SHREE PUSHKAR CHEMICALS & FERTILISERS LTD.
CIN: L24100MH1993PLC071376
(A Government of India Recoginsed Export House)
An ISO 9001:2008 & 14001:2004 Certified Company
Office No. 301/302, 3rd Floor, Atlanta Center, Near Udyog Bhavan,
Sonawala Road, Goregaon(East), Mumbai - 400063, India.
Tel.: + 91 22 4270 2525 • Fax: + 91 22 2850 4242
emal: info@shreepushkar.com. Website: www.shreepushkar.com

CORRIGENDUM TO THE 27TH ANNUAL REPORT OF SHREE PUSHKAR CHEMICALS & FERTILISERS LIMITED ("THE COMPANY") FOR THE FINANCIAL YEAR 2019-20.

For the Attention of the Members of the Company

The Members of the Company are requested to take note of the following as appearing hereunder with respect to and in connection to the **Corporate Governance section of the Annual Report for the financial year 2019-20: (ANNEXURE 9)**

Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part:

Name of the Company	Name of the Statutory Auditor	Fees paid for during FY 2019-20 (in INR Lakhs)		
		Statutory audit Fees	For Other Services	Total
Shree Pushkar Chemicals &Fertilisers Limited	M/s. S. K. Patodia& Co, Chartered Accountants	06.00	0.12	06.12

The said details of the Audit fee is disclosed in the Annual Report 2019-20 under **note no. 35- Other expenses**of the Standalone Financial Statements for the year ended 31st March, 2020(Page 116).

AGSI CERTIFICATION

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We further inform you that there were no fees paid to any entities in the network firm/network entity of which the statutory auditor was a part.

This corrigendum should be read in continuation of and in conjunction with the Annual report for the year 2019-20. The corrigendum to the Annual Report 2019-20 is placed on the website of the Company at https://shreepushkar.com/

Thanking you,
Yours Faithfully,
Shree Pushkar Chemicals & Fertilisers Limited

SHREE PUSHKAR CHEMICALS & FERTILISERS LTD.

Nitesh Pangle
Company Secretary & Compliance Officer

SHREE PUSHKAR
CHEMICALS & FERTILISERS LTD.

27th ANNUAL REPORT 2019-20

DYECOL
CHEMISTRY BEHIND COLORS

CIN: L24100MH1993PLC071373

CONTENTS

1. **Corporate Overview:**

- Corporate Information 3
- From the Chairman's Desk 4
- Brief Profiles of Directors and Key Managerial Personnel 6

2. **Statutory Reports:**

- Notice of Annual General Meeting 8
- Directors' Report 16
- Annual Report on CSR Activities 30
- Report on Corporate Governance 51
- Business Responsibility Report 66

3. **Financial Statements:**

- Independent Auditors' Report 74
- Balance Sheet 82
- Statement of Profit and Loss 83
- Statement of Changes in Equity 86
- Notes to the Financial Statements: 87

For more additional information about the Company log on to www.shreepushkar.com

Forward Looking Statement:

Some information in this report may contain forward-looking statements. We have based these forward looking statements on our current beliefs, expectations and intentions as to facts, actions and events that will or may occur in the future. Such statements generally are identified by forward looking words such as "believe", "plan", "anticipate", "continue", "estimate", "expect", "may" or other similar words. A forward looking statement may include a statement of the assumptions or basis underlying the forward looking statement. We have chosen these assumptions or basis in good faith and we believe that they are reasonable in all material respects. However, we caution you that forward looking statement and assumed facts or basis almost always vary from actual results, and the differences between the results implied by forward looking statements and assumed facts or basis and actual results can be material, depending on the circumstances.

CORPORATE INFORMATION

Corporate Identity Number (CIN): L24100MH1993PLC071376

BOARD OF DIRECTORS

Mr. Punit Makharia	01430764	Chairman & Managing Director
Mr. Gautam Makharia	01354843	Joint Managing Director
Mr. Ramakant Nayak	00129854	Independent Director
Mr. Dinesh Modi	00004556	Independent Director
Mr. Satpal Arora	00061420	Independent Director
Mr. Nirmal Kedia	00050769	Independent Director
Mrs. Ranjana Makharia	07708602	Non Executive Director

CHIEF FINANCIAL OFFICER
CA Ratan Jha
(up to 19th June, 2019)

COMPANY SECRETARY
CS Satish Chavan
(up to 10th January, 2020)

INTERNAL AUDITORS
M/s. AIMV & Associates

CHIEF FINANCIAL OFFICER
CA Deepak Beriwala
(Joined w.e.f. 3rd June, 2019)

STATUTORY AUDITORS
M/s. S. K. Patodia & Co.
Chartered Accountants

COST AUDITOR
Mr. Dilip Bathija
Cost Accountant

SECRETARIAL AUDITOR
M/s. DSM & Associates,
Company Secretaries

REGISTERED OFFICE:
301-302, 3rd Floor, Atlanta Center,
Near Udyog Bhavan Sonawala Road,
Goregaon East, Mumbai - 400 063,
Maharashtra, India.
Tel:+91–22–42702525.

BANKERS:
1. State Bank of India
2. Axis Bank Limited
3. IDBI Bank Ltd

FACTORIES & PLANT:

Unit No.I
B-102/103, MIDC, Lote Parshuram,
Taluka Khed, Dist. Ratnagiri,
Maharashtra, India.

Unit No.II
D-25 MIDC Lote Parshuram,
Taluka Khed, Dist. Ratnagiri,
Maharashtra, India.

Unit No.III
B-97, MIDC Lote Parshuram,
Taluka Khed, Dist. Ratnagiri,
Maharashtra, India.

Unit No.IV
D-18 MIDC Lote Parshuram,
Taluka Khed, Dist. Ratnagiri,
Maharashtra, India

REGISTRAR AND TRANSFER AGENT:
Bigshare Services Private Limited
1st Floor, Bharat Tin Works Building,
Opp. Vasant Oasis Apartments,
Next to Keys Hotel, Marol Maroshi Road,
Andheri (East), Mumbai – 400 059,
Maharashtra, India.
Tel: + 91 22 6263 8200
E-mail: investor@bigshareonline.com

The Annual Report copy will be available on Company's website address at http://shreepushkar.com/investor-center/ to download and for information purpose.

From the Chairman's Desk . . .

Dear Shareholders,

I hope that you all, along with your family members and your near & dear ones are in good health in the current pandemic atmosphere.

I welcome you all to the 27th Annual General Meeting of Shree Pushkar Chemicals & Fertilisers Limited. I would like to thank you all for sparing your valuable time to be with us today, and for your continued faith in the Company. I am greatly honored and feel obliged by the trust and confidence reposed by you all in our company and the Board of Directors.

Before I start with the performance of your company, I would like to briefly dwell upon the current situation caused by the Pandemic as a result of the corona virus (COVID-19) that has drastically affected not only our Country but the entire world at large. As you all know that though, the precautionary measures most aptly initiated by the government in terms of Lockdowns, social distancing, and like measures, as of paramount necessity for the occasion, has put the entire economy into a most challenging situation. As you would recall, the first lockdown in the country was enforced by our Government on 20th March 2020. But, even prior to this around mid-December 2019, the first attack of corona virus was felt in China. China as we all know in general, is not only one of the major players globally in the chemicals Industry, but is also the largest player in our specific segment of Dyes & Intermediates.

Since the announcement of the first lockdown, within these last 5 to 6 months, the lockdowns went on being extended as per need of the situation, resulting in an atmosphere of fear and uncertainty. All economic activities in terms of manufacture, services as also trade and commerce, right up to the grass root levels, have been severely affected mainly on account of the abrupt shutdowns that have been clamped, including the commuting and transport systems. This precarious situation has also resulted in a panic, more severely felt by the migrant workers who fled away from their work places mostly Industrial cities & towns, to their hometowns. We all know the economy is taking a hard hit, the worst of the century and this is affecting each one of us. Within this gloom, the Farming and Agriculture sector which was declared as essential service was the only activity that continued operations and served as the main life-line for the entire population. And now over the last 2 months, the government has been most cautiously, relaxing the severity of the precautionary measures enforced, however, with the corona virus attacks continuing to relapse wave by wave, have continued to keep the general public under fear and great uncertainty.

During this period, your Board of Directors met on video conference twice, when various aspects of the working of your Company has been discussed, to plan out the most optimum approach suited for the Company to face this situation. Considering the limited means available, we have to the extent possible brought in strict austerity measures, as also adopted, to the extent possible, the concept of ***"work from home"*** to keep things moving to the maximum extent. I am glad to say that in this situation, our fertiliser and cattle feed divisions have proved as a silver lining and have been continuously in operation, barring a few weeks in the initial period of April, 2020.

Now, since mid-June, we have slowly started our other divisions namely Dyes & intermediates and we hope to come back to normalcy at the earliest possible time. I like to assure you that we are constantly monitoring and reviewing the situation as it unfolds, by keeping in mind our top priority to continue our pursuit at improvement in the working of your company, to serve our shareholders, employees, customers and last but not the least the *community* members with compassion and support. I wish to assure you all that we would leave no stones unturned to meet this goal.

Coming down to the performance of your company during FY2020, the same has been detailed in a comprehensive manner in the Annual Report that is already with you. As you will observe that there has been a decline in the sales during the year by about 28.5%which includes a decline in our exports by 23%, as compared to last year. This decline has been mainly on 3 counts.

i. Firstly, you may recall that as I had announced last year, we had taken up repairs & renovation of our dye-intermediate plants at unit No.1, since these plants were quite old and needed major repairs & makeovers. For this purpose, we had already estimated a decline in our top line by about Rs.65 Crs. We have However, made good use of this opportunity to carry out some modernization in these plants as also built in a certain degree of fungibility within the plants to have better flexibility in operations between the product-lines to ensure optimum capacity utilization based on the individual product demands arising at different points of time.

ii. The second reason has been the slowdown in the economy during the year, starting from the beginning of the 2nd quarter and extending throughout the year. This has resulted, not only in a slowdown of demand in the dyes and intermediates segments but also a compression in the price realizations.

iii. And lastly the effect of the COVID-19 pandemic during the last quarter, which witnessed a slowdown, beginning from early January 2020 resulting in total closedown of operations by mid March2020.

The performance in our fertiliser Division has however witnessed better operations on account of a fairly good monsoon during the year, resulting in improved performance as compared to the preceding year. Likewise, improvement in the performance of our subsidiary company M/s Kisan Phosphates Private Limited (hereinafter the "KPPL"), which has clocked a gross utilisation of 65% of the installed capacity, has added to the overall performance taking the consolidated Sales of your company to Rs.349.65 Crs & Profit-after-tax to Rs.35.64 Crs. for the year.

Inspite of the odds, the cash accrual during the year has been at Rs.40.02 Crs as against Rs.44.68 Crs last year. Thus, inspite of lower sales, we have been in a position to mitigate the impact to a great extent by way of lower raw material cost vis-à-vis lower cost of manufacture.

Coming to the current stage of the expansion projects in hand, I wish to bring to your knowledge the following:

1. The revamping of our unit-1, at the estimated cost of Rs.5.0 Crs. has been completed and the plants are currently operating satisfactorily.
2. As regards the implementation of our 5th unit of the estimated cost of Rs.75 Crs, at Plot No.D-10 in MIDC Lote, we have already received the clearance from MPCB for the inorganic products and with regard to the organic products we have received afresh TOR for the new location and we have also put up the final application for EC to the SEIA and expect the clearance very shortly. In the meanwhile, we have already placed orders for all major machinery &equipments and which are now in the final stages of completion. We therefore propose to commission these plants beginning from January 2021 onwards.
3. In M/s. Kisan Phosphates Private Limited our associate company, the installation of a 200TPD granulation plant has been carried out. The existing granulation capacity at KPPL was only of 100 TPD, with this addition the capacity output of granulated SSP thus stands balanced.
4. I am also happy to announce that our proposal for acquiring one more SSP manufacturing company namely Madhya Bharat Phosphates Private Limited, (hereinafter "MBPL") in the state of Madhya Pradesh, through NCLT under the IBC code, has been successful, and the final orders of NCLT in this behalf has been received in our favor. We have already taken over possession of the Company. I may mention that the main plant of 1,50,000 MTA capacity at dist. Jhabua has already been repaired, overhauled and has been commissioned in mid-June 2020 and is currently in production. Further I may state that at MBPL one more plant of a smaller capacity of 50,000 MTA exists at Bhopal, which we had originally proposed to dispose of. On a second thought however, we have now proposed to repair the same for which all necessary steps have been initiated and the said plant is slated to be commissioned by the beginning of the next season.

Thus with this acquisition, we have an overall installed capacity of 4,00,000 MTA of SSP and added with our auxiliary products of "Dharti-Ratan" & "Pashu Ahar" we are poised to cover up a major portion of the western belt of the country starting from Western UP in the north, through Himachal Pradesh, Haryana Rajasthan, MP, Chhattisgarh, Gujrat, Maharashtra and reaching right up to Goa and Karnataka in the south. This would make our presence quite significant in the Fertiliser market of the country.

The total investment in MBPL, which was originally estimated at Rs.28.20 Crs and was to be met through internal accruals has now been pruned down to Rs.17.10 Crs the balance being met by way of term loan of Rs10.00 crs from the bank. Thus, with our original entry in the fertiliser division in a small way in 2012, the division has become a full-fledged Product vertical, which is expected to contribute over 25% of our consolidated top line.

Finally, I would like to submit that considering the current position of the effects of the COVID pandemic on the current economy, our proposed project of getting into Non-Conventional Energy, by installing a 2.5 MWp solar power plant to meet our captive needs through "Open Access scheme" of the government, has currently been stalled. We propose to take up the same at an appropriate time in the near future, when the economy normalizes.

I also wish to submit that considering the current economic position of the country, with a view to conserve on the available resources, your Board of Directors has decided not to consider payment of any further dividend during the current year.

I once again thank you for your support and I sincerely look forward to your continued support in the future as well. I also express my heartfelt thanks to my colleagues and team at Shree Pushkar without whose active support; it would not have been possible to reach the current stage.

Wishing all of you a very good health! Stay safe! Stay fit!

Thank You,

Punit Makharia
Chairman & Managing Director

Brief Profiles of Directors and Key Managerial Personnel:

Mr. Punit Makharia

Chairman & Managing Director

Aged 49 years, a resident Indian national, is the Chairman and Managing Director of our Company. He is one of the Promoters of our Company and has been a Director in our Company since its incorporation. He holds a Bachelor's degree in Commerce from Mumbai University. He has more than two decades of experience in the chemical industry and specializes in the sector of dyes, dye intermediates and fertilizers. He is the guiding force behind the strategic decisions of our Company and has been instrumental in planning and formulating the overall business strategy and developing business relations for our Company.

Mr. Gautam Makharia

Joint Managing Director

Aged 46 years, a resident Indian national, is the Joint Managing Director of our Company. He is one of the Promoters of our Company and has been a Director in our Company since its incorporation. He holds a Bachelor's degree in Electronics and Telecommunications from Mumbai University and Master's degree in Business Administration from Manchester Business School, University of Manchester, United Kingdom. He has more than 16 years of experience in the chemical industry and specialises in the sector of dyes, dye intermediates and fertilizers. He is responsible for the production and quality control maintained by our Company at our manufacturing facilities situated in Lote Parshuram, Ratnagiri, Maharashtra. He also assists in formulation of corporate policy and strategies for our Company.

Mr. Ramakant Nayak

Independent Director

Aged 75 years, a resident Indian national, is a Non-Executive and Independent Director on the Board of our Company. He holds a Bachelor's degree in Science from Karnataka University, a Bachelor's degree in Law from University of Mumbai and a Diploma in Marketing and Advertising from Rajendra Prasad College of Mass Communications & Media. He is an associate member of The Indian Institute of Bankers. He has more than four decades of experience in the financial services industry particularly commercial banking, manufacturing industry and realty industry.

Mr. Dinesh Modi

Independent Director

Aged 69 years, is a Non-Executive and Independent Director on the Board of our Company. He holds a Bachelor's degree in Commerce from University of Bombay. He is also a law graduate from University of Bombay. He is a fellow member of the Institute of Company Secretaries of India. He has about four decades of experience in the field of corporate compliance and secretarial practice.

Mr. Satpal Kumar Arora

Independent Director

Aged 61 years, is a Non-Executive and Independent Director on the Board of our Company. He holds CAIIB (Both Parts) Indian Institute of Bankers along with he has also completed M.com CS, CMA, LLB, Insolvency Professional etc. He is Managing Committee Member of PHD Chamber Of Commerce. He has about 35years of experience in the field of corporate industry as a Director, Company Secretary, Headed Internal Audit, Corporate Advisory Department and Vigilance Department, Project financing, loan restructuring etc. also handled BIFR cases and litigation matters.

Mr. Nirmal Kedia

Independent Director

Aged 50 years, a resident Indian national, is a Non-Executive and Independent Director on the Board of our Company. He holds a Bachelor's degree in Commerce from University of Bombay. He has more than two decades of experience in the field of Management, Finance, Chemicals, Castings, Engineering, Construction and Software Industry.

Mrs. Ranjana Makharia

Non-Executive Director

Aged 47 Years, resident Indian national and she is Non-Executive Women Director on the Board of our Company. She is one of promoters of the Company and has joined our Company on 10th February, 2017 as Women Director. She holds Bachelor Degree in Arts (Economics) from Mumbai University. She also has an advance degree in practicing Emotional freedom technique (EFT) and is a certified Clinical Hypnotherapist. She is a very good CSR activist in the field of Education and EFT to below poverty lines since last 15 years and will be assets to the Company in the field of human resources purpose.

Mr. Soumendra Nath Sengupta

Associate Director

Aged 75 years is Associate Director - (Corporate Planning, Financial Planning, Project Implementation) of our Company. He holds a Bachelor's degree in Science from University of Bombay. He has also done Post Graduation Diploma Course in Business Management from Marathwada University. He is an Associate Member of the Indian Institute of Chemical Engineers since 1986. He has an experience of around 34 years in project financing and techno economic feasibility studies of industrial projects, and has also played a major role in setting up a merchant banking division in Maharashtra State Financial Corporation. He joined our Company as a consultant on August 1, 2007. Prior to joining our Company, he was working with Maharashtra State Financial Corporation and held various senior positions in the organizations like Regional Manager and also officiated as Zonal Manager and Chief of technical wing until his retirement from MSFC.

Dr. N. N. Mahapatra,

(Business Head – Dyes)

Aged, 61 years is the Business Head (Dyes) of Our Company. Dr. Mahapatra is a B.Sc (Tech) in Textile Chemistry from UDCT, (now ICT) Mumbai. He also holds M.Sc and Doctorate in Applied Chemistry from Utkal University, Orissa. He did his M.B.A from I.M.M, Kolkata. He joined our Company on 1st August, 2018 as Business Head (Dyes). Dr. Mahapatra is having 35 years of experience in textile industries in India and abroad. He has worked in all big textile houses like Birla's (Both Aditya Birla and KK Birla group), Reliance Industries Ltd, Raymond (Kenya) Churchgate Group (Nigeria) etc. in various senior capacities.

Mr. Deepak Beriwala

Chief Financial Officer

Aged 32 years is the Chief Financial Officer of our Company. He holds a bachelor's degree in commerce from University of Rajasthan. He is a qualified Chartered Accountant and Company Secretary. He joined our Company on June 03, 2019 as Chief Financial Officer. He has an experience of more than 6 years in finance, accountancy and taxation. Prior to joining our Company, he was working with one of the reputed Shipping industry in Mumbai, where he gained experience in various corporate and strategic business activities along with handling his core domain of accounts, audit and assurance

NOTICE OF 27th ANNUAL GENERAL MEETING

Notice is hereby given that the **27th Annual General Meeting** of the members of the Company **Shree Pushkar Chemicals & Fertilisers Limited** will be held on **Saturday** the **31st October, 2020,** at **3.00 p.m.** through Video Conferencing / Other Audio Visual Means facility to transact the following businesses whereas the venue of the meeting shall be deemed to the Registered Office of the Company situated at **301/302, 3rd Floor, Atlanta Center, Sonawala Road, Goregaon (East), Mumbai – 400 063, Maharashtra, India.**

ORDINARY BUSINESS:

1. Adoption of Annual Audited Financial Statements and Report thereon:

To receive, consider and adopt

a) The audited financial statements of the Company for the Financial Year ended on March 31, 2020 together with the Reports of the Board of Directors' and the Auditors' thereon.

b) The audited consolidated financial statements of the Company for the Financial Year ended on March 31, 2020 and the reports of auditors' thereon.

2. Appointment of Director in place of those Retiring by Rotation:

To appoint a Director in place of Mr. Ranjana Makharia (DIN: 07708602), who retires by rotation and being eligible, offers herself for re-appointment;

3. Appointment Of Director in place Of those Retiring By Rotation:

To appoint a Director in place of Mr. Gautam Gopikishan Makharia (DIN: 01354843), who retires by rotation and being eligible, offers himself for re-appointment;

SPECIAL BUSINESS:

4. Ratification of Remuneration to Cost Auditors for the Financial Year ending 31st March, 2021:

To consider and if thought fit, to pass with or without modification(s), the following as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration payable to M/s. Dilip Bhathija & Co., Cost Accountants, (Firm Registration No.10904), appointed by the Board of Directors of the Company, on the recommendations of the Audit Committee, to conduct the Cost Audit of Cost Records of the Company as prescribed under the Companies (Cost Records and Audit) Rules, 2014, for the Financial Year ending on March 31, 2021, amounting to Rs.50,000/- (Rupees Fifty Thousand Only) plus applicable taxes and reimbursement of out of pocket expenses incurred in connection with the audit, be and is hereby ratified and confirmed.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby severally authorised to settle any question, difficulty or doubt, that may arise in giving the effect to this resolution and to do all such acts, deeds, and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

By Order of the Board of Directors of
Shree Pushkar Chemicals & Fertlisers Limited

Sd/-
Punit Makharia
Chairman & Managing Director
DIN: 01430764.

Date: 2nd September, 2020.
Place: Mumbai

Registered Office:
301/302, 3rd Floor, Atlanta Center,
Near Udyog Bhavan, Sonawala Road,
Goregaon (East), Mumbai – 400 063,
Maharashtra, India.

NOTES:

1. In view of the outbreak of the COVID-19 pandemic, social distancing norm to be followed and the continuing restriction on movement of people at several places in the country and pursuant to General Circular No.14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020, respectively, issued by the Ministry of Corporate Affairs ("MCA Circulars"), Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 issued by the Securities and Exchange Board of India ("SEBI Circular") and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the 27st AGM of the Company is being conducted through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") Facility, which does not require physical presence of members at a common venue. The deemed venue for the 27st AGM shall be the Registered Office of the Company.

2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of Listing Regulations, as may be amended and MCA Circulars, 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 Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting, participation in the AGM through VC/OAVM and the e-voting system on the date of the AGM will be provided by CDSL.

3. For convenience of the members and proper conduct of the AGM, Members can login and join AGM in the VC/OAVM mode at least 15 (fifteen) minutes before the time scheduled of the commencement of the Meeting by following the procedure mentioned below. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on First Come First Served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to MCA Circular No.20/2020 dated May 05, 2020 read with Circular No.14/2020 dated April 08, 2020, as the AGM shall be conducted through VC/ OAVM, the facility for appointment of proxy by the members to attend and cast vote for the members is not available for this AGM and hence the proxy form and attendance slip including Route Map are not available. However, in pursuance of Section 113 of the Companies Act, 2013, the Body Corporates member/ institutional members are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate and cast their votes through e-voting. Accordingly, Institutional / Corporate Members are requested to send a scanned copy (PDF / JPEG format) of the Board Resolution authorising its representatives to attend and vote at the AGM, pursuant to Section 113 of the Act, at cosec@shreepushkar.com or www.shreepushkar.com

ELECTRONIC DISPATCH OF ANNUAL REPORT AND PROCESS FOR REGISTRATION OF EMAIL ID FOR OBTAINING COPY OF ANNUAL REPORT:

6. In line with the MCA General circulars No.20/2020 dated 5th May, 2020 issued by MCA and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 issued by SEBI, owing to the difficulties involved in dispatching of physical copies of the Annual Report for the Financial Year 2019-20 and the Notice of AGM, the same are being sent in electronic mode to Members whose names appear on the Register of Members/ List of Beneficial owners as received from M/s. Bigshare Services Private Limited (RTA) and whose email address are available with the RTA, the Company or the Depository Participant(s) as on 2nd October, 2020. Member may note that Notice of AGM and Annual Report 2019-20 can also be accessed from the website of the Company and BSE Limited at www.shreepushkar.com and www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com .

7. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Annual General Meeting ('AGM') and the relevant details of director seeking appointment and re-appointment as required under Regulation 26(4) and Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and as required under Secretarial Standards -2 on General Meetings issued by the Institute of Company Secretaries of India is annexed thereto.

8. In terms of the SEBI Listing Regulations, securities of listed companies can only be transferred in dematerialized form with effect from 1st April, 2019. In view of the above, Members are advised to dematerialize shares held by them in physical form.

9. Members holding the shares in physical form are requested to notify immediately any update/change of address and/or details of PAN and Bank account to M/s. Bigshare Services Private Limited, the Registrar and Share Transfer Agent of the Company. In case shares held in dematerialised form, the information regarding change/update of address, details of bank and PAN should be given to their respective Depository Participant.

10. In case of joint holders attending the meeting, the members whose name appears first holder in the order of names as per Register of Members of the Company will be entitled to vote.

11. The Register of Members and Share Transfer Books of the Company will remain closed from **25th October, 2020 to 31st October, 2020** (both days inclusive) for the purpose of AGM.

12. Members who wish to claim dividends, which have remained unclaimed, are requested to contact the Secretarial Department, at the Registered Office of the Company or office of the Registrar and Share Transfer Agent (RTA) of the Company i.e. M/s. Bigshare Services Private Limited. Members are requested to note that dividends not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account will be transferred to the Investor Education Protection Fund (IEPF), as per provisions of Section 124 of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) for the time being in force). Shareholders are requested to ensure that they claim the dividend before transfer of any of the said amount to IEPF Authority. The Company has uploaded the information of unclaimed/ unpaid dividend in respect of the Financial years on the website of IEPF viz. "www.iepf.gov.in" and under "Investor Relations" Section on the website of the Company viz. www.shreepushkar.com."

13. The Board of Directors has appointed M/s. DSM & Associates, Company Secretaries, as the Scrutinizer to scrutinize the votes cast through the e-voting system at the meeting and remote e-voting process in a fair and transparent manner.

14. The Members, whose names appear in the Register of Members / List of Beneficial Owners as on **23rd October, 2020** ("Cut-off date"), are entitled to avail the facility of remote e-voting as well as e-voting system as on the date of the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.

15. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. **23rd October, 2020** (Friday) shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting system on the date of the AGM by following the procedure mentioned below.

16. The remote e-voting period will commence at **9.00 a.m.** on **28th October, 2020** and will end at **5.00 p.m.** on **30th October, 2020**. In addition, the Members attending the AGM who have not cast their vote by remote e-voting shall be eligible for e-voting at the AGM. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given hereinafter.

PROCEDURE FOR INSPECTION OF DOCUMENTS:

17. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, Register of Contracts or Arrangements maintained under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode, basis the request being sent on **www.shreepushkar.com**

18. Instructions for members for Remote E-voting:

(i) The voting period begins at **9.00 a.m.** on **28th October, 2020,** and ends at **5.00 p.m.** on **30th October, 2020**. During this period the shareholder of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e. 23rd October 2020, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) The shareholders should log on to the e-voting website www.evotingindia.com

(iii) Click on Shareholders module

(iv) Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's **EASI/EASIEST** e-services, you can log-in at https://www.cdslindia.com from Login - Myeasi using your login credentials. Once you successfully log-in to CDSL's **EASI/EASIEST** e-services, click on **e-Voting** option and proceed directly to cast your vote electronically.

(v) Next enter the Image Verification as displayed and Click on Login.

(vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

	For Shareholders holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(x) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xi) Click on the EVSN for the relevant <SHREE PUSHKAR CHEMICALS AND FERTILISERS LIMITED> on which you choose to vote.

(xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xvii) If a demat account holder has forgotten the login password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

(xix) **Note for Non – Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; **cosec@shreepushkar.com** and/or **sanam.u@dsmcs.in** (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

19. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

i. **For Physical shareholders** - Please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA at **cosec@shreepushkar.com/Investor@bigshareonline.com**.

ii. **For Demat shareholders** - Please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to Company/RTA at **cosec@shreepushkar.com** / **Investor@bigshareonline.com**.

iii. The Company/RTA shall co-ordinate with CDSL and provide the login credentials to the above mentioned shareholders.

20. <u>INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM:</u>

i. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at https://www.evotingindia.com under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.

ii. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

iii. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

iv. Please note that participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

v. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cosec@shreepushkar.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cosec@shreepushkar.com. These queries will be replied to by the Company suitably by email.

vi. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

21. INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM:-

i. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.

ii. Only those shareholders, who are present in the AGM through VC/OAVM 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 system available during the AGM.

iii. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

iv. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

22. FOR ASSISTANCE / QUERIES FOR E-VOTING ETC.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or call 1800225533.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Kunal Parmar, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call 1800225533.

OTHER INSTRUCTIONS

i. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 23rd October, 2020 (Friday).

ii. The scrutinizer shall after the conclusion of e-voting at the AGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days from the date of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same and the Chairman or the person authorized by him in writing shall declare the result of the voting forthwith.

iii. The results declared along with the report of the scrutinizer shall be placed on the website of the Company http://www.shreepushkar.com/investorrelations/annualreport.php and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorised by him in writing. The results shall also be immediately communicated to the BSE Limited and NSE, Mumbai.

iv. Statutory auditors ratification: The requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General Meeting is done away with vide notification dated May 7, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of Auditors, who were appointed in the Annual General Meeting, held on August 10, 2016.

Explanatory Statement

As required by Section 102 of the Companies Act, 2013 ("the Act"), the following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

Item No.3:

In pursuance of Section 148 of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the Company is required to appoint a cost auditor to audit the cost records of the Company.

On the recommendation of the Audit Committee, the Board has considered and approved the appointment of Mr. Dilip Bathija & Co., Cost Accountants, as the cost auditor for the financial year 2020-21 at a remuneration of Rs.50,000/- (Rupees Fifty Thousand Only) per annum, plus applicable taxes and reimbursement of out of pocket expenses incurred in connection with the audit.

The Board recommends this resolution set out at item no.3 of the Notice for the approval of the Members

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.

By Order of the Board of Directors of
Shree Pushkar Chemicals & Fertlisers Limited

Sd/-
Punit Makharia
Chairman & Managing Director
DIN: 01430764.

Place: Mumbai
Date: 2nd September, 2020.

Registered Office:
301/302, 3rd Floor, Atlanta Center,
Near Udyog Bhavan, Sonawala Road,
Goregaon (East), Mumbai – 400 063,
Maharashtra, India.

"Annexure - A "

Details of Director Seeking Appointment/Reappointment at the Annual General Meeting

Name	Mr. Ranjana Punit Makharia	Mr. Gautam Gopikishan Makharia
DIN	07708602	01354843
Date of Birth	23/02/1973	06/09/1973
Age	47 Years	46 Years
Qualification	B.A. (Economics), EFT	B.E., MBA
Experience	More than 15 years	More than 26 years
Date of appointment on the Board of the Company	10/07/2017	29/03/1993
Nature of expertise in specific functional Areas	She has vivid expertise in the field of Practicing Emotional Freedom Technique and Certified Hypnotherapist. She has very good CSR activity in the field of education and EFT.	He is an expert in the field of Accounts, Banking, Sales, project planning implementation, production, management and control.
Name(s) of other Companies in which Directorship held	-	Kisan Phosphates Pvt Ltd Kleur Speciality Chemicals Pvt Ltd
Name(s) of other Companies in which he/she is Chairman / Member of the Committee(s)	NIL	Nil
No. of shares held of Rs.10/- each	4,14,647	53,59,004
Relationship with other directors, manager and other Key Managerial Personnel of the Company	Wife of Punit Makharia and Sister in law of Gautam Makharia and promoter.	Brother of Mr. Punit Makharia and Promoter.

DIRECTORS' REPORT AND MANAGEMENT DISCUSSION & ANALYSIS REPORT

To,
The Members,
Shree Pushkar Chemicals & Fertlisers Limited

Your Directors have pleasure of presenting before you the 27th Annual Report of your Company along with the Audited Accounts of the Company for the financial year ended 31st March, 2020. The Management Discussion and Analysis is also included in this report.

1. Summary Of Financial Results:

The Company's financial performance, for the year ended 31st March, 2020 is summarized below:

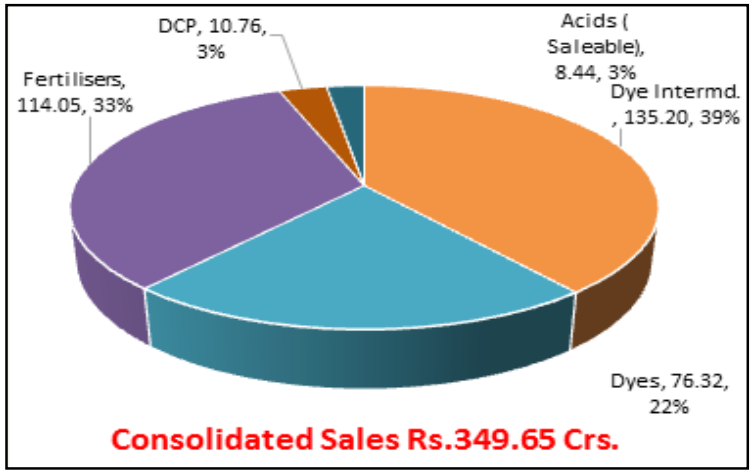
(Rupees in Lacs)

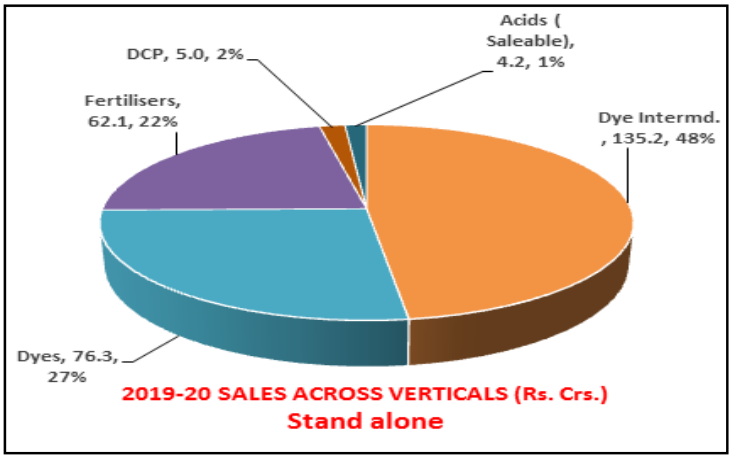
PARTICULARS	YEAR ENDED 31/03/2020 Consolidated	YEAR ENDED 31/03/2020 Standalone	YEAR ENDED 31/03/2019 Consolidated	YEAR ENDED 31/03/2019 Standalone
Total Revenue	34,965.40	28,767.94	45433.85	40261.60
Profit Before Interest, Depreciation & Tax	5,350.22	4,414.81	6952.36	6092.06
Depreciation for the year	1,145.47	898.75	996.17	821.44
Interest Cost	212.93	107.90	371.38	200.94
Profit Before Taxation	**3,991.82**	**3,408.16**	**5584.81**	**5069.68**
Provision for Income Tax	620.65	564.00	905.96	799.91
Provision for Deferred Tax	-192.62	-258.39	592.96	623.23
MAT Credit Entitlement availed	-	-	-	-
Profit After Taxation	**3,563.79**	**3,102.55**	**4085.89**	**3,646.54**
Add: Profit Brought Forward from Previous Year	17,796.80	17,019.14	13,710.91	13,372.60
Less: Dividend Including Dividend Distribution Tax	-741.47	-741.47	-	-
Less: Debenture Redemption Reserve	-246.00	-	-	-
Balance carried to Balance Sheet	**20,373.14**	**19,380.22**	**17,796.80**	**17,019.14**
RATIOS:				
(i) Debtors Turnover (Times)	4.52	4.55	4.62	4.50
(ii) Inventory Turnover (Times)	3.45	6.29	7.29	11.4
(iii) Interest Coverage Ratio	25.16	40.89	24.30	30.45
(iv) Current Ratio	1.43	1.60	2.21	3.03
(v) Debt Equity Ratio	0.02	0.07	0.03	0.00
(vi) Operating Profit Margin (%)	11.42%	11.85%	12.30%	12.70%
(vii) Net Profit Margin (%)	10.19%	10.78%	9.00%	9.10%

2. Operations Of Company And Subsidiary Company:

During the year under review, the Consolidated Revenue from operations of your company has been at Rs.34,965.40 lacs, a decline of 23 % over the preceding year's revenue of Rs.45,433.85 Lacs. The Sales contribution from M/s Kisan Phosphates Private Limited (KPPL) our fully owned subsidiary, has been at Rs.6,197.46lacs, as against Rs.5,726.27 lacs achieved in the preceding year recording an improvement of 19.8%.

The Sale of fertiliser in KPPL has been commendable recording a sale of 64,045 MT at Rs.51.97 Crs in Fertilisers, clocking an average utilisation of 64%.





In addition, a further quantity of 2,057 MT of DCP and 7,738 MT of Acid was sold in KPPL at a sale value of Rs.9.97Crs.

As regards the standalone performance of your company the gross receipts have been at Rs. 28,767.94 lacs a decline of 28.5 % over the preceding year. The exports during the year, contributed by the Dyes and Intermediates divisions, have been at Rs.7,250.00 Lacs, as against Rs. 9,154.00 lacs last year a decline of 23%. Our imports, have been mainly in terms of Rock Phosphate for our fertiliser Division and to a lesser extent of certain fine chemicals for our intermediates' division, totally amounting to Rs.6128 lakhs.

The decline in sales during the year has been mainly on three counts: Firstly, the partial shutdown for revamping of our Dye-intermediate plants at unit No.1, which have been between 15 to 20 years old and essentially needed major overhauling and repairs including structural repairs. The impact of these shut downs, on the top line, has been at around Rs.65 Crs. This has however been a planned move considering the overall life and longevity of these plants. During this revamping, certain innovations and modifications in the plants have also been carried out incorporating modernization as also a certain degree of fungibility within the plants to have better flexibility in operations between the product lines to ensure optimum capacity utilisation based on the demand fluctuations from time to time for these individual dye-intermediates.

The Second most important factor for the decline has been the slowdown in the overall economy during the year, beginning from the 2nd Qrt of FY 2019-20 and extending throughout the year. This slowdown witnessed globally including India, has resulted not only in lowering of demands but also a compression on the price realizations, which impacted the performance, typically in the Dyes and Intermediates divisions. And finally added to these two factors has been the Impact of the pandemic triggered by COVID-19,which began from the second half of Q4 and continues till date. The devastating effects of the pandemic in terms of overall lockdown imposed on all operational systems including production, transport, logistics, etc. has resulted in an unprecedented hit on the overall trade & commerce, bringing it down to a near halt position, not only in the country but affecting throughout the globe, of which we all are aware.

