

Regd. Office:

Hazi Rattan Link Road, Post Box No. 71, Bathinda-151001
 Ph.: 0164-2240163, 2240443, 2211628, Fax: 0164-5003638
 Website: www.bcl.ind.in
 Email: bcl@mittalgroup.co.in
 CIN: L24231PB1976PLC003624

TO

Dated: 23.08.2021

| | |
|---|--|
| TO BSE LIMITED . FLOOR 25, FERZE JEEJEEBHOY TOWERS, DALAL STREET , MUMBAI- 400001 (PH: 022- 22721233-34 FAX:22722082, 22722037 | TO THE MANAGER, NATIONAL STOCK EXCHANGE OF INDIA LTD., EXCHANGE PLAZA, BANDRA KURLA COMPLEX, BANDRA (EAST), MUMBAI – 400051 |
| BSE Code: 524332 | NSE SCRIP CODE: BCLIND |

REG: ANNUAL REPORT 2020-21 AND NOTICE OF 45TH ANNUAL GENERAL MEETING OF THE COMPANY

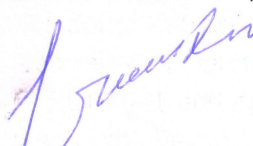
Dear Sir,

Pursuant to Regulation 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), please find enclosed Notice convening the 45th AGM and the Annual Report of the Company for the financial year 2020-21.

As already informed, 45th Annual General Meeting (AGM) of the Members of the Company will be held on **Tuesday, the 28th day of September, 2021 at 3.00 P.M. through Video-Conferencing (“VC”) or Other Audio Visual Means (“OAVM”)**, in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated 8th April, 2020 and MCA Circular No. 17/2020 dated 13th April, 2020 and MCA General Circular No. 02/2021 dated January 13, 2021 read with Circular No. 20/2020 dated May 5, 2020, further read with relevant circulars of SEBI including Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15.01.2021 and applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in this regard.

The Annual Report alongwith Notice is also being made available on the Company's website i.e. www.bcl.ind.in .

Thanking You
 Yours faithfully
For BCL Industries Limited


Gurinder Makkar
Company Secretary
(M.NO.:F-5124)



LIMITLESS POTENTIAL



45th ANNUAL REPORT
2021

CORPORATE INFORMATION

BOARD OF DIRECTORS

Sh. Ramesh Chander Nayyar (IAS Retd.)

Chairman/Independent Director

Sh. Rajinder Mittal

Managing Director

Sh. Kushal Mittal

Jt. Mg. Director

Sh. Sat Narain Goyal

Whole Time Director

Sh. Parampal Singh Bal

Independent Director (w.e.f. 09.01.2021)

Smt. Neerja Jain

Independent Director/Women Director

CHIEF FINANCIAL OFFICER

Sh. Gulab Singh

COMPANY SECRETARY

Sh. Gurinder Singh Makkar

BOARD COMMITTEES

AUDIT COMMITTEE-

Sh. Ramesh Chander Nayyar

Sh. Rajinder Mittal

Sh. Parampal Singh Bal

Smt. Neerja Jain

STAKEHOLDERS' RELATIONSHIP COMMITTEE

Smt. Neerja Jain

Sh. Parampal Singh Bal

Sh. Rajinder Mittal

Sh. Sat Narain Goyal

Mr. Kushal Mittal

NOMINATION AND REMUNERATION COMMITTEE

Smt. Neerja Jain

Sh. Parampal Singh Bal

Sh. Ramesh Chander Nayyar

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Sh. Parampal Singh Bal

Sh. Ramesh Chander Nayyar

Sh. Sat Narain Goyal

Smt. Neerja Jain

STATUTORY AUDITORS

M/S AMRG & ASSOCIATES

BANKERS

Punjab National Bank

Aditya Birla Finance Limited

IndusInd Bank Limited

Tata Motors Finance Limited

HDFC Bank Limited

Axis Bank

Yes Bank

LIC Housing Finance Limited

REGISTRAR & SHARE TRANSFER AGENT

Link Intime India Pvt. Ltd.

Noble Heights, 1st Floor, Plot Nh 2, C-1 Block LSC,

Near Savitri Market, Janakpuri, New Delhi-110058

Phone: +91-11-4141 0592-93

Fax: +91-11-4141 0591

EMAIL: delhi@linkintime.co.in

WEB: www.linkintime.co.in

REGISTERED OFFICE

Hazi Rattan Link Road, Post Box No. 71, Bathinda-151001 PB.

Ph. : 0164-2240163, 2240443, 2211628

Fax: 0164-5003638

Email: bcl@mittalgroup.co.in

WEBSITE

www.bcl.ind.in

CIN

L24231PB1976PLC003624

LISTINGS

NSE, BSE

ISIN

INE412G01016

TABLE OF CONTENTS

01 Corporate Overview

| | |
|-----------------------------|----|
| Company Overview | 2 |
| Company Snapshot | 3 |
| Manufacturing Facilities | 4 |
| Financial Highlights | 5 |
| Board of Directors | 6 |
| Key Management Personnel | 7 |
| Chairman's Message | 8 |
| Managing Director's Message | 10 |
| Business Segments | |
| - Distillery | 12 |
| - Edible Oil | 14 |
| - Real Estate | 15 |

02 Statutory Reports

| | |
|---|----|
| Management Discussion and Analysis Report | 16 |
| Directors' Report | 30 |
| Corporate Governance Report | 51 |

03 Financial Statements

| | |
|---|-----|
| Auditors' Report on Standalone Financial Statements | 75 |
| Standalone Financial Statements | 82 |
| Auditors' Report on Consolidated Financial Statements | 122 |
| Consolidated Financial Statements | 128 |

CAUTIONARY STATEMENT

This document contains statements about expected future events, financial and operating results of BCL Industries Limited which are forward-looking. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is significant risk that the assumptions, predictions and other forward-looking statements will not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as a number of factors could cause assumptions, actual future results and events to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer and qualified in its entirety by the assumptions, qualifications and risk factors referred to in the Management's Discussion and Analysis of BCL Industries Limited's Annual Report, 2020-21.

We are at the tipping point between our ambitions and our destiny. In our Edible Oil business, we are one of the smartest manufacturers making full use of our economies of scale and our ability to use seasonal and cost-effective commodities as in-feeds.

In our Distillery business, we are delivering exceptional growth in production, revenue, margins and eventually becoming an industry peer. Our distillery business is the exceptional in India and South Asia and this is what sets us apart from any other player.

For this year we have achieved our highest turnover in the last four decades and we endeavor to grow ambitiously, given the mammoth of opportunities available in the industry.

The trust of our customers and stakeholders have seen us emerge stronger in order to face the challenges of tomorrow with faith and conviction that we have today.

Going forward, we are well positioned to capture the ever growing opportunities in the market and create value for our stakeholders. As we plan for the future, we continue to invest in the sunrise areas of our business that will be significant drivers for future growth. We are building on our steady progresses and remain focused on breaking new barriers of performance and returns over a period of time. Our uniqueness is what makes us a company, that is, a vertically futuristic integrated business.

COMPANY OVERVIEW

VISION STATEMENT

- Vision is to grow
- The commitment is to perform
- The excellence is to deliver consistently

MISSION STATEMENT

Our aim is to create a hallmark in the edible oil and distillery with improvisation, novelty and uniformity as the trademark of our agro based business

VALUES

- **INNOVATION**
Constantly innovating ourselves to provide value for our shareholders.
- **CONSUMER FOCUS**
We are focused on providing quality products to our consumers on a timely basis.
- **DEPENDABILITY**
You can always place your faith in us to deliver in a timely and efficient manner.
- **ENVIRONMENTALISM**
Our methods are always environmentally friendly and involve zero affluent.
- **PASSION**
We are extremely passionate in all the work that we do.
- **VISION**
Our vision is to grow and expand our horizons.
- **EXCELLENCE**
We aim to attain excellence in everything we do.

With a legacy of over 4 decades, BCL is engaged in the business of edible oils. Over the years, it has grown from a small oil mill to a modern and fully integrated edible oil manufacturing units in North India. From processing of oilseeds to producing the final packaged edible oil, BCL does it all with the help of its completely integrated manufacturing unit.

BCL started as an edible oil manufacturer, but with relentless efforts and dedication to consistently grow, it expanded into the distillery business. It has established itself nationally in the distillery business with over a decade of experience and by producing one of the best qualities of grain based Extra neutral Alcohol and Ethanol. In this segment, we supply ENA to multiple locations across India and we are one of the most preferred partners for several IMFL and IMIL brands in the country. Our distillery is a state-of-art manufacturing facility which derives utmost efficiency of all the raw materials resulting in superior output.

The company, with its focus to grow, has undertaken expansion initiatives to address the growing demand in the domestic markets. This will be achieved by our new state-of-the-art Distillery of 200 KLPD with 10.0 MW co-generation power plant in Kharagpur, West Bengal which is expected to be commissioned soon. Furthermore, in this business, we are also benefitted by the government's efforts in blending Ethanol with petrol as we have diverted some portion of our capacity for it. We feel immense pride in being able to contribute to the government's Green India mission by manufacturing products that help in reducing carbon emissions.

The resilience of the business is evident from the growth that the business has seen even as the pandemic hit the world. During the recent pandemic, there was an increased demand for hand sanitisers and the company saw an opportunity in it, hence it commenced the production of the product under its own brand and received a great response for it.

BCL continues to stand at the forefront to assist the government achieve its self-sufficient India objectives by being a truly 'Made in India' products company.



BCL Industries Limited

COMPANY SNAPSHOT

One of the Largest edible oil complex in North India



8 brands in edible oil business



Distillery business, to produce grain based Extra neutral alcohol, Ethanol and Hand Sanitiser



One of the largest grain based Ethanol supplier in the Nation



Expansion in Distillery business by setting up plant in West Bengal, to capture opportunities of the market



COMPANY SNAPSHOT



Completely integrated edible oil plant with the ability to conduct processing of oilseeds as well as packaging of refined edible oil



Consistently generating good profitability without any Capex



Distillery developed with latest technology, optimizing the efficiency of raw materials

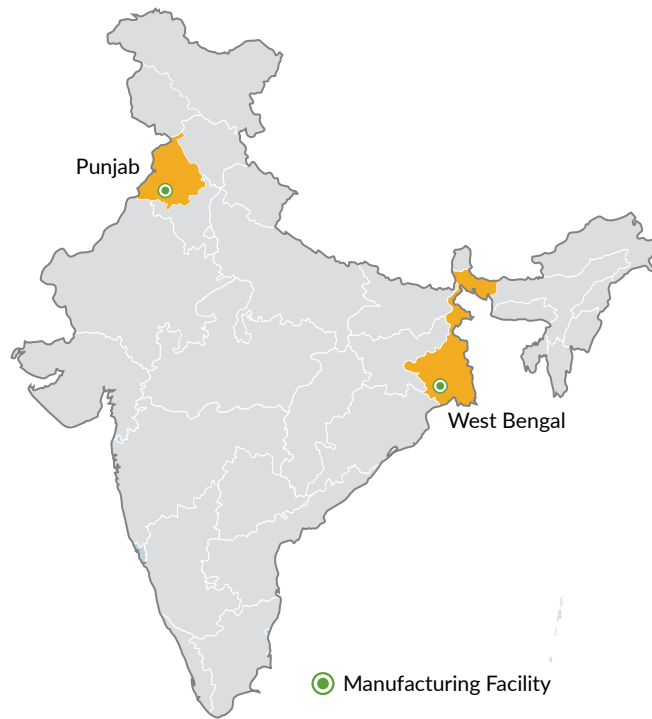


Huge growth in demand for Ethanol under the New National Biofuel Policy, 2018 - to blend Ethanol with petrol



Monetisation of Real Estate projects and proceeds to be utilised for repayment of company's debt

MANUFACTURING FACILITIES



Edible Oil Plant - Bathinda, Punjab



Distillery Plant - Bathinda, Punjab

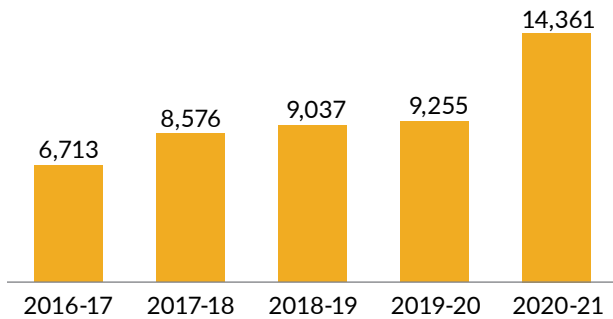


Svaksha Distillery Plant - Kharagpur, West Bengal

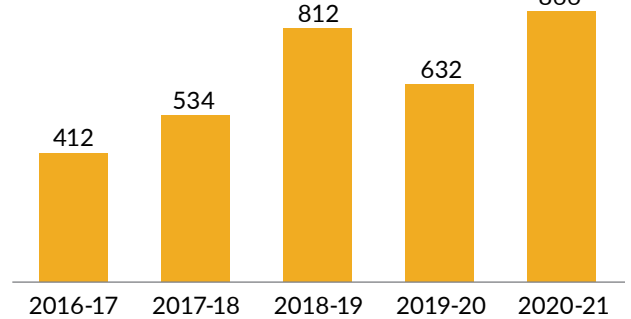


FINANCIAL HIGHLIGHTS

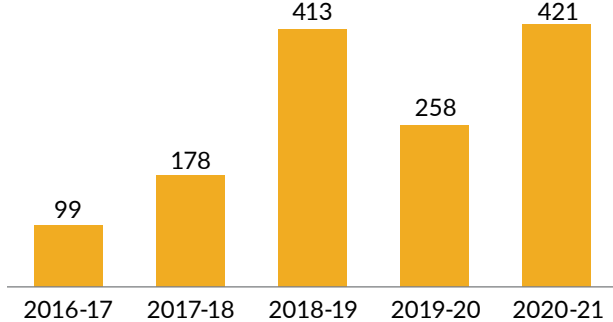
Revenue Growth (INR Mn)



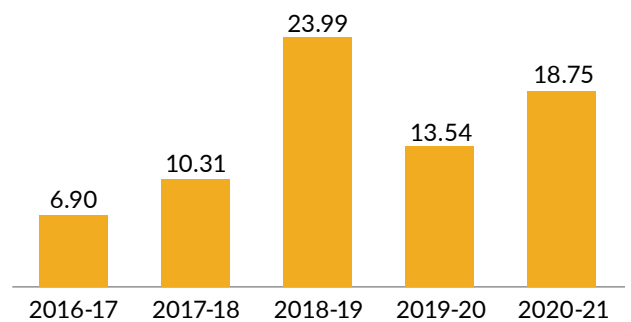
EBITDA (INR Mn)



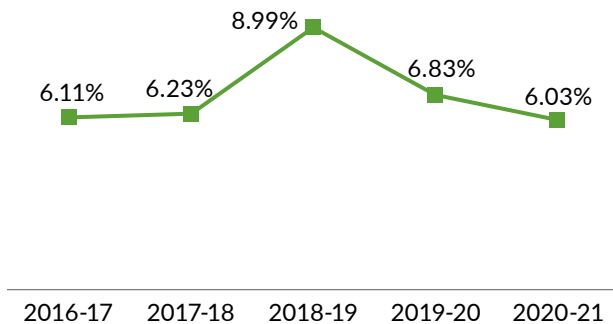
PAT (INR Mn)



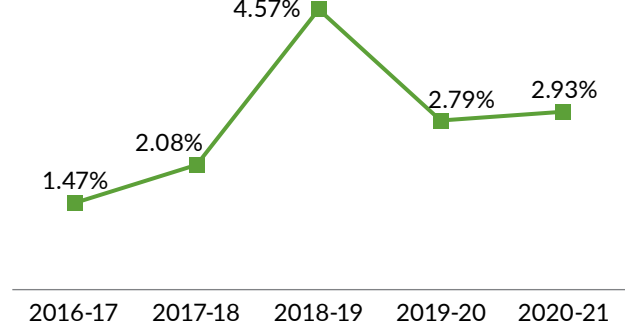
EPS (INR)



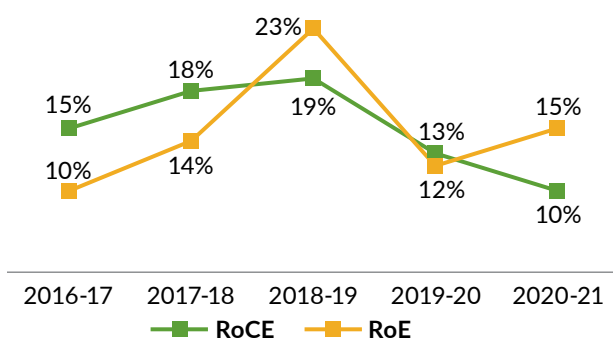
EBITDA Margin (%)



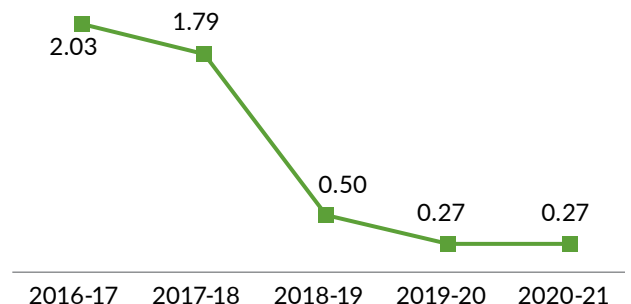
PAT Margin (%)



RoCE (%) and ROE (%)



Debt to Equity*



*Standalone Numbers

BOARD OF DIRECTORS



R.C. Nayyar (IAS Retd.), Chairman & Independent Director

Belonging to the 1982 batch of Indian Administrative Services and a Doctorate in the Faculty of Science from Punjab University, Mr. R C Nayyar served the government in various capacities. He has more than three decades of administrative and functional experience. He was the Chairman of Punjab State Forest Development Corporation, Managing Director of Punjab State Civil Supply Corporation and Member Secretary of Pay Commission of Government of Punjab. After retiring from Administrative Services in 2013, he joined the company as the Chairman of BCL Industries Ltd. He is a strategic planner and involves himself in all the decisions relating to BCL's strategic planning.



Rajinder Mittal, Managing Director

A Graduate in Commerce and an alumnus of Birla Public School, Pilani, Mr. Rajinder Mittal, Managing Director of BCL Industries Ltd is a leading industrialist in Punjab. He joined the family business at the age of 21, with his father, Late Sh. Dwarka Dass Mittal, in a small solvent extraction unit. The business grew at a phenomenal pace under the vision and direction of Mr. Rajinder and is now a Rs. 1,400 crore empire. BCL has dominated its presence in Edible Oil, Distillery and Real estate. He is a pioneer in converting the non-conventional Rice Bran oil into Refined Rice Bran oil, fit for human consumption. He established the Distillery division, one amongst the few manufacturers in India and South Asia Region to have forward and integrated distillery plants with ZERO discharge. In the real estate sector, he has been instrumental in introducing ultra-modern housing concept in the backward belt of Malwa Region of Punjab. He is a Board member in many other companies and is the President/ Member on numerous State/ Social organisations. He has consistently won many industrialist awards.



Kushal Mittal, Joint Managing Director

Mr. Kushal Mittal aged around 25 years is a Graduate in Business Administration - Finance from Northeastern University, Boston. 2020. He has four years of experience in finance, fund management, project financing, cost management and administration and he is having an entrepreneurial background. As a Director of BCL, he is now contributing and providing necessary directions and advice in finance, cost management and other investments and products additions related matters, to the Company. He has now become a vital part of the Board of Directors of the Company and the Company is expected to immensely benefit with his induction in the times to come.



S.N. Goyal, Whole Time Director

A Post Graduate in Commerce, Mr. Sat Narain Goyal is one of the oldest team members of BCL Industries Ltd and has about four decades of experience in commerce and accounting processes of the manufacturing industry. He started his career as the Manager (Accounts) of BCL in 1981. Since then he has been focussing on strengthening and broadening the company and its stake holders' relationship for mutual benefits. He now heads Finance, Taxation and Secretarial functions of the company.



Parampal Singh Bal-Major Gen. (Retd.), Independent Director

Mr. Parampal Singh Bal aged around 66 years is a Master of Philosophy in public administration from Punjab University (2010). He has rich experience of thirty five years of commissioned service in Indian Army. He has experience and exposure/specialisation in administration, management, personnel, accounts and logistics. He has also served with United Nations mission in Angola in the fields of logistics. After retirement, he worked with Jaypee Himachal Cement Plant as Sr. Vice President from year 2014 to 2016 with responsibilities in the fields of Personnel and Administration.



Neerja Jain, Independent Woman Director

An M.Sc (IT), B.com, MBA, B.Ed - has more than ten years of experience in the fields of financial matters, administration, information technology, teaching and human resources management. Presently, she is on the Board of Directors of BCL Industries Limited as Independent Director. She has served many educational institutions as advisor/teacher and has been on senior positions in these institutes. Presently she is also working as Principal of a renowned senior secondary school. She has multi facet qualifications and an ability to deliver in various fields associated with education and corporate world.



KEY MANAGEMENT PERSONNEL

Gurinder Singh Makkar, Company Secretary - A Commerce Graduate and Member of the Institute of Companies Secretaries of India, Mr. Gurinder Makkar is a result-driven Company Secretary professional with 18 years of distinguished experience in corporate secretarial and legal functions, issues & listings of securities, secretarial compliances, corporate affairs and corporate governance, legal drafting, commercial purchases of raw materials and other matters relating to the Pollution Control Board. He is adroit in dealing with merchant bankers, auditors, legal counsels, stock exchanges, depositories and share broking companies. He has the ability of giving great attention to detail and going the extra mile whenever required.

Gulab Singh, CFO - A Master's in Science and after his extensive 3 plus decades of exposure in Credit, Foreign Exchange, Marketing & Retail Loans department of Punjab National Bank at various positions, Mr Gulab Singh retired as Chief Manager from Circle Office-Dehradun. Prior to this assignment with BCL, he was with SN group of companies Dehradun as CGP and as a Director in Lucent International School, Dehradun.

Management Personnel

Col. M S Gaur (Retd), Vice President - A Post Graduate in Human Resource from Symbiosis, Pune and an alumnus of Birla Public School, Pilani, Col. M. S. Gaur served the army for more than 3 decades. Post retirement, he served in the manufacturing industry in various capacities. He was with Mawana Sugars Ltd and Torrent Power Ltd for about 4 years before joining the company in July 2013. Having a vast experience in administration, human resource management, financial management, logistics, supply chain management and industrial relations, he is the Vice President of the company.

Distillery Unit

Avtar Singh, Sr. GM & Unit Head - A Bachelor in Mechanical Engineering and a Master's in Business Administration with specialisation in Industrial Engineering, Mr. Avtar Singh has about a decade of experience in the industry and a decade and a half with Naval services of India. He also had a small stint of about six months with Dredging Corporation of India. He started his career in the distillery industry with Globus Spirits in 2008 and then engaged himself in the project implementation as the General Manager with CMJ Breweries, Meghalaya. He took up the assignment of Vice President with Globus in the year 2014 and had to return to domicile on medical compulsions. He is now taking care of the entire plant of BCL (Distillery) as the General Manager (Works).

Rajeev Vats, GM (Operations) - An Electrical Engineer Diploma from Thapar University, Patiala and a Member Engineer of IPWE, Delhi, Mr. Rajeev Vats has more than one and half decades of experience in this industry. He has been in various capacities handling maintenance, operations and project implementation. He started his career with Ambuja Cements, Punjab as a Trainee Engineer and then moved to Patiala Distillery as an Electrical Engineer and then with Picadelli Sugars as Maintenance Engineer and lastly with Malbros as Senior Maintenance Engineer. He joined BCL in the year 2012 and is currently handling the operations at BCL (Distillery) as the General Manager (Operations).

Wajid Ali, DGM - Bottling A Bachelor in Chemical Technology from HBTI, Kanpur and a Master's in Chemical Engineering from the University of Roorkee, Mr. Wajid Ali has more than two decades of experience in the industry in various capacities. He has exposure to project implementation and handling and maintenance of process plants, water treatment plants, ERP and has exposure to the compliance of statutory requirements pertaining to distillery. He started his career as a Chemical Engineer in the distillery unit of Jagjit Industries Ltd. He was assigned the project and installation of the country's first multi-pressure distillation plant and went ahead to become the Deputy General Manager of Distillery unit. He joined BCL in March 2017 as the Deputy General Manager (Bottling).

Oil & vanaspati unit

Deepak Tayal, Addl. GM (Technical) - A Mechanical Engineer Diploma from the Thapar Institute of Engineering and Technology, Mr. Deepak Tayal has more than two decades of experience in the industry. He is an expert in erection and commissioning of vegetable oil processing plant, its maintenance and comprehensive operations. Starting his career with Thapar Agro Mills Ltd, Ludhiana in 1990, he has worked with many industries like Khandelia Oil & General Mills Ltd. Sriganaganagar, Lakshmi Overseas Industries Ltd., Khamanon in various capacities. He joined BCL in the year 1999 in the Technical Dept. and is now the Addl. GM (Tech).

V.S. Rathi GM (Production) - A Bachelor in Chemical Oils Technology from HBTI, Kanpur and a Post-Graduate Diploma in Business Management, Mr. V S Rathi has more than three decades of industry experience. Starting his career with Hindustan Vegetable Oils Corporation (A GOI Undertaking) and executing responsibilities in various capacities for about two decades, he headed the production department. Subsequently, he joined JVL Agro Limited, Varanasi an Edible Oil Refinery and Vanaspati Manufacturing unit as the General Manager (Works) and was promoted to the position of Vice President (Works). He also served Adani Willman Ltd at its Mundra plant (the biggest Edible Oil Refinery of India), heading the production before joining the company as the General Manager (Production). He is taking care of entire manufacturing activities of the Edible Oil unit of the Company.

Real estate projects

Tarun Bahl, GM (Projects) - A Graduate from GMN College Ambala (Cantt), Mr. Tarun Bahl has more than two decades of experience in manufacturing and process industries. He started his career with Geep Flashlight India, Allahabad and then with T.T.K & Co, Chennai before joining Munak groups, where he spent about two decades in various capacities right from Project coordinator to become the Works Manager of their Chemical division. He joined BCL Industries Ltd in the year 2003 as the Works Manager and became the head of factory administration. Subsequently, he has been given the independent charge as the General Manager (Projects) of Ganpati Estates, an important Real estate project of BCL Industries Ltd.

CHAIRMAN'S MESSAGE



R.C. Nayyar (IAS Retd.) - Chairman

It gives me immense pleasure to share with you the 45th Annual Report of your Company for the financial year ended 31st March, 2021.

The year 2020-21 has been a challenging year and the Covid-19 pandemic has had a significant impact on lives, livelihoods, and business. The second wave of the Covid-19 pandemic unfolded with the chances of a third wave creating panic to the health and economy. During these tough times, our focus continued to be on our people's health & safety, ensuring uninterrupted supplies, meeting the customers' demand, caring for the communities in which we operate, and finally, protecting our business model. Despite all the suffering, the unbreakable human spirit reflected in acts of kindness and empathy. The whole humanity has come together to fight this global pandemic. Most of the countries including India are now making efforts to emerge from the effects of the brutal second wave of COVID-19. I am quite hopeful that the worst will be over soon and better days are awaiting us.

At BCL, we have been fortunate enough to be significantly ahead of the curve in terms of productivity and profitability, showing our abilities to navigate through difficult times efficiently and achieve new heights.

Despite the challenging global and Indian economy scenario, we are glad for the excellent performance exhibited by your company during the year under review. We are a business house with interests in edible oil extraction, distillery, and real estate. We have held deep estimations of Trust, Commitment, and Transparency from time to time. We have a strong reputation of development and esteem creation, which originates from our solid assembling capacities, very much penetrated geographical presence, an entire and first-class item portfolio, and best-in-class advancements. Our very proficient administration group, supported by a spurred workforce and a solid asset report, has strengthened our situation in the market.

“With the aim to deliver quality, value and experience to customers, we are continuously innovating and delivering high quality branded products through our brands to meet customer needs. We are proud of building our own local brand, which has helped us to serve a large customer base across North India which in turn has helped our brands to be well received by the consumers.”

We are focused on turning into a highly manageable business. This year has been all about expanding our production capabilities and marking our presence in the other states of India. To capitalize on the ENA demand and supply deficit scenario of North-Eastern India, BCL joined hands with regional player M/s Svarna Infrastructure to set up a 200 KLPD state-of-the-art ENA plant at Kharagpur, West Bengal under its subsidiary M/s Svaksha Distillery Limited (SDL). It is expected to commission in FY 2022. The project has made headway by procuring the required land at Kharagpur and securing all the statutory clearances. The Turnkey order has been placed to Praj Industries Ltd. and civil work is in progress at the project site. The production is expected to commence in FY 2021-22.

In addition to the West Bengal expansion, the company has obtained prerequisites like land, CLU and interest subvention for the expansion of the distillery capacity in Bathinda, wherein It will add another Grain-Based Biofuel Distillery of 200 KLPD which is expected to commission in FY 2022-23.

We are happy to announce, in respect to FY 2020-21, a robust set of numbers. During the year under review, the total Revenue of the Company was Rs. 1,43,606.70 Lakhs as against Rs. 92,549.91 Lakhs in the previous year, showing a massive increase of 55.17% over the previous year. The Company has earned a Net Profit after tax of Rs. 4523.57 Lakhs as against Rs. 2,600.17 Lakhs in the previous year showing an overwhelming increase of around 74% in PAT. Earnings Per Share of the Company for the current year 2020-21 has been Rs. 20.12 as against Rs. 13.58 per share (Basic) in the previous year. The Company has achieved highest ever turnover since inception.

Your directors have made all their efforts to grow in terms of healthy financial results of the company and they achieved success in growing the same which is apparent from the financial results of the Company. Your directors are committed to keep this trend in future also. The Company has achieved highest ever turnover since inception. Your directors are committed to keep this trend in future also.

With the aim to deliver quality, value and experience to customers, we are continuously innovating and delivering high quality branded products through our brands to meet customer needs. We are proud of building our own local brand, which has helped us to serve a large customer base across North India which in turn has helped our brands to be well received by the consumers. We continue with our efforts to build our brands and are confident that over a period of time we will have our branded products reaching the consumers all over India.

Your company has begun the journey to mark its presence in the state of West Bengal and given the demand and supply gap in the state, we see a tremendous opportunity and look to capture a higher market share and become the leader in the distillery industry in West Bengal. With our diversified business verticals, we look to grow our branded edible oil (Homecook, Murli and Do Khajoor) and branded liquor (Country Liquor) and mark our presence amongst the markets and consumers. We have come a long way and this would have not been possible with the confidence and support of our esteemed shareholders and we look forward to your continuous support in the coming future and grow together.

Your Directors wish to place on record their appreciation to the Company's employees, suppliers, customers & Government authorities for their selfless efforts which helped your Company reach normalcy in operations within few weeks of lock-down. The ownership and responsiveness shown by all the stakeholders is unparalleled and is a testimony of the spirit of this great organisation. Your Company shall review the long term impact of the pandemic and take all necessary steps to adapt its self to the emerging changes.

Best Regards,

R.C. Nayyar (IAS Retd.)
Chairman

MANAGING DIRECTOR'S MESSAGE



On behalf of the Board of Directors and Management, it gives me immense pleasure in sharing your Company's progress and performance highlights for 2020-21, which were excellent in terms of turnover and profitability. I would like to express my gratitude to everyone for their hard work to achieve this.

The year 2020-21 was one of the most difficult and challenging one and had a devastating effect on the economies, industries and health of people. The COVID-19 pandemic cast a shadow of uncertain risks to various industries and businesses.

Despite numerous challenges, year 2020-21 was a year of excellent performance for BCL. During these testing times, we are embracing the fundamental rules by which our group is run today. To meet the aspirations of an ever evolving consumer, rapidly changing dynamics of work environment, we are well on course to the journey of augmenting who we are. With a highest ever revenue in its operational span of 46 years and with a very strong financial performance during FY 2020-21 by all our business segments and purposeful strides on strategic milestones, we are making steady progress towards our vision of growing and expanding our horizons.

The business continues to build capacities for enhanced performance and delivery across verticals with innovative products as well as technology adoption. Today, we remain committed to ensuring the highest standards of corporate governance and excellence at BCL. With the broad changes and the infusion of talented and experienced leadership, the company is geared for exceptional growth.

Overall, your Company remains confident and continues to see several opportunities in the agro-based product and manufacturing activities. Thus, your Company is confident of growth from each one of its segment on the back of improving market conditions. Your Company, equipped with the resources, processes, manpower, technology, and more importantly the experience and expertise gained over the years, is now all set to tap the new opportunities that will open up in future as the economic recovery gathers momentum.

I am happy to announce that BCL is setting up a 200 KLPD state-of-the-art ENA plant at Kharagpur, West Bengal under its subsidiary M/s Svaksha Distillery Limited (SDL). The Turnkey order has been placed to Praj Industries Ltd and civil work is in progress at the Project site. The production is expected to commence in FY 2021-22.

I am also happy to announce that the Company is also coming up with expansion in ENA/Ethanol unit of distillery plant at Bathinda, also by way of setting up a Grain-Based Biofuel Distillery of 200 KLPD which is expected to commission in FY 2022-23.

We are happy to announce, in respect to FY 2020-21, a robust set of numbers. During the year under review, the total Revenue of the Company was Rs. 1,43,606.70 Lakhs as against Rs. 92,549.91 Lakhs in the previous year, showing a massive increase of 55.17% over the previous year. The Company has earned a Net Profit after tax of Rs. 4523.57 Lakhs as against Rs. 2,600.17 Lakhs in the previous year showing an overwhelming increase of around 74% in PAT. Earnings Per Share of the Company for the current year 2020-21 has been Rs. 20.12 as against Rs. 13.58 per share (Basic) in the previous year. The Company has achieved highest ever turnover since inception.

I am pleased to inform you that your Board of Directors have recommended a final dividend of 50% i.e. Rs. 5/- per share of the face value of Rs. 10/- which shall be paid subject to the approval of Members of the Company at ensuing AGM.

Overall, your Company remains confident and continues to see several opportunities in the agro-based products and manufacturing activities. Thus, your Company is confident of growth from each one of its segment on the back of improving market conditions. Your Company, equipped with the resources, processes, manpower, technology, and more importantly the experience and expertise gained over the years, is now all set to tap the new opportunities that will open up in future as the economic recovery gathers momentum.

With the Government's push for Ethanol under the National Biofuel Policy, the Oil Marketing companies have issued tenders for procurement of Ethanol which shows their long term commitment to blending Ethanol with fuel. I am pleased to inform the stakeholders that the Company had received supply order of approximately 4.50 Cr Litres for Ethanol by OMC's for the period starting from 01/12/2020 to 30/11/2021. The future of your Company's businesses continues to look more promising. We look forward to receiving your continued support in this exciting journey ahead.

On behalf of the Board of Directors, I would like to take this opportunity to acknowledge the entire team of your Company for their contribution and commitment. Lastly, I am deeply thankful to our customers, business associates, suppliers, bankers and legal authorities for their loyalty and trust in us. Also, my sincere appreciation to all our shareholders for their continued support in our journey to create long-term value.

Warm Regards,

Rajinder Mittal
Managing Director

BUSINESS SEGMENTS

DISTILLERY

To diversify our business, BCL entered into the production of grain-based Extra Neutral Alcohol (ENA). ENA is a primary raw material used in making of Alcoholic beverages. The uses of ENA extend beyond just alcoholic beverages, it is also an essential ingredient in the manufacturing of cosmetics and personal care products like perfumes, toiletries as well as in pharmaceutical products such as antiseptics, drugs, syrups, etc. We have a long-standing relationship with our key clients, like Pernod Ricard, Radico Khaitan, Punjab Chemicals and Crop protection limited, Wonder healthcare. Our company is also into bottling of liquor for Punjab Made liquor (PML)

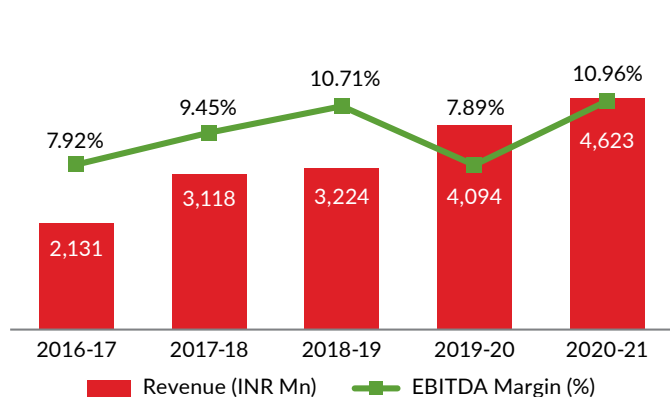
Our distillery is designed in a way that it can also manufacture Ethanol along with ENA, which is blended with fuel to reduce carbon emissions. With the introduction of the Ethanol Blended Petrol (EBP) program, we partially converted 130 KLPD of our existing facility into production of Ethanol. The scope of Ethanol blended program is huge as India has only been able to achieve ~8% blending rate. This was mainly because of lesser supply of Ethanol in the country. According to the government guidelines in the National Biofuel Policy for blending Ethanol, the target is to reach a 20% blending rate by 2023.

India's current production is not sufficient enough to cater to the Ethanol demand every year, which signifies the increase in demand and value for the product. Hence, to cater to the opportunity we have received an order to supply 4.50 Cr liters of Ethanol directly to OMCs for the period 1st December 2020 to 30th November 2021. We supply Ethanol to Indian Oil Corporation, Bharat Petroleum and Hindustan Petroleum. With the commencement of our Kharagpur, West Bengal plant in FY 21, our total capacity would reach to 400 KLPD, which would make our group the largest grain-based spirit manufacturers in the country.

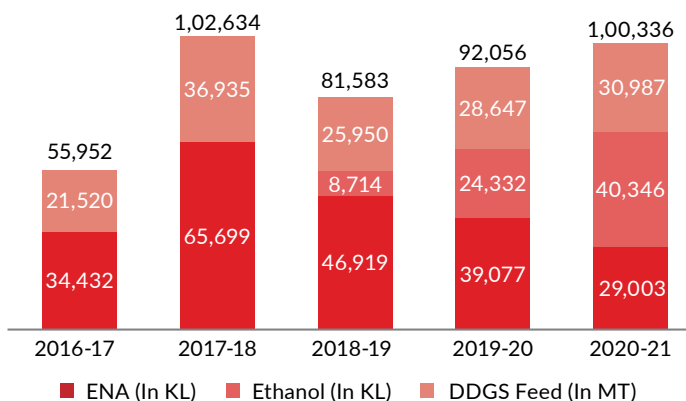
Our company has the expertise in producing ENA/ Ethanol from multiple crops, this allows us to reduce dependency on a single crop and avoid the vagaries of raw material price fluctuations. Our facilities are equipped with the latest technology which can help in maximizing the best quality yield from the raw materials and sustaining at optimum capacity utilizations. Adhering to our cleaner environment initiatives, we have our own cogeneration power plant making us self-sufficient in energy use. Additionally, by introducing an eco-friendly production and distribution system in the manufacturing process, we have become the only company in India and the South Asian region that has a forward and backward integrated Distillery-Ethanol plant.



Financial Highlights



Production Data



EXPANSION PLANS

Kharagpur, West Bengal Expansion:

To capitalize on the ENA supply demand deficit scenario of North-Eastern India, our company joined hands with the regional player M/s. Svarna Infrastructure to set up a 200 KLPD state-of-the-art ENA plant at Kharagpur, West Bengal under its subsidiary M/s. Svaksha Distillery Limited (SDL). It is expected to commission in FY 2022. The project has made headway by procuring the required land at Kharagpur and securing all the statutory clearances. The Turnkey order has been placed to Praj Industries Ltd and civil work is in progress at the Project site. The production is expected to commence in FY 2021-22.

The company also plans to expand this capacity by adding another 100 KLPD of Ethanol manufacturing for which the land and power availability is in place. BCL has also increased the stake to 73% in Svaksha Distillery and will be revised to 75% very soon.

Our company has selected West Bengal state for expansion due to various strategic reasons:

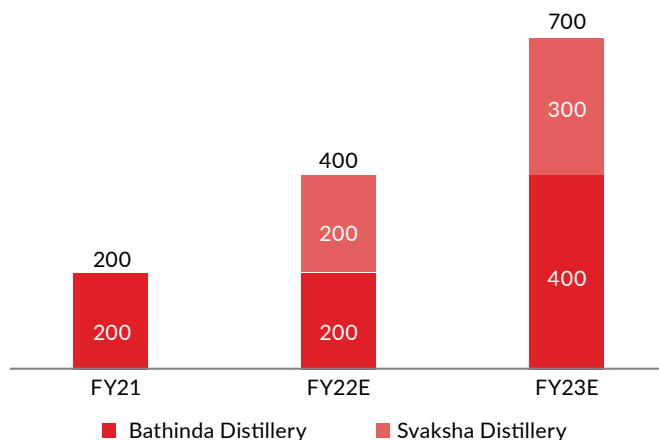
About 30% of ENA manufactured at BCL was exported to West Bengal. Hence, the manufacturing facility in Bengal will help in Catering and propelling demand in West Bengal. It will also allow the company to save on Logistics by eliminating transportation costs from Punjab to Bengal.

West Bengal is also a gateway to North East India and to East and South East Asia. The plant is located in close proximity to Haldia and Kolkata Port, which is about 100 KM from Plant. The plot chosen for the plant is on NH60, which is a part of the golden quadrilateral project connecting major cities and ports.

Bathinda, Punjab Expansion:

The company has obtained pre requisites like land, CLU and interest subvention for the expansion of the distillery capacity in Bathinda, wherein It will add another Grain Based Biofuel Distillery of 200 KLPD which is expected to commission in FY 2022-23.

Distillery Capacity (in KLPD)



EDIBLE OIL

Our company has over 4 decades of experience in the edible oil industry, during which it has grown to become a fully integrated edible oil complexes in India. Currently, we have a processing capacity of 1020 MT per day catering to a network of around 300 dealers in the North Indian region. Segment wise, we have a manufacturing capacity of 300 TPD for oil seed crushing and solvent extraction each and a total refining capacity of 420 TPD. The integrated edible oil complex comprises Oil Crushing Unit, Solvent Extraction Unit, Refinery, Vanaspati Ghee Manufacturing Unit along with a Rice Sheller.

Considering the changing tastes and eating habits in India, edible oil forms an essential part of the diet. The demand for it is only expected to increase every year and also, the necessary steps taken by the government to make India's edible oil sector more self-reliant by bringing in policies to promote domestic production of edible oil seeds and simultaneously increasing import taxes, boosts the preference of indigenous edible oil.

Our state-of-the-art facilities handle solvent extraction from seed to full-scale manufacturing of refined packaged edible oil. The facility is a zero-discharge unit, meaning we treat all the incoming effluents and leave nothing behind. This is done by recovering valuable nutrients from treated sludge, and sell it as a fertilizer making us unique, and we not only enjoy a peer position among the top edible oil suppliers in the region but also have dominant share in the market.



DO KHAJOOR
Vanaspati Ghee

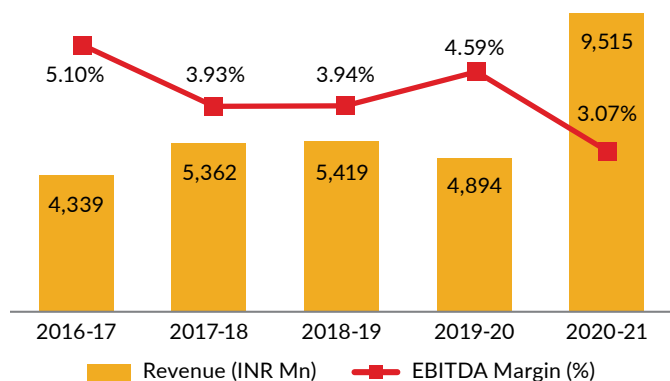


HOMECOOK
Soya Bean & Cotton Seed Refined Oil,
Vanaspati Ghee

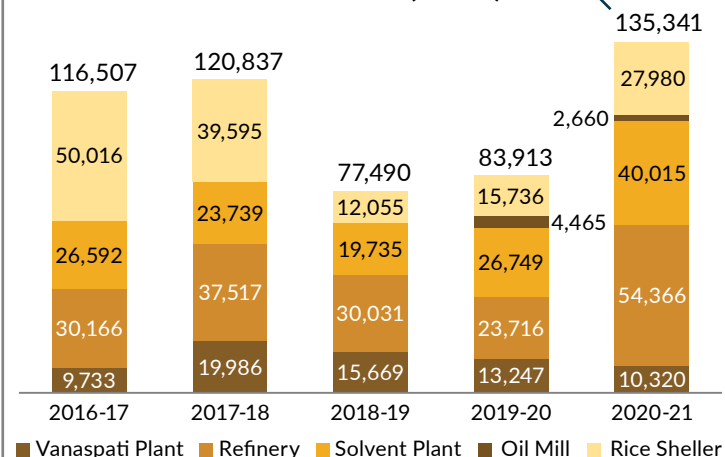


MURLI
Pure Mustard Oil

Financial Highlights



Production Data (In MT)



REAL ESTATE

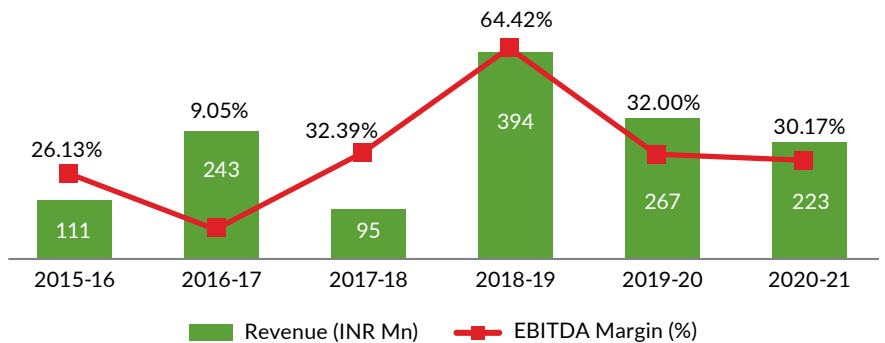
Our company has two Real Estate projects with a considerable realizable value expected from each project. What started as a diversification strategy, this segment has proven to be a good source of cash flow generation for our business. By consistently monetizing the inventory in this segment, it has allowed us to reduce the debt of the company. The two projects are as follows:

GANPATI ENCLAVE: This is the Company's first project, it is an integrated township project having an aggregate saleable area of 65 acres, which includes service plots, villas, group housing, commercial complexes, mall, school, community center and a dedicated temple, located at Dabwali Road, Bathinda City.

DD MITTAL TOWERS: The second realty project is a mid-segment housing project located at Multania road in the heart of Bathinda city. The project has been constructed and completed in all aspects and close to 87% inventory has been sold out and handed over to the occupants.

The city of Bathinda is observing significant commercial and educational development leading to increased migration of people. Ready to move in properties will be the preference for the new age population, making our properties the preferred choice.

Financial Highlights



MANAGEMENT DISCUSSION AND ANALYSIS REPORT

GLOBAL ECONOMY OVERVIEW

The year 2020-21 was filled with uncertainties caused by Covid-19 waves globally. It had a bad impact on industrial and economic activities of several countries of the world. But as of now Global economic activity is accelerating as the world emerges from the deepest global recession since World War II. Barring a protracted global resurgence of COVID-19, the baseline outlook envisages the strongest global recovery from any of the five global recession in the past 80 years. However, the recovery is remarkably uneven across countries, as it largely reflects sharp rebounds in some major economies, with poorer countries lagging behind.

World gross product fell by an estimated 4.3 percent in 2020, the sharpest contraction of global output since the Great Depression. The pandemic hit the developed economies the hardest, given the strict lockdown measures that many countries in Europe and several states of the United States of America imposed early on during the outbreak. The developing countries experienced a relatively less severe contraction, with output shrinking by 2.5 percent in 2020. Their economies are projected to grow by 5.7 percent in 2021.

The global recovery, which has been dampened in the near term by a resurgence of COVID-19 cases, is expected to strengthen as confidence, consumption, and trade gradually improve, supported by ongoing vaccination. Activity is expected to strengthen in the second half of this year and firm further next year, as improved COVID-19 management aided by ongoing vaccination allows for an easing of pandemic control measures. Global economic output is expected to expand 4 percent in 2021 but remains more than 5 percent below pre-pandemic projections. Global growth is projected to moderate to 3.8 percent in 2022, weighed down by the pandemic's lasting damage to potential growth.

INDIAN ECONOMY OVERVIEW

Though India's economy showed signs of recovery after the first wave peaked in September 2020, the recovery did not hold. Income, employment and nutrition levels were still below baseline pre-lockdown levels by the end of 2020. Unemployment has been on the rise since March 2021, entering double digits in recent. With several state governments announcing local and state-wide lockdowns, the economic impact not only dented rural households' already fragile financial health, but also had a knock-on effect on India's economic recovery. The warnings come as the government released data showing India's economy contracted in the past year, marking its worst performance in 40 years. The Finance Ministry also said that the economic impact of the second COVID-19 wave would be less than of the first.

India's economy contracted by 7.3 percent in 2020-21, marking its worst performance in over four decades. On assumption of most regional lockdowns extending through June 2021, India's real GDP growth projection for FY 2021 was cut to 7.7% in our May forecast from 9.8% in March. Centre's flagship welfare schemes have kept pace despite slowdown. Schemes like MGNREGA, Ujjwala, NSAP and PM Awas Yojana have seen a big jump in both physical and financial achievements in FY 21 as additional succour was provided by the Centre to people affected by Covid-19. Meanwhile, recently, the RBI has announced a new support package targeting banks, individual borrowers, and MSMEs. However, the meaningful and proactive reforms undertaken by the Government in last many quarters have pulled the economy from the lows of Q1 FY 2021.

FMCG SECTOR IN INDIA

Fast moving consumer goods (FMCG) is the fourth largest sector in the Indian economy. There are three main segments in the sector – food and beverages which accounts for 19 per cent of the sector, healthcare which accounts for 31 per cent, and household and personal care which accounts for the remaining 50 per cent. The rural FMCG market in India is expected to grow to USD 220 bn by 2025 from USD 23.63 Bn in FY 18.

The FMCG sector is one of the largest sectors of the Indian economy. It is characterized by high turnover consumer packaged goods, i.e. goods that are produced, distributed, marketed, and consumed within a short span of time.

The fast-moving consumer goods industry in India is one of the key backers to its economy. Even though the urban sector contributed the majority share, semi-urban and rural segments had witnessed significant growth in the last decade.

Household and personal care made up the largest share of the industry, with healthcare, and food and beverages. However, COVID-19 pandemic, first wave in 2020 and the second wave in 2021, impacted non-essential segments of the industry, much like the rest of the world, resulting in reduced demand. While offline purchases were fundamental, online channels are expected to see a significant growth rate in the years to come. Online portals from established players have started to play a pivotal role in cheaper and more fitting modes of purchase for consumers. The online FMCG market in the country was estimated to reach about 45 billion U.S. dollars in 2020.

EDIBLE OIL INDUSTRY

Global Scenario

The global edible oil market reached a production volume of 213.93 million tons in 2020. The market is projected to grow at a CAGR of nearly 3% in the forecast period of 2021-2026 to attain a production volume of 248 million tons in 2026.

The rising per capita incomes in emerging economies are driving the global vegetable oil market. The market for edible oil can be segmented on the basis of type, end-users, and geography. In terms of type, the market can be classified into palm oil, canola oil, olive oil, sunflower oil, specialty blended oil, and corn oil. Increasing consumption of fried foods has significantly increased the demand for edible oils.

The global production of vegetable oil is dependent on the crushing of oilseeds and the production of perennial tropical oil plants, particularly, palm oil. It is noticed that the global palm oil production has exceeded the production of other edible oils in the last ten years. Maximum palm oil production is concentrated in Malaysia and Indonesia, together accounting for over one-third of the total vegetable oil production in the world.

Developing regions of the world are predicted to contribute to increasing the market growth for vegetable oil. In China, the consumption of vegetable oil is predicted to be around 30 kg per capita. After China, India is the second-largest consumer and is ranked as the number one importer of vegetable oil at the international level.

Indian Edible Oil Industry

India is the second largest consumer of edible oils in the world. The edible oil market in India is projected to grow from around \$21.5 billion in 2019 to \$35.2 billion by 2025 due to increasing disposable income and changing eating routines and habits. The rising trend of eating out are expected to foster the Indian market growth. The surging penetration of processed food & convenience foods like ready-to-eat packaged food and growing western impact on food preferences leads to the increasing consumption of edible oil in the country.

Also, the increase in urbanization has led to rising popularity of vegetable oils and branded oils. The rising consumer awareness about healthy lifestyle & wellness will bolster the Indian edible oil market share in the coming years.

India is blessed with many positive factors that enable it to stand in a unique position in agro-based products. India is a major oilseed producing country among the different countries producing oilseeds; India has the largest area and production of few oilseed crops, namely groundnut, rapeseed/mustard, sesame, and coconut.

To harmonize the interests of farmers, processors, and consumers, the import duty structure on edible oils is reviewed from time to time.

India is one of the top three consumers of edible oils in the world. The Indian edible oil market to witness a CAGR of 8.75% by revenue and 9.88% by volume during the forecast years of 2019-2025. Edible oils are a basic necessity in household cooking in India. One of the reasons promoting the growth of edible oils is the fact that the consumption of edible oils varies across the different regions of the country, due to taste preferences.

In order to fulfil the domestic edible oil consumption needs, the country however largely relies on imports which account for about 60% of the total domestic edible oil requirements. Lower availability of edible oils domestically is the prime reason that pushes India towards imports. The production of domestic edible oils is stagnant and has remained range-bound.

Growth Drivers

Strong marketing activities by leading edible oil brands, changing tastes and preferences of consumers, expanding population, and shifting consumption pattern towards branded oils is leading to rising consumption of edible oils in the country. Also, surging penetration of processed foods is expected to continue driving consumption of edible oils in the country.

Industry Outlook

On a broader outlook, the demand for edible oil in India is favourable with the strong economic growth in urbanization and rising consumer awareness on health benefits. The government also has plans to reduce the import dependence for edible and non-edible oils in the country and has been taking measures to curb imports of these oils and simultaneously grow oil seeds in our own country. This shall help the domestic producers ramp up the underutilised production capacities and double farmers income, hence, the government is planning on achieving self sufficiency of edible oil seeds in the country, to benefit the country's completely integrated production units and also motivate the farmers with fair remuneration for their crop.

DISTILLERY BUSINESS

GLOBAL SCENARIO

The spirits (distilleries) market consists of sales of potable liquors, ethyl alcohol, grain alcohol and spirits by entities (organizations, sole traders and partnerships) that distil and blend liquors. The companies in the distilleries industry process raw materials into potable liquors, ethyl alcohol, grain alcohol and spirits, package and distribute them through various distribution channels to both individual customers and commercial establishments. The global spirits market is expected to grow from USD 143.31 Bn in 2020 to USD 150.87 Bn in 2021 and to USD 208.84 Bn in 2025.

Asia Pacific was the largest region in the global spirits market, accounting for 58% of the market in 2020. North America was the second largest region accounting for 22% of the global spirits market. Increase in population creates more demand for alcoholic beverages. Crop production, farming activities and trade volumes will have to increase in order to meet increased population. Therefore, companies in this market are expected to benefit from rising demand for spirits manufacturing (distilleries) products due to rising population.

India's alcohol industry is the third largest in the world with a value of USD 35 billion. Indian alcoholic beverage industry is one of the biggest alcohol industry across the globe only behind from two major countries such as China and Russia. India's spirit sector -- which includes whiskey, brandy, rum and vodka -- is estimated to expand 25 percent to INR 2.92 trillion (USD 41 billion) by 2022, according to Euromonitor International.

The growing acceptability and changing social norms have significantly boosted the growth of alcohol beverage industry in India. Also, rapid urbanisation due to huge population in India moving towards bigger cities, where they are exposed to a wide variety of alcoholic beverage products is significantly contributing to the market growth. Favourable demographics, with more than 55 per cent of Indians falling in the 18-45 years age group. This is the age group the industry targets as potential customers. Recent announcements in cities like Delhi, where government decided to reduce the minimum age for liquor consumption from 25 to 21 acts in the benefit of the company.

Five southern states – Andhra Pradesh, Telangana, Tamil Nadu, Karnataka and Kerala – account for more than 45% of all liquor sold in India. The other six top consuming states are Punjab, Rajasthan, Uttar Pradesh, Madhya Pradesh, West Bengal and Maharashtra. The alcohol market in the country comprises of Indian-made Indian liquor (IMIL), Indian-made foreign liquor (IMFL), wine, beer and imported alcohol. Heavy import duties and taxes make the latter a miniscule player in the country's alcohol market; beer and wine make up eight and less than one percent of the share respectively. Whiskey accounted for the highest sales volume in spirits, followed by brandy and rum.

Indian Scenario

Indian alcoholic beverages market is one of the fastest growing industries in the world with several yet to be explored segments. IMFL is the largest segment in the Indian alcoholic beverage industry. This market has been further bifurcated into Whisky, Rum, Brandy, Vodka and Gin. Country Liquor is the second most consumed alcoholic beverage in India and has a commanding presence in the northern states of India. Beer is the third largest market and second fastest growing market in the Indian alcoholic beverages industry. The market is expected to grow annually by 6.8% (CAGR 2020-2023). The market's largest segment is the segment Spirits. The rising number of teens entering in the legal drinking age every year along with surging disposable income has resulted in financial independence and increased spending on food and beverages. The high potential of this industry is drawing foreign brands and players thus resulting in availability of superior quality products along with compelling business potential and economies of scale poised by the market.

ETHANOL IN INDIA

Indian government is trying to reduce its dependence on imported crude oil and boosting domestic distilleries to produce Ethanol for Oil Marketing Companies (OMCs). It is expected that Ethanol production will increase by three to five folds in the future to meet the demand for its 20% Ethanol Blending Program (EBP).

Ethanol Blended Petrol Program

India announced its intent to move to a 20% Ethanol blend by 2023. If realized, this would be one of the higher blend rates achieved globally, putting India at the forefront of reducing overall greenhouse gas (GHG) emissions as countries look to greater blends to meet their Paris Agreement commitments. In fact, Prime Minister Modi fast-tracked the target by five years, what would have been a 2030 E20 policy. Government is looking to seize the benefits for India in terms of rural development for local feedstock producers, the environmental aspects of use and air quality improvements.

For the current Ethanol supply year that ends in November, the blending target has been set at 8.5% and the requirement of Ethanol is seen at 3.3 billion litres. India, so far, has been able to achieve blending up to 7%. In a plan to widen the feedstock options and meet the required blending targets, India has allowed to clear additional stocks of rice and corn from its state inventories.

To spur investments in grain-based distilleries the Food Corporation of India (FCI) will continue to supply excess rice to distilleries at the same cost i.e. Rs. 2,000 /quintal during 2021-22. As a result of bumper yields in the last two years and the open-ended procurement policy, the Government has procured food grains far beyond the buffer limit. The rice stock was higher by 2.7 times than the stocking norms. Due to this, the government has fixed prices for Ethanol made from surplus FCI rice at Rs. 56.87/litre during the December 2020-November 2021 supply year.

