JINDAL

JINDAL SAW LTD.

09 August 2019

BSE Limited
Corporate Relation Department
1st Floor, New Trading Ring
Rotunga Building Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai - 400 001
Stock code: 500378

National Stock Exchange of India Limited,
Listing Department,
Exchange Plaza,
Bandra Kurla Complex
Bandra (East)
Mumbai – 400 051
Stock code: JINDALSAW

Sub. : Annual Report of the Company for the FY 2018-19 - Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

This is with reference to our letter dated 22nd May, 2019, please find attached copy of Annual Report of the Company for the financial year 2018-2019 along with the notice calling 34th Annual General Meeting.

The Annual General Meeting will be held on Monday, the 9th September, 2019 at 1.00 pm. at the registered office of the Company at A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, Distt. Mathura – 281 403 (U.P.).

This is for your information and records.

Thanking you,

Yours Faithfully,
For Jindal Saw Limited

JINDAL SAW LIMITED * NEW DELHI *

Sunil K. Jain
Company Secretary
FCS-5036

JINDAL SAW LTD.
TOTAL PIPE SOLUTIONS

COUNT ON US.

ANNUAL REPORT 2018-19

The ones you count on, take years to be worthy of it.

JINDAL SAW LIMITED

COUNT ON US.

For adding value.

For integrated growth.

For multiplying possibilities.

For fresh perspectives.

For proving points.

For making a difference.

Shri O.P. Jindal

Founder and Visionary, O.P. Jindal Group
(August 7, 1930 - March 31, 2005)

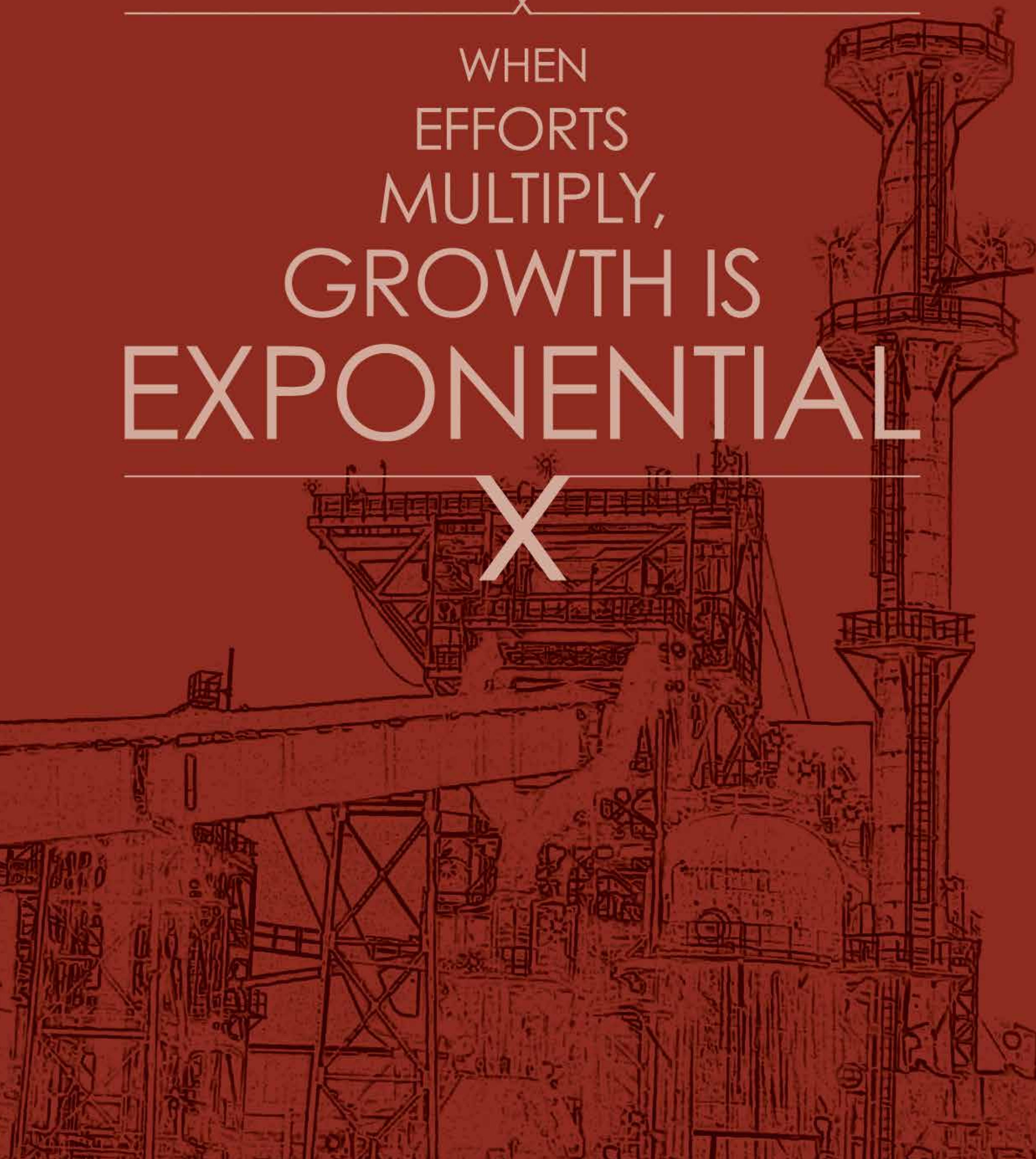
A luminary with extraordinary vision.

The roots of the USD $22 billion O.P. Jindal Group can be traced back to a rural family living in the Hisar district of Haryana. Shri O.P. Jindal, son of Late Shri Netram Jindal possessed the vision and pioneering spirit, despite his humble bearings, that saw him become one of the doyens of the Indian industry.

He embarked on his entrepreneurial quest at a time when private industries were mostly insignificant partners in the nation's economic building. Public sector undertakings ruled the roost and a complex system of regulations obstructed the path of every entrepreneur. However, Shri O.P. Jindal was a man that stood undaunted and his solid belief in the nation's infinite potential drove him to pursue his vision of a thriving India. For his vast contributions, he was conferred the prestigious 'Lifetime Achievement Award' by the Bengal Chamber of Commerce.

Being a philanthropist, Shri O.P. Jindal worked relentlessly for the upliftment of the marginalised sections of society. Today, institutions like the N.C. Jindal Institute of Medical Care, Vidya Devi Jindal School and the N.C. Jindal Public School carry forward his immortal legacy.

WHEN EFFORTS MULTIPLY, GROWTH IS EXPONENTIAL



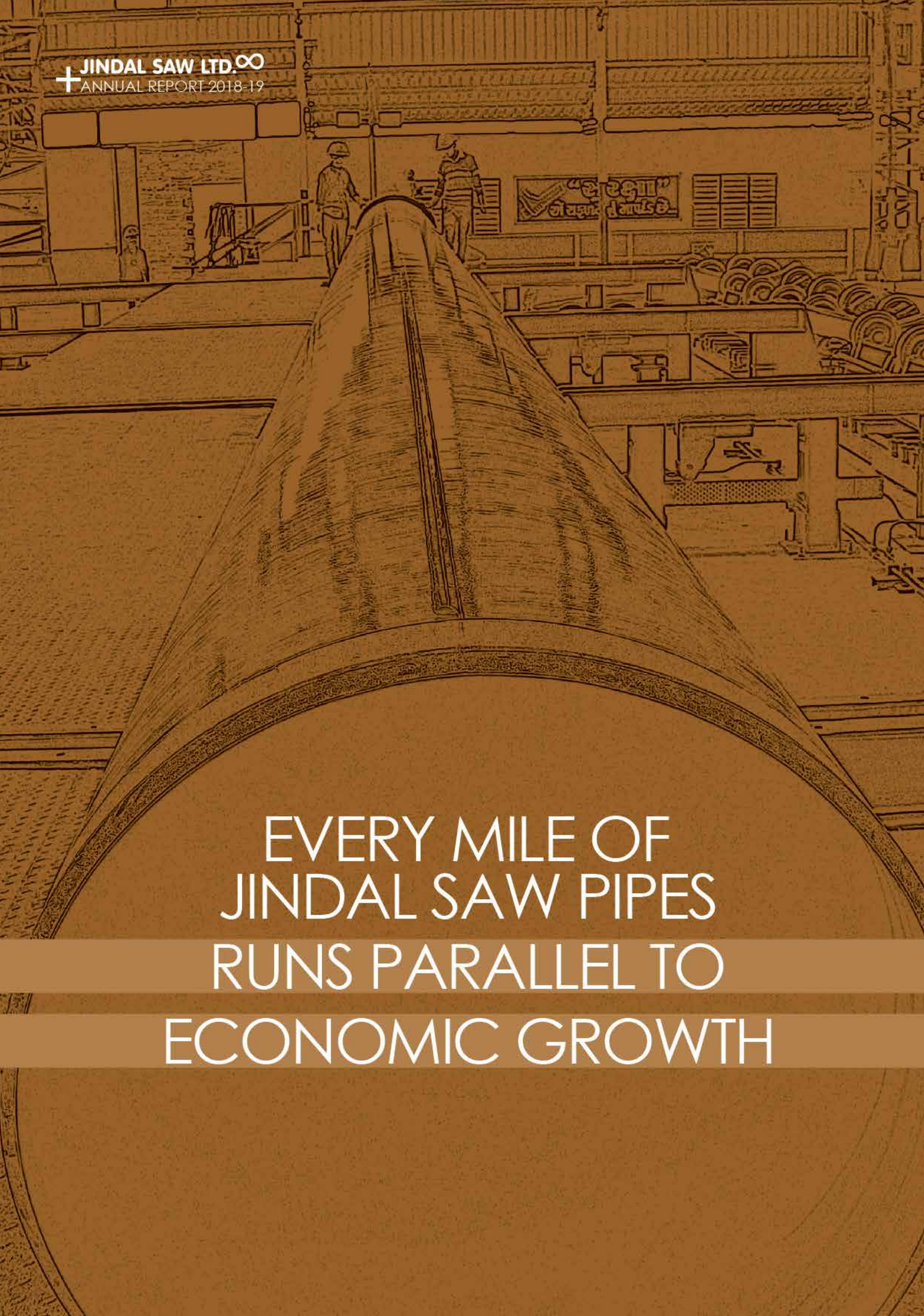
Jindal SAW Limited is a part of the O.P. Jindal Group, one of the country's topmost industrial houses and foremost indigenous steel producer and exporter. It started operations in the year 1984, when it became the first company in India to manufacture Submerged Arc Welded (SAW) pipes using the internationally acclaimed U.O.E. technology. Growing extensively from a single product manufacturer to a multi-product and multi-locational company, Jindal SAW has earned the reputation of a 'Total Pipe Solutions' provider across the globe.

With state-of-the-art facilities at multiple locations, Jindal SAW Group manufactures Large Diameter Long Seam SAW pipes (LSAW), Helical (Spiral) Seam SAW pipes (HSAW), anti-corrosion and concrete weight coatings, hot induction bends, connector casings, Ductile Iron pipes and fittings, Seamless pipes and tubes, and Stainless pipes and tubes.

Jindal SAW has further diversified into Mining and Pellets, with a large-scale mechanised iron ore mine in Rajasthan and North India's first pellet plant, having achieved below 1,60,000 kcals of energy/ton of pellet - 50% lower than the Indian average.

Our customers include the world's leading oil and gas companies, government bodies heading irrigation and water resources, engineering and construction companies which undertake large EPC contracts, transportation, power generation and other industrial applications.

Maintaining its edge, Jindal SAW provides value added products and services in different verticals of its business. Its exemplary product range is used extensively across the globe.



EVERY MILE OF JINDAL SAW PIPES RUNS PARALLEL TO ECONOMIC GROWTH

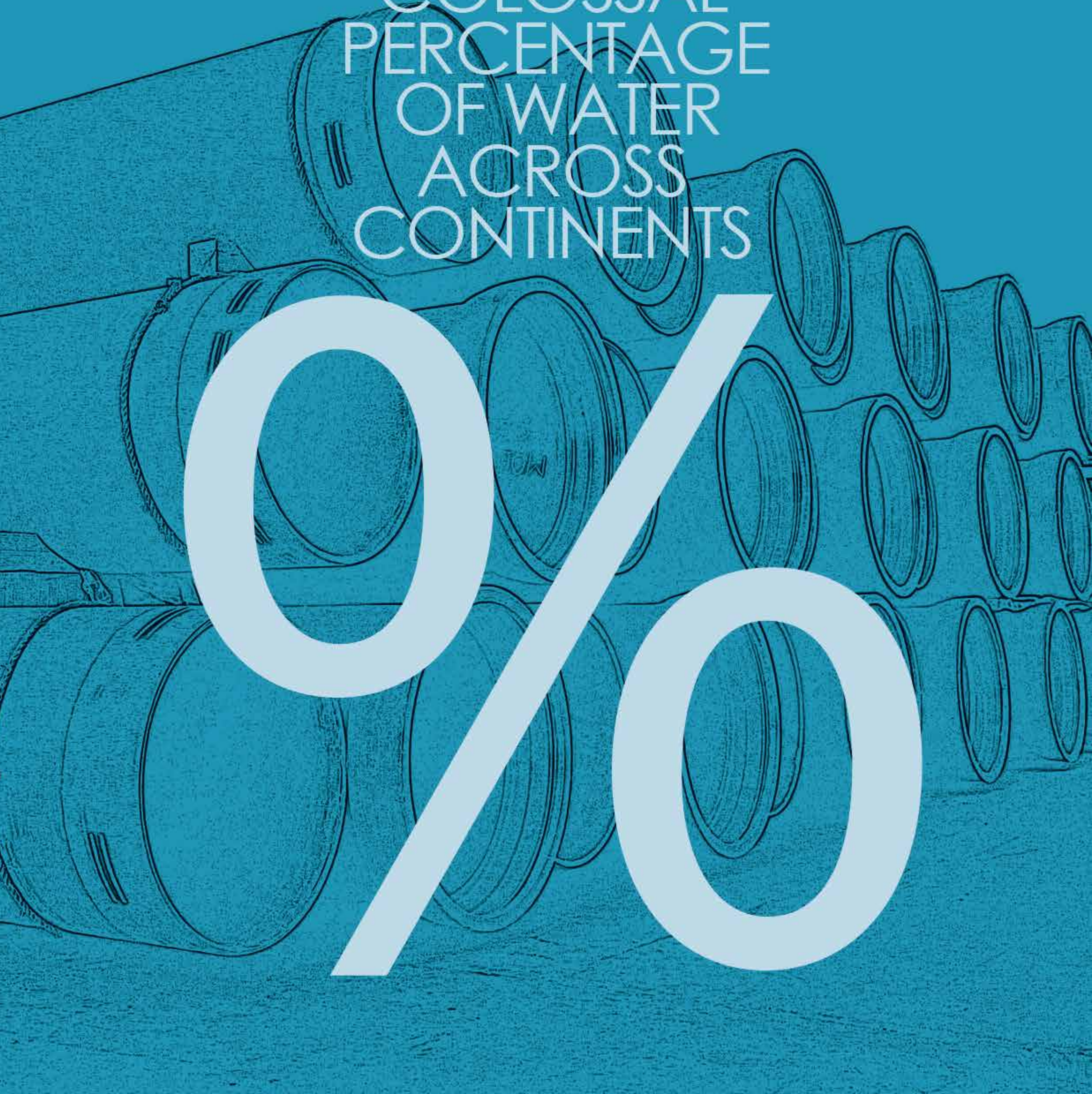
Jindal SAW Limited is the market leader in India for manufacturing large diameter Submerged Arc Welded (SAW) pipes. This particular type of pipe is primarily used in transportation of oil, gas, slurry and water.

With the first SAW pipe mill (UOE) commissioned in the year 1987, Jindal SAW Limited became the first pipe mill to produce LSAW pipes in India. To meet the rising demand globally, the Jindal SAW Group further expanded to seven pipe mills in India and one in the United States.

The size range of the LSAW pipes varies between 16 inches to 60 inches in outer diameter and wall thickness of up to 2 inches. For HSAW pipes, the size varies between 18 inches to 156 inches in outer diameter and wall thickness of up to 1 inch. Therefore, the company runs eight state-of-the-art manufacturing plants with a combined capacity of over two million megatonne (MT) per annum for line pipes.

Furthermore, with specialised anti-corrosion and concrete-weight coatings, connector casings and hot pulled induction bends, it also provides relevant value-added services.

THE WORLD CHANGES WHEN DI PIPES CARRY A COLOSSAL PERCENTAGE OF WATER ACROSS CONTINENTS



From clean drinking water to wastewater, Ductile Iron (DI) pipes provide complete transportation and management.

The Integrated Greenfield Project of DI pipe and pig iron unit is located at Samaghogha in Mundra, close to Mundra and Kandla ports in Gujarat. This port-based facility is equipped with:

- Coke oven battery plant
- Sinter plant
- Blast furnace
- DI pipe manufacturing facility

The DI pipe facility is capable of producing pipes in the size range of 80mm to 1200mm, with an annual capacity of 500,000 MT. This facility has a state-of-the-art two numbers small diameter pipe plant, dedicated to produce small diameter pipes from DN 80mm to 200mm.

Jindal SAW has also established a state-of-the-art manufacturing unit in Abu Dhabi, UAE to produce DI pipes up to 2200mm with an annual capacity of 350,000 MT, with specialised linings and coatings to cater to the Gulf and African markets.

In order to serve the European market, Jindal SAW acquired a manufacturing plant in 2011 in Italy (SERTUBI) now operating in the name of Jindal SAW Italia S.P.A. with an annual capacity of 80,000 MT in the size range of 80mm to 1000mm. This plant caters to mainly European markets and certain projects in Iraq.

In order to offer total pipe solutions to the customer, Jindal SAW installed a DI fitting manufacturing facility in India in Solapur, Maharashtra in 2013 with an annual capacity of 18,000 MT in the size range of 80mm to 2200mm.

Today, Jindal SAW is the third largest producer of DI pipes in the world supplying pipes and fittings to more than 30 countries from all its manufacturing units, held together by various types of joints including restrained joints of double chamber type and specialised linings and coatings, including polyurethane.

THE COMMON DENOMINATOR BETWEEN GOOD HEALTH AND RECURRING FERTILISER SUPPLY

IS A SEAMLESS PIPE

Jindal SAW's Seamless division, always looking forward and striving for excellence, has upgraded its capabilities and capacities within Nashik and Nagothane by adding:

- New mill manufacturing pipes up to 16" diameter
- Drill pipe manufacturing
- Premium connections for specialised end usage

Earlier capacity of the Nashik plant was 2,30,000 tons which has now been enhanced to 3,00,000 tons.

Similarly, at Nagothane, we have installed a new pipe and tube mill and have upgraded its capabilities and capacities. Nagothane has a capacity of 125,000 tons.

We now produce:

- Seamless Stainless steel pipes
- Seamless Carbon steel products
- Seamless Alloy steel pipes

All the above upgradations cater to a host of industries including oil and gas, drilling, exploration, petroleum and petroleum products, automobile applications, etc. We are consolidating and penetrating into value added segments such as hydraulics, heat exchanger, boiler, bearing, core drill and automobile.

For oil and gas requirements we have enhanced our capacity by producing premium products and pipes in bigger sizes.

Our stainless steel pipes and tube business, Jindal Quality Tubular limited (JQTL) caters to a vast range of industrial products including fertilisers, petrochemicals and synthetics. The pipes help in unadulterated travel of material through them. The business has grown substantially in the current financial year.

JQTL has product/plant approval from Engineer India Limited, Fluor and many major EPC and oil and gas companies. We have expanded to new markets like the Middle East and through our business partners in Abu Dhabi and Oman, we expect to grow in the oil and gas market there. Moreover, our business in Europe and the USA has also grown substantially.

We have a well-established customer base in sectors like oil and gas, power, sugar, fertilisers, pharmaceutical, paper and pulp, etc. We have established a new extrusion facility at Nagothane, Maharashtra, where commercial production shall start by August 2019.

JQTL foresees a growth in demand in the current financial year in the domestic and export market for stainless steel welded and seamless products. We are committed to provide quality products and timely deliveries to ensure customer satisfaction.

JINDAL SAW LTD.
ANNUAL REPORT 2018-19

DIGGING DEEP TO UNEARTH POSSIBILITIES GREATER THAN BEFORE

Jindal SAW added to its vast portfolio of products and services by setting up a large-scale mechanised Iron Ore mine and Pellet plant in 2012 in Bhilwara, Rajasthan. The Pur-Banera Belt which was lying unused, even though the Geological Survey of India explored it back in 1969-70, contains low-grade iron ore deposit. With innovative ideas and international exposure, Jindal SAW Limited is upgrading low-grade magnetite iron ore to high-grade magnetite concentrate from Fe 25% to Fe above 65% at its beneficiation plant. Iron ore concentrate thus produced is being pelletised in the Pellet plant.

The unique features of the plant are as follows:

- The only Pellet plant in India to utilise such low grade iron ore, after beneficiation.
- Low grade iron ore mine with lean deposit and high stripping ratio.
- Requires about 19 ton of mining to produce 1 ton of concentrate.
- First pellet plant of North India based alongside a captive iron ore mine.
- The use of treated sewage water for mining, beneficiation and other processes, sourced from Bhilwara city and treated at the Sewage Treatment Plant established by Jindal SAW Limited, as per Industry standards. This water is pumped through 23 km of pipeline to the main water reservoir (Capacity 2.5 Lac m^3) located at the plant for use in the manufacturing processes and plantation.
- The only Pellet plant in the country having achieved below 1,60,000 kcals of energy/ton of pellet - 50% lower than India's average of iron ore mining and beneficiation.


AN INTEGRATED ENTERPRISE COMES TO PROGRESS WHEN
NEW ANGLES ARE DRAWN WITH A FRESH PERSPECTIVE

Besides its core business of pipe manufacturing, the Jindal SAW Group is interested in diverse areas of business, including infrastructure through its subsidiaries in India and overseas. These are:

JINDAL ITF LIMITED

Jindal ITF (JITF) is a 51% subsidiary that conducts trans-shipment and water-borne transportation. In the matter of the contract with NTPC Limited, the arbitration panel has voted in favour of Jindal SAW, whereby approximately ₹2300 crore is payable to the company by NTPC Limited. As per the regulatory guidelines, NTPC is required to deposit 75% of the arbitral award in favour of the company against financial bank guarantee. Previously, JITF has received around ₹158 crore as an interim award for the first year MGQ in January 2018 and further approximately ₹198 crore towards interim award for the second year MGQ in April 2018. JITF has also invoked arbitration for its disputed contract with Kolkata Port Trust, where the order of the arbitration panel is awaited.

JINDAL SAW GULF LLC, ABU DHABI (UAE)

Jindal SAW Gulf LLC (JSGL) has set up UAE's first DI pipes manufacturing facility, which is also the largest facility of these pipes in the GCC region. It holds the capacity of 3,00,000 MTPA and size ranging up to 2200mm. Due to extreme volatile geo-political and war-like situation in the area, the GCC region had slowed down the investment in the water sector which impacted the business of JSGL. With an improvement in oil prices, economic activities in the GCC region have started gaining momentum, and we expect a turnaround of the facility in the year 2018-19. JSGL has also refinanced its long-term debt with longer maturity to match the business profile. The UAE facility has received approvals from most of its customers and has successfully supplied DI pipes to almost all countries in the GCC and MENA region, as well as to a few others like Australia, Panama, Singapore, etc. JSGL has also developed new products including double chamber pipes and foam coated pipes to capture the premium market, which will help draw better margins in the future.

JINDAL SAW USA LLC

A 100% step down subsidiary of Jindal SAW Limited, Jindal SAW USA LLC (JSULLC) is engaged in coating of welded pipes. Spread over an approximately 258 acre complex, the facility is based at Baytown Texas, USA. JSULLC also has a 100% subsidiary named Drill Pipe Inc. which is engaged in the manufacturing of drill pipes. JSULLC's business is expected to improve further due to various trade protection measures initiated by the current US administration that will help the local manufacturing facilities there.

IUP JINDAL METALS AND ALLOYS LIMITED

A majority owned subsidiary of Jindal SAW Limited, IUP Jindal Metals and Alloys Limited is engaged in the manufacturing of high quality precision stainless steel strips. It offers a wide choice of thin and ultra-thin cold rolled strips. The precision stainless strips are useful in the manufacturing of various products like auto components, clocks, watches and electrical equipment.

JINDAL TUBULAR (INDIA) LIMITED

A 100% subsidiary of Jindal SAW Limited, Jindal Tubular (India) Limited (JTIL) operates a large diameter HSAW pipe manufacturing facility in Madhya Pradesh. The facility is currently producing pipes for the water sector.

JINDAL QUALITY TUBULAR LIMITED

A 67% subsidiary of Jindal SAW Limited, Jindal Quality Tubular Limited (JQTL) is engaged in the manufacturing of stainless-steel tubes and welded pipes. JQTL has an installed capacity of 30,000 MT annually. Its strategic manufacturing locations (Uttar Pradesh and Gujarat), which are well connected by road and port facility, have been well chosen to cater to the global stainless steel tubular market.

Jindal SAW is the only company which, besides DI pipes, has a wide range of products in stainless and carbon steel with facilities for the seamless and welded segments. We are serving almost all industries including oil and gas, pulp and paper, food, pharmaceuticals, water and sanitation, petrochemical, boiler and heat exchangers as well as general engineering.

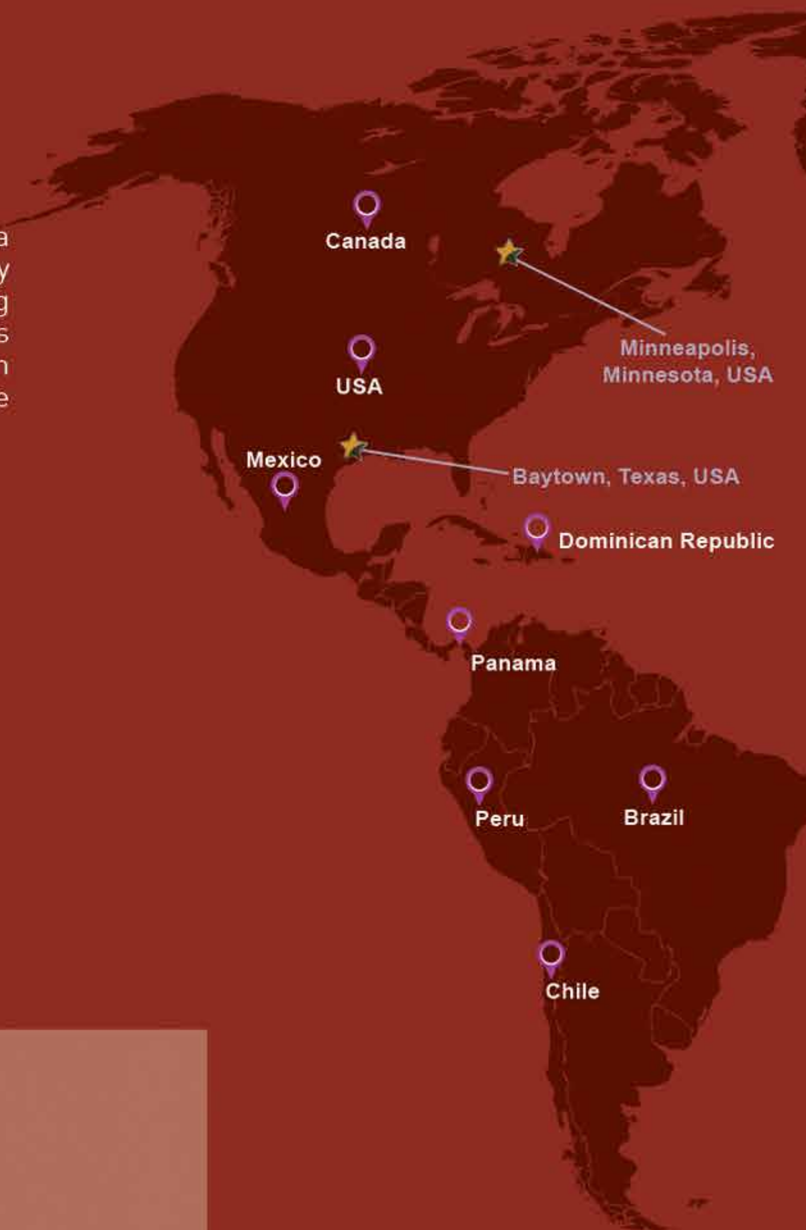
QUALITY QUOTIENT IS WHAT DEFINES THE SUCCESS RATIO OF JINDAL SAW ACROSS THE GLOBE

QUALITY

At Jindal SAW Limited, every product is subjected to a series of stringent quality tests that ensure that they conform to the highest standards. Special handling and storage of pipes in addition to testing facilities equipped with state-of-the-art equipment aid in upholding quality levels, and have also led to the receipt of several international certifications.

OUR CERTIFICATIONS INCLUDE:

- **API (American Petroleum Institute)**
- **ISO 9001:2008 Certification**
- **BS OHSAS 18001:2007 Certification**
- **ISO 14001:2004 Certification**
- **ISO 45001:2018 Certification**
- **BV ITALIA Product Accreditation**
- **BSI, KITEMARK LICENCES in respect of EN 545, 598, ISO 2531**
- **ISO/TS 29001**
- **IS 3589**
- **IS 5504**



GLOBAL PRESENCE

The Global Presence of Jindal SAW Limited is well established with its strategically located units and exports to several countries. The superior product quality of Jindal SAW products has found ready acceptance in major markets around the world.

Svayam

DIGNITY FOR PEOPLE
WITH REDUCED MOBILITY

A SOCIETY OF EQUALS IS FORMED WHEN PREJUDICES ARE PUT OUT OF THE EQUATION

Along with being a successful business entity, JSAW has an active sense of responsibility. The company's CSR activities integrate social and environmental concerns into their operations. JSAW has planted more than 90,000 trees, both within mining lease and outside. The company works diligently in the area of rural development, village & school infrastructure development, educational support & sports promotion, disaster relief & medical support, religious & cultural support and community & social development, under the purview of its CSR.

SVAYAM AND WATER.ORG JOIN HANDS TO PROMOTE ACCESSIBLE SANITATION IN RURAL HOUSEHOLDS IN FIVE INDIAN STATES

To promote accessible sanitation in rural households in India, Svayam, in partnership with water.org's Indian arm, FAAS, launched a three-year project in September 2018. As the knowledge and funding partner, Svayam will help build 1500 accessible toilets in five states, namely Tamil Nadu, Karnataka, Maharashtra, Uttar Pradesh and Odisha.

SVAYAM AUTHORS AND PUBLISHES "GUIDELINES FOR MAKING RELIGIOUS PLACES ACCESSIBLE"

In January 2019, Shri Thawarchand Gehlot, Hon'ble Union Minister for Social Justice and Empowerment, Government of India, and Ms. Sminu Jindal, Founder, Svayam, jointly unveiled "Guidelines for Making Religious Places Accessible" in New Delhi.

Prepared by Svayam, these guidelines are published in partnership with the Office of the Chief Commissioner for Persons with Disabilities.

SVAYAM'S ACCESSIBLE VANS HELP ELECTION COMMISSION TO ENSURE INCLUSIVE ELECTION IN DELHI

Svayam partnered with the Election Commission of India to make the General Election 2019 more inclusive. On the request of Svayam, several Delhi based NGOs (recipients of adapted wheelchair accessible vans) offered to ensure that voters with reduced mobility reach their polling booths with ease, safety and dignity.

GHATS OF VARANASI TO BE MADE ACCESSIBLE FOR THE ELDERLY AND DISABLED

The Svayam team conducted an access audit of Varanasi's famous ghats in September 2018, on a special request by the Government of Uttar Pradesh. The purpose was to help make the ghats more accessible for pilgrims with reduced mobility and disabilities. Recommendations also included ways to make inland (river) cruise tourism accessible.

SVAYAM ORGANISES SENSITISATION TRAINING WORKSHOP FOR THE INDIRA GANDHI INTERNATIONAL AIRPORT COMMUNITY

Svayam has been conducting sensitisation workshops for the Delhi Airport staff on effectively handling specific needs of passengers with reduced mobility and disabilities, as part of an MoU signed with DIAL, aimed at improving accessibility at the Indira Gandhi International Airport.

SVAYAM HELPS MAKE INDIA'S CRUISE TOURISM ACCESSIBLE FOR ALL

On the invitation of the New Mangalore Port Trust (NMPT), Svayam, in February 2019, conducted an access audit of Cruise Terminal to help make the facilities accessible for all.

DELHI METRO SEEKS SVAYAM'S HELP TO IMPROVE ACCESSIBILITY AT 10 METRO STATIONS

On an invitation by the Delhi Metro Rail Corporation, the Svayam Team conducted an access audit of 10 metro stations during August-October 2018. It evaluated the accessibility and usability for people with reduced mobility and has shared its recommendations for implementation.

JINDAL SAW PLANTS GEARING UP TO INCORPORATE ACCESSIBILITY

As part of its plan to make all Jindal SAW plant locations more accessible, the Svayam team is spearheading efforts and initiatives to improve access.

SVAYAM CONDUCTS ACCESS AUDIT OF IIT TECHNO PARK

At the request of IIT Delhi, the Svayam team conducted an access survey of their new Sonepat Campus IIT Techno Park in October 2018 to assess its accessibility. It has suggested measures to make the campus barrier-free for people with disabilities.

EIGHT TAIWAN INSTITUTIONS WIN SVAYAM ACCESSIBILITY AWARDS - 2018

The Svayam Accessibility Awards 2018 (Taiwan Edition) were given away by Ms. Sminu Jindal, in Taipei on the sidelines of TRANSED 2018 (15th International Conference on Mobility and Transport for Elderly and Disabled Persons) on November 14, 2018 to leading government and non-government agencies of Taiwan for their initiatives to promote accessibility and inclusion.

	Smt. Savitri Devi Jindal	Chairperson Emeritus
DIRECTORS	Mr. Prithavi Raj Jindal	Chairman
	Ms. Sminu Jindal	Managing Director
	Ms. Shradha Jatia	Non-Executive Director
	Ms. Tripti Arya	Non-Executive Director
	Mr. Neeraj Kumar	Group CEO & Whole-time Director
	Mr. Hawa Singh Chaudhary	Whole-time Director
	Dr. Raj Kamal Aggarwal	Independent Director
	Mr. Ravinder Nath Leekha	Independent Director
	Mr. Abhiram Tayal	Independent Director
	Mr. Ajitkumar Hazarika	Independent Director
	Mr. Sanjeev Shankar	Independent Director
	Mr. Girish Sharma	Independent Director
	Dr. Vinita Jha	Independent Director

COMPANY SECRETARY
Mr. Sunil K. Jain

BANKERS
State Bank of India
Axis Bank Limited
Bank of Baroda
Canara Bank
EXIM Bank
HDFC Bank Limited
ICICI Bank Limited
Indian Bank
Karnataka Bank Limited
Laxmi Vilas Bank Limited
Punjab National Bank
RBL Bank Limited
Standard Chartered Bank
The South Indian Bank Limited
United Bank of India

STATUTORY AUDITORS
Price Waterhouse Chartered Accountants LLP.
Chartered Accountants

INTERNAL AUDITORS
Deloitte Haskins & Sells LLP
Chartered Accountants

REGISTERED OFFICE
A-1, UPSIDC Industrial Area, Nandgaon Road,
Kosi Kalan District Mathura - 281403,
Uttar Pradesh, India

CORPORATE OFFICE
Jindal Centre
12, Bhikaiji Cama Place
New Delhi - 110066, India

CONTENTS

CHAIRMAN'S MESSAGE

Dear Stakeholders,

The year that ended on March 31, 2019 has been a milestone for the company. The Company's top-line (standalone) crossed ₹10,000 crores while its performance (consolidated) has also shown a marked improvement. We expect to consolidate and build on these results as we surge forward with a cogent and robust business strategy, backed by a high level of corporate governance and a strong capital structure.

The global economy is witnessing a new trend. Developed countries led by the US are moving towards a protectionist economy while building tariff barriers and resorting to anti-dumping measures. The trade war between the US and China is reaching unprecedented levels, which may have a significant impact on the international trade pattern. The US has shown a healthy growth in its GDP and with its country focused approach, this trend is likely to continue. The European Union is still struggling with issues like BREXIT and is yet to find a clear path for its economic growth. The stability in oil prices have led to glimmers of hope in the Middle East. Finally, peace seems to be returning to this region on the geo-political front which adds to the reassurance of considerable economic activity in the region. But, they still have to deal with political situations like the isolation of some countries of the region and its fall outs. Africa seems to be emerging as an interesting destination for investment and increased economic activity.

India leads the Asia-Pacific development story with China falling behind owing to its trade war issues with the US, potential currency devaluation and structural issues within its economy. The next decade or two belongs to Asia where India is slated to lead on the economic and political fronts. India has clearly emerged as one of the major economic and political powers in the region which is being recognised by the world. We have also been able to build strong relationships in the region and with major economies in the world, which will help India reach its growth potential.

The year 2019 has also witnessed the return of a strong government in India, which seems to be determined to focus on the economic development of the country. Important ministries like Finance, Commerce and Industry have taken a coordinated approach in their initial days for the sake of comprehensive development, which is an encouraging sign. Focus on infrastructure development and key initiatives like 'Make in India', 'Jal Shakti Mission', interlinking of water bodies, and development in the oil and gas sectors for self-sustenance will provide the much needed tail-wind and conducive business environment for the private sector to flourish in the near to medium term.

Throughout the year, the company has worked diligently to build alliances, expand its product range and enhance capacities in key areas to create headroom for further growth. A few strategic alliances are also in the pipeline which will help the company cater to the value-added segments, thereby enhancing market penetration and consolidating its leadership position. Efforts have also been made to integrate the businesses better and create a focused approach.

There is an emphasis on building robust systems and processes to aid faster growth. In this year, the company has migrated its SAP database to the HANA platform and is in the process of implementing a technology-based supply chain management system. Quality systems and performance improvement initiatives have helped us rationalise the cost structure and improve customer satisfaction, which remains one of our key performance benchmarks. Based on the company's improved capital structure and good performance, the long-term external credit rating has been enhanced to 'AA (stable outlook)' while we maintain our short-term credit rating to 'A1+'.

There is a renewed confidence and vigour in our human resources which is one of our valuable assets. They help us to sustain good performance and build on it to keep the company among the few global players in the industry in terms of quality product, customer satisfaction and high level of performance.

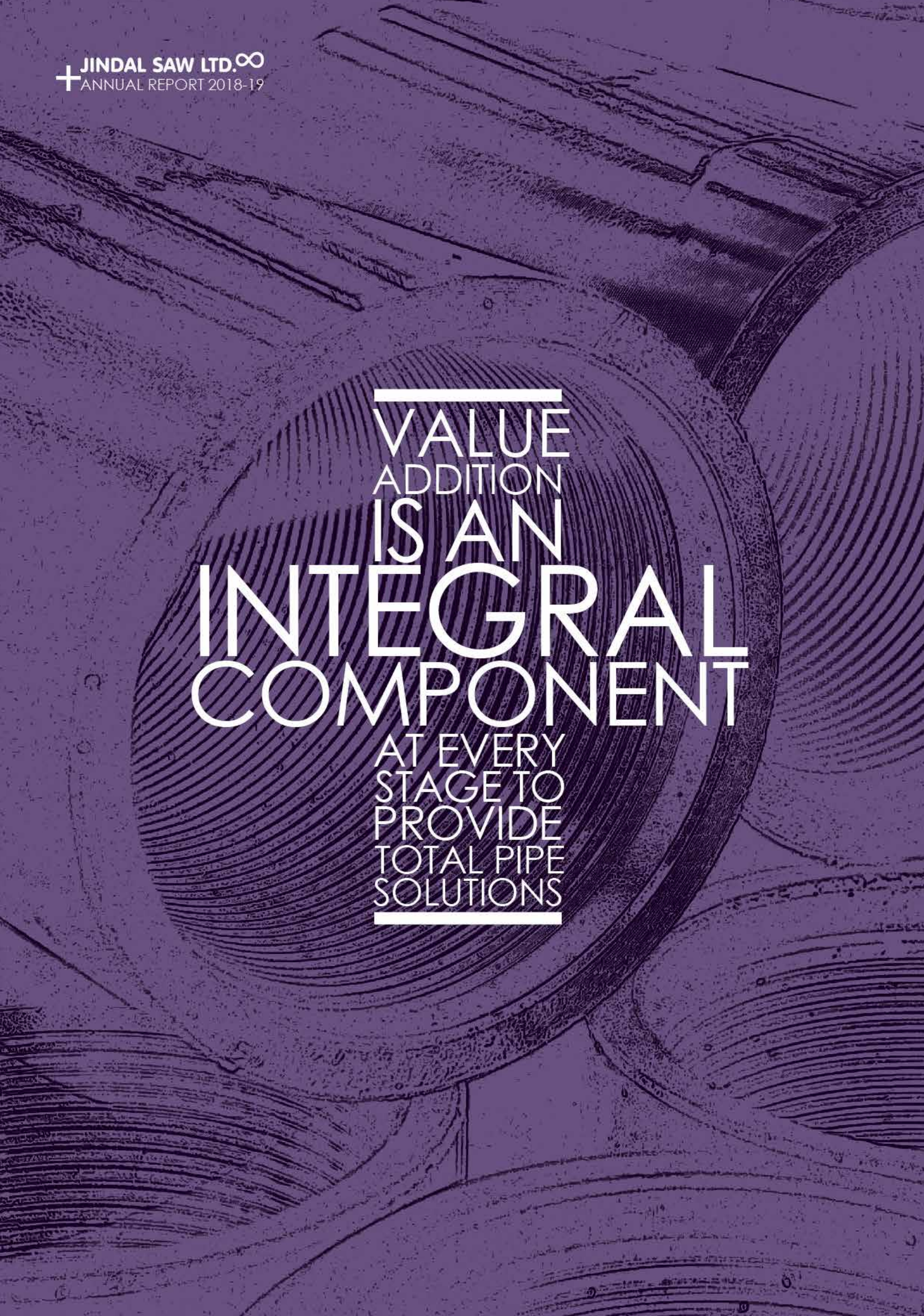
Our commitment to the environment is paramount and the company maintains the highest standards of corporate governance. Svayam, continues to lead our CSR activities and focuses on universal accessibility.

Jindal SAW maintains excellent and cordial relationships and I extend my gratitude to all our stakeholders including banks and financial institutions, rating agencies, regulators, suppliers and clients throughout the country and abroad.

I assure you that the company possesses the necessary management bandwidth and other resources to pursue the quest for business excellence and we are hopeful of a magnificent future.

Jai Hind!

Prithavi Raj Jindal
Chairman (Non-Executive)


VALUE
ADDITION
IS AN
INTEGRAL
COMPONENT
AT EVERY
STAGE TO
PROVIDE
TOTAL PIPE
SOLUTIONS

BOARD'S REPORT

To

The Members,

Your Directors are pleased to present the 34th Annual Report along with Audited Financial Statements of the Company for the year ended 31st March, 2019.

1. FINANCIAL RESULTS

(₹ Lakhs)

PARTICULARS	Year ended March 31, 2019	Year ended March 31, 2018
Revenue from Operations	**9,82,949.21**	7,36,324.65
Profit before finance cost, depreciation, exceptional items and tax	**1,51,651.97**	1,25,967.22
Less:		
Finance costs	**49,610.56**	41,510.99
Depreciation and amortisation expense	**28,142.20**	25,616.61
Profit before tax	**73,899.21**	58,839.62
Tax expense	**24,090.65**	19,408.77
Profit after tax	**49,808.56**	39,430.85
Other Comprehensive Income		
Items that will not be reclassified to profit and loss	**(133.31)**	184.72
Total Comprehensive Income for the year	**49,675.25**	39,615.57

2. REVIEW OF OPERATIONS

The Financial Year 2018-19 has registered increase in production and sales volumes as compared to previous financial year. The total pipe production (including pig iron) during F.Y. 2018-19 was ~ 12,70,413 MT (including ~ 6131 MT pipes produced on job work) as compared to ~ 11,83,800 MT (including ~ 79,670 MT pipes produced on job work) during 2017-18. The annual pellet production during F.Y. 2018-19 was 14.15 lakhs MT as compared to 13.50 lakhs MT during F.Y. 2017-18.

During financial year 2018-19, the Company has sold (including pig iron) ~ 12,66,194 MT pipes(including ~ 7177 MT pipes on job work) as compared to ~ 11,71,973 MT (including ~ 79,670 MT pipes on job work) during 2017-18 and thus recorded ~ 8% growth in sales volumes in F.Y. 2018-19.

Segments Performance

SAW Pipe Strategic Business Unit: During the financial year 2018-19, the Company produced ~ 6,12,824 MT of pipes (including ~ 6,131 MT pipes produced on job work) as compared to previous year ~ 5,73,100 MT of pipes (including ~ 79,670 MT pipes produced on job work) registering a quantitative growth of ~ 6.93% on YoY basis.

The Company has sold ~ 6,06,752 MT (including ~ 7177 MT on job work) of Saw pipes as compared to previous year ~ 5,30,360 MT (including ~ 79,670 MT on job work).

The status of orders booked as on March 31, 2019 was ~ 4,25,538 MT including job work orders for ~ 9752 MT.

DI and Pig Iron Strategic Business Unit: Operations in this segment were in line with the planned production in the financial year 2018-19. The Company has produced 4,87,409 lakhs MT of DI Pipe & Pig Iron in financial year 2018-19 as compared to ~ 4,43,700 MT in financial year 2017-18.

The Company has sold ~ 4,91,723 lakhs MT of DI Pipe & Pig Iron in financial year 2018-19 as compared to ~ 4,73,400 MT in financial year 2017-18.

The order book status is quite comfortable at ~ 5,39,432 MT approx.

Seamless Strategic Business Unit: The production of seamless pipes during financial year 2018-19 was ~ 1,70,181 MT as compared to ~ 1,67,000 MT during financial year 2017-18.

Sale of seamless pipes during financial year 2018-19 was ~1,67,719 MT as compared to ~ 1,68,100 MT during financial year 2017-18.

Current order book stands at ~ 47,457 MT which gives an improved visibility for financial year 2019-20

Iron Ore Mines and Pellet Strategic Business Unit: During financial year 2018-19, the Company has produced ~ 1.4 million MT pellet. The Company has worked very hard in terms of cost reduction and improvement in operational efficiency which has resulted in improvement in profitability in pellet segment. The current order book stands at ~ 78,954 MT.

3. DIVIDEND

The Board has, subject to the approval of members at the ensuing annual general meeting, recommended a dividend @ 100% (i.e ₹ 2/- per equity share for face value of ₹ 2/- per equity share) for the year ended March 31, 2019 as compared to ₹ 1.20 per equity share of face value of ₹ 2/- for the previous financial year.

BOARD'S REPORT

4. TRANSFER TO RESERVES

Your Board has proposed to transfer ₹ 233 lakhs to Debenture Redemption Reserve. On redemption of Debentures, the proportionate Debenture Redemption Reserve of ₹ 750 lakhs was transferred to General Reserve

5. SHARE CAPITAL

There is no change during the financial year 2018-19 in the paid up equity share capital of the Company.

6. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis, as stipulated under Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forming part of this report has been given under separate section.

7. CONSOLIDATED FINANCIAL STATEMENT

Audited annual consolidated financial statements forming part of the annual report have been prepared in accordance with Companies Act, 2013, Indian Accounting Standards (Ind AS) 110– 'Consolidated Financial Statements' and Indian Accounting Standards (Ind AS) 28 - Investments in Associates and Joint Ventures', notified under Section 133 of Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 and as amended from time to time.

8. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

As on March 31, 2019 Company had 10 direct subsidiaries, 15 indirect subsidiaries, 1 associate and 1 joint venture. The Board of Directors reviewed the affairs of the subsidiaries. During the year under review the Ralael Holdings Limited, subsidiary of the Company had transferred 81% shareholding of Jindal Saw Italia S.P.A. Accordingly, Jindal Saw Italia S.P.A. ceased to be the subsidiary of the Company.

Further, In accordance with Section 129(3) of the Companies Act, 2013, the consolidated financial statements of the Company and its subsidiaries along with a statement containing the salient features of the financial statements of Company's subsidiaries in Form AOC 1 forms part of annual report. The statement also provides the details of performance, financial positions of each of the subsidiaries.

As per the provisions of Section 136 of the Companies Act, 2013, the audited financial statements, including the consolidated financial statements and other related information of the Company and audited financial statements of each of its subsidiaries, are available on our website www.jindalsaw.com. These documents will also be available for inspection during business hours at our registered office till date of annual general meeting.

The policy for determining material subsidiaries as approved may be accessed on the Company's website at the link: http://www.jindalsaw.com/pdf/POLICY-FOR-DETERMININ G-MATERIAL-SUBSIDIARIES.pdf

9. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under section 134 of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed by the Board of Directors: -

a. that in the preparation of the annual accounts for the financial year ended 31st March, 2019, the Indian Accounting Standards (Ind AS) has been followed along with proper explanation relating to material departures;

b. that they had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the year ended on that period.

c. that they 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. that they had prepared the accounts for the financial year ended 31st March, 2019 on a 'going concern' basis.

e. that they had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and

f. that they had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

10. DIRECTORS AND KEY MANAGERIAL PERSONNEL

Mr. Hawa Singh Chaudhary, Whole-time Director (DIN: 00041370) and Ms. Tripti Arya, Non-Executive Director (DIN: 00371397) of the Company, retire by rotation and, being eligible, offer themselves for re-appointment.

As per section 134(3)(q) of the Companies Act, 2013 read with rule 8(5) of the Companies (Accounts) Rules 2014, details of Directors or Key Managerial Personnel who were appointed or re-appointed during the year is given below:-

The Board of Director had appointed Dr. Vinita Jha (DIN-08395714), Mr. Sanjeev Shankar (DIN – 06872929) and Mr. Girish Sharma (DIN – 05112440), as Additional Directors in the category of Independent Directors of the Company w.e.f. 22nd March, 2019. The Board has recommended their appointment as independent Directors of the Company for a period of 5 consecutive years, as their first term w.e.f. 22nd March, 2019 to the members.

Dr. Raj Kamal Aggarwal and Mr. Ravinder Nath Leekha were appointed as an Independent Directors for a first term of a period of 5 years by the shareholders in the 29th annual general meeting held on 10th September, 2014 and their tenure will end on 9th September, 2019.

Your Board of Directors, taking into consideration the recommendations of Nomination and Remuneration Committee and given their background, experience and contribution made by them during their tenure as Independent Directors and the performance evaluation

BOARD'S REPORT

feels that the continued association of Dr. Raj Kamal Aggarwal and Mr. Ravinder Nath Leekha would be beneficial to the interest of Company as Independent Directors. Accordingly, Board proposes the appointment of Dr. Raj Kamal Aggarwal and Mr. Ravinder Nath Leekha for 2nd term of a further period of 5 consecutive years as an Independent Directors. The Company had received the consent of the above Directors for their appointment along with declaration that they met the criteria of independence U/s 149(6) of the Companies Act, 2013.

In terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, no listed company shall appoint a person or continue the directorship of any person as a Non-Executive Director who has attained the age of 75 years unless a special resolution is passed to that effect. It may be noted Mr. Ravinder Nath Leekha, will attain the age of 75 years during his further term. Therefore, this statement may also be regarded as an appropriate disclosure under the SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015.

Further, Mr. Hawa Singh Chaudhary, Whole-time Director (DIN: 00041370) has been re-appointed as Whole-time Director of the Company, liable to be retire by rotation, for a further period of 2 years w.e.f. 1st November, 2019 by the Board of Directors subject to approval of the shareholders.

Dr. S. K. Gupta (DIN: 00011138) and Mr. Devi Dayal (DIN: 01083282) resigned from the office of Directors of the Company w.e.f. 13th February, 2019 and 19th March, 2019 respectively due to their personal reasons. The Board places on record its appreciation for the services rendered by Dr. S. K. Gupta and Mr. Devi Dayal during their association with the Company.

11. POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

The Nomination and Remuneration Committee selects the candidate to be appointed as the Director on the basis of the need and enhancing the competencies of the Board of the Company.

The current policy is to have a balance of executive and non-executive Independent Directors to maintain the independence of the Board and to separate its functions of governance and management. The composition of Board of Directors during the year ended March 31, 2019 is in conformity with Regulation 17 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015 (SEBI Listing Regulations) read with Section 149 of the Companies Act, 2013.

The policy of the Company on directors' appointment, including criteria for determining qualifications, positive attributes and independence of a director and other matters, as required under sub-section (3) of Section 178 of the Companies Act, 2013 and the remuneration paid to the directors are governed by the Nomination and Remuneration Policy of the Company.

12. DECLARATION BY INDEPENDENT DIRECTORS

The Company has received Declaration of Independence from all Independent Directors as stipulated under Section 149(7) of the Companies Act, 2013 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, confirming that they meet the criteria of Independence.

13. BOARD EVALUATION

The Company has devised a Policy for Performance Evaluation of Independent Directors, Board, Committees and other Directors which includes criteria for performance evaluation of the non-executive directors and executive directors under section 178(1) of the Companies Act, 2013. This may be accessed on the Company's website at the link: http://www.jindalsaw.com /pdf/Criteia%20for%20Performance%20Evaluation.pdf

On the basis of the Policy for Performance Evaluation of Independent Directors, Board, Committees and other Directors, a process of evaluation was followed by the Board for its own performance and that of its Committees and individual Directors. The details of the same have been given in the report on Corporate Governance annexed hereto.

The details of programme for familiarization of Independent Directors, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company and related matters have been uploded on the website of the Company at the link: http://www.jindalsaw.com/pdf/Familiarization-Programme-of-Independent-Directors-of-Jindal-Saw-Limited.pdf

14. EMPLOYEES BENEFIT SCHEME

In a view to encourage a value creation and value sharing with the employees and with the permission of the shareholders by way of special resolutions, at the annual general meeting held on 27th September, 2018, your Directors in their meeting held on 22nd May, 2019 designed and formulated the "Jindal SAW Limited – Stock Appreciation Rights Scheme, 2018, the "Jindal SAW Limited, General Employee Benefit Scheme, 2018" and the Jindal SAW Employees Retirement Benefit Scheme, 2018"(the Schemes).

Further to implement these schemes a trust, namely, Jindal SAW Employee Welfare Trust was constituted under the Institutional Trustee. The arrangements had been made with AXIS Trustee Services Limited, New Delhi, to act as a Trustee for the above mentioned Trust for the implementation of Schemes.

15. CORPORATE GOVERNANCE

The Company is committed to maintain the highest standards of corporate governance and adhere to the corporate governance requirement set out by SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015. The report on Corporate Governance as stipulated under the Listing Regulations forms an integral part of this Report. The requisite certificate from the Auditors of the Company confirming compliance with the conditions of corporate governance is attached with the report on Corporate Governance.

16. CREDIT RATING

The credit rating of your Company for long term borrowings (including Non Convertible Debentures) has been upgraded to "CARE AA" (Outlook: Stable) revised from "CARE AA(-)" and for short-term borrowings has been reaffirmed as "CARE A1(+)", by Credit Analysis & Research Limited ('CARE') vide their press release dated 18th March, 2019.

BOARD'S REPORT

17. CONTRACTS AND ARRANGEMENT WITH RELATED PARTIES

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. During the year, the Company had not entered into any material contract / arrangement / transaction with related parties.

The Policy on materiality of related party transactions and dealing with related party transactions as approved by the Board may be accessed on the Company's website at the link: http://www.jindalsaw.com/pdf/140_Download_RELATEDPARTYTRANSACTIONPOLICY.pdf

Your Directors draw attention of the members to Note 47 to the financial statement which sets out related party disclosures.

18. CORPORATE SOCIAL RESPONSIBILTY (CSR)

The Company has its Corporate Social Responsibility Policy (CSR Policy), which can be accessed on the Company's website at http://www.jindalsaw.com/pdf/Jindal-SAW-CSR-Policy.pdf.

The key philosophy of all CSR initiatives of the Company is driven by core value of inclusion. Pursuant to CSR Policy various activities were recommended by the CSR Committee to the Board, which were undertaken by the Company. During the year the Company spent ₹ 1074.71 lakhs on CSR activities. A report on CSR activities is annexed herewith as Annexure 1.

The Management had, initially at the beginning of the financial year, estimated / budgeted the amount to be spent on the CSR activities in the range of ₹ 1000 lakhs to ₹ 1050 lakhs. However, based on the financial results for the year the amount required to be spent on CSR activities was calculated at ₹ 1026.26 lakhs. Thus, an amount of ₹ 48.45 lakhs has been overspent on above activities for the financial year ended 31st March, 2019.

19. RISK MANAGEMENT

Risk Management Committee which has been entrusted with the responsibility to assist the Board in (a) overseeing and approving the Company's enterprise wide risk management framework; and (b) identifying and assessing that all the risks that the organization faces such as strategic, financial, credit, market, liquidity, security, property, IT, legal, regulatory, reputational and other risks and to ensure that there is an adequate risk management infrastructure in place capable of addressing those risks. The Risk Management Policy was reviewed and approved by the Committee.

The Company manages, monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its strategic objectives. The Company's management systems, organisational structures, processes, standards, code of conduct and behaviours together form the Management System that governs how the Company conducts the business and manages associated risks.

20. INTERNAL CONTROL AND INTERNAL AUDIT SYSTEM AND THEIR ADEQUACY

The Company has developed and implemented a robust system and framework of internal controls commensurate with the size, scale and complexity of its operations. The framework has been designed to provide reasonable assurance related to financial and operational information, to comply with the applicable laws and to safeguard the assets of the Company. This framework contains Entity Level Controls as well as Business Process Controls. The operating effectiveness and adequacy of these controls are periodically tested and validated. The internal control systems are evaluated with respect to their compliance with operating systems and policies of the Company across all locations.

Your Company uses the latest technology for efficient and effective operation which are the prime components of adequate internal control. SAP is extensively used to standardise the process and internal control across the Company. During the year, your Company has initiated to upgrade the existing SAP system from ECC3.0 to SAP on HANA (SOH). Also the Company is in the process of implementing 3 software's i.e. Sales and Operational Planning (S&OP), Global Availability To Promise (GATP) and Production Planning and Detailed Scheduling (PPDS). This will enhance the budgeting, reporting and production planning capability of the Company. The first phase has already been rolled out.

The Company has a well-defined Delegation of Power with authority limits for approving revenue and capex expenditure.

Your Company believes in zero tolerance towards statutory non-compliance. The Company has a strong online legal compliance management system and it is regularly monitored for compliance.

The Company has a strong and independent Internal Audit (IA) department. The scope and authority of the IA function is defined in the Internal Audit Charter approved by the Audit Committee. Every year, the IA department conducts Internal Audit as per Annual Internal Audit plan prepared based on risk assessment. This risk-based annual internal audit plan is duly approved by the Audit Committee.

The IA department comprises of In-House Internal Auditors and Outsourced internal auditors. In-house auditors consist of professionally qualified accountants and SAP experienced executives. We have appointed world's best audit firm Deloitte Haskins & Sells LLP to carry out the Internal Audit of the Company. Outsourced auditor are using subject matter experts, specialists to carry out risk-based audits across all locations, thereby enabling the identification of areas where risk management processes may need to be strengthened. Significant audit observations and corrective action plans are presented to the Audit Committee. The Audit Committee of the Board of Directors regularly reviews the adequacy & effectiveness of Internal Audit and implementation of the recommendation including Company's risk management policies & system.

The Company had made a high standard of ethics and have an operative Whistle Blower Mechanism for reporting any act which are not in line with our policy, code of conduct and ethics. A designated authority monitored the cases reported for proper redressal.

21. SECRETARIAL STANDARDS

The Directors state that applicable Secretarial Standards, i.e. SS-1 (Meetings of the Board of Directors), SS-2 (General Meetings), SS-3 (Dividend) and SS-4 (Report of the Board of Directors) respectively, have been duly followed by the Company.

BOARD'S REPORT

22. AUDITORS & THEIR REPORT

STATUTORY AUDITORS

The members of the Company had appointed Price Waterhouse Chartered Accountants LLP as Statutory Auditors of the Company for a term of five consecutive years from conclusion of 32nd Annual General Meeting until the conclusion of 37th Annual General Meeting. The Price Waterhouse Chartered Accountant LLP have confirmed that they are not disqualified from continuing as Auditors of the Company.

Auditors' remarks in their report read with the notes to accounts referred by them are self-explanatory. There have been no fraud reported by the Statutory Auditors of the Company.

SECRETARIAL AUDITOR

The Board had appointed Mr. S. K. Gupta of M/s. S. K. Gupta & Co., Company Secretaries, to conduct Secretarial Audit of the Company for the financial year 2018-19. The Secretarial Audit Report for the financial year ended 31st March, 2019 is annexed herewith marked as Annexure 2 to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

EXPLANATIONS OR COMMENTS BY THE BOARD ON EVERY QUALIFICATION, RESERVATION OR ADVERSE REMARK OR DISCLAIMER MADE

i. Auditors' Report

There have been no fraud, qualification, reservation or adverse remark reported by the Statutory Auditors of the Company.

ii. Secretarial Auditor's Report

There are no qualification, reservation or adverse remark reported by the Secretarial Auditors in their report.

COST AUDIT

Pursuant to Section 148 of the Companies Act, 2013 read with rules made thereunder, the Board, has re-appointed M/s. R. J. Goel & Co., Cost Accountants (Registration No. 000026), to audit the Cost Accounts of the Company for the year ending 31st March, 2020. Further, their remuneration will be subject to ratification by shareholders. The Company has submitted Cost Audit Report and other documents for the year ended 31st March, 2018 with the Central Government by filing Form CRA-4 vide SRN H05148283 dated 29th September, 2018.

The cost records as specified by Central Government under sub-section (1) of Section 148 of Companies Act, 2013, are maintained.

23. DISCLOSURE:

MEETINGS OF THE BOARD

During the year under review, the Board of Director of the Company met six times on 25th May, 2018, 1st August, 2018, 14th August, 2018, 12th November, 2018, 24th January, 2019 and 22nd March, 2019. The composition of Board of Directors during the year ended March 31, 2019 is in conformity with Regulation 17 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 read with Section 149 of the Companies Act, 2013. For further details, please refer Report on Corporate Governance attached to this Annual Report.

AUDIT COMMITTEE

As on 31st March, 2019 the Audit Committee comprised of 5 Independent Directors and 1 Executive Director as its members. The Chairman of the Committee is an Independent Director. The Members possess adequate knowledge of accounts, audit, finance, etc. The composition of the Audit Committee is in conformity with requirements as per the Section 177 of the Companies Act, 2013 and Regulation 18 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

During the year ended 31st March, 2019, the Committee met four times on 25th May, 2018, 1st August, 2018, 12th November, 2018 and 24th January, 2019. For further details, please refer Report on Corporate Governance attached to this Annual Report.

NOMINATION AND REMUNERATION COMMITTEE

As on 31st March, 2019, the Nomination and Remuneration Committee comprised of 4 Independent Directors. The Chairman of the Committee is an Independent Director. The Composition of the Nomination and Remuneration Committee is in conformity with requirements of section 178 the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

During the year ended 31st March, 2019 the Committee met twice on 25th May, 2018 and 22nd March, 2019. For further details, please refer Report on Corporate Governance attached to this Annual Report.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE (CSR COMMITTEE)

As on 31st March, 2019, the CSR Committee comprised of Dr. Raj Kamal Aggarwal, Independent Director, as Chairman and Ms. Sminu Jindal, Managing Director, Mr. Neeraj Kumar, Group CEO & Whole-time Director and Mr. Sanjeev Shankar as other members. The Composition of the CSR Committee is in conformity with requirements of the Companies Act, 2013. During the year ended 31st March, 2019 the Committee met once on 22nd March, 2019.

VIGIL MECHANISM

The Vigil Mechanism of the Company, which also incorporates a whistle blower policy in terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. As per the said policy the protected disclosures can be made by a whistle blower through an e-mail, or a letter to the Compliance Officer or Group CEO & Whole-time Director or to the Chairman of the Audit Committee.

The Policy on vigil mechanism and whistle blower may be accessed on the Company's website at the link: http://www.jindalsaw.com/pdf/vigil-mechanism-policy.pdf

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

Particulars of loans given, investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security were proposed to be utilized by the recipient are provided in the standalone financial statements (Please refer to Notes 7, 9, 16 & 48 to the standalone financial statements).

BOARD'S REPORT

PARTICULARS REGARDING CONSERVATION OF ENERGY, ETC.

Information pursuant to the provision of Section 134 of Companies Act, 2013 read with the rule 8 of Companies (Accounts) Rules, 2014 regarding conservation of energy, technology absorption and foreign exchange earnings and outgo are given in the statement annexed hereto as Annexure 3.

ANNUAL RETURN

Extract of Annual Return of the Company is annexed herewith as Annexure 4.

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

In terms of the provisions of Section 197(12) of the Act read with rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules are provided as Annexure 5.

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided as Annexure 6.

BUSINESS RESPONSIBILITY REPORT

As per Regulation 34(f) of SEBI (Listing Obligations and Disclosures Requirement) Regulations 2015, the Annual Report shall contain Business Responsibility Report (BRR) describing the initiatives taken by the Company towards environmental, social and governance perspective. Having regard to the green initiative, the BRR is made available on the Company's website at www.jindalsaw.com.

24. PUBLIC DEPOSITS

During the year ended March 31, 2019, the Company had not accepted any public deposits and no amount on account of principal or interest on public deposits was outstanding except unclaimed deposits aggregating to ₹ 102.68 lakhs as on March 31, 2019.

25. ANY SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

During the financial year there was no such significant material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

26. THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has a policy for prevention of sexual harassment of women at workplace and also 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.

Further, one complaint was received during the year under review, which was suitably redressed by the Internal Complaints Committee.

27. ACKNOWLEDGEMENT

Your Directors express their grateful appreciation to concerned Departments of Central / State Governments, Financial Institutions & Bankers, Customers and Vendors for their continued assistance and co-operation. The Directors also wish to place on record their deep sense of appreciation for the committed services of the employees at all levels. They are also grateful for the confidence and faith that you have reposed in the Company as its member.

For and on behalf of the Board

Prithavi Raj Jindal
Chairman

Place : New Delhi
Date : 22nd May, 2019

BOARD'S REPORT

Annexure - 1

Annual Report on Corporate Social Responsibility (CSR) activities for the financial year 2018-19

1	A brief outline of the Company's CSR Policy including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR Policy and projects or programs and the composition of CSR Committee.	Refer Sections: (a) Corporate Social Responsibility and (b) Disclosures: CSR Committee in this Report
2	Composition of the CSR Committee	a) Dr. Raj Kamal Aggarwal, Chairman b) Ms. Sminu Jindal, Member c) Mr. Neeraj Kumar, Member d) Mr. Sanjeev Shankar, Member
3	Average net profit of the Company for last three financial years	₹ 51,312.97 lakhs
4	Prescribed CSR expenditure(two percent of the amount mentioned in item 3 above)	₹ 1,026.26 lakhs
5	Details of CSR spent during the financial year:	
	a) Total amount to be spent for the financial year	₹ 1,074.71 lakhs
	b) Amount overspent, if any	₹ 48.45 lakhs
	c) Manner in which the amount spent during the financial year	details given below

Details of amount spent of CSR Activities during the Financial Year 2018-19

Sr. No.	CSR Project or Activity Identified	Sector in which the project is covered (Schedule VII of the Companies Act, 2013, as amended)	Project of Program (1) Local Area or Other (2) Specify the state and district where the projects and programs was undertaken	Amount Outlay (Budget) or Program wise (₹)	Amount spent on the Projects or Programs Sub Heads: (1) Direct Expenditure on Projects or Programs (2) Overheads (₹)	Cummul -ative Expenditure upto the reporting period i.e. FY 2018-19 (₹)	Amount spent direct or through Implementing Agency
1	Donation to Arya Gurukul Tihar Gram	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects	Delhi	-	4,81,550	4,81,550	Through Implement-ing Agency
2	Donation to Udbhav school	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects	Delhi	-	1,00,000	5,81,550	Through Implement-ing Agency
3	Donation to Arya Mahila Ashram	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects	Delhi	-	2,24,000	8,05,550	Through Implement-ing Agency
4	OPJEMS donation for 2018-19	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects	Delhi	-	35,00,000	43,05,550	Through Implement-ing Agency
5	Donation to Sminu Jindal Charitable Trust	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects	Delhi	-	15,15,000	58,20,550	Directly
6	Distribution of Green Fooder for Cows at Gaushala	Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agro forestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to the 'Clean Ganga Fund' set-up by the Central Government for rejuvenation of river Ganga;	Bhilwara, Rajasthan	-	15,31,287	73,51,837	Through Implement-ing Agency

BOARD'S REPORT

Sr. No.	CSR Project or Activity Identified	Sector in which the project is covered (Schedule VII of the Companies Act, 2013, as amended)	Project of Program (1) Local Area or Other (2) Specify the state and district where the projects and programs was undertaken	Amount Outlay (Budget) or Program wise (₹)	Amount spent on the Projects or Programs Sub Heads: (1) Direct Expenditure on Projects or Programs (2) Overheads (₹)	Cummul -ative Expenditure upto the reporting period i.e. FY 2018-19 (₹)	Amount spent direct or through Implemen ting Agency
7	Livelihood Enhancement Projects	Civil Work for carrying out various work in connection with improvement of proper drainage arrangements and preventing the storm water from entering the under passes along with other ancillary works at 03 railway under bridges (i.e. station RUB saabun marg, Ram Dham RUB & police line RUB) under CSR activities at Bhilwara City.	Bhilwara, Rajasthan	-	1,66,96,896	2,40,48,733	Through Implement-ing Agency
8	Assistance To War Widow On Republic Day	Measures for the benefit of armed forces veterans, war widows and their dependents	Bhilwara, Rajasthan	-	51,000	2,40,99,733	Through Implement-ing Agency
9	Donation to different agencies	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects	Bhilwara, Rajasthan	-	4,51,000	2,45,50,733	Through Implement-ing Agency
10	Donation to MG HOSPITAL	Eradicating hunger, poverty and malnutrition; promoting health care including preventive health care and sanitation including contribution to the 'Swachh Bharat Kosh' set-up by the Central Government for the promotion of sanitation and making available safe drinking water;	Bhilwara, Rajasthan	-	35,34,735	2,80,85,468	Through Implement-ing Agency
11	Donation for construction in nearby villages	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects	Bhilwara, Rajasthan	-	5,91,77,330	8,72,62,798	Through Implement-ing Agency
12	Educational Activities in village Paragpar and Samaghogha	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects	Paragpar and Samaghogha, Gujarat	-	3,59,517	8,76,22,315	Through Implement-ing Agency
13	Hostel for women	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects	Paragpar and Samaghogha, Gujarat	-	10,00,000	8,86,22,315	Through Implement-ing Agency
14	Provided Medical amenities in nearby villages	Eradicating hunger, poverty and malnutrition; promoting health care including preventive health care and sanitation including contribution to the 'Swachh Bharat Kosh' set-up by the Central Government for the promotion of sanitation and making available safe drinking water;	Paragpar and Samaghogha, Gujarat	-	4,89,245	8,91,11,560	Through Implement-ing Agency
15	Distribution of Green/Dry Grass in nearby villages	Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agro forestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to the 'Clean Ganga Fund' set-up by the Central Government for rejuvenation of river Ganga;	Paragpar and Samaghogha, Gujarat	-	35,67,407	9,26,78,967	Through Implement-ing Agency

BOARD'S REPORT

Sr. No.	CSR Project or Activity Identified	Sector in which the project is covered (Schedule VII of the Companies Act, 2013, as amended)	Project of Program (1) Local Area or Other (2) Specify the state and district where the projects and programs was undertaken	Amount Outlay (Budget) or Program wise (₹)	Amount spent on the Projects or Programs Sub Heads: (1) Direct Expenditure on Projects or Programs (2) Overheads (₹)	Cummul -ative Expenditure upto the reporting period i.e. FY 2018-19 (₹)	Amount spent direct or through Implementing Agency
16	Conservation of Natural Resources and Maintain Quailty of Soil and Water	Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agro forestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to the 'Clean Ganga Fund' set-up by the Central Government for rejuvenation of river Ganga;	Paragpar and Samaghogha, Gujarat	-	5,45,612	9,32,24,579	Through Implement-ing Agency
17	Livelihood enhancement	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects	Paragpar and Samaghogha, Gujarat	-	10,00,000	9,42,24,579	Directly
18	OP Jindal charitable trust	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects	Paragpar and Samaghogha, Gujarat	-	1,17,69,069	10,59,93,648	Directly
19	SOCIAL ACTIVITY at BHUJPAR VILLAGE	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects	Paragpar and Samaghogha, Gujarat	-	7,49,600	10,67,43,248	Through Implement-ing Agency
20	Donation to provide safe drinking water and others	Eradicating hunger, poverty and malnutrition; promoting health care including preventive health care and sanitation including contribution to the 'Swachh Bharat Kosh' set-up by the Central Government for the promotion of sanitation and making available safe drinking water, agoforestry,promoting education	Kosi	-	1,75,630	10,69,18,878	Through Implement-ing Agency
21	Donated Ceiling Fan to Gharkul Parivar Mentally challenged children sansthan	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects	Nashik, Maharashtra	-	15,397	10,69,34,275	Through Implement-ing Agency
22	Donation to chincoli village	CSR activity for CCTV Camera porject at Chincholi Village, chincoli village gram panchayat has already taken ISO certificate the village has got SWACH BHARAT, recongnitions, ADARSH GAON certificate, they now want village to be know as SMART VILLAGE, which will be one of its kind in the entire country.	Nashik, Maharashtra	-	5,00,000	10,74,34,275	Through Implement-ing Agency
23	Expenditure on improvement of school Education	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects	Bellary, Karnataka	-	31,904	10,74,66,179	Through Implement-ing Agency
24	Donation for World Handicapped Day	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects	Bellary, Karnataka	-	5,000	10,74,71,179	Through Implement-ing Agency

Place : New Delhi
Date : 22nd May, 2019

Neeraj Kumar
Group CEO &
Whole-time Director

Dr Raj Kamal Aggarwal
Independent Director &
Chairman of CSR Committee

BOARD'S REPORT

Annexure - 2

SECRETARIAL AUDIT REPORT

For the Financial Year ended on 31st March, 2019

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members,

Jindal Saw Limited

A-1, UPSIDC Industrial Area, Nandgaon Road,

Kosi Kalan, Distt. Mathura – 281403 (U.P.)

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Jindal Saw 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 Financial year ended on 31st March, 2019 ('Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2019 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 10th November, 2018) and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (with effect from 11th November, 2018) [Not Applicable as the Company has not issued any further share capital during the period under review];

  (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 [Not applicable as the Company has not implemented any Scheme during the Audit Period];

  (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 [Not applicable as the Company is not registered as Registrar to issue and Share Transfer Agent during the Financial year under review];

  (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 [Not applicable as there was no reportable event during the Audit Period]; and

  (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (upto 10th September, 2018) and the Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (with effect from 11th September, 2018 [Not applicable as there was no reportable event during the period under review].

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

(a) The Mines Act, 1952 and the Rules, Regulations made thereunder;

(b) Mines and Minerals (Development & Regulation) Act, 1957 and the Rules, Regulations made thereunder;

(c) Explosives Act, 1884 and Rules made thereunder;

(d) Environmental laws and Rules made thereunder.

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

(i) Secretarial Standards with regard to Meetings of Board of Directors (SS-1) and the General Meetings (SS-2) issued by The Institute of Company Secretaries of India;

(ii) The Listing Agreements entered into by the Company with BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

BOARD'S REPORT

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

There had been a change in the Promoters' Shareholding reported in the shareholding pattern for the quarter ended 30th September, 2018 filed with the stock exchanges in compliance with Regulation 31 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 wherein Promoters' shareholding has been stated as 20,14,73,301 Equity Shares (63.01%) as against 17,13,53,301 (53.59%) reported in the shareholding pattern of the immediately preceding quarter ended 30th June,2018 by re-classification of 3,01,20,000 Equity shares (9.42%) held by Sigmatech Inc. from Public to Promoter category and such deviation was reported to stock exchanges and SEBI.

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 including an Independent Woman Director. 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 except in case of shorter notice for which necessary approval was obtained 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. All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the Minutes of the Meetings of the Board of Directors and Committees of the Board.

We further report that based on the information provided by the Company, its officers and authorised representatives during the conduct of Audit and review of Internal Auditor's Report, periodical Compliance Reports submitted by respective Departmental heads and taken on record by the Audit Committee / Board of Directors of the Company and the Compliance Management System in place, in our opinion 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. As informed, the Company has responded appropriately to notices received from various statutory / regulatory authorities including initiating actions for corrective measures, wherever found necessary.

We further report that during the Audit Period there were following specific events / actions having a major bearing on Company's affairs in pursuance of the above-referred laws, rules, regulations, guidelines, standards etc.:-

(a) The members at the 33rd Annual General Meeting of the Company held on 27th September, 2018 by Special Resolution:

  (i) approved the proposal for issuance of Secured / Unsecured Redeemable Non-convertible Debentures, in one or more tranches aggregating up to Rs. 1,000 Crores on private placement basis.

  (ii) approved the proposal for issuance of Equity Shares and / or Fully Convertible Debentures / Partly Convertible Debentures / Optionally Convertible Debentures / Non-Convertible Debentures with warrants or any other Securities or a combination thereof to Qualified Institutional Buyers up to an aggregate amount not exceeding Rs. 1,000 Crores by way of a Qualified Institutions Placement.

  (iii) approved the proposal for issuance of Global Depository Receipts ("GDR") and / or American Depository Receipts ("ADR") and / or Foreign Currency Convertible Bonds ("FCCB") and / or Convertible Bonds / Debentures and / or Euro-Convertible Bonds or other types of securities partly or fully convertible into Equity Shares and / or instruments or securities representing either Equity shares and / or Convertible securities in India or in one or more foreign market(s) up to US$ 150 million or equivalent to other currencies.

  (iv) approved the proposal to convert the whole or a part of the outstanding amount of working capital facility into equity shares of the Company in terms of the Working Capital Facility Agreement and provisions of Section 62(3) the Companies Act, 2013 and rules made thereunder.

  (v) approved the proposal for issue of options / general benefits to the employees in terms of the provisions of Section 62(1)(b) and other applicable provisions of the Companies Act, 2013 and rules framed thereunder and the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.

(b) During the Audit period , the following changes have taken place in direct and indirect subsidiary(ies) consequent to acquisition / divestment:

Sl. No.	Name of Company	Status
1.	Jindal Saw Italia S.p.A	The Company ceased to be a step down subsidiary with effect from 13th February, 2019 consequent to divestment by Ralael Holdings Limited, a direct subsidiary of the Company of its majority holding in Jindal Saw Italia S.p.A.

(c) The Company has redeemed 300, 10.50% (Series 1) Non-Convertible Debentures (NCDs) of the face value of ₹ 10,00,000/- each aggregating to ₹ 30.00 Crores on 12th September, 2018.

For **S.K.Gupta & Co.**
Company Secretaries

(S.K.GUPTA)
Managing Partner
F.C.S 2589
C P-1920

Place : Kanpur
Dated : 17th May, 2019

Note: This Report to be read with our letter of even date which is marked as Annexure and forms an integral part of this Report.

BOARD'S REPORT

ANNEXURE TO SECRETARIAL AUDIT REPORT

To,

The Members,

Jindal Saw Limited

[CIN: L27104UP1984PLC023979]

A-1, UPSIDC Industrial Area, Nandgaon Road,

Kosi Kalan,

Distt. Mathura – 281403 (U.P.)

Our Secretarial Audit Report for the Financial year 31st March, 2019 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 obtained 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's 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.
6. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

For **S.K.Gupta & Co.**
Company Secretaries

Place : Kanpur
Dated : 17th May, 2019

(S.K.GUPTA)
Managing Partner
F.C.S 2589
C P-1920

BOARD'S REPORT

Annexure – 3

Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo required under the Companies (Accounts) Rules, 2014

I. CONSERVATION OF ENERGY

(A) Steps taken on conservation of Energy

Nanakapaya Plant

1. Replacement of traditional light (high bay lights, sodium vapour light, mercury vapours lights etc.) with LED lights at JCO-1, JCO-3, AC&CWC, COUPLER & DJ plant has been installed which will reduce the power consumption.
2. To increase power factor present APFC panel capacity extended & another 1200 KVAR capacitor panel installed at JCO-3 & JCO-1 plant.
3. All new equipment's erected & commissioned in this year are equipped with advanced energy efficient drives, automated systems.
4. Provided Cabins with Air conditioning facility for all ID/OD machines equipped with welding power sources at JCO-3 plant which results in reducing of production delay time caused by overheating, it also increases its efficiency & performance level.
5. Old Track electrical equipment which are very old in nature & consumes more power has been identified and have been replaced.
6. Timers have been provided for auto cut off control of streetlight and plant light for reduction of power consumption at Nanakapaya and Nashik Plant.
7. Replaced 124 no's low rated capacitors with high rated capacitors in harmonics panel and changed its module with a controller for scanning and maintaining of power factor.
8. Installed variable frequency drive panel for Pipe conveying system in final section in JCO-3, coating plant internal conveyor & rotator system which is a part of our planning to save energy.
9. Installed Pyrometer for monitoring of bare pipe temperature at shot blasting m/c -1 & 2 (for pre heating & chromate application).
10. Track frequent re-wounded motors replaced by new energy efficient motors to save energy.

Bellary Plant

11. Replacement of traditional light (high bay lights, sodium vapour light, mercury vapours lights etc.) with LED lights has been installed which will reduce the power consumption.

Nashik Plant

12. Replacement of traditional light (high bay lights, sodium vapour light, mercury vapours lights etc.) with LED lights has been installed which will reduce the power consumption. This process of replacement is in process to replace in other plants.
13. Around 1000 units/month saved on account of optimizing of sand pump controls.
14. Energy Management system (EMS) is under implementation for measurement and reporting for distribution panels for controlled monitoring.
15. Energy audit conducted through certified energy auditors.

Bhilwara Plant

16. By eliminating re-scavenger circuit from plant A saves around 12, 00,000 units (kWh) i.e. around ₹ 90 lakhs per year.
17. Introduction of mechanical expeller in plant A and filter press slurry pumps to reduce seal water consumption and pumping power (167860 units). Approx ₹ 41 lakhs of fresh water saved and ₹ 12.5 lakhs saved in pumping power yearly.
18. Modification of line 4 rougher magnet circuit to enhance feed rate by increased separation efficiency and reducing losses in tailing. Feed rate increased by 5 TPH thus reduced specific consumption by 0.6 kWh per ton of feed which eventually saved approx 5 lakh (kWh) units and ₹ 37.5 lakhs per year.
19. CDF through put has been increased to 129 TPH (Wet basic) from 111 TPH, if compared with financial year 2017-18 by modifying process flow, machine design & operational philosophy thereby saving 17398 kWh/month i.e. ₹ 15.65 lakh/year.
20. Enhancing the performance of filter press machines by 0.9 MT/ Cycle, led to the reduction in volume of slurry pumped to mines thereby saving approximately 4354 kWh/month i.e. ₹ 3.91 lakh/year.

BOARD'S REPORT

21. Replacement done of 40 numbers of 400 Watts light fittings with 200 watts LED lights. Replacement done of 220 numbers of 250 Watts light fittings with 80-100 watts LED lights. Replacement done of 240 numbers of 70 Watts light fittings with 25-45 watts LED lights. Replacement of 160 numbers of 36 Watts tube lights of offices & halls with 18-20 watts LED lights was done resulted in saving of approx. ₹ 13.20 lakhs/year.
22. With the one no. Intelligent Flow Control (IFC) for air compressor system in pellet area continue saving of Energy of ₹ 5.75 lakhs/year.
23. Maintaining power factor to 0.99 at substation saved ₹ 3.05 Cr. towards power factor incentive during financial year 2018-19.
24. HP screw pump was replaced with vane pump in line 7 which saves around ₹ 1.2 lakh/year.

Kosi Plant

25. Spiral Plant -MDI decrease 2500KVA to 2000KVA which resulted in saving of ₹ 10.80 lakhs/year.
26. Replaced 400 Watt by 150 Led light in spiral plant which resulted in saving of ₹ 12.80 lakhs/year.
27. Energy Management System (Data Logger) implemented for measurement and reporting for distribution panels for controlled monitoring.

Samagogha Plant

28. Replacement of traditional light (high bay lights, sodium vapour light, mercury vapours lights etc.) with LED lights at various plants in BF complex.
29. Manual Lighting Timer provided in all plants of BF have been taken in PLC system for auto On/Off of plant lighting without manual intervention.
30. Installation of various AC drives where applicable for efficient usage of energy..
31. Tracking of electrical equipment and motors which are very old in nature, and drawing more power due to poor condition are being replaced with proper planning.
32. Energy Management system (Data Logger) has been implemented for measurement and reporting for distribution panels for controlled monitoring.
33. Dry fog system installed in the BF complex to reduce dust emission in plant resulting in improved hazard free work environment and equipment availability.

(B) Steps taken for utilizing alternate source of energy

1. Installation and commissioning of 2430 KW Solar roof top is completed at Nashik and energy is being used in the operations. Further, feasibility study for installation and commissioning of 1MWp solar roof top system is under progress.
2. 1 MW solar plant installed on shed roof of Kosi spiral plant which resulted in saving of approx. ₹ 25 lakhs/year.

