciation	a	0.49
- Adjustment on account of restatement of discontinued operations	n	9.50
- Adjustment on account of restatement of other comprehensive income	o	(24.03)
<b>Total restated comprehensive income</b>		<b>106.00</b>

- a One of the subsidiary Company has restated value of building as at 01 April 2017 and 31 March 2018 by Rs. 32.98 crores and Rs. 30.47 crores respectively, at its deemed cost as per Ind AS 101, which was earlier erroneously carried at fair value. Accordingly, depreciation charge amounting to Rs. 0.49 crores has been reversed

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 50. Restatement details (Contd.)

- b One of the subsidiary company has restated Goodwill of one of its subsidiary by Rs. 44.52 crores and Rs. 51.84 crores as at 01 April 2017 and 31 March 2018 respectively for adjustment of erroneous calculation of goodwill. Further, the Group has recorded goodwill amounting to Rs. 12.48 crores as at 31 March 2018 of one of its subsidiary on account of acquisition of one of its step subsidiary company by the subsidiary company adjusting trade payables as at 31 March 2018
- c The Group by restatement has reduced its inventories by Rs. 9.44 crores and increased by Rs. 15.49 crores as at 01 April 2017 and 31 March 2018 respectively for adjustment of erroneous calculation of translation of foreign currency. Further, one of the subsidiary has restated inventory on account of impact of "IFRS 15 - Revenue from contracts with customers" amounting to Rs. 71.93 crores as at 31 March 2018 giving impact to other current current liabilities (advance from customer) amounting to Rs. 70.27 crores.
- d One of the subsidiary has restated its other current financial liability on account of reversal of guarantee commission receivable from step down subsidiary amounting to Rs. 11.52 crores as at 01 April, 2017 and 31 March, 2018.
- e One of the subsidiary company has restated long term borrowings amounting to Rs. 8.62 crores and Rs. 8.65 crores as at 01 April 2017 and 31 March 2018 respectively on account of adjustment of upfront fees on long term loan. Further, finance charge of Rs. 3.37 crores has been adjusted from borrowing for the period ended 31 March 2018 giving impact to finance cost for Rs. 3.34 crores for the period (Rs. 3.37 crores less 0.03 crores foreign exchange difference).
- f "i. The Holding Company has restated its deferred tax liability amounting to Rs. 45.91 crores as at 01 April 2017 and 31 March 2018 on account of tax impact on amount of shares in subsidiary received without consideration adjusted from capital reserves.  
 ii. One of the subsidiary company by restatement has reduced deferred tax liability amounting to Rs. 1.82 crores as at 01 April 2017 on account of erroneous calculation.  
 iii. Certain subsidiaries by restatement has increased deferred tax liability of amounting to Rs. 6.09 crores as at 31 March 2018 on account of erroneous calculation. "
- g One of the subsidiary company by restatement has increased its current financial liabilities amounting to Rs. 17.60 crores as at 01 April 2017 on account of unpaid dividend liability on preference shares.
- h One of the subsidiary company has accounted commission payable to director of one of its subsidiary amounting to Rs. 4.17 crores as at 01 April 2017 and 31 March 2018.
- i The Group has restated non controlling interest of minority shareholders of one of its subsidiary amounting to Rs. 0.18 crores and Rs. 0.18 crores as at 01 April 2017 and 31 March 2018 respectively through retained earnings on account of erroneous calculation.
- j The group has restated investment amounting to Rs. 14.63 crores and other current asset amounting to Rs. 5.56 crores of one of its subsidiary for correcting wrong elimination in FY 2017-18 which was adjusted from foreign currency translation reserve.
- k One of the subsidiary has restated its trade receivables and current provisions on account of impact of "IFRS 15 - Revenue from contracts with customers" amounting to Rs. 34.01 crores and Rs. 8.23 crores respectively as at 31 March 2018.
- l One of the subsidiary company has accounted for drip fees payable to KKR for the the year ended 31 March 2018 amounting to Rs. 1.04 crores impacting finance cost.
- m "The Group has restated its other income on account of the following:
  - i. Holding Company has Reversed income amounting to Rs. 4.18 crores on account of fair valuation gain erroneously accounted.
  - ii. One of the subsidiary has booked loss on account of liquidation of subsidiaries amounting to Rs. 4.03 crores
  - iii. Transfer of FCTR of subsidiaries which were liquidated during the year ended on 31 March 2018 to other income amounting to Rs. 14.54 crores"
- n The Group has increased its cost of goods sold by Rs. 9.50 crores which was erroneously adjusted in discontinued operations as at 31 March 2018.
- o One of the subsidiary company has restated its other comprehensive income amounting to Rs. 4.22 crores on account of fair valuation gain erroneously accounted. Further, The group has restated its other comprehensive income by Rs. 19.81 on account FCTR movement through other comprehensive income.

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

(Currency: Indian Rupees in Crores)

## 51 Reconciliation of the amount of revenue recognised in the statement of profit and loss with the contracted price:

Particulars	31 March 2019
Revenue as per contracted price	4,710.95
<b>Adjustments</b>	
Discounts / rebates / incentives	-
Sales returns / credits / reversals	-
Deferral of revenue	-
Any other adjustments	-
<b>Revenue from contract with customers</b>	<b>4,710.95</b>

### Disaggregation of revenue

The management determines that the segment information reported under Note 42 Segment reporting is sufficient to meet the disclosure objective with respect to disaggregation of revenue under Ind AS 115 Revenue from contract with Customers. Hence, no separate disclosures of disaggregated revenues are reported."

### Contract balances:

The following table provides information about receivables, contract assets and contract liabilities from the contracts with customers.

Particulars	31 March 2019
<b>Contract assets</b>	
Trade receivables	970.76
<b>Contract liabilities</b>	
Advance from customers	58.54

### Changes in significant accounting policies / Transition to Ind AS 115

The group has adopted Ind AS 115 "Revenue from contracts with customers" with effect from 1 April, 2018. Ind AS 115 establishes principles for reporting information about the nature, amount, timing and uncertainty of revenues and cash flows arising from the contracts with its customers and replaces Ind AS 18 Revenue and Ind AS 11 Construction Contracts. The group has adopted Ind AS 115 using full retrospective approach.

- a) The following table summarises the impact, net of tax, of transition to Ind AS 115 on retained earnings and non-controlling interest at 1 April, 2018:

Particulars	31 March 2019
<b>Retained earnings</b>	
Inventories	(71.93)
Trade Receivables	34.01
Other assets	70.26
Related tax	(10.78)
<b>Total impact as on 01 April 2018</b>	<b>21.56</b>



# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

## 51 Reconciliation of the amount of revenue recognised in the statement of profit and loss with the contracted price: (Contd.)