The price of Ethanol from maize and rice route has been increased from Rs. 50.36/litre to Rs. 51.55/litre. Additionally, GST and transportation charges will also be payable and OMCs have been advised to fix realistic transportation charges so that long distance transportation of Ethanol is not disincentivized.

A successful E20 program can save the country US \$4 billion per annum, i.e. Rs. 30,000 cr. Besides, Ethanol is a less polluting fuel, and offers equivalent efficiency at lower cost than petrol. Availability of large arable land, rising production of foodgrains and sugarcane leading to surpluses, availability of technology to produce Ethanol from plant based sources, and feasibility of making vehicles compliant to Ethanol blended petrol make E20 not only a national imperative, but also an important strategic requirement.

The ex-mill price of Ethanol being paid to Ethanol suppliers for ESY 2020-21 produced from various variants of sugarcane and food grains is given below:

| Raw material Source | Ex-mill Ethanol Price (Rs./litre) |
|----------------------------|-----------------------------------|
| B-Heavy | 57.61 |
| C-Heavy molasses | 45.69 |
| Sugar/Sugar Syrup | 62.65 |
| Damaged Food Grains/ Maize | 51.55 |
| Surplus Rice (FCI) | 56.87 |

OMCs are advised to continue according to the priority of Ethanol from 1) sugarcane juice/sugar/sugar syrup, 2) B heavy molasses 3) C heavy molasses and 4) Damaged Food grains/other sources, in that order.

Subsequent to amendment in Industries (Development & Regulation) Act, 1951, giving control on production, movement and storage of Ethanol to the Central Government, Central Government has been regularly interacting with the State Governments and other stakeholders to resolve the bottlenecks in smooth implementation of EBP Programme. The Oil Marketing companies have recently issued a 5 year tender for procurement of Ethanol which shows their long term commitment to blending of Ethanol into fuel.

Growth Drivers

India has a young demographic profile with median age of 28 years and around 67% of the population is within the legal drinking age. These two indicators represent significant growth opportunities for the industry. The youth segment is expected to redefine consumption growth, given their access and exposure to mobiles and internet. This consumer group is more focused on the customer experience offered by a product, particularly its brand and design. They are not only increasing in number but will also become more affluent with time.

The Indian Ethanol market is projected to grow from USD 2.50 billion in 2018 to USD 7.38 billion by 2024, exhibiting a CAGR of 14.50% during 2019-2024, on the back of increasing Ethanol use in applications such as fuel additives.

OPPORTUNITIES & THREATS

The Company will endeavour to maintain and enhance its position in the edible oil, vanaspati and liquor market and increase focus on the range of products. The Company has to ensure that the people working for it, who constitute its major competitive advantage, continue to contribute productivity to its business. The Company has to be on the lookout for tracking the competition and maintaining its competitive edge in terms of quality and value proportion. Following also contribute to the favourable opportunities to the Company:

1. Favourable business environment, increase in demand for the products
2. Expansion in the Product Base as a result of recent plant modification for Ethanol.
3. Increased demand for grain based Extra Neutral Alcohol and Ethanol in the country
4. Ease in availability of raw materials in the domestic market for the distillery business
5. Increased import duties and restricted entry of edible oil from foreign countries leading to push for domestic procurement of edible oil seeds

6. Double farmers income by providing fair remunerative pricing for their edible oilseed production, leading to self sufficiency of oilseeds in the country
7. Stable government in India

Our company is exposed to the risk of price fluctuation on raw material as well as on finished goods, business risk, commodity risk, etc. in its entire product range of the edible oil segment. The risk identified are reviewed and evaluated on continuous basis and suitable steps are taken on timely basis to mitigate the same. The Risk Management Process is reviewed periodically.

MANAGEMENT OUTLOOK

Buoyed by continuous increasing demand in edible oils and the Government's constant push of decreasing imports, BCL surpasses the magical turnover figure of Rs. 1436.06 crores for the Financial Year 2020-21 as its highest ever revenue in its operational span of 45 years. With continuous thrive by the R&D Lab of BCL in the perfection of the edible oil quality, it has continued to cater to the market in 2020-21, not just through its own established brands but also processing for giant players in the edible oil field to the likes of Bunge and Markfed Punjab. BCL continues to be the favourite supplier in 2020-21 for De-oiled rice bran, mustard cake, DDGS etc to various companies across the nation.

BCL has pioneered in grain based ENA/Ethanol and bottled alcohol . The Company received an order to supply 4.43 Cr liters of Ethanol for the period 1st December 2019 to 30th November 2020. In the current period, the Company received Orders for the period from 01st December, 2020 to 30th November, 2021 for supply of approx. 4.50 Cr. Litres of Ethanol to OMCs for blending purposes.

Looking at the opportunity in the Ethanol industry, the Company is also looking to capitalise on it. BCL via its Subsidiary i.e. Svaksha Distillery Limited is coming up with India's largest grain based Distillery of 200 KLPD at Kharagpur, West Bengal. The new plant is expected to commission in the FY2021-22 and it is expected to put the Group as the No.1 Grain based ENA-Ethanol manufacturer in the country.

The Company has moved forward to expand the distillery capacity in Bathinda unit by adding another Grain Based Biofuel Distillery of 200 KLPD. The CLU for the land has been approved, interest subvention file has also been approved and the file for environmental clearance is under process by MoEF. The project proposal has been filed with banks for financial assistance.

ACCOUNTING TREATMENT

The Financial Statements of the Company for the year under review have been prepared in accordance with Indian Accounting standards (Ind AS) as notified by Ministry of Corporate Affairs pursuant to Section 133 of Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standard) Rules, 2015, Companies (Indian Accounting Standards) Amendment Rules, 2016 and subsequent amendments.

(Rs. In Lakhs)

| Particulars | Standalone | | Consolidated | |
|--|-------------------------|--------------------------|-------------------------|--------------------------|
| | Current year 2020-21 | Previous year 2019-20 | Current year 2020-21 | Previous year 2019-20 |
| Revenue from operations | 143128.71 | 91,832.39 | 143128.71 | 91,832.39 |
| Other Income | 477.99 | 717.52 | 481.26 | 718.15 |
| Total Income | 143606.70 | 92,549.91 | 143609.97 | 92,550.54 |
| Profit before Depreciation, Finance Cost and Tax Expense | 8662.70 | 6,329.14 | 8660.15 | 6,321.43 |
| Less: Depreciation | 1270.07 | 1,345.21 | 1277.03 | 1,351.41 |
| Less: Finance Cost | 1297.80 | 1,479.54 | 1596.54 | 1,480.87 |
| Profit before Tax | 6094.83 | 3,504.39 | 5786.58 | 3,489.15 |
| (Less): Current Tax | (1580.00) | (575.00) | (1580.00) | (575.00) |
| Add/(Less): Deferred Tax | 8.74 | (329.22) | 8.74 | (329.22) |
| Less: Prior period items | -- | --- | -- | --- |
| Profit for the year | 4523.57 | 2,600.17 | 4215.32 | 2,584.93 |
| Other Comprehensive Income/(Loss) | (38.40) | 75.86 | (38.40) | 75.86 |
| Total Comprehensive Income | 4485.17 | 2,676.03 | 4176.92 | 2,660.79 |
| Earnings Per Share (of Rs. 10/- each): | | | | |
| Basic | 20.12 | 13.58 | 18.75 | 13.50 |
| Diluted | 20.12 | 13.58 | 18.75 | 13.50 |

Impact Of Covid-19

Presently, the Indian Economy is facing an unprecedented crisis caused by the global COVID-19 pandemic. Since April, 2020, most countries were locked down. Despite the challenging business environment during the year 2020-21, your Company was able to grow sufficiently in terms of improved turnover and profitability through marketing strategies, cost efficiency programs, logistics planning and efficient supplies. COVID-19 has had a catastrophic impact on people and economy globally.

During the year 2020-21, the Company was able to resume operations of the Edible Oil Unit of the Company w.e.f. first week of April, 2020 in line with the orders from the Central and State Governments as the same was covered under essential commodities. The Distillery Unit of the Company also restarted production from first week of April, 2020 and the Company got permission from Commissionerate of Food & Drugs Administration, Punjab to produce and supply hand sanitizers from our Distillery Unit.

The Company restarted its factory operations considering order book and available workforce, since April, 2020, adhering to the safety norms prescribed by Government of India. During the year 2020-21, the Company was able to add new product i.e. Hand Sanitizers and Handrubs and the Company got a good response for its newly incorporated product. In distillery, the Company witnessed increase in demand for ENA in big pharma and aerosol companies.

Your Directors wish to place on record their appreciation to the Company's employees, suppliers, customers & Government authorities for their selfless efforts which helped your Company reach normalcy in operations within few weeks of lock-down. The ownership and responsiveness shown by all the stakeholders is unparalleled and is a testimony of the spirit of this great organisation. Your Company shall review the long term impact of the pandemic and take all steps necessary to adapt itself to emerging changes.

PERFORMANCE REVIEW

During the year under review, the total Revenue of the Company was Rs. 1,43,606.70 Lakhs as against Rs. 92,549.91 Lakhs in the previous year, showing a massive increase of 55.17% over the previous year. The Company has earned a Net Profit after tax of Rs. 4523.57 Lakhs as against Rs. 2,600.17 Lakhs in the previous year showing an overwhelming increase of around 74% in PAT. Earnings

Per Share of the Company for the current year 2020-21 has been Rs. 20.12 as against Rs. 13.58 per share (Basic) in the previous year. The Company has achieved highest ever turnover since inception.

Your directors have made all their efforts to grow in terms of healthy financial results of the company and they achieved success in growing the same which is apparent from the financial results of the Company. Your directors are committed to keep this trend in future also.

CONSOLIDATED PERFORMANCE HIGHLIGHTS

A. EDIBLE OIL & VANASPATI

- The Edible Oil business accounted for 66% of the revenue in 2020-21.
- Revenues from Edible Oil business stood at Rs. 9514.50 Mn for 2020-21 as compared to Rs. 4893.96 Mn for year 2019-20.
- EBITDA of Edible Oil and Vanaspati segment stood at Rs. 292.43 Mn 224.45 Mn for the year 2019-20 .

B. DISTILLERY

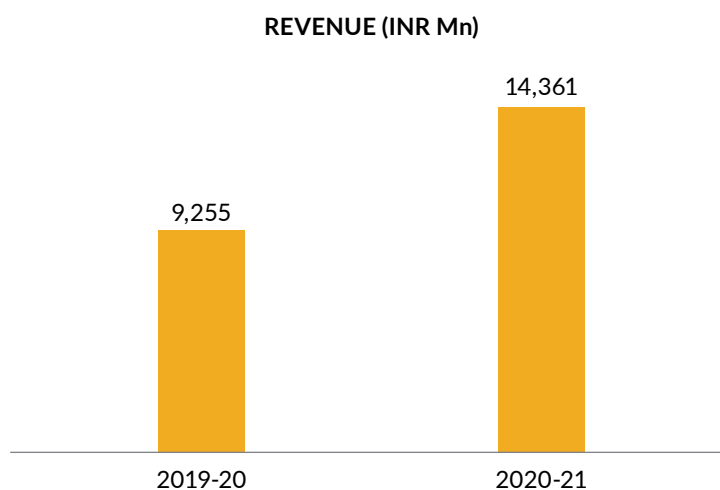
- The Distillery business contributed 32% to the total revenue in 2020-21.
- Revenues from the Distillery segment stood at Rs. 4623.43 Mn as compared to Rs. 4093.76 Mn for previous year 2019-20.
- EBITDA of Distillery Segment for the year 2020-21 was Rs. 506.63 Mn as compared to 322.84 Mn for previous year 2019-20.
- Produced 29003 KL of ENA and 40346 KL of Ethanol in year 2020-21 as compared to 39077 KL of ENA and 24332 KL of Ethanol in year 2019-20.

C. REAL ESTATE

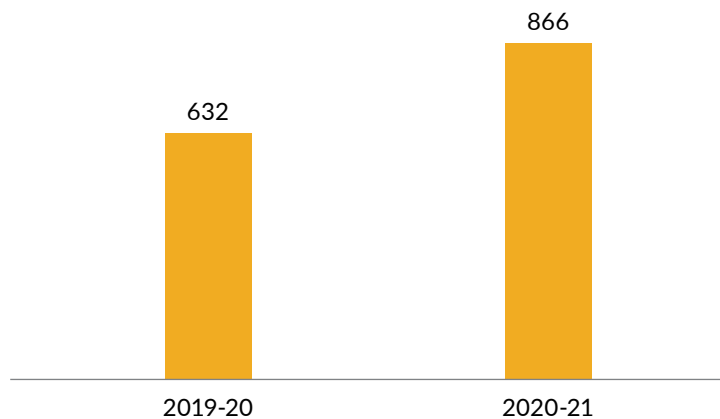
- Real Estate segment contributed to 1.55 % of the revenue for the year 2020-21
- Revenues from this segment stood at Rs. 222.74 Mn in year 2020-21 as compared to 267.27 Mn in year 2019-20.
- EBITDA for Real Estate segment were Rs. 67.20 Mn in the year 2020-21 as compared to Rs. 85.62 Mn in the year 2019-20.
- BCL will be continuing to liquidate inventory from both the projects i.e. Ganpati Estates, the township project and DD Mittal City Project, the mid segment housing project, every year.

The other financial information including highlights which have been given in the Corporate Information section of the Annual Report 2020-21 forms part of this report and should be read along-with.

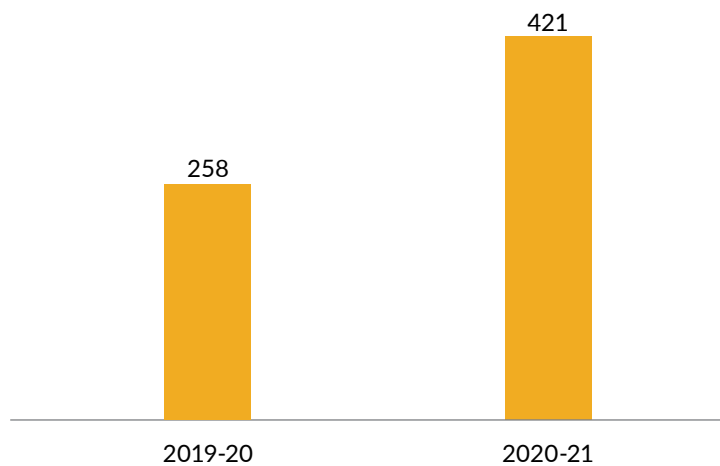
FINANCIAL ANALYSIS AND REVIEW OF PERFORMANCE



EBITDA (INR Mn)



PAT (INR Mn)



A. EDIBLE OIL

Financial Performance

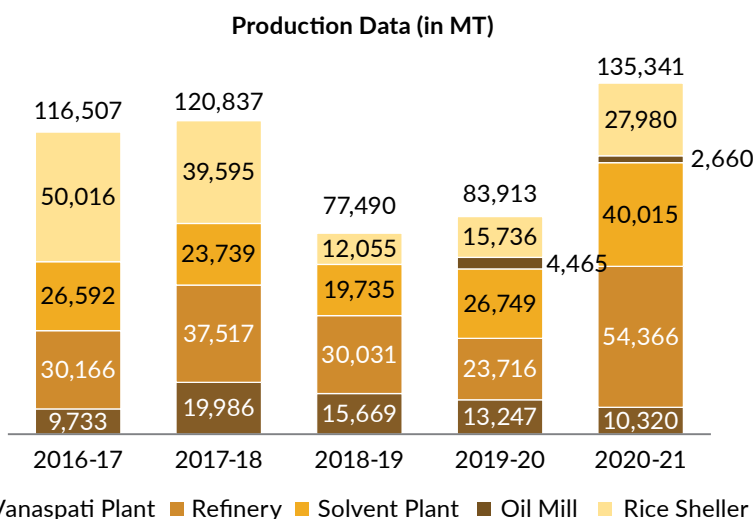
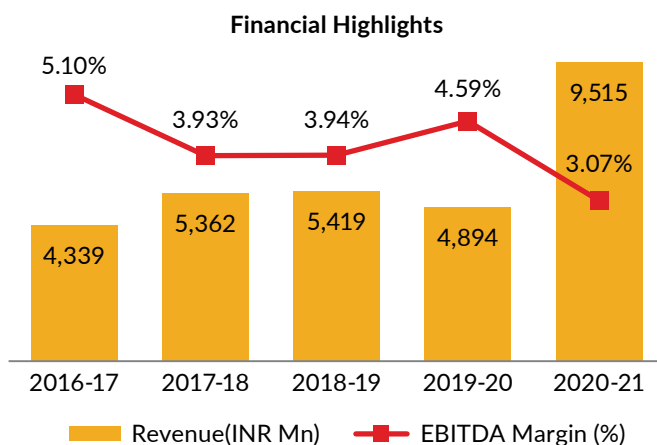
- Revenues from Edible Oil business stood at Rs. 9514.49 Mn for 2020-21 as compared to Rs. 4893.96 Mn for year 2019-20.
- EBITDA of Edible Oil and Vanaspati segment stood at Rs. 292.43 Mn as compared to Rs. 224.45 Mn for the year 2019-20.

Product Basket

- Vanaspati Ghee
- Refined Oil
- Expelling Oil from seeds
- Solvent Extraction of Oils from seeds
- De-oiled cakes
- Basmati and Para-boiled rice

Manufacturing Facility

Our manufacturing plant is located at Hazi Rattan Road, Bathinda, Punjab, with a capacity of processing 1,020 metric tonnes per day.



Management Outlook for the Edible Oil Segment

- With continuous thrive by the R&D Lab of BCL in perfection of the edible oil quality, it has continued to cater to the market in 2020-21 not just through its own established brands but also processing for giant players in the edible oil field to the likes of Bunge, US and Markfed, Punjab.
- BCL continues to be the favourite supplier in 2020-21 for De-oiled rice bran, mustard cake, DDGS, etc. to various industries in the nation.
- We plan to grow our edible oil business and also service the big MNCs for their brands in the form of contract manufacturing.
- The company is in works to shift its edible oil plant which will save at least Rs. 120 Mn per annum due to power & fuel expenses.
- This process will also free 20.62 acre of prime land in Hazi Rattan area for real estate development, the value of which is more than Rs. 800 Mn.

B. DISTILLERY

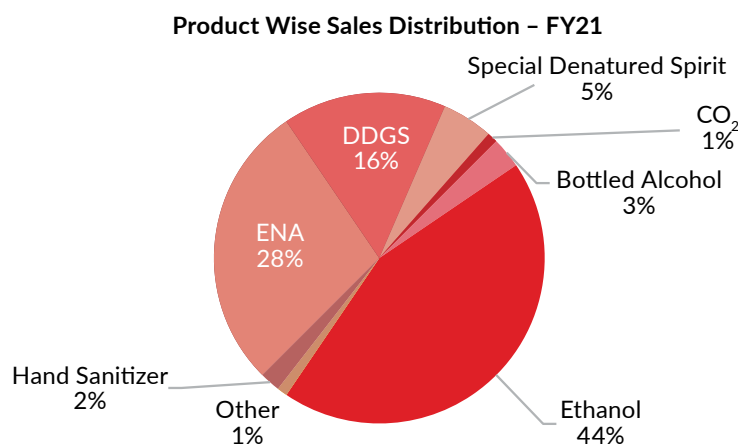
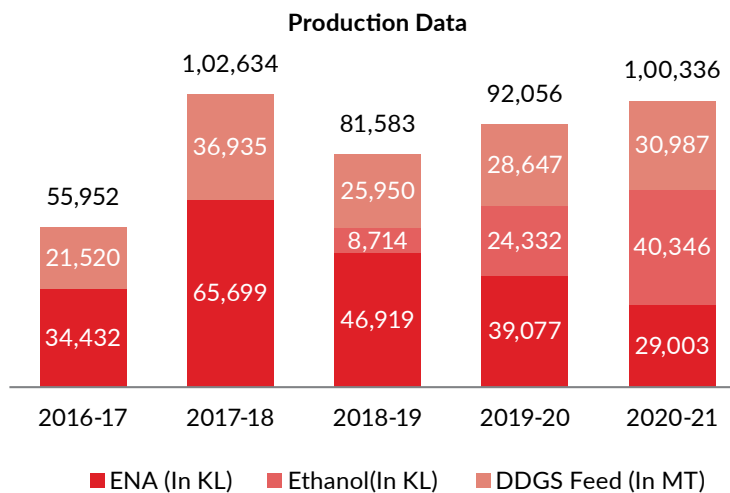
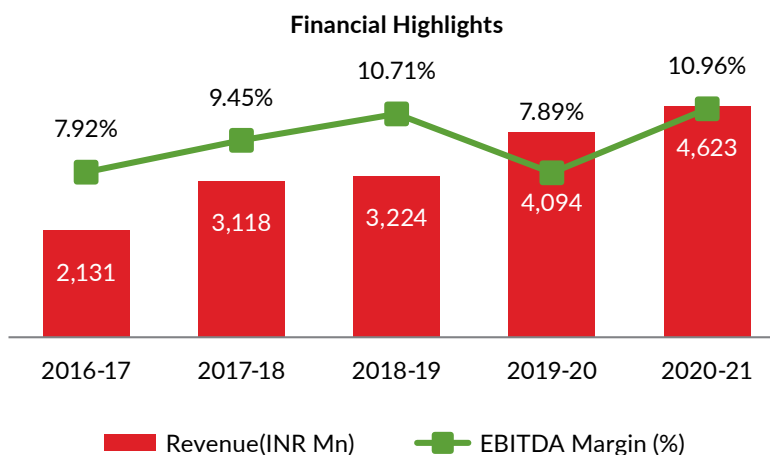
Financial Performance

- Revenues from the Distillery segment stood at Rs. 4623.43 Mn as compared to Rs. 4093.76 Mn for previous year 2019-20.

- EBITDA of Distillery Segment for the year 2020-21 was Rs. 506.63 Mn as compared to 322.84 Mn for previous year 2019-20.

Manufacturing Facility

Our manufacturing plant is located at Bathinda. Our manufacturing unit is grain based with a 200 KLPD capacity.



Management Outlook for the Distillery Segment

The Company received an order to supply 4.43 Cr liters of Ethanol for the period 1st December 2019 to 30th November 2020. In the current period, the Company received Orders for the period from 01st December, 2020 to 30th November, 2021 for supply of approx. 4.50 Cr. Litres of Ethanol to OMCs for blending purposes.

BCL is coming up with a grain based distillery plant - ENA and Ethanol Production unit with the capacity of 200 KLPD under the Company with name and style as Svaksha Distillery Ltd (SDL), floated as a subsidiary of BCL in collaboration with Kolkata based Svarna Infrastructure. The new plant is now expected to commission in FY 2021-22 and is expected to put the Group as the No.1 grain based ENA- Ethanol manufacturer in the country.

Following are the reason for choosing West Bengal as an expansion destination by BCL:

- a. West Bengal is dependent on fewer Distilleries
- b. It was observed that only 23% of the ENA demand is met with the production in West Bengal State.
- c. About 30% of ENA manufactured at BCL was exported to West Bengal. Hence manufacturing facility in Bengal would have helped BCL in below:
 - Cater proper demand in Bengal
 - Advantage of saving on transportation cost from Punjab to Bengal
 - Advantage on saving duties levied on import in Bengal in turn saving on cost
 - West Bengal is also a gateway to North East India and to East and South East Asia as an exploring option for exporting.

Further few of the reasons for choosing Kharagpur region in West Bengal for expansion is as mentioned below:

- Kharagpur is declared as a dedicated East-West Freight corridors (DFCs)
- Vicinity to Haldia and Kolkata Port, about 100 KM from the plant
- Easy and cheaper availability of raw materials as West Bengal is amongst the largest rice producing state in India
- The plot chosen for the plant is right on NH60 which directly links major districts of Kolkata and other major states like Orissa and Southern part of India. NH60 is also the part of the golden quadrilateral project connecting major cities and ports.

Growth Drivers for Distillery Business:

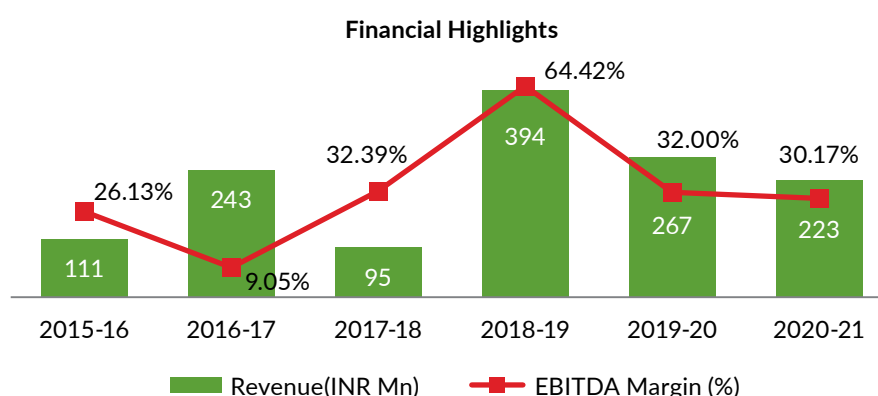
1. Benefits of National Policy on Biofuels :
 - Decreasing import dependency
 - Cleaner Environment by reducing CO2 emission
 - Increasing farmer's income by MSP
 - Supporting the sugar industry
 - Reducing foreign exchange outflow
2. BCL has a significant opportunity and advantage to bag additional tenders and further consolidate its position in the Ethanol/ ENA Industry through its Kharagpur plant, which is expected to commence by end of the financial year 2021-22.
3. Deficit to further increase with huge government push towards higher blending rate
4. Government keen on increasing Ethanol blending rate to 20% by 2030 (driven by current account deficit)
5. Government initiative to increase the cultivation of maize from 1.08 lakh hectares to 2 lakh hectares and reducing the production of rice to preserve environment and save groundwater which would benefit BCL due to technologically advanced Distillery.
6. In the recent pandemic, there was a significant demand for Hand saniters and BCL took the opportunity and was licensed to produced it under its own brand name, the company finds good growth potential in this segment going forward.

The Company has moved forward to expand the distillery capacity in Bathinda unit by adding another Grain Based Biofuel Distillery of 200 KLPD. The CLU for the land has been approved, interest subvention file has also been approved and the file for environmental clearance is under process by MoEF. The project proposal has been filed with banks for financial assistance.

C. REAL ESTATE

- Real Estate segment contributed to 1.55 % of the revenue for the year 2020-21
- Revenues from this segment stood at Rs. 222.74 Mn in year 2020-21 as compared to Rs. 267.27 Mn in year 2019-20.
- EBITDA for Real Estate segment were Rs. 67.20 Mn in the year 2020-21 as compared to Rs. 85.62 Mn in the year 2019-20.
- BCL will be continuing to liquidate inventory from both the projects i.e. Ganpati Estates, the township project and DD Mittal City Project, the mid segment housing project, every year.

The other financial information including highlights which have been given in the Corporate Information section of the Annual Report 2020-21 forms part of this report and should be read along-with.



GANPATI ENCLAVE

- This is the Company's first project which is an integrated township project of 65 acres at Dabwali Road, Bathinda City.
- The project includes service plots, villas, group housing, commercial complexes, mall and a dedicated temple.
- The township also has a school site, club and community centre.

DD MITTAL TOWERS

- The second realty project is a mid-segment housing project located at Multania road in the heart of Bathinda city. The project is already constructed and completed in all respects. About 77% inventory has been sold out and handed over to the occupants.

SIGNIFICANT CHANGE OF KEY FINANCIAL RATIOS

As required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, during the year, the significant changes in the financial ratios of the Company, which are more than 25% as compared to the previous year, are summarized below:

| Key Ratios | 2020-21 | 2019-20 | % Change | Reasons, if change is more than 25% |
|--------------------------|---------|---------|----------|---|
| Debtors Turnover Ratio | 9.41 | 3.07 | 206.51 | Increased due to increase in the level of debtors |
| Inventory Turnover Ratio | 17.52 | 2.84 | 516.90 | Increased due to Increase in turnover & better efficiency. |
| Interest Coverage Ratio | 5.70 | 3.20 | 78.81 | Increased due to Increase in Earnings before interest & Tax (EBIT) |
| Current Ratio | 1.84 | 1.55 | 0.19 | NA |
| Debt Equity Ratio | 0.27 | 0.27 | 0.00 | NA |
| Operating Profit Margin | 6.06 | 7.54 | (-)19.62 | NA |
| Net Profit Margin | 3.16 | 2.81 | 12.45 | NA |
| EPS (Diluted) Rs. | 20.12 | 13.58 | 48.16 | Increased due to Increase in PAT |
| Price Earnings Ratio | 5.69 | 2.41 | 136.10 | Increased due to Increase in PAT & share price |
| Return on Net Worth | 14.95 | 11.93 | 25.31 | Increased due to increase in PAT |

DEVELOPMENTS ON HUMAN RESOURCES AND INDUSTRIAL RELATIONS

The year under review has seen changes in the policies and procedures to make the organization high performing and successful. The Company has always valued its human resources and believes in optimum potential of each employee. During the period under review, the industrial relations were cordial without any disruptions of manufacturing activities. Additional appointments were made and annual increments were granted to salaries of employees during the period under review. As on 31st March, 2021, the Company had 454 employees on its rolls.

We believe, 'People' are the most valued resource of an organisation. Their interests and welfare is our prime concern. We strive to explore their best by creating opportunities for growth and development, while maintaining discipline and demeanour in consonance to the culture and values of the organisation. In the process, a set of parameters addressing all dimensions have been created. We also have a full-fledged manual on HR policies, which underpins and brings together the various codes of practices relating to specific aspects of Human Resources. Human Resource Management is a dynamic function, which needs to adapt to the changing business needs of the organisation. Thus, the manual provides the basic guidelines to channelize the HR initiatives in the organisation and may not provide exhaustive solutions to problems, which keep emerging at regular times in the organisation.

Objectives of HR

- To provide a standard reference to Managers and Employees in understanding their rights and carrying out their responsibilities.
- To encourage continuity and consistency in the administration and application of Human Resource Policies.
- To provide direction and clarity in the day-to-day administration of Human Resources.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has evolved a system of internal controls commensurate with its size and scale of operations, to ensure that the assets are safeguarded and transactions are authorised, recorded and correctly reported. The internal control system is supplemented by management reviews and independent periodical reviews by the outside chartered accountancy firms, which evaluate the functioning and quality of internal controls and provides assurance of its adequacy and effectiveness. The scope of internal audit covers a wide variety of operational methods and, as a minimum, ensures compliance with specified standards with regard to availability and suitability of policies and procedures, extent of adherence, reliability of management information system and authorization procedures including steps for safeguarding of assets. The reports of internal audit are placed before Audit Committee of the Directors.

The Audit Committee reviews such audit findings and the adequacy of internal control systems. The Statutory Auditors and the Internal Auditors of the Company also interact with the Audit Committee to share their findings and the status of corrective actions under implementation.

RISKS, THREATS AND RISK MANAGEMENT

Your Company faces general risks inherent in any business including political, legal, geographical, economic and environmental and competition risks and takes appropriate steps to mitigate them and reduce their impact to the extent possible. The exports of the company are subject to set legal procedures and Government rules, approvals and regulations and any change in them may affect the business of the Company. Raw material prices also affect the financial performance of the company.

In today's economic environment, Risk Management is a very important part of business. The main aim of risk management is to identify, monitor and take precautionary measures in respect of the events that may pose risks for the business. Your Company's risk management is embedded in the business processes. Your company has identified the following risks and adopts management as below:

(a) Commodity Price Risk

Your Company is exposed to commodity price fluctuations in its business. All major raw materials as well as finished goods, being agro- based, are subject to market price variations. Prices of these commodities continue to be linked to both domestic and international prices, which in turn are dependent on various macro and micro factors. Also, commodities are increasingly becoming asset classes. Prices of the raw materials and finished products manufactured by your Company fluctuate widely due to a host of local and international factors. Your Company continues to place a strong emphasis on risk management and has successfully introduced and adopted various measures for hedging the price fluctuations in order to minimise its impact on profitability. Also, your Company has initiated setting-up of a framework to upgrade itself to a robust risk management system. Further, the Company has price review mechanism to protect against material movement in price of raw materials.

(b) Interest Rate Risk

Any increase in interest rate can affect the finance cost. Your Company Dependency on debt is very optimum.

(c) Foreign Exchange Risk

Risks are associated with various forex exposures like translation, transaction, economic etc. The Company would have a risk on net import side. Import exposure includes Acceptance, Trade Payables, Trade Buyer's Credit, Interest Payable, CAPEX Buyer's Credit etc. and export exposure includes Trade Receivables etc. There are various financial instruments for hedging available to mitigate these risks like Forward Cover, Options and Derivative etc. Based on the risks involved in the hedging instrument, the Company generally uses Forward Cover as a measure for mitigating the Forex Volatility.

(d) Human Resource Risk

Your Company's ability to deliver value is dependent on its ability to attract, retain and nurture talent. Attrition and non-availability of the required talent resource can affect the overall performance of the Company. By continuously benchmarking of the best HR practices across the industry and carrying out necessary improvements to attract and retain the best talent. By putting in place production incentives on time bound basis and evaluating the performance at each stage of work. Also recruitment is across almost all states of India which helps to mitigate this risk and we do not anticipate any major issue for the coming years.

(e) Competition Risk

Your Company is always exposed to competition Risk. The increase in competition can create pressure on margins, market share, etc. However by continuous efforts to enhance the brand image of the Company by focusing on R&D, quality, cost, timely delivery, best customer service and by introducing new product range commensurate with demand your Company plans to mitigate the risks so involved.

(f) Government Policies

The policies announced by the Government have been progressive and are expected to remain likewise in future, and have generally taken an equitable view towards various stake holders, including domestic farmers, industry, and consumers.

(g) Freight and Port Infrastructure

A substantial part of the international operations of your Company are within the Asian region, and given the following import and export activities of your Company, the element of freight is not likely to cause any adverse effect on the operational performance.

Your Company has a proactive information and management system to address the issues arising out of port congestions to the maximum extent possible and has also made sufficient arrangements for storage infrastructure at the ports.

(h) Weather Conditions & Monsoon

The business model of your Company is designed to carry on a majority of its production operation even in situations of the burning weather spell during summer at Bathinda and during periods of flooded monsoon in Kharagpur, West Bengal, to take advantage of rising domestic consumption in India.

(i) Compliance Risk

Any default can attract penal provisions. Your Company regularly monitors and reviews changes in regulatory framework by monitoring

compliance through legal compliance Management tools.

(j) Industrial Safety Employee Health and Safety Risk

The Edible oil and distillery industry requires labour and are exposed to accidents health and injury risk due to machinery breakdown, etc. By development and implementation of critical safety standards across the various departments of the factory establishing training need identification at each level of employee.

(k) Domestic Economy

Your Company is well geared with multi-processing capabilities to cater to the variances and changing consumer preferences. Also, keeping in view the overall growth of the economy, emerging health consciousness and growing retail in India, it is expected that the packaged edible oil consumption will continue to outgrow the overall edible oil growth. The Ethanol business of the Company is also expected to grow further.

(l) Pandemic effects

Your Company is into Edible and vansapati oils, Distillery (ENA, Ethanol, Liquor) and Real Estate. Any kind of Pandemic which has effects on the global economy and Indian economy and which may restrict the free movement of goods, services and human, may also impact the Company.

DIRECTORS' REPORT

To
The Members,
BCL INDUSTRIES LIMITED

Your Directors have pleasure in presenting their 45th Annual Report along with the Standalone and Consolidated Audited Financial Statements of your Company for the financial year ended 31st March, 2021. The summarized consolidated and standalone financial performance of your Company is as follows:

(Rs. In Lakhs)

| Particulars | Standalone | | Consolidated | |
|--|----------------------|-----------------------|----------------------|-----------------------|
| | Current year 2020-21 | Previous year 2019-20 | Current year 2020-21 | Previous year 2019-20 |
| Revenue from operations | 143128.71 | 91,832.39 | 143128.71 | 91,832.39 |
| Other Income | 477.99 | 717.52 | 481.26 | 718.15 |
| Total Income | 143606.70 | 92,549.91 | 143609.97 | 92,550.54 |
| Profit before Depreciation, Finance Cost and Tax Expense | 8662.70 | 6,329.14 | 8660.15 | 6,321.43 |
| Less: Depreciation | 1270.07 | 1,345.21 | 1277.03 | 1,351.41 |
| Less: Finance Cost | 1297.80 | 1,479.54 | 1596.54 | 1,480.87 |
| Profit before Tax | 6094.83 | 3,504.39 | 5786.58 | 3,489.15 |
| (Less): Current Tax | (1580.00) | (575.00) | (1580.00) | (575.00) |
| Add/(Less): Deferred Tax | 8.74 | (329.22) | 8.74 | (329.22) |
| Less: Prior period items | -- | --- | -- | --- |
| Profit for the year | 4523.57 | 2,600.17 | 4215.32 | 2,584.93 |
| Other Comprehensive Income/(Loss) | (38.40) | 75.86 | (38.40) | 75.86 |
| Total Comprehensive Income | 4485.17 | 2,676.03 | 4176.92 | 2,660.79 |
| Earnings Per Share (of Rs. 10/- each): | | | | |
| Basic | 20.12 | 13.58 | 18.75 | 13.50 |
| Diluted | 20.12 | 13.58 | 18.75 | 13.50 |

IMPACT OF COVID-19

Presently, the Indian Economy is facing an unprecedented crisis caused by the global COVID-19 pandemic. Since April, 2020, most countries were locked down. Despite the challenging business environment during the year 2020-21, your Company was able to grow sufficiently in terms of improved turnover and profitability through marketing strategies, cost efficiency programs, logistics planning and efficient supplies. COVID-19 has had a catastrophic impact on people and economy globally.

During the year 2020-21, the Company was able to resume operations of the Edible Oil Unit of the Company w.e.f. first week of April, 2020 in line with the orders from the Central and State Governments as the same was covered under essential commodities. The Distillery Unit of the Company also restarted production from first week of April, 2020 and the Company got permission from Commissionerate of Food & Drugs Administration, Punjab to produce and supply hand sanitizers from our Distillery Unit.

The Company restarted its factory operations considering order book and available workforce, since April, 2020, adhering to the safety norms prescribed by Government of India. During the year 2020-21, the Company was able to add new product i.e. Hand Sanitizers and Handrubs and the Company got a good response for its newly incorporated product. In distillery, the Company witnessed increase in demand for ENA in big pharma and aerosol companies.

Your Directors wish to place on record their appreciation to the Company's employees, suppliers, customers & Government authorities for their selfless efforts which helped your Company reach normalcy in operations within few weeks of lock-down. The ownership and responsiveness shown by all the stakeholders is unparalleled and is a testimony of the spirit of this great organisation. Your Company shall review the long term impact of the pandemic and take all steps necessary to adapt itself to emerging changes.

PERFORMANCE REVIEW

During the year under review, the total Revenue of the Company was Rs. 1,43,606.70 Lakhs as against Rs. 92,549.91 Lakhs in the previous year, showing a massive increase of 55.17% over the previous year. The Company has earned a Net Profit after tax of Rs. 4523.57 Lakhs as against Rs. 2,600.17 Lakhs in the previous year showing an overwhelming increase of around 74% in PAT. Earnings Per Share of the Company for the current year 2020-21 has been Rs. 20.12 as against Rs. 13.58 per share (Basic) in the previous year. The Company has achieved highest ever turnover since inception.

Your directors have made all their efforts to grow in terms of healthy financial results of the company and they achieved success in growing the same which is apparent from the financial results of the Company. Your directors are committed to keep this trend in future also.

EXPANSION PLANS

The Company has moved forward to expand the distillery capacity in Bathinda unit by adding another Grain Based Biofuel Distillery of 200 KLPD. The CLU for the land has been approved, interest subvention file has also been approved and the file for environmental clearance is under process by MoEF The project proposal has been filed with banks for financial assistance.

CONSOLIDATED FINANCIAL STATEMENTS

As per Regulation 33 of the SEBI ("Listing Obligations and Disclosure Requirements) Regulations 2015 and applicable provisions of the Companies Act, 2013 read with the Rules issued there under, the Consolidated Financial Statements of the Company for the Financial year 2020-21 have been prepared in compliance with the applicable Accounting Standards, Ind- AS and on the basis of Audited Financial Statements of the Company and its Subsidiary as approved by the respective Board of Directors. The Consolidated Financial Statements together with Auditors Report from part of the Annual Report.

SHARE CAPITAL/CHANGES IN CAPITAL STRUCTURE

During the year 2020-21, the Company had allotted 50,00,000 Equity Shares of face value of Rs. 10/- each at a price of Rs. 60/- per share (including a premium of Rs. 50/- per share) on preferential basis to specified persons of Promoter Group and a specified entity belonging to Public Category. As a result, the paid-up equity share capital of the Company was increased to Rs. 24,15,00,000/- divided into 2,41,50,000 fully paid equity shares of Rs 10/- each.

The proceeds of the issue of 50,00,000 equity shares on a preferential basis were fully utilized by the Company for the objects stated in the Explanatory Statement to the Notice of Postal Ballot i.e. for the purpose for which those were raised. Further there was no deviation or variation in the utilization of the proceeds raised through the Company's Preferential issue of Equity shares.

Further, during the year 2020-21, the Company made application to NSE for listing as an Existing Company. The Equity Shares of the Company were approved by NSE to be listed and admitted to dealings on the National Stock Exchange (NSE) w.e.f. March 04, 2021 listed at NSE under Scrip Code BCLIND

During the year under review, except for preferential issue as above stated, the Company has neither issued any shares with differential voting rights or granted stock options or issued sweat equity or purchased its own shares nor the company has made any Public/ Rights/ Bonus/Buy back of Equity Shares of the Company.

DIRECTORS AND KMPs

(i) Appointments

Mr. Kushal Mittal, was appointed as an Additional Director w.e.f. 01st April, 2020. He was further appointed as Director and Joint Managing Director of the Company w.e.f. 03rd August, 2020, as approved by Members at 44th Annual General Meeting of the Company.

Further, Mr. Param Pal Singh Bal (DIN: 09013282) was appointed as Additional Director (Independent) w.e.f. 09th January, 2021. He is proposed to be appointed as the Independent Director for a period upto 31st December, 2025, subject to the approval of Members at the ensuing Annual General Meeting of the Company.

(ii) Retirement by rotation.

In accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company, Sh. Rajinder Mittal, Managing Director and Sh. Sat Narain Goyal, Whole-time Director of the Company, retire by rotation at the ensuing Annual General Meeting and being eligible offer themselves for re-appointment.

(iii) Resignations/ Removal of Directors

During the year 2020-21, Mr. V.K. Nayyar, Independent Director resigned w.e.f. 09th January, 2021.

(iv) Declarations by Independent Directors

Pursuant to sub section (6) of Section 149 of the Companies Act, 2013 and Reg 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, the Independent Directors of the Company have given declaration to the Company that they qualify the criteria of independence as required under the Act and the regulations.

(v) Board Meetings

The Board meets at regular intervals to discuss and decide on Company's business operations, policies and strategy apart from other Board businesses. During the year, 11(Eleven) Board Meetings and 11(Eleven) Audit Committee Meetings were convened and held. The details are given in the Corporate Governance Report. The intervening gap between the two Meetings was within the period prescribed under the Companies Act, 2013. Pursuant to the circular relating to the "enforcement of SEBI Order regarding appointment of directors by listed companies" dated June 20, 2018, none of the director of the Company, is debarred from holding the office of director pursuant to any SEBI order.

(vi) Board Evaluation

The Board has carried out an annual evaluation of its own performance, the Directors and also Committees of the Board based on the guideline formulated by the Nomination & Remuneration Committee. Board composition, quality and timely flow of information, frequency of meetings, and level of participation in discussions were some of the parameters considered during the evaluation process. The details of the familiarization programme adopted by the Company for the orientation and training of the Directors and the Board evaluation process for Directors undertaken in compliance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms part of the Corporate Governance Report of this Annual Report.

Further, a Separate Meeting of the Independent Directors of the Company was held once during the year on 31.10.2020 which also reviewed the performance of the Non-executive directors, Chairman of the Company and performance of the Board as a whole. The details of the programme for familiarization of the Independent Directors of your Company are available on the Company's website at web link: <https://www.bcl.ind.in/wp-content/uploads/2021/05/FAMILIARIZATION-PROGRAMME-BCL-2020-2021.pdf>

(vii) Nomination & Remuneration Policy

The Board has, on the recommendation of the Nomination & Remuneration Committee, already framed a Policy for selection, appointment and remuneration of Directors and Key Managerial Personnel. The policy on Director's appointment and remuneration including criteria for determining qualifications, positive attributes, independence of Director, and also remuneration for key managerial personnel and other employees, forms part of the Corporate Governance Report of this Annual Report.

(viii) Key Managerial Personnel

During the year 2020-21, the Company had five Key Managerial Personnel viz. Mr. Rajinder Mittal, Managing Director, Mr. Sat Narain Goyal, Whole time Director, Mr. Kushal Mittal, Jt. Mg. Director , Mr. Gulab Singh, CFO and Mr. Gurinder Singh Makkar, Company Secretary. Mr. Subhash Chander Mittal, CEO of the Company resigned and his resignation was approved at the Board Meeting held on 06th July, 2020.

In compliance with Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, brief resume of all the Directors proposed to be appointed / re-appointed are given in the Annual Report. The details about KMPs are given in Corporate Governance Report section of the Annual Report.

CHANGES IN MANAGERIAL PERSONNEL

During Financial Year 2020-21, Mr. Subhash Chander Mittal, CEO of the Company resigned and his resignation was approved at the Board Meeting held on 06th July, 2020.

Further Mr. Kushal Mittal has been appointed as Joint Managing Director w.e.f. 03rd August, 2020, and his appointment as such was approved by Members of the Company at 44th Annual General Meeting.

CHANGE IN THE NAME OF THE COMPANY

There was no change in the name of the Company during the Financial Year 2020-21.



SUBSIDIARY COMPANY

The Company has a Subsidiary Company viz. M/s Svaksha Distillery Limited. The stake of the Company in its subsidiary was enhanced during the year and the Company holds 73.05% Equity Shares in the subsidiary as on 31st March, 2021.

The capex work for Svaksha Distillery has faced some delays due to the 2nd wave of COVID-19 and strict lockdowns initiated across the country. Despite the difficulties, the work is progressing slowly but steadily, and the management is hopeful to commercialise the plant in the second half of financial year 2021-22.

A separate statement containing the salient features of Financial Statements of the Subsidiary of the company in the prescribed form AOC-1 given at **Annexure- E** forms a part of this report and consolidated Financial Statements in accordance with Section 129 (3) and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014. The said form also highlights the Financial Performance of the subsidiary Company included in the Consolidated Financial Statements pursuant to Rule 8(1) of the Companies (Accounts) Rules, 2014.

In accordance with Section 136 of the Companies Act, 2013, the Financial Statements of the Subsidiary Company shall be kept open for inspection by the members at the Registered office of the Company during Business hours on all days except Saturdays, Sundays and public holidays up to the date of the Annual General Meeting ('AGM') and shall also be available on the website of the Company. Any member desirous of obtaining a copy of the said financial statements may write at registered office of the company. The Audited Financial Statements including Consolidated Financial Statements and all other documents required to be attached to this report have been uploaded on the website of the company www.bcl.ind.in. The company has also formulated a policy for determining material subsidiary. The said policy is also available on the website of the Company and the web link of the same is <https://www.bcl.ind.in/pdf/BCL-POLICY-FOR-DETERMINING-MATERIAL-SUBSIDIARY-2020.pdf>

DIVIDEND

The turnover and profitability of the Company saw an upswing in the year 2020-21. The Company is also planning to set up another 200 KLPD Grain Based Bio Fuel distillery in Bathinda by way of expansion to its existing 200 KLPD. In order to expand its business operations and manufacturing capacities properly, the Company needed to keep its funds and other arrangements in order. For this purpose, the Promoters Group had come forward and waived off their right to dividend, in respect of f.y. 2020-21.

On the other hand, with a view to give a share of the improved profits and motivate and reward the public shareholders, your directors are pleased to recommend a dividend @ 50 % i.e. Rs. 5/- per share only on 9331173 equity shares belonging to public category, aggregating to Rs. 466.56 Lakhs (i.e. (excluding the Equity Share upon which the Promoters/Promoters Group have waived/ forgone his/their right to receive the dividend by him/them for Financial Year 2020-21) has been recommended by the Board, in respect of f.y. 2020-21, for only public category shareholders.

Hence the Dividend, if any, approved by the Members at the ensuing Annual General Meeting shall be only upon 9331173 Equity Shares. Subject to the provisions of Companies Act, 2013, dividend as recommended by the Board of Directors, if declared at the Meeting, will be paid within 30 days of the declaration of same.

TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND

In terms of the provisions of Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 / Investor Education and Protection Fund (Awareness and Protection of Investors) Rules, 2001, there are no amounts requiring transfer to Investor Education and Protection Fund during the year 2020-21. Dividends that remain unclaimed/ unpaid for a period of seven (7) years from the date on which they were declared, are required to be transferred to the Investor Education and Protection Fund.

TRANSFER TO RESERVES

The Company does not propose to transfer any amount to reserves.

REPORTING OF FRAUDS

There was no instance of fraud during the year under review, which required the Statutory Auditors to report to the Audit Committee and / or to the Board as required under Section 143(12) of the Act and the rules made thereunder.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The details of loans, guarantees and investments covered under Section 186 of the Companies Act, 2013 and details of loans from Banks/FIs/ Directors, are provided in Financial Statements and Notes thereto.

DEPOSITS

The Company has invited, accepted or renewed any deposits during the Financial Year 2020-21. The details of deposits accepted/ renewed/ repaid during the year under review are furnished hereunder:

| Sr. No. | Particulars | Old Scheme (Rs. In Lakhs) (A) | New Scheme 2019 (Rs. In Lakhs) (B) |
|---------|--|-------------------------------|------------------------------------|
| a | Accepted during the year | - | 46.50 |
| b | Remained unpaid or unclaimed as at the end of the Year | - | - |
| c | Whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved | | |
| | (i) at the beginning of the year; | - | - |
| | (ii) maximum during the year; | - | - |
| | (iii) at the end of the year | - | - |
| d | The details of deposits which are not in compliance with the requirements of Chapter V of the Companies Act, 2013 | - | - |
| e | Amount of deposits repaid during the year | 17.75 | - |
| f | Balance of deposits outstanding at the end of the Year | - | 96.25 |
| | Total Balance outstanding as on 31st March, 2021= (A+B) | 96.25 | |

CHANGE IN THE NATURE OF BUSINESS

There is no change in the nature of the business of the Company. Your Company tends to run the same business activities till date.

MATERIAL CHANGES BETWEEN THE DATE OF THE BOARD REPORT AND END OF FINANCIAL YEAR

There have been no material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

RESOLUTION AND MATTERS APPROVED THROUGH POSTAL BALLOT DURING FINANCIAL YEAR

During the year 2020-21, no EGM was conducted. However, a postal ballot programme was conducted and the Members of the Company, in response to the Notice of Postal Ballot dated 22nd May, 2020, had passed the following resolutions on 21st June, 2020 through Postal Ballot:

1. Issue, Offer and Allot Equity Shares on Preferential Basis. (Special Resolution)
2. Approval to Related Party Transactions. (Ordinary Resolution)

ANNUAL RETURN

Pursuant to Section 92(3) read with section 134(3)(a) of the Companies Act, 2013, copies of the Annual Returns of the Company prepared in accordance with Section 92(1) of the Companies Act, 2013 read with Rule 11 of the Companies (Management and Administration) Rules, 2014 are placed on the website of the Company and is accessible at the weblink: <https://www.bcl.ind.in/wp-content/uploads/2021/06/MGT-7-ANNUAL-RETURN-2021.pdf>

CORPORATE GOVERNANCE REPORT

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

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report as given in the Annual Report forms part of this Report.

COMMITTEES OF THE BOARD

The Board Committees play a crucial role in the governance structure of the Company and have been constituted to deal with the specific areas / activities which concern the Company and need a closer review.

The Board Committees are set up under formal approval of the Board to carry out clearly defined roles which are considered to be performed by members of the Board, as a part of good governance practice. The Board supervises the execution of its responsibilities by the Committees and is responsible for their action. The minutes of the meetings of all Committees are placed before the Board for review. The Board has currently the following Statutory Committees:

- (a) Audit Committee
- (b) Nomination and Remuneration Committee
- (c) Stakeholder Relationship Committee
- (d) Corporate Social Responsibility Committee

RELATED PARTY TRANSACTIONS

All transactions entered with Related Parties for the year under review were on arm's length basis and in the ordinary course of business and that the provisions of Section 188 of the Companies Act, 2013 and the Rules made there under are not attracted. No material related party transactions were entered into during the financial year by the Company. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Act in Form AOC-2 is not applicable to the Company for FY 2020-21. All related party transactions are placed before the Audit Committee of the Board of Directors for its approval. Prior omnibus approval of the Audit Committee of the Board of Directors is obtained for the transactions, which are of foreseen and repetitive nature. A statement giving details of all related party transactions, entered pursuant to the omnibus approval so granted, is placed before the Audit Committee of the Board of Directors for their review on a quarterly basis. The policy on Materiality of and dealing with Related Party transactions as approved by the Board is uploaded on the Company's website i.e. www.bcl.ind.in.

Further, the Members of the Company vide Ordinary Resolution passed on 21st June, 2020 through Postal Ballot Process of the Company, have given approval to material related party transactions up to a maximum amount of Rs. 350 Crores in aggregate with each related party for a total period of 3 financial years beginning financial year 2020-21 subject to the conditions that in a single Financial Year, transactions upto Rs. 150 Crores with Svaksha Distillery Limited and upto Rs.100 Crores with the other related parties can be made and such transactions with each said related party shall not exceed the respective limits in any single financial year.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

Pursuant to Section 177(9) of the Companies Act, 2013 and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has formulated a Vigil Mechanism for directors and employees to report genuine concerns have been established. The Vigil Mechanism Policy has been uploaded on the website of the Company at www.bcl.ind.in.

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

The information relating to conservation of energy, technology absorption and foreign exchange earnings & outgo, as required under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014, is given at **Annexure - B** forming part of this Report.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant and material orders passed by the Regulators/ Courts which would impact the going concern status of the Company and its future operations.

STATUTORY AUDITORS

M/s AMRG & Associates, Chartered Accountants, New Delhi, (FRN: 004453N) were appointed as the Statutory Auditors of the Company to hold office from the conclusion of 42nd Annual General Meeting up to the conclusion of 47th Annual General Meeting.

There are no qualifications or reservation or remarks made by the Auditors in their Report.

SECRETARIAL AUDIT AND SECRETARIAL COMPLIANCE REPORT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company had appointed M/s S. Parnami & Associates, Company Secretaries, a firm of Company Secretaries in Practice, to undertake the Secretarial Audit of the Company. Secretarial Audit Report as per Section 204 of Companies Act 2013 is placed as **Annexure - A** to this report. No adverse comments have been made in the said report by the Practicing Company Secretary.

Regulation 24 A of SEBI (LODR) Regulations read with SEBI circular no. CIR/CFD/CMD1/27/2019 mandated all listed entities to obtain annual secretarial compliance Reports on compliance with SEBI Regulations and circulars/guidelines issued thereunder from a company secretary in practice. Accordingly, the Company has obtained a Secretarial Compliance Report for FY 2020-21 from S.

Parnami & Associates, Practicing Company Secretaries and filed the same with BSE and NSE.

The Auditors' Report and the Secretarial Audit Report for the Financial Year ended March 31, 2021, do not contain any qualification or reservation or adverse remarks.

COST AUDITORS

The Board of Directors has on the recommendation of Audit Committee, approved the appointment of M/s Khushwinder Kumar & Co., Cost Accountants, Jalandhar (Firm Registration No. 100123), as the Cost Auditors of the Company for the year 2021-22 at a remuneration of Rs. 50,000/- plus taxes and out of pocket expenses. The proposed remuneration of the Cost Auditors would be approved by the members in the ensuing AGM. For the year 2020-21, the Cost Audit report shall be duly filed within prescribed time.

APPLICABILITY AND MAINTENANCE OF COST RECORDS

In terms of Companies (Accounts) Amendment Rules, 2018, a Disclosure is hereby made that maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, is required by the Company and accordingly such accounts and records are made and maintained.

AUDITORS' REPORT

The Auditors' Report is self-explanatory and do not call for further comments as there are no adverse remarks in the Auditors' Report.

APPOINTMENT OF SECRETARIAL AUDITOR AND INTERNAL AUDITOR

The Company had, in accordance with the applicable provisions of the Companies Act, 2013, appointed M/s S. Parnami & Associates, Practicing Company Secretaries (C.P. No. 11181), Bathinda, as the Secretarial Auditors for year 2020-21. During the year, the Company has appointed M/s Mohan & Mohan, Chartered accountants (FRN 002612N), Bathinda as the Internal Auditors of the Company. Further, after close of Financial year 2020-21, M/s Mohan & Mohan, Chartered accountants (FRN 002612N), Bathinda have been re-appointed as Internal Auditors for Financial Year 2021-22 and M/s S. Parnami & Associates, Practicing Company Secretaries (C.P. No. 11181), Bathinda, have also been re-appointed as the Secretarial Auditors for year 2021-22.

EXTRACT OF ANNUAL RETURN

As per the requirements of Section 92(3) of the Act and Rules framed thereunder, the extract of the Annual Return for FY 2020-21 is uploaded on the website of the Company and the same is available at website <https://www.bcl.ind.in/wp-content/uploads/2021/06/MGT-7-ANNUAL-RETURN-2021.pdf>

LISTING OF SECURITIES

During the year 2020-21, the Company allotted 50,00,000 Equity Shares of face value of Rs. 10/- each at a price of Rs. 60/- per share (including a premium of Rs. 50/- per share) on preferential basis to specified persons of Promoter Group and a specified entity belonging to Public Category. As a result, the paid-up equity share capital of the Company was increased to Rs. 24,15,00,000/- divided into 2,41,50,000 equity shares of Rs 10/- each. The said Equity Shares allotted on preferential basis were duly listed at BSE.

Further, during the year 2020-21, the Company made application to NSE for listing as an Existing Company. The Equity Shares of the Company were approved by NSE to be listed and admitted to dealings on the National Stock Exchange (NSE) w.e.f. March 04, 2021 listed at NSE under Scrip Code BCLIND.

Presently, the securities of the Company are listed at both BSE Ltd. (BSE) and National Stock Exchange (NSE). The Company has paid the listing fees to the BSE and NSE up to the financial year 2021-22.

INDUSTRIAL RELATIONS

The industrial relations remained very cordial and responsive during the year under review.

DISCLOSURE OF COMPLAINTS OF SEXUAL HARRASMENT, CHILD LABOUR ETC.