(C) Capital investment on energy conservation equipment

1. Installed new induction machine of 100kw capacity for heating at internal pipe surface on girth weld area for internal coating.
2. Installed servo drive with motor at end brushing machine to increase efficiency of machine.
3. Installed new laser tracking system at JCO-3 FUT because old metavision system had become obsolete, so to ensure no major delay in case of any failure/ unavailability of spare.
4. In PQF – Nashik, mandrel induction capacity enhancement is planned so that heating will be achieved in single pass.
5. We plan for furnace fuel ratio control. Capex approved of ₹ 30 lakhs, expected energy saving by 3% along with improvement in product quality.
6. Invested ₹ 14.77 lakhs for installing AC drives in vibro feeders for increased process and quality reliability and efficiency.
7. Investment of ₹ 19.87 lakhs for installation of LED Light in entire BF complex

(C.1) IMPACT OF ABOVE MEASURES

1. Cost benefit of 40 thousand/month coming after installation of extended capacitor panel for JCO-3 and JCO-1 plant.
2. Replacing of traditional light with LED at various plants resulting saving of 10 lakhs per annum cost of electricity.
3. Approx. ₹ 25 lakhs/month saving is expected by improving capacity of mandrel induction system at Nashik Plant.
4. Approx. ₹ 200 /MT along with less scale product quality at Nashik Plant.
5. Electrical Power savings benefit up to 16680 units per month after changing the energy efficient LED lights.
6. Installation of VFD drives in vibro feeders has reduced 0.5 unit power consumption.

BOARD'S REPORT

II. TECHNOLOGY ABSORPTION

(A) Efforts made towards technology absorption:

The Company has a policy of technology absorption and makes continuous efforts to bring Innovation in all spheres of its activities. Wherever applicable, the latest technology is sourced by the Company from outside and adopted for its activities.

1. Procured advanced laser system with advanced technology for OD welding & GMAW welding at Nanakapaya Plant.
2. To increase power factor, present power factor incentive is 2.5% of energy purchased which is due to new regulation from MSEDCL. We are proposing capex of around ₹ 50 lakhs to get power factor incentive of 3.5% , ROI of project is 1.2 yrs at Nashik Plant.

(B) Benefit derived like product improvement, cost reduction, product development or import substitute:

The Company has embedded R&D activities into its manufacturing process which is continuous activity. The constant efforts are made to improve production efficiency, maximizing revenue and minimizing expenditure and impact on environment. The benefits of ongoing continuous R&D as embedded in the manufacturing process are derived by achieving the desired results.

By installing VFD in vibrofeeder remotely screening time control flexibility has obtained as well as the quality of the raw material i.e better screening with desired productivity and process parameters has been maintained

(C) Imported technology:

The Company has imported technology (robotic system) from outside to maintain more accuracy.

(D) Expenditure incurred on Research and Development:

Since the Research and Development is inbuilt and continuous process, no specific expenditure has been allocated under the head "Expenditure on R & D".

III. FOREIGN EXCHANGE REALISATION AND OUTGO:

(₹ lakhs)

	Current year Ended March 31, 2019	Previous year Ended March 31, 2018
Realisation	3,61,821.04	2,21,597.50
Outgo	2,83,817.03	3,52,370.89

For and on behalf of the Board

Prithavi Raj Jindal
Chairman

Place : New Delhi
Date : 22nd May, 2019

BOARD'S REPORT

Annexure - 4

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

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

I. REGISTRATION AND OTHER DETAILS:

1	CIN	L27104UP1984PLC023979
2	Registration Date	31.10.1984
3	Name of the Company	Jindal Saw Limited
4	Category/Sub-category of the Company	Company limited by shares Indian Non-Government Company
5	Address of the Registered office & contact details	A-1,UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, Mathura, Uttar Pradesh-281403 Tel. No.- + 91 (11) 26188345; 26188360-74, Fax no.- 011- 26170691 E-mail- investors@jindalsaw.com
6	Whether listed company	Yes
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	RCMC Share Registry (P) Ltd. B-25/I, 1st Floor, Okhla Industrial Area, Phase-II, New Delhi- 110020 Phn:- 011- 26387320/21, E-mail:- sectshares@rcmcdelhi.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

S. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Manufacture of tube and tube fittings of basic iron and steel	24106	82.55%
2	Mining of Iron ore, beneficiation and pellet production	07100	11.58%

III. PARTICULARS OF HOLDING, SUBSIDIARY, ASSOCIATE AND JOINT VENTURE COMPANIES

S No.	Name	Address	CIN/GLN	Holding/ Subsidiary/ Associate/ Joint Venture	% of shares held	Applicable Section
1	Jindal ITF Limited	28, Shivaji Marg, New Delhi- 110015	U74900UP2007PLC069247	Subsidiary	51.00%	2(87)(ii)
2	IUP Jindal Metals & Alloys Limited	28, Najafgarh Road, New Delhi - 110015	U74999DL2004PLC128194	Subsidiary	80.71%	2(87)(ii)
3	S.V. Trading Limited	PO Box 556, Main Street, Charlestown Nevis (West Indies)	N.A	Subsidiary	100.00%	2(87)(ii)
4	Quality Iron and Steel Limited	28, Najafgarh Road, New Delhi - 110015	U12000DL2007PLC163469	Subsidiary	100.00%	2(87)(ii)
5	Ralael Holdings Limited	Griva Digeni 115, Trident Centre, 3101 Limassol, Cyprus	N.A	Subsidiary	100.00%	2(87)(ii)
6	Jindal Saw Holdings FZE	P O Box 5232, Fujairah, UAE	N.A	Subsidiary	100.00%	2(87)(ii)
7	Greenray Holdings Limited	Charter House, Legge Street, Brmingham B47Eu	N.A	Subsidiary	100.00%	2(87)(ii)

BOARD'S REPORT

S No.	Name	Address	CIN/GLN	Holding/ Subsidiary/ Associate/ Joint Venture	% of shares held	Applicable Section
8	Jindal Tubular (India) Ltd.	A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, Mathura, Uttar Pradesh -281403	U28910UP2015PLC068768	Subsidiary	100.00%	2(87)(ii)
9	Jindal Quality Tubular Limited	A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, Mathura, Uttar Pradesh -281403	U28910UP2015PLC073321	Subsidiary	67.00%	2(87)(ii)
10	JITF Shipyards Limited	28, Shivaji Marg, New Delhi- 110015	U35122UP2007PLC069366	Subsidiary	100.00%	2(87)(ii)
11	Jindal Intellicom Limited	28, Shivaji Marg, New Delhi- 110015	U74899DL1988PLC033588	Subsidiary	98.78%	2(87)(ii)
12	iCom Analytics Limited	28, Najafgarh Road, New Delhi - 110015	U74900DL2010PLC206853	Subsidiary	98.78%	2(87)(ii)
13	Jindal Intellicom, LLC	120 Bethpage Road Suite 304 Hicksville, NY 11801	N.A	Subsidiary	98.78%	2(87)(ii)
14	Jindal Saw Gulf L.L.C.	Plot No 11 NR 28 & 12 Nr 24 ICAD III, P. O. Box: 132595, Plot 11NR 28, ICAD 3, Musaffah, Abu dhabi, U.A.E.	N.A	Subsidiary	36.75%	2(87)(ii)
15	World Transload & Logistics LLC	World Transload & Logistics LLC, 5101 Boone Ave North, New Hope MN 55428	N.A	Subsidiary	100.00%	2(87)(ii)
16	5101 Boone LLP	5101 Boone Avenue North, Minneapolis, MN-55428	N.A	Subsidiary	100.00%	2(87)(ii)
17	Tube Technologies INC	5101 Boone Avenue North, Minneapolis, MN-55428	N.A	Subsidiary	100.00%	2(87)(ii)
18	Jindal Saw USA, LLC	1411, S Fm 565 Rd. Bay Town, Texas 77523	N.A	Subsidiary	100.00%	2(87)(ii)
19	Jindal Saw Middle East FZC	P O Box 5232, Fujairah, UAE	N.A	Subsidiary	75.00%	2(87)(ii)
20	Derwent Sand SARL	BT-1 Appt 2/ Dely Abrahim, Alger, Algeria	N.A	Subsidiary	99.62%	2(87)(ii)
21	Helical Anchors INC	5101 Boone Avenue North, Minneapolis, MN-55428	N.A	Subsidiary	100.00%	2(87)(ii)
22	Boone Real Property Holding LLC	5101 Boone Avenue North, Minneapolis, MN-55428	N.A	Subsidiary	100.00%	2(87)(ii)
23	Drill Pipe International LLC	1411, S FM 565 Rd. Bay Town, Texas 77523	N.A	Subsidiary	100.00%	2(87)(ii)
24	Jindal International FZE	P O Box 50326, Fujairah, UAE	N.A	Subsidiary	100.00%	2(87)(ii)
25	Sulog Transshipment Services Limited	A-1,UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, Mathura, Uttar Pradesh-281403	U61200UP2011FLC089538	Subsidiary	51.00%	2(87)(ii)
26	Jindal Fittings Limited	28, Najafgarh Road, New Delhi - 110015	U27100DL2011PLC219075	Associate	36.00%	2(6)
27	Jindal MMG, LLC	120 Bethpage Road Suite 304, Hicksville NY 11801	N.A.	Joint Venture	50.00%	-

BOARD'S REPORT

IV. SHARE HOLDING PATTERN (Equity share capital breakup as percentage of total equity)

(i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on March 31, 2018]				No. of Shares held at the end of the year [As on March 31, 2019]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	1,04,03,000	-	1,04,03,000	3.25%	1,04,03,000	-	1,04,03,000	3.25%	0.00%
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	10,71,86,305	26,67,000	10,98,53,305	34.36%	10,71,86,305	26,67,000	10,98,53,305	34.36%	0.00%
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub Total (A) (1)	**11,75,89,305**	**26,67,000**	**12,02,56,305**	**37.61%**	**11,75,89,305**	**26,67,000**	**12,02,56,305**	**37.61%**	**0.00%**
(2) Foreign									
a) NRI Individuals	1,74,900	-	1,74,900	0.05%	1,74,900	-	1,74,900	0.05%	0.00%
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	5,09,22,096	-	5,09,22,096	15.92%	8,10,42,096	-	8,10,42,096	25.35%	9.42%
d) Any other	-	-	-	-	-	-	-	-	-
Sub Total (A) (2)	**5,10,96,996**	**-**	**5,10,96,996**	**15.98%**	**8,12,16,996**	**-**	**8,12,16,996**	**25.40%**	**9.42%**
TOTAL (A)	**16,86,86,301**	**26,67,000**	**17,13,53,301**	**53.59%**	**19,88,06,301**	**26,67,000**	**20,14,73,301**	**63.01%**	**9.42%**
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	62,21,361	7,000	62,28,361	1.95%	11,94,782	7,000	12,01,782	0.38%	-1.57%
b) Banks / FI	3,55,822	1,000	3,56,822	0.11%	3,71,995	1,000	3,72,995	0.12%	0.0%
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	70,40,536	-	70,40,536	2.20%	56,70,171	-	56,70,171	1.77%	(0.00)
g) FIIs/FPIs	4,09,08,597	8,000	4,09,16,597	12.80%	3,19,98,256	8,000	3,20,06,256	10.01%	-2.79%
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	5,03,653	-	5,03,653	0.00	0.00
Sub-total (B)(1):-	**5,45,26,316**	**16,000**	**5,45,42,316**	**17.06%**	**3,97,38,857**	**16,000**	**3,97,54,857**	**12.43%**	**-4.62%**
2. Non-Institutions									
a) Bodies Corp.	1,42,35,185	3,01,84,250	4,44,19,435	13.89%	1,75,56,466	64,250	1,76,20,716	5.51%	-8.38%
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	3,31,41,116	11,05,250	3,42,46,366	10.71%	4,18,22,460	9,76,250	4,27,98,710	13.38%	2.67%
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	1,07,64,228	-	1,07,64,228	3.37%	1,36,76,579	-	1,36,76,579	4.28%	0.91%

BOARD'S REPORT

Category of Shareholders	No. of Shares held at the beginning of the year [As on March 31, 2017]				No. of Shares held at the end of the year [As on March 31, 2018]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
c) Others (specify)									
Non Resident Indians	12,99,696	105000	14,04,696	0.44%	23,85,536	81,250	24,66,786	0.77%	0.33%
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Clearing Members	19,26,219	-	19,26,219	0.60%	14,21,266	-	14,21,266	0.44%	-0.16%
Trusts	8,137	-	8,137	0.00%	8,137	-	8,137	0.00%	0.00%
NBFCs registered with RBI	8,33,208	-	8,33,208	0.26%	2,53,554	-	2,53,554	0.08%	-0.18%
IEPF	2,64,961	-	2,64,961	0.08%	2,80,211	-	2,80,211	0.09%	0.00%
Sub-total (B)(2):-	**6,24,72,750**	**3,13,94,500**	**9,38,67,250**	**29.36%**	**7,74,04,209**	**11,21,750**	**7,85,25,959**	**24.56%**	**-4.80%**
Total Public (B)	**11,69,99,066**	**3,14,10,500**	**4,84,09,566**	**46.41%**	**11,71,43,066**	**11,37,750**	**11,82,80,816**	**36.99%**	**-9.42%**
C. Shares held by Custodian for GDRs & ADRs	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Grand Total (A+B+C)	**28,56,85,367**	**3,40,77,500**	**31,97,62,86**	**100.00%**	**31,59,49,367**	**38,04,750**	**31,97,54,117**	**100.00%**	**0.00%**

(ii) Shareholding of Promoters

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of total Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of total Shares Pledged/ encumbered to total shares	
1	Abhyuday Jindal	35,03,500	1.10%	-	35,03,500	1.10%	-	0.00%
2	Arti Jindal	60,000	0.02%	-	40,60,000	1.27%	-	1.25%
3	Danta Enterprises Private Limited	2,35,72,150	7.37%	-	2,35,72,150	7.37%	-	0.00%
4	Deepika Jindal	55,74,500	1.74%	-	15,74,500	0.49%	-	-1.25%
5	Divino Multiventures Private Limited	53,45,350	1.67%	-	53,45,350	1.67%	-	0.00%
6	Estrela Investment Company Limited	18,77,500	0.59%	-	18,77,500	0.59%	-	0.00%
7	Four Seasons Investments Limited	4,35,30,596	13.61%	-	4,35,30,596	13.61%	-	0.00%
8	Gagan Trading Co Ltd	2,10,000	0.07%	-	2,10,000	0.07%	-	0.00%
9	Glebe Trading Private Limited	7,72,620	0.24%	-	7,72,620	0.24%	-	0.00%
10	Indresh Batra	7,50,000	0.23%	-	7,50,000	0.23%	-	0.00%
11	JSL Limited	20,71,000	0.65%	-	20,71,000	0.65%	-	0.00%
12	Mendeza Holdings Limited	18,32,500	0.57%	-	18,32,500	0.57%	-	0.00%
13	Meredith Traders Pvt Ltd	4,32,000	0.14%	-	4,32,000	0.14%	-	0.00%
14	Nacho Investments Limited	18,25,000	0.57%	-	18,25,000	0.57%	-	0.00%

BOARD'S REPORT

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of total Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of total Shares Pledged/ encumbered to total shares	
15	Nalwa Sons Investments Limited	5,35,50,000	16.75%	-	5,35,50,000	16.75%	-	0.00%
16	Naveen Jindal	2,18,700	0.07%	-	2,18,700	0.07%	-	0.00%
17	Naveen Jindal	6,600	0.00%	-	6,600	0.00%	-	0.00%
18	OPJ Trading Private Limited	77,74,332	2.43%	99.04%	77,74,332	2.43%	99.04%	0.00%
19	P R Jindal HUF	21,600	0.01%	-	21,600	0.01%	-	0.00%
20	Parth Jindal	100	0.00%	-	100	0.00%	-	0.00%
21	Prithavi Raj Jindal	98,700	0.03%	-	98,700	0.03%	-	0.00%
22	R K Jindal & Sons HUF	81,600	0.03%	-	81,600	0.03%	-	0.00%
23	Ratan Jindal	76,200	0.02%	-	76,200	0.02%	-	0.00%
24	S K Jindal And Sons HUF	21,600	0.01%	-	21,600	0.01%	-	0.00%
25	Sahyog Holdings Private Limited	100	0.00%	-	100	0.00%	-	0.00%
26	Sajjan Jindal	100	0.00%	-	100	0.00%	-	0.00%
27	Sajjan Jindal as Trustee of Sajjan Jindal Family Trust	100	0.00%	-	100	0.00%	-	0.00%
28	Sajjan Jindal as Trustee of Sajjan Jindal Lineage Trust	100	0.00%	-	100	0.00%	-	0.00%
29	Sajjan Jindal as Trustee of Sangita Jindal Family Trust	100	0.00%	-	100	0.00%	-	0.00%
30	Sajjan Jindal as Trustee of Tarini Jindal Family Trust	100	0.00%	-	100	0.00%	-	0.00%
31	Sajjan Jindal as Trustee of Tanvi Jindal Family Trust	100	0.00%	-	100	0.00%	-	0.00%
32	Sajjan Jindal as Trustee of Parth Jindal Family Trust	100	0.00%	-	100	0.00%	-	0.00%
33	Sangita Jindal	100	0.00%	-	100	0.00%	-	0.00%
34	Savitri Devi Jindal	1,03,800	0.03%	-	1,03,800	0.03%	-	0.00%
35	Siddeshwari Tradex Private Limited	1,30,04,485	4.07%	-	1,30,04,485	4.07%	-	0.00%
36	Sminu Jindal	15,000	0.00%	-	15,000	0.00%	-	0.00%
37	Systran Multiventures Private Limited	2,04,600	0.06%	-	2,04,600	0.06%	-	0.00%
38	Tanvi Shete	100	0.00%	-	100	0.00%	-	0.00%
39	Tarini Jindal Handa	100	0.00%	-	100	0.00%	-	0.00%
40	Templar Investments Limited	18,56,500	0.58%	-	18,56,500	0.58%	-	0.00%
41	Tripti Jindal	15,000	0.00%	-	15,000	0.00%	-	0.00%
42	Urvi Jindal	30,000	0.01%	-	30,000	0.01%	-	0.00%
43	Vinamra Consultancy Pvt Ltd	100	0.00%	-	100	0.00%	-	0.00%
44	Virtuous Tradecorp Private Limited	29,16,568	0.91%	-	29,16,568	0.91%	-	0.00%
45	Sigmatech INC.*	-	-	-	3,01,20,000	9.42%	-	9.42%

* Sigmatech INC. was Promoter since IPO but missed out in the list of Promoters, now rectified.

BOARD'S REPORT

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

S No.	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	**Arti Jindal**						
	At the beginning of the year			60,000	0.02%	60,000	0.02%
	Changes during the year	15/05/18	Transfer	40,00,000	1.25%	40,60,000	1.27%
	At the end of the year			40,60,000	1.27%	40,60,000	1.27%
2	**Deepika Jindal**						
	At the beginning of the year			55,74,500	1.74%	55,74,500	1.74%
	Changes during the year	15/05/18	Transfer	(40,00,000)	-1.25%	15,74,500	0.49%
	At the end of the year			15,74,500	0.49%	15,74,500	0.49%

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

S No.	For Each of the Top 10 Shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	**CRESTA FUND LTD**						
	At the beginning of the year			1,13,67,245	3.55%	1,13,67,245	3.55%
	Changes during the year			-	-	1,13,67,245	3.55%
	At the end of the year			-	-	1,13,67,245	3.55%
2	**LIFE INSURANCE CORPORATION OF INDIA**						
	At the beginning of the year			68,74,301	2.15%	68,74,301	2.15%
	Changes during the year			(2,13,118)	-0.07%	66,61,183	2.08%
				(11,57,247)	-0.36%	55,03,936	1.72%
	At the end of the year			-	-	55,03,936	1.72%
3	**ADITYA BIRLA SUN LIFE TRUSTEE PRIVATE LIMITED**						
	At the beginning of the year			32,90,000	1.03%	32,90,000	1.03%
	Changes during the year	22/06/2018	Transfer	(38,000)	-0.01%	32,52,000	1.02%
		29/06/2018	Transfer	(6,29,000)	-0.20%	26,23,000	0.82%
		06/07/2018	Transfer	(1,37,000)	-0.04%	24,86,000	0.78%
		13/07/2018	Transfer	(60,000)	-0.02%	24,26,000	0.76%
		20/07/2018	Transfer	(2,49,000)	-0.08%	21,77,000	0.68%
		27/07/2018	Transfer	(51,000)	-0.02%	21,26,000	0.66%
		03/08/2018	Transfer	(5,52,000)	-0.17%	15,74,000	0.49%
		10/08/2018	Transfer	(4,70,000)	-0.15%	11,04,000	0.35%
		17/08/2018	Transfer	(2,12,000)	-0.07%	8,92,000	0.28%
		24/08/2018	Transfer	(83,400)	-0.03%	8,08,600	0.25%
		05/10/2018	Transfer	(3,00,000)	-0.09%	5,08,600	0.16%
		26/10/2018	Transfer	(2,68,600)	-0.08%	2,40,000	0.08%
		02/11/2018	Transfer	(2,40,000)	-0.08%	-	-
	At the end of the year			-	-	-	-

BOARD'S REPORT

S No.	For Each of the Top 10 Shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
4	**VANGUARD EMERGING MARKETS STOCK INDEX FUND, A**						
	At the beginning of the year			25,01,190	0.78%	25,01,190	0.78%
	Changes during the year			-	-	25,01,190	0.78%
	At the end of the year			-	-	25,01,190	0.78%
5	**APMS INVESTMENT FUND LTD**						
	At the beginning of the year			23,58,610	0.74%	23,58,610	0.74%
	Changes during the year			-	-	23,58,610	0.74%
	At the end of the year			-	-	23,58,610	0.74%
6	**OLD MUTUAL GLOBAL INVESTORS SERIES PUBLIC LIM**						
	At the beginning of the year			22,97,843	0.72%	22,97,843	0.72%
	Changes during the year	13/04/2018	Transfer	(2,43,560)	-0.08%	20,54,283	0.64%
		20/04/2018	Transfer	(3,26,571)	-0.10%	17,27,712	0.54%
		27/04/2018	Transfer	(5,87,036)	-0.18%	11,40,676	0.36%
		04/05/2018	Transfer	(3,48,176)	-0.11%	7,92,500	0.25%
		11/05/2018	Transfer	(5,54,331)	-0.17%	2,38,169	0.07%
		18/05/2018	Transfer	(2,38,169)	-0.07%	-	-
	At the end of the year			-	-	-	-
7	**VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND**						
	At the beginning of the year			21,60,182	0.68%	21,60,182	0.68%
	Changes during the year	14/09/2018	Transfer	91,557	0.03%	22,51,739	0.70%
		21/09/2018	Transfer	46,851	0.01%	22,98,590	0.72%
	At the end of the year			-	-	22,98,590	0.72%
8	**DIMENSIONAL EMERGING MARKETS VALUE FUND**						
	At the beginning of the year			20,65,551	0.65%	20,65,551	0.65%
	Changes during the year	27/04/2018	Transfer	(1,78,902)	-0.06%	18,86,649	0.59%
		04/05/2018	Transfer	(33,793)	-0.01%	18,52,856	0.58%
		15/02/2019	Transfer	26,904	0.01%	18,79,760	0.59%
		22/02/2019	Transfer	9,579	0.00%	18,89,339	0.59%
		15/03/2019	Transfer	78,995	0.02%	19,68,334	0.62%
		22/03/2019	Transfer	28,450	0.01%	19,96,784	0.62%
	At the end of the year			-	-	19,96,784	0.62%
9	**ASHISH AGARWAL**						
	At the beginning of the year			20,02,073	0.63%	20,02,073	0.63%
	Changes during the year	16/11/2018	Transfer	(9,90,000)	-0.31%	10,12,073	0.32%
		23/11/2018	Transfer	(10,10,000)	-0.32%	2,073	0.00%
		30/11/2018	Transfer	(2,073)	0.00%	-	-
	At the end of the year			-	-	-	-

BOARD'S REPORT

S No.	For Each of the Top 10 Shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
10	**CHHATISGARH INVESTMENTS LIMITED**						
	At the beginning of the year			17,51,737	0.55%	17,51,737	0.55%
	Changes during the year	20/04/2018	Transfer	1,00,000	0.03%	18,51,737	0.58%
		01/06/2018	Transfer	(20,000)	-0.01%	18,31,737	0.57%
		14/09/2018	Transfer	(4,89,305)	-0.15%	13,42,432	0.42%
		21/09/2018	Transfer	(4,91,855)	-0.15%	8,50,577	0.27%
	At the end of the year			-	-	8,50,577	0.27%
11	**EMERGING MARKETS CORE EQUITY PORTFOLIO**						
	At the beginning of the year			16,69,882	0.52%	16,69,882	0.52%
	Changes during the year	08/06/2018	Transfer	58,872	0.02%	17,28,754	0.54%
		21/12/2018	Transfer	(21,089)	-0.01%	17,07,665	0.53%
		28/12/2018	Transfer	(8,852)	0.00%	16,98,813	0.53%
	At the end of the year			-	-	16,98,813	0.53%
12	**AJAY UPADHYAYA**						
	At the beginning of the year			13,50,000	0.42%	13,50,000	0.42%
	Changes during the year	13/04/2018	Transfer	(53,500)	-0.02%	12,96,500	0.41%
		20/04/2018	Transfer	(44,000)	-0.01%	12,52,500	0.39%
		08/06/2018	Transfer	(50,000)	-0.02%	12,02,500	0.38%
		15/06/2018	Transfer	(1,35,600)	-0.04%	10,66,900	0.33%
		27/07/2018	Transfer	8,100	0.00%	10,75,000	0.34%
		03/08/2018	Transfer	(25,000)	-0.01%	10,50,000	0.33%
		31/08/2018	Transfer	(25,000)	-0.01%	10,25,000	0.32%
		02/11/2018	Transfer	25,000	0.01%	10,50,000	0.33%
	At the end of the year			-	-	10,50,000	0.33%
13	**THE EMERGING MARKETS SMALL CAP SERIES**						
	At the beginning of the year			11,36,957	0.36%	11,36,957	0.36%
	Changes during the year	14/12/2018	Transfer	(28,124)	-0.01%	11,08,833	0.35%
		21/12/2018	Transfer	(11,814)	0.00%	10,97,019	0.34%
		28/12/2018	Transfer	(36,936)	-0.01%	10,60,083	0.33%
		04/01/2019	Transfer	(26,650)	-0.01%	10,33,433	0.32%
	At the end of the year			-	-	10,33,433	0.32%
14	**IDFC INFRASTRUCTURE FUND**						
	At the beginning of the year			11,00,000	0.34%	11,00,000	0.34%
	Changes during the year	18/05/2018	Transfer	3,09,667	0.10%	14,09,667	0.44%
		15/06/2018	Transfer	1,80,333	0.06%	15,90,000	0.50%
		06/07/2018	Transfer	1,50,000	0.05%	17,40,000	0.54%
		01/02/2019	Transfer	(6,90,000)	-0.22%	10,50,000	0.33%
	At the end of the year			-	-	10,50,000	0.33%

BOARD'S REPORT

(v) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	**Mr. Prithavi Raj Jindal**						
	At the beginning of the year			98,700	0.03%	98,700	0.03%
	Changes during the year			-	-	98,700	0.03%
	At the end of the year			98,700	0.03%	98,700	0.03%
2	**Ms. Sminu Jindal**						
	At the beginning of the year			15,000	0.00%	15,000	0.00%
	Changes during the year			-	-	15,000	0.00%
	At the end of the year			15,000	0.00%	15,000	0.00%
3	**Ms. Shradha Jatia**						
	At the beginning of the year			-	-	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	-	-
4	**Ms. Tripti Arya**						
	At the beginning of the year			15,000	0.00%	15,000	0.00%
	Changes during the year			-	-	15,000	0.00%
	At the end of the year			15,000	0.00%	15,000	0.00%
5	**Mr. Neeraj Kumar**						
	At the beginning of the year			-	-	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	-	-
6	**Mr. Hawa Singh Chaudhary**						
	At the beginning of the year			-	-	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	-	-
7	**Mr. Devi Dayal (upto 19.03.2019)**						
	At the beginning of the year			-	-	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	-	-
8	**Mr. Ravinder Nath Leekha**						
	At the beginning of the year			-	-	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	-	-
9	**Dr. Raj Kamal Aggarwal**						
	At the beginning of the year			-	-	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	-	-
10	**Dr. S.K. Gupta (upto 13.02.2019)**						
	At the beginning of the year			-	-	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	-	-
11	**Mr. Abhiram Tayal**						
	At the beginning of the year			-	-	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	-	-

BOARD'S REPORT

SN	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
12	**Mr. Ajit Kumar Hazarika**						
	At the beginning of the year			-	-	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	-	-
13	**Mr. Girish Sharma (w.e.f. 22.03.2019)**						
	At the beginning of the year			-	-	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	-	-
14	**Mr. Sanjeev Shankar (w.e.f. 22.03.2019)**						
	At the beginning of the year			-	-	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	-	-
15	**Dr. Vinita Jha (w.e.f. 22.03.2019)**						
	At the beginning of the year			-	-	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	-	-
16	**Mr. Narendra Mantri**						
	At the beginning of the year			-	-	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	-	-
17	**Mr. Sunil K. Jain**						
	At the beginning of the year			-	-	-	-
	Changes during the year			-	-	-	-
	At the end of the year			-	-	-	-

V. INDEBTEDNESS

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

(₹ Lakhs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	3,99,196.92	45,285.45	-	4,44,482.37
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	3,548.37	95.56	-	3,643.93
Total (i+ii+iii)	**4,02,745.29**	**45,381.02**	**-**	**4,48,126.31**
Change in Indebtedness during the financial year				
* Addition	5,895.19	-	-	5,895.19
* Reduction	(23,635.04)	(9,222.26)	-	(32,857.30)
Net Change	**(17,739.85)**	**(9,222.26)**	**-**	**(26,962.11)**
Indebtedness at the end of the financial year				
i) Principal Amount	3,81,457.07	36,063.19	-	4,17,520.26
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	2,461.21	31.51	-	2,492.72
Total (i+ii+iii)	**3,83,918.28**	**36,094.70**	**-**	**4,20,012.98**

BOARD'S REPORT

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

SN	Particulars of Remuneration	Name of MD/WTD/ Manager			Total (₹)
	Name	Ms. Sminu Jindal	Mr. Neeraj Kumar	Mr. Hawa Singh Chaudhary	
	Designation	Managing Director	Group CEO & Whole-time Director	Whole-time Director	
1	**Gross salary**				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1,16,95,000	5,63,19,267	63,21,273	7,43,35,540
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	39,81,202	7,44,542	5,88,713	53,14,457
	(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	90,00,000	-	-	90,00,000
5	**Others, please specify**				
	Employer's contribution to PF	10,80,000	13,68,000	4,76,736	29,24,736
	Total (A)	**2,57,56,202**	**5,84,31,809**	**73,86,722**	**9,15,74,733**
	Ceiling as per the Act	₹ 73.59 crores (i.e. 10% of the Net Profit of the Company calculated as per Section 198 of the Companies Act, 2013).			

B. Remuneration to other Directors

SN	Particulars of Remuneration	Name of Directors						Total (₹)
		Mr. Prithavi Raj Jindal	Ms. Shradha Jatia	Ms. Tripti Arya	Dr. Raj Kamal Aggarwal	Dr. S.K. Gupta	Mr. Devi Dayal	
1	**Independent Directors**							
	Fee for attending board committee meetings	-	-	-	3,75,000	2,50,000	3,00,000	9,25,000
	Commission	-	-	-	1,50,000	5,00,000	1,00,000	7,50,000
	Others, please specify	-	-	-	-	-	-	-
	Total (1)	**-**	**-**	**-**	**5,25,000**	**7,50,000**	**4,00,000**	**16,75,000**
2	**Other Non-Executive Directors**							
	Fee for attending board committee meetings	3,00,000	1,00,000	1,00,000	-	-	-	5,00,000
	Commission	-	-	-	-	-	-	-
	Others, please specify	-	-	-	-	-	-	-
	Total (2)	**3,00,000**	**1,00,000**	**1,00,000**	**-**	**-**	**-**	**5,00,000**
	Total (B)=(1+2)	**3,00,000**	**1,00,000**	**1,00,000**	**5,25,000**	**7,50,000**	**4,00,000**	**21,75,000**

BOARD'S REPORT

SN	Particulars of Remuneration	Name of Directors						Total (₹)
		Mr. Ravinder Nath Leekha	Mr. Abhiram Tayal	Mr. Ajit Kumar Hazarika	Mr. Girish Sharma	Mr. Sanjeev Shankar	Dr. Vinita Jha	
1	**Independent Directors**							
	Fee for attending board committee meetings	3,75,000	3,75,000	3,75,000	75,000	75,000	75,000	13,50,000
	Commission	1,00,000	1,00,000	1,00,000	-	-	-	3,00,000
	Others, please specify	-	-	-	-	-	-	-
	Total (1)	**4,75,000**	**4,75,000**	**4,75,000**	**75,000**	**75,000**	**75,000**	**16,50,000**
2	**Other Non-Executive Directors**							
	Fee for attending board committee meetings	-	-	-	-	-	-	-
	Commission	-	-	-	-	-	-	-
	Others, please specify	-	-	-	-	-	-	-
	Total (2)	**-**	**-**	**-**	**-**	**-**	**-**	**-**
	Total (B)=(1+2)	**4,75,000**	**4,75,000**	**4,75,000**	**75,000**	**75,000**	**75,000**	**16,50,000**
	Total (B)							**3,825,000**
	Total Managerial Remuneration (A+B)							**95,399,733**
	Ceiling as per the Act	₹ 80.95 crores (i.e 11% of the Net Profit of the Company calculated as per Section 198 of the Companies Act, 2013).						

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

SN	Particulars of Remuneration	Name of Key Managerial Personnel		Total (₹)
	Name	**Mr. Narendra Mantri**	**Mr. Sunil K. Jain**	
	Designation	**Chief Financial Officer**	**Company Secretary**	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1,15,21,801	67,16,422	1,82,38,223
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	8,46,790	44,200	8,90,990
	(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 Employer's contribution to Provident Fund	7,16,400	4,33,056	11,49,456
	Total	**1,30,84,991**	**71,93,678**	**2,02,78,669**

BOARD'S REPORT

XII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

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

For and on behalf of the Board

Place : New Delhi
Date : 22nd May, 2019

Prithavi Raj Jindal
Chairman

Annexure – 5

Particulars of employees as per the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and forming part of Directors' Report for the Financial Year ended 31st March 2019

(A) Employed throughout the Financial Year and in receipt of remuneration aggregating ₹ 1,02,00,000/- or more per annum

S. No.	Name of The Employee	DOB	Age	Designation/ Nature of Duties	Remuneration (₹)	Qualification (Year) of Employment	Experience	Date of Commencement	Last Employment
1	SMINU JINDAL *	18/01/73	46	Managing Director	2,57,56,202	B. Com. (Hons.), MBA (Finance)	26	01/08/1992	-
2	NEERAJ KUMAR	02/05/63	56	Group CEO & Whole-time Director	5,84,31,809	M.Sc. (Physics), MBA (Finance & International Finance)	29	01/07/2013	Infrastructure Leasing & Financial Services Limited
3	OM PRAKASH SHARMA	01/10/47	72	COO - Large Dia Pipe Business	1,80,23,953	Intermediate	52	14/04/1986	Kajeco Industries
4	DHARMENDRA GUPTA	12/12/66	52	President & Unit Head (Bhilwara)	2,10,89,605	Ph.D. (Metallurgical Engg), M.E. (Metallurgical Engg), B.E. (Metallurgical Engg)	30	03/10/2011	Shree Ram Electrocast Pvt. Ltd.
5	DINESH CHANDRA SINHA	02/01/62	57	President & SBU Head (Nashik)	1,54,29,174	B.Tech. (Metallurgical Engineering)	35	19/08/2013	Kalyani Carpenter Special Steels Ltd.
6	VINAY KUMAR GUPTA	13/09/63	56	Global Head - Treasury	1,35,33,124	B.Com (Hons.), C.A.	32	27/01/2006	Score Information Technology Ltd.
7	MANEESH KUMAR	24/01/69	50	Global Marketing Head (DI Business)	1,27,82,480	B.Tech. (Civil), M.Tech. (Water Resource Engg), M.Planning (Enviromental Planning)	25	07/05/2004	Electrosteel Casting Ltd.
8	NARENDRA MANTRI	07/07/66	53	Head - Commercial	1,30,84,991	C.A.	33	19/05/2015	Dalmia Bharat Limited
9	VIJESH CHAWLA	25/09/62	57	Sr. Vice President (Marketing)	1,15,04,365	B. Tech. (Chem.), MBA	36	12/09/2003	HBL Nife Power Systems Ltd.
10	RAHUL DEV SHARMA	24/10/71	47	Vice President	1,06,10,827	B. Tech. (Chem.),	26	06/05/2003	Flex Industries Limited

B) Employed for a part of the Financial Year and in receipt of remuneration aggregating ₹ 8,50,000/- or more per month

S. No.	Name of The Employee	DOB	Age	Designation/ Nature of Duties	Remuneration (₹)	Qualification (Year) of Employment	Experience	Date of Commencement	Last Employment
1	SANJIV DHEER	23/03/62	57	Head - Business Development	83,50,494	B. Com. (PASS.), LAW Graduate	35	01/07/2018	Jindal Tubular (India) Ltd.

Notes:

1 Remuneration includes salary, commission, contribution to provident and other funds and perquisites including medical, leave travel, leave encashment and gratuity on payment basis and monetary value of taxable perquisites etc.

2 All the above appointments are non contractual except marked * and are terminable by notice by either side.

3 None of the employee is related to any director of the company except Ms. Sminu Jindal who is related to Mr. P. R. Jindal.

BOARD'S REPORT

Annexure - 6

Statement of Disclosure of Remuneration under Section 197 of Companies Act, 2013 and Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

i. Ratio of the remuneration of each Executive Director to the median remuneration of the employees of the company for the financial year 2018 – 19.

S.No.	Name of Director	Designation	Ratio of Remuneration of each director to the median remuneration
1.	Ms. Sminu Jindal	Managing Director	37.90 : 1
2.	Mr. Neeraj Kumar	Group CEO & Whole-time Director	158.69 : 1
3.	Mr. Hawa Singh Chaudhary	Whole-time Director	19.82 : 1

ii. Percentage increase in Remuneration of the Chief Executive Officer, Chief Financial Officer and other Executive Director and Company Secretary during the financial year 2018-19.

S.No.	Name of Director / KMPs	Designation	Percentage increase in remuneration in the financial year
1.	Ms. Sminu Jindal	Managing Director	-
2.	Mr. Neeraj Kumar	Group CEO & Whole-time Director	10.00 %
3.	Mr. Hawa Singh Chaudhary	Whole-time Director	10.00 %
4.	Mr. Narendra Mantri	Chief Financial Officer	10.00 %
5.	Mr. Sunil K. Jain	Company Secretary	10.00 %

iii. The percentage increase in the median remuneration of Employees in the financial year 2018 – 19 was 12.56 %.

iv. There were 7,119 permanent employees on the rolls of the Company as on 31st March 2019.

v. The average percentage increase in the last financial year 2018-19 made in the salaries of employees other than the managerial personnel was 12.4%. The average percentage increase in the salaries is an outcome of the individual as well as Company's performance and other factors mentioned above.

vi. It is hereby affirmed that the remuneration paid during the year is as per the Remuneration policy of the Company.

For and on behalf of the Board

Prithavi Raj Jindal
Chairman

Place : New Delhi
Date : 22nd May, 2019

MANAGEMENT DISCUSSIONS & ANALYSIS REPORT

Industry Structure and Developments

ECOMONIC SCENARIO

World Economic Scenario

Global growth peaked at around 4% in 2017. In the first half of 2018, it remained strong at 3.8%, but declined to 3.2% in the later half. After a two years long upswing in cyclical growth, global economic expansion softened in the second half of 2018, majorly due to the escalation of trade tensions and tariff hikes between USA and China. This has led to a decline in business confidence, a tightening of financial conditions, and higher policy uncertainty across many economies. Slower domestic investment in China due to domestic regulatory tightening, along with declining export orders and increased tariffs from USA slowed China's economic growth from 6.8% to 6.0% within 2018 itself. USA had an overall robust growth on the back of a tight labour market and strong consumption growth, but investments appeared to slow down in the second half.

In other emerging market economies, growth was moderated due to other country-specific factors which were results of worsening global financial market sentiment in the second half of 2018. Concerns over the probability of a no-deal Brexit adversely affected the investment spending in the Euro area. European economies slowed down considerably due to weak intra-euro-area trade, which exacerbated poor sentiment across the common currency area.

Oil prices declined from a four-year-peak of $81 per barrel in October 2018 to just $61 per barrel in February 2019. This further caused the global commodity prices to decline by 17%. On top of that, the temporary waiver in US sanctions on Iranian oil exports to certain countries coupled with record-high US crude oil production added downward pressure on the prices towards the end of 2018. An effort in cutting production by oil exporting countries in the beginning of 2019 helped recover the oil prices slightly. Prices of base metals have increased by 7.6% since August as a result of supply disruption in some metal markets, more than offsetting subdued global demand.

While 2019 started out on a weak footing, a pickup is expected in the second half of the year. This pickup is supported by significant policy accommodation by major economies made possible by the absence of inflationary pressures despite closing output gaps. The US Federal Reserve, in response to rising global risks, paused interest rate increases and signalled no increases for the rest of the year. The European Central Bank, the Bank of Japan, and the Bank of England have all shifted to a more accommodative stance. China has ramped up its fiscal and monetary stimulus to counter the negative effect of trade tariffs. Furthermore, the outlook for US–China trade tensions has improved as the prospects of a trade agreement take shape. These policy responses have helped reverse the tightening of financial conditions to varying degrees across countries.

This is a delicate year for the global economy. If the downside risks do not materialize and the policy support put in place is effective, then global growth may return to 3.6 percent in 2020. Synchronization can make fiscal stimulus more effective through signalling effects that raise household and business confidence, and through the mitigation of leakages via imports.

Finally, adequate resources for multilateral institutions remain essential to retain an effective global safety net, which would help stabilize the global economy.

Indian Economic Scenario

The Indian Economy started financial year 2018-19 on a strong foot, recording a growth of 8.2% in the first quarter, supported by domestic resilience. However, in the following quarter, growth eased to 7.3% due to rising volatility on the global stage. The rupee took a hit due to crude prices.

Despite all these factors, India continues to be the fastest growing economy and is expected to hold this position for the coming few years. The country is expected to grow at a growth rate of 7.3% this fiscal and at a rate of 7.5% for the next on the back of continued recovery of investments and robust consumption, along with a more expansionary stance of monetary policy and policy changes (including amendments to the policy/code related to insolvency and bankruptcy, bank recapitalization, and foreign direct investment)..

India moved up by 23 places to the 77th position in the World Bank's ease of doing Business Index, 2018. This was possible because of the six reforms started this year – starting a business, getting electricity, construction permits, getting credit, paying taxes and trading across borders. The 'Make in India' movement actively helped manufacturing as a percentile of GDP to grow to over 17%. The GST collection for the month of October, 2018 crossed the ₹ 1 lakh crore mark before it slightly reduced to ₹ 97,637 crore for November, 2018. This shines a light of hope that the government will soon achieve its aim of average monthly collection of ₹ 1 lakh crore per year. FDI's for the year came down by 7% to USD 33.49 billion during the April-December period, with Singapore being the largest source, investing USD 12.97 billion.

According to the UN's World Economic Situation and Prospects (WESP) 2019, India will continue to remain the world's fastest-growing large economy in 2019 as well as in 2020, much ahead of China. As per the report, India's GDP growth is expected to accelerate to 7.6% in 2019-20 from an estimated 7.4% in the fiscal ended March 2019. In the case of China, the growth is estimated to decelerate to 6.3% in 2019 from 6.6% in 2018. It may further go down to 6.2% in 2020.

As India has emerged as the fastest growing major economy in the world and is expected to be one of the top three economic powers of the world over the next 10-15 years, backed by its strong democracy and partnerships. India's gross domestic product (GDP) is expected to reach US$ 6 trillion by financial year 2027 and achieve upper-middle income status on the back of digitisation, globalisation, favourable demographics, and reforms. India's revenue receipts are estimated to touch INR 30 trillion (US$ 385-412 billion) by 2019, owing to Government of India's measures to strengthen infrastructure and reforms like demonetisation and Goods and Services Tax (GST). India is also

MANAGEMENT DISCUSSIONS & ANALYSIS REPORT

focusing on renewable sources to generate energy. It is planning to achieve 40 per cent of its energy from non-fossil sources by 2030 which is currently 30 per cent and also have plans to increase its renewable energy capacity to 175 GW by 2022. India is expected to be the third largest consumer economy as its consumption may triple to US$ 4 trillion by 2025, owing to shift in consumer behaviour and expenditure pattern, according to a Boston Consulting Group (BCG) report; and is estimated to surpass USA to become the second largest economy in terms of purchasing power parity (PPP) by the year 2040, according to a report by PricewaterhouseCoopers.

OIL & GAS INDUSTRY

Global Scenario

After several years of oversupply, the oil and gas industry could very well be moving headlong into a supply crunch. This may seem hard to imagine, given the ramping up of U.S. oil production and the burgeoning sense of optimism that is sweeping the sector. In general, the industry feels much healthier than it did 12 months ago: The price of oil has rebounded. After appearing limited to a range between the mid-$40s and $50 per barrel (bbl), Brent crude is now trading around $70 / bbl. The industry is thus recovering from the brutal last few years of weak prices, enforced capital discipline, portfolio realignments, and productivity efficiencies. Thus, it looks that in oil markets, the depths of the post-2014 downturn seem to be behind us.

Further, as the USA administration refuses to extend the sanction waivers for buying Iranian oil to eight major economies, including India, China and Turkey, beyond 2nd May 2019, the global economy is pushed on edge. This move has led to a sudden rise in oil prices in the world market, which are expected to further increase in the coming days. OPEC members agreed to cut the oil production in order to control the falling prices in the international market in December last year. Venezuela, the largest producer in Latin America, is already suffering from US sanctions and reduced production. In this context, the sanctions on Iran might create an incentive to increase the production to help reduce the prices.

These more positive signals have helped US crude oil and natural gas liquids (NGL) production enjoy another impressive growth year, adding an estimated two million b/d in 2018, led by the prolific Permian Basin. Natural gas is a different story, as 2018 prices in the United States remained anchored around $3, as plentiful, low-cost US supply continued to meet growing demand in domestic and export markets. Indeed, across oil and natural gas, increasing US exports are helping to bolster activity, with all showing continued growth in shipping to international markets. The United States has been a major producer, but now it is consolidating its position as a leading exporter of crude oil, refined products, and natural gas, thereby becoming a big influence in global market trends.

Further, global upstream capital expenditure, which dropped nearly 45 percent between 2014 and 2016 is now forecast to rise 6 percent year-on-year in the medium term. Oil and gas rig activity levels are rising, driven by the North American market, and major projects are being approved.

Many people in the industry continue to neglect the supply side of the global energy situation and assume an overconfidence in supply. Demand continues to exceed annual forecasts, inventories are being reduced, and reserves are not being replaced. Market values — for example, backwardation (in which futures prices trade below expected market prices) and forward pricing curves — reflect a belief that supply is easy to increase and demand will flatten. Nonetheless, the world remains dependent on oil and gas. The need to find more of both resources will become more pressing over the short to medium term.

Further, the global economic growth of Oil and Gas industry is also driven by the increasing prosperity in the Emerging Markets and Developing Economies led by China and India. The developing economies account for over 80% of the expansion in the world output, with India and China accounting for about half of the growth.

India Scenario

The oil & gas sector is among the eight core industries in India and plays a major role in influencing decision making for all the other important sections of the economy. Presently being the third largest energy consumer globally, the demand for energy is expected to increase threefold by 2035 linking the economic growth directly to the energy demand; therefore, the need for oil and gas is projected to grow more making the sector quite conducive for investment.

The Government of India has adopted several policies to fulfil the increasing demand. The government has allowed 100 per cent Foreign Direct Investment (FDI) in many segments of the sector, including natural gas, petroleum products, and refineries, among others. Today, it attracts both domestic and foreign investment, as attested by the presence of Reliance Industries Ltd (RIL) and Cairn India.

Investments:

According to data released by the Department of Industrial Policy and Promotion (DIPP), the petroleum and natural gas sector attracted FDI worth US$ 7.00 billion between April 2000 and December 2018. Gas pipeline infrastructure in the country stood at 16,226 km at the beginning of February 2019.

Government Initiatives:

Some of the major initiatives taken by the Government of India to promote oil and gas sector are:

- Government of India is planning to set up around 5,000 compressed bio gas (CBG) plants by 2023.
- Government of India is planning to invest ₹ 70,000 crore (US$ 9.97 billion) to expand the gas pipeline network across the country.
- In September 2018, Government of India approved fiscal incentives to attract investments and technology to improve recovery from oil fields which is expected to lead to hydrocarbon production worth ₹ 50 lakhs crore (US$ 745.82 billion) in the next twenty years.

MANAGEMENT DISCUSSIONS & ANALYSIS REPORT

- State-run oil firms are planning investments worth ₹ 723 crore (US$ 111.30 million) in Uttar Pradesh to improve the liquefied petroleum gas (LPG) infrastructure in a bid to promote clean energy and generate employment.
- A gas exchange is planned in order to bring market-driven pricing in the energy market of India and the proposal for the same is ready to be taken to the Union Cabinet.
- The Oil Ministry plans to set up bio-CNG (compressed natural gas) plants and allied infrastructure at a cost of ₹ 7,000 crore (US$ 1.10 billion) to promote the use of clean fuel.
- India is planning to expand its natural gas network to more of its urban masses. This project aims to see 10 million homes linked to gas grids by 2020.

Way Forward:

Energy demand of India is anticipated to grow faster than energy demand of all major economies, on the back of continuous robust economic growth. Consequently, India's energy demand as a percentage of global energy demand is expected to rise to 11 per cent in 2040 from 5.58 per cent in 2017. Crude oil consumption is expected to grow at a CAGR of 3.60 per cent to 500 million tonnes by 2040 from 221.76 million tonnes in 2017. Natural Gas consumption is forecasted to increase at a CAGR of 4.31 per cent to 143.08 million tonnes by 2040 from 54.20 million tonnes in 2017.

Water Industry

Global Scenario

The global demand for water has been increasing at a rate of about 1% per year over the past decades as a function of population growth, economic development and changing consumption patterns, among other factors, and it will continue to grow significantly over the foreseeable future. Industrial and domestic demand for water will increase much faster than agricultural demand, although agriculture will remain the largest user overall. The vast majority of the growth in demand for water will occur in countries with developing or emerging economies.

At the same time, the global water cycle is intensifying due to climate change, with wetter regions generally becoming wetter and drier regions becoming even drier. Other global changes (e.g., urbanisation, de-forestation, intensification of agriculture) add to these challenges.

According to the United Nations (UN) Intergovernmental Panel on Climate Change report, the future of water is daunting. Many areas around the world will suffer from a lack of water due to high population growth and geopolitical tensions in those areas. If we continue to use water at the current rate, we will face severe scarcity at unprecedented levels. In fact, UN projections show that by 2020 about 30 to 40 percent of the world will experience water scarcity; and by 2025, two-thirds of the world's population will be living in water-stressed regions.

The global water stress and scarcity situation is being played out by a number of secular trends: the increase in global population and its subsequent effect on demand for food production that, in turn, drives agricultural water demand. Water use-intensive industries like mining and power are adding further stress to the demand curve, particularly in countries without near-universal potable water coverage.

While the gap in global potable water coverage is expected to continue to 2025, a number of forces are beginning to bear positive affects for the global water situation. Environmentally sustainable water treatment technology and alternative energy solutions are now mature enough to commercialize, enabling fast deployment in disaster-hit areas. These also, through programs like the Millennium Development Goals, allow countries with low water coverage to attack their lowest common denominator in terms of per capita water consumption, typically in rural areas where a large-scale water treatment plan is uneconomic.

Investments in the water sector are set to attract increasing attention in both the emerging markets and industrialized countries. The problem of water scarcity is global in scale. It is anticipated that demand for water will far exceed supply over the coming decades and will necessitate additional investments in water systems. The composition of the water market includes several sub-sectors and industries which may be valued at around USD 500 billion to USD 600 billion a year.

India Scenario

Increasing population and climate change is a major challenge to the water resources of India. The water crisis is imminent if immediate steps are not taken keeping the long-term requirement in mind. As per Niti Aayog's report titled, 'Composite Water Management Index', released in June 2018, the country is suffering from the worst water crisis in its history and millions of lives and livelihoods are under threat which is only going to get worse by 2030, the country's water demand is projected to double up against the available supply, implying severe water scarcity for hundreds of millions of people and an eventual ~6% loss in the country's GDP. As per the report of National Commission for Integrated Water Resource Development of MoWR, the water requirement by 2050 in high use scenario is likely to be a milder 1,180 BCM, whereas the present-day availability is 695 BCM. The total availability of water possible in country is still lower than this projected demand, at 1,137 BCM. Thus, there is an imminent need to find ways to make sustainable use of the scarce water resources.

In India, around 78% of available water is being used by the agriculture sector and by 2024 India will be the most populous country so there is going to be more pressure on water both for producing more food and for increased industrial activity. Optimum use of each drop of water available is the biggest challenge of today. The use of groundwater in agriculture in India is three to four times higher than the USA. The sustainable use of water is the need of the hour.

MANAGEMENT DISCUSSIONS & ANALYSIS REPORT

India has made substantial investment and efforts in ensuring safe drinking water and sanitation to all since independence. Since the beginning of the Sixth Five-Year Plan (1980-85) and the launch of the International Drinking Water Supply and Sanitation Decade, India has substantially increased sector investments and water and sanitation is being accorded high priority in the Indian national budget. The Union Cabinet has approved a total investment of over $20 billion, or ₹ 1,34,000 crores for the Swachh Bharat Mission (Grameen), which includes incentives for household toilets, community toilets, solid and liquid waste management (SLWM) infrastructure, and other administrative expenses. As of May 2018, of these, funds worth over ₹ 44,325 crore have been allocated and utilized by the Government of India for Swachh Bharat Mission (Grameen) and corresponding funds have been put in by the state governments.

The last few years have also seen a noticeable rise in the investment made on drinking water through NRDWP, with a total of ₹ 17,184 crore invested in the last three years alone. Additionally, States have been investing their own funds in the sector as well. India is committed to achieving the goals of the Swachh Bharat Mission by 2019 and ensuring drinking water for all in the coming years. India has achieved considerable success in providing safe drinking water to about 78 per cent of the rural population by tapping sound and surface water through millions of handpumps and lakhs of water supply schemes. The Government of India is committed to provide safe drinking water facilities to partially covered and uncovered habitations on priority. This will be achieved through involvement of people in planning, implementation and management of schemes by people.

STEEL AND PIPE INDUSTRY

Global Scenario

After a contraction of (3.0)% reported in 2015, global steel demand is continuously growing and as we are entering in 2019 the demand for steel is expected to remain on the positive side. While the robustness of steel demand recovery seen in 2017 was carried forwarded to 2018, risks have also increased. Rising trade tensions and volatile currency movements are increasing uncertainty in the global steel industry. The short-range Outlook of the World Steel Association (World steel) projected that global steel demand will reach 1,657.9 Million Tonnes (mnt) in 2018, an increase of 3.9% over 2017. For year 2019, it is forecasting that global steel demand will grow by 1.4% reaching to 1,681.2 mnt. The report is also forecasting that the demand for steel in the developed world remains healthy, while in the developing countries steel demand will continue to recover amid challenges.

The global metal pipe market is expected to reach an estimated $97.7 billion by 2023 with a CAGR of 3.9% from 2018 to 2023. The global metal pipe market looks promising with opportunities in oil and gas, power generation, automotive, and industrial sector. The major drivers for this market are increasing construction of new pipelines for oil and gas, water and wastewater, replacement of aging pipelines, and infrastructure development. As per the Global Metal Pipe Market Report 2019, it is forecasted that the steel pipe is expected to remain the largest segment and witness highest growth over the forecast period due to increasing demand in oil and gas, power generation and automotive industries.

The report forecasts that within the global metal pipe market, oil and gas will remain the largest end use industry during the forecast period due to increase in oil and gas exploration and production activities. North America is expected to remain the largest region due to increase in oil and gas exploration activities. APAC is expected to witness the highest growth over the forecast period due to increasing infrastructure development, urbanization, and government economic stimulus measures in this region.

As the oil and gas industry is growing rapidly, the demand for steel pipes is also increasing. Features such as reliability and durability are some of the prominent factors driving the global demand for steel pipes. Steel pipes have a wide range of usability, they are used in the automotive, mining and construction industries, which drives the manufacturing steel pipe industry. The available range of steel pipes becomes one of the reasons surpassing the demand of residential and non-residential sector of steel pipes. The replacement of ageing pipelines also increases the global demand of steel pipes.

It is anticipated that despite the oil development currently underway, natural gas pipelines represent the larger need by a factor of about 1.8 to 1. Most of the pipeline construction activity in the time frame of this report will occur in the Southwestern U.S. and the Northeastern U.S. – primarily gas in the Northeast and gas and oil in the Southwest. In addition, we still need pipelines for planned and under construction gas processing facilities in the Rockies and in the Bakken. Additionally, LNG export capacity is expected to double by the end of this year and additional capacity is needed there also. On the offshore front, drilling activity has been pretty quiet there since the shale boom but analysts expect activity in the Gulf to pick up with more final investment decisions in 2019.

Indian Scenario

The Indian steel industry has entered into a new development stage, post de-regulation, riding high on the resurgent economy and rising demand for steel. Rapid rise in production has resulted in India becoming the 2nd largest producer of crude steel during the year 2018, from its 3rd largest status in 2017. The country is also the largest producer of sponge iron or DRI in the world and the 3rd largest finished steel consumer in the world after China & USA. The growth in the Indian steel sector has been driven by domestic availability of raw materials such as iron ore and cost-effective labour. Consequently, the steel sector has been a major contributor to India's manufacturing output. The Indian steel industry is very modern with state-of-the-art steel mills. It has always strived for continuous modernisation and up-gradation of older plants and higher energy efficiency levels.

MANAGEMENT DISCUSSIONS & ANALYSIS REPORT

The National Steel Policy, 2017, has envisaged 300 million tonnes of production capacity by 2030-31. In 2018, steel consumption of the country is expected to grow 5.7 per cent year-on-year to 92.1 MT. Huge scope for growth is offered by India's comparatively low per capita steel consumption and the expected rise in consumption due to increased infrastructure construction and the thriving water, oil & gas, automobile and railways sectors etc.

Presence of such a vast primary steel manufacturing infrastructure has also helped in the growth of secondary and finished steel products. Both long and flat steel capacities in the country have seen massive investments. Currently, the country produces a wide array of long and flat steel products including bars & rods, structural, coils / strips, pipes & tubes, railway materials, steel sheets and pipes.

Steel pipes & tubes manufacturing sector has witnessed rapid capacity addition and the country has become one of the largest producers of steel pipes & tubes in the world. Steel pipes & tubes manufacturers in the country are currently capable of manufacturing all major types of tubes & pipes.

These include Seamless pipes & tubes, Helical Submerged Arc Welded (HSAW) pipes & tubes, Longitudinal Submerged Arc Welded (LSAW) pipes, Electric Resistance Welded (ERW) pipes and Ductile Iron (DI) pipes. The Government has de-licensed the manufacturing of steel pipes and tubes, and caps on foreign investment has been removed. This move, as part of the larger industrial sector reforms which was implemented in 1991 and subsequent years, have helped in improving the technology level in the industry, apart from attracting capital. Further trade restrictions (primarily international trade) was also lifted as India became a signatory to global trade pacts.

However, removal of trade restrictions led to the inflow of cheaper imports from China, South Korea, and Japan, causing considerable injury to domestic manufacturers. Steel pipes & tubes imports from China, which was at INR 2 Bn in financial year 2005 have increased to INR 34 Bn by financial year 2018, making up to 57% of total import of steel pipes & tubes into India.

To protect the domestic steel pipes and tubes industry from imports, the Government in 2014 imposed a safeguard duty on imports of the product. This safeguard duty was imposed on imports from China and few of the developed countries. The safeguard duty was imposed for a period of three years (August 2014 to August 2015, August 2015 to August 2016, and August 2016 to February 2017).

Additionally, the Government in 2016 imposed provisional anti-dumping duty on import of seamless tubes, pipes, and hollow profiles of iron, alloy or non-alloy steel. After further investigations the revenue department converted it into a definitive anti-dumping duty. This duty is effective for a period of five years, starting from May 2016. The levy imposed as part of the anti-dumping duty is in the range of USD 961.33 and USD 1,610.67.

DUCTILE IRON PIPES INDUSTRY

Global Scenario

Ductile Iron pipes ("DI Pipes") are pipes made of ductile iron. They are commonly used for potable water distribution and the pumping of slurries, sewage and process chemicals. Ductile iron pipes are a direct development of earlier cast iron pipes which it has now almost replaced. As the name suggest, it is a cast iron having the property of ductility. Besides the property of ductility, ductile iron has, in addition, strength and impact resistance much greater than that of gray iron. Ductile iron also retains the corrosion resistance property of gray iron hence it is an ideal material for pipes. Since its introduction into the marketplace in 1955, Ductile Iron Pipe has been recognized as the industry standard for modern water and wastewater systems. More than four decades of field experience have proven its strength, durability, and reliability for transporting raw and potable water, sewage, slurries, and process chemicals. The average lifespan of a ductile iron pipe exceeds more than 100 years.

The global ductile iron pipes market is anticipated to expand at a significant pace during 2018 to 2026 ("Forecast Period") primarily due to the rising demand for these pipes in developing countries. The ductile iron pipes market was valued at about US$ 4,600 Mn in 2017 and is expected to expand at a CAGR of 8.0% during the Forecast period. Increase in urbanization and commercialization is boosting the demand for ductile iron pipes. Demand for ductile iron pipes in sewage water application has increased owing to the rise in migration of the population toward urban centers. Governments across the world are taking steps for water sanitation. Ductile iron pipes are usually used for the discharge of wastewater and water supply management. Strong support and investment by governments in wastewater management is a major factor driving the demand for ductile iron pipes.

Based on application, the global ductile iron pipes market has been divided into drinking water distribution, wastewater, irrigation, mining, and others (including pump stations and process and treatment works). Ductile iron pipes are mostly used for water distribution. These pipes are primarily employed in wastewater treatment facilities, pump stations, and sewage outfall lines. These pipes are used for effluent discharge of wastewater. Irrigation is a key challenge facing water resources. Approximately 70% of water is consumed for agricultural usage. Thus, irrigation is also a prominent application of the ductile iron pipes market. China, India, and South Africa primarily focus on agriculture. Therefore, the usage of ductile iron pipes is high in these countries for irrigation purposes.

Based on region, the global ductile iron pipes market has been divided into North America, Europe, Asia Pacific, Latin America, and Middle East & Africa. North America and Europe hold major share of the global ductile iron pipes market, as most pipelines in these regions are well established, but old. Therefore, these pipelines are being replaced in North America and Europe.

MANAGEMENT DISCUSSIONS & ANALYSIS REPORT

North America constitutes significant share of the global market. Rise in use of ductile iron pipes by sanitary hygiene and water supply organizations in developing economies such as China, Japan, and India is projected to boost the market in Asia Pacific during the Forecast Period. The ductile iron pipes market in Middle East & Africa is estimated to expand at a rapid pace during the Forecast Period, led by the various drinking water supply schemes initiated by countries in the Middle East. The ductile iron pipes market in Latin America is expected to expand at a moderate pace in the near future.

Indian Scenario

Water plays a pivotal role in propelling various activities in the global economy, which include drinking water for human consumption, irrigation as a part of agriculture use and industrial usage for production purposes. With India estimated to support a massive population of 1.39 Bn populations by 2026 and further 1.5 Bn by 2050, the DI pipe industry holds promising future potential to support growing water demand. With rising population growth, demand for food and other manufactured product is on rise, which is resulting into rising demand for potable water across from domestic, agriculture and industrial. As per industry sources, the water demand in India is likely to grow at 2% CAGR from 813 BCM in 2010 to 1093 BCM in 2025 and further by 1180 by 2050. To meet the proliferating demand for potable water (Currently, around 225 million people in India do not have access to safe drinking water) and other industrial as well as agricultural uses, a robust infrastructural framework for construction of water pipeline for water transportation is imperative.

With the continued focus of the Govt. on water supply and sewerage infrastructure development, the domestic demand for DI Pipes has witness healthy 16% CAGR which is substantially higher the overall steel pipes and tube demand. Acknowledging the need to make basic amenities publicly available infrastructure sector has observed massive investment from government. The industry enjoys intense focus from the Government for initiating policies that would ensure time-bound creation of world-class infrastructure in the country. As a result, infrastructure sectors have received higher budgetary allocation in Union Budget.

Ministry of Water Resources, River Development & Ganga Rejuvenation and Ministry of Drinking Water and Sanitation are main regulatory bodies governing water resources in India and therefore related bodies under this ministry are major end user of DI pipe industry too. Additionally, the government's Make in India initiative is likely to have a favourable impact on strengthening the supply side dynamics of DI pipe manufacturing in India. Furthermore, the Government of India has announced several policies and development initiatives. These include flagship schemes like. National Rural Drinking Water Programme, Smart Cities Mission, the Atal Mission for Rejuvenation and Urban Transformation (AMRUT), Housing-For-All, and Swachh Bharat that put forward a promising business opportunity for DI pipe manufacturers and suppliers.

STAINLESS AND SEAMLESS PIPES AND TUBES SCENARIO

Global Scenario

The future of the global industrial seamless steel pipe market looks promising with opportunities in the power generation, petrochemical, industrial plant processing, and automotive industries. As per one of the market reports, the global industrial seamless steel pipe market is expected to reach an estimated $5.1 billion by 2024 with a CAGR of 1.7% from 2019 to 2024. In this market, different types of industrial seamless steel pipe such as hot finished seamless pipe and cold finished seamless pipe are used as process. However, it is expected that hot finished seamless pipes will remain the largest segment and it is also expected to witness the highest growth over the forecast period because of its low cost and high tolerance & crack resistance. Within the global industrial seamless steel pipe market, the power generation will remain the largest end use industry over next few years due to growing hydro and nuclear power generation plants. The automotive segment is expected to witness the highest growth over the forecast period due to increasing vehicle production.

Seamless stainless pipes are used for applications that require internal pressure within the pipe such as process equipment, water treatment and marine applications. Welded steel pipes are used for structural applications that are exposed to corrosive environments such as marine and external applications.

Global Seamless and Stainless Steel Pipes Market has promises to grow as the most influential market worldwide as it has been playing a significant role in impressing positive impacts on the international economy. Rapid industrialization and urbanization across some of the fastest growing economies in the world have resulted in increased demand for stainless steel pipes. Instrumentation equipment, automotive, industrial Pipe, food & beverage, petrochemicals and construction sectors need complex Pipe solutions, which have been presented to them in the form of welded stainless-steel pipes.

APAC will remain the largest region and it is also expected to witness the highest growth over the forecast period due to the increasing urbanization, infrastructure development, and the continuous growth of the industrial sectors in this region

Indian Scenario

India steel demand is holding up well against a satisfactory global growth. At present, the size of Indian seamless tube market is around 1 million tons and the demand in the next five years is estimated to double up to 2 million tones.

A 7.5% rise in financial year 2019 sales has made India one of the fastest-growing steel markets among large economies. Oil and Gas industry in India is in the midst of a drive towards self-sufficiency and upgrading to meet BS VI standards by 2020. Investments in domestic Oil & Gas exploration and refinery space is expected to go up from average of INR 65,000 crores in 2012-17 to average INR 80,000cr in 2017-20. Seamless tubes industry–

MANAGEMENT DISCUSSIONS & ANALYSIS REPORT

carbon and stainless steel combined, which constitutes 7-12% of the overall capex in either exploration or refineries, is set to be a large beneficiary of the underlying capex momentum.

COMPANY OVERVIEW

About us

Jindal SAW Ltd. ("Jindal SAW" or "the Company" or "we") is a complete solutions provider in the pipe industry with reach across the world. We have production facilities strategically located in India, the U.S. and the U.A.E., whereas the E.U. is supplied through an associated entity. Our customer profile includes the biggest global oil & gas producing companies, entities associated with water/sewerage supplies, engineering and procurement companies – connected to oil & gas, transportation, power generation and certain industrial applications. We endeavour to meet every expectation of our customers through focus on product innovation, excellence in production and optimal supply chain management. Through our interconnected system, all our manufacturing entities are able to benefit from best practices evolved by us, across board.

Our industry and our model capture distinct strategic advantages as we have systematically de-risked our approach in terms of geography, portfolio and end-usage. As we operate on a truly global basis, we have to be resilient to dynamics in world economics and geopolitics. We are one of the largest producers and exporters of steel pipes in the country. Operationally, the business is structured along 5 verticals (SBUs) including SAW Pipes, DI Pipes & Fittings, Seamless and Stainless Steel Pipes and Tubes and Mining & Pellets.

Today, we have emerged stronger and more focused as we draw to a close our re-structuring initiative. During the year we completed the de-subsidiarisation of our Italian subsidiary, viz Jindal SAW Italia S.P.A. and consequently we only have the following as international subsidiaries/ affiliates; Jindal SAW Gulf LLC at Abu Dhabi (UAE) and Jindal SAW USA LLC in U.S.A. Strategically, we have disassociated from all non-core businesses, including our interest in infrastructure, and our focus solely remains on the business of manufacturing of pipes and pellets.

Strategic business divisions

Large Diameter Submerged Arc Welded Line pipes (SAW Pipes):

Submerged Arc Welded (SAW) pipes, typically large diameter, find application in transportation of oil & gas, water and slurry. With a global footprint, ours is one of the largest SAW pipe manufacturing business in the world. Our product portfolio covers variety of applications and includes offerings like long seam and spiral seam submerged arc welded pipes, anti-corrosion, concrete weight coating, induction bends and connector casings. Our facilities can produce pipes of up to 156" outer diameter. The total installed capacity as on present date stands at approximately 2 million MTPA. Given the breadth of our capabilities and experience, our manufacturing facilities have approvals from most end users worldwide. The business has a healthy order book position and is in a favourable position to expand production in our existing facilities without going in for major capital expenditure as we have significant operating leverage in the system. Our aim is to continue delivering top class solutions globally and simultaneously develop value-added solutions with a view to driving sustainable performance. Besides India, the Company is exporting products to Americas, Middle East and Africa.

Ductile Iron Pipes (DI Pipes):

Ductile Iron pipes find usage in carriage of water (both potable and waste). Given our overall capacities of 0.8 MTPA including our Abu Dhabi facility, our operation is counted as among the top three largest in the world. This is a high-potential business where we supply pipes ranging upto 2,200 mm in diameter with external and internal coatings. The range of offering includes Ductile Iron pipe with socket & spigot, flange joints and related fittings. The world-class manufacturing facilities we have at India and the UAE have approvals from most important customers internationally. In order to strengthen the business outlook, we are building capabilities in value added products like double chamber pipes, pre-insulated pipes, advanced coatings and linings.

Seamless Pipes & Tubes (Seamless Pipes):

Seamless pipes and tubes are versatile and find wide variety of applications across different parts of the industry. Our portfolio covers line pipe, process pipe, OCTG and pipes & tubes for general mechanical engineering. Our products are primarily used in oil & gas, petrochemicals, exploration, boilers, heat exchangers and general engineering.

Our manufacturing operations included a facility taken on long term lease at Nagothane (Maharashtra), where overall we will have a capability to produce 0.4 MTPA across all plants in India. The Nasik plant is able to produce pipes upto 16" diameter, along with anti-corrosion coating. The Company has emerged as a trusted supplier to major OEMs domestically and abroad. Some of the clients where we have supplied include ONGC, Oil India, GE, Thermax, Godrej, SKF, Petrofac, L&T, Proclad for ADNOC etc.

On account of increase in the oil prices, there has been good movements in the oil & gas projects. This has helped us doing business especially in Middle East and Africa Region and by booking orders for Heat Treated Grade for ADNOC used for Flow Lines and OCTG used for Exploration for Egypt and Oman Markets. This has also helped us to be identified as the quality and cost competitive supplier from Asia Pacific especially in MENA Markets where Chinese suppliers have been dominating due to their low-cost strategy without any focus on Quality.

Due to the emphasis on "Make In India" policy, we expect the domestic suppliers to gain by substituting the importing products to cater to the ever increasing demand in the various sectors. We are working to tap this opportunity by seeking approvals and offering entire size range up to 16" from our plants after expansion.

MANAGEMENT DISCUSSIONS & ANALYSIS REPORT

Stainless steel Seamless and Welded Pipes:

We operate a Stainless Steel Seamless Tubes and Welded Pipes facilities at 2 locations in India, under majority owned subsidiary Jindal Quality Tubular Ltd.("JQTL"). JQTL has also received approval from Engineers India Ltd. for this facility whereas it also enjoys accreditations and approvals from our key customers. JQTL has the distinction of offering a range of products in stainless and carbon steel with capabilities in both seamless and welded segments, where we are presenting solutions against imported products. The range of industries where JQTL are supplying its products includes oil & gas, pulp & paper, food, pharmaceuticals, water and sanitation, petrochemical, boiler and heat exchangers and general engineering.

Mining and Pellet:

The Company operates a mine-head, integrated beneficiation and pellet production facility of 1.5 million MTPA at Bhilwara, Rajasthan.

We have obtained a 50 year mining lease for a low grade iron ore mine spread out over 1989 acres. Ours is the first beneficiation plant in the country at a mine head. Through beneficiation, we are upgrading the low grade magnetite iron ore to high grade with over 65% Fe grade. The majority of these pellets are sold on merchant basis into the market, both domestically and in exports.

BUSINESS - STRATEGY, STRENGTH & RISK

Ours is multi-product, multi-locational and multi-national Company. We have strengthened our reach globally and within India. We have operating subsidiaries in key markets of the U.S. and the Middle East, besides which we have marketing and service presence in all the major world markets. Our presence in new product segments over the recent past has helped realize better synergy throughout our group. We believe we are uniquely placed to compete in the marketplace and deliver a sustainably commendable performance while keeping risks pertaining to market concentration, industry dynamics and geo-politics in check.

Business strategy

We believe in having a robust strategy to take us to the next phase of maintaining and consolidating our leadership position. With vast operating and competitive advantages, the business is poised to deliver sustained improvement in performance over the coming years. The key highlights of our strategy will include:

- Complete solutions within the pipe industry with a variety of products aimed at water, oil & gas and industrial applications
- Consciously and continually de-risking the model across customers segments, industry paradigms and product profile
- Pursuing value addition capabilities in order to expand presence in product and industry adjacencies
- Promoting inter-segment synergies within our product portfolio in order to offer our customers solutions under a single brand

Jindal SAW enjoys a unique position in the marketplace, where we offer end to end pipe solutions to major industries. Strategically we are focused on driving our advantages of comprehensive product profile, extensive technical & manufacturing capabilities across client industries and geographies. With the completion of our corporate re-structuring exercise successfully, the business is moving forward with a stronger product mix resulting in higher market share. As we realize the benefits of the positive resolution of the Jindal ITF arbitration, we see our balance sheet getting strengthened. Cost efficiencies and optimized debt profile will underline our progress as we embark on the next phase of growth. As a management, we are keen to drive a sustainable performance that benefits all our stakeholders.

Competitive Strengths

We have emerged as a leading Pipe solutions provider based on the strengths and advantages that we enjoy in the marketplace. The key factors supporting our business dynamics are as follows:

- Well-diversified and de-risked model allowing us to distinctly offer complete Pipe solutions
- A range of products aimed at oil & gas, water & sewerage and other industrial applications that is tuned to customers' requirements
- Global footprint both in manufacturing and sales, thereby positioning our solutions directly where the customers' want it
- Strong core of enterprise knowledge banking on human capital. Un-interrupted flow of business know-how across the operation seamlessly connecting the organization from end to end and propelling the enterprise forward
- Relationship approach with prominent clients across the globe underlined by strong history of execution
- Continuing emphasis on driving lean operations
- Robust corporate governance standards across the organization and its dealings with external stakeholders
- Healthy financial metrics that can support growth initiatives/ventures of the Company

Principal risk factors

There is a dedicated framework for the identification, analysis and remediation of risk across the enterprise. The management has put in place measures to address potential contingencies and resolve any impact on the business. The Board appointed, 'Risk Management Committee' formalizes risk oversight where its essential role is to identify, evaluate, prioritise and respond to risks and also potential opportunities that we may encounter in business.

We have enlisted the following key risks to our business and operations as under:

- **Industry and Macro-economic Risks:** Macro-economic trends in addition to sector risks shape the momentum of

MANAGEMENT DISCUSSIONS & ANALYSIS REPORT

global investments into infrastructure. Our business worldwide is therefore subject to these dynamics where our performance becomes sensitive to local and global factors such that possible adverse situations in the any international economy/financial market can have a detrimental impact on our revenues, earnings, cash position and outlook. Protectionist policies, trade barriers, exclusive free trade agreements with peer nations can potentially impact our operations.

- **Financial Market Risks:** When financial markets are in a state of disruption, the Company is bound to experience impediments in the manner it accesses short term and term financing. The fallout could be in the form of higher financing charges and lack of flexibility in financial transactions. The health of the financial system is of paramount importance to the smooth running of business dealings, and as such any stress is bound to impact the normal course of operations and eventually strain the earnings.
- **Foreign Exchange Risks:** As per routine business operations, the Company transacts in foreign currency towards imports of steel products and other raw materials, export of finished pipes and other miscellaneous payments. These contracts can potentially impact the business on account of volatility in forex rates, interest rates etc. As a mitigation measure, the Company has approved hedging policy against net exposure. This is over and above the natural hedge available to the Company at a consolidated owing to the nature of the business itself.
- **Risks to Direct costs:** Any fluctuations in the costing and/or utilization of raw materials, energy and any other direct cost can potentially upset the margin matrix for the Company. These are monitored on an ongoing basis and remedial measures affected as appropriate/strategic level.
- **Legal Risks related to tax structure:** Given its operating presence in multiple jurisdictions, it is natural for the business to encounter disagreements in matters pertaining to taxation. Domestically itself, the Company is liable for taxation at various stages. The global operations of the Company are routinely impacted by specific duties from time to time. The Company has a competent process and mechanism to deal with such exigencies. At an overall level, the diversified nature of the business limits over-exposure to the tax dynamics of a select, single market.
- **Environmental law Risks:** As a manufacturing entity that has an exposure and claim on natural resources, the business is naturally subject to local environmental stipulations, both at the place of manufacture and the destination where the products get sold. The cost and compliance associated with such regulations can impact the day to day operations. As a responsible corporate we are duty bound to adhere and exceed norms pertaining to the environment.
- **Human Resource Risk:** Our business can progress robustly through clear strategy but for it to do so sustainably; a strong support is required from the employee force. As an organization, we have put in place a framework to retain and engage critical talent and help drive top performers.
- **Information Technology Risks:** Access to information and data pertaining to operations and strategy is available through the inter-connected IT platforms the Company uses without adequate safeguards, which can be potentially harmful. The Company has made investments towards ensuring robustness of security incorporating safeguards for hardware and software.

Major Subsidiaries & their Operations:

The focus of Jindal SAW is primarily on Pipe business since late 2014. The non-core business interests, primarily in infrastructure have since then been de-merged under a court approved scheme of arrangement. At present, the Company operates few subsidiaries, which are aligned to the core business of Pipe solutions.

Jindal ITF Limited

A 51% subsidiary of Jindal SAW Limited, Jindal ITF Limited ("JITF") is engaged in the transhipment and water borne transportation business. JITF has entered in to contracts for providing these services and one such contract is executed with NTPC Limited. Disputes arises amongst the parties and JITF preferred to invoke the arbitration clause. Arbitration panel has passed two interim awards in favour of JITF.

JITF received approx. ₹ 158 crores against interim award for 1st year' MGQ in the month of Jan'18 further received approx. ₹ 198 crores against interim award for 2nd year' MGQ in the month of Apr'18. The funds were received against an advance bank guarantee of equivalent amount. JITF has lodged its monetary claim of with the Arbitration Tribunal. The process of the arbitration is completed and the tribunal has reserved the order. JITF had also entered into a License Agreement with Kolkata Port Trust. Disputes arose between the parties which remained unresolved and the parties preferred to refer the matters to arbitration panel. The matter is still in hearings. JITF has received legal opinions and is expected to receive favourable Arbitration orders in both the cases.

Jindal SAW Gulf LLC, Abu Dhabi (UAE)

Jindal SAW Gulf LLC ("JSGL") has setup UAE's first Ductile Iron Pipes (DI Pipes) manufacturing facility which is also the largest facility of DI Pipes in the GCC region with the capacity of 3,00,000 MTPA and size ranging upto 2200 mm. Due to extreme volatile geo-political and war like situation in the GCC region, the GCC region had slowed down the investment in water sector which impacted the business of JSGL with improvement in oil prices, the GCC region has restarted the investments and we expect turnaround of the facility in the financial year 2018-19. JSGL has also refinanced its long term

MANAGEMENT DISCUSSIONS & ANALYSIS REPORT

debt with longer maturity to match the business profile. The UAE facility has received approvals from almost all the customers and has successfully supplied DI pipes to almost all the countries in GCC and MENA region as well as few other countries outside MENA region like Australia, Panama, Singapore etc. JSGL has also developed new products including double chamber pipes, foam coated pipes etc to capture premium market which will help in better margins in longer term.

Jindal SAW USA LLC

A 100% step down subsidiary of Jindal SAW Limited, Jindal SAW USA LLC (JSULLC) is engaged in coating of welded pipes. Spread over approx. 258-acre complex, the facility is based at Baytown Texas, USA. JSULLC also has a 100% subsidiary named Drill Pipe Inc. which is engaged in the manufacturing of drill pipes. Business of JSULLC is expected to improve further due to various trade protection measures initiated by the current US administration which would help the local manufacturing facilities in USA.

IUP Jindal Metals & Alloys Limited

A majority owned subsidiary, IUP Jindal Metals & Alloys Limited is engaged into manufacturing of high quality precision stainless steel strips. It offers a wide choice of thin and ultra- thin cold rolled strips. The precision stainless strips are useful in manufacturing of various products like auto components, clocks, watches and electrical equipment.

Jindal Tubular (India) Limited

A 100% subsidiary of Jindal SAW Limited, Jindal Tubular (India) Limited ("JTIL") operates a large Diameter submerged arc welded spiral pipe in Madhya Pradesh. The facility is currently producing pipes for water sector.

Jindal Quality Tubular Limited

Jindal Quality Tubular Ltd (JQTL) is a 67% subsidiary. It manufactures stainless steel tubes and welded pipes at Kosi Kalan (U.P.).

Jindal SAW offers a wide range of products within stainless and carbon steel with dedicated facilities for seamless and welded segments. These products find application in a variety of industries such as oil & gas, pulp & paper, food, pharmaceuticals, water and sanitation, petrochemical, boiler and heat exchangers and general engineering.

INTERNAL CONTROL AND INTERNAL AUDIT SYSTEM AND THEIR ADEQUACY

We have in place dedicated systems and processes for internal controls that are in line with the size, scale and complexity of our operations. The internal control framework intends to safeguard the assets of the Company while also protecting the financial and operating data, in line with relevant laws and regulations. There are checks and controls at the entity level as well as at the business process level. The effectiveness and adequacy of these controls is regularly tested and validated. The internal control systems are examined taking into account their adherence to systems and policies across the organization.

The Company utilizes state of the art technologies across the operation. SAP (Now successfully migrated to HANA platform) has been utilized throughout the organization in order to bring about standardization in internal processes and control systems.

There is in place a properly articulated delegation of power with set authority limits in order to approve both revenue and long-term capital expenditure.

The Company professes zero tolerance towards non-compliance in statutory matters. There is a robust mechanism for compliance management and this is routinely monitored for compliance.

Jindal SAW has a dedicated and independent Internal Audit department with scope and authority duly defined under the Internal Audit Chapter as approved by the Audit Committee of the Board. The Internal Audit department oversees the internal audit as laid out in our annual internal audit plan which is charted out in line with our risk assessment. The same is duly approved by the Audit Committee.

Our Internal Audit department comprises of In-house Internal Auditors and outsourced internal auditors. In-house auditors comprise professionally qualified accountants, engineers and SAP experienced executives. Deloitte Haskins & Sells LLP, a leading global audit firm carries out internal audit of locations and identifies areas where risk management needs to be strengthened. Wherever there are significant audit observations, the corrective action plans are presented to the Audit Committee. The responsibility of the Audit Committee covers periodic reviews of the adequacy and effectiveness of the systems and processes pertaining to internal audit and the implementation of the recommendations.

We follow the highest standards of ethics. There is a functional Whistle Blower policy whereby anyone can report any act which is not in line with the policy, our code of conduct and overall ethics. There is a designated authority in place to monitor reported cases and to oversee redressal.

Material Developments in Human resources/ Industrial Relations

Human Resource is a critical resource for any organization as they manoeuvre the systems, processes and teams. The Management at Jindal SAW Ltd. comprehends that employees are the best brand ambassadors who embody the internal culture of the organization. We take the pride in stating that the pivotal element behind growth story of our Organization is our competent, experienced and effective workforce at all the hierarchical levels. Our ethos of Integrity, respect for individual, meritocracy, dynamic thinking, creativity & innovation and social responsibility are the driving force towards the realization of Organizational goals and all our policies and procedures prevalent in the systems are based on these.

We understand that an engaged employee adds on to the Company's productivity, multiplies the learning, subtracts the bottleneck and equals the result as planned. We have adopted many strategies to keep our employees fully absorbed & enthusiastic towards their jobs so that they reinforce positively towards achieving the common goal.