### b) Impacts on financial statements for the year ended 31 March 2019:

The following table summarises the impact of adopting Ind AS 115 on Group's Financial statements for the year ended on 31 March 2019

#### (i) Balance sheet as at 31 March 2019:

(Currency: Indian Rupees in Crores)

Particulars	As reported	Adjustments	Amount without adoption of Ind AS 115
<b>Assets</b>			
Inventories	664.70	75.51	740.21
<b>Contract assets</b>			
Trade receivables	970.76	(46.52)	924.24
Other assets	7,194.86	-	7,194.86
<b>Total assets</b>	<b>8,830.32</b>	<b>28.99</b>	<b>8,859.31</b>
<b>Liabilities</b>			
Deferred tax liabilities (net)	165.97	(12.40)	153.57
Others	5,086.51	70.31	5,156.82
<b>Total liabilities</b>	<b>5,252.48</b>	<b>57.91</b>	<b>5,310.39</b>
<b>Other equity</b>	<b>3,510.83</b>	<b>(28.93)</b>	<b>3,481.90</b>
Others	67.01	-	67.01
<b>Total Equity</b>	<b>3,577.84</b>	<b>(28.93)</b>	<b>3,548.91</b>

#### (i) Statement of profit and loss for the year ended 31 March 2019:

Particulars	As reported	Adjustments	Amount without adoption of Ind AS 115
Revenue from sale of traded goods	4,710.95	(17.02)	4,693.93
Other income	72.70	-	-
<b>Total Income</b>	<b>4,783.65</b>	<b>(17.02)</b>	<b>4,693.93</b>
Purchase of stock in trade	220.96	(6.44)	214.52
Tax Expenses	(10.19)	(2.09)	(12.28)
Others	4,478.43	-	4,478.43
<b>Total Expenses (including tax)</b>	<b>4,689.20</b>	<b>(8.54)</b>	<b>4,680.67</b>
<b>Profit for the period (after tax)</b>	<b>94.45</b>	<b>(8.49)</b>	<b>13.26</b>

The nature of adjustments are described below:

#### (i) Revenue from contracts with customers

The group has adopted Ind AS 115 Revenue from contracts with customers with effect from 1 April, 2018. Revenue from operations for the year ended 31 March 2019 is higher by Rs. 17.02 crores.

52 "As at 31 March 2019, one of the subsidiary company of the Group has foreign currency receivables aggregating Rs. 32.86 Crores which are outstanding for a period greater than nine months. As per Reserve Bank of India's (RBI) circular on Foreign Exchange Management (Export of Goods & Services) Regulation, 2015 ('FEMA Guidelines'), the exports made by the Company shall be realized and repatriated to India within nine months from the date of export of goods or services rendered. Out of the total receivables of Rs. 32.86 Crores, the subsidiary company has intimated to Authorised Dealer (AD) Bank for condonation of delay for the amounts aggregating to Rs. 16.18 Crores post the balance sheet date. For the remaining balance, the subsidiary company is in process of informing to AD Bank for condonation of delay."

# Notes to the Consolidated Financial Statements

for the year ended 31 March, 2019

**53** Sintex BAPL Limited (subsidiary company) is taking positive steps for deleveraging the Balance sheet. Pursuant to the same, Board of Directors of subsidiary company in their meeting held on 21 May 2019 has decided to explore the sale of Auto Division. Further, Holding Company has constituted the "Auto Division Divestment Committee" to examine and finalising the Proposals including completing all legal requirements.

**54** Previous year figures have been regrouped / reclassified wherever consider necessary.

As per our report of even date attached

For **B S R & Associates LLP**  
Chartered Accountants  
FRN : 116231W/W-100024

**Jeyur Shah**  
*Partner*  
Membership No: 045754

Place: Ahmedabad  
Date : 30<sup>th</sup> May, 2019

**Amit D. Patel**  
*Chairman & Managing Director* (DIN: 00171035)

**Gaurav Agrawal,**  
*Chief Financial Officer* (ICAI Memb No. 523860)

Place: Ahmedabad  
Date : 30<sup>th</sup> May, 2019

For and on behalf of the Board of Directors,  
**Sintex Plastics Technology Limited**  
CIN L74120GJ2015PLC084071

**Rahul A. Patel**  
*Director* (DIN: 00171198)

**Manan Bhavsar**  
*Company Secretary* (ICSI Memb No. F7009)

**Statement on Impact of Audit Qualifications (for audit report with modified opinion )  
submitted along with Consolidated Annual Audited Financial Results**

**Statement on Impact Audit Qualifications for the Financial Year ended March 31, 2019  
( See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations,2016)**

SI. no	Particulars	Audited Figures (as reported before adjusting for qualifications) (Rs in Crores)	Adjusted Figures ( audited figures after adjusting for qualifications) (Rs in crores)
1.	Turnover / Total income	-	-
2.	Total Expenditure	-	-
3.	Net Profit /(Loss)	-	-
4.	Earnings Per Share	-	-
I 5.	Total Assets	-	-
6.	Total Liabilities	-	-
7.	Net Worth	-	-
8.	Any other financial item(s) (as felt appropriate by the management)	2,726.31	2,054.03
	A. Non-current financial liabilities- Borrowings		
	B. Current financial liabilities- Borrowing	3,69.91	1,042.19

**Audit Qualification (each audit qualification separately):**

**a. Details of Audit Qualification:**

With regard to Long Term Borrowing, during the year one of the Subsidiary Company was not able to comply with certain financial debt covenants attached to respective borrowed funds. The subsidiary Company has received confirmation from some of the lenders confirming the continuance of applicability of original repayment schedule as on 31 March 2019. Borrowing for which such confirmation has not been received are required to classify as Current as loan becomes payable on demand as per terms of agreement with those are required to classify as Current as loan becomes Payable on demand as per terms of agreement with those lenders however the Subsidiary Company continues to classify the same as Non-Current. Consequently, non- current financial liabilities are overstated by Rs.672.28 crores and current financial Liabilities are understated by Rs. 672.28 crores.

**II b. Type of Audit Qualification: ~~Qualified Opinion / Disclaimer of Opinion / Adverse Opinion.~~**

**c. Frequency of Qualification: ~~Whether appeared first time / repetitive / since how long continuing.~~**

**d. For Audit Qualification (s) where the impact is quantified by the auditor, Management's views:**

The Management is in the process of taking corrective action to improve compliance with financial convents.