The Company's Policy on Prevention of Sexual Harassment at workplace is in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (Prevention of Sexual Harassment of Women at Workplace Act) and Rules framed there under. Internal Complaints Committees have also been set up to redress complaints received regarding sexual harassment.

The Company is committed to providing a safe and conducive work environment to all of its employees and associates. The following is a summary of sexual harassment complaints received and disposed off during the year 2020-21:

| Sr. No. | Category | No. of complaints during financial year 2020-21 | No. of complaints pending as at end of year 2020-21 |
|---------|---|--|---|
| 1 | Child labour / forced labour / involuntary labour | The Company does not hire Child Labour, Forced Labour or involuntary Labour (No Case Reported) | Not Applicable |
| 2 | Sexual Harassment | No reported case | Not Applicable |
| 3 | Discriminatory Employment | No reported case | Not Applicable |

STATEMENT AS TO INTERNAL COMPLAINTS COMMITTEE

In terms of Companies (Accounts) Amendment Rules, 2018, it is hereby stated that the Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

STATEMENT ON COMPLIANCE WITH APPLICABLE SECRETARIAL STANDARDS

It is hereby stated that the Company has duly complied with applicable Secretarial Standards for the year 2020-21.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

As per requirement of Section 135 of the Companies Act, 2013 read with Schedule VII of the said Act and further read with Companies (Corporate Social Responsibility) Rules, 2014, the Company has a duly constituted "Corporate Social Responsibility Committee" consisting of following persons as Members/ Chairman:

| Sr. No. | Name of Director | Designation |
|---------|---------------------------|---|
| 1 | Mr. Parampal Singh Bal | Chairman (Non-Executive and independent Director) |
| 2 | Mr. Ramesh Chander Nayyar | Member (Non-Executive and independent Director) |
| 3 | Mrs. Neerja Jain | Member ((Non-Executive and independent Director) |
| 4 | Mr. Sat Narain Goyal | Member (Whole Time Director) |

During the year 2020-21, the Company had identified certain projects/activities on which the CSR expenditure for the financial year 2020-21 was made. The activities included promoting of education and healthcare etc. Details about the CSR policy and initiatives taken by the Company during the year are available on your company's website www.bcl.ind.in. The Report on CSR activities is given in **Annexure- C** forming part of this Report.

The Company has spent more than the CSR expenditure required to be made on CSR Activities under Section 135 of the Companies Act, 2013 read with relevant Rules thereto. The Company is endeavored to ensure full utilization of the allocated CSR budget.

GRATUITY

The provision for gratuity has been made as provided under the Payment of Gratuity Act on the basis of Actuarial Valuation.

PARTICULARS OF THE EMPLOYEES

The provisions of Rule 5(2) & 5(3) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 requiring particulars of the employees in receipt of remuneration in excess of R 8.5 lakhs per month or R 1.02 Crores per year to be disclosed in the Report of Board of Directors are not applicable to the Company as none of the employees was in receipt of remuneration in excess of the these specified amounts. So this information is NIL.

The information and other details required under Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 is given in the Statement annexed herewith at **Annexure- D** forming part of this Report.

RISK MANAGEMENT

The Company believes that managing risks helps in maximizing returns. A risk management framework have been developed and implemented by the company for identification of elements of risk if any, which in opinion of board may threaten the existence of the company. It aims to identify commodity prices, Price fluctuation of raw material and finished goods, Credit Risks, inflation, Strategic Risks, etc. The effectiveness of risk management framework and system is periodically reviewed by Board of Directors of the company. However, in the opinion of Board, none of the above-mentioned risks threaten the existence of the Company.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has designed and implemented a process driven framework for Internal Financial Controls. For the year ended on March 31, 2021, the Board is of the opinion that the Company has sound Internal Financial Controls commensurate with the size, scale and complexity of its business operations. During the year, such controls were tested and no material weakness in their operating effectiveness was observed. The Company has a process in place to continuously monitor the same and identify gaps, if any, and implement new and/ or improved controls whenever the effect of such gaps would have a material effect on the Company's operations.

CAUTIONARY STATEMENT

Statements in this report, describing the Company's objectives, expectations and/or anticipations may be forward looking within the meaning of applicable Securities Law and Regulations. Actual results may differ materially from those stated in the statement. Important factors that could influence the Company's operations include global and domestic supply and demand conditions affecting selling prices of finished goods, availability of inputs and their prices, changes in the Government policies, regulations, tax laws, economic developments within the country and outside and other factors such as litigation and industrial relations.

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

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the Section 134 (5) of the Companies Act, 2013 the Board of Directors of the Company confirms that:

- a) In the preparation of the annual accounts for the financial year ended March 31, 2021, the applicable accounting standards and Ind AS had been followed and there were no material departures;
- b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year as at March 31, 2021 and of the profit and loss of the company for that period;
- c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) The directors had prepared the annual accounts on a going concern basis;
- e) The directors, in the case of a listed Company, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DECLARATION REGARDING CODE OF CONDUCT

Directors, Key Managerial Personnel and senior management of the Company have confirmed compliance with the Code of Conduct applicable to the Directors and employees of the Company and the declaration in this regard made by CEO and the Mg. Director of the Company forms part of this Annual Report. The said code is available at the Company's website i.e. www.bcl.ind.in.

ACKNOWLEDGEMENTS

The Board of Directors place on record sincere gratitude and appreciation for all the employees at all levels for their hard work, solidarity, cooperation and dedication during the year.

The Board conveys its appreciation for its customers, shareholders, suppliers as well as vendors, bankers, business associates, regulatory and government authorities for their continued support.

For and on behalf of the Board of Directors

(RAJINDER MITTAL)

(SAT NARAIN GOYAL)

Place : Bathinda, Punjab

Managing Director

Whole Time Director

Date : 09th June, 2021

DIN: 00033082

DIN: 00050643

ANNEXURE - A: TO THE DIRECTORS' REPORT

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021 (FORM MR-3)

[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,
BCL Industries Limited
Hazi Rattan, Link Road, Bathinda-151001 (Punjab)
(CIN: L24231PB1976PLC003624)

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by BCL Industries Limited, Bathinda. Secretarial Audit was conducted in a manner that provided us a reasonable basis for valuating 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 produced before us and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has during the audit period covering the financial year ended on 31st March, 2021 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 report that

- a) Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- b) We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices I followed provide a reasonable basis for our opinion.
- c) We have not verified the correctness and appropriateness of the financial statement of the company.
- d) Where-ever required, we have obtained the management representation about the compliances of laws, rules and regulations and happening of events etc.
- e) The compliance of the provisions of the corporate and other applicable laws, rules, regulation, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
- f) 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.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by BCL Industries Limited and produced before us for the financial year ended on 31st March, 2021 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.
- (ii) The Company has complied with the relevant provisions of Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under where ever applicable to the company.
- (iii) The Company has complied with the relevant provisions of the Depositories Act, 1996 and the Regulations and Bye- laws framed there under where ever applicable to the company.
- (iv) There were no issues which required specific compliance of the Foreign Exchange Management Act, 1999 and the rules and regulations made there under.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - (a) There were no issues which required specific approval of the provisions of The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 amended up to date.

- (b) There were no issues which required specific approval of the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992/SEBI (Prohibition of Insider Trading) Regulations, 2015 amended up to date.
- (c) There were no issues which required the specific compliance/ approval of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 amended up to date. However, the Company has made an application to SEBI for extension of time by one month, for allotment of Equity shares to proposed allottees to preferential issue of the Company due to problems faced by them due to COVID-19 pandemic and prevailing market conditions. The Company had duly paid fee for said Application. The SEBI had acceded to request of the Company and has granted additional 30 days for allotment of Equity shares to proposed allottees to preferential issue of the Company, during which allotment was duly made and shares were duly listed at BSE
- (d) There were no issues which required the specific compliance/ approval of the Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 amended up to date.
- (e) There were no issues which required the specific compliance/ approval of the Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 amended up to date.
- (f) There were no issues which required the specific compliance/ approval of 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 amended up to date.
- (g) There were no issues which required the specific compliance/ approval of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 amended up to date; and
- (h) There were no issues which required the specific compliance/ approval of the Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 amended up to date;
- (i) There were no issues which required the specific compliance/ approval of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 amended up to date;
- (vi) The Company is into the business of manufacturing of Edible oils, Distilleries and Real Estate. And as per representation given by the company following are some of the laws which are specifically applicable to the company.
- Water (Prevention and Control of Pollution) Act, 1974
 - Air (Prevention and Control of Pollution) Act, 1981
 - Environment Protection Act, 1986
 - The Hazardous Wastes (Management and Handling) Rules 1989
 - Labour Laws
 - Industrial Dispute Act, 1947
 - Food Safety and Standard Act, 2006
 - Inflammable Substance Act, 1952
 - Agricultural and Processed Food Products Export Cess Act, 1986
 - Standards for Discharge of Environmental Pollutants
 - Transfer of Property Act, 1882
 - The Factories Act, 1948
 - Building and other Construction Workers (Regulation of Employment and Condition of Services) Act, 1966
 - The Prevention of Food Adulteration Act, 1954

The Company has complied with all the provisions of the above-mentioned Acts. We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India to the extent of its applicability.
- (ii) Company had entered into a listing agreement as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and duly complied the various Clauses of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We have checked the compliance management system of the company to obtain reasonable assurance about the adequacy of the system in place to ensure compliance of specifically applicable laws and this verification was done on test basis. We believe that the

audit evidence which we have obtained is sufficient and appropriate to provide a basis for our audit opinion and to the best of our information and according to explanations given to us, we believe that the compliance management system of the company is seems adequate to ensure compliance of laws specifically applicable to the company.

We further report that the Board of Directors of the Company is duly constituted. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

Board decisions are carried out with unanimous consent and therefore, no dissenting views were required to be captured and recorded as part of the minutes.

We further report that the members in their Annual General Meeting held on 31st October, 2020 have passed the following Special Resolutions:

- a. Appointment of Mr. Kushal Mittal (DIN: 07276145), as Joint Managing Director of the Company.
- b. Revision in Remuneration payable to Mr. Rajinder Mittal (DIN: 00033082), as Managing Director of the Company from Rs. Two Lakh Fifty Thousand only per month to Rs. Five Lakhs per month w.e.f. 03rd August, 2020 upto end of remaining period of his current tenure i.e. upto 12th August, 2021.
- c. Re-appointment of Mr. Rajinder Mittal (DIN:00033082), as Managing Director of the Company.
- d. Re-appointment of Mr. Sat Narain Goyal (DIN: 00050643), as Whole Time Director of the Company.
- e. Authorization given to the Board of Directors of the Company to accept Deposits.

We further report that during the audit period the Company has following specific events/actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. referred to above.

During the period under review and as per the explanations and clarifications given to us and the representations made by the Management, the Company has generally complied with the provisions of the concerned Act, Rules, Regulations, Guidelines, etc. mentioned above.

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

For S. Parnami & Associates
Company Secretaries

Dated : 03/06/2021
Place : Bathinda, Punjab

Sd/
Sourabh Parnami
M. No. F9396
CP No. 11181
UDIN: F009396C000417650



To,
The Members,
BCL Industries Limited
Hazi Rattan, Link Road, Bathinda-151001 (Punjab) (CIN: L24231PB1976PLC003624)

OUR SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR 31ST MARCH, 2021 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, device proper system to ensure compliance with the maintenance of all applicable laws and regulations and to ensure that the system 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. Whenever required, we have obtained the management's representation about the compliance of laws, rules and regulation and happening of event etc.

DISCLAIMER

5. The Secretarial Audit Report is neither assurance as to the further viability of the company nor of the efficacy of effectiveness with which the management has conducted the affairs of the company.
6. We have not verified the correctness and appropriateness of financial and books of accounts of the company.

For S. Parnami & Associates
Company Secretaries

Dated : 03/06/2021
Place : Bathinda, Punjab

Sd/
Sourabh Parnami
M. No. F9396
CP No. 11181
UDIN: F009396C000417650



ANNEXURE-B: TO DIRECTORS' REPORT

STATEMENT CONTAINING PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

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

A. CONSERVATION OF ENERGY

I. Steps taken or impact on conservation of energy.

In line with the Company's commitment towards conservation of energy, all units continue with their efforts aimed at improving energy efficiency through innovative measures to reduce wastage and optimize consumption.

Some of the measures taken by the Company in this direction at its Edible Oil Unit and Distillery Unit located at Bathinda are as under:

- Installation of latest technology steam traps.
- Installation of Variable Frequency Drives at various locations.
- Installation of high efficiency Aerodynamic FRP fans in humidification plants.
- Installation of LED Lights.
- Replacement of inefficient motors by IE3 efficient motors.
- Use of coal additive to improve combustion efficiency in Boilers.
- Installation of Waste Heat Recovery system in Compressors.
- Use of motion sensors in Lighting.
- Installation of power capacitors on load side to reduce line loss.
- Reduction in energy/steam consumption by adopting process change in Evaporator.

These measures have also led to better pollution control, reduced the impact on environment, reduced maintenance time and cost, improved hygienic condition and consistency in quality and improved productivity.

II. The steps taken by the Company for utilizing alternate sources of energy.

During the year under review the Company installed solar lights at various places in factory premises for utilising alternate sources of energy. The Company also replaced LED lights in place of conventional lights. Earlier the Company has also installed 50KW Grid Connected Solar PV Plant at its DD Mittal Towers real estate project.

Various on-going measures for conservation of energy include (i) use of energy efficient lighting and better use of natural lighting, (ii) reduction of energy loss, and (iii) replacement of outdated energy intensive equipment.

The company provides high priority to energy conservation schemes to conserve natural resources and is regularly taking effective steps to conserve energy wherever possible. This continues to remain thrust area with studies, discussions and analysis being undertaken regularly for further improvements. The Company has given due attention towards conservation of energy. It not only reduces the cost of production but also helps in conservation of natural resources which are depleting very fast. The Company is constantly looking for savings of energy and trying to conserve energy continuously by modifications or trying alternate means and continuously upgrading technology and work practices. Steps are being taken to conserve energy on a continuous basis.

Besides continuing the measures taken in earlier years, following steps were taken during the year 2020-21 with a view to reduce the cost of energy and consequently the cost of production.

Conservation measures taken, proposed measures being implemented for reduction of consumption of energy and consequent impact thereof for the year 2020-21

| Measures taken | Saving amount | Energy Savings 2020-21 |
|--|----------------|------------------------|
| | (Rs. In Lakhs) | (Units in Lakhs) |
| • Installation of energy efficient light fittings and use of Solar Energy. | 17.95 | 2.80 |
| • Replacement of old & re-wound motors with Energy Efficient Motors | | |
| • Replacement of derated & defective Capacitors | | |
| • Optimizing Power Factor | | |
| • Optimising Water usage in production and reducing load on ETP and power usage. | | |
| • Use of inverters and AC Drives in Unit : | | |

III. The Capital investment on energy conservation equipment - NIL

B. TECHNOLOGY ABSORPTION

i. The efforts made by the Company towards technology absorption.

In order to maintain its leadership position, your Company is continuously focusing on upgrading its product and manufacturing technology as well as acquiring new and advanced technology to meet the emerging expectations of the customers. The Company is actively involved in the development and implementation of advanced utility generation system to make manufacturing process efficient.

ii. The benefits derived like product improvement, cost reduction, product development or import substitution.

Introduction of new technologies has helped the Company to achieve more efficient operations, manufacture high quality and safe products, reduce energy cost and better energy utilization. By adoption of latest advanced technologies, the Company intends to capitalize and bookshelf the developed technology for incorporation into the quality products at competitive price for making them more attractive to the end customers. The Company is also taking measures to mitigate all future risks related to technology by taking appropriate emerging technology, green initiatives etc. to meet future emission standards.

iii. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year): Not Applicable

iv. The expenditure incurred on Research and Development – Rs. 12.98 Lakhs

Technology absorption, Innovation and Research & Development (R & D) is a continuing Process and a continued emphasis is given on quality improvement and product up gradation.

1. Specific areas in which R & D activities were carried out by the Company:

- a. Quality Improvement
- b. Yield/Productivity Improvement
- c. Energy Conservation
- d. New Technology/Product development

2. Benefits Derived

- a. Better Quality; reduced wastages
- b. Cleaner environment
- c. Safer operations and improved competitiveness

3. Future Plan of Action

Management is committed to strengthen R & D activities for product development as per requirements and to improve its competitiveness in the times to come.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

Earning : Nil (Previous year: Nil)

Outgo : Rs. 14,467.96 Lakhs (Rs. 11,431 Lakhs in the previous year)

For and on behalf of the Board of Directors

(RAJINDER MITTAL)

(SAT NARAIN GOYAL)

Place : Bathinda, Punjab

Managing Director

Whole Time Director

Date : 09th June, 2021

DIN: 00033082

DIN: 00050643



ANNEXURE-C: TO DIRECTORS' REPORT

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY

[Pursuant to Section 134 (3) (o) of the Act and Rule 9 of the Companies (Corporate Social Responsibility) Rules, 2014]

1. A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken.

- The objective of the company is to contribute to the social, health related, economic development of the communities, animal welfare, sports and education, so as to promote sustained growth for the society and community and in particulars take up the activities as included in Schedule VII of the Companies Act, 2013.
- The CSR Committee facilitates the Annual CSR action plan containing the clear terms of reference outlining the key tasks, duration of assignment, allocation of budget for different projects, method of implementation and review. The CSR budget shall be according to Companies Act, 2013.
- Any surplus arising out of the CSR projects or programs or activities shall not form part of the business profit of the Company. Any unspent amounts shall be dealt with in accordance with the provisions of Companies Act, 2013 as amended from time to time. Any unspent amount, other than unspent amount relating to an ongoing project, will be transferred to a Fund specified in Schedule VII, within a period of six months of the expiry of the financial year
- Project activities identified under CSR are to be implemented by agencies, which would include- Voluntary Organizations (VOs) formal or informal Elected local bodies such as Panchayats etc., Institutes/ Academics Institutions, Trusts, Hospitals, Self Help Groups, Govt./Semi Govt./Autonomous Organizations, Mahila Mandals, Professional Consultancy Organizations etc.
- The Corporate Social Responsibility activities undertaken by the Company will be monitored by the Corporate Social Responsibility Committee duly constituted by the Board. The committee will be responsible to institute a transparent monitoring mechanism for implementation of the CSR projects or programs or activities undertaken by the company.

During the year 2020-21, the Company had identified certain projects/activities on which the CSR expenditure for the financial year was made. The activities included promoting education and health care including preventive health care, facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups, animal welfare etc.

2. Composition Of The Corporate Social Responsibility (CSR) Committee:

| Sr. No. | Name of Director | Designation / Nature of Directorship | Number of meetings of CSR Committee held during the year | Number of meetings of CSR Committee attended during the year |
|---------|---|---|--|--|
| 1 | Mr. Parampal Singh Bal (Appointed w.e.f. 09th January, 2021) | Chairman (Non-Executive and independent Director) | 2 | 1 |
| 2 | Mr. Ramesh Chander Nayyar | Member (Non-Executive and independent Director) | 2 | 2 |
| 3 | Mrs. Neerja Jain | Member (Non-Executive and independent Director) | 2 | 2 |
| 4 | Mr. Sat Narain Goyal | Member (Whole Time Director) | 2 | 2 |
| 5 | Mr. V.K. Nayyar (Resigned w.e.f. 09th January, 2021) | Member (Non-Executive and independent Director) | 2 | 1 |

- Web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company: <https://www.bcl.ind.in/wp-content/uploads/2021/05/csr-policy-bcl-2021.pdf>
- Details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable: Not Applicable
- Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

| Sr. No. | Financial Year | Amount available for set-off from preceding financial years (Rs. In Lakhs) | Amount required to be set-off for the financial year, if any (Rs. In Lakhs) |
|---------|----------------|--|---|
| 1 | 2017-18 | - | - |
| 2 | 2018-19 | - | - |
| 3 | 2019-20 | - | - |
| | TOTAL | - | - |

6. Average net profit of the company for last three financial years as per Section 135(5) of the Companies Act, 2013, (Rs. in lakhs) : Rs. 3615.48 Lakhs
7. Prescribed CSR Expenditure (two per cent of the amount as in item 6 above) i.e. Two percent of average net profit of the Company as per Section 135(5) of the Act for the Financial Year 2020-21
- Two percent of average net profit of the Company as per Section 135(5) of the Act for the Financial Year 2020-21: (Two per cent of Rs. 3615.487 Lakhs): **Rs. 72.31 Lakhs**
 - Surplus arising out of the CSR projects or programmes or activities of the previous financial years: Nil
 - Amount required to be set off for the Financial Year, if any: -Nil
 - Total CSR obligation for the Financial Year (a+b-c): **Rs. 72.31 Lakhs**
8. (a) CSR amount spent or unspent for the financial year:

| Total Amount Spent for the Financial Year. (Rs. In Lakhs) | Amount Unspent (in Rs. In Lakhs) | | | | |
|---|--|-------------------|--|---------|-------------------|
| | Total Amount transferred to Unspent CSR Account as per section 135(6). | | Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5). | | |
| | Amount. | Date of transfer. | Name of the Fund | Amount. | Date of transfer. |
| Rs. 75.07 Lakhs | N.A. | N.A. | N.A. | N.A. | N.A. |

- (b) Details of CSR amount spent against ongoing projects for the financial year:: Not Applicable

| (1) | (2) | (3) | (4) | (5) | | (6) | (7) | (8) | (9) | (10) | (11) | |
|---------|---------------------|---|---------------------|-------------------------|----------|------------------|---|---|--|--|--|-------------------------|
| Sl. No. | Name of the Project | Item from the list of activities in Schedule VII to the Act | Local area (Yes/No) | Location of the project | | Project duration | Amount allocated for the project (Rs. In Lakhs) | Amount spent in the current financial Year (Rs. In Lakhs) | Amount transferred to Unspent CSR Account for the project as per section 135(6) (Rs. In Lakhs) | Mode of Implementation - Direct (Yes/No) | Mode of Implementation - Through Implementing Agency | |
| | | | | State | District | | | | | | Name | CSR Registration number |
| 1. | N.A. | N.A. | | | | | | | | | | |
| | Total | | | | | | | | | | | |

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

| Sl. No. | Name of the Project | Item from the list of activities in schedule VII to the Act | Local area (Yes/No) | Location of the project | | Amount spent for the project (Rs. In Lakhs) | Mode of implementation Direct (Yes/No) | Mode of Implementation - Through Implementing Agency | |
|---------|--|---|---------------------|-------------------------|----------|---|--|--|-------------------------|
| | | | | State | District | | | Name | CSR Registration number |
| 1 | Paying School Fees and paying for School dresses/ Sponserhip/ Fellowship Fee | Promoting Education | Yes | Punjab | Bathinda | 3.90 | Yes | NA | NA |
| 2. | Plantation Protection | Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agro forestry | Yes | Punjab | Bathinda | 1.10 | Yes | NA | NA |

| Sl. No. | Name of the Project | Item from the list of activities in schedule VII to the Act | Local area (Yes/No) | Location of the project | | Amount spent for the project (Rs. In Lakhs) | Mode of implementation Direct (Yes/No) | Mode of Implementation - Through Implementing Agency | |
|---------|---|--|---------------------|-------------------------|-----------------|---|--|--|-------------------------|
| | | | | State | District | | | Name | CSR Registration number |
| 3 | Donation/ Contribution to Shri Ram Janam Bhoomi Teerath Kshetra | Protection of national heritage, art and culture including restoration of buildings and sites of historical importance | No | U.P. | Ayodhya | 11.00 | Yes | NA | NA |
| 4 | Health, Medical and Welfare | Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation. | Yes | Punjab/ Rajasthan | Bathinda/ Churu | 59.07 | No | Dwarka Dass Mittal Charitable Trust | NA |
| Total | | | | | | 75.07 | | | |

- (d) Amount spent in Administrative Overheads- Nil
 (e) Amount spent on Impact Assessment, if applicable- **Not Applicable**
 (f) Total amount spent for the Financial Year- Rs. 75.07 Lakhs.
 (8b+8c+8d+8e)
 (g) Excess amount for Set off, if any

| Sl. No. | Particulars | Amount (Rs. In Lakhs) |
|---------|---|-----------------------|
| (i) | Two percent of average net profit of the company as per section 135(5) | 72.31 |
| (ii) | Total amount spent for the Financial Year | 75.07 |
| (iii) | Excess amount spent for the financial year [(ii)-(i)] | 2.76 |
| (iv) | Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any | None |
| (v) | Amount available for set off in succeeding financial years [(iii)-(iv)] | 2.76 |

9. (a) Details of Unspent CSR amount for the preceding three financial years : Nil/ N.A.
 (b) Details of CSR amount spent in the financial year for **ongoing projects** of the preceding financial year(s): **Not Applicable**
10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created acquired through CSR spent in the financial year (**asset-wise details**). - **Not Applicable**
 (a) Date of creation or acquisition of the capital asset(s). - **NA**
 (b) Amount of CSR spent for creation or acquisition of capital Asset - **NA**
 (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc. - **NA**
 (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).- **NA**
11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5). - **Not Applicable**

| | | | |
|--------------------------|-------------------------------|--------------------------|----------------------------|
| | Sd/- | Sd/- | Sd/- |
| | PARAM PAL SINGH BAL | RAJINDER MITTAL | SAT NARAIN GOYAL |
| Place : Bathinda, Punjab | Chairman CSR Committee | Managing Director | Whole Time Director |
| Date : 09th June, 2021 | DIN: 09013282 | DIN: 00033082 | DIN: 00050643 |

ANNEXURE-D: TO DIRECTORS' REPORT

I. STATEMENT OF DISCLOSURE PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

1. The ratio of the remuneration of each director to the median employee's remuneration for the financial year 2020-21 and such other details as prescribed is as given below:

| Name & Designation | % increase in remuneration in the FY 2020-21 | Ratio to median remuneration of employees |
|---|--|---|
| Mr. Rajinder Mittal (Managing Director) | 66.12 | 30.23:1 |
| Mr. Sat Narain Goyal (Whole Time Director)* | N.A. | 3.02:1 |
| Other Directors (Non Executive and Independents) (Only Sitting Fee paid)* | N.A. | N.A. |
| Mr. Gurinder Singh Makkar (Company Secretary)** | 3.80 | 3.61:1 |
| Mr. Gulab Singh (CFO)** | 5.00 | 6.70:1 |
| Mr. Subhash Chander Mittal (CEO) (Resigned w.e.f. 06.07.2020 as CEO) | N.A. | 2.60:1 |

*For this purpose, sitting fees paid to the directors has not been considered as remuneration. Non-executive/ Independent Directors are entitled only to sitting fee. The details of remuneration/sitting fee paid are given in Corporate Governance Report.

2. Percentage increase/(decrease) in the median remuneration of employees in the financial year: 6.60%
3. The number of permanent employees on the rolls of Company as on 31st March, 2021: 454
4. Average percentile increase/decrease already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and any exceptional circumstances for increase in the managerial remuneration:
- The percentage increase in the salaries of employees other than Managerial Personnel in financial year 2020-21 was 5%. The increments given to employees are based on their potential, performance and contribution, which is benchmarked against applicable industry norms. Average increase in remuneration for employees other than Managerial Personnel is in line with the industry peers and is also outcome of market competitiveness.
5. It is hereby affirmed that the remuneration paid is as per the as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

II. INFORMATION AS PER RULE 5(2) AND 5(3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

- (i) Details of top ten employee drawing remuneration pursuant to the provisions of Rule, 5(2) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are as follows:

| Sl. No. | Name of Employee | Designation | Gross Remuneration Paid (Rs.) | Nature of Employment | Qualification | Age | Exp (Yrs) | Date of Commencement | Last Employment | % of Equity Shares |
|---------|------------------|-------------------|-------------------------------|----------------------|--|-----|-----------|----------------------|-----------------|--------------------|
| 1 | Rajinder Mittal | Managing Director | 4932871 | Permanent | B.Com | 62 | 37 | 1-Apr-92 | - | 13.58 |
| 2. | Kushal Mittal | Jt. Mg. Director | 3174194 | Permanent | Graduate in Business Administration-Finance from Northeaestern University, Boston. | 25 | 4 | 1-Apr-20 | - | 13.13 |



| Sl. No. | Name of Employee | Designation | Gross Remuneration Paid (Rs.) | Nature of Employment | Qualification | Age | Exp (Yrs) | Date of Commencement | Last Employment | % of Equity Shares |
|---------|----------------------|--------------------------------|-------------------------------|----------------------|---------------------------------------|-----|-----------|----------------------|---------------------------------------|--------------------|
| 3 | Gulab Singh | CFO | 1274190 | Permanent | M.Sc. | 61 | 38 | 11-Apr-18 | Lucent International School, Dehradun | 0.00 |
| 4 | Avtar Singh | GM-Works | 1200000 | Permanent | BE, MBA | 53 | 25 | 5-Jun-17 | Globus Spirits Ltd. | 0.00 |
| 5 | Vijay Singh Rathi | GM- Edible Oils | 1157220 | Permanent | BSc., B-Tech, PGDBM | 60 | 38 | 25-Jun-60 | Adani Wilmar | 0.00 |
| 6 | Harinder Kumar Verma | DGM - Production | 1117800 | Permanent | B.Sc. | 50 | 24 | 1-Apr-17 | Globus Spirits Ltd. | 0.00 |
| 7 | Rajeev Vats | GM- Operations | 1082040 | Permanent | Adv Dip in EE | 46 | 17 | 7-Nov-11 | Oasis Group | 0.00 |
| 8 | Wajid Ali | DGM (Bottling) | 1069200 | Permanent | ME | 52 | 25 | 11-Apr-17 | Jagjit Industries Ltd | 0.00 |
| 9 | Davinder Singh | AGM- Engineering | 924660 | Permanent | B.Tech (Mech) | 47 | 23 | 1-May-13 | Globus Spirits Ltd. | 0.00 |
| 10 | Sandeep Kumar | VP(Finance and Accounts) | 791419 | Permanent | C.A. , M.Com | 47 | 21 | 17.Aug-20 | Vardhman Polytex Limited | 0.00 |
| 11 | Deepak Tayal | Add. Gen. Manager- Engineering | 754890 | Permanent | Dip in Chem. Engineering | 52 | 22 | 13- Jul- 99 | Khandelia Oil & Gen. Mills Pvt.Ltd. | 0.00 |
| 12 | Col. M.S. Gaur | Vice President | 716850 | Permanent | PG Diploma in Business Administration | 62 | 36 | 02-Aug-13 | Torrent Power Limited | 0.00 |

Relationship with Directors

* Mr. Rajinder Mittal is Managing Director of the Company. Mr. Kushal Mittal, Jt. Mg. Director is his son. Except this, none of the other aforesaid employees is related to any director or manager of the Company.

- (ii) None of the employee who employed throughout the financial year 2020-21, was in receipt of remuneration for that year which, in the aggregate, was not less than one crore and two lakh rupees;
- (iii) None of the employee who employed for a part of the financial year 2020-21, was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than eight lakh and fifty thousand rupees per month;
- (iv) None of the employee who employed throughout the financial year 2020-21 or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company.

For and on behalf of the Board of Directors

(RAJINDER MITTAL)

(SAT NARAIN GOYAL)

Managing Director

Whole Time Director

Place : Bathinda, Punjab

DIN: 00033082

DIN: 00050643

Date : 09th June, 2021

ANNEXURE-E

FORM AOC-1

To the Financial Statement for the year ended 31st March, 2021

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

Part "A": Statement containing salient features of the financial statement of Subsidiary

| Sl. No. | Particulars | Details |
|---------|---|----------------------------|
| 1. | Name of the subsidiary | SVAKSHA DISTILLERY LIMITED |
| 2. | The date since when subsidiary was acquired | 04/05/2017 |
| 3. | Reporting period for the subsidiary concerned, if different from the holding company's reporting period | N.A. |
| 4. | Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries | NIL/N.A. |
| 5. | Share Capital | Rs. 1000.00 Lakhs |
| 6. | Reserves & surplus | Rs 744.65 Lakhs |
| 7. | Total assets | Rs. 6,010.23 Lakhs |
| 8. | Total Liabilities | Rs. 5,083.76 Lakhs |
| 9. | Investments | NIL |
| 10. | Turnover | Rs 3.26 Lakhs |
| 11. | Profit/ (Loss) before taxation | Rs. (15.09 Lakhs) |
| 12. | Provision for taxation | NIL |
| 13. | Profit / (Loss) after taxation | Rs. (15.09 Lakhs) |
| 14. | Proposed Dividend | NIL |
| 15. | Extent of shareholding (In percentage) | 73.05% |

Notes:

- Reporting period of the subsidiary is the same as that of the Company.
- Part B of the Annexure is not applicable as there are no Associate Companies/Joint ventures of the Company as on 31st March, 2021.

| | | | | |
|------------------------------------|-------------------|---------------------|-------------------------|----------------------|
| | (RAJINDER MITTAL) | (S.N. GOYAL) | (GULAB SINGH) | (GURINDER S. MAKKAR) |
| Place: Bathinda, Punjab | Managing Director | Whole Time Director | Chief Financial Officer | Company Secretary |
| Date : 09 th June, 2021 | DIN : 00033082 | DIN : 00050643 | | M.NO. : F5124 |

CORPORATE GOVERNANCE REPORT

[In terms of Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule V to the said Regulations]

1. COMPANY'S PHILOSOPHY

The Company strongly believes that establishing good corporate governance practices in each and every function of the organization leads to achieve sustainable growth and enhances long term value for all the stakeholders. The Company always endeavours to carry its business operations in a fair, transparent and ethical manner and also holds itself accountable and responsible to the society it belongs. The Company considers it imperative to abide by the laws and regulations of the land in letter and spirit and is committed to the highest standards of corporate behaviors. The company always strives to improve performance at all levels by adhering to corporate governance practices, such as managing its affairs with diligence, transparency, responsibility and accountability. We have, therefore, designed our systems and action plans to enhance performance and stakeholder's value in the long run. To create a culture of good governance, your Company has adopted practices that comprise of performance accountability, effective management control, constitution of Board Committees as a part of the internal control system, fair representation of non-executive and independent Directors on the Board, adequate and timely compliance, disclosure of information on performance, ownership and governance of the Company and payment of statutory dues.

The Company has complied with norms of Corporate Governance as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company understands that compliances of applicable legislations and timely disclosures enhance the image of the Company as a good corporate citizen in the Country.

2. BOARD OF DIRECTORS

- (i) **COMPOSITION:** The Board of Directors has a good mix of Executive and Non-Executive Directors with half of the Board of Directors of the Company comprising Independent Directors. The Board is headed by Non-Executive & Independent Chairman Shri R.C. Nayyar. The Board of Directors of the Company presently consists of six (6) Directors, comprising one Managing Director, one Jt. Mg. Director, one Whole Time Director, and three Independent Directors, one of whom is a Woman Director. Mr. Kushal Mittal who was appointed as Additional Director (Non-Executive w.e.f. 01.04.2020, was appointed as Jt. Mg. Director w.e.f. 03.08.2020 and his appointment as such was approved by the Members at 44th Annual General Meeting. The Composition of the Board is as per stipulated requirements.
- (ii) **BOARD MEETINGS:** During the financial year 2020-21, the Board met 11 (Eleven) times on 20.04.2020, 22.05.2020, 06.07.2020, 03.08.2020, 29.08.2020, 14.09.2020, 10.11.2020, 09.12.2020, 09.01.2021, 09.02.2021 and 27.02.2021. Following is the composition of the Board, attendance and other memberships of the directors of the Company:

| Name | Category | No. of Board Meetings attended | Attendance at last AGM | Number of directorship in other Public Limited Companies | Audit and SRC Committee Position held in other Indian Public Limited Companies(#) | |
|---|-----------------------------|--------------------------------|------------------------|--|---|--------|
| | | | | | Chairman | Member |
| Shri Ramesh Chander Nayyar (Chairman) | Non Executive & Independent | 9 | Yes | 1 | Nil | Nil |
| Shri Rajinder Mittal (Mg. Director) | Executive | 11 | No | Nil | Nil | Nil |
| Shri Sat Narain Goyal (Whole Time Director) | Executive | 10 | No | Nil | Nil | Nil |
| Mr. Kushal Mittal (Jt. Mg. Director) | Executive | 9 | Yes | 1 | Nil | Nil |
| Shri Varinder Kumar Nayyar (Director)(Ceased to be Director w.e.f 09.01.2021) | Non Executive & Independent | 9 | Yes | 1 | Nil | Nil |
| Sh. Parampal Singh Bal (Independent Director) (Appointed w.e.f. 09.01.2021) | Non Executive & Independent | 3 | N.A | Nil | Nil | Nil |
| Smt. Neerja Jain (Independent Woman Director) | Non Executive & Independent | 11 | Yes | Nil | Nil | Nil |

(#) Excludes Directorships in Associations, Private Limited Companies, Foreign Companies, Government Bodies and Companies registered under Section 8 of the Act. Only Audit Committee and Stakeholders Relationship Committee of Indian Public Companies have been considered for Committee positions.

There are no Nominees or institutional Directors on the Board of Directors of the Company as on date.

The number of Directorships, Committee Membership(s)/ Chairmanship(s) of all Directors is within respective limits prescribed under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as Listing Regulations).

Information of Directors including those being Appointed/Re-appointed
Information about the Directors proposed to be appointed or re-appointed forms part of the Annual Report.

Brief Profile of Directors:

Presently, the Board is consisting of 6 Members. Their brief profile is as under:

| Name of Director | Mr. Ramesh Chander Nayyar | Mrs. Neerja Jain | Mr. Rajinder Mittal | Mr. Sat Narain Goyal | Mr. Kushal Mittal | Mr. Parampal Singh Bal |
|---|------------------------------------|-------------------------------|---|--------------------------|---|---|
| Category | Chairman (Independent Director) | Woman / Independent Director | Mg. Director | Whole Time Director | Jt. Mg. Director | Independent director |
| DIN | 02945713 | 07121987 | 00033082 | 00050643 | 07276145 | 09013282 |
| Date Of Birth | 04.12.1953 | 18.02.1979 | 30.04.1959 | 05.02.1961 | 17.06.1996 | 03.12.1955 |
| Qualification | Doctorate | MSc. (IT), B. Com, MBA, B.Ed. | B. Com. | M. COM. | Graduate in Business Administration- Finance from Northeaestern University, Boston. | Master of Philosophy in Public Administration |
| Shareholding In The Company | NIL | NIL | 32,80,500 (13.58%) Equity Shares | 75 (0.00%) Equity Shares | 31,71,850 Equity Shares (13.13%) | NIL |
| Directorship/ Chairmanship In Other Public Companies | City Capfin Limited (Directorship) | NIL | NIL | NIL | One- Svaksha Distillery Limited | NIL |
| Directorship/ Chairmanship In Other Private Companies | WSL Automobiles Private Limited | NIL | Rishi Maintenance Services Private Limited, VKM Township Private Limited, Chavanrishi Resorts Private Limited, Creative Buildwell Private Limited, Gee City Builders Private Limited, Pioneer Industries Private Limited. | NIL | NIL | NIL |
| Committee Positions Held In Other Companies | NIL | NIL | Pioneer Industries Private Limited (Member In CSR Committee) | NIL | NIL | NIL |

| Name of Director | Mr. Ramesh Chander Nayyar | Mrs. Neerja Jain | Mr. Rajinder Mittal | Mr. Sat Narain Goyal | Mr. Kushal Mittal | Mr. Parampal Singh Bal |
|--|--|--|---|--|---|--|
| Terms And Conditions Of Appointment/ Re-Appointment | Mr. Ramesh Chander Nayyar has been re-appointed as Non-Executive and Independent Director for a period of five years w.e.f. 14th August, 2019. He is not liable to retire by rotation. | Mrs. Neerja Jain has been appointed as Non-Executive and Independent Director for a period of five years w.e.f. 14th September, 2019. She is not liable to retire by rotation. | Mr. Rajinder Mittal was re-appointed as Managing Director of the Company for a further period of 3 year w.e.f. 13th August, 2021 at a consolidated monthly remuneration of Rs. Five Lakh p.m as approved by the Members of the Company at 44th Annual General Meeting held on 31st October, 2020. | Mr. Sat Narain Goyal was re-appointed as Whole Time Director of the Company for a further period of 3 years w.e.f. 13th August, 2021 at a consolidated monthly remuneration of Rs. Fifty Thousand per month as approved by the Members of the Company at 44th annual General Meeting held on 31st October, 2020. | Mr. Kushal Mittal was appointed As Jt. Mg. Director For a period of 3 years w.e.f 3rd August, 2020 at a consolidated monthly remuneration of Rs. Four Lakhs p.m. as approved by the Members Of the Company at 44th annual General Meeting held on 31st October, 2020. | Mr. Parampal Singh Bal was appointed as Additional Director (Independent Director) w.e.f 09.01.2021 to hold office Upto ensuing AGM. He is not liable to retire by rotation. He is Proposed to be Appointed as Independent Director for a period upto 31.12.2025 Subject to Approval of Members of the Company in ensuing AGM. |
| Inter-Se Relationships | None | None | Mr. Rajinder Mittal is related to Mr. Kushal Mittal, Jt. Mg. Director | None | Mr. Kushal Mittal is related to Mr. Rajinder Mittal, Mg. Director | None |
| Details Of The Remuneration Drawn | The details are provided in Directors' Report/CGR. | The details are provided in Directors' Report/CGR. | The details are provided in Directors' Report/CGR. | The details are provided in Directors' Report/CGR. | The details are provided in Directors' Report/CGR. | The details are provided in Directors' Report/CGR. |
| Number Of Meetings Of The Board Attended During The Year And Other Directorships | The details are provided in this Corporate Governance Report forming part of Annual Report | The details are provided in this Corporate Governance Report forming part of Annual Report | The details are provided in this Corporate Governance Report forming part of Annual Report | The details are provided in this Corporate Governance Report forming part of Annual Report | The details are provided in this Corporate Governance Report forming part of Annual Report | The details are provided in this Corporate Governance Report forming part of Annual Report |

BRIEF PROFILES

| | |
|-----------------------------|---|
| 1. Name Of Director | Shri R.C. Nayyar |
| Brief Profile And Expertise | Shri R. C. Nayyar Chairman & Independent Director of the Company, aged around 67 years belongs to the 1982 batch of Indian Administrative Services and is Doctorate in Faculty of Science from Punjab University and has done Masters in Statistics from Punjab University and Masters in Rural Social Development from Reading University, United Kingdom. Mr. R. C. Nayyar served the government at various capacities. He has more than three decades of Administrative and functional experience. He was Chairman of Punjab State Forest Development Corporation, Managing Director of Punjab State Civil Supply Corporation, and Member Secretary of Pay Commission of Government of Punjab. After retiring from Administrative Services, he joined the company as Chairman of BCL Industries Ltd. He is a strategic planner and involves himself in all the decisions relating to BCL strategic planning. He has vast experience of more than 32 years in the fields of administration, strategic planning and financial matters. He is a Director in City Capfin Limited, WSL Automobiles Private Limited and BCL Industries Limited. He is not related to other directors of the Company. He does not hold any shares in the Company. |

| | |
|------------------------------------|---|
| 2. Name Of Director | Sh Rajinder Mittal |
| Brief Profile And Expertise | Mr. Rajinder Mittal, aged around 61 years is a Commerce Graduate and has a wide and rich experience over and above 37 years in trade and industry. The business grew at a phenomenal pace under the vision and direction of Mr. Rajinder and is now a Rs. 1,400 crore empire. BCL has dominated its presence in Edible Oil, Distillery and Real estate. He is a pioneer in converting the non- conventional Rice Bran oil into Refined Rice Bran oil, fit for human consumption. He established the Distillery division, one among the manufacturers in India and South Asia Region to have forward and integrated distillery plants with ZERO discharge. In the real estate sector, he has been instrumental in introducing ultra-modern housing concept in the backward belt of Malwa Region of Punjab. He is member of the Board in many other companies and is a President or Member of numerous State/ Social organizations. He has consistently won many industrialist awards. He has developed vast experience in the fields of production and financial management, setting up of new projects, their modernization and expansion, viability, marketing strategies etc. |
| 3. Name Of Director | Mrs. Neerja Jain |
| Brief Profile And Expertise | Mrs. Neerja Jain aged around 42 Years, has multi facet qualifications and she is an M.Sc. (IT), B. Com, B.Ed., MBA. She has more then 11 years of experience in the fields of financial matters, administration, information technology, teaching and human resources management. Presently, she is on the Board of Directors of BCL Industries Limited as Independent Director. She has been on senior positions in several educational institutes/schools. She is not related to any other directors/KMP of the Company. She does not hold any shares in the Company. |
| 4. Name Of Director | Mr.Parampal Singh Bal |
| Brief Profile And Expertise | Major Gen. Parampal Singh Bal(Retd.) aged around 66 years is a Master of Philosophy in Public Administration from Punjab University (2010). He has rich experience of thirty five years of commissioned service in Indian Army. He has experience and exposure/specialisation in administration, management, personnel, accounts and logistics. He has also served with United Nations mission in Angola in the fields of logistics. After retirement, he worked with Jaypee Himachal Cement Plant as Sr. Vice President from year 2014 to 2016 with responsibilities in the fields of Personnel and Administration. |
| 5. Name Of Director | Mr. Kushal Mittal |
| Brief Profile And Expertise | Mr. Kushal Mittal, aged around 25 years is a Graduate in Business Administration - Finance from Northeastern University, Boston. 2020. He has four years of experience in finance, fund management, project financing, cost management and administration and he is having an entrepreneurial background. As a Director of BCL, he is now contributing and providing necessary directions and advice in finance, cost management and other investments and products additions related matters, to the Company. He has now become a vital part of the Board of Directors of the Company and the Company is expected to immensely benefit with his induction in the times to come. |
| 6. Name Of Director | Mr. Sat Narain Goyal |
| Brief Profile And Expertise | Mr. Sat Narain Goyal, aged around 59 year, is a Post Graduate in Commerce and has a vast experience of more than 32 years, in the fields of Corporate Finance, Accounts, Taxation, Audit, Corporate Fund raising and other allied financial and taxation related matters. He is not related to any director of the company. Due to his valuable advises, the Company has been able to plan, avail, utilize, create funds and finance from time to time and also create better corporate governance in the Company |

INFORMATION AVAILABLE TO BOARD

The Board has complete access to all the relevant information within the Company, and to all our employees. The information regularly supplied to the Board specifically includes:

- Annual operating plans, budgets and any updates therein;
- Capital budgets and any updates therein;
- Quarterly results for the Company and its operating / business segments;
- Minutes of meetings of Audit Committee and other committees of the Board of the Company
- Information on recruitment/remuneration of senior officers just below board level;
- Material show cause, demand, prosecution notices and penalty notices, if any;
- Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems, if any;

- Any material default in financial obligations to and by the Company.
- Any issue which involves possible public or product liability claims of substantial nature, if any;
- Significant labour problems and their proposed solutions. Any significant development in Human Resources/ Industrial Relations like signing of wage agreement, implementation of Voluntary Retirement Scheme etc;
- Sale of material nature, of investments, subsidiaries, assets, which is not in the normal course of business;
- Quarterly details of foreign exchange exposures and the steps taken by management to limit the risks of adverse exchange rate movement, if material;
- Status of compliance of any regulatory, statutory nature or listing requirements and shareholders service;
- All proposals requiring strategic decisions;
- Regular business updates.

The above information is generally provided as part of the agenda papers of the board meeting and/or is placed at the table during the course of the meeting.

BOARD PROCEDURE

The annual calendar of Board Meetings is fixed in the beginning of the financial year. The Agenda is circulated in advance to the Board members. The items in the Agenda are backed by comprehensive background information to enable the Board to take appropriate decisions. The Board is also kept informed of major events/items and approvals taken wherever necessary.

PERFORMANCE EVALUATION:

Pursuant to the applicable provisions of the Act and the Listing Regulations, the Board has carried out an Annual Evaluation of its own performance, performance of the Directors and the working of its Committees on the evaluation criteria defined by the Nomination and Remuneration Committee (NRC) for performance evaluation process of the Board, its Committees and Directors. The Board's functioning was evaluated on various aspects, including inter-alia the structure of the Board, meetings of the Board, functions of the Board, degree of fulfillment of key responsibilities, establishment and delineation of responsibilities to various Committees, effectiveness of Board processes, information and functioning. The Committees of the Board were assessed on the degree of fulfillment of key responsibilities, adequacy of Committee composition and effectiveness of Meetings. The Directors were evaluated on aspects such as attendance, contribution at Board/ Committee Meetings and guidance/support to the Management outside Board/Committee Meetings.

The criteria for evaluation of Board include whether Board meetings were held in time, all items which were required as per law or SEBI (LODR) Regulations, 2015 to be placed before the Board, have been placed, the same have been discussed and appropriate decisions were taken, adherence to legally prescribed composition and procedures, timely induction of additional/ women Directors and replacement of Board members/Committee members, whenever required, whether the Board regularly reviews the investors grievance redressal mechanism and related issues, Board facilitates the independent directors to perform their role effectively etc. The criteria for evaluation of committee include taking up roles and functions as per its terms of reference, independence of the committee, policies which are required to frame and properly monitored its implementation, whether the committee has sought necessary clarifications, information and explanations from management, internal and external auditors etc. Based on such criteria, the evaluation was done in a structured manner through peer consultation & discussion.

The performance assessment of Non-Independent Directors, Board as a whole and the Chairman were evaluated in a separate meeting of Independent Directors. The same was also discussed in the meetings of NRC and the Board. Performance evaluation of Independent Directors was done by the entire Board, excluding the Independent Director being evaluated.

In compliance with the provisions of the Companies Act, 2013 (the Act) and applicable clauses of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board, during the year adopted a formal mechanism for evaluation of its performances as well as that of its committees and individual Directors, including the Chairman of the Board.

A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

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. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.



INDEPENDENT DIRECTORS' MEETING:

In compliance with Section 149(8) of the Act read along with Schedule IV of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Independent Directors separately met on 31st October, 2020 inter alia, to discuss:

- a. Evaluation of the performance of non- Independent Directors and the Board as a whole;
- b. Evaluation of the performance of the Chairperson of the company, taking into account the views of executive directors and non- executive directors;
- c. Evaluation of the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Mr. Ramesh Chander Nayyar, Mr. Varinder Kumar Nayyar and Mrs. Neerja Jain were present at the Meeting.

DECLARATION OF INDEPENDENCE BY INDEPENDENT DIRECTORS AND DISCLOSURE

In terms of Regulation 25(8) of SEBI Listing Regulations, Independent Directors have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management. As required under Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, all the Independent Directors have completed the registration with the Independent Directors Databank well within stipulated time frame.

FAMILIARISATION PROGRAMME FOR DIRECTORS

Your company follows a structured familiarization programme through various reports and internal policies for all the Directors with a view to update them on the Company's policies on a regular basis. Letter of Appointment(s) are issued to Independent Directors setting out in detail, the terms of appointment, duties, responsibilities and expected time commitments. Each newly appointed Director is taken through a formal induction program including the presentation from the Managing Director on the Company's manufacturing, marketing, finance and other important aspects. All our Directors are aware and also updated, whenever required, of their role, responsibilities, liabilities and obligations under the provisions of the Companies Act, 2013 and Rules made there under an Agreement/ Regulation 25 of the Listing Regulations, 2015. The details of the Familiarization Programmes for Independent Directors are made available on Company's website at the web link:<https://www.bcl.ind.in/wp-content/uploads/2021/05/FAMILIARIZATION-PROGRAMME-BCL-2020-2021.pdf> The evaluation process for the financial year 2020-21 has been completed.

CODE OF CONDUCT AND DECLARATION REGARDING COMPLIANCE THERETO

The Board of Directors of the Company have adopted Code of Business Conduct & Ethics. This Code is based on three fundamental principles, viz. good corporate governance, good corporate citizenship and exemplary conduct and is applicable to all the Directors and senior management personnel.

In terms of the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Code of Business Conduct & Ethics, as approved by the Board of Directors, has been displayed at the website of the company i.e.www.bcl.ind.in. All the members of the Board and senior management personnel have affirmed compliance with the Code for the year ended 31st March, 2021 and a declaration to that effect signed by the CFO and Managing Director is attached and forms part of this report.

CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING:

The Company has a Code of Conduct for Prevention of Insider Trading in the shares and securities of the Company as required under SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has adopted Code of Conduct to Regulate, Monitor and Report Trading By Insiders and Code of Practices and Procedures For Fair Disclosure of Unpublished Price Sensitive Information. All Directors, insiders and designated persons who could have access to the Unpublished Price Sensitive Information of the Company are governed by the Code.

MATRIX OF SKILLS OF DIRECTORS

As required under schedule V, Part C of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Matrix of skills of Directors is given hereunder. Present Directors of the Company are having skill and expertise in respective domain area viz. One of the directors is having expertise in accounting and finance, one director is having expertise in legal, administrative, finance and strategical matters. Mg. Director is having skillset of overall business and he is very well-known industrialist. One woman director is having experience in production management, costing and marketing strategies. The Board is of the opinion that the skill or competence required for the Directors in relation to the present business of the Company includes finance, accounts, legal, operation, business development and compliance.

| Director | Qualification | Skills/Expertise/Competence/Experience |
|---------------------------|--|---|
| Mr. Ramesh Chander Nayyar | Doctorate in Faculty of Science, Masters in Statistics, Masters in Rural Social Development from Reading University, United Kingdom. | <ul style="list-style-type: none"> - Administrative and functional experience. - Strategic planning - Administration - Financial Planning and Project Implementation - Auditing and Finance - Accounts and Financial Statements |
| Mr. Rajinder Mittal | B. Com. | <ul style="list-style-type: none"> - Leading industrialist in Punjab. - Well experienced in setting up and running Edible Oil industry, Distillery and Real estate. - Pioneer in converting the non- conventional Rice Bran oil into Refined Rice Bran oil, fit for human consumption. - President or Member of numerous State/ Social organizations. - Production and financial management, - Setting up of new projects, their modernization and expansion - Marketing strategies etc. |
| Mrs. Neerja Jain | MSc. (IT), B. Com, MBA, B.Ed. | <ul style="list-style-type: none"> - Finance - Administration - Information technology - Human resources management |
| Mr. Sat Narain Goyal | M. COM. | <ul style="list-style-type: none"> - Corporate Finance - Accounts - Taxation - Audit - Corporate Fund Raising - Planning and Utilization offunds - Compliances and Corporate |
| Mr. Parampal Singh Bal | Master of Philosophy in Public Administration | <ul style="list-style-type: none"> - Administration - Human Resource Management - Accounts and financial matters - Supply Chain Management - Logistics |
| Mr. Kushal Mittal | Graduate in Business Administration- Finance from Northeaestern University, Boston. | <ul style="list-style-type: none"> - Corporate Finance - Fund Management - Project Planning and Product Development - Cost Management - Administration - Visioning and Strategic Planning - Consumer Insights and Innovation - Supply Chain Management |

3. COMMITTEES OF THE BOARD

The Board Committees play a crucial role in the governance structure of the Company and have been constituted to deal with specific areas/activities as mandated by applicable regulation; which concern the Company and need a closer review. The Board has established the following Committees:

(i) Audit Committee

The Company has duly constituted Audit Committee, the scope of which is quite comprehensive and is in conformity with the provisions of the Companies Act, 2013 and Listing Regulations.

The Audit Committee is presently consisting of 4 directors as under:

| Sr. | Name of Director | Designation |
|-----|---------------------------|---|
| 1 | Mr. Ramesh Chander Nayyar | Chairman (Non-Executive and independent Director) |
| 2 | Mr. Rajinder Mittal | Member (Mg. Director) |
| 3 | Mr. Parampal Singh Bal | Member (Non-Executive and independent Director)* |
| 4 | Mrs. Neerja Jain | Member (Non-Executive and independent Director) |

* Mr. Parampal Singh Bal was appointed as the Member of the Committee w.e.f 09.01.2021. Mr. V.K. Nayyar had resigned in the Board Meeting dated 09.01.2021 and thus he ceased to be a Member of this Committee thereafter.

All the Members of the Committee have relevant experience in financial matters. The Company Secretary is Secretary to this Committee.

Terms of reference: The Audit Committee assists the Board in its responsibility of overseeing the quality and integrity of the accounting, auditing and reporting practices of the Company and its compliance with the legal and regulatory requirements. The purpose of this Committee is to oversee the accounting and financial process of the Company, the audit of the Company's financial statements, the appointment, independence, performance and remuneration of the statutory auditors including the Cost auditors, the performance of internal auditors and the Company's risk management policies. The terms of reference of Audit Committee cover the areas mentioned under Part C of Schedule II of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 as well as Section 177 of the Companies Act, 2013.

The Audit Committee met Eleven times during the financial year 2020-21, on 20.04.2020, 22.05.2020, 06.07.2020, 03.08.2020, 29.08.2020, 14.09.2020, 10.11.2020, 09.12.2020, 09.01.2021, 09.02.2021 and 27.02.2021. Mr. Rajinder Mittal, Mrs. Neerja Jain attended all the Audit Committee Meetings. Mr. R.C. Nayyar and Mr. V.K Nayyar attend 9 meetings and after joining w.e.f 09.01.2021, Mr. Parampal Singh Bal attended all the two Audit Committee Meetings, during F.Y. 2020-21 after his joining.

(ii) Stakeholders Relationship Committee

The Board has formed an investors grievance redressal Committee named as Stakeholders' Relationship Committee in accordance with the provisions of Section 178 of the Companies Act, 2013 and Rules made there under read with Listing Regulations, to specifically look into the redressal of investors complaint like transfer of shares, non receipt of balance sheet or non receipt of credit of shares into the Demat account etc. The Committee also approves issue of duplicate share certificate(s) and other related matters and oversees and reviews all matters connected with the share transfer, transmission etc. At present, this Committee is consisting of following Directors:

| Sr. | Name of Director | Designation |
|-----|------------------------|--|
| 1 | Mrs. Neerja Jain | Chairperson (Non-Executive and independent Director) |
| 2 | Mr. Parampal Singh Bal | Member (Non-Executive and independent Director)* |
| 3 | Mr. Sat Narain Goyal | Member (Whole Time Director) |
| 4 | Mr. Rajinder Mittal | Member (Executive Director) |
| 5 | Mr. Kushal Mittal | Member (Jt. Mg. Director) |

*Mr.Parampal Singh Bal was appointed as a Member of Stakeholder Relationship Committee w.e.f. 09.01.2021.

The Company Secretary Mr. Gurinder Makkar is Secretary of this Committee and is the Compliance Officer of the Company. During the year 2020-21, the Stakeholders Relationship Committee met 9 times on 20.04.2020, 06.07.2020, 03.08.2020, 14.09.2020, 10.11.2020, 09.01.2021, 02.02.2021, 09.02.2021 and 27.02.2021 all of which were attended by Shri Rajinder Mittal and Mrs.Neerja Jain . Mr. Sat Narain Goyal attended 8 Meetings out of nine meetings. Mr. V.K Nayyar attended 6 Meetings, Mr. Kushal Mittal attended 7 Meetings and after joining, Mr. Parampal Singh Bal attended 2 Meetings during financial year 2020-21.