MANAGEMENT DISCUSSIONS & ANALYSIS REPORT

It is strongly believed that employee satisfaction not only nurtures an ideal atmosphere but also leads to enhanced workforce productivity. A process for endowing extrinsic rewards to employees is known as "Target Based Performance Management System (TBPMS)" wherein all the employees are fairly assessed based on the last year's performance vis-à-vis defined KRAs. This process assists us in understanding the capabilities and competencies of all the individuals and carve out their growth plan accordingly by the means of Succession Planning, Job Enrichment and Training & Development. Along with TBPMS, we have also introduced "Performance Related Pay (PRP)" for the Senior Management wherein employees are rewarded based on the accomplishment of set targets. With a view to encourage value creation and value sharing with the employees, the Company has designed and formulated the "Jindal SAW Limited – Stock Appreciation Rights Scheme, 2018, the "Jindal SAW Limited, General Employee Benefit Scheme, 2018" and the Jindal SAW Employees Retirement Benefit Scheme, 2018"(the Schemes). Further to implement these schemes a trust, namely, Jindal SAW Employee Welfare Trust has been constituted under the Institutional Trustee.

An employment life cycle is incomplete without Training & Development being an integral part and this is deciphered by the Organization completely. The development & upskilling of employees is an incessant process by the means of Behavioral & Technical Trainings, Multi-skilling, Job Rotations, On-the-job Trainings etc. to keep all the employees acquainted with the latest technologies, trends and expertise. Apart from this, we have an active Fun@Work club that ensure employees' involvement through Quizzes, Competitions, sharing information on informal platform, games etc. which helps in providing a stressfree environment.

We are committed to respect and promote Women's safety within our Organization and as a responsible employer; we have strict guidelines for the prevention of Sexual harassment of women at work place. This promotes trust amongst the female workforce and help them in utilizing their full potential.

Our Organization has shouldered the responsibility of our employee's families as well at many fronts by giving them a secured life and ensuring their well-being. We have covered employees and their families under best of Insurances which extend a financial & psychological support, Executive Health Check-ups for employees and family (on subsidized basis), regular Health Camps, Awareness Talks, Immunization camps at Units, Extending best of medical services through fully equipped OHC's at Units, Subsidized Cafeteria, building harmony amongst the employees by celebrating festivals and events together with complete enthusiasm and holding regular Sports activities for employees and their families.

To support our continuous drive towards technological advancement, we have migrated to SAP HANA that provides an unparalleled speed and real time access to database that makes the whole system steadfast. On the similar lines, we ensure to review our Policies / Practices/ Procedures on regular basis to be in line with the latest trends and economic scenario and undertake essential measures at Unit & Corporate level to ensure its effectiveness.

The Organization has a philanthropic approach towards the society and accepts giving back to society as its responsibility. The Company has invested in many such initiatives such as providing accessible environment to all, supporting old age homes, extending of basic facilities at orphanages, financial support to educational institutions nearby our Units, providing clean drinking water to nearby villages, arranging religious events for nearby villagers etc. that benefits the society as a whole.

The Bulletproof Corporate culture of Jindal SAW Ltd. consists of Core values, Communication, Constant assessment for change, Credence, Commitment and Camaraderie, which can be depicted by its lower attrition rate and higher level of satisfaction amongst the employees.

CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To,

The Members,

Jindal Saw Limited,

A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan,

Distt. Mathura – 281403 (U.P.)

We have examined the compliance of the conditions of the Corporate Governance by Jindal Saw Limited ("the Company") for the Financial Year ended 31st March, 2019, as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations").

The compliance of the conditions of the Corporate Governance is the responsibility of the Management of the Company. Our examination was limited to review of the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of Corporate Governance as stipulated in the said Regulations. It is neither 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 and the representations made by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned "Listing Regulations" as applicable during the year ended 31st March, 2019.

We further state that such compliance 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 **S.K.Gupta & Co.,**
Company Secretaries

(S.K.GUPTA)
Managing Partner
F.C.S 2589

Place : Kanpur
Dated : 22nd May, 2019

CORPORATE GOVERNANCE REPORT

(1) COMPANY'S PHILOSOPHY

The Company's Philosophy on Corporate Governance envisages the attainment of highest level of transparency, accountability and equity in all facets of its operations and in all its interactions with its stakeholders including shareholders, employees, lenders and the Government. The Company believes that all its operations and actions must serve the underlying goal of enhancing overall shareholder value over a sustained period of time.

(2) BOARD OF DIRECTORS

i) COMPOSITION OF BOARD

The composition of Board of Directors during the year ended 31st March, 2019 is in conformity with Regulation 17 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015 read with Section 149 of the Companies Act, 2013. The details of their directorships, chairmanships/ memberships of the committees are given below:

			No. of Directorships and Committee Memberships/ Chairmanship in other public companies		
Name of Director	**Category of Director**	**DIN**	**Directorship**	**Committee Chairmanship@**	**Committee Membership@**
Mr. Prithavi Raj Jindal (Chairman)	Promoter-Non Executive	00005301	6	Nil	Nil
Ms. Sminu Jindal (Managing Director)	Promoter - Executive	00005317	7	Nil	Nil
Ms. Shradha Jatia	Promoter-Non Executive	00016940	Nil	Nil	Nil
Ms. Tripti Arya	Promoter-Non Executive	00371397	Nil	Nil	Nil
Mr. Neeraj Kumar (Group CEO & Whole-time Director)	Executive	01776688	6	Nil	Nil
Mr. Hawa Singh Chaudhary (Whole-time Director)	Executive	00041370	Nil	Nil	Nil
*Mr. Devi Dayal	Independent– Non Executive	01083282	1	Nil	Nil
*Dr. S. K. Gupta	Independent– Non Executive	00011138	Nil	Nil	Nil
Dr. Raj Kamal Aggarwal	Independent– Non Executive	00005349	6	4	3
Mr. Ravinder Nath Leekha	Independent–Non Executive	00888433	2	2	1
Mr. Abhiram Tayal	Independent–Non Executive	00081453	1	Nil	Nil
Mr. Ajit Kumar Hazarika	Independent–Non Executive	00748918	Nil	Nil	Nil
**Mr. Sanjeev Shankar	Additional in the category of Independent	06872929	Nil	Nil	Nil
**Mr. Girish Sharma	Additional in the category of Independent	05112440	5	1	5
**Dr. Vinita Jha	Additional in the category of Independent	08395714	Nil	Nil	Nil

Mr. Prithavi Raj Jindal, Ms. Sminu Jindal, Ms. Shradha Jatia and Ms. Tripti Arya are related to each other in terms of definition of "relative" under the Companies Act, 2013. None of other directors are related to each other.

* Dr. S. K. Gupta and Mr. Devi Dayal have resigned w.e.f 13th February, 2019 and 19th March, 2019 respectively due to their personal reasons.

** Mr. Sanjeev Shankar, Mr. Girish Sharma and Dr. Vinita Jha were appointed as additional directors w.e.f. 22nd March, 2019.

@ Includes only Audit Committee and Stakeholders' Relationship Committee.

ii) BOARD MEETINGS AND ATTENDANCE RECORD OF EACH DIRECTOR

The Board of Directors met six times during the year ended 31st March, 2019. These meetings of the Board of Directors were held on 25th May, 2018, 1st August, 2018, 14th August, 2018, 12th November, 2018, 24th January, 2019 and 22nd March, 2019. The attendance of each of the Directors including at last Annual General Meeting is as follows:-

CORPORATE GOVERNANCE REPORT

Director	No. of Board Meetings Attended	Attendance At The Last AGM
Mr. Prithavi Raj Jindal	5	No
Ms. Sminu Jindal	4	No
Ms. Shradha Jatia	2	No
Ms. Tripti Arya	2	No
Mr. Neeraj Kumar	6	Yes
Mr. Hawa Singh Chaudhary	4	Yes
*Mr. Devi Dayal	5	No
*Dr. S. K. Gupta	4	No
Dr. Raj Kamal Aggarwal	6	Yes
Mr. Ravinder Nath Leekha	6	Yes
Mr. Abhiram Tayal	6	No
Mr. Ajit Kumar Hazarika	6	Yes
*Mr. Sanjeev Shankar	1	No
*Mr. Girish Sharma	1	No
*Dr. Vinita Jha	1	No

* Dr. S. K. Gupta and Mr. Devi Dayal have resigned w.e.f 13th February, 2019 and 19th March, 2019 respectively.

** Mr. Sanjeev Shankar, Mr. Girish Sharma and Dr. Vinita Jha were appointed w.e.f. 22nd March, 2019.

iii) FAMILIARISATION PROGRAMMES FOR BOARD MEMBERS

The Board members are provided with necessary documents/brochures, reports and internal policies to enable them to familiarize with the Company's procedures and practices.

Periodic presentations are made at the Board and Committee Meetings on business and performance updates of the Company, global business environment, business strategy and risks involved. Detailed presentations on the Company's business segments were made at the separate meeting of the Independent Directors held during the year.

Updates on relevant statutory changes and landmark judicial pronouncements encompassing important laws are regularly circulated to the Directors.

The details of such familiarization programmes for Independent Directors are posted on the website of the Company and can be accessed at http://www.jindalsaw.com/pdf/Familiarization-Programme-of-Independent-Directors-of-Jindal-Saw-Limited.pdf

iv) SHAREHOLDING OF NON-EXECUTIVE DIRECTORS IN THE COMPANY AS ON 31ST MARCH, 2019 IS AS FOLLOWS:

Name of Director	No. of equity shares
Mr. Prithavi Raj Jindal	98,700
Ms. Shradha Jatia	Nil
Ms. Tripti Arya	15,000
Mr. Devi Dayal	Nil
Dr. S.K. Gupta	Nil
Dr. Raj Kamal Aggarwal	Nil
Mr. Ravinder Nath Leekha	Nil
Mr. Abhiram Tayal	Nil
Mr. Ajit Kumar Hazarika	Nil
Mr. Sanjeev Shankar	Nil
Mr. Girish Sharma	Nil
Dr. Vinita Jha	Nil

(3) AUDIT COMMITTEE

(i) COMPOSITION & MEETINGS

During the year under review, the Audit Committee was re-constituted and as on 31st March, 2019, the Committee comprised of 5 Independent Directors and 1 Executive Director as its members. The Chairman of the Committee is an Independent Director. The composition of the Audit Committee is in conformity with the requirements of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year ended 31st March, 2019, the Committee met four times on 25th May, 2018, 1st August, 2018, 12th November, 2018 and 24th January, 2019. The composition and attendance of the members in the meetings are as follows: -

Name of Member	Designation	Category	No. of Meetings Attended
Dr. Raj Kamal Aggarwal	Chairman	Independent	4
Mr. Neeraj Kumar	Member	Executive	4
*Mr. Devi Dayal	Member	Independent	4
**Dr. S. K. Gupta	Member	Independent	4
Mr. Ravinder Nath Leekha	Member	Independent	4
Mr. Ajit Kumar Hazarika	Member	Independent	4
**Mr. Sanjeev Shankar	Member	Independent	Nil
**Mr. Girish Sharma	Member	Independent	Nil

*Dr. S. K. Gupta and Mr. Devi Dayal have resigned w.e.f 13th February 2019 and 19th March, 2019 respectively.

**Mr. Sanjeev Shankar and Mr. Girish Sharma were appointed w.e.f. 22nd March, 2019.

Mr. Sunil K. Jain, Company Secretary, is the Secretary of the Committee, Chief Financial Officer, Global Head (Treasury), Statutory Auditors, Cost Auditors and Internal Auditors attend the meetings of the Audit Committee. The Audit Committee deals with the various aspects of financial statements including quarterly, half yearly and annual financial results, adequacy of internal controls & internal audit functions, compliance with accounting standards and Company's financial & risk management policies etc. It reports to the Board of Directors about its findings & recommendations pertaining to above matters.

(ii) TERMS OF REFERENCE

The role and terms of Audit Committee covers the area of Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and section 177 of the Companies Act, 2013 besides other terms as may be referred by the Board of Directors of the Company. The minutes of the Audit Committee are taken note by the Board of Directors.

(4) NOMINATION AND REMUNERATION COMMITTEE

(I) COMPOSITION & MEETINGS

During the year under review, the Nomination and Remuneration Committee was re-constituted and as on 31st March, 2019, the Nomination and Remuneration Committee comprised of 4 Independent Directors. The Chairman of the Committee is an Independent Director. The Composition of the Nomination and Remuneration Committee is in conformity with the requirements of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

CORPORATE GOVERNANCE REPORT

During the year ended 31st March, 2019 the Committee met twice on 25th May, 2018 and 22nd March, 2019. The composition and attendance of the members of the Committee are as follows:

Name of Member	Designation	Category	No. of Meetings Attended
Dr. Raj Kamal Aggarwal	Chairman	Independent	2
Mr. Ravinder Nath Leekha	Member	Independent	2
*Mr. Devi Dayal	Member	Independent	1
**Mr. Ajit Kumar Hazarika	Member	Independent	1
**Dr. Vinita Jha	Member	Independent	Nil

* Mr. Devi Dayal has resigned w.e.f 19th March, 2019.

** Mr. Ajit Kumar Hazarika and Dr. Vinita Jha were appointed w.e.f. 22nd March, 2019.

(II) THE TERMS OF REFERENCE:-

The role and terms of Nomination and Remuneration Committee covers the area of Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and section 178 of the Companies Act, 2013 besides other terms as may be referred to by the Board of Directors of the Company. The minutes of the Nomination and Remuneration Committee are taken note by the Board of Directors.

(III) PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Board Evaluation Framework has been approved by the Nomination and Remuneration Committee (NRC) and the Board.

The Board carried out an annual performance evaluation of its own performance, the Independent Directors individually as well as of the Board. The performance evaluation of all the Directors was carried out by the Nomination and Remuneration Committee. The performance evaluation of the Executive and Non-Executive Directors was carried out by the Independent Directors. The purpose of the Board evaluation is to achieve persistent and consistent improvement in the governance of the Company at the Board level with the participation of all concerned in an environment of harmony. The Board acknowledges its intention to establish and follow best practices in Board Governance in order to fulfil its fiduciary obligation to the Company. The Board believes the evaluation will lead to a closer working relationship among the Board members, greater efficiency in the use of the Board's time and increased effectiveness of the Board as a governing body.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgement, safeguarding the interest of the Company and its minority shareholders, etc.

To approve the payment of remuneration to Managerial Personnel as per the policy, the Committee has approved the Nomination and Remuneration Policy. The link for policy is http://www.jindalsaw.com/pdf/POLICY-REMUNERATION-POLICY-OF-JINDAL-SAW.pdf

(5) DETAILS OF REMUNERATION PAID TO DIRECTORS

(a) REMUNERATION PAID TO NON-EXECUTIVE DIRECTORS

During the year under review the Non-Executive Directors were paid the sitting fee and commission as follows:-

Name of Director	Sitting Fee (₹)	Commission* (₹)
Mr. Prithavi Raj Jindal	3,00,000	Nil
Ms. Shradha Jatia	1,00,000	Nil
Ms. Tripti Arya	1,00,000	Nil
Mr. Devi Dayal	5,45,000	1,00,000
Dr. S. K. Gupta	3,50,000	5,00,000
Dr. Raj Kamal Aggarwal	9,90,000	1,50,000
Mr. Ravinder Nath Leekha	9,60,000	1,00,000
Mr. Abhiram Tayal	5,00,000	1,00,000
Mr. Ajit Kumar Hazarika	9,40,000	1,00,000
Mr. Sanjeev Shankar	75,000	Nil
Mr. Girish Sharma	75,000	Nil
Dr. Vinita Jha	75,000	Nil

*The fixed commission on annual basis is paid to all Independent Directors as follows:

1. Lead Independent Director: ₹ 5, 00,000
2. Chairman of Audit committee: ₹ 1, 50,000
3. Remaining Directors: ₹ 1, 00,000

(b) REMUNERATION PAID TO EXECUTIVE DIRECTORS

The remuneration paid to the Executive Directors during the year under review is as under:-

Name of Director	Position	Salary (₹)	Comission* (₹)	Perquisite (₹)	Bonus (₹)
Ms. Sminu Jindal	Managing Director	98,95,000	90,00,000	39,81,202	18,00,000
Mr. Neeraj Kumar	Group CEO & Whole-Time Director	5,40,99,267	Nil	7,44,542	22,20,000
Mr. Hawa Singh Chaudhary	Whole-time Director	55,69,989	Nil	5,88,713	7,51,284

The terms of appointment of Managing Director and Group CEO & Whole-time Director are on contractual basis for a period of 5 years from the date of appointment on rotational basis as per section 152 of Companies Act, 2013. Terms of appointment of Whole-time Director are contractual for a period of 2 years from the date of appointment on rotation basis as per section 152 of Companies Act, 2013. The Company has not issued any stock option.

* @ 1% on the net profits of the Company computed in the manner laid down under section 198 of the Companies Act, 2013, subject to a maximum of an amount equivalent to one year basic salary.

(6) STAKEHOLDERS RELATIONSHIP COMMITTEE

(i) COMPOSITION & MEETINGS

As on 31st March, 2019, the Stakeholders Relationship Committee comprised of 3 Independent Director, 2 Executive Directors and 1 Non-Executive Director. The Chairman of the Committee is a Non-Executive Director.

CORPORATE GOVERNANCE REPORT

The Composition of the Stakeholders Relationship Committee is in conformity with the requirements of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year ended 31st March, 2019 the Committee met twelve times on 6th April, 2018, 4th May, 2018, 25th May, 2018, 13th September, 2018, 15th October, 2018, 15th November, 2018, 26th November, 2018, 5th December, 2018, 3rd January, 2019, 24th January, 2019, 25th February, 2019 and 13th March, 2019. The composition and attendance of the members of the Committee are as follows:

Name of Member	Designation	Category	No. of Meetings Attended
Mr. Prithavi Raj Jindal	Chairman	Chairman-Non-Executive	Nil
Ms. Sminu Jindal	Member	Executive	12
Mr. Neeraj Kumar	Member	Executive	11
Dr. Raj Kamal Aggarwal	Member	Independent	12
Mr. Ravinder Nath Leekha	Member	Independent	12
Mr. Ajit Kumar Hazarika	Member	Independent	12

Mr. Sunil K. Jain, Company Secretary, is the compliance officer of the Company.

(ii) TERMS OF REFERENCE

To look at redressing of shareholders/investors complaints like transfer of shares, non-receipt of dividend warrants, allotment of securities/ shares on conversion of warrants/bonds, etc.

(iii) SHAREHOLDERS' COMPLAINT / TRANSFER OF SHARES

The details of shareholders' / investors' complaints received / disposed off during the year under review are as follows:-

No. of Shareholders' Complaints received during the year	No. of Complaints Resolved	No. of pending complaints
2	1	1*

* The shareholder has not provided the required information.

(7) CORPORATE SOCIAL RESPONSIBILITY COMMITTEE (CSR COMMITTEE)

(i) COMPOSITION & MEETINGS

During the year under review, CSR Committee was re-constituted and as on 31st March, 2019, the Committee comprised of 2 Independent Director and 2 Executive Directors. The Composition of the CSR Committee are in conformity with the requirements of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year ended 31st March, 2019 the Committee met once on 22nd March, 2019. The composition and attendance of the members of the Committee are as follows:

Name of Member	Designation	Category	No. of Meetings Attended
Ms. Sminu Jindal	Member	Executive	1
Mr. Neeraj Kumar	Member	Executive	1
Dr. Raj Kamal Aggarwal	Member	Independent	1
*Mr. Sanjeev Shankar	Member	Independent	Nil

*Mr. Sanjeev Shankar was appointed w.e.f. 22nd March, 2019.

(ii) TERMS OF REFERENCE

The role and terms of CSR Committee covers the area of section 135 of the Companies Act, 2013 besides other terms as may be referred to by the Board of Directors of the Company. The minutes of the CSR Committee are taken note by the Board of Directors.

(8) GENERAL BODY MEETINGS

(i) The details of general meetings held in last three years at the Regd. Office at A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan-281403, Distt. Mathura, U.P. and that of the special resolution(s) passed are as under: -

AGM/EGM	DAY	Time	No. & subject matter of special resolutions
31st AGM	22.12.2016	1.30 p.m.	3*
32nd AGM	25.09.2017	12.30 p.m.	3**
33rd AGM	27.09.2018	12.30 p.m.	14***

* Under Section 23, 41, 42, 62, 71 of the Companies Act, 2013.

** Under Section 23, 41, 42, 62, 71 of the Companies Act, 2013.

*** Under Section 23, 41, 42, 62, 196, 197, 198 and 203 of the Companies Act, 2013.

(ii) No special resolution was passed last year through postal ballot. At the ensuing annual general meeting, there is no resolution proposed to be passed through postal ballot.

(9) DISCLOSURES

(i) Disclosures on materially significant related party transactions, i.e. the Company's transactions that are of material value:

None of the transactions with any of related parties was in conflict with the Company's interest. Attention of members is drawn to the disclosure of transactions with related parties set out in note no. 47 of Standalone Financial Statements is forming part of the Annual Report. All related party transactions are negotiated on an arm's length basis, and are intended to further in Company's interests. The policy on Related Party Transactions is posted on the website of the Company and can be accessed at http://www.jindalsaw.com/pdf/140_Download_RELATEDPARTYTRANSACTIONPOLICY.pdf

(ii) No penalties, strictures imposed on the Company by Stock Exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years. There were no instances of non-compliance by the Company.

(iii) The Company has established a Vigil Mechanism/ Whistle Blower Policy and the same has been uploaded on the website of the Company and no person has been denied to access to Audit Committee.

(iv) The Policy for determining Material Subsidiaries is posted on the website of the Company and can be accessed at http://www.jindalsaw.com/pdf/POLICY-FOR-DETERMINING-MATERIAL-SUBSIDIARIES.pdf

CORPORATE GOVERNANCE REPORT

(v) Core skills/expertise/competencies for the Board of Directors

In terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to the Corporate Governance, the Board has identified the following core skills/expertise/competencies for the Board of Directors in the context of business of the Company to function effectively and those actually available with the Board as follows:

(i) Industry specific knowledge / experience;

(ii) Financial literacy/ expertise including appreciation of legal/ regulatory issues;

(iii) General administrative expertise including HR matter; and

(iv) Knowledge of contemporary socio economic issues.

(10) MEANS OF COMMUNICATION

(i)	Quarterly Results	:	The quarterly results of the Company are submitted to the Stock Exchanges as well as published in the newspapers as per the requirement of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. These results are also posted on website of the Company.
(ii)	Newspapers wherein results normally published	:	English : Financial Express Hindi : Jansatta/Desh Ratana
(iii)	Any website, where displayed	:	The results are displayed on the website of the Company, i.e. www.jindalsaw.com
(iv)	Whether it also displays official news releases	:	No
(v)	The presentation made to institutional investors or to the analyst	:	Nil

(vi) NSE Electronic Application Processing System (NEAPS):

The NEAPS is a web based application designed by NSE for corporates. All periodical compliance fillings like shareholding pattern, corporate governance report, media releases, among others are filed electronically on NEAPS.

(vii) BSE Corporate Compliance & Listing Centre (the 'Listing Centre'):

BSE's Listing Centre is a web based application designed for corporates. All periodical compliance fillings like shareholding pattern, corporate governance report, media releases, among others are filed electronically on Listing Centre.

(viii) Corporate Filing and Dissemination System (CFDS):

The CFDS portal jointly owned, managed and maintained by BSE & NSE is single source to view information filed by listed companies. All disclosures and communications to BSE and NSE are filed electronically through the CFDS portal. In particulars, the Company informs BSE and NSE all price sensitive matters or such other matters which in its opinion are materials and of relevance to the members.

(ix) SEBI Complaints Redressal System (SCORES)

The investor complaints are processed in a centralized web based complaints redress system. The salient features of this system are: Centralized Data Base of all complaints, online upload of Action Taken Report (ATRs) by the concerned companies and online viewing by investors of action taken on the complaint and its current status.

(11) GENERAL SHAREHOLDER INFORMATION

(i) Annual General Meeting (AGM)

Day & Date	:	Monday, 9th September, 2019
Time	:	1:00 PM
Venue	:	A-1, UPSIDC Indl. Area, Nandgaon Road, Kosi Kalan, Distt. Mathura – 281 403

(ii) Financial year (1st April, 2019 to 31st March, 2020)

(a)	First quarterly results	:	On or Before 14th of August, 2019
(b)	Second quarterly results	:	On or Before 14th of November, 2019
(c)	Third quarterly results	:	On or Before 14th of February, 2020
(d)	Audited yearly results for the year ending 31st March, 2020	:	On or Before 30th May, 2020
(e)	Annual General Meeting for the year 31st March, 2020	:	On or Before 30th September, 2020

(iii) Date of Book Closure :

3rd September, 2019 to 9th September, 2019 - (Both days inclusive)

(iv) Dividend Payment Date :

Dividend on equity shares when sanctioned will be made payable on or after the 14th September, 2019 to those shareholders whose names stand on the Company's Register of Members on 3rd September, 2019 to whom dividend warrants will be posted. In respect of shares held in electronic form, the dividend will be paid on the basis of beneficial ownership as per details furnished by the depositories at the end of business hours on 2nd September, 2019.

CORPORATE GOVERNANCE REPORT

Details of unpaid dividend amount and due date for transfer to Invester Education and Protection Fund

Unpaid Dividend for Financial Year	Unpaid dividend as on 31st March 2019	Due Date for Transfer to Invester Education and Protection Fund
2011-2012	3317017	26/10/19
2012-2013	3325126	26/10/20
2013-2014	3775309	08/10/21
2014-2015	4153861	16/10/22
2015-2016	4166389	20/01/24
2016-2017	3645477	23/10/24
2017-2018	4375057	25/10/25
TOTAL	**26758236**	

Sahreholders are requested to get in touch with the RTA/Company for encashing the unclaimed dividend/principal amount, if any, standing to the credit of their account.

Further, During the Year, the Company has transferred ₹ 832160/- which remained unpaid/unclaimed for a period of 7 years to Invester Education and Protection Fund.

(v) Listing on Stock Exchanges :

The Equity Shares of the Company are listed on the following Stock Exchanges:-

BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001	The National Stock Exchange of India Ltd., Exchange Plaza, Bandra-Kurla Complex, Bandra (E) Mumbai – 400 051
The Annual Listing for the financial year 2019-20 has been paid to both the exchanges.	

(vi) (a) Stock Code :

BSE Limited (BSE)	National Stock Exchange of India Ltd. (NSE)		
Equity Code	Equity	Debentures*	ISIN NO
Scrip Code 500378	Scrip Code	JSAW18**	INE324A07138
	JINDALSAW	JSAW19	INE324A07146
		JSAW20	INE324A07153
		JSAW21	INE324A07161
		JSAW21A	INE324A07120

* Debentures are listed in WDM segment of the NSE.

** Debentures were redeemed on 12th September, 2018.

(b) ISIN: Equity Share - INE324A01024

(vii) Debenture Trustees: Axis Trustee Services Limited

Axis Trustee Services Ltd, 2nd Floor - E, Axis House, Bombay Dyeing Mill Compound, Panduranga Budhkar Marg, Worli, Mumbai - 400 025

(viii) Market Price Data : High, Low during each month in last financial year :

The details of monthly highest and lowest quotations of the equity shares of the Company at BSE Limited and National Stock Exchange of India Limited during the year from 1st April, 2018 to 31st March, 2019 are as under :-

	BSE		NSE	
Month	**Highest Rate(₹)**	**Lowest Rate(₹)**	**Highest Rate(₹)**	**Lowest Rate(₹)**
Apr-18	136.70	120.25	137.50	120.05
May-18	127.00	93.70	127.15	93.60
Jun-18	103.90	68.25	103.85	70.55
Jul-18	90.50	70.00	90.65	70.00
Aug-18	95.65	77.10	95.75	77.05
Sep-18	102.00	71.55	101.90	71.45
Oct-18	86.85	67.60	86.90	67.40
Nov-18	90.55	79.25	90.75	79.50
Dec-18	87.90	74.65	88.00	74.25
Jan-19	90.15	74.85	90.40	75.05
Feb-19	90.00	74.10	89.90	74.10
Mar-19	97.25	82.35	97.20	81.95

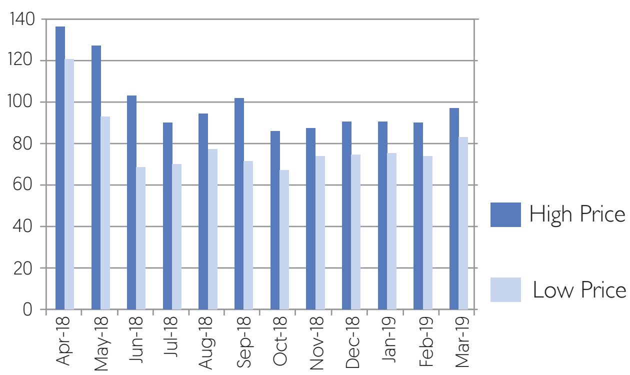
CORPORATE GOVERNANCE REPORT

(ix) Performance in comparison to broad based indices :

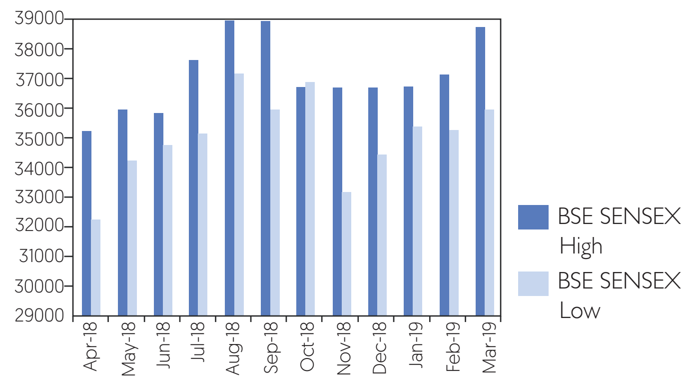
MARKET PRICE DATA

Month	BSE		BSE SENSEX	
	Highest Rate(₹)	Lowest Rate(₹)	High	Low
Apr-18	136.70	120.25	35213.30	32972.56
May-18	127.00	93.70	35993.53	34302.89
Jun-18	103.90	68.25	35877.41	34784.68
Jul-18	90.50	70.00	37644.59	35106.57
Aug-18	95.65	77.10	38989.65	37128.99
Sep-18	102.00	71.55	38934.35	35985.63
Oct-18	86.85	67.60	36616.64	33291.58
Nov-18	90.55	79.25	36389.22	34303.38
Dec-18	87.90	74.65	36554.99	34426.29
Jan-19	90.15	74.85	36701.03	35375.51
Feb-19	90.00	74.10	37172.18	35287.16
Mar-19	97.25	82.35	38748.54	35926.94

BSE PRICE



BSE SENSEX



(x) Registrar and Transfer Agent :

RCMC Share Registry (P) Ltd. B-25/1, 1st Floor, Okhla Industrial Area, Phase-II, New Delhi-110020, Phone:- 011-26387320/21, e-mail: - sectshares@rcmcdelhi.com

The Share Transfer Requests as well as other correspondence relating to shares of the Company are also accepted at our office at Jindal Centre, 12, Bhikaiji Cama Place, New Delhi - 110 066

(xi) Share Transfer System :

Share transfers are registered and returned within a period of 15 days from the date of receipt, if the documents are clear in all respects. The Committee of Directors meets regularly to approve the transfer of shares and to oversee other issues relating to shareholders.

(xii) Distribution of Shareholding and Shareholding Pattern :

(a) The shareholding distribution of equity shares as on 31st March, 2019 is given below :-

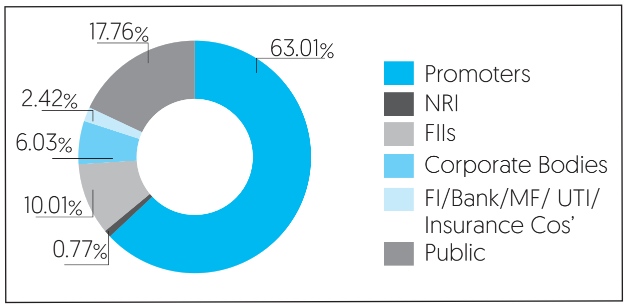
Distribution of Holdings

Shareholding of value of ₹	Shareholders		Share holdings		
	Number	% to total	Share	Amount	% to total
Upto 5000	55,013	93.20	1,96,67,872	3,93,35,744	6.15
5001 to 10000	1,951	3.31	72,58,587	1,45,17,174	2.27
10001 to 20000	937	1.59	70,55,600	1,41,11,200	2.21
20001 to 30000	309	0.52	39,52,562	79,05,124	1.24
30001 to 40000	200	0.34	36,08,814	72,17,628	1.13
40001 to 50000	108	0.18	24,75,072	49,50,144	0.77
50001 to 100000	244	0.41	86,27,943	1,72,55,886	2.70
100001 and Above	266	0.45	26,71,07,667	53,42,15,334	83.54
Grand Total	59,028	100.00	31,97,54,117	63,95,08,234	100.00

CORPORATE GOVERNANCE REPORT

(b) Shareholding Pattern as on 31st March, 2019:

Category	No. of Shares	% of Holding
Promoters	20,14,73,301	63.01
NRI	24,66,786	0.77
FIIs	3,20,06,256	10.01
Corporate Bodies	1,92,95,536	6.03
FI/Bank/MF/UTI	77,48,601	2.42
Public	5,67,63,637	17.76
Total	31,97,54,117	100.00



(xiii) Dematerialization of shares and liquidity:

Number of shares in physical and demat form as on 31st March, 2019 are as follows:

	No. of shares	Percentage
In Physical Form	38,04,750	1.19
In Demat Form	31,59,49,367	98.81
Total	31,97,54,117	100

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

There are no outstanding GDRs/ ADRs/ Warrants or any Convertible instruments during the year.

(xv) Certification of non-disqualification of Directors:

A Certificate under Clause (i) of point (10) of para C of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) regulations, 2015 by Mr. S.K. Gupta, Company Secretory in practice conforming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of the Company by Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority is attached as Annexure A.

(xvi) Declaration for Code of Conduct

As provided under regulation 34 read with schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board Members and Sr. Management Personnel have affirmed compliance of Code of Conduct as adopted by the Board for the year ended 31st March, 2019.

Place : New Delhi
Date : 22nd May, 2019

Neeraj Kumar
Group CEO & Whole-time Director

(xvii) Plant Locations :

The Plants of the Company are located at Kosi Kalan (Mathura, U.P.), Sinar (Nashik, Maharashtra), Mundra (Kutch, Gujarat), Bhilwara (Rajasthan) & Bellary (Karnataka).

(xviii) Address for correspondence :

Jindal Saw Ltd.
Jindal Centre,
12, Bhikaiji Cama Place,
New Delhi – 110 066

Telephone no.	:	26188360-74
Fax no.	:	26170691/41659575
E-mail	:	investors@jindalsaw.com
CIN	:	L27104UP1984PLC023979)

For and on behalf of the Board

Place : New Delhi
Date : 22nd May, 2019

Prithavi Raj Jindal
Chairman

CORPORATE GOVERNANCE REPORT

Annexure A

CERTIFICATE PURSUANT TO CLAUSE (i) OF POINT (10) OF PARA C OF SCHEDULE V OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To,

The Members,

Jindal Saw Limited,

A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan,

Distt. Mathura – 281403 (U.P.)

We have examined the following documents:

i) Declaration of non-disqualification as required under Section 164 of Companies Act, 2013 ('the Act');

ii) Disclosure of concern or interests as required under Section 184 of the Act; (hereinafter referred to as 'relevant documents'), as submitted by the Directors of Jindal Saw Limited ('the Company') bearing CIN: L27104UP1984PLC023979 and having its Registered Office at A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, Distt. Mathura – 281403 (U.P.) to the Board of Directors of the Company ('the Board') for the Financial year 2019-2020. We have considered non-disqualification to include non-debarment.

It is the responsibility of Directors to submit relevant documents with complete and accurate information in accordance with the provisions of the Act.

Based on our examination of relevant documents made available to us by the Company and such other verifications carried out by us as deemed necessary and adequate, in our opinion and to the best of our information and knowledge and according to the explanations provided by the Company, its officers and authorized representatives, we certify that as on date of this Certificate, none of the Directors on the Board of the Company, as listed hereunder, have been debarred or disqualified from being appointed or continuing as Directors of the Company by Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority.

S. No.	Name of Director	Director Identification Number (DIN)
1.	Mr. Prithavi Raj Jindal	00005301
2.	Ms. Sminu Jindal	00005317
3.	Dr. Raj Kamal Aggarwal	00005349
4.	Ms. Shradha Jatia	00016940
5.	Ms. Tripti Arya	00371397
6.	Mr. Hawa Singh Chaudhary	00041370
7.	Mr. Abhiram Tayal	00081453
8.	Mr. Ajitkumar Hazarika	00748918
9.	Mr. Ravindra Nath Leekha	00888433
10.	Mr. Neeraj Kumar	01776688
11.	Mr. Girish Sharma	05112440
12.	Mr. Sanjeev Shankar	06872929
13.	Dr. Vinita Jha	08395714

This Certificate has been issued at the request of the Company to make disclosure in its Corporate Governance Report of the financial year ended 31st March, 2019.

For **S.K.Gupta & Co.,**
Company Secretaries

(S.K.GUPTA)
Managing Partner
F.C.S 2589

Place : Kanpur
Dated : 17th May, 2019

AUDITORS' REPORT

Independent auditor's report

To the Members of Jindal Saw Limited

Report on the audit of the Standalone financial statements

Opinion

1. We have audited the accompanying standalone financial statements of Jindal Saw Limited ("the Company"), which comprise the balance sheet as at March 31, 2019, and the statement of Profit and Loss (including Other Comprehensive Income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.
2. 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 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and total comprehensive income (comprising of profit and other comprehensive income), changes in equity and its cash flows for the year then ended.

Basis for opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 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.

Key audit matters

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

4.1 Assessment of the carrying value of investment in and loans granted to its subsidiary, Jindal ITF Limited

[Refer to note 3.6 and note 57 to the financial statements]

Description of Key Audit Matter

The Company has an investment of ₹ 36,336.47 lakhs and advanced loans aggregating ₹ 83,908.81 lakhs to its subsidiary, Jindal ITF Limited ('subsidiary'). The subsidiary has a contract with a Public Sector Undertaking ('PSU') for transporting imported coal to one of their power generating stations. The contract was for a period of seven years and the subsidiary was the sole transporter and accordingly, had made significant investments to develop the facility. The contract had a clause for compensation in case the supply was lesser than the minimum guaranteed quantity ('MGQ') mentioned in the contract and had specific clauses to be adhered to by both the parties before terminating the contract.

The PSU stopped taking the supplies during the first year of operation and refused to pay compensation towards MGQ and terminated the agreement subsequently. The matter was referred to arbitration where the arbitrator had awarded interim award amounting to ₹ 35,631.18 lakhs relating to first 2 years of MGQ which was paid subsequently.

During the current year, the Arbitrator has issued the final order where it has decided the case in favour of the subsidiary awarding ₹ 189,108 lakhs plus interest and applicable taxes. The PSU has gone for appeals against the said order. The Management has assessed that there will not be any negative impact on carrying amount of investments and loans given by the Company to the subsidiary is recoverable.

This is a key audit matter since the investment made and loans granted by the Company to the subsidiary are material to the financial statements and the subsidiary is currently not having any operations. Further, the recovery of investment and loan granted depends on the ultimate recovery of the aforesaid compensation from the PSU by the subsidiary.

How our audit addressed the key audit matter

a) Discussed the matter with the management and obtained an understanding of the matter.

b) Reviewed the agreement between the subsidiary and the customer to corroborate the matters stated in the appeal and details of the claim filed by the subsidiary with the Arbitration Tribunal.

c) Performed test of controls over recoverability of the investment and the loans given to the subsidiary with specific focus on whether an impairment provision needs to be recognized.

d) Examined the arbitration orders (final and interim orders) decided in favour of the subsidiary and evaluated the recoverability of the said loans and investments, considering the said award.

AUDITORS' REPORT

e] Discussed the matter with the Company's external counsel and evaluated the legal opinion issued by them which supports the subsidiary's position.

As a result of our audit work, the management's assessment of the carrying value of the investment and loans was considered to be reasonable.

4.2 Appropriateness of assessment of Impairment in the carrying value of investment and recoverability loan to wholly owned subsidiary, Jindal Saw Holdings FZE

[Refer to note 3.6 and note 58 to the financial statements]

The Company had made investments of ₹ 10,270.09 Lakhs and also advanced loans aggregating ₹ 13,252.40 Lakhs to Jindal Saw Holdings FZE ('Subsidiary') as at March 31, 2019. The Subsidiary is incurring losses and the net worth is lower than the cost of investment. This is an indicator of potential impairment in the investment and the loans.

This is a key audit matter since, the investment made and the loans granted to the Subsidiary is material to the financial statements of the Company and significant judgement is required in forecasting the discount rate, the growth rates and terminal value used in estimating the discounted cash flows used by the Management's expert to support the carrying value.

The Board of Directors of the Company have assessed that a provision for impairment is not required towards the carrying value of investment and the loans to the Subsidiary are recoverable.

How our audit addressed the key audit matter

a] Obtained an understanding, evaluating and testing the operating effectiveness over the Company's controls over monitoring the performance of the Subsidiary and performing an impairment assessment.

b] Understood the operating performance and met the management experts to understand the assumptions, including the discount rate and the growth rates, used in the forecast.

c] Compared the growth rates used in the forecast with the current market position relating to demand and supply of the product.

d] Examined the discount rate and terminal value of the Subsidiary used in the valuation report of the Management's expert.

e] Performed sensitivity tests over the key assumptions and considered then to be within a reasonable and foreseeable range.

f] Assessed the historical accuracy of the forecasts by comparing the forecast used in the prior year valuation with the actual performance in the current year. In case the actual performance was lower than the forecast, we obtained the reasons thereof from the management.

g] Tested the mathematical accuracy of the underlying calculations.

As a result of the above audit procedures, the Management's assessment of impairment in the carrying value of investment and recoverability of the loan was considered to be appropriate.

Other Information

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

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

7. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

   We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the financial statements

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

AUDITORS' REPORT

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

Auditor's responsibilities for the audit of the financial statements

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

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

    - Identify and assess the risks of material misstatement of the 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.
    - 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 financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
    - Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

12. 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.

13. 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.

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

Report on other legal and regulatory requirements

15. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

16. As required by Section 143(3) of the Act, we report that:

    a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

    b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

    c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and Cash Flow Statement 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 Accounting Standards specified under Section 133 of the Act.

AUDITORS' REPORT

e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.

f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

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

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 48 to the financial statements;

ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts – Refer Note 36 to the financial statements;

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company except in respect of dividend amounting to ₹ 227.73 lakhs which has been kept in abeyance pursuant to court order.

iv. The reporting on disclosures relating to Specified Bank Notes is not applicable to the Company for the year ended March 31, 2019.

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016
Chartered Accountants

Sougata Mukherjee
Partner
Membership Number 057084

Date : May 22, 2019
Place : New Delhi

AUDITORS' REPORT

Annexure A to Independent Auditors' Report

Referred to in paragraph 16(f) of the Independent Auditors' Report of even date to the members of Jindal Saw Limited on the standalone financial statements for the year ended March 31, 2019

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

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

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

3. 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 on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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 was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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 internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

6. 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 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 financial statements

7. 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 control 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.

Opinion

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

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016
Chartered Accountants

Sougata Mukherjee
Partner
Membership Number 057084

Date : May 22, 2019
Place : New Delhi

AUDITORS' REPORT

Annexure B to Independent Auditors' Report

Referred to in paragraph 15 of the Independent Auditors' Report of even date to the members of Jindal Saw Limited on the standalone financial statements as of and for the year ended March 31, 2019

i. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of fixed assets.

(b) The fixed assets are physically verified by the Management according to a phased programme designed to cover all the items over a period of 3 years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the fixed assets has been physically verified by the Management during the year and no material discrepancies have been noticed on such verification.

(c) The title deeds of immovable properties, as disclosed in Note 5 on fixed assets to the financial statements, are held in the name of the Company other than those disclosed in the said note.

ii. The physical verification of inventory excluding stocks with third parties have been conducted at reasonable intervals by the Management during the year. In respect of inventory lying with third parties, these have substantially been confirmed by them. The discrepancies noticed on physical verification of inventory as compared to book records were not material.

iii. The Company has granted unsecured loans, to 5 companies covered in the register maintained under Section 189 of the Act.

a) In respect of the aforesaid loans, the terms and conditions under which such loans were granted are not prejudicial to the Company's interest.

b) In respect of the aforesaid loans, the schedule of repayment of principal and payment of interest has been stipulated, and the parties are repaying the principal amounts, as stipulated, and are also regular in payment of interest as applicable.

c) In respect of the aforesaid loans, there is no amount which is overdue for more than ninety days.

iv. In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 in respect of the loans and investments made, and guarantees and security provided by it.

v. During the year, the Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified. In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of Sections 73, 74, 75 and 76 or any other relevant provisions of the Act and the Rules framed thereunder to the extent notified, with regard to the deposits accepted from the public in earlier years and remaining unclaimed as at March 31, 2019. According to the information and explanations given to us, no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal on the Company in respect of the aforesaid deposits.

vi. Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Act in respect of its products. We have broadly reviewed the same, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.

vii. a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of income tax, though there has been a slight delay in a few cases, and is regular in depositing undisputed statutory dues, including provident fund, employees' state insurance, professional tax, duty of customs, cess, goods and service tax and other material statutory dues, as applicable, with the appropriate authorities. Also refer note 48 to the financial statements regarding management's assessment on certain matters relating to provident fund.

b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of goods and service tax which have not been deposited on account of any dispute. The particulars of dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax and stamp duty as at March 31, 2019 which have not been deposited on account of a dispute, are as follows:

Name of the statute	Nature of dues	Amount (₹ lakhs)	Period to which the amount relates	Forum where the dispute is pending
Custom Act, 1962	Custom Duty	538.00	2008-09	High Court of Gujrat, Ahmedabad
Custom Act, 1962	Custom Duty	174.67	2014-15	CESTAT, Mumbai
Custom Act, 1962	Custom Duty	12.50	2009-10	CESTAT, Mumbai
Bombay Stamp Duty, 1958	Stamp Duty	1.20	2013-14	High Court of Gujarat, Ahmedabad
Central Excise Act, 1944	Excise	141.43	2007-08 to 2009-10	Gujarat High Court
Central Excise Act, 1944	Excise	159.97	2008-09 & 2009-10	CESTAT, Ahmedabad
Finance Act, 1994	Service Tax	70.27	December-2012 to February-2014	CESTAT Ahmedabad
Finance Act, 1994	Service Tax	167.59	2012-13 to 2015-16	Commissioner (A), Rajkot

AUDITORS' REPORT

Name of the statute	Nature of dues	Amount (₹ lakhs)	Period to which the amount relates	Forum where the dispute is pending
Central Excise Act, 1944	Excise	32.21	August-2004 to March-2008	CESTAT, Ahmedabad
Central Excise Act, 1944	Excise	11.47	2004-05	CESTAT Ahmedabad
Finance Act, 1994	Service Tax	6.17	2007-08	Commissioner (A), Lucknow
Central Excise Act, 1944	Excise	2.00	2009-10	CESTAT, Mumbai
Central Excise Act, 1944	Excise	24.07	2007-08 to 2009-10	CESTAT, Ahmedabad
Central Excise Act, 1944	Excise	59.82	December 2010 to July 2011	CESTAT, Bangalore (South Zonal Bench)
Central Excise Act, 1944	Excise	22.26	February 2011 to June 2012	CESTAT, Bangalore (South Zonal Bench)
Central Excise Act, 1944	Excise	28.25	2003-04	CESTAT, Ahmedabad
Finance Act, 1994	Service Tax	3.13	2008-09	CESTAT, Mumbai
Finance Act, 1994	Service Tax	2.82	2008-09	Commissioner (A), Nashik
Finance Act, 1994	Service Tax	2.00	2012-13 & 2015-16	Commissioner (A), Gujarat
Finance Act, 1994	Service Tax	1.42	2013-14 & 2015-16	Commissioner (A), Gujarat
Finance Act, 1994	Service Tax	0.10	2012-13	Commissioner (A), Gujarat
Finance Act, 1994	Service Tax	0.22	2014-15	Commissioner (A), Lucknow
Finance Act, 1994	Service Tax	0.16	2014-15	Commissioner (A), Lucknow
Finance Act, 1994	Service Tax	10.09	2013-14 & 2014-15	Assistant Commissioner (Audit) , LTU Delhi
Finance Act, 1994	Service Tax	0.17	2012-13 to 2015-16	Commissioner (A), Gujarat
Finance Act, 1994	Service Tax	20.64	2015-16	Commissioner (A), Gujarat
Finance Act, 1994	Service Tax	0.40	2015-16	Commissioner (A), Gujarat
Central Excise Act, 1944	Excise	65.91	February 2010 to March 2012	Commissioner (A), New Delhi
VAT Act, Rajasthan	Entry Tax	267.95	2011-12 to 2015-16	High Court of Rajasthan, Jodhpur
VAT Act, Uttar Pradesh	Sales Tax	17.50	1996-97	High Court of Allahabad
VAT Act, Uttar Pradesh	Sales Tax	2.40	2004-05	High Court of Allahabad
VAT Act, Uttar Pradesh	Sales Tax	1.42	1991-92	High Court of Allahabad
VAT Act, Uttar Pradesh	Sales Tax	3.12	1995-96	High Court of Allahabad
VAT Act, Andhra Pradesh	Sales Tax	1.09	2010-11	Hon'ble Tribunal.
VAT Act, Rajasthan	Sales Tax	6.92	2012-13	Deputy Commissioner (A), Ajmer
VAT Act, Rajasthan	Sales Tax	16.00	2015-16	Assistant Commissioner, Commercial Tax, Bhilwara
VAT Act, Rajasthan	Sales Tax	202.33	2014-15	Rajasthan Tax Board
Income Tax Act, 1961	Income tax	89.38	2016-17	CPC- New Delhi
Income Tax Act, 1961	Income tax	11.45	2011-12	ITAT, New Delhi
Income Tax Act, 1961	Income tax	24.29	2008-09	ITAT, New Delhi

AUDITORS' REPORT

Name of the statute	Nature of dues	Amount (₹ lakhs)	Period to which the amount relates	Forum where the dispute is pending
Income Tax Act, 1961	Income tax	8.11	2004-05	ITAT, New Delhi
Income Tax Act, 1961	Income tax	363.73	2011-12	ITAT, New Delhi
Income Tax Act, 1961	Income tax	172.78	2010-11	ITAT, New Delhi
Income Tax Act, 1961	Income tax	404.91	2009-10	ITAT, New Delhi
Income Tax Act, 1961	Income tax	130.56	2008-09	ITAT, New Delhi
Income Tax Act, 1961	Income tax	176.79	2007-08	ITAT, New Delhi
Income Tax Act, 1961	Income tax	835.37	2000-01	High Court (Subsequent to year end decided in favour of Company)
Income Tax Act, 1961	Income tax	26.91	1994-95	High Court

viii. According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of loans or borrowings to any financial institution or bank or Government or dues to debenture holders as at the balance sheet date.

ix. The Company has not raised any moneys by way of initial public offer, further public offer (including debt instruments) and term loans. Accordingly, the provisions of Clause 3(ix) of the Order are 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 material 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. The Company has paid for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the provisions of Clause 3(xii) of the Order are not applicable to the Company.

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act.

xiv. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of Clause 3(xiv) of the Order are not applicable to the Company.

xv. The Company has not entered into any non cash transactions with its directors or persons connected with him. Accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.

xvi. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016
Chartered Accountants

Sougata Mukherjee
Partner
Membership Number 057084

Date : May 22, 2019
Place : New Delhi

STANDALONE BALANCE SHEET AS AT MARCH 31, 2019

(₹ lakhs)

Particulars	Notes	As at March 31, 2019	As at March 31, 2018
ASSETS			
(1) Non-Current Assets			
(a) Property, plant and equipment	5	**5,69,083.83**	5,63,352.61
(b) Capital work-in-progress	5	**23,058.53**	10,775.61
(c) Intangible assets	6	**629.98**	402.33
(d) Financial assets			
(i) Investments	7	**66,472.67**	64,861.86
(ii) Trade receivables	8	**797.48**	725.82
(iii) Loans	9	**38,500.93**	20,768.81
(iv) Other financial assets	10	**5,892.32**	4,834.10
(e) Other non-current assets	11	**2,379.04**	2,280.08
(2) Current Assets			
(a) Inventories	12	**2,74,637.17**	1,95,104.01
(b) Financial assets			
(i) Trade receivables	13	**1,86,224.27**	1,64,257.23
(ii) Cash and cash equivalents	14	**6,127.82**	926.49
(iii) Bank balances other than (ii) above	15	**4,989.37**	3,281.19
(iv) Loans	16	**1,08,026.57**	1,06,523.81
(v) Other financial assets	17	**3,253.06**	3,105.23
(c) Contract assets	40	**750.04**	-
(d) Current tax assets (Net)	50	**4,186.05**	5,453.31
(e) Other current assets	18	**35,681.32**	31,453.51
(f) Assets held for sale	54	**-**	175.86
TOTAL ASSETS		**13,30,690.45**	11,78,281.86
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	19	**6,395.19**	6,395.19
(b) Other equity	20	**6,30,155.66**	5,84,907.50
Liabilities			
(1) Non-Current Liabilities			
(a) Financial liabilities			
(i) Borrowings	21	**1,61,877.05**	1,79,603.22
(ii) Other financial liabilities	22	**2,952.17**	2,952.17
(b) Provisions	23	**9,494.56**	9,143.73
(c) Deferred tax liabilities (Net)	43	**54,528.72**	45,930.16
(d) Other non-current liabilities	24	**11,247.55**	10,980.04

STANDALONE BALANCE SHEET AS AT MARCH 31, 2019

(₹ lakhs)

Particulars	Notes	As at March 31, 2019	As at March 31, 2018
(2) Current Liabilities			
(a) Financial liabilities			
(i) Borrowings	**25**	**2,32,291.64**	2,42,248.72
(ii) Trade payables	**26**		
(A) total outstanding dues of micro enterprises and small enterprises; and		**414.12**	943.30
(B) total outstanding dues of creditors other than micro enterprises and small enterprises.		**1,56,845.58**	36,945.14
(iii) Other financial liabilities	**27**	**41,407.65**	38,998.08
(b) Other current liabilities	**28**	**19,873.01**	16,174.82
(c) Provisions	**29**	**1,274.72**	1,048.29
(d) Current tax liabilities (Net)	**50**	**1,932.83**	2,011.50
TOTAL EQUITY AND LIABILITIES		**13,30,690.45**	11,78,281.86

This is the Balance Sheet referred to in our report of even date
The accompanying notes are integral part of these financial statements.

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016
Chartered Accountants

Sougata Mukherjee
Partner
Membership Number: 057084

Place : New Delhi
Dated : May 22, 2019

For and on behalf of Board of Directors of Jindal SAW Limited

Neeraj Kumar
Group CEO & Whole-time Director
DIN : 01776688

Sminu Jindal
Managing Director
DIN : 00005317

Sunil K. Jain
Company Secretary
M. No. FCS 3056

Narendra Mantri
Head Commercial & CFO

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2019

(₹ lakhs)

	Particulars	Notes	Year ended March 31, 2019	Year ended March 31, 2018
I	**Income**			
	Revenue from operations	30	9,82,949.21	7,36,324.65
	Other income	31	22,109.94	19,257.60
	Total Income (I)		10,05,059.15	7,55,582.25
II	**Expenses**			
	Cost of materials consumed		5,91,489.26	4,50,532.11
	Purchases of Stock-in-Trade		46,977.41	-
	Changes in inventories of finished goods, stock-in-trade and work-in-progress	32	(11,398.84)	(22,547.98)
	Employee benefits expense	33	57,716.88	51,336.05
	Finance costs	34	49,610.56	41,510.99
	Depreciation and amortisation expense	35	28,142.20	25,616.61
	Excise duty		-	5,335.73
	Other expenses	36	1,68,622.47	1,44,959.12
	Total Expenses (II)		9,31,159.94	6,96,742.63
III	**Profit before tax (I-II)**		73,899.21	58,839.62
IV	**Tax expense:**			
	(i) Current tax	50	22,108.03	11,825.07
	(ii) Deferred tax	43	1,982.62	7,583.70
	Total tax expense (IV)		24,090.65	19,408.77
V	**Profit for the year from continuing operations (III-IV)**		49,808.56	39,430.85
VI	**Profit/(loss) for the year from discontinued operations**	54	305.46	(4,047.18)
VII	**Tax credit/(expense) for the year from discontinued operations**	54	(106.74)	3,196.16
VIII	**Profit/(loss) for the year from discontinued operations (VI+VII)**		198.72	(851.02)
IX	**Profit for the year (V+VIII)**		50,007.28	38,579.83
X	**Other Comprehensive Income**			
	Items that will not be reclassified to profit and loss			
	(i) Re-measurement gains/ (losses) on defined benefit plans		(204.92)	283.94
	(ii) Income tax effect on above		71.61	(99.22)
	Total Other Comprehensive Income for the year		(133.31)	184.72
XI	**Total Comprehensive Income for the year (IX+X) (Comprising profit and other comprehensive income for the year)**		49,873.97	38,764.55
XII	**Earnings per equity share of ₹ 2 each (for continuing operation)**	52		
	(1) Basic (₹)		15.58	12.33
	(2) Diluted (₹)		15.58	12.33
XIII	**Earnings per equity share of ₹ 2 each (for discontinued operation)**	52		
	(1) Basic (₹)		0.06	(0.27)
	(2) Diluted (₹)		0.06	(0.27)
XIV	**Earnings per equity share of ₹ 2 each (for continuing and discontinued operation)**	52		
	(1) Basic (₹)		15.64	12.06
	(2) Diluted (₹)		15.64	12.06

This is the Statement of Profit and Loss referred to in our report of even date
The accompanying notes are integral part of these financial statements.

For and on behalf of Board of Directors of Jindal SAW Limited

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016
Chartered Accountants

Sougata Mukherjee
Partner
Membership Number: 057084

Place : New Delhi
Dated : May 22, 2019

Neeraj Kumar
Group CEO & Whole-time Director
DIN : 01776688

Sminu Jindal
Managing Director
DIN : 00005317

Sunil K. Jain
Company Secretary
M. No. FCS 3056

Narendra Mantri
Head Commercial & CFO

STANDALONE STATEMENT OF CHANGES IN EQUITY FOR YEAR ENDED MARCH 31, 2019

A. Equity Share Capital

(₹ lakhs)

Balance as at April 1, 2017	Changes in equity share capital during 2017-18	Balance as at March 31, 2018	Changes in equity share capital during 2018-19	Balance as at March 31, 2019
6,395.19	-	6,395.19	-	6,395.19

B. Other Equity

(₹ lakhs)

Particulars	Notes	Reserves and Surplus				Items of Other Comprehensive Income		Total
						Items that will not be reclassified to profit and loss		
		Securities Premium	Debenture Redemption Reserve	General Reserve	Retained Earnings	Re-measurement of the net defined benefit Plans	Equity Instruments through Other Comprehensive Income	
Balance as at April 1, 2017		**51,097.31**	**10,540.00**	**3,13,412.65**	**1,76,225.76**	**(1,252.85)**	**(31.40)**	**5,49,991.47**
Profit for the year		-	-	-	38,579.83	-	-	38,579.83
Other Comprehensive Income		-	-	-	-	184.72	-	184.72
Dividend payments including dividend distribution tax $	37.3	-	-	-	(3,848.52)	-	-	(3,848.52)
Transfer from retained earnings		-	358.00	-	(358.00)	-	-	-
Transfer from debenture redemption reserve		-	(2,500.00)	2,500.00	-	-	-	-
Balance as at March 31, 2018		**51,097.31**	**8,398.00**	**3,15,912.65**	**2,10,599.07**	**(1,068.13)**	**(31.40)**	**5,84,907.50**
Balance as at April 1, 2018		**51,097.31**	**8,398.00**	**3,15,912.65**	**2,10,599.07**	**(1,068.13)**	**(31.40)**	**5,84,907.50**
Profit for the year		-	-	-	50,007.28	-	-	50,007.28
Other Comprehensive Income			-	-	-	(133.31)	-	(133.31)
Dividend payments including dividend distribution tax $	37.3	-	-	-	(4,625.81)	-	-	(4,625.81)
Transfer from retained earnings		-	233.00	-	(233.00)	-	-	-
Reclassification on derecognition of investment in equity shares		-	-	-	(31.40)	-	31.40	-
Transfer from Debenture redemption reserve		-	(750.00)	750.00	-	-	-	-
Balance as at March 31, 2019		**51,097.31**	**7,881.00**	**3,16,662.65**	**2,55,716.14**	**(1,201.44)**	**-**	**6,30,155.66**

$ Dividend paid @ ₹ 1 and ₹ 1.20 per share of ₹ 2 each during 2017-18 and 2018-19 respectively.

This is the Statement of Changes in Equity referred to in our report of even date
The accompanying notes are integral part of these financial statements.

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016
Chartered Accountants

Sougata Mukherjee
Partner
Membership Number: 057084

Place : New Delhi
Dated : May 22, 2019

For and on behalf of Board of Directors of Jindal SAW Limited

Neeraj Kumar
Group CEO & Whole-time Director
DIN : 01776688

Sminu Jindal
Managing Director
DIN : 00005317

Sunil K. Jain
Company Secretary
M. No. FCS 3056

Narendra Mantri
Head Commercial & CFO

STANDALONE STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2019

(₹ lakhs)

Particulars		Year ended March 31, 2019		Year ended March 31, 2018
A. CASH INFLOW/ (OUTFLOW) FROM OPERATING ACTIVITIES				
Net profit/(loss) before tax and after exceptional items from continuing operations		**73,899.21**		58,839.62
Net profit/(loss) before tax and after exceptional items from discontinued operations		**305.46**		(4,047.18)
Adjustments for :				
Add/(less)				
(includes items for discontinued operations, wherever applicable)				
Depreciation and amortisation	**28,142.20**		25,853.89	
Income from government grant	**(1,726.01)**		(842.95)	
Interest expense and bank charges	**44,279.46**		38,995.29	
Loss on sale of property, plant and equipment and intangibles (net)	**327.04**		4,077.71	
Liquidated damages	**71.95**		962.11	
Bad debts written off	**745.22**		389.00	
Provision for doubtful debts and advances	**(901.22)**		4,192.69	
Provision for doubtful debts written back	**-**		(767.78)	
Effect of unrealised foreign exchange (gain)/loss	**(4,320.07)**		(1,835.59)	
Net (gain)/loss on derivatives	**(90.37)**		(277.78)	
Interest income	**(17,071.98)**	**49,456.22**	(16,856.38)	53,890.21
Operating profit before working capital changes		**1,23,660.89**		1,08,682.65
Changes in operating assets and liabilities:				
Inventories	**(79,533.16)**		(15,176.52)	
Trade receivables	**(22,515.83)**		(44,024.24)	
Loans, other financial assets and other assets	**(5,264.11)**		4,289.82	
Trade payables	**1,19,462.71**		9,222.82	
Other financial liabilities, provisions and other liabilities	**5,550.17**	**17,699.78**	354.66	(45,333.46)
Cash generated from operations		**1,41,360.67**		63,349.19
Tax paid		**(14,338.63)**		(6,014.03)
Net cash inflow / (outflow) from operating activities		**1,27,022.04**		57,335.16
B. CASH INFLOW/(OUTFLOW) FROM INVESTMENT ACTIVITIES				
Purchase of property, plant and equipment and intangible assets	**(45,351.94)**		(21,540.38)	
Sale proceeds from property, plant and equipment and intangible assets	**987.97**		2,141.55	
Purchase of non-current investments of subsidiaries	**-**		(5,880.72)	
Sale of non-current investments of subsidiary	**-**		1,429.73	
Purchase of non-current investments	**(1.00)**		(0.56)	
Loan received back from related and other parties	**5,305.87**		41,062.63	
Loan given to related and other parties	**(13,541.46)**		(66,954.94)	
Interest received	**3,874.90**		4,382.47	
Net cash inflow / (outflow) from investing activities		**(48,725.66)**		(45,360.22)

STANDALONE STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2019

(₹ lakhs)

Particulars	Year ended March 31, 2019		Year ended March 31, 2018	
C. CASH INFLOW/(OUTFLOW) FROM FINANCING ACTIVITIES				
Dividend paid including dividend distribution tax	**(4,892.27)**		(3,519.99)	
Proceeds from non-current borrowings	**5,475.88**		27,814.95	
Repayment of debentures	**(3,000.00)**		(10,000.00)	
Repayment of non-current borrowings	**(19,883.44)**		(40,509.03)	
Repayment of finance lease	**(413.22)**		(165.00)	
Increase/(decrease) in current borrowings	**(5,610.00)**		41,134.90	
Loan from subsidiary	**150.00**		911.97	
Loan repaid to subsidiary	**(150.00)**		(911.97)	
Interest and bank charges paid	**(44,776.40)**		(38,440.60)	
Net cash inflow / (outflow) from financing activities		**(73,099.45)**		(13,684.77)
Net changes in cash and cash equivalents		**5,196.93**		(1,709.83)
Cash and cash equivalents at beginning of the year		**926.49**		2,636.12
Exchange difference on translation of foreign currency cash and cash equivalents		**4.40**		0.20
Cash and cash equivalents at end of the year		**6,127.82**		926.49

NOTES:

1. Increase/(decrease) in current borrowings are shown net of repayments.
2. Figures in bracket indicates cash outflow.
3. The above cash flow statement has been prepared under the indirect method set out in IND AS - 7 'Statement of Cash Flows'
4. Significant non cash movements in borrowings are towards foreign exchange fluctuations and other adjustments ₹ 4,185.59 lakhs (March 31, 2018 ₹ 1,118.32 lakhs).
5. Expenses disclosed in the cash flow above includes those of discontinued operations of the Company whereas in the statement of profit and loss such expenses are adjusted in arriving at profit/ (loss) for the year from continued operations. Such presentation is in accordance with the relevant accounting standards.

This is the Statement of Cash Flows referred to in our report of even date
The accompanying notes are integral part of these financial statements.

For and on behalf of Board of Directors of Jindal SAW Limited

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016
Chartered Accountants

Sougata Mukherjee
Partner
Membership Number: 057084

Place : New Delhi
Dated : May 22, 2019

Neeraj Kumar
Group CEO & Whole-time Director
DIN : 01776688

Sminu Jindal
Managing Director
DIN : 00005317

Sunil K. Jain
Company Secretary
M. No. FCS 3056

Narendra Mantri
Head Commercial & CFO

NOTES TO STANDALONE FINANCIAL STATEMENTS

1. Corporate and General Information

Jindal Saw Limited ("JSAW" or "the Company") is domiciled and incorporated in India and its shares are publicly traded on the National Stock Exchange ('NSE') and the Bombay Stock Exchange ('BSE'), in India. The registered office of JSAW is situated at A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, District Mathura, 281403 (U.P.) India.

The Company is a leading global manufacturer and supplier of Iron & Steel pipes and pellets having manufacturing facilities in India. Its products have application in oil and gas exploration, transportation, power generation, supply of water for drinking, drainage, irrigation purposes and other industrial applications.

2. Basis of preparation

The standalone financial statements comply in all material aspects with Indian Accounting Standards (IND AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

The Company has consistently applied the accounting policies used in the preparation for all periods presented.

The significant accounting policies used in preparing the financial statements are set out in Note 3 of the Notes to the Standalone Financial Statements.

3. Significant Accounting Policies

3.1 Basis of Measurement

The standalone financial statements have been prepared on accrual basis and under the historical cost convention except following which have been measured at fair value:

- certain financial assets and liabilities, except certain investments and borrowings carried at amortised cost,
- assets held for sale – measured at fair value less cost of disposal,
- defined benefit plans – plan assets measured at fair value,
- derivative financial instruments,

The standalone financial statements are presented in Indian Rupees (₹), which is the Company's functional and presentation currency and all amounts are rounded to the nearest lakhs (₹ 00,000) and two decimals thereof, except as stated otherwise.

3.2 Use of Estimates

The preparation of the financial statements requires management to make estimates and assumptions. Actual results could vary from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision effects only that period or in the period of the revision and future periods if the revision affects both current and future years (refer Note 4 on critical accounting estimates, assumptions and judgements).

3.3 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The board of directors of Jindal Saw Limited has appointed Group CEO who assesses the financial performance and position of the Company, and make strategic decisions. The Group CEO has been identified as being the chief decision maker. Refer Note 39 for segment information provided.

3.4 Property, Plant and Equipment

Property, Plant and Equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Cost of mine development is capitalised as property, plant and equipment under the heading "Mine development" in the year in which they are incurred.

Assets are depreciated to the residual values on a straight line basis over the estimated useful lives based on technical estimates, except, moulds which are depreciated based on units of production. Assets residual values and useful lives are reviewed at each financial year end considering the physical condition of the assets and benchmarking analysis or whenever there are indicators for review of residual value and useful life. Freehold land is not depreciated. Estimated useful lives of the assets are as follows:

NOTES TO STANDALONE FINANCIAL STATEMENTS

Category of Assets	Life in years
Leasehold Land	Lease period ranging from 25-99
Buildings	3 - 60
Plant and Equipment	3 - 50
Moulds	Unit of production
Furniture and Fixtures	3 - 10
Vehicles	3 - 25
Office Equipments and Computers	3 - 15
Vessels and Containers	5 - 28
Mine development	5

The 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 recognised in the Statement of Profit and Loss in the year of disposal or retirement.

3.5 Intangible Assets

Identifiable intangible assets are recognised a) when the Company controls the asset, b) it is probable that future economic benefits attributed to the asset will flow to the Company and c) the cost of the asset can be reliably measured.

Computer software's are capitalised at the amounts paid to acquire the respective license for use and are amortised over the period of license, generally not exceeding six years on straight line basis. The assets' useful lives are reviewed at each financial year end.

3.6 Impairment of non-current assets

Non-current assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

3.7 Cash and cash equivalents

Cash and cash equivalents includes cash on hand and at bank, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value and are held for the purpose of meeting short-term cash commitments.

For the purpose of the Statement of Cash Flows, cash and cash equivalents consists of cash and short term deposits, as defined above, net of outstanding bank overdraft as they are being considered as integral part of the Company's cash management. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

3.8 Inventories

Inventories are valued at the lower of cost and net realizable value except scrap, which is valued at net realizable value. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale. The cost of inventories comprises of cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their respective present location and condition. Cost is computed on the weighted average basis.

3.9 Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

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

a) Finance lease

Leases of property, plant and equipment where the Company, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases.

As a lessor - Finance leases are capitalised at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. Lease receipts are apportioned between the reduction of lease receivable and finance income so as to achieve a constant rate of interest on the remaining balance of the receivable for each period. The corresponding rent receivables, net of finance charges, are included in current and non-current other financial asset. The interest element of lease is accounted in the Statement of Profit and Loss over the lease period.

NOTES TO STANDALONE FINANCIAL STATEMENTS

As a lessee - Assets taken on leases are capitalised at the commencement of the lease at the inception date at lower of fair value of the leased property or present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in finance costs in the Statement of Profit or Loss. A leased asset is depreciated over the useful life of the asset.

b) Operating lease

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Initial direct costs incurred by the lessor in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned. Payments/receipts (excluding costs for services such as insurance and maintenance) under operating lease are recorded in the Statement of Profit and Loss on a straight line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases.

3.10 Employee benefits

a) Short term employee benefits are recognized as an expense in the Statement of Profit and Loss of the year in which the related services are rendered. Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

b) Leave encashment is accounted for using the projected unit credit method, on the basis of actuarial valuations carried out by third party actuaries at each Balance Sheet date. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to profit and loss in the period in which they arise.

c) Contribution to Provident Fund, a defined contribution plan, is made in accordance with the statute, and is recognised as an expense in the year in which employees have rendered services.

d) The liability or asset recognised in the balance sheet in respect of gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation denominated in Indian Rupees (₹) is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

The Company operates defined benefit plans for gratuity, which requires contributions to be made to a separately administered fund. Funds are managed by two trusts. These trusts have policies from an insurance company. These benefits are partially funded.

3.11 Discontinued operation and non-current assets (or disposal groups) held for sale or distribution.

Non-current assets (or disposal groups) are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell, except for assets such as deferred tax assets, assets arising from employee benefits, financial assets and contractual rights under insurance contracts, which are specifically exempt from this requirement.

An impairment loss is recognised for any initial or subsequent write-down of the asset (or disposal group) to fair value less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset (or disposal group), but not in excess of any cumulative impairment loss previously recognised. A gain or loss not previously recognised by the date of the sale of the non-current asset (or disposal group) is recognised at the date of de-recognition.

Non-current assets (including those that are part of a disposal group) are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of a disposal group classified as held for sale continue to be recognised.

Non-current assets classified as held for sale and the assets of a disposal group classified as held for sale are presented separately from the other assets in the balance sheet. The liabilities of a disposal group classified as held for sale are presented separately from other liabilities in the balance sheet.

NOTES TO STANDALONE FINANCIAL STATEMENTS

A discontinued operation is a component of the entity that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single co-ordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately in the statement of profit and loss.

3.12 Foreign currency reinstatement

a) Functional and presentation currency

Standalone financial statements have been presented in Indian Rupees (₹), which is the Company's functional and presentation currency.

b) Transactions and balances

Transactions in foreign currencies are initially recorded by the Company at rates prevailing at the date of the transaction. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the yearend exchange rates are recognised in statement of profit and loss.

Exchange gain and loss on debtors, creditors and other than financing activities are presented in the statement of profit and loss, as other income and as other expenses respectively. Foreign exchange gain and losses on financing activities to the extent that they are regarded as an adjustment to interest costs are presented in the statement of profit and loss as finance cost and balance gain and loss are presented in statement of profit and loss as other income and as other expenses respectively.

Non-monetary items that are measured at fair value in foreign currency are translated using the exchange rates at the date when the fair value was determined.

3.13 Financial instruments – initial recognition, subsequent measurement and impairment

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

a) Financial Assets

Financial Assets are classified at amortised cost or fair value through Other Comprehensive Income or fair value through Profit or Loss, depending on its business model for managing those financial assets and the assets contractual cash flow characteristics.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

The company reclassifies debt investments when and only when its business model for managing these assets changes.

For impairment purposes significant financial assets are tested on an individual basis, other financial assets are assessed collectively in groups that share similar credit risk characteristics.

Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Investment in Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

- **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Financial assets classified at amortised cost 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. Interest income from these financial assets is included in finance income using the effective interest rate method.
- **Fair value through other comprehensive income (FVOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.

NOTES TO STANDALONE FINANCIAL STATEMENTS

- **Fair value through profit or loss (FVPL):** Any financial asset that does not meet the criteria for classification as at amortized cost or as financial assets at fair value through other comprehensive income, is classified as at financial assets at fair value through profit or loss. Financial assets at fair value through profit or loss are at each reporting date fair valued with all the changes recognized in the statement of profit or loss.

Trade receivables

A receivable is classified as a 'trade receivable' if it is in respect to the amount due from customers on account of goods sold or services rendered in the ordinary course of business. Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. For some trade receivables the Company may obtain security in the form of guarantee, security deposit or letter of credit which can be called upon if the counterparty is in default under the terms of the agreement.

Impairment is made on the expected credit losses, which are the present value of the cash shortfalls over the expected life of financial assets. The impairment methodology applied depends on whether there has been a significant increase in credit risk. The estimated impairment losses are recognised in a separate provision for impairment and the impairment losses are recognised in the Statement of Profit and Loss within other expenses.

Subsequent changes in assessment of impairment are recognised in provision for impairment and the change in impairment losses are recognised in the Statement of Profit and Loss within other expenses.

For foreign currency trade receivable, impairment is assessed after reinstatement at closing rates.

Individual receivables which are known to be uncollectible are written off by reducing the carrying amount of trade receivable and the amount of the loss is recognised in the Statement of Profit and Loss within other expenses.

Subsequent recoveries of amounts previously written off are credited to other Income

Investment in equity instruments

Investment in equity securities are initially measured at fair value. Any subsequent fair value gain or loss is recognized through Profit or Loss if such investments in equity securities are held for trading purposes. The fair value gains or losses of all other equity securities are recognized in Other Comprehensive Income. Where the company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit and loss. Dividends from such investments are recognised in profit and loss as other income when the company's right to receive payments is established. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

De-recognition of financial asset

A financial asset is derecognised only when

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

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

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

b) Financial liabilities

At initial recognition, all financial liabilities other than fair valued through profit and loss are recognised initially at fair value less transaction costs that are attributable to the issue of financial liability. Transaction costs of financial liability carried at fair value through profit or loss is expensed in profit or loss.

i) Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading. The Company has not designated any financial liabilities upon initial measurement recognition at fair value through profit or loss. Financial liabilities at fair value through profit or loss are at each reporting date at fair value with all the changes recognized in the Statement of Profit and Loss.

NOTES TO STANDALONE FINANCIAL STATEMENTS

ii) Financial liabilities measured at amortised cost

Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are derecognised from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other gains/(losses).

Borrowings are classified as current liabilities unless the company has unconditional right to defer settlement of the liability for atleast twelve months after reporting period.

Trade and other payables

A payable is classified as 'trade payable' if it is in respect of the amount due on account of goods purchased or services received in the normal course of business. These amounts represent liabilities 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 their fair value and subsequently measured at amortised cost using the effective interest method.

De-recognition of financial liability

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other income or finance costs.

Offsetting financial instruments

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

3.14 Derivative financial instruments

The Company uses derivative financial instruments, such as forward currency contracts and interest rate swaps to hedge its foreign currency risks and interest rate risks. Derivative financial instruments are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value at the end of each period. The method of recognizing the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, on the nature of the item being hedged. Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss.

3.15 Compound financial instruments

The liability component of a compound financial instrument is recognised initially at fair value of a similar liability that does not have an equity component. The equity component is recognised initially as the difference between the fair value of the compound financial instrument as a whole and the fair value of the liability component. Any directly attributable transaction costs are allocated to the liability and the equity components, if material, in proportion to their initial carrying amounts.

Subsequent to the initial recognition, the liability component of a compound financial instrument is measured at amortised cost using the effective interest rate method. The equity component of a compound financial instrument is not re-measured subsequent to initial recognition except on conversion or expiry.

3.16 Equity share capital

Ordinary shares are classified as equity. Incremental costs net of taxes directly attributable to the issue of new equity shares are reduced from retained earnings, net of taxes.

3.17 Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

Other borrowing costs are expensed in the period in which they are incurred.

NOTES TO STANDALONE FINANCIAL STATEMENTS

3.18 Taxation

Income tax expenses or credit for the period comprised of tax payable on the current period's taxable income based on the applicable income tax rate, the changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses, minimum alternative tax (MAT) and previous year tax adjustments.

Tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised directly in equity or other comprehensive income, in such cases the tax is also recognised directly in equity or in other comprehensive income. Any subsequent change in direct tax on items initially recognised in equity or other comprehensive income is also recognised in equity or other comprehensive income, such change could be for change in tax rate.

The current income tax charge or credit is calculated on the basis of the tax law enacted after considering allowances, exemptions and unused tax losses under the provisions of the applicable Income Tax Laws. Current tax assets and current tax liabilities are off set, and presented as net.

Deferred income tax is recognised, using the liability method, on temporary differences arising between the tax base of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates and laws that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax liabilities are recognised for all taxable temporary differences and deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses. Deferred tax assets and deferred tax liabilities are off set, and presented as net.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available against which the temporary differences can be utilised.

The Company recognises Credit of MAT as an asset when there is reasonable certainty that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the MAT credit becomes eligible to be recognised as an asset, the said asset is created by way of a credit to the statement of profit and loss account and included in the deferred tax assets. The carrying amount of MAT is reviewed at each balance sheet date.

3.19 Revenue recognition and other income

The Company has adopted the new standard Ind AS 115, "Revenue from contracts with customers" from April 1, 2018, applying the modified retrospective approach which provides that the cumulative impact of the adoption will be recognised in retained earnings as of April 1, 2018 and comparatives will not be restated. Ind AS 115 did not have material impact on the amount or timing of recognition of reported revenue except contract acquisition cost which has been recognised as per principles of Ind AS 115.

a) Sale of goods

Revenue from sale of goods is recognised when control of products, being sold has been transferred to the customer and when there are no longer any unfulfilled obligations to the customer.

b) Sale of power

Revenue from the sale of power is recognised when the electricity is supplied and is measured as per the contractually agreed tariff rates.

c) Sale of services - job work

Revenue from job work charges are recognised based on stage of completion of the contract subject to job work. Stage of completion is determined using "Input methods" as a proportion of cost incurred to date to the total estimated contract cost. Estimated loss on job work to be undertaken in future years are provided for in the period in which the estimate results in a loss on job work.

d) Other Operating Income

Interest from customers - Interest from customer is recognised on time proportion basis taking into the account the amount outstanding and the rate applicable as per agreed terms.

Incentives on exports and other Government Grants related to operations are recognised in books after due consideration of certainty of utilization/receipt of such incentives. For Government grant refer Note 3.20.

e) Other Income

Interest

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

Dividend

Dividend income is recognised when the right to receive dividend is established.

3.20 Government Grant

Government grants with a condition to purchase, construct or otherwise acquire long-term assets are initially measured based on grant receivable under the scheme. Such grants are recognised in the Statement of Profit and Loss on a systematic basis over the useful life of the asset. Amount of benefits receivable in excess of grant income accrued based on usage of the assets is accounted as Government grant received in advance. Changes in estimates are recognised prospectively over the remaining life of the assets.

The company has option to present the government grant related to fixed assets by deducting the grant from the carrying value of the asset and to present the non-monetary grant at a nominal amount. The Company has not availed this option in current financial year.

NOTES TO STANDALONE FINANCIAL STATEMENTS

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached condition.

Government revenue grants relating to income are deferred and recognised in the Statement of Profit and Loss over the period necessary to match them with the costs that they are intended to compensate.

3.21 Dividend Distribution

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

3.22 Earnings per share

Basic earnings per share is computed using the net profit for the year attributable to the shareholders' and weighted average number of shares outstanding during the year. The weighted average numbers of shares also includes fixed number of equity shares that are issuable on conversion of compulsorily convertible preference shares, debentures or any other instrument, from the date consideration is receivable (generally the date of their issue) of such instruments.

Diluted earnings per share is computed using the net profit for the year attributable to the shareholder' and weighted average number of equity and potential equity shares outstanding during the year including share options, convertible preference shares and debentures, except where the result would be anti-dilutive. Potential equity shares that are converted during the year are included in the calculation of diluted earnings per share, from the beginning of the year or date of issuance of such potential equity shares, to the date of conversion.

3.23 Provisions and contingencies

a) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not recognised for future operating losses.

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

i) Gratuity and leave encashment provision

Refer Note 3.10 for provision relating to gratuity and leave encashment.

ii) Mine restoration/ assets retirement obligation

Mine restoration expenditure is provided for in the Statement of Profit and Loss based on present value of estimated expenditure required to be made towards restoration and rehabilitation at the time of vacation of mine. The cost estimates are reviewed periodically and are adjusted to reflect known developments which may have an impact on the cost estimates or life of operations. The unwinding of the discount on provision is shown as a finance cost in the Statement of Profit and Loss.

b) Contingencies

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Information on contingent liability is disclosed in the Notes to the Financial Statements. Contingent assets are not recognised. However, when the realisation of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognised as an asset.

3.24 Investment in Subsidiaries

A subsidiary is an entity controlled by the Company. Control exists when the Company has power over the entity, is exposed, or has rights to variable returns from its involvement with the entity and has the ability to affect those returns by using its power over entity.

Power is demonstrated through existing rights that give the ability to direct relevant activities, those which significantly affect the entity's returns.

Investments in subsidiaries are carried at cost. The cost comprises price paid to acquire investment and directly attributable cost.

3.25 Investment in associates

An associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

The investment in associate are carried at cost. The cost comprises price paid to acquire investment and directly attributable cost.

3.26 Current versus non-current classification

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

The Company has presented non-current assets and current assets before equity, non-current liabilities and current liabilities in accordance with Schedule III, Division II of Companies Act, 2013 notified by MCA.