**e. For Audit Qualification(s) where the impact is not Quantified by the Auditor:**

**NOT APPLICABLE**

**(i) Management's estimation on the impact of audit qualification:**

**(ii) If management is unable to estimate the impact, reasons for the same:**

**(iii) Auditor's Comment on (i) or (ii) above:**

**Signatories:**

**Amit D.Patel**  
Chairman & Managing Director

**Gaurav Agrawal**  
CFO

**Amal Dhruv**  
Audit Committee Chairman

**Jeyur Shah**  
Partner,  
BSR & Associates LLP  
Statutory Auditor

Place: AHMEDABAD  
Date: 30 May 2019

## 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 (Currency: Indian Rupees in Crores)

Sr. No.	Name of the Subsidiary Company	Part "A" :Subsidiaries												% of Share- holding
		Reporting period	Reporting Currency#	Share Capital	Other Equity	Total Assets	Total Liabilities	Investments other than Investments in subsidiaries	Turnover/ Total Income	Profit Before Taxation	Provision for Taxation	Profit After Taxation	Proposed Dividend	
1	Sintex-BAPL Limited	31/3/2019	INR	16.03	1,577.77	4,472.70	2,878.90	0.19	1,711.12	(13.17)	(12.38)	(0.79)	-	100%
2	BAPL Rototech Private Limited	31/3/2019	INR	10.07	2.98	27.23	14.18	-	28.74	0.87	0.28	0.59	-	70%
3	Sintex Prefab and Infra Limited	31/3/2019	INR	46.20	1,535.00	2,604.44	1,023.24	-	759.78	(32.14)	(38.42)	6.28	-	100%
4	Sintex Logistics LLC*	31/3/2019	USD	0.62	1.44	32.65	30.59	-	52.00	1.14	0.25	0.89	-	100%
5	Sintex Holdings B.V.*	31/12/2018	USD	122.14	(273.41)	556.50	707.77	-	35.94	9.29	-	9.29	-	100%
6	Sintex NP SAS	31/12/2018	EUR	254.53	249.27	887.96	384.16	-	399.95	84.90	(0.19)	85.09	-	100%
7	NP Savoie SAS	31/12/2018	EUR	15.96	38.19	83.46	29.31	-	117.09	12.56	2.04	10.52	-	100%
8	NP Jura	31/12/2018	EUR	15.96	63.97	134.01	54.08	-	255.44	14.84	3.73	11.11	-	100%
9	NP Vosges SAS	31/12/2018	EUR	15.96	24.84	79.63	38.84	-	133.30	7.98	2.23	5.75	-	100%
10	Siroco SAS	31/12/2018	EUR	7.98	15.93	34.84	10.93	-	82.36	6.60	1.61	4.99	-	100%
11	NP Nord SAS	31/12/2018	EUR	15.96	15.13	93.72	62.64	-	80.82	7.09	1.63	5.46	-	100%
12	NP Sud SAS	31/12/2018	EUR	7.98	8.25	30.33	14.10	-	62.34	5.59	1.10	4.48	-	100%
13	AIP SAS	31/12/2018	EUR	15.96	57.00	100.86	27.91	-	126.81	22.89	6.69	16.20	-	100%
14	NP Hungaria KFT	31/12/2018	EUR	31.91	114.72	186.71	40.08	-	227.36	22.12	2.62	19.50	-	100%
15	NP Slovakia SRO	31/12/2018	EUR	7.98	20.35	52.54	24.21	-	71.46	7.45	1.64	5.81	-	100%
16	NP Tunisia SARL	31/12/2018	EUR	17.09	53.62	89.60	18.89	-	109.65	22.09	1.05	21.04	-	100%
17	NP Morocco SARL	31/12/2018	EUR	10.12	65.18	121.90	46.60	-	138.40	12.82	2.76	10.06	-	100%
18	Sicmo SAS	31/12/2018	EUR	3.99	2.32	10.52	4.20	-	14.35	0.06	(0.00)	0.06	-	100%
19	NP Germany GmbH	31/12/2018	EUR	23.93	15.48	66.39	26.97	-	140.55	3.24	1.62	1.61	-	100%
20	NP Polska	31/12/2018	EUR	15.22	18.95	90.95	56.77	-	103.72	(0.30)	0.24	(0.54)	-	100%
21	NP Simonin SAS	31/12/2018	EUR	15.96	87.70	190.88	87.22	-	357.11	21.11	3.50	17.61	-	100%
22	NP Capelec SAS	31/12/2018	EUR	11.97	(2.80)	56.85	47.68	-	135.73	(3.13)	-	(3.13)	-	100%

# The Indian rupee equivalents of the figures given in the foreign currencies in the accounts of the subsidiary companies, have been given on the basis of appropriate exchange rate as follows :

**Closing rate:**

31 March 2019: 1 EUR = 77.7024 & 1 USD = 69.1713

31 December 2018: 1 EUR = 79.7805 & 1 USD = 69.7923

\* Financial Information is based on Unaudited Results.

**Average rate:**

31 March 2019: 1 EUR = 80.9288 & 1 USD = 69.8889

31 December 2018: 1 EUR = 80.6607 & 1 USD = 68.3629

**Part "B" : Associates and Joint Ventures**  
Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

(₹ in Crores)

Sr. No.	Name of Associates/ Joint Ventures	Latest audited Balance Sheet Date	Share of Associate / Joint Ventures held by the company on the year end		Extent of Holding %	Networth attributable to Shareholding as per latest audited Balance Sheet ( in crore)	Profit / Loss for the year			Reason why the associate / joint venture is not consolidated	
			No.	Amount of Investment in Associate/ Joint Venture ( in crore)			Considered in Consolidation ( in crore)	Not Considered in Consolidation	Description of how there is significant influence		
NIL											

Signatures to Notes forming part of Consolidated Financial Statements

For and on behalf of Board of Directors

**For and on behalf of the Board of Directors,**  
**Sintex Plastics Technology Limited**  
CIN L74120GJ2015PLC084071

**Amit D. Patel**  
Chairman & Managing Director (DIN: 00171035)

**Rahul A. Patel**  
Director (DIN: 00171198)

**Gaurav Agrawal,**  
Chief Financial Officer (ICAI Memb No. 523860)

**Manan Bhavsar**  
Company Secretary (ICSI Memb No. F7009)

Place: Ahmedabad  
Date : 30<sup>th</sup> May, 2019





**Sintex Plastics Technology Limited**

In the premises of Sintex - BAPL Ltd.,  
Near Seven Garnala, Kalol (N.G.) - 382721, Gujarat, India.  
Website: [www.sintexplastics.com](http://www.sintexplastics.com)



## SINTEX PLASTICS TECHNOLOGY LIMITED

CIN: L74120GJ2015PLC084071

Registered Office: In the premises of Sintex-BAPL Ltd., Near Seven Garnala, Kalol (N.G.) – 382 721.

Phone No.: +91 2764 253500,

E-mail: share@sintex-plastics.com, Web site: www.sintexplastics.com

# Notice

### **NOTICE IS HEREBY GIVEN THAT THE 4TH ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF SINTEX PLASTICS TECHNOLOGY LIMITED WILL BE HELD AS SCHEDULED BELOW:**

DATE : 30th August, 2019  
DAY : Friday  
TIME : 10.30 a.m.  
PLACE : In the premises of Sintex-BAPL Ltd., Near Seven Garnala, Kalol (N.G.) – 382 721.

to transact the following Businesses:-

#### **ORDINARY BUSINESS:**

- (1) To receive, consider and adopt;
  - (a) the audited financial statements of the Company for the financial year ended March 31, 2019 and the Reports of the Board of Directors and the Auditors of the Company thereon.
  - (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2019 and Report of the Auditors of the Company thereon.
- (2) To appoint a Director in place of Mr. Amit D. Patel, (DIN : 00171035), liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.
- (3) To appoint Statutory Auditors of the Company and fix their remuneration and to pass the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to provisions of Section 139,142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory re-enactment(s) or modification(s) thereof for the time being in force), M/s. Chanda Ram & Associates, Chartered Accountants, Ahmedabad (FRN:150519W/M. No. 188368), be and are hereby appointed as the Statutory Auditors of the Company to fill the casual vacancy caused due to resignation of M/s. B S R & Associates LLP, Chartered Accountants, Ahmedabad (FRN: 116231W/W-100024) to hold the office for a term of 5(five) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the Ninth Annual General Meeting of the Company to be held in the calendar year 2024, at an annual remuneration/ fees of Rs. 10,00,000/- (Rupees Ten Lakh Only) plus outlays and taxes as applicable from time to time ,for the purpose of audit of the Company's accounts, with the power to the Board/Audit Committee to alter and vary the terms and conditions of appointment,revision including upward revision in the remuneration during the tenure of appointment, in such manner and to such extent as may be mutually agreed with the Statutory Auditors."