During the financial year 2020-21, the Company had received only two investor complaints and the same were redressed/ replied immediately. The Company's complaint redressal systems are in order. There is no pendency in respect of shares received for transfer during the year 2020-21. The Company has designated Email Address exclusively for redressal of investors Complaints i.e.info@bcl.ind.in and the same is also mentioned at the Company's Website.

(iii) Nomination and Remuneration Committee

In compliance with Section 178 of the Companies Act, 2013 read with Listing Regulations, the Board has a duly constituted "Nomination and Remuneration Committee". The Nomination and Remuneration Committee presently consists of 3 Directors as under:

| Sr. | Name of Director | Designation |
|-----|---------------------------|--|
| 1 | Mrs. Neerja Jain | Chairperson (Non-Executive and independent Director) |
| 2 | Mr. Parampal Singh Bal | Member (Non-Executive and independent Director)* |
| 3 | Mr. Ramesh Chander Nayyar | Member ((Non-Executive and independent Director) |

*Mr. Parampal Singh Bal was appointed as a Member of Nomination and Remuneration Committee w.e.f. 09.01.2021. Mr. V.K. Nayyar had resigned in the Board Meeting dated 09.01.2021 and thus he ceased to be a Member of this Committee thereafter.

The Company Secretary of the Company is Secretary of this Committee.

During year 2020-21, Three Meetings of Nomination and Remuneration Committee were held on 03.08.2020, 14.09.2020 and 09.01.2021 which all of them were attended to by all the respective Members of that time.

Terms of reference: The Nomination and Remuneration Committee assist the Board in overseeing the method, criteria and quantum of compensation for directors and senior management based on their performance and defined assessment criteria. The Committee formulates the criteria for evaluation of the performance of Independent Directors & the Board of Directors; identifying the persons who are qualified to become directors, and who may be appointed in senior management and recommend to the Board their appointment and removal. The terms of the reference of Nomination and Remuneration Committee covers the areas mentioned under Part D of Schedule II of SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015 as well as section 178 of the Companies Act, 2013. The objectives of constituting of Nomination and Remuneration Committee are as follow:

1. The Nomination and Remuneration Committee shall formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.
2. The Nomination and Remuneration Committee shall, while formulating the above policy shall ensure that—
 - (a) The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
 - (b) Relationship of remuneration to performance is clear and meets appropriate performance benchmarks;
 - (c) Remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

(iv) Corporate Social Responsibility Committee

In accordance with the provisions of Section 135 of the Companies Act, 2013 read with schedule VII of the said Act and further read with Companies (Corporate Social Responsibility) Rules, 2014, the Company has duly constituted "Corporate Social Responsibility Committee". Presently, this Committee is consisting of following Directors as Members/ Chairman:

| Sr. | Name of Director | Designation |
|-----|---------------------------|--|
| 1 | Mr. Parampal Singh Bal | Chairman (Non-Executive and independent Director)* |
| 2 | Mr. Ramesh Chander Nayyar | Member (Non-Executive and independent Director) |
| 3 | Mrs. Neerja Jain | Member ((Non-Executive and independent Director) |
| 4 | Mr. Sat Narain Goyal | Member (Whole Time Director) |

*Mr. Parampal Singh Bal was designated as Chairman of Corporate Social Responsibility Committee w.e.f 09.01.2021

During year 2020-21, two Meetings of CSR Committee were held on 06.07.2020 and 27.02.2021. Mr. Sat Narain Goyal and Mrs. Neerja Jain attended all the meetings held during the year. Mr. Paramapl Singh Bal attended one Meetings dated 27.02.2021 after his joining and Mr. V.K. Nayyar attended one meeting dated 06.07.2021.

Key Responsibilities of the CSR Committee:

- Formulate, monitor and recommend to the Board CSR Policy and the activities to be undertaken by the Company.
- Recommend the amount of expenditure to be incurred on the activities undertaken.
- Review the Company's performance in the area of CSR.
- Evaluate the social impact of the Company's CSR activities.
- Review the Company's disclosure of CSR matters, including any annual social responsibility report.
- Review the CSR Report, with the Management, before submission to the Board for approval.
- Establish a monitoring mechanism to ensure that the funds contributed by the Company are spent for the intended purpose only.

The CSR Policy of the Company is available at Website of the Company i.e. www.bcl.ind.in

RECOMMENDATIONS OF THE COMMITTEES

All the recommendations made by the Committees were accepted by the Board.

4. POLICY FOR SELECTION AND APPOINTMENT OF DIRECTORS AND THEIR REMUNERATION

The Nomination and Remuneration (N&R) Committee has adopted a Charter which, inter alia, deals with the manner of selection of Board of Directors and Managing Director and their remuneration. This Policy is accordingly derived from the said Charter.

I. POLICY

A. NON EXECUTIVE DIRECTORS – CRITERIA OF SELECTION

- a. The Non Executive Directors shall be of high integrity with relevant expertise and experience so as to have a diverse Board with Directors having expertise in the fields of manufacturing, marketing, finance, taxation, law, governance and general management.
- b. In case of appointment of Independent Directors, the N&R Committee shall satisfy itself with regard to the independent nature of the Directors vis-à-vis the Company so as to enable the Board to discharge its function and duties effectively.
- c. The N&R Committee shall ensure that the candidate identified for appointment as a Director is not disqualified for appointment under Section 164 of the Companies Act, 2013.
- d. The N&R Committee shall consider the following attributes / criteria, whilst recommending to the Board the candidature for appointment as Director.
 - i. Qualification, expertise and experience of the Directors in their respective fields;
 - ii. Personal, Professional or business standing;
 - iii. Diversity of the Board.
- e. In case of re-appointment of Non Executive Directors, the Board shall take into consideration the performance evaluation of the Director and his engagement level.

THE GUIDING PRINCIPLES FOR PERFORMANCE EVALUATION OF NON-EXECUTIVE DIRECTORS:

1. Fair and Consistent performance: Increase transparency and ensured consistency in performance;
2. Insight and Engagement: Engagement of the Director in Company operations and level of participation thereon
3. Innovation: Continuously innovations based on insight, analytics and Directors' expertise;
4. Simplicity, Speed and Accuracy: Accuracy in delivering the performance and efficiency in performance
5. Business Results: The reward to the Company and its business results achieved through performance of directors are considered as a performance evaluation criteria for NED.

REMUNERATION OF NON EXECUTIVE DIRECTORS:

The Non Executive Independent Directors shall be entitled to receive remuneration by way of sitting fees, and Non Executive Directors shall be entitled to reimbursement of expenses for participation in the Board / Committee meetings as detailed hereunder:

- i. A Non Executive Independent Director shall be entitled to receive sitting fees for each meeting of the Board or Committee of the Board attended by him, of such sum as may be approved by the Board of Directors within the overall limits prescribed under the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, provided however that they can voluntarily agree to payment nil sitting fee for Board and Committee Meetings.
- ii. The Independent Directors of the Company shall not be entitled to participate in the Stock Option Scheme of the Company, if any, introduced by the Company.

B. MANAGING DIRECTOR-CRITERIA FOR SELECTION / APPOINTMENT

For the purpose of selection of the MD, the N&R Committee shall identify persons of integrity who possess relevant expertise, experience and leadership qualities required for the position and shall take into consideration recommendation, if any, received from any member of the Board. The Committee will also ensure that the incumbent fulfills such other criteria with regard to age and other qualifications as laid down under the Companies Act, 2013 or other applicable laws.

Remuneration for Managing Director

- i. At the time of appointment or re-appointment, Managing Director shall be paid such remuneration as may be mutually agreed between the Company (which includes the N&R Committee and the Board of Directors) and Managing Director within the overall limits prescribed under the Companies Act, 2013.
- ii. The remuneration shall be subject to the approval of the Members of the Company in General Meeting.
- iii. In determining the remuneration (including the fixed increment and performance bonus) the N&R Committee shall ensure / consider the following:
 - a. the relationship of remuneration and performance benchmarks is clear;
 - b. balance between fixed and incentive pay reflecting short and long term performance objectives, appropriate to the working of the Company and its goals;
 - c. responsibility required to be shouldered by Managing Director, the industry benchmarks and the current trends;
 - d. the Company's performance vis-à-vis the annual budget achievement and individual performance.

Remuneration Policy for the Senior Management Employees

In determining the remuneration of the Senior Management Employees (i.e. KMPs and Executive Committee Members) the N&R Committee shall ensure / consider the following:

- i. the relationship of remuneration and performance benchmark is clear;
- ii. the balance between fixed and incentive pay reflecting short and long term performance objectives, appropriate to the working of the Company and its goals;
- iii. the remuneration including annual increment is decided based on the criticality of the roles and responsibilities, the Company's performance vis-à-vis the annual budget achievement, individuals performance.

Other disclosures about Remuneration and notice period /severance fees

The Managing Director and Whole Time Director are entitled only to consolidated salary. The Managing Director/ Whole- Time Director(s) are not paid any sitting fees for attending the meetings of the Board of Directors or Committees thereof. Presently, the Company does not have a scheme for grant of stock options either to the Managing Director/Whole-time Director(s) or employees. As per the terms of employment, the Managing Director/Whole Time Director or the Company, either party can terminate the contract by giving 3 (three) months' notice in writing to the other party. The employment terms does not contain any provisions for payment of any severance fees in case of cessation of employment of the Managing Director/Whole Time Director.

II. REMUNERATION OF DIRECTORS

A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTOR AND / OR MANAGER:

| Sr. No. | Particulars of Remuneration | Name of Managing Director / Whole - Time Director | | | TOTAL |
|---------|---|---|------------------------------------|--|-----------|
| | | MR. RAJINDER MITTAL (MG. DIRECTOR) | MR. KUSHAL MITTAL (JT.MG.DIRECTOR) | MR. SAT NARAIN GOYAL (WHOLE TIME DIRECTOR) | |
| 1 | Gross salary | | | | |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | 49,32,871 | 31,74,194 | 6,09,720 | 87,16,785 |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | - | - | - | - |
| | (c) Profits in lieu of salary under section 17(3) Income Tax Act, 1961 | - | - | - | - |
| 2. | Stock Option | - | - | - | - |
| 3. | Sweat Equity | - | - | - | - |
| 4. | Commission - as % of profit | - | - | - | - |
| 5. | Others, please specify | - | - | - | - |
| | Total (A) | 49,32,871 | 31,74,194 | 6,09,720 | 87,16,785 |

B. REMUNERATION TO OTHER DIRECTORS*:

| Particulars of Remuneration | Mrs. Neerja Jain | Mr. Ramesh Chander Nayyar | Mr. Parampal Singh Bal (Appointed w.e.f. 09th January, 2021) | Mr. Varinder Kumar Nayyar (Resigned w.e.f. 09th January, 2021) | Amount (In Rs.) |
|--|------------------|---------------------------|--|--|------------------|
| Category of Director | Independent | Independent | Independent | Independent | |
| Independent Directors | | | | | |
| 1. Fee for attending board/committee meetings | NIL | NIL | NIL | NIL | NIL |
| 2. Commission | NIL | NIL | NIL | NIL | NIL |
| 3. Others, please specify* | NIL | NIL | NIL | NIL | NIL |
| Total (1) | NIL | NIL | NIL | NIL | NIL |
| Other Non-Executive Directors | NIL | NIL | NIL | NIL | NIL |
| 1. Fee for attending board/committee meetings | NIL | NIL | NIL | NIL | NIL |
| 2. Commission | NIL | NIL | NIL | NIL | NIL |
| 3. Others, please specify* | NIL | NIL | NIL | NIL | NIL |
| Total (2) | NIL | NIL | NIL | NIL | NIL |
| Total Remuneration of Independent Directors (B)=(1+2) | NIL | NIL | NIL | NIL | NIL |
| Total Remuneration of Directors (A+B) | | | | | 87,58,065 |

*The Independent Directors have voluntarily foregone the payment of sitting fee to them in respect of f.y. 2020-21

5. DISCLOSURES AND COMPLIANCES
A. Related Party Transactions

All related party transactions entered into during the financial year 2020-21 were on an arm's length basis and in the ordinary course of the business of the Company and do not attract provisions of Section 188 of the Companies Act, 2013. There were no significant transactions with the related parties during the financial year which were in conflict with the interest of Company. Necessary disclosures as required under the Accounting Standards have been made in the Financial Statements. All related party transactions are placed before the Audit Committee of the Board of Directors for its approval. Prior omnibus approval of the Audit Committee of the Board of Directors is obtained for the transactions, which are of foreseen and repetitive nature. A statement giving details of all related party transactions, entered pursuant to the omnibus approval so granted, is placed before the Audit Committee of the Board of Directors for its review on a quarterly basis. The policy on Related Party Transactions as approved by the Board is hosted on the Company's website at weblink: <https://www.bcl.ind.in/pdf/BCL-RELATED-PARTY-TRANSACTIONS-POLICY-2020.pdf>

B. Disclosures

- During the financial year ended 31st March, 2021 there were no significant related party transactions that may have potential conflict with the interests of the Company at large.
- There were no penalties imposed, strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority on any capital market related matters during the last three years.
- The Company has announced Whistle Blower Policy. All the personnel of the company have the access to the Audit Committee.
- The Company has complied with the mandatory requirements of the Listing Regulation.
- The Company has adopted various non-mandatory requirements as well, as discussed under relevant headings.
- As at the close of Financial year 2020-21, the Company has a subsidiary. The Company does not have a Material Subsidiary but it has also framed a Material Subsidiary Policy and the same is placed on the Company's website and the web link for the same is <https://www.bcl.ind.in/pdf/BCL-POLICY-FOR-DETERMINING-MATERIAL-SUBSIDIARY-2020.pdf>. The Company's Audit Committee reviews the Consolidated Financial Statements of the Company as well as the Financial Statements of the Subsidiaries, including the investments made by the Subsidiary, if any. The Minutes of the Board Meetings, along with a report of the significant transactions and arrangements of the unlisted subsidiaries of the Company are placed before the Board of Directors of the Company.

- g. The Company has framed Related Party Transaction Policy and is placed on the Company's website and the web link for the same is <https://www.bcl.ind.in/pdf/BCL-RELATED-PARTY-TRANSACTIONS-POLICY-2020.pdf>
- h. During the financial year ended 31st March, 2021 the company did not engage in commodity hedging activities.

C. Compliance

- a. There has been no instance of non-compliance of any requirement of Corporate Governance Report . So, the Company has fully complied with the applicable requirement specified in Reg. 17 to 27 and clause (b) to (i) of sub-regulation(2) of regulation 46.
- b. The company has followed accounting treatment as prescribed in Accounting Standards applicable to the Company.

D. Adoption of Non-Mandatory Requirements

I. The Board

The Chairman of the Board is a Non-Executive Director and his position is separate from that of the Managing Director or CEO.

II. Shareholder Rights

Quarterly/Half yearly/yearly financial results are forwarded to the Stock Exchanges and also uploaded on the website of the Company The same are also published in required newspapers.

III. Audit Qualifications

There was no audit qualification in the Auditors Report on the Company s financial statements for the year 2020-21.

IV. Reporting of Internal Auditor

The Internal Auditor of the Company reports to and presents his internal audit observations to the Audit Committee.

E. Disclosure of shares / convertible instruments held by non-executive directors as on 31.03.2021.

| | | |
|-----------|--|-----|
| a. | SHARES | |
| 1 | Shri Ramesh Chander Nayyar | Nil |
| 2 | Mr. Parampal Singh Bal | Nil |
| 3 | Mrs. Neerja Jain | Nil |
| b. | CONVERTIBLE INSTRUMENTS | |
| | There are no outstanding convertible Instruments allotted to Non-Executive Directors as at 31.03.2021. | |

There are no outstanding convertible Instruments allotted to Non-Executive Directors as at 31.03.2021.

F. Disclosure as to public / rights / preferential issues/bonus issue / subdivision etc.

During the year 2020-21, the Company had allotted 50,00,000 Equity Shares of face value of Rs. 10/- each at a price of Rs. 60/- per share (including a premium of Rs. 50/- per share) on preferential basis to specified persons of Promoter Group and a specified entity belonging to Public Category. As a result, , the paid-up equity share capital of the Company was increased to Rs. 24,15,00,000/- divided into 2,41,50,000 fully paid equity shares of Rs 10/- each.

During the year under review, except for preferential issue as above stated, the Company has neither issued any shares with differential voting rights or granted stock options or issued sweat equity or purchased its own shares nor the company has made any Public/ Rights/ Bonus/Buy back of Equity Shares of the Company.

G. Outstanding GDRS/ADRS/Warrants or any convertible instruments:

The Company has no outstanding GDRS/ADRS/Warrants or any convertible instruments as on 31.03.2021.

H. Independent Directors:

It is confirmed that in the opinion of the Board, the independent directors fulfill the conditions specified in these regulations and are independent of the management.

6. DETAILS OF INVESTORS COMPLAINTS / QUERIES RECEIVED AND REDRESSED:

| Sr. No. | Nature of Queries/Compliant | Received during the year | Redressed during the year | Pending as on March 31, 2021 |
|---------|--|--------------------------|---------------------------|------------------------------|
| 1 | Transfer/Transmission of Duplicate Share Certificate | NIL | NIL | NIL |
| 2 | Dematerialization / Remat. of Shares | NIL | NIL | NIL |
| 3 | Complaints received from: | | | |
| | SEBI/BSE | 1 | 1 | NIL |
| | Stock Exchanges/NSDL/CDSL | 0 | 0 | NIL |
| | ROC/MCA/Others | 0 | 0 | NIL |
| 4 | Others | 1 | 1 | NIL |
| | Grand Total | 2 | 2 | NIL |

7. RECONCILIATION OF SHARE CAPITAL AUDIT

As required under the Securities & Exchange Board of India (SEBI) (Depositories and Participants) Regulations, 2018, quarterly audit of the Company's share capital is carried out by an independent auditor with a view to reconcile the total share capital admitted with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and held in physical form, with the issued and listed capital. The Auditors' Certificate/Report in regard to the same is submitted to BSE Limited and National Stock Exchange of India Limited is also placed before Stakeholders' Relationship Committee and the Board of Directors.

8. SECRETARIAL AUDIT AND SECRETARIAL COMPLIANCE REPORT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company had appointed M/s S. Parnami & Associates, Company Secretaries, a firm of Company Secretaries in Practice, to undertake the Secretarial Audit of the Company. Secretarial Audit Report as per Section 204 of Companies Act 2013 is given in this Annual Report. No adverse comments have been made in the said report by the Practicing Company Secretary.

Regulation 24 A of SEBI (LODR) Regulations read with SEBI circular no. CIR/CFD/CMD1/27/2019 dated 08.02.2019 mandated all listed entities to obtain annual secretarial compliance Reports on compliance with SEBI Regulations and circulars/guidelines issued thereunder from a company secretary in practice. Accordingly, the Company has obtained a Secretarial Compliance Report for FY 2020-21 from S. Parnami & Associates, Practicing Company Secretaries and filed the same with BSE and NSE.

9. VIGIL MECHANISM / WHISTLE BLOWER POLICY

Pursuant to Section 177(9) of the Companies Act, 2013 and the Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has formulated a Vigil Mechanism for directors and employees to report genuine concerns about any instance of any irregularity, unethical practice and/or misconduct. The Mechanism also provides for adequate safeguards against victimization of employees who avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in exceptional cases. The Vigil Mechanism Policy has been uploaded on the website of the Company at www.bcl.ind.in. We affirm that during the financial year 2020-21, no employee was denied access to the Audit Committee.

10. COMPLIANCE WITH CODE OF CONDUCT

The Company has adopted a "Code of Conduct for Directors and Senior Management Personnel". The Directors and Senior Management Personnel have given an Annual Affirmation during the year 2020-21, to this Code. The said Code has also been placed by the Company on its website i.e. www.bcl.ind.in

11. GENERAL BODY MEETINGS

- (i) Details of Annual General Meetings (AGM) and Extra-ordinary General Meetings (EGM) of the Company held during the last three Financial Years are as follows:

| Meeting | Day | Date | Time | Venue | No. of Special Resolutions Passed |
|----------|----------|------------|-----------|--|-----------------------------------|
| 44th AGM | Saturday | 31.10.2020 | 3.00P.M | Through Video Conferencing (VC) or other Audio Visual Means (OVM). | 5 |
| 43rd AGM | Saturday | 28.09.2019 | 3.00 P.M. | Community Hall, Ganpati Enclave, Dabwali Road, Bathinda-151001, Punjab INDIA | 5 |

| Meeting | Day | Date | Time | Venue | No. of Special Resolutions Passed |
|----------------|-----------|------------|------------|--|-----------------------------------|
| 42nd AGM | Wednesday | 26.09.2018 | 3.00 P.M. | Community Hall, Ganpati Enclave, Dabwali Road, Bathinda-151001, Punjab INDIA | 3 |
| 01/2017-18 EGM | Monday | 12.03.2018 | 11.30 A.M. | Regd. Office at Hazi Rattan, Link Road, Bathinda (Punjab) | NIL |

- (ii) At the ensuing Annual General Meeting, there is no resolution which is proposed to be passed by postal ballot.
- (iii) During the financial year 2020-21, resolutions were passed by the company on 21st June, 2020, through Postal Ballot for following business purposes:
- To Issue, offer and allot Equity Shares on Preferential Basis (Special Resolution)
 - Approval to Related Party Transactions (Ordinary Resolution)

| NOTICE OF POSTAL BALLOT DATED 22ND MAY, 2020 | VOTES IN FAVOUR OF THE RESOLUTION | | | VOTES AGAINST RESOLUTION | | | INVALID VOTES | | | |
|--|---|----------------|---------------------|--------------------------|----------------|---------------------|---------------|----------------|---------------------|---|
| | SUBJECT MATTER OF THE RESOLUTION AND TYPE | NO. OF MEMBERS | NOS. OF VOTES CASTE | % | NO. OF MEMBERS | NOS. OF VOTES CASTE | % | NO. OF MEMBERS | NOS. OF VOTES CASTE | % |
| SPECIAL RESOLUTION TO ISSUE, OFFER AND ALLOT EQUITY SHARES ON PREFERENTIAL BASIS | 24 | 6584694 | 100 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| SPECIAL RESOLUTION FOR APPROVAL TO RELATED PARTY TRANSACTIONS | 24 | 6584592 | 99.998 | 1 | 102 | 0.002 | 0 | 0 | 0 | 0 |

M/s S. Parnami & Associates, Bathinda, Practicing Company Secretaries conducted the aforesaid postal ballot exercise as Scrutinizer for both the above said postal ballot programmes, in a fair and transparent manner. All the above said Resolutions in both Postal Ballot Programmes were duly approved and passed with respective majorities respectively required for them. The results in respect of the same were declared at the Registered Office of the Company.

Procedure for Postal Ballot:

After receiving the approval of the Board of Directors, Notice of the Postal Ballot, text of the Resolution and Explanatory Statement, relevant documents, Postal Ballot were sent to the shareholders to enable them to consider and vote for or against the proposal within a period of 30 days. The MCA had clarified that for Companies that are required to provide E-voting facility under the Companies Act, while they are transacting any business(es) only by Postal Ballot upto June 30, 2020 or till further orders, whichever is earlier, the requirements provided in Rule 20 of the Rules as well as the framework provided in the MCA Circulars will be applicable mutatis mutandis. Further, the Company will send Postal Ballot Notice by e-mail to all its Members who have registered their e-mail addresses with the Company, its their Registrars and Transfer Agents or Depository/ Depository Participants and the communication of assent/ dissent of the Members will only take place through the E-voting system. In compliance with the requirements of the MCA Circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope was not sent to the Members for this Postal Ballot.

This Postal Ballot was accordingly initiated in compliance with the above MCA Circulars. E-voting facilities were made available to all the shareholders for a period of 30 days and instructions for the same were specified under instructions for voting in the Postal Ballot Notice. E-mails were sent to shareholders whose e-mail ids were available with the depositories and the Company along with Postal Ballot Notice. After the last day for receipt of ballots [physical/e- voting], the Scrutinizer, after due verification, submitted the results to the Chairman/Director authorised to declare results Thereafter, the Chairman/Authorised Director declared the result of the Postal Ballot. The same were communicated to stock exchange and copies of resolutions were filed at MCA Website and results were also displayed on the Company's website and Notice Board.

12. CEO/CFO CERTIFICATION

The Mg. Director and Chief Financial Officer (CFO) have certified to the Board, inter-alia, the accuracy of Financial Statements and adequacy of Internal Controls for the financial reporting purpose as required under SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015, for the year ended 31st March, 2021.

13. MEANS OF COMMUNICATION

The Company communicates with the shareholders through its Annual Reports, Publication of quarterly Results, press releases and reports and returns filed with Stock Exchange (BSE) and Registrar of Companies etc. The financial results are normally published in The Financial Express/DeshSewak etc. All information including business updates, product, process, financials such as Annual Reports, Quarterly results, Shareholding Pattern, different codes are also available on the Company's Website www.bcl.ind.in and information about it is also given in the Annual Reports and publications made by the Company. The Investor Complaints are processed in a centralized web based complaints redressal system on www.scores.gov.in, a website maintained by SEBI (Securities and Exchange Board of India). The main feature of this system is central database of all complaints, online upload of action taken reports (ATRs) by the concerned companies and online view by investors of action taken on complaints and its current status. The Company had disposed of all the pending complaints filed through scores.

14. GENERAL SHAREHOLDERS INFORMATION:

I. 45TH ANNUAL GENERAL MEETING

| | |
|-------|---|
| DATE | 28.09.2021 |
| TIME | 3.00 P.M. |
| DAY | Tuesday |
| VENUE | THROUGH VIDEO-CONFERENCING ("VC") OR OTHER AUDIO VISUAL MEANS ("OAVM"), |

| | |
|-----------------------|--|
| 1. BOOK CLOSURE DATES | 22.09.2021 to 28.09.2021 (BOTH DAYS INCLUSIVE) |
| 2. CUT OFF DATE | 21.09.2021 |

II. FINANCIAL CALENDAR 2021-22 (TENTATIVE)

| | |
|-----------------------------------|--------------------------|
| First Quarter Results | Middle of August, 2021 |
| Second Quarter Results | Middle of November, 2021 |
| Third Quarter Results | Middle of February, 2022 |
| Fourth Quarter Results and Yearly | Middle/End of May, 2022 |
| Notice/Directors Report | August, 2022 |

III. FINANCIAL YEAR : 01st April to 31st March.

IV. LISTING

| S. NO. | Name of Stock Exchange | Address of Stock Exchange |
|--------|---|--|
| 1. | BSE LIMITED (BSE) | Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 |
| 2. | NATIONAL STOCK EXCHANGE OF INDIA LIMITED* (NSE) | National Stock Exchange of India Ltd., Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai - 400 051 |

*During the year 2020-21, the Company made application to NSE for listing as an Existing Company. The Equity Shares of the Company were approved by NSE to be listed and admitted to dealings on the National Stock Exchange (NSE) w.e.f. March 04, 2021 listed at NSE under Scrip Code BCLIND

V. FINAL DIVIDEND PAYMENT DATE

The Board of Directors in its meeting held on 09.06.2021 has recommend a dividend of Rs. 5/- per Equity Share (on the face value of Rs.10/- each) i.e. @50%, for the Financial Year 2020-21 , subject to approval of Shareholders in ensuing AGM. Dividend, if any, declared in the ensuing AGM will be paid on or after 28th September, 2021, but before the statutory time limit of 30 days from the date of declaration.

VII. STOCK MARKET DATA

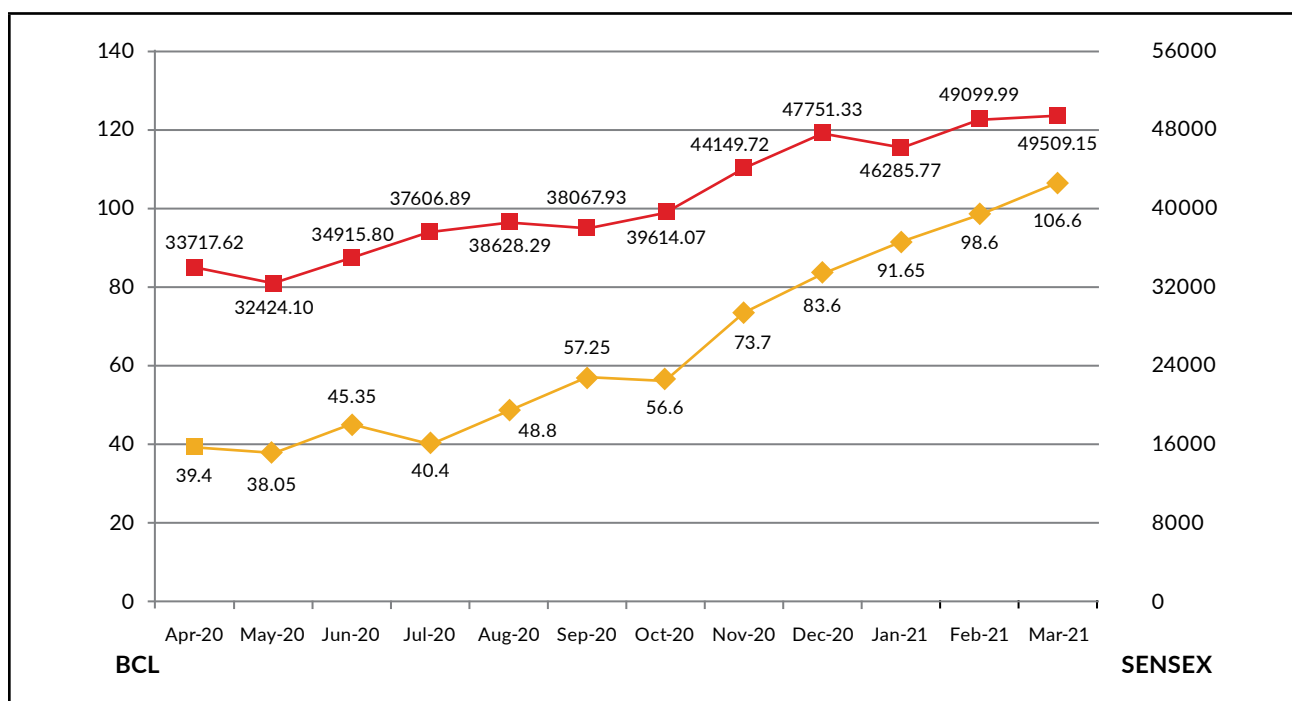
| | |
|----------------|--------------------|
| BSE SCRIP CODE | 524332 |
| NSE SCRIP CODE | BCLIND |
| ISIN | INE412G01016 |
| FACE VALUE | Rs. 10/- Per Share |

The Company has duly paid the Listing Fees to aforesaid Stock Exchange upto financial year 2021-22

The month wise highest, lowest and closing stock prices vis a vis BSE Sensex* during the financial year 2020-21 are given below:

| Month | BCL AT BSE | | | | | BCL AT NSE | | | | SENSEX | | |
|--------|------------|-----------|-------------|---------------|----------------------|------------|-----------|-------------|---------------|----------|----------|----------|
| | High Price | Low Price | Close Price | No. of Shares | Total Turnover (Rs.) | High Price | Low Price | Close Price | No. of Shares | High | Low | Close |
| Apr-20 | 45.45 | 33 | 39.4 | 289466 | 11804342 | | | | | 33887.25 | 27500.79 | 33717.62 |
| May-20 | 40.2 | 33.1 | 38.05 | 242799 | 8860406 | | | | | 32845.48 | 29968.45 | 32424.1 |
| Jun-20 | 51.95 | 36.15 | 45.35 | 615025 | 27444135 | | | | | 35706.55 | 32348.1 | 34915.8 |
| Jul-20 | 49.25 | 39.6 | 40.4 | 797401 | 33891237 | | | | | 38617.03 | 34927.2 | 37606.89 |
| Aug-20 | 60.8 | 40 | 48.8 | 666101 | 32950211 | | | | | 40010.17 | 36911.23 | 38628.29 |
| Sep-20 | 67 | 44 | 57.25 | 656100 | 37145400 | | | | | 39359.51 | 36495.98 | 38067.93 |
| Oct-20 | 69.9 | 55.6 | 56.6 | 1028231 | 64199509 | | | | | 41048.05 | 38410.2 | 39614.07 |
| Nov-20 | 74.9 | 55.6 | 73.7 | 685580 | 44927090 | | | | | 44825.37 | 39334.92 | 44149.72 |
| Dec-20 | 84.7 | 66.05 | 83.6 | 787220 | 61953332 | | | | | 47896.97 | 44118.1 | 47751.33 |
| Jan-21 | 117.45 | 80.35 | 91.65 | 1519750 | 155354110 | | | | | 50184.01 | 46160.46 | 46285.77 |
| Feb-21 | 109.7 | 81.65 | 98.6 | 1097826 | 103115040 | | | | | 52516.76 | 46433.65 | 49099.99 |
| Mar-21 | 148 | 97.75 | 106.6 | 2257389 | 267601132 | 148 | 98.25 | 107.10 | 1704000 | 51821.84 | 48236.35 | 49509.15 |

*BCL is listed at NSE w.e.f. 04th March, 2021.



VIII. REGISTRAR AND SHARE TRANSFER AGENT (RTA)

In accordance with the Circular of Securities and Exchange Board of India (SEBI), the work of physical share transfer of the Company is with M/S LINK INTIME INDIA PVT LTD., Noble Heights, 1st Floor, Plot NH 2 C-1 Block LSC, Near Savitri Market, Janakpuri, New Delhi - 110058, Email: Delhi@Linkintime.Co.In, Phones: 011- 41410592-94, Fax: 011- 41410591. Electronic Mode i.e de-materialization of shares is already done through them. Thus activities of share transfer and demat are at single point with them. The ISIN of the Company is : INE412G01016. The shares of the Company are traded compulsorily in Demat form on BSE and National Stock Exchange. The Company has participation as an issuer with both National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). All the fees to both Depositories stands paid till date. The shareholders may operate through any depository.

IX. SHARE TRANSFER SYSTEM:

Effective April 1, 2019, SEBI has amended Regulation 40 of the Listing Regulations which deals with transfer or transmission or transposition of securities. According to this amendment, the requests for effecting the transfer of listed securities shall not be processed unless the securities are held in dematerialised form with a Depository. Therefore, for effecting any transfer, the securities shall mandatorily be required to be in demat form. Transfer of equity shares in electronic form are effected through the depositories with no involvement of the Company. This will bring the following benefits:

- shall curb fraud and manipulation risk in physical transfer of securities by unscrupulous entities.
- Transfer of securities only in demat form will improve ease, convenience and safety of transactions for investors.

The Company has stopped accepting any transfer requests for securities held in physical form with effect from the said date. During the year, the Company accepted those transfer requests pertaining to securities held in physical form which were lodged for transfer before April 1, 2019 and were returned due to objections. However, Members can continue to make request for transmission or transposition of securities held in physical form.

In view of the aforesaid amendment and in order to eliminate the risks associated with physical holding of shares, Members who are holding shares in physical form are hereby requested to dematerialise their holdings. The Company's shares are in compulsory dematerialized list and are transferable through depository system. The RTA of the Company are M/s LINK INTIME INDIA PVT LTD., Noble Heights, 1st Floor, Plot NH 2 C-1 Block LSC, Near Savitri Market, Janakpuri, New Delhi - 110058, Email: Delhi@Linkintime.Co.In, Phones: 011- 41410592-94, Fax: 011- 41410591.

The Company has a duly constituted Stakeholders Relationship Committee to look into the matters related with transfer, transmission, demat, remat, issue of duplicate share certificates, investors complaints and other related matters.

X. CREDIT RATING OBTAINED BY THE COMPANY

A-, Infomeric Valuations and Ratings Private Limited .

XI. DISTRIBUTION OF SHAREHOLDING AS ON 31.03.2021

| Sr. No. | Shares range | | | Number of shareholders | Percentage of total shareholders | Total shares for the range | Percentage of issued capital |
|---------|--------------|----|-------|------------------------|----------------------------------|----------------------------|------------------------------|
| 1 | 1 | to | 500 | 13148 | 91.5471 | 1473777 | 6.1026 |
| 2 | 501 | to | 1000 | 590 | 4.1081 | 477664 | 1.9779 |
| 3 | 1001 | to | 2000 | 280 | 1.9496 | 429248 | 1.7774 |
| 4 | 2001 | to | 3000 | 115 | 0.8007 | 298278 | 1.2351 |
| 5 | 3001 | to | 4000 | 59 | 0.4108 | 212179 | 0.8786 |
| 6 | 4001 | to | 5000 | 50 | 0.3481 | 239178 | 0.9904 |
| 7 | 5001 | to | 10000 | 60 | 0.4178 | 430512 | 1.7827 |
| 8 | 10001 | to | Above | 60 | 0.4178 | 20589164 | 85.2553 |
| | Total | | | 14362 | 100.0000 | 24150000 | 100.0000 |

XII. COMPLIANCE WITH MANDATORY REQUIREMENTS OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

The Company has fully complied with the applicable requirements as laid down in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the purpose of ensuring Corporate Governance.

XIII. SHAREHOLDING PATTERN OF THE COMPANY AS ON 31.03.2021

| Category | No. of shares of face Value of Rs. 10/- Each | % Of shareholding |
|--|--|-------------------|
| Promoters/ Promoters Group | 14818827 | 61.36 |
| Mutual Funds/ Alternate Investment Funds | 390222 | 1.62 |
| Banks, FIs, Etc. | --- | 0.00 |
| Foreign Portfolio Investors | --- | 0.00 |
| Foreign Institutional Investors | --- | 0.00 |
| Private Corporate Bodies | 3885607 | 16.09 |

| Category | No. of shares of face Value of Rs. 10/- Each | % Of shareholding |
|----------------------|--|-------------------|
| Non Resident Indians | 250325 | 1.04 |
| Central/ State Govt. | --- | 0.00 |
| Indian Public | 4765822 | 19.73 |
| Clearing Members | 39197 | 0.16 |
| GRAND TOTAL | 24150000 | 100.00 |

XIV. SHAREHOLDING OF DIRECTORS AS ON 31.03.2021

The shareholding of the all the Directors in the Equity Share Capital of the Company is given as follows:

| Name of Directors | Number of Shares held as on 31.03.2021 |
|---------------------------|--|
| Mr. Ramesh Chander Nayyer | NIL |
| Mr. Rajinder Mittal | 3280500 (13.58%) |
| Mr. Sat Narain Goyal | 75 (0.00%) |
| Mr. Kushal Mittal | 3171850 (13.13%) |
| Mrs. Neerja Jain | NIL |
| Mr. Parampal Singh Bal | NIL |

XV. DEMATERIALISATION OF SHARES:

As on 31.03.2021 approx. 97.70% shares comprising 23595050 equity shares were dematerialized.

XVI. DISCLOSURE WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT

There are no unclaimed equity shares. So disclosure of details of unclaimed shares in suspense account during the year as on 31st March, 2021 are Nil.

XVII. COMPLIANCE OFFICER

Shri Gurinder Makkar Company Secretary, Phones +91- 0164-2240163, 2240443, 2211628.
Email: info@bcl.ind.in

XVIII. CEO/ MG. DIRECTOR

MANAGING DIRECTOR: Mr. Rajinder Mittal
Phones +91- 0164-2240163, 2240443, 2211628

XIX. CHIEF FINANCIAL OFFICER (CFO)

Mr. Gulab Singh
Phones +91- 0164-2240163, 2240443, 2211628.

XX. DESIGNATED EMAIL ID FOR INVESTORS

info@bcl.ind.in

XXI. GREEN INTITATIVE

The Ministry of Corporate Affairs has taken the Green Initiative in Corporate Governance by allowing paperless compliances by Companies through electronic mode. Your Company supports the Green Initiative. Your Company appeals to you, its shareholders, who are yet to register your E-mail addresses that you take necessary steps for registering the same so that you can also become a part of the initiative and contribute towards a Greener environment.

XXII. UTILIZATION OF FUNDS RAISED THROUGH PREFERENTIAL ISSUE.

During the Financial Year 2020-21, the Company allotted 50,00,000 Equity Shares of face value of Rs. 10/- each at a price of Rs. 60/- per share (including a premium of Rs. 50/- per share) on preferential basis to specified persons of Promoter Group and a specified entity belonging to Public Category. The proceeds of the issue of 50,00,000 equity shares on a preferential basis were fully utilized by the Company for the objects stated in the Explanatory Statement to the Notice of Postal Ballot i.e. for the purpose for which those were raised. Further there was no deviation or variation in the utilization of the proceeds raised through the Company's Preferential issue of Equity shares.

XXIII. COMMODITY PRICE RISK OR FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES.

Risks are associated with various forex exposures like translation, transaction, economic etc. The Company would have on risk on net import side. Import Exposure includes Acceptance, Trade Payables, Trade Buyer’s Credit, Interest Payable, CAPEX Buyer’s Credit etc. and export exposure includes trade receivables etc.

There are various financial instruments for hedging available to mitigate these risks like Forward Cover, Options and Derivative etc. Based on the risks involved in the hedging instrument, the Company is generally uses Forward Cover as measure for mitigating the Forex Volatility.

Disclosure of commodity price risks and commodity hedging activities: The Company has price review mechanism to protect against material movement in price of raw materials.

As per the SEBI Circular dated November 15, 2018, disclosure regarding exposure of the Company to various commodities for the financial year ended on March 31, 2021, is as under:

Exposure of the listed entity to commodity and commodity risks faced by the entity throughout the year:

- a. Total exposure of the listed entity to commodities in Rs. : NIL/NA
- b. Exposure of the listed entity to various commodities:

| Commodity Name | Exposure in Rs. towards the particular commodity | Exposure in Quantity terms towards the particular commodity | % of such exposure hedged through commodity derivatives | | | | |
|----------------|--|---|---|----------|---------------|----------|-------|
| | | | DOMESTIC | | INTERNATIONAL | | TOTAL |
| | | | OTC | Exchange | OTC | Exchange | |
| NIL/NA | | | NIL | NIL | NIL | NIL | NIL |

- c. Commodity risks faced by the listed entity during the year and how they have been managed:

Senior management monitors commodity price risk and foreign exchange risk and based on the expert advice taken necessary step for its coverage. The Company has a very robust and well proven policies for commodities and inputs sourcing and prices are generally on the lower side. The Company has adequate working capital arrangements in place to adhere to the above policy procurement every year.

XXIV. DETAILS OF FEES PAID BY THE COMPANY AND ITS SUBSIDIARIES, ON CONSOLIDATED BASIS, TO THE STATUTORY AUDITOR AND TO ALL ENTITIES IN THE NETWORK FIRM/NETWORK ENTITY OF WHICH THE STATUTORY AUDITOR IS A PART IS AS UNDER:

Fee disclosures as required by Clause 10(k), Part C, Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The total fees for all services paid by the Company and its Subsidiary (Audit of subsidiary done by other Auditor) on a consolidated basis, to M/s AMRG & Associates, Statutory Auditors and other firms in the network entity of which the statutory auditor is a part (Not Applicable), as included in the consolidated financial statements of the Company for the year ended March 31, 2021, is as follows:

| | |
|------------------------|-----------------|
| Audit Fees paid | Rs. 34.00 Lakhs |
| Out of Pocket Expenses | - |
| Total | Rs. 34.00 Lakhs |

XXV. DISCLOSURES IN RELATION TO THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has an Internal Complaints Committee (ICC Committee) which meets regularly to discuss and monitor if there is any sexual harassment in the work place and resolves the issues if any. During the financial year under consideration, the ICC committee did not receive any complaints related to the sexual harassment of women.



XXVI. UNCLAIMED DIVIDENDS/ IEPF

There are no amounts requiring transfer to Investor Education and Protection Fund during the year 2020-21. In the recent years, the company has declared Dividends only for the years 2013-14, 2014-15, 2016-17 and 2018-19. Dividends that remain unclaimed/ unpaid for a period of seven (7) years from the date on which they were declared, are required to be transferred to the Investor Education and Protection Fund. Shareholders / Investors who have not encashed their Dividend Warrants if any, for these years, are requested to lodge their claims by quoting their respective Folio No./ DP/Client ID with Company. As per the IEPF Rules, the Company has uploaded the information in respect of unclaimed dividends on its website at www.bcl.ind.in. The same is also available on the website of IEPF at www.iepf.gov.in.

XXVII. OUTSTANDING GDRS/ADRS/WARRANTS

The company has not issued GDRs/ ADRs. As on 31st March, 2021, No Warrants were outstanding for conversion into equal number of equity shares.

XXVIII. PLANT LOCATIONS

Edible Oil, Solvent Extraction, Rice Sheller, Vanaspati Oil- Bathinda (Punjab). Distillery- Bathinda (Punjab).

XXIX. ADDRESS FOR CORRESPONDENCE:

REGD. OFFICE :Hazi Rattan, Link Road, Post Box No. 71, Bathinda-151001 (Punjab) INDIA Ph. : 0164-2240163, 2240443, 2211628, Fax: 0164-5003638
Website: www.bcl.ind.in, Email: info@bcl.ind.in

XXX. CORPORATE IDENTITY NUMBER (CIN):

The Corporate Identity Number (CIN) of the Company, allotted by Ministry of Company Affairs, Government of India is CIN: L24231PB1976PLC003624

NOTE: The shareholders in respect of dematerialized shares should address correspondence to their respective Depository Participants (DPs)



CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS BY PRACTICING COMPANY SECRETARY

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

To,
The Members,
BCL Industries Limited
 Hazi Rattan, Link Road, Bathinda-151001 (Punjab) (CIN: L24231PB1976PLC003624)

We, S. Parnami & Associates, Practicing Company Secretaries, Bathinda, have examined the relevant registers, records, forms, returns and disclosures received from the Directors of BCL Industries Limited (hereinafter referred to as 'the Company'), produced before me/us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

In my/our opinion and to the best of my/our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me / us by the Company & its Directors/officers, and considering the relaxations granted by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, due to the spread of the COVID-19 pandemic, I/We hereby certify that none of the following Directors on the Board of the Company for the Financial Year ending on 31st March, 2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

| Sr. No. | Full Name | DIN | Date of Appointment* |
|---------|--|----------|----------------------|
| 1 | RAJINDER MITTAL | 00033082 | 01/04/1992 |
| 2 | SAT NARAIN GOYAL | 00050643 | 01/11/2004 |
| 3 | PARAMPAL SINGH BAL (Appointed w.e.f. 09.01.2021) | 09013282 | 09/01/2021 |
| 4 | RAMESH CHANDER NAYYAR | 02945713 | 14/08/2014 |
| 5 | NEERJA JAIN | 07121987 | 14/09/2019 |
| 6 | KUSHAL MITTAL | 07276145 | 01/04/2020 |
| 7 | MR.V.K. NAYYAR (RESIGNED W.E.F. 09.01.2021) | 00992880 | 01/10/2002 |

*The date of appointment is as per the MCA Portal.

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

For S. Parnami & Associates
 Company Secretaries

Sourabh Parnami
 (Prop.)

M. No. F9396

CP No. 11181

UDIN: F009396C000432601

Dated : 08.06.2021

Place : Bathinda, Punjab



CHIEF EXECUTIVE OFFICER (CEO) /CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

To
The Board of Directors,
BCL INDUSTRIES LIMITED

As required under the Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [the Listing Regulations] read with Schedule II part B of the Listing Regulations, we hereby certify that;

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

For BCL Industries Limited

(RAJINDER MITTAL)

(GULAB SINGH)

Place : Bathinda, Punjab

Managing Director

CFO

Date : 09.06.2021

DIN: 00033082

DECLARATION REGARDING CODE OF CONDUCT

I/We hereby confirm that the Company has obtained from all the members of the Board and Senior Management team, an affirmation of compliance with the Code of Conduct for Directors and Senior Management in respect of financial year ended March 31, 2021.

Place : Bathinda, Punjab

(RAJINDER MITTAL)

(SAT NARAIN GOYAL)

Date : 09.06.2021

Managing Director

Whole Time Director

INDEPENDENT AUDITOR'S CERTIFICATE ON COMPLIANCE WITH THE CORPORATE GOVERNANCE REQUIREMENTS UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To
THE MEMBERS
BCL INDUSTRIES LIMITED

1. This Report contains details of compliance of conditions of Corporate Governance by BCL Industries Limited ('the Company') for the year ended 31st March 2021, as stipulated in Regulations 17-27, clauses (b) to (i) of Regulation 46 (2) and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), pursuant to the Listing Agreement of the Company with Stock Exchange.

Management's Responsibility

2. The compliance with the conditions of Corporate Governance is the responsibility of the management of the Company, including the preparation and maintenance of all relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in SEBI Listing Regulations.
3. The Management along with the Board of Directors are also responsible for ensuring that the company complies with the conditions of Corporate Governance as stipulated in the Listing Regulation, issued by the Securities and Exchange Board of India.

Auditor's Responsibility

4. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
5. Pursuant to the requirements of the SEBI Listing Regulations, it is our responsibility to provide a reasonable assurance whether the Company has complied with the conditions of Corporate Governance as stipulated in SEBI Listing Regulations for the year ended 31st March 2021.
6. We conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes, Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India ('ICAI') and the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013, in so far as applicable for the purpose of this certificate. The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

8. In our opinion, and to the best of our information and according to explanations given to us and the representation provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the abovementioned SEBI Listing Regulations.
9. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Restriction on use

10. The certificate is addressed and provided to the members of the Company solely for the purpose to enable the Company to comply with the requirement of the SEBI Listing Regulations, and it should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For AMRG & Associates
Chartered Accountants
FRN: 004453N

Place: Bathinda
Date: 03-06-2021

CA Rajat Mohan
(Partner)
M.No. 513103
UDIN: 21513103AAAABH2547

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF
BCL INDUSTRIES LIMITED

REPORT ON THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

OPINION

We have audited the accompanying standalone financial statements of BCL Industries Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Cash Flow Statements for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act as amended, and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

BASIS FOR OPINION

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

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements for the financial year ended March 31, 2021. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditors' responsibilities for the audit of the standalone financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone financial statements. The results of audit procedures performed by us including those procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone financial statements.

| The Key Audit Matters | How our audit addressed the key audit matter |
|---|--|
| Current Investments and Assets classified as held for sale | |
| Company is having certain investments in properties & this involves significant judgments, recognition, classification and measurement that depends upon management's intention of holding those investments. | <p>Our audit procedures include the following substantive procedures :</p> <ul style="list-style-type: none"> • We make enquires with management and discuss the email correspondences. • Check the management's intention • Check the underlying income the company is earning out of it • Check these investments are not used for production of goods/services. <p>On the basis of that appropriate classification and measurement in the financial statements was taken. Accordingly, these investments are appropriately classified as Current Investments & Asset held for sale.</p> |

INFORMATION OTHER THAN THE STANDALONE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Performance Review and Corporate Governance, but does not include the standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

MANAGEMENT'S RESPONSIBILITY FOR THE STANDALONE FINANCIAL STATEMENTS

The Company's 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, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, 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.

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

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

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

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

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

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in:

- (i) planning the scope of our audit work and in evaluating the results of our work; and
- (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
 - d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2015(as amended)
 - e) On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
 - h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

FOR AMRG & Associates
Chartered Accountants
FRN: 004453N

CA Rajat Mohan
(Partner)

M. No.513103

UDIN : 21513103AAAABM1497

Place: Bathinda, Punjab

Date: 9th June 2021

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

‘Referred to paragraph 2(f), under “Report on Other Legal and Regulatory Requirements” section of our report to the Members of BCL Industries Limited of even date”)

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

We have audited the internal financial controls over financial reporting of BCL INDUSTRIES LIMITED (“the Company”) as of March 31, 2021 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor’s Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

- (1) pertains 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 authorizations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting with reference to these standalone financial statements

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

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, 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 AMRG & Associates
Chartered Accountants
FRN: 004453N

CA Rajat Mohan
(Partner)

M. No.513103

UDIN : 21513103AAAABM1497

Place: Bathinda, Punjab

Date: 9th June 2021



ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of BCL Industries Limited of even date)

- i. In respect of the Company's fixed assets:
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) The Company has a program of verification to cover all the items of fixed assets in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - (c) According to the information and explanations given to us, the records examined by us and based on the examination of the conveyance deeds / registered sale deed provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date. In respect of immovable properties of land and building that have been taken on lease and disclosed as fixed assets in the standalone financial statements, the lease agreements are in the name of the Company.
- ii. The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable. The Company has maintained proper records of inventory. There were no material discrepancies found during physical verification.
- iii. According to the information and explanations given to us, the Company has granted unsecured loans to its subsidiary, covered in the register maintained under section 189 of the Companies Act, 2013, in respect of which:
 - (a) The terms and conditions of the grant of such loans are, in our opinion, prima facie, not prejudicial to the Company's interest.
 - (b) In absence of stipulated schedule of repayment, payment of principals cannot be commented upon.
 - (c) There is no overdue amount remaining outstanding as at the year-end.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
- v. In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Rules framed there under to the extent notified, with regard to the deposits accepted from the public. 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. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014 prescribed by the Central Government under Section 148(1) (d) of the Companies Act, 2013 and are of the opinion that, prima facie, the prescribed accounts and cost records have been maintained. We have, however, not made a detailed examination of the cost records.
- vii. According to the information and explanations given to us, in respect of statutory dues:
 - (a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues applicable to it with the appropriate authorities.
 - (b) According to information & explanations given to us, no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues were in arrears as at March 31, 2021 for a period of more than six months from the date they became payable.
- viii. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions, banks and Government & debenture holders.
- ix. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments). The company has raised the amount from term loans during the year and they were utilized for the purpose for which those are raised.

- x. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.
- xi. In our opinion and according to the information and explanations given to us, the Company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xii. The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.
- xiii. In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable Indian accounting standards.
- xiv. In our opinion and according to the information and explanations given to us, during the year company has made preferential allotment & Company has complied with the provisions of Sections 42, section 62 and Other applicable provisions of the Companies Act, 2013, with regard to the preferential allotment. The company have utilized the funds for the purpose of which they were raised.
- xv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 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.