NOTES TO STANDALONE FINANCIAL STATEMENTS

An asset is classified as current when it is:

a) Expected to be realised or intended to be sold or consumed in normal operating cycle,

b) Held primarily for the purpose of trading,

c) Expected to be realised within twelve months after the reporting period, or

d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when it is:

a) Expected to be settled in normal operating cycle,

b) Held primarily for the purpose of trading,

c) Due to be settled within twelve months after the reporting period, or

d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

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

3.27 Recent accounting pronouncements

New and amended standards applied

The Company has applied the following standards and amendments for the first time for the period commencing from April 1, 2018. The adoption of these standards did not have any material impact on the current period or any impact on comparative period and is not likely to affect future periods.

a) The new standard Ind AS 115, "Revenue from contracts with customers" is mandatory for financial year commencing on April 1, 2018 and early adoption was not permitted. The standard permits either a full retrospective or a modified retrospective approach for the adoption. Ind AS 115, Revenue from contracts with customers deals with revenue recognition and establishes principles for reporting useful information to users of financial statements about the nature, amount, timing and uncertainty of revenue and cash flows arising from an entity's contracts with customers. The standard replaces Ind AS 18 Revenue and Ind AS 11 Construction contracts and related appendices. Also refer Note 3.19.

b) The Ministry of Corporate Affairs (MCA) has notified Appendix B to Ind AS 21, "The effects of changes in foreign exchange rates". The appendix clarifies how to determine the date of transaction for the exchange rate to be used on initial recognition of a related asset, expense or income where an entity pays or receives consideration in advance for foreign currency denominated contracts. For a single payment or receipt, the date of the transaction should be the date on which the entity initially recognises the non-monetary asset or liability arising from the advance consideration (the prepayment or deferred income/contract liability). If there are multiple payments or receipts for one item, date of transaction should be determined as above for each payment or receipt. The Company adopted the amendment prospectively to items in scope of the appendix that are initially recognised on or after April 1, 2018. Management has considered the effects of the appendix to its foreign currency transactions for which consideration is received/paid in advance involving advance payments in foreign currency.

c) Amendments to Ind AS 12, "Income taxes" regarding recognition of deferred tax assets on unrealised losses, the amendment clarify the accounting for deferred taxes where an asset is measured at fair value and that fair value is below the asset's tax base and also clarify certain other aspects of accounting for deferred tax assets set out below:

   1. A temporary difference exists whenever the carrying amount of an asset is less than its tax base at the end of the reporting period.
   2. The estimate of future taxable profit may include the recovery of some of an entity's assets for more than its carrying amount if it is probable that the entity will achieve this. For example, when a fixed-rate debt instrument is measured at fair value, however, the entity expects to hold and collect the contractual cash flows and it is probable that the asset will be recovered for more than its carrying amount.
   3. Where the tax law restricts the source of taxable profits against which particular types of deferred tax assets can be recovered, the recoverability of the deferred tax assets can only be assessed in combination with other deferred tax assets of the same type.
   4. Tax deductions resulting from the reversal of deferred tax assets are excluded from the estimated future taxable profit that is used to evaluate the recoverability of those assets. This is to avoid double counting the deductible temporary differences in such assessment.

   The Company has adopted the amendment using the modified retrospective approach which means that the cumulative impact of the adoption will be recognised in retained earnings as of April 1, 2018 and that comparatives will not be reinstated. There is no impact on adoption of the amendment on the current year and comparative year reported.

d) Amendment to Ind AS 112, "Disclosure of interest in other entities", the amendment clarify that disclosure requirements for interests in other entities also apply to interests that are classified (or included in a disposal group that is classified) as held for sale or as discontinued operations in accordance with Ind AS 105, Non-current assets held for sale and discontinued operations. The Company adopted the amendment retrospectively on transactions that are initially recognised on or after April 1, 2018. There is no impact on the financial statements for the amendment.

NOTES TO STANDALONE FINANCIAL STATEMENTS

Standards issued but not yet effective

The new standards, amendments to standards that are issued but not yet effective are discussed below:

Title of standard	**Ind AS 116, Leases**
Nature of change	Ind AS 116 was notified by Ministry of Corporate Affairs on March 30, 2019 and it is applicable for annual reporting periods beginning on or after April 1, 2019. Ind AS 116 will affect primarily the accounting by lessees and will result in the recognition of almost all leases on balance sheet. The standard removes the current distinction between operating and finance leases and requires recognition of an asset (the right-of-use the leased term) and a financial liability to pay rentals for virtually all leases contracts. An optional exemption exists for short-term and low-value assets. The statement of profit and loss will also be affected because the total expense is typically higher in the earlier years of a lease and lower in later years. Additionally, operating expense will be replaced with interest and depreciation, so key metrics like EBITDA will change. Operating cash flows will be higher as repayments of the lease liability and related interest are classified within financing activities. The accounting by lessors will not significantly change. Some differences may arise as a result of the new guidance on the definition of a lease. Under Ind AS 116, a contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.
Impact	The Company is in the process of assessing the detailed potential impact of Ind AS 116, Leases on its financial statements and related disclosures. The Company has lease arrangements presently classified under operating and finance leases. Operating leases are for hiring of equipment's and properties. Finance leases are for solar panels and facility. The Company will be able to reasonably estimate the impact of Ind AS 116 on the financial statement after completion of above stated assessment.
Date of adoption	The Company intends to adopt the standard using the modified retrospective transition approach which means that the cumulative impact of the adoption will be recognised in retained earnings as of April 1, 2019 and that comparatives will not be restated.

4. Critical accounting estimates, assumptions and judgements

In the process of applying the Company's accounting policies, management has made the following estimates, assumptions and judgements, which have significant effect on the amounts recognised in the financial statement:

(a) Property, plant and equipment

External adviser or internal technical team assess the remaining useful lives and residual value of property, plant and equipment. Management believes that the assigned useful lives and residual value are reasonable, the estimates and assumptions made to determine depreciation are critical to the Company's financial position and performance.

(b) Income taxes

Management judgment is required for the calculation of provision for income taxes and deferred tax assets and liabilities. The Company reviews at each balance sheet date the carrying amount of deferred tax assets. The factors used in estimates may differ from actual outcome which could lead to significant adjustment to the amounts reported in the standalone financial statements.

(c) Contingencies

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

(d) Allowance for uncollected accounts receivable and advances

Trade receivables do not carry any interest and are stated at their normal value as reduced by appropriate allowances for estimated irrecoverable amounts. Individual trade receivables are written off when management deems them not to be collectible. Impairment is made on the expected credit losses, which are the present value of the cash shortfall over the expected life of the financial assets.

NOTES TO STANDALONE FINANCIAL STATEMENTS

5. Property, Plant and Equipment and Capital work-in-progress

(₹ lakhs)

Particulars	Leasehold Land	Freehold Land	Buildings	Plant and Equipment	Furniture and Fixtures	Vehicles	Office Equipments and Computers	Vessels	Containers	Mine Development	Total	Capital Work In Progress
Gross Block												
As at April 01, 2017	**11,362.57**	**81,894.18**	**78,922.72**	**4,56,355.47**	**1,192.14**	**1,718.76**	**2,376.95**	**7,618.26**	**506.92**	**531.09**	**6,42,479.06**	**6,549.76**
Additions	861.46	234.57	308.32	4,590.18	63.01	74.35	146.06	-	-	-	6,277.95	16,495.27
Add/(Less): Transfer	88.13	589.76	1,491.17	9,709.75	35.01	158.98	196.62	-	-	-	12,269.42	(12,269.42)
(Add)/Less: Disposal/Adjustments	-	-	45.90	3,781.43	118.22	57.62	0.91	7,618.26	174.99	-	11,797.33	-
Add/(Less): Transfer to held for sale	-	-	-	-	-	-	-	-	(331.93)	-	(331.93)	-
As at March 31, 2018	**12,312.16**	**82,718.51**	**80,676.31**	**4,66,873.97**	**1,171.94**	**1,894.47**	**2,718.72**	**-**	**-**	**531.09**	**6,48,897.17**	**10,775.61**
Additions	-	891.57	3.15	2,944.18	47.93	176.17	292.06	-	-	-	4,355.06	42,690.45
Add/(Less): Transfer	-	1,042.85	2,331.12	26,358.54	148.66	179.11	347.25	-	-	-	30,407.53	(30,407.53)
(Add)/Less: Disposal/Adjustments	-	-	-	4,589.11	2.28	73.03	69.14	-	-	-	4,733.56	-
As at March 31, 2019	**12,312.16**	**84,652.93**	**83,010.58**	**4,91,587.58**	**1,366.25**	**2,176.72**	**3,288.89**	**-**	**-**	**531.09**	**6,78,926.20**	**23,058.53**
Accumulated Depreciation												
As at April 01, 2017	**486.26**	**-**	**6,935.23**	**52,378.99**	**710.29**	**623.69**	**1,101.23**	**2,674.18**	**197.13**	**430.00**	**65,537.00**	**-**
Charge for the year- Continued	198.21	-	2,456.61	22,035.08	167.91	218.16	387.58	-	-	41.73	25,505.28	-
Charge for the year - Discontinued	-	-	-	-	-	-	-	203.33	33.96	-	237.29	-
(Add)/Less: Disposal/Adjustments	-	-	3.54	2,507.86	58.14	25.41	31.46	2,877.51	75.01	-	5,578.93	-
Add/(Less): Transfer to held for sale	-	-	-	-	-	-	-	-	(156.08)	-	(156.08)	-
As at March 31, 2018	**684.47**	**-**	**9,388.30**	**71,906.21**	**820.06**	**816.44**	**1,457.35**	**-**	**-**	**471.73**	**85,544.56**	**-**
Charge for the year- Continued	200.19	-	2,496.36	24,549.04	125.51	198.91	403.32	-	-	41.73	28,015.06	-
(Add)/Less: Disposal/Adjustments	-	-	-	3,607.69	1.66	48.55	59.35	-	-	-	3,717.25	-
As at March 31, 2019	**884.66**	**-**	**11,884.66**	**92,847.56**	**943.91**	**966.80**	**1,801.32**	**-**	**-**	**513.46**	**1,09,842.37**	**-**
Net carrying amount												
As at March 31, 2018	11,627.69	82,718.51	71,288.01	3,94,967.76	351.88	1,078.03	1,261.37	-	-	59.36	5,63,352.61	10,775.61
As at March 31, 2019	11,427.50	84,652.93	71,125.92	3,98,740.02	422.34	1,209.92	1,487.57	-	-	17.63	5,69,083.83	23,058.53

Notes:

i. Freehold land includes ₹ 1,950 lakhs (March 31, 2018 ₹ 1,950 lakhs) for which conveyance deed is yet to be executed.

ii. Refer Note 21 and 25 for property, plant and equipment pledged as security with lenders of the Company.

iii. Refer Note 44 for borrowing cost and foreign exchange fluctuation capitalised.

iv. Refer Note 54 for discontinued operations and assets held for sale.

NOTES TO STANDALONE FINANCIAL STATEMENTS

v. Leased Assets:

Leasehold land and plant and equipment includes following amounts where Company is lessee under finance lease:

(₹ lakhs)

Particulars	As at March 31, 2019		As at March 31, 2018	
	Leasehold land	Plant and Equipment	Leasehold land	Plant and Equipment
Gross Block	949.59	2,439.83	949.59	1,664.83
Accumulated Depriciation	74.15	115.64	36.08	33.34
Net carrying amount	**875.44**	**2,324.19**	**913.51**	**1,631.49**

The Company has entered into lease agreements (a) for usage of a facility for production of pipes and (b) purchase of electricity generated from solar panels. Under the terms of the respective lease agreements, the Company has option to renew the lease facility used for production of pipes after completion of twenty five years of lease period and option to purchase the assets used for generation of electricity from solar at the end of lease period of eighteen years.

6. Intangible Assets

(₹ lakhs)

Particulars	Software
Gross Block	
As at April 01, 2017	1,044.96
Additions	155.03
(Add)/Less: Disposal/Adjustments	1.97
As at March 31, 2018	**1,198.02**
Additions	354.80
(Add)/Less: Disposal/Adjustments	0.01
As at March 31, 2019	**1,552.81**
Accumulated Amortisation	
As at April 01, 2017	685.47
Charge for the year	111.33
(Add)/Less: Disposal/Adjustments	1.11
As at March 31, 2018	**795.69**
Charge for the year	127.14
As at March 31, 2019	**922.83**
Net carrying amount	
As at March 31, 2018	402.33
As at March 31, 2019	629.98

NOTES TO STANDALONE FINANCIAL STATEMENTS

7. Non - Current Investments

Particulars	As at March 31, 2019			As at March 31, 2018		
	No. of Shares/ Certificates	**Face Value (₹)**	**(₹ lakhs)**	No. of Shares/ Certificates	Face Value (₹)	(₹ lakhs)
Non-trade- unquoted						
A. Equity Instruments (fully paid up)						
(i) Subsidiary Companies (at cost)						
a) IUP Jindal Metals & Alloys Limited	**1,13,00,000**	**10**	**3,269.19**	1,13,00,000	10	3,269.19
b) Jindal ITF Limited	**4,03,74,889**	**10**	**12,112.47**	4,03,74,889	10	12,112.47
c) Jindal ITF Limited-Equity Component of 0.01% Non - Cumulative Redeemable Preference Shares (Note ii)			**10,998.61**			10,998.61
d) Jindal Saw Holdings FZE	**1,000**	**AED 97650**	**10,270.09**	1,000	AED 97650	10,270.09
e) S. V. Trading Limited	**3**	**(Note iii)**	**5,382.71**	3	(Note iii)	5,382.71
f) Quality Iron & Steel Limited	**60,000**	**10**	**3.45**	50,000	10	2.45
g) Greenray Holdings Limited	**49,01,969**	**GBP 1**	**3,475.12**	49,01,969	GBP 1	3,475.12
Less: Provision for impairment			**(3,475.12)**			(3,475.12)
			-			-
h) Ralael Holdings Limited	**3,725**	**EURO 1**	**4,628.34**	3,725	EURO 1	4,628.34
i) JITF Shipyards Limited (Note iv)	**20,00,000**	**10**	**200.00**	20,00,000	10	200.00
j) Jindal Tubular (India) Limited	**70,50,000**	**10**	**2,105.00**	70,50,000	10	2,105.00
k) Jindal Quality Tubular Limited (Note v)	**64,10,301**	**10**	**2,679.94**	64,10,301	10	2,679.94
			51,649.80			51,648.80
(ii) Associate Company (at cost)						
Jindal Fittings Limited	**1,39,96,803**	**10**	**1,399.68**	1,39,96,803	10	1,399.68
(iii) Others (at fair value through profit and loss)						
DI Spun Pipe Research and Development Association	**5,560**	**10**	**0.56**	5,560	10	0.56
B. 9% Non-Cumulative Redeemable Preference Shares (NCRPS) (at amortised cost)						
Colorado Trading Company Limited	**1,94,237**	**100**	**194.24**	-	-	-
C. Investment in Debt Component						
Subsidiary Company (at amortised cost)						
Jindal ITF Limited						
Debt Component-0.01% Non - Cumulative Redeemable Preference Shares (Note ii)			**13,225.39**			11,810.24
D. Government and Other Securities (at amortised cost) (Note vi)						
i) National Saving Certificates	**6**	**10,000**	**0.92**	6	10,000	0.60
ii) National Saving Certificates	**20**	**5,000**	**1.60**	30	5,000	1.50
			2.52			2.10
E. Share Application Money						
Subsidiary Company (at cost)						
a) Ralael Holdings Limited			**0.48**			0.48
			0.48			0.48
Total			**66,472.67**			64,861.86
Aggregate value of quoted investments			-			-
Aggregate value of unquoted investments			66,472.67			64,861.86
Aggregate provision for impairment in value of investments			3,475.12			3,475.12

NOTES TO STANDALONE FINANCIAL STATEMENTS

Notes:

i. No. of shares includes shares held by Companys' nominee.

ii. 2,01,00,000 (March 31, 2018 2,01,00,000) of ₹ 100 each 0.01% Non- Cumulative Redeemable Preference Shares has been fair value in earlier year. Equity component amounting to ₹ 10,998.61 lakhs (March 31, 2018 ₹ 10,998.61 lakhs) has been disclosed above as investment in equity and debt component amounting to ₹ 13,225.39 lakhs including interest accrued ₹ 4,124 lakhs (March 31, 2018 ₹ 11,810.24 lakhs including interest accrued ₹ 2,708.85 lakhs) has been disclosed above as investment in debt.

iii. Investment comprises of three shares having face value of 1 Share @ US$ 1 each, Face Value of 1 Share @ US$ 19,50,000 each and Face Value of 1 Share @ US$ 70,00,000 each.

iv. 19,99,300 (March 31, 2018 19,99,300) Equity shares of JITF Shipyards Limited (formerly known as JITF Waterways Limited) have been pledged in favour of lenders for loans availed by the subsidiary company.

v. 36,85,000 (March 31, 2018 36,85,000) Equity shares of Jindal Quality Tubular Limited have been pledged in favour of lenders for loans availed by the subsidiary company. Non disposal undertaking for 34,46,249 (March 31, 2018 58,82,613) equity shares of Jindal Quality Tubular Limited given to banks against credit facilities/financial assistance availed by the subsidiary.

vi. National saving certificates are pledged with Government authorities.

(₹ lakhs)

Particulars		As at March 31, 2019	As at March 31, 2018
8.	**Non-Current Trade Receivables**		
	Others		
	Unsecured, considered good	**797.48**	725.82
	Total Non-Current Trade Receivables	**797.48**	725.82
	Also refer Note 37		
9.	**Non-Current Loans**		
	Secured, considered good		
	Loan to other party (including inter corporate loans)	**19,009.66**	16,815.84
	Unsecured, considered good		
	Loans to related parties (refer Note 46 and 47)	**17,518.19**	-
	Loan to other parties (including inter corporate loans)	**1,803.07**	3,874.83
	Loans to employees	**170.01**	78.14
	Total Non-Current Loans	**38,500.93**	20,768.81
10.	**Other Non-Current Financial Assets**		
	Unsecured, considered good		
	Security deposits	**4,423.45**	3,668.59
	Bank deposits with remaining maturity of more than 12 months *	**1,468.87**	1,165.51
	Total Other Non-Current Financial Assets	**5,892.32**	4,834.10

* Pledged with banks, government departments and others.

NOTES TO STANDALONE FINANCIAL STATEMENTS

(₹ lakhs)

Particulars		As at March 31, 2019	As at March 31, 2018
11.	**Other Non-Current Assets**		
	Unsecured, considered good		
	Capital advances	**1,737.55**	1,665.51
	Prepaid expenses	**641.49**	614.57
	Total Other Non-Current Assets	**2,379.04**	2,280.08
12.	**Inventories**		
	Raw materials #	**1,38,535.19**	72,479.76
	Work-in-progress	**37,256.00**	41,271.96
	Finished goods	**64,447.07**	49,965.37
	Stock-in-trade	**252.09**	-
	Stores and spares ##	**26,669.88**	24,766.33
	Loose tools inventory	**1,047.59**	978.39
	Scrap ###	**6,429.35**	5,642.20
	Total Inventories	**2,74,637.17**	1,95,104.01
	# Including in transit inventory of ₹ 18,128.43 lakhs (March 31, 2018 ₹ 618 lakhs).		
	## Including in transit inventory of ₹ 257.01 lakhs (March 31, 2018 ₹ 1,709.18 lakhs).		
	### Including ₹ 106.14 lakhs (March 31, 2018 ₹ Nil) inventory generated during trial run.		
13.	**Trade Receivables**		
	Related parties		
	Unsecured, considered good	**9,445.19**	11,846.32
	Unsecured, considered doubtful	**422.62**	393.84
	Less: Allowance for doubtful debts [refer Note 37(1)(c)]	**(422.62)**	(393.84)
	Others		
	Secured, considered good	**33,159.61**	43,877.13
	Unsecured, considered good	**1,43,619.47**	1,08,533.78
	Unsecured, considered doubtful	**443.46**	1,415.55
	Less: Allowance for doubtful debts [refer Note 37(1)(c)]	**(443.46)**	(1,415.55)
	Total Trade Receivables	**1,86,224.27**	1,64,257.23
	Also refer Note 37		
14.	**Cash and Cash Equivalents**		
	Balances with banks		
	In current accounts	**5,644.02**	922.31
	Cheques on hand	**478.32**	0.03
	Cash on hand	**5.48**	4.15
	Total Cash and Cash Equivalents	**6,127.82**	926.49
	There are no repartriation restrictions with regard to cash and cash equivalents as at the end of the reporting period and prior periods.		
15.	**Other Bank Balances**		
	In unpaid/unclaimed dividend and fixed deposits	**598.00**	761.77
	Fixed deposits with remaining maturity of less than 12 months and other than considered in cash and cash equivalents *	**4,384.76**	2,519.42
	Margin money *	**6.61**	-
	Total Other Bank Balances	**4,989.37**	3,281.19
	* Pledged with banks, government departments and others.		

NOTES TO STANDALONE FINANCIAL STATEMENTS

(₹ lakhs)

Particulars		As at March 31, 2019	As at March 31, 2018
16.	**Current Loans**		
	Unsecured, considered good		
	Loans to related parties (refer Note 46 and 47)	**1,07,256.93**	1,05,877.31
	Loan to other party (including inter corporate loans)	**536.31**	456.98
	Loans to employees	**233.33**	189.52
	Unsecured, credit impaired		
	Loan to other party (including inter corporate loans)	**787.66**	-
	Less: Provision for doubtful loans	**(787.66)**	-
	Total Current Loans	**1,08,026.57**	1,06,523.81
17.	**Other Current Financial Assets**		
	Insurance claim	**135.30**	513.50
	Earnest money deposit	**1,536.50**	1,708.78
	Interest receivable	**142.27**	95.16
	Security deposits	**102.11**	83.59
	Derivative financial assets	**188.33**	279.35
	Electricity duty refund receivable	**142.71**	142.71
	Other receivables	**1,005.84**	282.14
	Total Other Current Financial Assets	**3,253.06**	3,105.23
18.	**Other Current Assets**		
	Prepaid expenses	**3,472.35**	2,660.39
	Advances to vendors	**11,451.16**	4,064.20
	Advances to related parties (refer Note 47)	**1,077.20**	2,160.86
	Advance to employees	**27.73**	18.76
	Balances with state and central government authorities	**19,652.88**	22,549.30
	Total Other Current Assets	**35,681.32**	31,453.51
19.	**Equity Share Capital**		
	Authorised		
	(i) 1,77,50,00,000 Equity Shares of ₹ 2/- each	**35,500.00**	35,500.00
	(ii) 1,00,00,000 Redeemable Non Convertible Cumulative Preference shares of ₹ 100/- each	**10,000.00**	10,000.00
		45,500.00	45,500.00
	Issued equity share capital		
	31,97,61,367 (March 31, 2018 31,97,61,367) Equity Shares of ₹ 2/- each	**6,395.23**	6,395.23
		6,395.23	6,395.23
	Subscribed and fully paid-up equity share capital		
	31,97,57,367 (March 31, 2018 31,97,57,367) Equity Shares of ₹ 2/- each	**6,395.15**	6,395.15
	Add: Forfeited 4,000 (March 31, 2018 4,000) Equity Shares of ₹ 2/- each (Partly paid up ₹ 1/- each)	**0.04**	0.04
	Total Equity Share Capital	**6,395.19**	6,395.19
	(a) Movement in equity shares issued:		
	Equity shares		
	Shares outstanding as at the beginning of the year	**31,97,57,367**	31,97,57,367
	Shares outstanding as at the end of the year	**31,97,57,367**	31,97,57,367

NOTES TO STANDALONE FINANCIAL STATEMENTS

(b) Details of shareholders holding more than 5% shares in the Company:

Name of Shareholders	No. of shares	% of holding as at March 31, 2019	No. of shares	% of holding as at March 31, 2018
Nalwa Sons Investments Limited	**5,35,50,000**	**16.75**	5,35,50,000	16.75
Sigmatech Inc.	**3,01,20,000**	**9.42**	3,01,20,000	9.42
Four Seasons Investments Limited	**4,35,30,596**	**13.61**	4,35,30,596	13.61
Danta Enterprises Private Limited	**2,35,72,150**	**7.37**	2,35,72,150	7.37
Total	**15,07,72,746**	**47.15**	15,07,72,746	47.15

(c) Aggregate number of bonus shares issued, shares issued for consideration other than cash and bought back shares during the period of five years immediately preceding the reporting date:	Nil	Nil

(d) 3,250 equity shares have been held in abeyance as a result of attachment orders by Government authorities, lost shares certificates and other disputes.

(e) Terms/Rights attached to equity shares- The Company has only one class of equity shares having a par value of ₹ 2/- per equity share and holder of the equity share is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive the remaining assets of the Company in proportion to the number of equity shares held.

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
20. Other Equity		
(i) Retained earnings		
Opening balance	**2,10,599.07**	1,76,225.76
Add: Net profit for the year	**50,007.28**	38,579.83
Less: Dividend payments including dividend distribution tax	**(4,625.81)**	(3,848.52)
Less: Transfer to debenture redemption reserve	**(233.00)**	(358.00)
Less: Reclassification on derecognition of investment in equity shares	**(31.40)**	-
Closing Balance (i)	**2,55,716.14**	2,10,599.07
(ii) Items of Other Comprehensive income		
Items that will not be reclassified to profit and loss		
a) Re-measurement of the net defined benefit plans		
Opening balance	**(1,068.13)**	(1,252.85)
Add: Addition for the year	**(133.31)**	184.72
Closing Balance	**(1,201.44)**	(1,068.13)
b) Equity Instruments through Other Comprehensive Income		
Opening balance	**(31.40)**	(31.40)
Less: Reclassification on derecognition of investment in equity shares	**31.40**	-
Closing Balance	**-**	(31.40)
Total Other Comprehensive Reserves (ii)	**(1,201.44)**	(1,099.53)

NOTES TO STANDALONE FINANCIAL STATEMENTS

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
(iii) Other Reserves		
a) General Reserve		
Opening balance	**3,15,912.65**	3,13,412.65
Add: Transfer from debenture redemption reserve	**750.00**	2,500.00
Closing Balance	**3,16,662.65**	3,15,912.65
b) Debenture Redemption Reserve		
Opening balance	**8,398.00**	10,540.00
Add: Transfer from retained earnings	**233.00**	358.00
Less: Transfer to general reserve	**(750.00)**	(2,500.00)
Closing Balance	**7,881.00**	8,398.00
c) Securities Premium		
Opening balance	**51,097.31**	51,097.31
Closing Balance	**51,097.31**	51,097.31
Total Other Reserves (iii)	**3,75,640.96**	3,75,407.96
Total Other Equity (i+ii+iii)	**6,30,155.66**	5,84,907.50

Nature of reserves

Retained earnings represent the undistributed profits of the Company.

Other comprehensive income reserve represent the balance in equity for items to be accounted in other comprehensive income. OCI is classified into (i) Items that will not be reclassified to profit and loss (ii) Items that will be reclassified to profit and loss.

Debenture Redemption Reserve represents the statutory reserve for non-convertible debentures issued by the Company. This is in accordance with Companies Act, 2013 wherein a portion of the profits are apportioned each year until the aggregate amount equals 25% of the face value of the debentures issued and outstanding. The reserve will be released on redemption of the debentures.

General Reserve represents free reserve, created in accordance with requirements of Companies Act, 1956/Companies Act, 2013.

Securities Premium represents the amount received in excess of par value of securities (equity shares, preference shares and debentures).

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
21. Non-Current Borrowings		
Secured		
Non convertible debentures	**29,000.00**	32,000.00
Term loan from banks	**1,28,259.75**	1,44,265.12
Loan from state financial institution	**2,205.05**	1,299.00
Finance lease obligations	**2,412.25**	2,039.10
Total Non-Current Borrowings	**1,61,877.05**	1,79,603.22

NOTES TO STANDALONE FINANCIAL STATEMENTS

Secured non-convertible debentures include:

(i) 10.50% Non-Convertible Debentures of ₹ 7,000 lakhs (including ₹ 3,000 lakhs shown in current maturity) (March 31, 2018 ₹ 10,000 lakhs, including ₹ 3,000 lakhs shown in current maturity) in two series are secured by first pari- passu charge by way of English mortgage on the Company's specific immovable properties located in the state of Gujarat and by way of equitable mortgage of Company's other immovable properties and hypothecation of movable fixed assets both present and future in favour of Debenture Trustees. The same are repayable in two instalments of ₹ 3,000 lakhs (Series II) and ₹ 4,000 lakhs (Series III) on September 12, 2019 and September 12, 2020 respectively.

(ii) 10.38% and 10.73% Non-Convertible Debentures of ₹ 12,500 lakhs each aggregating to ₹ 25,000 lakhs (March 31, 2018 ₹ 25,000 lakhs) in two series are secured by first pari-passu charge by way of English mortgage on the Company's specific immovable properties located in the state of Gujarat and by way of equitable mortgage of Company's other immovable properties and hypothecation of movable fixed assets both present and future in favour of Debenture Trustees. The same are repayable in single instalment of ₹ 25,000 lakhs on December 26, 2021.

Secured term loans from banks include:

(i) Term Loan of ₹ Nil (rate of interest 1.50% p.a.) (March 31, 2018 ₹ 5,480 lakhs, including ₹ 5,480 lakhs shown in current maturity) was secured by way of second charge on all the assets of the Company both present and future and also by way of personal guarantee of a Director. The same have been repaid on January 31, 2019.

(ii) Term Loan of ₹ 30,791.72 lakhs [rate of interest 9.70% p.a. (March 31, 2018 10.00% p.a.)] (Including ₹ 6,800 lakhs shown in current maturity) (March 31, 2018 ₹ 36,791.72 lakhs, including ₹ 6,000 lakhs shown in current maturity) is secured by first pari-passu charge by way of equitable mortgage on Company's immovable properties and hypothecation of movable fixed assets both present and future. The loan is repayable in quarterly instalments in four years with annual payments of ₹ 6,800 lakhs, ₹ 6,800 lakhs, ₹ 6,800 lakhs and ₹ 10,391.72 lakhs in financial year 2019-20, 2020-21, 2021-22 and 2022-23 respectively.

(iii) Term Loan of ₹ 7,700.00 lakhs [rate of interest 9.70% p.a. (March 31, 2018 10.00% p.a.)] (Including ₹ 1,700 lakhs shown in current maturity) (March 31, 2018 ₹ 9,200.00 lakhs, including ₹ 1,500 lakhs shown in current maturity) is secured by first pari-passu charge by way of equitable mortgage on Company's immovable properties and hypothecation of movable fixed assets both present and future. The loan is repayable in quarterly instalments in four years with annual payments of ₹ 1,700 lakhs, ₹ 1,700 lakhs, ₹ 1,700 lakhs and ₹ 2,600.00 lakhs in financial year 2019-20, 2020-21, 2021-22 and 2022-23 respectively.

(iv) Term Loan of ₹ 9,000 lakhs [rate of interest 10.15% p.a. (March 31, 2018 10.35% p.a.)] (Including ₹ 700 lakhs shown in current maturity) (March 31, 2018 ₹ 9,500 lakhs, including ₹ 500 lakhs shown in current maturity) is secured by first pari-passu charge by way of equitable mortgage on Company's immovable properties and hypothecation of movable fixed assets both present and future. The loan is repayable in quarterly instalments in five years with annual payments of ₹ 700 lakhs, ₹ 700 lakhs, ₹ 1,200 lakhs, ₹ 3,200 lakhs and ₹ 3,200 lakhs in financial year 2019-20, 2020-21, 2021-22, 2022-23 and 2023-24 respectively.

(v) Term Loan of ₹ 27,750 lakhs [rate of interest 10.00% p.a. (March 31, 2018 9.50% p.a.)] (Including ₹ 2,250 lakhs shown in current maturity) (March 31, 2018 ₹ 28,500 lakhs, including ₹ 750 lakhs shown in current maturity) is secured by first pari-passu charge by way of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charge by way of equitable mortgage on Company's immovable properties. The loan is repayable in six years in half yearly instalments with annual payments of ₹ 2,250 lakhs, ₹ 4,500 lakhs, ₹ 4,500 lakhs, ₹ 4,500 lakhs, ₹ 6,000 lakhs and ₹ 6,000 lakhs in financial year 2019-20, 2020-21, 2021-22, 2022-23, 2023-24 and 2024-25 respectively.

(vi) Term Loan of ₹ 9,843.75 lakhs [(rate of interest 10.20% p.a. (March 31, 2018 10.10% p.a.)] (Including ₹ 2,812.50 lakhs shown in current maturity) (March 31, 2018 ₹ 11,875 lakhs, including ₹ 2,031.25 lakhs shown in current maturity) is secured by first pari-passu charge by way of equitable mortgage on Company's immovable properties and hypothecation of movable fixed assets both present and future. The loan is repayable in four years with annual payments of ₹ 2,812.50 lakhs, ₹ 2,812.50 lakhs, ₹ 2,812.50 lakhs and ₹ 1,406.25 lakhs on quarterly rest in financial year 2019-20, 2020-21, 2021-22 and 2022-23 respectively.

(vii) Term Loan of ₹ 9,843.75 lakhs [rate of interest 10.05% p.a. (March 31, 2018 9.70% p.a.)] (Including ₹ 2,812.50 lakhs shown in current maturity) (March 31, 2018 ₹ 11,875 lakhs, including ₹ 2,031.25 lakhs shown in current maturity) is secured by first pari-passu charge by way of equitable mortgage on Company's immovable properties and hypothecation of movable fixed assets both present and future. The loan is repayable in four years with annual payments of ₹ 2,812.50 lakhs, ₹ 2,812.50 lakhs, ₹ 2,812.50 lakhs and ₹ 1,406.25 lakhs on quarterly rest in financial year 2019-20, 2020-21, 2021-22 and 2022-23 respectively.

(viii) Term Loan of ₹ 9,250 lakhs [rate of interest 9% p.a. (March 31, 2018 9.70% p.a.)] (Including ₹ 750 lakhs shown in current maturity) (March 31, 2018 ₹ 9,500 lakhs, including ₹ 250 lakhs shown in current maturity) is secured by first pari-passu charge by way of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charges by way of equitable mortgage on Company's immovable properties. The loan is repayable in six years in half yearly instalments with annual payments of ₹ 750 lakhs, ₹ 1,500 lakhs, ₹ 1,500 lakhs, ₹ 1,500 lakhs, ₹ 2,000 lakhs and ₹ 2,000 lakhs in financial year 2019-20, 2020-21, 2021-22, 2022-23, 2023-24 and 2024-25 respectively.

NOTES TO STANDALONE FINANCIAL STATEMENTS

(ix) Term Loan of ₹ 18,498.22 lakhs [rate of interest 10.65% p.a. (March 31, 2018 10.35% p.a.)] (Including ₹ 1,500 lakhs shown in current maturity) (March 31, 2018 ₹ 14,500 lakhs, including ₹ 500 lakhs shown in current maturity) is secured by first pari-passu charge by way of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charges by way of equitable mortgage on Company's immovable properties. The loan is repayable in six years in half yearly instalments with annual payments of ₹ 1,500 lakhs, ₹ 3,000 lakhs, ₹ 3,000 lakhs, ₹ 3,000 lakhs, ₹ 4,000 lakhs and ₹ 3,998.22 lakhs in financial year 2019-20, 2020-21, 2021-22, 2022-23, 2023-24 and 2024-25 respectively.

(x) Term Loan of ₹ 9,250 lakhs [rate of interest 9.60% p.a. (March 31, 2018 9.95% p.a.)] (Including ₹ 750 lakhs shown in current maturity) (March 31, 2018 ₹ 9,500 lakhs, including ₹ 250 lakhs shown in current maturity) is to be secured by first pari-passu charge by way of equitable mortgage on Company's immovable properties and hypothecation of movable fixed assets both present and future. The loan is repayable in six years in half yearly instalments with annual payments of ₹ 750 lakhs, ₹ 1,500 lakhs, ₹ 1,500 lakhs, ₹ 1,500 lakhs, ₹ 2,000 Lakhs and ₹ 2,000 lakhs in financial year 2019-20, 2020-21, 2021-22, 2022-23, 2023-24 and 2024-25 respectively.

(xi) Term Loan of ₹ 2,812 lakhs [rate of interest 9.80% (March 31, 2018 9.70% p.a.)] (Including ₹ 74 lakhs shown in current maturity) (March 31, 2018 ₹ 3,099 lakhs, including ₹ 287 lakhs shown in current maturity) is secured by first pari-passu charge by way of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charges by way of equitable mortgage on Company's immovable properties. The loan is repayable in seven years in half yearly instalments with annual payments of ₹ 74 lacs, ₹ 222 lacs, ₹ 444 lacs, ₹ 444 lacs, ₹ 444 lacs, ₹ 592 lacs and ₹ 592 lacs in financial year 2019-20, 2020-21, 2021-22, 2022-23, 2023-24, 2024-25 and 2025-26 respectively.

(xii) Term Loan of ₹ 16,188 lakhs [rate of interest 10.05% p.a. (March 31, 2018 3 months Libor plus 3.18% p.a.)] (including 426 lakhs shown in current maturity) (March 31, 2018 USD 2,56,78,722.40 (₹ 16,734.82 lakhs, Including USD 3,26,837.50 - ₹ 213 lakhs shown in current maturity) is secured by first pari-passu charge by way of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charges by way of equitable mortgage on Company's immovable properties. The loan is repayable in seven years in half yearly instalments with annual payments of ₹ 426 lakhs, ₹ 1,278 lakhs, ₹ 2,556 lakhs, ₹ 2,556 lakhs, ₹ 2,556 lakhs, ₹ 3,408 lakhs and ₹ 3,408 lakhs in financial year 2019-20, 2020-21, 2021-22, 2022-23, 2023-24, 2024-25 and 2025-26 respectively.

(xiii) Term Loans include Vehicle Loans of ₹ 150.97 lakhs (including ₹ 92.12 lakhs shown in current maturity) (March 31, 2018 ₹ 192.33 lakhs, including ₹ 106.30 lakhs shown in current maturity) which are secured by way of hypothecation of Vehicles, which carries rate of interest ranging from 8.15% to 9.65% p.a. (March 31, 2018 from 8.15% p.a. to 10.75% p.a.) Loans are repayable (monthly rest) of ₹ 92.12 lakhs, ₹ 49.03 lakhs and ₹ 9.82 lakhs in financial year 2019-20, 2020-21 and 2021-22 respectively.

(xiv) Interest free loan from state financial institution, for working capital financing secured by bank guarantee for seven years from the date of disbursement. Loan disbursed ₹ 4,060.07 lakhs (discounted value including interest outstanding ₹ 2,273.05 lakhs) (March 31, 2018 ₹ 2,530.40 lakhs (discounted value including interest outstanding ₹ 1,344.98 lakhs). Discount rate taken 10% p.a. Loans are repayable after seven years from the date of disbursement i.e. ₹ 520.58 lakhs in financial year 2023-24, ₹ 2,009.82 lakhs in financial year 2024-25 and ₹ 1,529.67 lakhs in financial year 2025-26.

Secured Finance Lease:

(i) Finance lease of ₹ 1,325.65 lakhs (including ₹ 139.81 lakhs shown in current maturity) (March 31, 2018 ₹ 1,480.09 lakhs, including ₹ 154.45 lakhs shown in current maturity) are effectively secured as the rights to the leased assets recognised in the financial statements revert to the lessor in the event of default. The discount rate considered for discounting minimum lease payments is 10% p.a. Refer Note 56 for future minimum lease payments.

(ii) Finance lease of ₹ 779.69 lakhs (including ₹ 121.33 lakhs shown in current maturity) (March 31, 2018 ₹ 895.59 lakhs, including ₹ 182.13 lakhs shown in current maturity) are effectively secured as the rights to the leased assets recognised in the financial statements revert to the lessor in the event of default. The discount rate considered for discounting minimum lease payments is 15.08% p.a. (March 31, 2018 18.70% p.a.) Refer Note 56 for future minimum lease payments.

(iii) Finance lease of ₹ 247.97 lakhs (including ₹ 36.98 lakhs shown in current maturity) are effectively secured as the rights to the leased assets recognised in the financial statements revert to the lessor in the event of default. The discount rate considered for discounting minimum lease payments is 15.76% p.a. Refer Note 56 for future minimum lease payments.

(iv) Finance lease of ₹ 441.70 lakhs (including ₹ 84.64 lakhs shown in current maturity) are effectively secured as the rights to the leased assets recognised in the financial statements revert to the lessor in the event of default. The discount rate considered for discounting minimum lease payments is 16.12% p.a. Refer Note 56 for future minimum lease payments.

There is no default in repayment of principal and interest thereon.

NOTES TO STANDALONE FINANCIAL STATEMENTS

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
22. Other Non-Current Financial Liabilities		
Security deposits	**2,952.17**	2,952.17
Total Other Non-Current Financial Liabilities	**2,952.17**	2,952.17
23. Non-Current Provisions		
Provision for employee benefits		
Gratuity	**4,389.44**	4,729.11
Leave encashment	**5,080.95**	4,395.63
Provision for mines restoration	**24.17**	18.99
Total Non-Current Provisions	**9,494.56**	9,143.73
Refer Note 45 and Note 55.		
24. Other Non-Current Liabilities		
Unamortised portion of government grant	**11,247.55**	10,980.04
Total Other Non-Current Liabilities	**11,247.55**	10,980.04
25. Current Borrowings		
Secured- from banks		
Working capital loans	**84,485.50**	41,492.75
Buyers' credit	**1,11,742.95**	1,55,470.52
Total Secured	**1,96,228.45**	1,96,963.27
Unsecured- from banks		
Working capital loans	**36,063.19**	45,285.45
Total Unsecured	**36,063.19**	45,285.45
Total Current Borrowings	**2,32,291.64**	2,42,248.72

Current borrowings are secured by first pari-passu charge by hypothecation of finished goods, raw-materials, work-in-progress, stores and spares, book debts and second pari-passu charge in respect of movable and immovable property, plant and equipments of the Company. The rate of interest on INR borrowings ranging from 7.82% p.a. to 11.40% p.a. (March 31, 2018 7.51% p.a. to 11% p.a.) and for foreign currency borrowings from 3.42% p.a. to 4.18% p.a. (March 31, 2018 2.06% p.a. to 2.96% p.a.)

Particulars	As at March 31, 2019	As at March 31, 2018
26. Trade Payables		
Micro and small enterprises (refer Note 41)	**414.12**	943.30
Trade payables- others (including acceptances)	**1,56,845.58**	36,945.14
Total Trade Payables	**1,57,259.70**	37,888.44

NOTES TO STANDALONE FINANCIAL STATEMENTS

(₹ lakhs)

Particulars		As at March 31, 2019	As at March 31, 2018
27.	**Other Current Financial Liabilities**		
	Current maturities of non- current borrowings	**22,968.80**	22,293.84
	Current maturities of finance lease obligations	**382.76**	336.58
	Interest accrued but not due	**2,492.72**	3,643.93
	Unpaid/unclaimed dividend and fixed deposits	**598.00**	761.77
	Capital creditors	**5,320.38**	3,880.49
	Security deposit	**634.78**	555.08
	Derivative financial liabilities	**-**	181.39
	Payable to employees	**2,284.62**	2,092.11
	Other financial liabilities #	**6,725.59**	5,252.89
	Total Other Current Financial Liabilities	**41,407.65**	38,998.08
	# Includes provision for expenses.		
28.	**Other Current Liabilities**		
	Unamortised portion of government grant	**493.32**	493.31
	Unearned interest income	**99.27**	154.42
	Advance from customer	**13,961.39**	7,523.90
	Statutory dues	**5,316.01**	7,906.05
	Other liabilities	**3.02**	97.14
	Total Other Current Liabilities	**19,873.01**	16,174.82
29.	**Current Provisions**		
	Provision for employee benefits		
	Gratuity	**887.84**	717.15
	Leave encashment	**386.88**	331.14
	Total Current Provisions	**1,274.72**	1,048.29
	Refer Note 45 and Note 55.		

(₹ lakhs)

Particulars		Year ended March 31, 2019	Year ended March 31, 2018
30.	**Revenue From Operations**		
	Revenue from contracts with customers (refer Note 40)		
	Sale of products	**9,26,531.24**	6,79,062.38
	Sale of services (job work)	**15,237.56**	25,621.09
	Other operating revenues		
	Interest from customers	**1,440.61**	1,823.84
	Sale of scrap	**33,029.43**	24,223.18
	Export and other government incentives	**6,539.13**	5,550.04
	Other operating income	**171.24**	44.12
	Total other operating revenues	**41,180.41**	31,641.18
	Total Revenue From Operations	**9,82,949.21**	7,36,324.65

Revenue from operations for the year ended March 31, 2018 are not comparable with current year since sales for current year is net of GST whereas revenue for previous year upto June 30, 2017 was inclusive of excise duty.

NOTES TO STANDALONE FINANCIAL STATEMENTS

(₹ lakhs)

Particulars		Year ended March 31, 2019	Year ended March 31, 2018
31.	**Other Income**		
	Interest income from investments and loans	**14,732.84**	12,999.75
	Other interest income	**898.53**	2,016.65
	Government grant	**500.33**	467.06
	Bad debts recovered	**21.40**	-
	Net gain on derivatives	**287.94**	5.14
	Net foreign currency gain	**4,666.16**	836.74
	Insurance claim received	**226.87**	425.70
	Other non operational income	**775.87**	2,506.56
	Total Other Income	**22,109.94**	19,257.60
32.	**Changes in Inventories of Finished Goods, Stock-in-Trade and Work-in-Progress**		
	Opening Stock		
	Finished goods	**49,965.37**	43,472.98
	Scrap	**5,642.20**	2,494.28
	Work in progress	**41,271.96**	28,364.29
		96,879.53	74,331.55
	Closing Stock		
	Finished goods	**64,447.07**	49,965.37
	Stock-in-trade	**252.09**	-
	Scrap	**6,323.21**	5,642.20
	Work in progress	**37,256.00**	41,271.96
		1,08,278.37	96,879.53
	Total Changes in Inventories of Finished Goods, Stock-in-Trade and Work-in-Progress	**(11,398.84)**	(22,547.98)
33.	**Employee Benefits Expense**		
	Salary and Wages	**51,588.89**	45,267.96
	Contribution to provident and other funds	**4,255.48**	4,210.04
	Workmen and staff welfare expenses	**1,872.51**	1,858.05
	Total Employee Benefits Expense	**57,716.88**	51,336.05
	Also refer Note 45		
34.	**Finance Costs**		
	Interest expense		
	Debentures	**3,515.28**	3,709.37
	Term loans	**15,700.48**	17,003.20
	Bank borrowings	**19,327.03**	13,305.25
	Finance lease	**57.54**	14.72
	Other interest	**430.71**	83.14
	Other finance cost	**168.15**	78.27
	Bank and finance charges	**5,080.27**	4,798.98
	Net (gain)/loss on derivatives	**279.35**	(459.16)
	Net foreign currency loss	**5,051.75**	2,977.22
	Total Finance Costs	**49,610.56**	41,510.99
	Refer Note 44 for borrowing cost capitalised		

NOTES TO STANDALONE FINANCIAL STATEMENTS

(₹ lakhs)

Particulars		**Year ended March 31, 2019**		Year ended March 31, 2018
35. Depreciation and Amortisation Expense				
Depreciation		**28,015.06**		25,505.28
Amortisation		**127.14**		111.33
Total Depreciation and Amortisation Expense		**28,142.20**		25,616.61
36. Other Expenses				
Stores and spares consumed		**23,878.12**		21,652.62
Power and fuel		**41,003.56**		33,385.24
Job work expenses		**4,347.36**		2,971.46
Mining expenses		**9,765.43**		7,545.71
Royalty expenses		**3,622.12**		2,445.34
Internal material handling charges		**8,958.67**		7,749.03
Other manufacturing expenses		**2,032.49**		2,015.52
Repairs to buildings		**236.53**		269.29
Repairs and maintenance to property, plant and equipment		**1,421.94**		1,043.04
Other repair and maintenance		**1,730.17**		1,518.14
Rent [refer Note 56]		**233.23**		353.79
Rates and taxes		**107.98**		115.63
Insurance		**566.40**		536.95
Water and electricity		**226.86**		241.04
Security expenses		**650.38**		586.79
Travelling and conveyance		**3,277.69**		2,998.51
Vehicle upkeep and maintenance		**275.82**		239.43
Postage and telephone		**329.38**		375.37
Legal and professional fees		**2,487.24**		1,723.20
Directors' meeting fees		**50.10**		26.30
Corporate social responsibility [refer Note 46(b)]		**884.31**		685.22
Charity and donation [includes ₹ 190.42 lakhs (March 31, 2018 ₹ 82.47 lakhs towards CSR expenses] [refer Note 46(b)]		**237.08**		83.84
Contribution to political parties		**1,000.31**		-
Auditors' remuneration [refer Note 46(a)]		**72.34**		63.71
Commission on sales		**1,030.39**		895.45
Advertisement		**101.33**		127.55
Forwarding charges (net)		**54,962.91**		42,408.06
Port charges and delivery duty		**3,283.35**		5,504.63
Liquidated damages		**71.95**		962.11
Bad debts written off		**745.22**		225.92
Provision for doubtful debts and advances	**2,302.28**		4,192.69	
Provision for doubtful debts and advances- reversed	**(3,203.50)**	**(901.22)**	-	4,192.69
Loss on sale/discard of property, plant and equipment and intangible assets (net)		**635.83**		1,264.63
Net (gain)/loss on derivatives		**972.82**		(376.43)
Net foreign currency gain		**(4,899.46)**		(2,609.71)
Miscellaneous expenses		**5,223.84**		3,739.05
Total Other Expenses		**1,68,622.47**		1,44,959.12

NOTES TO STANDALONE FINANCIAL STATEMENTS

37 Financial risk management

37.1 Financial risk factors

The Company's principal financial liabilities, other than derivatives, comprise borrowings, trade and other payables and financial guarantee contracts. The main purpose of these financial liabilities is to manage finances for the Company's operations. The Company has loans, trade and other receivables, cash and short-term deposits that arise directly from its operations. The Company also enters into derivative transactions. The Company's activities expose it to a variety of financial risks detailed below:

i) Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: currency rate risk, interest rate risk and other price risks, such as commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits, investments and derivative financial instruments. Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. This is based on the financial assets and financial liabilities held as at March 31, 2019 and March 31, 2018.

ii) Credit risk

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss.

iii) Liquidity risk

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses.

The Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Company's financial performance. The Company uses derivative financial instruments to hedge certain risk exposures. The Company does not acquire or issue derivative financial instruments for trading or speculative purposes.

Risk management is carried out by the treasury department under policies approved by the board of directors. The treasury team identifies, evaluates and hedges financial risks in close co-operation with the Company's operating units. The board provides principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, liquidity risk, use of derivative financial instruments and non-derivative financial instruments, and investment of excess liquidity.

Market Risk

The sensitivity analysis excludes the impact of movements in market variables on the carrying value of post-employment benefit obligations provisions and on the non-financial assets and liabilities. The sensitivity of the relevant Statement of Profit and Loss item is the effect of the assumed changes in the respective market risks. The Company's activities expose it to a variety of financial risks, including the effects of changes in foreign currency exchange rates and interest rates. The Company uses derivative financial instruments such as foreign exchange forward contracts of varying maturity depending upon the underlying contract and risk management strategy to manage its exposures to foreign exchange fluctuations and interest rate.

(a) Foreign exchange risk and sensitivity

The Company transacts business primarily in USD, Euro, GBP, OMR, JPY and other currencies. The Company has obtained foreign currency loans and has foreign currency trade payables and receivables and is therefore, exposed to foreign exchange risk. Certain transactions of the Company act as a natural hedge as a portion of both assets and liabilities are denominated in similar foreign currencies. For the remaining exposure to foreign exchange risk, the Company adopts a policy of selective hedging based on risk assessment of the management. Foreign exchange hedging contracts are carried at fair value.

NOTES TO STANDALONE FINANCIAL STATEMENTS

Exposure to foreign currency risk expressed in Indian rupees:-

(₹ lakhs)

Particulars	As at March 31, 2019								
	USD	**Euro**	**GBP**	**OMR**	**JPY**	**CHF**	**QAR**	**AUD**	**CAD**
Financial assets									
Trade receivables	37,272.79	841.45	-	2.13	-	-	-	-	-
Loans	17,757.73	5,590.39	-	-	-	-	-	-	-
Cash and cash equivalents	42.27	-	-	-	0.09	-	-	-	-
Financial liabilities									
Borrowings	1,23,844.20	-	-	-	-	-	-	-	-
Trade payables	10,439.23	781.95	0.53	29.63	-	-	0.21	2.48	-
Other financials liabilities	1,799.33	9.59	6.18	109.95	-	-	-	-	-
	(81,009.97)	**5,640.30**	**(6.71)**	**(137.45)**	**0.09**	**-**	**(0.21)**	**(2.48)**	**-**
Currency forward- buy/(sell)	-	(4,265.73)	-	-	-	-	-	-	-
Net exposure to foreign currency risk	**(81,009.97)**	**1,374.57**	**(6.71)**	**(137.45)**	**0.09**	**-**	**(0.21)**	**(2.48)**	**-**

(₹ lakhs)

Particulars	As at March 31, 2018								
	USD	**Euro**	**GBP**	**OMR**	**JPY**	**CHF**	**QAR**	**AUD**	**CAD**
Financial assets									
Trade receivables	52,340.45	1,550.17	-	2,312.63	-	-	-	-	-
Loans	15,672.90	5,485.96	-	-	-	-	-	-	-
Cash and cash equivalents	39.97	-	-	-	-	-	-	-	-
Financial liabilities									
Borrowings	1,06,229.54	-	-	-	-	-	-	-	-
Trade payables	8,485.12	539.82	0.24	92.92	12.27	4.35	0.19	2.53	6.32
Other financials liabilities	1,146.18	-	2.37	103.81	-	-	-	-	-
	(47,807.52)	**6,496.31**	**(2.61)**	**2,115.90**	**(12.27)**	**(4.35)**	**(0.19)**	**(2.53)**	**(6.32)**
Currency forward- buy/(sell)	16,734.82	(4,416.28)	-	-	-	-	-	-	-
Net exposure to foreign currency risk	**(31,072.70)**	**2,080.03**	**(2.61)**	**2,115.90**	**(12.27)**	**(4.35)**	**(0.19)**	**(2.53)**	**(6.32)**

The following table demonstrates the sensitivity in the USD, Euro, GBP, OMR, JPY and other currencies to the Indian Rupee with all other variables held constant. The impact on the Company's profit/(loss) before tax due to changes in fair value of monetary assets and liabilities is given below:

Particulars	Net monetary items in respective currency outstanding on reporting date (absolute amount)	Change in currency exchange rate	Effect on profit /(loss) before tax (₹ lakhs)
As at March 31, 2019			
USD	(11,71,51,077)	+ 5%	(4,050.50)
		- 5%	4,050.50
Euro	17,72,310	+ 5%	68.73
		- 5%	(68.73)
GBP	(7,446)	+ 5%	(0.34)
		- 5%	0.34
OMR	(76,491)	+ 5%	(6.87)
		- 5%	6.87
JPY	14,123	+ 5%	0.00
		- 5%	(0.00)
Others	(6,132)	+ 5%	(0.13)
		- 5%	0.13

NOTES TO STANDALONE FINANCIAL STATEMENTS

Particulars	Net monetary items in respective currency outstanding on reporting date (absolute amount)	Change in currency exchange rate	Effect on profit /(loss) before tax (₹ lakhs)
As at March 31, 2018			
USD	(4,76,79,453)	+ 5%	(1,553.63)
		- 5%	1,553.63
Euro	25,90,466	+ 5%	104.00
		- 5%	(104.00)
GBP	(2,855)	+ 5%	(0.13)
		- 5%	0.13
OMR	12,49,893	+ 5%	105.79
		- 5%	(105.79)
JPY	(20,01,138)	+ 5%	(0.61)
		- 5%	0.61
Others	(25,007)	+ 5%	(0.67)
		- 5%	0.67

The assumed movement in exchange rate sensitivity analysis is based on the management's assessment of currently observable market environment.

Summary of exchange difference accounted in Statement of Profit and Loss:

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Currency fluctuations		
Net foreign currency gain shown as other expenses	**(4,899.46)**	(2,609.71)
Net foreign currency losses shown as finance cost	**5,051.75**	2,977.22
Net foreign currency gain shown as other income	**(4,666.16)**	(836.74)
Derivatives		
Net gain on derivatives shown as other income	**(287.94)**	(5.14)
Net (gain)/losses on derivatives shown as other expenses	**972.82**	(376.43)
Net (gain)/losses on derivatives shown as finance cost	**279.35**	(459.16)
Total	**(3,549.64)**	(1,309.96)

(b) Interest rate risk and sensitivity

The Company's exposure to the risk of changes in market interest rates relates primarily to long term debt. The management maintains a portfolio mix of floating and fixed rate debt. Borrowings issued at variable rates expose the Company to cash flow interest rate risk. As at March 31, 2019, approximately 56.28% of the Company's borrowings are at a fixed rate of interest (March 31, 2018 59.86%). Borrowings issued at fixed interest rate exposes the Company to fair value interest rate risk.

With all other variables held constant, the following table demonstrates the impact of borrowing cost on floating rate portion of borrowings:

NOTES TO STANDALONE FINANCIAL STATEMENTS

Interest rate sensitivity	Increase/(decrease) in basis points	Effect on profit/(loss) before tax (₹ lakhs)
As at March 31, 2019		
INR borrowings	+50	(927.01)
	-50	927.01
As at March 31, 2018		
INR borrowings	+50	(824.35)
	-50	824.35
USD borrowings	+25	(41.84)
	-25	41.84

The assumed movement in basis points for interest rate sensitivity analysis is based on the management's assessment of currently observable market environment.

Interest rate and currency of borrowings:

(₹ lakhs)

Particulars	Total borrowings	Floating rate borrowings	Fixed rate borrowings	Weighted average interest rate (%)
INR	2,93,676.05	1,82,551.33	1,11,124.72	9.72%
USD	1,23,844.20	-	1,23,844.20	3.49%
Total as at March 31, 2019	**4,17,520.25**	**1,82,551.33**	**2,34,968.92**	
INR	3,38,547.77	1,61,977.00	1,76,570.77	9.15%
USD	1,05,934.59	16,439.87	89,494.72	2.64%
Total as at March 31, 2018	**4,44,482.36**	**1,78,416.87**	**2,66,065.49**	

(c) Commodity price risk and sensitivity

The Company is exposed to the movement in price of key raw materials in domestic and international markets. The Company has in place policies to manage exposure to fluctuations in the prices of the key raw materials used in operations. For procurement of material, majority of transactions have short term fixed price contract. Further to minimise the risk of import, the Company enter into foreign exchange forward contracts.

Credit risk

Credit risk arises from cash and cash equivalents, contractual cash flows of debt investments carried at amortised cost, deposited with banks, credit exposures from customers including outstanding receivables and other financial instruments.

Trade receivables and contract assets

The Company extends credit to customers in normal course of business. The Company considers factors such as credit track record in the market and past dealings for extension of credit to customers. The Company monitors the payment track record of the customers. Outstanding customer receivables are regularly monitored. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets. The Company has obtained advances and security deposits from its customers & distributors, which mitigate the credit risk to an extent.

Provision for expected credit losses (ECL)

The Company extends credit to customers as per the internal credit policy. Any deviation are approved by appropriate authorities, after due consideration of the customers credentials and financial capacity, trade practices and prevailing business and economic conditions. The Company's historical experience of collecting receivables and the level of default indicate that credit risk is low and generally uniform across markets; consequently, trade receivables are considered to be a single class of financial assets. All overdue customer balances are evaluated taking into account the age of the dues, specific credit circumstances, the track record of the customers etc. Loss allowances and impairment is recognised as pe the Company policy.

Others

All of the entity's debt investments and certain loans at amortised cost are considered to have low credit risk. For cash and cash equivalents and deposit held with banks, the Company considers factors such as track record, size of the institution, market reputation and service standards to select the banks with which balances and deposits are maintained. Generally, the balances are maintained with the institutions with which the Company has also availed borrowings. The Company does not maintain significant cash and deposit balances other than those required for its day to day operations.

There are no receivables which have significant increase in credit risk or credit impaired.

NOTES TO STANDALONE FINANCIAL STATEMENTS

The ageing of trade receivable and allowance for doubtful debts/expected credit loss are provided below:

(₹ lakhs)

Particulars	Neither due nor impaired	Past due			Total
		upto 6 months	6 to12 months	above 12 months	
As at March 31, 2019					
Non-Current					
Unsecured					
Others	776.90	8.62	-	11.96	797.48
Total	**776.90**	**8.62**	**-**	**11.96**	**797.48**
Current					
Secured					
Others	23,461.62	9,272.95	423.23	1.81	33,159.61
Unsecured					
Related Parties	5,431.68	337.55	1,295.48	2,803.10	9,867.81
Others	1,02,791.91	27,350.14	7,837.87	6,083.01	1,44,062.93
Gross Total	**1,31,685.21**	**36,960.64**	**9,556.58**	**8,887.92**	**1,87,090.35**
Less: Allowance for doubtful debts					
Related Parties	0.28	9.63	161.84	250.87	422.62
Others	-	175.60	171.06	96.80	443.46
Net Total	**1,31,684.93**	**36,775.41**	**9,223.68**	**8,540.25**	**1,86,224.27**
Expected credit loss rate (average)	0.00%	0.50%	3.48%	3.91%	0.46%
As at March 31, 2018					
Non-Current					
Unsecured					
Others	725.82	-	-	-	725.82
Total	**725.82**	**-**	**-**	**-**	**725.82**
Current					
Secured					
Others	37,705.14	5,801.20	360.17	10.62	43,877.13
Unsecured					
Related Parties	5,619.85	5,864.65	630.52	125.14	12,240.16
Others	66,858.77	33,130.65	3,436.48	6,523.43	1,09,949.33
Gross Total	**1,10,183.76**	**44,796.50**	**4,427.17**	**6,659.19**	**1,66,066.62**
Less: Allowance for doubtful debts					
Related Parties	1.03	243.14	116.50	33.17	393.84
Others	4.72	992.66	56.15	362.02	1,415.55
Net Total	**1,10,178.01**	**43,560.70**	**4,254.52**	**6,264.00**	**1,64,257.23**
Expected credit loss rate (average)	**0.01%**	**2.76%**	**3.90%**	**5.93%**	**1.08%**

The movement of the expected loss provision (allowance for bad and doubtful receivables) made by the Company are as under:

(₹ lakhs)

Particulars	Trade receivables
Loss allowance as at April 1, 2017	1,049.99
Add: Provisions made	1,261.80
Less: Utilisation	502.40
Loss allowance as at March 31, 2018	**1,809.39**
Add: Provisions made	1,872.89
Less: Utilisation	2,816.20
Loss allowance as at March 31, 2019	**866.08**

The Company has made net provision of ₹ 787.66 lakhs (March 31, 2018 ₹ Nil) and ₹ 16.25 lakhs (March 31, 2018 ₹ 9.71 lakhs) for loans and other receivables respectively.

NOTES TO STANDALONE FINANCIAL STATEMENTS

Liquidity risk

The Company's objective is to maintain optimum levels of liquidity to meet its cash and collateral requirements at all times. The Company relies on a mix of borrowings, capital infusion and excess operating cash flows to meet its needs for funds. The current committed lines of credit are sufficient to meet its short to medium term expansion needs. The Company monitors rolling forecasts of its liquidity requirements to ensure it has sufficient cash to meet operational needs while maintaining sufficient headroom on its undrawn committed borrowing facilities at all times so that the Company does not breach borrowing limits or covenants (where applicable) on any of its borrowing facilities.

The table below provides undiscounted cash flows towards non-derivative financial liabilities and net-settled derivative financial liabilities into relevant maturity based on the remaining period at the balance sheet to the contractual maturity date.

The Company is required to maintain ratios as per loan agreements. In the event of failure to meet any of these ratios these loans become callable at the option of lenders, except where exemption is provided by lender. The Company aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches of the financial covenants of any interest bearing loans and borrowing for reported periods.

As at March 31, 2019

(₹ lakhs)

Particulars	On Demand/ overdue	Less than 6 months	6 to 12 months	> 1 years	Total
Interest bearing borrowings (including current maturities)	-	2,45,880.09	10,569.09	1,71,781.70	4,28,230.88
Other liabilities	1,915.52	13,845.87	2,294.70	2,952.17	21,008.26
Trade payables	8,431.17	1,48,500.16	328.37	-	1,57,259.70
Total	**10,346.69**	**4,08,226.12**	**13,192.16**	**1,74,733.87**	**6,06,498.84**

As at March 31, 2018

(₹ lakhs)

Particulars	On Demand/ overdue	Less than 6 months	6 to 12 months	> 1 years	Total
Interest bearing borrowings (including current maturities)	-	2,52,107.65	13,434.99	1,88,356.46	4,53,899.10
Financial derivatives	-	-	181.39	-	181.39
Other liabilities	667.49	12,269.46	3,249.32	2,952.17	19,138.44
Trade payables	5,034.11	31,870.43	983.90	-	37,888.44
Total	**5,701.60**	**2,96,247.54**	**17,849.60**	**1,91,308.63**	**5,11,107.37**

Unused line of credit #

The Company had access to the following undrawn borrowing facilities:

(₹ lakhs)

Particulars	**As at March 31, 2019**		As at March 31, 2018	
	Total	**Available in next one year**	Total	Available in next one year
Secured (cash credit and other facilities)	**78,626.25**	**78,626.25**	1,02,430.99	1,02,430.99
Unsecured (PCFC and other facilities)	**431.81**	**431.81**	709.55	709.55
Total	**79,058.06**	**79,058.06**	1,03,140.54	1,03,140.54

#Excluding non fund based facilities.

37.2 Competition risk

The Company faces competition from local and foreign competitors. Nevertheless, it believes that it has competitive advantage in terms of high quality products and by continuously upgrading its expertise and range of products to meet the needs of its customers.

NOTES TO STANDALONE FINANCIAL STATEMENTS

37.3 Capital risk management

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The primary objective of the Company's capital management is to maximize the shareholder value. The Company's primary objective when managing capital is to ensure that it maintains an efficient capital structure and healthy capital ratios and safeguard the Company's ability to continue as a going concern in order to support its business and provide maximum returns for shareholders. The Company also proposes to maintain an optimal capital structure to reduce the cost of capital. No changes were made in the objectives, policies or processes during the year ended March 31, 2019 and year ended March 31, 2018.

The Company monitors capital using gearing ratio, which is net debt divided by sum of capital and net debt.

For the purpose of the Company's capital management, capital includes equity share capital and other equity as per the balance sheet. Net debt includes, interest bearing loans and borrowings less cash and cash equivalents.

During FY 2018-19, the Company's strategy was to maintain a gearing ratio within 35% to 45%. The gearing ratios at March 31, 2019 and March 31, 2018 are as follows:

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
Loans and borrowings	**4,17,520.25**	4,44,482.36
Less: cash and cash equivalents	**6,127.82**	926.49
Net debt (A)	**4,11,392.43**	4,43,555.87
Total capital	**6,36,550.85**	5,91,302.69
Capital and net debt (B)	**10,47,943.28**	10,34,858.56
Gearing ratio (A/B)	**39%**	43%

Dividend paid and proposed during the year

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Dividend paid for equity shareholders @ ₹ 1.20 (March 31, 2018 ₹ 1) per share (excluding DDT)	**3,837.09**	3,197.57
Dividend distribution tax (DDT) on above dividend	**788.72**	650.95
Dividend proposed for equity shareholders @ ₹ 2 (March 31, 2018 ₹ 1.20) per share (excluding DDT)	**6,395.15**	3,837.09
Dividend distribution tax (DDT) on above proposed dividend	**1,314.54**	788.72

38. Fair value of financial assets and liabilities

The below table provides the carrying amounts and fair value of the financial instruments recognised basis category in the financial statements.

(₹ lakhs)

Particulars	As at March 31, 2019		As at March 31, 2018	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial assets designated at fair value through profit and loss				
Derivatives- not designated as hedging instruments				
- Forward contracts	**188.33**	**188.33**	279.35	279.35
Investment in equity instrument	**0.56**	**0.56**	0.56	0.56
Financial assets designated at amortised cost				
Fixed deposits with banks	**5,853.63**	**5,853.63**	3,684.93	3,684.93
Cash and bank balances	**6,127.82**	**6,127.82**	926.49	926.49
Investment	**13,422.15**	**13,422.15**	11,812.34	11,812.34
Trade receivables (net of provision)	**1,87,021.75**	**1,87,021.75**	1,64,983.05	1,64,983.05
Loans	**1,46,527.50**	**1,46,527.50**	1,27,292.62	1,27,292.62
Other financial assets	**8,092.79**	**8,092.79**	7,256.24	7,256.24
	3,67,234.53	**3,67,234.53**	3,16,235.58	3,16,235.58

NOTES TO STANDALONE FINANCIAL STATEMENTS

(₹ lakhs)

Particulars	As at March 31, 2019		As at March 31, 2018	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial liabilities designated at fair value through profit and loss				
Derivatives- not designated as hedging instruments				
- Forward contracts	-	-	181.39	181.39
Financial liabilities designated at amortised cost				
Borrowings- fixed rate	**2,34,968.92**	**2,34,968.92**	2,66,065.49	2,65,641.60
Borrowings- floating rate	**1,82,551.33**	**1,82,551.33**	1,78,416.87	1,78,416.87
Trade payables	**1,57,259.70**	**1,57,259.70**	37,888.44	37,888.44
Other financial liabilities	**21,008.26**	**21,008.26**	19,138.44	19,138.44
	5,95,788.21	**5,95,788.21**	5,01,690.63	5,01,266.74

Fair valuation techniques

The Company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant available data. The fair values of the financial assets and liabilities represents the amount 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 following methods and assumptions were used to estimate the fair values:

1) Fair value of cash, bank and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

2) Long-term fixed-rate and variable-rate loans/ borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values. For fixed interest rate borrowing fair value is determined by using the discounted cash flow (DCF) method using discount rate that reflects the Company's borrowings rate. Risk of non-performance for the company is considered to be insignificant in valuation.

3) The fair values of derivatives are estimated by using pricing models, where the inputs to those models are based on readily observable market parameters basis contractual terms, period to maturity, and market parameters such as interest rates, foreign exchange rates, and volatility. These models do not contain a high level of subjectivity as the valuation techniques used do not require significant judgement, and inputs thereto are readily observable from actively quoted market prices. Management has evaluated the credit and non-performance risks associated with its derivative counterparties and believe them to be insignificant and not warranting a credit adjustment.

Fair Value hierarchy

The following table provides the fair value measurement hierarchy of Company's asset and liabilities, grouped into Level 1 to Level 3 as described below:

Level 1: It includes fair value of financial instruments traded in active markets and are based on quoted market prices at the balance sheet date like mutual funds. The mutual funds are valued using the closing net assets value (NAV) as at the balance sheet date.

Level 2: It includes fair value of the financial instruments that are not traded in an active market like over-the-counter derivatives, which is valued by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on the company specific estimates. If all significant inputs required to fair value an instrument are observable then instrument is included in level 2.

Level 3: Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs). If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

NOTES TO STANDALONE FINANCIAL STATEMENTS

The following table provides the fair value measurement hierarchy of Company's asset and liabilities, grouped into Level 1 to Level 2 as described below:-

Assets / liabilities measured at fair value (accounted)

(₹ lakhs)

Particulars	As at March 31, 2019		
	Level 1	Level 2	Level 3
Financial assets			
Derivatives- not designated as hedging instruments			
- Forward contracts	-	188.33	-
Investment in equity instrument	-	0.56	-

(₹ lakhs)

Particulars	As at March 31, 2018		
	Level 1	Level 2	Level 3
Financial assets			
Derivatives- not designated as hedging instruments			
- Forward contracts	-	279.35	-
Investment in equity instrument	-	0.56	-
Financial liabilities			
Derivatives- not designated as hedging instruments			
- Forward contracts	-	181.39	-

Assets/liabilities recognised at amortised cost for which fair value is disclosed

(₹ lakhs)

Particulars	As at March 31, 2019		
	Level 1	Level 2	Level 3
Financial liabilities			
Borrowings- fixed rate	-	2,34,968.92	-
Other financial liabilities	-	21,008.26	-

(₹ lakhs)

Particulars	As at March 31, 2018		
	Level 1	Level 2	Level 3
Financial liabilities			
Borrowings- fixed rate	-	2,65,641.60	-
Other financial liabilities	-	19,138.44	-

During the year ended March 31, 2019 and year ended March 31, 2018, there were no transfers between Level 1 and Level 2 fair value measurements. Further there is no transfer in or out and also no balance under level 3 fair value measurements.

NOTES TO STANDALONE FINANCIAL STATEMENTS

Following table describes the valuation techniques used and key inputs to valuation for level 2 of the fair value hierarchy as at March 31, 2019 and March 31, 2018, respectively:

Assets / liabilities measured at fair value

Particulars	Fair value hierarchy	Valuation technique	Inputs used
Financial assets			
Derivatives- not designated as hedging instruments			
- Forward contracts	Level 2	Market valuation techniques	Forward foreign currency exchange rates, Interest rates to discount future cash flow
- Interest rate swaps	Level 2	Market valuation techniques	Prevailing/forward interest rates in market, Interest rates to discount future cash flow
Financial liabilities			
Derivatives- not designated as hedging instruments			
- Forward contracts	Level 2	Market valuation techniques	Forward foreign currency exchange rates, Interest rates to discount future cash flow
- Interest rate swaps	Level 2	Market valuation techniques	Prevailing/forward interest rates in market, Interest rates to discount future cash flow

Assets / liabilities for which fair value is disclosed

Particulars	Fair value hierarchy	Valuation technique	Inputs used
Financial liabilities			
Other borrowings- fixed rate	Level 2	Discounted Cash Flow	Prevailing interest rates in market, Future payouts
Other financial liabilities	Level 2	Discounted Cash Flow	Prevailing interest rates to discount future cash flows

39. Segment Information

The Company is engaged into manufacturing of iron and steel pipes and pellets. The Group CEO of the Company has been identified as the Chief operating decision maker (CODM), who evaluates the Company performance, allocate resources based on the analysis of the various performance indicator of the Company as a single unit. Therefore there is no reportable segment for the Company as per the requirements of Ind AS 108- Operating Segments.

a) Information about geographical segment

The Company's operations are located in India. The following table provides an analysis of the Company's sales by geography in which the customer is located, irrespective of the origin of the goods and non-current assets other than financial instruments on the basis of location of the assets.

(₹ lakhs)

Particulars	2018-19			2017-18		
	Within India	**Outside India**	**Total**	Within India	Outside India	Total
Revenue from Operations:						
Continued Operations	**7,59,857.45**	**2,23,091.76**	**9,82,949.21**	5,99,645.70	1,36,678.95	7,36,324.65
Discontinued Operations	**-**	**-**	**-**	505.46	-	505.46
Non current Assets	**5,95,151.38**	**-**	**5,95,151.38**	5,76,806.79	3.84	5,76,810.63

b) Information about major customers

No customer individually accounted for more than 10% of the revenue.

NOTES TO STANDALONE FINANCIAL STATEMENTS

40 a) Disaggregation of revenue from contracts with customers:

The Company derives revenue at point in time from sale of goods and over time from sale of services- job work. The Company's operations are located in India. Company's sales by geography is determined on the basis of location of customers. Below are the details for revenue from customers:

(₹ lakhs)

Particulars	Sale of goods		Sale of services	
	Finished goods		Job work/Vessel hire charges	
	Within India	Outside India	Within India	Outside India
Year ended March 31, 2019				
Continued Operations	7,03,613.71	2,22,917.53	15,064.84	172.72
Discontinued Operations	-	-	-	-
Year ended March 31, 2018				
Continued Operations	5,43,275.15	1,35,787.23	24,729.36	891.73
Discontinued Operations	-	-	505.46	-

b) Assets and liabilities related to contracts with customers:

The Company has recognised following assets related to contracts with customers.

Contract assets:

Particulars	(₹ lakhs)
As at March 31, 2019	
Opening balance	
Add: Recognised during the year	750.04
Less: Loss allowance	-
Closing balance	**750.04**

c) Contract acquisition costs related to contracts with customers:

The Company recognise performance bank guarantee charges incurred for contract with customers amortised as per fulfilment of performance obligation.

Contract acquisition costs:

Particulars	(₹ lakhs)
Year ended March 31, 2019	
Opening balance	-
Add: Cost incurred	1,136.46
Less: Charged to Profit and Loss	530.12
Closing balance	**606.34**

41 Micro and small enterprises

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
a. Principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year;		
i. Principal	**414.12**	943.30
ii. Interest	**-**	-
b. Interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	**-**	-
c. Amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	**-**	-

NOTES TO STANDALONE FINANCIAL STATEMENTS

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
d. Amount of interest accrued and remaining unpaid at the end of each accounting year,	-	-
e. Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

42. Derivative financial instruments

The Company uses foreign currency forward contracts to manage some of its foreign currency transaction exposure. The details of derivative financial instruments are as follows:

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
Assets		
Currency forward/swaps (sell foreign currency)	**188.33**	279.35
Total	**188.33**	279.35
Liabilities		
Currency forward/swaps (sell foreign currency)	**-**	181.39
Total	**-**	181.39
Bifurcation of above derivative instruments in current and non-current:		
Other current financial assets	**188.33**	279.35
Other current financial liabilities	**-**	181.39

Composite swaps

The Company has composite swap, to offset the risk of variation in interest rate and currency fluctuations. Outstanding amortised notional value of loan for composite swap contracts was US$ Nil million and US$ 25.68 million as on March 31, 2019 and March 31, 2018 respectively.

Forward contracts

The Company has foreign currency sale forward contracts to offset the risk of currency fluctuations on inter corporate loan. As at March 31, 2019 and March 31, 2018 outstanding contracts are for sale of Euro 5.5 million.

43 Deferred income tax

The analysis of deferred tax assets and deferred tax liabilities dealt in the statement of profit and loss is as follows.

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Book base and tax base of property, plant and equipment and intangible assets	**1,991.29**	5,627.78
(Disallowance)/allowance (net) under income tax	**98.07**	(5,582.98)
Brought forward losses set-off	**-**	1,391.38
	2,089.36	1,436.18
Minimum alternate tax (MAT) credit entitlement/(utilisation)	**-**	3,344.23
Total	**2,089.36**	4,780.41

Component of tax accounted in Other Comprehensive Income

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Component of OCI		
Deferred tax credit/(expense) on defined benefit	**(71.61)**	99.22

NOTES TO STANDALONE FINANCIAL STATEMENTS

Deferred tax liabilities (net)

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
Temporary difference		
(i) Deferred tax liability		
(i) Difference between book & tax base related to property, plant and equipment and intangible assets	**92,591.48**	90,600.19
(ii) Expenses allowed under income tax but deferred in books	**749.87**	1,522.54
Total deferred tax liabilities	**93,341.35**	92,122.73
(ii) Deferred tax assets		
(i) Disallowance under income tax act	**5,680.85**	6,626.50
(ii) Carried forward losses	**2,803.27**	2,803.29
(iii) Finance lease receivable	**976.69**	830.15
Total deferred tax assets	**9,460.81**	10,259.94
(iii) Net liabilities of temporary differences (i-ii)	**83,880.54**	81,862.79
(iv) MAT credit entitlement	**(29,351.82)**	(35,932.63)
(v) Net deferred tax liabilities (iii-iv)	**54,528.72**	45,930.16

44. Borrowing cost and currency fluctuations capitalised

a) Borrowing cost

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Borrowing cost capitalised	**42.54**	-
Interest rate	**3.16% p.a. to 3.54% p.a.**	-

b) Foreign currency fluctuation

The Company has capitalised exchange gain fluctuation to property, plant and equipment amounting to ₹ 28.39 lakhs (March 31, 2018 ₹ 105.47 lakhs).

45. Employee Benefit Obligations

The Company has certain defined contribution plans. Contributions are made to provident fund in India for employees at the rate of 12% of basic salary as per regulations. The contributions are made to registered provident fund administered by the government. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation. Refer table below for the expense recognised during the period towards defined contribution plan:

1. Expense recognised for defined contribution plan

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Company's contribution to provident fund	**2,409.02**	2,123.42
Company's contribution to ESI	**56.58**	52.54
Company's contribution to other funds	**50.15**	34.19
Total	**2,515.75**	2,210.15

2. Below tables sets forth the changes in the projected benefit obligation and plan assets and amounts recognised in the standalone Balance Sheet as at March 31, 2019 and March 31, 2018, being the respective measurement dates:

NOTES TO STANDALONE FINANCIAL STATEMENTS

2.a. Movement in Defined Benefit Obligations

(₹ lakhs)

Particulars	Gratuity (funded)	Leave Encashment (unfunded)
Present value of obligation - April 1, 2017	9,258.61	4,273.38
Current service cost	1,122.57	673.77
Past Service Cost	470.22	-
Interest cost	717.54	331.19
Benefits paid	(216.11)	(499.71)
Remeasurements - actuarial loss/ (gain)	(258.01)	(51.86)
Present value of obligation - March 31, 2018	**11,094.82**	**4,726.77**
Present value of obligation - April 1, 2018	11,094.82	4,726.77
Current service cost	1,245.71	725.00
Interest cost	859.85	366.32
Benefits paid	(255.51)	(645.46)
Remeasurements - actuarial loss/ (gain)	301.35	295.20
Present value of obligation - March 31, 2019	**13,246.22**	**5,467.83**

2.b. Movement in plan assets – gratuity

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Fair value of plan assets at beginning of year	**5,648.56**	4,770.72
Expected return on plan assets	**437.76**	369.73
Employer contributions	**2,041.70**	698.29
Benefits paid	**(255.51)**	(216.11)
Actuarial gain / (loss)	**96.43**	25.93
Fair value of plan assets at end of year	**7,968.94**	5,648.56
Present value of obligation	**13,246.22**	11,094.82
Net funded status of plan #	**(5,277.28)**	(5,446.26)
Actual return on plan assets	**534.19**	395.66

The Company has no legal obligation to settle the deficit in the funded plans with an immediate contribution or additional one off contributions. The Company intends to continue to contribute the defined benefit plans in line with the actuary's latest recommendations.

2.c. Recognised in statement of profit and loss

(₹ lakhs)

Particulars	Gratuity	Leave Encashment
Current Service cost	1,122.57	673.77
Past Service Cost	470.22	-
Interest cost	717.54	331.19
Expected return on plan assets	(369.73)	
Remeasurement - Actuarial loss/(gain)		(51.86)
For the year ended March 31, 2018	**1,940.60**	**953.10**
Actual return on plan assets	395.66	
Current Service cost	1,245.71	725.00
Past Service Cost	-	-
Interest cost	859.85	366.32
Expected return on plan assets	(437.76)	
Remeasurement - Actuarial loss/(gain)		295.20
For the year ended March 31, 2019	**1,667.80**	**1,386.52**
Actual return on plan assets	534.19	

NOTES TO STANDALONE FINANCIAL STATEMENTS

2.d. Recognised in other comprehensive income

(₹ lakhs)

Particulars	Gratuity
Remeasurement - Actuarial loss/(gain)	(283.94)
For the year ended March 31, 2018	(283.94)
Remeasurement - Actuarial loss/(gain)	204.92
For the year ended March 31, 2019	204.92

2.e. The principal actuarial assumptions used for estimating the Company's defined benefit obligations are set out below:

Particulars	As at March 31, 2019	As at March 31, 2018
Attrition rate	**5.00% PA**	5.00% PA
Discount rate	**7.75% PA**	7.75% PA
Expected rate of increase in salary	**11% PA**	11% PA
Expected rate of return on plan assets	**7.75% PA**	7.75% PA
Mortality rate	**IALM 2006-08 Ultimate**	IALM 2006-08 Ultimate
Average future service of employees (years)	**21.20**	22.00

The assumption of future salary increase takes into account the inflation, seniority, promotion and other relevant factors such as supply and demand in employment market.

2.f. Sensitivity analysis:

As at March 31, 2019

(₹ lakhs)

Particulars	Change in assumption	Effect on gratuity obligation
Discount rate	+1%	11,900.87
	-1%	14,832.33
Salary Growth rate	+1%	14,756.20
	-1%	11,938.14
Withdrawal Rate	+1%	12,924.74
	-1%	13,614.89

As at March 31, 2018

(₹ lakhs)

Particulars	Change in assumption	Effect on gratuity obligation
Discount rate	+1%	9,942.56
	-1%	12,464.70
Salary growth rate	+1%	12,397.43
	-1%	9,975.89
Withdrawal rate	+1%	10,811.21
	-1%	11,420.86

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (projected unit credit method) has been applied as when calculating the defined benefit obligation recognised within the Balance Sheet. The method and types of assumption used in preparing the sensitivity analysis did not change as compared to the previous year.

NOTES TO STANDALONE FINANCIAL STATEMENTS

2.g. History of experience adjustments is as follows:

(₹ lakhs)

Particulars	Gratuity
For the year ended March 31, 2018	
Plan Liabilities - (loss)/gain	(519.40)
Plan Assets - (loss)/gain	25.93
For the year ended March 31, 2019	
Plan Liabilities - (loss)/gain	(301.34)
Plan Assets - (loss)/gain	96.43

2.h. Expected contribution during the next annual reporting period

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Company's best estimate of Contribution to post employment benefit plans for the next year	**1,071.83**	1,010.72

2.i. Maturity profile of defined benefit obligation

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Weighted average duration (based on discounted cash flows) in years	**17.00**	18.00

2.j. Estimate of expected benefit payments (In absolute terms i.e. undiscounted)

(₹ lakhs)

Particulars	Gratuity
01 Apr 2019 to 31 Mar 2020	905.93
01 Apr 2020 to 31 Mar 2021	639.80
01 Apr 2021 to 31 Mar 2022	655.33
01 Apr 2022 to 31 Mar 2023	679.88
01 Apr 2023 to 31 Mar 2024	642.16
01 Apr 2024 Onwards	6,274.73

2.k. Employee benefit provision

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Gratuity	**5,277.28**	5,446.26
Leave encashment	**5,467.83**	4,726.77
Total	**10,745.11**	10,173.03

The following table sets out the funded status of the plan and the amounts recognised in the Company's balance sheet.

2.l. Current and non-current provision for gratuity and leave encashment

As at March 31, 2019

(₹ lakhs)

Particulars	Gratuity (funded)	Leave Encashment (unfunded)
Current provision	887.84	386.88
Non current provision	4,389.44	5,080.95
Total Provision	**5,277.28**	**5,467.83**

NOTES TO STANDALONE FINANCIAL STATEMENTS

As at March 31, 2018

(₹ lakhs)

Particulars	Gratuity (funded)	Leave Encashment (unfunded)
Current provision	717.15	331.14
Non- current provision	4,729.11	4,395.63
Total Provision	**5,446.26**	**4,726.77**

2.m. Employee benefit expenses

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Salaries and Wages (excluding leave encashment)	**50,204.78**	44,321.08
Costs-defined benefit plan	**1,739.73**	1,999.90
Costs-defined contribution plan (including leave encashment)	**3,899.86**	3,157.02
Welfare expenses	**1,872.51**	1,858.05
Total	**57,716.88**	51,336.05

(Figures in no.)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Average no. of people employed	**7,123**	7,171

OCI presentation of defined benefit plan

Gratuity is in the nature of defined benefit plan, Accordingly, re-measurement gains and losses on gratuity is presented under OCI as an Item that will not be reclassified to profit and loss alongwith income tax effect on the same.