The standalone vertical wise quantitative Sales for the FY2019-20 vis-à-vis that of FY 2018-19 is as under:

VERTICALS	FY 2019-20		FY 2018-19		Growth		FY 2019-20	FY 2018-19
	Sales Qty MTA	Amt Rs. Crs.	Sales Qty MTA	Amt Rs. Crs.	Volume	Revenue	% share in Revenue	
Dye Intermediates.	4,545	135.2	6,433	226.78	-29%	-40%	48%	57%
Dyes	2863	76.32	3672	109.07	-22%	-30%	27%	27%
Fertilisers	60,480	62.08	33,436	47.83	81%	30%	22%	12%
Cattle feed supplement	1614	5.00	2,070	5.99	-22%	-17%	2%	1%
Acids	6,398	4.23	8,085	8.86	-21%	-52%	1%	2%
Others		1.53		1.67			1%	0%
Total		**284.36**		**400.2**			**100%**	**100%**

Note: The average utilisation of the Acid Division has been above 90%, the figures of utilisation as mentioned above are the figures of acid sold, after meeting captive consumption.

The overall capacity utilisation of the Dye-intermediate division has been around 77% as against 96% during the preceding year, however in view of the captive consumption of intermediates for manufacture of Dyes; the saleable volumes have been comparatively low as brought out aforesaid.

The Sales of fertiliser of your company on a standalone basis has been at 60,480 MT as against 41,702 MT during the preceding year, the same has had a fairly good performance, on account of the satisfactory monsoon. The individual sales of the products with regard to the Fertiliser division, have been as under:

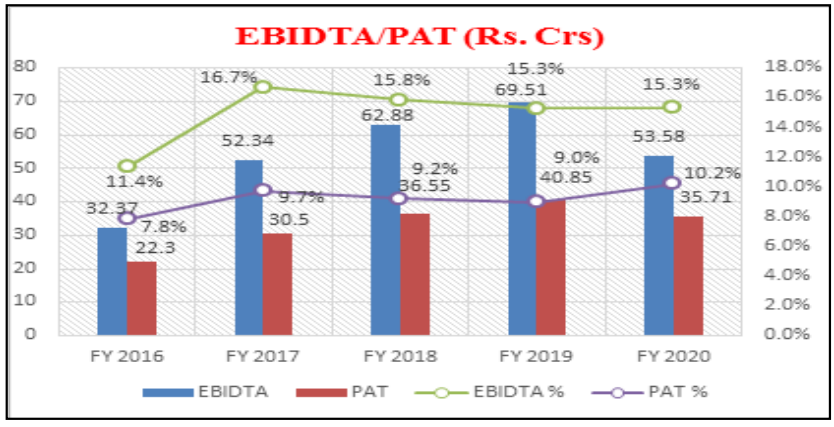
		FY 2019-20				FY 2018-19			
Verticals	**Pro Rata Capacity MTA**	**Sales Qty MTA**	**Capacity utilisation**	**Amt Rs. Crs.**	**Avg. price Realisation Rs. lacs/ MT**	**Sales Qty MTA**	**Capacity utilisation**	**Amt Rs. Crs.**	**Avg. price Realisation Rs. lacs/ MT**
SSP	1,00,000	53,536	**53.50%**	43.77	**0.08**	33,437	**33.40%**	26.14	**0.08**
SOP	20,000	4,345	**21.70%**	15.27	**0.35**	5,349	**26.70%**	17.78	**0.33**
NPK	18,000	1,612	**9.00%**	2.43	**0.15**	2,105	**11.70%**	3.4	**0.16**
SC	12,000	987	**8.20%**	0.6	**0.06**	811	**6.80%**	0.52	**0.06**
Total	**1,50,000**	**60,480**		**62.08**		**41,702**		**47.84**	

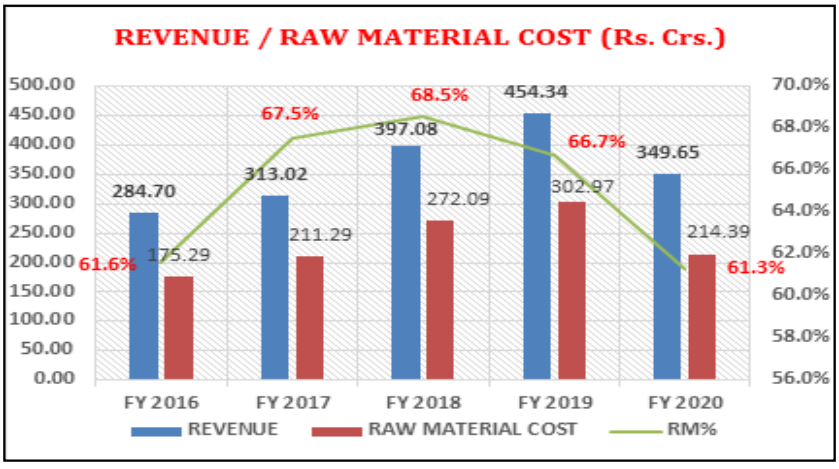
As regards the cattle feed division which is operated only to the extent of utilising of the spent acid generations from the Dye-intermediates division, has achieved a sale of 1,614 MT at a capacity utilisation of 36% as against 2070 MT at a utilisation of 46% during the preceding year.

Finally, with regard to the Acid division, in view of the increase in captive consumption on account of better capacity utilisation of theFertiliser divisions, there has been a corresponding reduction in sales volume of acid, though the overall capacity utilisation remained at around 90%.

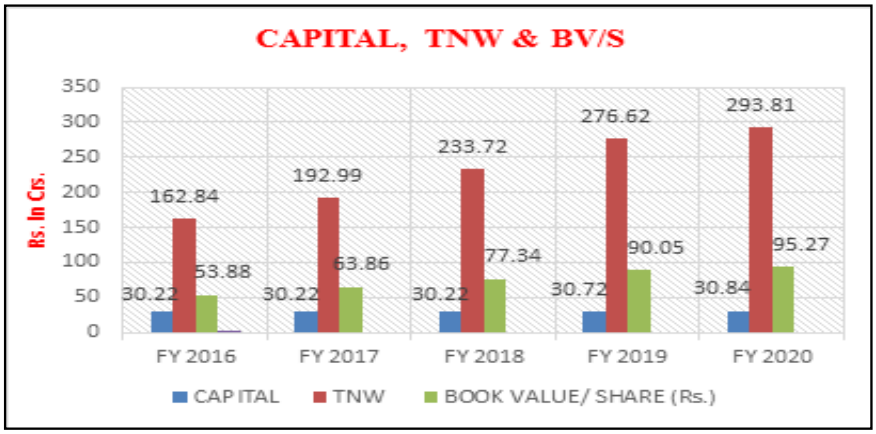
3. Operational Performance During The Last 5 Years:

Viewing the operational performance over the years, the company has till last year been maintaining steady progress over the years in terms of sales and profits. However, on account of the planned revamping of the Dye-intermediate plants during the year, has resulted in the decline in the Sales vis-à-vis the profits. However, the Company has still been maintaining its operational efficiency as can be observed from the cost of Raw material to sales and the Profitability margins such as EBIDTA margin and PAT margin.





With continues efforts on improvement in process yields, better cost control by way of better inventory management, has reflected in terms of reduction in the raw material cost from 68.5% in FY2018 to 62.5% during FY 2020. With better operational efficiency the EBIDTA margins have also been maintained at 15.3% as achieved during the preceding two years.The PAT margin has also improved to10.2% of the sales as against the single digit figures over the last 5 years.



The improvements in the other operational parameters over the last 5 years has been as under:

The Tangible Net Worth of the Company grew from Rs.162.84 Crs in FY16 to Rs.293.81Crs in FY20,consequently the book Value per share has improved from Rs.53.88 per share in FY2016to Rs. 95.27 in FY2020, recording cumulative growth of 47.1% during the period. The book value per share grew from Rs.53.88/ share in FY16 to Rs.92.58/ share as on FY 20, recording a growth of 76.8% over the period.

4. Current Expansions And Projects In The Pipeline:

As you are aware that we have taken up expansions by way of setting up the 5th unit, which is proposed to be implemented in two phases. The first phase of which, as per the original plan, was to be completed and commissioned during FY 2019-20 & 2020-21.

In this regard, It may be recalled that your company had acquired a plot of land admeasuring 40,000 Sq. Mts. for the 5th unit at Add. Lote MIDC, for setting up additional manufacturing capacities for Dyes, Dye-Intermediates and other Sulphur based Chemicals, for which we had already received Consent to Establish (CTE) from the MPCB for the Inorganic Products and had also received the TOR clearance from the SEIA for the Organic Products. However, in view of certain local issues, the MIDC had converted the said Industrial area into a Non-chemical zone. As a result, we were forced to surrender the plot back to MIDC. We have now acquired a plot admeasuring 34,408 sq. Mts. In proper Lote MIDC, and were thus required to put afresh all applications to the various government departments for clearances.

We have now received fresh consent to establish (CTE) from the MPCB for the inorganic products for our new location at plot No.D-10 MIDC Lote, and have also received the TOR clearance for the organic products, based on which we have already submitted our final application for grant of EC for the Organic products. The same is expected shortly. In the process we have thus lost valuable time of over a year. The situation has further aggravated by way of lockdown and work from home (WFH) for our Administrative and office staff, due to the current pandemic situation. Never the less; we have in the meanwhile, placed orders for all the major bought-out Machinery &Equipments as also started fabrication work at different vendor sites for the various fabricated equipments required. The commissioning of the plants has thus been rescheduled, and would commence one-after-another starting from December 2020 and expected to be completed by end Q-1 FY 2021-22.

As regards our ***Investments*** by way of takeover of KPPL, in October 2017, we have since been in a position to turn around the performance of the unit which today is operating quite satisfactorily. We have also installed a sulphuric acid plant of 100 TPD capacity in KPPL along with a captive power plant of 700 KW capacity based on waste heat generated in the manufacture of Sulphuric acid. The said plants have been commissioned in the 1st half of FY2019 and are operating satisfactorily.

You may also recall that encouraged by the demand of SSP in Central and Northern India, we were in the process of takeover of a unit engaged in the Manufacture of SSP in MP with an installed capacity of 1.50 Lakh MTA, through NCLT under the IBC Code, wherein SPCFL had been adjudged the Highest Bidder. Our offer was accepted vide order of the NCLT Dt20th March 2020, received by us in April 2020. We have already taken over possession of the unit and have also completed repair and renovation of the plant. The Power and Water connection have been reconnected and the plant has been commissioned on 10th June2020. We have now proposed to setup a DCP plant in the said unit with a capacity of 3600 MTA at a capital cost of Rs.5,00Crs.

With the aforesaid acquisition, we thus have a total capacity for manufacture of 3.5 lakh MTA of SSP between the 3 units, all marketing under the “Pushkar” banner. We are thus now capable to cater to a much wider market comprising of nearly the entire western strip, starting from the state of Punjab in the North and extending through Haryana, Himachal Pradesh, western parts of UP, the Eastern parts of Gujrat & Rajasthan, MP, Chhattisgarh right up to Maharashtra. Development of the marketing network may take a little time, never the less, the manufacture of fertilisers thus now stands also as one of our major product verticals in addition to the Dyes & Dye-intermediates.

The earlier proposal for setting up a solar power plant of 2.5 MWp capacity under the "Open Access Working" scheme of MSEDCL. This project has currently been stalled considering the current COVID-19 Pandemic. We propose to take-up the same at an appropriate time in the near future after the effects of the Pandemic situation normalizes.

5. Industry Structure And Developments:

Globally, the dye & dyestuff industry has been experiencing on the whole an impressive growth. Initially the industry's production bases were mostly in the west, however, during the last two decades, they have been shifting to the East, predominantly to China, followed to a lesser extent to India. The Indian dyestuff sector, which previously used to cater to the needs of the domestic textile industry, now has not only enhanced its reach in the domestic market but has also gradually made a significant appearance in the global arena.

The Indian Dye stuff industry comprises of around 50 large & medium production facilities belonging to the organized sector contributing to about 65% of the total dyestuffs manufactured in India, the remaining coming from around 900 odd, small units in the unorganized sector. Although Dyes find several applications in industries, the textile industry accounts for nearly 80% of the dyes and dyestuffs consumption. Thus, the growth of the textile and leather industry directly impacts the growth of the dyes industry. Due to the availability of necessary raw materials, the regional dominance is of Gujarat and Maharashtra wherein, nearly 90% of dyestuff production occurs within these 2 states.

All types of dyes are produced in India and are exported globally, of which Reactive Dyes account for a lion's share of close to 50%. In Value terms the exports of dyes & dyestuffs from India was estimated at US$ 2.4 billion in 2017, with Synthetic organic colouring matter occupying more than 88% share of this export market.

Despite the fact that India started out as an importer for dyes, due to its persistent growth, India now exports dyes and dye-intermediates to mostly all the countries it once imported them from, exporting to various major economies including USA, Europe, Turkey, Bangladesh and of late China.

The Chinese factor: The Dyes and Pigments sector in the last few years has benefited from the China factor, as increased compliance norms had led to closure of various chemical manufacturing facilities in China, mainly due to environment compliance factors. Consequently, prices of key dye intermediates had already moved up substantially from their average prices. The current problem of the COVID-19 pandemic, is seen to having a more pronounced effect than the situation a few years back. Pandemic started in Wuhan in December 2019. Wuhan is situated in Hubei Province of China the hub for Dyes and Dyes Raw material, the epicenter of the epidemic – Wuhan, along with adjacent Henan province—contributes to nearly 90% of the China's production of Intermediates, most of the plants in these provinces having already closed. Due to the COVID-19 pandemic, the shipments from China were stopped during January/February, 2020.

Since globally, India and China are the major suppliers of dye intermediates, some demand may have been expected to shift from China to India, however, back home the current capacity utilization for Indian players does not look very encouraging on account of the flight of migrant workers from the Industrial towns & cities, besides the fact of reduced availability and volatility in the prices of key raw material for similar reasons.

Our company however, due to the integrated operations, remains better placed in the days to come, more so in view of our ongoing expansion going onstream by the end of the financial year.

6. Opportunities And Threats:

The dyestuff industry has been witnessing turbulent times in the past two decades. The decline of the traditional producers in the developed world, and the simultaneous ascent of new ones in Asia, particularly India and China, is arguably one of the most significant opportunities ever seen in this industry. The shift has been quite swift and followed by the migration of end-user industries – notably textiles and leather – to low cost economies of Asia. And now with the changing scenario of the Industry moving towards India is thus opening up great vistas ushering in great opportunity for this sector in India.

Further, a good monsoon during the year resulted in good off take of fertilisers both during the Kharif and Rabi seasons. Added to this was the streamlining of the disbursal procedure of subsidy which had earlier experienced long holdups through the newly introduced DBT & POS system of disbursal.

Such unanticipated as well as uncertain factor with their hurdles and setbacks, greatly affect the financial and operational parameters of the economy of which we are an integral part. These factors, along with other effects such as unpredictable climatic conditions, the impact of a volatile FE market, the Geo-political situations, as also the dependence on Government policies and decisions requiring long implementation and stabilization periods, all of which ultimately impact the overall performance of the industry.

These are all factors which are beyond the control of the private enterprise and would continue to be a challenge.

7. Future Outlook:

As mentioned earlier, due to the current Pandemic situation triggered by the COVID-19, the Dyes and Dye intermediates market has slowed down considerably. However, judging from the situation during the last couple of months, we anticipate the market to return to reasonable operating levels by the end of the Financial Year, though at a slowpace. The improvement in the pricing of the products may however take a slightly longer time.

Credit rating: The external credit rating of your company continues at the earlier "A (+)" with "the outlook on long term rating at Stable" and "A1" on short term scale, respectively by ICRA, which has been as a result of our strict cost control and financial discipline.

8. Risks & Concerns:

After a steady market position in the 1st quarter of FY 2019-20 the dyes and intermediate market, from the 2nd Quarter has been witnessing a steady slowdown in the demand and pricing, mainly on account of a global economic slow-down extending over the subsequent quarters of the year. Political factors such as the disturbance in Europe on account of Brexit, The Sino-US trade war and similar situations have had great influence on the global economy, which we have also been experiencing.

Further with the tightening of the already prevailing stringent pollution control norms in India, poses a need for improved economies of scale involving larger capital outlays, pose a threat to the industry, specifically to the units in the unorganized sector.

9. Changes In The Nature of Business:

There are no changes in the nature of business of the company and its subsidiary during the financial year under review.

10. Dividend:

The Company has already paid an interim dividend of 5% in the 4th Quarter of the year, vide its Board Meeting dated 14th February, 2020. However, considering the current slowdown on account of the pandemic, as also considering the current expansion projects in pipeline, the Board of Directors, with a view to conserve upon the limited resources at this point of time, does not propose any further dividend for the current financial year 2019-20.

11. Transfer To Reserves:

During the year under review, no amount from profit was transferred to general reserve.

12. Share Capital And Changes in it:

Authorised Share Capital:

The Authorised Share Capital of the is Rs.32,00,00,000/- (Rupees Thirty Two Crores Only) divided into 3,20,00,000 (Three Crores Twenty Lacs Only) equity shares of Rs.10/- (Rupees Ten Only) each. There has been no change in the Authorized Share Capital of the Company in the financial year.

Issued and Paid Up Share Capital:

The Company has paid up share capital of Rs.30,83,64,070/- (Rupees Thirty Crores Eighty Three Lacs Sixty Four Thousand Seventy Only) divided into 3,08,36,407 (Three Crores Eight Lacs Thirty Six Thousand Four Hundred and Seven Only) equity shares of Rs.10/- each, as on 31st March, 2020.

Allotment of Equity Shares during the year:

During financial year, the Company has allotted 1,12,097 (One Lac Twelve Thousand Ninety Seven Only) Equity Shares vide Board Resolution passed in the Board meeting dated 31st August, 2019, to the shareholders of Kisan Phosphates Private Limited for acquisition of remaining stake of the Kisan Phosphates Private Limited.

13. Details pertaining to Shares in Suspense Account:

During the year there was no transfer of shares to IEPF suspense account.

14. Material changes and commitments between the end of the financial year and date of the report affecting financial position:

There are no material changes or commitments affecting the financial position of the Company, happened between the end of the financial year and the date of the Report.

15. Details in respect of any scheme of provision of money for purchase of own shares by Employees or by Trustees for the benefit of employees:

During the year under review there was no any scheme approved and initiated by the Company as required under section 67 of the Companies Act, 2013.

16. Acceptance Of Deposit:

Your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

17. Directors:

Composition:

The Board of Directors of the Company, at present, comprises of 7 Directors, who have wide and varied experience in different disciplines of corporate functioning. The present composition of the Board includes one Managing Director, one Joint Managing Director, one Non-Executive Director and Four Independent Non-Executive Directors.

The details are as below:-

Mr. Punit Makharia	01430764	Chairman & Managing Director
Mr. Gautam Makharia	01354843	Joint Managing Director
Mr. Ramakant Nayak	00129854	Independent Director
Mr. Dinesh Modi	00004556	Independent Director
Mr. Satpal Arora	00061420	Independent Director
Mr. Nirmal Kedia	00050769	Independent Director
Mrs. Ranjana Makharia	07708602	Non Executive Director

Appointment/ Reappointment/ Retirement by Rotation:

Mr. Gautam Makharia, Joint Managing Director and Mrs. Ranjana Makharia, Non Executive Director, are liable to retire by rotation and being eligible for re appointment, has offered themselves for re appointment. Accordingly the proposal has been included for retirement of these directors by rotation and reappointment of them, in the forthcoming annual general meeting.

18. Directors' Responsibility Statement:

Pursuant to provisions of section 134(3)(c) of the Companies Act, 2013, the Directors confirm that, to the best of their knowledge and belief:

a) In the preparation of Annual Accounts, the applicable Accounting Standards have been followed along with proper explanation relating to material departures;

b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;

c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) The director had prepared the annual accounts on going concern basis; and

e) The director 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 director had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

19. Directors' Disqualification:

None of the directors of the Company is disqualified as per the provision of section 164of the Companies Act, 2013 or listing regulation or any other law as may be applicable, as on 31st March 2020.

20. Disclosure as per the Section 134 of the Companies Act, 2013 read with rule 8 of the Companies (Accounts) Rules, 2014:

a) Extract of Annual Report:

The extract of Annual Report in the Form MGT-9 is annexed to this report as Annexure "2".

b) Declaration by Independent Directors:

The Board has received the declaration from all the Independent Directors as per the Section 149(7) of the Companies Act, 2013 and the Board is satisfied that all the Independent Directors meet the criteria of independence as mentioned in Section 149(6) of the Companies Act, 2013, read with the Schedules and Rules issued there under, as well as SEBI (Listing Obligation And Disclosure Requirements) Regulations, 2015.

c) Company's Policy on Directors appointment and Remuneration:

The Nomination and Remuneration Committee (hereinafter the "NRC") has put in a place the policy on Board diversity for appointment of directors, taking into consideration qualification and wide experience of the directors in the fields of banking, finance, regulatory, administration, legal etc.

The remuneration policy of the Company has been so structured in order to match the market trends of the Chemical and Fertilisers industry. The Board in consultation with the NRC Committee decides the remuneration policy for Directors. The Company has made adequate disclosures to the members on the remuneration paid to Directors from time to time. Remuneration/ Commission payable to Directors is determined by the contributions made by the respective Directors for the growth of the Company.

The Policy of the Company on Director's appointment and remuneration, including criteria as to qualifications, positive attributes, independence of a Director and other matters as required under Section 178 sub-section 3 of the Companies Act, 2013, is available on the website of the Company *www.shreepushkar.com.* We affirm that the remuneration paid to the Directors is as per the terms laid out in the nomination and remuneration policy of the Company.

d) Board Evaluation:

As required under the provisions of Section 134(3)(p) and Regulation 27 of the Listing Regulations, the Board has carried out annual evaluation of the performance of the Board, its Committees and of individual Directors and the manner in which such performance evaluation was carried out is as under:

The performance evaluation framework is in place and has been circulated to all the directors to seek their response on the evaluation of the entire Board and Independent Directors. The NRC Committee has carried out evaluation of director's performance. The criteria of evaluation is exercise of responsibilities in a bona fide manner in the interest of the Company, striving to attend meetings of the Board of Directors/ Committees of which he/she is a member/ general meetings, participating constructively and actively in the meetings.

e) Related Party Transaction:

Your Company has formulated Policy on dealing with and Materiality of Related Party Transactions and Policy on Related Party Transaction in accordance with the amendments to the applicable provisions of the Listing Regulations on related party transactions and the same are available on the website of the Company at www.shreepushkar.com. These policies deal with the review and approval of related party transactions. The Board of Directors has approved the criteria for making the omnibus approval by Audit Committee within the overall framework of the policy on related party transactions. Prior omnibus approval is obtained for related party transactions which are repetitive in nature and entered in the ordinary course of business and at arm's length basis.

All related party transactions that are entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no other materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

During the year there are no transactions of the listed entity with any person or entity belonging to the promoter/ promoter group, which holds 10% or more shareholding in the listed entity. However transaction entered into with related parties have been disseminated in the format prescribed in the relevant accounting standards on stock exchanges pursuant to regulation 23 of listing regulations.

The details of the related party transactions as per Indian Accounting Standards (IND AS) are set out in the Financial Statements of the Company. Form AOC - 2 pursuant to Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is set out in the Annexure "6" to this report.

f) Risk Management Policy:

During the year, Management of the Company have evaluated the existing Risk Management of the Company to make it more focused in identifying and prioritizing the risks, role of various executives in monitoring & mitigation of risk and reporting process. Its aim is to enhance shareholders value and provide an optimum risk-reward tradeoff.

The Management evaluated various risks and that there is no element of risk identified that may threaten the existence of the Company.

g) Whistle Blower Policy / Vigil Mechanism:

The Company has established a Whistle-Blower Policy and also established a mechanism for directors and employees to report their concerns, grievances, frauds and mismanagements. The details of the same are explained in the Corporate Governance Report.

h) Financial Summary/ Highlights:

The details are spread over in the Annual Report as well as the same are provided in the beginning of this report.

i) Internal Financial Control System and their Adequacy:

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations and to maintain its objectivity and independence, the Internal Audit Reports are reviewed by Audit Committee.

The Internal Audit Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company. Based on the report of internal audit function, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and recommendations along with corrective actions thereon are presented to the Audit Committee of the Board.

j) Conservation Of Energy, Technology Absorption & Foreign Exchange Earning And Outgo:

Particulars, as prescribed under section 134 (3) (m) of the Companies Act, 2013, read with the Companies (Disclosure of particulars in report of Board of Directors) Rules 1988 or any other law as may be applicable are given in Annexure "3" enclosed.

k) Particulars Of Loans, Guarantees And Investments U/s 186:

During the year our investment remains unchanged in the Kisan Phosphates Private Limited, a wholly owned subsidiary Company. The details of loans and guarantees are mentioned in the notes to the standalone financial statements for the year ended 31st March, 2020.

Whereas pursuant to order of the Honorable National Company Law Tribunal, Ahmadabad Bench, has approved the Resolution Plan for Madhya Bharat Phosphates Private Limited vide its Order dated 5th March, 2020 and as per Clause 7.3 of the approved Resolution Plan, the Company as Resolution Applicant, has acquired 100% of the existing paid up share capital of the from existing shareholders of the Company at a token aggregate amount of Rs.1/- (Rupee One Only).

21. Board Meetings, Board Of Directors, Key Managerial Personnel & Committees Of Directors:

a) Board of Directors:

At present the Board of Directors is consists of 7 Directors namely, Mr. Punit Makharia as Chairman and Managing Director (hereinafter the 'CMD'), Mr. Gautam Makharia as Joint Managing Director (hereinafter the 'JMD'), Mrs. Ranjana Makharia– Non Executive Director from the Promoter group and Mr. Ramakant Nayak, Mr. Dinesh Modi, Mr. Nirmal Kedia and Mr. Satpal Kumar Arora as Non-Executive Independent Directors.

b) Board Meetings:

The Board of Directors of the Company met 5 times during the financial year. The details of various Board Meetings are provided in the Corporate Governance Report. The gap between two meetings of the board is not more than 120 days as prescribed in the Companies Act, 2013.

c) Changes in Directors & Key Managerial Personnel:

During the financial year, there was no change in the Board of Directors of the Company.

During the financial year Mr. Ratan Jha, Chief Financial Officer of the Company has resigned from his position on 19th June, 2019, whereas Mr. Deepak Beriwala has been appointed as Chief Financial Officer, with effect from 3rd June, 2019.

CS Satish Chavan, Company Secretary and Compliance Officer of the Company has expressed his inability to continue owing to his personal reason and accordingly resigned with effect from 10th January, 2020.

The Company is in process of appointing suitable candidate to fill up the vacancy of Company Secretary and Compliance Officer but the same has been delayed due to unprecedented lockdown declared by the Central Government at the Outbreak of COVID-19.

d) Re-Appointment:

As per Sec.152 of the Companies Act, 2013 and Articles of Association of the Company, the executive non-independent Directors are liable to retire by rotation as per prescribed ratio given in the said provisions, at the Annual General Meeting of the Company. Accordingly Mr. Gautam Makharia, Joint Managing Director and Mrs. Ranjana Makharia, Non Executive Director are liable to retire by rotation and being eligible, have offered themselves for re-appointment.

e) Independent Directors:

The following independent directors are on the Board of Directors.

1. Mr. Dinesh Modi
2. Mr. Nirmal Kedia
3. Mr. Ramakant Nayak
4. Mr. Satpal Kumar Arora

The Company has received necessary declarations from each Independent Director pursuant to section 149(7) of the Companies Act, 2013, that they meet the criteria of independence as laid down in Section 149(6) of the Companies Act, 2013.

f) **Details of remuneration to Directors:**

The information relating to remuneration of directors as required under Section 197(12) of the Companies Act, 2013, is given in Annexure "4".

g) **Board Committees**

The Company has the following Committees of the Board along with details of its compositions:

Sr. No.	Name of the Committee	Member	Designation
1.	Audit Committee	Mr. Ramakant Nayak	Chairman
		Mr. Dinesh Modi	Member
		Mr. Punit Makharia	Member
2.	Nomination and Remuneration Committee	Mr. Dinesh Modi	Chairman
		Mr. Ramakant Nayak	Member
		Mrs. Ranjana Makharia	Member
3.	Stakeholders' Relationship Committee	Mr. Dinesh Modi	Chairman
		Mr. Ramakant Nayak	Member
		Mrs. Ranjana Makharia	Member
4.	Corporate Social Responsibility Committee	Mr. Punit Makharia	Chairman
		Mr. Dinesh Modi	Member
		Mr. Gautam Makharia	Member

The further details as to number of meetings of the committees, their dates etc. are provided in the Corporate Governance Report.

22. Audit Committee of the Board Of Directors:

The Audit committee comprises of Mr. Ramakant Nayak (Chairman), Mr. Dinesh Modi (Member) both independent Directors and Mr. Punit Makharia (Member), CMD of the Company. There were Four meetings of the Audit Committee held during the year. The details of various Audit Committee meetings are provided in the Corporate Governance Report.

During the year all the recommendations of the Audit Committee were accepted by the Board.

23. Nomination And Remuneration Committee:

The Nomination and Remuneration Committee (hereinafter the "NRC Committee") comprises of Mr. Dinesh Modi (Chairman), Mr. Ramakant Nayak (Member) and Mr. Ranjana Makharia (Member) all Non - Executive Directors of the Company. During the year 2019-20 two meetings of NRC Committee were held.

The Board has, on the recommendation of the NRC framed a policy for selection and appointment of Directors, Key Managerial Personnel, Senior Management and their remuneration. The policy relating to the remuneration for the Directors, Key Managerial Personnel and other employees is disclosed as Annexure "5".

24. Stakeholders' Relationship Committee:

The Stakeholders Relationship Committee comprises of Mr. Dinesh Modi (Chairman), Mr. Ramakant Nayak (Member) and Mr. Ranjana Makharia (Member) Non-Executive Directors of the Company. The Committee met Four times during the year, details of which are reproduced under the appropriate section of Corporate Governance Report.

25. Corporate Governance:

At Shree Pushkar Chemicals & Fertilisers Limited we ensure that we evolve and follow the good Corporate Governance practices. The Company adheres to the requirements set out by the Securities and Exchange Board of India's Corporate Governance practices and have implemented all stipulations prescribed. As a listed Company, we submit Quarterly Corporate Governance Report to stock exchange confirming all compliances with necessary laws applicable to us. Pursuant to compliances of Listing Regulations of Securities Exchange Board of India (SEBI), the Management Discussion and Analysis, the Corporate Governance Report and the Auditors' Certificate regarding Compliance of Conditions of Corporate Governance are made part of the Directors' Report.

26. Transfer To Investor Education And Protection Fund ("IEPF"):

As required under the provisions of Section 124 and 125 and other applicable provisions of Companies Act, 2013, dividends that remain unpaid/unclaimed for a period of seven years, needs to be transferred to the account administered by the Central Government viz: "Investor Education and Protection Fund".

During the year there were no transfers to IEPF, as there were no unclaimed dividends.

27. Corporate Social Responsibility Initiatives:

As part of its initiatives under "Corporate Social Responsibility" (CSR), the Company has already formed a CSR Committee comprising of Mr. Punit Makharia, Chairman& Managing Director (Chairman), Mr. Dinesh Modi, independent Director (Member) and Mr. Gautam Makharia, Joint Managing Director (Member).

The purpose of our CSR Committee is to formulate and recommend to the Board, a Corporate Social Responsibility Policy, which shall indicate the initiatives to be undertaken by the Company, recommend the amount of expenditure the Company should incur on CSR activities and to monitor from time to time the CSR activities and policy of the Company.

During the year Company has initiated few CSR activities in its close vicinity. The Company's CSR Policy statement and annual report on the CSR activities undertaken during the financial year ended 31st March, 2020, in accordance with Section 135 of the Act and Companies (Corporate Social Responsibility Policy) Rules, 2014 is set out in Annexure "1" to this report.

28. Social Connect:

The Company has connected socially through CSR activities only.

29. Significant & Material Orders Passed By The Regulators Or courts:

During the year there were no significant and material orders passed by the Regulator or Courts except the Honorable National Company Law Tribunal, Ahmadabad Bench, has approved the Resolution Plan for takeover of Madhya Bharat Phosphates Private Limited by the Company, vide its Order dated 5th March, 2020 and as per this Order the Company has acquired 100% of the existing paid up share capital of the from existing shareholders of the Company

30. Finance:

Cash and cash equivalents as on 31stMarch, 2020 was Rs.70.59 Lacs (in earlier year it was Rs.37.22 lacs). The Company continues to focus on judicious management of its working capital. Receivables, inventories and other working capital parameters were kept under strict check through continuous monitoring.

31. Particulars Of Employees:

The Disclosure as required under Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as Annexure "4" and forms a part of this report.

Information relating to remuneration of Directors under Section 197 read with Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 has been given in Annexure "4" to the Directors' Report.

32. Particulars Of Employees as per section 197(12) of the Companies Act, 2013:

None of the employees of the Company had drawn remuneration in excess of the limits prescribed In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules,2014 or any other law as may be applicable. The relation between employees and management are cordial during the year.

33. Disclosures Required Under Section 22 Of Sexual Harassment Of Women At Workplace (Prevention, Prohibition And Redressal) Act, 2013:

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Work Place (Prevention, Prohibition and Redressal) Act, 2013. The policy covered all employees so they could directly make complaints to the committee, if such situation arises. The Company affirms that during the year under review, the Company has complied with the provisions relating to Internal Complaints Committee and no complaints were received by the Committee for redressal.

34. Listing:

During the year under review your Company has remained listed its Equity Shares on National Stock Exchange Limited (hereinafter the "NSE") and BSE Limited (hereinafter the "BSE").The Company has paid the listing fees and complied with listing regulations.

35. Industrial Relations:

During the year under review, your Company has cordial relationship with workers and employees at all levels.

36. Subsidiary Companies:

A statement containing the salient features of financial statements of subsidiary companies of the Company is given in the prescribed Form AOC – 1, forms a part of Consolidated Financial Statements (CFS) in compliance with Section 129 (3) and other applicable provisions, if any, of the Act read with Rule 5 of the Companies (Accounts) Rules, 2014.

The Company has in accordance with the amendments to Listing Regulations revised the Policy for determining material subsidiaries and accordingly Kisan Phosphates Private Limited – a wholly owned subsidiary of the Company, has become material subsidiary of the Company. The said policy may be accessed on the website of the Company at https://www.shreepushkar.com.

During the year the Honorable National Company Law Tribunal, Ahmadabad Bench, has approved the Resolution Plan for Madhya Bharat Phosphates Private Limited vide its Order dated 5th March, 2020 and accordingly the Company has acquired 100% of the existing share capital of the Madhya Bharat Phosphates Private Limited, making it wholly owned subsidiary company of the Company.

37. Consolidated Financial Statements:

In accordance with the provisions of Companies Act, 2013 (hereinafter referred to as "the Act"), Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations") and applicable Accounting Standards, the Audited Consolidated Financial Statements of the Company for the financial year 2019-20, together with the Auditors' Report form part of this Annual Report.

38. Auditors And Auditors' Report:

As members must be aware that M/s. S. K. Patodia & Associates, Chartered Accountants, were appointed as Statutory Auditors of the Company for a period of 5 years, in the Annual General Meeting held in August, 2016, pursuant to provisions of section 139 of the Companies Act, 2013.

The Auditors' Report for the financial year ended 31st March, 2020, on the financial statements of the Company is a part of this Annual Report.

The observation made in the Auditors' Report read together with relevant notes thereon under Section 134 of the Companies Act, 2013 are self-explanatory and hence, do not call for any further comments.

39. Reporting of Frauds:

During the year under review, the Statutory Auditors had not reported any matter under section 143(12) of the Companies Act, 2013, therefore no details are required to be disclosed under section 134(3) of the Companies Act, 2013.

40. Secretarial Audit:

The Board had appointed M/s. DSM & Associates, Company Secretaries, to carry out Secretarial Audit under the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, for the financial year 2019-20. The Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on Meetings of the Board of Directors and General Meetings. The Secretarial Audit Report is annexed to this report as Annexure "7". observation made in the Secretarial Audit Report read together with relevant notes thereon are self-explanatory and hence, do not call for any further comments. The Secretarial Audit Report does not contain any qualification or adverse remarks.

The Secretarial Compliance Report for the financial year ended 31st March, 2020, in relation to compliance of all applicable SEBI Regulations/circulars/ guidelines issued there under, pursuant to requirement of Regulation 24A of Listing Regulations is set out in Annexure "8" to this report. The Secretarial Compliance Report has been voluntarily disclosed as part of Annual Report as good disclosure practice.

41. Cost Auditor:

The Company is required to maintain cost records for certain products as specified by the Central Government under sub-section (1) of Section 148 of the Act, and accordingly such accounts and records are made and maintained in the prescribed manner.

The Board of Directors of the Company has appointed M/s. Dilip Bathija, Cost Accountant, as the Cost Auditor of the Company to conduct the audit of cost records of certain products for the financial year 2020-21.

The remuneration proposed to be paid to the Cost Auditor, subject to ratification by the members of the Company at the ensuing 27th AGM, would not exceed Rs.50,000 (Rupees Fifty Thousand Only) excluding taxes and out of pocket expenses, if any.

The Company has received consent from M/s. Dilip Bathija, Cost Accountant, to act as the Cost Auditor for conducting audit of the cost records for the financial year 2020-21 along with a certificate confirming their independence and arm's length relationship.

42. Code of Conduct:

The Company is committed to conducting its business in accordance with the applicable laws, rules and regulations and highest standard of business ethics. In recognition thereof, the Board of Directors has implemented a Code of Conduct for adherence by Directors, Key Managerial Personnel, Senior Management Personnel and Employees of the Company. The Code of Conduct is dealing with ethical issue and also fosters a culture of accountability and integrity. The Code is in accordance with the requirements of Listing Regulations and has been posted on the Company's websites www.shreepushkar.com

All the Board members and Senior Management Personnel have confirmed compliance with the Code.

43. Acknowledgement:

Your Directors take this opportunity to express their gratitude to all Shareholders, Investors, clients, vendors, bankers, Regulatory and Government authorities, Stock Exchanges and business associates for their cooperation, encouragement and continued support extended to the Company. Your Directors also wish to place on record their appreciation to the Associates for their continuing support and unstinting efforts in ensuring an excellent all round operational performance at all levels.

For and on behalf of the Board of Directors of;
Shree Pushkar Chemicals & Fertilisers Limited

Sd/-
Punit Makharia
Chairman & Managing Director
DIN: 01430764

Date: 2nd September, 2020.
Place: Mumbai

Registered Office:
301/302, Atlanta Tower,
Sonawala Lane, Goregaon (East),
Mumbai – 400 063,
Maharashtra, India.

CAUTIONARY STATEMENT:

Statements in this Directors' Report and Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make difference to the Company's operations include raw material availability and its prices, cyclical demand and pricing in the Company's principle markets, changes in Government regulations, Tax regimes, economic developments within India and the countries in which the Company conducts business and other ancillary factors.

ANNEXURE 1 TO DIRECTORS' REPORT

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

1. A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.

The CSR Policy is available on the Company's website. The web link of the same is *http://www.shreepushkar.com/pdf/CSR%20POLICY%20.pdf.* A gist of the programs that the Company can undertake under the CSR policy is mentioned below.