FOR AMRG & Associates
Chartered Accountants
FRN: 004453N

CA Rajat Mohan
(Partner)

M. No.513103

UDIN : 21513103AAAABM1497

Place: Bathinda, Punjab

Date: 9th June 2021

BALANCE SHEET As at 31st MARCH, 2021

(Rs. In Lakhs)

| Particulars | Note | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--------------------------------------|------|---------------------------------------|---------------------------------------|
| ASSETS | | | |
| Non-current assets | | | |
| Property, plant and equipment | 1 | 12390.08 | 12,830.18 |
| Capital work in progress | 2 | - | 20.21 |
| Right to use | | 8.78 | 6.89 |
| Investment Property | 2 | 40.57 | 43.19 |
| Intangible Assets | 2 | 11.34 | 1.72 |
| Financial assets | | | |
| Investments | 3 | 1353.06 | 482.55 |
| Other non-current assets | 4 | 154.33 | 128.83 |
| Total Non-Current Assets | | 13958.16 | 13,513.57 |
| Current Assets | | | |
| Inventories | 5 | 25084.33 | 33,268.54 |
| Financial assets | | | |
| Investment | 6 | 2180.99 | 3,121.47 |
| Trade receivables | 7 | 13475.99 | 3,508.40 |
| Cash and cash equivalents | 8 | 615.00 | 797.98 |
| Other Bank Balances | 9 | 768.31 | 562.13 |
| Loans | 10 | 4395.28 | 2,879.31 |
| Assets Classified Held for Sale | 11 | 527.77 | 527.77 |
| Other Financial Asset | 12 | 30.03 | - |
| Other Current Assets | 13 | 1799.40 | 1,693.52 |
| Total Current Assets | | 48877.10 | 46,359.11 |
| Total Assets | | 62835.26 | 59,872.68 |
| EQUITY & LIABILITIES | | | |
| EQUITY | | | |
| Equity Share capital | 14 | 2415.00 | 1,915.00 |
| Other equity | 15 | 26619.33 | 19,878.74 |
| Total Equity | | 29034.33 | 21,793.74 |
| LIABILITIES | | | |
| Non-current liabilities | | | |
| Financial liabilities | | | |
| Borrowings | 16 | 5410.64 | 6,215.62 |
| Other financial liabilities | 17 | 368.93 | 315.64 |
| Provisions | 18 | 197.22 | 170.33 |
| Deferred tax liabilities (Net) | 19 | 1263.34 | 1,276.36 |
| Total Non-Current Liabilities | | 7240.13 | 7,977.95 |
| Current liabilities | | | |
| Financial liabilities | | | |
| Borrowings | 20 | 9871.62 | 9,869.02 |
| Trade payables | 21 | | |
| Dues to micro and small enterprises | | - | - |
| Dues to Others | | 9951.46 | 15,321.72 |
| Other financial liabilities | 22 | 3643.14 | 3,380.54 |
| Income Tax Liabilities (Net) | | 1231.97 | 335.26 |
| Other Current Liabilities | 23 | 1808.09 | 1,169.28 |
| Provisions | 18 | 54.52 | 25.17 |
| Total current liabilities | | 26560.80 | 30,100.99 |
| Total Liabilities | | 33800.93 | 38,078.94 |
| TOTAL EQUITY AND LIABILITIES | | 62835.26 | 59,872.68 |
| Significant Accounting Policies | | | |
| Notes to the Financial Statements | | | |

 As per our Report of even date
 For **AMRG & ASSOCIATES**

 Chartered Accountants
 FRN : 004453N

CA RAJAT MOHAN

 Partner
 Membership No : 513103
 UDIN : 21513103AAAABM1497

For and on behalf of the Board of Directors

RAJINDER MITTAL
 Managing Director
 DIN : 00033082

S.N.GOYAL
 Whole Time Director
 DIN : 00050643

GURINDER MAKKAR
 Company Secretary
 MRN : F5124

GULAB SINGH
 CFO

 Place : Bathinda, Punjab
 Dated : 9th June, 2021

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH, 2021

(Rs. In Lakhs)

| Particulars | Note | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--|------|---------------------------------------|---------------------------------------|
| INCOME | | | |
| Revenue from Operations | 24 | 143128.71 | 91,832.39 |
| Other Income | 25 | 477.99 | 717.52 |
| Total Income | | 1,43,606.70 | 92,549.91 |
| EXPENSES | | | |
| Cost of Raw Materials Consumed | 26 | 112943.27 | 75,417.94 |
| Changes in Inventory | 27 | 8901.33 | (1,721.04) |
| Excise Duty Expenses | | 405.78 | 493.56 |
| Employee Benefit Expenses | 28 | 1397.22 | 1,344.93 |
| Finance Costs | 29 | 1297.80 | 1,479.54 |
| Depreciation and Amortisation Expense | 30 | 1270.07 | 1,345.21 |
| Other Expenses | 31 | 11,296.40 | 10,685.38 |
| Total Expenses | | 1,37,511.87 | 89,045.52 |
| Profit before Exceptional Items & Tax | | 6,094.83 | 3,504.39 |
| Exceptional Items | | - | - |
| Profit before Tax | | 6,094.83 | 3,504.39 |
| Tax Expenses: | | | |
| - Current Tax | | (1,580.00) | (575.00) |
| - Tax Expense of Earlier Years | | | |
| - Deferred Tax | | 8.74 | (329.22) |
| Profit for the period from continuing operations | | 4,523.57 | 2,600.17 |
| Profit from discontinued operations | | - | - |
| Tax expenses of discontinued operations | | - | - |
| Profit from Discontinued operations (after tax) | | - | - |
| Profit for the year | | 4,523.57 | 2,600.17 |
| Other Comprehensive Income | | | |
| "a) Items that will not be reclassified to Statement of Profit and Loss" | | | |
| "Gain/ (Loss) on Equity Investments at fair value through Other Comprehensive Income" | | (29.36) | 106.00 |
| Remeasurement of Defined Benefit Plan | | (13.32) | 0.73 |
| "Income tax relating to items that will not be reclassified to Statement of Profit and Loss" | | 4.28 | (30.87) |
| "b) Items that will be reclassified to Statement of Profit and Loss" | | | |
| "Gain/ (Loss) on Debt Investments at fair value through Other Comprehensive Income" | | - | - |
| "Income tax relating to items that will be reclassified to Statement of Profit and Loss" | | - | - |
| Total Comprehensive Income for the year | | 4,485.17 | 2,676.03 |
| Earnings per equity share of face value of Rs. 10 each | | | |
| Basic | 32 | 20.12 | 13.58 |
| Diluted | 32 | 20.12 | 13.58 |
| Significant Accounting Policies | | | |
| Notes to the Financial Statements | | | |

As per our Report of even date
For **AMRG & ASSOCIATES**
Chartered Accountants
FRN : 004453N

CA RAJAT MOHAN
Partner
Membership No : 513103
UDIN : 21513103AAAABM1497

For and on behalf of the Board of Directors

RAJINDER MITTAL
Managing Director
DIN : 00033082

S.N.GOYAL
Whole Time Director
DIN : 00050643

GURINDER MAKKAR
Company Secretary
MRN : F5124

GULAB SINGH
CFO

Place : Bathinda, Punjab
Dated : 9th June, 2021

CASH FLOW STATEMENT

FOR THE YEAR ENDED 31st MARCH, 2021

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|---------------------------------------|---------------------------------------|
| A Cash Flow From Operating Activities | | |
| Net Profit before taxation | 6,094.83 | 3,504.39 |
| Adjustment for | | |
| Depreciation | 1,270.07 | 1,345.21 |
| Finance Cost | 1,297.80 | 1,479.54 |
| Profit on sale of asset | (2.95) | (1.58) |
| Operating Profit before Working Capital Changes | 8,659.75 | 6,327.56 |
| Adjustment for | | |
| Trade & Other Receivables | (9,967.59) | 3,170.74 |
| Inventories | 8,184.21 | (6,644.88) |
| Trade Payable & Other Liabilities | (4,707.90) | 1,509.16 |
| Loans & Advances & other Assets | (1,883.56) | (1,821.47) |
| Cash Generated from Operations | 284.92 | 2,541.11 |
| Direct Tax Paid | (592.62) | (575.00) |
| Net Cash Flow from Operating Activities {A} | (307.71) | 1,966.11 |
| B Cash Flow From Investing Activities | | |
| Purchase of Fixed Assets | (818.66) | (477.68) |
| Sale /Purchase of Investments(Net) | 40.61 | - |
| Sale of Fixed Assets | 2.95 | 9.00 |
| Net Cash Flow from Investing Activities {B} | (775.10) | (468.68) |
| C Cash Flow From Financing Activities | | |
| Change in Reserves | - | (35.54) |
| Proceeds from issue of equity share including by way of Conversion of Warrant | 3000.00 | 965.81 |
| Dividend Paid Including Dividend Distribution Tax | - | (100.36) |
| Finance Cost | - | - |
| Long Term & Short Term Borrowings | (2,100.17) | (2,868.71) |
| Net Cash Flow from Financing Activities {C} | 899.83 | (2,038.80) |
| Net Increase / (Decrease) in Cash & Cash Equivalents (A+B+C) | (182.98) | (541.37) |
| Cash & Cash Equivalents as at beginning | 797.98 | 1,339.35 |
| Cash & Cash Equivalents as at end | 615.00 | 797.98 |

As per our Report of even date
For **AMRG & ASSOCIATES**
Chartered Accountants
FRN : 004453N

CA RAJAT MOHAN
Partner
Membership No : 513103
UDIN : 21513103AAAAABM1497

For and on behalf of the Board of Directors

RAJINDER MITTAL
Managing Director
DIN : 00033082

S.N.GOYAL
Whole Time Director
DIN : 00050643

GURINDER MAKKAR
Company Secretary
MRN : F5124

GULAB SINGH
CFO

Place : Bathinda, Punjab
Dated : 9th June, 2021

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2021

A. Equity Share Capital

| | | (Rs. In Lakhs) | | | |
|---|---|--|---|---|--|
| Balance at the beginning of the reporting period i.e 1st April 2019 | Changes in equity share capital during the year 2019-20 | Balance at the end of the reporting period i.e 31st March 2020 | Changes in equity share capital during the year 2020-21 | Balance at the end of the reporting period i.e 31st March, 2021 | |
| 1,743.30 | 171.70 | 1,915.00 | 500.00 | 2,415.00 | |

| Particulars | Reserve & Surplus | | | | Other Comprehensive Income | | | Revaluation Surplus | Exchange difference on translating the financial statement | Money received against share capital | Total |
|--|-------------------|----------------------------|-----------------|-------------------|--|--------------------------------|------------------------------|---------------------|--|--------------------------------------|------------------|
| | Capital Reserve | Securities Premium Reserve | General Reserve | Retained earnings | Partly Paid up Convertible Preferential Warrants | Equity Instruments through OCI | Debt Instruments through OCI | | | | |
| Balance at the beginning of the reporting period i.e 1st April 2019 | 692.50 | 4,221.45 | 3,629.30 | 7,593.69 | 321.94 | 49.23 | - | 48.20 | - | - | 16,556.31 |
| Changes in accounting policy or prior period errors | - | - | (46.39) | - | - | - | - | - | - | - | (46.39) |
| Restated balance at the beginning of the reporting period i.e. at 1st April 2019 | 692.50 | 4,221.45 | 3,582.91 | 7,593.69 | 321.94 | 49.23 | - | 48.20 | - | - | 16,509.92 |
| Profit for the financial year | - | - | - | 2,600.17 | - | - | - | - | - | - | 2,600.17 |
| Transfer From Revaluation Reserve | - | - | 0.64 | - | - | - | - | - | - | - | 0.64 |
| Depreciation on Revaluation Part of Fixed Assets | - | - | - | - | - | - | - | (0.64) | - | - | (0.64) |
| 17.57 Lacs Pref.Warrant Converted into Equity Shares | - | - | - | - | (321.94) | - | - | - | - | - | (321.94) |
| Premium on Equity Shares issued during the year | - | 1,116.05 | - | - | - | - | - | - | - | - | 1,116.05 |
| Net Gain on fair value of Equity shares | - | - | - | (46.46) | - | 75.13 | - | - | - | - | 75.13 |
| IND AS Adjustment | - | - | - | 0.73 | - | - | - | - | - | - | (46.46) |
| Remeasurement of Defined Benefit Plan | - | - | - | (0.91) | - | - | - | - | - | - | 0.73 |
| IND AS 116 adjustments (modified retrospective approach) | - | - | - | (83.17) | - | - | - | - | - | - | (0.91) |
| Dividend paid On Equity Shares | - | - | - | - | - | - | - | - | - | - | (83.17) |
| Adjustment Entry | - | - | - | - | - | - | - | - | - | - | - |
| IND AS adj on loans on EIR | - | - | - | 46.38 | - | - | - | - | - | - | 46.38 |
| Tax on Dividend Paid on Equity Share | - | - | - | (17.19) | - | - | - | - | - | - | (17.19) |
| Balance at the end of the reporting period i.e 31st March 2020 | 692.50 | 5,337.50 | 3,583.55 | 10,093.24 | - | 124.36 | - | 47.56 | - | - | 19,878.74 |

| Particulars | Reserve & Surplus | | | | Other Comprehensive Income | | | Revaluation Surplus | Exchange difference on translating the financial statement | Money received against share capital | Total |
|--|-------------------|----------------------------|------------------|-------------------|--|--------------------------------|------------------------------|---------------------|--|--------------------------------------|------------------|
| | Capital Reserve | Securities Premium Reserve | General Reserve | Retained earnings | Partly Paid up Convertible Preferential Warrants | Equity Instruments through OCI | Debt Instruments through OCI | | | | |
| Balance at the beginning of the reporting period i.e 1st April 2020 | 692.50 | 5,337.50 | 3,583.55 | 10,093.24 | - | 124.36 | - | 47.56 | - | - | 19,878.74 |
| Changes in accounting policy or prior period errors | - | - | - | - | - | - | - | - | - | - | - |
| Restated balance at the beginning of the reporting period i.e. at 1st April 2020 | 692.50 | 5,337.50 | 3,583.55 | 10,093.24 | - | 124.36 | - | 47.56 | - | - | 19,878.74 |
| Prior Period items | | | - | (244.58) | | | | | | | -244.58 |
| Profit for the financial year | | | | 4,523.57 | | | | | | | 4,523.57 |
| Transfer to / from Surplus | | | 10,000.00 | (10,000.00) | | | | | | | |
| Transfer to/ From Revaluation Reserve | - | - | 0.50 | (12.77) | - | 12.77 | - | -0.50 | - | - | - |
| Depreciation on Revaluation Part of Fixed Assets | - | - | - | - | - | - | - | - | - | - | - |
| Premium on Equity Shares issued during the year | - | 2,500.00 | - | - | - | - | - | - | - | - | 2,500.00 |
| Net Gain on fair value of Equity shares | | | | | | -25.08 | | | | | -25.08 |
| Remeasurement of Defined Benefit Plan | - | - | - | (13.29) | - | - | - | - | - | - | -13.29 |
| IND AS Adjustment | - | - | - | - | - | - | - | - | - | - | - |
| Adjustment Entry | - | - | - | - | - | - | - | - | - | - | - |
| Balance at the end of the reporting period i.e 31st March 2021 | 692.50 | 7,837.50 | 13,584.05 | 4,346.17 | - | 112.05 | - | 47.06 | - | - | 26,619.33 |

As per our Report of even date
For **AMRG & ASSOCIATES**
Chartered Accountants
FRN : 004453N

CA RAJAT MOHAN
Partner
Membership No : 513103
UDIN : 21513103AAAAABM1497

For and on behalf of the Board of Directors

RAJINDER MITTAL
Managing Director
DIN : 00033082

S.N.GOYAL
Whole Time Director
DIN : 00050643

GURINDER MAKKAR
Company Secretary
MRN : F5124

GULAB SINGH
CFO

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

NOTE

I. Corporate Information

BCL Industries Limited ("the Company") is a listed entity incorporated in India incorporated on 3rd February 1976. The operation of the Company spans all aspects of real estate development, Oil and Refinery, and Distillery. The address of its register office and principal place of business is "HAZI RATTAN LINK ROAD, POST BOX NO. 71, BHATINDA (PB) - 151001".

II. Significant accounting policies

A. Basis of preparation & presentation

(1) Statement of compliance

These financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules as amended from time to time.

These financial statements were authorized for issue by the Board of Directors on 9th June 2021.

(2) Basis of measurement

The financial statements have been prepared on a historical cost basis except for certain financial assets/liabilities measured at fair value. The methods used to measure fair values are discussed further in notes to financial statements.

(3) Functional and presentation currency

These financial statements are presented in Indian Rupees (Rs.), which is the Company's functional currency. All financial information presented in Indian Rupees has been rounded to the nearest lakhs (up to two decimals), except when otherwise indicated.

(4) Current and non-current classification

The Company presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is current when it is:

- Expected to be realized or intended to be sold or consumed in a normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized 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.

Current assets include the current portion of non-current financial assets.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in a normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer settlement of the liability for at least twelve months after the reporting period.

Current liabilities include current portion of non-current financial liabilities.

All other liabilities are classified as non-current.

Deferred tax assets/liabilities are classified as non-current.

Operating cycle

The operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents. The Company has identified twelve months as its operating cycle.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2021

(5) Measurement of fair values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for financial assets and liabilities.

Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices)
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognizes transfer between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

B. Summary of Significant Accounting Policies

A summary of the significant accounting policies applied in the preparation of the financial statements are as given below. These accounting policies have been applied consistently to all periods presented in the standalone financial statements.

(1) Property, plant, and equipment

1.1 Initial recognition and measurement

Items of property, plant, and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation, and accumulated impairment losses, if any.

Cost of an item of property, plant, and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the items to its working condition for its intended use and estimated cost of dismantling and removing the item and restoring the site on which it is located.

The cost of self-constructed property, plant, and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant, and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant, and equipment.

Any gain or loss on disposal of an item of property, plant, and equipment is recognized in profit or loss.

1.2 Subsequent costs

Subsequent expenditure is recognized as an increase in the carrying amount of the asset when it is probable that future economic benefits deriving from the cost incurred will flow to the enterprise and the cost of the item can be measured reliably.

The cost of replacing part of an item of property, plant, and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. The carrying amount of the replaced part is derecognized. The costs of the day-to-day servicing of property, plant, and equipment are recognized in profit or loss as incurred.

1.3 Decommissioning costs

The present value of the expected cost for the decommissioning of the asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

1.4 De-recognition

Property, plant and equipment is derecognized when no future economic benefits are expected from their use or upon their disposal. Gains and losses on disposal of an item of property, plant, and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant, and equipment, and are recognized in the statement of profit and loss.

1.5 Capital work-in-progress

Capital work-in-progress represents expenditure incurred in respect of the property are carried at cost. Cost includes related acquisition expenses, development/ construction costs, borrowing costs, and other direct expenditures.

(2) Depreciation

Depreciation is charged in statement of profit and loss on a written down value method except in the case of plant and machinery on which depreciation has been provided on a straight-line basis based on a technical evaluation and management assessment. Useful Life as per management Estimate is given below:

| Meeting | No. of Special Resolutions Passed |
|---|-----------------------------------|
| Buildings | 60 |
| Plant and Machinery | 15-25 |
| Computers and data processing units Desktops, laptops and other devices | 6 |
| Furniture and Fixtures | 10 |
| Office Equipment | 10 |
| Vehicles | 8 |
| Gas Cylinders | 30 |
| Cycle & Rickshaw | 10 |

Depreciation on additions to/deductions from property, plant & equipment during the year is charged on a pro-rata basis from/up to the date in which the asset is available for use/disposed of.

Depreciation method, useful lives, and residual values are reviewed at each financial year-end and adjusted if appropriate. The management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets.

The residual values, useful lives, and method of depreciation are reviewed at the end of each financial year.

(3) Leases

The Company, as a lessee, recognizes a right-to-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset. The contract conveys the right to control the use of an identified asset if it involves the use of an identified asset and the Company has substantially derived all of the economic benefits from the use of the asset and has the right to direct the use of the identified asset. The cost of the right-of-use asset shall comprise the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets are subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any, and adjusted for any remeasurement of the lease liability. The right-of-use assets are depreciated using the straight-line method from the commencement date over the shorter lease term or useful life of a right-of-use asset. The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease.

(4) Intangible Assets

Intangible Assets are stated at cost of acquisition net of recoverable taxes, trade discount, and rebates less accumulated amortization/depletion and impairment losses if any. Such cost includes purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use, net charges on foreign exchange contracts, and adjustments arising from exchange rate variations attributable to the Intangible Assets. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

future economic benefits associated with the item will flow to the entity and the cost can be measured reliably. Gains or losses arising from the derecognition of an Intangible Asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized. The Company's intangible assets comprise assets with finite useful life which are amortized over the period of their expected useful life.

(5) Investment properties

5.1. Recognition and initial measurement

Investment properties are properties held to earn rentals or for capital appreciation, or both. Investment properties are measured initially at their cost of acquisition, including transaction costs. The cost comprises purchase price, borrowing cost if capitalization criteria are met, and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price when significant parts of investment property are required to be replaced at intervals, the Company depreciates them separately based on their specific useful life.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to Company. All other repair and maintenance costs are recognized in the statement of profit and loss as incurred.

5.2 Subsequent measurement (depreciation and useful lives)

Investment properties are subsequently measured at cost less accumulated depreciation and impairment losses if any. Depreciation on investment properties is provided on the straight-line method based on a technical evaluation and management assessment. Useful Life as per management Estimate is given below:

| Asset category | Useful Life (in years) |
|----------------|------------------------|
| Buildings | 60 |

The residual values, useful lives, and method of depreciation are reviewed at the end of the financial year.

Though the Company measures investment property using cost-based measurement,

5.3 De-recognition

Investment properties are de-recognized either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of asset is recognized in profit and loss in the period of de-recognition.

(6) Borrowing costs

Borrowing costs are interest and other costs incurred in connection with the borrowings of funds. Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such asset until such time the assets are substantially ready for their intended use. Qualifying assets are assets that take a substantial period of time to get ready for their intended use or sale.

When the company borrow fund specifically for the purpose of obtaining a qualifying asset, the borrowing cost incurred are capitalized. When company borrow fund generally and use them for the purpose of obtaining a qualifying asset, the capitalization of the borrowing cost is computed based on the waited average cost of general borrowing that are outstanding during the period and used for the acquisition or construction of the qualifying asset.

Capitalization of borrowing costs ceases when substantially all the activities necessary to prepare the qualifying assets for their intended uses are complete. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Income earned on the temporary investment of the borrowings pending their expenditure on the qualifying assets is deducted from the borrowing costs eligible for capitalization.

Other borrowing costs are recognized as an expense in the year in which they are incurred.



NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

(7) Impairment of non-financial assets

The carrying amounts of the Company's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment considering the provisions of Ind AS 36 'Impairment of Assets'. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit is the higher of its fair value less costs to disposal and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit", or "CGU"). To determine the impairment of a corporate asset, the recoverable amount is determined for the CGUs to which the corporate assets belong.

Impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized

(8) Inventories

Inventories are valued at the lower of cost or net realisable value after providing for obsolescence and other losses wherever considered necessary. Cost of inventories comprises of cost of purchase, cost of conversion, and other costs incurred in bringing the inventories to their present location and condition. The cost of purchase consists of the purchase price including duties and taxes other than those subsequently recoverable by the enterprise from the taxing authorities, freight inwards, and other expenditure directly attributable for its acquisition.

Net realizable 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.

| Nature of inventories | Method of valuation |
|-----------------------|--|
| Raw materials | Weighted average basis |
| Work-in-progress | Cost of Input plus Overheads up to the stage of completion |
| Finished goods | Cost of Input plus appropriate overheads |

Appropriate adjustments are made to the carrying value of damaged, slow-moving, and obsolete inventories based on management's current best estimate.

(9) Provisions and contingent liabilities

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation.

Contingent liabilities are possible obligations that arise from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events not wholly within the control of the Company. Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Contingent liabilities are disclosed on the basis of a judgment of the management/independent experts. These are reviewed at each balance sheet date and are adjusted to reflect the current management estimate.

(10) Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2021

(11) Foreign currency transactions and translation

Transactions in foreign currencies are initially recorded at the functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange prevailing at the reporting date (i.e. at the closing rate). Exchange differences arising on settlement or translation of monetary items are recognized in profit or loss in the year in which it arises except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets, are capitalized as cost of assets.

Non-monetary items measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognized in OCI or Statement of Profit and Loss are also recognized in OCI or Statement of Profit and Loss, respectively).

(12) Revenue

Revenue from contracts with customers is recognized when control of the goods or services is transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services. The Company is generally the principal as it typically controls the goods or services before transferring them to the customer.

Generally, control is transferred upon shipment of goods to the customer or when the goods are made available to the customer, provided transfer of title to the customer occurs and the Company has not retained any significant risks of ownership or future obligations with respect to the goods shipped.

Revenue from rendering of services is recognised when performance of agreed contractual task has been completed.

Revenue from operations includes sale of goods & services net of GST.

(13) Other income

Interest income is recognized, when no significant uncertainty as to measurability or collectability exists, on a time proportion basis taking into account the amount outstanding and the applicable interest rate.

All other items of income are accounted on accrual basis.

(14) Employee Benefits

14.1 Short term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expenses as the relative service is provided. A liability is recognized for the amount expected to be paid e.g., under short-term cash bonus, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

14.2 Defined contribution plan

A defined-contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into separate entities and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognized as an employee benefits expense in profit or loss in the period during which services are rendered by employees.

The Company pays a fixed contribution to government-administered provident fund scheme and ESI Scheme at predetermined rates. The contributions to the fund for the year are recognized as expenses and are charged to the profit or loss.

14.3 Defined benefit plan

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's liability towards gratuity is in the nature of defined benefit plans.



NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

The Company's net obligation in respect of defined benefit plan is calculated separately by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any unrecognized past service costs are deducted. The discount rate is based on the prevailing market yields of Indian government securities as at the reporting date that have maturity dates approximating the terms of the Company's obligations and that are denominated in the same currency in which the benefits are expected to be paid.

The calculation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a benefit to the Company, the recognized asset is limited to the total of any unrecognized past service costs. Any actuarial gains or losses are recognized in other comprehensive income in the period in which they arise.

(15) Income tax

Income tax expense comprises current and deferred tax. Current tax expense is recognized in profit or loss except to the extent that it relates to items recognized directly in other comprehensive income or equity, in which case it is recognized in OCI or equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted and as applicable at the reporting date, and any adjustment to tax payable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax assets are recognized to the extent it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax losses can be utilized. A deferred tax asset is an item on the balance sheet that results from overpayment or advance payment of taxes. A deferred tax asset can arise when there are differences in tax rules and accounting rules.

Deferred tax liabilities are the amounts of income taxes payable in future periods in respect of taxable temporary differences. Deferred tax liability is reported in a company's balance sheet and represents the net difference between the taxes that are paid in the current accounting period and the taxes that will be paid in the next accounting periods. The liability occurs when the accounting income is greater than the taxable income.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of deferred tax liabilities and assets are reviewed at the end of each reporting period.

(16) Asset classified as held for sale

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and sale is considered highly probable.

A sale is considered as highly probable when decision has been made to sell, assets are available for immediate sale in their present condition, assets are being actively marketed and sale has been agreed or is expected to be concluded within 12 months of the date of classification.

Non-current assets held for sale are neither depreciated nor amortized. Assets and liabilities classified as held for sale are measured at the lower of their carrying amount and fair value less cost of sale and are presented separately in the Balance Sheet.

(17) Earnings per share

Basic earnings per equity share is computed by dividing the net profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the financial year.

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

Diluted earnings per equity share is computed by dividing the net profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

(18) Operating segment

In accordance with Ind-As 108, the operating segments used to present segment information are identified on the basis of internal reports used by the Company's Management to allocate resources to the segments and assess their performance. The Board of Directors is collectively the Company's 'Chief Operating Decision Maker' or 'CODM' within the meaning of Ind AS 108. The indicators used for internal reporting purposes may evolve in connection with performance assessment measures put in place

(19) Equity investment

Equity investments in subsidiary is measured at cost. The investments are reviewed at each reporting date to determine whether there is any indication of impairment considering the provisions of Ind AS 36 'Impairment of Assets'. If any such indication exists, a policy for impairment of non-financial assets is followed.

(20) Financial instruments

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

20.1 Financial assets

Initial recognition and measurement

All financial assets and liabilities are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognized using trade date accounting.

Subsequent measurement

Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

- (a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- (b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the EIR method. This category generally applies to trade and other receivables.

De-recognition

A financial asset is primarily derecognized when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either
 - (a) the Company has transferred substantially all the risks and rewards of the asset, or
 - (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the asset.



NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

Impairment of financial assets

The impairment provisions for Financial Assets are based on assumptions about the risk of default and expected cash flows. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward-looking estimates at the end of each reporting period.

20.2 Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial liabilities are recognized initially at fair value and, in the case of borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, borrowings, and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at amortized cost

After initial measurement, such financial liabilities are subsequently measured at amortized cost using the EIR method. This category generally applies to borrowings, trade payables, and other contractual liabilities.

De-recognition

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

20.3 Offsetting

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 recognized amounts and there is an intention to settle on a net basis or realize 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.

C. Use of estimates and management judgments

The preparation of financial statements requires management to make judgments, estimates, and assumptions that may impact the application of accounting policies and the reported value of assets, liabilities, income, expenses, and related disclosures concerning the items involved as well as contingent assets and liabilities at the balance sheet date. The estimates and management's judgments are based on previous experience and other factors considered reasonable and prudent in the circumstances. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

In order to enhance understanding of the financial statements, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the standalone financial statements are as under:

(1) Useful life of property, plant, and equipment/ Intangible Assets

The estimated useful life of property, plant and equipment/ Intangible Assets is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry and known

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

technological advances) and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

The Company reviews at the end of each reporting date the useful life of property, plant, and equipment/ Intangible Assets and are adjusted prospectively, if appropriate.

(2) Recoverable amount of property, plant, and equipment

The recoverable amount of plant and equipment is based on estimates and assumptions regarding in particular the expected market outlook and future cash flows. Any changes in these assumptions may have a material impact on the measurement of the recoverable amount and could result in impairment.

(3) Employee benefit plans

Employee benefit obligations are measured on the basis of actuarial assumptions which include mortality and withdrawal rates as well as assumptions concerning future developments in discount rates, the rate of salary increases, and the inflation rate. The Company considers that the assumptions used to measure its obligations are appropriate and documented. However, any changes in these assumptions may have a material impact on the resulting calculations.

(4) Leases

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Company uses judgment in assessing whether a contract (or part of a contract) includes a lease, the lease term (including anticipated renewals), the applicable discount rate, variable lease payments whether are in-substance fixed. The judgment involves assessment of whether the asset included in the contract is a fully or partly identified asset based on the facts and circumstances, whether the contract includes a lease and non-lease component and if so, separation thereof for the purpose of recognition and measurement, determination of lease term basis, inter alia the non-cancellable period of the lease and whether the lessee intends to opt for continuing with the use of the asset upon the expiry thereof, and whether the lease payments are fixed or variable or a combination of both.

(5) Provisions and contingencies

The assessments undertaken in recognizing provisions and contingencies have been made in accordance with Ind AS 37, 'Provisions, Contingent Liabilities and Contingent Assets'. The evaluation of the likelihood of the contingent events has required best judgment by management regarding the probability of exposure to potential loss. Should circumstances change following unforeseeable developments, this likelihood could alter.

(6) Fair Value Measurement

For estimates relating to the fair value of financial instruments refer Note 38.3 of financial statements.

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31ST MARCH, 2021

NOTES 1: PRORERTY, PLANT AND EQUIPMENT

(Rs. In Lakhs)

| Particulars | Land | Building | Plant & machinery | Furniture and fixtures | vehicles | Office Equipment | Computer | Cycle and rickshaws | Total property, plant and equipment | Capital work in progress |
|---------------------------------|----------------|----------------|-------------------|------------------------|----------------|------------------|--------------|---------------------|-------------------------------------|--------------------------|
| Gross carrying value | | | | | | | | | | |
| As at April 1, 2019 | 978.57 | 2173.80 | 18425.62 | 102.99 | 1384.45 | 73.69 | 64.45 | 0.11 | 23203.68 | 2.71 |
| Additions | 46.40 | 46.40 | 311.72 | 1.60 | 17.99 | 4.66 | 11.93 | 0.08 | 440.78 | 17.50 |
| Deductions | - | - | - | - | (82.00) | - | - | - | (82.00) | - |
| As at March 31, 2020 | 1024.97 | 2220.20 | 18737.34 | 104.59 | 1320.44 | 78.35 | 76.38 | 0.19 | 23562.46 | 20.21 |
| | | | | | | | | | | |
| Additions | 17.95 | 0.41 | 221.06 | 1.86 | 569.46 | 2.80 | 4.47 | - | 818.01 | - |
| Deductions | - | - | - | - | 9.42 | - | - | - | 9.42 | 20.21 |
| As at March 31, 2021 | 1042.92 | 2220.61 | 18958.40 | 106.45 | 1880.48 | 81.15 | 80.85 | 0.19 | 24371.05 | - |
| | | | | | | | | | | |
| Accumulated Depreciation | | | | | | | | | | |
| As at April 1, 2019 | - | 1095.28 | 7678.49 | 84.46 | 491.87 | 63.29 | 57.59 | 0.09 | 9471.07 | - |
| Charge for the year | - | 97.98 | 945.97 | 4.83 | 278.37 | 3.30 | 4.43 | 0.01 | 1334.89 | - |
| Adjustments | - | 0.64 | - | - | - | - | - | - | 0.64 | - |
| Deduction | - | - | - | - | (74.32) | - | - | - | (74.32) | - |
| As at March 31, 2020 | - | 1193.90 | 8624.46 | 89.29 | 695.92 | 66.59 | 62.02 | 0.10 | 10732.28 | - |
| | | | | | | | | | | |
| Charge for the year | - | 91.34 | 962.83 | 3.83 | 190.67 | 3.05 | 5.87 | 0.02 | 1257.62 | - |
| Adjustments | - | 0.50 | - | - | - | - | - | - | 0.50 | - |
| Deduction | - | - | - | - | 9.42 | - | - | - | 9.42 | - |
| As at March 31, 2021 | - | 1285.74 | 9587.29 | 93.12 | 877.18 | 69.64 | 67.89 | 0.12 | 11980.98 | - |
| | | | | | | | | | | |
| Net carrying value | | | | | | | | | | |
| As at March 31, 2020 | 1024.97 | 1026.30 | 10112.88 | 15.30 | 624.52 | 11.76 | 14.36 | 0.09 | 12830.18 | 20.21 |
| As at March 31, 2021 | 1042.92 | 934.87 | 9371.11 | 13.33 | 1003.30 | 11.51 | 12.96 | 0.07 | 12390.08 | - |



STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2021

NOTE 2: INVESTMENT PROPERTIES

| Particulars | (Rs. In Lakhs) | |
|-----------------------------|---------------------|--------------|
| | Building at Gurgaon | Total |
| Gross carrying value | | |
| As at April 1, 2019 | 83.07 | 83.07 |
| Additions | - | - |
| As at March 31, 2020 | 83.07 | 83.07 |
| Additions | - | - |
| Disposals | - | - |
| As at March 31, 2021 | 83.07 | 83.07 |
| Accumulated Depreciation | | |
| As at April 1, 2019 | 37.09 | 37.09 |
| Charge for the year | 2.79 | 2.79 |
| Adjustments | - | - |
| As at March 31, 2020 | 39.88 | 39.88 |
| Charge for the year | 2.62 | 2.62 |
| Adjustments | - | - |
| As at March 31, 2021 | 42.50 | 42.50 |
| Net carrying value | | |
| As at March 31, 2020 | 43.19 | 43.19 |
| As at March 31, 2021 | 40.57 | 40.57 |
| Gross carrying value | | |
| As at April 1, 2019 | 1.90 | 1.90 |
| Additions | - | - |
| As at March 31, 2020 | 1.90 | 1.90 |
| Additions | 11.34 | 11.34 |
| Disposals | - | - |
| As at March 31, 2021 | 13.24 | 13.24 |
| Amortisation | | |
| As at April 1, 2019 | - | - |
| Charge for the year | 0.18 | 0.18 |
| Adjustments | - | - |
| As at March 31, 2020 | 0.18 | 0.18 |
| Charge for the year | 1.72 | 1.72 |
| Adjustments | - | - |
| As at March 31, 2021 | 1.90 | 1.90 |
| Net carrying value | | |
| As at March 31, 2020 | 1.72 | 1.72 |
| As at March 31, 2021 | 11.34 | 11.34 |

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2021

NOTES 3: NON CURRENT INVESTMENTS

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | | As at 31 st March, 2020 | |
|---|------------------------------------|-----------------|------------------------------------|---------------|
| | Units | Amount | Units | Amount |
| Investments in subsidiaries measured at Cost | | | | |
| In Equity Shares- | | | | |
| Unquoted, fully paid up | | | | |
| Svaksha Distillery Ltd. Rajarhat, Kolkatta | | | | |
| Held by company | 13,28,200.00 | 951.02 | 5,10,000 | 51.00 |
| Sub-total | | 951.02 | | 51.00 |
| Investments measured at Fair Value through Other Comprehensive Income (FVTOCI) | | | | |
| In Equity Shares (Fully Paid up) of Other Companies - | | | | |
| Grover Leasing Ltd. of Rs 10 each | - | - | 250 | 0.02 |
| Sheesh Mahal Developers Pvt. Ltd., Bathinda | 8,50,100 | 184.14 | 8,50,100 | 215.80 |
| Pioneer Industries Ltd., Pathankot | 10,00,000 | 217.90 | 10,00,000 | 215.59 |
| NEPC Micon Ltd. of Rs. 10 each | - | - | 20,000 | 0.14 |
| Sub-total | | 402.04 | | 431.55 |
| Total Non-Current Investments | | 1,353.06 | | 482.55 |

NOTE 4: OTHER NON-CURRENT ASSETS

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--|------------------------------------|------------------------------------|
| Security Deposits (Unsecured, considered good) <i>(Includes Deposited with various Govt. Authorities)</i> | 154.33 | 128.83 |
| Total | 154.33 | 128.83 |

NOTE 5: INVENTORIES

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | | As at 31 st March, 2020 | |
|---|------------------------------------|------------------|------------------------------------|------------------|
| Raw Material | | 10052.01 | | 10,666.51 |
| Raw Material at Port | | 1715.41 | | 473.74 |
| Finished Inventory: | | | | |
| - At Factory | 4322.88 | | 9,623.82 | |
| - At Distillery | 1526.47 | | 3,385.07 | |
| - At Project D.D.Mittal Tower (Real Estate Units) | 720.48 | | 1,793.31 | |
| - At Ganpati Estate (Real Estate Units) | 632.81 | | 510.82 | |
| | | 7,202.64 | | 15,313.02 |
| Stock in Process | | | | |
| - At Factory | 2906.97 | | 2,730.10 | |
| - At Distillery | 314.41 | | 822.97 | |
| - At Project D.D.Mittal Tower (Real Estate Units) | 941.08 | | 941.09 | |
| | | 4,162.46 | | 4,494.16 |
| Consumables, Spares and Packing Material | | 1951.81 | | 2,321.11 |
| TOTAL | | 25,084.33 | | 33,268.54 |



NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

NOTE 6: CURRENT INVESTMENTS

(Rs. In Lakhs)

| | As at 31 st March, 2021 | As at 31 st March, 2020 |
|-----------------------------------|------------------------------------|------------------------------------|
| In Gold Jewellery | 4.86 | 4.86 |
| Property at Goniana Road Bathinda | 2176.13 | 3,116.61 |
| TOTAL | 2,180.99 | 3,121.47 |

NOTE 7: TRADE RECEIVABLES

(Rs. In Lakhs)

| | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|------------------------------------|------------------------------------|
| Unsecured and Considered Good | 13477.36 | 3,508.70 |
| Unsecured and Considered Doubtful | - | - |
| Less: Allowances for Expected Credit Loss | (1.37) | (0.30) |
| TOTAL | 13,475.99 | 3,508.40 |

NOTE 8: CASH AND CASH EQUIVALENT

(Rs. In Lakhs)

| | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---------------------------------------|------------------------------------|------------------------------------|
| Bank Balances: | | |
| In Current Accounts | 592.63 | 745.46 |
| Other Bank Balances: | | |
| In Fixed Deposit Account | 0.60 | 1.93 |
| Sub-total | 593.23 | 747.39 |
| Cash in Hand | 21.77 | 50.59 |
| Total cash and cash equivalent | 615.00 | 797.98 |

NOTE 9: Other Bank Balance

(Rs. In Lakhs)

| | As at 31 st March, 2021 | As at 31 st March, 2020 |
|-------------------------------|------------------------------------|------------------------------------|
| Fixed Deposits with Banks* | 749.80 | 543.55 |
| Earmarked Balance with Bank** | 18.51 | 18.58 |
| TOTAL | 768.31 | 562.13 |

*It reflects Balances with banks to the extent held as margin money or security against the guarantees, other commitment"

**Earmarked Balances pertains to unclaimed dividend

NOTE 10: LOANS

(Rs. In Lakhs)

| | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--------------------|------------------------------------|------------------------------------|
| Loan to Subsidiary | 4395.28 | 2,879.31 |
| Loan to Others | - | - |
| TOTAL | 4,395.28 | 2,879.31 |

NOTE 11: ASSET HELD FOR SALE

(Rs. In Lakhs)

| | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---------------------|------------------------------------|------------------------------------|
| Asset Held for Sale | 527.77 | 527.77 |
| | 527.77 | 527.77 |

NOTE 12: OTHER FINANCIAL ASSET - CURRENT

(Rs. In Lakhs)

| | As at 31 st March, 2021 | As at 31 st March, 2020 |
|-------------------|------------------------------------|------------------------------------|
| Security Deposits | 30.03 | - |
| | 30.03 | - |

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

NOTE 13: OTHER CURRENT ASSETS

(Rs. In Lakhs)

| | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|------------------------------------|------------------------------------|
| Prepaid Expenses | 316.75 | 252.62 |
| MEIS Licence in Hand | 1.69 | 53.54 |
| Balance with Govt. Authorities | 675.79 | 12.39 |
| Advance to Suppliers for Goods and Services | 53.00 | 140.31 |
| Other Advances | 752.17 | 1,234.66 |
| TOTAL | 1,799.40 | 1,693.52 |

NOTE 14: SHARE CAPITAL

(Rs. In Lakhs)

| | As at 31 st March, 2021 | | As at 31 st March, 2020 | |
|---|------------------------------------|-----------------|------------------------------------|-----------------|
| Authorized Share Capital | | | | |
| Equity Shares of Rs. 10 each | 2,50,00,000.00 | 2,500.00 | 2,50,00,000.00 | 2,500.00 |
| TOTAL | | 2,500.00 | | 2,500.00 |
| Issued, Subscribed and Fully Paid Up Capital | | | | |
| Equity Shares of Rs. 10 each fully paid-up | 2,41,50,000.00 | 2415.00 | 1,91,50,000.00 | 1915.00 |
| TOTAL | | 2,415.00 | | 1,915.00 |

14.1 The reconciliation of the number of shares outstanding is set out below:

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|------------------------------------|------------------------------------|
| Equity Shares outstanding at the beginning of the year | 191.50 | 174.33 |
| Add: Equity Shares issued during the year | 50.00 | 17.17 |
| Equity Shares outstanding at the end of the year | 241.50 | 191.50 |

14.2 Rights Attached to Equity Shares

The Company has only one class of equity shares having par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive assets of the Company remaining after settlement of all liabilities. The distribution will be in proportion of the number of equity shares held by the shareholders.

14.3 The details of Shareholders holding more than 5% :

(Rs. In Lakhs)

| Name of Shareholder | As at 31 st March, 2021 | | As at 31 st March, 2020 | |
|--------------------------------------|------------------------------------|-------------|------------------------------------|-------------|
| | No. of Shares | % of Shares | No. of Shares | % of Shares |
| Rajinder Mittal | 3280500 | 13.58 | 2480500 | 12.95 |
| Sunita Mittal | 4647297 | 19.24 | 3847297 | 20.09 |
| Garima Mittal | 1087540 | 4.50 | 1087540 | 5.68 |
| Rajinder Mittal & Sons HUF, Bathinda | 1441140 | 5.97 | 1441140 | 7.53 |
| Kushal Mittal | 3171850 | 13.13 | 2171850 | 11.34 |
| Rollon Investment Pvt. Ltd. | 2861405 | 11.85 | 461405 | 2.41 |

14.4 As per records of the Company, including its register of shareholders/ members, the above shareholding represents legal and beneficial ownerships of shares.

14.5 The Company has not issued any bonus shares

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

NOTE 15: OTHER EQUITY

(Rs. In Lakhs)

| Name of Shareholder | As at 31 st March, 2021 | | As at 31 st March, 2020 | |
|---|------------------------------------|------------------|------------------------------------|------------------|
| | No. of Shares | % of Shares | No. of Shares | % of Shares |
| Securities Premium Reserve | | | | |
| As per Last Balance Sheet | 5337.50 | | 4,221.45 | |
| Add: On Issue of Shares | 2500.00 | | 1,116.05 | |
| | | 7,837.50 | | 5,337.50 |
| Revaluation Reserve | | | | |
| As per Last Balance Sheet | 47.56 | | 48.20 | |
| Less: Transferred to Profit & Loss A/c | 0.50 | | 0.64 | |
| (Being Difference of Depreciation on Revalued Cost of Assets & that on the original cost) | | 47.06 | | 47.56 |
| General Reserve | | | | |
| As per Last Balance Sheet | 3583.55 | | 3,629.30 | |
| Add: adjustment entry | | | | |
| Add/ (Less): Transferred from Profit & Loss A/c | 0.50 | | 0.64 | |
| | 3,584.05 | | 3,629.94 | |
| Add : Transfer from Surplus | 10000.00 | | - | |
| Less : Prior Period / Exceptional Items | - | 13,584.05 | 46.39 | 3,583.55 |
| Capital Reserve | | | | |
| As per Last Balance Sheet | | 692.50 | | 692.50 |
| Partly Paid Up Convertible Pref Warrant | | | | |
| As per Last Balance Sheet | - | | 321.94 | |
| Add : Warrants Issued during the year | - | | - | |
| | - | | 321.94 | |
| Less : 17.57 Lacs Warrant Covered into Equity Shares during the year | - | | 321.94 | |
| | | | - | - |
| Surplus | | | | |
| As per last Balance Sheet | 10,093.24 | | 7,593.69 | |
| Less : Transfer to General Reserve | (10,000.00) | | - | |
| Less: IND AS adjustment | - | | (46.46) | |
| Add: Profit for the year | 4523.57 | | 2,600.17 | |
| Remeasurement of Defined Benefit Plan | (13.29) | | 0.73 | |
| Add: IND AS adj on loans on EIR | - | | 46.38 | |
| Less: Effects of Investment Discarded | (12.77) | | - | |
| Less: IND AS 116 adjustments (modified retrospective approach) | - | | (0.91) | |
| | 4,590.75 | | 10,193.61 | |
| Less: Prior Period Items | (244.58) | | | |
| Dividend paid On Equity Shares | - | | 83.17 | |
| Tax On Dividend Distribution | - | | 17.19 | |
| | | 4,346.17 | | 10,093.24 |
| Other comprehensive income | 124.36 | | 49.23 | |
| Add: Transferred to Surplus | 12.77 | | | |
| Net gain on fair value of equity shares | (25.08) | 112.05 | 75.13 | 124.36 |
| TOTAL | | 26,619.33 | | 19,878.74 |

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

NOTE 16: BORROWINGS

(Rs. In Lakhs)

| | Rate of Intt. | As at 31 st March, 2021 | | As at 31 st March, 2020 | |
|--|---------------|------------------------------------|--|------------------------------------|--|
| | | Non Current | Current Maturities of Long Term Borrowings | Non Current | Current Maturities of Long Term Borrowings |
| Term Loans - Secured | | | | | |
| From Banks | | | | | |
| 1. Punjab National Bank, Bathinda | | | | | |
| i) Exclusive first charge of all fixed assets of the company situated in Distillery Unit at Village: Sangat Kalan, Distt. Bathinda | 10.90% | 1551.32 | 700.00 | 2,003.58 | 480.00 |
| ii) Secured by mortgage of Multiplex & Flats at DDMT | 11.00% | - | 368.24 | 1,423.81 | 128.00 |
| iii) PNB Covid Loan | 8.25% | 127.00 | 840.65 | - | - |
| 2. HDFC Bank Limited, Bathinda | | | | | |
| i) Secured by hypothecation of vehicle financed by them | 7.60% | 175.20 | 50.00 | 5.20 | 12.08 |
| ii) Secured by hypothecation of Motor Car | 7.60% | 42.25 | 17.36 | - | - |
| 3. IndusInd Bank Limited, Bathinda | | | | | |
| i) Secured by mortgage of Anchor Store (Big Bazar) | 9.00% | 760.03 | 101.00 | 778.53 | 166.49 |
| From Others Parties | | | | | |
| 4. LIC Housing Finance Ltd., Noida | | | | | |
| i) Secured by hypothecation of commercial building | 10.00% | 1941.53 | 83.00 | 1,460.44 | 227.05 |
| 5. Tata Motor Finance Ltd., Chandigarh | | | | | |
| i) Secured by hypothecation of vehicle financed by them | 9.00% | 3.19 | 146.00 | 508.57 | 222.60 |
| ii) Secured by hypothecation of vehicle financed by them | 8.70% | 438.89 | 180.60 | - | - |
| 6. Yes Bank | 12.50% | 42.98 | 24.00 | - | - |
| i) Secured by hypothecation of vehicle financed by them | | | | | |
| 7. Axis Bank | 7.60% | 269.58 | 72.00 | - | - |
| DEPOSITS | | | | | |
| Fixed Deposits from Public | | 78.50 | 17.75 | 49.75 | 17.75 |
| Ind AS Adjustment | | (19.83) | - | (33.33) | - |
| Sub Total | | 5,410.64 | 2,600.60 | 6,196.55 | 1,253.97 |
| From Related Parties -Unsecured Loans | | | | | |
| From Others | | - | - | 19.07 | - |
| Sub Total | | - | - | 19.07 | - |
| TOTAL | | 5,410.64 | 2,600.60 | 6,215.62 | 1,253.97 |

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

16.1 Maturity Profile of Term Loan are as set out below:

| Particular | Maturity Profile | | Maturity Profile | |
|---------------------------------|------------------|-----------------|------------------|-----------------|
| | 6-15 Years | 2-5 Years | 6-15 Years | 2-5 Years |
| Term Loans - from Bank | 2,239.65 | 3,170.99 | 1,199.69 | 4,996.85 |
| Term Loans - from Other Parties | - | - | - | 19.07 |
| | 2,239.65 | 3,170.99 | 1,199.69 | 5,015.92 |

NOTE 17: OTHER NON CURRENT FINANCIAL LAIBILITIES

(Rs. In Lakhs)

| Name of Shareholder | As at 31 st March, 2021 | | As at 31 st March, 2020 | |
|---------------------|------------------------------------|-------------|------------------------------------|----------|
| | Non Current | Current | Non Current | Current |
| Security Liability | 368.93 | - | 308.06 | - |
| Lease Liability | - | 8.71 | 7.58 | - |
| TOTAL | 368.93 | 8.71 | 315.64 | - |

NOTE 18: PROVISION

(Rs. In Lakhs)

| Name of Shareholder | As at 31 st March, 2021 | | As at 31 st March, 2020 | |
|-----------------------------------|------------------------------------|--------------|------------------------------------|--------------|
| | Non Current | Current | Non Current | Current |
| Provision for Gratuity (Unfunded) | 197.22 | 44.52 | 170.33 | 25.17 |
| Provision for Leave Encashment | - | 10.00 | - | - |
| Total | 197.22 | 54.52 | 170.33 | 25.17 |

NOTE 19: DEFERRED TAX LIABILITIES (NET)

(Rs. In Lakhs)

| Name of Shareholder | As at 31 st March, 2021 | | As at 31 st March, 2020 | |
|---|------------------------------------|-----------------|------------------------------------|-----------------|
| As per Last Balance Sheet | 1276.36 | | 916.27 | |
| Add: Deferred Tax Liability:- | | | | |
| - Related to OCI | (4.28) | | 30.87 | |
| - Related to Fixed Assets | 2.90 | | 338.77 | |
| | 1,274.98 | | 1,285.91 | |
| Less: Deferred Tax Assets:- | | | | |
| - Related to Fixed Assets | - | | - | |
| - Related to Provision for Employee Benefit | (11.64) | | 9.55 | |
| | | 1,263.34 | | 1,276.36 |
| TOTAL | | 1,263.34 | | 1,276.36 |
| Taxation | | | | |
| Income Tax recognised in statement of P&L A/c | | | | |
| Current Tax | | 1580.00 | | 575.00 |
| Deffered Tax | | (8.74) | | 329.22 |
| Total Income Tax Expense Recognised during the year. | | 1,571.26 | | 904.22 |

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

NOTE 20: CURRENT BORROWINGS

(Rs. In Lakhs)

| | Rate of Intt. | As at 31 st March, 2021 | | As at 31 st March, 2020 | |
|--|---------------|------------------------------------|--|------------------------------------|--|
| | | Non Current | Current Maturities of Long Term Borrowings | Non Current | Current Maturities of Long Term Borrowings |
| Secured Loans | | | | | |
| 1. Punjab National Bank, Bathinda | | | | | |
| i) Cash Credit Limit | 11.40% | | 9870.91 | | 2691.19 |
| ii) Foreign Currency Loan (With in CC Limit) | | | - | | 7177.84 |
| | | | 0.71 | | - |
| 2. HDFC Bank Limited, Bathinda | | | 9,871.62 | | 9,869.02 |
| TOTAL | | | | | |

NOTE 21 : TRADE PAYABLE

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|------------------------------------|------------------------------------|
| Amount due to Micro, Small & Medium Enterprises | - | - |
| Others | 9951.46 | 15321.72 |
| TOTAL | 9,951.46 | 15,321.72 |

There is no principal amount and interest overdue to Micro and Small Enterprises. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006, has been determined to the extent such parties have been identified on the basis of information available with the Company.

NOTE 22 : OTHER FINANCIAL LIABILITIES - Current

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--------------------------------------|------------------------------------|------------------------------------|
| Interest Accrued but not due | 21.23 | 47.82 |
| Security Deposit | 41.18 | 7.73 |
| Current Maturities of Long Term Debt | 2600.60 | 1253.97 |
| Employee Related Liability | 109.33 | 7.67 |
| Unpaid Dividend | 18.51 | 18.58 |
| Current Maturity of Lease Liability | 8.71 | - |
| Other payables | 843.58 | 2,044.77 |
| TOTAL | 3,643.14 | 3,380.54 |

NOTE 23 : OTHER CURRENT LIABILITIES

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|-------------------------------|------------------------------------|------------------------------------|
| OTHERS (Advance Against Land) | 300.00 | 300.00 |
| Advance from Customers | 458.40 | 624.74 |
| Deferred revenue - IND AS | 35.86 | 56.94 |
| Statutory dues payable | 1013.83 | 187.59 |
| TOTAL | 1,808.09 | 1,169.28 |

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

NOTE 24: REVENUE FROM OPERATIONS

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--|------------------------------------|------------------------------------|
| Sale of Products (including excise duty) | 1,40,821.39 | 89,052.79 |
| Sale of Real Estate Units | 2,062.53 | 2,523.13 |
| Sale of Services | 132.36 | 148.69 |
| Other operating Revenue: | | |
| Sale of Scrap | 81.02 | 70.25 |
| Miscellaneous (Income from Services/ Job Work) | 31.41 | 37.54 |
| TOTAL | 1,43,128.71 | 91,832.39 |

NOTE 25: OTHER INCOME

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--|------------------------------------|------------------------------------|
| Interest Income from Deposit with Banks | 40.81 | 46.55 |
| Interest Income from Deposit with others | 1.56 | 0.84 |
| Rental Income | 411.32 | 668.56 |
| Profit on Sale of Fixed Assets | 2.95 | 1.32 |
| Misc. Income | 21.36 | 0.26 |
| TOTAL | 477.99 | 717.52 |

NOTE 26: COST OF RAW MATERIALS CONSUMED

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---------------|------------------------------------|------------------------------------|
| Raw Materials | | |
| Imported | 52,747.76 | 26,816.94 |
| Indigenous | 60,195.51 | 48,601.00 |
| TOTAL | 1,12,943.27 | 75,417.94 |

NOTE 27: CHANGES IN INVENTORIES

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|------------------------------------|------------------------------------|
| Inventories (At the beginning of the year) | | |
| Finished Goods: | | |
| - At Factory | 9,623.82 | 7,060.89 |
| - At Distillery | 3,385.07 | 2,647.16 |
| - At Project D.D.Mittal Tower | 1,793.31 | 2,579.06 |
| - At Ganpati Estate | 510.82 | 1,040.25 |
| Stock in Process: | | |
| - At Factory | 2,730.10 | 2,337.02 |
| - At Distillery | 822.97 | 1,167.92 |
| - At Project D.D.Mittal Tower | 941.08 | 941.08 |
| (A) | 19,807.17 | 17,773.38 |
| Inventories (At the end of year) | | |
| Finished Goods: | | |
| - At Factory | 4,322.87 | 9,623.82 |
| - At Distillery | 1,526.47 | 3,385.07 |
| - At Project D.D.Mittal Tower | 720.48 | 1,793.31 |
| - At Ganpati Estate | 632.81 | 510.82 |
| Stock in Process: | | |
| - At Factory | 2,906.97 | 2,730.10 |
| - At Distillery | 314.41 | 822.97 |
| - At Project D.D.Mittal Tower | 941.08 | 941.08 |
| (B) | 11,365.10 | 19,807.17 |
| Add: Cost Incurred on Flats/ SCO/ Villa etc. | 459.26 | 312.75 |
| Net change in inventory (A-B) | 8,901.33 | (1,721.04) |

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

NOTE 28: EMPLOYEE BENEFIT EXPENSES

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|------------------------------------|------------------------------------|
| Salary ,Wages and Bonus | 1,225.68 | 1,177.56 |
| Gratuity Expenses | 42.03 | 33.19 |
| Contribution to Provident and ESI Funds | 66.68 | 62.47 |
| Staff Welfare Expenses | 62.83 | 71.71 |
| Total | 1,397.22 | 1,344.93 |

28.1 As per Indian Accounting Standard 19 “Employee benefits”, the disclosures as defined are given below :

Defined Contribution Plan

Contribution to Defined Contribution Plan, recognised as expense for the year is as

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|------------------------------------|------------------------------------|
| Employer’s Contribution to Provident Fund | 51.04 | 48.84 |
| Employer's Contribution to ESI Fund | 15.63 | 13.63 |
| Defined Benefit Plan | | |

I. Reconciliation of Opening and Closing Balances of Defined Benefit Obligation

| | | |
|---|---------------|---------------|
| Defined Benefit Obligation at beginning of the year | 195.50 | 168.17 |
| Interest Cost | 12.16 | 11.83 |
| Current Service Cost | 26.06 | 23.97 |
| Liability Transferred In/ Acquisitions | - | - |
| Benefits Paid | (5.30) | (7.74) |
| Experience Variance | 13.32 | (0.73) |
| Actuarial (Gain)/ Loss | - | - |
| Defined Benefit Obligation at year end | 241.74 | 195.50 |

II. Reconciliation of Opening and Closing Balances of Fair Value of Plan Assets

| | | |
|--|---|---|
| Fair Value of Plan Assets at beginning of the year | - | - |
| Expected Return on Plan Assets | - | - |
| Employer Contribution | - | - |
| Liability Transferred In/ Acquisitions | - | - |
| Benefits Paid | - | - |
| Actuarial Gain/ (Loss) | - | - |
| Fair Value of Plan Assets at year end | - | - |

III. Reconciliation of Fair Value of Assets and Obligations

| | | |
|---|-----------------|-----------------|
| Present Value of Obligation at the end of the Period | (241.74) | (195.50) |
| Fair Value of Plan Assets at the end of the Period | - | - |
| Net Liability/ (Asset) recognised in the Balance Sheet | (241.74) | (195.50) |

IV. Expenses recognised during the year

| | | |
|---|-------|-------|
| In Income Statement | | |
| Current Service Cost | 26.06 | 23.97 |
| Interest Cost on Benefit Obligation | 12.16 | 11.83 |
| Expected Return on Plan Assets | - | - |
| Actuarial (Gain)/ Loss recognised in the year | - | - |
| Net Cost | 38.22 | 35.80 |
| In Other Comprehensive Income | | |
| Actuarial (Gain)/ Loss on Obligation For the Period | - | - |

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|------------------------------------|------------------------------------|
| Experience Variance | 13.32 | (0.73) |
| Return on Plan Assets, Excluding Interest Income | - | - |
| Net (Income)/ Expense for the period recognised in OCI | 13.32 | (0.73) |

V. No Investments are done in Gratuity Policy

VI. Actuarial Assumptions

| Mortality Table (IALM) | | |
|--|-------|-------|
| Discount Rate (per annum) | 7.00 | 6.65 |
| Expected Rate of Return on Assets (per annum) | 0% | 0% |
| Rate of Escalation in Salary (per annum) | 8.00 | 8.00 |
| Rate of Employee Turnover/Atrition Rate | | |
| 18-25 | 5.00% | 5.00% |
| 26-30 | 3.00% | 3.00% |
| 31-44 | 2.00% | 2.00% |
| 45-58 | 1.00% | 1.00% |

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

VII. Sensitivity Analysis

Significant Actuarial Assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and employee turnover. The sensitivity analysis below, have been determined based on reasonably possible changes of the assumptions occurring at end of the reporting period, while holding all other assumptions constant. The result of Sensitivity analysis is given below:

| Base PVO | 241.74 | 195.50 |
|---|----------|----------|
| Sensitivity Analysis of Present Value of obligation to Key assumption as 31-Mar-2021 | | |
| Particular | Increase | Increase |
| Discount Rate(+1%/-1%) | 231.87 | 186.43 |
| | - 4.09% | - 4.64% |
| Atrition Rate(+20%/-20%) | - | - |
| | - | - |
| Salary Growth Rate(+1%/-1%) | 251.62 | 204.66 |
| | 4.08% | 4.68% |
| Mortality Rate(+10%/-10%) | - | - |
| | - | - |

These plans typically expose the Company to actuarial risks such as: investment risk, interest risk, longevity risk and salary risk

Investment risk : The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

Interest risk : A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan debt investments.