#### **SPECIAL BUSINESS:**

- (4) Appointment of Mr. Amal D. Dhru (DIN:00165145) as an Independent Director of the Company

To consider and if thought fit, to give your assent / dissent to the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to provisions of Section 149 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013("the act") read with the Companies (Appointment and Qualifications of Directors)Rules,2014 and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015 (including any statutory re-enactment(s) or modification(s) thereof for the time being in force) and subject to Memorandum and Articles of Association of the Company, Mr. Amal D. Dhru (DIN:00165145),who was appointed as an Additional Independent Director w.e.f. 29th March,2019 and who qualifies for being appointed as an independent Director and in respect of whom, the Company has received a notice in writing under Section 160 of the act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold the office till the conclusion of 8th Annual General Meeting of the Company to be held in the Calendar Year 2023.

**RESOLVED FURTHER THAT** the Board of the Directors of the Company be and is hereby authorised to do all acts, deeds and things as necessary, proper and expedient to give effect to this Resolution."



(5) Appointment of Mr. Dinesh Khara (DIN:08384217) as an Independent Director of the Company

To consider and if thought fit, to give your assent / dissent to the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to provisions of Section 149 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013("the act") read with the Companies (Appointment and Qualifications of Directors)Rules,2014 and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015 (including any statutory re-enactment(s) or modification(s) thereof for the time being in force) and subject to Memorandum and Articles of Association of the Company, Mr. Dinesh Khara (DIN:08384217),who was appointed as an Additional Independent Director w.e.f. 29th March,2019 and who qualifies for being appointed as an independent Director and in respect of whom, the Company has received a notice in writing under Section 160 of the act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold the office till the conclusion of 8th Annual General Meeting of the Company to be held in the Calendar Year 2023.

RESOLVED FURTHER THAT the Board of the Directors of the Company be and is hereby authorised to do all acts, deeds and things as necessary, proper and expedient to give effect to this Resolution."

(6) Continuation of directorship of Mr. Pravin K. Laheri (DIN:00499080), Non-Executive Independent Director who is attaining the age of 75 years

To consider and if thought fit, to give your assent / dissent to the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015,as amended and other applicable provisions, if any, of the Companies Act,2013 and rules made thereunder and subject to such other approvals as may be necessary in this regard, the consent of members of the Company be and is hereby accorded to continue the directorship of Mr. Pravin K. Laheri (DIN:00499080),as the Non-Executive Independent Director of the Company, who is attaining the age of 75 years, till the expiry of his current term of appointment i.e. upto the conclusion of the 5th Annual General Meeting of the Company to be held in the Calendar Year 2020.

RESOLVED FURTHER THAT the Board of the Directors of the Company be and is hereby authorised to do all acts, deeds and things as necessary, proper and expedient to give effect to this Resolution."

(7) To approve divestment of interest/stake in Sintex NP SAS, a Step Down Wholly Owned Material Subsidiary of the Company, by the Company and Sintex-BAPL Limited, the Wholly Owned Material subsidiary of the Company:

To consider and if thought fit, to give your assent / dissent to the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to provisions of Regulation 24 and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015("LODR Regulations") and other applicable SEBI regulations and applicable provisions of the Companies Act, 2013 read with the Rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force) and other applicable notifications, clarifications, circulars, rules and regulations issued by the Government of India, the Reserve Bank of India or other governmental or statutory authorities and subject to such other requisite approvals, consents, permissions and sanctions as may be required and the Memorandum and Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company and the Board of Sintex-BAPL Limited, the Wholly Owned Material Subsidiary of the Company (hereinafter referred to as the "Board", which term shall include any committee of directors constituted by the Board thereof) to divest by way of sale, transfer or otherwise dispose of, either in whole or part by the Company and/or Sintex-BAPL Limited, of their interests/stake in Sintex NP SAS, a Step Down Wholly Owned Material Subsidiary of the Company, to any prospective buyer/third party on mutually agreeable terms and conditions, including the consideration, as may be agreed by the Board with prospective buyer/third party, in their absolute discretion, which post such divestment may result in the Company ceasing to exercise its indirect sole control over Sintex NP SAS.

RESOLVED FURTHER THAT the Board be and is hereby authorised to finalize,settle and execute the required transactional documents including but not limited to Agreement(s) for sale, lease, license, transfer,indemnities,guarantees,declarations,undertaking,forms,letters and such other documents with such modification(s) as may be required form time to time and to do and perform all such acts, deeds, matters and things, as may be required or deemed necessary and in the best interest of the Company to give effect to the resolution for completion of the transaction , without being required to seek any further consent or approval of the shareholders of the Company and to delegate all or any of the powers or authorities herein conferred or to engage any advisor, consultant, agent or intermediary, as may be deemed necessary."

**Registered Office:**

In the premises of Sintex-BAPL Ltd.,  
Near Seven Garnala, Kalol (N.G.) – 382 721

Date : 19th July, 2019  
Place: Ahmedabad

By Order of the Board of Directors

**Amit D. Patel**  
Chairman and Managing Director  
(DIN:00171035)

## Notes :

- a) A MEMBER entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.

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

A Corporate Member intending to send its authorised representatives to attend the Meeting in terms of Section 113 of the Act is requested to send to the company a certified copy of the Board Resolution authorizing such representative to attend and vote on their behalf at the Meeting.