A brief outline of the Company's Policy – Our Company's CSR Committee's philosophy on CSR is simple as nothing but to give back to our society as our responsibility from where we have earned & learned. Our aim is to be one of the most respected Companies in India delivering superior and sustainable value to all our customers, business partners, shareholders, employees and host communities.

During the year Company has initiated the CSR activities in its close vicinity. the Company has established a Charitable Trust in the name of "SHREE PUSHKAR FOUNDATION" to undertake the various activities such as education for under privileged, health and sanitation, promoting and upliftment of cultural values, arts etc. as prescribed in Schedule VII of the Companies Act, 2013.

The Company promotes Education for underprivileged, health and life, Environment, culture and some proposed projects which are as follows:

- Improving the quality of life in needed children;
- Eradicating hunger, poverty and malnutrition;
- Employment enhancing vocational skills;
- Promoting healthcare including preventive healthcare;
- Employment enhancing vocational skills;
- Ensuring environmental sustainability including measures for reducing inequalities affected by socially and economically backward groups;
- Contributing to the Prime Minister's National Relief Fund or any other fund setup by the Central Government for development and relief; and
- Other areas which covered in the CSR schedule and its Rules as amended from time-to-time.

The activities and funding are monitored internally by the Company.

2. The Composition of the CSR Committee.

Mr. Punit Makharia, CMD (Chairman);

Mr. Gautam Makharia, JMD (Member);

Mr. Dinesh Modi, Independent Director (Member);

3. Average net profit of the Company for last three Financial Years.

The average Net Profit for the last three financial years is Rs.4899.98 Lacs.

4. Prescribed CSR Expenditure (two percent of the amount as in item 3 above).

The Company was required to spend Rs.98.00 Lacs towards CSR for the Financial Year 2019-20.

5. Details of CSR spent during the Financial Year.

a. Total amount to be spent for the financial year: Rs.98.00 Lacs.

b. Amount spent: Rs.102.83 Lacs.

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

In accordance with the Company's CSR policy and in compliance with the Companies (Corporate Social Responsibility Policy) Rules, 2014, Shree Pushkar Chemicals & Fertilisers Limited has collaborated with the other Trusts and have spent fund by donation in their projects. During the year under review the CSR Committee identified Public Charitable Trust, Society etc. registered with Charity Commissioner, Mumbai.

During the year, the Company has spent money on promoting education and health care activity and eradicating hunger for Mumbai located trusts/societies.

Amount in Rs. Actual

Sr. No.	CSR project or activity identified	Sector in which the project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs were undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub - heads : 1) Direct expenditure on projects 2) Overheads:	Cumulative expenditure up to the reporting period	Amount spent: Direct or through implementing agency
1	Adopted school for promoting Education and distribution of books	Promoting education for under privileged	Mumbai, Maharashtra and Rajasthan	70,83,150	70,83,150	70,83,150	Through Agency
2	Eradicating hunger, poverty and malnutrition	Eradicating hunger	Mumbai, Maharashtra.	32,00,000	32,00,000	32,00,000	Direct
	TOTAL	-	-	1,02,83,150	1,02,83,150	1,02,83,150	

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

The Company has spent the requisite amount for CSR Activities.

7. Pursuant to the Companies (Corporate Social Responsibility Policy) Rules, 2014, we hereby confirm that the CSR Committee has implemented and monitored the CSR initiatives of Shree Pushkar Chemicals & Fertilisers Limited in line with CSR Objectives and Policy of the Company.

For and on behalf of the Board of Directors of;
Shree Pushkar Chemicals & Fertilisers Limited

Sd/-
Punit Makharia
Chairman & Managing Director
Chairman of CSR Committee
DIN: 01430764.

Sd/-
Dinesh Modi
Independent Director
Member of CSR Committee
DIN: 00004556.

Date: 2nd September, 2020.
Place: Mumbai.

Annexure 2 to Directors' Report:

Annual Return Extracts in MGT 9

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 2020

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

I. REGISTRATION & OTHER DETAILS:		
1	CIN	L24100MH1993PLC071376
2	Registration Date	29/03/1993
3	Name of the Company	Shree Pushkar Chemicals & Fertilisers Limited
4	Category/Sub-category of the Company	Company Limited by shares
5	Address of the Registered office & contact details	301/302, 3rd Floor, Atlanta Center, Near Udyog Bhavan, Sonawala Road, Goregaon (East), Mumbai - 400063. Contact No -022 42702525
6	Whether listed Company	Yes
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Bigshare Services Pvt. Ltd., 1st floor, Bharat Tin Works Building, Opp. Vasant Oasis Apartments (Next To Keys Hotel), Marol Maroshi Road, Andheri East, Mumbai 400059. Contact No - 022-40430200

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY			
(All the business activities contributing 10 % or more of the total turnover of the Company shall be stated)			
SN	Name and Description of main products / services	NIC Code of the Product/services	% to total turnover of the Company
1	Chemicals, Dyes, Dyes Intermediates	2022	74.93%
2	Fertilizer & Allied Products	20122	21.19%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES					
SN	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
-	Kisan Phosphates Private Limited	-	Subsidiary	100	87(2)

IV. SHARE HOLDING PATTERN

(Equity share capital breakup as percentage of total equity)

(i) Category-wise Share Holding

Category of Shareholder		No. of Shares held at the beginning of the year: 01/04/2019				No. of Shares held at the end of the year: 31/03/2020				
		Demat	Physical	Total	Total %	Demat	Physical	Total	Total %	% Change
A) Promoter										
Indian										
(a)	INDIVIDUAL / HUF	19979900	0	19979900	65.03	20121023	0	20121023	65.25	0.22
(b)	Central / State government(s)	0	0	0	0.00	0	0	0	0.00	0.00
(c)	BODIES CORPORATE	0	0	0	0.00	0	0	0	0.00	0.00
(d)	FINANCIAL INSTITUTIONS / BANKS	0	0	0	0.00	0	0	0	0.00	0.00
(e)	ANY OTHERS (Specify)	0	0	0	0	0	0	0	0	0
(i)	GROUP COMPANIES	0	0	0	0.00	0	0	0	0.00	0.00
(ii)	TRUSTS	0	0	0	0.00	0	0	0	0.00	0.00
(iii)	DIRECTORS RELATIVES	0	0	0	0.00	0	0	0	0.00	0.00
	SUB TOTAL (A)(1) :	19979900	0	19979900	65.03	20121023	0	20121023	65.25	0.22
Foreign										
(a)	BODIES CORPORATE	0	0	0	0.00	0	0	0	0.00	0.00
(b)	INDIVIDUAL	0	0	0	0.00	0	0	0	0.00	0.00
(c)	INSTITUTIONS	0	0	0	0.00	0	0	0	0.00	0.00
(d)	QUALIFIED FOREIGN INVESTOR	0	0	0	0.00	0	0	0	0.00	0.00
(e)	ANY OTHERS (Specify)	0	0	0	0.00	0	0	0	0.00	0.00
	SUB TOTAL (A)(2) :	0	0	0	0.00	0	0	0	0.00	0.00
	Total holding for promoters									
	(A)=(A)(1) + (A)(2)	**19979900**	**0**	**19979900**	**65.03**	**20121023**	**0**	**20121023**	**65.25**	**0.22**
(B) Public shareholding Institutions										
(a)	Central/State government(s)	0	0	0	0.00	0	0	0	0.00	0.00
(b)	FINANCIAL INSTITUTIONS / BANKS	25868	0	25868	0.08	31476	0	31476	0.10	(0.00)
(c)	MUTUAL FUNDS / UTI	1714814	0	1714814	5.58	1714814	0	1714814	5.56	(0.02)
(d)	VENTURE CAPITAL FUNDS	0	0	0	0.00	0	0	0	0	0.00
(e)	INSURANCE COMPANIES	0	0	0	0.00	0	0	0	0	0.00
(f)	FII'S	339456	0	339456	1.10	0	0	0	1.11	0.00
(g)	FOREIGN VENTURE CAPITAL INVESTORS	0	0	0	0.00	0	0	0	0	0.00
(h)	QUALIFIED FOREIGN INVESTOR	0	0	0	0.00	0	0	0	0	0.00
(i)	ANY OTHERS (Specify)	0	0	0	0.00	341456	0	341456	0	0.00
(j)	FOREIGN PORTFOLIO INVESTOR	312260	0	312260	1.02	287277	0	287277	0.93	(0.08)
(k)	ALTERNATE INVESTMENT FUND	31538	0	31538	0.10	222643	0	222643	0.72	0.62
	SUB TOTAL (B)(1) :	2423936	0	2423936	7.89	2597666	0	2597666	8.42	0.53
Non-institutions										
(a)	BODIES CORPORATE	1650439	0	1650439	5.37	1157475	0	1157475	3.75	(1.62)
(b)	INDIVIDUAL									
(i)	(CAPITAL UPTO TO Rs. 1 Lakh)	4430507	5	4430507	13.60	4253486	5	4253491	13.79	0.20

(ii)	(CAPITAL GREATER THAN Rs. 1 Lakh)	1638666	0	1638666	5.00	1640530	0	1640530	5.32	0.32
()	TRUSTS	8300	0	8300	0.03	0	0	0	0	(0.03)
d)	ANY OTHERS (Specify)									
1	HINDU UNDIVIDED FAMILY	354784	0	354784	1.15	357766	0	357766	1.16	0.01
2	CLEARING MEMBER	217390	0	217390	0.71	317318	0	317318	1.03	0.32
3	NON RESIDENT INDIANS (NRI)	43168	0	43168	0.14	0	0	0	0.00	(0.02)
4	NON RESIDENT INDIANS (REPAT)	266858	0	266858	0.87	340072	0	340072	1.10	0.12
5	NON RESIDENT INDIANS (NON REPAT)	65136	0	65136	0.21	51066	0	51066	0.17	(0.05)
6	DIRECTORS RELATIVES	0	0	0	0.00	0	0	0	0.00	0.00
7	EMPLOYEE	0	0	0	0.00	0	0	0	0.00	0.00
8	OVERSEAS BODIES CORPORATES	0	0	0	0.00	0	0	0	0.00	0.00
9	UNCLAIMED SUSPENSE ACCOUNT	0	0	0	0.00	0	0	0	0.00	0.00
10	IEPF	0	0	0	0.00	0	0	0	0.00	0.00
e)	QUALIFIED FOREIGN INVESTOR	0	0	0	0.00	0	0	0	0.00	0.00
f)	CORPORATE BODY NBFC	1266	0	1266	0.00	0	0	0	0.00	(0.00)
	SUB TOTAL (B)(2) :	8320469	5	8320474	27.08	8117713	5	8117718	26.33	(0.76)
	Total Public Shareholding	10744405	5	10744410	34.97	10715384	5	10715384	34.75	(0.22)
(C) Shares held by Custodians and against which Depository Receipts have been issued										
(a)	SHARES HELD BY CUSTODIANS									
(i)	Promoter and Promoter Group	0	0	0	0.00	0	0	0	0.00	0.00
(ii)	Public	0	0	0	0.00	0	0	0	0.00	0.00
	SUB TOTAL (C)(1) :	0	0	0	0.00	0	0	0	0.00	0.00
	(C)=(C)(1)		0		0.00	0	0	0	0.00	0.00
	Grand Total(A) +(B)+(C)	**30724305**	**5**	**30724310**	**100.00**	**30836402**	**5**	**30836407**	**100.0**	**(0.0)**

(ii) Shareholding of Promoter

Sr. No	Name	Shareholding at the beginning of the year 01/04/2019			Shareholding at the end of the year 31/03/2020			
		Number of Shares	% Shares of the Company	% of Shares Pledged/ encumbered to total shares	Number of Shares	% Shares of the Company	% of Shares Pledged/ encumbered to total shares	% Change in shareholding during the year
1	ARADHANA MAKHARIA	359629	1.1901	0	432289	1.40	0	0.21
2	GOPI KRISHAN MAKHARIA	377986	1.2303	0	377986	1.2303	0	0.0045
3	RANJANA PUNIT MAKHARIA	414647	1.3496	0	414647	1.3496	0	0.0049
4	BHANU GOPI MAKHARIA	475040	1.5461	0	475040	1.5461	0	0
5	GAUTAM GOPIKISHN MAKHARIA	5780504	18.8141	0	8809530	28.57	0	9.76
6	PUNIT GOPIKISHAN MAKHARIA	12571759	40.9179	0	9571759	31.04	0	(9.88)
7	RAGHAV MAKHARIA	335	0.0011	0	39772	0.1290	0	0.1279
Total		**19979900**	**65.0296**	**0**	**20121023**	**65.25**	**0**	**0.2215**

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

SR NO	Name	Shareholding		Date	Increase/ Decrease in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares At the Beginning (30/03/2019)/ end of the year (31/03/2020)	% total Shares of the Company				No of Shares	% total Shares of the Company
1	PUNEET GOPIKISHAN MAKHARIA	12571759	40.77	30-Mar-2019			12571759	40.77
			31.04	10-Jan-2020	-3,000,000	Sell	9571759	31.04
		9571759	31.04	31-Mar-2020			9571759	31.04
2	GAUTAM GOPIKISHAN MAKHARIA	5780504	18.75	30-Mar-2019			5780504	18.75
			28.47	10-Jan-2020	3,000,000	Buy	8780504	28.47
			28.53	06-Mar-2020	16,800	Buy	8797304	28.53
			28.53	27-Mar-2020	1,726	Buy	8799030	28.53
			28.57	31-Mar-2020	10,500	Buy	8809530	28.57
		8809530	28.57	31-Mar-2020			8809530	28.57
3	BHANU GOPI MAKHARIA	475040	1.54	30-Mar-2019			475040	1.54
		475040	1.54	31-Mar-2020			475040	1.54
4	RANJANA PUNIT MAKHARIA	414647	1.34	30-Mar-2019			414647	1.34
		414647	1.34	31-Mar-2020			414647	1.34
5	GOPI KRISHAN MAKHARIA	377986	1.23	30-Mar-2019			377986	1.23
		377986	1.23	31-Mar-2020			377986	1.23
6	ARADHANA MAKHARIA	359629	1.17	30-Mar-2019			359629	1.17
			1.40	20-Mar-2020	72,660	Buy	432289	1.40
		432289	1.40	31-Mar-2020			432289	1.40
7	RAGHAV MAKHARIA	335	0.00	30-Mar-2019			335	0.00
			0.13	20-Mar-2020	39,437	Buy	39772	0.13
		39772	0.13	31-Mar-2020			39772	0.13

(iv) Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs):

SR NO	Name	Shareholding		Date	Increase/ Decrease in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares At the Beginning (30/03/2019) / end of the year (31/03/2020)	% total Shares of the Company				No of Shares	% total Shares of the Company
1	RELIANCE CAPITAL TRUSTEE CO LTD-A/C NIPPON INDIA SMALL CAP FUND	1615814	5.24	30-Mar-2019	0		1615814	5.24
		1615814	5.24	31-Mar-2020	0		161584	5.24
2	INDIA MAX INVESTMENT FUND LIMITED	336456	1.09	30-Mar-2019	0		336456	1.09
			1.11	27-Sep-2019	5000	Buy	341456	1.11
		341456	1.11	31-Mar-2020	0		341456	1.11

3	LADAM AFFORDABLE HOUSING LIMITED	225263	0.73	30-Mar-2019	0		225263	0.73
			0.00	26-Jul-2019	-225263	Sell	0	0.00
			0.73	09-Aug2019	225263	Buy	225263	0.73
		225263	0.73	31-Mar-2020	0		225263	0.73
4	AEQUITAS EQUITY SCHEME I	31538	0.10	30-Mar-2019	0		31538	0.10
			0.29	05-Apr2019	59160	Buy	90698	0.29
			0.36	12-Apr-2019	20859	Buy	111557	0.36
			0.48	19-Apr-2019	35531	Buy	147088	0.48
			0.56	26-Apr-2019	26223	Buy	173311	0.56
			0.64	26-Jul-2019	25000	Buy	198311	0.64
			0.67	23-Aug-2019	7575	Buy	205886	0.67
			0.68	06-Sep-2019	3500	Buy	209386	0.68
			0.72	22-Nov2019	13257	Buy	222643	0.72
		222643	0.72	31-Mar-2020	0		222643	0.72
5	Aequitas Investment Consultancy Private Limited	216864	0.70	30-Mar-2019	0		216864	0.70
			0.70	13-Mar-2020	-1177	Sell	215687	0.70
		215687	0.70	31-Mar-2020	0		215687	0.70
6	GROVSNOR INVESTMENT FUND LTD	162777	0.53	30-Mar-2019	0		162777	0.53
		162777	0.53	31-Mar-2020	0		162777	0.53
7	ANGEL FINCAP PRIVATE LIMITED	140082	0.45	30-Mar-2019	0		140082	0.45
			0.45	19-Apr-2019	1	Buy	140083	0.45
			0.45	10-May-2019	-37	Sell	140046	0.45
			0.45	07-Jun-2019	-576	Sell	139470	0.45
			0.45	05-Jul-2019	1	Buy	139471	0.45
			0.44	12-Jul-2019	-3189	Sell	136282	0.44
			0.44	26-Jul-2019	200	Buy	136482	0.44
			0.42	02-Aug-2019	-6639	Sell	129843	0.42
			0.31	09-Aug-2019	-35337	Sell	94506	0.31
			0.29	16-Aug-2019	-4415	Sell	90091	0.29
			0.29	23-Aug-2019	-100	Sell	89991	0.29
			0.00	30-Aug-2019	-89991	Sell	0	0.00
			0.00	31-Mar-2020	0		0	0.00
8	ADESH AGRICULTURE LLP	135938	0.44	30-Mar-2019	0		135938	0.44
			0.44	14-Feb-2020	-638	Sell	135300	0.44
			0.42	28-Feb-2020	-6840	Sell	128460	0.42
		128460	0.42	31-Mar-2020	0		128460	0.42
9	GYMKHANA PARTNERS L.P.	134341	0.44	30-Mar-2019	0		134341	0.44
			0.36	27-Dec-2019	-22341	Sell	112000	0.36
		112000	0.36	31-Mar-2020	0		112000	0.36

10	KUSHAL JAYESH KHANDWALA	82003	0.27	30-Mar-2019	0		82003	0.27
			0.24	24-May-2019	-8000	Sell	74003	0.24
			0.24	07-Jun-2019	1091	Buy	75094	0.24
			0.24	14-Jun-2019	1	Buy	75095	0.24
			0.27	21-Jun-2019	6909	Buy	82004	0.27
			0.33	23-Aug-2019	18466	Buy	100470	0.33
			0.34	30-Aug-2019	5600	Buy	106070	0.34
			0.38	06-Sep-2019	12000	Buy	118070	0.38
			0.41	20-Sep-2019	7000	Buy	125070	0.41
			0.41	11-Oct-2019	93	Buy	125163	0.41
			0.41	08-Nov-2019	3	Buy	125166	0.41
			0.40	06-Mar-2020	-1096	Sell	124070	0.40
		124070	0.40	31-Mar-2020	0		124070	0.40
11	KAMLESH NAVINCHANDRA SHAH	122950	0.40	30-Mar-2019	0		122950	0.40
			0.34	30-Aug-2019	-17500	Sell	105450	0.34
			0.31	06-Sep-2019	-8662	Sell	96788	0.31
			0.14	13-Sep-2019	-54651	Sell	42137	0.14
			0.13	27-Sep-2019	-730	Sell	41407	0.13
			0.13	30-Sep-2019	-902	Sell	40505	0.13
			0.13	04-Oct-2019	-328	Sell	40177	0.13
			0.10	13-Dec-2019	-8346	Sell	31831	0.10
			0.03	31-Dec-2019	-22988	Sell	8843	0.03
			0.00	03-Jan-2020	-8843	Sell	0	0.00
			0.00	31-Mar-2020	0		0	0.00
12	SUNIDHI SECURITIES & FINANCE LIMITED (TRADING ACCOUNT)	115195	0.37	30-Mar-2019	0		115195	0.37
			0.36	24-May-2019	-3384	Sell	111811	0.36
			0.36	19-Jul-2019	88	Buy	111899	0.36
			0.36	26-Jul-2019	-88	Sell	111811	0.36
			0.33	23-Aug-2019	-9142	Sell	102669	0.33
			0.31	30-Aug-2019	-5867	Sell	96802	0.31
			0.29	06-Sep-2019	-6914	Sell	89888	0.29
			0.28	13-Sep-2019	-3454	Sell	86434	0.28
			0.27	16-Sep-2019	-2809	Sell	83625	0.27
			0.25	20-Sep-2019	-5090	Sell	78535	0.25
			0.25	27-Sep-2019	-1524	Sell	77011	0.25
			0.24	04-Oct-2019	-2030	Sell	74981	0.24
			0.23	11-Oct-2019	-2753	Sell	72228	0.23
			0.15	18-Oct-2019	-24879	Sell	47349	0.15
			0.11	25-Oct-2019	-14219	Sell	33130	0.11
			0.00	01-Nov-2019	-31880	Sell	1250	0.00
			0.00	08-Nov-2019	-950	Sell	300	0.00
			0.00	15-Nov-2019	-300	Sell	0	0.00
			0.00	14-Feb-2020	1000	Buy	1000	0.00
			0.00	21-Feb-2020	-1000	Sell	0	0.00
			0.00	31-Mar-2020	0		0	0.00

13	ORBIS FINANCIAL CORPORATION LIMITED	19867	0.06	30-Mar-2019	0		19867	0.06
			0.27	19-Apr-2019	62291	Buy	82158	0.27
			0.33	31-May-2019	20842	Buy	103000	0.33
			0.33	07-Jun-2019	200	Buy	103200	0.33
			0.34	21-Jun-2019	1900	Buy	105100	0.34
			0.06	28-Jun-2019	-86733	Sell	18367	0.06
			0.00	29-Jun-2019	-18367	Sell	0	0.00
			0.00	06-Sep-2019	200	Buy	200	0.00
			0.00	20-Sep-2019	15	Buy	215	0.00
			0.34	23-Sep-2019	103500	Buy	103715	0.34
			0.34	04-Oct-2019	-200	Sell	103515	0.34
			0.34	20-Dec-2019	2100	Buy	105615	0.34
			0.44	24-Jan-2020	30352	Buy	135967	0.44
			0.43	31-Jan-2020	-3000	Sell	132967	0.43
			0.50	07-Feb-2020	20092	Buy	153059	0.50
			0.50	14-Feb-2020	-300	Sell	152759	0.50
			0.49	21-Feb-2020	-600	Sell	152159	0.49
			0.63	28-Feb-2020	42881	Buy	195040	0.63
			0.58	06-Mar-2020	-16800	Sell	178240	0.58
			0.60	13-Mar-2020	8000	Buy	186240	0.60
			0.64	20-Mar-2020	9714	Buy	195954	0.64
			0.65	27-Mar-2020	3766	Buy	199720	0.65
		199720	0.65	31-Mar-2020	0		199720	0.65

V. INDEBTEDNESS

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

(Amount in Lacs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	1170.15	-	-	1170.15
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	3.95	-	-	3.95
Total (i+ii+iii)	**1174.10**	**-**	**-**	**1174.10**
Change in Indebtedness during the financial year				
• Addition	1223.37	365.32	-	1588.69
• Reduction	-	-	-	-
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount	2397.04	365.32	-	2762.36
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	0.43	-	-	0.43
Total (i+ii+iii)	**2397.47**	**365.32**	**-**	**2762.79**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sr. no.	Particulars of Remuneration	Name of Directors		Total Amount (Rs. In Lacs)
		Punit Makharia	Gautam Makharia	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	148.33	148.33	296.66
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission			
	- as % of profit	-	-	-
	- Others, specify...	-	-	-
5.	Others, please specify	-	-	-
	Total (A)	148.33	148.33	296.66
	Whether Total Managerial Remuneration Under the Ceiling as per the Act.	Yes	Yes	Yes

Remuneration to other Directors

Sr. no.	Particulars of Remuneration	Name of Directors					Total Amount (Rs. In Lacs)
		Mr. Ramakant Nayak	Mr. Dinesh Modi	Mr. Nirmal Kedia	Mr. Satpal Kumar Arora	Mrs. Ranjana Makharia	
	Independent Directors						
	• Fee for attending board / committee meetings	2.75	3.05	-	0.63	-	6.43
	• Commission	-	-	-	-	-	-
	• Others, please specify	-	-	-	-	-	-
	Total (1)	2.75	3.05	-	0.63	-	6.43
	Other Non-Executive Directors	-	-	-	-	-	-
	• Fee for attending board/ committee meetings	-	-	-	-	0.65	0.65
	• Commission	-	-	-	-	-	-
	• Others, please specify	-	-	-	-	-	-
	Total (2)	-	-	-	-	0.65	0.65
	Total (B)=(1+2)	2.75	3.05	-	0.63	0.65	7.08
	Whether Total Managerial Remuneration Under the Ceiling as per the Act.	Yes	Yes	Yes	Yes	Yes	Yes

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

(in Lacs)

Sr. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total (Rs. In Lacs)
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	7.55	16.49	24.04
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission				
	- as % of Profit	-	-	-	-
	- others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	-	7.55	16.49	24.04

VII. Penalties/ Punishments/ Compounding of Offences

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

For and on behalf of the Board of Directors of
Shree Pushkar Chemicals & Fertilisers Limited

Sd/-
Punit Makharia
Chairman & Managing Director
DIN: 01430764

Date: 2nd September, 2020.
Place: Mumbai

Annexure 3 to the Directors' Report

Conservation of Energy:

The Company is focusing to adopt appropriate measures for conservation of energy, which is reflected by very low consumption of power during the year.

		F.Y. 2019-20	F.Y. 2018-19
Total unit of power consumption	: Nos.	1,72,76,820	1,55,84,668
Total amount of Electricity	: Rs.	17,42,88,437	15,70,69,883
Cost of power per unit	: Rs.	10.09	10.08

Absorption of Technology:

As the Company has installed state of the art plant to manufacture Dyes Intermediates, Sulphuric and its derivative Acids, SOP, Fertilisers and Cattle feed supplement. It has already used the best technology available. Further, it is continuously upgrading the process technology for better yield and efficiency to meet the international standard.

Foreign Exchange earnings and outgo:

Amount (Rs. Lacs)

	2019-20	2018-19
Foreign Exchange earnings:		
FOB Value of export	7269.54	8541.82
b) Foreign Earning outgo:		
CIF Value of Import	4728.87	3277.74
Traveling Expenses	17.49	3.89

For and on behalf of the Board of Directors of
Shree Pushkar Chemicals & Fertilisers Limited

Sd/-
Punit Makharia
Chairman & Managing Director
DIN: 01430764

Date: 2nd September, 2020.
Place: Mumbai

Annexure 4 to the Directors' Report

ADDITIONAL INFORMATION AS PER SECTION 197 OF THE COMPANIES ACT, 2013, RULE 5(1) OF CHAPTER XIII, COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:

Name of the Employees	Designation	Remuneration (subject to Income-tax)	% increase / (Decrease) in Remuneration in the F.Y 2019-20	Ratio of remuneration of each Director / to median remuneration of employees	Qualifications	Age (years)	Experience (years)	Date of Commencement of employment	Last employment and Designation
Mr. Punit Makharia	Chairman And Managing Director	148.33 LPA	(47.31%)	114.1 : 1	B.Com	50	27	29/03/1993	Managing Director
Mr. Gautam Makharia	Joint Managing Director	148.33 LPA	(47.31%)	114.1 : 1	B.E.	47	27	29/03/1993	Joint Managing Director
Mr. Deepak Beriwala	Chief Financial Officer	12.47 LPA	N.A.	9.59 : 1	B. Com, CA	32	6	03/06/2019	CFO
Mr. Satish Chavan (Up to 10th January, 2020)	Company Secretary & Compliance Officer	7.55 LPA	51%	5.81 : 1	B.Com, LLB, CS	32	5	06/06/2016	Company Secretary

Notes:

1. The median remuneration of the employees of the Company during the financial year was Rs.1.30 Lacs which has decreased by 29.73% considering the fact that the employees considered for median calculation are 406 as compared to 344 of earlier year.
2. There were 406 Number of permanent employees on the rolls of Company as on 31st March, 2020.
3. Average percentile increase in remuneration of employees other than managerial personnel in financial year 2019-20 is 4% to 5%.
4. The remuneration of Directors was as per the Remuneration Policy of the Company.
5. Employment terms and conditions are as per Company's Rules.
6. Remuneration received as shown in the statement above includes basic salary and all other allowances/perquisites as applicable.

ADDITIONAL INFORMATION AS PER SECTION 197 OF THE COMPANIES ACT, 2013, RULE 5 (2) OF CHAPTER XIII, COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

(a) During the year the Company has not engaged any employee drawing remuneration exceeding the limit specified under section 197(12) read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

(b) Top ten employees in terms of remuneration drawn as required under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, for the year ended 31st March, 2020:

Sr. No.	Name of Employee	Designation of Employee	Nature of Employment	Qualification & experience of Employee	Date of commencement of employment	Age of employee	Last employment held by such employee before joining the Company	% of Equity held by such employee before joining the Company	Nature of Relationship with any of Directors / Managers of the Company	Remuneration
1.	Pradyut Sen	General Manager	Projects	B. Chem	20th June 2018	56	Jay Chemicals	Nil	N.A.	Rs.24,00,000/-
2.	N N Mahapatra	Business Head	Business Head	M.Sc. (Chem)	1st August, 2018	61	Colorant Limited	Nil	N.A.	Rs.18,11,000/-
3.	D Balasubr Amaniam	Regional Manager	South India	B. Tech	16th July, 2018	41	Jay Chemical	Nil	N.A.	Rs.18,05,100/-
4.	Uday Yamgekar	General Manager	Unit No.4	B. Chem.	1st October, 2018	58	Transworld Furtichem Pvt. Ltd.	Nil	N.A.	Rs.16,25,000/-
5.	Rakesh Purohit	General Manager	Marketing – Fertilisers	MBA Marketing	April, 2011	47	Rama Phosphates Limited	Nil	N.A.	Rs.15,22,000/-
6.	V G Dolekar	General Manager	Unit No.3	B.Sc.	24th December, 2015	50	Chromatic India Limited	Nil	N.A.	Rs.14,00,800/-
7.	D A Shah	General Manager	Export Import	B. Com.	May, 2012	54	Self Employed	Nil	N.A.	Rs.13,31,000/-
8.	Suresh Goshwani	Production Manager	Production	B.Sc.	August, 1997	56	Basant Agrotech India Limited	Nil	N.A.	Rs.10,68,000/-
9.	Mahendra Kavadia	General Manager	Unit NO.1	B.Sc.	23rd May, 2012	55	Rohan Dyes Pvt. Ltd.	Nil	N.A.	Rs.9,00,000/-
10.	Deepak Beriwala	CFO	Accounts/ Finance etc	CA, B.Com	3rd June, 2019	32	Polestar Maritime Limited	Nil	N.A.	Rs.12,47,000/-

Affirmation that the remuneration is as per the Nomination and Remuneration Policy of the Company:

It is affirmed that the remuneration paid to the Directors, Key Managerial Personnel and Senior Management is as per the Nomination and Remuneration Policy of the Company.

For and on behalf of the Board of Directors of;
Shree Pushkar Chemicals & Fertilisers Limited

Sd/-
Punit Makharia
Chairman & Managing Director
DIN: 01430764

Date: 2nd September, 2020.
Place: Mumbai.

Annexure 5 to the Directors' Report

POLICY ON REMUNERATION OF DIRECTORS, KEYMANAGERIAL PERSONNEL & SENIOR EMPLOYEES

BACKGROUND:

Shree Pushkar Chemicals & Fertilisers Limited (hereinafter referred as the 'Company') practices a corporate culture that is based on the tenets of trusteeship, empowerment, accountability, control and ethical practices with transparency at its core for creation of maximum value for the stakeholders.

TERMS OF REFERENCE OF NOMINATION AND REMUNERATION COMMITTEE:

- 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.
- Act as Selection and Compensation Committee to evaluate suitability of candidates for various senior positions and determine appropriate compensation package for them. Selection of related persons whether or not holding place of profit in the Company to be carried out strictly on merit and where applicable, be subjected to review by the Audit Committee of and/or the Board with approval at each stage being obtained by disinterested Independent Directors only.
- Identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.
- Removal should be strictly in terms of the applicable law/s and in compliance of principles of natural justice.
- Formulation of criteria for evaluation of Independent Directors and the Board.
- Devising a policy on the Board diversity.
- Recommend to the Board, remuneration including salary, perquisite and commission to be paid to the Company's Executive Directors on an annual basis or as may be permissible by laws applicable.
- Recommend to the Board, the Sitting Fees payable for attending the meetings of the Board/Committee thereof, and, any other benefits such as Commission, if any, payable to the Non- Executive Directors.
- Setting the overall Remuneration Policy and other terms of employment of Directors, wherever required.

CRITERIA FOR DETERMINING THE FOLLOWING:-

Qualifications for appointment of Directors (including Independent Directors):

- Persons of eminence, standing and knowledge with significant achievements in business, professions and/or public service.
- Their financial or business literacy/skills.
- Their Dye/ Dye-Intermediate, Fertiliser, Heavy Chemical manufacturing industry experience.
- Appropriate other qualification/experience to meet the objectives of the Company.
- As per the applicable provisions of Companies Act 2013, Rules made there under and Clause 49 of Listing Agreement. The Nomination and Remuneration Committee shall have discretion to consider and fix any other criteria or norms for selection of the most suitable candidate/s.

Criteria for appointment of KMP/Senior Management:

- To possess the required qualifications, experience, skills & expertise to effectively discharge their duties and responsibilities.
- To practice and encourage professionalism and transparent working environment.
- To build teams and carry the team members along for achieving the goals/objectives and corporate mission.
- To adhere strictly to code of conduct.

REVIEW:

The policy shall be reviewed by the Nomination & Remuneration Committee and the Board, from time to time as may be necessary.

For and on behalf of the Board of Directors of;
Shree Pushkar Chemicals & Fertilisers Limited

Sd/-
Punit Makharia
Chairman & Managing Director
DIN: 01430764

Date: 2nd September, 2020.
Place: Mumbai

Annexure 6 to Directors' Report

FORM AOC-2

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

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

Details of Contracts or arrangement or transactions not at arm's length basis

There were no contracts or arrangements or transactions entered into during the year end 31st March, 2020, which were not at arm's length basis.

Details of Contracts or arrangement or transactions at arm's length basis:

Name of the parties	Nature of Relationship	Silent Terms of Transactions	Nature of Transaction	During of Transactions	Amount (Rs. in Lacs)
Mr. Punit Makharia	Managing Director	NA	Salary & Commission	01/04/2019 to 31/03/2020	148.33
Mr. Gautam Makharia	Joint Managing Director	NA	Salary & Commission	01/04/2019 to 31/03/2020	148.33
Mr. Raghav Makharia	Son of MD	NA	Salary	01/04/2019 to 31/03/2020	11.17
Mrs. Aradhana Makharia	Wife of JMD	NA	Salary	01/04/2019 to 31/03/2020	12.59
Mrs. Bhanu Makharia	Mother of CMD/JMD	Rent Agreement	Rent	01/04/2019 to 31/03/2020	66.00
Mr. Gautam Makharia	Joint Managing Director	Rent Agreement	Rent	01/04/2019 to 31/03/2020	6.00

For and on behalf of the Board of Directors of;
Shree Pushkar Chemicals & Fertilisers Limited

Sd/-
Punit Makharia
Chairman & Managing Director
DIN: 01430764

Date: 2nd September, 2020.
Place: Mumbai.

Annexure 7 to Directors' Report

SECRETARIAL AUDIT REPORT

For the Financial Year ended 31st March, 2020

(Pursuant to section 204(1) of the Companies Act, 2013 and the Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

To,
The Members of
Shree Pushkar Chemicals & Fertlisers Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Shree Pushkar Chemicals & Fertlisers Limited** (CIN: L24100MH1993PLC071376) (hereinafter called "The Company"). We have conducted Secretarial Audit in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Due to restricted movement and COVID-19 pandemic, we have conducted the secretarial audit by examining the Secretarial Records including Minutes, Documents, Registers and other records etc., and some of them received by way of electronic mode from the Company and could not be verified from the original records. The management has confirmed that the records submitted to us are true and correct. Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company, the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India, warranted due to the spread of the COVID-19 pandemic, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31stMarch, 2020 ("Audit Period"), generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2020 according to the provisions of:

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

(ii) The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made there under;

(iii) The Depositories Act, 1996 and the regulations and bye laws framed there under;

(iv) The Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Director Investment and External Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act);
   a) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
   b) SEBI (Prohibition of Insider Trading) Regulations, 2015;
   c) SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009;
   d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(vi) Other specifically applicable laws to the Company during the period under review;
   (i) Income Tax Act, 1961;
   (ii) Chapter V of the Finance Act, 1994 (Service Tax);
   (iii) Public Liability Insurance Act, 1991;
   (iv) Registration Act, 1908;
   (v) Indian Stamp Act, 1899;
   (vi) Indian Contract Act, 1872;
   (vii) Negotiable Instrument Act, 1881;
   (viii) Information Technology Act, 2000;
   (ix) Prevention of Money Laundering Act, 2002;
   (x) Consumer Protection Act, 1986;

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India;

(ii) The SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 issued by SEBI and Listing Agreement entered by the Company with National Stock Exchange of India Limited (hereinafter the "NSE") and BSE Limited (hereinafter the "BSE");

Based on the aforesaid information provided by the Company, we report that during the financial year under report, the Company has complied with the provisions of the above mentioned Act/s, Rules, Regulations, Guidelines, Standards, etc. mentioned above to the extent applicable.

We further report that

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

Adequate notice is given to all directors of schedule of the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance except on few occasions where agenda for the Board meeting was circulated to the members of the Board with less than seven days in advance considering the urgency of the business to be transacted at the meeting.

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions at Board Meetings, Committee Meetings and Independent Directors' Meeting were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board or Independent Directors meetings as the case may be.

We further report that, based on the information provided and the representation made by the Company, in our opinion there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period:

i. Mr. Gautam Makharia – Joint Managing Director of the Company – has entered into dealing of the shares during the Closure of Window Period, in the month of July, 2019. The transaction of shares has been reversed by Mr. Gautam Makharia immediately on the same day. The necessary inquiry and investigation, at the Audit Committee level, is carried out and the committee considering this as first instance of Mr. Gautam Makharia erroneously breaching the Code of Conduct of the Company without any previous instances as to non compliance of any of the Code of Conduct of the Company, has imposed a Penalty. The Penalty amount was spent on the CSR Activities of the Company.

ii. Mr. Ratan Jha – Chief Financial Officer of the Company has resigned with effect from 19th June, 2018 whereas Mr. Deepak Beriwala was appointed as Chief Financial Officer of the Company with effect from 3rd June, 2019.

iii. CS Satish Chavan – Company Secretary and Compliances Officer of the Company has resigned with effect from 10th January, 2020. As per provisions of the section 203 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company is required to fill up the vacancy of Company Secretary and Compliance Officer within a period of 6 months from the date of resignation of previous Company Secretary and Compliance Officer. The Company is yet to make any appointment as on the date of issue of this SAR owing to Outbreak of COVID-19 Pandemic and restricted movement nationwide.

iv. Even though the report pertains to financial year ended 31st March, 2020 and the reporting of this incidence do not strictly required as it falls outside the Audit Period, we have observed that the Company among Top 1000 Companies, the Company is required to appoint Woman Independent Director with effect from 1st April, 2020. Whereas owing to outbreak of COVID-19 Pandemic and restricted movement, the Company is still in the process of appointment of Woman Independent Director.

and there were no other specific events/actions in pursuance of the above referred laws, rules, regulations, guidelines, etc. having a major bearing on the Company's affairs.