Longevity risk: The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary risk: The present value of the defined plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2021

NOTE 29: FINANCE COSTS

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--|------------------------------------|------------------------------------|
| Interest to Banks & Financial Institutions | 1,182.34 | 1,397.51 |
| Interest on Income Tax (Including TDS) | 0.14 | 1.09 |
| Interest on lease liability | 0.91 | 1.72 |
| Interest on Security Deposit | 20.25 | 17.88 |
| Exchange fluctuations on borrowing | 94.16 | 61.34 |
| Total | 1,297.80 | 1,479.54 |

NOTE 30: DEPRECIATION AND AMORTISATION EXPENSE

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|-------------------------------------|------------------------------------|------------------------------------|
| Depreciation | 1,258.11 | 1,335.35 |
| Depreciation on Investment property | 2.62 | 2.79 |
| Amortisation on Intangible Asset | 1.72 | 0.18 |
| Depreciation on Right to use Asset | 7.62 | 6.89 |
| | 1,270.07 | 1,345.21 |

NOTE 31: OTHER EXPENSES

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--|------------------------------------|------------------------------------|
| Consumption of Stores, Spares & Packing Material | 1,794.96 | 1789.72 |
| Crushing Exp of Mustard Seeds | 7.02 | 15.13 |
| Processing Chemicals | 1,591.83 | 1086.94 |
| Power & Fuel | 5,497.30 | 5616.36 |
| Grinding Expenses | 63.00 | 57.76 |
| Repair and Maintenance | | |
| Repairs to Building | 161.23 | 109.56 |
| Repairs to Machinery | 852.10 | 697.26 |
| Research & Development | 12.98 | 2.41 |
| Freight Outward | 209.20 | 418.37 |
| Export Fee/Expenses | 16.23 | 15.64 |
| Canal Water Charges | 64.48 | 10.57 |
| Brokerage and Commission | 198.69 | 166.06 |
| Allowance for ECL | 1.07 | 0.30 |
| Sale Promotion Expenses | 74.03 | 41.36 |
| Insurance | 149.35 | 102.68 |
| Telephone | 11.43 | 9.42 |
| Travelling and Conveyance | 14.60 | 34.38 |
| Rent | 21.54 | 0.69 |
| Rate & Taxes | 44.98 | 31.87 |
| Legal & Professional fee | 264.29 | 279.87 |
| Corporate Social Responsibility | 75.07 | 84.83 |
| Charity & Donation | 2.06 | 4.87 |
| Printing & Stationary | 22.12 | 22.68 |
| Audit Fee (Note 30.1) | 34.00 | 34.00 |
| General Expenses | 112.68 | 52.67 |
| Loss on Investment Written off | 0.16 | - |
| Total | 11,296.40 | 10,685.38 |

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

NOTE 31.1: PAYMENT TO STATUTORY AUDITORS

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|----------------------------|------------------------------------|------------------------------------|
| (a) Auditor | | |
| Statutory Auditor Fees | 13.00 | 13.00 |
| Tax Audit Fees | 10.50 | 10.50 |
| Other Certification Fees | 10.50 | 10.50 |
| (b) Out of Pocket expenses | - | - |
| Total | 34.00 | 34.00 |

NOTE 31.2: CORPORATE SOCIAL RESPONSIBILITY (CSR)

- (a) CSR amount required to be spent as per section 135 of the companies Act, 2013 read with Schedule VII required by the company during the year.
- (b) Expenditure related to Corporate Social Responsibility is Rs. 75.07 lacs (previous year 84.83 lacs) Details of Amount spent towards CSR given below:

Details of CSR expenditure

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|------------------------------------|------------------------------------|
| a) Gross amount required to be spent by the Company during the year | 72.31 | 56.29 |
| b) Amount spent during the year ending on March 31, 2021: | | |
| (i) Construction/acquisition of any assets | | |
| Paid in cash/cash equivalents | - | - |
| Yet to be paid in cash | - | - |
| (ii) On Purposes other than (i) above | | |
| Paid in cash/cash equivalents | 75.07 | 84.83 |
| Yet to be paid in cash | - | - |
| Total | 75.07 | 84.83 |

NOTE 32: EARNING PER SHARE (EPS)

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--|------------------------------------|------------------------------------|
| (i) Net Profit after Tax as per Statement of Profit and Loss attributable to Equity Shareholders (Rs. in lakh) | 4,523.57 | 2,600.17 |
| (ii) Number of Equity Shares used as denominator for calculating basic EPS | 224.83 | 191.50 |
| (iii) Weighted Average number of Equity Shares used as denominator for calculating DPS | 224.83 | 191.50 |
| Basic Earnings per Share (Rs.) | 20.12 | 13.58 |
| Diluted Earnings per Share (Rs.) | 20.12 | 13.58 |
| Face Value per Equity Share (Rs) | 10.00 | 10.00 |

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

Note 33. The income tax expenses for the year can be reconciled to the accounting profit as follows:

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--|------------------------------------|------------------------------------|
| Profit Before Tax and Exceptional Items | 6094.83 | 3504.29 |
| Applicable Tax Rate | 25.17% | 34.94% |
| Computed Tax Expense | 1533.95 | 1224.57 |
| TAX EFFECT OF: | | |
| Add: Expenses Disallowed | 48.98 | 41.3 |
| Less: Additional Expenses/ Deduction Allowed | -2.92 | -14.15 |
| Less: MAT Credit Utilized | | -676.72 |
| Current Tax Provision (A) | 1580.00 | 575.00 |
| Incremental Deferred tax Liability (Asset) on account of Property, Plant and Equipment and Intangible Assets | 2.90 | 338.77 |
| Incremental Deferred tax Liability/(Asset) on account of Financial Assets and Other items | -11.64 | -9.55 |
| Deferred Tax Provision (B) | -8.74 | 329.22 |
| Tax Expenses Recognised in Statement of Profit and Loss (A+B) | 1571.26 | 904.22 |
| Effective Tax Rate | 25.78% | 25.80% |

Note 34 Leases

The table below describes the nature of the Company's leasing activities by the type of right-of-use asset recognized on balance sheet for FY 20-21:

(Rs. In Lakhs)

| Particulars | No. of right-of-use-assets | Range of remaining term | Average remaining lease term | No of leases with extension options | No. of leases with termination options |
|--|----------------------------|-------------------------|------------------------------|-------------------------------------|--|
| Wakf Land comprised in Property situated at Hazi Ratan Tehsil, District Bathinda | 1 | 1 | 1 | 1 | 0 |

The table below describes the nature of the Company's leasing activities by the type of right-of-use asset recognized on balance sheet for FY 2019-20:

(Rs. In Lakhs)

| Particulars | No. of right-of-use-assets | Range of remaining term | Average remaining lease term | No of leases with extension options | No. of leases with termination options |
|--|----------------------------|-------------------------|------------------------------|-------------------------------------|--|
| Wakf Land comprised in Property situated at Hazi Ratan Tehsil, District Bathinda | 1 | 1 - 4 Years | 1 | | |

Right-of-use assets

Additional information on the right-of-use assets by class of assets as at March 31st, 2021 is as follows:

(Rs. In Lakhs)

| Particulars | Assets | Depreciation | Carrying amount | Impairment (CU) |
|--|--------|--------------|-----------------|-----------------|
| Wakf Land comprised in Property situated at Hazi Ratan Tehsil, District Bathinda | 9.52 | 0.74 | 8.78 | - |

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2021

Additional information on the right-of-use assets by class of assets as at March 31st, 2020 is as follows:

(Rs. In Lakhs)

| Particulars | Assets | Depreciation | Carrying amount | Impairment (CU) |
|--|--------|--------------|-----------------|-----------------|
| Wakf Land comprised in Property situated at Hazi Ratan Tehsil, District Bathinda | 20.67 | 13.78 | 6.89 | - |

Lease liabilities

(Rs. In Lakhs)

| Particulars | Carrying amount | Impairment (CU) |
|-------------|-----------------|-----------------|
| Current | 8.70 | 7.58 |
| Non-current | 0 | 0 |

The lease liabilities are secured by the related underlying assets. The undiscounted maturity analysis of lease liabilities as at March 31, 2021 is as follows:-

(Rs. In Lakhs)

| 31-03-2021 | Minimum lease payments due | | | |
|-------------------|----------------------------|-----------|-----------|-----------|
| | Within 1 year | 1-2 years | 2-3 years | 3-4 years |
| Lease payments | 9.51 | | | |
| Finance charges | 0.81 | | | |
| Net present value | 8.70 | | | |

The lease liabilities are secured by the related underlying assets. The undiscounted maturity analysis of lease liabilities as at March 31, 2020 is as follows:-

(Rs. In Lakhs)

| 31-03-2020 | Minimum lease payments due | | | |
|-------------------|----------------------------|-----------|-----------|-----------|
| | Within 1 year | 1-2 years | 2-3 years | 3-4 years |
| Lease payments | 8.47 | | | |
| Finance charges | 0.89 | | | |
| Net present value | 7.58 | | | |

NOTE 35: RELATED PARTY DISCLOSURE

i) As per Ind AS 24, the disclosures of transactions with the related parties are given below:

List of related parties where control exists and/or with whom control exists and relationships :

| Name of the Related Party | Relationship |
|--|--------------------------|
| Svaksha Distillery Limited, Kolkata (WB) | Subsidiary |
| R.K. Exports, Bathinda Prop. Sh. Rajinder Mittal | Key Managerial Personnel |
| Rajinder Mittal | Key Managerial Personnel |
| Kushal Mittal | Key Managerial Personnel |
| Gurinder Makkar | Key Managerial Personnel |
| SN Goyal | Key Managerial Personnel |
| Gulab Singh | Key Managerial Personnel |

List of other related parties with whom transactions have taken place during the year and relationships :

| | |
|--|---|
| Mittal Enterprises, Bathinda (Partnership Firm) | One of the partner is wife of a Director |
| Ganpati Enterprises, Bathinda (Partnership Firm) | One of the partner is wife of a Director |
| R.K. Exports, Bathinda Prop. Sh. Rajinder Mittal | KMP |
| Kushal Impex, Bathinda (Proprietorship Concern) | The proprietor of the concern is wife of a Director |

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

ii) Transactions during the year with related parties

(Rs. In Lakhs)

| Sr. No | Nature of Transactions (Excluding Reimbursements) | | Subsidiary | KMP/ Relative | Entity Exercising Significant influence | Total |
|--------|---|-------------|------------|---------------|---|-----------|
| (A) | Purchase/Material Consumed | F/Y 2020-21 | | 855.24 | 12,088.82 | 12,944.06 |
| | | F/Y 2019-20 | - | 5,221.65 | 2994.54 | 8,216.19 |
| (B) | Interest Received | F/Y 2020-21 | 283.76 | 440.14 | | 723.90 |
| | | F/Y 2019-20 | 216.36 | 433.75 | | 650.10 |
| (C) | Payment to KMP | F/Y 2020-21 | | 106.90 | | - |
| | | F/Y 2019-20 | - | 60.55 | - | - |
| (D) | Payment to Relative | F/Y 2020-21 | | - | | - |
| | | F/Y 2019-20 | - | 13.50 | - | - |

iii) Balances as at 31st March, 2021

(Rs. In Lakhs)

| | Relationship | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--|---|------------------------------------|------------------------------------|
| (1) Investments | | | |
| Svaksha Distillery Limited, Kolkata (WB) | Subsidiary | 951.02 | 51.00 |
| (2) Trade Payables | | | |
| Svaksha Distillery Limited, Kolkata (WB) | Subsidiary | 3.59 | - |
| R.K. Exports, Bathinda (Pb.) Prop. Sh. Rajinder Mittal | Key Managerial Personnel | 5515.35 Dr. | 3652.39 Dr |
| Ganpati Enterprises, Bathinda (Pb.) (Partnership Firm) | One of the partner is wife of a Director | 1454.84 Dr | 595.79 |
| Mittal Enterprises, Bathinda (Pb.) (Partnership Firm) | One of the partner is wife of a Director | 523.22 Dr | 595.79 |
| Kushal Impex, Bathinda (Pb.) (Proprietorship Concern) | The proprietor of the concern is wife of a Director | 1687.51 Dr | 311.22 Dr |

Note:

- The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions.
- Review of outstanding balances is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

These balances are unsecured and their settlement occurs through Banking channel.

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

iv) Disclosure in Respect of Major Related Party Transactions during the year :

(Rs. In Lakhs)

| | Relationship | 2020-2021 | 2019-2020 |
|--|---|-----------|-----------|
| Purchase of Goods | | | |
| R.K. Exports | KMP | 855.24 | 5221.65 |
| Kushal Impex | The proprietor of the concern if wife of a Director | 4480.76 | 2994.54 |
| Mittal Enterprises | One of the partner is wife of a Director | 4242.26 | 4068.14 |
| Ganpati Enterprises | One of the partner is wife of a Director | 3365.80 | 0.00 |
| Interest Paid | | | |
| | KMP | - | - |
| Interest Received | | | |
| Svaksha Distillery Limited, Kolkata (WB) | Subsidiary | 283.76 | 216.36 |
| R.K. Exports | KMP | 440.14 | 433.75 |
| Payment to Relative | | | |
| Sh. Kushal Mittal | Son of Director | - | 13.50 |
| Payment to Key Managerial Personnel | | | |
| Sh.Rajinder Mittal | KMP | 49.33 | 30.00 |
| Mr. Kushal Mittal | KMP | 31.74 | - |
| Sh.S.N.Goyal | KMP | 6.10 | 6.00 |
| Sh. Gurinder Makkar | KMP | 6.99 | 6.90 |
| Sh. Gulab Singh | KMP | 12.74 | 12.66 |

35.1 Compensation of Key Management personnel*

The remuneration of director and other member of key management personnel during the year was as follows :

List of related parties where control exists and/or with whom control exists and relationships :

| Particulars | 2020-2021 | 2019- 2020 |
|-------------------------------|---------------|--------------|
| i) Short term benefits | 106.90 | 60.55 |
| ii) Post employment benefits | - | - |
| iii) Other long term benefits | - | - |
| iv) Share based Payments | - | - |
| v) Termination Benefits | - | - |
| Total | 106.90 | 60.55 |

* The Remuneration to the Key Managerial Personnel does not include the provisions made for gratuity and leave benefits, as they are determined on an actuarial basis for the Company as a whole.

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

36. CONTINGENT LIABILITY AND COMMITMENTS

(Rs. In Lakhs)

| Particulars | | 2020-2021 | 2019-2020 |
|-------------|---|---------------|---------------|
| (I) | Contingents Liabilities | | |
| (A) | Claims against the Company /disputed liabilities not acknowledged as debts | | |
| | (a) In respect of joint ventures | - | - |
| | (b) In respect of others | - | - |
| (B) | Guarantees | | |
| (i) | Guarantees to Banks and Financial Institutions against credit facility extended to third parties and other Guarantees | - | - |
| | (a) In respect of joint ventures | - | - |
| | (b) In respect of others | - | - |
| (ii) | Performance Guarantees | - | - |
| | (a) In respect of others | 283.76 | 586.56 |
| (iii) | Outstanding Guarantees furnished to Banks and Financials Institutions including in respect of Letter of Credit | - | - |
| | (a) In respect of joint ventures | - | - |
| | (b) In respect of others | - | - |
| (C) | Other Money for which company is contingently liable | | |
| (i) | Liability in respect of bills discounted with Banks (Including third party bills discounting) | - | - |
| | (a) In respect of joint ventures | - | - |
| | (b) In respect of others | - | - |
| (II) | Commitments | | |
| (A) | Estimated amount of contracts remaining to be executed on account and not provided for: | | |
| | (a) In respect of joint ventures | - | - |
| | (b) In respect of others | - | - |
| (B) | Uncalled liability on shares and other investment partly paid. | | |
| (C) | Other Commitments | | |
| | (a) sales Tax deferred liability assigned Rs. Nil | - | - |
| | Previous year Rs. Nil | - | - |
| | | 283.76 | 586.56 |

37. DETAILS OF INCOME TAX DEMAND/DEFAULTS

(a) There is no outstanding demand of any assessment year till A/Y 2020-21.

38. CAPITAL MANAGEMENT AND FINANCIAL INSTRUMENTS

38.1 Capital Management

The Company manages its capital to ensure that it will continue as going concern while maximizing the return to stakeholders.

The company manages its capital structure and make adjustment in light of changes in business condition. The overall strategy remains unchanged as compare to last year.

The Company adheres to a robust Capital Management framework which is underpinned by the following guiding principles;

- Maintain financial strength to ensure **A- Stable** ratings domestically
- Ensure financial flexibility and diversify sources of financing and their maturities to minimize liquidity risk while meeting investment requirements.
- Proactively manage group exposure in forex, interest and commodities to mitigate risk to earnings.
- Leverage optimally in order to maximize shareholder returns while maintaining strength and flexibility of the Balance sheet.

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

This framework is adjusted based on underlying macro-economic factors affecting business environment, financial market conditions and interest rates environment.

(Rs. In Lakhs)

| The gearing ratio at end of the reporting period was as follows. | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--|------------------------------------|------------------------------------|
| Gross Debt | 17882.86 | 17338.61 |
| Cash and Marketable Securities | 1,369.66 | 1346.39 |
| Net Debt (A) | 16513.20 | 15992.22 |
| Total Equity (As per Balance Sheet) (B) | 29,034.33 | 21793.73 |
| Net Gearing (A/B) | 56.87% | 73.38% |

38.2 Financial Instruments

Valuation

All financial instruments are initially recognized and subsequently re-measured at fair value as described below:

- The fair value of investment in quoted Equity Shares is measured at quoted price.
- The fair value of Forward Foreign Exchange contracts and Currency Swaps is determined using forward exchange rates and yield curves at the balance sheet date.
- The fair value of the remaining financial instruments is determined using discounted cash flow analysis.
- All foreign currency denominated assets and liabilities are translated using exchange rate at reporting date.

38.3 Fair valuation measurement hierarchy

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | | | | As at 31 st March, 2020 | | | |
|-------------------------------|------------------------------------|------------------------|---------|---------|------------------------------------|------------------------|---------|---------|
| | Carrying amount | Level of Input used in | | | Carrying amount | Level of Input used in | | |
| | | Level 1 | Level 2 | Level 3 | | Level 1 | Level 2 | Level 3 |
| Financial Assets | | | | | | | | |
| At Amortized Cost | | | | | | | | |
| Investments | 3132.01 | - | - | - | 3,172.47 | - | - | - |
| Trade Receivable | 13475.99 | - | - | - | 3,508.40 | - | - | - |
| Cash and Bank Balances | 1383.31 | - | - | - | 1,360.11 | - | - | - |
| Loans | 4395.28 | - | - | - | 2,879.31 | - | - | - |
| Other Financial Assets | 30.03 | - | - | - | - | - | - | - |
| At FVTOCI | | | | | | | | |
| Investments | 402.04 | - | 402.04 | - | 431.55 | - | 431.55 | - |
| Financial Liabilities | | | | | | | | |
| At Amortized Cost | | | | | | | | |
| Borrowings | 17,882.86 | - | - | - | 17,338.61 | - | - | - |
| Trade Payable | 9951.46 | - | - | - | 15,321.72 | - | - | - |
| Other Financial Liabilities | 1,042.54 | - | - | - | 2,126.57 | - | - | - |

The financial instruments are categorized into two levels based on the inputs used to arrive at fair value measurements as described below:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities; and

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

Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

38.4 Foreign Currency Risk

The following table shows foreign currency exposures in USD on financial instruments at the end of the reporting period. The exposure to foreign currency for all other currencies are not material.

| Foreign Currency Exposure | | (Rs. In Lakhs) | |
|-----------------------------|---|---|--|
| Particulars | As at 31 st March, 2021 USD | As at 31 st March, 2020 USD | |
| Loans | - | - | |
| Trade and Other Payables | 4,019.31 | 1,965.63 | |
| Trade and Other Receivables | - | - | |
| Net Exposure | 4,019.31 | 1,965.63 | |

Interest Rate Risk

The exposure of the company's borrowing to interest rate changes at the end of the reporting period are as follows

| Interest Rate Exposure | | (Rs. In Lakhs) | |
|-------------------------|------------------------------------|------------------------------------|--|
| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 | |
| Loans | | | |
| Long term Floating Loan | 5624.24 | 6,651.85 | |
| Long term Fixed Loan | 2387.00 | 817.74 | |
| Short term Loan | 9871.62 | 9,869.02 | |
| Total | 17,882.86 | 17,338.61 | |

Sensitivity analysis of 1% change in Interest rate

| Interest Rate Exposure | | (Rs. In Lakhs) | | | |
|------------------------|------------------------------------|----------------|------------------------------------|---------------|--|
| Particulars | As at 31 st March, 2021 | | As at 31 st March, 2020 | | |
| | Up Move | Down Move | Up Move | Down Move | |
| Impact on Equity | | | - | - | |
| Impact on P&L | (178.83) | 178.83 | (173.39) | 173.39 | |
| Total | (178.83) | 178.83 | (173.39) | 173.39 | |

Commodity Price Risk

Commodity price risk arises due to fluctuation in prices of crude oil, other feed stock and products. The company has a risk management framework aimed at prudently managing the risk arising from the volatility in commodity prices and freight costs

The company's commodity risk is managed centrally through well-established trading operations and control processes. In accordance with the risk management policy, the company enters into various transactions using derivatives and uses over the counter (OTC) as well as Exchange Traded Futures, Options and swap contracts to hedge its commodity and freights exposure.

Credit Risk

"Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. Outstanding customer receivables are regularly monitored and any shipments to major customers are generally covered by Letters of Credit, Bank Guarantees or other forms of credit insurance, wherever required.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 6. 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."

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

| Particulars | Total |
|---------------------------|-----------------|
| Year ended 31 March, 2021 | |
| Gross Carrying Amount | 13,475.99 |
| Expected Loss Rate | 0.01% |
| Expected Credit Losses | 1.37 |
| Carrying Amount | 13474.62 |

Liquidity Risk

Liquidity risk is the risk that suitable sources of funding for the company's business activities may not be available. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due, so that the company is not forced to obtain funds at higher rates. The Company monitors rolling forecasts of the Company's cash flow position and ensure that the Company is able to meet its financial obligation at all times including contingencies.

(Rs. In Lakhs)

| Maturity Profile of Loans as on 31 March 2021 | | | | | | | |
|---|------------------|---------------|-----------------|-----------------|---------------|-----------------|------------------|
| Particulars | "Below 3 Months" | "3-6 Months" | "6-12 Months" | "1-3 Years" | "3-5 Years" | "Above 5 Years" | Total |
| Non Derivative Liabilities | | | | | | | |
| Long Term Loans | 826.00 | 558.00 | 1,016.00 | 2,337.00 | 966.00 | 2,308.24 | 8,011.24 |
| Short Term Loans | 9,871.62 | | | | | | 9,871.62 |
| Total Borrowings | 10,697.62 | 558.00 | 1,016.00 | 2,337.00 | 966.00 | 2,308.24 | 17,882.86 |

(Rs. In Lakhs)

| Maturity Profile of Loans as on 31 March 2020 | | | | | | | |
|---|------------------|---------------|---------------|-----------------|-----------------|-----------------|------------------|
| Particulars | "Below 3 Months" | "3-6 Months" | "6-12 Months" | "1-3 Years" | "3-5 Years" | "Above 5 Years" | Total |
| Non Derivative Liabilities | | | | | | | |
| Long Term Loans | 313.50 | 313.49 | 626.99 | 2,507.96 | 2,507.96 | 1,199.69 | 7,469.59 |
| Short Term Loans | 9,869.02 | - | - | - | - | - | 9,869.02 |
| Total Borrowings | 10,182.52 | 313.49 | 626.99 | 2,507.96 | 2,507.96 | 1,199.69 | 17,338.61 |

39. DETAILS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED DURING THE YEAR COVERED UNDER SECTION 186 (4) OF THE COMPANIES ACT, 2013.

(a) Amount of loan/advances in nature of loans outstanding from subsidiaries for the year ended March 31, 2021, on standalone basis.

(Rs. In Lakhs)

| Name of company | Outstanding as at March 31, 2021 | Outstanding as at March 31, 2020 | Maximum amount outstanding during the year | |
|-------------------------------------|----------------------------------|----------------------------------|--|---------|
| (i) Subsidiaries | | | | |
| Svaksha Distillery Limited, Kolkata | 4395.28 | 2879.31 | 4395.28 | 2879.31 |

(b) Details of significant Investment in subsidiaries

(Rs. In Lakhs)

| Name of company | Country of Incorporation/ Place of Business | No of Shares | % of Direct Holding | No of Shares | % of Direct Holding |
|-------------------------------------|--|----------------------|---------------------|----------------------|---------------------|
| | | As at March 31, 2021 | | As at March 31, 2020 | |
| (i) Subsidiaries | | | | | |
| Svaksha Distillery Limited, Kolkata | India | 13,28,200 | 73.05% | 5,10,000 | 51% |

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

40. EVENTS AFTER THE REPORTING PERIOD

The Board of Directors have recommended an equity dividend of Rs. 5/- per share of face value of Rs.10/- each i.e. @ 50% for the financial year ended March 31, 2021, on 9331173 Equity Shares belonging to Public Category (i.e. Excluding the shares upon which the Promoters have waived/forgone his/their right to receive the dividend by him/them for financial year 2020-21), which will be paid to the shareholders within 30 days of declaration of the same at the ensuing Annual General Meeting.

41. OPERATING SEGEMENT

The Company has identify three reportable segments viz. Oil & Vanaspati, Distillery and Real Estate. All the activities of the Company revolve around these main business. Accordingly, the Company has only three identifiable segment reportable under Ind AS 108 "Operating Segment". The Managing Director (the 'Chief Operational Decision Maker as defined in IND AS 108 - Operating Segments) monitors the operating results of the entity's business for the purpose of making decisions about resource allocation and performance assessment.

The accounting policies adopted for segment reporting are in line with the accounting policy of the Company with following additional policies for segment reporting.

- Revenue and Expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and Expenses which relate to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "Unallocable".
- Segment Assets and Segment Liabilities represent Assets and Liabilities in respective segments. Investments, tax related assets and other assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "Unallocable".

Primary Segment Information:

| | Particulars | Oil & Vanaspati | | Distillery Unit | | Real Estate | | Unallocable | | Total | |
|------|---|-----------------|-----------|-----------------|-----------|-------------|----------|-------------|------------|-------------|-----------|
| | | 2020-21 | 2019-20 | 2020-21 | 2019-20 | 2020-21 | 2019-20 | 2020-21 | 2019-20 | 2020-21 | 2019-20 |
| i. | Segment Revenue | | | | | | | | | | |
| | External Sales | 95,144.96 | 48,939.61 | 46,234.33 | 40,937.58 | 2,227.41 | 2,672.72 | - | - | 1,43,606.70 | 92,549.91 |
| | Inter Segment Sales | 2,798.23 | 622.51 | 538.33 | 370.23 | - | - | - | - | 3,336.56 | 992.74 |
| ii. | Segment Result | | | | | | | | | | |
| | (Before Depreciation, Interest & Taxes) | 2,924.39 | 2,244.56 | 5,066.28 | 3,228.38 | 672.03 | 856.20 | - | - | 8,662.70 | 6,329.14 |
| | Less: | | | | | | | | | | |
| | a) Depreciation & Amortization | 270.31 | 345.79 | 995.51 | 996.43 | 4.25 | 2.99 | | | 1,270.07 | 1,345.21 |
| | b) Finance Cost | - | - | - | - | - | - | 1,297.80 | 1,479.54 | 1,297.80 | 1,479.54 |
| | Profit Before Tax | 2,654.08 | 1,898.77 | 4,070.77 | 2,231.95 | 667.78 | 853.21 | (1,297.80) | (1,479.54) | 6,094.83 | 3,504.39 |
| | | | | | | | | | | | |
| | a) Current Tax | - | - | - | - | - | - | (1,580.00) | (575.00) | (1,580.00) | (575.00) |
| | b) Deferred Tax | - | - | - | - | - | - | 8.74 | (329.22) | 8.74 | (329.22) |
| | c) Prior period tax & other adjustments | - | - | - | - | - | - | - | - | - | - |
| | Profit After Tax | 2,654.08 | 1,898.77 | 4,070.77 | 2,231.95 | 667.78 | 853.21 | (2,869.06) | (2,383.76) | 4,523.57 | 2,600.17 |
| iii. | Other Information | | | | | | | | | | |
| | Segment Assets | 36,474.81 | 28,471.96 | 21,858.91 | 25,738.34 | 4,501.54 | 5,662.38 | - | - | 62,835.26 | 59,872.68 |
| | Segment Liabilities | 20,250.54 | 18,812.04 | 11,863.55 | 17,316.30 | 423.50 | 674.26 | - | - | 32,537.59 | 36,802.60 |
| | Unallocable Liabilities | - | - | - | - | - | - | 1,263.34 | 1,276.36 | 1,263.34 | 1,276.36 |
| | Capital Expenditure | 632.40 | 202.47 | 176.36 | 233.32 | 20.59 | 24.39 | - | - | 829.35 | 460.18 |
| | Depreciation & Amortization | 270.31 | 345.79 | 995.51 | 996.43 | 4.25 | 2.99 | - | - | 1,270.07 | 1,345.21 |

Note: Unallocable Liabilities include Deferred Tax & Current Tax Liabilities.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2021

- 1 Inter segment pricing are at Arm's length basis.
- 2 As per Indian Accounting Standard 108 - Operating Segments, the Company has reported segment information on standalone basis.
- 3 The reportable Segments are further described below :
 - The refining segment includes production and marketing operations of the Oil and Vanaspati Ghee
 - The Distillery segment includes production and marketing operations of The Liquor for human consumption.
 - The Real Estate segment includes construction of residential house.

42. APPROVAL OF FINANCIAL STATEMENTS

The financial statements were approved for issue by the board of directors on 09-06-2021

43. DUES TO MICRO, SMALL AND MEDIUM ENTERPRISES (MSME)

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--|------------------------------------|------------------------------------|
| The amounts remaining unpaid to Micro and Small Suppliers as at the end of the year | - | - |
| - Principal | - | - |
| - Interest | - | - |
| The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 (MSMED Act 2006) | - | - |
| The Amounts of the payments made to Micro and Small suppliers beyond the appointed day during the year | - | - |
| The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act 2006 | - | - |
| The amount of interest accrued and remaining unpaid at the end of the year | - | - |
| The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act 2006 | - | - |

The above information has been determined to the extent such parties have been identified on the basis of information provided by the company, which has been relied upon by the auditors.

44. The outbreak of Coronavirus (COVID-19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity. In many countries, businesses are being forced to cease or limit their operations for long or indefinite periods of time. Measures taken to contain the spread of the virus, including travel bans, quarantines, social distancing, and closures of non-essential services have triggered significant disruptions to businesses worldwide, resulting in an economic slowdown. COVID19 is significantly impacting business operation of the companies, by way of interruption in production, supply chain disruption, unavailability of personnel, closure/lockdown of production facilities etc. On 25th March, 2020, the Government of India ordered a nationwide lockdown for 21 days which further got extended till 31st May, 2020 to prevent community spread of COVID-19 in India resulting in significant reduction in economic activities

Many industries were worse hit by pandemic but the company did not have any bad impact of COVID-19 as the company deals in manufacturing of essential commodities like edible oils, rice, vanaspati ghee etc. The company manufactures Ethanol which is used in petrol and is high demand these days. The company also manufactured Hand Rub (Sanitizer). So despite the wide spread of pandemic the company has achieved a remarkable growth and its production, turnover and profitability has been substantially increased as compare to previous year.

45. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

46. Other payable includes Unclaimed Dividend Account and the Company has transferred Nil (P.Y.Nil) to the Investor Education and Protection Fund during the F.Y. 2020-21. However, there is no amount pending to be transferred to Investor Education and Protection Fund as on 31.03.2021.
47. Accompanying notes are an integral parts of financial statements
48. The accounts of certain trade receivables, trade payables, short term loans and advances and current liabilities are subject to confirmation / reconciliation and adjustment, if any. The management does not expect any material difference affecting the current year's financial statements. In the opinion of the management, the current assets, loans and advances are expected to realize at least the amount at which they are stated, if realized in the ordinary course of business and provision for all known liabilities have been adequately made in the books of accounts.
49. The figures of previous year have been reclassified/regrouped for the better presentation in the financial statements and to confirm to the current year's classification/disclosures. This does not have any impact on the profits of previous year.

As per our Report of even date

For **AMRG & ASSOCIATES**

Chartered Accountants

FRN : 004453N

CA RAJAT MOHAN

Partner

Membership No : 513103

UDIN : 21513103AAAABM1497

For and on behalf of the Board of Directors

RAJINDER MITTAL

Managing Director

DIN : 00033082

Place : Bathinda, Punjab

Dated : 9th June, 2021

S.N.GOYAL

Whole Time Director

DIN : 00050643

GURINDER MAKKAR

Company Secretary

MRN : F5124

GULAB SINGH

CFO

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF
BCL INDUSTRIES LIMITED

REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

OPINION

We have audited the accompanying consolidated financial statements of BCL Industries Limited (“the Holding Company”) and its subsidiary (Holding Company and its subsidiary together referred to as “the Group”), which comprise the consolidated Balance Sheet as at March 31, 2021, the consolidated Statement of Profit and Loss (including Other Comprehensive Income), consolidated Statement of Changes in Equity and the consolidated Cash Flow Statement for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as “the consolidated financial statements”).

In our opinion and to the best of our information and according to the explanations given to us, 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 Indian Accounting Standards prescribed under section 133 of the Act, as amended, (“Ind AS”) and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2021, the consolidated profit and total comprehensive income, consolidated changes in equity and its consolidated cash flows for the year ended.

BASIS FOR OPINION

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

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the financial year ended March 31, 2021. 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. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditors’ responsibilities for the audit of the consolidated financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of audit procedures performed by us including those procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

| The Key Audit Matters | How our audit addressed the key audit matter |
|--|--|
| Current Investments and Assets classified as held for sale | |
| <p>The Company is having certain investments in properties & this involves significant judgments and depends upon management’s intention why they are holding those investments.</p> | <p>Our audit procedures include the following substantive procedures:</p> <ul style="list-style-type: none"> • We make enquires with management and discuss the email correspondences. • Check the management’s intention • Check the underlying income the Company is earning out of it • Check these investments are not used for production of goods. <p>On the basis of that appropriate classification in the financial statements was taken. Accordingly, these investments are appropriately classified as Current Investments & Asset held for sale.</p> |



INFORMATION OTHER THAN THE CONSOLIDATED FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Holding Company Board's Report including Annexures to Board's Report, Performance Review and Corporate Governance, but does not include the consolidated financial statements and our auditor's report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

MANAGEMENT'S RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the Ind AS and other accounting principles generally accepted in India specified under Section 133 of the Act, as amended. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group Companies and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors is responsible for assessing the Group'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 Group or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the entities included in the Group are responsible for overseeing the financial reporting process of each Company.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls 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 Group has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group 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 of which we are the independent auditors and whose financial information we have audited, 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.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in:

- (i) planning the scope of our audit work and in evaluating the results of our work; and
- (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

OTHER MATTERS

We did not audit the financial statements and other financial information, in respect of subsidiary, whose Ind AS financial statements include total assets of ₹ 6010.23 Lakhs as at March 31, 2021, and total revenues is Nil, total net (loss) after tax of ₹ (15.09) Lakhs and net cash (outflows) of (₹. 932.78) lakhs for the year ended on that date. These Ind AS financial statement and other financial information have been audited by other auditor, of which financial statement, other financial information and auditor report have been furnished to us by the management. Our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of the subsidiary, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary, is based solely on the report of such other auditor.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and based on the consideration of report of the other auditors on separate financial statements, we report to the extent applicable that:
 - a) We/the other auditors whose report we have relied upon have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the consolidated financial statements.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept by the Group so far as it appears from our examination of those books and reports of other auditors.
 - c) The Consolidated Balance Sheet, the consolidated Statement of Profit and Loss including Other Comprehensive Income, the consolidated statement of Changes in Equity and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of accounts maintained for the purposes of preparation of the consolidated financial statements.

- d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2015 (as amended).
- e) On the basis of the written representations received from the directors of the Company, as on March 31, 2021 and taken on record by the Board of Directors of respective companies, none of the directors of the Group is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Group's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements:
- i. The Group does not have any pending litigations which would impact its financial position.
 - ii. The Group did not have any long-term contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

FOR AMRG & Associates
Chartered Accountants
FRN: 004453N

CA Rajat Mohan
(Partner)
M. No.513103
UDIN:21513103AAAABN4296

Place: Bathinda, Punjab
Date: 9th June 2021

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of BCL Industries Limited of even date)

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

We have audited the internal financial controls over financial reporting of BCL INDUSTRIES LIMITED (“the Holding Company”) as of and for the year ended on March 31, 2021 and based on reports of other auditors that we have relied upon as of that date, in conjunction with our audit of the consolidated financial statements of the Company.

MANAGEMENT’S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The respective Board of Directors of the Group are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Group, considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective Group’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

AUDITOR’S RESPONSIBILITY

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Group 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 Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING WITH REFERENCE TO THESE CONSOLIDATED FINANCIAL STATEMENTS

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 authorizations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING WITH REFERENCE TO THESE CONSOLIDATED FINANCIAL STATEMENTS

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

In our opinion, to the best of our information and according to the explanations given to us, the Group has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Group 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 AMRG & Associates
Chartered Accountants
FRN: 004453N

CA Rajat Mohan
(Partner)

M. No.513103
UDIN:21513103AAAABN4296

Place: Bathinda, Punjab
Date: 9th June 2021

AUDITED CONSOLIDATED BALANCE SHEET As at 31st MARCH, 2021

(Rs. In Lakhs)

| Particulars | Note | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--------------------------------------|------|---------------------------------------|---------------------------------------|
| ASSETS | | | |
| Non-current assets | | | |
| Property, plant and equipment | 1 | 12854.91 | 12,867.65 |
| Capital work in progress | 1 | 2869.60 | 1,920.33 |
| Right to use | | 8.78 | 6.89 |
| Investment Property | 2 | 40.57 | 43.19 |
| Intangible Assets | 2 | 11.34 | 1.72 |
| Financial assets | | | |
| Investments | 3 | 402.04 | 431.55 |
| Loans | | | |
| Other non-current assets | 4 | 2149.47 | 1,550.81 |
| Total Non-Current Assets | | 18336.71 | 16,822.14 |
| Current Assets | | | |
| Inventories | 5 | 25084.33 | 33,268.54 |
| Financial assets | | | |
| Investment | 6 | 2180.99 | 3,121.47 |
| Trade receivables | 7 | 13475.99 | 3,508.40 |
| Cash and cash equivalents | 8 | 620.22 | 800.64 |
| Other Bank Balances | 9 | 768.31 | 562.13 |
| Loans | 10 | - | 51.66 |
| Assets Classified Held for Sale | 11 | 527.77 | 527.77 |
| Other Financial Asset | 12 | 30.03 | - |
| Other Current Assets | 13 | 2181.64 | 1,709.90 |
| Total Current Assets | | 44869.28 | 43,550.51 |
| Total Assets | | 63205.99 | 60,372.65 |
| EQUITY & LIABILITIES | | | |
| EQUITY | | | |
| Equity Share capital | 14 | 2415.00 | 1,915.00 |
| Other equity | 15 | 26051.96 | 19,831.43 |
| Non Controlling Interest | 15.1 | 249.68 | 3.54 |
| Total Equity | | 28716.64 | 21,749.97 |
| LIABILITIES | | | |
| Non-current liabilities | | | |
| Financial liabilities | | | |
| Borrowings | 16 | 5804.78 | 6,519.01 |
| Other financial liabilities | 17 | 368.93 | 315.64 |
| Provisions | 18 | 197.22 | 170.33 |
| Deferred tax liabilities (Net) | 19 | 1263.34 | 1,276.36 |
| Total Non-Current Liabilities | | 7634.27 | 8,281.34 |
| Current liabilities | | | |
| Financial liabilities | | | |
| Borrowings | 20 | 9911.62 | 9,974.34 |
| Trade payables | 21 | | |
| Dues to micro and small enterprises | | - | - |
| Dues to Others | | 9953.18 | 15,323.50 |
| Other financial liabilities | 22 | 3867.55 | 3,495.54 |
| Current Tax Liabilities (NET) | | 1231.97 | 335.26 |
| Other Current Liabilities | 23 | 1836.24 | 1,187.52 |
| Provisions | 18 | 54.52 | 25.17 |
| Total current liabilities | | 26855.08 | 30,341.34 |
| Total Liabilities | | 34489.35 | 38,622.68 |
| TOTAL EQUITY AND LIABILITIES | | 63205.99 | 60,372.65 |
| Significant Accounting Policies | II | | |
| Notes to the Financial Statements | 1-49 | | |

 As per our Report of even date
 For **AMRG & ASSOCIATES**

 Chartered Accountants
 FRN : 004453N

CA RAJAT MOHAN

 Partner
 Membership No : 513103
 UDIN:21513103AAAABN4296

For and on behalf of the Board of Directors

RAJINDER MITTAL
 Managing Director
 DIN : 00033082

S.N.GOYAL
 Whole Time Director
 DIN : 00050643

GURINDER MAKKAR
 Company Secretary
 MRN : F5124

GULAB SINGH
 CFO

 Place : Bathinda, Punjab
 Dated : 9th June, 2021

AUDITED CONSOLIDATED STATEMENT OF PROFIT AND LOSS

FOR THE YEAR ENDED 31st MARCH, 2021

(Rs. In Lakhs)

| Particulars | Note | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--|------|---------------------------------------|---------------------------------------|
| INCOME | | | |
| Revenue from Operations | 24 | 143128.71 | 91,832.39 |
| Other Income | 25 | 481.25 | 718.15 |
| Total Income | | 1,43,609.96 | 92,550.54 |
| EXPENSES | | | |
| Cost of Raw Materials Consumed | 26 | 112943.27 | 75,417.94 |
| Changes in Inventory | 27 | 8901.33 | (1,721.04) |
| Excise Duty Expenses | | 405.79 | 493.57 |
| Employee Benefit Expenses | 28 | 1,397.22 | 1,344.93 |
| Finance Costs | 29 | 1,596.52 | 1,480.87 |
| Depreciation and Amortisation Expense | 30 | 1,277.03 | 1,351.41 |
| Other Expenses | 31 | 11,302.22 | 10,693.71 |
| Total Expenses | | 1,37,823.38 | 89,061.40 |
| Profit before Exceptional Items & Tax | | 5,786.58 | 3,489.15 |
| Exceptional Items | | - | - |
| Profit before Tax | | 5,786.58 | 3,489.15 |
| Tax Expenses: | | | |
| - Current Tax | | (1,580.00) | (575.00) |
| - Deferred Tax | | 8.74 | (329.22) |
| Profit for the period from continuing operations | | 4,215.32 | 2,584.93 |
| Profit from discontinued operations | | | |
| Tax expenses of discontinued operations | | | |
| Profit from Discontinued operations (after tax) | | | |
| Profit for the year | | 4,215.32 | 2,584.93 |
| Other Comprehensive Income | | | |
| a) Items that will not be reclassified to Statement of Profit and Loss | | | |
| Gain/ (Loss) on Equity Investments at fair value through Other Comprehensive Income | | (29.36) | 106.00 |
| Remeasurement of Defined Benefit Plan | | (13.32) | 0.73 |
| Income tax relating to items that will not be reclassified to Statement of Profit and Loss | | 4.28 | (30.87) |
| b) Items that will be reclassified to Statement of Profit and Loss | | | |
| Gain/ (Loss) on Debt Investments at fair value through Other Comprehensive Income | | | - |
| Income tax relating to items that will be reclassified to Statement of Profit and Loss | | | - |
| Total Comprehensive Income for the year | | 4,176.92 | 2,660.79 |
| Net profit attributable to | | | |
| i) Owner of the company | | 4,180.99 | 2,592.40 |
| ii) Non Controlling Interest | | (4.07) | (7.47) |
| Other Comprehensive Income attributable to | | | |
| i) Owner of the company | | (38.40) | 75.86 |
| ii) Non Controlling Interest | | | - |
| Total Comprehensive Income attributable to | | | |
| i) Owner of the company | | 4,142.59 | 2,668.26 |
| ii) Non Controlling Interest | | (4.07) | (7.47) |
| Earnings per equity share of face value of Rs. 10 each | | | |
| Basic | 32 | 18.75 | 13.50 |
| Diluted | 32 | 18.75 | 13.49 |
| Significant Accounting Policies | II | | |
| Notes to the Financial Statements | 1-49 | | |

As per our Report of even date
For **AMRG & ASSOCIATES**

Chartered Accountants
FRN : 004453N

CA RAJAT MOHAN

Partner
Membership No : 513103
UDIN:21513103AAAAABN4296

For and on behalf of the Board of Directors

RAJINDER MITTAL
Managing Director
DIN : 00033082

S.N.GOYAL
Whole Time Director
DIN : 00050643

GURINDER MAKKAR
Company Secretary
MRN : F5124

GULAB SINGH
CFO

Place : Bathinda, Punjab
Dated : 9th June, 2021

AUDITED CONSOLIDATED CASH FLOW STATEMENT

FOR THE YEAR ENDED 31st MARCH, 2021

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|---------------------------------------|---------------------------------------|
| A Cash Flow From Operating Activities | | |
| Net Profit before taxation | 5,786.58 | 3,489.14 |
| less: IND AS Adjustment | | |
| Adjustment for | | |
| Depreciation | 1,277.03 | 1,351.41 |
| Finance Cost | 1,596.52 | 1,480.87 |
| Expenses through R&S | 34.35 | - |
| Profit on sale of asset | (2.95) | (1.58) |
| Operating Profit before Working Capital Changes | 8,691.53 | 6,319.84 |
| Adjustment for | | |
| Trade & Other Receivables | (9,967.59) | 3,170.74 |
| Inventories | 8,184.21 | (6,644.86) |
| Trade Payable & Other Liabilities | (4,588.64) | 1,554.05 |
| Loans & Advances & other Assets | (1,254.96) | (952.76) |
| Cash Generated from Operations | 1,064.55 | 3,447.01 |
| Direct Tax Paid | (592.61) | (575.00) |
| Net Cash Flow from Operating Activities {A} | 471.94 | 2,872.01 |
| B Cash Flow From Investing Activities | | |
| Purchase of Fixed Assets | (2,222.46) | (1,333.74) |
| Sale /Purchase of Investments(Net) | 940.63 | - |
| Sale of Fixed Assets | 2.95 | 9.00 |
| Net Cash Flow from Investing Activities {B} | (1,278.88) | (1,324.74) |
| C Cash Flow From Financing Activities | | |
| Change in Reserves | - | (35.54) |
| Proceeds from issue of equity share including by way of Conversion of Warrant | 3,000.00 | 965.81 |
| Dividend Paid Including Dividend Distribution Tax | - | (100.36) |
| Long Term & Short Term Borrowings | (2,373.48) | (2,930.10) |
| Net Cash Flow from Financing Activities {C} | 626.52 | (2,100.19) |
| Net Increase / (Decrease) in Cash & Cash Equivalents (A+B+C) | (180.42) | (552.92) |
| Cash & Cash Equivalents as at beginning | 800.64 | 1,353.56 |
| Cash & Cash Equivalents as at end | 620.22 | 800.64 |

As per our Report of even date

For **AMRG & ASSOCIATES**

Chartered Accountants

FRN : 004453N

CA RAJAT MOHAN

Partner

Membership No : 513103

UDIN : UDIN:21513103AAAABN4296

For and on behalf of the Board of Directors

RAJINDER MITTAL

Managing Director

DIN : 00033082

S.N.GOYAL

Whole Time Director

DIN : 00050643

GURINDER MAKKAR

Company Secretary

MRN : F5124

GULAB SINGH

CFO

Place : Bathinda, Punjab

Dated : 9th June, 2021

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31st MARCH, 2021

A. Equity Share Capital

| Particulars | Balance at the beginning of the reporting period i.e. 1 st April 2019 | | Changes in equity share capital during the year 2019-20 | | Balance at the end of the reporting period i.e. 31 st March 2020 | | Changes in equity share capital during the year 2020-21 | | Balance at the end of the reporting period i.e. 31 st March 2021 | |
|-------------|--|--|---|--|---|--|---|--|---|--|
| | | | | | | | | | | |
| | 1,743.30 | | 171.70 | | 1,915.00 | | 500.00 | | 2,415.00 | |

(Rs. In Lakhs)

| Particulars | Reserve & Surplus | | | | Other Comprehensive Income | | | Revaluation Surplus | Exchange difference on translating the financial statement | Money received against share capital | Total |
|--|-------------------|----------------------------|-----------------|-------------------|-------------------------------------|--------------------------------|------------------------------|---------------------|--|--------------------------------------|------------------|
| | Capital Reserve | Securities Premium Reserve | General Reserve | Retained earnings | Partly Paid up Convertible Warrants | Equity Instruments through OCI | Debt Instruments through OCI | | | | |
| Balance at the beginning of the reporting period i.e. 1 st April 2019 | 692.50 | 4,221.45 | 3,629.30 | 7,569.86 | 321.94 | 49.23 | - | 48.20 | - | - | 16,532.48 |
| Changes in accounting policy or prior period errors | - | - | (46.39) | - | - | - | - | - | - | - | (46.39) |
| Restated balance at the beginning of the reporting period i.e. at 1 st April 2019 | 692.50 | 4,221.45 | 3,582.91 | 7,569.86 | 321.94 | 49.23 | - | 48.20 | - | - | 16,486.09 |
| Profit for the financial year | - | - | - | 2,592.39 | - | - | - | - | - | - | 2,592.39 |
| Less: Adjustment of NCI due to change in Interest in Subsidiary | - | - | - | (15.72) | - | - | - | - | - | - | (15.72) |
| Transfer From Revaluation Reserve | - | - | 0.64 | - | - | - | - | - | - | - | 0.64 |
| Depreciation on Revaluation Part of Fixed Assets | - | - | - | - | - | - | - | (0.64) | - | - | (0.64) |
| 17.57 Lakhs Pref.Warrant Converted into Equity Shares | - | - | - | - | (321.94) | - | - | - | - | - | (321.94) |
| Premium on Equity Shares issued during the year | - | 1,116.05 | - | - | - | - | - | - | - | - | 1,116.05 |
| Net Gain on fair value of Equity shares | - | - | - | - | - | 75.13 | - | - | - | - | 75.13 |
| IND AS Adjustment | - | - | - | (46.46) | - | - | - | - | - | - | (46.46) |
| Remeasurement of Defined Benefit Plan | - | - | - | 0.73 | - | - | - | - | - | - | 0.73 |
| IND AS 116 adjustments (modified retrospective approach) | - | - | - | (0.91) | - | - | - | - | - | - | (0.91) |
| Dividend paid On Equity Shares | - | - | - | (83.17) | - | - | - | - | - | - | (83.17) |
| Adjustment Entry | - | - | - | - | - | - | - | - | - | - | - |
| IND AS adj on loans on EIR | - | - | - | 46.38 | - | - | - | - | - | - | 46.38 |
| Tax on Dividend Paid on Equity Share | - | - | - | (17.19) | - | - | - | - | - | - | (17.19) |
| Balance at the end of the reporting period i.e 31st March 2020 | 692.50 | 5,337.50 | 3,583.55 | 10,045.91 | - | 124.36 | - | 47.56 | - | - | 19,831.38 |

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31ST MARCH, 2021

A. Equity Share Capital

(Rs. In Lakhs)

| Particulars | Reserve & Surplus | | | | | Other Comprehensive Income | | | Revaluation Surplus | Exchange difference on translating the financial statement | Money received against share capital | Total |
|--|-------------------|----------------------------|------------------|-------------------|--|--------------------------------|------------------------------|--------------|---------------------|--|--------------------------------------|------------------|
| | Capital Reserve | Securities Premium Reserve | General Reserve | Retained earnings | Partly Paid up Convertible Preferential Warrants | Equity Instruments through OCI | Debt Instruments through OCI | | | | | |
| Balance at the beginning of the reporting period i.e 1 st April 2020 | 692.50 | 5,337.50 | 3,583.55 | 10,045.91 | - | 124.36 | - | 47.56 | - | - | - | 19,831.39 |
| Changes in accounting policy or prior period errors | - | - | - | - | - | - | - | - | - | - | - | - |
| Restated balance at the beginning of the reporting period i.e. at 1 st April 2020 | 692.50 | 5,337.50 | 3,583.55 | 10,045.91 | - | 124.36 | - | 47.56 | - | - | - | 19,831.39 |
| Prior Period items | | | - | -210.23 | | | | | | | | -210.23 |
| Profit for the financial year | | | | 4,219.39 | | | | | | | | 4,219.39 |
| Less: Adjustment of NCI due to change in Interest in Subsidiary | | | | -250.21 | | | | | | | | -250.21 |
| Transfer to / From General Reserve | | | 10,000.00 | -10,000.00 | | | | | | | | - |
| Transfer to/ From Revaluation Reserve | | | 0.50 | - | | | | -0.50 | | | | - |
| Transfer to / From OCI Reserve | | | - | -12.77 | | 12.77 | | | | | | - |
| Premium on Equity Shares issued during the year | | 2,500.00 | | - | | | | | | | | 2,500.00 |
| Net Gain on fair value of Equity shares | | | | - | | -25.08 | | | | | | -25.08 |
| Remeasurement of Defined Benefit Plan | | | | -13.29 | | | | | | | | -13.29 |
| Balance at the end of the reporting period i.e 31st March 2021 | 692.50 | 7,837.50 | 13,584.05 | 3,778.81 | - | 112.05 | - | 47.06 | - | - | - | 26,051.96 |

As per our Report of even date

 For **AMRG & ASSOCIATES**

Chartered Accountants

FRN : 004453N

CA RAJAT MOHAN

Partner

Membership No : 513103

UDIN:21513103AAAAABN4296

For and on behalf of the Board of Directors

RAJINDER MITTAL

Managing Director

DIN : 00033082

S.N.GOYAL

Whole Time Director

DIN : 00050643

GURINDER MAKKAR

Company Secretary

MRN : F5124

GULAB SINGH

CFO

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

NOTE

I. Corporate Information

BCL Industries Limited ("the company") is a listed entity incorporated in India incorporated on 03rd February 1976. The operation of the Group spans all aspects of real estate development, Oil and Refinery, and Distillery. The address of its register office and principal place of business is "HAZI RATTAN LINK ROAD, POST BOX NO. 71, BHATINDA (PB) - 151001".

The Consolidated Financial Statements comprise financial statements of "BCL INDUSTRIES LIMITED" ("the Group" or "The Company") and its subsidiary (collectively referred to as "the Group") for the year ended 31st March 2021.

II. Significant accounting policies

A. Basis of preparation & presentation

(1) Statement of compliance

These consolidated financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules as amended from time to time.

These financial statements were authorized for issue by the Board of Directors on 9th June 2021.

(2) Basis of measurement

The consolidated financial statements have been prepared on the historical cost basis except for certain financial assets/liabilities measured at fair value. The methods used to measure fair values are discussed further in notes to consolidated financial statements.

(3) Functional and presentation currency

These financial statements are presented in Indian Rupees (Rs.), which is the Company's functional currency. All financial information presented in Indian Rupees has been rounded to the nearest lakhs (up to two decimals), except when otherwise indicated.

(4) Principles of Consolidation

The consolidated financial statements relate to BCL Industries Limited ("the Company") and its subsidiary company. The consolidated financial statements have been prepared on the following basis:

- (a) The Consolidated financial statements of the group and its subsidiaries are combined on a line by line basis by adding together like items of assets, liabilities, equity, incomes, expenses, and cash flows, after fully eliminating intra group balances and intra-group transactions.
- (b) Profits or losses resulting from intra-group transactions that are recognized in assets, such as inventory and property, plant & equipment, are eliminated in full.
- (c) Offset (eliminate) the carrying amount of the parent's investment in the subsidiary and the parent's portion of equity of each subsidiary.
- (d) The difference between the proceeds from the disposal of investment in subsidiaries and the carrying amount of its assets less liabilities as on the date of disposal is recognized in the Consolidated Statement of Profit and Loss being the profit or loss on disposal of investment in subsidiary.
- (e) Non-Controlling Interest's share of profit/loss of consolidated subsidiaries for the year is identified and adjusted against the income of the group in order to arrive at the net income attributable to shareholders of the Group.
- (f) Non-Controlling Interest's share of net assets of consolidated subsidiaries is identified and presented in the Consolidated Balance Sheet separate from liabilities and the equity of the Company's shareholders.
- (g) The Consolidated Financial Statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2021

(5) Current and non-current classification

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

An asset is current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized 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.

Current assets include the current portion of non-current financial assets.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer settlement of the liability for at least twelve months after the reporting period.

Current liabilities include the current portion of non-current financial liabilities.

All other liabilities are classified as non-current.

Deferred tax assets/liabilities are classified as non-current.

Operating cycle

Operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents. The Group has identified twelve months as its operating cycle.

(6) Measurement of fair values

A number of the Group's accounting policies and disclosures require the measurement of fair values, for financial assets and liabilities.

Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the group uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Group recognizes transfer between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

B. Summary of Significant Accounting Policies

A summary of the significant accounting policies applied in the preparation of the financial statements are as given below. These accounting policies have been applied consistently to all periods presented in the consolidated financial statements.

(1) Property, plant, and equipment

1.1 Initial recognition and measurement

Items of property, plant, and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation, and accumulated impairment losses if any.

Cost of an items of property, plant, and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the items to its working condition for its intended use and estimated cost of dismantling and removing the item and restoring the site on which it is located.

The cost of self-constructed property, plant, and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant, and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant, and equipment.

Any gain or loss on disposal of an item of property, plant, and equipment is recognized in profit or loss.

1.2 Subsequent costs

Subsequent expenditure is recognized as an increase in the carrying amount of the asset when it is probable that future economic benefits deriving from the cost incurred will flow to the enterprise and the cost of the item can be measured reliably.

The cost of replacing part of an item of property, plant, and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group and its cost can be measured reliably. The carrying amount of the replaced part is derecognized. The costs of the day-to-day servicing of property, plant, and equipment are recognized in profit or loss as incurred.

1.3 Decommissioning costs

The present value of the expected cost for the decommissioning of the asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

1.4 De-recognition

Property, plant, and equipment is derecognized when no future economic benefits are expected from their use or upon their disposal. Gains and losses on disposal of an item of property, plant, and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant, and equipment, and are recognized in the statement of profit and loss.

1.5 Capital work-in-progress

Capital work-in-progress represents expenditure incurred in respect of property is carried at cost. Cost includes land, related acquisition expenses, development/ construction costs, borrowing costs, and other direct expenditures.

(2) Depreciation

Depreciation is charged in statement of profit and loss on a written down value method except in the case of plant and machinery on which depreciation has been provided on a straight line basis based on a technical evaluation and management assessment. Useful Life as per management Estimate is given below:

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

| Asset Category | Useful Life (In Years) |
|---|------------------------|
| Buildings | 60 |
| Plant and Machinery | 15-25 |
| Computers and data processing units Desktops, laptops and other devices | 6 |
| Furniture and Fixtures | 10 |
| Office Equipment | 10 |
| Vehicles | 8 |
| Gas Cylinders | 30 |
| Cycle & Rickshaw | 10 |

Depreciation on additions to/deductions from property, plant & equipment during the year is charged on a pro-rata basis from/up to the date in which the asset is available for use/disposed of.

Depreciation method, useful lives, and residual values are reviewed at each financial year-end and adjusted if appropriate. The management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets.

The residual values, useful lives, and method of depreciation are reviewed at the end of each financial year.

(3) Leases

The group, as a lessee, recognizes a right-of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset. The contract conveys the right to control the use of an identified asset if it involves the use of an identified asset and the group has substantially derived all of the economic benefits from the use of the asset and has the right to direct the use of the identified asset. The cost of the right-of-use asset shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets are subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any, and adjusted for any remeasurement of the lease liability. The right-of-use assets are depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The group measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease.

(4) Intangible Assets

Intangible Assets are stated at cost of acquisition net of recoverable taxes, trade discount, and rebates less accumulated amortization/depletion and impairment losses if any. Such cost includes purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use, net charges on foreign exchange contracts, and adjustments arising from exchange rate variations attributable to the Intangible Assets. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably. Gains or losses arising from the derecognition of an Intangible Asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized. The Group's intangible assets comprise assets with finite useful life which are amortized over the period of their expected useful life.

(5) Goodwill

Goodwill represents the cost of acquired business as established at the date of acquisition of the business in excess of the acquirer's interests in the net fair value of the identifiable assets, liabilities, and contingent liabilities less accumulated Impairment Losses if any. Goodwill is tested for impairment annually or when events or circumstances indicate that the implied fair value of goodwill less than its carrying amount.