Presentation in Statement of Profit & Loss and Balance Sheet

Expense for service cost, net interest cost and expected return on plan assets is charged to Statement of Profit & Loss.

Actuarial liability for leave encashment and gratuity is shown as current and non-current provision in balance sheet.

The Company has taken policy from an insurance company for managing gratuity fund. The major categories of plan assets for the year ended March 31, 2018 and March 31, 2019 has not been provided by the insurance company. Accordingly, the disclosure for major categories of plan assets has not been provided.

Risk exposure

The Company has taken gratuity policies from an insurance company. Contribution towards policies are done annually basis demand from the insurance company.

The insurance policy is non participating variable insurance plan and will not participate in the profits of the insurance company.

These policies provide for minimum floor rate (MFR), i.e. a guaranteed interest rate that the policy account will earn during the entire policy term. In addition to MFR the insurance company shall also declare a non-zero positive additional interest rate (AIR) at the beginning of every financial quarter on the policy account and AIR shall remain guaranteed for that financial quarter. In addition to this, the policy also earns residual addition.

Through its defined benefit plans, the Company is exposed to a number of risks, the most significant of which are detailed below:

Asset volatility

This may arise from volatility in asset values due to market fluctuations. Most of the plan asset investments are in fixed income securities.

Changes in government bond yields

The plan liabilities are calculated using a discount rate set with reference to government bond yields. A decrease in government bond yields will increase plan liabilities and vice-versa, although this will be partially offset by an increase in the value of the plans' holdings in such bonds.

Salary Cost Inflation Risk

The present value of the Defined Benefit Plan liability is calculated with reference to the future salaries of participants under the Plan. Increase in salary due to adverse inflationary pressures might lead to higher liabilities.

NOTES TO STANDALONE FINANCIAL STATEMENTS

46. Other disclosures

a) Auditors' remuneration

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
i. Audit fee	**46.00**	45.92
ii. Tax audit fee	**4.00**	-
iii. Certification/others	**13.59**	9.91
iv. Out of pocket expenses	**8.75**	7.88
Total	**72.34**	63.71

b) Corporate social responsibility

Details of expenditure on corporate social responsibility activities as per Section 135 of the Companies Act, 2013 read with schedule III are as below:

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Amount required to be spent	**1,026.26**	913.48

Details of amount spent

(₹ lakhs)

Particulars	Year ended March 31, 2019			Year ended March 31, 2018		
	Total	In cash	Yet to be paid	Total	In cash	Yet to be paid
Eradicating hunger, preventive health care and sanitation	**632.52**	**608.21**	**24.31**	41.22	30.66	10.56
Making available safe drinking water	**0.40**	**0.40**	**-**	-	-	-
Livelihood enhancement projects	**196.48**	**165.13**	**31.35**	592.47	592.47	-
Promoting education	**162.53**	**162.24**	**0.29**	-	-	-
Expenses for differently abled	**0.20**	**0.20**	**-**	80.27	80.01	0.26
Hostel for women	**10.00**	**10.00**	**-**	-	-	-
Facilities for senior citizens	**2.24**	**2.24**	**-**	-	-	-
Animal welfare	**50.20**	**49.14**	**1.06**	51.73	50.88	0.85
Conservation of natural resources	**5.46**	**5.46**	**-**	-	-	-
Agroforestry	**1.85**	**1.85**	**-**	-	-	-
Measures for benefit of armed forces, war widows	**0.51**	**0.51**	**-**	2.00	2.00	-
Community welfare	**1.50**	**1.50**	**-**	-	-	-
Rural development	**10.84**	**10.84**	**-**	-	-	-
Total	**1,074.73**	**1,017.72**	**57.01**	767.69	756.02	11.67

NOTES TO STANDALONE FINANCIAL STATEMENTS

c) Disclosure as per amendments to clause 34(3) and 53(f) Schedule V of the listing agreement:

(A) Loans to subsidiaries:

(₹ lakhs)

S. No.	Name of Company	Amount outstanding as at March 31, 2019	Maximum Balance outstanding during the year 2018-19	Amount outstanding as at March 31, 2018	Maximum Balance outstanding during the year 2017-18
i.	S.V. Trading Limited	4,505.33	4,505.33	3,975.58	3,975.58
ii.	IUP Jindal Metals & Alloys Limited	-	-	-	810.14
iii.	Ralael Holdings Limited	5,590.39	5,590.39	5,485.96	5,485.96
iv.	Jindal ITF Limited	83,908.81	83,908.81	68,598.30	68,598.30
v.	Jindal Saw Holdings FZE	13,252.40	13,252.40	11,694.14	11,694.14
vi.	Jindal Shipyards Limited	-	-	-	14.00
vii.	Jindal Tubular (India) Limited	-	450.00	-	6,474.00
	Total	**1,07,256.93**	**1,07,706.93**	**89,753.98**	**97,052.12**

(B) Loans to associate:

(₹ lakhs)

S. No.	Name of Company	Amount outstanding as at March 31, 2019	Maximum Balance outstanding during the year 2018-19	Amount outstanding as at March 31, 2018	Maximum Balance outstanding during the year 2017-18
i	Jindal Fittings Limited	-	-	-	126.66
	Total	**-**	**-**	**-**	**126.66**

(c) Loans to companies in which directors are interested:

(₹ lakhs)

S. No.	Name of Company	Amount outstanding as at March 31, 2019	Maximum Balance outstanding during the year 2018-19	Amount outstanding as at March 31, 2018	Maximum Balance outstanding during the year 2017-18
i	Colorado Trading Company Limited	-	195.26	183.21	183.21
ii	Stainless Investments Limited	-	-	-	481.93
iii	Jindal Equipment Leasing and Consultancy Services Limited	-	-	-	100.57
iv	JITF Urban Infrastructure Services Limited	17,518.19	17,518.19	15,940.12	15,940.12
	Total	**17,518.19**	**17,713.45**	**16,123.33**	**16,705.83**

d) Details of loans given, investment made and guarantees given, covered u/s 186(4) of the Companies Act 2013.

- Loans given and investment made are given under the respective heads.
- Corporate guarantees have been issued on behalf of subsidiary companies, details of which are given in related party transactions. Refer Note 47.

NOTES TO STANDALONE FINANCIAL STATEMENTS

47. Related party transactions

In accordance with the requirements of IND AS 24, Related Party Disclosures, name of the related party, related party relationship, transactions and outstanding balances including commitments where control exits and with whom transactions have taken place during reported periods (including transactions with respect to discontinued operations), are provided below:

Related party name and relationship

1. Key Management Personnel

S. No.	Name	Designation
1	Mr. Prithavi Raj Jindal	Chairman-Non Executive Director
2	Ms. Sminu Jindal	Managing Director
3	Ms. Shradha Jatia	Non Executive Director
4	Ms. Tripti Puneet Arya	Non Executive Director
5	Mr. Neeraj Kumar	Group CEO & Whole-time Directorh
6	Mr. Hawa Singh Chaudhary	Whole-time Director
7	Dr. S. K. Gupta (upto February 13, 2019)	Independent Director*
8	Mr. Devi Dayal (upto March 19, 2019)	Independent Director*
9	Dr. Raj Kamal Agarwal	Independent Director*
10	Mr. Ravinder Nath Leekha	Independent Director*
11	Mr. Abhiram Tayal	Independent Director*
12	Mr. Ajit Kumar Hazarika	Independent Director*
13	Mr. Girish Sharma (w.e.f. March 22, 2019)	Independent Director*
14	Mr. Sanjeev Shankar (w.e.f. March 22, 2019)	Independent Director*
15	Dr. Vinita Jha (w.e.f. March 22, 2019)	Independent Director*
16	Mr. O P Sharma	Chief Operating Officer (Large Dia Pipe- SBU)
17	Dr. Dharmendra Gupta	President & Unit Head
18	Mr. Dinesh Chandra Sinha	President & SBU Head
19	Mr. Sunil K. Jain	Company Secretary
20	Mr. Narendra Mantri	Head Commercial & CFO
21	Mr. V. Rajasekaran	Vice President-Operations

*Independent directors are included only for the purpose of compliance with definition of key management personnel given under IND AS 24 - Related Party Disclosures.

2. Entities where control exist – direct and indirect subsidiaries:

S. No.	Name of the entity	Principal place of operation / Country of Incorporation	Principal Activities	% Shareholding / Voting Power As at March 31, 2019	% Shareholding / Voting Power As at March 31, 2018
	Direct Subsidiaries				
1	Jindal ITF Limited	India	Waterborne transportation	51%	51%
2	IUP Jindal Metals & Alloys Limited	India	Precision Stainless steel strips	80.71%	80.71%
3	S. V. Trading Limited	Nevis	Investment holding	100%	100%
4	Quality Iron and Steel Limited	India	Investment holding	100%	100%
5	Ralael Holdings Limited	Cyprus	Investment holding	100%	100%
6	Jindal Saw Holdings FZE	UAE	Investment holding	100%	100%
7	Greenray Holdings Limited	UK	Investment holding	100%	100%
8	Jindal Tubular (India) Limited	India	Steel Pipe manufacturing	100%	100%
9	JITF Shipyards Limited	India	Inland shipping	100%	100%
10	Jindal Quality Tubular Limited	India	Steel Pipe manufacturing	67%	67%

NOTES TO STANDALONE FINANCIAL STATEMENTS

S. No.	Name of the entity	Principal place of operation / Country of Incorporation	Principal Activities	% Shareholding / Voting Power	
				As at March 31, 2019	As at March 31, 2018
	Indirect Subsidiaries				
1	Jindal Saw USA, LLC	USA	Pipes for oil and gas	100%	100%
2	Jindal Saw Italia S.P.A. (upto February 12, 2019)	Italy	Ductile Iron Pipe manufacturing	-	100%
3	Jindal Saw Middle East FZC	UAE	Ductile Iron Pipe and Fittings manufacturing	75%	75%
4	Derwent Sand SARL	Algeria	Trading of pipes	99.62%	99.62%
5	Jindal Saw Gulf L.L.C.	UAE	Ductile Iron Pipe and Fittings	36.75%	36.75%
6	Jindal International FZE	UAE	Investment holding	100%	100%
7	Jindal Intellicom Limited	India	BPO and Call centre	98.78%	98.78%
8	iCom Analytics Limited	India	Call Centre and advisory	98.78%	98.78%
9	Jindal Intellicom, LLC	USA	Call Centre and advisory	98.78%	98.78%
10	World Transload & Logistics LLC	USA	Investment holding	100%	100%
11	5101 Boone LLP	USA	Property holding	100%	100%
12	Tube Technologies INC	USA	Pipes for oil and gas	100%	100%
13	Helical Anchors INC	USA	Helical anchor manufacturing	100%	100%
14	Boone Real Property Holding LLC	USA	Property holding	100%	100%
15	Drill Pipe International LLC	USA	Tools and fittings	100%	100%
16	Sulog Transshipment Services Limited	India	Transloading in deep sea	51%	51%

3. **Entities where key management personnel and their relatives exercise significant influence:**

S. No.	Name of the entity	S. No.	Name of the entity
1	Abhinandan Investments Limited	28	Jindal Saw Italia S.P.A. (w.e.f. February 13, 2019)
2	Bir Plantation Private Limited	29	JWIL Infra Limited (formerly known as JITF Water Infrastructure Limited)
3	Colorado Trading Company Limited	30	JSW Power Trading Company Limited
4	Danta Enterprises Private Limited	31	Sigmatech Inc.
5	Amba River Coke Limited	32	JSW Steel Coated Products Limited
6	Divino Multiventures Private Limited	33	JSW Steel Limited
7	Gagan Trading company Limited	34	JITF Urban Infrastructure Services Limited
8	Glebe Trading Private Limited	35	Maa Bhagwati Travels
9	Estrela Investments Company Limited	36	Mansarover Investments Limited
10	Four Seasons Investments Limited	37	Nalwa Investment Limited
11	Hexa Securities and Finance Company Limited	38	Nalwa Sons Investments Limited
12	Hexa Tradex Limited	39	JSL Limited
13	Jindal Equipment Leasing and Consultancy Services Limited	40	OPJ Trading Private Limited
14	Jindal Industries Private Limited	41	P. R. Jindal HUF
15	Jindal Stainless (Hisar) Limited	42	Naveen Jindal HUF
16	Jindal Stainless Limited	43	R. K. Jindal & sons HUF
17	Jindal Steel & Power Limited	44	Rohit Tower Building Limited
18	Jindal Systems Private Limited	45	S. K. Jindal & sons HUF
19	Jindal Tubular USA LLC	46	JSL Lifestyle Limited
20	JITF Commodity Tradex Limited	47	Siddeshwari Tradex Private Limited
21	Amtrex Trading Company Private Limited	48	Stainless Investment Limited
22	JITF Urban Infrastructure Limited	49	Virtuous Tradecorp Private Limited
23	Ms. Sminu Jindal Charitable Trust	50	Mendeza Holdings Limited
24	Raj West Power Limited	51	Nacho Investments Limited
25	Templar Investments Limited	52	Timarpur- Okhla Waste Management Company Private Limited
26	JSW Green Energy Limited	53	Jindal Urban Waste Management (Guntur) Limited
27	Jindal Rail Infrastructure Limited		

NOTES TO STANDALONE FINANCIAL STATEMENTS

4. Relatives of key management personnel where transactions have taken place:

S. No.	Name of Relatives	Relationship
1	Ms. Savitri Devi Jindal	Mother of Mr. Prithavi Raj Jindal
2	Mr. Ratan Jindal	Brother of Mr. Prithavi Raj Jindal
3	Mr. Sajjan Jindal	Brother of Mr. Prithavi Raj Jindal
4	Mr. Naveen Jindal	Brother of Mr. Prithavi Raj Jindal
5	Ms. Arti Jindal	Wife of Mr. Prithavi Raj Jindal
6	Mr. Indresh Batra	Husband of Ms. Sminu Jindal
7	Ms. Madhulika Jain	Wife of Mr. Sunil K. Jain
8	Ms. Sangita Mantri	Wife of Mr. Narendra Mantri
9	Mr. Mukesh Chandra Sinha	Brother of Mr. Dinesh Chandra Sinha
10	Mr. Randhir Singh Chaudhary	Brother of Mr. Hawa Singh Chaudhary
11	Mr. Vinay Chaudhary	Son of Mr. Hawa Singh Chaudhary
12	Ms. Bimla Chaudhary	Wife of Mr. Hawa Singh Chaudhary

5. Associate

S. No.	Name of the entity	Principal place of operation / Country of Incorporation	Principal Activities	% Shareholding / Voting Power	
				As at March 31, 2019	As at March 31, 2018
1	Jindal Fittings Limited	India	Ductile iron fittings manufacturing	36%	36%

6. Joint Ventures

S. No.	Name of the entity	Principal place of operation / Country of Incorporation	Principal Activities	% Shareholding / Voting Power	
				As at March 31, 2019	As at March 31, 2018
1	Jindal MMG LLC	USA	Call Centre and advisory	50.00%	-

7. Trust under common control

S. No.	Name of the entity	Principal place of operation / Country of Incorporation	Principal Activities
1	Jindal Saw Employees Group Gratuity Scheme	India	Company's employee gratuity trust
2	JITF Waterways Limited Employee group gratuity trust	India	Company's employee gratuity trust

Related Parties Transactions

(₹ lakhs)

S. No.	Particulars	Subsidiaries/ Associate/ Joint Venture		KMP, Relatives of KMP and Enterprises over which KMP and their relatives having significant influence	
		2018-19	2017-18	**2018-19**	2017-18
A	**Transactions**				
1	**Sale of capital items**				
	JWIL Infra Limited	**-**	-	**11.81**	-
2	**Sale of goods/services**				
	Drill Pipe International LLC	**673.72**	458.78	**-**	-
	Jindal Fittings Limited	**24.01**	165.09	**-**	-

NOTES TO STANDALONE FINANCIAL STATEMENTS

(₹lakhs)

S. No.	Particulars	Subsidiaries/ Associate/ Joint Venture		KMP, Relatives of KMP and Enterprises over which KMP and their relatives having significant influence	
		2018-19	2017-18	**2018-19**	2017-18
	Jindal Saw Gulf L.L.C.	**7,288.92**	4,288.38	**-**	-
	Jindal Saw Italia S.P.A.	**1,356.05**	1,900.29	**154.90**	-
	Jindal Saw USA, LLC	**19,246.87**	280.61	**-**	-
	Helical Anchors INC	**585.00**	118.26	**-**	-
	Jindal Stainless Limited	**-**	-	**-**	4.56
	Jindal Stainless (Hisar) Limited	**-**	-	**1.52**	63.37
	Jindal Steel & Power Limited	**-**	-	**13.31**	183.94
	Jindal Tubular USA, LLC	**-**	-	**26,663.73**	-
	JSW Steel Limited	**-**	-	**1,109.72**	12,809.12
	Tube Technologies INC	**326.15**	220.54	**-**	-
	Jindal ITF Limited	**-**	42.69	**-**	-
	Jindal Saw Middle East FZC	**36.12**	20.19	**-**	-
	Jindal Quality Tubular Limited	**459.84**	1,547.26	**-**	-
	Jindal Tubular (India) Limited	**29.22**	74.32	**-**	-
	Jindal Urban Waste Management (Guntur) Limited	**-**	-	**10.26**	14.26
	Raj West Power Limited	**-**	-	**-**	121.52
	Jindal Systems Private Limited	**-**	-	**-**	1.19
	JWIL Infra Limited	**-**	-	**2,780.56**	2,478.75
3	**Vessel hire income**				
	Jindal ITF Limited	**-**	525.78	**-**	-
4	**Guarantee commission income**				
	Jindal Saw Middle East FZC	**252.39**	191.27	**-**	-
	Jindal Saw Italia S.P.A.	**15.18**	16.51	**2.12**	-
	Jindal Saw Holdings FZE	**-**	17.62	**-**	-
5	**Purchase of raw materials/consumables/services**				
	Jindal Fittings Limited	**1,090.20**	659.29	**-**	-
	Jindal Industries Private Limited	**-**	-	**83.93**	381.14
	Jindal ITF Limited	**91.35**	44.22	**-**	-
	Jindal Quality Tubular Limited	**1,059.96**	20.13	**-**	-
	Jindal Saw Gulf L.L.C.	**100.00**	479.09	**-**	-
	Jindal Stainless Limited	**-**	-	**701.83**	126.15
	Jindal Steel & Power Limited	**-**	-	**1,54,669.63**	65,971.78
	Jindal Systems Private Limited	**-**	-	**101.64**	166.47
	Jindal Tubular (India) Limited	**542.45**	43.90	**-**	-
	JSW Power Trading Company Limited	**-**	-	**265.32**	1,896.74
	JSW Steel Coated Products Limited	**-**	-	**87.81**	77.79
	JSW Steel Limited	**-**	-	**1,18,554.99**	78,734.74
	Ms. Sangita Mantri	**-**	-	**8.96**	8.96
	Maa Bhagwati Travels	**-**	-	**4.70**	4.70
	Ms. Madhulika Jain	**-**	-	**8.96**	8.96
	Icom analytics Limited	**68.36**	96.16	**-**	-

NOTES TO STANDALONE FINANCIAL STATEMENTS

(₹ lakhs)

S. No.	Particulars	Subsidiaries/ Associate/ Joint Venture		KMP, Relatives of KMP and Enterprises over which KMP and their relatives having significant influence	
		2019-19	2017-18	**2018-19**	2017-18
	Colorado Trading Company Limited	**-**	-	**1.13**	-
	Jindal Intellicom Limited	**6.79**	-	**-**	-
	JSW Green Energy Limited	**-**	-	**201.71**	-
	Jindal Stainless (Hisar) Limited	**-**	-	**11.95**	-
	JSL Lifestyle Limited	**-**	-	**140.11**	-
	JITF Commodity Tradex Limited	**-**	-	**5,070.05**	-
6	**Purchase of capital items**				
	Jindal Industries Private Limited	**-**	-	**189.46**	-
	Jindal Saw USA, LLC	**652.07**	701.91	**-**	-
	Jindal Steel & Power Limited	**-**	-	**885.02**	560.48
	Jindal Systems Private Limited	**-**	-	**579.40**	132.02
	JSW Steel Coated Products Limited	**-**	-	**174.08**	63.73
	JSW Steel Limited	**-**	-	**549.68**	338.54
	Jindal Tubular (India) Limited	**37.52**	-	**-**	-
	Jindal ITF Limited	**-**	30.66	**-**	-
	Jindal Intellicom Limited	**6.96**	35.40	**-**	-
	JWIL Infra Limited	**-**	-	**-**	1,180.00
	Jindal Quality Tubular Limited	**463.67**	-	**-**	-
	JSL Lifestyle Limited	**-**	-	**7.23**	-
7	**Interest income**				
	Colorado Trading Company Limited	**-**	-	**10.19**	18.30
	IUP Jindal Metals & Alloys Limited	**-**	18.91	**-**	-
	Jindal Equipment Leasing and Consultancy Services Limited	**-**	-	**-**	6.43
	Jindal ITF Limited	**9,252.43**	6,294.96	**-**	-
	Jindal Saw Holdings FZE	**844.09**	739.71	**-**	-
	Jindal Tubular (India) Limited	**0.81**	236.47	**-**	-
	JITF Urban Infrastructure Services Limited	**-**	-	**1,753.41**	1,595.46
	Ralael Holdings Limited	**291.44**	273.55	**-**	-
	S. V. Trading Limited	**286.96**	251.49	**-**	-
	Stainless Investment Limited	**-**	-	**-**	50.19
	Jindal Fittings Limited	**-**	1.85	**-**	-
	JITF Shipyards Limited	**-**	0.30	**-**	-
8	**Investment made/conversion in share capital**				
	Compulsory convertible debentures of Jindal ITF Limited converted to equity shares	**-**	4,595.27	**-**	-
	Jindal Quality Tubular Limited	**-**	1,282.99	**-**	-
	Quality Iron and Steel Limited	**1.00**	-	**-**	-
	Loan of Colorado Trading Company Limited converted to preference shares	**-**	-	**194.24**	-
9	**Investment sold/transfer/purchase**				
	Investment in Jindal ITF Limited sold to Glebe Trading Private Limited	**-**	-	**-**	1,429.73

NOTES TO STANDALONE FINANCIAL STATEMENTS

(₹ lakhs)

S. No.	Particulars	Subsidiaries/ Associate/ Joint Venture		KMP, Relatives of KMP and Enterprises over which KMP and their relatives having significant influence	
		2018-19	2017-18	**2018-19**	2017-18
	Investment in Quality Iron and Steel Limited purchased from Mr. Prithavi Raj Jindal	**-**	-	**-**	0.50
	Investment in Quality Iron and Steel Limited purchased from Ms. Arti Jindal	**-**	-	**-**	0.50
10	**Loan given during the year**				
	Colorado Trading Company Limited	**-**	-	**1.85**	2.00
	Jindal ITF Limited	**9,656.96**	54,762.36	**-**	-
	Jindal Tubular (India) Limited	**656.00**	11,804.00	**-**	-
	Stainless Investment Limited	**-**	-	**-**	6.50
	Jindal Fittings Limited	**-**	125.00	**-**	-
	JITF Shipyards Limited	**-**	14.00	**-**	-
11	**Advance given during the year**				
	Quality Iron and Steel Limited	**-**	1,300.00	**-**	-
12	**Advance received back during the year**				
	Quality Iron and Steel Limited	**-**	1,300.00	**-**	-
13	**Loan recovered during the year**				
	IUP Jindal Metals & Alloys Limited	**-**	827.16	**-**	-
	Jindal Equipment Leasing and Consultancy Services Limited	**-**	-	**-**	100.57
	Jindal ITF Limited	**1,400.00**	27,080.04	**-**	-
	Jindal Tubular (India) Limited	**656.00**	12,073.62	**-**	-
	Stainless Investment Limited	**-**	-	**-**	481.93
	Jindal Fittings Limited	**-**	125.00	**-**	-
	JITF Shipyards Limited	**-**	14.00	**-**	-
14	**Loan taken during the year**				
	Jindal Tubular (India) Limited	**150.00**	911.97	**-**	-
15	**Loan repaid during the year**				
	Jindal Tubular (India) Limited	**150.00**	911.97	**-**	-
16	**Rent expense**				
	Bir Plantation Private Limited	**-**	-	**7.08**	4.69
	Jindal Intellicom Limited	**-**	117.76	**-**	-
	JSW Steel Limited	**-**	-	**0.06**	0.06
	Rohit Tower Building Limited	**-**	-	**30.00**	23.00
	Mr. Prithavi Raj Jindal	**-**	-	**8.15**	8.40
	Jindal Saw USA, LLC	**-**	35.24	**-**	-
	Jindal Quality Tubular Limited	**1.19**	-	**-**	-
17	**Interest expense**				
	Jindal Tubular (India) Limited	**0.41**	3.18	**-**	-
	JSW Steel Limited	**-**	-	**3,448.31**	33.40
18	**Rent income**				
	Hexa Tradex Limited	**-**	-	**0.38**	0.38
	Jindal Equipment Leasing and Consultancy Services Limited	**-**	-	**0.14**	0.14
	Jindal Intellicom Limited	**123.96**	65.69	**-**	-

NOTES TO STANDALONE FINANCIAL STATEMENTS

(₹ lakhs)

S. No.	Particulars	Subsidiaries/ Associate/ Joint Venture		KMP, Relatives of KMP and Enterprises over which KMP and their relatives having significant influence	
		2018-19	2017-18	**2018-19**	2017-18
	Jindal Tubular (India) Limited	**-**	0.69	**-**	-
	Nalwa Investment Limited	**-**	-	**0.14**	0.14
	Stainless Investment Limited	**-**	-	**0.14**	0.14
	Abhinandan Investments Limited	**-**	-	**0.14**	0.14
	Jindal Quality Tubular Limited	**14.16**	15.32	**-**	-
	Mansarover Investments Limited	**-**	-	**0.14**	0.14
19	**Expenses incurred and recovered by the Company**				
	Hexa Securities and Finance Company Limited	**-**	-	**2.88**	2.99
	Hexa Tradex Limited	**-**	-	**14.43**	14.83
	Jindal Fittings Limited	**100.33**	67.62	**-**	-
	Jindal Intellicom Limited	**156.44**	112.17	**-**	-
	Jindal ITF Limited	**15.52**	4.24	**-**	-
	Jindal Quality Tubular Limited	**803.13**	664.88	**-**	-
	Jindal Stainless Limited	**-**	-	**-**	18.00
	Jindal Steel & Power Limited	**-**	-	**3.74**	18.40
	Jindal Systems Private Limited	**-**	-	**2.03**	1.42
	Jindal Tubular (India) Limited	**4.01**	29.24	**-**	-
	JSW Steel Limited	**-**	-	**0.24**	-
	Rohit Tower Building Limited	**-**	-	**49.86**	-
	JITF Urban Infrastructure Limited	**-**	-	**4.91**	-
	Jindal Rail Infrastructure Limited	**-**	-	**3.27**	-
	JWIL Infra Limited	**-**	-	**33.59**	17.87
20	**Expenses incurred by others and reimbursed by Company**				
	Bir Plantation Private Limited	**-**	-	**4.58**	5.51
	Jindal Stainless Limited	**-**	-	**-**	20.93
	Jindal Systems Private Limited	**-**	-	**-**	1.81
	JSW Power Trading Company Limited	**-**	-	**1.18**	1.15
	JSW Steel Limited	**-**	-	**7.40**	6.06
	Rohit Tower Building Limited	**-**	-	**57.77**	57.10
	Jindal Saw USA, LLC	**16.65**	1.91	**-**	-
	Drill Pipe International LLC	**-**	3.28	**-**	-
	JITF Urban Infrastructure Limited	**-**	-	**-**	3.05
21	**Remuneration paid**				
	Mr. Mukesh Chandra Sinha	**-**	-	**18.95**	16.17
	Mr. Randhir Singh Chaudhary	**-**	-	**8.51**	7.15
22	**Discount & rebate on sales**				
	Abhinandan Investments Limited	**-**	-	**-**	0.07
	Jindal Equipment Leasing and Consultancy Services Limited	**-**	-	**-**	1.15
	Mansarover Investments Limited	**-**	-	**-**	0.98
	Nalwa Investment Limited	**-**	-	**-**	1.05
	Raj West Power Limited	**-**	-	**1.41**	-

NOTES TO STANDALONE FINANCIAL STATEMENTS

(₹ lakhs)

S. No.	Particulars	Subsidiaries/ Associate/ Joint Venture		KMP, Relatives of KMP and Enterprises over which KMP and their relatives having significant influence	
		2018-19	2017-18	**2018-19**	2017-18
23	**Dividend paid**				
	Danta Enterprises Private Limited	**-**	-	**282.87**	235.72
	Four Seasons Investments Limited	**-**	-	**522.37**	435.31
	Sigmatech Inc.	**-**	-	**361.44**	301.20
	Gagan Trading Company Limited	**-**	-	**2.52**	2.10
	Glebe Trading Private Limited	**-**	-	**9.27**	7.73
	Nalwa Sons Investments Limited	**-**	-	**642.60**	535.50
	OPJ Trading Private Limited	**-**	-	**93.29**	77.74
	JSL Limited	**-**	-	**24.85**	-
	P. R. Jindal HUF	**-**	-	**0.26**	0.22
	Siddeshwari Tradex Private Limited	**-**	-	**156.05**	130.04
	Virtuous Tradecorp Private Limited	**-**	-	**35.00**	29.17
	Mr. Naveen Jindal	**-**	-	**2.62**	2.25
	Ms. Savitri Devi Jindal	**-**	-	**1.25**	1.04
	R. K. Jindal & sons HUF	**-**	-	**0.98**	0.82
	Mr. Ratan Jindal	**-**	-	**0.91**	0.76
	Mr. Sajjan Jindal	**-**	-	**0.01**	0.01
	Ms. Arti Jindal	**-**	-	**48.72**	0.60
	S. K. Jindal & sons HUF	**-**	-	**0.26**	0.22
	Mr. Indresh Batra	**-**	-	**9.00**	7.50
	Mr. Vinay Chaudhary	**-**	-	**0.01**	0.01
	Ms. Bimla Chaudhary	**-**	-	**0.02**	0.03
	Divino Multiventures Private Limited	**-**	-	**64.14**	53.45
	Estrela Investments Company Limited	**-**	-	**22.53**	18.78
	Mendeza Holdings Limited	**-**	-	**21.99**	18.33
	Nacho Investments Limited	**-**	-	**21.90**	18.25
	Naveen Jindal HUF	**-**	-	**0.08**	2.19
	Templar Investments Limited	**-**	-	**22.28**	18.57
	Amtrex Trading Company Private Limited	**-**	-	**0.07**	-
24	**Bad debts written back**				
	Amba River Coke Limited	**-**	-	**3.59**	-
25	**Contribution towards gratuity fund**				
	Jindal Saw Employees Group Gratuity Scheme	**-**	-	**2,113.64**	757.58
26	**Balance written off**				
	Amba River Coke Limited	**-**	-	**-**	3.59
27	**Donation made during the year**				
	Sminu Jindal Charitable Trust	**-**	-	**15.15**	-

NOTES TO STANDALONE FINANCIAL STATEMENTS

(₹ lakhs)

S. No.	Particulars	Subsidiaries/ Associate/ Joint Venture		KMP, Relatives of KMP and Enterprises over which KMP and their relatives having significant influence	
		2018-19	2017-18	**2018-19**	2017-18
B.	**Outstanding balance**				
1	**Loans recoverable**				
	Colorado Trading Company Limited	**-**	-	**-**	183.21
	Jindal ITF Limited	**83,908.81**	68,598.30	**-**	-
	Jindal Saw Holdings FZE	**13,252.40**	11,694.14	**-**	-
	JITF Urban Infrastructure Services Limited	**-**	-	**17,518.19**	15,940.12
	Ralael Holdings Limited	**5,590.39**	5,485.96	**-**	-
	S. V. Trading Limited	**4,505.33**	3,975.58	**-**	-
2	**Advances recoverable**				
	JSW Power Trading Company Limited	**-**	-	**15.86**	16.67
	JWIL Infra Limited	**-**	-	**21.59**	21.59
	JSW Steel Coated Products Limited	**-**	-	**14.83**	36.58
	JSW Steel Limited	**-**	-	**137.44**	40.26
	Jindal Quality Tubular Limited	**486.76**	666.56	**-**	-
	Jindal Fittings Limited	**401.62**	75.93	**-**	-
	Jindal Steel & Power Limited	**-**	-	**86.80**	2,914.76
	Hexa Securities and Finance Company Limited	**-**	-	**-**	1.46
	JSW Green Energy Limited	**-**	-	**9.93**	-
	JSL Lifestyle Limited	**-**	-	**15.82**	-
3	**Advances payable**				
	JWIL Infra Limited	**-**	-	**-**	4.83
	JSW Steel Limited	**-**	-	**390.79**	0.27
	Jindal Saw USA, LLC	**2,276.13**	7.75	**-**	-
	Amba River Coke Limited	**-**	-	**3.59**	-
	Jindal Tubular USA, LLC	**-**	-	**60.93**	-
4	**Security deposit payable**				
	Jindal Industries Private Limited	**-**	-	**9.32**	9.32
	Jindal Steel & Power Limited	**-**	-	**2,941.00**	2,941.00
5	**Security deposit recoverable**				
	Bir Plantation Private Limited	**-**	-	**100.00**	100.00
	JSW Steel Limited	**-**	-	**500.00**	500.00
6	**Corporate guarantees outstanding #**				
	Greenray Holdings Limited	**2,271.27**	3,736.23	**-**	-
	Jindal ITF Limited	**16,733.00**	19,926.88	**-**	-
	Jindal Rail Infrastructure Limited	**-**	-	**4,895.00**	6,435.00
	Jindal Saw Italia S.P.A.	**-**	3,452.73	**3,335.02**	-
	Jindal Saw Middle East FZC	**47,455.12**	37,906.41	**-**	-
	Jindal Tubular (India) Limited	**-**	155.19	**-**	-
	Timarpur- Okhla Waste Management Company Private Limited	**-**	-	**-**	11,129.43
	# Guarantees amount disclosed to the extent of outstanding loan amount.				

NOTES TO STANDALONE FINANCIAL STATEMENTS

(₹ lakhs)

S. No.	Particulars	Subsidiaries/ Associate/ Joint Venture		KMP, Relatives of KMP and Enterprises over which KMP and their relatives having significant influence	
		2018-19	2017-18	**2018-19**	2017-18
7	**Receivables**				
	Drill Pipe International LLC	**304.92**	469.14	**-**	-
	Helical Anchors INC	**-**	70.49	**-**	-
	Jindal Fittings Limited	**48.80**	24.79	**-**	-
	Jindal ITF Limited	**-**	0.79	**-**	-
	Jindal Quality Tubular Limited	**2,513.29**	2,059.74	**-**	-
	Jindal Saw Gulf L.L.C.	**1,978.48**	3,629.23	**-**	-
	Jindal Saw Italia S.P.A.	**-**	1,534.16	**645.90**	-
	Jindal Saw Middle East FZC	**488.86**	202.04	**-**	-
	Jindal Saw USA, LLC	**27.71**	125.51	**-**	-
	Jindal Steel & Power Limited	**-**	-	**51.80**	65.34
	Jindal Tubular (India) Limited	**15.85**	-	**-**	-
	JSW Steel Limited	**-**	-	**189.46**	1,886.15
	Jindal Stainless (Hisar) Limited	**-**	-	**1.52**	6.68
	Jindal Industries Private Limited	**-**	-	**-**	1.00
	Jindal Intellicom Limited	**99.40**	64.35	**-**	-
	Tube Technologies INC	**17.16**	-	**-**	-
	JITF Urban Infrastructure Limited	**-**	-	**0.82**	-
	Jindal Systems Private Limited	**-**	-	**0.82**	0.38
	Jindal Rail Infrastructure Limited	**-**	-	**0.55**	-
	Raj West Power Limited	**-**	-	**-**	1.41
	JWIL Infra Limited	**-**	-	**4,312.73**	2,220.07
	Jindal Urban Waste Management (Guntur) Limited	**-**	-	**10.26**	-
8	**Payables**				
	Drill Pipe International LLC	**52.75**	49.72	**-**	-
	Jindal Industries Private Limited	**-**	-	**7.74**	-
	Icom analytics Limited	**11.83**	25.25	**-**	-
	Jindal Fittings Limited	**7.33**	31.06	**-**	-
	Jindal Saw Gulf L.L.C.	**93.13**	193.47	**-**	-
	Jindal Saw USA, LLC	**652.19**	10.00	**-**	-
	Jindal Stainless Limited	**-**	-	**37.84**	785.85
	Jindal Steel & Power Limited	**-**	-	**53,233.67**	232.21
	JSW Steel Limited	**-**	-	**72,748.62**	7,740.89
	Maa Bhagwati Travels	**-**	-	**-**	0.39
	Mr. Abhiram Tayal	**-**	-	**0.90**	0.90
	Mr. Devi Dayal	**-**	-	**0.90**	0.90
	Dr. Raj Kamal Agarwal	**-**	-	**1.35**	1.35
	Mr. Ravinder Nath Leekha	**-**	-	**5.40**	5.40
	Jindal Quality Tubular Limited	**-**	201.24	**-**	-
	Rohit Tower Building Limited	**-**	-	**5.50**	14.08
	Jindal Intellicom Limited	**-**	99.01	**-**	-

NOTES TO STANDALONE FINANCIAL STATEMENTS

(₹ lakhs)

S. No.	Particulars	Subsidiaries/ Associate/ Joint Venture		KMP, Relatives of KMP and Enterprises over which KMP and their relatives having significant influence	
		2018-19	2017-18	**2018-19**	2017-18
	JSW Steel Coated Products Limited	**-**	-	**1.70**	21.73
	Jindal Systems Private Limited	**-**	-	**8.08**	0.97
	JITF Urban Infrastructure Limited	**-**	-	**-**	3.05
	Mr. Ajit Kumar Hazarika	**-**	-	**0.90**	0.90
	Bir Plantation Private Limited	**-**	-	**0.78**	2.38
	Mr. Prithavi Raj Jindal	**-**	-	**-**	0.48
	JSW Power Trading Company Limited	**-**	-	**0.14**	0.01
	Jindal Saw Holdings FZE	**6.46**	6.69	**-**	-
	Jindal Tubular (India) Limited	**464.23**	-	**-**	-
	JSL Lifestyle Limited	**-**	-	**19.51**	-
	Mr. Girish Sharma	**-**	-	**0.68**	-
	Mr. Dinesh Chandra Sinha	**-**	-	**0.14**	-

Terms and conditions of transactions with related parties

All related party transactions entered during the year were in ordinary course of the business. All outstanding receivable balances are unsecured and repayable in cash.

Key Management Personnel Compensation:

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Short-term employee benefits *	**1,676.90**	1,476.63
Post-employment benefits	**-**	-
- Defined contribution plan $ #	**114.67**	88.77
- Defined benefit plan #	**-**	-
Other long-term benefits	**-**	-
Share-based payment	**-**	-
Dividend paid	**1.80**	1.72
Total	**1,793.37**	1,567.12

(₹ lakhs)

Name	Year ended March 31, 2019	Year ended March 31, 2018
Ms. Sminu Jindal	**257.74**	267.43
Mr. Neeraj Kumar	**584.32**	506.45
Mr. O. P. Sharma	**180.24**	164.16
Dr. Dharmendra Gupta	**210.90**	166.21
Others	**560.17**	462.87
	1,793.37	1,567.12

* Including bonus, sitting fee, commission and value of perquisites.

The liability for gratuity and leave encashment are provided on actuarial basis for the Company as a whole. Accordingly amounts accrued pertaining to key managerial personnel are not included above.

$ including PF, leave encashment paid and any other benefit.

NOTES TO STANDALONE FINANCIAL STATEMENTS

48 Contingent liabilities

i) Guarantees

(₹ lakhs)

Particulars	**As at March 31, 2019**	As at March 31, 2018
Guarantees issued by the Company's bankers on behalf of the Company	**1,07,260.01**	90,381.09
Corporate guarantees/ undertaking issued to lenders of subsidiary companies	**66,459.39**	61,724.71
Corporate guarantees/ undertaking issued to lenders of related party	**4,895.00**	17,564.43
Performance guarantees issued on behalf of subsidiary company	**-**	3,452.73
Performance guarantees issued on behalf of related party	**3,335.02**	-
Duty saved for availing various export based incentive schemes	**5,352.07**	4,659.06
Total	**1,87,301.49**	1,77,782.02

ii. Letter of credit outstanding

(₹ lakhs)

Particulars	**As at March 31, 2019**	As at March 31, 2018
Letter of credit outstanding	**63,027.50**	89,237.16

iii. Other contingent liabilities

(₹ lakhs)

Particulars	**As at March 31, 2019**	As at March 31, 2018
Disputed excise duty, custom duty and service tax	**755.50**	609.00
Income tax demands against which company has preferred appeals	**1,096.60**	2,196.67
Disputed sales tax and entry tax	**514.74**	459.84
Total	**2,366.84**	3,265.51

iv. The Company is in the process of evaluating the impact of the recent Hon'ble Supreme Court Judgment in case of "Vivekananda Vidyamandir And Others Vs The Regional Provident Fund Commissioner (II) West Bengal" and the related circular (Circular No. C-I/1(33)2019/Vivekananda Vidya Mandir/284) dated March 20, 2019 issued by the Employees' Provident Fund Organisation in relation to non-exclusion of certain allowances from the definition of "basic wages" of the relevant employees for the purposes of determining contribution to provident fund under the Employees' Provident Funds & Miscellaneous Provisions Act, 1952. Based on the initial assessment of the management which is supported by legal advice, the aforesaid matter is not likely to have significant impact and accordingly, no provision has been made in these financial statements at this stage.

It is not possible to predict the outcome of the pending litigations with accuracy, the Company believes, based on legal opinions received, that it has meritorious defences to the claims. The management believe the pending actions will not require outflow of resources embodying economic benefits and will not have a material adverse effect upon the results of the operations, cash flows or financial condition of the Company.

49 Estimated amount of contract remaining to be executed on capital account and not provided for (net of advances)

(₹ lakhs)

Particulars	**As at March 31, 2019**	As at March 31, 2018
Capital Commitment:		
Property, plant and equipment	**10,249.64**	13,066.04

NOTES TO STANDALONE FINANCIAL STATEMENTS

50 Income tax

Total tax expense reconciliation

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Current tax		
- Current income tax	**21,949.48**	11,441.31
- Previous year tax adjustments	**158.55**	(9.11)
	22,108.03	11,432.20
Deferred tax		
- Relating to origination & reversal of temporary differences	**2,089.36**	4,780.41
	2,089.36	4,780.41
Total	**24,197.39**	16,212.61

Amount disclosed above includes continued and discontinued operations of the Company. Refer Note 54 for discontinued operations.

Effective tax reconciliation

Numerical reconciliation of tax expense applicable to profit before tax at the latest statutory enacted tax rate in India to income tax expense reported is as follows:

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Net Income before taxes	**74,204.67**	54,792.44
Enacted tax rates	**34.944%**	34.608%
Computed tax expense	**25,930.10**	18,962.56
Increase/(decrease) in taxes on account of:		
Previous year tax adjustments	**158.55**	(9.11)
Deferred tax of previous years	**(155.20)**	(813.34)
Other non deductible expenses	**507.32**	335.33
Income not taxable /exempt from tax	**(2,243.38)**	(3,200.51)
Tax on which no deduction is admissible	**-**	151.51
Change in rate of tax	**-**	786.17
Income tax expense reported	**24,197.39**	16,212.61

Amount disclosed above includes continued and discontinued operations of the Company.

Current tax assets/(liabilities) (net)

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
Current tax assets (net)	**4,186.05**	5,453.31
Current tax liabilities (net)	**1,932.83**	2,011.50

51 Government grant

i. Packaged Scheme of Incentive (PSI) – Maharashtra

The Company's manufacturing facility at Nashik has been granted "Mega Project Status" by Government of Maharashtra and therefore is eligible for Industrial Promotion Subsidy (IPS) under Packaged Scheme of Incentive (PSI) 2007. The purpose of the scheme is for intensifying and accelerating the process of dispersal of industries to the less developed regions and promoting high tech industries in the developed areas of the state coupled with the object of generating mass employment opportunities.

Entitlements under the scheme consists of the following:

a) Electricity duty exemption for a period of 7 years from the date of commencement of commercial production- from September 10, 2009 to September 09, 2016.

b) 100% exemption from payment of stamp duty.

c) VAT and CST payable to the State Government (on sales made from Nashik plant, within a period of 7 years starting from September 10, 2009).

NOTES TO STANDALONE FINANCIAL STATEMENTS

IPS will be payable so as to restrict up to 75% of the eligible fixed capital investments made from September 13, 2007 to September 10, 2009. The eligibility certificate issued allows maximum fixed capital investment of ₹ 35,000 lakhs and restricts IPS to 75% of ₹ 35,000 lakhs i.e. ₹ 26,250 lakhs.

There are no unfulfilled conditions or other contingencies attaching to these grants.

Balances of Government grant received in advance and income recognized during the period are as follows:

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
Opening balance	**8,941.16**	9,357.75
Addition during the year	**-**	-
Revenue recognized	**416.59**	416.59
Closing Balance	**8,524.57**	8,941.16

ii. Rajasthan Investment Promotion Scheme (RIPS) Rajasthan

The Company's manufacturing facility at Bhilwara has been granted "Customized Package" by Government of Rajasthan and therefore is eligible for Investment Promotion Subsidy (IPS) under Rajasthan Investment Promotion Scheme- 2010 (RIPS-2010). The purpose of the Customize Package Scheme of RIPS-2010 is to promote investment in the State of Rajasthan and to further generate employment opportunities through such investment. Modalities of payment of IPS consists of the following:

a) 50% exemption from payment of electricity duty for a period of 10 years from the date of issuance of entitlement certificate- from December 09, 2015 to December 08, 2025.

b) Investment subsidy equivalent to 70% of state tax due and deposited by Company into the Government exchequer, for a period of 07 years from the date of issuance of entitlement certificate- from December 09, 2015 to December 08, 2022.

c) Employment Generation Subsidy- for General category: ₹ 15000/- per employee & for Women/SC/ST/PwD: ₹ 18000/- per employee per completed year of service, subject to maximum, 5% of state tax due and deposited by Company into the Government exchequer, for a period of 7 years from the date of issuance of entitlement certificate - from December 09, 2015 to December 08, 2022.

d) 50% exemption from payment of stamp duty & conversion charges for change of land use.

There are no unfulfilled conditions or other contingencies attaching to these grants.

Balances of Government grant received in advance and income recognized during the period are as follows:

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
Opening balance	**1,255.68**	1,480.60
Addition/(adjustments) during the year	**-**	(197.34)
Revenue recognized	**39.60**	27.58
Closing balance	**1,216.08**	1,255.68

iii. Kosi Unit

The Government of Uttar Pradesh implemented an Industrial Investment Promotion Scheme, 2003 for the purpose of providing interest free loan under the scheme by way of working capital assistance during the initial years of production to promote setting up of a mega unit. Company has an Industrial unit having investment exceeding ` 2,500 lakhs at Kosi Kalan as per above mentioned scheme and became eligible for sanction of interest free loan as a mega unit. Pradeshiya Industrial & Investment Corporation of Uttar Pradesh Limited (PICUP), on behalf of the state Government has given interest free loan.

There are no unfulfilled conditions or other contingencies attached to this grant.

Balances of Government grant received in advance and income recognized during the period are as follows:

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
Opening balance	**1,248.38**	259.25
Addition during the year	**767.85**	1,008.87
Revenue recognized	**40.99**	19.74
Closing balance	**1,975.24**	1,248.38

NOTES TO STANDALONE FINANCIAL STATEMENTS

iv. Bellary Unit

The Company's manufacturing facility at Bellary has been granted, "Subsidy for setting up of ETP Plant" by Government of Karnataka. As per operational guidelines of Karnataka Industrial Policy 2009-2014 and package of incentive and concession scheme offered for investment, Bellary unit is eligible for subsidy for setting up of ETP Plant (Effluent treatment plant).

As per the scheme, one time capital subsidy up to 50% of the cost of Effluent Treatment Plants (ETPs) is available to Manufacturing Micro, Small and Medium Enterprises and Service Enterprises, Manufacturing SEZ Enterprises, Large and Mega industries both for establishment of new enterprises or for expansion, diversification, and modernization of existing industries, subject to a ceiling of ₹ 100 lakhs per manufacturing enterprises in zone-1, 2 and 3 and a ceiling of ₹ 50 lakhs in zone-4. The Company being eligible under the scheme, got sanctioned a capital subsidy of ₹ 31.50 lakhs from District Industries Centre, Bellary and Directorate of Industries and Commerce, Bengaluru.

There are no unfulfilled conditions or other contingencies attaching to these grants.

Balances of Government grant received in advance and income recognized during the period are as follows:

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
Opening balance	**28.13**	31.28
Addition during the year	**-**	-
Revenue recognized	**3.15**	3.15
Closing balance	**24.98**	28.13

v. Export Promotion Capital Goods (EPCG)

The Company avails export promotion capital goods licenses. The objective of the EPCG scheme is to facilitate import of capital goods for producing quality goods and services and enhance manufacturing competitiveness.

EPCG scheme

EPCG Scheme allows import of capital goods and their spare parts without payment of custom duty including cess and IGST under the Foreign Trade Policy 2015-20. Scheme covers manufacturer exporter, supporting manufacturer and service provider. EPCG authorisation shall be valid for import for 18 months from the date of issue of authorisation. Imported capital goods shall be subject to actual user condition till export obligation is completed and export obligation discharge certificate (EODC) is granted.

Import under EPCG scheme shall be subject to export obligation which are manufactured by manufacturer exporter or its supporting manufacturer equivalent to 6 times of duties, taxes and cess saved on capital goods to be fulfilled in 6 years reckoned from the date of issue of authorisation. Export obligation (EO) under the scheme shall be over and above, the average level of exports achieved by the applicant in the preceding three licensing years for the same and EO shipment under advance authorisation, duty free import authorisation scheme (DFIA), drawback scheme or reward schemes would also be considered for fulfilment of EO.

As on the reporting date there is no outstanding export obligation against the EPCG licenses. There are no other contingencies relating to these grants.

Details of government grant availed and export obligation are as follows:-

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Value of capital goods imported	**14,812.88**	4,912.46
Government grant- duty forgone	**1,225.68**	375.89
Revenue recognised	**1,225.68**	375.89
Export obligation fulfilled	**7,354.08**	2,255.34
Export obligation outstanding	**-**	-

52 Earnings per share

(Number of shares)

Particulars	As at March 31, 2019	As at March 31, 2018
Issued equity shares	**31,97,57,367**	31,97,57,367
Weighted average number of equity shares used as denominator in the computation of basic and diluted earnings per equity share- (A)	**31,97,57,367**	31,97,57,367

NOTES TO STANDALONE FINANCIAL STATEMENTS

Net profit available to equity holders of the Company used in the basic and diluted earnings per share determined as follows:

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Profit from continuing operations after tax- (B) (₹ lakhs)	**49,808.56**	39,430.85
Basic earnings per share (B/A) (₹)	**15.58**	12.33
Diluted earnings per share (B/A) (₹)	**15.58**	12.33
Profit/(loss) from discontinued operations after tax- (C) (₹ lakhs)	**198.72**	(851.02)
Basic Earnings per share (C/A) (₹)	**0.06**	(0.27)
Diluted Earnings per share (C/A) (₹)	**0.06**	(0.27)
Profit from continuing and discontinued operations after tax- (D) (₹ lakhs)	**50,007.28**	38,579.83
Basic Earnings per share (D/A) (₹)	**15.64**	12.06
Diluted Earnings per share (D/A) (₹)	**15.64**	12.06

53 Impairment review

Assets are tested for impairment annually or whenever there are any indicators for impairment. Impairment test is performed at the level of each Cash Generating Unit ('CGU') or group of CGUs within the Company at which assets are monitored for internal management purpose. The impairment assessment is based on higher of value in use and fair value less cost of disposal.

54 Discontinued operation

During the previous year, the Company had sold all vessels held in ocean waterways segment. Consequent to such sale, the ocean waterways segment has been considered as discontinued operations and accordingly the associated assets, liabilities and results of the ocean waterways segment are presented as discontinued operations in the financial statements. During the current year, the Company had disposed off assets grouped under assets held for sale.

(₹ lakhs)

Assest held for sale	As at March 31, 2019	As at March 31, 2018
Non- current assets- property, plant and equipment	**-**	175.86
Current assets	**-**	-
Non- current liabilities	**-**	-
Current liabilities	**-**	-

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Revenue from operations	**-**	505.46
Other income	**305.46**	550.10
Expenses	**-**	2,190.79
Profit/(loss) from discontinuing operations before exceptional items and tax	**305.46**	(1,135.23)
Exceptional items- (income)/expense	**-**	2,911.95
Profit/(loss) from discontinuing operations before tax	**305.46**	(4,047.18)
Tax credit/(expense) (includes current tax credit of ₹ Nil (March 31, 2018 ₹ 392.87 lakhs))	**(106.74)**	3,196.16
Profit/(loss) for the year from discontinued operations (after tax)	**198.72**	(851.02)
Earnings per equity share of ₹ 2 each (for discontinued operation)		
(1) Basic (₹)	**0.06**	(0.27)
(2) Diluted (₹)	**0.06**	(0.27)

Details of sale of vessels presented as exceptional items

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Consideration received	-	1,828.80
Carrying amount of vessels	-	4,740.75
Loss on sale of vessels disclosed as exceptional items	-	2,911.95

NOTES TO STANDALONE FINANCIAL STATEMENTS

The net cash flow incurred by discontinued operations are as follows

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Cash flow from operating activities	**(3.32)**	(1,364.85)
Cash flow from investing activities	**474.84**	2,021.85

55 Provisions

Movement in each class of provision during the financial year are provided below:

(₹ lakhs)

Particulars	Employee Benefits	Restoration Obligation	Total
As at April 1, 2017	8,761.27	14.48	8,775.75
Provision during the year	1,732.52	3.06	1,735.58
Remeasurement gains accounted in OCI	(283.94)	-	(283.94)
Payment during the year	(715.82)	-	(715.82)
Interest charge	679.00	1.45	680.45
As at March 31, 2018	**10,173.03**	**18.99**	**10,192.02**
As at April 1, 2018	10,173.03	18.99	10,192.02
Provision during the year	479.72	3.28	483.00
Remeasurement losses accounted in OCI	204.92	-	204.92
Payment during the year	(900.97)	-	(900.97)
Interest charge	788.41	1.90	790.31
As at March 31, 2019	**10,745.11**	**24.17**	**10,769.28**
As at March 31, 2018			
Current	1,048.29	-	1,048.29
Non Current	9,124.74	18.99	9,143.73
As at March 31, 2019			
Current	1,274.72	-	1,274.72
Non Current	9,470.39	24.17	9,494.56

The expected outflow of provisions for asset retirement obligation is 40 to 44 years.

Refer Note 3.10 for nature and brief of employee benefit provision and refer Note 3.23 for nature and brief of restoration obligation.

56 Lease Disclosure

Operating Lease- As lessee

The Company leases various offices under non-cancellable operating leases expiring within 1 to 2 years. The leases have varying terms, escalation clauses and renewal rights. On renewal, the terms of the leases are renegotiated.

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
Commitments for minimum lease payments in relation to non-cancellable operating leases:		
Within one year	**18.25**	31.06
Later than one year but not later than five years	**0.62**	18.87
Later than five years	**-**	-
Total	**18.87**	49.93

With respect to all operating leases;

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Lease payments recognized in the Statement of Profit and Loss during the year	**233.23**	353.79

NOTES TO STANDALONE FINANCIAL STATEMENTS

Finance Lease- As lessee

Finance lease obligation of the Company as lessee as of March 31, 2019 are as follows:-

a. The Company has entered into an agreement for 25 years effective from April 1, 2017 for taking seamless pipe manufacturing facility. The Company has evaluated the transaction and has accounted for the lease transaction as finance lease.

As at March 31, 2019

(₹ lakhs)

Particulars	Future minimum lease payments	Interest	Present value
Within one year	180.00	40.19	139.81
Later than one year but not later than five years	720.00	281.32	438.68
Later than five years	3,240.00	2,492.84	747.16
Total	**4,140.00**	**2,814.35**	**1,325.65**

As at March 31, 2018

(₹ lakhs)

Particulars	Future minimum lease payments	Interest	Present value
Within one year	180.00	25.55	154.45
Later than one year but not later than five years	720.00	235.38	484.62
Later than five years	3,419.99	2,578.97	841.02
Total	**4,319.99**	**2,839.90**	**1,480.09**

b. The Company has entered into an agreement for 18 years effective from January 18, 2018 for Installation and maintenance of Solar Power panels. The Company has evaluated the transaction and has accounted for the lease transaction as finance lease.

As at March 31, 2019

(₹ lakhs)

Particulars	Future minimum lease payments	Interest	Present value
Within one year	163.07	41.74	121.33
Later than one year but not later than five years	619.10	294.19	324.91
Later than five years	1,728.34	1,394.89	333.45
Total	**2,510.51**	**1,730.82**	**779.69**

As at March 31, 2018

(₹ lakhs)

Particulars	Future minimum lease payments	Interest	Present value
Within one year	215.10	32.97	182.13
Later than one year but not later than five years	706.02	322.98	383.04
Later than five years	2,130.99	1,800.57	330.42
Total	**3,052.11**	**2,156.52**	**895.59**

c. The Company has entered into an agreement for 18 years effective from September 20, 2018 for Installation and maintenance of Solar Power panels. The Company has evaluated the transaction and has accounted for the lease transaction as finance lease.

As at March 31, 2019

(₹ lakhs)

Particulars	Future minimum lease payments	Interest	Present value
Within one year	101.23	16.59	84.64
Later than one year but not later than five years	322.32	142.55	179.77
Later than five years	948.73	771.44	177.29
Total	**1,372.28**	**930.58**	**441.70**

NOTES TO STANDALONE FINANCIAL STATEMENTS

d. The Company has entered into an agreement for 18 years effective from October 4, 2018 for Installation and maintenance of Solar Power panels. The Company has evaluated the transaction and has accounted for the lease transaction as finance lease.

As at March 31, 2019

(₹ lakhs)

Particulars	Future minimum lease payments	Interest	Present value
Within one year	46.12	9.14	36.98
Later than one year but not later than five years	185.18	80.08	105.10
Later than five years	546.68	440.79	105.89
Total	**777.98**	**530.01**	**247.97**

57 In arbitration proceedings initiated by Jindal ITF Limited, the subsidiary of the Company for disputes with one of its customers, the final award has been pronounced by the Hon'ble Arbitral Tribunal in favour of the subsidiary allowing various claims to the tune of ₹ 1,89,108 lakhs plus interest and applicable taxes. The counter claims of customer were disallowed by the Hon'ble Tribunal in entirety. The award amount includes claim for Minimum Guarantee Quantity of 1st year and 2nd year towards which the subsidiary has already received ₹ 35,631.18 lakhs on submission of equivalent amount of bank guarantees pursuant to two earlier interim awards. Based on the current status of the matter and the legal advice obtained, the Company is of the view that the final outcome of the dispute resolution process would not have any negative impact on carrying amount of investments and loans in Jindal ITF Limited and consequently no adjustment has been made on the carrying amount of investments and loans.

58 The Company had made investments in and also given loans to Jindal Saw Holdings FZE ('Subsidiary') aggregating ₹ 23,522.49 lakhs as at March 31, 2019. The Subsidiary is incurring losses and the net worth is lower than the aggregate of the cost of investment and the loans. Management has prepared five years forecast of the subsidiary for assessment of impairment/recoverability of investments and loans given to the subsidiary. Based on the assessment, management is of view that no impairment is required at this stage.

59 These financial statements were approved and adopted by board of directors of the Company in their meeting dated May 22, 2019.

60 Events after the Balance Sheet Date

The Board of directors have recommended dividend for the financial year 2018-19, which is subject to the approval of the shareholders in the ensuing annual general meeting. For details of dividend, refer Note 37.3.

61 Previous year figures have been regrouped/ rearranged, wherever considered necessary to conform to current year's classification.

For and on behalf of Board of Directors of Jindal SAW Limited

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016
Chartered Accountants

Sougata Mukherjee
Partner
Membership Number: 057084

Place : New Delhi
Dated : May 22, 2019

Neeraj Kumar
Group CEO & Whole-time Director
DIN : 01776688

Sminu Jindal
Managing Director
DIN : 00005317

Sunil K. Jain
Company Secretary
M. No. FCS 3056

Narendra Mantri
Head Commercial & CFO

Statement containing salient features of the financial statement of subsidiaries pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014

Form AOC - I

Part "A": Subsidiaries

S. No.	Name of the subsidiary	Date of becoming a subsidiary (acquisition)	Note	Reporting period	Financial year ended	Ex-change rates #	Report-ing Curren-cy	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Invest-ments	Turnover	Profit/ (Loss) before taxation	Provision for taxation	Profit/ (Loss) after taxation	Proposed Dividend	% of sharehol-ding/ Voting Power
1	Jindal ITF Limited	March 31, 2008	a, c	Apr'18-Mar'19	March 31, 2019	1.00	INR	7,916.06	(62,158.48)	97,636.39	1,51,878.81	0.38	1,783.77	(16,726.02)	(4,307.94)	(12,418.07)	-	51.00%
2	IUP Jindal Metals & Alloys Limited	August 9, 2004	a	Apr'18-Mar'19	March 31, 2019	1.00	INR	1,400.00	11,555.45	15,312.14	2,356.69	-	22,651.99	2,888.54	848.35	2,040.20	-	80.71%
3	S.V. Trading Limited	September 5, 2007	a, c	Apr'18-Mar'19	March 31, 2019	69.15	USD	6,188.93	22,931.64	33,630.92	4,510.35	10,276.21	-	248.20	-	248.20	-	100.00%
4	Quality Iron and Steel Limited	June 24, 2011	a, b	Apr'18-Mar'19	March 31, 2019	1.00	INR	6.00	(6.97)	0.50	1.47	-	-	(0.60)	-	(0.60)	-	100.00%
5	Ralael Holdings Limited	June 19, 2011	a	Jan'18-Dec'18	December 31, 2018	80.02	Euro	2.98	5,630.60	41,469.32	35,835.74	-	-	(2,252.17)	1.72	(2,253.89)	-	100.00%
6	Jindal Saw Holdings FZE	October 19, 2009	a	Apr'18-Mar'19	March 31, 2019	18.83	AED	18,386.15	(11,658.54)	39,390.11	32,662.51	-	-	(1,959.14)	-	(1,959.14)	-	100.00%
7	Greenray Holdings Limited	June 19, 2011	a, d	Apr'18-Mar'19	March 31, 2019	90.12	GBP	8,661.71	(10,741.55)	15.06	2,094.89	-	-	(1,824.16)	-	(1,824.16)	-	100.00%
8	Jindal Tubular (India) Limited	February 5, 2015	a	Apr'18-Mar'19	March 31, 2019	1.00	INR	705.00	(250.87)	6,333.44	5,879.31	-	17,404.37	598.99	167.59	431.40	-	100.00%
9	Jindal Quality Tubular Limited	September 15, 2015	a	Apr'18-Mar'19	March 31, 2019	1.00	INR	956.76	(602.13)	25,362.27	25,007.64	-	21,285.41	(3,386.42)	(942.07)	(2,444.35)	-	67.00%
10	JITF Shipyards Limited	March 31, 2008	a	Apr'18-Mar'19	March 31, 2019	1.00	INR	200.00	8,981.41	10,005.90	824.49	-	170.36	86.24	31.40	54.83	-	100.00%
11	Jindal Intellicom Limited	March 31, 2010	a, c	Apr'18-Mar'19	March 31, 2019	1.00	INR	1,091.00	3,032.05	6,108.19	1,985.14	845.77	8,529.62	735.59	161.11	574.48	-	98.78%
12	iCom Analytics Limited	August 9, 2010	a, c	Apr'18-Mar'19	March 31, 2019	1.00	INR	15.00	72.01	277.24	190.23	176.87	311.46	136.13	35.84	100.29	-	98.78%
13	Jindal Intellicom LLC	August 6, 2016	a, b	Apr'18-Mar'19	March 31, 2019	69.15	USD	-	(7.42)	0.32	7.74	-	-	(0.68)	-	(0.68)	-	98.78%
14	Jindal Saw Gulf L.L.C.	October 19, 2009	a	Apr'18-Mar'19	March 31, 2019	18.83	AED	69,176.31	(25,289.60)	54,704.10	10,817.38	-	84,404.25	(2,330.76)	-	(2,330.76)	-	36.75%
15	World Transload & Logistics LLC	May 22, 2014	a, e	Apr'18-Mar'19	March 31, 2019	69.15	USD	6,806.14	2,642.26	11,543.28	2,094.88	-	10,254.82	1,540.72	6.67	1,534.05	-	100.00%
16	Jindal Saw USA, LLC	July 18, 2007	a, c	Apr'18-Mar'19	March 31, 2019	69.15	USD	10,372.50	28,778.71	60,024.48	20,873.27	518.63	75,091.22	8,094.98	787.77	7,307.20	-	100.00%
17	Jindal Saw Middle East FZC	October 19, 2009	a	Apr'18-Mar'19	March 31, 2019	18.83	AED	20,231.79	(11,776.00)	1,17,461.35	1,09,005.56	-	-	(935.57)	-	(935.57)	-	75.00%
18	Derwent Sand SARL	June 19, 2011	a, d	Jan'18-Dec'18	December 31, 2018	0.59	DZD	394.09	(1,334.23)	1,667.06	2,607.20	-	-	(1,347.13)	-	(1,347.13)	-	99.62%
19	Drill Pipe International LLC	May 22, 2014	a	Apr'18-Mar'19	March 31, 2019	69.15	USD	5,161.89	(5,101.47)	7,581.58	7,521.16	-	2,536.20	89.72	-	89.72	-	100.00%
20	Jindal International FZE	July 8, 2015	a, b	Apr'18-Mar'19	March 31, 2019	18.83	AED	28.24	(37.07)	8.12	16.95	-	-	(9.89)	-	(9.89)	-	100.00%
21	Sulog Transshipment Services Limited	June 29, 2016	a	Apr'18-Mar'19	March 31, 2019	1.00	INR	2,690.06	3,118.38	12,850.82	7,042.38	-	-	(1,184.79)	-	(1,184.79)	-	51.00%

Notes:

a) Financial information has been extracted from the audited standalone financial statements.

b) Subsidiaries yet to commence operations

c) Investment includes investment in subsidiary.

d) Subsidiaries included in discontinued operations.

e) Comprises of consolidated results of following subsidiaries 1) Tube Technologies INC, 2) 5101 Boone LLP, 3) Helical Anchors INC, 4) Boone Real Property Holding LLC

Exchange rates on financial year ending date.

Subsidiaries sold/liquidated during the year

1. Jindal SAW Italia SPA

Statement containing salient features of the financial statement of associate/ joint venture pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014

Form AOC - I

Part "B": Associate and Joint venture

S.No.	Name of the associate /joint venture	Financial year ended	Share in associate/joint venture held by the company on March 31, 2019			Description of how there is significant influence	Networth attributable to shareholders as per latest audited balance sheet (₹ lakhs)	Profit / (loss) for the year ended March 31, 2019	
			Number of shares	Amount of investment in associate (₹ lakhs)	Extent of holding %			Considered in consolidation	Not considered in consolidation
1	Jindal Fittings Limited	March 31, 2019	1,39,96,803	-	36.00%	% of share capital	(1,772.90)	-	(549.73)
2	Jindal MMG, LLC	March 31, 2019	500	-	50.00%	% of share capital	(94.60)	(0.35)	(94.60)

CONSOLIDATED FINANCIAL STATEMENTS

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AUDITORS' REPORT

INDEPENDENT AUDITORS' REPORT

To the Members of Jindal SAW Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

1. We have audited the accompanying consolidated financial statements of Jindal Saw Limited (hereinafter referred to as the 'Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), its associates and joint venture (refer Note 3.3 and Note 49 to the attached consolidated financial statements), which comprise the consolidated Balance Sheet as at March 31, 2019, and the consolidated Statement of Profit and Loss (including Other Comprehensive Income) , the consolidated statement of changes in equity and the consolidated cash flows Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information prepared based on the relevant records. (hereinafter referred to as "the consolidated financial statements").

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("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, its associates and joint ventures as at March 31, 2019, of consolidated total comprehensive income (comprising profit and other comprehensive income)], consolidated changes in equity and its consolidated cash flows for the year then ended.

Basis for Qualified Opinion included in Auditors' report of a Subsidiary Company

3. The audit report on the financial statements of DERWENT SAND SARL, a subsidiary of the Company, issued by an independent firm of Chartered Accountants vide its Report dated May 20, 2019 contains the following qualification, which is reproduced by us as under:

   "Using more, we found that the Company has 3/4th of its capital. This directly impacts the business continuity principle of the Company. The latter must comply with the applicable regulations in force, mainly article 589 of the Commercial Code.

   Handle the other remarks mentioned in the technical report."

   The above qualification, as included in the subsidiary auditors' reports', does not impact our opinion on the consolidated financial statements as the assets and liabilities of this subsidiary are classified and disclosed as held for sale in the consolidated financial statements and there is no further impact of this matter on the consolidated financial statements.

4. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group, its associates and jointly controlled entities in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in India in terms of the Code of Ethics issued by ICAI and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-paragraph 17 of the Other Matters paragraph below is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

   The Key Audit Matters stated below are reproduced from the report on the audit of standalone financial statements of the Holding Company and are in addition to the matter described in the Basis for Qualified Opinion included in Auditors' report of the Subsidiary Company. The Investments and Loans stated in the Key Audit Matters provided below are eliminated on consolidation and therefore, not appearing in the Consolidated Financial Statements.

5.1 Assessment of the carrying value of investment in and loans granted to its subsidiary, Jindal ITF Limited

(Refer to note 3.6 and note 57 to the standalone financial statements of the Holding Company)

Description of Key Audit Matter

The Company has an investment of ₹ 36,336.47 lakhs and advanced loans aggregating ₹ 83,908.81 lakhs to its subsidiary, Jindal ITF Limited ('subsidiary'). The subsidiary has a contract with a Public Sector Undertaking ('PSU') for transporting imported coal to one of their power generating stations. The contract was for a period of seven years and the subsidiary was the sole transporter and accordingly, had made significant investments to develop the facility. The contract had a clause for compensation in case the supply was lesser than the minimum guaranteed quantity ('MGQ') mentioned in the contract and had specific clauses to be adhered to by both the parties before terminating the contract.

AUDITORS' REPORT

The PSU stopped taking the supplies during the first year of operation and refused to pay compensation towards MGQ and terminated the agreement subsequently. The matter was referred to arbitration where the arbitrator had awarded interim award amounting to ₹ 35,631.18 lakhs relating to first 2 years of MGQ which was paid subsequently.

During the current year, the Arbitrator has issued the final order where it has decided the case in favour of the subsidiary awarding ₹ 189,108 lakhs plus interest and applicable taxes. The PSU has gone for appeals against the said order. The Management has assessed that there will not be any negative impact on carrying amount of investments and loans given by the Company to the subsidiary is recoverable.

This is a key audit matter since the investment made and loans granted by the Company to the subsidiary are material to the financial statements and the subsidiary is currently not having any operations. Further, the recovery of investment and loan granted depends on the ultimate recovery of the aforesaid compensation from the PSU by the subsidiary.

How our audit addressed the key audit matter

a) Discussed the matter with the management and obtained an understanding of the matter.

b) Reviewed the agreement between the subsidiary and the customer to corroborate the matters stated in the appeal and details of the claim filed by the subsidiary with the Arbitration Tribunal.

c) Performed test of controls over recoverability of the investment and the loans given to the subsidiary with specific focus on whether an impairment provision needs to be recognized.

d) Examined the arbitration orders (final and interim orders) decided in favour of the subsidiary and evaluated the recoverability of the said loans and investments, considering the said award.

e) Discussed the matter with the Company's external counsel and evaluated the legal opinion issued by them which supports the subsidiary's position.

As a result of our audit work, the management's assessment of the carrying value of the investment and loans was considered to be reasonable.

5.2 Appropriateness of assessment of Impairment in the carrying value of investment and recoverability of loan to wholly owned subsidiary, Jindal Saw Holdings FZE

(Refer to note 3.6 and note 58 to the standalone financial statements of the Holding Company)

Description of Key Audit Matter

The Company had made investments of ₹ 10,270.09 Lakhs and also advanced loans aggregating ₹ 13,252.40 Lakhs to Jindal Saw Holdings FZE ('Subsidiary') as at March 31, 2019. The Subsidiary is incurring losses and the net worth is lower than the aggregate of the cost of investment. This is an indicator of potential impairment in the investment and the loans.

This is a key audit matter since, the investment made and the loans granted to the Subsidiary is material to the financial statements of the Company and significant judgement is required in forecasting the discount rate, the growth rates and terminal value used in estimating the discounted cash flows used by the Management's expert to support the carrying value.

The Board of Directors of the Company have assessed that a provision for impairment is not required towards the carrying value of investment and the loans to the Subsidiary are recoverable.

How our audit addressed the key audit matter

a) Obtained an understanding, evaluating and testing the operating effectiveness over the Company's controls over monitoring the performance of the Subsidiary and performing an impairment assessment.

b) Understood the operating performance and met the management experts to understand the assumptions, including the discount rate and the growth rates, used in the forecast.

c) Compared the growth rates used in the forecast with the current market position relating to demand and supply of the product.

d) Examined the discount rate and terminal value of the Subsidiary used in the valuation report of the Management's expert.

e) Performed sensitivity tests over the key assumptions and considered then to be within a reasonable and foreseeable range.

f) Assessed the historical accuracy of the forecasts by comparing the forecast used in the prior year valuation with the actual performance in the current year. In case the actual performance was lower than the forecast, we obtained the reasons thereof from the management.

g) Tested the mathematical accuracy of the underlying calculations.

As a result of the above audit procedures, the Management's assessment of impairment in the carrying value of investment and recoverability of the loan was considered to be appropriate

AUDITORS' REPORT

Other Information

6. The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report and Management Discussion Analysis, but does not include the consolidated financial statements and our auditor's report thereon.

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

8. In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed and the reports of the other auditors as furnished to us [Refer paragraph 17 below], we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

9. The Holding Company's Board of Directors is 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 financial position, consolidated financial performance and consolidated cash flows, and changes in equity of the Group including its Associates and joint ventures in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associates and joint ventures are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

10. In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associates and joint ventures are responsible for assessing the ability of the Group and of its associates and jointly controlled entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

11. The respective Board of Directors of the companies included in the Group and of its associates and joint ventures are responsible for overseeing the financial reporting process of the Group and of its associates and joint ventures.

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

12. 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.

13. 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 Holding 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.

AUDITORS' REPORT

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates and jointly controlled entities to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates and jointly controlled entities 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 the entities or business activities within the Group and its associates and jointly controlled entities to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

14. 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.
15. 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.
16. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

17. We did not audit the financial statements of 26 subsidiaries, and 1 joint venture whose financial statements reflect total assets of ₹ 545,268.43 lakhs and net assets of ₹ 118,035.26 lakhs as at March 31, 2019, total revenue of ₹ 277,393.67 lakhs, total comprehensive income (comprising of loss and other comprehensive income) of ₹ (19,751.47) Lakhs and net cash flows amounting to ₹ 1,816.46 lakhs for the year ended on that date, as considered in the consolidated Ind AS financial statements. The consolidated Ind AS financial statements also include the Group's share of total comprehensive income (comprising of loss and other comprehensive income) of ₹ Nil and ₹ (0.35) Lakhs for the year ended March 31, 2019 as considered in the consolidated Ind AS financial statements, in respect of 1 associate company and 1 joint venture respectively, whose financial statements have not been audited by us. 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 insofar as it relates to the amounts and disclosures included in respect of these subsidiaries, joint venture and associate company and our report in terms of sub-section (3) of Section 143 of the Act including report on Other Information insofar as it relates to the aforesaid subsidiaries, joint ventures and associates, is based solely on the reports of the other auditors.

    In respect of a subsidiary, auditor's report of the subsidiary has been translated in English by the management and furnished to us by the management.

    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

18. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
    (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
    (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
    (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account and records maintained for the purpose of preparation of the consolidated financial statements.

AUDITORS' REPORT

(d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards 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 March 31, 2019 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies and associate companies incorporated in India, none of the directors of the Group companies and its associate companies incorporated in India is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164(2) of the Act.

(f) With respect to the adequacy of internal financial controls with reference to financial statements of the Group and the operating effectiveness of such controls, refer to our separate report in Annexure A.

(g) 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:

i. The consolidated financial statements disclose the impact, if any, of pending litigations on the consolidated financial position of the Group, its associates and joint ventures– Refer Note 47 to the consolidated financial statements.

ii. Provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts as at March 31, 2019 – Refer (a) Note 37 to the consolidated financial statements in respect of such items as it relates to the Group, its associates and joint ventures and (b) the Group's share of net profit/loss in respect of its associates.

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies and associate companies incorporated in India except in respect of dividend amounting to ₹ 227.73 lakhs which has been kept in abeyance pursuant to court order.

iv. The reporting on disclosures relating to Specified Bank Notes is not applicable to the Group for the year ended March 31, 2019.

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016
Chartered Accountants

Sougata Mukherjee
Partner
Membership Number 057084

Date : May 22, 2019
Place : New Delhi

AUDITORS' REPORT

Annexure A to Independent Auditors' Report

Referred to in paragraph 18(f) of the Independent Auditors' Report of even date to the members of Jindal Saw Limited on the consolidated financial statements for the year ended March 31, 2019

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act

1. In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2019, we have audited the internal financial controls over financial reporting of Jindal Saw Limited (hereinafter referred to as "the Holding Company") and its subsidiary companies, its associate companies and jointly controlled companies, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

2. The respective Board of Directors of the Holding company, its subsidiary companies and its associate companies, to whom reporting under clause (i) of sub section 3 of Section 143 of the Act in respect of the adequacy of the internal financial controls over financial reporting is applicable, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on "internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI)". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

   We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

7. In our opinion, the Holding Company, its subsidiary companies and its associate company, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

AUDITORS' REPORT

Other Matters

8. Our aforesaid reports under Section 143[3][i] of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to 9 subsidiary companies and 1 associate company, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India. Our opinion is not qualified in respect of this matter.

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016
Chartered Accountants

Sougata Mukherjee
Partner
Membership Number 057084

Date : May 22, 2019
Place : New Delhi

CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2019

(₹ lakhs)

Particulars	Notes	As at March 31, 2019	As at March 31, 2018
ASSETS			
(1) Non-Current Assets			
(a) Property, plant and equipment	5	7,15,389.60	7,11,261.48
(b) Capital work-in-progress	5	25,978.72	12,638.40
(c) Intangible assets	6	888.09	757.63
(d) Investments accounted for using the equity method	7, 48	-	-
(e) Financial assets			
(i) Investments	7	18,862.05	10,890.02
(ii) Trade receivables	8	797.48	1,261.86
(iii) Loans	9	50,757.61	27,492.62
(iv) Other financial assets	10	19,893.87	18,978.97
(f) Deferred tax assets (Net)	43	38,957.83	32,742.80
(g) Other non-current assets	11	2,605.27	2,473.26
(2) Current Assets			
(a) Inventories	12	3,18,749.25	2,46,310.50
(b) Financial assets			
(i) Investments	13	176.87	134.26
(ii) Trade receivables	14	2,21,260.78	1,92,978.95
(iii) Cash and cash equivalents	15	14,424.65	7,190.77
(iv) Bank balances other than (iii) above	16	8,726.64	7,178.39
(v) Loans	17	11,599.19	19,172.44
(vi) Other financial assets	18	2,589.02	3,315.31
(c) Contract assets	40	1,502.56	-
(d) Current tax assets (Net)	42	6,345.78	7,342.85
(e) Other current assets	19	55,917.33	47,453.09
(f) Assets held for sale	55	1,682.72	2,820.51
TOTAL ASSETS		15,17,105.31	13,52,394.11
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	20	6,395.19	6,395.19
(b) Other equity	20.1	6,21,841.16	5,43,244.51
Non-controlling interest		(38,225.26)	(29,640.08)
Liabilities			
(1) Non-Current Liabilities			
(a) Financial liabilities			
(i) Borrowings	21	2,63,312.45	3,31,145.54
(ii) Trade payables			
(A) total outstanding dues of micro enterprises and small enterprises; and	22	-	-
(B) total outstanding dues of creditors other than micro enterprises and small enterprises.	22	-	4,973.75
(iii) Other financial liabilities	23	2,952.17	2,952.17
(b) Provisions	24	10,596.09	10,008.53
(c) Deferred tax liabilities (Net)	43	58,338.08	49,604.15
(d) Other non-current liabilities	25	12,040.77	11,773.26

CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2019

(₹ lakhs)

Particulars	Notes	As at March 31, 2019	As at March 31, 2018
(2) Current Liabilities			
(a) Financial liabilities			
(i) Borrowings	**26**	**2,68,387.06**	2,72,553.22
(ii) Trade payables			
(A) total outstanding dues of micro enterprises and small enterprises; and	**27**	**546.51**	988.15
(B) total outstanding dues of creditors other than micro enterprises and small enterprises.	**27**	**1,79,828.95**	55,639.73
(iii) Other financial liabilities	**28**	**60,647.61**	48,192.28
(b) Other current liabilities	**29**	**60,555.02**	36,328.72
(c) Provisions	**30**	**1,820.31**	1,475.70
(d) Current tax liabilities (Net)	**42**	**4,115.41**	2,939.99
(e) Liabilities associated with assets held for sale	**55**	**3,953.79**	3,819.30
TOTAL EQUITY AND LIABILITIES		**15,17,105.31**	13,52,394.11

This is the consolidated balance sheet referred to in our report of even date
The accompanying notes are integral part of these financial statements.

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016
Chartered Accountants

Sougata Mukherjee
Partner
Membership Number: 057084

Place : New Delhi
Dated : May 22, 2019

For and on behalf of Board of Directors of Jindal SAW Limited

Neeraj Kumar
Group CEO & Whole-time Director
DIN : 01776688

Sminu Jindal
Managing Director
DIN : 00005317

Sunil K. Jain
Company Secretary
M. No. FCS 3056

Narendra Mantri
Head Commercial & CFO

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2019

(₹ lakhs)

	Particulars	Notes	Year ended March 31, 2019	Year ended March 31, 2018
I.	**Income**			
	Revenue from operations	**31**	**12,11,700.16**	8,56,432.95
	Other income	**32**	**14,616.65**	12,774.19
	Total Income (I)		**12,26,316.81**	8,69,207.14
II.	**Expenses**			
	Cost of materials consumed		**7,09,018.08**	5,14,620.05
	Purchase of stock-in-trade		**48,390.74**	1,188.43
	Changes in inventories of finished goods, stock-in- trade and work-in-progress	**33**	**(10,812.33)**	(25,788.22)
	Employee benefits expense	**34**	**91,417.05**	75,727.14
	Finance costs	**35**	**61,522.84**	57,915.28
	Depreciation and amortisation expense	**36**	**39,628.17**	36,348.21
	Excise duty		**-**	5,770.96
	Other expenses	**37**	**2,26,180.98**	1,80,431.27
	Total Expenses (II)		**11,65,345.53**	8,46,213.12
III.	**Profit/(loss) before exceptional items and tax (I-II)**		**60,971.28**	22,994.02
IV.	**Exceptional items - income / (expense)**	**57**	**37,790.19**	(9,080.78)
V.	**Share of profit/ (loss) of associate**		**(0.35)**	(540.43)
VI.	**Profit/ (loss) before tax (III+IV+V)**		**98,761.12**	13,372.81
VII.	**Tax expense:**			
	(1) Current tax	**42**	**25,660.72**	13,022.70
	(2) Deferred tax	**43**	**(4,498.76)**	288.85
	Total Tax expense (VII)		**21,161.96**	13,311.55
VIII.	**Profit/ (loss) for the year from continuing operations (VI-VII)**		**77,599.16**	61.26
IX.	**Profit/(loss) from continuing operations attributable to:**			
	Owners of the parent		**86,238.37**	19,008.15
	Non-controlling interest		**(8,639.21)**	(18,946.89)
			77,599.16	61.26
X.	**Profit/(loss) from discontinued operations**	**55**	**(1,120.76)**	(4,355.52)
XI.	**Tax credit / (expenses) of discontinued operations**		**(106.74)**	3,196.16
XII.	**Profit/(loss) from discontinued operations (after tax) (X+XI)**		**(1,227.50)**	(1,159.36)
XIII.	**Profit/(loss) from discontinued operations attributable to:**			
	Owners of the parent		**(1,222.42)**	(1,158.44)
	Non-controlling interest		**(5.08)**	(0.92)
			(1,227.50)	(1,159.36)
XIV.	**Profit/(loss) for the year (VIII+XII)**		**76,371.66**	(1,098.10)
XV.	**Profit/(loss) for the year attributable to:**			
	Owners of the parent		**85,015.95**	17,849.71
	Non-controlling interest		**(8,644.29)**	(18,947.81)
			76,371.66	(1,098.10)

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2019

(₹ lakhs)

Particulars	Notes	Year ended March 31, 2019	Year ended March 31, 2018
XVI. Other Comprehensive Income:			
A. Items that will not be reclassified to profit or loss			
(i) Re-measurement gain/ (loss) on defined benefit plans		**(217.15)**	265.28
Income tax effect on above		**75.27**	(93.97)
(ii) Share of profit/ (loss) of associate		**-**	(0.33)
(iii) Equity instruments through other comprehensive income		**0.09**	(867.89)
Income tax effect on above		**(0.02)**	(0.10)
B. Items that will be reclassified to profit or loss			
(i) Exchange differences in translating the financial statements of a foreign operation		**(2,635.99)**	(2,330.35)
(ii) Debt instruments through other comprehensive income		**(173.03)**	72.84
Income tax effect on above		**38.51**	(16.70)
		(2,912.32)	(2,971.22)
XVII. Total Comprehensive Income for the year (XIV+XVI) (Comprising profit/ (loss) and other comprehensive income for the year)		**73,459.34**	(4,069.32)
XVIII. Other Comprehensive Income for the year attributable to:			
Owners of the parent		**(1,721.43)**	(2,877.38)
Non-controlling interest		**(1,190.89)**	(93.84)
		(2,912.32)	(2,971.22)
XIX. Total Comprehensive Income for the year attributable to:			
Owners of the parent		**83,294.52**	14,972.33
Non-controlling interest		**(9,835.18)**	(19,041.65)
		73,459.34	(4,069.32)
XX. Earning per Equity Share (face value of ₹ 2/- each) (for continuing operation)	**52**		
(1) Basic		**26.97**	5.91
(2) Diluted		**26.97**	5.91
XXI. Earning per Equity Share (face value of ₹ 2/- each) (for discontinued operation)	**52**		
(1) Basic		**(0.38)**	(0.36)
(2) Diluted		**(0.38)**	(0.36)
XXII. Earning per Equity Share (face value of ₹ 2/- each) (for discontinued and continuing operation)	**52**		
(1) Basic		**26.59**	5.55
(2) Diluted		**26.59**	5.55

This is the consolidated statement of profit and loss referred to in our report of even date
The accompanying notes are integral part of these financial statements.