For DSM & Associates,
Company Secretaries

Sd/-
CS Sanam Umbargikar
Partner
M.No.26141.
CP No.9394.
UDIN: A026141B000642163.

Date: 2nd September, 2020.
Place: Mumbai.

Annexure to the Secretarial Audit Report

To,
The Board of Directors
Shree Pushkar Chemicals and Fertilisers Limited

Dear Sirs,

Subject: Secretarial Audit Report for financial year ended 31st March, 2020.

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these Secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test check basis to ensure that correct facts are reflected in Secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness, appropriateness of financial records and books of accounts of the Company.
4. Where ever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test check basis.
6. The Secretarial audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For DSM & Associates,
Company Secretaries

Sd/-
CS Sanam Umbargikar
Partner
M.No.26141.
CP No.9394.

Date: 2nd September, 2020.
Place: Mumbai.

Annexure 8 to Directors' Report

Secretarial Compliance Report of Shree Pushkar Chemicals and Fertilisers Limited for the year ended 31st March, 2020

I, CS Sanam Umbargikar, partner of M/s. DSM & Associates, Company Secretaries, have examined:

(a) A the documents and records made available to us and explanation provided by **Shree Pushkar Chemicals and Fertilisers Limited** ("the listed entity"),

(b) The filings/ submissions made by the listed entity to the stock exchanges,

(c) Website of the listed entity,

(d) Any other document/ filings, as may be relevant, which has been relied upon to make this certification, for the year ended 31st March, 2020 ("Review Period") in respect of compliance with the provisions of:

(a) The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and

(b) The Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI")

The specific regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:

(a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

(b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

(c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (not applicable to the Listed Entity during Review Period);

(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (not applicable to the Listed Entity during Review Period);

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (not applicable to the Listed Entity during Review Period);

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 (not applicable to the Listed Entity during Review Period);

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and circulars/ guidelines issued thereunder;

and based on the above examination, I hereby report that, during the Review Period:

(a) The listed entity has complied with the provisions of above Regulations and circulars/guidelines issued thereunder, except in respect of matters specified below:

Sr. No.	Compliance Requirements (Regulations/ Circulars/ guidelines including specific clause)	Deviation	Observations/ Remarks of the Practicing Company Secretary
NIL			

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from my examination of those records.

(c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circular/ guidelines issued thereunder:

Sr. No.	Action Taken by	Details of Violation	Details of action taken e.g. fines, warning letters, debarment etc.	Observations/ remarks of the Practicing Company Secretary, if any
NIL				

(d) The Listed Entity has taken following actions to comply with observations made in previous reports:

Sr. No.	Observations/ remarks of the Practicing Company Secretary, in previous reports	Observations made in the Secretarial Compliance Report for the year ended 31st March, 2019	Actions taken by the Listed Entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	Reg.17(1)(b) – At least half of the Board of Directors shall comprise of Independent Directors as Chairman of the Listed Entity is Executive Listed Entity was having only 2 Independent Directors out of 6 Directors for period starting from 4th December, 2017 to 6th August, 2018 due to vacation of office by Mr. Nirmal Kedia – Independent Director	Even though the Company managed to fill up the vacancy of independent director on 7th August, 2018, there is non compliance of provisions of Reg.17(1)(b) and Reg.25(6) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for a period from 4th December, 2017 to 6th August, 2018.	Appointment of Mr. Nirmal Kedia as an Independent Director with effect from 7th August, 2018. Appointment of Mr. Satpal Arora as an Independent Director with effect from 5th November, 2018.	The listed entity has appointed requisite number of Independent Directors.

For DSM & Associates,
Company Secretaries

Sd/-
CS Sanam Umbargikar
Partner
M.No.26141.
CP No.9394.
UDIN: A026141B000371191.

Date: 23rd June, 2020.
Place: Mumbai.

Annexure 9 to Directors' Report

REPORT ON CORPORATE GOVERNANCE

The Directors present the Company's Report on Corporate Governance for the year ended 31st March, 2020, in terms of Regulation 34(3) read with schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulation").

1. Company's Philosophy on Code of Governance:

Your Company is fully committed to the principles of transparency, integrity and accountability in all spheres of its operations and has been practicing the principles of good corporate governance over the years. In keeping with this commitment, your Company has been upholding fair and ethical business and corporate practices and transparency in its dealings and continuously endeavors to review, strengthen and upgrade its systems and procedures so as to bring in transparency and efficiency in its various business segments.

The Company continues to focus its resources, strengths and strategies to achieve the vision of becoming a leader in Chemicals and Fertilisers while upholding the core values of Quality, Trust, Leadership and Excellence. The Company understands that the compliances of applicable legislations and timely disclosures enhance the image of the Company as a good Corporate Citizen in the Country.

A Report on compliance with the principles of Corporate Governance as prescribed by The Securities and Exchange Board of India (SEBI) in Chapter IV read with Schedule V of Listing Regulation is given below:

2. Mechanism for evaluating Board Members:

Pursuant to the provisions of the Companies Act, 2013 and Listing Regulations, the Board has carried out an annual evaluation of its own performance, working of its committees and of individual Directors.

The Nomination and Remuneration Committee (NRC Committee) has laid down the criteria for Appointment of Non-Executive Directors & Independent Directors as follows:

a. The Non-Executive Directors shall be of high integrity with relevant expertise and experience in their respective field.

b. In case of appointment of Independent Directors, the Nomination and Remuneration committee shall satisfy itself with regard to the Independent nature of the Directors so as to enable the Board to discharge its function and duties effectively.

c. The NRC 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 NRC Committee shall consider the following attributes/ criteria, whilst recommending to the Board the candidature for appointment as Non-Executive Director. i) Qualification, experience and expertise of the Non-Executive Directors in their respective fields; ii) Personal, professional or business ethics; iii) Diversity of the Board.

The Board and the NRC Committee reviewed the performance of the individual Directors on the basis of the criteria such as the contribution of the individual Director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

In a separate meeting of Independent Directors, the performance of non-Independent Directors, the performance of the Board as whole was evaluated, taking into account the views of executive Directors and non-executive Directors. The same was discussed in the board meeting that followed the meeting of the Independent Directors, at which the performance of the Board, its committees and individual Directors was also discussed.

3. Board of Directors:

The Board is broad-based and consists of eminent individuals from industry, management, technical, financial and banking background. The Company is managed by the Board of Directors in coordination with the Senior Management team. The composition and strength of the Board is reviewed from time to time for ensuring that it remains aligned with statutory as well as business requirements.

The Company has a judicious mix of Executive and Non- Executive Directors. As on 31st March, 2020, the Board comprised of 7 (Seven) Directors out of which 2 (Two) are Executive Directors, 4 (Four) are Independent Directors and 1 (One) is Non-Executive Director. During the year the Board of Directors met five times, which is as follows: 20th May, 2019, 13th August,2019, 31st August,2019, 14th November, 2019, 14th February, 2020.

The Chairman of the Board is an Executive Director. The details of each member of the Board along with the number of Directorship/Committee Membership are as given below:

Sr. No	Name of Directors	Category of Directors	No. of Board Meetings attended during year	Whether attended last AGM	Number of other Directorship	No. of membership of Committees in other Public Ltd Companies
1	Mr. Punit Makharia	Executive Director	5	Yes	-	Nil
2	Mr. Gautam Makharia	Executive Director	5	Yes	-	Nil
3	Mr. Dinesh Modi	Independent Director	5	Yes	1	2
4	Mr. Ramakant Nayak	Independent Director	5	No	2	3
5	Mr. Nirmal Kedia	Independent Director	2	No	2	Nil
6	Mr. Satpal Kumar Arora	I Independent Director	2	N.A.	1	Nil
7	Ms. Ranjana Makharia	Non-Executive Director	3	Yes	-	Nil

Notes:

1. Directorships exclude Private Limited Companies, Foreign Companies and Section 8 Companies.
2. Chairmanship/Membership of Committee only includes Audit Committee and Stakeholders' Relationships Committee in Indian Public Limited companies other than Shree Pushkar Chemicals & Fertilisers Limited. Members of the Board of the Company do not have membership of more than ten Board-level Committees or Chairperson of more than five such Committees.
3. None of the directors are related to each other except Mr. Punit Makharia, Mr. Gautam Makharia and Mrs. Ranjana Makharia are related to each other.
4. Mr. Ramakant Nayak, Mr. Nirmal Kedia and Mrs. Ranjana Makharia are holding 1000 (One Thousand), 24,394 (Twenty Four Thousand Three Hundred and Ninety Four) and 4,14,647 (Four Lacs Fourteen Thousand Six Hundred and Forty Seven) equity shares in the Company respectively, except that no other non-executive director is holding shares.
5. Details of Director(s) retiring or being re-appointed are given in notice to Annual General Meeting.
6. Brief profile of each of the above Directors is available on the Company's website.

4. Declarations:

The Independent Directors have submitted declaration(s) that they meet the criteria of Independence laid down under the Companies Act, 2013 and the Listing Regulations.

The Board of Directors, based on the declaration(s) received from the Independent Directors have verified the veracity of such disclosures and confirm that the Independent Directors fulfill the conditions of independence specified in the Listing Regulations and are independent of the management of the Company.

The Company has also issued formal appointment letters to all the Independent Directors in the manner provided under the Companies Act, 2013 read with the Rules issued thereunder. A sample letter of appointment/ re-appointment containing the terms and conditions, issued to the Independent Directors are posted on the Company's website at the following link: https://www.shreepushkar.com//investors/notices.html.

Based on intimations/disclosures received from the Directors periodically, none of the Directors of the Company hold memberships/Chairmanships more than the prescribed limits.

The details of Directorships, relationship inter-se, shareholding in the Company, number of Directorships and Committee Chairmanships/ Memberships held by them in other listed companies as on 31st March, 2020 are detailed below:

Name of Directors	Nature of Directorship	Relationship with each other	Directorship held in other listed entities	Membership and Chairmanship of the Committees of the Board of other Companies**		No. of shares held in the Company along with % to the paid up share capital of the Company
				Chairman	Member	
Ramakant Nayak	Non-Executive Director/ Independent	No Inter se connection or relation between any of these Directors	Sunteck Reality Limited, Poddar Housing and Development Ltd	1	2	1,000 (0.0032)
Dinesh Modi	Non-Executive Director/ Independent		Arrow Greentech Limited, Shree Yogeshwari Realtors Limited	1	2	-
Satpal Kumar Arora	Non-Executive Director/ Independent		Som Distilleries And Breweries Limited	-	-	-
Nirmal Kedia	Executive Director/ Promoter		Nitin castings Limited	-	-	24,394 (0.0793)

** For the purpose of considering the limit of Committee memberships and chairmanships of a Director, membership and chairmanship of Audit Committee and Stakeholders Relationship Committee of public listed companies have been considered. Also excludes the memberships & chairmanships in Shree Pushkar Chemicals & Fertilisers Limited.

***As per the declarations made to the Company by the Directors as to the shares held in their own name or held jointly as the first holder or held on beneficial basis as the first holder.

5. Particulars of appointed & re-appointed Directors:

In accordance with the requirements of the Companies Act, 2013 and Article of Association of the Company, Mr. Gautam Makharia, Joint Managing Director and Mrs. Ranjana Makharia, Non Executive Director, are liable to retire by rotation and being eligible for offer themselves for re-appointment. The Board of Directors recommends their re-appointment.

Name	Mrs. Ranjana Punit Makharia	Mr. Gautam Gopikishan Makharia
DIN	07708602	01354843
Date of Birth	23/02/1973	06/09/1973
Age	47 Years	46 Years
Qualification	B.A. (Economics),EFT	B.E., MBA
Experience	More than 15years	More than 26 years
Date of appointment on the Board of the Company	10/07/2017	29/03/1993
Nature of expertise in specific functional Areas	She has vivid expertise in the field of Practicing Emotional Freedom Technique and Certified Hypnotherapist. She has very good CSR activity in the field of education and EFT.	He is an expert in the field of Accounts, Banking, Sales, project planning implementation, production, management and control.
Name(s) of other Companies in which Directorship held	-	Kisan Phosphates Pvt Ltd Kleur Speciality Chemicals Pvt Ltd
Name(s) of other Companies in which he/she is Chairman / Member of the Committee(s)	NIL	Nil
No. of shares held of Rs.10/- each	4,14,647	53,59,004
Relationship with other directors, manager and other Key Managerial Personnel of the Company	Wife of Punit Makharia and Sister in law of Gautam Makharia and promoter.	Brother of Mr. Punit Makharia and Promoter.

6. Key Board qualifications, expertise and attributes:

The Company's core business includes manufacturing, distribution and sale of dyes, dye intermediates, fertilisers, other chemicals etc. in India and abroad.

The following is the list of core skills/expertise/competencies identified by the Board of Directors as required in the context of the Company's aforesaid business(es) for it to function effectively and those available with the Board as a whole.

i) Sales & Marketing: Experience in sales and marketing management based on understanding of the consumer & consumer goods industry

ii) International Business experience: Experience in leading businesses in different geographies/markets around the world.

iii) General management/Governance: Strategic thinking, decision making and protect interest of all stakeholders

iv) Financial skills: Understanding the financial statements, financial controls, risk management, mergers and acquisition etc.

v) Technical skills and professional skills and knowledge including legal and regulatory aspects.

7. Familiarization Programme:

The Company conducts Familiarization Programme for Independent Directors to enable them to understand their roles, rights and responsibilities. They are also provided with a platform to interact with multiple levels of management and are provided with all the documents required and/or sought by them to have a good understanding of Company's operations, businesses and the industry as a whole. Further, they are periodically updated on material changes in regulatory framework and its impact on the Company.

Moreover, when new Director(s) are inducted on the Board, an information is given to them which includes, Company profile, Company's Codes and Policies, Strategy and such other operational information which will enable them to understand the Company and its business(es) in a better way. The Company also arranges for visits to the Company's Plants and other establishments to enable them to get first-hand information and also interact with the stakeholders at ground level.

The details of such familiarization programmes for Independent Director(s) are put up on the website of the Company and can be accessed through the following link: http://shreepushkar.com/policies-and-code-of-conduct/.

8. Changes in Board:

During the year under review there are no changes in the Board of Directors of the Company.

9. Audit Committee:

i. Brief Description of Terms of Reference:

The Audit Committee of the Company is constituted in line with the Regulation 18 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 177 of the Companies Act, 2013.

The terms of reference, Role and powers of the Audit Committee are as mentioned in Regulation 18 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 177 of the Companies Act, 2013 and includes review Internal Audit Reports, Statutory Auditors' Report on the financial statements, to generally interact with the Internal Auditors and Statutory Auditors, to review the adequacy of internal control systems, to select and establish accounting policies, to review financial statements before submission to the Board, to recommend the appointment and removal of external auditor and fixation of audit fees and other matters specified under Regulation 18 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 177 of the Companies Act, 2013.

ii. Composition

The Audit Committee comprised of Mr. Ramakant Nayak, Chairman, Mr. Dinesh Modi, and Mr. Punit Makharia as Members. The composition of the Audit Committee is in accordance with Regulation 18 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. All the Members of the Audit Committee are financially literate and possess sound knowledge of accounts, audit, finance etc.

iii. Meetings and Attendance during the Year:

During the year Audit Committee were met by 4 times as follows: 20th May, 2019, 13th August, 2019, 14th November, 2019, 14th February, 2020. The attendance of members is as follows:

Name	Category	Meeting held during the year	Meeting attended during the year
Mr. Ramakant Nayak	Independent Director	4	4
Mr. Dinesh Modi	Independent Director	4	4
Mr. Punit Makharia	Executive Director	4	4

10. Stakeholder's Relationship Committee (Shareholders' / Investors' Grievance Committee):

(i) Terms of references:

i. To scrutinize and approve registration of transfer of shares / debentures / warrants issued / to be issued by the Company.

ii. To exercise all power conferred on the Board of Directors under Article 43 of the Article of Association.

iii. To decide all questions and matters that may arise in regard to transmission of shares / debentures / warrants issued / to be issued by the Company.

iv. To approve and issue duplicate shares / debentures / warrants certificates in lieu of those reported lost,

v. To refer to the Board and any proposal of refusal of registration of transfer of shares / debentures / warrants for their consideration.

vi. To look into shareholders and investors complaints like transfer of shares, non-receipt of declared dividends, etc., and

vii. To delegate all or any of its power of Officers / Authorized Signatories of the Company.

viii. To carry out the functions envisaged under the Code of Conduct for Prevention of Insider Trading adopted in terms of SEBI (Prohibition of Insider Trading) Regulations, 2015.

(iii) **Composition:**

The Committee comprised of Mr. Dinesh Modi as Chairman, Mr. Ramakant Nayak and Mrs. Ranjana Makharia as Members.

(iv) **Meetings and Attendance during the Year**

During the year Stakeholder Committee were met by 4 times as follows 20th May, 2019, 13th August, 2019, 14th November, 2019, 14th February, 2020. The Company Secretary is designated as Compliance officer.

The details of meetings of Stakeholders' Relationship Committee during the year are as follows:

Name	Category	Meeting held during the year	Meeting attended during the year
Mr. Dinesh Modi	Independent Director	4	4
Mr. Ramakant Nayak	Independent Director	4	4
Mr. Ranjana Makharia	Non-Executive Director	4	2

The composition of the Stakeholder's Relationship Committee is as per the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The total number of complaints received and replied to the satisfaction of the shareholders during the year is as follows:-

- No. of shareholders' complaints received during the year : 0
- No. of complaints not resolved to the satisfaction of shareholders : 0
- No. of pending share transfers : 0
- No. of Complaints Resolved : 0

11. Nomination & Remuneration Committee:

The Nomination & Remuneration Committee comprised of Mr. Dinesh Modi as Chairman, Mr. Ramakant Nayak and Mrs. Ranjana Makharia as members of the Committee. The Committee met twice times during the year on 20th May, 2019 and on 14th February, 2020.

The constitution and terms of reference of the Nomination &Remuneration Committee is as per regulations of the SEBI (Listing Obligation Disclosure Requirements) Regulations, 2015.

This committee:

(i) Recommend to the board set up and composition of the board and its committees

(ii) Recommend to the board the appointment or reappointment of Directors.

(iii) Carry out evaluation of every Director's performance and support the board in evaluation of the performance of the board, its committees and independent Directors and

(iv) Provide guidelines for remuneration of Directors.

12. Remuneration of Non- Executive Directors:

Non-Executive directors have no pecuniary relationship or transaction with Company except sitting fees as described in MGT-9 – Extract of Annual Return which is reproduced herein. There are no specific criteria for payments to be made to non-executive directors of the Company and the Company has maintained uniformity in making sitting fees to all directors.

Details of remuneration paid to Non-Executive Directors.

Sr. No.	Name of the Director	Category	Remuneration/ Sitting Fees paid per annum
1.	Mr. Ramakant Nayak	Independent Director	Rs.2,75,000/-
2.	Mr. Dinesh Modi	Independent Director	Rs.3,05,000/-
3.	Mr. Nirmal Kedia	Independent Director	Nil
4.	Mrs. Ranjana Makharia	Non-Executive Woman Director	Rs.65,000/-
5.	Mr. Satpal Kumar Arora	Independent Director	Rs.63,000/-

13. General Body Meetings:

(i) Location and time where last three Annual General Meetings were held:

Financial Year	Date	Time	Location
2018-19	23rd September, 2019	3.00 p.m.	Brijwasi Palace Hall, Sonawala Road, Goregaon (East), Mumbai – 400 063, Maharashtra, India.
2017-18	25th September, 2018	3.00 p.m.	Brijwasi Palace Hall, Sonawala Road, Goregaon (East), Mumbai – 400 063, Maharashtra, India.
2016-17	11th September, 2017	3.30 p.m.	Brijwasi Palace Hall, Sonawala Road, Goregaon (East), Mumbai – 400 063, Maharashtra, India.

(ii) Special Resolution passed in previous three Annual General Meetings:

Sr. No.	Date of Annual General Meeting	Special Resolution
1.	23rd September, 2019	- Continuation of Appointment of Mr. Ramakant Nayak, Independent Director, till the Term ends pursuant to Reg.17 of the SEBI (LODR) Regulations, 2015; - Appointment of Mr. Satpal Kumar Arora as a Non Executive, Independent Director;
2.	25th September, 2018	- Appointment of Mr. Nirmal Kedia as an Independent Director. - Issue of Equity shares on Preferential basis. - Issue of Convertible warrants on preferential basis. - To revise/ modification in the remuneration of Mr. Punit Makharia - To revise/ modification in the remuneration of Mr. Gautam Makharia.
3.	11th September, 2017	NIL

(iii) Special Resolution proposed to be conducted through Postal Ballot: NIL

14. Other Disclosures:

a) Related Party Transactions:

Disclosures on materially significant related party transactions i.e. transactions of the Company of material nature, with its promoters, the Directors or the management, their subsidiaries or relatives etc. that may have potential conflict with the interests of Company at large:-

None of the transactions with any of the related parties were in conflict with the interest of the Company at large. The policy of related party transaction and determining materiality subsidiaries are available on website of the Company www.shreepushkar.com.

b) Disclosure of Accounting Treatment:

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

c) Disclosures on Risk Management:

During the year under review, a detailed exercise on Business Risk Management was carried out covering the entire spectrum of business operations by the Management Committee and the Executive Board has been informed about the risk assessment and minimization procedures as required under Listing Regulations. The Company has framed the Risk Assessment and Minimization- Procedure which will be periodically reviewed by the Board.

d) Details of non-compliance:

Since the Company has been listed been from 10th of September, 2015, we confirm that Company has complied with all requirements specified under listing regulations as well as other regulations of SEBI. Consequently, there were no restrictions or penalties imposed by either SEBI or Stock Exchanges or any Statutory Authority for non-compliance of any matter related to the capital markets during the last three years except that Mr. Gautam Makharia – Joint Managing Director of the Company – has entered into dealing of the shares during the Closure of Window Period, in the month of July, 2019. The transaction of shares has been reversed by Mr. Gautam Makharia immediately on the same day. The necessary inquiry and investigation, at the Audit Committee level, is carried out and the committee considering this as first instance of Mr. Gautam Makharia erroneously breaching the Code of Conduct of the Company without any previous instances as to non compliance of any of the Code of Conduct of the Company, has imposed a Penalty. The Penalty amount was spent on the CSR Activities of the Company

e) Vigil Mechanism / Whistle Blower Policy:

Pursuant to Section 177(9) and (10) of the Companies Act, 2013, and Regulation 22 of the Listing Regulation, the Company has formulated Whistle Blower Policy for vigil mechanism of Directors and employees to report to the management about the unethical behavior, fraud or violation of Company's Code of Conduct. The mechanism provides for adequate safeguards against victimization of employees and Directors who use such mechanism and makes provision for direct access to the chairperson of the Audit Committee in exceptional cases. None of the personnel of the Company has been denied access to the Audit Committee. The Whistle Blower Policy is displayed on the Company's website viz. http://www.shreepushkar.com.

f) Adoption of Non-Mandatory Requirements

Adoption of non-mandatory requirements of Listing Regulation is being reviewed by the Board from time to time.

Note: weblink http://www.shreepushkar.com/investor.html for policy on dealing with related party transactions.

g) Details of utilization of funds raised through preferential allotment as specified under Regulations 32(7A):

During financial year, the Company has allotted 1,12,097 (One Lac Twelve Thousand Ninety Seven Only) Equity Shares vide Board Resolution passed in the Board meeting dated 31st August, 2019, to the shareholders of Kisan Phosphates Private Limited for acquisition of remaining stake of the Kisan Phosphates Private Limited.

h) Disclosure in relation to the sexual harassment of women at workplace (Prevention, Prohibition and redressed) Act, 2013 for the financial year 2019-20:

Number of complaints filed during the year	Number of complaints disposed of during the financial year	Number of Complaints pending as on end of the financial year
0	0	0

15. Means Of Communication:

I. Quarterly Results:

The quarterly and yearly financial results of the Company are sent to the Stock Exchanges immediately after they are approved by the Board.

II. Newspaper Publication:

The Quarterly and yearly results of the Company along with any other communication for stakeholders has been published in "Business Standard" – in English – and "Mumbai Mitra" – in Marathi – newspapers mostly.

III. Website:

Financial results, Annual Reports other disclosure are updated on the website of the Company.

IV. Official News Releases:

The Company displays official news releases as and when the situation arises.

V. Presentations:

The Company makes Investor Presentation, Earning Call, presentation to institutional investors or the analysts when found appropriate.

16. General Shareholder Information:

(a) AGM DATE, TIME AND VENUE:

27th Annual General Meeting of the members of the Company Shree Pushkar Chemicals & Fertilisers Limited will be held on Saturday the 31st October, 2020, at 3.00 p.m. through Video Conferencing / Other Audio Visual Means facility to transact the following businesses whereas the venue of the meeting shall be deemed to the Registered Office of the Company situated at 301/302, 3rd Floor, Atlanta Center, Sonawala Road, Goregaon (East), Mumbai – 400 063, Maharashtra, India.

(b) FINANCIAL YEAR:

The Financial Year is from 1st April 2019 to 31st March 2020.

Tentative Schedule for next results:

Unaudited Results for quarter ending 30th September, 2020	Mid of November, 2020
Unaudited Results for quarter ending 31st December, 2020	End of January, 2020
Audited Results for year ending 31st March, 2021	Mid of May, 2021
Unaudited Results for quarter ending 30th June, 2021	Mid of August, 2021
AGM for year ending 31st March, 2021	Mid of September, 2021

(c) BOOK CLOSURE PERIOD:

From Sunday the 25th October, 2020 to Saturday the 31st October, 2020 (both days inclusive)

(d) DIVIDEND PAYMENT DATE: The Company expressed its inability to declare any divided this year, except the Interim Dividend declared on 14th February, 2020.

(e) STOCK EXCHANGES WHERE SECURITIES ARE LISTED:

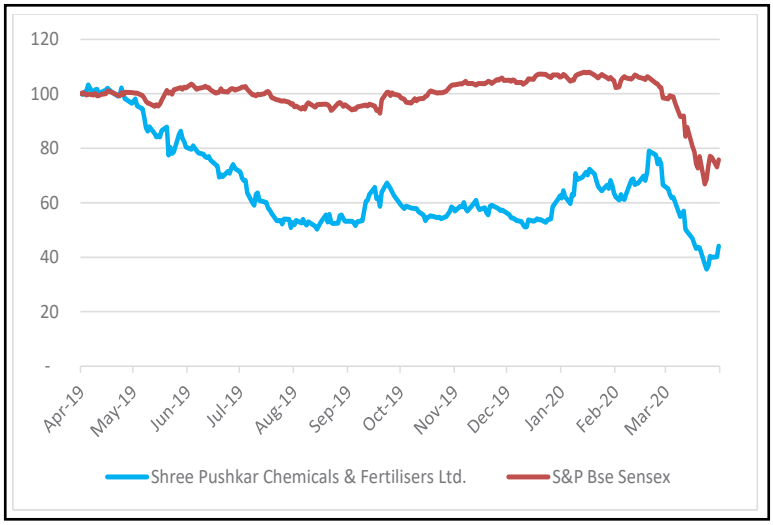
Name of the Stock Exchange (Equity Shares)	Stock Code/Symbol	Address
BSE Limited	539334/SHREEPUSHK	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001, Maharashtra, India.
National Stock Exchange of India Ltd	SHREEPUSHK	Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai – 400 051, Maharashtra, India.

The Listing fees have been paid for the current financial year on time to both stock exchanges.

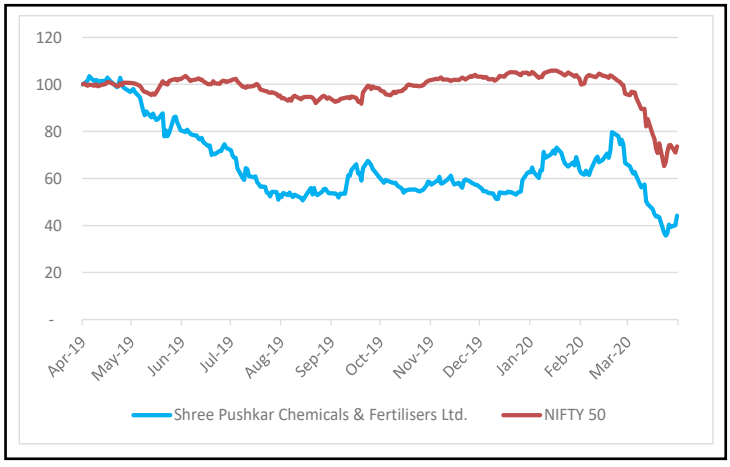
(f) STOCK MARKET DATA:

BSE			NSE		
Month	High	Low	Month	High	Low
April, 2019	163.6	160.0	April, 2019	169.8	159.3
May, 2019	139.0	134.0	May, 2019	139.1	133.2
June, 2019	123.0	120.8	June, 2019	124.3	121.1
July, 2019	90.3	81.0	July, 2019	89.9	80.3
August, 2019	93.10	88.0	August, 2019	92.8	88.1
September, 2019	103.90	99.0	September, 2019	112.5	98.8
October, 2019	101.5	96.4	October, 2019	101.9	95.6
November, 2019	95.8	94.7	November, 2019	95.8	94.6
December, 2019	108.6	101.8	December, 2019	108.8	102.1
January, 2020	110.5	104.5	January, 2020	111.1	104.0
February, 2020	119.3	109.4	February, 2020	122.0	109.4
March, 2020	73.9	69.7	March, 2020	73.6	67.5

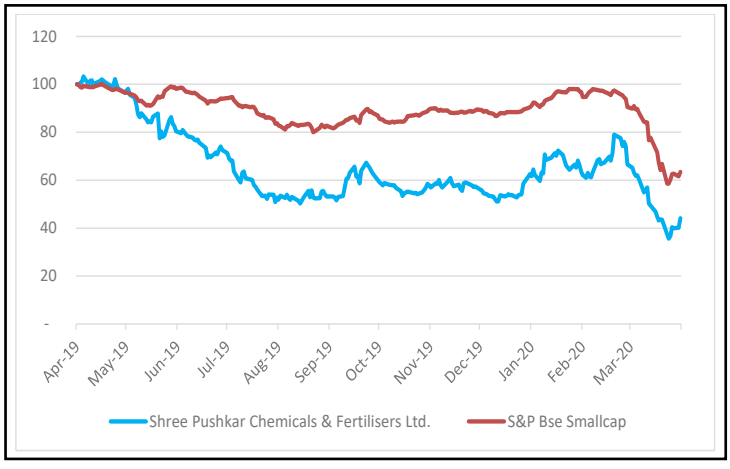
(g) PERFORMANCE IN COMPARISON TO BROAD-BASED INDICES SUCH AS BSE SENSEX IN CHART:



(h) PERFORMANCE IN COMPARISON TO BROAD-BASED INDICES SUCH AS NSE NIFTY IN CHART:



(i) PERFORMANCE IN COMPARISON TO BROAD-BASED INDICES SUCH AS BSE SMALL CAP IN CHART:



(j) REGISTRAR AND TRANSFER AGENT:

Name of Registrar And Share Transfer Agent	:	Bigshare Services Private Limited
Address	:	1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis Apartments (next to keys hotel), Marol Maroshi Road, Andheri (East), Mumbai – 400 059, Maharashtra, India.
Tel. No.	:	022 – 62638200
Email Id	:	investor@bigshareonline.com

(k) SHARE TRANSFER SYSTEM WITH NUMBER OF SHARES TRANSFERRED:

The transfer of shares in physical form is processed and completed by Registrar & Transfer Agent within a period of seven days from the date of receipt thereof provided all the documents are in order. In case of shares in electronic form, the transfers are processed by NSDL/CDSL through respective Depository Participants. In compliance with the Listing Regulation, a Practicing Company Secretary carries out audit of the System of Transfer and a certificate to that effect is issued.

(l) DEMATERIALIZATION OF SHARES AND LIQUIDITY: Yes

(m) OUTSTANDING GDRS/ WARRANTS, CONVERTIBLE BONDS, CONVERSION DATE AND ITS IMPACT ON EQUITY: Nil

(n) DISTRIBUTION OF SHAREHOLDING AND SHAREHOLDING PATTERN AS ON 31ST MARCH, 2020:

SR NO	SHAREHOLDING OF NOMINAL		NUMBER OF SHAREHOLDERS	% TO TOTAL	SHARES	% TO TOTAL
1	1	500	12562	86.3071	1619531	5.252
2	501	1000	917	6.3002	725350	2.3523
3	1001	2000	516	3.5452	764661	2.4797
4	2001	3000	187	1.2848	480695	1.5589
5	3001	4000	89	0.6115	315949	1.0246
6	4001	5000	64	0.4397	302765	0.9818
7	5001	10000	114	0.7832	838526	2.7193
8	10001	9999999999	106	0.7283	25788930	83.6314
TOTAL			**14555**	**100.0000**	**30836407**	**100.0000**

(o) DISTRIBUTION OF SHAREHOLDING AS ON 31ST MARCH, 2020:

Category	No. of Shares held	% of Total Shares
(I)Promoter Group	**20121023**	**65.25**
(II)Public Shareholding Institutions		
Mutual Funds and UTI	1714814	5.56
Financial Institutions / Banks	31476	0.10
FII'S	341456	1.11
Foreign Portfolio Investor	287277	0.93
Alternate Investment Fund	222643	0.72
Non-Institutions		
Bodies Corporate	1157475	3.75
Individual Public		
(Capital Upto To Rs. 1 lakh)	4253491	13.79
(Capital Greater Than Rs. 1 Lakh)	1640530	5.32
Trusts	0	0
Hindu Undivided Family	357766	1.16
Clearing Member	317318	1.03
Non Resident Indians (Nri)	0	0
Non Resident Indians (Repat)	340072	1.10
Non Resident Indians (Non Repat)	51066	0.17
Total Public Shareholding	**10715384**	**34.75**
(III) Shares held by Custodians and against which Depository Receipts have been issued	0	0
Grand Total	**30836407**	**100**

(p) PLANT LOCATIONS: FACTORY –

Sr. No.	Unit No.	Location
1.	Unit No. I	B-102/103, MIDC Lote Parshuram, Taluka Khed, Dist. Ratnagiri, Maharashtra, India.
2.	Unit No. II	D-25, MIDC Lote Parshuram, Taluka Khed, Dist. Ratnagiri, Maharashtra, India.
3.	Unit No. III	B-97, MIDC Lote Parshuram, Taluka Khed, Dist. Ratnagiri, Maharashtra, India.
4.	Unit-IV	D-18, MIDC Lote Parshuram, Taluka Khed, Dist. Ratnagiri, Maharashtra, India.
5.	Hisar Plant	3.5 K.M., Choudhary was to Gawar Road, Gawar, Hisar, Haryana – 125001, India.

(q) ADDRESS FOR CORRESPONDENCE:

The Company's Registered Office is situated at:
301/302, 3rd Floor, Atlanta Center,
Near Udyog Bhavan, Sonawala Road,
Goregaon (East), Mumbai – 400 063,
Maharashtra, India.
Email:cosec@shreepushkar.com

(r) COMMODITY PRICE RISK OR FOREIGN EXCHANGE RISK AND HEDGING ACTIVIES:

The Company imports certain raw materials from various sources for manufacturing chemicals and fertilisers. Most of the significant raw materials are not commodities per se, though some of them could be derivatives of commodities.

The Company does not undertake any commodity hedging activities. The Company actively monitors the foreign exchange movements and takes forward covers as appropriate to reduce the risks associated with transactions in foreign currencies.

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

b) Commodity risks faced by the listed entity during the year and how they have been managed: N.A.

(s) CREDIT RATINGS AND ANY REVISIONS THERETO FOR DEBT INSTRUMENTS OR ANY FIXED DEPOSIT PROGRAMME OR ANY SCHEME OR PROPOSAL INVOLVING MOBILIZATION OF FUNDS, WHETHER IN INDIA OR ABROAD:

The Company has not issued any debt instruments and does not have any fixed deposit programme or any scheme or proposal involving mobilization of funds in India or abroad during the financial year ended 31st March, 2020. The ratings given by ICRA for short-term bank limits and long-term bank limits of the Company are ICRA A1 and ICRA A+ (Stable) respectively. There was no revision in the said ratings during the year under review.

17. Code Of Conduct:

The Board has laid down a Code of Conduct for all Board Members and Senior Management of the Company which is posted on the website of the Company. All Board Members and Senior Management Personnel have affirmed compliance with the Code on an annual basis. A declaration to this effect signed by the Chairman Forms part of this Report.

18. Whistle Blower Policy:

The purpose of this policy is to provide a framework to promote responsible and secure whistle blowing. It protects employees wishing to raise a concern about serious irregularities within the Company. The policy neither releases employees from their duty of confidentiality in the course of their work, nor is it a route for taking up a grievance about a personal situation.

The Executive Director of the Company has the right to amend or modify this Policy in whole or in part, at any time without assigning any reason, whatsoever.

DECLARATIONS:

Compliance with the Code of Business Conduct and Ethics As provided under Regulation 26 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all Board Members and Senior Management Personnel have affirmed compliance with Shree Pushkar Chemicals & Fertilisers Limited Code of Business Conduct and Ethics for the year ended 31st March, 2020.

For Shree Pushkar Chemicals & Fertilisers Limited

Sd/-
Punit Makharia
Chairman and Managing Director

Date: 2nd September, 2020.
Place: Mumbai.

CEO / CFO CERTIFICATION

We the undersigned, in our respective capacities as Managing Director and Chief Financial Officer of Shree Pushkar Chemicals & Fertilisers Limited ("the Company") to the best of our knowledge and belief certify that:

a. We have reviewed financial statements and cash flow statement for the year ended 31st March, 2020, and that to the best of our knowledge and belief, we state that:

   i. these statements do not contain any materially untrue statement or omit any material fact or contains statements that might be misleading;

   ii. these statements together present a true and fair view of the listed entity's affairs and are in compliance with accounting standards, applicable laws and regulations.

b. We further state that to the best of our knowledge and belief, no transactions entered into by the Company during the year, which are fraudulent, illegal or violation of the Company's code of conduct;

c. We are responsible 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 of the Company and have disclosed to the Auditors and Audit Committee, deficiencies in the design or operation of internal control, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

d. We have indicated to the Auditors and Audit Committee:

   i. significant changes, if any, in internal control over financial reporting during the year;

   ii. significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements and

   iii. instances of significant fraud of which they have become aware and involvement therein, if any, of the management or an employee having a significant role in the Company's internal control systems over financial reporting.

For Shree Pushkar Chemicals & Fertilisers Limited

Sd/-
Punit Makharia
Chairman and Managing Director

Sd/-
Deepak Beriwala
Chief Financial Officer

Date: 2nd September, 2020.
Place: Mumbai.

CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To the Members of,
Shree Pushkar Chemicals & Fertilisers Limited

We have examined the compliance of conditions of Corporate Governance by **Shree Pushkar Chemicals & Fertilisers Limited**, for the year ended March 31, 2020 as stipulated in Regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (collectively referred to as "SEBI Listing Regulations, 2015).

The compliance of conditions of Corporate Governance is the responsibility of the Company's management. Our examination was carried out in accordance with the Guidance Note on Certification of Corporate Governance, issued by the Institute of Company Secretaries of India and 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.

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

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

For DSM & Associates,
Company Secretaries

Sd/-
CS Sanam Umbargikar
Partner
M.No.: 26141.
COP No.9394.
UDIN: A026141B000642537.

Date: 2nd September, 2020.
Place: Mumbai.

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members of
Shree Pushkar Chemicals And Fertilisers Limited

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Shree Pushkar Chemicals And Fertilisers Limited,** having CIN L24100MH1993PLC071376 and having registered office at 301/302, 3rd Floor, Atlanta Center, Sonawala Road, Goregaon East, Mumbai – 400 063, Maharashtra, India, (hereinafter referred to as "the Company") produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ending on 31st March, 2020 or a part thereof of their appointment, have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority:

Sr. No.	Name of the Directors	DIN	Date of appointment in the Company
1.	Mr. Punit Makharia	01430764	29th March, 1993.
2.	Mr. Gautam Makharia	01354843	29th March, 1993.
3.	Mr. Ramakant Nayak	00129854	4th December, 2010.
4.	Mr. Dinesh Modi	00004556	20th June, 2012.
5.	Mr. Nirmal Kedia	00050769	7th August, 2018.
6.	Mr. Satpal Kumar Arora	00061420	5th November, 2018.
7.	Mrs. Ranjana Makharia	07708602	10th February, 2017.

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 these, based on my 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 DSM & Associates,
Company Secretaries

Sd/-
CS Sanam Umbargikar
Partner
M.No.26141
COP No.9394.
UDIN: A026141B000642339.

Date: 2nd September, 2020.
Place: Mumbai.

BUSINESS RESPONSIBILITY REPORT:

Introduction:

We present to you our first Business Responsibility Report 2019-20 based on the National Voluntary Guidelines on Social, Environment and Economic Responsibilities of Business, as notified by the Ministry of Corporate Affairs (MCA), Government of India. Our Business Responsibility Report includes our responses to questions on our performance and practices on key principles defined by Regulation 34(2)(f) of SEBI Listing Regulations, 2015, covering topics across environment, inclusive development, governance and stakeholders relationships. Through this report we provide a holistic view of our performance in FY 2019-20.

The provisions of Business Responsibility Report pursuant to Regulation 34(2)(f) of SEBI Listing Regulations, 2015 were made applicable to the Company with effect from 26th December, 2019. Even though period of just 3 months have elapsed from the date of applicability of these regulations to the Company, the Company has embodied positive outlook towards BRR. Hence, the Company can be considered as in embryonic state of implementation of Business Responsibility and its reporting aspects.

Section A: General Information about the Company:

1.	Corporate Identity Number (CIN) of the Company	L24100MH1993PLC071376
2.	Name of the Company	Shree Pushkar Chemicals & Fertilisers Limited
3.	Registered Address:	301/302, 3rd Floor, Atlanta Center, Sonawala Road, Goregaon (East), Mumbai – 400 063, Maharashtra, India
4.	Website	www.shreepushkar.com
5.	Email ID	cosec@shreepushkar.com
6.	Financial Year reported	2019-20
7.	Sector(s) that the Company is engaged in (industrial activity code-wise)	Manufacturing of Chemicals
8.	List three key products/services that the Company manufacture/ provides (as in balance sheet)	a. Dye Intermediates (2022) b. Reactive Dyes (2022) c. Fertilisers (20122)
9.	Total number of locations where business activity is undertaken by the Company	The Company's business and operations are spread across the country. Details of plant locations operated by the Company, are provided in the section "Shareholder Information" in Corporate Governance Report as well as "Corporate Information" in Annual Report
10.	Markets served by the Company: Local/State/ National/International	All

Section B: Financial Details of the Company:

1.	Paid Up Capital as on 31st March, 2020	Rs.30,83,64,070/- (Rupees Thirty Crores Eighty Three Lacs Sixty Four Thousand Seventy Only) divided into 3,08,36,407 (Three Crores Eight Lacs Thirty Six Thousand Four Hundred and Seven Only) equity shares of Rs.10/- each
2.	Total Turnover	34965.40 Lakhs
3.	Total profit after taxes	3,563.79 Lakhs
4.	Total Spending on Corporate Social Responsibility (CSR)	102.83 Lakhs
	Percentage of Profit After Tax (%)	2.89%

List of CSR activities in which expenditure has been incurred:

1. Promoting education for under privileged
2. Eradicating Hunger, Poverty and Mal Nutrition
3. Rural Development – area surrounding the Factory Plants

For more details, please refer to Annexure 1 to Directors' Report i.e. Report on Corporate Social Responsibility

Section C: Other details:

1.	Does the Company have any Subsidiary Company/ Companies?	Yes – 1. Kisan Phosphates Private Limited – A wholly Owned subsidiary 2. Madhya Bharat Phosphates Private Limited – with effect from 5th March, 2020 pursuant to Order of National Company Law Tribunal, Ahmadabad Bench, received on 16th April, 2020.
2.	Do the subsidiary company/ companies participate in the BR initiatives of the Parent Company?	No, but considering the similar nature of business carried on by the Subsidiary Companies, there is uniformity in the procedures and practices followed by Parent as well as Subsidiary Company
3.	Do any other entity/ entities (e.g. suppliers, distributors etc.) that the Company does the business with, participate in the BR initiatives of the of the Company? If yes, then indicate the percentage of such entity/entities (less than 30%, 30-60%, more than 60%	No

Section D: BR Information:

1. Details of Director/Directors responsible for BR.

(a) Details of the Director/ Directors responsible for implementation of the BR policy/ policies:

1. Din Number : 01430764 & 01354843
2. Name : Punit Makharia & Gautam Makharia
3. Designation : Chairman & Managing Director Joint Managing Director

(b) Details of the BR Head:

No.	Particulars	Details	Details
1.	DIN Number	01430764	01354843
2.	Name	Punit Makharia	Gautam Makharia
3.	Designation	Chairman & Managing Director	Joint Managing Director
4.	Telephone Number	022 4270 2530	022 4270 2530
5.	Email ids	punit@shreepushkar.com	Gautam@shreepushkar.com

2. Principle wise (as per NVGs) BR Policy/ policies:

(a) Details of compliance (Reply Y/N)

No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1.	Do you have policy/ policies for	Y	Y	Y	Y	Y	Y	Y	Y	Y
2.	Has the policy being formulated in consultation with the relevant stakeholders	The Company engages with the relevant stakeholders from time to time, their concerns are noted and discussed internally which helps in our policies.								
3.	Does the policy confirm to any national/international standards? If yes, specify	This policy is based on principles laid down in the National Voluntary Guidelines on Social, Environmental And Economic responsibility of a Business published by the Ministry of Corporate Affairs, towards conducting business by a Company.								

4.	Has the policy been approved by the Board? If yes it has been signed by MD/ Owner/ CEO/ appropriate Board of Directors	Y	Y	Y	Y	Y	Y	Y	Y	Y
5.	Does the Company have a specified committee of the Board/ Director/ Official to oversee the implementation of the Policy?	As specified herein above this report, the Company is still in the process of implementation of various policies/ practices and procedures as to Business Responsibility. Hence at present the Board of Directors oversee the implementation of the policy, whereas it is proposed that the Company will gradually shift this role to either Audit Committee or separate committee of the Directors.								
6.	Indicate the link for the policy to be viewed online	www.shreepushkar.com								
7.	Has the policy been formally communicated to all relevant internal and external stakeholders	The policy has been communicated to Company's relevant internal stakeholders. The Company continues to explore other formal ways to communicate the policies with all relevant stakeholders.								
8.	Does the Company have a in house structure to implement the policy/ policies.	Y	Y	Y	Y	Y	Y	Y	Y	Y
9.	Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
10.	Has the Company carried out independent audit/evaluation of the working of this policy by an internal or external agency?	As this being the first year of applicability of Business Responsibility Report, the Company is working on developing and improving its system for evaluating the implementation of policy internally.								

(b) **If answer to the question at serial number 1 against any principle is NO, please explain why:**

No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1.	The Company has not understood the principle	-	-	-	-	-	-	-	-	-
2.	The Company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles	-	-	-	-	-	-	-	-	-
3.	The Company does not have financial or manpower resources available for the task	-	-	-	-	-	-	-	-	-
4.	It is planned to be done within next 6 months	-	-	-	-	-	-	-	-	-
5.	It is planned to be done within next 1 year	-	-	-	-	-	-	-	-	-
6.	Any other reason (please specify)	-	-	-	-	-	-	-	-	-

3. Governance related to BR:

(a) Indi cate the frequency with which the Board of Directors, committee of the Board or CEO to assess the BR performance of the Company, within 3 months, 3-6 months, Annually, more than 1 year:

This being the first Business Responsibility Report, there is no defined frequency. However, the BRR will be reviewed on a Quarterly Basis.

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

This being the first Business Responsibility Report, there is no defined frequency. However, the BR or a sustainability report will be published on a half yearly basis.

Section E: Principle-Wise Performance:

Principle 1: Business should conduct and govern themselves with Ethics, Transparency and Accountability:

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

The Company is committed to conducting its business in accordance with the applicable laws, rules and regulations and with highest standards of business ethics. The Company has adopted code of conduct to promote ethical conduct and to deter wrongdoing so as to protect the best interest of the company and its stakeholders.

Also considering the similar nature of business carried on by the Subsidiary Companies and uniformity in the procedures and practices followed by Subsidiary Companies, the Policy Relating to Bribery and Corruption also apply and cover the subsidiary companies.

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

The Company has not received any stakeholder complaints pertaining to ethics, transparency or accountability in the current reporting period. We encourage all our stakeholders to actively communicate with us so that we continually understand their perceptions of our company while they recognize our ethos of business ethics and responsibility.

During FY20, no complaints were received from shareholders of the Company. Complaints from other stakeholders like suppliers and contractors are forwarded to the respective Department Heads and addressed on a case to case to case basis. No complaints were received under the Vigil Mechanism.

Principle 2: Business should provide goods and services that are safe and contribute to sustainability throughout their life cycle:

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

This being the first year of implementation and infact just 3 months from applicability of Business Responsibility Reporting to top 1000 companies from previous applicability to 500 companies, the Company is still in the process of implementing various aspects of the Business Responsibility Reporting and embodied the culture.

Never the less the company has on an ongoing basis, been adopting all measures of pollution & environment control as specified and approved by the MPCB & EIA. The company has a ongoing process of monitoring these aspects both through internal as also external testing facilities.

2. For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product (optional):

(a) Reduction during sourcing/production/ distribution achieved since the previous year throughout the value chain?

We are amongst the dyes intermediates manufacturing companies to have processes that ensure minimum waste generated per unit, treat wastes to permissible limits before disposal. Recovered treated water is reused/ recycled in process plant.

(b) Reduction during usage by consumers (energy, water) has been achieved since the previous year?

The Company has Zero Discharge of Hazardous Chemicals along with minimum wastages of other raw products and captive consumption of various final products and by products at the plant.

3. **Does the Company have procedure in place for sustainable sourcing (including transportation)?**

   (a) If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so.

   The Company has always focused on Backward Integration so as to manufacture in house raw materials and gain cost efficiencies, since 2002. Accordingly the Company has commissioned 125 TPD Sulphuric Acid Plant along with derivative acids & also a 750KW Captive Power Plant based on waste heat generated at the Acid plant.

   This saves cost of purchase (including transportation cost), time, & also helps in reducing carbon footprint.

   The company has its own logistic division to oversee optimum cost for transportation.

4. **Has the company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work?**

   (a) If yes, what steps have been taken to improve their capacity and capability of local and small vendors

   The Company always encourages the system of procurement of goods and services from local and small producers as we believe that the procurement of goods and services from local sources is a smart strategy which reduces the cost, time and efforts in procurement.

   Regular interactions, long term associations, providing of timely assistance with financial, sourcing and logistic inputs with local and small producers helps in improving their capacities and capabilities.

5. **Does the Company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as <5%, 5-10%, >10%). Also provide details thereof, in about 50 words or so.**

   Yes the Company has a mechanism to recycle its products and waste:

   i. **>10%** The spent acid generated in the manufacture of Dye-Intermediates is used in the manufacture of Dicalcium Phosphate, a Cattle feed Supplement.

   ii. **>10%** Further the Dilute Sulphuric Acid generated in the manufacture of CSA is recycled to manufacture SSP a fertiliser product.

Principle 3: Business should promote the wellbeing of all employees:

1. **Please indicate the total number of employees: 406**
2. **Please indicate the total number of employees hired on temporary/contractual/ casual basis: 192**
3. **Please indicate the Number of permanent women employees: 19**
4. **Please indicate the Number of permanent employees with disabilities: NIL**
5. **Do you have an employee association that is recognized by Management: No**
6. **What percentage of your permanent employees is members of this recognized employee association? No**
7. **Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.**

No.	Category	No. of Complaint filed during the financial year	No. of complaints pending as on end of the financial year
1.	Child labour/ forced labor/ involuntary labor	NIL	NIL
2.	Sexual Harassment	NIL	NIL
3.	Discriminatory employment	NIL	NIL

8. **What percentage of your under mentioned employees were given safety & skill up- gradation training in the last year?**

No.	Category	No. of Complaint filed during the financial year
1.	Permanent Employees	This is a Continuous process at all our factory sites, all employees of the Company are provided with EHS (Environment, Health & Safety) Training & the Company believes in continual learning of its employees for skill upgradation
2.	Permanent Women Employees	
3.	Casual /Temporary / Contractual Employees	
4.	Employees with Disabilities	

Principle 4: Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized:

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

   Yes, the internal and external stakeholders of the Company include employees, customers, shareholders, government authorities, suppliers & contractors, community etc.

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

   Identifying the disadvantaged, vulnerable & marginalized stakeholders is an ongoing process and a period of just 6 months have expired from implementation of BRR, the Company is still in the process of implementing and including various aspects of BRR to its business culture.

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

   Yes. The Company has engaged with the disadvantaged, vulnerable and marginalized stakeholders through the CSR projects undertaken from time to time. For more details on the special initiatives, please refer our CSR Initiatives in Annexure A of Directors Report.

Principle 5: Businesses should respect and promote human rights:

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

   The Company supports and respects the protection of human rights of all relevant stakeholders under its control at all times. Prime importance is given towards maintaining better working condition in the work places to take care of the health & safety of employees.

   There is no extension of any of the policies to any supplier or contractor or NGOs or others, except the applicability of the same to subsidiary companies – being into the same line of business and similarity of business process and procedures.

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

   The Company has not received any complaint with respect to human rights during the financial year 2019-20.

Principle 6: Business should respect, protect, and make efforts to restore the environment:

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

   The Company's aim to focus on safety, health and environment is the key to sustainable growth. TheCompany believes in accomplishing the Safety, Health and Environment (SHE) goal of being harmless to the environment, no risk to employees and no incidents which might create a negative impact on the community.

   There is no extension of any of the policies to any supplier or contractor or NGOs or others, except the applicability of the same to subsidiary companies – being into the same line of business and similarity of business process and procedures.

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

   At Shree Pushkar, environment sustainability is not just compliance to laws it is more about our concern. It is as important to us as our business growth. We being a proactive organization emphasized on investment to develop environment

management systems, install effluent treatment plants, recovery & recycle of waste water/ effluents through utilisation of equipments such as dedicated scrubbers, MEEs, ROs etc. as also developing a green belt within the factory premises by planting various species of trees.

The Company continues to adhere to environment friendly manufacturing process and set new standards in reducing pollution.

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

   Yes, Company is continuously identifying and assessing potential environmental risk implements devices to mitigate/ reduce such risks to acceptable standards.

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

   No.

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

   BlusSign – System Partner:

   The Company has received "Bluesign" accredition, which is recognized amongst the best in the world and the Company has earned the status of "System Partner"

   The BlueSign system is the solution for a sustainable textile production, eliminating harmful substances right from the beginning of the manufacturing process and sets and controls standards for an environmental friendly and safe production.

   ZDHC Contributor with ZDHC Foundation:

   The foundation oversees implementation of the Zero Discharge of Hazardous Chemicals programme with a mission to advance towards zero discharge hazardous chemicals in the textile, leather and footwear value chain to improve the environment and people's well being.

   GOTS Certified Company:

   The Global Organic Textile Standards (GOTS) is the worldwide leading textile processing standard for organic fibres, including ecological and social criteria, backed up by independent certification of the entire textile supply chain.

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

   Yes our emission and waste generated is within the permissible limits of CPCB/SPCB.

7. **No. of show cause/legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of financial year**

   NIL

Principle 7: Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner:

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

   BlusSign – System Partner:

   The Company has received "Bluesign" accredition, which is recognized amongst the best in the world and the Company has earned the status of "System Partner"

   The BlueSign system is the solution for a sustainable textile production, eliminating harmful substances right from the beginning of the manufacturing process and sets and controls standards for an environmental friendly and safe production.

   ZDHC Contributor with ZDHC Foundation:

   The foundation oversees implementation of the Zero Discharge of Hazardous Chemicals programme with a mission to advance towards zero discharge hazardous chemicals in the textile, leather and footwear value chain to improve the environment and people's well being.

GOTS Certified Company:

The Global Organic Textile Standards (GOTS) is the worldwide leading textile processing standard for organic fibres, including ecological and social criteria, backed up by independent certification of the entire textile supply chain.

Also the Company is a member of the All India Chemical manufacturers association, SSP manufacturers association, Member of the CETP Lote, etc.

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

   NO

Principle 8: Business should support inclusive growth and equitable development:

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

   The Company's Social Projects are based on its policy on Corporate Social Responsibility. The CSR initiatives focus on holistic development of host communities and create social, environmental and economic value to the society. The detailed report on CSR initiative is annexed Annexure 1 to Director's Report.

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

   The details of Programmes/projects undertaken are given in Annexure A to Director's Report for list of CSR activities.

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

   Company has monitored and reviewed its initiative for its effective implementation, quantitatively and qualitatively.

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

   The details are given in Annexure 1 to Director's Report for list of CSR activities.

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

   The Company is fully committed towards the better development of community through its CSR initiatives. The Company is continuously reviewing the implementation of its initiatives and performs impact assessment of its initiatives internally and makes efforts to identify various beneficiaries to ensure that its initiatives are adopted and benefit successfully.

Principle 9: Business should engage with and provide value to their customers and customers in a responsible manner:

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

   NIL

2. **Does the company display product information on the product label, over and above what is mandated as per local laws?**

   Yes, the Company displays product information on the product as mandated under applicable laws. Further the Company has all its product details displayed at its web-site including quality standards, various accreditation received for its products both from National & internationally recognised agencies.

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

   No such cases were filed against the Company.

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

   The Company is a customer driven company and continuously tries to improve its product quality & services to meet customer's needs. The Company engages with its customers and carries consumer reviews for different products to know the customer satisfaction level so that necessary steps may be taken to enhance the customer satisfaction levels.

INDEPENDENT AUDITOR'S REPORT

To the Members of Shree Pushkar Chemicals & Fertilisers Limited,

Report on the Audit of Standalone Ind-AS Financial Statements

Opinion

We have audited the standalone Ind-AS financial statements of **Shree Pushkar Chemicals & Fertilisers Limited** ('the Company'), which comprise the standalone Balance Sheet as at March 31, 2020, the standalone Statement of Profit and Loss (including Other Comprehensive Income), the standalone Cash Flow Statement and the standalone Statement of Changes in Equity for the year then ended and notes to the Ind-AS financial statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as 'the standalone Ind-AS financial statements').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Ind-AS financial statements give the information required by the Companies Act, 2013,as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Ind-AS specified under section 133 of the Act, of the state of affairs of the Company as at March 31, 2020, its profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Ind AS Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Standalone Ind-AS financial statements under the provisions of the Companies Act, 2013 and the Rules there-under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Ind AS financial statements of the current year. These matters were addressed in the context of our audit of the Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key audit matters	How our audit addressed the key audit matter
Revenue from contracts with customers (described in Note 2 (K) of the standalone Ind AS financial statements)	
The Company is engaged in manufacturing of dye, dye intermediaries and fertilisers through its various plants. It has developed procedures to record the revenue on the basis of the movement of the goods and revenue accrues as per Indian accounting standard 115. Due to different terms with different customers and transaction price, there is a risk that the revenue or discounts or rebates; and export incentives thereon might not be recorded correctly Revenue is a key parameter to ascertain the Company's performance. The Company focuses on revenue as a key performance measure, which could create an incentive for revenue to be recognized before the risk and rewards have been transferred.	We assessed the design and tested the operating effectiveness of internal controls related to revenue recognition, discounts and rebates. We performed sample tests of individual sales transaction and traced to related documents, considering the terms of dispatch. We tested cut-off procedures with respect to year-end sales transactions made. We also performed monthly analytical procedures of revenue by streams to identify any unusual trends.

Allowance for credit losses	
The Company determines the allowance for credit losses based on historical loss experience adjusted to reflect current and estimated future economic conditions. The Company considered current and anticipated future economic conditions relating to industries the Group deals with and the countries where it operates. In calculating expected credit loss, the Company has also considered related credit information for its customers to estimate the probability of default in future and has taken into account estimates of possible effect from the pandemic relating to COVID -19.	We tested the effectiveness of controls over the development of the methodology for the allowance for credit losses, including consideration of the current and estimated future economic conditions, completeness and accuracy of information used in the estimation of probability of default and computation of the allowance for credit losses. We tested the mathematical accuracy and computation of the allowances by using the same input data used by the Group.

Information Other Than the Financial Statements and Auditor's Report thereon

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the 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 in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Standalone Ind-AS Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Ind AS Financial Statements

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

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

- Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate

to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Ind AS financial statements, including the disclosures, and whether the Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Ind AS financial statements for the year ended March 31, 2020 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

The Company is yet to appoint the Company Secretary as required under the provisions of Section 203 of Companies Act, 2013 after the resignation of previous Company Secretary in the month of January 2020. (Refer Note 51).Our opinion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

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

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

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

    c) the Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity dealt with by this report are in agreement with the books of account;

    d) In our opinion, the aforesaid Ind-AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

    e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164(2) of the Act.

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

g) In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act.

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

i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements- Refer Note 42 on Contingent Liabilities to the standalone financial statements;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at March 31, 2020;

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For S. K. Patodia & Associates
Chartered Accountants
Firm RegistrationNumber: 112723W

Dhiraj Lalpuria
Partner
Membership Number: 146268
UDIN : 20146268AAAAIR1086

Place : Mumbai
Date : June 26, 2020

Annexure A to Independent Auditors' Report

Referred to in paragraph 1(f) under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date to the members of Shree Pushkar Chemicals & Fertilisers Limited

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls over financial reporting of Shree Pushkar Chemicals & Fertilisers Limited ("the Company") as of March 31, 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial controls with Reference to Financial Statements

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

   i. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

   ii. provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

   iii. provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or dispositions 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 Financial Statements

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

Opinion

8. In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and as such internal financial controls were operating effectively as at March 31, 2020 based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

For S. K. Patodia & Associates
Chartered Accountants
Firm Registration Number: 112723W

Dhiraj Lalpuria
Partner
Membership Number: 146268
UDIN : 20146268AAAAIR1086

Place : Mumbai
Date : June 26, 2020

Annexure B to Independent Auditors' Report

Referred to in paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date to the members of Shree Pushkar Chemicals & Fertilisers Limited

(i) (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of property, plant & equipment.

(b) The Company has a regular programme of physical verification of its property, plant & equipment, by which all property, plant & equipment are verified in a phased manner. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. The frequency of physical verification is reasonable and no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and the records examined by us and based on the examination of the conveyance deed provided to us, we report that, the title deeds, comprising of all immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date.

(ii) As explained to us, physical verification of inventory has been conducted at reasonable intervals by the management and no material discrepancies were noticed on physical verification.

(iii) In respect of the loans, secured or unsecured, granted by the Company to companies, firms, limited liability partnerships or other parties covered in the register maintained under Section 189 of the Companies Act, 2013 .

(a) In our opinion and the information given to us, the terms and conditions of the loans given by the company are prima facie, not prejudicial to the interest of the Company.

(b) The schedule of repayment of principal and payment of interest has been stipulated and repayments of principal amounts and/or receipts of interest have been regular as per stipulations.

(c) There are no overdue amounts as at the year-end in respect of both principal and interest.

(iv) In our opinion and according to the information and explanation given to us, the Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 in respect of loans, making investments and providing guarantees and securities.

(v) According to the information and explanations given to us, the Company has not accepted any deposits from the public covered under Section 73 to 76 of the Act and accordingly, paragraph 3(v) of the Order is not applicable.

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

(vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the Company is generally regular in depositing the undisputed statutory dues including provident fund, employees' state insurance, income-tax, goods and services tax, cess and other material statutory dues, as applicable, with the appropriate authorities.

(b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of income tax, sales tax, goods & service tax, duty of customs, duty of excise or value added tax or cess which have not been deposited on account of any dispute except as follows :

Name of Statue	Name of dues	Amount (Rs in lakhs)	Period to which amount relates	Forum where the dispute is pending
Income Tax Act, 1961	Income Tax Demand	17.68	AY 2009-10	High Court
Income Tax Act, 1961	Income Tax Demand	5.95	AY 2010-11	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax Demand	324.93	AY 2013-14	Commissioner of Income Tax (Appeals)
MVAT Act, 2002	Value Added Tax including interest	14.88	FY 2013-14	The Joint Commissioner of State Tax (Appeals)

Central Sales Tax Act,1956	Central Sales Tax including interest	78.52	FY 2013-14	The Joint Commissioner of State Tax (Appeals)
MVAT Act, 2002	Value Added Tax including interest	27.4	FY 2014-15	The Joint Commissioner of State Tax (Appeals)
MVAT Act, 2002	Value Added Tax including interest	12.8	FY 2015-16	The Deputy Commissioner of State Tax
Central Sales Tax Act,1956	Central Sales Tax including interest	3.54	FY 2015-16	The Deputy Commissioner of State Tax
Income Tax Act, 1961	Income Tax Demand	380.13	AY 2017-18	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax Demand	65.01	AY 2018-19	Assessing Officer

(viii) According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of loans or borrowings to financial institution or banks at the balance sheet date. The Company does not have any loans or borrowings from Government. Further, the Company has not issued any debentures. Accordingly, the Paragraph 3(viii) of the order is not applicable to the Company.

(ix) According to the information and explanations given to us and the records of the Company examined by us, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) and utilized the money raised by the way of term loans for the purpose for which they were obtained during the period.

(x) According to the information and explanations given to us, no fraud by the Company or fraud on the Company by its officers and employees has been noticed or reported during the course of our audit.

(xi) In our opinion and according to the information and explanations given to us, managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the Companies Act, 2013.

(xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company and accordingly the provisions of clause 3(xii) of the Order are not applicable.

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company transactions entered into by the Company with the related parties are in compliance with Sections 177 and 188 of the Act, where applicable and the details of related party transactions as required by the applicable accounting standards have been disclosed in the standalone financial statements.

(xiv) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence the provisions of clause 3(xiv) of the Order are not applicable to the Company.

(xv) According to the reports of the Company examined by us and the information and explanations given to us, the Company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, the provisions of clause 3(xv) of the Order are not applicable to the Company.

(xvi) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of clause 3(xvi) of the Order are not applicable to the Company.

For S. K. Patodia & Associates
Chartered Accountants
Firm Registration Number: 112723W

Dhiraj Lalpuria
Partner
Membership Number: 146268
UDIN : 20146268AAAAIR1086

Place: Mumbai
Date: June 26, 2020

STANDALONE BALANCE SHEET AS AT MARCH 31, 2020

(INR in Lakhs)

	Particulars	Note No.	As at March 31, 2020	As at March 31, 2019
I	**ASSETS**			
	1. Non-Current Assets			
	(a) Property, Plant and Equipment	3	13,164.87	13,791.46
	(b) Capital Work-In-Progress	3	4,938.84	1,047.08
	(c) Intangible assets under development	4	1.02	0.92
	(d) Investment in Subsidiary	5	2,132.42	2,132.42
	(e) Financial Assets			
	(i) Investments	5	5,910.74	5.25
	(ii) Others	6	101.70	379.67
	(f) Other Non-Current Assets	7	638.79	907.63
			26,888.38	**18,264.43**
	2. Current Assets			
	(a) Inventories	8	4,493.32	4,599.73
	(b) Financial Assets			
	(i) Trade Receivables	9	6,246.76	7,938.98
	(ii) Cash and Cash Equivalents	10	70.59	37.22
	(iii) Bank Balances other than Cash and Cash Equivalents	11	23.99	3,930.13
	(iv) Loans	12	39.28	26.77
	(v) Others	13	223.69	143.67
	(c) Other Current Assets	14	757.36	589.25
			11,854.99	**17,265.75**
	Total Assets		**38,743.37**	**35,530.18**
II	**EQUITY AND LIABILITIES**			
	Equity			
	(a) Equity Share Capital	15	3,083.64	3,072.43
	(b) Other Equity	16	26,296.50	24,591.64
			29,380.14	**27,664.07**
	LIABILITIES			
	1. Non-Current Liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	17	27.64	30.32
	(ii) Other financial liabilities	18	0.98	-
	(b) Provisions	19	61.99	50.66
	(c) Deferred Tax Liabilities (Net)	20	1,777.44	2,038.47
	(d) Other Non-Current Liabilities	21	66.74	46.00
			1,934.79	**2,165.45**
	2. Current Liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	22	2,695.19	1,098.94
	(ii) Trade Payables	23		
	(a) total outstanding dues of micro enterprises and small enterprises		42.25	80.90
	(b) total outstanding dues of creditors other than micro enterprises and small enterprises		4,264.40	3,554.11
	(iii) Other Financial Liabilities	24	119.61	44.84
	(b) Other Current Liabilities	25	210.70	433.93
	(c) Provisions	26	12.16	5.06
	(d) Current Tax Liabilities (Net)	27	84.13	482.88
			7,428.44	**5,700.66**
	Total Equity and Liabilities		**38,743.37**	**35,530.18**
	Summary of Significant Accounting Policies	2		
	The notes referred to above are an integral part of these financial statements.	1-54		

As per our report of even date attached
For S. K. Patodia & Associates
Chartered Accountants
Firm Registration Number : 112723W

Dhiraj Lalpuria
Partner
Membership Number : 146268

Place : Mumbai
Date : June 26, 2020

For and on behalf of the Board of Directors

Punit Makharia
Chairman & Managing Director
DIN : 01430764

Gautam Makharia
Joint Managing Director
DIN : 01354843

Deepak Beriwala
Chief Financial Officer

Place : Mumbai
Date : June 26, 2020

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2020

(INR in Lakhs)

	Particulars	Note No.	For the Year ended March 31, 2020	For the Year ended March 31, 2019
I	**Revenue**			
	Revenue from Operations	28	28,437.05	40,019.55
	Other Income	29	330.89	242.05
	Total Income		**28,767.94**	**40,261.60**
II	**Expenses**			
	Cost of Materials Consumed	30	17,743.14	26,014.20
	Changes in Inventories of Finished Goods and Work-in-Progress	31	243.47	1,368.80
	Employee Benefit Expenses	32	2,079.25	2,673.38
	Depreciation and Amortization Expenses	33	898.75	821.44
	Finance Costs	34	107.90	200.94
	Other Expenses	35	4,280.84	4,114.47
	Total Expenses		**25,353.35**	**35,193.23**
III	**Profit before tax (I- II)**		**3,414.59**	**5,068.37**
IV	**Less: Tax Expense:**			
	Current Tax		564.00	1,255.00
	Tax for Earlier years		-	(455.09)
	Deferred Tax		(258.39)	623.23
	Total Tax Expense		**305.61**	**1,423.14**
V	**Profit for the Year (III-IV)**		**3,108.98**	**3,645.23**
VI	**Other Comprehensive Income**			
	Items that will not be reclassified to profit or loss			
	Re-measurement gains/ (losses) on defined benefit obligations		(9.07)	2.02
	Tax effect on above		2.64	(0.71)
	Other Comprehensive Income for the year, net of tax		**(6.43)**	**1.31**
VII	**Total Comprehensive Income for the year (V+VI)**		**3,102.55**	**3,646.54**
VIII	**Earnings Per Share (Face Value INR 10 Per Equity Share):**	36		
	Basic (INR)		10.10	11.89
	Diluted (INR)		10.10	11.82
	Summary of Significant Accounting Policies	2		
	The notes referred to above are an integral part of these financial statements.	1-54		

As per our report of even date attached

For S. K. Patodia & Associates
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Firm Registration Number : 112723W

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Deepak Beriwala
Chief Financial Officer

Place : Mumbai
Date : June 26, 2020

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2020

(INR in Lakhs)

Particulars		For the Year ended March 31, 2020	For the Year ended March 31, 2019
A.	**Cash Flow from Operating Activities**		
	Net profit before tax	3,414.59	5,068.37
	Adjustments for:		
	Depreciation and amortisation	898.75	821.44
	Finance costs	107.90	200.94
	Other Income	0.06	2.68
	Interest Income	(202.38)	(241.12)
	Allowances for Credit Losses	(92.49)	(23.36)
	(Profit)/loss on sale of Property, Plant & Equipment	-	(3.62)
	Operating profit/(loss) before working capital changes	**4,126.43**	**5,825.33**
	Movement in working capital		
	Decrease/(Increase) in Inventories	106.41	2,108.15
	Decrease/(Increase) in Trade Receivables	1,784.71	(671.85)
	Increase/(Decrease) in Trade Payables	671.63	(279.81)
	Increase/(Decrease) in Other Non-Current Liabilities	20.74	32.10
	Increase/(Decrease) in Other Current Liabilities	(223.23)	170.47
	Increase/(Decrease) in Other Current Financial Liabilities	(0.01)	6.41
	Decrease/(Increase) in Other Current Financial Assets	(80.02)	(36.00)
	Decrease/(Increase) in Other Current Assets	(168.11)	297.51
	Decrease/(Increase) in Other Non Current Assets	268.84	(173.48)
	Increase/(Decrease) in Long Term Provisions	2.26	10.52
	Increase/(Decrease) in Short Term Provisions	7.10	1.87
	Decrease/(Increase) in Other Non Current Financial Assets	277.97	(233.99)
	Decrease/(Increase) in Financial assets - Loans	(12.51)	(3.30)
	Cash Generated From Operations	**6,782.21**	**7,053.93**
	Income taxes paid (net of refunds)	(962.75)	(1,308.17)
	Net cash flow generated from operating activities (A)	**5,819.46**	**5,745.77**
B.	**Cash Flow from Investing Activities**		
	Purchase or construction of Property, Plant & Equipment (including capital work-in-progress)	(4,025.07)	(1,452.79)
	Purchase of Intangible asset under development	(0.10)	(0.10)
	(Investment in)/ Realisation of Fixed Deposits and Margin Money	3,906.14	(2,034.84)
	Investments in mutual funds and bonds	(5,905.49)	-
	Proceeds from sale of Property, Plant & Equipment	-	3.62
	Proceeds from sale of Investment	-	40.44
	Interest Income received	202.32	241.12
	Net Cash used in Investing Activities (B)	**(5,822.20)**	**(3,202.55)**

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2020 (Contd.)

(INR in Lakhs)

Particulars		For the Year ended March 31, 2020	For the Year ended March 31, 2019
C.	**Cash Flow from Financing Activities**		
	Share application money received/refunded against preferential issue of share warrants	(645.00)	645.00
	Proceeds from/ (Repayment of) Financial Borrowings (net)	1,593.57	(2,980.47)
	Payment of Lease Liabilities	(63.09)	-
	Dividend Paid to companies shareholder's	(615.05)	-
	Dividend Distribution Tax paid	(126.42)	-
	Finance costs	(107.90)	(200.94)
	Net Cash flow (used in) from Financing Activities (C)	**36.11**	**(2,536.41)**
	Net cash Increase/(decrease) in cash and cash equivalents (A+B+C)	**33.37**	**6.81**
	Cash and cash equivalents at the beginning of the year	37.22	30.41
	Cash and cash equivalents at the end of the year	70.59	37.22
	Net cash Increase/(decrease) in cash and cash equivalent	**33.37**	**6.81**

Note : The above Statement of Cash Flows has been prepared under the 'Indirect Method' as set out in Ind AS 7, 'Statement of Cash Flows'.

Change in liability arising from financing activities **(INR in Lakhs)**

Particulars	As at March 31, 2019	Cash Flows	Non Cash Changes	As at March 31, 2020
Current Borrowings	1,098.94	(1,596.25)	-	2,695.19
Non Current Borrowings (including current maturities)	71.21	4.04	-	67.17

Particulars	As at March 31, 2018	Cash Flows	Non Cash Changes	As at March 31, 2019
Current Borrowings	4,076.31	(2,977.37)	-	1,098.94
Non Current Borrowings (including current maturities)	71.35	(0.14)	-	71.21

As per our report of even date attached

For S. K. Patodia & Associates
Chartered Accountants
Firm Registration Number : 112723W

Dhiraj Lalpuria
Partner
Membership Number : 146268

Place : Mumbai
Date : June 26, 2020

For and on behalf of the Board of Directors

Punit Makharia
Chairman & Managing Director
DIN : 01430764

Gautam Makharia
Joint Managing Director
DIN : 01354843

Deepak Beriwala
Chief Financial Officer

Place : Mumbai
Date : June 26, 2020

STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2020

A : Equity Share Capital (Equity shares of INR 10 each issued, subscribed and fully paid)

Particulars	Note No.	Numbers in Lakhs	Amount INR in Lakhs
Balance as at April 1, 2018		**302.19**	**3,021.94**
Preferential allotment of Equity Shares to Promoter & Promoter Group		5.05	50.49
Balance at the March 31, 2019	15	**307.24**	**3,072.43**
Preferential allotment of Equity Shares to Promoter & Promoter Group		1.12	11.21
Balance at the March 31, 2020	15	**308.36**	**3,083.64**

B : Other Equity

(INR in Lakhs)

Particulars	Note No.	Share Application money pending allotment	Money received against share warrants	Reserve and Surplus			Total Other Equity
				Securities Premium	Capital Equity Reserve	Retained Earnings	
Balance as at March 31, 2018		**1,302.43**	**-**	**5,646.33**	**29.23**	**13,372.60**	**20,350.59**
Profit for the year		-	-	-	-	3,645.23	3,645.23
Other Comprehensive Income		-	-	-	-	1.31	1.31
Reserve created on account of Shares allotted to Promoter & Promoter Group on Preferential basis during the year		-	-	1,017.67	-	-	1,017.67
Allotment of Shares during the year		(1,068.16)	-	-	-	-	(1,068.16)
Received on account of exercise of Options under the Equity Share Warrants		-	645.00	-	-	-	645.00
Balance as at March 31, 2019	**16**	**234.27**	**645.00**	**6,664.00**	**29.23**	**17,019.14**	**24,591.64**
Profit for the year		-	-	-	-	3,108.98	3,108.98
Other Comprehensive Income		-	-	-	-	(6.43)	(6.43)
Reserve created on account of Shares allotted to Promoter & Promoter Group on Preferential basis during the year		-	-	222.51	-	-	222.51
Allotment of Shares during the year		(878.73)	-	-	-	-	(878.73)
Shares forfeited during the year		(0.54)			0.54		-
Dividend Paid		-	-	-	-	(615.05)	(615.05)
Dividend Distribution Tax		-	-	-	-	(126.42)	(126.42)
Balance as at March 31, 2020	**16**	**(645.00)**	**645.00**	**6,886.51**	**29.77**	**19,380.22**	**26,296.50**

As per our report of even date attached

For S. K. Patodia & Associates
Chartered Accountants
Firm Registration Number : 112723W

Dhiraj Lalpuria
Partner
Membership Number : 146268

Place : Mumbai
Date : June 26, 2020

For and on behalf of the Board of Directors

Punit Makharia
Chairman & Managing Director
DIN : 01430764

Gautam Makharia
Joint Managing Director
DIN : 01354843

Deepak Beriwala
Chief Financial Officer

Place : Mumbai
Date : June 26, 2020

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 1: Company Overview

Shree Pushkar Chemicals & Fertilisers Limited (the "Company") is a Public Limited Company domiciled in India and incorporated on March 29, 1993 under the provisions of Companies Act, 1956. The registered office of the Company is located at 301-302, 3rd Floor, Atlanta Center, Sonawala Road, Goregaon (East), Mumbai – 400063.