(6) Investment properties

6.1 Recognition and initial measurement

Investment properties are properties held to earn rentals or for capital appreciation, or both. Investment properties are measured initially at their cost of acquisition, including transaction costs. The cost comprises purchase price,

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

borrowing cost if capitalization criteria are met, and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price. when significant parts of investment property are required to be replaced at intervals, the Group depreciates them separately based on their specific useful life.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to Group. All other repair and maintenance costs are recognized in the statement of profit and loss as incurred.

6.2 Subsequent measurement (depreciation and useful lives)

Investment properties are subsequently measured at cost less accumulated depreciation and impairment losses if any. Depreciation on investment properties is provided on the straight-line method based on a technical evaluation and management assessment. Useful Life as per management Estimate is given below:

| Asset Category | Useful Life (In Years) |
|----------------|------------------------|
| Buildings | 60 |

The residual values, useful lives, and method of depreciation are reviewed at the end of the financial year.

Though the Group measures investment property using cost-based measurement.

6.3 De-recognition

Investment properties are de-recognized either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of asset is recognized in profit and loss in the period of de-recognition.

(7) Borrowing costs

Borrowing costs are interest and other costs incurred in connection with the borrowings of funds. Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such asset until such time the assets are substantially ready for their intended use. Qualifying assets are assets which take a substantial period of time to get ready for their intended use or sale.

When the group borrows funds specifically for the purpose of obtaining a qualifying asset, the borrowing cost incurred are capitalized. When group borrow fund generally and use them for the purpose of obtaining a qualifying asset, the capitalization of the borrowing cost is computed based on the weighted average cost of general borrowing that is outstanding during the period and used for the acquisition or construction of the qualifying asset.

Capitalization of borrowing costs ceases when substantially all the activities necessary to prepare the qualifying assets for their intended uses are complete. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Income earned on the temporary investment of the borrowings pending their expenditure on the qualifying assets is deducted from the borrowing costs eligible for capitalization.

Other borrowing costs are recognized as an expense in the year in which they are incurred.

(8) Impairment of non-financial assets

The carrying amounts of the Group's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment considering the provisions of Ind AS 36 'Impairment of Assets'. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit is the higher of its fair value less costs to disposal and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit", or "CGU"). To determine the impairment of a corporate asset, the recoverable amount is determined for the CGUs to which the corporate assets belong.

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

Impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization if no impairment loss had been recognized

(9) Inventories

Inventories are valued at the lower of cost or net realizable value after providing for obsolescence and other losses wherever considered necessary. Cost of inventories comprises of cost of purchase, cost of conversion, and other costs incurred in bringing the inventories to their present location and condition. The cost of purchase consists of the purchase price including duties and taxes other than those subsequently recoverable by the enterprise from the taxing authorities, freight inwards, and other expenditure directly attributable for its acquisition.

Net realizable 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 methods of determining the cost of various categories of inventories are as under:

| Nature of inventories | Useful Life (In Years) |
|-----------------------|--|
| Raw materials | Weighted average basis |
| Work-in-progress | Cost of Input plus Overheads up to the stage of completion |
| Finished goods | Cost of Input plus appropriate overheads |

Appropriate adjustments are made to the carrying value of damaged, slow-moving, and obsolete inventories based on management's current best estimate.

(10) Provisions and contingent liabilities

A provision is recognized if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation.

Contingent liabilities are possible obligations that arise from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events not wholly within the control of the Group. Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Contingent liabilities are disclosed on the basis of judgment of the management/independent experts. These are reviewed at each balance sheet date and are adjusted to reflect the current management estimate.

(11) Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

(12) Foreign currency transactions and translation

Transactions in foreign currencies are initially recorded at the functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange prevailing at the reporting date (i.e. at the closing rate). Exchange differences arising on settlement or translation of monetary items are recognized in profit or loss in the year in which it arises except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets, are capitalized as cost of assets.

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

Non-monetary items are measured in terms -of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognized in OCI or Statement of Profit and Loss are also recognized in OCI or Statement of Profit and Loss, respectively).

(13) Revenue

Revenue from contracts with customers is recognised when control of the goods or services is transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services. The Group is generally the principal as it typically controls the goods or services before transferring them to the customer.

Generally, control is transferred upon shipment of goods to the customer or when the goods are made available to the customer, provided transfer of title to the customer occurs and the Group has not retained any significant risks of ownership or future obligations with respect to the goods shipped.

Revenue from the rendering of services is recognised when the performance of the agreed contractual task has been completed.

Revenue from operations includes the sale of goods & services net of GST.

(14) Other income

Interest income is recognized, when no significant uncertainty as to measurability or collectability exists, on a time proportion basis taking into account the amount outstanding and the applicable interest rate.

All other items of income are accounted on accrual basis.

(15) Employee Benefits

15.1 Short term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expenses as the relative service is provided. A liability is recognized for the amount expected to be paid e.g., under short-term cash bonus, if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

15.2 Defined contribution plan

A defined-contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into separate entities and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognized as an employee benefits expense in profit or loss in the period during which services are rendered by employees.

The Group pays a fixed contribution to the government-administered provident fund scheme and ESI Scheme at predetermined rates. The contributions to the fund for the year are recognized as expenses and are charged to the profit or loss.

15.3 Defined benefit plan

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Group's liability towards gratuity is in the nature of defined benefit plans.

The Group's net obligation in respect of the defined benefit plan is calculated separately by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any unrecognized past service costs are deducted. The discount rate is based on the prevailing market yields of Indian government securities as at the reporting date that have maturity dates approximating the terms of the Group's obligations and that are denominated in the same currency in which the benefits are expected to be paid.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2021

The calculation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a benefit to the Group, the recognized asset is limited to the total of any unrecognized past service costs. Any actuarial gains or losses are recognized in other comprehensive income in the period in which they arise.

(16) Income tax

Income tax expense comprises current and deferred tax. Current tax expense is recognized in profit or loss except to the extent that it relates to items recognized directly in other comprehensive income or equity, in which case it is recognized in OCI or equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted and as applicable at the reporting date, and any adjustment to tax payable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Deferred tax is recognized using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority.

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax assets are recognized to the extent it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax losses can be utilized. A deferred tax asset is an item on the balance sheet that results from an overpayment or advance payment of taxes. A deferred tax asset can arise when there are differences in tax rules and accounting rules.

Deferred tax liabilities are the amounts of income taxes payable in future periods in respect of taxable temporary differences. Deferred tax liabilities are reported in a group's balance sheet and represent the net difference between the taxes that are paid in the current accounting period and the taxes that will be paid in the next accounting period. The liability occurs when the accounting income is greater than the taxable income

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of deferred tax liabilities and assets are reviewed at the end of each reporting period.

(17) Asset classified as held for sale

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and sale is considered highly probable.

A sale is considered as highly probable when decision has been made to sell, assets are available for immediate sale in their present condition, assets are being actively marketed and sale has been agreed or is expected to be concluded within 12 months of the date of classification.

Non-current assets held for sale are neither depreciated nor amortized. Assets and liabilities classified as held for sale are measured at the lower of their carrying amount and fair value less cost of sale and are presented separately in the Balance Sheet.

(18) Earnings per share

Basic earnings per equity share is computed by dividing the net profit or loss attributable to equity shareholders of the Group by the weighted average number of equity shares outstanding during the financial year.

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

Diluted earnings per equity share is computed by dividing the net profit or loss attributable to equity shareholders of the Group by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

(19) Operating segment

In accordance with Ind-As 108, the operating segments used to present segment information are identified on the basis of internal reports used by the Group's management to allocate resources to the segments and assess their performance. The Board of Directors is collectively the Group's 'Chief Operating Decision Maker' or 'CODM' within the meaning of Ind AS 108. The indicators used for internal reporting purposes may evolve in connection with performance assessment measures put in place

(20) Equity investment

Equity investments in associates are measured at cost. The investments are reviewed at each reporting date to determine whether there is any indication of impairment considering the provisions of Ind AS 36 'Impairment of Assets'. If any such indication exists, a policy for impairment of non-financial assets is followed.

(21) Financial instruments

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

22.1 Financial assets

Initial recognition and measurement

All financial assets and liabilities are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognized using trade date accounting.

Subsequent measurement

Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

- (a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- (b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the EIR method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the profit or loss. The losses arising from impairment are recognized in the profit or loss. This category generally applies to trade and other receivables.

De-recognition

A financial asset is primarily derecognized when:

- The rights to receive cash flows from the asset have expired, or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

- (a) the Group has transferred substantially all the risks and rewards of the asset, or
- (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the asset.

Impairment of financial assets

The impairment provisions for Financial Assets are based on assumptions about the risk of default and expected cash flows. The Group uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on Group's past history, existing market conditions as well as forward-looking estimates at the end of each reporting period

22.2 Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial liabilities are recognized initially at fair value and, in the case of borrowings and payables, net of directly attributable transaction costs. The Group's financial liabilities include trade and other payables, borrowings, and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at amortized cost

After initial measurement, such financial liabilities are subsequently measured at amortized cost using the EIR method. This category generally applies to borrowings, trade payables, and other contractual liabilities.

De-recognition

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

22.3 Offsetting

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 recognized amounts and there is an intention to settle on a net basis or realize 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.

C. Use of estimates and management judgments

The preparation of financial statements requires management to make judgments, estimates, and assumptions that may impact the application of accounting policies and the reported value of assets, liabilities, income, expenses, and related disclosures concerning the items involved as well as contingent assets and liabilities at the balance sheet date. The estimates and management's judgments are based on previous experience and other factors considered reasonable and prudent in the circumstances. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

In order to enhance understanding of the financial statements, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the Consolidated financial statements are as under:

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

(1) Useful life of property, plant, and equipment/Intangible Assets

The estimated useful life of property, plant, and equipment/Intangible Assets is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry and known technological advances) and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

The Group reviews at the end of each reporting date the useful life of property, plant, and equipment/Intangible Assets is adjusted prospectively, if appropriate.

(2) Recoverable amount of property, plant, and equipment

The recoverable amount of plant and equipment is based on estimates and assumptions regarding in particular the expected market outlook and future cash flows. Any changes in these assumptions may have a material impact on the measurement of the recoverable amount and could result in impairment.

(3) Employee benefit plans

Employee benefit obligations are measured on the basis of actuarial assumptions which include mortality and withdrawal rates as well as assumptions concerning future developments in discount rates, the rate of salary increases, and the inflation rate. The Group considers that the assumptions used to measure its obligations are appropriate and documented. However, any changes in these assumptions may have a material impact on the resulting calculations.

(4) Leases

The Group evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Group uses judgment in assessing whether a contract (or part of a contract) includes a lease, the lease term (including anticipated renewals), the applicable discount rate, variable lease payments whether are in-substance fixed. The judgment involves assessment of whether the asset included in the contract is a fully or partly identified asset based on the facts and circumstances, whether the contract includes a lease and non-lease component and if so, separation thereof for the purpose of recognition and measurement, determination of lease term basis, inter alia the non-cancellable period of the lease and whether the lessee intends to opt for continuing with the use of the asset upon the expiry thereof, and whether the lease payments are fixed or variable or a combination of both.

(5) Provisions and contingencies

The assessments undertaken in recognizing provisions and contingencies have been made in accordance with Ind AS 37, 'Provisions, Contingent Liabilities and Contingent Assets'. The evaluation of the likelihood of the contingent events has required best judgment by management regarding the probability of exposure to potential loss. Should circumstances change following unforeseeable developments, this likelihood could alter.

23. Fair Value Measurement

For estimates relating to the fair value of financial instruments refer note 37.3 of financial statements.

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31ST MARCH, 2021

NOTES 1: PRORERTY, PLANT AND EQUIPMENT

| Particulars | (Rs. In Lakhs) | | | | | | | | | | | |
|-----------------------------|----------------|----------------|-------------------|------------------------|----------------|------------------|---------------|--------------|---------------------|-------------------------------------|--------------------------|--|
| | Land | Building | Plant & machinery | Furniture and fixtures | vehicles | Office Equipment | Gas cylinders | Computer | Cycle and rickshaws | Total property, plant and equipment | Capital work in progress | |
| Gross carrying value | | | | | | | | | | | | |
| As at April 1, 2019 | 978.57 | 2173.80 | 18439.75 | 102.99 | 1418.58 | 74.42 | 7.26 | 65.08 | 0.11 | 23260.56 | 1048.92 | |
| Additions | 46.40 | 46.40 | 311.85 | 1.60 | 18.40 | 4.85 | 0.00 | 13.36 | 0.08 | 442.94 | 871.41 | |
| Deductions | 0.00 | 0.00 | 0.00 | 0.00 | 82.00 | 0.00 | 0.00 | 0.00 | 0.00 | 82.00 | 0.00 | |
| As at March 31, 2020 | 1024.97 | 2220.20 | 18751.60 | 104.59 | 1354.98 | 79.27 | 7.26 | 78.44 | 0.19 | 23621.50 | 1920.33 | |
| | | | | | | | | | | | | |
| Additions | 416.32 | 0.41 | 221.37 | 2.65 | 597.44 | 6.53 | 0.00 | 7.61 | 0.00 | 1252.33 | 1366.93 | |
| Deductions | | | | | 9.42 | | | | | 9.42 | 417.66 | |
| As at March 31, 2021 | 1441.29 | 2220.61 | 18972.97 | 107.24 | 1943.00 | 85.80 | 7.26 | 86.06 | 0.19 | 24864.41 | 2869.60 | |
| | | | | | | | | | | | | |
| Depreciation | | | | | | | | | | | | |
| As at April 1, 2019 | 0.00 | 1095.28 | 7678.49 | 84.46 | 491.87 | 63.29 | 7.26 | 57.59 | 0.09 | 9478.33 | 0.00 | |
| Charge for the year | 0.00 | 97.98 | 945.97 | 4.83 | 278.37 | 3.30 | 0.00 | 4.43 | 0.01 | 1334.89 | 0.00 | |
| Adjustments | 0.00 | 0.64 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.64 | 0.00 | |
| Deduction | 0.00 | 0.00 | 0.00 | 0.00 | -74.32 | 0.00 | 0.00 | 0.00 | 0.00 | -74.32 | 0.00 | |
| As at March 31, 2020 | 0.00 | 1193.90 | 8624.46 | 89.29 | 695.92 | 66.59 | 7.26 | 62.02 | 0.10 | 10753.85 | 0.00 | |
| | | | | | | | | | | | | |
| Charge for the year | | 91.34 | 964.19 | 3.84 | 195.23 | 3.24 | | 6.70 | 0.02 | 1264.57 | 0.00 | |
| Adjustments | | 0.50 | | | | | | | | 0.50 | 0.00 | |
| Deduction | | | | | 9.42 | | | | | 9.42 | 0.00 | |
| As at March 31, 2021 | 0.00 | 1285.74 | 9588.65 | 93.13 | 881.74 | 69.83 | 7.26 | 68.72 | 0.12 | 12009.50 | 0.00 | |
| | | | | | | | | | | | | |
| Net carrying value | | | | | | | | | | | | |
| | | | | | | | | | | | | |
| As at March 31, 2020 | 1024.97 | 1026.30 | 10127.14 | 15.30 | 659.06 | 12.68 | 0.00 | 16.42 | 0.09 | 12867.65 | 1920.33 | |
| As at March 31, 2021 | 1441.29 | 934.87 | 9384.32 | 14.11 | 1061.26 | 15.97 | 0.00 | 17.33 | 0.07 | 12854.91 | 2869.60 | |

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2021

Note 2: Investment properties

| Particulars | Building at Gurgaon | Total |
|-----------------------------|---------------------|--------------|
| Gross carrying value | | |
| As at April 1, 2019 | 83.07 | 83.07 |
| Additions | 0.00 | 0.00 |
| As at March 31, 2020 | 83.07 | 83.07 |
| Additions | 0.00 | 0.00 |
| Disposals | 0.00 | 0.00 |
| As at March 31, 2021 | 83.07 | 83.07 |
| Depreciation | | |
| As at April 1, 2019 | 37.09 | 37.09 |
| Charge for the year | 2.79 | 2.79 |
| Adjustments | 0.00 | 0.00 |
| As at March 31, 2020 | 39.88 | 39.88 |
| Charge for the year | 2.62 | 2.62 |
| Adjustments | 0.00 | 0.00 |
| As at March 31, 2021 | 42.50 | 42.50 |
| Net carrying value | | |
| As at March 31, 2020 | 43.19 | 43.19 |
| As at March 31, 2021 | 40.57 | 40.57 |

Note 2: Intangible assets

| Particulars | Building at Gurgaon | Total |
|-----------------------------|---------------------|--------------|
| Gross carrying value | | |
| As at April 1, 2019 | 1.90 | 1.90 |
| Additions | 0.00 | 0.00 |
| As at March 31, 2020 | 1.90 | 1.90 |
| Additions | 11.34 | 11.34 |
| Disposals | 0.00 | 0.00 |
| As at March 31, 2021 | 13.24 | 13.24 |
| Ammortisation | | |
| As at April 1, 2019 | 0.00 | 0.00 |
| Charge for the year | 0.18 | 0.18 |
| Adjustments | 0.00 | 0.00 |
| As at March 31, 2020 | 0.18 | 0.18 |
| Charge for the year | 1.72 | 1.72 |
| Adjustments | 0.00 | 0.00 |
| As at March 31, 2021 | 1.90 | 1.90 |
| Net carrying value | | |
| As at March 31, 2020 | 1.72 | 1.72 |
| As at March 31, 2021 | 11.34 | 11.34 |

(Rs. In Lakhs)

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

NOTES 3: NON CURRENT INVESTMENTS

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | | As at 31 st March, 2020 | |
|---|------------------------------------|---------------|------------------------------------|---------------|
| | Units | Amount | Units | Amount |
| Investments measured at Fair Value through Other Comprehensive Income (FVTOCI) | | | | |
| In Equity Shares (Fully Paid up) of Other Companies - | | | | |
| Grover Leasing Ltd. of Rs 10 each | | - | 250 | 0.02 |
| Sheesh Mahal Developers Pvt. Ltd., Bathinda | 8,50,100 | 184.14 | 8,50,100 | 215.80 |
| Pioneer Industries Ltd., Pathankot | 10,00,000 | 217.90 | 10,00,000 | 215.59 |
| NEPC Micon Ltd. of Rs. 10 each | | - | 20,000 | 0.14 |
| Sub-total | | 402.04 | | 431.55 |
| Total Non-Current Investments | | 402.04 | | 431.55 |

NOTE 4: OTHER NON-CURRENT ASSETS

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--|------------------------------------|------------------------------------|
| Security Deposits (Unsecured, considered good) <i>(Includes Deposited with various Govt. Authorities)</i> | 170.11 | 130.69 |
| Capital Advances | 1979.36 | 1,420.12 |
| Total | 2149.47 | 1550.81 |

NOTE 5: INVENTORIES

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | | As at 31 st March, 2020 | |
|--|------------------------------------|-----------------|------------------------------------|------------------|
| Raw Material | | 10052.01 | | 10,666.51 |
| Raw Material at Port | | 1715.41 | | 473.74 |
| Finished Goods: | | | | |
| - At Factory | 4322.88 | | 9,623.82 | |
| - At Distillery | 1526.47 | | 3,385.07 | |
| - At Project D.D.Mittal Tower | 720.48 | | 1,793.31 | |
| - At Ganpati Estate | 632.81 | | 510.82 | |
| | | 7202.64 | | 15,313.02 |
| Stock in Process | | | | |
| - At Factory | 2906.97 | | 2,730.10 | |
| - At Distillery | 314.41 | | 822.97 | |
| - At Project D.D.Mittal Tower | 941.08 | | 941.09 | |
| | | 4162.46 | | 4,494.16 |
| Consumables, Spares and Packing Material | | 1951.81 | | 2,321.11 |
| TOTAL | | 25084.33 | | 33,268.54 |

NOTE 6: CURRENT INVESTMENTS

(Rs. In Lakhs)

| | As at 31 st March, 2021 | As at 31 st March, 2020 |
|-----------------------------------|------------------------------------|------------------------------------|
| In Gold Jewellery | 4.86 | 4.86 |
| Property at Goniana Road Bathinda | 2176.13 | 3,116.61 |
| TOTAL | 2180.99 | 3,121.47 |

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

NOTE 7: TRADE RECEIVABLES

(Rs. In Lakhs)

| | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|------------------------------------|------------------------------------|
| Unsecured and Considered Good | 13477.36 | 3,508.70 |
| Unsecured and Considered Doubtful | - | - |
| Less: Allowances for Expected Credit Loss | (1.37) | (0.30) |
| TOTAL | 13,475.99 | 3,508.40 |

NOTE 8: CASH AND CASH EQUIVALENT

(Rs. In Lakhs)

| | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--|------------------------------------|------------------------------------|
| Bank Balances: | | |
| In Current Accounts | 596.76 | 747.01 |
| Other Bank Balances: | | |
| In Fixed Deposit Account | 0.60 | 1.93 |
| Sub-total | 597.36 | 748.94 |
| Cash in Hand | 22.86 | 51.70 |
| Total cash and cash equivalents | 620.22 | 800.64 |

NOTE 9: Other Bank Balance

(Rs. In Lakhs)

| | As at 31 st March, 2021 | As at 31 st March, 2020 |
|-------------------------------|------------------------------------|------------------------------------|
| Fixed Deposits with Banks* | 749.80 | 543.55 |
| Earmarked Balance with Bank** | 18.51 | 18.58 |
| | 768.31 | 562.13 |

*It reflects Balances with banks to the extent held as margin money or security against the guarantees, other commitment

**Earmarked Balances pertains to unclaimed dividend

NOTE 10: LOANS

(Rs. In Lakhs)

| | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--------------|------------------------------------|------------------------------------|
| Loan | - | 51.66 |
| TOTAL | - | 51.66 |

NOTE 11: ASSET HELD FOR SALE

(Rs. In Lakhs)

| | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---------------------|------------------------------------|------------------------------------|
| Asset Held for Sale | 527.77 | 527.77 |
| | 527.77 | 527.77 |

NOTE 12: OTHER FINANCIAL ASSET - CURRENT

(Rs. In Lakhs)

| | As at 31 st March, 2021 | As at 31 st March, 2020 |
|-------------------|------------------------------------|------------------------------------|
| Security Deposits | 30.03 | - |
| | 30.03 | - |

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

NOTE 13: OTHER CURRENT ASSETS

(Rs. In Lakhs)

| | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|------------------------------------|------------------------------------|
| Prepaid Expenses | 316.75 | 252.62 |
| MEIS Licence in Hand | 1.69 | 53.54 |
| Balance with Govt. Authorities | 1044.71 | 23.12 |
| Advance to Suppliers for Goods and Services | 66.09 | 140.30 |
| Other Advances | 752.40 | 1,240.32 |
| TOTAL | 2181.64 | 1,709.90 |

NOTE 14: SHARE CAPITAL

(Rs. In Lakhs)

| | As at 31 st March, 2021 | | As at 31 st March, 2020 | |
|---|------------------------------------|-----------------|------------------------------------|-----------------|
| | Units | Amount | Units | Amount |
| Authorized Share Capital | | | | |
| Equity Shares of Rs. 10 each | 2,50,00,000.00 | 2,500.00 | 2,50,00,000.00 | 2,500.00 |
| TOTAL | | 2,500.00 | | 2,500.00 |
| Issued, Subscribed and Fully Paid Up Capital | | | | |
| Equity Shares of Rs. 10 each fully paid-up | 2,41,50,000.00 | 2,415.00 | 1,91,50,000.00 | 1,915.00 |
| TOTAL | | 2,415.00 | | 1,915.00 |

14.1 The reconciliation of the number of shares outstanding is set out below:

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|------------------------------------|------------------------------------|
| Equity Shares outstanding at the beginning of the year | 191.50 | 174.33 |
| Add: Equity Shares issued during the year | 50.00 | 17.17 |
| Equity Shares outstanding at the end of the year | 241.50 | 191.50 |

14.2 Rights Attached to Equity Shares

The Company has only one class of equity shares having par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share.

14.3 The details of Shareholders holding more than 5% :

| Name of Shareholder | As at 31 st March, 2021 | | As at 31 st March, 2020 | |
|-----------------------------|------------------------------------|-------------|------------------------------------|-------------|
| | No. of Shares | % of Shares | No. of Shares | % of Shares |
| Rajinder Mittal | 3280500 | 13.58 | 2480500 | 12.95 |
| Sunita Mittal | 4647297 | 19.24 | 3847297 | 20.09 |
| Garima Mittal | 1087540 | 4.50 | 10,87,540 | 5.68 |
| Rajinder Mittal & Sons HUF | 1441140 | 5.97 | 1441140 | 7.53 |
| Kushal Mittal | 3171850 | 13.13 | 21,71,850 | 11.34 |
| Rollon Investment Pvt. Ltd. | 2861405 | 11.85 | 461405 | 2.41 |

14.4 As per records of the Company, including its register of shareholders/ members, the above shareholding represents legal and beneficial ownerships of shares.

14.5 The Company has not issued any bonus shares

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

NOTE 15: OTHER EQUITY

(Rs. In Lakhs)

| Name of Shareholder | As at 31 st March, 2021 | | As at 31 st March, 2020 | |
|--|------------------------------------|-----------------|------------------------------------|------------------|
| Securities Premium Reserve | | | | |
| As per Last Balance Sheet | 5,337.50 | | 4,221.45 | |
| Add: On Issue of Shares | 2,500.00 | | 1,116.05 | |
| | | 7,837.50 | | 5,337.50 |
| Revaluation Reserve | | | | |
| As per Last Balance Sheet | 47.56 | | 48.20 | |
| Less: Transferred to Profit & Loss A/c | 0.50 | | 0.64 | |
| (Being Difference of Depreciation on Revalued Cost of Assets & that on the original cost) | | 47.06 | | 47.56 |
| General Reserve | | | | |
| As per Last Balance Sheet | 3583.55 | | 3,629.30 | |
| Add/ (Less): Transferred from Profit & Loss A/c | 0.50 | | 0.64 | |
| Add: Transfer from Surplus | 10000.00 | | - | |
| Less: Prior Period / Exceptional Items | | 13584.05 | (46.39) | 3583.55 |
| Capital Reserve | | | | |
| As per Last Balance Sheet | | 692.50 | | 692.50 |
| Partly Paid Up Convertible Pref Warrant | | | | |
| As per Last Balance Sheet | - | | 321.94 | |
| Less : 17.57 Lacs Warrant Covered into Equity Shares | - | | 321.94 | |
| Surplus | | | | |
| As per last Balance Sheet | 10045.91 | | 7,569.86 | |
| Less: IND AS adjustment | | | (46.46) | |
| Add: Profit for the year | 4219.39 | | 2,592.39 | |
| Less: Adjustment of NCI due to change in Interest in Subsidiary | (250.21) | | (15.72) | |
| Less: Accumulated Loses recognised in OCI reclassified due to writeoff of Investment | (12.77) | | - | |
| Add: IND AS adj on loans on EIR | - | | 46.38 | |
| Less: IND AS 116 adjustments (modified retrospective approach) | - | | (0.91) | |
| Add/(Less): Remeasurement of Defined Benefit Plan | (13.29) | | 0.73 | |
| Less: Transfer to General Reserve | (10,000.00) | | - | |
| Add: Prior Period Items (Includes Tax Expense) | (210.23) | | - | |
| | | 3,778.80 | | 10,146.27 |
| Dividend paid On Equity Shares | - | | 83.17 | |
| Tax On Dividend Distribution | - | | 17.19 | |
| | | 3778.80 | | 10,045.91 |
| Other comprehensive income | 124.36 | | 49.23 | |
| Add: Accumulated Loses recognised in OCI reclassified to Surplus due to writeoff of Investment | 12.77 | | - | |
| Net gain on fair value of equity shares | (25.08) | 112.05 | 75.13 | 124.36 |
| TOTAL | | 26051.96 | | 19,831.43 |

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

NOTE: 15.1 NON CONTROLLING INTEREST

(Rs. In Lakhs)

| | As at 31 st March, 2021 | | As at 31 st March, 2020 | |
|--|------------------------------------|---------------|------------------------------------|-------------|
| Non controlling Interest in Share capital in Subsidiary | | 49.00 | | 49.00 |
| Opening Non controlling Interest in Reserve and Surplus | (45.46) | | (37.99) | |
| Adjustment of NCI due to change in Interest in Subsidiary | 250.21 | | - | |
| Transferred from P&L A/c | (4.07) | 200.68 | (7.47) | (45.46) |
| | | 249.68 | | 3.54 |

NOTE 16: BORROWINGS

(Rs. In Lakhs)

| | Rate of Intt | As at 31 st March, 2021 | | As at 31 st March, 2020 | |
|---|--------------|------------------------------------|---------|------------------------------------|---------|
| | | Non Current | Current | Non Current | Current |
| Term Loans - Secured | | | | | |
| From Banks | | | | | |
| 1. Punjab National Bank, Bathinda | | | | | |
| i) Exclusive first charge of all fixed of the company situated in Distillery Unit at Village: Sangat Kalan, Distt. Bathinda | 10.90% | 1551.32 | 700.00 | 2,003.58 | 480.00 |
| ii) Secured by mortgage of Multiplex & Flats at DDMT | 11.00% | - | 368.24 | 1,423.81 | 128.00 |
| iii) PNB Covid Loan | 8.25% | 127.00 | 840.65 | - | - |
| 2. HDFC Bank Limited, Bathinda | | | | | |
| i) Secured by hypothecation of vehicle financed by them | 7.60% | 175.20 | 50.00 | 5.20 | 12.08 |
| ii) Secured by hypothecation of Motor Car | 7.60% | 42.25 | 17.36 | - | - |
| iii) Secured by hypothecation of vehicle financed by them | | 22.18 | 5.52 | - | - |
| 3. IndusInd Bank Limited, Bathinda | | | | | |
| i) Secured by mortgage of Anchor Store (Big Bazar) | 9.00% | 760.03 | 101.00 | 778.53 | 166.49 |
| From Others Parties | | | | | |
| 4. LIC Housing Finance Ltd., Noida | | | | | |
| i) Secured by hypothecation of commercial building | 10.00% | 1941.53 | 83.00 | 1,460.44 | 227.05 |
| 5. Tata Motor Finance Ltd., Chandigarh | | | | | |
| i) Secured by hypothecation of vehicle financed by them | 9.00% | 3.19 | 146.00 | - | - |
| ii) Secured by hypothecation of vehicle financed by them | 8.70% | 438.89 | 180.60 | 508.57 | 222.60 |
| 6. Yes Bank | | | | | |
| i) Secured by hypothecation of vehicle financed by them | 12.50% | 42.98 | 24.00 | - | - |
| 7. Axis Bank | | | | | |
| i) Secured by hypothecation of commercial Vehicles | 7.60% | 269.58 | 72.00 | - | - |
| 8. Axis Bank | | | | | |
| Secured by hypothecation of vehicle financed by them, Interest @ 8.5% P.A repayable in 48 Instalment | 8.50% | - | 3.12 | 1.43 | 6.01 |
| 9. ICICI Bank Limited | | | | | |
| Secured by hypothecation of vehicle financed by them, Interest @ 8.7% P.A repayable in 48 Instalment | 8.70% | 0.98 | 1.90 | 1.96 | 1.82 |
| 10. Kotak Mahindra Bank Limited | | | | | |
| Secured against equitable mortgage of property situated at DLF Galleria, Unit 517, 5th floor, Kol-156, Interest @ 8.25% P.A repayable in 120 monthly Instalment | 8.25% | 71.00 | - | - | - |

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

| | Rate of Intt | As at 31 st March, 2021 | | As at 31 st March, 2020 | |
|--|--------------|------------------------------------|-----------------|------------------------------------|-----------------|
| | | Non Current | Current | Non Current | Current |
| Redeemable Preference Shares | | 300.00 | - | 300.00 | - |
| DEPOSITS | | | | | |
| Fixed Deposits from Public | | 78.50 | 17.75 | 49.75 | 17.75 |
| Ind AS Adjustment | | (19.85) | - | (33.33) | - |
| Sub Total | | 5,804.78 | 2611.14 | 6,499.94 | 1,261.80 |
| From Related Parties -Unsecured Loans | | | | | |
| From Bodies Corporate | | | | | |
| From Others | | - | - | 19.07 | - |
| Sub Total | | - | - | 19.07 | - |
| TOTAL | | 5,804.78 | 2,611.14 | 6,519.01 | 1,261.80 |

16.1 Maturity Profile of Term Loan are as set out below:

(Rs. In Lakhs)

| Particular | Maturity Profile | | Maturity Profile | |
|---------------------------------|------------------|-----------------|------------------|-----------------|
| | 6-15 Years | 2-5 Years | 6-15 Years | 2-5 Years |
| Term Loans - from Bank | 2,239.65 | 3,186.63 | 1,199.69 | 4,996.85 |
| Term Loans - from Other Parties | 300.00 | 78.5 | - | 19.07 |
| | 2,539.65 | 3,265.13 | 1,199.69 | 5,015.92 |

NOTE 17: OTHER FINANCIAL LAIBILITIES - Non Current

(Rs. In Lakhs)

| Name of Shareholder | As at 31 st March, 2021 | | As at 31 st March, 2020 | |
|---------------------|------------------------------------|-------------|------------------------------------|----------|
| | Non Current | Current | Non Current | Current |
| Security Deposit | 368.93 | - | 308.06 | - |
| Lease Liability | - | 8.71 | 7.58 | - |
| TOTAL | 368.93 | 8.71 | 315.64 | - |

NOTE 18: PROVISION

(Rs. In Lakhs)

| Name of Shareholder | As at 31 st March, 2021 | | As at 31 st March, 2020 | |
|---|------------------------------------|--------------|------------------------------------|--------------|
| | Non Current | Current | Non Current | Current |
| Non Current | | | | |
| Provision for Gratuity (Unfunded) | 197.22 | 44.52 | 170.33 | 25.17 |
| Provision for Leave Encashment (Unfunded) | - | 10.00 | - | - |
| Total | 197.22 | 54.52 | 170.33 | 25.17 |

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

NOTE 19: DEFERRED TAX LIABILITIES (NET)

(Rs. In Lakhs)

| Name of Shareholder | As at 31 st March, 2021 | | As at 31 st March, 2020 | |
|---|------------------------------------|----------------|------------------------------------|-----------------|
| As per Last Balance Sheet | 1276.36 | | 916.27 | |
| <i>Add: Deferred Tax Liability:-</i> | | | | |
| - Related to OCI | (4.28) | | 30.87 | |
| - Related to Fixed Assets | (8.74) | | 338.77 | |
| | 1263.34 | | 1,285.91 | |
| <i>Less: Deferred Tax Assets:-</i> | | | | |
| - Related to Fixed Assets | - | | - | |
| - Related to Provision for Employee Benefit | - | | 9.55 | |
| | | 1263.34 | | 1,276.36 |
| TOTAL | | 1263.34 | | 1,276.36 |
| Taxation | | | | |
| Income Tax recognised in statement of P&L A/c | | | | |
| Current Tax | | 1580.00 | | 575.00 |
| Deffered Tax | | (8.74) | | 329.22 |
| Total Income Tax Expense Recognised during the year. | | 1571.26 | | 904.22 |

NOTE 20: CURRENT BORROWINGS

(Rs. In Lakhs)

| | Rate of Intt. | As at 31 st March, 2021 | | As at 31 st March, 2020 | |
|--|---------------|------------------------------------|----------------|------------------------------------|----------------|
| Secured Loans | | | | | |
| 1. Punjab National Bank, Bathinda | | | | | |
| i) Cash Credit Limit | 11.40% | | 9870.91 | | 2691.19 |
| ii) Foreign Currency Loan (With in CC Limit) | | | - | | 7177.84 |
| (Secured by hypothecation of all the stock of Raw Material, Stock in Process, Semi Finished Goods, Finished Goods, Consumable Store, Present or Future Book Debts of the Company Wheresoever lying whether present or future at Bathinda and Sangat Kalan Distt. Bathinda) | | | | | |
| | | | | | |
| 2. HDFC Bank Credit Card | | | 0.71 | | |
| | | | | | |
| Unsecured Loans | | | | | |
| From Bodies Corporate | | | 40.00 | | 105.32 |
| TOTAL | | | 9911.62 | | 9974.34 |

NOTE 21 : TRADE PAYABLE

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | | As at 31 st March, 2020 | |
|---|------------------------------------|----------------|------------------------------------|------------------|
| Amount due to Micro, Small & Medium Enterprises | | - | | - |
| Others | | 9953.18 | | 15323.50 |
| TOTAL | | 9953.18 | | 15,323.50 |

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

There is no principal amount and interest overdue to Micro and Small Enterprises. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006, has been determined to the extent such parties have been identified on the basis of information available with the Company.

NOTE 22 : OTHER FINANCIAL LIABILITIES - Current

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--------------------------------------|------------------------------------|------------------------------------|
| Interest Accrued but not due | 21.23 | 123.98 |
| Security Deposit | 41.18 | 20.69 |
| Unpaid Dividend | 18.51 | 18.58 |
| Current Maturities of Long Term Debt | 2611.14 | 1261.80 |
| Employee Related Liability | 115.04 | 11.30 |
| Other payables | 911.84 | 2,044.77 |
| Amount Payable for Capital Goods | 139.90 | 14.42 |
| Current Maturity of Lease Liability | 8.71 | |
| TOTAL | 3867.55 | 3495.54 |

NOTE 23 : OTHER CURRENT LIABILITIES

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|-------------------------------|------------------------------------|------------------------------------|
| OTHERS (Advance Against Land) | 300.00 | 300.00 |
| Advance from Customers | 458.40 | 624.75 |
| Deferred revenue - IND AS | 35.86 | 56.94 |
| Statutory dues payable | 1041.98 | 205.82 |
| TOTAL | 1836.24 | 1,187.52 |

NOTE 24: REVENUE FROM OPERATIONS

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--|------------------------------------|------------------------------------|
| Sale of Products (including excise duty) | 140821.39 | 89,067.64 |
| Sale of Real Estate Units | 2,062.53 | 2,523.13 |
| Sale of Services | 132.36 | 133.83 |
| Other operating Revenue: | | |
| Sale of Scrap | 81.02 | 70.25 |
| Miscellaneous (Income from Services/ Job Work) | 31.41 | 37.54 |
| TOTAL | 1,43,128.71 | 91,832.39 |

NOTE 25: OTHER INCOME

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--|------------------------------------|------------------------------------|
| Interest Income from Deposit with Banks | 40.81 | 46.71 |
| Interest Income from Deposit with others | 1.56 | 0.84 |
| Rental Income | 411.32 | 668.56 |
| Profit on Sale of Fixed Assets | 2.95 | 1.57 |
| Misc. Income | 24.61 | 0.47 |
| TOTAL | 481.25 | 718.15 |

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

NOTE 26: COST OF RAW MATERIALS CONSUMED

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|----------------------|------------------------------------|------------------------------------|
| Raw Materials | | |
| Imported | 52747.76 | 26,816.94 |
| Indigenous | 60195.51 | 48,601.00 |
| TOTAL | 1,12,943.27 | 75,417.94 |

NOTE 27: CHANGES IN INVENTORIES

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|------------------------------------|------------------------------------|
| Inventories (At the beginning of the year) | | |
| Finished Goods: | | |
| - At Factory | 9623.82 | 7,060.89 |
| - At Distillery | 3385.07 | 2,647.16 |
| - At Project D.D.Mittal Tower | 1793.31 | 2,579.06 |
| - At Ganpati Estate | 510.82 | 1,040.25 |
| Stock in Process: | | |
| - At Factory | 2730.10 | 2,337.02 |
| - At Distillery | 822.97 | 1,167.92 |
| - At Project D.D.Mittal Tower | 941.08 | 941.08 |
| (A) | 19,807.17 | 17,773.38 |
| Inventories (At the end of year) | | |
| Finished Goods: | | |
| - At Factory | 4322.88 | 9,623.82 |
| - At Distillery | 1526.47 | 3,385.07 |
| - At Project D.D.Mittal Tower | 720.48 | 1,793.31 |
| - At Ganpati Estate | 632.81 | 510.82 |
| Stock in Process: | | |
| - At Factory | 2906.97 | 2,730.10 |
| - At Distillery | 314.41 | 822.97 |
| - At Project D.D.Mittal Tower | 941.08 | 941.08 |
| (B) | 11,365.10 | 19,807.17 |
| Add: Cost Incurred on Flats/ SCO/ Villa etc. | 459.26 | 312.75 |
| Net change in inventory (A-B) | 8,901.33 | (1,721.04) |

NOTE 28: EMPLOYEE BENEFIT EXPENSES

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|------------------------------------|------------------------------------|
| Salary & Wages | 1225.68 | 1,177.56 |
| Gratuity Expenses | 42.03 | 33.19 |
| Contribution to Provident and Other Funds | 66.68 | 62.47 |
| Staff Welfare Expenses | 62.83 | 71.71 |
| Total | 1,397.22 | 1,344.93 |

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

28.1 As per Indian Accounting Standard 19 "Employee benefits", the disclosures as defined are given below :

Defined Contribution Plan

Contribution to Defined Contribution Plan, recognised as expense for the year is as

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--|------------------------------------|------------------------------------|
| Employer's Contribution to Provident Fund | 51.04 | 48.84 |
| Employer's Contribution to Pension Scheme | 15.63 | 13.63 |
| Defined Benefit Plan | | |
| I. Reconciliation of Opening and Closing Balances of Defined Benefit Obligation | | |
| Defined Benefit Obligation at beginning of the year | 195.50 | 168.17 |
| Interest Cost | 12.16 | 11.83 |
| Current Service Cost | 26.06 | 23.97 |
| Liability Transferred In/ Acquisitions | - | - |
| Benefits Paid | (5.30) | (7.74) |
| Experience Variance | 13.32 | (0.73) |
| Actuarial (Gain)/ Loss | - | - |
| Defined Benefit Obligation at year end | 241.74 | 195.50 |
| II. Reconciliation of Opening and Closing Balances of Fair Value of Plan Assets | | |
| Fair Value of Plan Assets at beginning of the year | - | - |
| Expected Return on Plan Assets | - | - |
| Employer Contribution | - | - |
| Liability Transferred In/ Acquisitions | - | - |
| Benefits Paid | - | - |
| Actuarial Gain/ (Loss) | - | - |
| Fair Value of Plan Assets at year end | - | - |
| III. Reconciliation of Fair Value of Assets and Obligations | | |
| Present Value of Obligation at the end of the Period | (241.74) | (195.50) |
| Fair Value of Plan Assets at the end of the Period | - | - |
| Net Liability/ (Asset) recognised in the Balance Sheet | (241.74) | (195.50) |
| IV. Expenses recognised during the year | | |
| In Income Statement | | |
| Current Service Cost | 26.06 | 23.97 |
| Interest Cost on Benefit Obligation | 12.16 | 11.83 |
| Expected Return on Plan Assets | - | - |
| Actuarial (Gain)/ Loss recognised in the year | - | - |
| Net Cost | 38.22 | 35.80 |
| In Other Comprehensive Income | | |
| Actuarial (Gain)/ Loss on Obligation For the Period | - | - |
| Experience Variance | 13.32 | (0.73) |
| Return on Plan Assets, Excluding Interest Income | - | - |
| Net (Income)/ Expense for the period recognised in OCI | 13.32 | (0.73) |
| V. No Investments are done in Gratuity Policy | | |
| VI. Actuarial Assumptions | | |
| Mortality Table (IALM) | | |
| Discount Rate (per annum) | 7.00 | 6.65 |
| Expected Rate of Return on Assets (per annum) | 0% | 0% |
| Rate of Escalation in Salary (per annum) | 8.00 | 8.00 |
| Rate of Employee Turnover/Attrition Rate | | |
| 18-25 | 5.00% | 5.00% |
| 26-30 | 3.00% | 3.00% |
| 31-44 | 2.00% | 2.00% |
| 45-58 | 1.00% | 1.00% |

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

VII. Sensitivity Analysis

Significant Actuarial Assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and employee turnover. The sensitivity analysis below, have been determined based on reasonably possible changes of the assumptions occurring at end of the reporting period, while holding all other assumptions constant. The result of Sensitivity analysis is given below:

| Base PVO | 241.74 | 195.50 |
|---|----------|----------|
| Sensitivity Analysis of Present Value of obligation to Key assumption as 31-Mar-2021 | | |
| Particular | Increase | Increase |
| Discount Rate(+1%/-1%) | 231.87 | 186.43 |
| | -4.09% | -4.64% |
| Attrition Rate(+20%/-20%) | - | - |
| | - | - |
| Salary Growth Rate(+1%/-1%) | 251.62 | 204.66 |
| | 4.08% | 4.68% |
| Mortality Rate(+10%/-10%) | - | - |
| | - | - |

These plans typically expose the Company to actuarial risks such as: investment risk, interest risk, longevity risk and salary risk

Investment risk : The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

Interest risk : A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan debt investments.

Longevity risk: The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary risk: The present value of the defined plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

NOTE 29: FINANCE COSTS

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--|------------------------------------|------------------------------------|
| Interest to Banks & Financial Institutions | 1481.06 | 1,398.84 |
| Interest on Income Tax (Including TDS) | 0.14 | 1.09 |
| Interest on lease liability | 0.91 | 1.72 |
| Interest on SD - L | 20.25 | 17.88 |
| Exchange fluctuations on borrowing | 94.16 | 61.34 |
| Total | 1,596.52 | 1,480.87 |

NOTE 30: DEPRECIATION AND AMORTISATION EXPENSE

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|-------------------------------------|------------------------------------|------------------------------------|
| Depreciation | 1265.07 | 1,341.55 |
| Depreciation on Investment property | 2.62 | 2.79 |
| Amortisation on Intangible Asset | 1.72 | 0.18 |
| Depreciation on Right to use Asset | 7.62 | 6.89 |
| | 1,277.03 | 1,351.41 |

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

NOTE 31: OTHER EXPENSES

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--|------------------------------------|------------------------------------|
| Consumption of Stores, Spares & Packing Material | 1794.96 | 1789.72 |
| Crushing Exp of Mustard Seeds | 7.02 | 15.13 |
| Processing Chemicals | 1591.83 | 1086.94 |
| Power & Fuel | 5497.30 | 5616.36 |
| Grinding Expenses | 63.00 | 57.76 |
| Repair and Maintenance | | |
| Repairs to Building | 161.23 | 109.56 |
| Repairs to Machinery | 852.10 | 697.26 |
| Research & Development | 12.98 | 2.41 |
| Freight Outward | 209.20 | 418.37 |
| Export Fee/Expenses | 16.23 | 15.64 |
| Canal Water Charges | 64.48 | 10.57 |
| Brokerage and Commission | 198.69 | 166.06 |
| Allowance for ECL | 1.07 | 0.30 |
| Sale Promotion Expenses | 74.03 | 41.36 |
| Insurance | 149.35 | 102.68 |
| Telephone | 11.43 | 9.42 |
| Travelling and Conveyance | 14.60 | 38.49 |
| Rent | 21.54 | 0.69 |
| Rate & Taxes | 44.98 | 31.99 |
| Legal & Professional fee | 264.29 | 279.92 |
| Corporate Social Responsibility (Refer Note 31.2) | 75.07 | 84.83 |
| Charity & Donation | 2.06 | 4.87 |
| Printing & Stationary | 22.12 | 23.12 |
| Audit Fee (Note 31.1) | 34.00 | 34.00 |
| General Expenses | 118.50 | 56.26 |
| Loss on Investment | 0.16 | - |
| Total | 11,302.22 | 10,693.71 |

NOTE 31.1: PAYMENT TO STATUTORY AUDITORS

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|----------------------------|------------------------------------|------------------------------------|
| (a) Auditor | | |
| Statutory Auditor Fees | 13.00 | 13.00 |
| Tax Audit Fees | 10.50 | 10.50 |
| Other Certification Fees | 10.50 | 10.50 |
| (b) Out of Pocket expenses | - | - |
| Total | 34.00 | 34.00 |

NOTE 31.2: CORPORATE SOCIAL RESPONSIBILITY (CSR)

- (a) CSR amount required to be spent as per section 135 of the companies Act, 2013 read with Schedule VII required by the company during the year.
- (b) Expenditure related to Corporate Social Responsibility is Rs. 75.07 lacs (previous year 84.83 lacs) Details of Amount spent towards CSR given below:

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

Details of CSR expenditure

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|------------------------------------|------------------------------------|
| a) Gross amount required to be spent by the Company during the year | 72.31 | 56.29 |
| b) Amount spent during the year ending on March 31, 2021: | | |
| (i) Construction/acquisition of any assets | | |
| Paid in cash/cash equivalents | | - |
| Yet to be paid in cash | | - |
| (ii) On Purposes other than (i) above | | |
| Paid in cash/cash equivalents | 75.07 | 84.83 |
| Yet to be paid in cash | | |
| Total | 75.07 | 84.83 |

NOTE 32: EARNING PER SHARE (EPS)

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--|------------------------------------|------------------------------------|
| (i) Net Profit after Tax as per Statement of Profit and Loss attributable to Equity Shareholders (Rs. in lakh) | | |
| | 4,215.32 | 2,584.93 |
| (ii) Number of Equity Shares used as denominator for calculating basic EPS | | |
| | 241.50 | 191.50 |
| (iii) Weighted Average number of Equity Shares used as denominator for calculating DPS | | |
| | 224.83 | 191.50 |
| Basic Earnings per Share (Rs.) | 18.75 | 13.50 |
| Diluted Earnings per Share (Rs.) | 18.75 | 13.49 |
| Face Value per Equity Share (Rs) | 10.00 | 10.00 |

Note 33. The income tax expenses for the year can be reconciled to the accounting profit as follows:

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--|------------------------------------|------------------------------------|
| Profit Before Tax and Exceptional Items | 5786.58 | 3489.15 |
| Applicable Tax Rate | 25.17% | 34.94% |
| Computed Tax Expense | 1456.37 | 1219.11 |
| TAX EFFECT OF: | | |
| Add: Expenses Disallowed | 126.56 | 46.76 |
| Less: Additional Expenses/ Deduction Allowed | -2.92 | -14.15 |
| Less: MAT Credit Utilized | | -676.72 |
| Current Tax Provision (A) | 1580.00 | 575.00 |
| Incremental Deferred tax Liability (Asset) on account of Property, Plant and Equipment and Intangible Assets | 2.9 | 338.77 |
| Incremental Deferred tax Liability/(Asset) on account of Financial Assets and Other items | -11.64 | -9.55 |
| Deferred Tax Provision (B) | -8.74 | 329.22 |
| Tax Expenses Recognised in Statement of Profit and Loss (A+B) | 1571.26 | 904.22 |
| Effective Tax Rate | 25.78% | 25.80% |

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

Note 34 Leases

The table below describes the nature of the Company's leasing activities by the type of right-of-use asset recognized on balance sheet for FY 20-21:

| Particulars | No. of right-of-use-assets | Range of remaining term | Average remaining lease term | No of leases with extension options | No. of leases with termination options |
|--|----------------------------|-------------------------|------------------------------|-------------------------------------|--|
| Wakf Land comprised in Property situated at Hazi Ratan Tehsil, District Bathinda | 1 | 1 | 1 | 1 | 0 |

The table below describes the nature of the Company's leasing activities by the type of right-of-use asset recognized on balance sheet for FY 2019-20:

| Particulars | No. of right-of-use-assets | Range of remaining term | Average remaining lease term | No of leases with extension options | No. of leases with termination options |
|--|----------------------------|-------------------------|------------------------------|-------------------------------------|--|
| Wakf Land comprised in Property situated at Hazi Ratan Tehsil, District Bathinda | 1 | 1 - 4 Years | 1 | 1 | 0 |

Right-of-use assets

Additional information on the right-of-use assets by class of assets as at March 31st, 2021 is as follows:

| Particulars | Assets | Depreciation | Carrying amount | Impairment (CU) |
|--|--------|--------------|-----------------|-----------------|
| Wakf Land comprised in Property situated at Hazi Ratan Tehsil, District Bathinda | 9.52 | 0.74 | 8.78 | - |

Additional information on the right-of-use assets by class of assets as at March 31st, 2021 is as follows:

| Particulars | Assets | Depreciation | Carrying amount | Impairment (CU) |
|--|--------|--------------|-----------------|-----------------|
| Wakf Land comprised in Property situated at Hazi Ratan Tehsil, District Bathinda | 20.67 | 13.78 | 6.89 | - |

Lease liabilities

| Particulars | Carrying amount | Impairment (CU) |
|-------------|-----------------|-----------------|
| Current | 8.71 | 7.58 |
| Non-current | 0 | 0 |

The lease liabilities are secured by the related underlying assets. The undiscounted maturity analysis of lease liabilities as at March 31, 2021 is as follows:-

| 31-March-2021 | Minimum lease payments due | | | |
|-------------------|----------------------------|-----------|-----------|-----------|
| | Within 1 year | 1-2 years | 2-3 years | 3-4 years |
| Lease payments | 9.51 | | | |
| Finance charges | 0.81 | | | |
| Net present value | 8.70 | | | |

The lease liabilities are secured by the related underlying assets. The undiscounted maturity analysis of lease liabilities as at March 31, 2020 is as follows:-

| 31-March-2020 | Minimum lease payments due | | | |
|-------------------|----------------------------|-----------|-----------|-----------|
| | Within 1 year | 1-2 years | 2-3 years | 3-4 years |
| Lease payments | 8.47 | | | |
| Finance charges | 0.89 | | | |
| Net present value | 7.58 | | | |

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

NOTE 35: RELATED PARTY DISCLOSURE

i) As per Ind AS 24, the disclosures of transactions with the related parties are given below:

List of related parties where control exists and/or with whom control exists and relationships :

| Name of the Related Party | Relationship |
|--|--------------------------|
| R.K. Exports, Bathinda Prop. Sh. Rajinder Mittal | Key Managerial Personnel |
| Rajinder Mittal | Key Managerial Personnel |
| Kushal Mittal | Key Managerial Personnel |
| Gurinder Makkar | Key Managerial Personnel |
| SN Goyal | Key Managerial Personnel |
| Gulab Singh | Key Managerial Personnel |

List of other related parties with whom transactions have taken place during the year and relationships :

| | |
|--|---|
| Mittal Enterprises, Bathinda (Partnership Firm) | One of the partner is wife of a Director |
| Ganpati Enterprises, Bathinda (Partnership Firm) | One of the partner is wife of a Director |
| R.K. Exports, Bathinda Prop. Sh. Rajinder Mittal | KMP |
| Kushal Impex, Bathinda (Proprietorship Concern) | The proprietor of the concern is a wife of a Director |

ii) Transactions during the year with related parties

(Rs. In Lakhs)

| Sr. No | Nature of Transactions (Excluding Reimbursements) | | KMP/ Relative | Entity Exercising Significant influence | Total |
|--------|--|-------------|---------------|---|-----------|
| (A) | Purchase/Material Consumed | F/Y 2020-21 | 855.24 | 12,088.82 | 12,944.06 |
| | | F/Y 2019-20 | 5,221.65 | 2994.54 | 8,216.19 |
| (B) | Interest Received | F/Y 2020-21 | 440.14 | | 440.14 |
| | | F/Y 2019-20 | 433.75 | | 433.75 |
| (C) | Payment to KMP | F/Y 2020-21 | 106.90 | | - |
| | | F/Y 2019-20 | 60.55 | - | - |
| (D) | Payment to Relative | F/Y 2020-21 | - | | |
| | | F/Y 2019-20 | 13.5 | | |

iii) Balances as at 31st March, 2021

(Rs. In Lakhs)

| | Relationship | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--|---|------------------------------------|------------------------------------|
| (1) Trade Payables | | | |
| R.K. Exports, Bathinda (Pb.) Prop. Sh. Rajinder Mittal | Key Managerial Personnel | 5515.35 Dr. | 3652.39 Dr |
| Ganpati Enterprises, Bathinda (Pb.) (Partnership Firm) | One of the partner is wife of a Director | 1454.84 Dr | 595.79 |
| Mittal Enterprises, Bathinda (Pb.) (Partnership Firm) | One of the partner is wife of a Director | 523.22 Dr | 595.79 |
| Kushal Impex, Bathinda (Pb.) (Proprietorship Concern) | The proprietor of the concern is wife of a Director | 1687.51 Dr | 311.22 Dr |

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

Note:

- (1) The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions.
- (2) Review of outstanding balances is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

These balances are unsecured and their settlement occurs through Banking channel.

iv) Disclosure in Respect of Major Related Party Transactions during the year :

(Rs. In Lakhs)

| Particulars | Relationship | 2020-2021 | 2019-2020 |
|--|---|-----------|-----------|
| Purchase of Goods | | | |
| R.K. Exports | KMP | 855.24 | 5221.65 |
| Kushal Impex | The proprietor of the concern is wife of a Director | 4480.76 | 2994.54 |
| Mittal Enterprises | One of the partner is wife of a Director | 4242.26 | 4068.14 |
| Ganpati Enterprises | One of the partner is wife of a Director | 3365.80 | 0.00 |
| | | | |
| Interest Paid | KMP | - | - |
| | | | |
| Interest Received | | | |
| R.K. Exports | KMP | 440.14 | 433.75 |
| | | | |
| Payment to Relative | | | |
| Sh. Kushal Mittal | Son of Director | 0 | 13.50 |
| | | | |
| Payment to Key Managerial Personnel | | | |
| Sh.Rajinder Mittal | KMP | 49.33 | 30.00 |
| Mr. Kushal Mittal | KMP | 31.74 | 0.00 |
| Sh.S.N.Goyal | KMP | 6.10 | 6.00 |
| Sh. Gurinder Makkar | KMP | 6.99 | 6.90 |
| Sh. Gulab Singh | KMP | 12.74 | 12.66 |

35.1 Compensation of Key Management personnel*

The remuneration of director and other member of key management personnel during the year was as follows ::

| Particulars | 2020-2021 | 2019- 2020 |
|-------------------------------|---------------|--------------|
| i) Short term benefits | 106.90 | 60.55 |
| ii) Post employment benefits | - | - |
| iii) Other long term benefits | - | - |
| iv) Share based Payments | - | - |
| v) Termination Benefits | - | - |
| Total | 106.90 | 60.55 |

* The Remuneration to the Key Managerial Personnel does not include the provisions made for gratuity and leave benefits, as they are determined on an actuarial basis for the Group as a whole.