- b) The relative Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013, in respect of special business under item No. 3 to 7 are annexed hereto.
- c) The Register of Members and Share Transfer Books will remain closed from 20.08.2019 to 30.08.2019 (both days inclusive).
- d) All documents referred to in the notice and the explanatory statement requiring the approval of the Members at the Meeting and other statutory registers shall be available for inspection by the Members and such documents shall be so made available for inspection in physical or in electronic form at the registered office of the Company on all working days during normal business hours up to the date of the Meeting. The aforesaid documents will be also available for inspection by Members at the Meeting.
- e) Members holding shares in physical form are requested to promptly notify in writing any changes in their address/bank account details to Company's Registrar & Share Transfer Agent, Link Intime India Pvt. Ltd., 506-508, Amarnath Business Centre-1 (ABC-1), Besides Gala Business Centre, Near XT Xavier's College Corner, Off C G Road, Ellisebridge, Ahmedabad 380006. Members holding shares in electronic form are requested to notify the changes in the above particulars, if any, directly to their Depository Participants (DP).
- f) As per SEBI amendment regulations dated 8th June, 2018, securities of listed companies can be transferred only in dematerialised form w.e.f. 1st April, 2019. In view of the above and to avail various benefits of dematerialisation, Members are advised to dematerialise shares held by them in physical form.
- g) Copies of the Annual Report 2018-19 are being sent through electronic mode to such Members, whose email addresses are registered with the Company / Depository Participant(s) for communication purposes. For Members, whose email addresses are not available with the Company, physical copies of the Annual Report 2018-19 are being sent pursuant to provisions of the Companies Act, 2013. Members are requested to support Green initiative by registering/updating their e-mail addresses with the Depository participant(s) (in case of shares in dematerialized form) or with Link Intime India Pvt. Ltd. (in case of shares held in physical form).
- h) A Route map showing directions to reach the venue of the 4rd Annual General Meeting is given at the end of this Notice as per the requirement of Secretarial Standard-2 on "General Meeting"
- i) Voting through Electronic means:
- Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and sub clause (1) & (2) of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its Members facility to exercise their right to vote on resolutions proposed to be passed in the Annual General Meeting by electronic means. The Members may cast their votes using an electronic voting system through remote e-voting services provided by Central Depository Services (India) Limited (CDSL) from a place other than the venue of the Meeting.
  - The Members, who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
  - The Company has engaged the services of CDSL as the Agency to provide remote e-voting facility.
  - The Board of Directors of the Company has appointed M/s. Chirag Shah & Associates., Company Secretaries, (Membership No. FCS:5545, CP No.:3498) (Address:808, Shiromani Complex, S M Road, Ambawadi, Ahmedabad-380006) as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
  - The Members whose names appear in the Register of Members / List of Beneficial Owners as on 23.08.2019 (cut – off date), are entitled to vote on the resolutions set forth in this Notice.

## PROCEDURE FOR E-VOTING:

The instructions for Members voting electronically are as under:

- (i) The voting period begins on 27.08.2019 (10:00 a.m.) and will end on 29.08.2019 (5:00 p.m.). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 23.08.2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. A person who is not a member as on cut-off date should treat this Notice

for information purpose only.

- (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Attendance Slip indicated in the PAN field</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li> </ul>

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, Members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also use Mobile app - "m - Voting" for e voting. Shareholders may log in to m - Voting using their e voting credentials to vote for the company resolution(s).

**(xix) Note for Non – Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details, user would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

**General Instructions:**

- i. The voting rights of Members shall be in proportion to the shares held by them in the paid up equity share capital of the Company as on 23.08.2019.
- ii. Members can opt for only one mode of voting, i.e., either by remote e-voting or physical poll. In case Members cast their votes through both the modes, voting done by remote e-voting shall prevail and votes cast through physical poll will be treated as invalid.
- iii. Members who do not have access to remote e-voting facility have been additionally provided the facility of voting through Ballot paper at the Meeting and Members attending the Meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the Meeting.
- iv. The Scrutinizer shall immediately after the conclusion of voting at the Meeting, first count the votes cast at the Meeting, thereafter unblock the votes cast through remote e-voting and make not later than 48 hours of conclusion of the Meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman or a person authorized by him in writing, who shall countersign the same.
- v. The result of the voting on the Resolutions at the Meeting will be announced by the Chairman or any other person authorized by him forthwith on receipt of the Scrutinizer's Report. In case of queries/grievances connected with e-voting, Members/Beneficial owners may contact CDSL at e-mail -[helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

The results declared will also be placed on the Company's website and communicated to the Stock Exchanges.

## ANNEXURE TO THE NOTICE

Explanatory Statement pursuant to Section 102(2) of the Companies Act, 2013 ('the Act').

### Item No. 3

In Accordance with the provisions of the Companies Act, 2013 ("The Act"), M/s. B S R & Associates LLP, Chartered Accountants, Ahmedabad (FRN: 116231W/W-100024) were appointed as the Statutory Auditors of the Company at the 3rd AGM of the Company held on 17th September, 2018 to hold the office till the conclusion of 8th AGM of the Company. M/s. B S R & Associates LLP, Chartered Accountants, Ahmedabad (FRN: 116231W/W-100024) had tendered resignation as the Statutory Auditors of the Company vide letter dated 18th July, 2019. Based on the recommendations of the Audit Committee for appointment, remuneration and terms of appointment of the Statutory Auditors of the Company, the Board at its meeting held on 19th July, 2019 appointed M/s. Chanda Ram & Associates, Chartered Accountants, Ahmedabad (FRN: 150519W/M. No. 188368) as Statutory Auditors of the Company to fill the casual vacancy in the office of an auditor.

M/s. Chanda Ram & Associates, Chartered Accountants, Ahmedabad have provided their consent and confirmed that their appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act and it is not disqualified to be appointed as statutory auditor in terms of the provisions of Section 139(1) and 141(3) of the Act read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time.

M/s. Chanda Ram & Associates, Chartered Accountants, Ahmedabad is established by Shri Chanda Ram Patel and is registered with the Institute of Chartered Accountants of India vide Firm Registration No. 150519W. The firm has experience of statutory audit, tax audit and internal audit assignments of various entities. The firm has experience in the Ind AS requirements and implementation. The firm holds Peer Review Certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.

The terms of appointment include quarterly audit of standalone and consolidated financial results and annual audit of standalone and consolidated financial statements in accordance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time along with the issuance of certificates in accordance with requirements of the Act, SEBI and RBI.

M/s. Chanda Ram & Associates, Chartered Accountants, Ahmedabad will be paid an annual remuneration / fees of Rs. 10,00,000/- (Rupees Ten Lakh Only) plus outlays and taxes as applicable from time to time, for the purpose of audit of the Company's accounts. The power may be granted to the Board/Audit Committee to alter and vary the terms and conditions of appointment, revision including upward revision of the remuneration during the tenure of appointment, in such manner and to such extent as may be mutually agreed with the Statutory Auditors. The remuneration paid to the Statutory Auditors will be disclosed in the Corporate Governance Report as well as the Annual Financial Statements of the Company on an annual basis.

There is no upward revision in the fees proposed to be paid to the proposed Auditors as compared to the fees paid to the outgoing Auditors.

None of the Directors or Key Managerial Personnel of the Company and any relatives of such director or Key Managerial Personnel are, in any way, concerned or interested, in this resolution, financially or otherwise except to the extent of Equity Shares held by them in the Company.

The Board recommends the passing of the Resolution(s) as set out under Item No.3 of the Notice for approval of the Members as ordinary resolution(s).

### Item No. 4

Based on the recommendations of Nomination and Remuneration committee, the Board of Directors of the Company appointed Mr. Amal D. Dhru as an Additional Independent Director of the Company by passing resolution by circulation on 29th March, 2019. His appointment is proposed to be regularized at the ensuing Annual General Meeting of the Company to hold the office till the conclusion of 8th Annual General Meeting of the Company to be held in the calendar year 2023. He is not liable to retire by rotation from his office as a Director. He is a Chairman of Audit Committee and member of Nomination and Remuneration Committee of the Board of the Company.

Mr. Amal D. Dhru is a fellow member of Institute of Chartered Accountants of India (ICAI) and completed his PGDM from IIM Ahmedabad (IIMA). He is also an Insolvency Professional registered with Insolvency and Bankruptcy Board of India. He has vast experience in the areas of financial management, accounts, tax planning, commercial investigations, business planning, cost and pricing management, financial restructuring and management consultancy.