The Company is engaged in the business of manufacturing and trading of Chemicals, Dyes and Dyes Intermediate, Cattle Feeds, Fertilisers and Soil Conditioner. The equity shares of the Company are listed on The National Stock Exchange of India Limited and BSE Limited.

The financial statements are authorized for issue in accordance with a resolution of the Board of Directors on June 26, 2020.

Note 2 : Summary of Significant Accounting Policies

A. Basis of preparation of financial statements

(i) Statement of compliance

These financial statements are prepared in accordance with Indian Accounting Standards ("Ind-AS") under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 (`Act') (to the extent notified). The Ind-AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

The Company has adopted the Indian Accounting standards in accordance with Ind-AS 101 "First time adoption of Indian Accounting Standards" during the year ended March 31, 2018.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

(ii) Basis of preparation

The financial statements have been prepared on historical cost basis except the following:

- certain financial assets and liabilities (including derivative instruments) are measured at fair value;
- assets held for sale- measured at fair value less cost to sell;
- defined benefit plans- plan assets measured at fair value; and

The functional currency of the Company is the Indian Rupee. These financial statements are presented in Indian Rupees and all values are rounded to the nearest lakhs, except when otherwise stated.

(iii) Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is expected to be realised or intended to be sold or consumed in normal operating cycle, held primarily for the purpose of trading, expected to be realised within twelve months after the reporting period and cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period. All other assets are classified as non-current.

A liability is 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 and there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period. The Company classifies all other liabilities as non-current.

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

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

B. Use of estimates

The preparation of the financial statements in conformity with Ind-AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial

statements and reported amounts of revenues and expenses during the period. Application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed in note C below. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

C. Critical accounting estimates

(i) Income taxes

The Company's major tax jurisdiction is India. Significant judgements are involved in determining the provision for income taxes, including amount expected to be paid/ recovered for uncertain tax positions. Also refer to note 27.

(ii) Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Company's assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

(iii) Defined benefit plans

The cost of the defined benefit gratuity plan and other post-employment benefits and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

Further details about gratuity obligations are given in Note 45.

(iv) Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. See Note 37-39 for further disclosures.

(v) Revenue from contracts with customers

The Company's contracts with customers include promises to provide the goods & services to the customers. Judgement is required to determine the transaction price for the contract. The transaction price could be either fixed amount of customer consideration or variable consideration with elements such as schemes, incentives, cash discounts etc. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognized will not occur and is reassessed at the end of the each period.

Estimates of rebates and discounts are sensitive to changes in circumstances and the Company's past experience regarding returns and rebate entitlements may not be representative of customer's actual returns and rebate entitlements in the future.

Costs to obtain a contract are generally expensed as incurred. The assessment of this criteria requires the application of judgement, in particular when considering if costs generate or enhance resources to be used to satisfy future performance obligations and whether costs are expected to be recovered.

D. Property, Plant and Equipment

Land (including Land Developments) is carried at historical cost. All other items of property, plant and equipment are stated in the balance sheet at historical cost less accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. All other repair and maintenance costs are recognised in profit or loss as incurred.

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognized impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalized in accordance with the Company`s accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Subsequent to recognition, property, plant and equipment (excluding freehold land) are measured at cost less accumulated depreciation and accumulated impairment losses. When significant parts of property, plant and equipment are required to be replaced in intervals, the Company recognizes such parts as individual assets with specific useful lives and depreciation respectively. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement cost only if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in the Statement of Profit and Loss as incurred.

Depreciation is recognised so as to write off the cost of assets (other than freehold land and land developments) less their residual values over the useful lives, using the straight- line method ("SLM"). Management believes that the useful lives of the assets reflect the periods over which these assets are expected to be used, which are as follows:

Description of Asset	Estimated useful lives
Buildings	30 years
Leasehold lands	95 years
Computers and Printers, including Computer Peripherals (including server and networking)	3 -6 years
Office Equipments	5 years
Furniture and Fixtures	10 years
Motor Vehicles (including busses and trucks)	8-20 years
Plant and Machinery	15-20 years

Depreciation on additions/ deletions to fixed assets is calculated pro-rata from/ up to the date of such additions/ deletions.

Assets individually costing less than Rs. 5,000 are fully depreciated in the year of acquisition.

The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable. The residual values, useful life and depreciation method are reviewed at each financial year-end to ensure that the amount, method and period of depreciation are consistent with previous estimates and the expected pattern of consumption of the future economic benefits embodied in the items of property, plant and equipment.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on disposal or retirement of an item of property, plant and equipment is determined as the difference between sale proceeds and the carrying amount of the asset and is recognised in profit or loss.

E. Investment properties

Investment properties are properties that is held for long-term rentals yields or for capital appreciation (including property under construction for such purposes) or both, and that is not occupied by the Company, is classified as investment property.

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated impairment loss, if any.

Though the Company measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by an accredited external independent valuer.

Investment properties are derecognised 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 the asset is recognised in profit or loss in the period of derecognition.

F. Intangible Assets

Intangible asset including intangible assets under development are stated at cost, net of accumulated amortisation and accumulated impairment losses, if any. Intangible assets acquired separately are measured on initial recognition at cost.

Intangible assets in case of computer software are amortised on straight-line basis over a period of 3 years, based on management estimate. The amortization period and the amortisation method are reviewed at the end of each financial year.

The useful lives of intangible assets are assessed as either finite or indefinite. Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with infinite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

G. Impairment of Non-Financial Assets

Assessment is done at each Balance Sheet date as to whether there is any indication that an asset (tangible and intangible) may be impaired. For the purpose of assessing impairment, the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or groups of assets, is considered as a cash generating unit. If any such indication exists, an estimate of the recoverable amount of the asset/ cash generating unit is made. Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount. An impairment loss is recognized in the profit or loss. Recoverable amount is higher of an asset's or cash generating unit's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased. A reversal of an impairment loss is recognised immediately in profit or loss.

H. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial Instruments are further divided in two parts viz. Financial Assets and Financial Liabilities.

Part I - Financial Assets

a) Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

b) Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

Financial Assets at amortised cost:

A Financial Assets is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- 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.

This category is the most relevant to the Company. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss.

Financial Assets at FVTOCI (Fair Value through Other Comprehensive Income)

A Financial Assets is classified as at the FVTOCI if following criteria are met:

- The objective of the business model is achieved both by collecting contractual cash flows (i.e. SPPI) and selling the financial assets

Financial instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the Company recognizes interest income, impairment losses and reversals and foreign exchange gain or loss in the statement of profit and loss. On de-recognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to the statement of profit and loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Financial Assets at FVTPL (Fair Value through Profit or Loss)

FVTPL is a residual category for financial instruments. Any financial instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to designate a financial instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). The Company has not designated any financial instrument as at FVTPL.

Financial instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

Equity investments

All equity investments in scope of Ind-AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind-AS 103 applies are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument by instrument basis. The classification is made on initial recognition and is irrevocable. If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity. Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss. Investment in subsidiaries is carried at cost in the financial statements.

c) De-recognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily de-recognised (i.e. removed from the Company's balance sheet) 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.

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

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

d) Impairment of financial assets

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

- Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, deposits, trade receivables and bank balance;
- Financial assets that are debt instruments and are measured as at FVTOCI
- Lease receivables under Ind-AS 116
- Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind-AS 18 (referred to as 'contractual revenue receivables' in these financial statements)
- Loan commitments which are not measured as at FVTPL
- Financial guarantee contracts which are not measured as at FVTPL

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables or contract revenue receivables.

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the Company reverts to recognising impairment loss allowance based on 12-month ECL. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, the Company considers:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the Company uses the remaining contractual term of the financial instrument; and
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed. On that basis, the Company estimates the following provision matrix at the reporting date:

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss. This amount is grouped under the head 'other expenses'. The balance sheet presentation for various financial instruments is described below:

- Financial assets measured as at amortised cost, contractual revenue receivables and lease receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.
- Loan commitments and financial guarantee contracts: ECL is presented as a provision in the balance sheet, i.e. as a liability.
- Debt instruments measured at FVTOCI: Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. Rather, ECL amount is presented as 'accumulated impairment amount' in the OCI.

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

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

Part II - Financial Liabilities

a) Initial recognition and measurement

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

b) Subsequent measurement

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

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments. Gains or losses on liabilities held for trading are recognised in the profit or loss.

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

Loans and borrowings

This is the category most relevant to the Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are de-recognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss. This category generally applies to borrowings.

Preference shares, which are mandatorily redeemable on a specific date, are classified as liabilities under borrowings. The dividends on these preference shares, if any are recognised in the profit or loss as finance cost.

Financial guarantee contracts

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

c) De-recognition

A financial liability is de-recognised 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 recognised in the statement of profit or loss.

d) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

I. Derivative financial instruments and hedge accounting

Initial recognition and subsequent measurement:

The Company uses derivative financial instruments, such as forward currency contracts and interest rate swaps to hedge its foreign currency risks and interest rate risks, respectively.

Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

The purchase contracts that meet the definition of a derivative under Ind-AS 109 are recognised in the statement of profit and loss. Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss.

J. Inventories

Inventories are valued at lower of cost on First-In-First-Out (FIFO) or net realizable value after providing for obsolescence and other losses, where considered necessary. Cost of inventories comprises all costs of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost of purchased inventory is determined after deducting rebates and discounts. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

K. Revenue from contracts with customers

The Company derives revenues primarily from manufacturing and trading of Chemicals, Dyes and Dyes Intermediate and other allied products.

Ind AS 115 “Revenue from Contracts with Customers” provides a control- based revenue recognition model and provides a five-step application approach to be followed for revenue recognition.

- Identify the contract(s) with a customer;
- Identify the performance obligations;
- Determine the transaction price;
- Allocate the transaction price to the performance obligations;
- Recognize revenue when or as an entity satisfies performance obligations

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer,

at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue is recognized when no significant uncertainty exists as to its realization or collection.

The amount recognized as revenue in its Statement of Profit and Loss is exclusive of Goods and Service Tax and is net of discounts.

Contract balances

Trade receivables

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section (h) Financial Instruments.

Contract liabilities

A contract liability is the obligation to perform the services as agreed with the customer for which the Company has received consideration (or an amount of consideration is due) from the customer. A contract liability is recognized when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognized as revenue when the Company performs under the contract.

Export benefits are accounted for in the year of exports based on eligibility and when there is no uncertainty in receiving the same.

L. Other Income

Dividend income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably).

Interest income from financial assets is recognized when it is probable that economic benefits will flow to the company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial assets to that asset's net carrying amount on initial recognition.

M. Provisions and Contingent Liabilities

General

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, the expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. The Company does not recognize a contingent liability but discloses its existence in the financial statements. Payments in respect of such liabilities, if any are shown as advances.

N. Accounting for Taxation of Income

(i) Current taxes

Income tax expense is recognized in net profit in the statement of profit and 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 other comprehensive income or equity respectively. Current income tax is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. The Company offsets, on a year to year basis, the current tax assets and liabilities, where it has legally enforceable right to do so and where it intends to settle such assets and liabilities on a net basis.

(ii) Deferred taxes

Deferred tax is recognized on 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 and are accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognized for all taxable temporary differences, and deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such assets and liabilities are not recognized if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

O. Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to settle a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique

In estimating the fair value of an asset or liability, the Company takes into account the characteristics of the asset or liability if market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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

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

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Company's Management determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for distribution in discontinued operations.

This note summarizes accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

P. Foreign Currency-Transactions and Balances

The Company's functional currency is INR and accordingly, the financial statements are presented in INR.

Transactions in foreign currencies are initially recorded by the company in their 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 at the reporting period. Gains and losses arising on account of differences in foreign exchange rates on settlement/ translation of monetary assets and liabilities are recognised in the Statement of Profit and Loss except exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. 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 determined. 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 recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

Q. Borrowing Costs

General and specific borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. All other borrowing costs are recognised in Statement of Profit and Loss in the period in which they are incurred.

R. Leases

As a lessor

Lease income from operating leases where the Company is a lessor is recognized in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

As a lessee

The Ministry of Corporate Affairs ("MCA") notified the new Ind AS 116 "Leases' with the date of initial application being April 1, 2019.

On April 1, 2019, the Company has adopted Ind AS 116, Leases, which, applied to all lease contracts outstanding as at April 1, 2019, using modified retrospective method by recording the cumulative effect of initial application as an adjustment to opening retained earnings.

The determination of whether an arrangement is a lease, or contains a lease, is based on the substance of the arrangement and requires an assessment of whether the fulfilment of the arrangement is dependent on the use of a specific asset or assets or whether the arrangement conveys a right to use the asset. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a time in exchange for a consideration. The Company, at the inception of a contract, assesses whether the contract is a lease or not lease. For arrangements entered into prior to April 01, 2019, the Company has determined whether the arrangement contains a lease on the basis of facts and circumstances existing on the date of transition.

The Company recognizes a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received. The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term.

S. Employee Benefits

a) Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employee's services up to the end of the reporting period and are measured at the undiscounted amounts of the benefits expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

b) Other Long-term employee benefit obligations

The liabilities for compensated absences (annual leave) which are not expected to be settled wholly within 12 months after the end of the period in which the employee render the related service are presented as non-current employee benefits obligations. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the Projected Unit Credit method. The benefits are discounted using the market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligations. Re-measurements as a result of experience adjustments and changes in actuarial assumptions (i.e. actuarial losses/ gains) are recognised in the Statement of Profit and Loss.

The obligations are presented as current in the balance sheet, if the Company does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

c) Post- employment obligations

The Company operates the following post-employment schemes:

(i) Defined benefit plans such as gratuity

(ii) Defined contribution plans such as provident fund.

Defined benefit plan - Gratuity Obligations

The Company provides for gratuity, a defined benefit plan (the "Gratuity Plan") covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment.

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is actuarially determined using the Projected Unit Credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have a terms approximating to the terms of the obligation

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

Remeasurements gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the other comprehensive income in the year in which they arise and are not subsequently reclassified to Statement of Profit and Loss.

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

Defined Contribution Plan

The Company pays provident fund contributions to publicly administered provident funds as per local regulatory authorities. The Company has no further obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due.

T. Earnings Per Share

Basic Earnings Per Share (EPS) amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- The after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- Weighted average number of equity shares that would have been outstanding assuming the conversion of all the dilutive potential equity.

U. Cash and Cash Equivalents

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

V. Insurance claims

Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that there is no uncertainty in receiving the claims.

W. Segment Reporting

The Company identifies operating segments based on the internal reporting provided to the chief operating decision-maker.

The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors that makes strategic decisions.

The accounting policies adopted for segment reporting are in line with the accounting policies of the Company. Segment revenue, segment expenses have been identified to segments on the basis of their relationship to the operating activities of the segment.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 3 : Property, Plant and Equipment

(INR in Lakhs)

Particulars	Leasehold Land	Factory Building	Plant and Machinery	Furniture and Fixtures	Computers Equipments	Motor Vehicles	Office Equipments	Right-of-use asset	Total	Capital Work-in Progress
Gross Carrying Amount as at April 1, 2018	**431.16**	**2,565.62**	**13,992.99**	**166.33**	**24.71**	**359.70**	**8.35**	**-**	**17,548.86**	**27.44**
Additions / Transfer	308.00	0.46	48.12	36.54	2.48	36.78	0.76	-	433.15	1,055.91
Disposals	-	-	-	-	-	(9.00)	-	-	(9.00)	(36.26)
As at March 31, 2019	**739.16**	**2,566.08**	**14,041.11**	**202.87**	**27.19**	**387.48**	**9.11**	**-**	**17,973.01**	**1,047.08**
Additions / Transfer	-	3.63	40.79	18.96	2.71	66.89	0.33	138.85	272.16	3,908.57
Disposals	-	-	-	-	-	-	-	-	-	(16.81)
As at March 31, 2020	**739.16**	**2,569.71**	**14,081.90**	**221.83**	**29.90**	**454.37**	**9.44**	**138.85**	**18,245.17**	**4,938.84**
Accumulated depreciation as at April 1, 2018	**30.02**	**458.57**	**2,621.30**	**45.32**	**22.39**	**183.93**	**7.58**	**-**	**3,369.11**	**-**
Depreciation charge during the year	8.63	81.34	666.04	17.54	2.64	44.39	0.87	-	821.44	-
Accumulated depreciation on deletions	-	-	-	-	-	(9.00)	-	-	(9.00)	-
As at March 31, 2019	**38.65**	**539.91**	**3,287.34**	**62.86**	**25.03**	**219.32**	**8.45**	**-**	**4,181.55**	**-**
Depreciation charge during the year	9.17	81.38	668.86	18.36	2.67	46.15	0.72	71.44	898.75	-
Accumulated depreciation on deletions	-	-	-	-	-	-	-	-	-	-
As at March 31, 2020	**47.82**	**621.29**	**3,956.20**	**81.22**	**27.70**	**265.47**	**9.17**	**71.44**	**5,080.30**	**-**
Net carrying amount as at March 31, 2020	691.34	1,948.42	10,125.70	140.61	2.20	188.90	0.27	67.41	13,164.87	4,938.84
Net carrying amount as at March 31, 2019	700.51	2,026.17	10,753.77	140.01	2.17	168.16	0.66	-	13,791.46	1,047.08
Net carrying amount as at April 1, 2018	401.14	2,107.05	11,371.69	121.01	2.32	175.77	0.77	-	14,179.75	27.44

1 **Asset under construction**

Capital Work In Progress as at March 31, 2020 comprises expenditure for capacity enhancement of Proposed Unit V situated at Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra

2 **Property, Plant and Equipments pledged/ mortgaged as security**

All Property, Plant andEquipment are subject to a first charge/ collateral to secure the loans taken by the Company.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 4 : Intangible Assets under development

(INR in Lakhs)

Particulars	Intangible assets under development
Cost	
As at April 1, 2018	**0.82**
Additions	0.10
Disposals	-
As at March 31, 2019	**0.92**
Additions	0.10
Disposals	-
As at March 31, 2020	**1.02**
Accumulated amortisation and impairment	
As at April 1, 2018	**-**
Amortisation charge during the year	-
Disposals	-
As at March 31, 2019	-
Amortisation charge during the year	-
Disposals	-
As at March 31, 2020	-
Net carrying amount as at March 31, 2020	**1.02**
Net carrying amount as at March 31, 2019	**0.92**
Net carrying amount as at April 1, 2018	**0.82**

Note:
Intangible asset comprise of the Trade mark and Patent (logo of the company) under development.

Note 5 : Non-Current Financial Assets - Investments

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
a) Quoted		
Investment carried at Fair Value through Profit or Loss Account (FVTPL)		
Investment in Mutual Funds		
776.061 units of SBI - Magnum Equity ESG Fund (March 31, 2019: 776.061 units)	0.20	0.25
33,16,230.427 units of Nippon India Arbitrage Fund (March 31, 2019: Nil units)	353.87	-
2,38,596.169 units of Nippon India Large Cap Fund (March 31, 2019: Nil units)	57.66	-
5,91,705.835 units of Kotak Standard Multicap Fund (March 31, 2019: Nil units)	159.82	-
4,21,150.573 units of Kotak Equity Arbitrage Fund (March 31, 2019: Nil units)	45.03	-
83,54,336.445 units of Kotak Equity Arbitrage Fund - Direct Plan (March 31, 2019: Nil units)	933.35	-
20,107.111 units of HDFC Equity Fund (March 31, 2019: Nil units)	92.04	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Particulars	As at March 31, 2020	As at March 31, 2019
3,76,732.748 units of HDFC Arbitrage Fund (March 31, 2019: Nil units)	40.72	-
b) Unquoted		
Investment in Equity Instruments of Subsidiary (valued at cost)	902.43	902.43
27,10,000 Equity Shares of Kisan Phosphates Private Limited of Rs.10 each fully paid up (March 31, 2019: 27,10,000 Equity Shares)		
Investment in Bonds		
9.00% Shriram Transport Finance Company Limited 2025, 20,000 units (March 31, 2019 : Nil units)	201.10	-
8.85% Shriram Transport Finance Company Limited 2023, 30,000 units (March 31, 2019 : Nil units)	301.57	-
8.49% National Thermal Power Corporation Limited 2025,12,00,000 units (March 31, 2019 : Nil units)	157.83	-
8.55% L & T Infrastructure Finance Company Limited 2030, 136 units (March 31, 2019 : Nil units)	1,388.86	-
7.13% NHPC Limited 2026, 50 units (March 31, 2019 : Nil units)	101.05	-
7.13% NHPC Limited 2027, 50 units (March 31, 2019 : Nil units)	101.05	-
7.13% NHPC Limited 2028, 50 units (March 31, 2019 : Nil units)	101.06	-
7.13% NHPC Limited 2029, 50 units (March 31, 2019 : Nil units)	101.06	-
7.13% NHPC Limited 2030, 50 units (March 31, 2019 : Nil units)	101.05	-
8.85% HDFC Bank Limited Perpetual 2022, 50 units (March 31, 2019 : Nil units)	546.92	-
8.75% State Bank of India Perpetual 2024, 19 units (March 31, 2019 : Nil units)	203.24	-
9.14% Bank of Baroda Perpetual 2022, 1 unit (March 31, 2019 : Nil units)	10.05	-
7.48% National Highways Authority of India 2050, 90 units (March 31, 2019 : Nil units)	908.21	-
Investment in Equity Instruments		
Investment carried at Fair Value through Profit or Loss Account (FVTPL)		
50,000 Equity Shares of Abhyudaya Co-Operative Bank Limited of Rs.10 each fully paid up (March 31, 2019: 50,000 Equity Shares)	5.00	5.00
Investment in Debentures of subsidiary		
1,22,999 0% Compulsorily Convertible Debentures of Kisan Phosphates Private Limited of Rs. 1000/- each fully paid up (March 31, 2019: 1,22,999)	1,229.99	1,229.99
Total	**8,043.16**	**2,137.67**

Note: (i) The fair value of quoted mutual fund units are based on quoted net asset value at the reporting date.

(ii) The strategic investments in subsidiaries have been taken at cost.

(iii) The market price of a bond is determined using the current interest rate compared to the interest rate stated on the bond.

(iv) **Terms of conversion :** 1,22,999 Compulsorily Convertible Debenture will be converted into 36,95,883 equity shares of the company, Kisan Phosphates Private Limited after a period of 5 years. After conversion into equity shares it shall rank pari passu with the existing equity shares of the company, Kisan Phosphates Private Limited.

(v) Investment at fair value through profit and loss reflect investment in quoted and unquoted equity securities,bonds and quoted mutual fund units.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 6 : Non-Current Financial Assets - Others

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Carried at amortised cost		
Security Deposits	101.70	379.67
Total	**101.70**	**379.67**

Deposits include Rs. 40.00 lakhs (March 31, 2019 : Rs. 85.00 lakhs) given to related parties towards office premises taken on rent.

Note 7 : Other Non-Current Assets

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Capital Advances	562.95	833.67
Balance with Statutory Authorities	75.84	73.96
Total	**638.79**	**907.63**

Note 8 : Inventories

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Raw Material	1,852.78	1,705.56
Work-in-Process	600.92	1,727.11
Finished Goods	1,838.03	955.31
Packing Material	20.16	20.34
Stores and Spares	169.64	179.01
Power and Fuel	11.79	12.40
Total	**4,493.32**	**4,599.73**
Included above, goods in transit :		
Raw Material	260.88	432.82
	260.88	**432.82**
Details of Work-in-Progress:		
Chemicals & Dyes Intermediates	518.89	1,264.50
Fertilizer & Allied Products	68.42	451.92
Cattle Feeds	13.60	10.69
Total	**600.92**	**1,727.11**
Details of Finished Goods:		
Chemicals & Dyes Intermediates	1,512.01	492.59
Fertilizer & Allied Products	247.97	458.02
Cattle Feeds	78.06	4.70
Total	**1,838.03**	**955.31**

Inventories are valued at lower of cost or net realisable value on FIFO basis which is in accordance with Ind AS-2

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 9 : Current Financial Assets - Trade Receivables

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Trade Receivables considered good - Secured	-	-
Trade Receivables considered good - Unsecured	6,246.76	7,938.98
Trade Receivables which have significant increase in Credit Risk	38.88	131.37
Less: Allowance for credit losses	(38.88)	(131.37)
Trade Receivables - credit impaired	-	-
Total	**6,246.76**	**7,938.98**

Trade Receivables are non interest bearing and terms are generally from 60 to 90 days.

Trade receivables includes dues which are outstanding for a period exceeding six months, mainly related to dues from Huntsman International (India) Private Limited of Rs. Nil lakhs (March 31, 2019 : Rs. 575.00 lakhs).

Note 10 : Current Financial Assets - Cash and Cash Equivalents

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Bank Balances		
- In current accounts	50.70	12.32
Cash-in-hand	19.89	24.90
Total	**70.59**	**37.22**

Short-term deposits are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Company, and earn interest at the applicable short-term deposit bank rates.

Note 11 : Current Financial Assets - Other Bank Balances

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Fixed Deposits with maturity period of more than 3 months but less than 12 months		
- in Fixed Deposits /Liquid Funds	-	3,893.82
- in Fixed Deposits (under lien against bank guarantee and LCs)	19.12	32.86
Earmarked balances in unclaimed dividend account	4.87	3.45
Total	**23.99**	**3,930.13**

Note 12 : Current Financial Assets - Loans

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Advances to Employees	39.28	26.77
Total	**39.28**	**26.77**
Sub-classification of Loans		
Loan Receivables considered good - Secured	-	-
Loan Receivables considered good - Unsecured	39.28	26.77
Loan Receivables which have significant increase in Credit Risk	-	-
Loan Receivables - Credit Impaired	-	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 13 : Current Financial Assets - Others

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Other Receivables	223.69	143.67
Total	**223.69**	**143.67**

Note 14 : Other Current Assets

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Advances other than capital advances:		
Advance payment to vendors	469.86	447.40
Excise Duty Receivable	-	0.70
Balance with Custom, Excise and GST authorities	269.36	133.49
Prepaid Expenses	18.14	7.66
Total	**757.36**	**589.25**

Note 15 : Equity Share Capital

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Authorised Capital		
3,20,00,000 (March 31, 2019: 3,20,00,000) Equity shares of Rs. 10 each	3,200.00	3,200.00
	3,200.00	**3,200.00**
Issued, Subscribed and Paid up Capital		
3,08,36,407 (March 31, 2019: 3,07,24,310) Equity shares of Rs. 10/- each fully paid up	3,083.64	3,072.43
Total	**3,083.64**	**3,072.43**

(a) Terms / rights attached to:

Equity Shares

The Company has one class of equity shares having a par value of Rs. 10 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation, the equity share holders are eligible to receive the remaining assets of the company after distribution of all preferential amounts in proportion to their share holding.

(b) Reconciliation of number of shares outstanding at the beginning and at the end of the reporting year:

Equity Shares:

Particulars	As at March 31, 2020		As at March 31, 2019	
	Number of shares (in Lakhs)	Amount (INR in Lakhs)	Number of shares (in Lakhs)	Amount (INR in Lakhs)
Balance as at the Beginning of the year	307.24	3,072.43	302.19	3,021.94
Add: Shares allotted to Promoter & Promoter Group on Preferential basis	1.12	11.21	5.05	50.49
Balance as at the end of the year	**308.36**	**3,083.64**	**307.24**	**3,072.43**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(c) Details of shares held by shareholders holding more than 5% of the aggregate shares:

Equity Shares

Shares held by	As at March 31, 2020		As at March 31, 2019	
	Number of Shares (in Lakhs)	%	Number of Shares (in Lakhs)	%
Punit Makharia	95.72	31.04%	125.72	40.92%
Gautam Makharia	88.10	28.57%	57.81	18.81%
Reliance Capital Trustee Co. Ltd.	16.16	5.24%	16.16	5.26%

As per the records of the Company, including its register of the members and other declarations received from the shareholder regarding beneficial interest, the above shareholding represent both legal and beneficial ownerships of shares.

Note 16 : Other Equity

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Capital Reserve	29.77	29.23
Securities Premium	6,886.51	6,664.00
Retained Earnings	19,380.22	17,019.14
Share Application Money Pending Allotment	-	879.27
Total	**26,296.50**	**24,591.64**

(i) Capital Reserve

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Balance as at the beginning of the year	29.23	29.23
Add : Additions during the year	0.54	-
Balance as at the end of the year	**29.77**	**29.23**

Amount standing in the Capital Reserve account pertains to the money received by the Company against share warrants amounting to Rs. 29.77 lakhs that was transferred to Capital Reserve during the financial year 2012-13 and 2019-20 due to non-allotment of equity shares.

(ii) Securities Premium:

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Balance as at the beginning of the year	6,664.00	5,646.33
Add : Additions during the year	222.51	1,017.67
Balance as at the end of the year	**6,886.51**	**6,664.00**

The amount standing in the Securities Premium account pertains to the premium received on issue of shares during the previous years. During the current financial year an amount of Rs. 222.51 lakhs credited to securities premium account against issuance of 1,12,097 shares at a premium of Rs. 198.50 each.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(iii) Retained Earnings:

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Balance as at the beginning of the year	17,019.14	13,372.60
Add: Profit for the year	3,108.98	3,645.23
Add: Items of Other Comprehensive Income recognised directly in Retained Earnings	(6.43)	1.31
Re-measurement gains/ (losses) on defined benefit obligations (net of tax)		
Less : Dividend Paid	(615.05)	-
Less : Dividend Distribution Tax	(126.42)	-
Balance as at the end of the year	**19,380.22**	**17,019.14**

(iv) Share Application money pending allotment:

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Balance as at the beginning of the year	879.27	1,302.43
Add : Consideration for Issue of Convertible warrants on Preferential Basis to Promoter & Promoter Group	-	645.00
Less : Allotment of Share / Refund of application money in current year	(878.73)	(1,068.16)
Less : Shares forfeited	(0.54)	-
Balance as at the end of the year	**-**	**879.27**

Note 17 : Non-Current Financial Liabilities - Borrowings

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Secured Term Loans		
Rupee Term Loans from Banks (Also Refer Note 24)	-	-
Rupee Term Loans from Others (Also Refer Note 24)	27.64	30.32
Total	**27.64**	**30.32**

Notes:

(a) Nature of security and terms of repayment for Secured Borrowings :

Nature of Security	Terms of Repayment
Rupee Term Loan from HDFC Bank Limited amounting to Rs. Nil (March 31, 2019 : Rs.1.29 lakhs) secured by the vehicles purchased from the loan proceedings.	Repayable in 35 monthly instalments, Effective Rate of interest 10.24% p.a.
Rupee Term Loan from Axis Bank Ltd amounting to Rs. Nil (March 31, 2019 : Rs. 6.09 lakhs) secured by the Equipment purchased from the loan proceedings.	Repayable in 36 monthly instalments, Effective Rate of interest 8.82% p.a.
Rupee Term Loan from Kotak Mahindra Prime Limited amounting to Rs. Nil (March 31, 2019 : Rs. 8.44 lakhs) secured by the vehicles purchased from the loan proceedings.	Repayable in 36 monthly instalments, Effective Rate of interest 9.46% p.a.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Rupee Term Loan from Tata Motor Finance Ltd amounting to Rs. Nil (March 31, 2019 : Rs. 3.88 lakhs) secured by the vehicles purchased from the loan proceedings.	Repayable in 35 monthly instalments, Effective Rate of interest 10.52% p.a.
Rupee Term Loan from Tata Motor Finance Ltd amounting to Rs. 7.95 lakhs (March 31, 2019 : Rs. 14.63 lakhs) secured by the vehicles purchased from the loan proceedings.	Repayable in 46 monthly instalments, Effective Rate of interest 9.09% p.a.
Rupee Term Loan from Tata Motor Finance Ltd amounting to Rs. 8.71 lakhs (March 31, 2019 : Rs. 16.73 lakhs) secured by the vehicles purchased from the loan proceedings.	Repayable in 36 monthly instalments, Effective Rate of interest 7.95% p.a.
Rupee Term Loan from Kotak Mahindra Prime Limited amounting to Rs. 7.59 lakhs (March 31, 2019 : Rs. 12.69 lakhs) secured by the vehicles purchased from the loan proceedings.	Repayable in 36 monthly instalments, Effective Rate of interest 9.00% p.a.
Rupee Term Loan from Kotak Mahindra Prime Limited amounting to Rs. 5.84 lakhs (March 31, 2019 : Rs. 7.23 lakhs) secured by the vehicles purchased from the loan proceedings.	Repayable in 60 monthly instalments, Effective Rate of interest 8.61% p.a.
Rupee Term Loan from Daimler Financial Services India Private Limited amounting to Rs. 37.36 lakhs (March 31, 2019 : Rs. Nil) secured by the vehicles purchased from the loan proceedings.	Repayable in 36 monthly instalments, Effective Rate of interest 8.50% p.a.

Note 18 : Non-Current Financial Liabilities - Others

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Lease Liabilities	0.98	-
Total	**0.98**	**-**

Note 19 : Non-Current Provisions

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Provision for Employee Benefits:		
Provision for Gratuity (Refer Note 45)	61.99	50.66
Total	**61.99**	**50.66**

Note 20 : Deferred Tax Liabilities (Net)

The major components of deferred tax Liabilities/ (Assets) as recognized in the financial statements are as follows:

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Deferred Tax Liabilities/ (Assets) arising on account of timing differences in:		
Property, Plant and Equipment including Intangible Assets - Depreciation	1,833.38	2,103.85
Gratuity	(21.59)	(19.47)
Allowances for credit losses	(11.32)	(45.91)
Loans	-	-
Lease Liability	(23.03)	-
Deferred Tax Liabilities (net)	**1,777.44**	**2,038.47**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Movement in Deferred Tax Liabilities/ (Assets) **(INR in Lakhs)**

Particular	Lease Liability	ECL	Depreciation	Gratuity	Total
As at April 1, 2018	**-**	**(20.24)**	**1,438.16**	**(3.39)**	**1,414.53**
Charged/ (Credited):					
To Profit or Loss	-	(25.67)	665.69	(16.79)	623.23
To Other Comprehensive Income	-	-	-	0.71	0.71
As at March 31, 2019	**-**	**(45.91)**	**2,103.85**	**(19.47)**	**2,038.47**
Charged/ (Credited):					
To Profit or Loss	(23.03)	34.59	(270.47)	0.52	(258.39)
To Other Comprehensive Income	-	-	-	(2.64)	(2.64)
As at March 31, 2020	**(23.03)**	**(11.32)**	**1,833.38**	**(21.59)**	**1,777.44**

Note 21 : Other Non-Current Liabilities

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Security Deposit From Customers	66.74	46.00
Total	**66.74**	**46.00**

Note 22 : Current Financial Liabilities - Borrowings

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Secured Loans (Repayable on demand)		
Working Capital Loans from Banks (Refer Notes below)		
Loans From Banks	831.17	243.32
Acceptances from Banks	1,498.70	855.62
Unsecured Loans (Repayable on demand)		
Loan from Directors (Interest Free)	365.32	-
Total	**2,695.19**	**1,098.94**

Notes:

1) Working capital loans from State Bank of India Rs. 808.70 lakhs (March 31, 2019: Rs. 250.04 lakhs) carries interest rate @ 8.65% (March 31, 2019: 9.20% p.a.) and are secured as under:

   a) Primary Security:

      i) Hypothecation of the entire current assets of the company on pari-passu basis with IDBI Bank and Axis Bank.

   b) Collateral Security:

      i) Equitable mortgage by way of pari-passu (with IDBI Bank & Axis Bank) on Land & Building located at B-102, MIDC, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

      ii) Equitable mortgage by way of pari-passu (with IDBI Bank & Axis Bank) on Land & Building located at B-103, MIDC, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

iii) Equitable mortgage by way of pari-passu (with IDBI Bank & Axis Bank) on Land & Building located at D-25, MIDC, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

iv) Equitable mortgage by way of pari-passu (with IDBI Bank & Axis Bank) on Land & Building located at B-97, MIDC, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

v) Equitable mortgage by way of pari-passu (with IDBI Bank & Axis Bank) on Land & Building located at D-18, MIDC, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

vi) Hypothecation charges on pari-passu basis over Plant & Machinery, Office Equipment's, Furniture & Fixtures & all other fixed assets located at B-102/103, D-25, B-97 & D-18, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

c) Personal Guarantee of Mr. Punit Makharia and Gautam Makharia, Chairman and Joint Managing Director of the company.

2) Working capital loans from IDBI Bank Limited Rs. 21.75 lakhs (March 31, 2019: Rs. (7.12) lakhs) carries interest rate @ 8.90% p.a. (March 31, 2019: 8.95% p.a.) and are secured as under:

a) Primary Security:

i) Hypothecation of the entire current assets of the company on pari-passu basis with State Bank of India and Axis Bank.

b) Collateral Security:

i) Equitable mortgage by way of pari-passu (with State Bank of India & Axis Bank) on Land & Building located at B-102, MIDC, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

ii) Equitable mortgage by way of pari-passu (with State Bank of India & Axis Bank) on Land & Building located at B-103, MIDC, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

iii) Equitable mortgage by way of pari-passu (with State Bank of India & Axis Bank) on Land & Building located at D-25, MIDC, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

iv) Equitable mortgage by way of pari-passu (with State Bank of India & Axis Bank) on Land & Building located at B-97, MIDC, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

v) Equitable mortgage by way of pari-passu (with State Bank of India & Axis Bank) on Land & Building located at D-18, MIDC, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

vi) Hypothecation charges on pari-passu basis over Plant & Machinery, Office Equipment's, Furniture & Fixtures & all other fixed assets located at B-102/103, D-25, B-97 & D-18, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

c) Personal Guarantee of Mr. Punit Makharia and Gautam Makharia, Chairman and Joint Managing Director of the company.