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016
Chartered Accountants

Sougata Mukherjee
Partner
Membership Number: 057084

Place : New Delhi
Dated : May 22, 2019

For and on behalf of Board of Directors of Jindal SAW Limited

Neeraj Kumar
Group CEO & Whole-time Director
DIN : 01776688

Sminu Jindal
Managing Director
DIN : 00005317

Sunil K. Jain
Company Secretary
M. No. FCS 3056

Narendra Mantri
Head Commercial & CFO

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2019

A. Equity Share Capital

(₹ lakhs)

Balance as at April 1, 2017	Changes in equity share capital during 2017-18	Balance as at March 31, 2018	Changes in equity share capital during 2018-19	Balance as at March 31, 2019
6,395.19	-	6,395.19	-	6,395.19

B. Other Equity

(₹ lakhs)

Particulars	Notes	Reserves and Surplus					Items of Other Comprehensive Income					Total	Non-controlling interest
							Items that will be reclassified to profit and loss		Items that will not be reclassified to profit and loss				
		Securities Premium	Debenture Redemption Reserve	General Reserve	Capital Reserve on Consolidation	Retained Earnings	Exchange differences on translating the financial statements of a foreign operation	Debt instruments through Other Comprehensive Income	Re-measure ments of the net defined benefit plans	Equity Instruments through Other Comprehensive Income	Total other comprehensive income		
Balance as at April 1, 2017		**64,328.98**	**10,540.00**	**3,13,412.65**	**1,975.81**	**1,34,210.76**	**8,898.76**	**176.79**	**(1,295.87)**	**(29.32)**	**7,750.36**	**5,32,218.56**	**(12,660.46)**
Profit for the year		-	-	-	-	17,849.71	-	-	-	-	-	17,849.71	(18,947.81)
Other comprehensive Income		-	-	-	-	-	(2,241.68)	55.45	176.84	(867.99)	(2,877.38)	(2,877.38)	(93.84)
Dividends payments including dividend distribution tax $	38.3	-	-	-	-	(3,848.52)	-	-	-	-	-	(3,848.52)	-
Transfer from retained earnings		-	358.00	-	-	(358.00)	-	-	-	-	-	-	-
Transfer from debenture redemption reserve		-	(2,500.00)	2,500.00	-	-	-	-	-	-	-	-	-
Provision for premium on redemption of debenture		(95.02)	-	-	-	-	-	-	-	-	-	(95.02)	-
Transaction with non-controlling interests		-	-	-	-	(2.84)	-	-	-	-	-	(2.84)	2,062.03
Balance as at March 31, 2018		**64,233.96**	**8,398.00**	**3,15,912.65**	**1,975.81**	**1,47,851.11**	**6,657.08**	**232.24**	**(1,119.03)**	**(897.31)**	**4,872.98**	**5,43,244.51**	**(29,640.08)**
Profit for the year		-	-	-	-	85,015.95	-	-	-	-	-	85,015.95	(8,644.29)
Other comprehensive income		-	-	-	-	-	(1,448.72)	(132.88)	(139.90)	(52.94)	(1,774.44)	(1,774.44)	(1,190.89)
Dividends payments including dividend distribution tax $	38.3	-	-	-	-	(4,625.81)	-	-	-	-	-	(4,625.81)	-
Transfer fom retained earnings		-	233.00	-	-	-	-	-	-	-	-	233.00	-
Share issue expenses		-	-	-	-	(19.05)	-	-	-	-	-	(19.05)	-
Transfer to / from debenture redemption reserve		-	(750.00)	750.00	-	(233.00)	-	-	-	-	-	(233.00)	-
Reclassification on derecognition of investment in equity shares		-	-	-	-	(31.40)	-	-	-	31.40	31.40	-	-
Transaction with non-controlling interests		-	-	-	-	-	-	-	-	-	-	-	1,250.00
Balance as at March 31, 2019		**64,233.96**	**7,881.00**	**3,16,662.65**	**1,975.81**	**2,27,957.80**	**5,208.36**	**99.36**	**(1,258.93)**	**(918.85)**	**3,129.94**	**6,21,841.16**	**(38,225.26)**

$ Dividend paid @ ₹ 1.20 and ₹ 1 per share of ₹ 2 each during 2018-19 and 2017-18 respectively.

This is the statement of changes in equity referred to in our report of even date.
The accompanying notes are integral part of these financial statements.

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016
Chartered Accountants

Sougata Mukherjee
Partner
Membership Number: 057084

Place : New Delhi
Dated : May 22, 2019

For and on behalf of Board of Directors of Jindal SAW Limited

Neeraj Kumar
Group CEO & Whole-time Director
DIN : 01776688

Sunil K. Jain
Company Secretary
M. No. FCS 3056

Sminu Jindal
Managing Director
DIN : 00005317

Narendra Mantri
Head Commercial & CFO

CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2019

(₹ lakhs)

Particulars		Year ended March 31, 2019		Year ended March 31, 2018	
A.	**CASH INFLOW/ (OUTFLOW) FROM THE OPERATING ACTIVITIES**				
	Net profit/(loss) before tax and after exceptional items from continuing operations		**98,761.12**		13,372.81
	Net profit/(loss) before tax and after exceptional items from discontinued operations		**(1,120.76)**		(4,355.52)
	Adjustments for :				
	Add/(less)				
	Depreciation and amortisation	**39,630.30**		36,589.36	
	Income from government grant	**(1,726.01)**		(894.08)	
	Interest expense and bank charges	**56,468.49**		55,541.05	
	Interest from finance lease	**61.65**		(656.15)	
	Loss on sale of fixed assets (net) (Including exceptional item)	**483.82**		13,012.64	
	Profit on disposal of subsidiary (exceptional item)	**(37,790.19)**		-	
	Provision for doubtful debts written back	**-**		(791.32)	
	Liquidated damages	**96.55**		1,025.19	
	Liquidated damages received	**(32.83)**		457.57	
	Bad debts	**770.06**		4,196.80	
	Provision for doubtful debts	**902.20**		540.43	
	Share of profit (loss) of joint venture/associate	**0.35**		(0.30)	
	Dividend received on investments*	**(0.00)**		778.44	
	Effect of unrealised foreign exchange (gain)/loss	**(5,060.24)**		(2,746.98)	
	Net (gain)/loss on derivatives	**287.26**		(52.01)	
	(Gain) / loss on sale of current investments	**(321.73)**		(0.68)	
	(Gain) / loss on fair valuation of investment	**(4.81)**		(49.29)	
	Interest income	**(6,740.42)**	**47,024.45**	(9,507.70)	97,442.97
	Operating profit before working capital changes		**1,44,664.81**		1,06,460.26
	Adjustments for :				
	Inventories	**(80,220.87)**		(16,355.06)	
	Trade receivables	**(39,076.92)**		(64,399.35)	
	Loans, other financial assets and other assets	**(11,055.60)**		3,338.65	
	Trade payables	**1,34,059.64**		16,633.04	
	Other financial liabilities, provisions and other liabilities	**24,987.23**	**28,693.48**	17,812.69	(42,970.03)
	Cash generated from operations		**1,73,358.29**		63,490.23
	Tax paid		**(16,626.41)**		(6,979.28)
	Net cash inflow / (outflow) from operating activities		**1,56,731.88**		56,510.95
B.	**CASH INFLOW/(OUTFLOW) FROM INVESTMENT ACTIVITIES**				
	Purchase/sale of current investments (net)	**60.39**		99.60	
	Purchase of non-current investments	**(523.00)**		(4,094.67)	
	Investment in mutual funds	**(185.34)**		(100.00)	
	Sale of mutual funds	**1,097.30**		164.88	
	Dividend received on Investments *	**0.00**		0.30	
	Purchase of property, plant and equipment and intangibles	**(51,817.24)**		(27,425.38)	
	Sale proceeds from property, plant and equipment and intangibles	**2,181.33**		8,604.40	
	Lease rent (net of investments)	**-**		1,286.58	
	Loan given to related and other parties	**(11,705.29)**		(3,593.62)	
	Loan received back from related and other parties	**7,218.46**		7,247.67	
	Interest received	**2,060.86**		5,781.03	
	Net cash inflow/(outflow) from investing activities		**(51,612.53)**		(12,029.21)

CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2019

(₹ lakhs)

Particulars	Year ended March 31, 2019		Year ended March 31, 2018	
C. CASH INFLOW/(OUTFLOW) FROM FINANCING ACTIVITIES				
Dividend paid including dividend distribution tax	**(4,892.27)**		(3,519.99)	
Transaction with non controlling interest	**-**		2,059.19	
Interest and bank charges paid	**(55,207.15)**		(54,509.75)	
Loan repaid to related parties	**(20,502.82)**		-	
Loan taken from related parties	**4,096.96**		11,308.00	
Increase/(decrease) in current borrowings	**(2,442.34)**		54,153.95	
Proceeds from non-current borrowings	**8,840.92**		32,547.51	
Repayment of long- term borrowings	**(24,171.44)**		(80,612.15)	
Payment of finance lease	**(393.70)**		(165.00)	
Redemption of debentures including premium	**(3,000.00)**		(8,217.50)	
Share issue expenses	**(19.05)**		-	
Net cash inflow/(outflow) from financing activities		**(97,690.89)**		(46,955.74)
Net changes in cash and cash equivalents		**7,428.46**		(2,474.00)
Cash and cash equivalents at beginning of the year of continuing operations		**7,190.77**		9,727.34
Cash and cash equivalents at beginning of the year of discontinued operations		**20.87**		4.69
Less: Upon disposal of subsidiaries		**(425.91)**		-
Exchange difference on translation of foreign currency cash and cash equivalents		**223.86**		(46.39)
Cash and cash equivalents at end of the year		**14,438.05**		7,211.64
Cash and cash equivalents at end of the year of continuing operations		**14,424.65**		7,190.77
Cash and cash equivalents at end of the year of discontinued operations		**13.40**		20.87
Cash and cash equivalents at end of the year		**14,438.05**		7,211.64

* Amount below rounding off norm

NOTES:

1. Increase/(decrease) in short term borrowings are shown net of repayments.
2. Figures in bracket indicates cash out flow.
3. The above cash flow statement has been prepared under the indirect method set out in IND AS - 7 'Statement of Cash Flows'
4. Significant non cash movements in borrowings are towards foreign exchange fluctuations, business combination and other adjustments amounting to ₹ 28,128.68 lakhs (March 31, 2018 - ₹ 4,356.94 lakhs).
5. Expenses disclosed in the cash flow above includes those of discontinued operations of the Group whereas in the statement of profit and loss such expenses are adjusted in arriving at profit/ (loss) for the year from continued operations. Such presentation is in accordance with the relevant accounting standards.

This is the consolidated statement of cash flows referred to in our report of even date
The accompanying notes are integral part of these financial statements.

For and on behalf of Board of Directors of Jindal SAW Limited

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016
Chartered Accountants

Sougata Mukherjee
Partner
Membership Number: 057084

Place : New Delhi
Dated : May 22, 2019

Neeraj Kumar
Group CEO & Whole-time Director
DIN : 01776688

Sminu Jindal
Managing Director
DIN : 00005317

Sunil K. Jain
Company Secretary
M. No. FCS 3056

Narendra Mantri
Head Commercial & CFO

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

1. Corporate and General Information

Jindal Saw Limited ("JSAW" or "Parent") is domiciled and incorporated in India and its shares are publicly traded on the National Stock Exchange ('NSE') and the Bombay Stock Exchange ('BSE'), in India. The registered office of JSAW is situated at A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, District Mathura, 281403 (U.P.) India.

Under Companies Act, 2013, Group is defined as parent, subsidiaries, joint ventures and associates. For the purpose of these financial statements, the aforesaid definition under Companies Act, 2013 has been considered.

Group is a leading global manufacturer and supplier of Iron & Steel pipe products, fittings and accessories with manufacturing facilities in India, USA, Europe and UAE. Its products have application in oil and gas exploration, transportation, power generation, supply of water for drinking, drainage, irrigation purposes and other industrial applications.

2. Basis of preparation

The Consolidated financial statements comply in all material aspects with Indian Accounting Standards (IND AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

The Group has consistently applied the accounting policies used in the preparation for all periods presented.

The Significant accounting policies used in preparing the consolidated financial statements are set out in Note 3 of the Notes to the Consolidated Financial Statements.

3. Significant Accounting Policies

3.1 Basis of Measurement

The consolidated financial statements have been prepared on an accrual basis and under the historical cost convention except following which have been measured at fair value:

- Certain financial assets and liabilities except certain Investments and borrowings carried at amortised cost,
- assets held for sale – measured at fair value less cost of disposal,
- defined benefit plans – plan assets measured at fair value,
- derivative financial instruments,

The consolidated financial statements are presented in Indian Rupees (₹), which is the Group's functional and Group's presentation currency and all amounts are rounded to the nearest lakhs (₹ 00,000) and two decimals thereof, except as stated otherwise.

3.2 Use of Estimates

The preparation of the financial statements requires management to make estimates and assumptions. Actual results could vary from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision effects only that period or in the period of the revision and future periods if the revision affects both current and future years (refer Note 4 on significant accounting estimates, assumptions and judgements).

3.3 Basis of consolidation

The consolidated financial statements relate to Parent company, subsidiaries, joint venture and associate ('Group'). Subsidiary are those entities in which the Parent directly or indirectly, has interest more than 50% of the voting power or otherwise control the composition of the board or governing body so as to obtain economic benefits from activities. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

Associates are all entities over which the group has significant influence but not control or joint control. This is generally the case where the group holds between 20% and 50% of the voting rights. Under Ind AS 111, Joint Arrangements, investments in joint arrangements are classified as either joint operations or joint ventures. The classification depends on the contractual rights and obligations of each investor, rather than the legal structure of the joint arrangement. The consolidated financial statements have been prepared on the following basis:-

a) The financial statements of the subsidiaries are combined on a line-by–line basis by adding together the like items of assets, liabilities, income and expenses after fully eliminating intra-group balances and intra-group transactions and unrealized profits or losses in accordance with IND AS 110 –'Consolidated Financial Statements' notified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015 as amended time to time.

b) Interest in associates and joint ventures are consolidated using equity method as per IND AS 28 – 'Investment in Associates and Joint Ventures'. Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter, post-acquisition attributable profit/losses are adjusted in the carrying value of investment upto the Group investment in the joint venture and associate.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

c) In the case of foreign subsidiaries, being non-integral foreign operations, revenue items are consolidated at the average exchange rates prevailing during the year. All assets and liabilities are converted at rates prevailing at the end of the year. Components of equity are translated at closing rate. Any gain / (loss) on exchange difference arising on consolidation is recognized in the Foreign Currency Translation Reserve (FCTR).

d) The acquisitions of businesses outside the Group are accounted for using the acquisition method. The difference between the cost of investment in the subsidiaries and the Parent's share of net assets at the time of acquisition of control in the subsidiaries is recognised in the financial statement as goodwill. However, resultant gain (bargain purchase) is recognized in other comprehensive income on the acquisition date and accumulated to capital reserve in equity.

e) Non-controlling Interest (NCI) in the results and net assets of the consolidated subsidiaries is identified and presented in the consolidated statement of profit and loss, balance sheet and statement of change in equity separately from liabilities and the equity attributable to the Parent's shareholders. NCI in the net assets of the consolidated subsidiaries consists of:

- The amount of equity attributable to NCI at the date on which investment in a subsidiary is made; and

- The NCI share of movement in the equity since the date the parent subsidiary relationship came into existence.

f) NCI in the total comprehensive income (comprising of profit and loss and other comprehensive income) for the year, of consolidated subsidiaries is identified and adjusted against the total comprehensive income of the Group. Where accumulated losses attributable to the NCI before the date of transition to IND AS i.e. April 1, 2014 are in excess of their equity, in the absence of actual obligation of the NCI, the same is accounted for by Parent. However, losses attributable over and above the share of NCI are borne by NCI even if it results in their deficit balance subsequent to IND AS transition date.

g) Where Group has contractual obligation (Put, call or any other) to deliver cash or another financial asset and to settle any compound financial instruments classified by subsidiary as equity or mix of equity and liability, to the extent there is such an obligation or a component of it subject to obligation, the equity component considered by subsidiary is classified as financial liability in consolidated financial statement.

h) For acquisitions of additional interests in subsidiaries, where there is no change in control, the Group recognises a reduction to the non-controlling interest of the respective subsidiary with the difference between this figure and the cash paid, inclusive of transaction fees, being recognised in equity. In addition, upon dilution of non-controlling interests the difference between the cash received from sale or listing of the subsidiary shares and the increase to non-controlling interest is also recognised in equity. If the Group loses control over a subsidiary, it derecognises the related assets (including goodwill), liabilities, non-controlling interest and other components of equity, while any resultant gain or loss is recognised in profit and loss. Any investment retained is recognised at fair value. The results of subsidiaries acquired or disposed of during the year are included in the consolidated Profit and Loss Statement from the effective date of acquisition or up to the effective date of disposal, as appropriate.

i) The consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the companies separate financial statements.

3.4 Business Combinations

The acquisition method of accounting is used to account for all business combinations, regardless of whether equity instruments or other assets are acquired. The consideration transferred for the acquisition of a subsidiary comprises the

- fair values of the assets transferred;
- liabilities incurred to the former owners of the acquired business;
- equity interests issued by the group; and
- fair value of any asset or liability resulting from a contingent consideration arrangement.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date. The group recognises any non-controlling interest in the acquired entity on an acquisition-by-acquisition basis either at fair value or at the non-controlling interest's proportionate share of the acquired entity's net identifiable assets. Acquisition-related costs are expensed as incurred.

The excess of the

- consideration transferred;
- amount of any non-controlling interest in the acquired entity, and
- acquisition-date fair value of any previous equity interest in the acquired entity

over the fair value of the net identifiable assets acquired is recorded as goodwill. If those amounts are less than the fair value of the net identifiable assets of the business acquired, the difference is recognised in other comprehensive income and accumulated in equity as capital reserve provided there is clear evidence of the underlying reasons for classifying the business combination as a bargain purchase. In other cases, the bargain purchase gain is recognised directly in equity as capital reserve.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Where settlement of any part of cash consideration is deferred, the amounts payable in the future are discounted to their present value as at the date of exchange. The discount rate used is the entity's incremental borrowing rate, being the rate at which a similar borrowing could be obtained from an independent financier under comparable terms and conditions.

Contingent consideration is classified either as equity or a financial liability. Amounts classified as a financial liability are subsequently remeasured to fair value with changes in fair value recognised in profit or loss.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date. Any gains or losses arising from such remeasurement are recognised in profit or loss or other comprehensive income, as appropriate.

3.5 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The board of directors of Jindal Saw Limited has appointed Group CEO who assesses the financial performance and position of the Group, and make strategic decisions. The Group CEO has been identified as being the chief decision maker.

3.6 Property, Plant and Equipment

Property, Plant and Equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Cost of mine development is capitalised as Property, Plant and Equipment under the heading "Mine development" in the year in which they are incurred.

Assets are depreciated to the residual values on a straight line basis over the estimated useful lives based on technical estimates, except, moulds which are depreciated based on units of production method. Assets residual values and useful lives are reviewed at each financial year end considering the physical condition of the assets and benchmarking analysis or whenever there are indicators for review of residual value and useful life. Freehold land is not depreciated. Estimated useful lives of the assets are as follows:

Category of assets	Life (in years)
Leasehold land	Lease period ranging from 25-99
Leasehold improvement	7-60
Buildings	3-60
Plant & equipment	2-50
Electrical installation	10-25
Moulds	Unit of production
furniture & fixtures	2-20
Vehicles	3-25
Computer equipments and office equipments	3-25
Containers, Barges & Vassels	5-28
Mine Development	5

The 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 recognised in the Statement of Profit and Loss in the year of disposal or retirement.

3.7 Intangible Assets

Identifiable intangible assets are recognised a) when the Group controls the asset, b) it is probable that future economic benefits attributed to the asset will flow to the Group and c) the cost of the asset can be reliably measured.

Computer software's are capitalised at the amounts paid to acquire the respective license for use and are amortised over the period of license, generally not exceeding six years on straight line basis. The assets' useful lives are reviewed at each financial year end.

3.8 Impairment of non-current assets

Non-current assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or group of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

3.9 Cash and cash equivalents

Cash and cash equivalents includes cash on hand and at bank, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value and are held for the purpose of meeting short-term cash commitments.

For the purpose of the Statement of Cash Flows, cash and cash equivalents consists of cash and short term deposits, as defined above, net of outstanding bank overdraft as they being considered as integral part of the Group's cash management. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

3.10 Inventories

Inventories are valued at the lower of cost and net realizable value except scrap, which is valued at net realizable value. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale. The cost of inventories comprises of cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their respective present location and condition. Cost is computed on the weighted average basis.

3.11 Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

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

a) Finance lease

Leases of property, plant and equipment where the Group, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases.

As a lessor - Finance leases are capitalised at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. Lease receipts are apportioned between the reduction of lease receivable and finance income so as to achieve a constant rate of interest on the remaining balance of the receivable for each period. The corresponding rent receivables, net of finance charges, are included in current and non-current other financial asset. The interest element of lease is accounted in the Statement of Profit and Loss over the lease period.

As a lessee - Assets taken on leases are capitalised at the commencement of the lease at the inception date at lower of fair value of the leased property or present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in finance costs in the Statement of Profit or Loss. A leased asset is depreciated over the useful life of the asset.

b) Operating lease

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Initial direct costs incurred by the lessor in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned. Payments/receipts (excluding costs for services such as insurance and maintenance) under operating lease are recorded in the Statement of Profit and Loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases.

3.12 Employee Benefits

a) Short term employee benefits are recognized as an expense in the Statement of Profit and Loss of the year in which the related services are rendered. Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

b) Leave encashment benefit is accounted for using the projected unit credit method, on the basis of actuarial valuations carried out by third party actuaries at each Balance Sheet date. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to profit and loss in the period in which they arise.

c) Contribution to provident fund, a defined contribution plan, is made in accordance with the statute, and is recognised as an expense in the year in which employees have rendered services.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

d) The liability or asset recognised in the balance sheet in respect of gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation denominated in INR is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

The Group operates number of defined benefit plans for gratuity, which requires contributions to be made to a separately administered funds. These funds are managed by a various trusts. These trusts have taken policies from an insurance company. These benefits are partially funded.

3.13 Discontinued operation and non-current assets (or disposal groups) held for sale or distribution.

Non-current assets (or disposal groups) are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell, except for assets such as deferred tax assets, assets arising from employee benefits, financial assets and contractual rights under insurance contracts, which are specifically exempt from this requirement.

An impairment loss is recognised for any initial or subsequent write-down of the asset (or disposal group) to fair value less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset (or disposal group), but not in excess of any cumulative impairment loss previously recognised.

A gain or loss not previously recognised by the date of the sale of the non-current asset (or disposal group) is recognised at the date of de-recognition.

Non-current assets (including those that are part of a disposal group) are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of a disposal group classified as held for sale continue to be recognised.

Non-current assets classified as held for sale and the assets of a disposal group classified as held for sale are presented separately from the other assets in the balance sheet. The liabilities of a disposal group classified as held for sale are presented separately from other liabilities in the balance sheet.

A discontinued operation is a component of the entity that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single co-ordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately in the statement of profit and loss.

3.14 Foreign currency translation

(a) Functional and presentation currency

Consolidated financial statements have been presented in Indian Rupees (₹), which is the Group's functional currency and Group's presentation currency. Each entity in the Group determines its own functional currency (the currency of the primary economic environment in which the entity operates) and items included in the financial statements of each entity are measured using that functional currency.

(b) Transaction and balances

Transactions in foreign currencies are initially recorded by the entities in Group at their respective functional currency rates prevailing at the date of the transaction. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the year-end exchange rates are recognised in profit and loss.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the statement of profit and loss, within finance costs. Exchange gain and loss on debtors, creditors and other than financing and investing activities on a net basis are presented in the statement of profit and loss, as other expenses. All other foreign exchange gains and losses are presented in the statement of profit and loss on a net basis within other gains/ (losses).

Non-monetary items that are measured at fair value in foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. For example, translation differences on non-monetary assets and liabilities such as equity instruments held at fair value through profit and loss are recognised in profit and loss as part of the fair value gain or loss and translation differences on non-monetary assets such as equity investments classified as FVOCI are recognised in other comprehensive income.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

3.15 Financial instruments – initial recognition, subsequent measurement and impairment

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

a) Financial Assets

Financial Assets are classified at amortised cost or fair value through other comprehensive income or fair value through profit and loss, depending on its business model for managing those financial assets and the assets contractual cash flow characteristics.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

The Group reclassifies debt investments when and only when its business model for managing these assets changes.

For impairment purposes significant financial assets are tested on an individual basis, other financial assets are assessed collectively in groups that share similar credit risk characteristics.

Measurement

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Investment in debt instruments

Subsequent measurement of debt instruments depends on the group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the group classifies its debt instruments:

- Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Financial assets classified at amortised cost 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. Interest income from these financial assets is included in finance income using the effective interest rate method.
- Fair value through other comprehensive income (FVOCI): Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.
- Fair value through profit or loss (FVPL): Any financial asset that does not meet the criteria for classification as at amortized cost or as financial assets at fair value through other comprehensive income, is classified as at financial assets at fair value through profit or loss. Financial assets at fair value through profit or loss are at each reporting date fair valued with all the changes recognized in the statement of profit or loss.

Trade receivables

A receivable is classified as a 'trade receivable' if it is in respect to the amount due from customers on account of goods sold or services rendered in the ordinary course of business. Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest rate method, less provision for impairment. For some trade receivables the Group may obtain security in the form of guarantee, security deposit or letter of credit which can be called upon if the counterparty is in default under the terms of the agreement.

Impairment is made on the expected credit losses, which are the present value of the cash shortfalls over the expected life of financial assets. The impairment methodology applied depends on whether there has been a significant increase in credit risk. The estimated impairment losses are recognised in a separate provision for impairment and the impairment losses are recognised in the Statement of Profit and Loss within other expenses.

Subsequent changes in assessment of impairment are recognised in provision for impairment and changes in impairment losses are recognised in the Statement of Profit and Loss within other expenses.

For foreign currency trade receivable, impairment is assessed after reinstatement at closing rates.

Individual receivables which are known to be uncollectible are written off by reducing the carrying amount of trade receivable and the amount of the loss is recognised in the Statement of Profit and Loss within other expenses.

Subsequent recoveries of amounts previously written off are credited to other Income.

Investment in equity instruments

Investment in equity securities are initially measured at fair value. Any subsequent fair value gain or loss is recognized through Profit and Loss if such investments in equity securities are held for trading purposes. Fair value gains or losses of all other equity securities are recognized in Other Comprehensive Income. Where the Group's management has elected to present fair value

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit and loss. Dividends from such investments are recognised in profit and loss as other income when the Group's right to receive payments is established. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

De-recognition of financial asset

A financial asset is derecognised only when

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

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

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

b) Financial Liabilities

At initial recognition, all financial liabilities other than fair valued through profit and loss are recognised initially at fair value less transaction costs that are attributable to the issue of financial liability. Transaction costs of financial liability carried at fair value through profit or loss is expensed in profit or loss.

Financial liabilities at fair value through profit and loss

Financial liabilities at fair value through profit and loss include financial liabilities held for trading. The Group has not designated any financial liabilities upon initial measurement recognition at fair value through profit and loss. Financial liabilities at fair value through profit and loss are accounted at each reporting date at fair value with all the changes recognized in the Statement of Profit and Loss.

Financial liabilities measured at amortised cost

Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Preference shares, which are mandatorily redeemable on a specific date, are classified as liabilities. The dividends on these preference shares are recognised in profit or loss as finance costs.

The fair value of the liability portion of an optionally convertible bonds is determined using a market interest rate for an equivalent non-convertible bonds. This amount is recorded as a liability on an amortised cost basis until extinguished on conversion or redemption of the bonds. The remainder of the proceeds is attributable to the equity portion of the compound instrument. This is recognised and included in shareholders' equity, net of income tax effects, and not subsequently re-measured.

Borrowings are derecognised from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other gains/(losses).

Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

Borrowings are classified as current liabilities unless the Group has unconditional right to defer settlement of the liability for at least twelve months after reporting period.

Trade and other payables

A payable is classified as 'trade payable' if it is in respect of the amount due on account of goods purchased or services received in the normal course of business. These amounts represent unpaid liabilities for goods and services provided to the Group till 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. Trade payables are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest rate method.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

De-recognition of financial liability

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in Profit and Loss as other income or finance costs.

Offsetting financial instruments

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

3.16 Derivative financial instruments

The Group uses derivative financial instruments, such as forward currency contracts and interest rate swaps to hedge its foreign currency risks and interest rate risks. Derivative financial instruments are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value at the end of each period. The method of recognizing the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, on the nature of the item being hedged. Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss.

3.17 Embedded derivatives

Derivatives embedded in a host contract that is an asset within the scope of IND AS 109 are not separated. Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Derivatives embedded in all other host contract are separated only if the economic characteristics and risks of the embedded derivative are not closely related to the economic characteristics and risks of the host and are measured at fair value through profit or loss. Embedded derivatives closely related to the host contracts are not separated.

Embedded foreign currency derivatives

Embedded foreign currency derivatives are not separated from the host contract if they are closely related. Such embedded derivatives are closely related to the host contract, if the host contract is not leveraged, does not contain any option feature and requires payments in one of the following currencies:

- The functional currency of any substantial party to that contract,
- The currency in which the price of the related goods or service that is acquired or delivered is routinely denominated in commercial transactions are the world,
- A currency that is commonly used in contracts to purchase or sell non-financial items in the economic environment in which the transaction takes place (i.e. relatively liquid and stable currency).

Foreign currency embedded derivatives which do not meet the above criteria are separated and the derivative is accounted for at fair value through profit and loss. The Group currently does not have any such derivatives which not closely related.

3.18 Compound financial instruments

The liability component of a compound financial instrument is recognised initially at fair value of a similar liability that does not have an equity component. The equity component is recognised initially as the difference between the fair value of the compound financial instrument as a whole and the fair value of the liability component. Any directly attributable transaction cost is allocated to the liability and the equity component, if material, in proportion to their initial carrying amounts.

Subsequent to the initial recognition, the liability component of a compound financial instrument is measured at amortised cost using the effective interest rate method. The equity component of a compound financial instrument is not re-measured subsequent to initial recognition except on conversion or expiry.

3.19 Equity share capital

Ordinary shares are classified as equity. Incremental costs net of taxes directly attributable to the issue of new equity shares are reduced from retained earnings, net of taxes.

3.20 Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

Other borrowing costs are expensed in the period in which they are incurred.

All other borrowing costs are expensed in the period in which they occur.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

3.21 Taxation

Income tax expenses or credit for the period comprise of tax payable on the current period's taxable income based on the applicable income tax rate, the changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses, minimum alternative tax (MAT) and previous year tax adjustments.

Tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised directly in equity or other comprehensive income, in such cases the tax is also recognised directly in equity or in other comprehensive income. Any subsequent change in direct tax on items initially recognised in equity or other comprehensive income is also recognised in equity or other comprehensive income, such change could be for change in tax rate.

The current income tax charge or credit is calculated on the basis of the tax law enacted or substantively enacted at the end of the reporting period in the countries where the Parent and its subsidiaries and associates operate and generate taxable income after considering allowances, exemptions and unused tax losses under the provisions of the applicable Income Tax Laws. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to tax authorities. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax base of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates and laws that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax liabilities are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries, branches and associates and interest in joint arrangements where the group is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries, branches and associates and interest in joint arrangements where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilised.

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

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available against which the temporary differences can be utilised.

The Group recognises Credit of MAT as an asset when there is reasonable certainty that the Group will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the MAT credit becomes eligible to be recognised as an asset, the said asset is created by way of a credit to the statement of profit and loss account and included in the deferred tax assets.

The Group reviews the same at each balance sheet date and writes down the carrying amount of such deferred tax assets on MAT to the extent there is no longer convincing evidence to the effect that the Group will pay normal income tax during the specified period. Deferred tax assets for MAT is adjusted against the current tax liability on utilisation of such credits for MAT. The carrying amount of MAT is reviewed at each balance sheet date.

3.22 Revenue recognition and other income

The Group has adopted the new standard Ind AS 115, "Revenue from contracts with customers", using the modified retrospective approach which means that the cumulative impact of the adoption will be recognised in retained earnings as of April 1, 2018 and that comparatives will not be restated.

The Group recognises revenue as per the required five step process for revenue recognition which depict the transfer of promised goods or services to the customer in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.

Five step process

1. Identify contracts with customers
2. Identify the separate performance obligation
3. Determine the transaction price of the contract
4. Allocate the transaction price to each of the separate performance obligations, and
5. Recognise the revenue as each performance obligation is satisfied.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

a) Sale of goods

The Group manufactures various types of steel pipes and pellet. Revenue is recognised when a customer obtains control of a promised good and thus has the ability to direct the use and obtain the benefits from the good in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods.

b) Sale of power

Revenue from the sale of power is recognised when the electricity is supplied and is measured as per the contractually agreed tariff rates.

c) Sale of services - job work

Revenue from job work charges are recognised on completion of services and transfer of control to customer over goods subject to Job Work. Stage of completion is determined using "Input methods" as a proportion of cost incurred to date to the total estimated contract cost. Estimated loss on job work to be undertaken in future years are provided for in the period in which the estimate results in a loss on job work.

d) Coal handling and transportation charges

Revenue from Coal transportation through inland waterways is recognised on complete voyage basis/upon unloading of the vessel/barge depending upon the risk and rewards transferred.

e) Sale of services - Vessel hire charges

Time charter earning are recognized over time as the performance obligation is satisfied as per charter party agreements.

f) Business Process Outsourcing and Information Technology Services

(i) Business Process Outsourcing Services which comprise of call centre, back office and other support services. The revenue from these sale of services which are continuous in nature is recognized on periodic basis.

(ii) Information Technology Services which comprise of software development and support services, IT maintenance and other development services. The revenue from sale of these services is recognized on periodic basis in case of continuous supply of services and in case of others, on the basis of completion of service.

g) Other Operating Income

Interest from customers - Interest from customer is recognised on time proportion basis taking into the account the amount outstanding and the rate applicable as per agreed terms.

Incentives on exports and other Government Grants related to operations are recognised in books after due consideration of certainty of utilization/receipt of such incentives. For Government grant refer Note 3.23.

h) Other Income

Interest

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

Dividend

Dividend income is recognised when the right to receive dividend is established.

3.23 Government grants / Assistance

Government grants with a condition to purchase, construct or otherwise acquire long-term assets are initially measured based on grant receivable under the scheme. Such grants are recognised in the Statement of Profit and Loss on a systematic basis over the useful life of the asset. Amount of benefits receivable in excess of grant income accrued based on usage of the assets is accounted as Government grant received in advance. Changes in estimates are recognised prospectively over the remaining life of the assets.

The Group has option to present the government grant related to fixed assets by deducting the grant from the carrying value of the asset and to present the non-monetary grant at a nominal amount. The Group has not availed this option in current financial year.

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Group will comply with all attached conditions.

Government revenue grants relating to income are deferred and recognised in the Statement of Profit and Loss over the period necessary to match them with the costs that they are intended to compensate.

3.24 Dividend distribution

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

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

3.25 Earnings per share

Basic earnings per Share is computed using the net profit attributable to the equity shareholders' of the Parent and weighted average number of shares outstanding during the year. The weighted average numbers of shares also includes fixed number of equity shares that are issuable on conversion of compulsorily convertible preference shares, debentures or any other instrument, from the date consideration is receivable (generally the date of their issue) for such instruments.

Diluted earnings per share is computed using the net profit for the year attributable to the equity shareholder' of the Parent and weighted average number of equity and potential equity shares outstanding during the year including share options, convertible preference shares and debentures, except where the result would be anti-dilutive. Potential equity shares that are converted during the year are included in the calculation of diluted earnings per share, from the beginning of the year or date of issuance of such potential equity shares, to the date of conversion.

3.26 Provisions and Contingencies

Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not recognised for future operating losses.

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

i) Gratuity and leave encashment provision

Refer Note 3.12, for provision relating to gratuity and leave encashment.

ii) Mine restoration or assets retirement obligation

Mine restoration expenditure is provided for in the Statement of Profit and Loss based on present value of estimated expenditure required to be made towards restoration and rehabilitation at the time of vacation of mine. The cost estimates are reviewed periodically and are adjusted to reflect known developments which may have an impact on the cost estimates or life of operations. The unwinding of the discount on provision is shown as a finance cost in the Statement of Profit and Loss.

Contingencies

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Information on contingent liability is disclosed in the Notes to the financial statements. Contingent assets are not recognised. However, when the realisation of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognised as an asset.

3.27 Investment in associates

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement and have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

Investment in associates and joint ventures are accounted for using the equity method of accounting, after initially being recognised at cost.

3.28 Current versus non-current classification

The Group presents assets and liabilities in Balance Sheet based on current/non-current classification.

The Group has presented non-current assets and current assets before equity, non-current liabilities and current liabilities in accordance with Schedule III, Division II of Companies Act, 2013 notified by MCA.

An asset is classified as current when it is:

Expected to be realised or intended to be sold or consumed in normal operating cycle,

Held primarily for the purpose of trading,

Expected to be realised within twelve months after the reporting period, or

Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

A liability is classified as current when it is:

Expected to be settled in normal operating cycle,

Held primarily for the purpose of trading,

Due to be settled within twelve months after the reporting period, or

There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

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

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

3.29 Recent accounting pronouncements

New and amended standards applied

The Group has applied the following standards and amendments for the first time for the period commencing from April 1, 2018. The adoption of these standards did not have any material impact on the current period or any impact on comparative period and is not likely to affect future periods.

a) The new standard Ind AS 115, "Revenue from contracts with customers" is mandatory for financial year commencing on April 1, 2018 and early adoption was not permitted. The standard permits either a full retrospective or a modified retrospective approach for the adoption. Ind AS 115, Revenue from contracts with customers deals with revenue recognition and establishes principles for reporting useful information to users of financial statements about the nature, amount, timing and uncertainty of revenue and cash flows arising from an entity's contracts with customers. The standard replaces Ind AS 18 Revenue and Ind AS 11 Construction contracts and related appendices. Also refer Note 3.22.

b) The Ministry of Corporate Affairs (MCA) has notified Appendix B to Ind AS 21, "The effects of changes in foreign exchange rates". The appendix clarifies how to determine the date of transaction for the exchange rate to be used on initial recognition of a related asset, expense or income where an entity pays or receives consideration in advance for foreign currency denominated contracts. For a single payment or receipt, the date of the transaction should be the date on which the entity initially recognises the non-monetary asset or liability arising from the advance consideration (the prepayment or deferred income/contract liability). If there are multiple payments or receipts for one item, date of transaction should be determined as above for each payment or receipt. The Group adopted the amendment prospectively to items in scope of the appendix that are initially recognised on or after April 1, 2018. Management has considered the effects of the appendix to its foreign currency transactions for which consideration is received/paid in advance involving advance payments in foreign currency.

c) Amendments to Ind AS 12, "Income taxes" regarding recognition of deferred tax assets on unrealised losses, the amendment clarify the accounting for deferred taxes where an asset is measured at fair value and that fair value is below the asset's tax base and also clarify certain other aspects of accounting for deferred tax assets set out below:

1. A temporary difference exists whenever the carrying amount of an asset is less than its tax base at the end of the reporting period.

2. The estimate of future taxable profit may include the recovery of some of an entity's assets for more than its carrying amount if it is probable that the entity will achieve this. For example, when a fixed-rate debt instrument is measured at fair value, however, the entity expects to hold and collect the contractual cash flows and it is probable that the asset will be recovered for more than its carrying amount.

3. Where the tax law restricts the source of taxable profits against which particular types of deferred tax assets can be recovered, the recoverability of the deferred tax assets can only be assessed in combination with other deferred tax assets of the same type.

4. Tax deductions resulting from the reversal of deferred tax assets are excluded from the estimated future taxable profit that is used to evaluate the recoverability of those assets. This is to avoid double counting the deductible temporary differences in such assessment.

The Group has adopted the amendment using the modified retrospective approach which means that the cumulative impact of the adoption will be recognised in retained earnings as of April 1, 2018 and that comparatives will not be reinstated. There is no impact on adoption of the amendment on the current year and comparative year reported.

d) Amendment to Ind AS 112, "Disclosure of interest in other entities", the amendment clarify that disclosure requirements for interests in other entities also apply to interests that are classified (or included in a disposal group that is classified) as held for sale or as discontinued operations in accordance with Ind AS 105, Non-current assets held for sale and discontinued operations. The Group adopted the amendment retrospectively on transactions that are initially recognised on or after April 1, 2018. There is no impact on the financial statements for the amendment.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Standards issued but not yet effective

The new standards, amendments to standards that are issued but not yet effective are discussed below:

Title of standard	Ind AS 116, Leases
Nature of change	Ind AS 116 was notified by Ministry of Corporate Affairs on March 30, 2019 and it is applicable for annual reporting periods beginning on or after April 1, 2019. Ind AS 116 will affect primarily the accounting by lessees and will result in the recognition of almost all leases on balance sheet. The standard removes the current distinction between operating and finance leases and requires recognition of an asset (the right-of-use the leased term) and a financial liability to pay rentals for virtually all leases contracts. An optional exemption exists for short-term and low-value assets. The statement of profit and loss will also be affected because the total expense is typically higher in the earlier years of a lease and lower in later years. Additionally, operating expense will be replaced with interest and depreciation, so key metrics like EBITDA will change. Operating cash flows will be higher as repayments of the lease liability and related interest are classified within financing activities. The accounting by lessors will not significantly change. Some differences may arise as a result of the new guidance on the definition of a lease. Under Ind AS 116, a contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.
Impact	The Group is in the process of assessing the detailed potential impact of Ind AS 116, Leases on its financial statements and related disclosures. The Group has lease arrangements presently classified under operating and finance leases. Operating leases are for hiring of equipment's and properties. Finance leases are for solar panels and facility. The Group will be able to reasonably estimate the impact of Ind AS 116 on the financial statement after completion of above stated assessment.
Date of adoption	The Group intends to adopt the standard using the modified retrospective transition approach which means that the cumulative impact of the adoption will be recognised in retained earnings as of April 1, 2019 and that comparatives will not be restated.

4. Critical accounting estimates, assumptions and judgements

In the process of applying the Group's accounting policies, management has made the following estimates, assumption and judgements, which have significant effect on the amounts recognised in the financial statement:

(a) Property, Plant and Equipment

External adviser or internal technical team assess the remaining useful lives and residual value of property, plant and equipment. Management believes that the assigned useful lives and residual value are reasonable, the estimates and assumptions made to determine depreciation are critical to the Group's financial position and performance.

(b) Income taxes

Management judgment is required for the calculation of provision for income taxes and deferred tax assets and liabilities. The Group reviews at each balance sheet date the carrying amount of deferred tax assets. The factors used in estimates may differ from actual outcome which could lead to significant adjustment to the amounts reported in the Consolidated Financial Statements.

(c) Contingencies

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

(d) Allowance for uncollected accounts receivable and advances

Trade receivables do not carry any interest and are stated at their normal value as reduced by appropriate allowances for estimated irrecoverable amounts. Individual trade receivables are written off when management deems them not to be collectible. Impairment is made on the expected credit losses, which are the present value of the cash shortfall over the expected life of the financial assets.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

5. Property, Plant and Equipment and Capital work-in-progress

(₹ lakhs)

Particulars	Freehold Land	Leasehold Land	Leasehold Improvements	Buildings	Plant and Equipment	Furniture and Fixtures	Vehicles	Office Equipments and Computers	Mine Development	Barges	Containers	Vessels	Total	Capital Work in Progress
Gross Block														
As at April 01, 2017	94,596.28	11,789.66	1,456.66	1,05,892.25	5,59,075.89	1,752.73	2,924.66	3,583.36	531.09	24,368.91	506.92	40,600.69	8,47,079.10	10,192.95
Additions	234.57	861.46	-	311.90	5,991.72	90.11	182.76	328.17	-	-	-	-	8,000.69	18,503.13
Add/(Less): Transfer	589.76	88.13	117.97	1,491.17	13,246.88	69.95	168.80	295.15	-	-	-	-	16,067.81	(16,067.81)
(Add)/Less: Disposal/Adjustments	23.22	-	25.66	45.90	4,988.48	126.25	89.93	6.58	-	-	174.99	23,272.41	28,753.42	-
Add/(Less): Currency translation	21.79	-	1.40	125.40	475.49	2.60	4.90	9.02	-	-	-	-	640.60	10.13
Add/(Less): Transfer to held for sale	-	-	-	-	-	-	-	-	-	-	(331.93)	-	(331.93)	-
As at March 31, 2018	**95,419.18**	**12,739.25**	**1,550.37**	**1,07,774.82**	**5,73,801.50**	**1,789.14**	**3,191.19**	**4,209.12**	**531.09**	**24,368.91**	**-**	**17,328.28**	**8,42,702.85**	**12,638.40**
Additions	891.57	-	13.14	1,193.22	5,856.55	227.28	306.52	871.38	-	-	-	-	9,359.66	44,578.10
Add/(Less): Transfer	1,042.85	-	13.40	2,566.42	26,839.01	220.20	179.11	468.17	-	-	-	-	31,329.16	(31,329.16)
(Add)/Less: Disposal/Adjustments	-	-	-	-	6,158.16	2.61	169.88	84.54	-	339.60	-	-	6,754.79	10.11
Add/(Less): Currency translation	265.41	-	17.13	1,530.23	5,557.03	27.37	61.49	32.77	-	-	-	-	7,491.43	101.49
(Add)/Less: Disposal of subsidiary	-	-	-	-	336.80	5.81	-	110.81	-	-	-	-	453.42	-
As at March 31, 2019	**97,619.01**	**12,739.25**	**1,594.04**	**1,13,064.69**	**6,05,559.13**	**2,255.57**	**3,568.43**	**5,386.09**	**531.09**	**24,029.31**	**-**	**17,328.28**	**8,83,674.89**	**25,978.72**
Accumulated Depreciation														
As at April 01, 2017	-	606.97	296.41	12,365.33	77,414.82	1,104.66	1,353.88	1,758.68	430.00	2,429.40	197.13	4,216.53	1,02,173.81	-
Charge for the period- Continued	-	211.11	86.90	3,382.24	28,494.11	249.72	335.39	523.36	41.73	837.72	-	1,975.67	36,137.95	-
Charge for the period - Discontinued	-	-	-	-	-	-	-	-	-	-	33.96	203.33	237.29	-
(Add)/Less: Disposal/Adjustments	-	-	11.57	3.54	2,924.98	64.58	39.93	35.18	-	-	75.01	3,982.45	7,137.24	-
Add/(Less): Currency translation	-	-	0.52	28.05	143.77	2.26	3.59	7.45	-	-	-	-	185.64	-
Add/(Less): Transfer to held for sale	-	-	-	-	-	-	-	-	-	-	(156.08)	-	(156.08)	-
As at March 31, 2018	**-**	**818.08**	**372.26**	**15,772.08**	**1,03,127.72**	**1,292.06**	**1,652.93**	**2,254.31**	**471.73**	**3,267.12**	**-**	**2,413.08**	**1,31,441.37**	**-**
Charge for the period- Continued	-	213.09	91.81	3,484.92	31,934.11	175.42	286.54	619.24	41.73	835.86	-	1,685.48	39,368.20	-
(Add)/Less: Disposal/Adjustments	-	-	-	(6.24)	4,150.06	1.98	132.03	72.18	-	42.66	-	-	4,392.67	-
Add/(Less): Currency translation	-	-	6.66	360.20	1,721.38	26.86	46.04	23.65	-	-	-	-	2,184.79	-
(Add)/Less: Disposal of subsidiary	-	-	-	-	211.51	4.61	-	100.28	-	-	-	-	316.40	-
As at March 31, 2019	**-**	**1,031.17**	**470.73**	**19,623.44**	**1,32,421.64**	**1,487.75**	**1,853.48**	**2,724.74**	**513.46**	**4,060.32**	**-**	**4,098.56**	**1,68,285.29**	**-**
Net carrying amount														
As at March 31, 2018	95,419.18	11,921.17	1,178.11	92,002.74	4,70,673.78	497.08	1,538.26	1,954.81	59.36	21,101.79	-	14,915.20	7,11,261.48	12,638.40
As at March 31, 2019	97,619.01	11,708.08	1,123.31	93,441.25	4,73,137.49	767.82	1,714.95	2,661.35	17.63	19,968.99	-	13,229.72	7,15,389.60	25,978.72

Notes:

(i) Freehold land includes ₹ 1,950 lakhs (Previous year ₹ 1,950 lakhs) for which conveyance deed is yet to be executed.

(ii) Refer Note 46 for borrowing cost and foreign exchange capitalised.

(iii) Refer Note 21 and 26 for property, plant and equipment pledged as security with lenders of the Group.

(iv) Refer Note 55 for discontinued operations and assets held for sale.

(v) Refer Note 54 for disposal of subsidiaries.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(vi) Leased assets:

Leasehold land and plant and equipment includes following amounts where Group is lessee under finance lease:

(₹ lakhs)

Particulars	As at March 31, 2019		As at March 31, 2018	
	Leasehold land	Plant and Equipment	Leasehold land	Plant and Equipment
Gross Block	949.59	2,801.83	949.59	1,664.83
Accumulated Depriciation	74.15	122.46	36.08	33.34
Net carrying amount	**875.44**	**2,679.37**	**913.51**	**1,631.49**

The Group has entered into lease agreements (a) for usage of a facility for production of pipes and (b) purchase of electricity generated from solar power. Under the terms of the respective lease agreements, the Group has option to renew the lease facility used for production of pipes after completion of twenty five years of lease period and option to purchase the assets used for generation of electricity from solar at the end of lease period of eighteen years.

6. Intangible assets and Intangible assets under development

(₹ lakhs)

Particulars	Software	Intangible assets under development
Gross Block		
As at April 01, 2017	1,937.00	-
Additions	235.34	169.57
Add/(Less): Transfer	169.57	(169.57)
(Add)/Less: Disposal/Adjustments	1.97	-
Add/(Less): Currency translation	42.67	-
As at March 31, 2018	**2,382.61**	**-**
Additions	413.35	0.68
Add/(Less): Transfer	0.68	(0.68)
(Add)/Less: Disposal/Adjustments	0.01	-
Add/(Less): Currency translation	40.87	-
(Add)/Less: Disposal of subsidiary	690.86	-
As at March 31, 2019	**2,146.64**	**-**
Accumulated Depreciation		
As at April 01, 2017	1,376.17	-
Charge for the period- Continued	210.26	-
(Add)/Less: Disposal/Adjustments	1.11	-
Add/(Less): Currency translation	39.66	-
As at March 31, 2018	**1,624.98**	**-**
Charge for the period- Continued	259.97	-
Add/(Less): Currency translation	26.28	-
(Add)/Less: Disposal of subsidiary	652.68	-
As at March 31, 2019	**1,258.55**	**-**
Net carrying amount		
As at March 31, 2018	757.63	-
As at March 31, 2019	888.09	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

7. Non - Current Investments

Particulars	As at March 31, 2019			As at March 31, 2018		
	No. of Shares/ Certificates/ Units	Face value (₹)	(₹ lakhs)	No. of Shares/ Certificates Units	Face value (₹)	(₹ lakhs)
Non trade						
A. Equity Shares						
Quoted						
(At fair value through profit and loss)						
a) Adani Ports Limited	10	2	0.04	10	2	0.03
b) Coal India Limited	10	10	0.02	10	10	0.03
c) ONGC Limited	15	5	0.02	15	5	0.03
d) PFC Limited	20	10	0.02	20	10	0.02
e) Reliance Industries Limited	20	10	0.28	10	10	0.17
Unquoted						
a) DI Spun Pipe Research and Development Association	5,560	10	0.56	5,560	10	0.56
			0.94			0.84
Equity Shares- unquoted						
(At fair value through other comprehensive income)						
a) Jindal System Private Limited	500	100	34.87	500	100	34.78
b) Jindal Tubular USA LLC	13,31,900	US$ 1	-	13,31,900	US$ 1	-
c) Jindal Saw Italia S.p.A.	2,09,000	Euro 1	7,024.09	-	-	-
			7,058.96			34.78
B. Associate and Joint venture						
(At equity method)						
a) Jindal MMG, LLC	500	US$ 1	-	-	-	-
b) Jindal Fittings Limited	1,39,96,803	10	-	1,39,96,803	10	-
			-			-
C. Debt Component - 0.01% non cumulative preference shares						
(At amortised cost)						
Jindal Tubular USA LLC	1,56,78,100	US$ 1	10,276.21	1,56,78,100	US$ 1	9,179.86
D. Investment in preference shares						
9% Non-Cumulative redeemable						
(At amortised cost)						
Colorado Trading Company Limited	1,94,237	100	194.24	-	-	-
E. Government and other securities- unquoted						
(At amortised cost)						
a) National Saving Certificates [Note i]	6	10,000	0.92	6	10,000	0.60
b) National Saving Certificates [Note i]	20	5,000	1.60	30	5,000	1.50
			2.52			2.10
F. Investment in Share application money						
Jindal Tubular USA LLC			518.63			-
G. Investment in mutual funds- unquoted						
(At fair value through other comprehensive income)						
a) Franklin India Corporate Bond Opportunities Fund-Growth	5,57,396	10	109.13	10,97,864	10	198.10
b) HDFC Corporate Debt Opportunity Fund - Growth	-	-	-	13,72,487	10	197.79
c) Reliance Corporate Bond Fund-Growth	-	-	-	27,38,181	10	383.70
d) Birla Sun Life Medium Term Plan	-	-	-	8,32,145	10	182.89
e) Reliance Regular Savings Fund-Debt	7,52,434	10	193.96	7,52,434	10	182.15

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Particulars	As at March 31, 2019			As at March 31, 2018		
	No. of Shares/ Certificates/ Units	Face value (₹)	(₹ lakhs)	No. of Shares/ Certificates Units	Face value (₹)	(₹ lakhs)
f) Indiabulls FMP Series V - (Plan 1) - 1175D Reg (G)	**7,00,000**	**10**	**89.66**	7,00,000	10	83.24
g) DSP BlackRock Fund FMP Ser 192-36M Reg-G	**-**	**-**	**-**	10,00,000	10	121.78
h) Reliance Fixed Horizon Fund XXXII- Series-2 Growth	**10,00,000**	**10**	**118.85**	10,00,000	10	110.64
i) DSP BlackRock Income Opportunities Fund - Regular - Growth	**-**	**-**	**-**	3,75,477	10	107.43
j) Kotak Income Opportunities Fund Reg- Growth	**2,73,739**	**10**	**55.69**	2,73,739	10	52.35
k) L & T Income Opportunities Fund- Growth	**2,63,091**	**10**	**55.48**	2,63,091	10	52.37
l) ICICI Prudential Medium Term Bond Fund - Growth	**6,60,061**	**28**	**187.78**	-	-	-
			810.55			1,672.44
Total			**18,862.05**			10,890.02
Aggregate value of unquoted non- current investments			18,861.11			10,889.19
Aggregate value of quoted non- current investments			0.94			0.84
Market value of quoted non- current investments			0.94			0.84
Aggregate net asset value of mutual fund investment			810.55			1,672.44

Notes

i) National saving certificates are pledged with government authorities.

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
8. Non-Current Trade Receivables		
Others		
Unsecured, considered good	**797.48**	1,261.86
Total Non-Current Trade Receivables	**797.48**	1,261.86
Refer Note 38		
9. Non-Current Loans		
Secured, considered good		
Loan to other parties (including inter corporate loans)	**19,009.66**	16,815.84
Unsecured, considered good		
Loans to related parties (refer Note 49)	**27,496.23**	6,723.48
Loans to other parties (including inter corporate loans)	**4,078.34**	3,874.83
Loans to employees	**173.38**	78.47
Total Non-Current Loans	**50,757.61**	27,492.62
10. Other Non-Current Financial Assets		
Unsecured, considered good		
Security deposits	**4,592.76**	3,838.20
Lease rent receivable	**13,663.95**	13,663.95
Bank deposits and margin money with remaining maturity of more than 12 months #	**1,637.16**	1,476.82
Total Other Non-Current Financial Assets	**19,893.87**	18,978.97
# Includes ₹ 1,635.53 lakhs (Previous year - ₹ 1,328.57 lakhs) pledged with banks/government departments and others		

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
11. Other Non-Current Assets		
Unsecured, considered good		
Capital advances	**1,953.61**	1,845.96
Prepaid expenses	**651.66**	627.30
Total Other Non-Current Assets	**2,605.27**	2,473.26
12. Inventories		
Raw materials #	**1,58,316.68**	89,470.18
Work-in-progress	**42,705.41**	46,909.26
Finished goods	**74,660.33**	67,232.95
Stock in trade	**303.46**	-
Stores and spares #	**34,688.26**	35,391.74
Loose tools inventory	**1,263.42**	1,161.54
Scrap $	**6,811.69**	6,144.83
Total Inventories	**3,18,749.25**	2,46,310.50

Including inventory in transit, Raw material of ₹ 18,279.19 lakhs (previous year ₹ 2,690.47 lakhs) and stores and spares of ₹ 117.14 lakhs (previous year ₹ 428.12 lakhs).

$ Including ₹ 106.14 lakhs (previous year ₹ Nil) inventory generated during trial run.

13. Current Investments

Particulars	As at March 31, 2019		As at March 31, 2018	
	No. of Units	(₹ lakhs)	No. of Units	(₹ lakhs)
Investment in mutual funds - unquoted (At fair value through profit and loss)				
IDBI liquid fund - direct plan - growth	**8,830**	**176.87**	7,216	134.26
Total Current Investments		**176.87**		134.26
Aggregate value of unquoted current investments		176.87		134.26
Aggregate net asset value of mutual fund investment		176.87		134.26

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
14. Trade Receivables		
Related Parties		
Unsecured, considered good	**18,163.40**	3,995.54
Unsecured, considered doubtful	**422.62**	393.84
Less: Allowance for doubtful debts [Refer Note 38(1)(c)]	**(422.62)**	(393.84)
Others		
Secured, considered good	**45,806.68**	62,804.46
Unsecured, considered good	**1,57,290.70**	1,26,178.95
Unsecured, considered doubtful	**3,664.04**	4,529.52
Less: Allowance for doubtful debts [Refer Note 38(1)(c)]	**(3,664.04)**	(4,529.52)
Total Trade Receivables	**2,21,260.78**	1,92,978.95

Refer Note 38

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(₹ lakhs)

Particulars		As at March 31, 2019	As at March 31, 2018
15.	**Cash and Cash Equivalents**		
	Balances with Banks		
	In current accounts	**13,889.79**	7,167.06
	Cheques on hand	**478.32**	1.09
	Cash-on-hand	**56.54**	22.62
	Total Cash and Cash Equivalents	**14,424.65**	7,190.77
16.	**Other Bank Balances**		
	In unpaid dividend/unclaimed deposit	**598.00**	761.77
	Fixed deposits (with original maturity of less than 12 months and other than considered in cash and cash equivalents)*	**7,523.82**	5,863.39
	Margin money deposit with banks*	**604.82**	553.23
	Total Other Bank Balances	**8,726.64**	7,178.39
	* Includes ₹ 7,826.74 lakhs (Previous year - ₹ 5,516.62 lakhs) pledged with banks/government departments and others.		
17.	**Current Loans**		
	Unsecured, considered good		
	Loans to related parties (refer Note 49)	**10,643.43**	18,404.29
	Loan to other parties (including inter corporate loans)	**536.75**	457.40
	Loans to employees	**419.01**	310.75
	Unsecured, credit impaired		
	Loan to other parties (including inter corporate loans)	**787.66**	-
	Less: Provision for doubtful loans	**(787.66)**	-
	Total Current Loans	**11,599.19**	19,172.44
18.	**Other Current Financial Assets**		
	Security deposits	**124.63**	175.00
	Earnest money deposits	**1,542.73**	1,708.78
	Interest receivable	**3.95**	53.26
	Interest accrued but not due	**197.23**	97.78
	Insurance claims	**135.30**	513.50
	Derivative financial assets	**200.97**	291.58
	Electricity Duty Refund Receivable	**142.71**	142.71
	Other receivables	**241.50**	332.70
	Total Other Current Financial Assets	**2,589.02**	3,315.31
19.	**Other Current Assets**		
	Prepaid expenses	**6,234.00**	5,454.07
	Advance to vendors	**14,138.77**	4,618.78
	Advance to related parties (refer Note 49)	**590.45**	3,107.25
	Advance to employees	**434.17**	428.98
	Balances with state and central government authorities	**34,519.94**	33,844.01
	Total Other Current Assets	**55,917.33**	47,453.09

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
20. Equity Share Capital		
Authorised		
i) 1,77,50,000 Equity Shares of ₹ 2/- each	**35,500.00**	35,500.00
ii) 1,00,00,000 Redeemable Non- Convertible Cumulative Preference shares of ₹ 100/- each	**10,000.00**	10,000.00
	45,500.00	45,500.00
Issued equity share capital		
31,97,61,367 (previous year - 31,97,61,367) Equity Shares of ₹ 2/- each	**6,395.23**	6,395.23
	6,395.23	6,395.23
Subscribed and fully paid-up equity share capital		
31,97,57,367 (previous year - 31,97,57,367) Equity Shares of ₹ 2/- each	**6,395.15**	6,395.15
Add: Forfeited 4,000 (previous year 4,000) Equity Shares of ₹ 2/- each (Partly paid up ₹ 1/- each)	**0.04**	0.04
Total Equity Share Capital	**6,395.19**	6,395.19
(a) Movement in equity shares issued		
Equity shares		
Shares outstanding as at the beginning of the year	**31,97,57,367**	31,97,57,367
Shares outstanding as at the end of the year	**31,97,57,367**	31,97,57,367

(b) Details of shareholders holding more than 5% shares in the parent:

Name of Shareholders	No. of shares	% of holding as at March 31, 2019	No. of shares	% of holding as at March 31, 2018
Nalwa Sons Investments Limited	**5,35,50,000**	**16.75**	5,35,50,000	16.75
Sigmatech Inc	**3,01,20,000**	**9.42**	3,01,20,000	9.42
Four Seasons Investments Limited	**4,35,30,596**	**13.61**	4,35,30,596	13.61
Danta Enterprises Private Limited	**2,35,72,150**	**7.37**	2,35,72,150	7.37
Total	**15,07,72,746**	**47.15**	15,07,72,746	47.15

(c) Aggregate number of bonus shares issued, shares issued for consideration other than cash and bought back shares during the period of five years immediately preceding the reporting date:	Nil	Nil

(d) 3,250 equity shares have been held in abeyance as a result of attachment orders by Government authorities, lost shares certificates and other disputes.

(e) Terms/Rights attached to equity shares - The Parent Company has only one class of equity shares having a par value of ₹ 2/- per equity share and holder of the equity share is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation of the Parent Company, the holders of the equity shares will be entitled to receive the remaining assets of the Parent Company in proportion to the number of equity shares held.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
20.1. Other Equity		
(A) Retained Earnings		
Opening balance	**1,47,851.11**	1,34,210.76
Add: Net profit for the year	**85,015.95**	17,849.71
Transaction with non controlling interest	**-**	(2.84)
Reclassification on derecognition of investment in equity shares	**(31.40)**	-
Less: Dividend payments including dividend distribution tax	**(4,625.81)**	(3,848.52)
Less: Share issue expenses	**(19.05)**	-
Less: Transfer to Debenture redemption reserve	**(233.00)**	(358.00)
Closing Balance (A)	**2,27,957.80**	1,47,851.11
(B) Items of Other Comprehensive Income		
Items that will not be reclassified to profit and loss		
(i) Re-measurement of net defined benefit plans		
Opening balance	**(1,119.03)**	(1,295.87)
Addition during the year	**(141.88)**	170.98
Share of non controlling interest	**1.98**	5.86
Closing Balance (i)	**(1,258.93)**	(1,119.03)
(ii) Equity Instruments through Other Comprehensive Income		
Opening balance	**(897.31)**	(29.32)
Reclassification on derecognition of investment in equity shares	**31.40**	-
Addition during the year	**(52.94)**	(867.99)
Closing Balance (ii)	**(918.85)**	(897.31)
Items that will be reclassified to profit and loss		
(i) Exchange differences on translating the financial statements of a foreign operation		
Opening balance	**6,657.08**	8,898.76
Addition during the year	**(2,635.99)**	(2,330.35)
Share of non controlling interest	**1,187.27**	88.67
Closing Balance (i)	**5,208.36**	6,657.08
(ii) Debt Instruments through Other Comprehensive Income		
Opening balance	**232.24**	176.79
Addition during the year	**(134.52)**	56.13
Share of non controlling interest	**1.64**	(0.69)
Closing Balance (ii)	**99.36**	232.24
Total Other Comprehensive income to owner of the parent (B)	**3,129.94**	4,872.98
(C) Other Reserves		
(i) Capital Reserve on Consolidation		
Opening balance	**1,975.81**	1,975.81
Closing Balance (i)	**1,975.81**	1,975.81
(ii) General Reserve		
Opening balance	**3,15,912.65**	3,13,412.65
Add: Transfer from debenture redemption reserve	**750.00**	2,500.00
Closing Balance (ii)	**3,16,662.65**	3,15,912.65
(iii) Debenture Redemption Reserve		
Opening balance	**8,398.00**	10,540.00
Add: Transfer during the year from Retained Earnings	**233.00**	358.00
Less: Transfer to General Reserve	**(750.00)**	(2,500.00)
Closing Balance (iii)	**7,881.00**	8,398.00

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
(iv) Securities Premium		
Opening balance	**64,233.96**	64,328.98
Less: Premium on redemption of debentures	**-**	(95.02)
Closing Balance (iv)	**64,233.96**	64,233.96
Total Other Reserves (C)	**3,90,753.42**	3,90,520.42
Total other equity to owner of the parent (A+B+C)	**6,21,841.16**	5,43,244.51

Nature of reserves

Retained Earnings represent the undistributed profits of the Group.

Other Comprehensive Income Reserve represents the balance in equity for items to be accounted in Other Comprehensive Income. OCI is classified into (i) Items that will not be reclassified to profit and loss and (ii) Items that will be reclassified to profit and loss.

Debenture Redemption Reserve represents the statutory reserve for non-convertible debentures issued. This is in accordance with Companies Act, 2013 wherein a portion of the profits are apportioned each year until the aggregate amount equals to 25% of the face value of the debentures issued and outstanding. The reserve will be released on redemption of the debentures.

General Reserve represents the statutory reserve in accordance with requirements of Companies Act, 1956/Companies Act, 2013.

Securities Premium represents the amount received in excess of par value of securities (equity shares, preference shares and debentures). Premium on redemption of securities is accounted in security premium available. Where security premium is not available, premium on redemption of securities is accounted in statement of profit and loss.

Capital Reserve on Consolidation represents gain on business combination.

21. Non- Current Borrowings

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
Secured		
Non- convertible debentures	**29,000.00**	32,000.00
Term loans from banks	**1,53,343.43**	1,69,185.77
Term loans from financial Institution	**5,555.05**	6,567.56
Term loans from non banking finance company	**19,104.97**	25,979.17
Finance lease obligation	**2,685.18**	2,039.10
Loan from state financial institution	**2,205.05**	1,299.00
Total Secured	**2,11,893.68**	2,37,070.60
Unsecured		
Loan from related parties (refer Note 49)	**51,235.09**	68,150.64
Loan from others	**183.68**	25,924.30
Total Unsecured	**51,418.77**	94,074.94
Total Non- Current Borrowings	**2,63,312.45**	3,31,145.54

Secured non-convertible debentures include:

(i) 10.50% Non-Convertible Debentures of ₹ 7,000 lakhs (including ₹ 3,000 lakhs shown in current maturity) (March 31, 2018 ₹ 10,000 lakhs, including ₹ 3,000 lakhs shown in current maturity) in three series are secured by first pari- passu charge by way of English mortgage on the Company's specific immovable properties located in the state of Gujarat and by way of equitable mortgage of Parent Company's other immovable properties and hypothecation of movable fixed assets both present and future in favour of Debenture Trustees. The same are repayable in ₹ 3,000 lakhs (Series II) and ₹ 4,000 lakhs (Series III) , September 12, 2019 and September 12, 2020 respectively.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(ii) 10.38% and 10.73% Non-Convertible Debentures of ₹ 12,500 lakhs each aggregating to ₹ 25,000 lakhs (March 31, 2018 ₹ 25,000 lakhs) in two series are secured by first pari-passu charge by way of English mortgage on the Parent Company's specific immovable properties located in the state of Gujarat and by way of equitable mortgage of Parent Company's other immovable properties and hypothecation of movable fixed assets both present and future in favour of Debenture Trustees. The same are repayable in single instalment of ₹ 25,000 lakhs on December 26, 2021.

Secured term loans from banks, financial institutions and state financial institutions include:

(i) Term Loan of ₹ Nil (rate of interest 1.50% p.a.) (March 31, 2018 ₹ 5,480 lakhs, including ₹ 5,480 lakhs shown in current maturity) was secured by way of second charge on all the assets of the Parent Company both present and future and also by way of personal guarantee of a Director. The Loan has been repaid in financial year 2018-19.

(ii) Term Loan of ₹ 30,791.72 lakhs [rate of interest 9.70% p.a. (March 31, 2018 10.00% p.a.)] (Including ₹ 6,800 lakhs shown in current maturity) (March 31, 2018 ₹ 36,791.72 lakhs, including ₹ 6,000 lakhs shown in current maturity) is secured by first pari-passu charge by way of equitable mortgage on Parent Company's immovable properties and hypothecation of movable fixed assets both present and future. The loan is repayable in quarterly instalments in four years with annual payments of ₹ 6,800 lakhs, ₹ 6,800 lakhs, ₹ 6,800 lakhs and ₹ 10,391.72 lakhs in financial year 2019-20, 2020-21, 2021-22 and 2022-23 respectively.

(iii) Term Loan of ₹ 7,700.00 lakhs [rate of interest 9.70% p.a. (March 31, 2018 10.00% p.a.)] (Including ₹ 1,700 lakhs shown in current maturity) (March 31, 2018 ₹ 9,200.00 lakhs, including ₹ 1,500 lakhs shown in current maturity) is secured by first pari-passu charge by way of equitable mortgage on Parent Company's immovable properties and hypothecation of movable fixed assets both present and future. The loan is repayable in quarterly instalments in four years with annual payments of ₹ 1,700 lakhs, ₹ 1,700 lakhs, ₹ 1,700 lakhs and ₹ 2,600.00 lakhs in financial year 2019-20, 2020-21, 2021-22 and 2022-23 respectively.

(iv) Term Loan of ₹ 9,000 lakhs [rate of interest 10.15% p.a. (March 31, 2018 10.35% p.a.)] (Including ₹ 700 lakhs shown in current maturity) (March 31, 2018 ₹ 9,500 lakhs, including ₹ 500 lakhs shown in current maturity) is secured by first pari-passu charge by way of equitable mortgage on Parent Company's immovable properties and hypothecation of movable fixed assets both present and future. The loan is repayable in quarterly instalments in five years with annual payments of ₹ 700 lakhs, ₹ 700 lakhs, ₹ 1,200 lakhs, ₹ 3,200 lakhs and ₹ 3,200 lakhs in financial year 2019-20, 2020-21, 2021-22, 2022-23 and 2023-24 respectively.

(v) Term Loan of ₹ 27,750 lakhs [rate of interest 10.00% p.a. (March 31, 2018 9.50% p.a.)] (Including ₹ 2,250 lakhs shown in current maturity) (March 31, 2018 ₹ 28,500 lakhs, including ₹ 750 lakhs shown in current maturity) is secured by first pari-passu charge by way of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charge by way of equitable mortgage on Parent Company's immovable properties. The loan is repayable in six years in half yearly instalments with annual payments of ₹ 2,250 lakhs, ₹ 4,500 lakhs, ₹ 4,500 lakhs, ₹ 4,500 lakhs, ₹ 6,000 lakhs and ₹ 6,000 lakhs in financial year 2019-20, 2020-21, 2021-22, 2022-23, 2023,24 and 2024-25 respectively.

(vi) Term Loan of ₹ 9,843.75 lakhs [(rate of interest 10.20% p.a. (March 31, 2018 10.10% p.a.)] (Including ₹ 2,812.50 lakhs shown in current maturity) (March 31, 2018 ₹ 11,875 lakhs, including ₹ 2,031.25 lakhs shown in current maturity) is secured by first pari-passu charge by way of equitable mortgage on Parent Company's immovable properties and hypothecation of movable fixed assets both present and future. The loan is repayable in four years with annual payments of ₹ 2,812.50 lakhs, ₹ 2,812.50 lakhs, ₹ 2,812.50 lakhs and ₹ 1,406.25 lakhs on quarterly rest in financial year 2019-20, 2020-21, 2021-22 and 2022-23 respectively.

(vii) Term Loan of ₹ 9,843.75 lakhs [rate of interest 10.05% p.a. (March 31, 2018 9.70% p.a.)] (Including ₹ 2,812.50 lakhs shown in current maturity) (March 31, 2018 ₹ 11,875 lakhs, including ₹ 2,031.25 lakhs shown in current maturity) is secured by first pari-passu charge by way of equitable mortgage on Parent Company's immovable properties and hypothecation of movable fixed assets both present and future. The loan is repayable in four years with annual payments of ₹ 2,812.50 lakhs, ₹ 2,812.50 lakhs, ₹ 2,812.50 lakhs and ₹ 1,406.25 lakhs on quarterly rest in financial year 2019-20, 2020-21, 2021-22 and 2022-23 respectively.

(viii) Term Loan of ₹ 9,250 lakhs [rate of interest 9.70% p.a. (March 31, 2018 9.70% p.a.)] (Including ₹ 750 lakhs shown in current maturity) (March 31, 2018 ₹ 9,500 lakhs, including ₹ 250 lakhs shown in current maturity) is secured by first pari-passu charge by way of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charges by way of equitable mortgage on Parent Company's immovable properties. The loan is repayable in six years in half yearly instalments with annual payments of ₹ 750 lakhs, ₹ 1,500 lakhs, ₹ 1,500 lakhs, ₹ 1,500 lakhs, ₹ 2,000 lakhs and ₹ 2,000 lakhs in financial year 2019-20, 2020-21, 2021-22, 2022-23, 2023-24 and 2024-25 respectively.

(ix) Term Loan of ₹ 18,498.22 lakhs [rate of interest 10.65% p.a. (March 31, 2018 10.35% p.a.)] (Including ₹ 1,500 lakhs shown in current maturity) (March 31, 2018 ₹ 14,500 lakhs, including ₹ 500 lakhs shown in current maturity) is secured by first pari-passu charge by way of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charges by way of equitable mortgage on Parent Company's immovable properties. The loan is repayable in five years in half yearly instalments with annual payments of ₹ 1,500 lakhs, ₹ 3,000 lakhs, ₹ 3,000 lakhs, ₹ 3,000 lakhs, ₹ 4,000 lakhs and ₹ 3,998.22 lakhs in financial year 2019-20, 2020-21, 2021-22, 2022-23, 2023-24 and 2024-25 respectively.

(x) Term Loan of ₹ 9,250 lakhs [rate of interest 9.70% p.a. (March 31, 2018 9.95% p.a.)] (Including ₹ 750 lakhs shown in current maturity) (March 31, 2018 ₹ 9,500 lakhs, including ₹ 250 lakhs shown in current maturity) is to be secured by first pari-passu charge by way of equitable mortgage on Parent Company's immovable properties and hypothecation of movable fixed assets both present and future. The loan is repayable in six years in half yearly instalments with annual payments of ₹ 750 lakhs, ₹ 1,500 lakhs, ₹ 1,500 lakhs, ₹ 1,500 lakhs, ₹ 2,000 Lakhs and ₹ 2,000 lakhs in financial year 2019-20, 2020-21, 2021-22, 2022-23, 2023-24 and 2024-25 respectively.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(xi) Term Loan of ₹ 2,812 lakhs [rate of interest 9.80% (March 31, 2018 9.70% p.a.)] (Including ₹ 74 lakhs shown in current maturity) (March 31, 2018 ₹ 3,099 lakhs, including ₹ 287 lakhs shown in current maturity) is secured by first pari-passu charge by way of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charges by way of equitable mortgage on Parent Company's immovable properties. The loan is repayable in seven years in half yearly instalments with annual payments of ₹ 74 lakhs, ₹ 222 lakhs, ₹ 444 lakhs, ₹ 444 lakhs, ₹ 444 lakhs, ₹ 592 lakhs and ₹ 592 lakhs in financial year 2019-20, 2020-21, 2021-22, 2022-23, 2023-24, 2024-25 and 2025-26 respectively.

(xii) Term Loan of ₹ 16,188 lakhs [rate of interest 10.05% p.a. (March 31, 2018 3 months Libor plus 3.18% p.a.)] (including ₹ 426 lakhs shown in current maturity) (March 31, 2018 USD 25,678,722.40 (₹ 16,734.82 lakhs, Including USD 326,837.50 - ₹ 213 lakhs shown in current maturity) is secured by first pari-passu charge by way of hypothecation of movable fixed assets both present and future and is to be secured by first pari-passu charges by way of equitable mortgage on Parent Company's immovable properties. The loan is repayable in seven years in half yearly instalments with annual payments of ₹ 426 lakhs, ₹ 1,278 lakhs, ₹ 2,556 lakhs, ₹ 2,556 lakhs, ₹ 2,556 lakhs, ₹ 3,408 lakhs and ₹ 3,408 lakhs in financial year 2019-20, 2020-21, 2021-22, 2022-23, 2023-24, 2024-25 and 2025-26 respectively.

(xiii) Interest free loan from state financial institution, for working capital financing secured by bank guarantee for seven years from the date of disbursement. Loan disbursed ₹ 4,060.07 lakhs (discounted value including interest outstanding ₹ 2,273.05 lakhs) (March 31, 2018 ₹ 2,530.40 lakhs (discounted value including interest outstanding ₹ 1,344.98 lakhs). Discount rate taken 10% p.a. Repayment on due date after seven years from the date of disbursement i.e. ₹ 520.58 lakhs in 2023-24, ₹ 2,009.82 lakhs in 2024-25 and ₹ 1,529.67 lakhs in 2025-26.

(xiv) Term Loans include Vehicle Loans of ₹ 157.37 lakhs (including ₹ 98.52 lakhs shown in current maturity) (March 31, 2018 ₹ 206.88 lakhs, including ₹ 114.45 lakhs shown in current maturity) which are secured by way of hypothecation of Vehicles, which carries rate of interest ranging from 8.15% to 9.65% p.a. (March 31, 2018 from 8.15% p.a. to 10.75% p.a.) Loans are repayable (monthly rest) of ₹ 98.52 lakhs, ₹ 49.03 lakhs and ₹ 9.82 lakhs in financial year 2019-20, 2020-21 and 2021-22 respectively.

(xv) Term Loans include Vehicle Loan of AED 24,667 - ₹ 4.64 lakhs (As on March 31, 2018 AED 83,839 - ₹ 14.88 lakhs) (including AED 24,667 - ₹ 4.64 lakhs shown in current maturity, March 31, 2018 AED 59,172 - ₹ 10.50 lakhs) is secured by way of hypothecation of Vehicles, which carries interest of 2.99%. The loan is repayable in financial year 2019-20.

(xvi) Term loan of AED 161,480,000 - ₹ 30,404.46 lakhs (including AED 28,259,000 - ₹ 5,320.78 lakhs shown in current maturity), (As on March 2018, AED 140,377,500 -₹ 24,909.87 lakhs). The loan is secured by way of commercial mortgage on fixed and non fixed assets of the entity and Jindal Saw Gulf LLC., Further the loan is secured by Corporate Guarantee of Jindal Saw Limited and Jindal SAW Gulf LLC, and also secured by pledge of 49% equity interest in Jindal Saw Gulf LLC held by Jindal Saw Middle East FZC and pledge of 75% Equity Shares of Jindal Saw Middle East FZC held by Jindal Saw Holdings FZE. The loan carries interest rate @ Libor+3.25% p.a. and is repayable in 9 unequal instalments commencing from May 15, 2019. The loan is also secured by subordination of loan from a related party, Sathi International FZE.

(xvii) Equipment, vehicles and other loans of USD 10,077,593 - ₹ 6,968.65 lakhs (including USD 2,044,268 - ₹ 1,413.61 lakhs shown in current maturity) (As on March 31, 2018 USD 12,125,156 - ₹ 7,901.96 lakhs including current maturity USD 2,047,581 - ₹ 1,334.40 lakhs) is obtained from financial institutions for equipment's financing. The loan carries interest @ 2.86 % to 4.74 % (previous year 3.44% to 4.15%) and is repayable in year 2019-20, 2020-21, 2021-22, 2022-23, 2023-24 and there after amounting to USD 2,044,268 - ₹ 1,413.61 lakhs, USD 2,043,454 - ₹ 1,413.05 lakhs, USD 718,307 - ₹ 496.71 lakhs, USD 276,087 - ₹ 190.91 lakhs, USD 276,087 - ₹ 190.91 lakhs respectively and USD 4,719, 390 from FY 2024-25 to FY 2037-38 till final maturity.

Term loans from non-banking finance companies (NBFC)

(i) Term Loan of ₹ 8,948 lakhs (including ₹ 1,580 lakhs shown in current maturity), (As on 31st March 2018 ₹ 10,000 lakhs, including ₹ 1,052 lakhs shown in current maturity) is secured by first pari-passu charge on barges and fixed infrastructures and hypothecation of all movable fixed assets both present and future. The loan is further secured by corporate guarantee of Jindal Saw Limited and corporate guarantees of group companies along with pledge of equity shares held by group companies. Term loan carries interest @12.00% p.a. (previous year 10.60% p.a.) and repayable as follows: FY 2019-20 ₹ 1,580 lakhs, FY 2020-21 ₹ 3,156 lakhs, FY 2021-22 ₹ 3,156 lakhs and FY 2022-23 ₹ 1,056 lakhs.

(ii) Term Loan from Non- Banking Financial Company (NBFC) of ₹ 7,400 lakhs (including ₹ 2,500 lakhs shown in current maturity) (As on March 31, 2018 ₹ 9,200 lakhs including current maturity of ₹ 1,800 lakhs) is secured by way of first and exclusive charge on land at Bharuch owned by subsidiary and corporate guarantee of that subsidiary. Further the loan is also secured by way of pledge of 100% shares of that subsidiary. The loan is also secured by way of pledge of 12% shares of the company held by parent and corporate guarantee of parent. . Term loan carries interest @ 13.10% p.a. repayable as follows: FY 2019-20 ₹ 2,500 lakhs, FY 2020-21 ₹ 3,200 lakhs and FY 2021-22 ₹ 1,700 lakhs.