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

36. CONTINGENT LIABILITY AND COMMITMENTS

(Rs. In Lakhs)

| Particulars | | 2020-2021 | 2019- 2020 |
|-------------|---|---------------|---------------|
| (I) | Contingents Liabilities | | |
| (A) | Claims against the Company /disputed liabilities not acknowledged as debts | | |
| | (a) In respect of joint ventures | - | - |
| | (b) In respect of others | - | - |
| (B) | Guarantees | | |
| (i) | Guarantees to Banks and Financial Institutions against credit facility extended to third parties and other Guarantees | - | |
| | (a) In respect of joint ventures | - | - |
| | (b) In respect of others | - | - |
| (ii) | Performance Guarantees | - | |
| | (a) In respect of joint ventures | | |
| | (b) In respect of others | 283.76 | 586.56 |
| (iii) | Outstanding Guarantees furnished to Banks and Financials Institutions including in respect of Letter of Credit | - | - |
| | (a) In respect of joint ventures | - | - |
| | (b) In respect of others | - | - |
| (C) | Other Money for which company is contingently liable | | |
| (i) | Liability in respect of bills discounted with Banks (Including third party bills discounting) | - | - |
| | (a) In respect of joint ventures | - | - |
| | (b) In respect of others | - | - |
| (II) | Commitments | | |
| (A) | Estimated amount of contracts remaining to be executed on account and not provided for: | | |
| | (a) In respect of joint ventures | - | - |
| | (b) In respect of others | - | - |
| (B) | Uncalled liability on shares and other investment partly paid. | | |
| (C) | Other Commitments | | |
| | (a) sales Tax deferred liability assigned Rs. Nil | - | - |
| | Previous year Rs. Nil | | |
| | | 283.76 | 586.56 |

37. CAPITAL MANAGEMENT AND FINANCIAL INSTRUMENTS

37.1 Capital Management

The Group manages its capital to ensure that it will continue as going concern while maximizing the return to stakeholders.

The Group manages its capital structure and make adjustment in light of changes in business condition. The overall strategy remains unchanged as compare to last year.

The Group adheres to a robust Capital Management framework which is underpinned by the following guiding principles;

- Maintain financial strength to ensure A- Stable ratings domestically
- Ensure financial flexibility and diversify sources of financing and their maturities to minimize liquidity risk while meeting investment requirements.
- Proactively manage group exposure in forex, interest and commodities to mitigate risk to earnings.
- Leverage optimally in order to maximize shareholder returns while maintaining strength and flexibility of the Balance sheet.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2021

This framework is adjusted based on underlying macro-economic factors affecting business environment, financial market conditions and interest rates environment.

The gearing ratio at end of the reporting period was as follows.

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|---|------------------------------------|------------------------------------|
| Gross Debt | 18327.54 | 17755.16 |
| Cash and Marketable Securities | 1,374.88 | 1349.05 |
| Net Debt (A) | 16952.66 | 16406.11 |
| Total Equity (As per Balance Sheet) (B) | 28,716.64 | 21,749.97 |
| Net Gearing (A/B) | 0.59 | 0.75 |

37.2 Financial Instruments

Valuation

All financial instruments are initially recognized and subsequently re-measured at fair value as described below:

- The fair value of investment in quoted Equity Shares is measured at quoted price.
- The fair value of Forward Foreign Exchange contracts and Currency Swaps is determined using forward exchange rates and yield curves at the balance sheet date.
- The fair value of the remaining financial instruments is determined using discounted cash flow analysis.
- All foreign currency denominated assets and liabilities are translated using exchange rate at reporting date.

37.3 Fair valuation measurement hierarchy

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | | | | As at 31 st March, 2020 | | | |
|-------------------------------|------------------------------------|------------------------|---------|---------|------------------------------------|------------------------|---------|---------|
| | Carrying amount | Level of Input used in | | | Carrying amount | Level of Input used in | | |
| | | Level 1 | Level 2 | Level 3 | | Level 1 | Level 2 | Level 3 |
| Financial Assets | | | | | | | | |
| At Amortized Cost | | | | | | | | |
| Investments | 2180.99 | - | - | - | 3,121.47 | - | - | - |
| Trade Receivable | 13475.99 | - | - | - | 3,508.40 | - | - | - |
| Cash and Bank Balances | 1388.53 | - | - | - | 1,362.77 | - | - | - |
| Loans | 0.00 | - | - | - | 51.66 | - | - | - |
| Other Financial Assets | 30.03 | - | - | - | - | - | - | - |
| At FVTOCI | | | | | | | | |
| Investments | 402.04 | - | 402.04 | - | 431.55 | - | 431.55 | - |
| Financial Liabilities | | | | | | | | |
| At Amortized Cost | | | | | | | | |
| Borrowings | 18,327.54 | - | - | - | 17,755.16 | - | - | - |
| Trade Payable | 9953.18 | - | - | - | 15,323.50 | - | - | - |
| Other Financial Liabilities | 1,256.41 | - | - | - | 2,233.74 | - | - | - |

The financial instruments are categorized into two levels based on the inputs used to arrive at fair value measurements as described below:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities; and

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

Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

37.4 Foreign Currency Risk

The following table shows foreign currency exposures in USD on financial instruments at the end of the reporting period. The exposure to foreign currency for all other currencies are not material.

| Foreign Currency Exposure | | (Rs. In Lakhs) | |
|-----------------------------|---|---|--|
| Particulars | As at 31 st March, 2021 USD | As at 31 st March, 2020 USD | |
| Loans | - | - | |
| Trade and Other Payables | 4,019.31 | 1,965.63 | |
| Trade and Other Receivables | - | - | |
| Net Exposure | 4,019.31 | 1,965.63 | |

Interest Rate Risk

The exposure of the Group's borrowing to interest rate changes at the end of the reporting period are as follows

| Interest Rate Exposure | | (Rs. In Lakhs) | |
|-------------------------|------------------------------------|------------------------------------|--|
| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 | |
| Loans | | | |
| Long term Floating Loan | 5728.92 | 6,557.75 | |
| Long term Fixed Loan | 2687.00 | 1,223.06 | |
| Short term Loan | 9911.62 | 9,974.34 | |
| Total | 18,327.54 | 17,755.15 | |

Sensitivity analysis of 1% change in Interest rate

| Interest Rate Exposure | | (Rs. In Lakhs) | | | |
|------------------------|------------------------------------|----------------|------------------------------------|---------------|--|
| Particulars | As at 31 st March, 2021 | | As at 31 st March, 2020 | | |
| | Up Move | Down Move | Up Move | Down Move | |
| Impact on Equity | | | - | - | |
| Impact on P&L | (183.28) | 183.28 | (177.55) | 177.55 | |
| Total | (183.28) | 183.28 | (177.55) | 177.55 | |

Commodity Price Risk

Commodity price risk arises due to fluctuation in prices of crude oil, other feed stock and products. The Group has a risk management framework aimed at prudently managing the risk arising from the volatility in commodity prices and freight costs

The Group's commodity risk is managed centrally through well-established trading operations and control processes. In accordance with the risk management policy, the Group enters into various transactions using derivatives and uses over the counter (OTC) as well as Exchange Traded Futures, Options and swap contracts to hedge its commodity and freights exposure.

Credit Risk

Customer credit risk is managed by each business unit subject to the Group's established policy, procedures and control relating to customer credit risk management. Outstanding customer receivables are regularly monitored and any shipments to major customers are generally covered by Letters of Credit, Bank Guarantees or other forms of credit insurance, wherever required.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 7. 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.

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

| Particulars | Total |
|---------------------------|-----------------|
| Year ended 31 March, 2021 | |
| Gross Carrying Amount | 13475.99 |
| Expected Loss Rate | 0.01% |
| Expected Credit Losses | 1.37 |
| Carrying Amount | 13474.62 |

Liquidity Risk

Liquidity risk is the risk that suitable sources of funding for the Group's business activities may not be available. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due, so that the Group is not forced to obtain funds at higher rates. The Group monitors rolling forecasts of the Group's cash flow position and ensure that the Group is able to meet its financial obligation at all times including contingencies.

(Rs. In Lakhs)

| Maturity Profile of Loans as on 31 March 2021 | | | | | | | |
|---|------------------|---------------|-----------------|-----------------|-----------------|-----------------|------------------|
| Particulars | Below 3 Months | 3-6 Months | 6-12 Months | 1-3 Years | 3-5 Years | Above 5 Years | Total |
| Non Derivative Liabilities | | | | | | | |
| Long Term Loans | 826.00 | 558.00 | 1,026.54 | 2,337.00 | 1,060.14 | 2,608.24 | 8,415.92 |
| Short Term Loans | 9,911.62 | | | | | | 9,911.62 |
| Total Borrowings | 10,737.62 | 558.00 | 1,026.54 | 2,337.00 | 1,060.14 | 2,608.24 | 18,327.54 |

(Rs. In Lakhs)

| Maturity Profile of Loans as on 31 March 2020 | | | | | | | |
|---|------------------|---------------|---------------|-----------------|-----------------|-----------------|------------------|
| Particulars | Below 3 Months | 3-6 Months | 6-12 Months | 1-3 Years | 3-5 Years | Above 5 Years | Total |
| Non Derivative Liabilities | | | | | | | |
| Long Term Loans | 313.50 | 313.49 | 634.82 | 2,511.35 | 2,507.96 | 1,499.69 | 7,780.81 |
| Short Term Loans | 9,974.35 | - | | - | - | - | 9,974.35 |
| Total Borrowings | 10,287.85 | 313.49 | 634.82 | 2,511.35 | 2,507.96 | 1,499.69 | 17,755.16 |

38. EVENTS AFTER THE REPORTING PERIOD

The Board of Directors have recommended an equity dividend of Rs. 5/- per share of face value of Rs.10/- each i.e. @ 50% for the financial year ended March 31, 2021, on 9331173 Equity Shares belonging to Public Category (i.e. Excluding the shares upon which the Promoters have waived/forgone his/their right to receive the dividend by him/them for financial year 2020-21), which will be paid to the shareholders within 30 days of declaration of the same at the ensuing Annual General Meeting.

39. OPERATING SEGEMENT

The Group has identify three reportable segments viz. Oil & Vanaspati, Distillery and Real Estate. All the activities of the Group revolve around these main business. Accordingly, the Group has only three identifiable segment reportable under Ind AS 108 "Operating Segment". The Managing Director (the 'Chief Operational Decision Maker as defined in IND AS 108 - Operating Segments) monitors the operating results of the entity's business for the purpose of making decisions about resource allocation and performance assessment.

The accounting policies adopted for segment reporting are in line with the accounting policy of the Group with following additional policies for segment reporting.

- Revenue and Expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and Expenses which relate to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "Unallocable".
- Segment Assets and Segment Liabilities represent Assets and Liabilities in respective segments. Investments, tax related assets and other assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "Unallocable".

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

Primary Segment Information:

| | Particulars | Oil & Vanaspati | | Distillery Unit | | Real Estate | | Unallocable | | Total | |
|--|-----------------|-----------------|-----------------|-----------------|---------------|---------------|-------------------|-------------------|-----------------|-----------------|---------|
| | | 2020-21 | 2019-20 | 2020-21 | 2019-20 | 2020-21 | 2019-20 | 2020-21 | 2019-20 | 2020-21 | 2019-20 |
| i. Segment Revenue | | | | | | | | | | | |
| External Sales | 95,144.96 | 48,939.61 | 46,234.33 | 40,937.58 | 2,227.41 | 2,672.72 | 3.26 | 0.63 | 1,43,609.96 | 92,550.54 | |
| Inter Sales Segment | 2,798.23 | 622.51 | 538.33 | 370.23 | - | - | - | - | 3,336.56 | 992.74 | |
| ii. Segment Result | | | | | | | | | | | |
| <i>(Before Depreciation, Interest & Taxes)</i> | 2,924.39 | 2,244.56 | 5,066.28 | 3,228.38 | 672.03 | 856.20 | (2.57) | (7.71) | 8,660.13 | 6,321.43 | |
| Less: | | | | | | | | | | | |
| a) Depreciation & Amortization | 270.31 | 345.79 | 995.51 | 996.43 | 4.25 | 2.99 | 6.96 | 6.20 | 1,277.03 | 1,351.41 | |
| b) Finance Cost | - | - | - | - | - | - | 1,596.52 | 1,480.87 | 1,596.52 | 1,480.87 | |
| Profit Before Tax | 2,654.08 | 1,898.77 | 4,070.77 | 2,231.95 | 667.78 | 853.21 | (1,606.05) | (1,494.78) | 5,786.58 | 3,489.15 | |
| | | | | | | | | | | | |
| a) Current Tax | - | - | - | - | - | - | (1,580.00) | (575.00) | (1,580.00) | (575.00) | |
| b) Deferred Tax | - | - | - | - | - | - | 8.74 | (329.22) | 8.74 | (329.22) | |
| c) Prior period tax & other adjustments | - | - | - | - | - | - | - | - | - | - | |
| Profit After Tax | 2,654.08 | 1,898.77 | 4,070.77 | 2,231.95 | 667.78 | 853.21 | (3,177.31) | (2,399.00) | 4,215.32 | 2,584.93 | |
| iii. Other Information | | | | | | | | | | | |
| Segment Assets | 36,474.81 | 28,471.96 | 21,858.91 | 25,738.34 | 4,501.54 | 5,662.38 | 370.73 | 499.97 | 63,205.99 | 60,372.65 | |
| Segment Liabilities | 20,250.54 | 18,812.00 | 11,863.55 | 17,316.30 | 423.50 | 674.26 | 688.42 | 543.76 | 33,226.01 | 37,346.32 | |
| Unallocable Liabilities | - | - | - | - | - | - | 1,263.34 | 1,276.36 | 1,263.34 | 1,276.36 | |
| Capital Expenditure | 632.40 | 202.47 | 176.36 | 233.32 | 20.59 | 24.39 | 434.33 | 2.16 | 1,263.68 | 462.34 | |
| Depreciation & Amortization | 270.31 | 345.79 | 995.51 | 996.43 | 4.25 | 2.99 | 6.96 | 6.20 | 1,277.03 | 1,351.41 | |

Note: Unallocable Liabilities include Deferred Tax & Current Tax Liabilities.

- 1 Inter segment pricing are at Arm's length basis.
- 2 As per Indian Accounting Standard 108 - Operating Segments, the Group has reported segment information on standalone basis.
- 3 The reportable Segments are further described below :
 - The refining segment includes production and marketing operations of the Oil and Vanaspati Ghee
 - The Distillery segment includes production and marketing operations of The Liquor for human consumption.
 - The Real Estate segment includes construction of residential house.

40. APPROVAL OF FINANCIAL STATEMENTS

The financial statements were approved for issue by the board of directors on 09-06-2021

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

41. DUES TO MICRO, SMALL AND MEDIUM ENTERPRISES (MSME)

(Rs. In Lakhs)

| Particulars | As at 31 st March, 2021 | As at 31 st March, 2020 |
|--|------------------------------------|------------------------------------|
| The amounts remaining unpaid to Micro and Small Suppliers as at the end of the year | - | - |
| - Principal | - | - |
| - Interest | - | - |
| The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 (MSMED Act 2006) | - | - |
| The Amounts of the payments made to Micro and Small suppliers beyond the appointed day during the year | | |
| The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act 2006 | - | - |
| The amount of interest accrued and remaining unpaid at the end of the year | | |
| The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act 2006 | - | - |
| | - | - |

The above information has been determined to the extent such parties have been identified on the basis of information provided by the Group, which has been relied upon by the auditors.

42. The outbreak of Coronavirus (COVID-19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity. In many countries, businesses are being forced to cease or limit their operations for long or indefinite periods of time. Measures taken to contain the spread of the virus, including travel bans, quarantines, social distancing, and closures of non-essential services have triggered significant disruptions to businesses worldwide, resulting in an economic slowdown. COVID19 is significantly impacting business operation of the companies, by way of interruption in production, supply chain disruption, unavailability of personnel, closure/lockdown of production facilities etc. On 25th March, 2020, the Government of India ordered a nationwide lockdown for 21 days which further got extended till 31st May, 2020 to prevent community spread of COVID-19 in India resulting in significant reduction in economic activities.

Many industries were worse hit by pandemic but the company did not have any bad impact of COVID-19 as the company deals in manufacturing of essential commodities like edible oils, rice, vanaspati ghee etc. The company manufactures Ethanol which is used in petrol and is high demand these days. The company also manufactured Hand Rub (Sanitizer). So despite the wide spread of pandemic the company has achieved a remarkable growth and its production, turnover and profitability has been substantially increased as compare to previous year.

43. ENTERPRISES CONSOLIDATED AS SUBSIDIARY IN ACCORDANCE WITH IND AS - 110 CONSOLIDATED FINANCIAL STATEMENTS

| Name of Enterprises | Country of incorporation | Proportion of Ownership |
|-------------------------|--------------------------|-------------------------|
| Svaksha Distillery Ltd. | India | 73.05% |

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2021

44. ADDITIONAL INFORMATION, AS REQUIRED UNDER SCHEDULE III TO THE COMPANIES ACT, 2013, OF ENTERPRISES CONSOLIDATED AS SUBSIDIARY

(Rs. In Lakhs)

| Name of the Enterprises | Net Assets: Total Assets minus Liabilities | | Share in Profit and Loss | | Share in Other Comprehensive Income | | Share in Total Comprehensive Income | |
|---|--|-----------------------|--------------------------------------|-----------------------|---|-----------------------|---|-----------------------|
| | As % of Consolidated Net Asset | Amount (Rs. In lakhs) | As % of Consolidated profit and Loss | Amount (Rs. In lakhs) | As % of Consolidated Other Comprehensive Income | Amount (Rs. In lakhs) | As % of Consolidated Total Comprehensive Income | Amount (Rs. In lakhs) |
| Parent | | | | | | | | |
| BCL Industries Ltd. | 97.24% | 27923.00 | 100.36% | 4,230.41 | 100.00% | (38.40) | 100.39% | 4,192.01 |
| Subsidiary Indian | | | | | | | | |
| Svaksha Distillery Limited | 1.89% | 543.97 | -0.26% | -11.02 | 0.00% | 0 | -0.26% | (11.02) |
| Non Controlling Interest in Subsidiary | | | | | | | | |
| | 0.87% | 249.68 | -0.10% | -4.07 | 0.00% | 0.00 | -0.13% | -5.40 |

45. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
46. The Company has transferred Nil (P.Y.Nil) to the Investor Education and Protection Fund during the F.Y. 2020-21. However, there is no amount pending to be transferred to Investor Education and Protection Fund as on 31.03.2021.
47. Accompanying notes are an integral parts of financial statements
48. The accounts of certain trade receivables, trade payables, short term loans and advances and current liabilities are subject to confirmation / reconciliation and adjustment, if any. The management does not expect any material difference affecting the current year's financial statements. In the opinion of the management, the current assets, loans and advances are expected to realize at least the amount at which they are stated, if realized in the ordinary course of business and provision for all known liabilities have been adequately made in the books of accounts.
49. The figures of previous year have been reclassified/regrouped for the better presentation in the financial statements and to confirm to the current year's classification/disclosures. This does not have any impact on the profits of previous year.

As per our Report of even date
For **AMRG & ASSOCIATES**

Chartered Accountants
FRN : 004453N

CA RAJAT MOHAN

Partner
Membership No : 513103
UDIN:21513103AAAABN4296

For and on behalf of the Board of Directors

RAJINDER MITTAL
Managing Director
DIN : 00033082

S.N.GOYAL
Whole Time Director
DIN : 00050643

GURINDER MAKKAR
Company Secretary
MRN : F5124

GULAB SINGH
CFO

Place : Bathinda, Punjab
Dated : 9th June, 2021







BCL Industries Limited

Regd. Off:

Hazi Rattan Link Road, P. B. No. 71, Bathinda-151 001, Punjab, India

Tel: +91 164 224 0163, 221 1628, Fax: +91 164 224 0424, **Email:** info@bcl.ind.in **Website:** www.bcl.ind.in

CIN No.: L24231PB1976PLC003624

NOTICE

Notice is hereby given that the 45th Annual General Meeting (AGM) of the Members of the Company will be held on Tuesday, the 28th day of September, 2021 at 3.00 P.M. through Video-Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), to transact the following business: -

ORDINARY BUSINESS

- 1) (a) To receive, consider and adopt the Audited Standalone Financial Statements for the financial year ended 31st March, 2021 together with the Reports of the Auditors and Board of Directors thereon.
- (b) To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2021, together with the Report of the Auditors thereon.
- 2) **To declare dividend of Rs. 5/- per Equity Share of Face Value of Rs. 10/- each for the Financial Year ended 31st March, 2021 and in this regard, pass the following resolution as Ordinary Resolution:**

RESOLVED THAT a dividend at Rs. 5/- per equity share of Face Value Rs. 10/- each on 93,31,173 Equity Shares belonging to Public Category (i.e. excluding the Equity Share upon which the Promoters/Promoters Group have waived/forgone their right to receive the dividend for financial year 2020-21) absorbing thereby an amount of Rs. 4,66,55,865/- (including/subject to TDS /taxes wherever applicable as per Income Tax Act, 1961) be and is hereby declared in respect of Financial Year 2020-21, for payment to those public shareholders of Equity Shares whose names appear in the Register of Members of the Company as on 21st September, 2021.
- 3) To appoint a Director in place of Sh. Rajinder Mittal (DIN: 00033082), who retires by rotation at this Meeting and being eligible offers himself for his re-appointment.
- 4) To appoint a Director in place of Sh. Sat Narain Goyal (DIN:00050643), who retires by rotation at this Meeting and being eligible offers himself for his re-appointment.

SPECIAL BUSINESS

- 5) **To Approve the Appointment of Mr. Param Pal Singh Bal (DIN: 09013282) as an Independent Director:**

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160, 161 read with Schedule IV and other applicable provisions of the Companies Act, 2013, and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory amendments, modifications, re-enactment thereof for the time being in force), and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Param Pal Singh Bal (DIN: 09013282), who was appointed as an Additional Director (Independent) pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company w.e.f. 09th January, 2021 and who holds office as such upto the date of this Annual General Meeting and in

respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Independent Director, and Nomination and Remuneration Committee and Board of Directors has recommended his appointment as such, be and is hereby appointed as an Independent Director of the Company to hold office for a period upto 31st December, 2025 and further resolved that he shall not be liable to retire by rotation.”

RESOLVED FURTHER THAT the Board of Directors (which term shall, unless repugnant to the context or meaning thereof, be deemed to include a duly authorised ‘Committee’ thereof) be and is hereby authorised to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution.”

6) **Acceptance/Renewal of Deposits:**

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

“RESOLVED THAT pursuant to the provisions of Section 73 and Section 76 of the Companies Act, 2013 read with the provisions of the Companies (Acceptance of Deposits) Rules, 2014, and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) thereof for the time being in force), and subject to such conditions, approvals and permissions as may be necessary, consent of the Members of the Company be and is hereby accorded to invite/ accept/ renew/receive money by way of secured or unsecured deposits from the Members of the Company and/ or from public in any form or manner, from time to time, through circular, advertisement or any other permissible mode, up to the permissible limits prescribed under the applicable provisions of law and on such terms and conditions as the Board of Directors in its sole discretion deems fit and necessary”

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

7) **Ratification and approval of remuneration payable to Cost Auditors:**

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

“RESOLVED THAT pursuant to provisions of the Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 14 of Companies (Audit and Auditors) Rules, 2014, further read with Companies (Cost Records and Audit) Amendment Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, the remuneration payable to M/s. Khushwinder Kumar and Co., Cost Accountants (Firm Reg. No. 100123) appointed by Board of Directors of the Company to conduct the audit of cost records of the Company for the financial year 2021-22, amounting to Rs. 50,000/- (Rupees Fifty Thousand only) p.a. plus taxes as applicable and reimbursement of out of pocket expenses as incurred by them in connection with the aforesaid audit be and is hereby ratified and confirmed.”

Regd. Office :
Hazi Rattan Link Road, Post Box no. 71,
Bathinda-151001
Ph. : 0164-2240163, 2240443, 2211628
Fax: 0164-5003638
Website: www.bcl.ind.in, Email: info@bcl.ind.in
CIN: L24231PB1976PLC003624
Place: Bathinda (PB.)
Date: 10th August, 2021

**By the Order of Board of Directors
For BCL Industries Limited**

**Sd/-
Rajinder Mittal
Managing Director
DIN:00033082**

NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs ("MCA") followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time (collectively referred to as "MCA Circulars"), MCA has permitted the holding of the Annual General Meeting ("AGM") through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue. Hence in compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA/SEBI Circulars, as applicable, the 45th AGM of the Company is being held through VC /OAVM (e-AGM).
2. In accordance with the said circulars of MCA, SEBI and applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the 45th AGM of the Company shall be conducted through VC/ OAVM. The detailed procedure for participating in the Meeting through VC/OAVM is annexed herewith.
3. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 (the "Act"), setting out the material facts for each item of special business mentioned in items 5 to 7 of the Notice is annexed hereto. The relevant details, pursuant to Regulation 26 (4) and 36 (3) of the SEBI LODR and Secretarial Standard -2 on General Meetings issued by the Institute of Companies Secretaries of India, in respect of Director seeking re-appointment at this AGM is annexed herewith.
4. The Register of Members and the Share Transfer Books of the Company will remain closed from Wednesday, the 22nd day of September, 2021 to Tuesday, the 28th day of September, 2021 (both days inclusive) for the purpose of Dividend and AGM.
5. Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. **SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/OAVM, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THE ANNUAL GENERAL MEETING AND HENCE THE PROXY FORM AND ATTENDANCE SLIP ARE NOT ANNEXED TO THE NOTICE.**
6. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.
7. The Company's Registrar and Transfer Agents for its Share Registry work (physical and electronic) are M/S LINK INTIME INDIA PVT LTD., NOBLE HEIGHTS, 1ST FLOOR, PLOT NH 2 C-1 BLOCK LSC, NEAR SAVITRI MARKET, JANAKPURI, NEW DELHI - 110058, EMAIL: DELHI@LINKINTIME.CO.IN, PHONES: 011- 41410592-94, FAX: 011- 41410591.
8. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/ JPG Format) of its Board or governing body Resolution/Authorization etc., authorising its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address at sourabhparnami@yahoo.com and to The Company at cs_bcl@mittalgroup.co.in.
9. AGM will be convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated 8th April, 2020 and MCA Circular No. 17/2020 dated 13th April, 2020 and MCA General Circular No. 02/2021 dated January 13, 2021 read with Circular No. 20/2020 dated May 5, 2020, further read with relevant circulars of SEBI including Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15.01.2021 in this regard, as applicable.
10. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013. Members can attend and participate in the Annual General Meeting through VC/OAVM only.
11. In compliance with the aforesaid MCA Circulars and SEBI Circular dated January 15, 2021 read with SEBI Circular dated May 12, 2020,, the Notice of the AGM along with the Annual Report 2020-21 has been uploaded on the website of the Company at www.bcl.ind.in. The Notice of the Annual General Meeting along with the Annual Report for the financial year 2020-21 is being sent only by electronic mode to those Members whose email addresses are registered with the Company/Depositories in accordance with the aforesaid MCA Circulars and circulars issued by SEBI. The Notice is also available on the websites of the Stock Exchanges i.e. BSE Limited and NSE. The AGM Notice is also available on the website of Link Intime India Private Limited and the website of the Company. For members who have not registered their email ids so far, are

requested to register their email ids for receiving all communications including Annual Report, Notices from the Company electronically.

12. Members desirous of getting any information about the accounts and/or operations of the Company are requested to write to The Company at least seven days before the date of the Meeting to enable the Company to keep the information ready at the Meeting.
13. As per Regulation 40 of the Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialised form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialised form. Members can contact the Company's Registrar and Transfer Agents.
14. All the documents referred to in the Notice and Explanatory Statement along with other relevant and required documents will be made available for inspection by the Members on the website of the Company during the meeting.
15. There are no amounts requiring transfer to Investor Education and Protection Fund during the year 2020-21. In the recent years, the company has declared Dividends only for the years 2013-14, 2014-15, 2016-17 and 2018-19. Dividends that remain unclaimed/ unpaid for a period of seven (7) years from the date on which they were declared, are required to be transferred to the Investor Education and Protection Fund. Shareholders / Investors who have not encashed their Dividend Warrants if any, for these years, are requested to lodge their claims by quoting their respective Folio No./ DP/Client ID with Company. As per the IEPF Rules, the Company has uploaded the information in respect of unclaimed dividends on its website at www.bcl.ind.in. The same is also available on the website of IEPF at www.iepf.gov.in.
16. Pursuant to Finance Act, 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The shareholders are requested to update their PAN with the Company / Registrar and Transfer Agent (in case of shares held in physical mode) and with the Depository Participants (in case of shares held in Demat mode). **A Resident individual shareholder with PAN and who is not liable to pay income tax, can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.**
17. The shareholders holding shares in physical form are requested to register their e-mail address with the Registrar & Share Transfer Agents by sending duly signed request letter quoting their folio no., name and address. In case of shares held in demat form, the shareholders may register their e-mail addresses with their DPs (Depository Participants).
18. The Securities and Exchange Board of India (SEBI) vide circular No. SEBI/HO/MIRSD/DOP1/CIR/P/ 2018/73 dated 20th April 2018 has mandated compulsory submission of Permanent Account Number (PAN) and bank details by every participant in the securities market. Members holding shares in the electronic form are, therefore requested to submit their PAN and bank details to their Depository Participant(s) and members holding shares in physical form shall submit the details to Company/RTA.
19. **Registration of email ID and Bank Account details:**
In case the shareholder's email ID is already registered with the Company/its Registrar & Share Transfer Agent "RTA"/ Depositories, log in details for e-voting are being sent on the registered email address.

In case the shareholder has not registered his/her/their email address with the Company/its RTA/Depositories and or not updated the Bank Account mandate for receipt of dividend, the following instructions to be followed:
 - (i) Kindly log in to the website of our RTA, Link Intime India Private Limited, www.linkintime.co.in under Investor Services >Email/Bank detail Registration - fill in the details and upload the required documents and submit. **OR**
 - (ii) **In the case of Shares held in Demat mode:**
The shareholder may please contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.
20. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Link Intime India Private Limited for facilitating voting through electronic means, as the authorised agency.

- 21.** The remote e-Voting period commences on Saturday, the 25th day of September, 2021 (9.00 a.m. IST) and ends on Monday, the 27th day of September, 2021 (5.00 p.m. IST). During this period, Members of the Company, holding shares both in physical form or in dematerialized form, as on the cut-off date (record date) i.e. Tuesday, the 21st day of September, 2021 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by Link Intime India Private Limited for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently. The voting rights of the Members (for voting through remote e-Voting before/ during the AGM) shall be in proportion to their share of the paid-up equity share capital of the Company.
- 22.** Mr. Sourabh Parnami, Proprietor of M/s S. Parnami & Associates, Practicing Company Secretaries has been appointed as the Scrutinizer to scrutinize the remote e-voting process as well as the e-voting process at the AGM in a fair and transparent manner.
- 23.** The Scrutinizer shall make, not later than 48 hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a Director authorised by him in writing, who shall countersign the same. The Chairman or the authorised Director shall declare the result of the voting forthwith.
- 24.** The results declared along with the Scrutinizer's Report shall be displayed at the Registered Office of the Company and uploaded on the Company's website www.bcl.ind.in as well as on the website of LI IPL after the same is declared by the Chairman/authorised person. The Results shall also be simultaneously forwarded to the BSE and NSE.
- 25.** In case of joint holders, the Members whose name appear first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

Remote e-Voting Instructions for shareholders:

Remote e-Voting Instructions for shareholders post change in the Login mechanism for Individual shareholders holding securities in demat mode, pursuant to SEBI circular dated December 9, 2020:

Pursuant to SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode can vote through their demat account maintained with Depositories and Depository Participants.

Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode/ physical mode is given below:

| <u>Type of shareholders</u> | <u>Login Method</u> |
|---|--|
| Individual Shareholders holding securities in demat mode with NSDL | <ul style="list-style-type: none"> If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |
| Individual Shareholders holding securities in demat mode with CDSL | <ul style="list-style-type: none"> Existing user of who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. |

| | |
|--|---|
| | <ul style="list-style-type: none"> • After successful login of Easi / Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL, KARVY, LINK NTIME, CDSL. Click on e-Voting service provider name to cast your vote. • If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration • Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP where the E Voting is in progress. |
| <p>Individual Shareholders (holding securities in demat mode) & login through their depository participants</p> | <ul style="list-style-type: none"> • You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. • Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |
| <p>Individual Shareholders holding securities in Physical mode & evoting service Provider is LINKINTIME.</p> | <ol style="list-style-type: none"> 1. Open the internet browser and launch the URL: https://instavote.linkintime.co.in <ul style="list-style-type: none"> ▶ Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details: - <ul style="list-style-type: none"> A. User ID: Shareholders/ members holding shares in physical form shall provide Event No + Folio Number registered with the Company. B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable. C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format) D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company. • Shareholders/ members holding shares in physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above <ul style="list-style-type: none"> ▶ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter). |

| | |
|--|--|
| | <p>▶ Click “confirm” (Your password is now generated).</p> <ol style="list-style-type: none"> 2. Click on ‘Login’ under ‘SHARE HOLDER’ tab. 3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘Submit’. 4. After successful login, you will be able to see the notification for e-voting. Select ‘View’ icon. 5. E-voting page will appear. 6. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link). 7. After selecting the desired option i.e. Favour / Against, click on ‘Submit’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote. |
|--|--|

Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as ‘**Custodian / Mutual Fund / Corporate Body**’. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the ‘**Custodian / Mutual Fund / Corporate Body**’ login for the Scrutinizer to verify the same.

Individual Shareholders holding securities in Physical mode & evoting service Provider is LINKINTIME, have forgotten the password:

- Click on ‘**Login**’ under ‘**SHARE HOLDER**’ tab and further Click ‘**forgot password?**’
 - Enter **User ID**, select **Mode** and Enter Image Verification (CAPTCHA) Code and Click on ‘**Submit**’.
- In case shareholders/ members is having valid email address, Password will be sent to his / her registered e-mail address.
 - Shareholders/ members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.
 - The password should contain minimum 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL have forgotten the password:

- Shareholders/ members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
 - During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

Helpdesk for Individual Shareholders holding securities in demat mode:

In case shareholders/ members holding securities in demat mode have any technical issues related to login through Depository i.e. NSDL/ CDSL, they may contact the respective helpdesk given below:

| Login type | Helpdesk details |
|--|--|
| Individual Shareholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30 |
| Individual Shareholders holding securities in demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 22-23058542-43. |

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders & evoting service Provider is LINKINTIME.

In case shareholders/ members holding securities in physical mode/ Institutional shareholders have any queries regarding e-voting, they may refer the **Frequently Asked Questions ('FAQs')** and **InstaVote e-Voting manual** available at <https://instavote.linkintime.co.in>, under **Help** section or send an email to enotices@linkintime.co.in or contact on: - Tel: 022 –4918 6000.

INSTRUCTIONS FOR MEMBERS TO ATTEND THE ANNUAL GENERAL MEETING THROUGH INSTAMEET (VC/OAVM) ARE AS UNDER:

Shareholders/Members are entitled to attend and participate in the Annual General Meeting through VC/OAVM provided by Link Intime by following the below mentioned process.

1. Facility for joining the Annual General Meeting through VC/OAVM shall open 15 minutes before the time scheduled for the Annual General Meeting and shall be kept open till the expiry of 15 minutes after the schedule time on first come first basis.
2. Shareholders/Members with >2% shareholding, Promoters, Institutional Investors, Directors, KMPs, Chairpersons of Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Auditors etc. may be allowed to the meeting without restrictions of first come first basis.
3. Shareholders/ Members will be provided with InstaMeet facility wherein Shareholders/ Member shall register their details and attend the Annual General Meeting by following the process as under:

Process and manner for attending the Annual General Meeting through InstaMeet:

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>

▶ Select the “**Company**” and “**Event Date**” and register with your following details: -

A. Demat Account No. or Folio No: Enter your 16 digit Demat Account No. or Folio No

- Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
- Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
- Shareholders/ members holding shares in **physical form shall provide Folio Number** registered with the Company

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. Mobile No.: Enter your mobile number.

D. Email ID: Enter your email id, as recorded with your DP/Company.

► Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

1. Members who would like to speak during the meeting must register their request 3 days in advance at email id cs_bcl@mittalgroup.co.in.
2. Members will get confirmation on first cum first basis depending upon the provision made by the client.
3. Members will receive “speaking serial number” once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Members are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members can cast the vote as under:

1. On the Members VC page, click on the link for e-Voting “Cast your vote”
2. Enter your 16 digit Demat AccountNo./Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
4. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:

Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

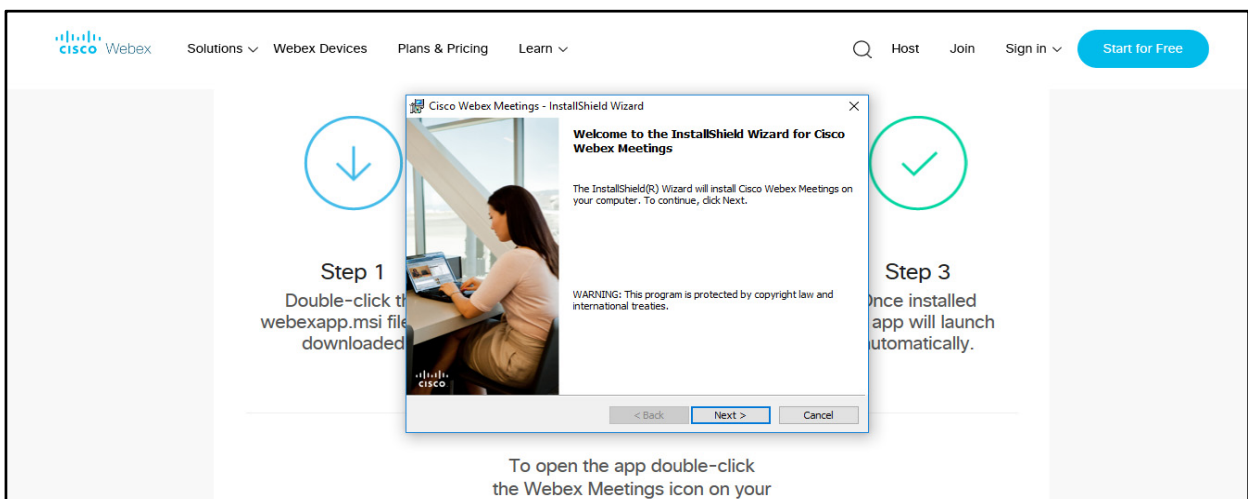
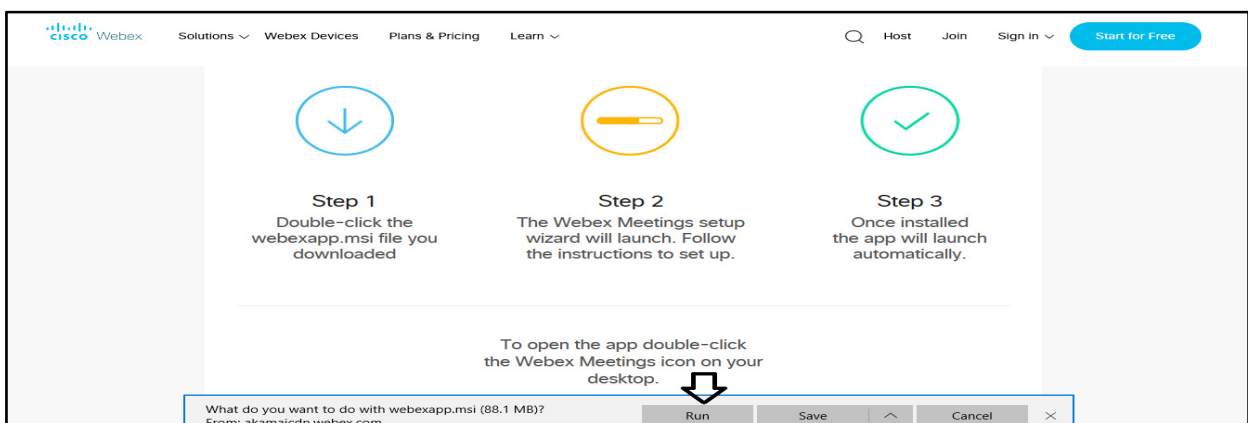
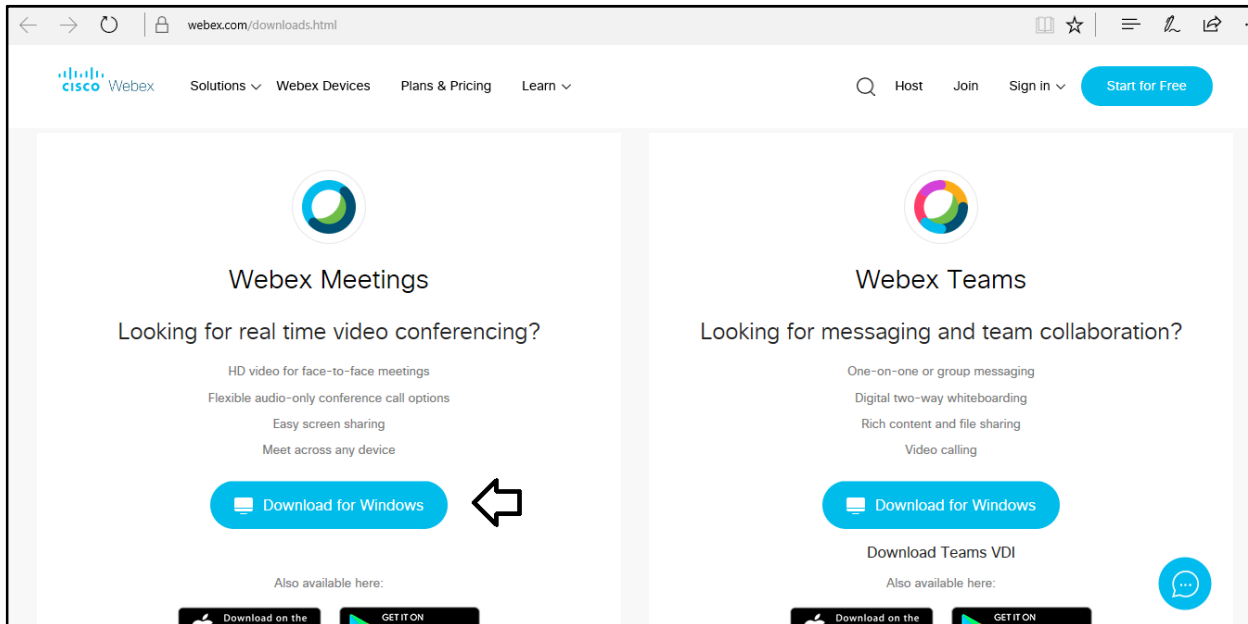
Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

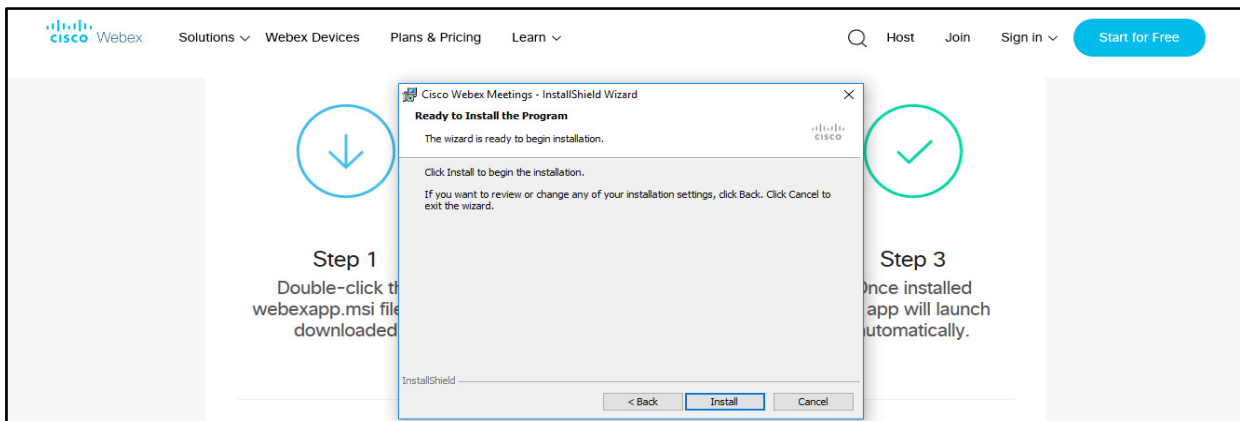
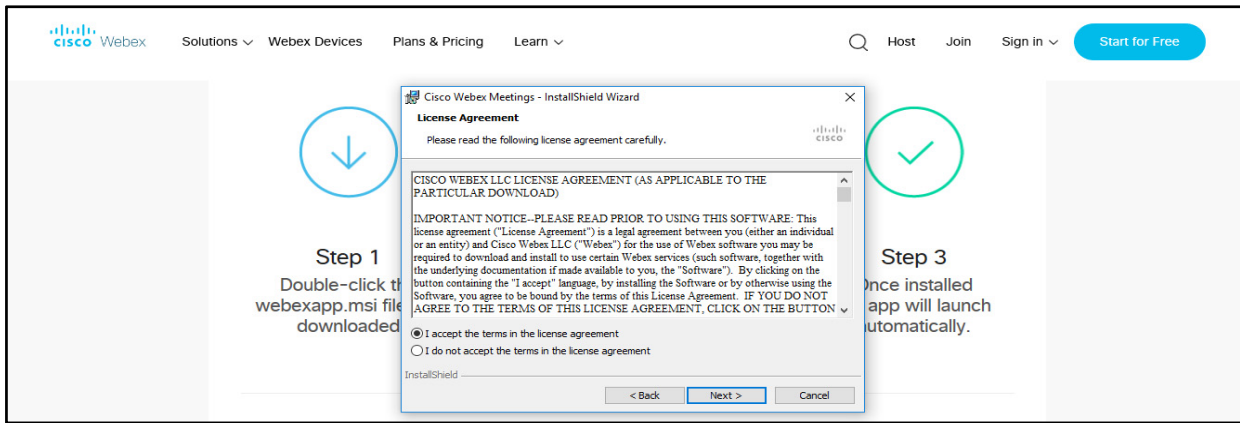
In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

Guidelines to attend the AGM proceedings of Link Intime India Pvt. Ltd.: InstaMEET

For a smooth experience of viewing the AGM proceedings of Link Intime India Pvt. Ltd. InstaMEET, shareholders/ members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

- a) Please download and install the Webex application by clicking on the link <https://www.webex.com/downloads.html/>

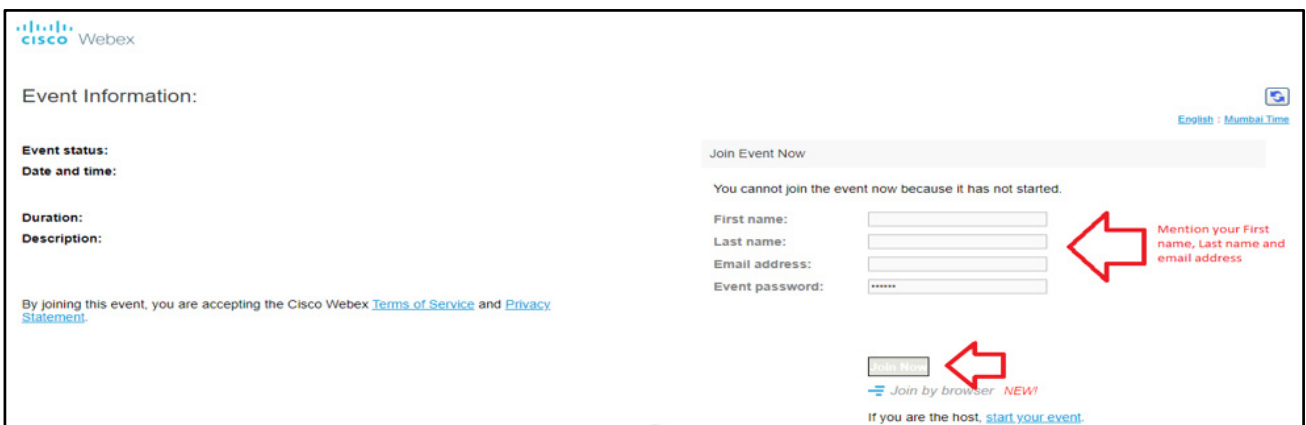




Or:

- b) If you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:

| Step 1 | Enter your First Name, Last Name and Email ID and click on Join Now. |
|--------|---|
| 1 (A) | If you have already installed the Webex application on your device, join the meeting by clicking on Join Now |
| 1 (B) | If Webex application is not installed, a new page will appear giving you an option to either Add Webex to chrome or Run a temporary application . Click on Run a temporary application , an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on Join Now |



EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, FORMING PART OF THE NOTICE OF ANNUAL GENERAL MEETING

***For Item No. 5 of the Special Business:**

Mr. Param Pal Singh Bal (DIN: 09013282) was appointed as Additional Director on the Board of Directors of the Company w.e.f. 09th January, 2021. In terms of the provisions of Section 161 (1) Act, he holds office upto the date of ensuing Annual General Meeting. He is eligible for appointment as Independent Director of the Company, subject to the approval of Members at the ensuing AGM. As approved by the Nomination and Remuneration Committee and further by Board of Directors in their respective Meetings held on 09th June, 2021 and in terms of the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of Members is being sought to the appointment of Mr. Param Pal Singh Bal (DIN: 09013282) who is eligible for appointment, as an Independent Director, for a period upto 31st December, 2025. A notice under Section 160 (1) of the Act has also been received from a member signifying intention to propose appointment of Mr. Param Pal Singh Bal as Director. The Company has received declaration from Mr. Param Pal Singh Bal stating that he meets the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He has also given his consent to continue to act as Director of the Company, if so appointed by the members. As per Performance Evaluation Reports, the performance and contribution of Mr. Param Pal Singh Bal in terms of guidance, strategies, advices, governance, attendance, participation etc. is outstanding.

In the opinion of the Board, Mr. Param Pal Singh Bal fulfils the conditions specified under Section 149 (6) of the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for his appointment as an Independent Director of the Company and is independent of the management.

Mr. Major Gen. Param Pal Singh Bal (Retd.) aged around 65 years is a Master of Philosophy in Public Administration from Punjab University (2010). He has rich experience of thirty five years of commissioned service in Indian Army. He has experience and exposure/specialisation in administration, management, personnel, accounts and logistics. He has also served with United Nations mission in Angola in the fields of logistics. After retirement, he worked with Jaypee Himachal Cement Plant as Sr. Vice President from year 2014 to 2016 with responsibilities in the fields of Personnel and Administration. He is not related to other directors/KMP of the Company. He is not a Director in any other listed Company. The Board may note that he does not hold any shares in the Company and he is not related to any Directors/KMP of the Company.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Param Pal Singh Bal as an Independent Director. Accordingly, the Board recommends passing of the Special Resolution in relation to appointment of Mr. Param Pal Singh Bal as an Independent Director for a period upto 31st December, 2025 for the approval by the shareholders of the Company.

Except Mr. Param Pal Singh Bal, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the accompanying Notice of the AGM. This explanatory statement may also be regarded as disclosure under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

***For Item No. 6 of the Special Business:**

Keeping in view of fund requirements, the Company may accept deposits from its members and/or public as per the provisions of Section 73 and Section 76 of the Companies Act, 2013 and as per the provisions of Companies (Acceptance of Deposits) Rules, 2014. Accordingly, a resolution is required to be passed by the shareholders for authorizing the Board of Directors to accept the deposits from Members and/or public up to permissible limits. The Directors recommend the resolution as set out at Item No. 6 of the Notice for member's approval as a Special Resolution. None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise in this resolution.

***For Item No. 7 of the Special Business:**

The Board of Directors of the Company, on the recommendation of the Audit Committee, had considered and approved the appointment of M/s Khushwinder Kumar and Co., Cost Accountants (Firm Reg. No. 100123), who were eligible for being appointed as Cost Auditors of the Company for the financial year 2021-22 at a total remuneration of Rs. 50000/- (Rs. Fifty Thousand only) plus tax/GST as applicable and reimbursement of out of pocket expenses, if any. In accordance with the provisions of Section 148(3) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be approved by the shareholders of

the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 7 of the Notice for ratification and approval of the remuneration payable to the Cost Auditor for the financial year 2021-22.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 7.

Your Directors, therefore, recommend the said Resolution at Item No.7 for your approval.

Regd. Office :
Hazi Rattan Link Road, Post Box no. 71,
Bathinda-151001
Ph. : 0164-2240163, 2240443, 2211628
Fax: 0164-5003638
Website: www.bcl.ind.in, Email: info@bcl.ind.in
CIN: L24231PB1976PLC003624
Place: Bathinda (PB.)
Date: 10th August, 2021

**By the Order of Board of Directors
For BCL Industries Limited**

Sd/-

**Rajinder Mittal
Managing Director
DIN:00033082**

**Details of the Directors seeking re-appointment/appointment at the forthcoming Annual General Meeting
(In pursuance of Regulations 26(4) and 36(3) of the Listing Regulations and SS-2 on General Meetings)**

| | | | |
|--|---|---|---|
| NAME | Mr. Rajinder Mittal | Mr. Sat Narain Goyal | Mr. Param Pal Singh Bal |
| CATEGORY | Mg. Director | Whole Time Director | Independent Director |
| DIN | 00033082 | 00050643 | 09013282 |
| DATE OF BIRTH | 30.04.1959 | 05.02.1961 | 03.12.1955 |
| QUALIFICATION | B. Com. | M. COM. | Master of Philosophy in Public Administration |
| SHAREHOLDING IN THE COMPANY | 32,80,500 (13.58%) Equity Shares | 75 (0.00%) Equity Shares | NIL |
| DIRECTORSHIP/ CHAIRMANSHIP IN OTHER PUBLIC COMPANIES | NIL | NIL | NIL |
| DIRECTORSHIP/ CHAIRMANSHIP IN OTHER PRIVATE COMPANIES | Rishi Maintenance Services Private Limited, VKM Township Private Limited, Chavanrishi Resorts Private Limited, Creative Buildwell Private Limited, Gee City Builders Private Limited, Pioneer Industries Private Limited. | NIL | NIL |
| COMMITTEE POSITIONS HELD IN OTHER COMPANIES | Pioneer Industries Limited (Member In CSR Committee) | None | NIL |
| TERMS AND CONDITIONS OF APPOINTMENT/ RE-APPOINTMENT | Mr. Rajinder Mittal was appointed as Managing Director of the Company for a period of 3 years w.e.f. 13th August, 2018 at a consolidated monthly remuneration of Rs. Two Lakh Fifty Thousand as approved by the Members of the Company at 42 nd Annual General Meeting held on 26 th September, 2018. His remuneration was increased to Rs. Five Lakhs p.m. w.e.f. 03 rd August, 2020 upto end of remaining period of his tenure i.e. upto 12 th August, 2021 subject to approval of Members at 44 th Annual General Meeting. Pursuant to the recommendation of Nomination and | Mr. Sat Narain Goyal was appointed as Whole Time Director of the Company for a period of 3 years w.e.f. 13 th August, 2018 at a consolidated monthly remuneration of Rs. Fifty Thousand per month as approved by the Members of the Company at 42 nd annual General Meeting held on 26 th September, 2018. Pursuant to the recommendation of Nomination and Remuneration Committee and the Board of Directors of the Company, the consent of the Members of the Company, Mr. Sat Narain Goyal, Whole Time Director | Mr. Param Pal Singh Bal was appointed as Additional Director (Independent) of the Company w.e.f. 09 th January, 2021 and he holds office upto the date of ensuing AGM. He is proposed to be re-appointed as Independent Director of the Company for a period upto 31 st December, 2025, subject to the approval of Members at ensuing AGM. He shall not be liable to retire by rotation. He will be entitled to sitting fee for Board/Committee Meetings. |

| | | | |
|---|--|---|---|
| | Remuneration Committee and the Board of Directors of the Company, the consent of the Members of the Company, Mr. Rajinder Mittal, Managing Director of the company has been Re-appointed for a period of 3 years w.e.f. 13 th August, 2021 at a consolidated monthly remuneration of Rs. Five Lakhs as approved by the Members of the Company at 44 th Annual General Meeting held on 31 st October, 2020. | has been Re-appointed for a period of 3 years w.e.f. 13 th August, 2021 at a consolidated monthly remuneration of Rs. Fifty Thousand as approved by the Members of the Company at 44 th Annual General Meeting held on 31 st October, 2020. | |
| INTER-SE RELATIONSHIP | Mr. Rajinder Mittal is father of Mr. Kushal Mittal, Jt. MD. | Mr. Sat Narain Goyal is not related to any Directors/KMP | Mr. Param Pal Singh Bal is not related to any Directors/KMP. |
| DETAILS OF THE REMUNERATION DRAWN | The details are provided in the Corporate Governance Report forming part of Annual Report | The details are provided in the Corporate Governance Report forming part of Annual Report | The details are provided in the Corporate Governance Report forming part of Annual Report |
| NUMBER OF MEETINGS OF THE BOARD ATTENDED DURING THE YEAR AND OTHER DIRECTORSHIPS | The details are provided in the Corporate Governance Report forming part of Annual Report | The details are provided in the Corporate Governance Report forming part of Annual Report | The details are provided in the Corporate Governance Report forming part of Annual Report |
| BRIEF PROFILE AND EXPERTISE | Mr. Rajinder Mittal, aged around 61 years is a Commerce Graduate and has a wide and rich experience over and above 37 years in trade and industry. The business grew at a phenomenal pace under the vision and direction of Mr. Rajinder and is now a Rs. 1,400 crore empire. BCL has dominated its presence in Edible Oil, Distillery and Real estate. He is a pioneer in converting the non-conventional Rice Bran oil into Refined Rice Bran oil, fit for human consumption. He established the Distillery division, one among the manufacturers in India and South Asia Region to have forward and integrated distillery plants with ZERO discharge. In the real estate sector, he has been instrumental in introducing ultra-modern housing concept in the backward belt of Malwa Region of Punjab. He is member of the Board in many other companies and is a President or Member of numerous State/ Social organizations. He has consistently won many industrialist awards. He has developed vast experience in the fields of production and financial management, setting up of new projects, their modernization and expansion, viability, marketing strategies etc. | Mr. Sat Narain Goyal, aged around 59 years, is a Post Graduate in Commerce and has a vast experience of more than 32 years, in the fields of Corporate Finance, Accounts, Taxation, Audit, Corporate Fund raising and other allied financial and taxation related matters. He is not related to any director of the company. Due to his valuable advises, the Company has been able to plan, avail, utilize, create funds and finance from time to time and also create better corporate governance in the Company. | Mr. Major Gen. Param Pal Singh Bal (Retd.) aged around 65 years is a Master of Philosophy in Public Administration from Punjab University (2010). He has rich experience of thirty five years of commissioned service in Indian Army. He has experience and exposure/specialisation in administration, management, personnel, accounts and logistics. He has also served with United Nations mission in Angola in the fields of logistics. After retirement, he worked with Jaypee Himachal Cement Plant as Sr. Vice President from year 2014 to 2016 with responsibilities in the fields of Personnel and Administration. He is not related to other directors/KMP of the Company. He does not hold any shares in the Company and he is not related to any Directors/KMP of the Company. |

Regd. Office :
Hazi Rattan Link Road, Post Box no. 71,
Bathinda-151001
Ph. : 0164-2240163, 2240443, 2211628
Fax: 0164-5003638
Website: www.bcl.ind.in, Email: info@bcl.ind.in
CIN: L24231PB1976PLC003624
Place: Bathinda (PB.)
Date: 10th August, 2021

**By the Order of Board of Directors
For BCL Industries Limited**

Sd/-

**Rajinder Mittal
Managing Director
DIN:00033082**