In the opinion of the Board, Mr. Amal D. Dhru fulfills the conditions specified under Section 149(6) read with schedule IV of the Companies

Act and rules framed thereunder and Regulation 16(1)(b) of the SEBI(LODR) Regulations, 2015 for his appointment as an Independent director and is also independent of the management. He is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as a Director of the Company. The Company has received notice in writing from a member under Section 160 of the Companies Act, 2013 proposing the candidature of Mr. Amal D. Dhru for the office of Independent Director of the Company.

The Board considers that his association would be of immense benefit to the Company and it is desirable to avail services of Mr. Amal D. Dhru as an independent Director of the Company.

None of the Directors or Key Managerial Personnel of the Company and any relatives of such director or Key Managerial Personnel except Mr. Amal D. Dhru are, in any way, concerned or interested, in this resolution, financially or otherwise except to the extent of Equity Shares held by them in the Company.

Disclosure under regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and details as required under ICSI Secretarial Standard SS-2 are set out in the annexure to the Explanatory Statement.

This statement may also be regarded as an appropriate disclosure under the Listing Regulations.

The Board recommends the passing of the Resolution(s) as set out under Item No.4 of the Notice for approval of the Members as ordinary resolution(s).

#### **Item No. 5**

Based on the recommendations of Nomination and Remuneration committee, the Board of Directors of the Company appointed Mr. Dinesh Khera as an Additional Independent Director of the Company by passing resolution by circulation on 29th March, 2019. His appointment is proposed to be regularized at the ensuing Annual General Meeting of the Company to hold the office till the conclusion of 8th Annual General Meeting of the Company to be held in the calendar year 2023. He is not liable to retire by rotation from his office as a Director. He is a Chairman of Nomination and Remuneration Committee and Stakeholders Relationship Committee and also member of Audit Committee of the Board of the Company.

Mr. Dinesh Khera is a B.Sc. in Mechanical engineering from Delhi College of Engineering. He has rich experience of more than 30 years across multiple functions in large and small scale companies. He performed leadership roles in business development, sales and marketing, product development and General Management. He is expert in strategic and operational planning of the organization.

In the opinion of the Board, Mr. Dinesh Khera fulfills the conditions specified under Section 149(6) read with schedule IV of the Companies Act and rules framed thereunder and Regulation 16(1)(b) of the SEBI(LODR) Regulations, 2015 for his appointment as an Independent director and is also independent of the management. He is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as a Director of the Company. The Company has received notice in writing from a member under Section 160 of the Companies Act, 2013 proposing the candidature of Mr. Dinesh Khera for the office of Independent Director of the Company.

The Board considers that his association would be of immense benefit to the Company and it is desirable to avail services of Mr. Dinesh Khera as an independent Director of the Company.

None of the Directors or Key Managerial Personnel of the Company and any relatives of such director or Key Managerial Personnel except Mr. Dinesh Khera are, in any way, concerned or interested, in this resolution, financially or otherwise except to the extent of Equity Shares held by them in the Company.

Disclosure under regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and details as required under ICSI Secretarial Standard SS-2 are set out in the annexure to the Explanatory Statement.

This statement may also be regarded as an appropriate disclosure under the Listing Regulations.

The Board recommends the passing of the Resolution(s) as set out under Item No.5 of the Notice for approval of the Members as ordinary resolution(s).

**Item No. 6**

As per Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), with effect from April 1, 2019, no listed company shall appoint or continue the directorship of a Non-Executive Director who has attained the age of 75 (Seventy Five) years, unless a Special Resolution is passed to that effect and justification thereof is indicated in the explanatory statement annexed to the Notice for such appointment.

The Members of the Company, at their 2nd Annual General Meeting held on 14th September, 2017, had granted approval for appointment of Mr. Pravin Kanubhai Laheri (DIN: 00499080) as Non-Executive, Independent Director of the Company for a term of 3 (three) years, upto the conclusion of the 5th Annual General meeting of the Company in the calendar year 2020, not liable to retire by rotation. He is about to attain the age of 75 years on 28th March, 2020 which is falling during currency of his tenure. Accordingly, the continuation as Non-Executive Independent Director shall require approval of the Members by way of passing Special Resolution.

A brief justification for his continuation as Non-Executive Independent Directors on the Board of the Company is as under:

Mr. Pravin K. Laheri is retired IAS. He has rich experience in various fields like Corporate, labour & Industrial Laws and having an experience of more than 45 years in handling various positions mainly in public sector undertakings. He has been effectively performing his duties and providing his valuable guidance as a director of the Company. Keeping in view the experience and contribution made by him, the Board is of the opinion that he is a valuable asset to the Company which adds value and also enrich point of view during Board discussions and decision making. He is also a person of integrity who possesses required expertise and his association as Non-Executive Independent Director will be beneficial to the Company. In order to retain his services as a director of the Company, the Board of the Company decided to seek shareholders' approval by way of special resolution for continuation of directorship of Mr. Pravin K. Laheri till the expiry of his current term of appointment i.e. upto the conclusion of the 5th Annual General Meeting of the Company to be held in the Calendar Year 2020.

None of the Directors or Key Managerial Personnel of the Company and any relatives of such director or Key Managerial Personnel except Mr. Pravin K. Laheri are in anyway concerned or interested in this resolution, financially or otherwise except to the extent of Equity Shares held by them in the Company.

The Board recommends passing of the resolution(s) as set out under Item No. 6 of the Notice for approval of the Members as special resolution(s).

**Item No. 7**

The Board of Directors of the Company, at its meeting held on 19th July, 2019, took on record the resolution passed by the Board of Directors of Sintex-BAPL Limited, the Wholly Owned Material subsidiary of the Company authorizing execution of necessary agreements/documents for divestment by way of sale, transfer or otherwise dispose of, either in whole or part of its interests/stake in its Wholly Owned Material Subsidiary i.e. Sintex NP SAS to any prospective buyer, for deleveraging its balance sheet and strengthening of their residual businesses.

Regulation 24(5) of SEBI (LODR) Regulations, 2015 provides that no company shall dispose of shares in its material subsidiary which would reduce its shareholding (either on its own or together with other subsidiaries) to less than fifty percent or cease the exercise of control over the subsidiary without passing a special resolution in its general meeting, except in cases where such divestment is made under a scheme of arrangement duly approved by a Court / Tribunal or under a resolution plan duly approved under section 31 of the Insolvency Code.

The Board of the Company considered and approved the said business of divestment of interest/stake in Sintex NP SAS in its meeting held on 19th July, 2019 subject to approval of the members of the Company. The Audit Committee of the Board of Directors of the Company at its meeting held on 19th July, 2019 recommended the said divestment along with its valuation to the Board of Directors of the Company. This will enhance the shareholders' value in long term and also help to generate necessary cash flows to deliver the business, reduce debt burden, focus its synergies on existing core businesses and embark on the significant growth opportunities.

Since, the aforesaid authorization involves divestment of Sintex NP SAS, a Step Down Wholly Owned Material Subsidiary of the Company, which post such divestment may result in the Company ceasing to exercise its indirect sole control over Sintex NP SAS, consent of the members of the Company is therefore being sought, as an enabling authorisation.