3) Working capital loans from Axis Bank Ltd. Rs. 0.73 lakhs (March 31, 2019: Rs. 0.40 lakhs) carries interest rate @ 8.85% p.a. (March 31, 2019: 8.85% p.a.) and are secured as under:

a) Primary Security:

i) First Pari-passu charge on the entire current assets of the company.

ii) First Pari-passu charge on Land & Building located at B-97, MIDC, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

iii) Second Pari-passu charge on Land & Building located at B-102/103, D-25, D-18, MIDC, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

iv) Second Pari-passu charge on Plant & Machinery located at B-102/103, D-25, D-18, MIDC, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

b) Personal Guarantee of Mr. Punit Makharia and Gautam Makharia, Chairman and Joint Managing Director of the company.

4) Details of the aggregate of each loan guaranteed by directors or others, each head-wise.

All the loans repayable on demand from banks amounting to Rs. 831.17 lakhs (March 31, 2019: Rs. 243.32 lakhs) guaranteed by Mr. Punit Makharia and Gautam Makharia, Chairman and Joint Managing Director of the company.

5) Details of continuing default in the repayment of loans and interest, specifying the period and amount separately in each case.

There has been no default in the repayment of loans or interest thereon as on date.

Note 23 : Current Financial Liabilities - Trade Payables

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Trade Payable		
Total Outstanding Dues of Micro Enterprises and Small Enterprises	42.25	80.90
Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises	4,264.40	3,554.11
Total	**4,306.65**	**3,635.01**

Note: Disclosure for micro and small enterprises:

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
(a) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- Principal	42.25	80.90
- Interest due thereon	0.23	0.45
(b) Amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year		
- Principal	364.54	978.99
- Interest	-	-
(c) 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 Micro, Small and Medium Enterprises Development Act, 2006	10.65	9.37
(d) The amount of interest accrued and remaining unpaid at the end of each accounting year	27.68	16.31
(e) 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 section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-

Note: The above information regarding micro and small enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 24 : Current Financial Liabilities - Others

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Current Maturities of Long-Term Debt:		
Rupee Term Loans from Banks (Refer Note 17 above)	-	7.38
Rupee Term Loans from Others (Refer Note 17 above)	39.53	33.51
Interest accrued but not due on borrowings	0.43	0.50
Lease Liabilities	74.78	-
Unpaid Dividend*	4.87	3.45
Total	**119.61**	**44.84**

* There is no amount due & outstanding to be credited to Investor Education and Protection Fund as at March 31, 2020.

Note 25 : Other Current Liabilities

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Statutory Dues Payable (Including Provident Fund, Tax Deducted at Source and other Indirect taxes)	54.60	76.62
Advance from Customers	65.95	292.22
Employee related Liabilities	90.15	65.09
Total	**210.70**	**433.93**

Note 26 : Current Provisions

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Provision for Employee benefits:		
Provision for Gratuity (Refer Note 45)	12.16	5.06
Total	**12.16**	**5.06**

Note 27 : Current Tax Liabilities (Net)

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Provision for Income Tax (net of advance tax and TDS Rs.618.23 lakhs)*	84.13	482.88
Total	**84.13**	**482.88**

*During the year, the company made provision for taxation under the Book Profit based on the working specified u/s 115JB of the Income Tax Act,1961.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

The gross movement in the current income tax liability/ (asset) for the year ended March 31, 2020 and March 31, 2019 is as follows: **(INR in Lakhs)**

Particulars	As at March 31, 2020	As at March 31, 2019
Net current income tax liability/ (asset) at the beginning	482.88	991.14
Add : Current income tax expense	564.00	1,255.00
Less : Adjustments for current tax of prior periods	-	(455.09)
Less: Income tax paid (net of refund, if any)	(962.75)	(1,308.17)
Net current income tax liability/ (asset) at the end	**84.13**	**482.88**

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2020 and March 2019: **(INR in Lakhs)**

Particulars	As at March 31, 2020	As at March 31, 2019
Accounting profit before tax from continuing operations	3,414.59	5,068.37
Accounting profit before income tax	**3,414.59**	**5,068.37**
Tax at India's statutory income tax rate of 29.12% (March 31, 2019: 34.944%)	994.33	1,771.09
Adjustments of tax effect of allowable and non-allowable income and expenses:		
Difference in Depreciation and Amortisation	(39.73)	(241.05)
Deduction u/s 32AC (1A)	-	-
Gratuity	3.82	4.26
Corporate Social Responsibility Expenditure	29.94	17.72
Other Items	(24.49)	8.75
Deductions under chapter VI-A	(396.91)	(305.77)
Adjustment in OCI and Ind AS transitional amount	(2.95)	-
Current tax expense reported in Statement of profit and loss	**564.00**	**1,255.00**
Deferred tax expense reported in Statement of profit and loss	(258.39)	623.23
Tax adjustment for Earlier years	-	(455.09)
Income Tax Expense	**305.61**	**1,423.14**

Note 28 : Revenue from Operations

(INR in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Sale of Products:		
Finished Goods	28,034.01	39,406.94
	28,034.01	**39,406.94**
Other Operating Revenue:		
Export Incentives	403.04	612.61
Total	**28,437.05**	**40,019.55**
Products-wise Sales		
Chemicals, Dyes and Dyes Intermediates	21,306.68	34,024.40
Fertilizer and Allied Products	6,227.40	4,783.35
Cattle Feeds	499.93	599.19
Total	**28,034.01**	**39,406.94**

Note:- The amount of revenues are exclusive of goods and service tax.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 29 : Other Income

(INR in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Interest Income on		
- Fixed Deposits with Banks	178.66	215.97
- Others	23.72	25.15
Dividend income	81.18	-
Profit/ (Loss) from sale of investment	47.00	-
Profit/ (Loss) from investment through portfolio services	-	(2.72)
Fair value adjustment on financial instrument carried at fair value through profit and loss	(0.06)	0.03
Miscellaneous Income	0.39	3.62
Total	**330.89**	**242.05**

Note 30 : Cost of Materials Consumed

(INR in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Raw Materials Consumed:		
Inventories at the beginning of the year	1,705.56	2,447.42
Add: Purchases during the year	17,890.36	25,272.34
	19,595.92	**27,719.76**
Less: Inventories at the end of the year	1,852.78	1,705.56
	17,743.14	**26,014.20**
Details of Raw Materials Consumed:		
Rock Phosphate	2,418.86	1,141.72
Sulphur	791.55	1,497.31
Caustic Soda	1,888.11	2,238.27
Soda Ash	535.79	574.32
Others	12,108.83	20,562.58
	17,743.14	**26,014.20**

Note 31 : Change in Inventories of Finished Goods and Work-in-Progress

(INR in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Changes in Inventories of Finished Goods and Work-in-Progress:		
Inventories at the end of the year		
Work in Process	600.92	1,727.11
Finished Goods	1,838.03	955.31
	2,438.95	**2,682.42**
Inventories at the beginning of the year		
Work in Process	1,727.11	1,971.72
Finished Goods	955.31	2,079.50
	2,682.42	**4,051.22**
Total	**243.47**	**1,368.80**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 32 : Employee Benefit Expenses

(INR in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Salaries, Wages and Bonus	2,020.85	2,622.97
Contributions to Provident and Other Funds (Refer Note 45)	23.99	17.16
Gratuity Expenses (Refer Note 45)	13.10	12.19
Staff Welfare Expenses	21.31	21.06
Total	**2,079.25**	**2,673.38**

Note 33 : Depreciation and Amortisation Expenses

(INR in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Depreciation on tangible assets (Refer Note 3)	827.31	821.44
Depreciation on Right-of-use asset	71.44	-
Total	**898.75**	**821.44**

Note 34 : Finance Costs

(INR in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Interest Expense		
- On Bank Loans	13.65	106.40
- On Others	39.04	44.34
Bank Charges and Commission	55.21	50.20
Total	**107.90**	**200.94**

Note 35 : Other Expenses

(INR in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Manufacturing Expenses		
Consumption of Stores and Spares	344.83	369.66
Packing Material	113.28	288.81
Power and Fuel	1,596.88	1,571.81
Water Charges	27.39	27.03
Repairs and Maintenance	291.26	273.48
Insurance Premium	54.79	22.46
Other Administrative & Selling Expenses		
Selling and Distribution Expenses	1,086.52	831.75
Travelling and Conveyance Expenses	79.80	78.20
Communication Expenses	16.38	16.46
Legal and Professional Expenses	98.22	108.78

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Rent, Rates and Taxes	190.69	97.85
Printing and Stationery	6.06	7.84
Bad debts written off	-	221.94
Electricity Expenses	9.93	8.95
Payments to Auditors:		
- Audit Fees	6.00	3.50
- Tax Audit Fees	-	1.00
Miscellaneous Expenses	343.10	145.02
Donations	5.37	12.59
Corporate Social Responsibility Expenditure (Refer Note 47)	102.83	50.70
Allowance for credit losses	(92.49)	(23.36)
Total	**4,280.84**	**4,114.47**

Note 36 : Earnings Per Share

(INR in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
(a) Net Profit after tax attributable to Equity Shareholders for Basic EPS	3,108.98	3,645.23
Add/Less: Adjustment relating to potential equity shares	-	-
Net profit after tax attributable to equity shareholders for Diluted EPS	3,108.98	3,645.23
(b) Weighted average number of Equity Shares (In Lakhs) outstanding during the year		
For Basic EPS	307.90	306.70
For Diluted EPS	307.71	308.37
(c) Face Value per Equity Share (INR)	10.00	10.00
Basic EPS (INR)	10.10	11.89
Diluted EPS (INR)	10.10	11.82
(d) Reconciliation between no. of shares (in lakhs) used for calculating basic and diluted EPS		
Weighted average no. of shares used for calculating Basic EPS	307.90	306.70
Add: Potential equity shares	(0.19)	1.67
Weighted average no. of shares used for calculating Diluted EPS	307.71	308.37

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 37 : Financial Assets at Amortised Cost Method

The carrying value of the following financial assets recognised at amortised cost:

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Non-Current Financial Assets		
Others	101.70	379.67
Current Financial Assets		
Trade Receivables	6,246.76	7,938.98
Cash and Cash Equivalents	70.59	37.22
Other bank balances	23.99	3,930.13
Loans	39.28	26.77
Others	223.69	143.67
Total	**6,706.01**	**12,456.44**

Note: The fair value of the above financial assets are approximately equivalent to carrying values as recognised above.

Note 38 : Financial Liabilities at Amortised Cost Method

The carrying value of the following financial liabilities recognised at amortised cost:

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Non-Current Financial Liabilities		
Borrowings	27.64	30.32
Other Financial Liabilities	0.98	-
Current Financial Liabilities		
Borrowings	2,734.72	1,139.83
Trade Payables	4,306.65	3,635.01
Other Financial Liabilities	80.08	3.95
Total	**7,150.07**	**4,809.11**

Note: The fair value of the above financial liabilities are approximately equivalent to carrying values as recognised above.

Note 39 : Financial Assets at Fair Value Through Profit or Loss

The carrying value of the following financial assets recognised at fair value through profit or loss:

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Current Financial Assets		
Investments	5,910.74	5.25
Total	**5,910.74**	**5.25**

Note: The above investments are quoted instruments in active markets and the same is recognised at fair value. Fair value measurement is done considering the Level -1 of Fair Value Hierarchy as per the Ind-AS 113.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 40 : Financial Risk Management Objectives and Policies

The Company's principal financial liabilities comprise of loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations directly or indirectly. The Company's principal financial assets include investments, loans, trade and other receivables, cash and cash equivalents that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The below note explains the sources of risk which the entity is exposed to and how the entity manages the risk :

Risk	Exposure arising from	Measurement	Management
Credit Risk	Cash and cash equivalents, trade receivables, financial instruments, Fixed Deposit with Banks, financial assets measured at amortised cost.	Aging analysis and Credit ratings	Diversification of Existing credit limits Unutilised from Consortium Bankers.
Liquidity Risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities
Market Risk - foreign exchange	Future commercial transactions. Recognised financial liabilities not denominated in Indian Rupee (INR)	Cash flow forecasting and Sensitivity analysis	Forward foreign exchange contracts.
Market Risk - interest rate	Long-Term borrowings at variable rates	Sensitivity analysis	Interest rate swaps

Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including Fixed deposits with banks and financial institutions and other financial instruments.

Trade receivables

Customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. The Company is in the business of manufacturing and trading of Chemical, Fertilisers and Dyes intermediate. Credit quality of a customer is assessed by the management on regular basis with market information and individual credit limits are defined accordingly. Outstanding customer receivables are regularly monitored and any further services to major customers are approved by the senior management.

An impairment analysis is performed at each reporting date on an individual basis for major customers. 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 9.

On account of adoption of Ind-AS 109, the Company uses expected credit loss model to assess the impairment loss or gain. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available external and internal credit risk factors and the Company's historical experience for customers.

Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Company's finance department in accordance with the Company's policy. Investments of surplus funds are made generally in the fixed deposits and for funding to subsidiary company. The investment limits are set to minimise the concentration of risks and therefore mitigate financial loss to make payments for vendors.

The Company's maximum exposure to credit risk for the components of the balance sheet at March 31, 2020 and March 31, 2019 is the carrying amounts as illustrated in Note 9.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Liquidity Risk

The Company monitors its risk of a shortage of funds using a liquidity planning tool.

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank loans and unsecured loans. The Company has access to a sufficient variety of sources of funding which can be rolled over with existing lenders. The Company believes that the working capital is sufficient to meet its current requirements.

The table below provides details regarding the maturities of significant financial liabilities as of March 31, 2020 & March 31, 2019:

(INR in Lakhs)

Particulars	Less than 3 Months	3 to 12 months	1 to 5 years	> 5 years	Total
Year ended March 31, 2020					
Secured Loans	-	2,329.87	67.17	-	2,397.04
Unsecured Loans	365.32	-	-	-	365.32
Trade Payables	4,306.65	-	-	-	4,306.65
Others	80.08	-	-	-	80.08
Year ended March 31, 2019					
Secured Loans	8.54	1,131.12	30.49	-	1,170.15
Unsecured Loans	-	-	-	-	-
Trade Payables	3,635.01	-	-	-	3,635.01
Others	3.95	-	-	-	3.95

Market Risk

Market risk comprises two types of risk: interest rate risk and currency risk. Financial instruments affected by market risk include loans and borrowings and deposits

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings. The Company's policy is to keep balance between its borrowings at fixed rates of interest. The difference between fixed and variable rate interest amounts calculated by reference to an agreed-upon notional principal amount.

The exposure of the Company to interest rate changes at the end of the reporting period are as under:

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Variable Rate Borrowing	831.17	243.32
Fixed Rate Borrowing	67.17	71.21
Total	**898.34**	**314.53**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected, after the impact of hedge accounting. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

(INR in Lakhs)

Particulars	Increase/ Decrease in basis points	Effect on Profit before Tax
March 31, 2020	+ 1%	(8.31)
	- 1%	8.31
March 31, 2019	+ 1%	(2.43)
	- 1%	2.43

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to its operating activities. The Company manages its foreign currency risk by hedging the payables when considered necessary. When a derivative is entered into for the purpose of being a hedge, the Company negotiates the terms of those derivatives to match the terms of the hedged exposure. The Company hedges its exposure to fluctuations on the translation into INR of its foreign payables in foreign currencies and by using foreign currency option or forward contracts.

Foreign Currency Sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in foreign exchange rate, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities.

(INR in Lakhs)

Particulars	Change in USD Rate	Effect on Profit before Tax
March 31, 2020	+ 5%	(66.95)
	- 5%	66.95
March 31, 2019	+ 5%	(6.07)
	- 5%	6.07

Equity price risk

The Company's unlisted equity securities are of subsidiary and deemed cost of the same are taken as previous GAAP carrying value (i.e. cost of acquisition). The value of the financial instruments is not material and accordingly any change in the value of these investments will not affect materially the profit or loss of the Company.

Note 41 : Capital Management

For the purpose of the Company's capital management, capital includes issued equity share capital, securities premium and all other reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the value of the share and to reduce the cost of capital.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company can adjust the dividend payment to shareholders, issue new shares, etc. The Company monitors capital using a gearing ratio, which is net debt divided by total equity. The Company includes within net debt, interest bearing loans and borrowings, less cash and cash equivalents.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(INR in Lakhs)

Particulars		As at March 31, 2020	As at March 31, 2019
A) Net Debt			
Borrowings (Current and Non-Current)		2,762.79	1,170.65
Cash and Cash Equivalents		(70.59)	(37.22)
	Net Debt (A)	**2,692.20**	**1,133.43**
B) Equity			
Equity share capital		3,083.64	3,072.43
Other Equity		26,296.50	24,591.64
	Total Equity (B)	**29,380.14**	**27,664.07**
Gearing Ratio (Net Debt / Capital) i.e. (A / B)		9.16%	4.10%

Note 42 : Contingent Liabilities (to the extent not provided for):

(a)

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Claims against the company not acknowledged as debts*		
Disputed Liabilities in respect of Value Added Tax and Central Sales Tax	137.14	202.26
Disputed Liabilities in respect of Income Tax	793.70	1,038.51
Total	**930.84**	**1,240.77**

Cases pending before appellate authorities in respect of which the Company has filed appeals.

* On the basis of current status of individual case for respective years and as per legal advice obtained by the Company, wherever applicable, the Company is confident of winning the above cases and is of the view that no provision is required in respect of above cases.

(b) Bank guarantee given by the banks on behalf of the Company amounting to Rs. 424.14 lakhs (March 31, 2019: Rs. 305.83 lakhs) to suppliers of goods and services, the Electricity Board and Customs Authority.

Note 43 : Capital and Other Commitments

Capital Commitments

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
(a) Capital Commitments:		
Capital Commitment for Acquisition of Property, Plant & Equipment	461.32	365.00
(b) Other Commitments:		
Corporate Guarantees given by the Company (Refer note below)	3,631.70	3,808.64
Total	**4,093.02**	**4,173.64**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note:

1. The Company has issued Corporate Guarantees aggregating to Rs. 511 lakhs as at year end (March 31, 2019: Rs. 511 lakhs) on behalf of Mrs. Bhanu Makharia, a relative of director. Liabilities outstanding for which Corporate Guarantees have been issued aggregate to Rs. 81.70 lakhs as on March 31, 2020 (March 31, 2019: Rs. 108.64 lakhs).
2. The Company has issued Corporate Guarantees aggregating to Rs. 3,800.00 lakhs as at year end (March 31, 2019: Rs. 3,800.00 lakhs) on behalf of Subsidiary M/s Kisan Phosphates Private Limited. Liabilities outstanding for which Corporate Guarantees have been issued aggregate to Rs. 3,550.00 lakhs as on March 31, 2020 (March 31, 2019: Rs. 3,700.00 lakhs).

Note 44 : Segment Information

Operating segments are defined as components of an enterprise for which discrete financial information is available that is evaluated regularly by the chief operating decision maker, in deciding how to allocate resources and assessing performance. Considering the nature of business and integrated manufacturing process of the Company, the Company considers its products under one segment only i.e. Chemicals & Fertilisers. Accordingly, Segment Reporting in accordance with Indian Accounting Standard - 108 "Operating Segment" issued by the Institute of Chartered Accountants of India and adopted by Companies (Accounting Standard) Rules, 2015 is not applicable to the Company.

Note 45 : Employee Benefits

The Company has classified the various benefits provided to employees as under:

I. Defined Contribution Plans

a. Employers' Contribution to Provident Fund and Employee's Pension Scheme

During the year, the Company has incurred and recognised the following amounts in the Statement of Profit and Loss:

	Year ended March 31, 2020 (INR in Lakhs)	Year ended March 31, 2019 (INR in Lakhs)
Employers' Contribution to Provident Fund and Employee's Pension Scheme	23.99	17.16
Total Expenses recognised in the Statement of Profit and Loss (Refer Note 32)	**23.99**	**17.16**

II. Defined Benefit Plan
Gratuity Fund

a. Major Assumptions	(% p.a.)	(% p.a.)
Discount Rate	6.75%	7.76%
Salary Escalation Rate*	5.00%	5.00%
* The estimates for future salary increases considered takes into account the inflation, seniority, promotion and other relevant factors.		
Expected Rate of Return	6.75%	7.76%
Employee Turnover	5.00%	5.00%

b. Change in Present Value of Obligation	(INR in Lakhs)	(INR in Lakhs)
Present Value of Obligation as at the beginning of the year	59.71	49.30
Current Service Cost	8.68	8.60
Past Service Cost	-	-
Interest Cost	4.77	4.09
Benefit paid	-	(0.73)
Remeasurements - Actuarial (Gain)/ Loss on Obligations	9.07	(1.55)
Present Value of Obligation as at the end of the year	**82.23**	**59.71**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

c. **Change in Fair value of Plan Assets**	(INR in Lakhs)	(INR in Lakhs)
Fair value of Plan Assets, Beginning of Period	4.00	3.95
Expected Return on Plan Assets	0.31	0.31
Actual Company Contributions	3.78	-
Actual Plan Participants' Contributions	-	-
Changes in Foreign Currency Exchange Rates	-	-
Actuarial Gains/(Losses)	-	0.47
Benefit Paid	-	(0.73)
Fair value of Plan Assets at the end of the year	**8.09**	**4.00**

d. **Reconciliation of Present Value of Defined Benefit Obligation and the Fair Value of Assets**	(INR in Lakhs)	(INR in Lakhs)
Present Value of Obligation	82.23	59.71
Fair Value of Plan Assets	8.09	4.00
Funded Status	(74.14)	(55.71)
Present Value of Unfunded Obligation	74.14	55.71
Unfunded Net Liability recognised in the Balance Sheet disclosed under Non Current Provision and Current Provision (Refer Note 19 and 26)	74.14	55.71

e. **Expenses Recognised in the Statement of Profit and Loss**	(INR in Lakhs)	(INR in Lakhs)
Current Service Cost	8.68	8.60
Past Service Cost	-	-
Interest Cost	4.77	4.09
Expected Return on Plan Assets	(0.31)	(0.31)
Actuarial Losses / (Gains) Recognised in the year	9.07	(2.02)
Total expenses recognised in the Statement of Profit and Loss (Refer Note 32)	**22.21**	**10.36**

f. **Expense Recognised in the Statement of Other Comprehensive Income**	(INR in Lakhs)	(INR in Lakhs)
Remeasurements of the net defined benefit liability		
Actuarial (gains) / losses obligation	9.07	(1.55)
	9.07	**(1.55)**
Actuarial (gains) / losses on Obligation		
Due to Demographic Assumption #	-	-
Due to Financial Assumption	6.35	0.83
Due to Experience	2.72	(2.38)
Total Actuarial (Gain)/Loss	**9.07**	**(1.55)**

This figure does not reflect interrelationship between demographic assumption and financial assumption when a limit is applied on the benefit, the effect will be shown as an experience

g. **Amounts recognised in the Balance Sheet**	(INR in Lakhs)	(INR in Lakhs)
Present Value of Obligation as at year end	(82.23)	(59.71)
Fair Value of Plan Assets as at year end	8.09	4.00
Unfunded Net Liability recognised in the Balance Sheet disclosed under Non Current Provision and Current Provision (Refer Note 19 and 26)	**74.14**	**55.71**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

III. Sensitivity Analysis

The below sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

a. Gratuity

A quantitative sensitivity analysis for significant assumption as at March 31, 2020 and March 31, 2019 are as shown below:

Particulars	Change in Discount Rate	Increase/ (Decrease) in Defined Benefit Obligation (INR in lakhs)	Change in Salary Escalation Rate	Increase/ (Decrease) in Defined Benefit Obligation (INR in lakhs)
March 31, 2020	+ 1%	(6.26)	+ 1%	7.49
	- 1%	6.82	- 1%	(7.04)
March 31, 2019	+ 1%	(7.47)	+ 1%	8.21
	- 1%	8.31	- 1%	(7.25)

IV. Expected Cash Flows for the next 10 years

The following payments are projected benefits payable in future years from the date of reporting from the fund:

(INR in Lakhs)

Particulars	For the Year Ended March 31, 2020	For the Year Ended March 31, 2019
Within the next 12 months (next annual reporting period)	12.56	5.25
Following year 2-5	24.03	21.95
Sum of years 6-10	37.42	29.14
Total expected payments	**74.01**	**56.34**

V. Risk Exposure

Through its defined benefit plans, the Company is exposed to a number of risks, the most significant of which are detailed:

Interest risk	A decrease in the market yields in the government bond will increase the plan liability.
Longevity risk	The present value of defined benefit plan liability is calculated using a discount rate which is determined by reference to the best estimate of the mortality of plan participants both during and after employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
Salary risk	The present value of defined benefit plan liability is calculated using a discount rate which is determined 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 THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 46 : Related Party Disclosure

a. Details of Related Parties

Description of Relationship	Names of Related Parties
Key Management Personnel (KMP) and their relatives	Mr. Punit Makharia - Chairman & Managing Director
	Mr. Gautam Makharia - Joint Managing Director
	Mrs. Ranjana Makharia - Director
	Mr. Ramakant Nayak - Independent Director
	Mr. Dinesh Modi - Independent Director
	Mr. Nirmal Kedia - Independent Director (w.e.f. 07.08.2018)
	Mr. Satpal Kumar Arora - Independent Director (w.e.f. 05.11.2018)
	Mr. Ratan Jha - Chief Financial Officer (upto 19.06.2019)
	Mr. Deepak Beriwala - Chief Financial Officer (w.e.f 03.06.2019)
	Mr. Satish Chavan - Company Secretary (upto 10.01.2020)
	Dr. N. N. Mahapatra (w.e.f. 13.08.2019)
	Mr. Somendra Nath Sengupta (w.e.f. 13.08.2019)
Relative of key management personnel with whom the Company has entered into transactions	Mr. Gopikishan Makharia - Father of C.M.D/J.M.D
	Mrs. Bhanu Makharia - Mother of C.M.D/J.M.D
	Mrs. Aradhana Makharia - Wife of J.M.D
	Mr. Raghav Makharia - Son of C.M.D
	Ms. Radhika Makharia - Daughter of C.M.D.
	Mrs. Seemani Mahapatra - Wife of KMP
Enterprises over which Key Managerial Personnel are able to exercise significant influence	Shree Pushkar Foundation (w.e.f. 24.07.2018)
Subsidiary Company (Holding - 100%)	Kisan Phosphates Private Limited (w.e.f. 08.10.2017)

Notes:

1) The list of related parties above has been limited to entities with which transactions have taken place during the year.

2) Related party transactions have been disclosed till the time the relationship existed.

b. Details of Related Party transactions during the year ended March 31, 2020

(INR in Lakhs)

Particulars	For the Year Ended March 31, 2020	For the Year Ended March 31, 2019
Directors Remuneration		
Mr. Punit Makharia	148.33	94.00
Mr. Gautam Makharia	148.33	94.00
	296.66	**188.00**
Directors' Commission		
Mr. Punit Makharia	-	187.51
Mr. Gautam Makharia	-	187.50
	-	**375.00**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Particulars	For the Year Ended March 31, 2020	For the Year Ended March 31, 2019
Directors' Sitting Fees		
Mr. Ramakant Nayak	2.75	2.85
Mr. Dinesh Modi	3.05	2.65
Mrs. Ranjana Makharia	0.65	0.60
Mr. Satpal Kumar Arora	0.63	0.60
	7.08	**6.70**
Salary to Key Management Personnel (KMP)		
Mr. Ratan Jha	4.02	15.90
Mr. Deepak Beriwala	12.47	-
Mr. Satish Chavan	7.55	5.00
Dr. N.N. Mahapatra	18.11	-
	42.15	**20.90**
Salary to Relatives of Key Management Personnel (KMP)		
Mr. Raghav Makharia	-	9.24
Mrs. Aradhana Makharia	12.59	10.80
Ms. Radhika Makharia	11.17	-
Mrs. Seemani Mahapatra	12.00	-
	35.76	**20.04**
Professional Fees to Key Managerial Personnel (KMP)		
Mr. Somendra Nath Sengupta	17.50	-
	17.50	**-**
Advance received		
Kisan Phosphates Private Limited	28.50	-
	28.50	**-**
Purchase of Finished Goods		
Kisan Phosphates Private Limited	1.18	-
	1.18	**-**
Rent Paid		
Mrs. Bhanu Makharia	66.00	60.00
Mr. Gautam Makharia	6.00	-
	72.00	**60.00**
Issue of Equity Shares		
Mr. Punit Makharia	-	425.61
Mr. Gautam Makharia	-	425.61
Mrs. Ranjana Makharia	-	82.42
Mr. Gopikishan Makharia	-	44.12
Mrs. Bhanu Makharia	-	90.41
Mr. Raghav Makharia	151.50	-
Mr. Aradhana Makharia	82.23	-
	233.73	**1,068.16**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Particulars	For the Year Ended March 31, 2020	For the Year Ended March 31, 2019
Donation & CSR Expenses		
Shree Pushkar Foundation	32.00	45.00
	32.00	**45.00**
Refund of Warrant Application Money Pending Allotment		
Mr. Punit Makharia	12.50	-
Mr. Raghav Makharia	1.25	-
Mrs. Aradhana Makharia	32.50	-
Mr. Gautam Makharia	520.00	-
Mrs. Bhanu Makharia	32.50	-
Mrs. Ranjana Makharia	32.50	-
Mr. Gopikishan Makharia	12.50	-
Ms. Radhika Makharia	1.25	-
	645.00	**-**
Loan Taken	209.05	-
Mr. Punit Makharia	435.95	-
Mr. Gautam Makharia	**645.00**	**-**
Warrant Application Money Pending Allotment		
Mr. Punit Makharia	-	12.50
Mr. Raghav Makharia	-	1.25
Mrs. Aradhana Makharia	-	32.50
Mr. Gautam Makharia	-	520.00
Mrs. Bhanu Makharia	-	32.50
Mrs. Ranjana Makharia	-	32.50
Mr. Gopikishan Makharia	-	12.50
Ms. Radhika Makharia	-	1.25
	-	**645.00**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

c. Closing Balances of the Related Parties

(INR in Lakhs)

Particulars	Balances as at March 31, 2020	Balances as at March 31, 2019
Directors' Remuneration and Salary Payable		
Mr. Punit Makharia	2.06	1.96
Mr. Gautam Makharia	2.06	1.96
	4.12	**3.92**
Salary to Key Management Personnel (KMP)		
Mr. Ratan Jha	-	0.96
Mr. Deepak Beriwala	0.96	-
Mr. Satish Chavan	-	0.42
Dr. N.N. Mahapatra	0.92	-
	1.88	**1.38**
Salary to Relatives of Key Management Personnel (KMP)		
Mr. Raghav Makharia	-	0.56
Mrs. Aradhana Makharia	0.75	0.71
Ms. Radhika Makharia	0.70	-
Mrs. Seemani Mahapatra	0.76	-
	2.21	**1.27**
Loan Taken		
Mr. Punit Makharia	130.11	-
Mr. Gautam Makharia	235.21	-
	365.32	**-**
Deposits given		
Mr. Punit Makharia	-	8.55
Mrs. Bhanu Makharia	40.00	76.45
	40.00	**85.00**
Share Application against purchase of equity shares of Kisan Phosphates Private Limited		
Mr. Raghav Makharia	-	151.85
Mrs. Aradhana Makharia	-	82.42
	-	**234.27**
Trade Payable		
Kisan Phosphates Private Limited	28.25	-
	28.25	**-**
Investment in equity shares		
Kisan Phosphates Private Limited	902.43	902.43
	902.43	**902.43**
Investment in Compulsorily Convertible Debentures of Subsidiary		
Kisan Phosphates Private Limited	1,229.99	1,229.99
	1,229.99	**1,229.99**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Particulars	Balances as at March 31, 2020	Balances as at March 31, 2019
Warrant Application Money Pending Allotment		
Mr. Punit Makharia	-	12.50
Mr. Raghav Makharia	-	1.25
Mrs. Aradhana Makharia	-	32.50
Mr. Gautam Makharia	-	520.00
Mrs. Bhanu Makharia	-	32.50
Mrs. Ranjana Makharia	-	32.50
Mr. Gopikishan Makharia	-	12.50
Ms. Radhika Makharia	-	1.25
	-	**645.00**
Corporate Guarantee Given		
Mrs. Bhanu Makharia	81.70	108.64
M/s Kisan Phosphates Private Limited	3,550.00	3,700.00
	3,631.70	**3,808.64**

Note 47 : Expenditure on Corporate Social Responsibility

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are eradication of hunger and malnutrition, promoting education, art and culture, healthcare, destitute care and rehabilitation, environment sustainability, disaster relief and rural development projects. A CSR committee has been formed by the Company as per the Act. The Company is spending amount for these activities, which are specified in Schedule VII of the Companies Act, 2013.

(a) Gross amount required to be spent by the Company during the year - Rs. 98.00 lakhs (March 31, 2019: Rs. 83.77 lakhs)

(b) Amount spent during the year on:

Particulars	In Cash/Bank Rs in Lakhs.	Yet to be paid in Cash/Bank Rs in Lakhs.	Total Rs in Lakhs.
(i) Construction/ acquisition of any asset	-	-	-
	(-)	(-)	(-)
(ii) On purposes other than (i) above	102.83	-	102.83
	(50.70)	(-)	(50.70)

(Figures in brackets represent amount for previous year)

Note 48 : FOB Value of Exports

(INR in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
FOB Value of Exports of Finished Goods	7,269.54	8,541.82

Note 49 : CIF Value of Imports

(INR in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
CIF value of Imports of Raw Material	4,629.51	3,277.74
CIF value of Imports of Capital Goods	99.36	27.47

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 50 : Expenditure in Foreign Currency

(INR in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Foreign Travelling Expenses	17.49	3.89

Note 51 : Appointment of Company Secretary

During the year, the whole time Company Secretary has resigned from the Company in the month of January, 2020. As per provisions of Section 203 of Companies Act, 2013 read with rule 8 and rule 8A of Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, and other applicable provisions, if any, of Companies Act 2013 ("Act"), as amended or re-enacted from time to time, the Company is required to appoint a Company Secretary in whole time employment of the Company within 6 months of the vacancy. However, the Company since then, is in search of an appropriate candidate to be appointed as Company Secretary of the Company and consequently, as at year-end, the said position is vacant.This has got further delayed due to lockdown announced by the Government of India to prevent the spread of COVID-19 since March 25, 2020.

Note 52 : Impact of COVID-19

Due to outbreak of COVID-19 globally and in India, the Company's management has made initial assessment of likely adverse impact on business and financial risks on account of COVID-19, and believes that the impact is likely to be short term in nature. The management does not see any medium to long term risks in the Company's ability to continue as a going concern and meeting its liabilities as and when they fall due, and compliance with the debt covenants, as applicable. The Company's management has evaluated the prospects of the Company's products and its demand in this period and believes that these products will see demand as usual and is in a position to cater all the needs of the customers. So, the company may not have any material impact on the overall financial strength of the Company in the long term.

Note 53 : Acquisition of Madhya Bharat Phosphates Private Limited (MBPPL)

During the previous year 2018-19, the Company had submitted bid for acquisition of 100% stake in Madhya Bharat Phosphates Private Limited (MBPPL), a Company registered in Bhopal, Madhya Pradesh, through National Company Law Tribunal (NCLT) under the provisions of Insolvency and Bankruptcy Code, 2016. The said proposal / bid had already been approved by the Committee of Creditors (COC), as constituted by NCLT, for an offer price of Rs.1,902 lakhs. The order of NCLT, was delivered on March 5, 2020 and the certified true copy of the Order, dated March 20, 2020, was received on April 17, 2020.

Note 54 : Previous Years' Figures

The Company has re-grouped, re-classified and/or re-arranged figures for previous year, wherever required to confirm with current year's classification.

The notes referred to above are an integral part of these financial statements.

As per our report of even date attached

For S. K. Patodia & Associates
Chartered Accountants
Firm Registration Number : 112723W

Dhiraj Lalpuria
Partner
Membership Number : 146268

Place : Mumbai
Date : June 26, 2020

For and on behalf of the Board of Directors

Punit Makharia
Chairman & Managing Director
DIN : 01430764

Gautam Makharia
Joint Managing Director
DIN : 01354843

Deepak Beriwala
Chief Financial Officer

Place : Mumbai
Date : June 26, 2020

INDEPENDENT AUDITOR'S REPORT

To the Members of Shree Pushkar Chemicals & Fertilisers Limited,

Report on the Audit of Consolidated Ind-AS Financial Statements

Opinion

We have audited the consolidated Ind-AS financial statements of **Shree Pushkar Chemicals & Fertilisers Limited** (hereinafter referred to as "the Holding Company") and its subsidiary (the Holding Company and its subsidiary together referred to as 'the Group'), which comprise the consolidated balance sheet as at March 31, 2020, and the consolidated statement of Profit and Loss, consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the consolidated Ind AS financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of report of other auditor on separate financial statements and on the other financial information of the subsidiary, the aforesaid consolidated Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2020, their consolidated profit, their consolidated changes in equity and the consolidated cash flows for the year then ended.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current year. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key audit matters	How our audit addressed the key audit matter
Revenue from contracts with customers (described in Note 2 (K) of the standalone Ind AS financial statements)	
The Group is engaged in manufacturing of dye, dye intermediaries and fertilisers through its various plants. It has developed procedures to record the revenue on the basis of the movement of the goods and revenue accrues as per Indian accounting standard 115. Due to different terms with different customers and transaction price, there is a risk that the revenue or discounts or rebates; and export incentives thereon might not be recorded correctly Revenue is a key parameter to ascertain the Group's performance. The Group focuses on revenue as a key performance measure, which could create an incentive for revenue to be recognized before the risk and rewards have been transferred.	We assessed the design and tested the operating effectiveness of internal controls related to revenue recognition, discounts and rebates. We performed sample tests of individual sales transaction and traced to related documents, considering the terms of dispatch. We tested cut-off procedures with respect to year-end sales transactions made. We also performed monthly analytical procedures of revenue by streams to identify any unusual trends.

Allowance for credit losses	
The Group determines the allowance for credit losses based on historical loss experience adjusted to reflect current and estimated future economic conditions. The Group considered current and anticipated future economic conditions relating to industries the Group deals with and the countries where it operates. In calculating expected credit loss, the Group has also considered related credit information for its customers to estimate the probability of default in future and has taken into account estimates of possible effect from the pandemic relating to COVID -19.	We tested the effectiveness of controls over the development of the methodology for the allowance for credit losses, including consideration of the current and estimated future economic conditions, completeness and accuracy of information used in the estimation of probability of default and computation of the allowance for credit losses. We tested the mathematical accuracy and computation of the allowances by using the same input data used by the Group.

Information Other Than the Financial Statements and Auditor's Report Thereon

The Holding Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Group's annual report, 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 in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Ind-AS Financial Statements

The Holding Company's management and Board of Directors is responsible for the preparation and presentation of these consolidated Ind AS financial statements in terms of the requirements of the act that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind-AS) specified under Section 133 of the Act read with relevant rules issued thereunder. The respective Board of Directors of the entities included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of each entity and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated Ind-AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated Ind AS financial Statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated Ind-AS financial statements, the respective management and Board of Directors of the entities included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the entities included in the Group are also responsible for overseeing the financial reporting process of each Group.