(iii) Term Loan from NBFC of ₹ 9,800 lakhs (Rate of interest 11.95% p.a.) (including ₹ 2,857.14 lakhs amount shown in current maturity) (March 31, 2018 - ₹ 9,800 lakhs) is secured by first pari passu charge on properties. Loan is also secured by the way of pledge of 51% shares of Jindal Quality Tubular Ltd and non disposal undertaking of 49% equity shares of Jindal Quality Tubular Ltd. The term loan is also guaranteed by Directors/Shareholder of the company. The term loan facility are payable in monthly installment of ₹ 238 lakhs each in 42 installments starting from FY 2019-20 of ₹ 2,857.14 lakhs, 2020-21 of ₹ 2,857.14 lakhs, 2021-22 of ₹ 2,857.14 lakhs and 2022-23 of ₹ 1,228.58 lakhs

Secured Finance Lease:

(i) Finance lease of ₹ 1,325.65 lakhs (including ₹ 139.81 lakhs shown in current maturity) (March 31, 2018 ₹ 1,480.09 lakhs, including ₹ 154.45 lakhs shown in current maturity) are effectively secured as the rights to the leased assets recognised in the financial statements revert to the lessor in the event of default. The discount rate considered for discounting minimum lease payments is 10% p.a. Refer Note 50 for future minimum lease payments.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(ii) Finance lease of ₹ 779.69 lakhs (including ₹ 121.33 lakhs shown in current maturity) (March 31, 2018 ₹ 895.59 lakhs, including ₹ 182.13 lakhs shown in current maturity) are effectively secured as the rights to the leased assets recognised in the financial statements revert to the lessor in the event of default. The discount rate considered for discounting minimum lease payments is 15.08% p.a. (March 31, 2018 18.70% p.a.) Refer Note 50 for future minimum lease payments.

(iii) Finance lease of ₹ 247.97 lakhs (including ₹ 36.98 lakhs shown in current maturity) are effectively secured as the rights to the leased assets recognised in the financial statements revert to the lessor in the event of default. The discount rate considered for discounting minimum lease payments is 15.76% p.a. Refer Note 50 for future minimum lease payments.

(iv) Finance lease of ₹ 441.70 lakhs (including ₹ 84.64 lakhs shown in current maturity) are effectively secured as the rights to the leased assets recognised in the financial statements revert to the lessor in the event of default. The discount rate considered for discounting minimum lease payments is 16.12% p.a. Refer Note 50 for future minimum lease payments.

(v) Finance lease of ₹ 354.28 lakhs (including ₹ 81.35 lakhs shown in current maturity) are effectively secured as the rights to the leased assets recognised in the financial statements revert to the lessor in the event of default. The discount rate considered for discounting minimum lease payments is 15.39% p.a. Refer Note 50 for future minimum lease payments.

There is no default in repayment of principal and interest thereon.

Loan from related parties and other parties:

(i) Term loan from related parties includes loan of AED 270,886,679 (₹ 51,004.23 lakhs) (As on March 31, 2018 AED 291,989,178 - ₹ 51,813.25 lakhs)) is interest free and without any fixed repayment schedule.

(ii) Term loan from related parties includes ₹ 230.87 lakhs (March 31, 2018 ₹ 16,337.40 lakhs). These loans carry interest rate of 11.65% p.a (March 31, 2018 - 10.75%) repayable by the end of 2020.

(iii) Loan from other parties includes loan of USD 600,000 ₹ 414.90 lakhs (including current maturity USD 600,000 - ₹ 414.90 lakhs) (As on March 31, 2018 USD 925,131 ₹ 602.90 lakhs including current maturity USD 925,131 ₹ 602.90 lakhs) carry interest at rate of 1 year LIBOR plus 6% p.a. The entire loan is repayable in 2019-20.

(iv) Loan from other parties includes loan of Euro 201,663 - ₹ 183.68 lakhs (March 31, 2018 Euro 34,159,324 - ₹ 25,924.30 lakhs) carry interest at rate of 3 months Libor plus 4.65% p.a., the loan is repayable by March 13, 2023.

There is no default in repayment of principal and interest thereon.

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
22. Non- Current Trade Payables		
Trade payables (including acceptances)	-	4,973.75
Total Non-Current Trade Payables	**-**	4,973.75
There are no amount outstanding towards Micro and small enterprises		
23. Other Non-Current Financial Liabilities		
Security deposits	**2,952.17**	2,952.17
Total Other Non-Current Financial Liabilities	**2,952.17**	2,952.17
24. Non- Current Provisions		
Provision for employee benefits		
Gratuity	**4,584.50**	4,906.47
Leave encashment	**5,295.72**	4,567.82
Other retirement benefits	**691.70**	515.25
Provision for mines restoration	**24.17**	18.99
Total Non- Current Provisions	**10,596.09**	10,008.53
Refer Note 44 and Note 56		
25. Other Non-Current Liabilities		
Unamortised portion of government grant	**11,247.55**	10,980.04
Advance from customers	**793.22**	793.22
Total Other Non-Current Liabilities	**12,040.77**	11,773.26

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
26. Current Borrowings		
Secured - from banks		
Working capital loans	**93,741.58**	54,913.04
Buyer's credit	**1,23,462.05**	1,62,362.10
Secured - from others		
Working capital loans	**-**	5,594.42
Total Secured	**2,17,203.63**	2,22,869.56
Unsecured- from banks		
Working capital loans from banks	**46,429.03**	45,295.28
Unsecured- from others		
Loan from other parties	**4,754.40**	4,388.38
Total Unsecured	**51,183.43**	49,683.66
Total Current Borrowings	**2,68,387.06**	2,72,553.22

Terms of secured current borrowings

Loan of ₹ 2,869.00 lakhs (March 31, 2018 - ₹ 2,069.00 lakhs) .This loan carries interest @ 12.00% p.a. (March 31, 2018 - 9.50% p.a.) which is secured against pledge of equity shares held by a group company/promoter's companies. The lender and borrower have got put/call option after one year.

Loan of ₹ Nil (As on March 2018 ₹ 3,525.42 lakhs) are secured against pledge of equity shares held by one of the group companies, the same has put/ call option by the lender/ borrower.

Borrowings from banks amounting to ₹ 2,14,334.63 lakhs (March 31, 2018 ₹ 2,17,276.14 lakhs) are secured by hypothecation of finished goods, raw-materials, work-in-progress, stores and spares, lease hold rights, book debts and second pari-passu charge in respect of other movable and immovable properties. Borrowings amounting to ₹ 13,955.70 lakhs (March 31, 2018 ₹ 11,254.41 lakhs) are also guaranteed by corporate guarantee given by the parent. Borrowings amounting to ₹ 24,488.04 lakhs (March 31, 2018 Nil) are also secured by subordination of loan from a related party, Sathi International FZE. The rate of interest for INR borrowings are in range of 7.51% to 11.25% and for foreign currency borrowings are in range of 2.06% to 5.63%.

Particulars	As at March 31, 2019	As at March 31, 2018
27. Trade Payables		
Micro and small enterprises	**546.51**	988.15
Trade payables - others (including acceptances)	**1,79,828.95**	55,639.73
Total Trade Payables	**1,80,375.46**	56,627.88
28. Other Current Financial Liabilities		
Current maturities of non-current borrowings	**37,066.27**	27,091.31
Current maturities of finance lease obligation	**464.11**	336.58
Interest accrued but not due	**3,376.86**	4,181.71
Unpaid dividend/unclaimed deposits	**598.00**	761.77
Capital creditors	**5,643.92**	3,964.07
Payable to employees	**3,595.93**	3,221.99
Security deposits	**1,099.38**	785.38
Other outstanding financial liabilities #	**8,800.75**	7,665.15
Derivative financial liabilities	**2.39**	184.32
Total Other Current Financial Liabilities	**60,647.61**	48,192.28

includes provision for expenses

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(₹ lakhs)

Particulars		As at March 31, 2019	As at March 31, 2018
29.	**Other Current Liabilities**		
	Unamortised portion of government grant	**494.21**	493.31
	Unearned interest income	**99.27**	154.42
	Advance from customers	**14,106.72**	8,988.86
	Statutory dues	**9,695.45**	9,963.60
	Others liabilities*	**36,159.37**	16,728.53
	Total Other Current Liabilities	**60,555.02**	36,328.72
	* includes arbitration liability.		
30.	**Current Provisions**		
	Provision for employee benefits		
	Gratuity	**1,051.83**	846.11
	Leave encashment	**516.91**	408.73
	Other retirement benefits	**251.57**	220.86
	Total Current Provisions	**1,820.31**	1,475.70
	Refer Note 44 and Note 56		

(₹ lakhs)

Particulars		Year ended March 31, 2019	Year ended March 31, 2018
31.	**Revenue From Operations**		
	Revenue from contracts with customers (refer Note 40(b))		
	Sale of Products		
	Finished goods	**11,10,800.32**	7,70,131.19
	Sale of Services		
	Job work charges	**47,987.46**	48,690.00
	Coal handling and transportation charges	**-**	477.11
	Business process services	**8,494.06**	3,097.58
	Charter and container hire income	**1,694.04**	820.94
	Total Sale of Products and Services	**11,68,975.88**	8,23,216.82
	Other Operating revenues		
	Interest from customers	**1,458.93**	1,874.79
	Sale of scrap	**34,190.30**	24,885.20
	Export and other government incentives	**6,796.39**	5,604.49
	Interest from finance lease	**-**	656.15
	Other operating income	**278.66**	195.50
	Total Other Operating Revenues	**42,724.28**	33,216.13
	Total Revenue from Operations	**12,11,700.16**	8,56,432.95

Revenue from operations for the year ended March 31, 2018 are not comparable with current year since sales for current year is net of GST whereas revenue for previous year upto June 2017 was inclusive of excise duty.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(₹ lakhs)

Particulars		Year ended March 31, 2019	Year ended March 31, 2018
32.	**Other Income**		
	Interest income from investments and loans	**5,590.75**	5,459.44
	Other interest income	**1,149.67**	2,157.33
	Government grant	**500.33**	518.19
	Dividend on non-current investment	**-**	0.30
	Net gain on sale of current investments	**321.73**	52.01
	Net gain on fair valuation of investments	**4.81**	0.68
	Profit on sale of property, plant and equipment and intangible assets	**117.07**	175.12
	Net foreign currency gain	**4,834.04**	965.02
	Net gain on derivatives	**289.22**	20.99
	Other non operational income	**1,232.07**	2,533.24
	Insurance claim received	**576.96**	891.87
	Total Other Income	**14,616.65**	12,774.19
33.	**Changes in inventories of Finished Goods, Stock-in-Trade and Work-in-Progress**		
	Opening Stock		
	Finished goods	**67,232.95**	60,094.98
	Scrap	**6,144.83**	2,620.38
	Work in progress $	**46,909.26**	31,783.46
		1,20,287.04	94,498.82
	Closing Stock		
	Finished goods *	**80,278.21**	67,232.95
	Stock in trade	**303.46**	-
	Scrap	**6,705.55**	6,144.83
	Work in progress *	**43,812.15**	46,909.26
		1,31,099.37	1,20,287.04
	Total Changes in Inventories for Finished Goods, Stock-in-Trade and Work-in-Progress	**(10,812.33)**	(25,788.22)

* Includes finished goods ₹ 5617.88 lakhs (previous year Nil) and work in progress ₹ 1106.74 lakhs (previous year Nil) relating to subsidiary sold during the year.
$ Work in progress excludes ₹ Nil (Previous year ₹ 544.44 lakhs) included under raw material consumption.

Particulars		Year ended March 31, 2019	Year ended March 31, 2018
34.	**Employee Benefits Expense**		
	Salary and wages	**82,139.57**	67,179.26
	Contribution to provident and other funds	**5,775.19**	5,461.61
	Workmen and staff welfare expenses	**3,502.29**	3,086.27
	Total Employee Benefits Expense	**91,417.05**	75,727.14
	Refer Note 44		
35.	**Finance Cost**		
	Interest expense		
	Debentures	**3,515.28**	3,792.33
	Term loans	**23,118.47**	24,968.71
	Bank borrowings	**21,751.54**	14,974.87
	Finance lease	**61.65**	152.91
	Other interest	**600.78**	2,039.62
	Other finance cost	**168.15**	78.28
	Bank and finance charges	**6,947.52**	9,152.76
	Net (gain)/loss on derivatives	**279.35**	(221.42)
	Net foreign currency loss	**5,080.10**	2,977.22
	Total Finance Cost	**61,522.84**	57,915.28
	Refer Note 46 for borrowing cost capitalised.		

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(₹ lakhs)

Particulars		Year ended March 31, 2019		Year ended March 31, 2018
36. Depreciation and Amortisation				
Depreciation		**39,368.20**		36,137.95
Amortisation		**259.97**		210.26
Total Depreciation and Amortisation		**39,628.17**		36,348.21
37. Other Expenses				
Stores and spares consumed		**29,544.80**		26,651.34
Power and fuel		**50,855.29**		43,176.18
Ship and container management expenses		**486.60**		1,512.28
Job work, sub contract and other project expenses		**7,333.04**		4,255.37
Mining expenses		**9,765.43**		7,545.71
Royalty expenses		**3,622.12**		2,445.36
Internal material handling charges		**9,293.75**		7,909.66
Other manufacturing expenses		**3,211.33**		3,187.04
Repairs to buildings		**321.31**		339.57
Repairs and maintenance to plant and machinery		**2,289.78**		3,032.74
Equipment and vessel hire charges		**190.12**		1,169.94
Telecommunication link and process expenses		**216.31**		272.47
Rent [refer Note 50]		**3,302.10**		3,094.15
Rates and taxes		**517.48**		507.91
Insurance		**1,654.14**		1,620.60
Water and electricity expense		**529.70**		467.90
Security expense		**1,411.00**		1,195.57
Other repair and maintenance		**2,233.11**		2,058.30
Travelling and conveyance		**4,429.84**		4,009.60
Vehicle upkeep and maintenance		**591.11**		502.18
Postage and telephone		**555.93**		589.87
Legal and professional fees		**4,912.92**		3,887.06
Director's meeting fees		**72.73**		74.10
Charity and donation [includes ₹ 190.42 lakhs [previous year ₹ 82.47 lakhs] towards CSR expenses] [Refer Note 45[b]]		**246.98**		99.80
Corporate social responsibility [refer Note 45[b]]		**914.55**		685.22
Contribution to political parties		**1,000.31**		-
Auditor's remuneration [refer Note 45[a]]		**166.18**		178.50
Commission on sales		**7,449.90**		2,227.14
Advertisement		**154.09**		151.50
Forwarding charges [net]		**67,300.93**		44,383.77
Port charges and delivery duty		**3,323.11**		5,505.01
Liquidated damages		**96.55**		1,025.19
Bad debts written off		**770.06**		294.50
Provision for doubtful debts and advances	**3,054.33**		4,196.80	
Provision for doubtful debts and advances- reversed	**(3,203.50)**	**(149.17)**	-	4,196.80
Loss on sale/discard of property, plant and equipment and intangible assets		**909.92**		1,288.10
Net [gain]/loss on derivatives		**979.70**		[2,525.56]
Net foreign currency gain		**(4,161.01)**		[2,361.96]
Miscellaneous expenses		**9,838.94**		5,778.36
Total Other Expenses		**2,26,180.98**		1,80,431.27

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

38. Financial risk management

38.1 Financial risk factors

The Group's principal financial liabilities, other than derivatives, comprise borrowings, trade and other payables and financial guarantee contracts. The main purpose of these financial liabilities is to manage finances for the Group's operations. The Group has loans, trade and other receivables, finance lease receivable, cash and short-term deposits that arise directly from its operations. The Group also enters into derivative transactions. The Group's activities expose it to a variety of financial risks detailed below:

i) Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: currency rate risk, interest rate risk and other price risks, such as commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits, investments and derivative financial instruments. Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. This is based on the financial assets and financial liabilities held as at March 31, 2019 and March 31, 2018.

ii) Credit risk

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss.

iii) Liquidity risk.

Liquidity risk is the risk that the Group may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses.

The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance. The Group uses derivative financial instruments to hedge certain risk exposures. The Group does not acquire or issue derivative financial instruments for trading or speculative purposes.

Risk management is carried out by the treasury department under policies approved by the board of directors. The treasury team identifies, evaluates and hedges financial risks in close co-operation with the Group's operating units. The board provides principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, and credit risk, use of derivative financial instruments and non-derivative financial instruments, and investment of excess liquidity.

Market Risk

The sensitivity analysis excludes the impact of movements in market variables on the carrying value of post-employment benefit obligation provisions and on the non-financial assets and liabilities. The sensitivity of the relevant Statement of Profit and Loss item is the effect of the assumed changes in the respective market risks. The Group's activities expose it to a variety of financial risks, including the effects of changes in foreign currency exchange rates and interest rates. The Group uses derivative financial instruments such as foreign exchange forward contracts and interest rate swaps of varying maturity depending upon the underlying contract and risk management strategy to manage its exposures to foreign exchange fluctuations and interest rate.

(a) Foreign exchange risk and sensitivity

The Group transacts business primarily in Indian Rupee, USD, AED, EURO, JPY, OMR, GBP and SAR. The Group has obtained foreign currency loans and has foreign currency trade payables and receivables and is therefore, exposed to foreign exchange risk. Certain transactions of the respective entities under the Group act as a natural hedge as a portion of both assets and liabilities are denominated in similar foreign currencies. Group profit and loss is also impacted due to change in fair value of intra group monetary items in foreign currency, and foreign currency trade receivables designated as cash flow hedge of a highly probable forecast transaction impact other comprehensive income. For the remaining exposure to foreign exchange risk, the Group adopts a policy of selective hedging based on risk perception of the management. Foreign exchange hedging contracts are carried at fair value.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The Group's exposure to foreign currency risk represented in Indian Rupee at the end of the financial year are as follows:

As at March 31, 2019 (₹ lakhs)

Particulars	USD	EUR	OMR	SAR	GBP	JPY	AED	Others
Financial assets (A)								
Trade receivable	37,562.46	996.96	30.79	3,765.45	-	-	-	-
Loans	17,972.10	9,474.78	-	-	-	-	-	-
Cash and Cash Equivalents	42.27	177.05	-	16.63	-	0.09	-	-
Current financial assets	0.95	-	-	-	-	-	-	-
Financial liabilities (B)								
Borrowings	1,30,686.93	-	-	-	-	-	-	-
Trade payables	12,653.80	897.42	29.63	10.27	0.78	-	0.85	2.68
Other financial liabilities	1,799.66	9.59	109.95	-	6.18	-	-	-
Net (A-B)	(89,562.61)	9,741.78	(108.79)	3,771.81	(6.96)	0.09	(0.85)	(2.68)
Currency forward- buy/(sell)	(435.07)	(4,265.73)	-	-	-	-	-	-
Net exposure to foreign currency risks	**(89,997.68)**	**5,476.05**	**(108.79)**	**3,771.81**	**(6.96)**	**0.09**	**(0.85)**	**(2.68)**

As at March 31, 2018 (₹ lakhs)

Particulars	USD	EUR	OMR	SAR	GBP	JPY	AED	Others
Financial assets (A)								
Trade receivable	52,949.88	1,604.75	2,349.68	1,732.45	-	-	-	-
Cash and Cash Equivalents	39.97	28.02	-	11.36	-	-	-	-
Current financial assets	15,672.90	9,533.38	-	-	-	-	-	-
Financial liabilities (B)								
Borrowings	1,10,710.29	6.69	-	-	-	-	-	-
Trade payables	12,891.24	551.27	92.92	1.17	0.49	13.34	0.80	13.40
Other financial liabilities	1,146.50	-	103.81	-	2.36	-	-	-
Net (A-B)	(56,085.28)	10,608.19	2,152.95	1,742.64	(2.85)	(13.34)	(0.80)	(13.40)
Currency forward- buy/(sell)	17,875.30	(4,416.28)	-	-	-	-	-	-
Net exposure to foreign currency risks	**(38,209.98)**	**6,191.91**	**2,152.95**	**1,742.64**	**(2.85)**	**(13.34)**	**(0.80)**	**(13.40)**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The following table demonstrates the sensitivity in the USD, AED, Euro, JPY, OMR, GBP, SAR and other currencies to the Indian Rupee with all other variables held constant. The impact on the Group's profit before tax and other comprehensive income due to changes in the fair value of monetary assets and liabilities is given below:

Particulars	**Change in currency exchange rate**	**Effect on profit/ (loss) before tax (₹ lakhs)**	
		As at March 31, 2019	**As at March 31, 2018**
USD	+5%	(4,499.88)	(1,910.50)
	-5%	4,499.88	1,910.50
EURO	+5%	273.80	309.60
	-5%	(273.80)	(309.60)
GBP	+5%	(0.35)	(0.14)
	-5%	0.35	0.14
AED	+5%	(0.04)	(0.04)
	-5%	0.04	0.04
OMR	+5%	(5.44)	107.65
	-5%	5.44	(107.65)
YEN	+5%	0.00	(0.67)
	-5%	(0.00)	0.67
SAR	+5%	188.59	87.13
	-5%	(188.59)	(87.13)
Others	+5%	(0.13)	(0.67)
	-5%	0.13	0.67

The assumed movement in exchange rate sensitivity analysis is based on the management's assessment of currently observable market environment.

Summary of exchange differences accounted in Statement of profit and loss

(₹ lakhs)

Particulars	**Year ended March 31, 2019**	Year ended March 31, 2018
Currency fluctuations		
Net foreign currency gain shown as other expenses	**(4,161.01)**	(2,361.96)
Net foreign currency losses shown as finance cost	**5,080.10**	2,977.22
Net foreign currency gain shown as other income	**(4,834.04)**	(965.02)
Derivatives		
Net (gain)/losses on derivatives shown as other expenses	**979.70**	(2,525.56)
Net (gain)/losses on derivatives shown as finance cost	**279.35**	(221.42)
Net (gain)/losses on derivatives shown as other income	**(289.22)**	(20.99)
Total	**(2,945.12)**	(3,117.73)

Reconciliation of the exchange differences recognised in other comprehensive income and accumulated in a separate component of equity

(₹ lakhs)

Particulars	**Year ended March 31, 2019**	Year ended March 31, 2018
Currency translation adjustments		
Opening	**6,657.08**	8,898.76
Addition	**(2,635.99)**	(2,330.35)
Non controlling interest	**1,187.27**	88.67
Closing	**5,208.36**	6,657.08

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(b) Interest rate risk and sensitivity

The Group's exposure to the risk of changes in market interest rates relates primarily to long term debt. The management maintains a portfolio mix of floating and fixed rate debt. Borrowings issued at variable rates expose the Group to cash flow interest rate risk. As at March 31, 2019, approximately 54.91% of the Group's borrowings are at a fixed rate of interest (March 31, 2018 - 56.93%). Borrowings issued at fixed interest rate exposes the Group to fair value interest rate risk.

With all other variables held constant, the following table demonstrates the impact of borrowing cost on floating rate portion of borrowings:

Particulars	Change in currency exchange rate	Effect on profit/ (loss) before tax (₹ lakhs)	
		As at March 31, 2019	As at March 31, 2018
INR borrowings	+50	(1,022.67)	(955.60)
	-50	1,022.67	955.60
USD borrowings	+25	(247.42)	(117.48)
	-25	247.42	117.48
AED borrowings	+25	(17.45)	(28.11)
	-25	17.45	28.11
Euro borrowings	+25	-	(64.58)
	-25	-	64.58

The assumed movement in basis points for interest rate sensitivity analysis is based on the management's assessment of currently observable market environment.

Interest rate & currency of borrowings

(₹ lakhs)

Particulars	Total borrowings	Floating rate borrowings	Fixed rate borrowings	Weighted average interest rate
INR	3,27,714.15	2,01,932.92	1,25,781.23	9.91%
USD	2,34,535.77	53,375.66	1,81,160.11	3.19%
AED	6,979.97	1,563.27	5,416.70	1.32%
Euro	-	-	-	0.00%
Total as at March 31, 2019	**5,69,229.89**	**2,56,871.85**	**3,12,358.04**	
INR	3,96,649.92	1,88,056.65	2,08,593.27	9.44%
USD	1,97,386.04	46,698.75	1,50,687.29	2.33%
AED	11,258.78	11,243.91	14.87	4.96%
Euro	25,831.91	25,831.91	-	5.26%
Total as at March 31, 2018	**6,31,126.65**	**2,71,831.22**	**3,59,295.43**	

(c) Credit risk

Credit risk arises from cash and cash equivalents, contractual cash flows of debt investments carried at amortised cost, deposited with banks, credit exposures from customers including outstanding receivables and other financial instruments.

Trade receivables and contract assets

The Group extends credit to customers in normal course of business. The Group considers factors such as credit track record in the market and past dealings for extension of credit to customers. The Group monitors the payment track record of the customers. Outstanding customer receivables are regularly monitored. The Group evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets. The Group has obtained advances and security deposits from its customers & distributors, which mitigate the credit risk to an extent.

Provision for expected credit losses

The Group extends credit to customers as per the internal credit policy. Any deviation are approved by appropriate authorities, after due consideration of the customers credentials and financial capacity, trade practices and prevailing business and economic conditions. The Group's historical experience of collecting receivables and the level of default indicate that credit risk is low and generally uniform across markets; consequently, trade receivables are considered to be a single class of financial assets. All overdue customer balances are evaluated taking into account the age of the dues, specific credit circumstances, the track record of the customers etc. Loss allowances and impairment is recognised as per the Group policy.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Others

All of the entity's debt investments and certain loans at amortised cost are considered to have low credit risk. For cash and cash equivalents and deposit held with banks, the Group considers factors such as track record, size of the institution, market reputation and service standards to select the banks with which balances and deposits are maintained. Generally, the balances are maintained with the institutions with which the Group has also availed borrowings. The Group does not maintain significant cash and deposit balances other than those required for its day to day operations.

There are no receivables which have significant increase in credit risk or credit impaired.

The ageing of trade receivable and allowance for doubtful debts/ expected credit loss (ECL) are provided below:

(₹ lakhs)

Particulars	Neither due nor impaired	Past due			Total
		upto 6 months	6-12 months	above 12 months	
Non-Current Trade Receivables					
As at March 31, 2019					
Unsecured					
Others	776.90	8.62	-	11.96	797.48
Total	**776.90**	**8.62**	**-**	**11.96**	**797.48**
As at March 31, 2018					
Unsecured					
Others	1,261.86	-	-	-	1,261.86
Total	**1,261.86**	**-**	**-**	**-**	**1,261.86**
Current Trade Receivables					
As at March 31, 2019					
Secured					
Others	33,435.30	11,581.10	788.47	1.81	45,806.68
Unsecured					
Related Parties	7,193.64	9,372.93	1,171.13	848.32	18,586.02
Others	1,08,642.60	34,953.55	8,197.62	9,160.97	1,60,954.74
Gross Total	**1,49,271.54**	**55,907.58**	**10,157.22**	**10,011.10**	**2,25,347.44**
Allowance for doubtful debts					
Related Parties	0.28	9.63	161.84	250.87	422.62
Others	6.89	318.67	553.95	2,784.53	3,664.04
Net Total	**1,49,264.37**	**55,579.28**	**9,441.43**	**6,975.70**	**2,21,260.78**
Expected credit loss rate (average)	0.00%	0.59%	7.05%	30.28%	1.81%
As at March 31, 2018					
Secured					
Others	50,264.79	12,125.52	402.98	11.17	62,804.46
Unsecured					
Related Parties	293.80	3,918.63	145.47	31.48	4,389.38
Others	73,738.02	38,752.24	5,729.85	12,488.36	1,30,708.47
Gross Total	**1,24,296.61**	**54,796.39**	**6,278.30**	**12,531.01**	**1,97,902.31**
Allowance for doubtful debts					
Related Parties	1.03	243.15	116.50	33.16	393.84
Others	4.72	992.65	56.15	3,476.00	4,529.52
Net Total	**1,24,290.86**	**53,560.59**	**6,105.65**	**9,021.85**	**1,92,978.95**
Expected credit loss rate (average)	0.00%	2.26%	2.75%	28.00%	2.47%

The Group has made net provision of ₹ 4,086.66 lakhs, ₹ 787.66 lakhs and ₹ 16.25 lakhs (₹ 4,923.36 lakhs, ₹ Nil and ₹ 9.71 lakhs) for trade receivable, loans and others as on March 31, 2019 and March 31, 2018 respectively.

Financial instruments and cash deposits

The Group considers factors such as track record, size of the institution, market reputation and service standards to select the banks with which balances and deposits are maintained. Generally, the balances are maintained with the institutions with which the Group has also availed borrowings. The Group does not maintain significant cash and deposit balances other than those required for its day to day operations.

(d) Liquidity risk

The Group's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Group relies on a mix of borrowings, capital infusion and excess operating cash flows to meet its needs for funds. The current committed lines of credit are sufficient to meet its short to medium term expansion needs. The Group monitors rolling forecasts of its liquidity requirements to ensure it has sufficient cash to meet operational needs while maintaining sufficient headroom on its undrawn committed borrowing facilities at all times so that the Group does not breach borrowing limits or covenants (where applicable) on any of its borrowing facilities.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The table below provides undiscounted cash flows towards non-derivative financial liabilities and net-settled derivative financial liabilities into relevant maturity based on the remaining period at the balance sheet to the contractual maturity date.

The Group is required to maintain ratios as per loan agreements. In the event of failure to meet any of these ratios these loans become callable at the option of lenders, except where exemption is provided by lender.

(₹ lakhs)

Particulars	As at March 31, 2019			
	On Demand	0-12 months	> 1 years	Total
Interest bearing borrowings (including current maturities)	-	3,06,723.42	2,74,016.23	5,80,739.65
Financial derivatives	-	2.39	-	2.39
Other liabilities	3,092.45	20,022.39	2,952.17	26,067.01
Trade and other payables	9,147.10	1,71,228.36	-	1,80,375.46
Total	**12,239.55**	**4,97,976.56**	**2,76,968.40**	**7,87,184.51**

(₹ lakhs)

Particulars	As at March 31, 2018			
	On Demand	0-12 months	> 1 years	Total
Interest bearing borrowings (including current maturities)	-	3,00,644.59	3,40,067.62	6,40,712.21
Financial derivatives	-	184.32	-	184.32
Other liabilties	447.65	20,132.42	2,952.17	23,532.24
Trade and other payables	403.30	56,224.58	4,973.75	61,601.63
Total	**850.95**	**3,77,185.91**	**3,47,993.54**	**7,26,030.40**

Unused line of credit #

Particulars	As at March 31, 2019		As at March 31, 2018	
	Total	Available in next one year	Total	Available in next one year
Secured (cash credit and other facilities)	**1,46,149.06**	**1,46,149.06**	1,20,755.70	1,20,755.70
Unsecured (PCFC and other facilities)	**431.81**	**431.81**	2,012.95	2,012.95
Total	**1,46,580.87**	**1,46,580.87**	1,22,768.65	1,22,768.65

Excluding non fund based facilities.

(e) Commodity price risk and sensitivity

The Group is exposed to the movement in price of key raw materials in domestic and international markets. The Group has in place policies to manage exposure to fluctuations in the prices of the key raw materials used in operations. For procurement of material, majority of transactions have short term fixed price contract. Further to minimise the risk of import, the Group enter into foreign exchange forward contracts.

38.2 Competition risk

The Group faces competition from local and foreign competitors. Nevertheless, it believes that it has competitive advantage in terms of high quality products and by continuously upgrading its expertise and range of products to meet the needs of its customers.

38.3 Capital risk management

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders including to non-controlling interest in subsidiary, return capital to shareholders or issue new shares. The primary objective of the Group's capital management is to maximise the shareholder's value. The Group's primary objective when managing capital is to ensure that it maintains an efficient capital structure and healthy capital ratios and safeguard the Group's ability to continue as a going concern in order to support its business and provide maximum returns for shareholders. The Group also proposes to maintain an optimal capital structure to reduce the cost of capital. No changes were made in the objectives, policies or processes during the year ended March 31, 2019 and March 31, 2018.

For the purpose of the Group's capital management, capital includes issued capital, compulsorily convertible debentures, share premium and all other equity reserves. Net debt includes, interest bearing loans and borrowings, trade and other payables less cash and short term deposits, excluding discontinued operations.

The Group monitors capital using a gearing ratio, which is net debt divided by sum of total capital and net debt.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The Group's strategy is to maintain a gearing ratio within 40% to 60%. The gearing ratios as at March 31, 2019 and March 31, 2018 are as follows:

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
Loans and borrowings	**5,69,229.89**	6,31,126.65
Less: cash and cash equivalents	**14,424.65**	7,190.77
Net debt (A)	**5,54,805.24**	6,23,935.88
Total capital	**6,28,236.35**	5,49,639.70
Capital and net debt (B)	**11,83,041.59**	11,73,575.58
Gearing ratio (A/B)	**47%**	53%

In order to achieve this overall objective, the Group's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches of the financial covenants of any interest bearing loans and borrowings for reported periods.

Dividend paid and proposed during the year

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Dividend paid for equity shareholders @ ₹ 1.20 (March 31, 2018 ₹ 1) per share (excluding DDT)	**3,837.09**	3,197.57
Dividend Distribution Tax (DDT) on above dividend	**788.72**	650.95
Dividend proposed for equity shareholders @ ₹ 2 (March 31, 2018 ₹ 1.20) per share (excluding DDT)	**6,395.15**	3,837.09
Dividend distribution tax (DDT) on proposed dividend	**1,314.54**	788.72

39. Fair value of financial assets and liabilities

The below table provides the carrying amounts and fair value of the financial instruments recognised basis category in the financial statements.

(₹ lakhs)

Particulars	As at March 31, 2019		As at March 31, 2018	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial assets designated at fair value through profit and loss				
Derivatives - not designated as hedging instruments				
- Forward contracts	**200.97**	**200.97**	291.58	291.58
Investment				
- Mutual funds	**176.87**	**176.87**	134.26	134.26
- Equity shares	**0.94**	**0.94**	0.84	0.84
Financial assets designated at fair value through other comprehensive income				
Investment	**-**	**-**	-	-
- Mutual funds	**810.55**	**810.55**	1,672.44	1,672.44
- Equity shares	**7,058.96**	**7,058.96**	34.78	34.78
Financial assets designated at amortised cost				
Fixed deposits with banks	**9,765.80**	**9,765.80**	7,893.44	7,893.44
Cash and bank balances	**14,424.65**	**14,424.65**	7,190.77	7,190.77
Investment	**10,991.60**	**10,991.60**	9,181.96	9,181.96
Trade receivables (net of provision)	**2,22,058.26**	**2,22,058.26**	1,94,240.81	1,94,240.81
Loans	**62,356.80**	**62,356.80**	46,665.06	46,665.06
Other financial assets	**21,242.76**	**21,242.76**	21,287.65	21,287.65
	3,49,088.16	**3,49,088.16**	2,88,593.59	2,88,593.59

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(₹ lakhs)

Particulars	As at March 31, 2019		As at March 31, 2018	
	Carrying Amount	**Fair Value**	Carrying Amount	Fair Value
Financial liabilities designated at fair value through profit or loss				
Derivatives - not designated as hedging instruments				
- Forward contracts	**2.39**	**2.39**	184.32	184.32
Financial liabilities designated at amortised cost				
Borrowings- fixed rate	**3,12,588.91**	**3,12,588.91**	3,59,295.43	3,58,871.55
Borrowings- floating rate	**2,56,640.98**	**2,56,640.98**	2,71,831.22	2,71,831.22
Trade payables	**1,80,375.46**	**1,80,375.46**	61,601.63	61,601.63
Other financial liabilities	**26,067.01**	**26,067.01**	23,532.24	23,532.24
	7,75,674.75	**7,75,674.75**	7,16,444.84	7,16,020.96

Fair valuation techniques

The Group maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities represents the amount 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 following methods and assumptions were used to estimate the fair values:

1) Fair value of cash, bank and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

2) Long-term fixed-rate and variable-rate loans / borrowings are evaluated by the Group based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values. For fixed interest rate borrowing fair value is determined by using the discounted cash flow (DCF) method using discount rate that reflects the Group's borrowings rate. Risk of non-performance for the Group is considered to be insignificant in valuation.

3) The fair values of derivatives are estimated by using pricing models, where the inputs to those models are based on readily observable market parameters basis contractual terms, period to maturity, and market parameters such as interest rates, foreign exchange rates, and volatility. These models do not contain a high level of subjectivity as the valuation techniques used do not require significant judgement, and inputs thereto are readily observable from actively quoted market prices. Management has evaluated the credit and non-performance risks associated with its derivative counterparties and believe them to be insignificant and not warranting a credit adjustment.

Fair Value hierarchy

- Level 1: It includes fair value of financial instruments traded in active markets and are based on quoted market prices at the balance sheet date like mutual funds. The mutual finds are valued using the closing NAV as at the balance sheet date.
- Level2 : It includes fair value of the financial instruments that are not traded in an active market like over-the-counter derivatives which is valued by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on the Group specific estimates. If all significant inputs required to fair value an instrument are observable then instrument is included in level 2.
- Level 3: Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs). If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The following table provides the fair value measurement hierarchy of Group's asset and liabilities, grouped into Level 1 to Level 2 as described below:

Assets / Liabilities measured at fair value (Accounted)

(₹ lakhs)

Particulars	As at March 31, 2019		
	Level 1	Level 2	Level 3
Financial assets			
Derivatives - not designated as hedging instruments			
- Forward contracts		200.97	
Investment			
- Mutual funds	987.43		
- Equity shares	0.38	7,059.51	
Financial liabilities			
Derivatives - not designated as hedging instruments			
- Forward contracts		2.39	

(₹ lakhs)

Particulars	As at March 31, 2018		
	Level 1	Level 2	Level 3
Financial assets			
Derivatives - not designated as hedging instruments			
- Forward contracts		291.58	
Investment			
- Mutual funds	1,806.70		
- Equity shares	0.28	35.34	
Financial liabilities			
Derivatives - not designated as hedging instruments			
- Forward contracts		184.32	

Assets / Liabilities recognised at amortised cost for which fair value is disclosed

(₹ lakhs)

Particulars	As at March 31, 2019		
	Level 1	Level 2	Level 3
Financial liabilities			
Borrowings - fixed rate		3,12,588.91	
Other financial liabilities		26,067.01	

(₹ lakhs)

Particulars	As at March 31, 2018		
	Level 1	Level 2	Level 3
Financial liabilities			
Borrowings - fixed rate		3,58,871.55	
Other financial liabilities		23,532.24	

During the year ended March 31, 2019 and March 31, 2018, there were no transfers between Level 1 and Level 2 fair value measurements. Further there is no transfer in or out and also no transaction/balance under Level 3 fair value measurements.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Following table describes the valuation techniques used and key inputs to valuation for level 2 of the fair value hierarchy as at March 31, 2019 and March 31, 2018 respectively:

a) Assets / Liabilities measured at fair value

Particulars	Fair value hierarchy	Valuation technique	Inputs used
Financial assets			
Investments			
- Equity shares	Level 1	Market valuation techniques	Quoted price
- Mutual fund		Market valuation techniques	Quoted price
Derivatives - not designated as hedging instruments			
- Forward contracts	Level 2	Market valuation techniques	Forward foreign currency exchange rates, Interest rates to discount future cash flow
- Interest rate swaps	Level 2	Market valuation techniques	Prevailing/forward interest rates in market, Interest rates to discount future cash flow
Financial liabilities			
Derivatives - not designated as hedging instruments			
- Forward contracts	Level 2	Market valuation techniques	Forward foreign currency exchange rates, Interest rates to discount future cash flow
- Interest rate swaps	Level 2	Market valuation techniques	Prevailing/forward interest rates in market, Interest rates to discount future cash flow

b) Assets / Liabilities for which fair value is disclosed

Particulars	Fair value hierarchy	Valuation technique	Inputs used
Financial liabilities			
Other borrowings- fixed rate	Level 2	Discounted Cash Flow	Prevailing interest rates in market, Future payouts
Other financial liabilities	Level 2	Discounted Cash Flow	Prevailing interest rates to discount future cash flows

40. a.) Segment information

Information about primary segment

The Group is diversified and engaged primarily into manufacturing of Iron and steel products, logistics, infrastructure development and fabrication activities. The Group's primary segment as identified by management is Iron and steel products, waterways logistics and others. Activities not meeting the quantitative threshold as specified in IND AS 108 are reported as 'Others'.

Segments have been identified taking into account nature of product and differential risk and returns of the segment. These business segments are reviewed by the Group CEO (Chief operating decision maker).

Iron and steel products:

The segment comprises of manufacturing of Iron and Steel pipes and pellets.

Waterways logistics:

The segment comprises of inland and ocean going shipping business.

Others:

The segment comprises of call centre and information technology services.

Segment measurement:

The measurement principles for segment reporting are based on IND AS 108. Segment's performance is evaluated based on segment revenue and profit and loss from operating activities.

1. Operating revenues and expenses related to both third party and inter-segment transactions are included in determining the segment results of each respective segment.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

2. Operating expenses comprises of consumption of materials, employee benefits expense, depreciation and amortisation, excise duty and other expenses.
3. Finance income earned and finance expense incurred are not allocated to individual segment and the same has been reflected at the Group level for segment reporting.
4. The total assets disclosed for each segment represent assets directly managed by each segment, and primarily include receivables, Property, Plant and Equipment, intangibles, inventories, operating cash and bank balances, intersegment assets and exclude assets held for sale, derivative financial assets, deferred tax assets and income tax recoverable.
5. Segment liabilities comprise operating liabilities and exclude liabilities associated with assets held for sale, external borrowings, provision for taxes, deferred tax liabilities and derivative financial liabilities.
6. Segment capital expenditure comprises additions to Property, Plant and Equipment, intangible assets (net of rebates, where applicable).
7. Unallocated expenses/ results, assets and liabilities include expenses/ results, assets and liabilities (including inter-segment assets and liabilities) and other activities not allocated to the operating segments. These also include current taxes, deferred taxes and certain financial assets and liabilities not allocated to the operating segments.

1) Primary business segment

Year ended March 31, 2019

(₹ lakhs)

Particulars	Iron and steel products	Waterways Logistics	Others	Eliminations	Unallocated	Total
Revenue from external customer						
Continued operations	12,01,164.98	1,792.77	8,742.41	-	-	12,11,700.16
Discontinued operations	-	-	-	-	-	-
Inter Segment Sales	-	-	69.76	(69.76)	-	-
Total Revenue	**12,01,164.98**	**1,792.77**	**8,812.17**	**(69.76)**	**-**	**12,11,700.16**
Segment Result before interest, exceptional items and Taxes						
Continued operations	1,16,695.56	(6,684.27)	908.37	-	-	1,10,919.66
Discontinued operations	(1,059.20)	305.47	-	-	-	(753.73)
Finance income						11,574.46
Finance costs						61,889.87
Exceptional items*						37,790.19
Continued operations	37,790.19	-	-	-	-	37,790.19
Discontinued operations	-	-	-	-	-	-
Share of results of joint venture and associate	-	-	(0.35)	-	-	(0.35)
Profit before tax						97,640.36
Tax expense						21,268.70
Continued operations	25,241.55	(4,276.54)	196.95	-	-	21,161.96
Discontinued operations	106.74	-	-	-	-	106.74
Net profit after tax	79,857.13	(4,195.44)	709.97	-	-	76,371.66
Other segment items						
Additions to Property, Plant and Equipment and Intangibles	40,168.89	0.79	933.17	-	-	41,102.85
Depreciation and amortisation for the year						
Continued operations	36,737.45	2,628.42	262.30	-	-	39,628.17
Discontinued operations	2.13	-	-	-	-	2.13
As at March 31, 2019						
Segment assets	13,18,963.95	64,515.82	5,042.53	-	1,28,583.01	15,17,105.31
Segment liabilities	2,48,588.07	40,876.56	1,990.03	-	6,35,639.56	9,27,094.22

* Refer note no. 57 for exceptional items

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Depreciation for discontinued operations in Iron and Steel products segment is on assets held for sale.

Finance income, finance cost and tax expense disclosed above includes those of discontinued operations of the Group whereas in the statement of profit and loss such items are adjusted in arriving at profit / (loss) for the year from continued operations. Such presentation is in accordance with the relevant accounting standards.

Year ended March 31, 2018

(₹ lakhs)

Particulars	Iron and steel products	Waterways Logistics	Others	Eliminations	Unallocated	Total
Revenue from external customer						
Continued operations	8,50,841.90	2,490.22	3,100.84	-	-	8,56,432.95
Discontinued operations	-	505.46	-	-	-	505.46
Inter Segment Sales	33.42	-	112.74	(146.16)	-	-
Total Revenue	**8,50,875.32**	**2,995.68**	**3,213.58**	**(146.16)**	**-**	**8,56,938.42**
Segment Result before interest, exceptional items and Taxes						
Continued operations	84,676.24	(12,231.74)	(116.98)	-	-	72,327.52
Discontinued operations	50.35	(1,149.02)	-	-	-	(1,098.66)
Finance income						8,597.92
Finance costs						58,276.32
Exceptional items*						(11,992.73)
Continued operations	-	(9,080.78)	-	-	-	(9,080.78)
Discontinued operations	-	(2,911.95)	-	-	-	(2,911.95)
Share of results of joint ventures and associates	(540.43)	-	-	-	-	(540.43)
Profit before tax						9,017.29
Tax expense						10,115.39
Net profit after tax						(1,098.10)
Other segment items						
Additions to Property, Plant and Equipment and Intangibles	23,926.82	80.72	465.87	-	-	24,473.41
Depreciation and amortisation for the year						36,589.36
Continued operations	33,228.78	2,938.36	181.07	-	-	36,348.21
Discontinued operations	3.86	237.29	-	-	-	241.15
As at March 31, 2018						
Segment assets	11,77,678.82	71,213.81	2,614.40	-	1,00,887.08	13,52,394.11
Segment liabilities	1,23,332.13	20,481.52	906.43	-	6,87,674.41	8,32,394.49

* Refer note no. 57 for exceptional items

Depreciation for discontinued operations in Iron and Steel products segment is on assets held for sale.

Finance income, finance cost and tax expense disclosed above includes those of discontinued operations of the Group whereas in the statement of profit and loss such items are adjusted in arriving at profit / (loss) for the year from continued operations. Such presentation is in accordance with the relevant accounting standards.

Unallocated assets comprises of:

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
Investments	**19,038.92**	11,024.28
Loans	**62,356.80**	46,665.06
Deferred tax assets (Net)	**38,957.83**	32,742.80
Derivative financial assets	**200.97**	291.58
Current tax assets (Net)	**6,345.78**	7,342.85
Assets held for sale	**1,682.72**	2,820.51
Total	**1,28,583.02**	1,00,887.08

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Unallocated liabilities comprises of:

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
Borrowings	**5,69,229.89**	6,31,126.65
Deferred tax liabilities (Net)	**58,338.08**	49,604.15
Derivative financial liabilities	**2.39**	184.32
Current tax liabilities (Net)	**4,115.41**	2,939.99
Liabilities held for sale	**3,953.79**	3,819.30
Total	**6,35,639.56**	6,87,674.41

2) Information about Geographical Segment – Secondary

The Group's operations are located in India, USA, Italy, UAE and Algeria. The following table provides an analysis of the Group's sales by geography in which the customer is located, irrespective of the origin of the goods and non-current assets other than financial instruments on the basis of location of the assets

(₹ lakhs)

Particulars	2018-19			2017-18		
	Within India	Outside India	Total	Within India	Outside India	Total
Revenue from Operations:						
Continued Operations	**8,24,006.71**	**3,87,693.45**	**12,11,700.16**	5,99,178.97	2,57,253.98	8,56,432.95
Discontinued Operations	**-**	**-**	**-**	505.46	-	505.46
Non current Assets	**6,55,295.59**	**89,566.09**	**7,44,861.68**	6,39,164.52	87,966.25	7,27,130.77

3) Information about major customers

No customer individually accounted for more than 10% of the revenue.

b.) Disaggregation of revenue from contracts with customers

The Group derives revenue at point in time from sale of goods and over time from sale of services- job work. The Group's operations are located in India, UAE and USA. Group's sales by geography is determined on the basis of location of customers. Below are the details for revenue from customers:

(₹ lakhs)

Particulars	Sale of goods		Sale of services					
	Finished goods		Job work		Waterways Logistics		Others	
	Within India	Outside India	Within India	Outside India	Within India	Outside India	Within India	Outside India
Year Ended March 31, 2019								
Segment revenue								
Continued Operations	7,55,418.52	3,55,381.80	15,923.86	31,880.87	1,694.04	-	8,746.55	-
Discontinued Operations	-	-	-	-	-	-	-	-
Less: Intersegment revenue	-	-	-	-	-	-	69.76	-
Revenue from external customers	**7,55,418.52**	**3,55,381.80**	**15,923.86**	**31,880.87**	**1,694.04**	**-**	**8,676.79**	**-**
Year Ended March 31, 2018								
Segment revenue								
Continued Operations	5,78,605.12	1,91,533.49	26,755.55	21,960.44	1,298.05	-	3,210.32	-
Discontinued Operations	-	-	-	-	505.46	-	-	-
Less: Intersegment revenue	7.42	-	26.00	-	-	-	112.74	-
Revenue from external customers	**5,78,597.70**	**1,91,533.49**	**26,729.55**	**21,960.44**	**1,803.51**	**-**	**3,097.58**	**-**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

c.) Assets and liabilities related to contracts with customers

The Group has recognised following assets related to contracts with customers

Particulars	(₹ lakhs)
As at March 31, 2019	
Opening Balance	-
Add: Recognised during the year	1,502.56
Less: Loss allowance	-
Closing balance	**1,502.56**

d.) Contract acquisition cost

The Group recognise performance bank guarantee charges incurred for contract with customers amortised as per fulfilment of performance obligation.

Particulars	(₹ lakhs)
Year ended March 31, 2019	
Opening balance	-
Add: Cost incurred	1,136.46
Less: Charged to Profit and Loss	530.12
Closing balance	**606.34**

41. Derivative financial instruments and hedging activities

The Group uses foreign currency forward contracts to manage some of its foreign currency transaction exposure. The details of derivative financial instruments are as follows:

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
Assets		
Currency forward/swaps (sell foreign currency)	**200.97**	291.58
Total	**200.97**	291.58
Liabilities		
Currency forward/swaps (buy foreign currency)	**2.39**	184.32
Total	**2.39**	184.32
Bifurcation of above derivative instruments in current and non-current		
Other current financial assets	**200.97**	291.58
Other current financial liabilities	**2.39**	184.32

Composite swaps

The Group has composite swap, to offset the risk of variation in interest rate and currency fluctuations. Outstanding notional value of loan for composite swap contracts was US $ Nil million and US $ 25.68 million as on March 31, 2019 and March 31, 2018 respectively.

Forward Contracts

The Group has foreign currency sale forward contracts to offset the risk of currency fluctuations on inter corporate loans and trade receivables. As at March 31, 2019, outstanding contracts for sale of Euro 5.5 million and sale of US $ 0.63 million. As at March 31, 2018, outstanding contracts for sale of Euro 5.5 million and sale of US $ 1.75 million.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

42. Income tax expense

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Current tax		
- Current tax	**25,294.59**	13,343.39
- Adjustments in respect of income tax of previous year	**366.13**	(713.57)
Tax expense attributable to current year's profit	**25,660.72**	12,629.82
Deferred tax (refer note 43)		
- Relating to originations & reversal of temporary differences	**(4,279.15)**	(8,669.52)
- MAT credit utilisation/ (entitlement)	**(112.87)**	23.48
- Relating to change in tax rate	**-**	5,909.58
- Adjustments in respect of income tax of previous year	**-**	222.03
	(4,392.02)	(2,514.43)
Total Tax expense	**21,268.70**	10,115.39

Amounts disclosed above includes continued and discontinued operations of the Group. Refer Note 55 for discontinued operations.

Effective Tax Reconciliation

Numerical reconciliation of tax expense applicable to profit before tax at the Statutory latest enacted tax rate in India to income tax expense reported is as follows :

Net income before tax	**97,640.36**	9,017.29
Enacted tax rate for Parent	**34.9440%**	34.6080%
Computed tax expense	**34,119.47**	3,120.70
Increase / (reduction) in taxes on account of:		
Previous year tax adjustments	**357.70**	(493.40)
Deferred tax of previous years	**(1,475.86)**	(3,715.29)
Other non deductible expenses	**1,787.33**	1,989.06
Income not taxable / exempt from tax	**(13,774.04)**	36.05
Tax on which no deduction is admissible	**-**	152.94
Change in rate of tax	**-**	6,329.22
Difference in tax rates	**565.94**	2,704.69
Tax impact on share of loss of associate	**(0.12)**	208.30
Difference in tax rate on long-term capital gain	**(33.86)**	(5.87)
Others	**(277.86)**	(211.01)
Income tax expense reported	**21,268.70**	10,115.39

Amounts disclosed above includes continued and discontinued operations of the Group.

Current tax assets and liabilities (net)

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
Advance taxation (net of provision)	**6,345.78**	7,342.85
Provision for taxation (net of advance tax)	**4,115.41**	2,939.99

43. Deferred income tax

The analysis of deferred tax assets and deferred tax liabilities dealt in the statement of profit and loss is as follows:

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Book base and tax base of fixed assets	**2,199.92**	2,098.00
(Disallowance) / allowance (net) under Income Tax	**(656.85)**	(4,771.86)
Brought forward losses set off	**(5,800.61)**	(8,313.81)
Relating to change in tax rate	**-**	5,123.66
Minimum alternate tax (MAT) credit utilisation / (entitlement)	**(112.87)**	3,367.71
Post employment benefits	**(21.61)**	(18.13)
Total	**(4,392.02)**	(2,514.43)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Component of tax accounted in OCI and equity (₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Deferred tax gain / (loss) on defined benefits	**75.27**	(93.97)
Tax on fair value of equity instruments	**(0.02)**	(0.10)
Tax on fair value of debt instruments	**38.51**	(16.70)
	113.76	(110.77)

Deferred tax assets (net) (₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
Temporary difference		
Assets		
Disallowance under Income Tax Act	**1,800.63**	462.84
Difference between book and tax base related to fixed assets	**269.31**	49.49
Carried forward losses	**42,132.70**	36,582.56
Total (A)	**44,202.64**	37,094.89
Liabilities		
Difference between book and tax base related to fixed assets	**5,379.87**	4,379.46
Expense allowed under Income tax Act but deferred in books	**35.68**	27.77
Others	**1.31**	-
Total (B)	**5,416.86**	4,407.23
Net deferred tax assets	**38,785.78**	32,687.66
Add: Minimum alternate tax (MAT) credit Entitlement	**172.05**	55.14
Total deferred tax assets	**38,957.83**	32,742.80

Deferred tax liabilities (net) (₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
Liabilities		
Difference between book and tax base related to fixed assets	**96,391.57**	94,873.65
Expense allowed under Income tax Act but deferred in books	**293.83**	1,600.00
Others	**749.87**	-
Total (A)	**97,435.27**	96,473.65
Assets		
Disallowance under Income Tax Act	**5,767.78**	6,804.46
Difference between book and tax base related to fixed assets	**-**	-
Finance lease payable / receivable	**976.69**	830.16
Carried forward losses	**2,803.28**	2,813.72
Total (B)	**9,547.75**	10,448.34
Net deferred tax liabilities	**87,887.52**	86,025.31
Less: Mat credit entitlement	**29,549.44**	36,421.16
Total deferred tax liabilities	**58,338.08**	49,604.15

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

44. Employee benefits obligations

The Group has certain defined contribution plans. Contributions are made to provident fund in India for employees at the rate of 12% of basic salary as per regulations. The contributions are made to registered provident fund administered by the government. The obligation of the Group is limited to the amount contributed and it has no further contractual nor any constructive obligation. Refer table below for the expense recognised during the period towards defined contribution plan:

1. Expense recognised for defined contribution plan

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Group's contribution to provident fund	**2,616.84**	2,340.63
Group's contribution to ESI	**162.08**	104.02
Group's contribution to other funds	**951.72**	784.13
Total	**3,730.64**	3,228.77

2. Below tables set forth the changes in the projected benefit obligation and plan assets and amounts recognised in the Consolidated Balance Sheet as on March 31, 2019 and March 31, 2018, being the respective measurement dates:

2.a. Movement in defined benefit obligations

(₹ lakhs)

Particulars	Gratuity (funded)	Leave Encashment (unfunded)
Present value of obligation - April 1, 2017	9,692.43	4,520.17
Transferred in pursuant to acquire of subsidiary	1,186.26	735.72
Current service cost	547.66	-
Interest cost	749.43	349.34
Benefits paid	(263.66)	(561.58)
Remeasurements - actuarial loss/ (gain)	(242.32)	(67.10)
Present value of obligation - March 31, 2018	**11,669.80**	**4,976.55**
Present value of obligation - April 1, 2018	11,669.80	4,976.55
Current service cost	1,285.10	843.40
Interest cost	899.25	384.55
Benefits paid	(284.19)	(684.13)
Remeasurements - actuarial loss/ (gain)	313.31	292.26
Transfer out on disposal of subsidiary	3.45	-
Present value of obligation - March 31, 2019	**13,886.72**	**5,812.63**

2.b. Movement in plan assets – gratuity

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Fair value of plan assets at beginning of year	**5,917.22**	5,002.63
Expected return on plan assets	**458.01**	387.70
Employer contributions	**2,048.36**	753.70
Benefits paid	**(269.36)**	(249.77)
Actuarial gain / (loss)	**96.16**	22.96
Fair value of plan assets at end of year	**8,250.39**	5,917.22
Present value of obligation	**13,886.72**	11,669.80
Net funded status of plan#	**(5,636.33)**	(5,752.58)
Actual return on plan assets	**554.16**	411.35

The Group has no legal obligation to settle the deficit in the funded plans with an immediate contribution or additional one off contributions. The Group intends to continue to contribute the defined benefit plans in line with the actuary's latest recommendations.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The components of the gratuity and leave encashment cost are as follows:

2.c. Recognised in profit and loss

(₹ lakhs)

Particulars	Gratuity	Leave Encashment
Current Service cost	1,186.26	735.72
Past Service Cost	547.66	-
Interest cost	749.43	349.34
Expected return on plan assets	(387.70)	-
Remeasurement - Actuarial loss/(gain)	-	(67.10)
For the year ended March 31, 2018	**2,095.65**	**1,017.96**
Actual return on plan assets	411.35	-
Current Service cost	1,285.10	843.40
Past Service Cost	-	-
Interest cost	899.25	384.55
Expected return on plan assets	(458.01)	-
Remeasurement - Actuarial loss/(gain)	-	292.26
For the year ended March 31, 2019	**1,726.34**	**1,520.21**
Actual return on plan assets	554.16	-

2.d. Recognised in other comprehensive income

(₹ lakhs)

Particulars	Gratuity
Remeasurement - Actuarial loss/(gain)	(265.28)
Total for the year ended March 31, 2018	(265.28)
Remeasurement - Actuarial loss/(gain)	217.15
Total for the year ended March 31, 2019	217.15

2.e. The principal actuarial assumptions used for estimating the Group's defined benefit obligations are set out below:

Particulars	As at March 31, 2019	As at March 31, 2018
Attrition rate	**2% PA to 5% PA**	2% PA to 5% PA
Discount rate	**6.75% PA to 7.75% PA**	6.75% PA to 7.75% PA
Expected rate of increase in salary	**5% PA to 11% PA**	5% PA to 11% PA
Expected rate of return on plan assets	**7.50% PA to 7.75% PA**	7.75% PA
Mortality rate	**IALM 2006-08 Ultimate**	IALM 2006-08 Ultimate
Average future service of employees (years)	**16.30 to 32.30**	16.30 to 30.60

The assumption of future salary increase takes into account the inflation, seniority, promotion and other relevant factors such as supply and demand in employment market.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

2.f. Sensitivity analysis:

As at March 31, 2018

(₹ lakhs)

Particulars	Change in assumption	Effect on gratuity obligation
Discount rate	+1%	10,456.49
	-1%	13,041.66
Salary growth rate	+1%	12,974.61
	-1%	10,489.13
Withdrawal rate	+1%	11,357.62
	-1%	11,960.49

As at March 31, 2019

(₹ lakhs)

Particulars	Change in assumption	Effect on gratuity obligation
Discount rate	+1%	12,514.34
	-1%	15,504.33
Salary growth rate	+1%	15,434.37
	-1%	12,545.07
Withdrawal rate	+1%	13,568.10
	-1%	14,253.10

The above sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (projected unit credit method) has been applied as when calculating the defined benefit obligation recognised within the Balance Sheet.

2.g. History of experience adjustments is as follows:

(₹ lakhs)

Particulars	Gratuity
For the year ended March 31, 2018:	
Plan Liabilities - (loss)/gain	(546.75)
Plan Assets - (loss)/gain	22.96
For the year ended March 31, 2019:	
Plan Liabilities - (loss)/gain	(306.38)
Plan Assets - (loss)/gain	96.15

2.h. Expected contribution during the next annual reporting period

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Group's best estimate of contribution to post employment benefit plans for the next year	**1,179.95**	1,097.87

2.i. Maturity profile of defined benefit obligation

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Weighted average duration (based on discounted cash flows) in years	**11 to 23 years**	11 to 37 years

2.j. Estimate of expected benefit payments (In absolute terms i.e. undiscounted)

(₹ lakhs)

Particulars	Gratuity
01 Apr 2019 to 31 Mar 2020	1,123.16
01 Apr 2020 to 31 Mar 2021	793.62
01 Apr 2021 to 31 Mar 2022	816.46
01 Apr 2022 to 31 Mar 2023	866.37
01 Apr 2023 to 31 Mar 2024	865.84
01 Apr 2024 Onwards	6,581.42

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

2.k. Employee benefit provision

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
Gratuity	**5,636.33**	5,752.58
Leave encashment	**5,812.63**	4,976.55
Other employee benefits	**943.27**	736.11
Total	**12,392.23**	11,465.24

The following table sets out the funded status of the plan and the amounts recognised in the Group's balance sheet.

2.l. Current and non-current provision for gratuity, leave encashment and other benefits

(₹ lakhs)

Particulars	Gratuity (funded)	Leave Encashment (unfunded)	Others benefits (unfunded)
As at March 31, 2018			
Current provision	846.11	408.73	220.86
Non current provision	4,906.47	4,567.82	515.25
Total Provision	**5,752.58**	**4,976.55**	**736.11**
As at March 31, 2019			
Current provision	1,051.83	516.91	251.57
Non current provision	4,584.50	5,295.72	691.70
Total Provision	**5,636.33**	**5,812.63**	**943.27**

Provision for gratuity is net of plan assets in few subsidiaries amounting to ₹ 11.07 lakhs and ₹ Nil lakhs for year ended March 31, 2019 and March 31, 2018 respectively.

2.m. Employee benefit expenses

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Salaries and Wages (excluding leave encashment)	**80,284.12**	65,950.07
Costs-defined benefit plan	**2,044.56**	2,232.84
Costs-defined contribution plan (including leave encashment)	**5,586.08**	4,457.96
Welfare expenses	**3,502.29**	3,086.27
Total	**91,417.05**	75,727.14

For discontinued operations, refer Note 55

2.n. Number of employees

(Figures in no.)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Average no. of people employed	**10,790**	9,216

OCI presentation of defined benefit plan

Gratuity is in the nature of defined benefit plan, re-measurement gains and losses on gratuity is presented under OCI as an item that will not be reclassified to profit and loss along with income tax effect on the same.

Presentation in Statement of Profit & Loss and Balance Sheet

Expense for service cost, net interest cost and expected return on plan assets is charged to Statement of Profit and Loss. Actuarial liability for leave encashment is shown as current and non-current provision in Balance Sheet.

The Group has taken policies from an insurance company for managing gratuity fund. The major categories of plan assets for the year ended March 31, 2018 has not been provided by the insurance company. Accordingly, the disclosure for major categories of plan assets has not been provided.

Risk exposure

The Group has taken group gratuity policies from an insurance company. Contribution towards policies are done annually basis demand from the insurance company.

The insurance policy is non participating variable insurance plan and will not participate in the profits of the insurance company.

These policies provide for minimum floor rate (MFR), i.e. a guaranteed interest rate that the policy account will earn during the entire policy term. In addition to MFR the insurance company shall also declare a non-zero positive additional interest rate (AIR) at the beginning of every financial quarter on the policy account and AIR shall remain guaranteed for that financial quarter. In addition to this, the policy also earns residual addition.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Through its defined benefit plans, the Group is exposed to a number of risks, the most significant of which are detailed below:

Asset volatility

This may arise from volatility in asset values due to market fluctuations. Most of the plan asset investments are in fixed income securities.

Changes in government bond yields

The plan liabilities are calculated using a discount rate set with reference to government bond yields. A decrease in government bond yields will increase plan liabilities and vice-versa, although this will be partially offset by an increase in the value of the plans' holdings in such bonds.

Salary Cost Inflation Risk

The present value of the Defined Benefit Plan liability is calculated with reference to the future salaries of participants under the Plan. Increase in salary due to adverse inflationary pressures might lead to higher liabilities.

45. Other disclosures required by statute

a) Auditors remuneration

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
i. Audit fee	135.44	152.49
ii. Tax audit fee	5.64	1.10
iii. Certification/others	16.05	16.82
iv. Out of pocket expenses	9.05	8.09
Total	**166.18**	178.50

b) Corporate Social Responsibility

Details of expenditure on Corporate Social Responsibility activities as per Section 135 of the Companies Act, 2013 read with schedule III are as below:

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Amount required to be spent	1,047.93	920.64

(₹ lakhs)

Particulars	Year ended March 31, 2019			Year ended March 31, 2018		
	Total	In cash	Yet to be paid	Total	In cash	Yet to be paid
Details of amount spent:						
Eradicating hunger, preventive health care and sanitation	640.28	615.97	24.31	41.22	30.66	10.56
Disaster response	0.99	0.99	-	-	-	-
Making available safe drinking water.	0.40	0.40	-	-	-	-
Livelihood enhancement projects	209.48	178.13	31.35	592.47	592.47	-
Promoting education	162.53	162.24	0.29	-	-	-
Expenses for differently abled	8.69	8.69	-	80.27	80.01	0.26
Hostel for women	10.00	10.00	-	-	-	-
Facilities for senior citizens	2.24	2.24	-	-	-	-
Animal welfare	50.20	49.14	1.06	51.73	50.88	0.85
Conservation of natural resources	5.46	5.46	-	-	-	-
Agroforestry	1.85	1.85	-	-	-	-
Measures for benefit of armed forces, war widows	0.51	0.51	-	2.00	2.00	-
Community welfare	1.50	1.50	-	-	-	-
Rural development	10.84	10.84	-	-	-	-
Total	**1,104.97**	**1,047.96**	**57.01**	767.69	756.02	11.67

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

c.) Micro and small enterprises

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
a. Principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year		
i. Principal	**546.51**	988.15
ii. Interest	**-**	-
b. Interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	**-**	-
c. Amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	**-**	-
d. Amount of interest accrued and remaining unpaid at the end of each accounting year,	**-**	-
e. Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	**-**	-

46. Borrowing cost and currency fluctuations capitalised

a) Borrowing cost

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Borrowing cost capitalised	**42.54**	Nil
Interest rate	**3.16% p.a. to 3.54% p.a.**	Nil

b) Foreign currency fluctuation on non-current borrowings

The Group has capitalised exchange gain fluctuation to property, plant and equipment amounting to ₹ 28.39 lakhs (March 31, 2018 ₹ 105.47 lakhs).

47. Contingent liabilities and Commitments

i) Guarantees

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
Guarantees issued by the Group's bankers on behalf of the Group	**1,52,025.39**	1,15,311.31
Corporate guarantees/ undertaking	**-**	36.59
Duty saved for availing various export based incentive schemes	**5,366.19**	4,675.07
Total	**1,57,391.58**	1,20,022.97
Contingencies with respect to Group's share of associate is ₹ 108.77 lakhs and ₹ 100.13 lakhs as at March 31, 2019 and March 31, 2018 respectively.		
Corporate guarantees given to lenders of related parties	**10,216.42**	26,746.61
Corporate guarantees given to lenders of discontinued operations	**2,271.27**	3,736.23
	12,487.69	30,482.84

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
ii) Letter of Credit Outstanding		
Letter of Credit Outstanding	**73,663.74**	92,539.64
iii) Other contingent liabilities		
Disputed Excise duty, Custom Duty and service tax	**755.50**	609.00
Income tax demand against which Group has preferred appeals	**1,805.51**	2,326.68
Disputed Sales Tax and Entry Tax	**514.74**	459.84
Total	**3,075.75**	**3,395.52**

iv) The Group is in the process of evaluating the impact of the recent Supreme Court Judgment in case of "Vivekananda Vidyamandir And Others Vs The Regional Provident Fund Commissioner (II) West Bengal" and the related circular (Circular No. C-I/1(33)2019/Vivekananda Vidya Mandir/284) dated March 20, 2019 issued by the Employees' Provident Fund Organisation in relation to non-exclusion of certain allowances from the definition of "basic wages" of the relevant employees for the purposes of determining contribution to provident fund under the Employees' Provident Funds & Miscellaneous Provisions Act, 1952. Based on the initial assessment of the management which is supported by legal advice, the aforesaid matter is not likely to have significant impact and accordingly, no provision has been made in these financial statements at this stage.

It is not possible to predict the outcome of the pending litigations with accuracy, the Group believes, based on legal opinions received, that it has meritorious defences to the claims. The management believe the pending actions will not require outflow of resources embodying economic benefits and will not have a material adverse effect upon the results of the operations, cash flows or financial conditions of the Group.

v) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
Capital Commitment:		
Property, Plant and Equipment	**10,368.26**	13,275.17

Capital commitments with respect to Group's share of associate is ₹ 9.14 lakhs and ₹ 57.13 lakhs as at March 31, 2019 and March 31, 2018 respectively.

48. Interest in Subsidiary, Joint venture and Associate

Interest in subsidiary

The details (Principle place of operation/country of incorporation, principal activities and percentage of ownership interest and voting power (held by the Group) of subsidiaries are set out in Note 49.

Summarised financial information of subsidairies having material non-controlling interest is as follows:-

(₹ lakhs)

Particulars	Jindal ITF Limited		IUP Jindal Metals & Alloys Limited		Jindal Saw Middle East FZC		Jindal Saw Gulf LLC	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
Assets								
Non current assets	85,954.11	78,445.99	7,750.83	7,242.87	1,16,450.52	99,030.51	9,835.57	8,086.83
Current assets	11,671.21	15,156.31	7,561.30	7,637.25	1,017.55	795.02	48,340.98	34,408.84
Liabilities								
Non current liabilities	25,461.74	41,676.91	936.30	698.56	77,120.94	77,696.71	1,439.97	1,285.79
Current liabilities	1,26,406.00	93,754.94	1,420.39	3,251.61	31,891.33	13,277.97	12,849.87	11,420.40
Equity	(54,242.42)	(41,829.55)	12,955.46	10,929.95	8,455.80	8,850.85	43,886.71	29,789.48
Percentage of ownership held by non-controlling interest	0.49	0.49	0.19	0.19	0.25	0.25	0.63	0.63
Accumulated non controlling interest	(31,797.95)	(25,715.65)	2,498.55	2,107.92	(1,950.97)	(1,113.70)	(9,984.34)	(8,121.73)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(₹ lakhs)

Particulars	Jindal ITF Limited		IUP Jindal Metals & Alloys Limited		Jindal Saw Middle East FZC		Jindal Saw Gulf LLC	
	Year ended March 31, 2019	Year ended March 31, 2018	Year ended March 31, 2019	Year ended March 31, 2018	Year ended March 31, 2019	Year ended March 31, 2018	Year ended March 31, 2019	Year ended March 31, 2018
Revenue	1,783.77	2,476.87	22,651.99	20,704.57	4,746.71	4,508.15	85,129.69	42,519.65
Net profit/(loss)	(12,418.07)	(29,576.52)	2,040.20	1,646.79	(943.44)	(1,914.99)	(2,019.23)	(4,616.31)
Other Comprehensive Income	5.21	8.05	(14.70)	(10.62)	(616.07)	(46.65)	(1,632.95)	(121.76)
Total Comprehensive Income	(12,412.86)	(29,568.47)	2,025.50	1,636.17	(1,559.51)	(1,961.64)	(3,652.18)	(4,738.07)
Profit/(loss) allocated to Non controlling Interests	(6,082.30)	(14,521.48)	390.63	315.55	(837.27)	(1,070.82)	(1,862.61)	(2,416.41)

(₹ lakhs)

Particulars	Jindal ITF Limited		IUP Jindal Metals & Alloys Limited		Jindal Saw Middle East FZC		Jindal Saw Gulf LLC	
	Year ended March 31, 2019	Year ended March 31, 2018	Year ended March 31, 2019	Year ended March 31, 2018	Year ended March 31, 2019	Year ended March 31, 2018	Year ended March 31, 2019	Year ended March 31, 2018
Net cash inflow/(outflow) from operating activities	17,817.38	(2,835.31)	1,725.32	668.23	4,612.57	2,516.97	(8,963.08)	(3,370.08)
Net cash inflow/(outflow) from investing activities	386.73	5,590.10	(764.64)	(65.51)	(14,846.75)	(6,825.37)	(2,755.96)	(1,115.51)
Net cash inflow/(outflow) from financing activities	(18,211.46)	(2,758.81)	(2,056.09)	223.86	10,377.72	3,127.08	12,781.65	4,862.51
Net cash inflow/(outflow)	(7.35)	(4.02)	(1,095.41)	826.58	143.54	(1,181.32)	1,062.61	376.92
Dividend paid to Non-controlling interests (including tax)	-	-	-	-	-	-	-	-

Interest in Associate and Joint venture

The Group has only one material associate and joint venture, details (Principal place of operation/country of incorporation, principal activities and percentage of ownership interest and voting power (direct / indirect) held by the Group) of associate and joint venture are set out in Note 49.

Summarised financial information of associate is as follows :

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
Carrying value of investment	**-**	-

Summary of balance sheet of associate

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
Assets		
Non current assets	**11,868.54**	11,641.07
Current assets	**8,716.79**	8,754.81
Liabilities		
Non current liabilities	**12,790.29**	14,291.19
Current liabilities	**7,719.75**	5,500.73
Equity	**75.29**	603.96

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Summary of profit and loss statement of associate

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Revenue	**9,282.09**	6,877.48
Net profit/(loss)	**(1,527.02)**	(1,735.14)
Other Comprehensive Income	**2.10**	(0.91)
Total Comprehensive Income	**(1,524.92)**	(1,736.05)

Refer Note 47 for Group's share of associates contingent liabilities and commitments.

Summary of cash flows of associate

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Cash flows from operating activties	**1,362.39**	(770.91)
Cash flows from investing activties	**(132.10)**	(320.05)
Cash flows from financing activties	**(1,224.95)**	988.11
Net movement in cash and cash equivalents	**5.34**	(102.85)

Summary of unabsorbed losses of associate

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
Unabsorbed losses	**-**	-

Summarised financial information of joint venture is as follows :

(₹ lakhs)

Particulars	As at March 31, 2019
Carrying value of investment	**-**

Summary of balance sheet of joint venture

(₹ lakhs)

Particulars	As at March 31, 2019
Assets	
Non current assets	**-**
Current assets	**86.17**
Liabilities	
Non current liabilities	**-**
Current liabilities	**275.39**
Equity	**(189.22)**

Summary of profit and loss statement of joint venture

(₹ lakhs)

Particulars	Year ended March 31, 2019
Revenue	**-**
Net profit/(loss)	**(191.50)**
Other Comprehensive Income	**-**
Total Comprehensive Income	**(191.50)**

Summary of cash flow of joint venture

(₹ lakhs)

Particulars	Year ended March 31, 2019
Cash flows from operating activties	**(249.70)**
Cash flows from investing activties	**-**
Cash flows from financing activties	**269.52**
Net movement in cash and cash equivalents	**19.82**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

49. Related party transactions

In accordance with the requirements of IND AS 24, on related party disclosures, name of the related party, related party relationship, transactions and outstanding balances including commitments where control exists and with whom transactions have taken place during reported periods (including transactions with respect to discontinued operations), are provided below:

Related party name and relationship

1. Key Management Personnel

S.No.	Name	Designation
1	Mr. Prithavi Raj Jindal	Chairman-Non Executive Director
2	Ms. Sminu Jindal	Managing Director
3	Ms. Shradha Jatia	Non Executive Director
4	Ms. Tripti Puneet Arya	Non Executive Director
5	Mr. Neeraj Kumar	Group CEO & Whole-time Director
6	Mr. Hawa Singh Chaudhary	Whole-time Director
7	Dr. S. K. Gupta (upto February 13, 2019)	Independent Director*
8	Mr. Devi Dayal (upto March 19, 2019)	Independent Director*
9	Dr. Raj Kamal Agarwal	Independent Director*
10	Mr. Ravinder Nath Leekha	Independent Director*
11	Mr. Abhiram Tayal	Independent Director*
12	Mr. Ajit Kumar Hazarika	Independent Director*
13	Mr. Girish Sharma (w.e.f. March 22, 2019)	Independent Director*
14	Mr. Sanjeev Shankar (w.e.f. March 22, 2019)	Independent Director*
15	Dr. Vinita Jha (w.e.f. March 22, 2019)	Independent Director*
16	Mr. O P Sharma	Chief Operating Officer (Large Dia Pipe- SBU)
17	Dr. Dharmendra Gupta	President & Unit Head
18	Mr. Dinesh Chandra Sinha	President & SBU Head
19	Mr. Sunil K. Jain	Company Secretary
20	Mr. Narendra Mantri	Head Commercial & CFO
21	Mr. V. Rajasekaran	Vice President-Operations

*Independent directors are included only for the purpose of compliance with definition of key management personnel given under IND AS 24.