None of the promoters, directors or key managerial personnel of the Company is holding shareholding interest in excess of 2% of the paid-up share capital of Sintex-BAPL Limited and Sintex NP SAS.

None of the directors or key managerial personnel of the Company, and any relatives of such director or key managerial personnel are in anyway concerned or interested in this resolution, financially or otherwise except to the extent of Equity Shares held by them in the Company.

The Board recommends passing of the resolution(s) as set out under Item No. 7 for approval of the Members as special resolution(s).

**Registered Office:**

In the premises of Sintex-BAPL Ltd.,  
Near Seven Garnala, Kalol (N.G.) – 382 721

Date : 19th July, 2019

Place: Ahmedabad

By Order of the Board of Directors

**Amit D. Patel**

Chairman and Managing Director  
(DIN:00171035)



## ANNEXURE TO THE NOTICE

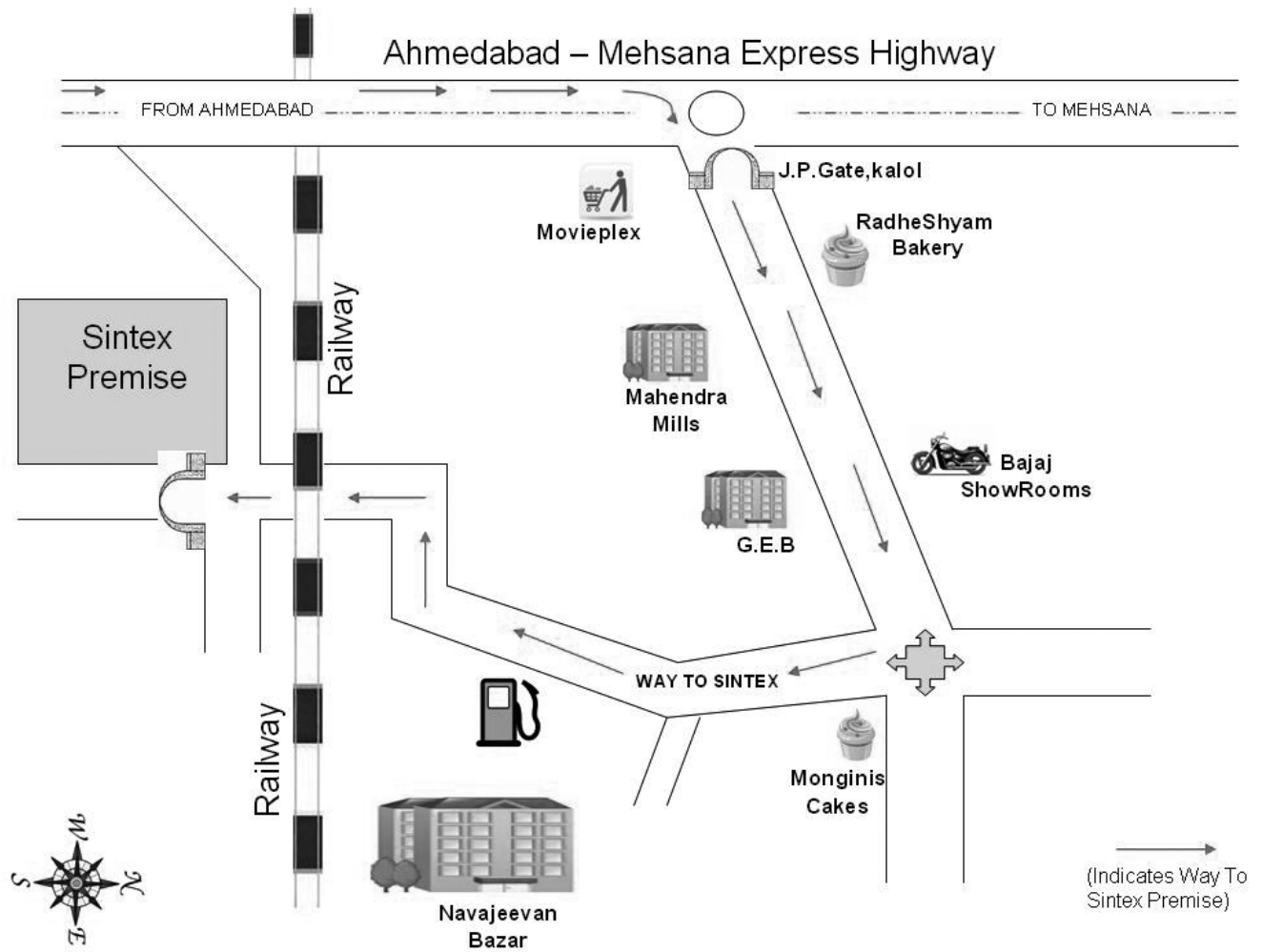
Details of Directors seeking appointment/ reappointment at the ensuing Annual General Meeting (Pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standards-2 issued by the Institute of Company Secretaries of India)

Name of the Director	Mr. Amit D. Patel	Mr. Amal D. Dhru
Director Identification Number (DIN)	00171035	00165145
Date of Birth	29/01/1966	17/09/1951
Date of first Appointment on the Board	05/11/2015	29/03/2019
Expertise in specific functional Area and experience	Industrialist with rich business experience in general.	Having vast experience in the areas of financial management, accounts, tax planning, commercial investigations, business planning, cost and pricing management, financial restructuring and management consultancy.
Qualification	B. Com., MT (USA)	FCA, PGDM(IIMA)
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid	As per the resolution at item no. 2 of the Notice convening this Meeting.	As per the resolution at item no. 4 of the Notice convening this Meeting read with explanatory statement thereto.
Remuneration last drawn (including sitting fees, if any)	Nil	N.A.
Directorship in other Companies as on 31/03/2019	<ol style="list-style-type: none"> <li>Sintex-BAPL Limited</li> <li>Sintex Prefab and Infra Limited</li> <li>Sintex Industries Limited</li> <li>BVM Overseas Limited</li> <li>Star Line Leasing Limited</li> <li>Kolon Investment Private Limited</li> <li>BAPL Rototech Private Limited</li> </ol>	<ol style="list-style-type: none"> <li>Panchmahal Steel Limited</li> <li>Sintex-BAPL Limited</li> <li>K K Legal Services Private Limited</li> <li>Escort Securities Limited</li> <li>Comprehensive Financial Services Private Limited</li> </ol>
Membership/Chairmanships of Committees of other Boards as on 31/03/2019	<ol style="list-style-type: none"> <li>Sintex-BAPL Limited               <ul style="list-style-type: none"> <li>Audit Committee- Chairman</li> <li>Corporate Social Responsibility (CSR) Committee - Chairman</li> <li>Nomination and Remuneration Committee - Member</li> </ul> </li> <li>Sintex Prefab and Infra Limited               <ul style="list-style-type: none"> <li>Audit Committee - Chairman</li> <li>Corporate Social Responsibility (CSR) Committee - Chairman</li> </ul> </li> <li>Sintex Industries Limited               <ul style="list-style-type: none"> <li>Audit Committee- Member</li> <li>Stakeholders Relationship Committee- Member</li> <li>Corporate Social Responsibility (CSR) Committee - Chairman</li> </ul> </li> <li>BVM Overseas Limited               <ul style="list-style-type: none"> <li>Audit Committee – Member</li> <li>Corporate Social Responsibility (CSR) Committee - Chairman</li> </ul> </li> </ol>	<ol style="list-style-type: none"> <li>Panchmahal Steel Limited               <ul style="list-style-type: none"> <li>Audit Committee-Member</li> <li>Nomination and Remuneration Committee-Member</li> </ul> </li> <li>Sintex-BAPL Limited               <ul style="list-style-type: none"> <li>Audit Committee-Member</li> <li>Nomination and Remuneration Committee-Member</li> <li>Corporate Social Responsibility (CSR)-Member</li> </ul> </li> </ol>
No. of Shares Held in the Company as on 31/03/2019 (Face Value Re. 1/- per share)	3,98,425 Equity Shares	Nil
Relationship between Directors inter se and Key Managerial Personnel	Not related to any Director/Key Managerial Personnel of the Company	Not related to any Director/Key Managerial Personnel of the Company
Number of meetings of the Board attended during the Financial Year 2018-19	Refer to report on Corporate Governance	N.A.

Name of the Director	Mr. Dinesh Khara	Mr. Pravin K. Laheri
Director Identification Number (DIN)	08384217	00499080
Date of Birth	13/04/1961	28/03/1945
Date of first Appointment on the Board	29/03/2019	30/05/2017
Expertise in specific functional Area and experience	Having rich experience of more than 30 years across multiple functions in large and small scale companies. He performed leadership roles in business development, sales and marketing, product development and General Management. He is expert in strategic and operational planning of the organization.	Having Expertise in Corporate, Labour & Industrial Laws and having an experience of more than 45 years in handling various positions mainly in public sector undertakings / public sector
Qualification	B.Sc.(Mechanical Engineering)	Bachelor in Arts and Law, Masters in Science and Economics from University of Wales, ex -IAS
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid	As per the resolution at item no. 5 of the Notice convening this Meeting read with explanatory statement thereto.	As per the resolution at item no. 6 of the Notice convening this Meeting read with explanatory statement thereto.
Remuneration last drawn (including sitting fees, if any)	N.A.	Refer to report on Corporate Governance
Directorship in other Companies as on 31/03/2019	1. Sintex-BAPL Limited	1. PI Industries Limited 2. Gujarat Pipavav Port Limited 3. DMCC Oil Terminals (Navlakhi) Limited 4. Sintex-BAPL Limited 5. Vision Aviation Private Limited 6. Amap Management Consultancy Private Limited 7. Ambuja Cement Foundation 8. Gulmohar Greens-Golf and Country Club Limited
Membership/Chairmanships of Committees of other Boards as on 31/03/2019	1. Sintex-BAPL Limited • Audit Committee-Member	1. Gujarat Pipavav Port Limited • Audit Committee – Chairman • Nomination and Remuneration Committee – Member • Corporate Social Responsibility (CSR) Committee - Member  2. PI Industries Limited • Stakeholders Relationship Committee : Chairman • Nomination and Remuneration Committee – Member • Corporate Social Responsibility (CSR) Committee - Member  3. Sintex-BAPL Limited • Nomination and Remuneration Committee – Chairman
No. of Shares Held in the Company as on 31/03/2019 (Face Value Re. 1/- per share)	Nil	500
Relationship between Directors inter se and Key Managerial Personnel	Not related to any Director/Key Managerial Personnel of the Company	Not related to any Director/Key Managerial Personnel of the Company
Number of meetings of the Board attended during the Financial Year 2018-19	N.A.	Refer to report on Corporate Governance



## ROUTE MAP





**Sintex Plastics Technology Limited**

CIN:L74120GJ2015PLC084071

**Registered Office:** In the premises of Sintex – BAPL Ltd., Near Seven Garnala, Kalol (N.G.) 382721, Gujarat, India

Phone: +91-2764-253500, Email: share@sintex-plastics.com, Web: www.sintexplastics.com

**ATTENDANCE SLIP**

Name of the shareholders:		
Address:		
E-mail-Id:		
Folio No. / Client ID:		DP ID:

I hereby record my presence at the 4<sup>th</sup> Annual General Meeting of the Company held on Friday, August 30, 2019 at 10.30 am at Registered Office : In the premises of Sintex – BAPL Ltd., Near Seven Garnala, Kalol (N.G.) 382721, Gujarat, India

\_\_\_\_\_  
Signature of Shareholder / Proxy

PLEASE BRING THIS ATTENDANCE SLIP TO THE MEETING AND HAND OVER AT THE ENTRANCE DULY FILLED IN

**Sintex Plastics Technology Limited**

CIN:L74120GJ2015PLC084071

**Registered Office:** In the premises of Sintex – BAPL Ltd., Near Seven Garnala, Kalol (N.G.) 382721, Gujarat, India

Phone: +91-2764-253500, Email: share@sintex-plastics.com, Web: www.sintexplastics.com

**Form No. MGT – 11  
PROXY FORM**

Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014

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

I/We, being the member (s) of ..... Shares of the above named company, hereby appoint:

1. Name:..... Address: .....  
E-mail Id: .....or failing him,
2. Name:..... Address: .....  
E-mail Id: .....or failing him,
3. Name:..... Address: .....  
E-mail Id: .....

as my /our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 4<sup>th</sup> Annual General Meeting of the Company, to be held on Friday, August 30, 2019 at 10.30 am at Registered Office : In the premises of Sintex – BAPL Ltd., Near Seven Garnala, Kalol (N.G.) 382721, Gujarat, India and at adjournment thereof in respect of such resolutions as are indicated below:



Resolution No.	Resolutions	For	Against
<b>Ordinary Business</b>			
1	To Consider and adopt the Audited financial statements, the Reports of the Board of Directors and the Auditors and the Audited Consolidated Financial Statements of the Company.		
2	Re-Appointment of Mr. Amit D. Patel, liable to retire by rotation and being eligible, offers himself for re-appointment.		
3	To appoint Statutory Auditors of the Company and to fix their remuneration		
<b>Special Business</b>			
4	Appointment of Mr. Amal D. Dhru as an Independent Director of the Company.		
5	Appointment of Mr. Dinesh Khera as an Independent Director of the Company.		
6	Continuance of directorship of Mr. Pravin K. Laheri, Non-Executive Independent Director who is attaining the age of 75 years		
7	To approve divestment of interest/stake in Sintex NP SAS, a Step Down Wholly Owned Material Subsidiary of the Company, by the Company and Sintex-BAPL Limited, the Wholly Owned Material subsidiary of the Company.		

Signed this .....day of .....2019

Signature of shareholder: .....

Signature of Proxy holder(s): (1) .....(2) .....(3) .....

Affix  
Revenue  
Stamp  
here

**Notes:**

1. This form of proxy in order to be effective should be duly filled in, stamped, signed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A holder may vote either "For" or "Against" each resolution.
3. The proxy holder shall prove his identity at the time of attending the Meeting.