2. Entities where control exist – direct and indirect subsidiaries:

S.No.	Name of the entity	Principal place of operation / Country of Incorporation	Principal activities	% Shareholding / Voting Power	
				As at March 31, 2019	As at March 31, 2018
	Direct Subsidiaries				
1	Jindal ITF Limited	India	Waterborne transportation	51%	51%
2	IUP Jindal Metals & Alloys Limited	India	Precision stainless steel strips	80.71%	80.71%
3	S. V. Trading Limited	Nevis	Investment holding	100%	100%
4	Quality Iron and Steel Limited	India	Investment holding	100%	100%
5	Ralael Holdings Limited	Cyprus	Investment holding	100%	100%
6	Jindal Saw Holdings FZE	UAE	Investment holding	100%	100%
7	Greenray Holdings Limited	UK	Investment holding	100%	100%
8	Jindal Tubular (India) Limited	India	Steel pipe manufacturing	100%	100%
9	JITF Shipyards Limited	India	Inland shipping	100%	100%
10	Jindal Quality Tubular Limited	India	Steel pipe manufacturing	67%	67%
	Indirect Subsidiaries				
1	Jindal Saw USA, LLC	USA	Pipes for oil and gas	100%	100%
2	Jindal Saw Italia S.P.A. (upto February 12, 2019)	Italy	Ductile iron pipe manufacturing	-	100%
3	Jindal Saw Middle East FZC	UAE	Ductile iron pipe and fittings manufacturing	75%	75%
4	Derwent Sand SARL	Algeria	Trading of pipes	99.62%	99.62%
5	Jindal Saw Gulf L.L.C.	UAE	Ductile iron pipe and fittings	36.75%	36.75%

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

S.No.	Name of the entity	Principal place of operation / Country of Incorporation	Principal activities	% Shareholding / Voting Power	
				As at March 31, 2019	As at March 31, 2018
6	Jindal International FZE	UAE	Investment holding	100%	100%
7	Jindal Intellicom Limited	India	BPO and Call centre	98.78%	98.78%
8	iCom Analytics Limited	India	Call centre and advisory	98.78%	98.78%
9	Jindal Intellicom, LLC	USA	Call centre and advisory	98.78%	98.78%
10	World Transload & Logistics LLC	USA	Investment holding	100%	100%
11	5101 Boone LLP	USA	Property holding	100%	100%
12	Tube Technologies INC	USA	Pipes for oil and gas	100%	100%
13	Helical Anchors INC	USA	Helical anchor manufacturing	100%	100%
14	Boone Real Property Holding LLC	USA	Property holding	100%	100%
15	Drill Pipe International LLC	USA	Tools and fittings	100%	100%
16	Sulog Transshipment Services Limited	India	Transloading in deep sea	51%	51%

3. Entities where key management personnel and their relatives exercise significant influence:

S.No.	Name of the entity	S.No.	Name of the entity
1	Abhinandan Investments Limited	32	JWIL Infra Limited (formerly known as JITF Water Infrastructure Limited)
2	Bir Plantation Private Limited	33	JSW Power Trading Company Limited
3	Colorado Trading Company Limited	34	JSW Steel Coated Products Limited
4	Danta Enterprises Private Limited	35	JSW Steel Limited
5	Amba River Coke Limited	36	JITF Urban Infrastructure Services Limited
6	Divino Multiventures Private Limited	37	Maa Bhagwati Travels
7	Gagan Trading company Limited	38	Mansarover Investments Limited
8	Glebe Trading Private Limited	39	Nalwa Investment Limited
9	Estrela Investments Company Limited	40	Nalwa Sons Investments Limited
10	Four Seasons Investments Limited	41	OPJ Trading Private Limited
11	Hexa Securities and Finance Company Limited	42	P. R. Jindal HUF
12	Hexa Tradex Limited	43	Naveen Jindal HUF
13	Jindal Equipment Leasing and Consultancy Services Limited	44	R. K. Jindal & sons HUF
14	Jindal Industries Private Limited	45	Rohit Tower Building Limited
15	Jindal Stainless (Hisar) Limited	46	S. K. Jindal & sons HUF
16	Jindal Stainless Limited	47	Siddeshwari Tradex Private Limited
17	Jindal Steel & Power Limited	48	Stainless Investment Limited
18	Jindal Systems Private Limited	49	Virtuous Tradecorp Private Limited
19	Jindal Tubular USA LLC	50	Mendeza Holdings Limited
20	JITF Commodity Tradex Limited	51	Nacho Investments Limited
21	JITF Urban Infrastructure Limited	52	Timarpur- Okhla Waste Management Company Private Limited
22	Ms. Sminu Jindal Charitable Trust	53	Jindal Urban Waste Management (Guntur) Limited
23	Raj West Power Limited	54	JSW Green Energy Limited
24	Templar Investments Limited	55	Sigmatech Inc.
25	Sathi International FZE	56	Amtrex Trading Company Private Limited
26	Jindal Rail Infrastructure Limited	57	Anbeeco Investment Limited
27	JSL Lifestyle Limited	58	Quality Stainless Private Limited
28	JSL Limited	59	Quality Foils (India) Private Limited
29	Jindal Saw Italia S.P.A. (w.e.f. February 13, 2019)	60	AB Travels
30	Jindal Power Limited		
31	JITF Urban Waste Management (Bhatinda) Limited		

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

4. Relatives of key management personnel where transactions have taken place:

S.No.	Name of Relatives	Relationship
1	Ms. Savitri Devi Jindal	Mother of Mr. Prithavi Raj Jindal
2	Mr. Ratan Jindal	Brother of Mr. Prithavi Raj Jindal
3	Mr. Sajjan Jindal	Brother of Mr. Prithavi Raj Jindal
4	Mr. Naveen Jindal	Brother of Mr. Prithavi Raj Jindal
5	Ms. Arti Jindal	Wife of Mr. Prithavi Raj Jindal
6	Mr. Indresh Batra	Husband of Ms. Sminu Jindal
7	Ms. Madhulika Jain	Wife of Mr. Sunil K. Jain
8	Ms. Sangita Mantri	Wife of Mr. Narendra Mantri
9	Mr. Mukesh Chandra Sinha	Brother of Mr. Dinesh Chandra Sinha
10	Mr. Randhir Singh Chaudhary	Brother of Mr. Hawa Singh Chaudhary
11	Mr. Vinay Chaudhary	Son of Mr. Hawa Singh Chaudhary
12	Ms. Bimla Chaudhary	Wife of Mr. Hawa Singh Chaudhary

5. Associate

S.No.	Name of the entity	Principal place of operation / Country of Incorporation	Principal activities	% Shareholding / Voting Power	
				As at March 31, 2019	As at March 31, 2018
1	Jindal Fittings Limited	India	Ductile iron fittings manufacturing	36%	36%

6. Joint Ventures

S.No.	Name of the entity	Principal place of operation / Country of Incorporation	Principal activities	% Shareholding / Voting Power	
				As at March 31, 2019	As at March 31, 2018
1	Jindal MMG LLC	USA	Call centre and advisory	50.00%	-

7. Trust under common control

S.No.	Name of the entity	Principal place of operation / Country of Incorporation	Principal activities
1	Jindal Saw Employees Group Gratuity Scheme	India	Company's employee gratuity trust
2	JITF Waterways Limited Employee group gratuity trust	India	Company's employee gratuity trust
3	IUP Jindal Metal & Alloys Limited Employee Group Gratuity Scheme	India	Company's employee gratuity trust
4	JITF Shipyards Limited Employee Group Gratuity trust	India	Company's employee gratuity trust
5	Jindal ITF Limited Employee Group Gratuity Assurance Scheme	India	Company's employee gratuity trust

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Related Parties Transactions

(₹ lakhs)

S. No.	Particulars	Associate/ Joint venture		Key Management Personnel (KMP),their relatives and Enterprises over which KMP and their relatives having significant influence	
		2018-19	2017-18	**2018-19**	2017-18
A	**Transactions**				
1	**Sale of goods/services**				
	Jindal Stainless (Hisar) Limited	**-**	-	**1,719.50**	1,156.39
	Jindal Fittings Limited	**24.01**	174.88	**-**	-
	Jindal Stainless Limited	**-**	-	**-**	4.56
	Jindal Steel & Power Limited	**-**	-	**13.31**	183.94
	JSW Steel Limited	**-**	-	**1,109.72**	13,815.50
	Jindal Industries Private Limited	**-**	-	**24.65**	7.74
	Jindal Rail Infrastructure Limited	**-**	-	**1.91**	0.53
	Jindal Systems Private Limited	**-**	-	**-**	1.19
	Timarpur- Okhla Waste Management Company Private Limited	**-**	-	**0.01**	0.03
	Raj West Power Limited	**-**	-	**-**	121.52
	Jindal Tubular USA LLC	**-**	-	**63,814.55**	-
	JWIL Infra Limited	**-**	-	**2,780.56**	2,478.75
	Quality Stainless Private Limited	**-**	-	**31.11**	-
	Quality Foils (India) Private Limited	**-**	-	**252.84**	-
	Jindal Urban Waste Management (Guntur) Limited	**-**	-	**10.26**	14.26
	Jindal Saw Italia S.P.A.	**-**	-	**3,127.72**	-
2	**Purchase of raw materials/consumables/services**				
	Jindal Industries Private Limited	**-**	-	**83.93**	381.14
	Jindal Stainless (Hisar) Limited	**-**	-	**17,942.63**	15,198.58
	Jindal Fittings Limited	**2,487.13**	659.29	**-**	-
	Jindal Stainless Limited	**-**	-	**10,641.93**	3,826.47
	Jindal Steel & Power Limited	**-**	-	**1,58,894.71**	65,971.78
	Jindal Systems Private Limited	**-**	-	**102.54**	168.65
	JSW Power Trading Company limited	**-**	-	**265.32**	1,896.74
	JSW Steel Coated Products Limited	**-**	-	**87.81**	77.79
	JSW Steel Limited	**-**	-	**1,19,784.95**	89,486.88
	Quality Foils (India) Private Limited	**-**	-	**1,446.67**	678.91
	Quality Stainless Private Limited	**-**	-	**31.70**	278.52
	JITF Commodity Tradex Limited	**-**	-	**5,288.45**	3,166.48
	Colorado Trading Company Limited	**-**	-	**1.13**	-
	JSW Green Energy Limited	**-**	-	**201.71**	-
	JSL Lifestyle Limited	**-**	-	**140.11**	-
	Maa Bhagwati Travels	**-**	-	**4.70**	4.70
	Ms. Madhulika Jain	**-**	-	**8.96**	8.96
	Ms. Sangita Mantri	**-**	-	**8.96**	8.96
	Jindal Tubular USA LLC	**-**	-	**2,411.70**	-
	Jindal Power Limited	**-**	-	**66.12**	-
3	**Purchase of capital items**				
	Jindal Industries Private Limited	**-**	-	**189.46**	-
	Jindal Steel & Power Limited	**-**	-	**885.02**	560.48
	Jindal Systems Private Limited	**-**	-	**579.40**	132.02
	JSW Steel Coated Products Limited	**-**	-	**174.08**	63.73
	JSW Steel Limited	**-**	-	**549.68**	338.54
	JSL Lifestyle Limited	**-**	-	**7.23**	-
	JWIL Infra Limited	**-**	-	**-**	1,180.00

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(₹ lakhs)

S. No.	Particulars	Associate/ Joint venture		Key Management Personnel (KMP),their relatives and Enterprises over which KMP and their relatives having significant influence	
		2018-19	2017-18	**2018-19**	2017-18
4	**Contribution towards gratuity fund**				
	Jindal Saw Employees Group Gratuity Scheme	**-**	-	**2113.64**	757.58
	IUP Jindal Metals & Alloys Limited Employee Group Gratuity Scheme	**-**	-	**2.94**	56.07
5	**Dividend paid**				
	Danta Enterprises Private Limited	**-**	-	**282.87**	235.72
	Four Seasons Investments Limited	**-**	-	**522.37**	435.31
	Gagan Trading company Limited	**-**	-	**2.52**	2.10
	Glebe Trading Private Limited	**-**	-	**9.27**	7.73
	Mr. Indresh Batra	**-**	-	**9.00**	7.50
	Mr. Naveen Jindal	**-**	-	**2.62**	2.25
	Mr. Ratan Jindal	**-**	-	**0.91**	0.76
	Mr. Sajjan Jindal	**-**	-	**0.01**	0.01
	Ms. Arti Jindal	**-**	-	**48.72**	0.60
	Ms. Savitri Devi Jindal	**-**	-	**1.25**	1.04
	Nalwa Sons Investments Limited	**-**	-	**642.60**	535.50
	OPJ Trading Private Limited	**-**	-	**93.29**	77.74
	P. R. Jindal HUF	**-**	-	**0.26**	0.22
	R. K. Jindal & sons HUF	**-**	-	**0.98**	0.82
	S. K. Jindal & sons HUF	**-**	-	**0.26**	0.22
	Virtuous Tradecorp Private Limited	**-**	-	**35.00**	29.17
	Siddeshwari Tradex Private Limited	**-**	-	**156.05**	130.04
	Divino Multiventures Private Limited	**-**	-	**64.14**	53.45
	Estrela Investments Company Limited	**-**	-	**22.53**	18.78
	Mr. Vinay Chaudhary	**-**	-	**0.01**	0.01
	Ms. Bimla Chaudhary	**-**	-	**0.02**	0.03
	Nacho Investments Limited	**-**	-	**21.90**	18.25
	Sigmatech Inc.	**-**	-	**361.44**	301.20
	Naveen Jindal HUF	**-**	-	**0.08**	2.19
	Templar Investments Limited	**-**	-	**22.28**	18.57
	JSL Limited	**-**	-	**24.85**	-
	Mendeza Holdings Limited	**-**	-	**21.99**	18.33
	Amtrex Trading Company Private Limited	**-**	-	**0.07**	-
6	**Remuneration paid**				
	Mr. Mukesh Chandra Sinha	**-**	-	**18.95**	16.17
	Mr. Randhir Singh Chaudhary	**-**	-	**8.51**	7.15
7	**Expenses incurred by others and reimbursed**				
	Bir Plantation Private Limited	**-**	-	**4.58**	5.51
	Jindal Stainless Limited	**-**	-	**-**	20.93
	Jindal Systems Private Limited	**-**	-	**-**	1.81
	JSW Power Trading Company limited	**-**	-	**1.18**	1.15
	JSW Steel Limited	**-**	-	**7.40**	6.06
	Rohit Tower Building Limited	**-**	-	**57.77**	57.10
	AB Travels	**-**	-	**0.90**	5.42
	JITF Urban Infrastructure Limited	**-**	-	**-**	3.05

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(₹ lakhs)

S. No.	Particulars	Associate/ Joint venture		Key Management Personnel (KMP),their relatives and Enterprises over which KMP and their relatives having significant influence	
		2018-19	2017-18	**2018-19**	2017-18
8	**Expenses incurred and recovered**				
	Hexa Securities and Finance Company Limited	**-**	-	**2.88**	2.99
	Hexa Tradex Limited	**-**	-	**14.43**	14.83
	Jindal Fittings Limited	**100.33**	67.62	**-**	-
	JSW Steel Limited	**-**	-	**0.24**	-
	Jindal Stainless Limited	**-**	-	**-**	18.00
	Jindal Steel & Power Limited	**-**	-	**3.74**	18.40
	Jindal Systems Private Limited	**-**	-	**2.03**	1.57
	Rohit Tower Building Limited	**-**	-	**49.86**	-
	JITF Urban Infrastructure Limited	**-**	-	**4.91**	-
	Jindal Rail Infrastructure Limited	**-**	-	**3.27**	-
	Jindal Tubular USA LLC	**-**	-	**0.51**	-
	JWIL Infra Limited	**-**	-	**33.59**	20.52
	Jindal Saw Italia S.P.A.	**-**	-	**51.39**	-
9	**Interest expense**				
	Danta Enterprises Private Limited	**-**	-	**155.43**	341.50
	Glebe Trading Private Limited	**-**	-	**17.95**	489.42
	JITF Commodity Tradex Limited	**-**	-	**75.86**	1,068.35
	JSW Steel Limited	**-**	-	**3,448.31**	33.40
	Quality Foils (India) Private Limited	**-**	-	**12.61**	-
	Jindal Stainless Limited	**-**	-	**31.82**	-
	Anbeeco Investment Limited	**-**	-	**1,541.07**	1,445.89
10	**Interest income**				
	Colorado Trading Company Limited	**-**	-	**10.19**	18.30
	Glebe Trading Private Limited	**-**	-	**302.55**	110.15
	Jindal Equipment Leasing and Consultancy Services Limited	**-**	-	**-**	6.43
	Jindal Rail Infrastructure Limited	**-**	-	**69.12**	62.77
	JITF Urban Infrastructure Limited	**-**	-	**349.30**	309.55
	JITF Urban Infrastructure Services Limited	**-**	-	**1,969.58**	2,016.32
	Stainless Investment Limited	**-**	-	**-**	50.19
	Jindal Fittings Limited	**-**	1.85	**-**	-
	Jindal Saw Italia S.P.A.	**-**	-	**18.21**	-
	Jindal Tubular USA LLC	**-**	-	**5.34**	-
	Jindal Stainless (Hisar) Limited	**-**	-	**18.75**	-
11	**Investment made/transfer/purchase**				
	Investment in Jindal ITF Limited sold to Glebe Trading Private Limited	**-**	-	**-**	1,429.73
	Investment in Quality Iron and Steel Limited purchased from Mr. Prithavi Raj Jindal	**-**	-	**-**	0.50
	Investment in Quality Iron and Steel Limited purchased from Ms. Arti Jindal	**-**	-	**-**	0.50
	Jindal MMG LLC	**0.34**	-	**-**	-
	Investment of Jindal Saw Italia S.P.A transferred to Anbeeco Investment Limited again settlement of loan	**-**	-	**29,922.48**	-
	Loan of Colorado Trading Company Limited converted to preference shares	**-**	-	**194.24**	-
	Jindal Tubular USA LLC	**-**	-	**523.00**	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(₹ lakhs)

S. No.	Particulars	Associate/ Joint venture		Key Management Personnel (KMP),their relatives and Enterprises over which KMP and their relatives having significant influence	
		2018-19	2017-18	**2018-19**	2017-18
12	**Issue of shares/debentures**				
	Non Cumulative Compulsorily convertible Preference share (CCPS) of Jindal Quality Tubular Limited issued to Danta Enterprises Private Limited	**-**	-	**1,250.00**	-
	Non Cumulative Compulsorily convertible Preference share (CCPS) of Jindal Fittings Limited issued to Glebe Trading Private Limited	**-**	-	**1,000.00**	-
13	**Loan given during the year**				
	Colorado Trading Company Limited	**-**	-	**1.85**	2.00
	Glebe Trading Private Limited	**-**	-	**10,152.06**	-
	Jindal MMG LLC	**221.79**	-	**-**	-
	Stainless Investment Limited	**-**	-	**-**	6.50
	Jindal Fittings Limited	**-**	125.00	**-**	-
	Jindal Tubular USA LLC	**-**	-	**-**	2,280.95
	JITF Urban Infrastructure Services Limited	**-**	-	**730.00**	
14	**Loan recovered during the year**				
	Jindal Equipment Leasing and Consultancy Services Limited	**-**	-	**-**	100.57
	Stainless Investment Limited	**-**	-	**-**	481.93
	Jindal Fittings Limited	**-**	125.00	**-**	-
	Jindal Tubular USA LLC	**-**	-	**2,440.68**	-
	JITF Urban Infrastructure Services Limited	**-**	-	**425.00**	-
	Glebe Trading Private Limited	**-**	-	**3,375.00**	-
15	**Loan repaid during the year**				
	Danta Enterprises Private Limited	**-**	-	**3,484.53**	9,332.00
	Glebe Trading Private Limited	**-**	-	**2,589.94**	15,641.00
	JITF Commodity Tradex Limited	**-**	-	**10,194.92**	17,400.62
	JITF Urban Infrastructure Limited	**-**	-	**-**	100.00
	JITF Urban Infrastructure Services Limited	**-**	-	**-**	200.00
	Sathi International FZE	**-**	-	**4,006.70**	-
	Anbeeco Investment Limited	**-**	-	**226.73**	6,333.29
16	**Loan taken during the year**				
	Danta Enterprises Private Limited	**-**	-	**1,370.00**	8,398.00
	Glebe Trading Private Limited	**-**	-	**-**	7,936.00
	JITF Commodity Tradex Limited	**-**	-	**-**	17,147.00
	Sathi International FZE	**-**	-	**-**	25,778.01
	JITF Urban Infrastructure Services Limited	**-**	-	**-**	5,150.00
	Anbeeco Investment Limited	**-**	-	**2,726.96**	6,995.22
17	**Rent expense**				
	Bir Plantation Private Limited	**-**	-	**7.08**	4.69
	JSW Steel Limited	**-**	-	**0.06**	0.06
	Mr. Prithavi Raj Jindal	**-**	-	**8.15**	8.40
	Rohit Tower Building Limited	**-**	-	**30.00**	23.00

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(₹ lakhs)

S. No.	Particulars	Associate/ Joint venture		Key Management Personnel (KMP),their relatives and Enterprises over which KMP and their relatives having significant influence	
		2018-19	2017-18	**2018-19**	2017-18
18	**Rent Income**				
	Abhinandan Investments Limited	**-**	-	**0.14**	0.14
	Hexa Tradex Limited	**-**	-	**0.38**	0.38
	Jindal Equipment Leasing and Consultancy Services Limited	**-**	-	**0.14**	0.14
	Mansarover Investments Limited	**-**	-	**0.14**	0.14
	Nalwa Investment Limited	**-**	-	**0.14**	0.14
	Stainless Investment Limited	**-**	-	**0.14**	0.14
	Jindal Steel & Power Limited	**-**	-	**-**	5.98
19	**Discount & rebate on sales**				
	Abhinandan Investments Limited	**-**	-	**-**	0.07
	Jindal Equipment Leasing and Consultancy Services Limited	**-**	-	**-**	1.15
	Mansarover Investments Limited	**-**	-	**-**	0.98
	Nalwa Investment Limited	**-**	-	**-**	1.05
	Raj West Power Limited	**-**	-	**1.41**	-
20	**Discount & rebate on purchases**				
	Amba River Coke Limited	**-**	-	**-**	3.59
21	**Sale of capital items**				
	JWIL Infra Limited	**-**	-	**11.81**	-
22	**Donation made during the year**				
	Sminu Jindal Charitable Trust	**-**	-	**28.15**	-
23	**Guarantee commission income**				
	Jindal Saw Italia S.P.A.	**-**	-	**2.12**	-
24	**Bad debts written back**				
	Amba River Coke Limited	**-**	-	**3.59**	-

(₹ lakhs)

S. No.	Particulars	Associate/ Joint venture		Key Management Personnel (KMP),their relatives and Enterprises over which KMP and their relatives having significant influence	
		2018-19	2017-18	**2018-19**	2017-18
B	**Outstanding balances**				
1	**Advances Recoverable**				
	Jindal Fittings Limited	**401.62**	75.93	**-**	-
	Jindal Stainless Limited	**-**	-	**0.58**	-
	Jindal Steel & Power Limited	**-**	-	**86.80**	2,914.76
	JWIL Infra Limited	**-**	-	**21.59**	21.59
	JSW Steel Coated Products Limited	**-**	-	**14.83**	36.58
	JSW Steel Limited	**-**	-	**137.44**	40.26
	Hexa Securities and Finance Company Limited	**-**	-	**-**	1.46
	JSW Power Trading Company Limited	**-**	-	**15.86**	16.67
	JSL Lifestyle Limited	**-**	-	**15.82**	-
	JSW Green Energy Limited	**-**	-	**9.93**	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(₹ lakhs)

S. No.	Particulars	Associate/ Joint venture		Key Management Personnel (KMP),their relatives and Enterprises over which KMP and their relatives having significant influence	
		2018-19	2017-18	**2018-19**	2017-18
2	**Corporate guarantees outstanding #**				
	Jindal Rail Infrastructure Limited	**-**	-	**9,625.00**	6,435.00
	Jindal Saw Italia S.P.A.	**-**	-	**3,335.02**	-
	JITF Urban Waste Management (Bhatinda) Limited	**-**	-	**1,628.87**	1,916.36
	JWIL Infra Limited	**-**	-	**89.71**	93.17
	Timarpur- Okhla Waste Management Company Private Limited	**-**	-	**267.82**	18,302.08
	# Guarantees amount disclosed to the extent of outstanding loan amount.				
3	**Loan payable**				
	Danta Enterprises Private Limited	**-**	-	**230.87**	3,552.53
	Glebe Trading Private Limited	**-**	-	**-**	2,589.94
	JITF Commodity Tradex Limited	**-**	-	**-**	10,194.92
	Sathi International FZE	**-**	-	**51,004.22**	51,813.25
	Anbeeco Investment Limited	**-**	-	**2,016.15**	26,775.27
4	**Loans recoverable**				
	Colorado Trading Company Limited	**-**	-	**-**	183.21
	Glebe Trading Private Limited	**-**	-	**5,492.13**	1,067.74
	Jindal Rail Infrastructure Limited	**-**	-	**676.61**	614.40
	JITF Urban Infrastructure Limited	**-**	-	**3,419.27**	3,104.90
	JITF Urban Infrastructure Services Limited	**-**	-	**19,954.18**	17,876.56
	Jindal Saw Italia S.P.A.	**-**	-	**8,383.12**	-
	Jindal MMG LLC	**214.37**	-	**-**	-
	Jindal Tubular USA LLC	**-**	-	**-**	2,280.95
5	**Payables**				
	Jindal Fittings Limited	**106.53**	31.06	**-**	-
	JSW Steel Coated Products Limited	**-**	-	**1.70**	21.73
	Jindal Industries Private Limited	**-**	-	**7.74**	-
	Jindal Stainless (Hisar) Limited	**-**	-	**622.57**	290.60
	Jindal Stainless Limited	**-**	-	**1,273.40**	2,122.84
	Jindal Steel & Power Limited	**-**	-	**57,459.95**	232.21
	Jindal Systems Private Limited	**-**	-	**8.08**	0.97
	JSW Steel Limited	**-**	-	**73,978.58**	9,070.18
	Maa Bhagwati Travels	**-**	-	**-**	0.39
	Quality Foils (India) Private Limited	**-**	-	**470.25**	47.69
	Rohit Tower Building Limited	**-**	-	**5.50**	14.08
	Mr. Dinesh Chandra Sinha	**-**	-	**0.14**	-
	Jindal Saw Italia S.P.A.	**-**	-	**109.40**	-
	Girish Sharma	**-**	-	**0.68**	-
	Mr. Abhiram Tayal	**-**	-	**0.90**	0.90
	Mr. Devi Dayal	**-**	-	**0.90**	0.90
	JSL Lifestyle Limited	**-**	-	**19.51**	-
	Mr. Ravinder Nath Leekha	**-**	-	**5.40**	5.40

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(₹ lakhs)

S. No.	Particulars	Associate/ Joint venture		Key Management Personnel (KMP),their relatives and Enterprises over which KMP and their relatives having significant influence	
		2018-19	2017-18	**2018-19**	2017-18
	AB Travels	**-**	-	**-**	0.89
	Bir Plantation Private Limited	**-**	-	**0.78**	2.38
	Dr. Raj Kamal Agarwal	**-**	-	**1.35**	1.35
	JITF Commodity Tradex Limited	**-**	-	**-**	1,436.68
	JITF Urban Infrastructure Limited	**-**	-	**-**	3.05
	JSW Power Trading Company Limited	**-**	-	**0.14**	0.01
	Mr. Ajit Kumar Hazarika	**-**	-	**0.90**	0.90
	Mr. Prithavi Raj Jindal	**-**	-	**-**	0.48
	Jindal Power Limited	**-**	-	**54.43**	-
6	**Receivables**				
	Jindal Saw Italia S.P.A.	**-**	-	**8,111.34**	-
	Jindal Fittings Limited	**48.80**	24.79	**-**	-
	Jindal Industries Private Limited	**-**	-	**4.10**	5.22
	Jindal Stainless (Hisar) Limited	**-**	-	**237.81**	190.55
	Quality Foils (India) Private Limited	**-**	-	**55.31**	-
	Jindal Steel & Power Limited	**-**	-	**51.80**	84.30
	Quality Stainless Private Limited	**-**	-	**14.62**	-
	JSW Steel Limited	**-**	-	**189.50**	1,973.96
	Jindal Systems Private Limited	**-**	-	**0.82**	0.55
	Jindal Rail Infrastructure Limited	**-**	-	**0.84**	0.03
	Raj West Power Limited	**-**	-	**-**	1.41
	Jindal Urban Waste Management (Guntur) Limited	**-**	-	**10.26**	-
	JWIL Infra Limited	**-**	-	**4,312.73**	2,222.98
	Timarpur- Okhla Waste Management Company Private Limited	**-**	-	**-**	0.03
	Jindal Tubular USA LLC	-	-	**5,685.50**	-
	JITF Urban Infrastructure Limited	**-**	-	**0.82**	-
7	**Advances payable**				
	Hexa Tradex Limited	**-**	-	**793.22**	793.22
	JWIL Infra Limited	**-**	-	**-**	4.83
	JSW Steel Limited	**-**	-	**390.79**	0.27
	Amba River Coke Limited	**-**	-	**3.59**	-
	Jindal Tubular USA, LLC	**-**	-	**60.93**	-
8	**Security deposit payable**				
	Jindal Industries Private Limited	**-**	-	**9.32**	9.32
	Jindal Steel & Power Limited	**-**	-	**2,941.00**	2,941.00
9	**Security deposit receivable**				
	Bir Plantation Private Limited	**-**	-	**100.00**	100.00
	JSW Steel Limited	**-**	-	**500.00**	500.00
10	**Interest payable**				
	Danta Enterprises Private Limited	**-**	-	**120.58**	42.87

Terms and conditions of transactions with related parties

All related party transactions entered during the year were in ordinary course of the business. All outstanding receivable balances are unsecured and repayable in cash.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Key Management Personnel Compensation:

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Short-Term employee benefits *	**1,676.90**	1,476.63
Post-Employment benefits	**-**	-
- Defined contribution plan $ #	**114.67**	88.77
- Defined benefit plan #	**-**	-
Other long-term benefits	**-**	-
Share-based payment	**-**	-
Dividend paid	**1.80**	1.72
Total	**1,793.37**	1,567.12

(₹ lakhs)

Name	Year ended March 31, 2019	Year ended March 31, 2018
Ms. Sminu Jindal	**257.74**	267.43
Mr. Neeraj Kumar	**584.32**	506.45
Mr. O. P. Sharma	**180.24**	164.16
Dr. Dharmendra Gupta	**210.90**	166.21
Others	**560.17**	462.87
	1,793.37	1,567.12

* Including bonus, sitting fee, commission basis and value of perquisites.

The liability for gratuity and leave encashment are provided on actuarial basis for the Group as a whole. Accordingly amounts accrued pertaining to key managerial personnel are not included above.

$ including PF, leave encashment paid and any other benefit.

50. Lease disclosure

Operating Lease- As lessee

The Group leases various offices under non-cancellable leases expiring within 1 to 2 years. The leases have varying terms, escalation clauses and renewal rights. On renewal, the terms of the leases are renegotiated.

The future minimum lease payments obligations for non-cancellable leases are as follows:-

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
Commitments for minimum lease payments in relation to non-cancellable operating leases:		
Within one year	**888.70**	851.35
Later than one year but not later than five years	**3,482.22**	3,300.05
Later than five years	**13,926.21**	13,944.98
Total	**18,297.13**	18,096.38

With respect to all operating leases:

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Lease payments recognised in the Statement of Profit and Loss during the year	**3,302.10**	3,094.15

Finance lease – As lessor

The Group has entered into an agreement with NTPC Limited dated August 11, 2011 to develop the Jetty and Conveyor System at Farakka for transportation and discharge of coal at NTPC's yard. As per the said agreement NTPC will provide land for developing the said jetty and conveyor system and the Group will hand over the said assets to NTPC at ₹ 1 at the expiry of lease period i.e. Seven years. The Group has incurred total amount of ₹ 18,778 lakhs to develop the said infrastructure. Hence, the total expenditure incurred on development of said Jetty and Conveyor system shall be recovered in equated monthly instalments over the project period from NTPC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The future minimum lease payments receivable of the Group as lessor as of March 31, 2019 are as follows:-

(₹ lakhs)

Particulars	Future minimum lease payments	Interest	Present value
Within one year	-	-	-
Later than one year but not later than five years	18,977.11	5,313.16	13,663.95
Later than five years	-	-	-
Total	**18,977.11**	**5,313.16**	**13,663.95**

The future minimum lease payments receivable of the Group as lessor as of March 31, 2018 are as follows:-

(₹ lakhs)

Particulars	Future minimum lease payments	Interest	Present value
Within one year	-	-	-
Later than one year but not later than five years	18,977.11	5,313.16	13,663.95
Later than five years	-	-	-
Total	**18,977.11**	**5,313.16**	**13,663.95**

Finance lease – As lessee

Finance lease obligation of the Group as lessee as of March 31, 2019 is as follows:-

a. The Group has entered into an agreement for 25 years effective from April 1, 2017 for taking seamless pipe manufacturing facility. The Group has evaluated the transaction and has accounted for the lease transaction as finance lease.

As at March 31, 2019

(₹ lakhs)

Particulars	Future minimum lease payments	Interest	Present value
Within one year	180.00	40.19	139.81
Later than one year but not later than five years	720.00	281.32	438.68
Later than five years	3,240.00	2,492.84	747.16
Total	**4,140.00**	**2,814.35**	**1,325.65**

As at March 31, 2018

(₹ lakhs)

Particulars	Future minimum lease payments	Interest	Present value
Within one year	180.00	25.55	154.45
Later than one year but not later than five years	720.00	235.38	484.62
Later than five years	3,420.00	2,578.97	841.03
Total	**4,320.00**	**2,839.90**	**1,480.10**

b. The Group has entered into an agreement for 18 years effective from January 18, 2018 for Installation and maintenance of Solar Power panels. The Group has evaluated the transaction and has accounted for the lease transaction as finance lease.

As at March 31, 2019

(₹ lakhs)

Particulars	Future minimum lease payments	Interest	Present value
Within one year	163.07	41.74	121.33
Later than one year but not later than five years	619.10	294.19	324.91
Later than five years	1,728.34	1,394.89	333.45
Total	**2,510.51**	**1,730.82**	**779.69**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As at March 31, 2018

(₹ lakhs)

Particulars	Future minimum lease payments	Interest	Present value
Within one year	215.11	32.97	182.14
Later than one year but not later than five years	706.02	322.98	383.04
Later than five years	2,130.98	1,800.57	330.41
Total	**3,052.11**	**2,156.52**	**895.59**

c. The Group has entered into an agreement for 18 years effective from September 20, 2018 for installation and maintenance of Solar Power panels. The Group has evaluated the transaction and has accounted for the lease transaction as finance lease.

As at March 31, 2019

(₹ lakhs)

Particulars	Future minimum lease payments	Interest	Present value
Within one year	101.23	16.59	84.64
Later than one year but not later than five years	322.32	142.55	179.77
Later than five years	948.73	771.44	177.29
Total	**1,372.28**	**930.58**	**441.70**

d. The Group has entered into an agreement for 18 years effective from October 4, 2018 for installation and maintenance of Solar Power panels. The Group has evaluated the transaction and has accounted for the lease transaction as finance lease.

As at March 31, 2019

(₹ lakhs)

Particulars	Future minimum lease payments	Interest	Present value
Within one year	46.12	9.14	36.98
Later than one year but not later than five years	185.18	80.08	105.10
Later than five years	546.68	440.79	105.89
Total	**777.98**	**530.01**	**247.97**

e. The Group has entered into an agreement for 18 years effective from October 2, 2018 for installation and maintenance of Solar Power panels. The Group has evaluated the transaction and has accounted for the lease transaction as finance lease.

As at March 31, 2019

(₹ lakhs)

Particulars	Future minimum lease payments	Interest	Present value
Within one year	81.35	-	81.35
Later than one year but not later than five years	244.54	116.05	128.49
Later than five years	721.62	577.18	144.44
Total	**1,047.51**	**693.23**	**354.28**

51. Government Grant

i. Packaged Scheme of Incentive (PSI) – Maharashtra

The Group's manufacturing facility at Nashik has been granted "Mega Project Status" by Government of Maharashtra and therefore is eligible for Industrial Promotion Subsidy (IPS) under Packaged Scheme of Incentive (PSI) 2007. The purpose of the scheme is for intensifying and accelerating the process of dispersal of industries to the less developed regions and promoting high tech industries in the developed areas of the state coupled with the object of generating mass employment opportunities.

Entitlements under the scheme consists of the following:

a) Electricity duty exemption for a period of 7 years from the date of commencement of commercial production- from September 10, 2009 to September 09, 2016.

b) 100% exemption from payment of stamp duty.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

c) VAT and CST payable to the State Government (on sales made from Nashik plant, within a period of 7 years starting from September 10, 2009).

IPS will be payable so as to restrict up to 75% of the Eligible Fixed Capital investments made from September 13, 2007 to September 10, 2009. The Eligibility Certificate issued allows maximum Fixed Capital Investment of ₹ 35,000 lakhs and restricts IPS to 75% of ₹ 35,000 lakhs i.e. ₹ 26,250 lakhs.

There are no unfulfilled conditions or other contingencies attaching to these grants.

Balances of Government grant received in advance and income recognized during the period are as follows:

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Opening balance	**8,941.16**	9,357.75
Addition during the Year	**-**	-
Revenue recognized	**416.59**	416.59
Closing balance	**8,524.57**	8,941.16

ii. Rajasthan Investment Promotion Scheme (RIPS) Rajasthan

The Group's manufacturing facility at Bhilwara has been granted "Customized Package" by Government of Rajasthan and therefore is eligible for Investment Promotion Subsidy (IPS) under Rajasthan Investment Promotion Scheme- 2010 (RIPS-2010). The purpose of the Customize Package Scheme of RIPS-2010 is to promote investment in the State of Rajasthan and to further generate employment opportunities through such investment. Modalities of payment of IPS consists of the following:

a) 50% exemption from payment of Electricity Duty for a period of 10 years from the date of issuance of Entitlement Certificate - from December 09, 2015 to December 08, 2025.

b) Investment subsidy equivalent to 70% of state tax due and deposited by Company into the Government exchequer, for a period of 07 years from the date of issuance of Entitlement Certificate - from December 09, 2015 to December 08, 2022.

c) Employment Generation Subsidy – for General category: ₹ 15000/- per employee & for Women/SC/ST/PwD: ₹ 18000/- per employee per completed year of service, subject to maximum, 5% of state tax due and deposited by Company into the Government exchequer, for a period of 7 years from the date of issuance of Entitlement Certificate - from December 09, 2015 to December 08, 2022.

d) 50% exemption from payment of stamp duty & conversion charges for change of land use.

There are no unfulfilled conditions or other contingencies attaching to these grants.

Balances of Government grant received in advance and income recognized during the period are as follows:

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Opening balance	**1,255.68**	1,480.60
Addition/adjustment during the Year	**-**	(197.34)
Revenue recognised	**39.60**	27.58
Closing balance	**1,216.08**	1,255.68

iii. Kosi Unit

The Government of Uttar Pradesh implemented an Industrial Investment Promotion Scheme, 2003 for the purpose of providing interest free loan under the scheme by way of working capital assistance during the initial years of production to promote setting up of a Mega unit. The Group has an Industrial unit having investment exceeding ₹ 2,500 lakhs at Kosi Kalan as per above mentioned scheme and became eligible for sanction of Interest Free Loan as a mega unit. Pradeshiya Industrial & Investment Corporation of Uttar Pradesh Limited (PICUP), on behalf of the state Government has given Interest Free Loan. There are no unfulfilled conditions or other contingencies attached to this grant.

There are no unfulfilled conditions or other contingencies attaching to these grants.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Balances of Government grant received in advance and income recognized during the period are as follows:

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Opening balance	**1,248.38**	259.25
Addition/adjustment during the Year	**767.85**	1,008.87
Revenue recognised	**40.99**	19.74
Closing balance	**1,975.24**	1,248.38

iv. Bellary Unit

The Group's manufacturing facility at Bellary has been granted, "Subsidy for setting up of ETP Plant" by Government of Karnataka. As per operational guidelines of Karnataka Industrial Policy 2009-2014 and package of incentive and concession scheme offered for investment, Bellary unit is eligible for subsidy for setting up of ETP Plant (Effluent treatment plant).

As per the scheme, one time capital subsidy up to 50% of the cost of Effluent Treatment Plants (ETPs) is available to Manufacturing Micro, Small and Medium Enterprises and Service Enterprises, Manufacturing SEZ Enterprises, Large and Mega industries both for establishment of new enterprises or for expansion, diversification, and modernization of existing industries, subject to a ceiling of ₹ 100 lakhs per manufacturing enterprises in zone-1, 2 and 3 and a ceiling of ₹ 50 lakhs in zone-4. The Group being eligible under the scheme, got sanctioned a capital subsidy of ₹ 31.50 lakhs from District Industries Centre, Bellary and Directorate of Industries and Commerce, Bengaluru.

There are no unfulfilled conditions or other contingencies attaching to these grants.

Balances of Government grant received in advance and income recognized during the period are as follows:

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Opening balance	**28.13**	31.28
Addition/adjustment during the Year	**-**	-
Revenue recognised	**3.15**	3.15
Closing balance	**24.98**	28.13

v. Export Promotion Capital Goods (EPCG)

The Group avails export promotion capital goods licenses. The objective of the EPCG Scheme is to facilitate import of capital goods for producing quality goods and services and enhance manufacturing competitiveness.

EPCG Scheme

EPCG Scheme allows import of capital goods and their spare parts without payment of custom duty including cess and IGST under the Foreign Trade Policy 2015-20. Scheme covers manufacturer exporter, supporting manufacturer and service provider. EPCG authorisation shall be valid for import for 18 months from the date of issue of authorisation. Imported capital goods shall be subject to actual user condition till export obligation is completed and export obligation discharge certificate (EODC) is granted.

Import under EPCG scheme shall be subject to export obligation which are manufactured by manufacturer exporter or its supporting manufacturer equivalent to 6 times of duties , taxes and cess saved on capital goods to be fulfilled in 6 years reckoned from the date of issue of authorisation . Export obligation (EO) under the scheme shall be over and above , the average level of exports achieved by the applicant in the preceding three licensing years for the same and EO shipment under advance authorisation, duty free import authorisation scheme (DFIA), drawback scheme or reward schemes would also be considered for fulfilment of EO.

As on the reporting date there is no outstanding export obligation against the EPCG licenses. There are no other contingencies relating to these grants.

Details of government grant availed and export obligation are as follows:-

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Value of capital goods imported	**14,812.88**	5,550.87
Government grant- duty forgone	**1,225.68**	427.02
Revenue recognised	**1,225.68**	427.02
Export obligation fulfilled	**7,354.08**	2,562.13
Export obligation outstanding	**-**	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

52. Earnings per share

(Number of shares)

Particulars	**As at March 31, 2019**	As at March 31, 2018
Issued equity shares	**31,97,57,367**	31,97,57,367
Equity shares compulsorily issuable on conversion of CCD	**-**	-
Weighted average number of equity shares used as denominator in the computation of basic and diluted earnings per equity share - (A)	**31,97,57,367**	31,97,57,367

Net profit available to equity holders of the Group used in the basic and diluted earnings per share was determined as follows:

(₹ lakhs)

Particulars	**Year ended March 31, 2019**	Year ended March 31, 2018
Profit/ (loss) for the year from continuing operations after tax	**86,238.37**	19,008.15
Less : Premium on redemption of debentures	**-**	95.02
Profit/ (loss) for the year from continuing operations after tax = (B)	**86,238.37**	18,913.13
Basic Earnings per share (B/A) (₹)	**26.97**	5.91
Diluted Earnings per share (B/A) (₹)	**26.97**	5.91
Profit/(loss) from discontinued operations after tax = (C)	**(1,222.42)**	(1,158.44)
Basic Earnings per share (C/A) (₹)	**(0.38)**	(0.36)
Diluted Earnings per share (C/A) (₹)	**(0.38)**	(0.36)
Profit/(loss) from continuing and discontinued operations after tax	**85,015.95**	17,849.70
Less : Premium on redemption of debentures	**-**	95.02
Profit/ (loss) for the year from continuing and discontinued operations after tax = (D)	**85,015.95**	17,754.68
Basic Earnings per share (D/A) (₹)	**26.59**	5.55
Diluted Earnings per share (D/A) (₹)	**26.59**	5.55

53. Impairment review

Assets are tested for impairment annually or whenever there are any indicators for impairment. Impairment test is performed at the level of each Cash Generating Unit ('CGU') or group of CGUs within the Group at which assets are monitored for internal management purpose. The impairment assessment is based on higher of value in use and fair value less cost of disposal.

54. Business Combination, loss of control and transactions with non controlling interest

Disposal of interest and loss of control in subsidiary Jindal Saw Italia S.p.A.

The Group has disposed of 81% shareholding in subsidiary Jindal Saw Italia S.p.A. effective February 12, 2019, details of consideration and profit/(loss) on disposal is as follows:

Particulars	**Foreign currency amount**	**Rate**	**(₹ lakhs)**
Sale consideration	374.22	79.9596	29,922.48
Add: Net assets / (liabilities) of subsidairy sold (EUR)	7.12	79.9596	569.38
Less: Currency adjustment			(1,418.24)
Fair value of investment retained	87.78	79.9596	(7,018.85)
Profit / (Loss) on disposal of subsidiary			**37,790.19**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Assets and liabilities transferred

Particulars	(₹ lakhs)
Assets disposed	
Property, Plant and Equipment	137.02
Intangible assets	38.18
Trade receivables - Non current	984.11
Other financial assets	14.14
Inventories	9,945.75
Trade receivables - Current	13,401.86
Cash and cash equivalents	423.05
Other current assets	1,233.81
Liabilities disposed	
Trade payables - Non current	2,918.67
Provisions	0.20
Borrowings	8,547.78
Trade payables - Current	13,391.00
Other financial liabilities	237.41
Other current liabilities	513.48
Net identifiable assets	**569.38**

55. Discontinued operations

a) During the previous year, the Group sold vessels held in its Ocean waterways segment. Consequent to such sale, the ocean waterways segment has been considered as discontinued operations and accordingly the results of the ocean waterways segment is presented as discontinued operations in the financial statements and the residual assets not sold as at the year end are disclosed as assets held for sale.

b) In earlier years Group has discontinued business in Derwent Sand SARL, a step down subsidiary and was disclosed as assets held for sale.

Balance sheet of disposal group

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
Property, Plant and Equipment	**1.17**	180.01
Intangible assets	**0.66**	0.73
Other non current financial assets	**18.21**	17.17
Deferred tax assets (net)	**0.50**	0.47
Other non-current assets	**-**	5.32
Inventories	**0.33**	0.64
Trade receivables	**525.18**	1,603.22
Cash and cash equivalents	**13.40**	20.87
Other current financial assets	**275.35**	-
Current tax assets (net)	**-**	0.21
Other current assets	**847.92**	991.87
Assets held for sale	**1,682.72**	2,820.51
Liabilities		
Non-current borrowings	**1,417.58**	-
Current borrowings	**2,303.71**	3,644.36
Trade payables	**74.29**	166.96
Other financial liabilities	**-**	1.92
Other current liabilities	**158.21**	6.06
Liabilities associated with assets held for sale	**3,953.79**	3,819.30
Net liabilities associated with disposal group	**2,271.07**	998.79

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Statement of Profit and loss of disposal group

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Revenue from operations	**-**	505.46
Other income	**305.46**	569.23
Expenses	**1,426.22**	2,518.26
Exceptional items - (income)/expense	**-**	2,911.95
Profit/(loss) from discontinued operations before tax	**(1,120.76)**	(4,355.52)
Tax credit/(expense) (includes current tax credit of ₹ Nil (March 31, 2018 - ₹ 392.87 lakhs))	**106.74**	3,196.16
Profit/(loss) for the year from discontinued operations	**(1,227.50)**	(1,159.36)
Earning per share of ₹ 2 each (for discontinued operations)		
(1) Basic (₹)	**(0.38)**	(0.36)
(2) Diluted (₹)	**(0.38)**	(0.36)

Details of sale of vessels presented as exceptional item:

(₹ lakhs)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Consideration received	**-**	1,828.80
Carrying amount of vessels	**-**	4,740.75
Loss on sale of vessels disclosed as exceptional items	**-**	2,911.95

The net cash flow incurred by discontinued operations are as follows

(₹ lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
Cash flow from operating activities	**(214.32)**	3,791.71
Cash flow from investing activities	**476.28**	(3,213.32)
Cash flow from financing activities	**1,751.08**	(563.14)

56. Provisions

Movement in each class of provision during the financial year are provided below:

(₹ lakhs)

Particulars	Employee Benefits	Restoration Obligation	Total
As at March 31, 2017	**9,894.95**	**14.48**	**9,909.43**
Provision during the year	1,949.74	3.06	1,952.80
Remeasurement losses accounted for in OCI	(265.28)	-	(265.28)
Payment during the year	(825.24)	-	(825.24)
Interest charge	711.07	1.45	712.52
As at March 31, 2018	**11,465.24**	**18.99**	**11,484.23**
Provision during the year	852.36	3.28	855.64
Remeasurement gains accounted for in OCI	217.16	-	217.16
Payment during the year	(968.32)	-	(968.32)
Interest charge	825.79	1.90	827.69
As at March 31, 2019	**12,392.23**	**24.17**	**12,416.40**
As at March 31, 2018			
Current	1,475.70	-	1,475.70
Non Current	9,989.54	18.99	10,008.53
As at March 31, 2019			
Current	1,820.31	-	1,820.31
Non Current	10,571.92	24.17	10,596.09

The expected outflow of provisions for restoration obligation is 40 to 44 years

Refer Note 3.12 for nature and brief of employee benefit provision and restoration obligation.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

57. Exceptional items

a) for the year ended March 31, 2019

Description of exceptional item	(₹ lakhs)
Profit on sale of subsidiary #	37,790.19
Total	**37,790.19**

b) for the year ended March 31, 2018

Description of exceptional item	(₹ lakhs)
Loss on sale of vessels	9,080.78
Total	**9,080.78**

Refer note no 54 for profit on disposal of subsidiary

58. Financial information pursuant to Schedule III of Companies Act, 2013

S.No.	Name of the entity	Net Assets i.e. total assets minus total liabilities		Share in profit and loss		Share in other comprehensive income		Share in total comprehensive income	
		As % of consolidated net assets	(₹ lakhs)	As % of consolidated profit and loss	(₹ lakhs)	As % of consolida-ted other Compreh-ensive income	(₹ lakhs)	As % of consolida-ted Total Compreh-ensive income	(₹ lakhs)
	Parent								
	Jindal SAW Limited	101%	6,36,550.88	59%	50,312.79	8%	(133.31)	60%	50,179.48
	Subsidiaries								
	Indian								
1	Jindal ITF Limited	-9%	(54,242.42)	-15%	(12,418.07)	0%	5.21	-15%	(12,412.86)
2	IUP Jindal Metals & Alloys Limited	2%	12,955.45	2%	2,040.20	1%	(14.70)	2%	2,025.50
3	Jindal Intellicom Limited	1%	4,123.05	1%	574.48	8%	(134.27)	1%	440.21
4	JITF Shipyards Limited	1%	9,181.41	0%	54.83	0%	(0.71)	0%	54.12
5	iCom Analytics Limited	0%	87.01	0%	100.29	0%	(0.82)	0%	99.47
6	Quality Iron and Steel Limited	0%	(0.97)	0%	(0.60)	0%	-	0%	(0.60)
7	Jindal Tubular (India) Limited	0%	454.12	1%	431.38	0%	7.40	1%	438.78
8	Jindal Quality Tubular Limited	0%	354.63	-3%	(2,444.35)	0%	(5.14)	-3%	(2,449.49)
9	Sulog Transshipment Services Limited	1%	5,808.44	-1%	(1,184.79)	0%	-	-1%	(1,184.79)
	Foreign								
1	Jindal Saw Gulf L.L.C.	7%	43,886.72	-2%	(2,019.23)	95%	(1,632.95)	-4%	(3,652.18)
2	Jindal Saw Holdings FZE	1%	6,727.61	-2%	(1,975.60)	31%	(541.79)	-3%	(2,517.40)
3	Jindal Saw Middle East FZC	1%	8,455.79	-1%	(943.44)	36%	(616.07)	-2%	(1,559.51)
4	Jindal International FZE	0%	(8.83)	0%	(9.98)	0%	(1.48)	0%	(11.46)
5	Ralael Holdings Limited	1%	5,644.77	-3%	(2,266.66)	39%	(674.86)	-4%	(2,941.52)
6	Greenray Holdings Limited	0%	(2,079.83)	-2%	(1,852.24)	-9%	148.75	-2%	(1,703.49)
7	Derwent Sand SARL	0%	(940.14)	-2%	(1,336.75)	6%	(105.93)	-2%	(1,442.68)
8	S.V. Trading Limited	5%	29,120.56	0%	250.30	-73%	1,260.29	2%	1,510.59
9	World Transload & Logistics LLC *	2%	9,492.90	2%	1,590.25	-12%	202.70	2%	1,792.95
10	Jindal Saw USA, LLC $	6%	39,211.63	9%	7,600.40	-43%	733.55	10%	8,333.95
11	Jindal Intellicom LLC	0%	(7.42)	0%	(0.69)	0%	(0.46)	0%	(1.15)
	Non-Controlling Interest in all subsidiaries	-6%	(38,225.26)	-10%	(8,644.29)	69%	(1,190.89)	-12%	(9,835.18)
	Associate and Joint Venture- (investment as per equity method)								
1	Jindal Fittings Limited	0%	-	0%	-	0%	-	0%	-
2	Jindal MMG LLC	0%	-	0%	(0.35)	0%	-	0%	(0.35)
	Consol adjustments	-14%	(88,313.75)	67%	57,158.06	-57%	974.04	70%	58,132.10
	Total	**100%**	**6,28,236.35**	**100%**	**85,015.95**	**100%**	**(1,721.43)**	**100%**	**83,294.52**

The above figures for Parent, its subsidiaries, associate and joint venture are before inter-company eliminations and consolidation adjustments.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

* Comprises of consolidated results of following subsidiaries:

1 5101 Boone LLP
2 Tube Technologies INC
3 Boone Real Property Holding LLC
4 Helical Anchors INC

$ Comprises of consolidated results of Jindal SAW USA LLC and Drill Pipe international

59. Information related to standalone financial statements

Parent company is listed on stock exchange in India. Parent company has prepared standalone financial statement as required under Companies Act, 2013 and listing requirements. The standalone financial statement is available on Parent's web site for public use.

60. Events occuring after the balance sheet date

The Board of directors of the Parent Company have recommended dividend for financial year 2018-19 which is subject to the approval of shareholders in the ensuing Annual general meeting. For details of dividend, refer Note 38.3.

61. In arbitration proceedings initiated by Jindal ITF Limited, the subsidiary of the Parent Company for disputes with one of its customers, the final award has been pronounced by the Hon'ble Arbitral Tribunal in favour of the subsidiary allowing various claims to the tune of ₹ 1,89,108 lakhs plus interest and applicable taxes. The counter claims of customer were disallowed by the Hon'ble Tribunal in entirety. The award amount includes claim for Minimum Guarantee Quantity of 1st year and 2nd year towards which the subsidiary has already received ₹ 35,631.18 lakhs on submission of equivalent amount of bank guarantees pursuant to two earlier interim awards. Based on the current status of the matter and the legal advice obtained, the Parent Company is of the view that the final outcome of the dispute resolution process would not have any negative impact on carrying amount of investments and loans in Jindal ITF Limited and consequently no adjustment has been made on the carrying amount of investments and loans.

62. Previous year figures have been regrouped / rearranged, wherever considered necessary to conform to current year's classification.

63. The Consolidated financial statements for the year ended March 31, 2019 are approved and adopted by Board of Directors of the Parent Company in their meeting dated May 22, 2019.

For and on behalf of Board of Directors of Jindal SAW Limited

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N/N500016
Chartered Accountants

Sougata Mukherjee
Partner
Membership Number: 057084

Place : New Delhi
Dated : May 22, 2019

Neeraj Kumar
Group CEO & Whole-time Director
DIN : 01776688

Sminu Jindal
Managing Director
DIN : 00005317

Sunil K. Jain
Company Secretary
M. No. FCS 3056

Narendra Mantri
Head Commercial & CFO

NOTICE

NOTICE

NOTICE is hereby given that the 34th Annual General Meeting of the Members of Jindal Saw Ltd. will be held at registered office at A-1, UPSIDC Indl. Area, Nandgaon Road, Kosi Kalan, Distt. Mathura (U.P.) – 281 403 on Monday, 9th September, 2019, at 1:00 p.m. to transact the following businesses:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2019 and the reports of the Directors and Auditors thereon.
2. To declare a dividend on equity shares.
3. To appoint a Director in place of Ms. Tripti Arya, (DIN: 00371397), who retires by rotation and, being eligible, offers herself for re-appointment.
4. To appoint a Director in place of Mr. Hawa Singh Chaudhary, Whole-time Director (DIN: 00041370), who retires by rotation and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

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

   "RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Dr. Raj Kamal Aggarwal (DIN 00005349), whose first term as an Independent Director would be expiring on 9th September, 2019, be and is hereby re-appointed as an Independent Director of the Company for his second term of five consecutive years w.e.f. 10th September, 2019."

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

   "RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Ravinder Nath Leekha (DIN 00888433), whose first term as an Independent Director would be expiring on 9th September, 2019, be and is hereby re-appointed as an Independent Director of the Company for second term of five consecutive years w.e.f. 10th September, 2019.

7. **To consider and, if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:**

   'RESOLVED THAT subject to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Company hereby approves the re-appointment of Mr. Hawa Singh Chaudhary (DIN 00041370), as a Whole-time Director, liable to retire by rotation, for a further period of two years with effect from 1st November, 2019, and upon such terms and conditions including remuneration as are set out in the Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 annexed to the Notice with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include any duly authorised Committee of the Board) to alter and vary the terms and conditions of the said re-appointment, including the remuneration which shall not exceed an overall ceiling of ₹ 14 lakhs p.m. (Rupees Fourteen Lakhs per month) as may be agreed to between the Board and Mr. Hawa Singh Chaudhary."

8. **To consider and, if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:**

   "RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Dr. Vinita Jha (DIN : 08395714), who was appointed as an Additional Director pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as an Independent Director of the Company for her first term of five consecutive years w.e.f. 22nd March, 2019."

NOTICE

9. **To consider and, if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:**

   "RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Sanjeev Shankar (DIN : 06872929), who was appointed as an Additional Director pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as an Independent Director of the Company for his first term of five consecutive years w.e.f. 22nd March, 2019."

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

    "RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Girish Sharma (DIN : 05112440), who was appointed as an Additional Director pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as an Independent Director of the Company for his first term of five consecutive years w.e.f. 22nd March, 2019."

11. **To consider, and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:**

    "RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration of ₹ 10,00,000 (Rupees Ten Lakhs only) plus other applicable taxes and reimbursement of actual travel and out of pocket expenses, to be paid to M/s R. J. Goel & Co., Cost Accountants (Registration No. 000026), Cost Auditors of the Company, for the financial year 2019-20 be and is hereby ratified."

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

    "RESOLVED THAT pursuant to the provisions of Sections 23, 42, 71 and all other applicable provisions, if any, 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 subject to applicable Regulations, Rules and Guidelines prescribed by the Securities and Exchange Board of India and subject to the provisions of the Articles of Association of the Company, the consent of the members be and is hereby accorded to the Board of Directors of the Company, for making offer(s) or invitations to subscribe to secured/unsecured redeemable non-convertible debentures, in one or more tranches, aggregating up to ₹ 1,000 crores (Rupees one thousand crores only) on private placement basis, on such terms and conditions as the Board of Directors of the Company may, from time to time, determine and consider proper and most beneficial to the Company including as to when the said debentures be issued, the consideration for the issue, utilisation of the issue proceeds and all matters connected with or incidental thereto.

    RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds and things and to take all such steps as may be necessary for the purpose of giving effect to this resolution.

    RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any Committee of Directors or any one or more Directors of the Company."

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

    "RESOLVED THAT in accordance with the provisions of Section 23, 42, 62, 71 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof, for the time being in force), read with the rules made thereunder, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time (hereinafter referred to as the "SEBI Regulations"), the provisions of the Foreign Exchange Management Act, 1999 and such other applicable statutes, notifications, clarifications, circulars, regulations,

NOTICE

and guidelines (including any amendment thereto or re-enactment thereof) issued by the Government of India (the "GOI"), the Reserve Bank of India (the "RBI"), the Securities and Exchange Board of India (the "SEBI"), Stock Exchanges and any other appropriate authorities, institutions or bodies, as may be applicable, and the enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to all such approvals, consents, permissions and sanctions, if any, of the GOI, RBI, SEBI, Stock Exchanges and any other appropriate authorities, institutions or bodies, as may be necessary or desirable, and subject to such conditions and modifications as may be prescribed or imposed by any of them while granting any such consents, permissions, approvals and/or sanctions (hereinafter singly or collectively referred to as "the requisite approvals") which may be agreed to by the Board (or any Committee(s), constituted or hereafter constituted by the Board in this behalf), the Board be and is hereby authorised in its absolute discretion, to create, offer, issue and allot in one or more tranches, Equity Shares and/or Fully Convertible Debentures/ Partly Convertible Debentures/ Optionally Convertible Debentures/ Non-Convertible Debentures with warrants or any other Securities (other than warrants) or a combination thereof, which are convertible into or exchangeable with equity shares of the Company at a later date (hereinafter collectively referred to as the "Specified Securities"), to Qualified Institutional Buyers (as defined in the SEBI Regulations) by way of a Qualified Institutions Placement, as provided under SEBI Regulations for an aggregate amount not exceeding ₹ 1,000 crores (Rupees one thousand crores only), inclusive of such premium as may be decided by the Board, at a price which shall not be less than the price determined in accordance with the pricing formula stipulated under SEBI Regulations.

RESOLVED FURTHER THAT the relevant date for the purpose of arriving at the aforesaid minimum issue price of the Specified Securities shall be

- In case of allotment of equity shares, the date of the meeting in which the Board or a Committee of the Board decides to open the proposed issue.
- In case of allotment of eligible convertible securities.

i. either the date of the meeting in which the Board or a Committee of the Board decides to open the issue of such convertible securities; or

ii. the date on which the holders of such convertible securities become entitled to apply for the equity shares.

as may be determined by the Board.

RESOLVED FURTHER THAT :

i. The Specified Securities to be created, offered, issued and allotted shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company;

ii. The equity shares that may be issued on conversion of the Specified Securities issued shall rank pari passu with the then existing equity shares of the Company in all respects including dividend; and

iii. The number and/or conversion price in relation to equity shares that may be issued and allotted on conversion of the Specified Securities that may be issued shall be appropriately adjusted in accordance with the SEBI Regulations for corporate actions such as bonus issue, rights issue, split and consolidation of share capital, merger, demerger, transfer of undertaking, sale of division or any such capital or corporate restructuring.

RESOLVED FURTHER THAT without prejudice to the generality of the above, the aforesaid Specified Securities may have such features and attributes or any terms or combination of terms that provide for the tradability and free transferability thereof in accordance with the prevailing practices in the capital markets, the Board, subject to applicable laws, regulations and guidelines, be and is hereby authorised to dispose off such Specified Securities that are not subscribed, in such manner as it may in its absolute discretion deem fit.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things including but not limited to finalisation and approval of the preliminary as well as final offer document(s), determining the form, manner and timing of the issue, including the investors to whom the Specified Securities are to be issued and allotted, the number of Specified Securities to be allotted, issue price, face value, premium amount on issue/ conversion of Specified Securities, if any, rate of interest, execution of various agreements/ deeds/ documents/ undertakings, creation of mortgage/ charge/ encumbrance in addition to the existing mortgages, charges and hypothecation by the Company as may be necessary on such of the assets of the Company both present and future, in such manner as the Board may direct, in accordance with Section 180(1)(a) of the Companies Act, 2013, in respect of any of the Specified Securities issued either on pari passu basis or otherwise, and

NOTICE

to settle all questions, difficulties or doubts that may arise in regard to the issue, offer or allotment of the Specified Securities and utlilisation of the issue proceeds, as it may in its absolute discretion deem fit without being required to seek any further consent or approval of the members to that end and intent that the members shall be deemed to have given their approval thereto expressly by virtue of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorised to appoint such Consultants, Lead Managers, Underwriters, Guarantors, Depositories, Custodians, Registrars, Trustees, Bankers, Solicitors, Lawyers, Merchant Bankers and any such Agencies and intermediaries as may be involved or concerned in such offerings of Specified Securities and to remunerate all such agencies by way of commission, brokerage, fees or the like, and to enter into or execute Agreements/ Arrangements/ MOUs with any such Agency or intermediary and also to seek the listing of any or all of such Specified Securities or securities representing the same on one or more Stock Exchanges.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred, to any Committee of Directors or any one or more Directors or Officers of the Company."

Place : New Delhi
Date : 22nd May, 2019

By order of the Board
for JINDAL SAW LTD.

Regd. Office:
A-I ,UPSIDC Indl. Area Nandgaon Road,
Kosi Kalan Distt. Mathura (U.P.)-281 403
CIN-L27104UP1984PLC023979

SUNIL K. JAIN
Company Secretary
Membership No.: F-3056

NOTICE

NOTES :

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ABOVE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON BEHALF OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES, IN ORDER TO BE VALID & EFFECTIVE, MUST BE RECEIVED BY THE COMPANY AT THE REGISTERED OFFICE NOT LATER THAN FORTY EIGHT HOURS BEFORE THE COMMENCEMENT OF THE ABOVE MEETING.

   A person can act as a proxy on behalf of members not exceeding fifty and holding in 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.

2. For the convenience of members the route map of the venue of the meeting is depicted at the end of the Notice.

3. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to the Company's Registrar and Transfer Agents, for consolidation into a single folio.

4. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.

5. The Explanatory Statement pursuant to section 102(1) of the Companies Act, 2013 relating to Special Business to be transacted is annexed hereto.

6. The Register of Members and Share Transfer Books of the Company will remain closed from 3rd September, 2019 to 9th September, 2019 (both days inclusive).

7. The Dividend, if approved, will be paid to those shareholders whose names appear : (a) as Beneficial Owners as at the end of the business hours on 2nd September, 2019 as per the list to be furnished by NSDL and CDSL in respect of shares held in the Electronic Form; and (b) as Members in the Register of Members of the Company after giving effect to all valid share transfers in physical form lodged with the Company on or before 2nd September, 2019.

8. Brief resume of Directors proposed to be appointed / re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships/chairmanships of Board Committees, shareholding and relationship between directors inter-se as stipulated under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges, is given hereunder forming part of the Annual Report.

9. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the Members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.

10. The Members are requested to notify promptly any change in their address to the Company or their depository participant, as the case may be.

11. Pursuant to the provisions of Section 125 of Companies Act, 2013(corresponding section 205A of the Companies Act, 1956), as amended, dividend for the year ended 31st March, 2011 which have been remaining unpaid for a period of 7 years was transferred to the Investor Education and Protection Fund established by the Central Government on 31st October, 2018.

12. Members are informed that details of unclaimed dividend in respect of the financial year ended 31st March, 2012 up to the financial year ended 31st March, 2019 are available on the Company's corporate website www.jindalsaw.com under the section 'Investor Relations'. Members who have not encashed the dividend warrants for the said period are requested to make their claim to the Company at Jindal Centre, 12, Bhikaiji Cama Place, New Delhi – 110066. Further, as per the provisions of Section 124(6) of the Companies Act, 2013 read with the Investor Education & Protection Fund Authority (Accounting, Audit, Transfer & Refund) Rules, 2016 (IEPF Rules), the shares in respect of which the dividend has not be claimed for seven consecutive years are required to be transferred by the Company to the designated Demat account of the IEPF Authority.

13. Members are entitled to make nomination in respect of shares held by them in physical form as per the provisions of section 72 of the Companies Act, 2013. Members desirous of making nomination are requested to send Form SH-13 either to the Company or its Registrar and Share Transfer Agent. Members holding shares in DEMAT form may contact their respective Depository Participant for recording nomination in respect of their shares.

NOTICE

Members are requested to note that pursuant to directions given by SEBI/Stock Exchanges, the Company has appointed M/s RCMC Share Registry Pvt. Ltd., B-25/1, 1st Floor, Okhla Industrial Area, Phase-II, New Delhi-110020 as Registrar and Transfer Agent to look after the work related to shares held in physical as well as demat mode.

14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form shall provide their PAN details to the Company/Registrars and Transfer Agent, M/s RCMC Share Registry Pvt. Ltd.
15. As per SEBI mandate for no transfer of shares except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository.
16. Members are informed that the Company is sending Annual Report through mail to those shareholders who have registered their E-mail ID with the Company/Depository Participant(s). For members who have not registered their email address with Company/ Depository Participant(s), physical copies of the Annual Report for FY 2018-19 is being sent through permitted mode and also be available on the Company's website www.jindalsaw.com for their download.
17. In terms of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has engaged the services of NSDL to provide the facility of electronic voting ('e-voting') in respect of the Resolutions proposed at this AGM. Mr. Awanish Kumar Dwivedi of M/s Awanish Dwivedi & Associates, Company Secretaries, New Delhi shall act as the Scrutinizer for this purpose.

The procedure with respect to e-voting is provided below: -

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

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

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

Details on Step 1 is mentioned below:

How to Log-in to NSDL e-Voting website?

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

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

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

NOTICE

5. Your password details are given below:
   a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
   i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
   ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the "initial password" or have forgotten your password:
   a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) "Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

   If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
7. After entering your password, click on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open

   Details on Step 2 are mentioned below:

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

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

General Guidelines for shareholders:

1. Institutional shareholders (i.e., other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG format) of the relevant Board resolution/authority letter, etc., together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the scrutinizer through an email to awanishdassociates@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

NOTICE

3. In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in

Other Instructions:

A. The e-voting period commences at 9.00 a.m. on Friday, 6th September, 2019 and ends at 5.00 p.m. on Sunday, 8th September, 2019. During this period shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of 2nd September, 2019 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.

B. The voting right of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of 2nd September, 2019.

C. Mr. Awanish Kumar Dwivedi of M/s Awanish Dwivedi & Associates, Company Secretaries, New Delhi has been appointed as the Scrutinizer to scrutinize the voting through poll at AGM and remote e-voting process in a fair and transparent manner.

D. The Scrutinizer shall after the conclusion of voting at AGM, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two (2) witnesses not in employment of the Company and shall not later than two days submit a consolidated scrutinizer's report of the total votes cast in favour and against, if any, forthwith to the Chairman of the Company.

E. The Results declared along with the scrutinizer's report shall be placed on the Company's website www.jindalsaw.com and on the website of NSDL within 48 hours of conclusion of the AGM of the Company and communicated to the NSE and BSE where Company's equity shares are listed.

F. Members/Proxies are requested to bring their copies of the Annual Report to the meeting.

Place : New Delhi
Date : 22nd May, 2019

By order of the Board
for JINDAL SAW LTD.

Regd. Office:
A-I ,UPSIDC Indl. Area Nandgaon Road,
Kosi Kalan Distt. Mathura (U.P.)-281 403
CIN-L27104UP1984PLC023979

SUNIL K. JAIN
Company Secretary
Membership No.: F-3056

NOTICE

EXPLANATORY STATEMENT UNDER SECTION 102 (1) OF THE COMPANIES ACT, 2013

Item No. 5 & 6:

Dr. Raj Kamal Aggarwal and Mr. Ravinder Nath Leekha were appointed as an Independent Directors for a first term of a period of 5 years by the shareholders in the 29th Annual General Meeting held on 10th September, 2014 and their tenure will end on 9th September, 2019.

Your Board of Directors, taking into consideration the recommendations of Nomination and Remuneration Committee and given their background, experience and contribution made by them during their tenure as Independent Directors and the performance evaluation feels that the continued association of Dr. Raj Kamal Aggarwal and Mr. Ravinder Nath Leekha would be beneficial to the interest of Company as Independent Directors and recommends the appointment of Dr. Raj Kamal Aggarwal and Mr. Ravinder Nath Leekha for 2nd term of a further period of 5 consecutive years as an Independent Directors w.e.f. 10th September, 2019. The Company had received the consent of the above Directors for their appointment along with declaration that they meet the criteria of independence U/s 149(6) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Regulations).

In terms of the SEBI Regulations, no listed company shall appoint a person or continue the Directorship of any person as a non-executive director who has attained the age of 75 years unless a special resolution is passed to that effect. It may be noted Mr. Ravinder Nath Leekha, will attain the age of 75 years during his further term. Therefore, this statement may also be regarded as an appropriate disclosure under the applicable regulations.

Brief resume of Dr. Raj Kamal Aggarwal and Mr. Ravinder Nath Leekha, nature of their expertise and name of the companies in which they holds directorship(s) and membership(s)/chairmanship(s) of board/committee, shareholding and relationship between directors inter-se as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been provided in the Annexure to the Notice.

None of the above Directors are disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and have given their consent to act as Directors. In the opinion of the Board these Directors fulfill the conditions specified in the Companies Act, 2013 for such appointment.

Save and except the above, none of the other Directors/Key Managerial Personnel of the Company/their relatives are in any way concerned or interested, financially or otherwise in these resolutions set out at Item Nos. 5 and 6 of the Notice.

The Board recommends the appointment of Dr. Raj Kamal Aggarwal and Mr. Ravinder Nath Leekha as Independent Directors for their second terms of five consecutive years effective from 10th September, 2019 by special resolutions as set out at Item Nos. 5 and 6 of the Notice for approval by the members.

Item No. 7:

The members of the Company in its meeting held on 25th September, 2017 approved the appointment of Mr. Hawa Singh Chaudhary as Whole-time Director of the Company, liable to retire by rotation, for the period of two years effective from 1st November, 2017. The current tenure of Mr. Hawa Singh Chaudhary would be expiring on 31st October, 2019.

The Board of Directors in their meeting held on 22nd March, 2019, based on the recommendation of Nomination and Remuneration Committee, approved the re-appointment of Mr. Hawa Singh Chaudhary as Whole-time Director of the Company, liable to retire by rotation, for further period of two year effective from w.e.f. 1st November, 2019 subject to the approval of members in ensuing annual general meeting. Mr. Hawa Singh Chaudhary has been associated with the Company since 1988 as Whole-time Director. He is also occupier of all the factories of the Company. In view of his rich and vast experience, the re-appointment of Mr. Hawa Singh Chaudhary as Whole-time Director would be in the best interest of the Company. He shall be liable to retire by rotation.

Mr. Hawa Singh Chaudhary is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as Director.

The remuneration of Mr. Hawa Singh Chaudhary is fixed by the Board of Directors from time to time such that salary and aggregate value of all perquisites and allowance like house allowance, bonus, performance incentive, medical reimbursement, contribution to provident fund, gratuity, earned leave with full pay or encashment, etc. as per the policy of the Company, provision for the Company's car for official duties, etc. as may be agreed by the Board of Directors and Mr. Hawa Singh Chaudhary and the same shall not exceed the overall remuneration to be approved by the members in this Annual General Meeting. Your Directors have recommended the maximum ceiling of ₹ 14 lakhs per month.

For the purpose of calculating the above ceiling, perquisites shall be evaluated as per the provisions of the Income Tax Act, 1961, wherever applicable. In the absence of any such provisions, the perquisites shall be evaluated at actual cost.

NOTICE

In the event of loss or inadequacy of profits in any financial year, the remuneration to be paid to Mr. Hawa Singh Chaudhary by way of salary and perquisites as specified above shall be subject to the provisions of Schedule V of the Companies Act, 2013 or approval by the Central Government, if required.

Mr. Hawa Singh Chaudhary shall not be eligible for any sitting fee for attending the Board/Committee meetings. The Board of Directors may, in its absolute discretion lower remuneration than the maximum remuneration here-in-above stipulated and revise the same from time to time within the maximum limit stipulated by this resolution.

The proposed remuneration is within the limits prescribed under section I of Part II of the Schedule V to the Companies Act, 2013. The terms of remuneration have been approved by the Nomination and Remuneration Committee of the Board.

The Office of Whole-time Director may be terminated by the Company or by the concerned Director by giving 3 months prior notice in writing.

Save and except Mr. Hawa Singh Chaudhary, none of the other Directors/Key Managerial Personnel of the Company/their relatives are in any way concerned or interested, financially or otherwise in the resolution set out at Item No. 7 of the Notice.

The Board recommends resolution as set out at Item No. 7 of the Notice for approval by the shareholders as ordinary resolution.

Item No. 8 to 10:

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and Articles of Association of the Company, the Board of Directors appointed Dr. Vinita Jha (DIN : 08395714), Mr. Sanjeev Shankar (DIN : 06872929) and Mr. Girish Sharma (DIN: 05112440) as an Additional Directors in the category of Independent Director of the Company w.e.f. 22nd March, 2019. In terms of the provisions of the said Section, they shall hold office of Directors up to the date of ensuing Annual General Meeting.

None of the above Directors are disqualified from being appointed as a Directors in terms of Section 164 of the Companies Act, 2013 and have given their consent to act as Director.

Section 149 of the Companies Act, 2013, inter-alia, stipulates the criteria of independence should a company proposes to appoint an Independent Director on its Board. As per the said Section 149, an Independent Directors can hold office for a term up to 5 consecutive years on the Board of the Company. The Company has received the consent of the above Directors for their appointment along with declaration that they meet the criteria of independence U/s 149(6) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Your Board of Directors, taking into consideration the recommendations of Nomination and Remuneration Committee and given their background and experience feels that the association of Dr. Vinita Jha, Mr. Sanjeev Shankar and Mr. Girish Sharma would be beneficial to the interest of Company as Independent Directors and recommends the appointment of Dr. Vinita Jha, Mr. Sanjeev Shankar and Mr. Girish Sharma for their first term of a further period of 5 consecutive years as an Independent Directors w.e.f. 22nd March, 2019. In the opinion of the Board these Directors fulfill the conditions specified in the Companies Act, 2013 for such appointment.

Brief resume of Dr. Vinita Jha, Mr. Sanjeev Shankar and Mr. Girish Sharma, nature of their expertise and name of the companies in which they holds directorship(s) and membership(s)/chairmanship(s) of board/committee, shareholding and relationship between Directors inter-se as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been provided in the Annexure to the Notice.

Keeping in view of their experience and knowledge, it will be in the interest of the Company that they are appointed as Independent Directors. The copy of draft letter of appointment setting out terms and conditions is available for inspection by members at the registered office of the Company.

Save and except above Directors and their relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors/Key Managerial Personnel of the Company/their relatives are in any way concerned or interested, financially or otherwise in the resolution set out at Item No. 8 to 10 of the Notice.

The Board recommends resolution as set out at Item No. 8 to 10 of the Notice for approval by the shareholders as ordinary resolutions.

NOTICE

Item No. 11:

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of M/s R.J. Goel & Co., Cost Accountants as Cost Auditors to conduct the audit of the cost records of the Company for the financial year 2019-20.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules 2014, remuneration payable to the Cost Auditors is to be ratified by the shareholders. Hence, the consent of shareholders is being sought by way of ordinary resolution as set out at Item No. 11 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year 2019-20.

None of the Directors, Managers, Key Managerial Personnel of the Company and their respective relatives are, in any way concerned or interested, financially or otherwise in the resolution except to the extent of their shareholding in the Company.

The Board recommends resolution as set out at Item No. 11 of the Notice for approval by the shareholders as ordinary resolution.

Item No. 12:

In terms of Section 42 of the Companies Act, 2013 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, a Company shall not make a private placement of its securities unless the proposed offer of securities or invitation to subscribe to the securities has been previously approved by the members of the company by a special resolution. In case of an offer or invitation to subscribe to non-convertible debentures on private placement, a company can obtain prior approval of its shareholders by means of a special resolution once in a year for all the offers or invitations for such non-convertible debentures during the year. In order to augment the long-term resources for financing inter alia, the ongoing capital expenditure, for refinancing of part of the existing loans, to reduce interest costs and for general corporate purposes, the Company may offer or invite subscription to secured/unsecured redeemable non-convertible debentures, in one or more tranches on private placement basis.

An enabling resolution as set out at Item No. 12 of the Notice is, therefore, being proposed to borrow funds by offer or invitation to subscribe to secured/ unsecured redeemable non-convertible debentures for an amount not exceeding ₹ 1,000 crores (Rupees one thousand crores only). This resolution would be valid for a period of one year from the date of this annual general meeting.

The price at which the securities will be issued will be determined by the Board of Directors of the Company in accordance with applicable law and in consultation with the appropriate advisors.

None of the Directors, Key Managerial Personnel of the Company / their relatives are in any way concerned or interested, financially or otherwise in the special resolution except to the extent of their shareholding in the Company.

The Board recommends the resolution as set out at Item No. 12 of the Notice for approval by the shareholders as special resolution.

Item No. 13:

It is in the interest of the Company to raise long term resources with convertible option so as to optimise capital structure for future growth. The proceeds of the issue will be used for long-term funding to meet the planned capital expenditure and for other corporate purposes, including refinancing of expensive debt, to reduce interest costs and to meet any unlikely shortfall in unforeseen circumstances.

It is, therefore, proposed that the Board of Directors be authorised by way of an enabling special resolution as at Item No. 13 of the Notice to raise additional long term resources depending on market dynamics by way of Issue of equity shares and/or fully convertible debentures/ partly convertible debentures/ optionally convertible debentures/ non-convertible debentures along with warrants and/ or convertible securities other than warrants convertible into equity shares, in one or more tranches, through a Qualified Institutional Placement, not exceeding a sum of ₹ 1,000 crores (Rupees one thousand crores only) in the aggregate. The price at which the equity shares or other securities to be issued will be determined by the Board of Directors of the Company in accordance with applicable law and in consultation with the experts/ investment bankers/ advisors. However, the basis of pricing of such Specified Securities shall be the pricing formula as prescribed under applicable regulations. The end use of the issue proceeds will be in compliance with applicable laws and regulations.

NOTICE

None of the Directors, Managers, Key Managerial Personnel of the Company / their relatives are in any way concerned or interested, financially or otherwise in the special resolution except to the extent of their shareholding in the Company.

The Board recommends the resolution as set out at Item No. 13 of the Notice for approval by the shareholders as special resolution.

Place : New Delhi
Date : 22nd May, 2019

By order of the Board
for JINDAL SAW LTD.

Regd. Office:
A-I ,UPSIDC Indl. Area Nandgaon Road,
Kosi Kalan Distt. Mathura (U.P.)-281 403
CIN-L27104UP1984PLC023979

SUNIL K. JAIN
Company Secretary
Membership No.: F-3056

NOTICE

Additional Information on directors recommended for appointment/re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of Director	**Ms. Tripti Arya**	**Mr. Hawa Singh Chaudhary**	**Dr. Vinita Jha**	**Dr. Raj Kamal Aggarwal**
Director Identification No.	00371397	00041370	08395714	00005349
Date of Birth	04.10.1980	05.09.1954	22.01.1971	07.07.1952
Date of Appointment	17.05.2014	07.10.1988	22.03.2019	30.01.2006
Qualification	MBA	Graduate	CCT Psych UK, MBBS and MBA	M.B.B.S
Brief Resume of the Director	Ms. Tripti Arya completed Masters in Business Administration from Fore School of Management, New Delhi in 2002. She is a second generation business entrepreneur. She is currently driving Corporate Social Responsibility ("CSR") initiatives of Arya Group through "Arya Group Foundation". Ms. Tripti Arya has also ventured into children saloon business exclusively catering to kids in commercial hub of India, Mumbai.	Mr. Hawa Singh Chaudhary holds a bachelor's degree in arts. Mr. Chaudhary has more than 30 years of experience in project planning and implementation. He has served in several companies within the Jindal Organization in various capacities. He joined the Board of Directors in 1988.	Dr. Vinita Jha is a Medical Professional with degree in MBBS and MBA from U.K. in Human Resources & Marketing and has decades of Sr. Leadership experience in corporate hospitals in the field of people management and business skills. She is currently holding the position of Sr. Vice President Clinical Doctorate in a renowned corporate hospital chain.	Dr. Raj Kamal Agarwal is a leading medical practitioner in Delhi, joined the Board with effect from January 2006.
Expertise in Specific Functional Area	Industrialist	Technical	Medical/ Administration/ Marketing	Corporate Affairs
Relationship between directors inter-se	Ms. Tripti Arya is related with Mr. Prithavi Raj Jindal, Ms. Sminu Jindal and Ms. Shradha Jatia.	Nil	Nil	Nil
Directorship in other Listed Companies as on 31.03.2019	NIL	Nil	Nil	1. HEXA TRADEX LIMITED 2. JITF INFRALOGISTICS LIMITED
Chairman/ Membership of Committees in other Listed Companies as on 31.3.2019 (C=Chairman; M=Member)	Nil	Nil	Nil	Chairman-2 Member-2
No. of equity shares held	15,000	Nil	Nil	Nil

NOTICE

Additional Information on directors recommended for appointment/re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of Director	**Mr. Sanjeev Shankar**	**Mr. Girish Sharma**	**Mr. Ravinder Nath Leekha**
Director Identification No.	06872929	05112440	00888433
Date of Birth	07.05.1957	19.12.1951	23.06.1949
Date of Appointment	22.03.2019	22.03.2019	12.08.2011
Qualification	B.Com (Hons.) and LLB	I.R.S.(Retired)	Graduate in Science (Chemistry)
Brief Resume of the Director	Mr. Sanjeev Shankar, is a Lawyer by profession and a Philanthropist by nature and action. He started his career as a Government Servant and served the Government for more than 18 years and took voluntary retirement in the year 1996 from The Delhi Government. His passion for Philanthropy lead him to establish ManavAshray, a project run as an NGO, by the name of "HELP" which provides highly subsidized Boarding and Lodging facilities with free food to patients (primarily Cancer Patients) and their attendants, who come to Delhi for extended medical treatment.	Mr. Girish Sharma is a Commerce Graduate from Delhi University and Masters in Marketing and Business Management from the Faculty of Management Studies, Delhi University. Mr. Sharma is formerly I.R.S. and retired as Chief Commissioner of Income Tax after putting more than 33 years in various capacities. He was involved with tax administration and investigation in the Department of Income Tax. During his tenure, he also served in the capacity as Director, Government of India and Department of Fertilizers from December, 1997 to February, 2002 and has been associated with number of public sector companies as Director and has been Chairman & Managing Director of Pyrites, Phosphates & Chemicals Ltd., a Government of India Enterprise. Mr. Sharma has widely travelled across the globe and has attended various seminars on different issues of management.	Mr. Ravinder Nath Leekha, an Industrialist and Managing Director of Leekha Chemicals Pvt. Ltd., one of the leading Lead Based PVC Additives manufacturing company supplies basic raw materials to renowned manufacturers of PVC Compound , Pipes & Flooring. A Graduate in Science Discipline (Chemistry) Mr. Leekha's dynamic career holds over 30 years of experience in the field of highly competitive chemical industry in India.
Expertise in Specific Functional Area	Legal / Social Work	Taxation/ Administration	Industrialist
Relationship between directors inter-se	Nil	Nil	Nil
Directorship in other Listed Companies as on 31.03.2019	Nil	1. JINDAL STAINLESS (HISAR) LIMITED 2. HEXA TRADEX LIMITED 3. JITF INFRALOGISTICS LIMITED	Nil
Chairman/ Membership of Committees in other Listed Companies as on 31.3.2019 (C=Chairman; M=Member)	Nil	Chairman-1 Member-3	Nil
No. of equity shares held	Nil	Nil	Nil

JINDAL SAW LTD.

Form No. MGT-11
Proxy form
[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3)
of the Companies (Management and Administration) Rules, 2014]

CIN:- L27104UP1984PLC023979
Name of the Company- Jindal Saw Limited
Registered Office:- A-1,UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, Mathura, Uttar Pradesh-281403.

Name of the Member(s)... Folio No/Client ID*...

Registered Address... D.P. ID ....

....

E-mail Id...

I/We, being the member(s) of.. shares of the above named company. Hereby appoint

Name... E-mail Id ....

Address... Signature ....

....

or failing him

Name... E-mail Id ....

Address... Signature ....

....

or failing him

Name... E-mail Id ....

Address... Signature ....

....

or failing him

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 34th Annual General Meeting of the company, to be held on the Monday, 9th September, 2019 at 1:00 p.m. at A-1,UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, Mathura, Uttar Pradesh-281403 and at any adjournment thereof in respect of such resolutions as are indicated below:

S No.	Resolution(s)	Vote	
		For	Against
1.	Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2019 and the reports of the Directors and Auditors thereon.		
2.	Declaration of dividend.		
3.	Appointment of a Director in place of Ms. Tripti Arya, Director who retires by rotation and, being eligible, offers herself for re-appointment.		

S No.	Resolution(s)	Vote	
		For	Against
4.	Appointment of a Director in place of Mr. Hawa Singh Chaudhary, Whole-time Director, who retires by rotation and, being eligible, offers himself for re-appointment.		
5.	Re-appointment of Dr. Raj Kamal Aggarwal as an Independent Director of the Company.		
6.	Re-appointment of Mr. Ravinder Nath Leekha as an Independent Director of the Company.		
7.	Re-Appointment of Mr. Hawa Singh Chaudhary, Whole-time Director of the Company.		
8.	Appointment of Dr. Vinita Jha as an Independent Director of the Company.		
9.	Appointment of Mr. Sanjeev Shankar as an Independent Director of the Company.		
10.	Appointment of Mr. Girish Sharma as an Independent Director of the Company.		
11.	Ratification of remuneration paid to M/s R. J. Goel & Co., Cost Accountants for the year 2019-20.		
12.	Approval for raising of debentures on private placement basis.		
13.	Approval for issuing of securities to Qualified Institutional Buyers.		

Affix Revenue Stamps

Signed this..day of...................................2019

....
Signature of Shareholder

....
Signature of Proxy holder

....
Signature of the Shareholder across Revenue Stamp

Note:

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

2] The proxy need not be a member of the company.

3] This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

JINDAL SAW LTD.

ATTENDANCE SLIP

CIN : L27104UP1984PLC023979

Registered Office : A-1, UPSIDC Indal. Area, Nandgaon Road,
Kosi Kalan, Distt. Mathura (U.P.) – 281 403

PLEASE BRING THIS ATTENDANCE SLIP TO THE MEETING HALL AND HAND IT OVER AT THE ENTRANCE

Joint shareholders may obtain additional Slip at the venue of the meeting

D.P. ID.. Folio No. ....

Client ID* .... No. of Shares ....

Name of the Shareholder: ....

Address: ....

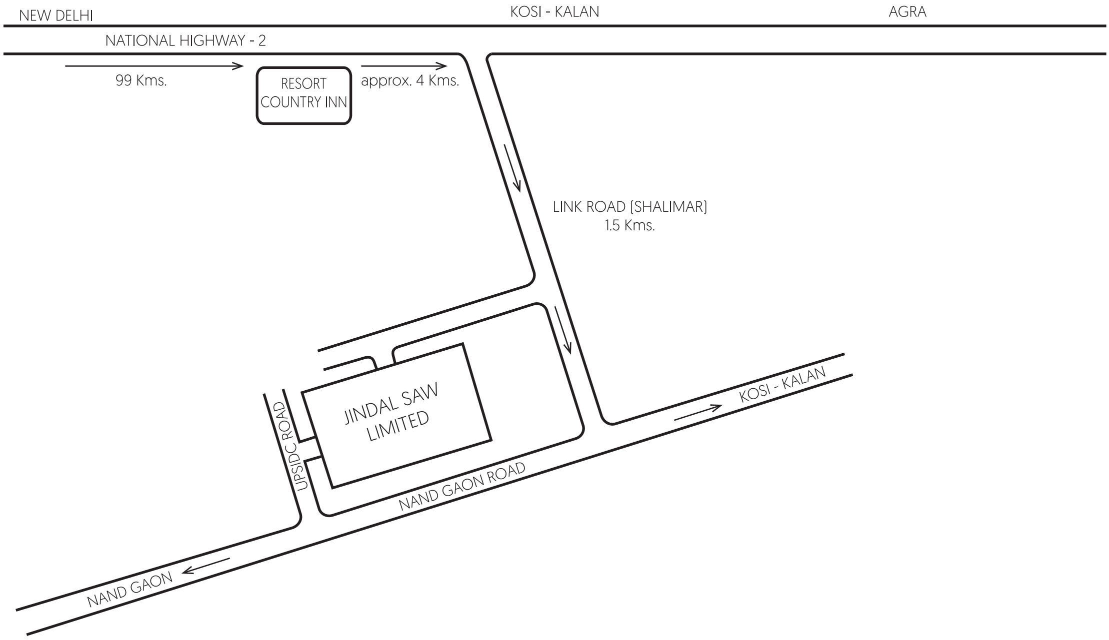
....

I/We hereby record my /our presence at the 34th Annual General Meeting of the Company at A-1, UPSIDC Indl. Area, Nandgaon Road, Kosi Kalan, Distt. Mathura (U.P.) – 281 403 on Monday, the 9th September, 2019 at 1:00 PM

Signature of Shareholder/proxy

*Applicable for investors holding shares in electronic form.

Route map to the venue of the meeting



- LSAW
- HSAW
- DUCTILE IRON PIPES AND FITTINGS
- SEAMLESS TUBES AND PIPES
- PELLETS
- ANTI-CORROSION AND CONCRETE WEIGHT COATINGS
- HOT INDUCTION BENDS
- CONNECTOR CASINGS
- STAINLESS STEEL PIPES
- CLAD PIPES

JINDAL SAW LTD.
TOTAL PIPE SOLUTIONS

CORPORATE OFFICE:

Jindal Centre
12, Bhikaiji Cama Place,
New Delhi - 110 066, India

Phone: +91-11-26188345, 26188360-74
Fax: +91-11-26170691
Email: marketing@jindalsaw.com
Website: www.jindalsaw.com

REGISTERED OFFICE:

A-1, UPSIDC Industrial Area, Nandgaon Road,
Kosi Kalan, District Mathura - 281 403,
Uttar Pradesh, India

CIN No. L27104UP1984PLC023979