Auditor's Responsibilities for the Audit of the Ind AS Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the Ind AS 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 Ind AS 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 financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Group has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group 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 Ind AS 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 (Holding company and subsidiary) to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Ind AS consolidated financial statements, including the disclosures, and whether the Ind AS consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of such entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial information of such entities**.**

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

We communicate with those charged with governance of the Holding company and such other entity included in the financial statements of which we are the independent auditors, regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Ind AS consolidated financial statements for the year ended March 31, 2020 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

We did not audit the financial statements of subsidiary included in the consolidated financial statement, whose financial statements reflect total assets of Rs. 6776.90 lakhs as at March 31, 2020, total revenues of Rs. 6197.46 lakhs for the year ended March 31,2020, total net profit of Rs. 462.14 lakhs and net cash (inflows) Rs. 5.31 lakhs for the year ended March 31, 2020, whose financial statements/financial information have been audited by its respective independent auditor as considered in the consolidated Ind-AS financial statements. The independent auditors' reports on Financial Results/information of this entity has been furnished to us and our opinion on the Consolidated Financial Results, in so far as it relates to the amounts and disclosures included in respect of this entity, is based solely on the report of such auditor and the procedures performed by us are as stated in paragraph above.

Our opinion on the consolidated Ind-AS financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements and other financial information certified by the Management.

The Holding Company is yet to appoint the Company Secretary as required under the provisions of Section 203 of Companies Act, 2013 after the resignation of previous Company Secretary in the month of January 2020. (Refer Note 52). Our opinion is not modified in respect of this matter

Report on Other Legal and Regulatory Requirements

1. As required by Section 143 (3) of the Act, based on our audit and other financial information of such subsidiary, we report, to the extent applicable, that:

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

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

   c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flow and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of consolidated financial statement;

   d) In our opinion, the aforesaid consolidated Ind-AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.

   e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2020 taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164(2) of the Act.

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

   g) In our opinion and according to the information and explanations given to us, the remuneration paid by the Holding Company and its subsidiary, to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Holding Company and its subsidiary, is not in excess of the limit laid down under Section 197 of the Act.

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

      i. The Group has disclosed the impact of pending litigations on its financial position in its consolidated financial statements - Refer Note 42 on Contingent Liabilities to the consolidated financial statements;

      ii. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at March 31, 2020;

      iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Group.

For S. K. Patodia & Associates
Chartered Accountants
Firm Registration Number: 112723W

Dhiraj Lalpuria
Partner
Membership Number: 146268
UDIN : 20146268AAAAIS4208

Place : Mumbai
Date : June 26, 2020

Annexure A to Independent Auditors' Report

Referred to in paragraph 1 (f) under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date to the members of Shree Pushkar Chemicals & Fertilisers Limited

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls over financial reporting of Shree Pushkar Chemicals & Fertilisers Limited ("the Holding Company"), its subsidiary (the Holding Company and its subsidiaries together referred to as "the Group") as of March 31, 2020 in conjunction with our audit of the consolidated financial statements of the Holding Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

5. We believe that the audit evidence obtained by us and by the other auditor of the subsidiary in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Holding Company's internal financial controls system over financial reporting.

Meaning of Internal Financial controls with Reference to Financial Statements

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

   i. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

   ii. provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

   iii. provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or dispositions 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 Financial Statements

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

Opinion

8. In our opinion, the Holding Company and its subsidiary have, in all material respects, adequate internal financial controls with reference to consolidated financial statements and as such internal financial controls were operating effectively as at March 31, 2020 based on the internal financial controls with reference to consolidated financial statements criteria established by the Holding Company and its subsidiary considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the “Guidance Note”).

For S. K. Patodia & Associates
Chartered Accountants
Firm Registration Number: 112723W

Dhiraj Lalpuria
Partner
Membership Number: 146268
UDIN : 20146268AAAAIS4208

Place: Mumbai
Date : June 26, 2020

CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2020

(INR in Lakhs)

	Particulars	Note No.	As at March 31, 2020	As at March 31, 2019
I	**ASSETS**			
	1. Non-Current Assets			
	(a) Property, Plant and Equipment	3	15,866.09	16,734.89
	(b) Capital Work-In-Progress	3	5,192.95	1,047.08
	(c) Goodwill	4	486.82	486.82
	(d) Intangible assets under development	5	1.02	0.92
	(e) Financial Assets			
	(i) Investments	5	5,910.74	5.25
	(ii) Others	6	121.01	398.98
	(f) Other Non-Current Assets	7	651.37	918.47
			28,230.00	**19,592.41**
	2. Current Assets			
	(a) Inventories	8	6,207.38	6,230.35
	(b) Financial Assets			
	(i) Trade Receivables	9	7,670.01	9,829.62
	(ii) Cash and Cash Equivalents	10	89.89	51.21
	(iii) Bank Balances other than Cash and Cash Equivalents	11	23.99	3,930.13
	(iv) Loans	12	40.71	27.55
	(v) Others	13	223.69	143.67
	(c) Other Current Assets	14	1,254.47	1,026.78
			15,510.14	**21,239.31**
	Total Assets		**43,740.14**	**40,831.72**
II	**EQUITY AND LIABILITIES**			
	Equity			
	(a) Equity Share Capital	15	3,083.64	3,072.43
	(b) Other Equity	16	27,535.42	25,369.30
			30,619.06	**28,441.73**
	LIABILITIES			
	1. Non-Current Liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	17	384.62	735.54
	(ii) Other financial liabilities	18	0.98	-
	(b) Provisions	19	66.14	52.55
	(c) Deferred Tax Liabilities (Net)	20	1,769.05	1,964.64
	(d) Other Non-Current Liabilities	21	66.74	46.00
			2,287.53	**2,798.73**
	2. Current Liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	22	4,510.75	3,931.45
	(ii) Trade Payables	23		
	(a) total outstanding dues of micro enterprises and small enterprises		45.64	80.90
	(b) total outstanding dues of creditors other than micro enterprises and small enterprises		5,404.49	4,407.71
	(iii) Other Financial Liabilities	24	321.93	44.84
	(b) Other Current Liabilities	25	409.64	534.14
	(c) Provisions	26	12.17	5.07
	(d) Current Tax Liabilities (Net)	27	128.93	587.15
			10,833.55	**9,591.26**
	Total Equity and Liabilities		**43,740.14**	**40,831.72**
	Summary of Significant Accounting Policies	2		
	The notes referred to above are an integral part of these financial statements.	1-55		

As per our report of even date attached
For S. K. Patodia & Associates
Chartered Accountants
Firm Registration Number : 112723W

Dhiraj Lalpuria
Partner
Membership Number : 146268

Place : Mumbai
Date : June 26, 2020

For and on behalf of the Board of Directors

Punit Makharia
Chairman & Managing Director
DIN : 01430764

Gautam Makharia
Joint Managing Director
DIN : 01354843

Deepak Beriwala
Chief Financial Officer

Place : Mumbai
Date : June 26, 2020

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2020

(INR in Lakhs)

	Particulars	Note No.	For the Year ended March 31, 2020	For the Year ended March 31, 2019
I	**Revenue**			
	Revenue from Operations	28	34,633.43	45,191.80
	Other Income	29	331.97	242.05
	Total Income		**34,965.40**	**45,433.85**
II	**Expenses**			
	Cost of Materials Consumed	30	20,960.84	29,003.72
	Changes in Inventories of Finished Goods and Work-in-Progress	31	477.90	1,260.25
	Employee Benefit Expenses	32	2,494.52	3,012.71
	Depreciation and Amortization Expenses	33	1,145.47	996.17
	Finance Costs	34	212.93	371.38
	Other Expenses	35	5,674.60	5,206.12
	Total Expenses		**30,966.26**	**39,850.35**
III	**Profit before tax (I- II)**		**3,999.14**	**5,583.50**
IV	**Less: Tax Expense:**			
	Current Tax		620.65	1,361.05
	Tax for Earlier years		-	(455.09)
	Deferred Tax		(192.62)	592.96
	Total Tax Expense		**428.03**	**1,498.92**
V	**Profit for the Year (III-IV)**		**3,571.11**	**4,084.58**
VI	**Other Comprehensive Income**			
	Items that will not be reclassified to profit or loss			
	Re-measurement gains/ (losses) on defined benefit obligations		(10.30)	2.02
	Tax effect on above		2.98	(0.71)
	Other Comprehensive Income for the year, net of tax		**(7.32)**	**1.31**
VII	**Total Comprehensive Income for the year (V+VI)**		**3,563.79**	**4,085.89**
VIII	**Earnings Per Share (Face Value INR 10 Per Equity Share):**	36		
	Basic (INR)		11.60	13.32
	Diluted (INR)		11.61	13.25
	Summary of Significant Accounting Policies	2		
	The notes referred to above are an integral part of these financial statements.	1-55		

As per our report of even date attached

For S. K. Patodia & Associates
Chartered Accountants
Firm Registration Number : 112723W

Dhiraj Lalpuria
Partner
Membership Number : 146268

Place : Mumbai
Date : June 26, 2020

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DIN : 01430764

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Joint Managing Director
DIN : 01354843

Deepak Beriwala
Chief Financial Officer

Place : Mumbai
Date : June 26, 2020

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2020

(INR in Lakhs)

Particulars		For the Year ended March 31, 2020	For the Year ended March 31, 2019
A.	**Cash Flow from Operating Activities**		
	Net profit before tax	3,999.14	5,583.50
	Adjustments for:		
	Depreciation and amortisation	1,145.47	996.17
	Finance costs	212.93	371.38
	Other Income	0.06	2.69
	Interest Income	(203.45)	(241.12)
	Allowances for Credit Losses	(92.49)	(23.36)
	(Profit)/loss on sale of Property, Plant & Equipment	6.07	(3.62)
	Operating profit/(loss) before working capital changes	**5,067.72**	**6,685.64**
	Movement in working capital		
	Decrease/(Increase) in Inventories	22.97	1,998.33
	Decrease/(Increase) in Trade Receivables	2,252.10	(1,210.30)
	Increase/(Decrease) in Trade Payables	961.51	(558.80)
	Increase/(Decrease) in Other Non-Current Liabilities	20.74	32.10
	Increase/(Decrease) in Other Current Liabilities	(124.50)	258.63
	Increase/(Decrease) in Other Current Financial Liabilities	202.31	3.51
	Decrease/(Increase) in Other Current Financial Assets	(80.02)	(30.76)
	Decrease/(Increase) in Other Current Assets	(227.69)	61.32
	Decrease/(Increase) in Other Non Current Assets	267.10	(98.37)
	Increase/(Decrease) in Long Term Provisions	3.28	11.61
	Increase/(Decrease) in Short Term Provisions	7.10	1.88
	Decrease/(Increase) in Other Non Current Financial Assets	277.97	(254.06)
	Decrease/(Increase) in Financial assets - Loans	(13.16)	(2.93)
	Cash Generated From Operations	**8,637.44**	**6,897.80**
	Income taxes paid (net of refunds)	(1,078.87)	(1,316.94)
	Net cash flow generated from operating activities (A)	**7,558.57**	**5,580.86**
B.	**Cash Flow from Investing Activities**		
	Purchase or construction of Property, Plant & Equipment (including capital work-in-progress)	(4,289.73)	(2,296.52)
	Purchase of Intangible asset under development	(0.10)	(0.10)
	(Investment in)/ Realisation of Fixed Deposits and Margin Money	3,906.14	(2,034.84)
	Investments in quoted equity instruments	(5,905.49)	-
	Proceeds from sale of Property, Plant & Equipment	-	3.62
	Proceeds from sale of Investments	-	40.44
	Interest Income Received	203.40	241.12
	Net Cash used in Investing Activities (B)	**(6,085.78)**	**(4,046.28)**

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2020 (Contd.)

(INR in Lakhs)

Particulars		For the Year ended March 31, 2020	For the Year ended March 31, 2019
C.	**Cash Flow from Financing Activities**		
	Share application money received/refunded against prefrential issue of share warrants	(645.00)	645.00
	Proceeds from/ (Repayment of) Financial Borrowings (net)	228.38	(1,796.78)
	Dividend Paid (Including Dividend Distribution Tax)	(741.47)	-
	Payment of Lease Liabities	(63.09)	-
	Finance costs	(212.93)	(371.38)
	Net Cash flow (used in) from Financing Activities (C)	**(1,434.11)**	**(1,523.16)**
	Net cash Increase/(decrease) in cash and cash equivalents (A+B+C)	**38.68**	**11.42**
	Cash and cash equivalents at the beginning of the year	51.21	39.79
	Cash and cash equivalents at the end of the year	89.89	51.21
	Net cash Increase/(decrease) in cash and cash equivalent	**38.68**	**11.42**

Note : The above Statement of Cash Flows has been prepared under the 'Indirect Method' as set out in Ind AS 7, 'Statement of Cash Flows'.

Change in liability arising from financing activities **(INR in Lakhs)**

Particulars	As at March 31, 2019	Cash Flows	Non Cash Changes	As at March 31, 2020
Current Borrowings	3,931.45	(579.30)	-	4,510.75
Non Current Borrowings (including current maturities)	776.43	149.96	-	626.47

Particulars	As at March 31, 2018	Cash Flows	Non Cash Changes	As at March 31, 2019
Current Borrowings	6,191.59	(2,260.14)	-	3,931.45
Non Current Borrowings (including current maturities)	313.01	463.42	-	776.43

As per our report of even date attached

For S. K. Patodia & Associates
Chartered Accountants
Firm Registration Number : 112723W

Dhiraj Lalpuria
Partner
Membership Number : 146268

Place : Mumbai
Date : June 26, 2020

For and on behalf of the Board of Directors

Punit Makharia
Chairman & Managing Director
DIN : 01430764

Gautam Makharia
Joint Managing Director
DIN : 01354843

Deepak Beriwala
Chief Financial Officer

Place : Mumbai
Date : June 26, 2020

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2020

A : Equity Share Capital (Equity shares of INR 10 each issued, subscribed and fully paid)

Particulars	Note No.	Numbers in Lakhs	Amount INR in Lakhs
Balance as at April 1, 2018		**302.19**	**3,021.94**
Preferential allotment of Equity Shares to Promoter & Promoter Group		5.05	50.49
Balance at the March 31, 2019	15	**307.24**	**3,072.43**
Preferential allotment of Equity Shares to Promoter & Promoter Group		1.12	11.21
Balance at the March 31, 2020	15	**308.36**	**3,083.64**

B : Other Equity

(INR in Lakhs)

Particulars	Note No.	Share Application money pending allotment	Money received against share warrants	Reserve and Surplus				Total Other Equity
				Securities Premium	Debenture Redemption Reserve	Capital Equity Reserve	Retained Earnings	
Balance as at April 1, 2018		**1,302.43**	**-**	**5,646.33**	**-**	**29.23**	**13,710.91**	**20,688.90**
Profit for the year		-	-	-	-	-	4,084.58	4,084.58
Other Comprehensive Income		-	-	-	-	-	1.31	1.31
Reserve created on account of Shares allotted to Promoter & Promoter Group on Preferential basis during the year				1,017.67	-			1,017.67
Allotment of Shares during the year		(1,068.16)	-	-	-	-	-	(1,068.16)
Received on account of exercise of Options under the Equity Share Warrants		-	645.00	-	-	-	-	645.00
Balance as at March 31, 2019	**16**	**234.27**	**645.00**	**6,664.00**	**-**	**29.23**	**17,796.80**	**25,369.30**
Profit for the year		-	-	-		-	3,571.13	3,571.13
Other Comprehensive Income		-	-	-	-	-	(7.32)	(7.32)
Reserve created on account of Shares allotted to Promoter & Promoter Group on Preferential basis during the year		-	-	222.51	-	-	-	222.51
Reserve created on account of issue of debentures during the year		-	-	-	246.00	-	(246.00)	-
Allotment of Shares during the year		(878.73)	-	-	-	-	-	(878.73)
Shares forfeited during the year		(0.54)	-	-	-	0.54	-	-
Received on account of exercise of Options under the Equity Share Warrants		-	-	-	-	-	-	-
Dividend paid		-	-	-	-	-	(615.05)	(615.05)
Dividend Distribution Tax		-	-	-	-	-	(126.42)	(126.42)
Balance as at March 31, 2020	**16**	**(645.00)**	**645.00**	**6,886.51**	**246.00**	**29.77**	**20,373.14**	**27,535.42**

As per our report of even date attached

For S. K. Patodia & Associates
Chartered Accountants
Firm Registration Number : 112723W

Dhiraj Lalpuria
Partner
Membership Number : 146268

Place : Mumbai
Date : June 26, 2020

For and on behalf of the Board of Directors

Punit Makharia
Chairman & Managing Director
DIN : 01430764

Gautam Makharia
Joint Managing Director
DIN : 01354843

Deepak Beriwala
Chief Financial Officer

Place : Mumbai
Date : June 26, 2020

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 1: Group Overview

Shree Pushkar Chemicals & Fertilisers Limited (the "Company") is a Public Limited Company domiciled in India and incorporated on March 29, 1993 under the provisions of Companies Act, 1956. The registered office of the Company is located at 301-302, 3rd Floor, Atlanta Center, Sonawala Road, Goregaon (East), Mumbai – 400063.

The company has a subsidiary in the name of "Kisan Phosphates Private Limited" together referred as the "Group" hereinafter. The Group is engaged in the business of manufacturing and trading of Chemicals, Dyes and Dyes Intermediate, Cattle Feeds, Fertilisers and Soil Conditioner. The equity shares of the Company are listed on The National Stock Exchange of India Limited and BSE Limited.

The consolidated financial statements are authorized for issue in accordance with a resolution of the Board of Directors on June 26, 2020.

Note 2: Summary of Significant Accounting Policies

A. Basis of preparation of financial statements

(i) Statement of compliance

These financial statements are prepared in accordance with Indian Accounting Standards ("Ind-AS") under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 (`Act') (to the extent notified). The Ind-AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

The Group has adopted the Indian Accounting standards in accordance with Ind-AS 101 "First time adoption of Indian Accounting Standards" during the year ended March 31, 2018.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

(ii) Basis of consolidation

The Group consolidates entities which it owns or controls. The consolidated financial statements comprise the financial statements of the Group and its subsidiary Kisan Phosphates Private Limited. Control exists when the parent has power over the entity, is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns by using its power over the entity. Power is demonstrated through existing rights that give the ability to direct relevant activities, those which significantly affect the entity's returns. The Subsidiary Company is consolidated from the date control commences until the date control ceases.

The financial statements of the Group companies are consolidated on a line-by-line basis and intra-group balances and transactions including unrealized gain/ loss from such transactions are eliminated upon consolidation. These financial statements are prepared by applying uniform accounting policies in use at the Group.

(iii) Basis of preparation

The financial statements have been prepared on historical cost basis except the following:

- certain financial assets and liabilities (including derivative instruments) are measured at fair value;
- assets held for sale- measured at fair value less cost to sell;
- defined benefit plans- plan assets measured at fair value; and

The functional currency of the Group is the Indian Rupee. These financial statements are presented in Indian Rupees and all values are rounded to the nearest lakhs, except when otherwise stated.

(iv) Current versus non-current classification

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is expected to be realised or intended to be sold or consumed in normal operating cycle, held primarily for the purpose of trading, expected to be realised within twelve months after the reporting period and cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period. All other assets are classified as non-current.

A liability is 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 and there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period. The Group classifies all other liabilities as non-current.

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

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

B. Use of estimates

The preparation of the financial statements in conformity with Ind-AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed in note C below. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

C. Critical accounting estimates

(i) Income taxes

The Group's major tax jurisdiction is India. Significant judgements are involved in determining the provision for income taxes, including amount expected to be paid/ recovered for uncertain tax positions. Also refer to note 27.

(ii) Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Group. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Group's assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

(iii) Defined benefit plans

The cost of the defined benefit gratuity plan and other post-employment benefits and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

Further details about gratuity obligations are given in Note 45.

(iv) Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. See Note 37-39 for further disclosures.

(v) Revenue from contracts with customers

The Group's contracts with customers include promises to provide the goods & services to the customers. Judgement is required to determine the transaction price for the contract. The transaction price could be either fixed amount of customer consideration or variable consideration with elements such as schemes, incentives, cash discounts etc. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognized will not occur and is reassessed at the end of the each period.

Estimates of rebates and discounts are sensitive to changes in circumstances and the Group's past experience regarding returns and rebate entitlements may not be representative of customer's actual returns and rebate entitlements in the future.

Costs to obtain a contract are generally expensed as incurred. The assessment of this criteria requires the application of judgement, in particular when considering if costs generate or enhance resources to be used to satisfy future performance obligations and whether costs are expected to be recovered.

D. Property, Plant and Equipment

Land (including Land Developments) is carried at historical cost. All other items of property, plant and equipment are stated in the balance sheet at historical cost less accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. All other repair and maintenance costs are recognised in profit or loss as incurred.

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognized impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalized in accordance with the Group`s accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Subsequent to recognition, property, plant and equipment (excluding freehold land) are measured at cost less accumulated depreciation and accumulated impairment losses. When significant parts of property, plant and equipment are required to be replaced in intervals, the Group recognizes such parts as individual assets with specific useful lives and depreciation respectively. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement cost only if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in the Statement of Profit and Loss as incurred.

Depreciation is recognised so as to write off the cost of assets (other than freehold land and land developments) less their residual values over the useful lives, using the straight- line method ("SLM"). Management believes that the useful lives of the assets reflect the periods over which these assets are expected to be used, which are as follows:

Description of Asset	Estimated useful lives
Buildings	30 years
Leasehold lands	95 years
Computers and Printers, including Computer Peripherals (including server and networking)	3 -6 years
Office Equipments	5 years
Furniture and Fixtures	10 years
Motor Vehicles (including busses and trucks)	8-20 years
Plant and Machinery	15-20 years

Depreciation on additions/ deletions to fixed assets is calculated pro-rata from/ up to the date of such additions/ deletions.

Assets individually costing less than Rs. 5,000 are fully depreciated in the year of acquisition.

The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable. The residual values, useful life and depreciation method are reviewed at each financial year-end to ensure that the amount, method and period of depreciation are consistent with previous estimates and the expected pattern of consumption of the future economic benefits embodied in the items of property, plant and equipment.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on disposal or retirement of an item of property, plant and equipment is determined as the difference between sale proceeds and the carrying amount of the asset and is recognised in profit or loss.

E. Investment properties

Investment properties are properties that is held for long-term rentals yields or for capital appreciation (including property under construction for such purposes) or both, and that is not occupied by the Group, is classified as investment property.

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated impairment loss, if any.

Though the Group measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by an accredited external independent valuer.

Investment properties are derecognised 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 the asset is recognised in profit or loss in the period of derecognition.

F. Intangible Assets

Intangible asset including intangible assets under development are stated at cost, net of accumulated amortisation and accumulated impairment losses, if any. Intangible assets acquired separately are measured on initial recognition at cost.

Intangible assets in case of computer software are amortised on straight-line basis over a period of 3 years, based on management estimate. The amortization period and the amortisation method are reviewed at the end of each financial year.

The useful lives of intangible assets are assessed as either finite or indefinite. Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with infinite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

G. Impairment of Non-Financial Assets

Assessment is done at each Balance Sheet date as to whether there is any indication that an asset (tangible and intangible) may be impaired. For the purpose of assessing impairment, the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or groups of assets, is considered as a cash generating unit. If any such indication exists, an estimate of the recoverable amount of the asset/ cash generating unit is made. Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount. An impairment loss is recognized in the profit or loss. Recoverable amount is higher of an asset's or cash generating unit's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased. A reversal of an impairment loss is recognised immediately in profit or loss.

H. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial Instruments are further divided in two parts viz. Financial Assets and Financial Liabilities.

Part I - Financial Assets

a) Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

b) Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

Financial Assets at amortised cost:

A Financial Assets is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- 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.

This category is the most relevant to the Group. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss.

Financial Assets at FVTOCI (Fair Value through Other Comprehensive Income)

A Financial Assets is classified as at the FVTOCI if following criteria are met:

- The objective of the business model is achieved both by collecting contractual cash flows (i.e. SPPI) and selling the financial assets

Financial instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the Group recognizes interest income, impairment losses and reversals and foreign exchange gain or loss in the statement of profit and loss. On de-recognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to the statement of profit and loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Financial Assets at FVTPL (Fair Value through Profit or Loss)

FVTPL is a residual category for financial instruments. Any financial instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Group may elect to designate a financial instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). The Group has not designated any financial instrument as at FVTPL.

Financial instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

Equity investments

All equity investments in scope of Ind-AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind-AS 103 applies are classified as at FVTPL. For all other equity instruments, the Group may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Group makes such election on an instrument by instrument basis. The classification is made on initial recognition and is irrevocable. If the Group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding

dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity. Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss. Investment in subsidiaries is carried at cost in the financial statements.

c) De-recognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily de-recognised (i.e. removed from the Group's balance sheet) 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 (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.

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

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

d) Impairment of financial assets

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

- Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, deposits, trade receivables and bank balance;
- Financial assets that are debt instruments and are measured as at FVTOCI
- Lease receivables under Ind-AS 116
- Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind-AS 18 (referred to as 'contractual revenue receivables' in these financial statements)
- Loan commitments which are not measured as at FVTPL
- Financial guarantee contracts which are not measured as at FVTPL

The Group follows 'simplified approach' for recognition of impairment loss allowance on trade receivables or contract revenue receivables.

The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the Group reverts to recognising impairment loss allowance based on 12-month ECL. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, the Group considers:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the Group uses the remaining contractual term of the financial instrument; and
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

As a practical expedient, the Group uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed. On that basis, the Group estimates the following provision matrix at the reporting date:

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss. This amount is grouped under the head 'other expenses'. The balance sheet presentation for various financial instruments is described below:

- Financial assets measured as at amortised cost, contractual revenue receivables and lease receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Group does not reduce impairment allowance from the gross carrying amount.
- Loan commitments and financial guarantee contracts: ECL is presented as a provision in the balance sheet, i.e. as a liability.
- Debt instruments measured at FVTOCI: Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. Rather, ECL amount is presented as 'accumulated impairment amount' in the OCI.

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

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

Part II - Financial Liabilities

a) Initial recognition and measurement

The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

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

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

b) Subsequent measurement

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

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

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

Loans and borrowings

This is the category most relevant to the Group. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are de-recognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss. This category generally applies to borrowings.

Preference shares, which are mandatorily redeemable on a specific date, are classified as liabilities under borrowings. The dividends on these preference shares, if any are recognised in the profit or loss as finance cost.

Financial guarantee contracts

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

c) De-recognition

A financial liability is de-recognised 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 recognised in the statement of profit or loss.

d) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

I. Derivative financial instruments and hedge accounting

Initial recognition and subsequent measurement:

The Group uses derivative financial instruments, such as forward currency contracts and interest rate swaps to hedge its foreign currency risks and interest rate risks, respectively.

Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

The purchase contracts that meet the definition of a derivative under Ind-AS 109 are recognised in the statement of profit and loss. Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss.

J. Inventories

Inventories are valued at lower of cost on First-In-First-Out (FIFO) or net realizable value after providing for obsolescence and other losses, where considered necessary. Cost of inventories comprises all costs of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost of purchased inventory is determined after deducting rebates and discounts. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

K. Revenue from contracts with customers

The Group derives revenues primarily from manufacturing and trading of Chemicals, Dyes and Dyes Intermediate and other allied products.

Ind AS 115 "Revenue from Contracts with Customers" provides a control- based revenue recognition model and provides a five step application approach to be followed for revenue recognition.

- Identify the contract(s) with a customer;
- Identify the performance obligations;
- Determine the transaction price;
- Allocate the transaction price to the performance obligations;
- Recognize revenue when or as an entity satisfies performance obligations

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer, at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. Revenue is recognized when no significant uncertainty exists as to its realization or collection.

The amount recognised as revenue in its Statement of Profit and Loss is exclusive of Goods and Service Tax and is net of discounts.

Contract balances

Trade receivables

A receivable represents the Group's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section (h) Financial Instruments.

Contract liabilities

A contract liability is the obligation to perform the services as agreed with the customer for which the Group has received consideration (or an amount of consideration is due) from the customer. A contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognized as revenue when the Group performs under the contract.

Export benefits are accounted for in the year of exports based on eligibility and when there is no uncertainty in receiving the same.

L. Other Income

Dividend income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably).

Interest income from financial assets is recognized when it is probable that economic benefits will flow to the Group and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial assets to that asset's net carrying amount on initial recognition.

M. Provisions and Contingent Liabilities

General

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Group expects some or all of a provision to be reimbursed, the expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. The Group does not recognize a contingent liability but discloses its existence in the financial statements. Payments in respect of such liabilities, if any are shown as advances.

N. Accounting for Taxation of Income

(i) Current taxes

Income tax expense is recognized in net profit in the statement of profit and 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 other comprehensive income or equity respectively. Current income tax is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. The Group offsets, on a year to year basis, the current tax assets and liabilities, where it has legally enforceable right to do so and where it intends to settle such assets and liabilities on a net basis.

(ii) Deferred taxes

Deferred tax is recognized on 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 and are accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognized for all taxable temporary differences, and deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such assets and liabilities are not recognized if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

O. Fair value measurement

The Group measures financial instruments, such as, derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to settle a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique

In estimating the fair value of an asset or liability, the Group takes into account the characteristics of the asset or liability if market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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

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

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Group's Management determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for distribution in discontinued operations.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

P. Foreign Currency-Transactions and Balances

The Group's functional currency is INR and accordingly, the financial statements are presented in INR.

Transactions in foreign currencies are initially recorded by the Group in their 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 at the reporting period. Gains and losses arising on account of differences in foreign exchange rates on settlement/ translation of monetary assets and liabilities are recognised in the Statement of Profit and Loss except exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. 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 determined. 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 recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

Q. Borrowing Costs

General and specific borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. All other borrowing costs are recognised in Statement of Profit and Loss in the period in which they are incurred.

R. Leases

As a lessor

Lease income from operating leases where the Group is a lessor is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

As a lessee

The Ministry of Corporate Affairs ("MCA") notified the new Ind AS 116 "Leases' with the date of initial application being April 1, 2019.

On April 1, 2019, the Group has adopted Ind AS 116, Leases, which, applied to all lease contracts outstanding as at April 1, 2019, using modified retrospective method by recording the cumulative effect of initial application as an adjustment to opening retained earnings.

The determination of whether an arrangement is a lease, or contains a lease, is based on the substance of the arrangement and requires an assessment of whether the fulfilment of the arrangement is dependent on the use of a specific asset or assets or whether the arrangement conveys a right to use the asset. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a time in exchange for a consideration. The Company, at the inception of a contract, assesses whether the contract is a lease or not lease. For arrangements entered into prior to April 01, 2019, the Group has determined whether the arrangement contains a lease on the basis of facts and circumstances existing on the date of transition.

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received. The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term.

S. Employee Benefits

a) Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employee's services up to the end of the reporting period and are measured at the undiscounted amounts of the benefits expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

b) Other Long-term employee benefit obligations

The liabilities for compensated absences (annual leave) which are not expected to be settled wholly within 12 months after the end of the period in which the employee render the related service are presented as non-current employee benefits obligations. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the Projected Unit Credit method. The benefits are discounted using the market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligations. Re-measurements as a result of experience adjustments and changes in actuarial assumptions (i.e. actuarial losses/ gains) are recognised in the Statement of Profit and Loss.

The obligations are presented as current in the balance sheet, if the Group does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

c) Post- employment obligations

The Group operates the following post-employment schemes:

(i) Defined benefit plans such as gratuity

(ii) Defined contribution plans such as provident fund.

Defined benefit plan - Gratuity Obligations

The Group provides for gratuity, a defined benefit plan (the "Gratuity Plan") covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment.

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is actuarially determined using the Projected Unit Credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have a terms approximating to the terms of the obligation

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

Remeasurements gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the other comprehensive income in the year in which they arise and are not subsequently reclassified to Statement of Profit and Loss.

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

Defined Contribution Plan

The Group pays provident fund contributions to publicly administered provident funds as per local regulatory authorities. The Group has no further obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due.

T. Earnings Per Share

Basic Earnings Per Share (EPS) amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- The after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- Weighted average number of equity shares that would have been outstanding assuming the conversion of all the dilutive potential equity.

U. Cash and Cash Equivalents

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

V. Insurance claims

Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that there is no uncertainty in receiving the claims.

W. Segment Reporting

The Group identifies operating segments based on the internal reporting provided to the chief operating decision-maker.

The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors that makes strategic decisions.

The accounting policies adopted for segment reporting are in line with the accounting policies of the Group. Segment revenue, segment expenses have been identified to segments on the basis of their relationship to the operating activities of the segment.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 3 : Property, Plant and Equipment

(INR in Lakhs)

Particulars	Freehold Land	Leasehold Land	Factory Building	Plant and Machinery	Furniture and Fixtures	Computers Equipments	Motor Vehicles	Office Equipments	Right-of-use asset	Total	Capital Work-in Progress
Gross Carrying Amount as at April 1, 2018	**130.21**	**431.16**	**3,464.90**	**15,497.42**	**173.38**	**32.29**	**367.04**	**11.74**	**-**	**20,108.14**	**341.51**
Additions / Transfer	11.36	308.00	6.92	1,188.10	36.54	2.48	36.78	0.76	-	1,590.95	1,888.28
Disposals	-	-	-	-	-	-	(9.00)	-	-	(9.00)	(1,182.70)
As at March 31, 2019	**141.57**	**739.16**	**3,471.82**	**16,685.52**	**209.92**	**34.77**	**394.82**	**12.50**	**-**	**21,690.09**	**1,047.08**
Additions / Transfer	-	-	3.63	47.69	18.96	2.71	73.91	0.33	138.85	286.07	4,162.67
Disposals	-	-	-	(17.90)	-	-	-	-	-	(17.90)	(16.81)
As at March 31, 2020	**141.57**	**739.16**	**3,475.45**	**16,715.31**	**228.88**	**37.48**	**468.74**	**12.83**	**138.85**	**21,958.26**	**5,192.95**
Accumulated depreciation as at April 1, 2018	**-**	**30.02**	**569.17**	**3,092.85**	**49.11**	**30.79**	**186.36**	**9.73**	**-**	**3,968.03**	**-**
Depreciation charge during the year	-	8.63	109.85	809.16	18.82	3.01	45.26	1.46	-	996.18	-
Accumulated depreciation on deletions	-	-	-	-	-	-	(9.00)	-	-	(9.00)	-
As at March 31, 2019	**-**	**38.65**	**679.02**	**3,902.01**	**67.93**	**33.80**	**222.62**	**11.19**	**-**	**4,955.21**	**-**
Depreciation charge during the year	-	9.17	110.10	883.37	19.63	2.67	47.72	1.36	71.44	1,145.46	-
Accumulated depreciation on deletions	-	-	-	(8.49)	-	-	-	-	-	(8.49)	-
As at March 31, 2020	**-**	**47.82**	**789.11**	**4,776.89**	**87.56**	**36.47**	**270.35**	**12.55**	**71.44**	**6,092.18**	**-**
Net carrying amount as at March 31, 2020	141.57	691.34	2,686.34	11,938.43	141.32	1.01	198.39	0.28	67.41	15,866.09	5,192.95
Net carrying amount as at March 31, 2019	141.57	700.51	2,792.80	12,783.51	141.99	0.98	172.20	1.31	-	16,734.88	1,047.08
Net carrying amount as at April 1, 2018	130.21	401.14	2,895.73	12,404.57	124.27	1.50	180.68	2.01	-	16,140.11	341.51

1 Asset under construction

Capital Work In Progress as at March 31, 2020 of the Group comprises of expenditure for capacity enhancement of Proposed Unit V situated at Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra and additional GSSP Plant at 3.5 K.M. Choudharywas to Gawar Road, Village – Gawar, Tehsil-Balsamand , Zilla Hisar, Haryana -125001.

2 Property, Plant and Equipments pledged/ mortgaged as security

All Property, Plant andEquipment are subject to a first charge/ collateral to secure the loans taken by the Company.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 4 : Intangible Assets under development

(INR in Lakhs)

Particulars	Goodwill	Intangible assets under development
Cost		
As at April 1, 2018	**486.82**	**0.82**
Additions	-	0.10
Disposals	-	-
As at March 31, 2019	**486.82**	**0.92**
Additions	-	0.10
Disposals	-	-
As at March 31, 2020	**486.82**	**1.02**
Accumulated amortisation and impairment		
As at April 1, 2018	**-**	**-**
Amortisation charge during the year	-	-
Disposals	-	-
As at March 31, 2019	-	-
Amortisation charge during the year	-	-
Disposals	-	-
As at March 31, 2020	-	-
Net carrying amount as at March 31, 2020	**486.82**	**1.02**
Net carrying amount as at March 31, 2019	**486.82**	**0.92**
Net carrying amount as at April 1, 2018	**486.82**	**0.82**

Note:
Intangible asset comprise of the Trade mark and Patent (logo of the company) under development.

Note 5 : Non-Current Financial Assets - Investments

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
a) Quoted		
Investment carried at Fair Value through Profit or Loss Account (FVTPL)		
Investment in Mutual Funds		
776.061 units of SBI - Magnum Equity ESG Fund (March 31, 2019: 776.061 units)	0.20	0.25
33,16,230.427 units of Nippon India Arbitrage Fund (March 31, 2019: Nil units)	353.87	-
2,38,596.169 units of Nippon India Large Cap Fund (March 31, 2019: Nil units)	57.66	-
5,91,705.835 units of Kotak Standard Multicap Fund (March 31, 2019: Nil units)	159.82	-
4,21,150.573 units of Kotak Equity Arbitrage Fund (March 31, 2019: Nil units)	45.03	-
83,54,336.445 units of Kotak Equity Arbitrage Fund - Direct Plan (March 31, 2019: Nil units)	933.35	-
20,107.111 units of HDFC Equity Fund (March 31, 2019: Nil units)	92.04	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Particulars	As at March 31, 2020	As at March 31, 2019
3,76,732.748 units of HDFC Arbitrage Fund (March 31, 2019: Nil units)	40.72	-
b) Unquoted		
Investment in Bonds		
9.00% Shriram Transport Finance Company Limited 2025, 20,000 units (March 31, 2019 : Nil units)	201.10	-
8.85% Shriram Transport Finance Company Limited 2023, 30,000 units (March 31, 2019 : Nil units)	301.57	-
8.49% National Thermal Power Corporation Limited 2025, 12,00,000 units (March 31, 2019 : Nil units)	157.83	-
8.55% L & T Infrastructure Finance Company Limited 2030, 136 units (March 31, 2019 : Nil units)	1,388.86	-
7.13% NHPC Limited 2026, 50 units (March 31, 2019 : Nil units)	101.05	-
7.13% NHPC Limited 2027, 50 units (March 31, 2019 : Nil units)	101.05	-
7.13% NHPC Limited 2028, 50 units (March 31, 2019 : Nil units)	101.06	-
7.13% NHPC Limited 2029, 50 units (March 31, 2019 : Nil units)	101.06	-
7.13% NHPC Limited 2030, 50 units (March 31, 2019 : Nil units)	101.05	-
8.85% HDFC Bank Limited Perpetual 2022, 50 units (March 31, 2019 : Nil units)	546.92	-
8.75% State Bank of India Perpetual 2024, 19 units (March 31, 2019 : Nil units)	203.24	-
9.14% Bank of Baroda Perpetual 2022, 1 unit (March 31, 2019 : Nil units)	10.05	-
7.48% National Highways Authority of India 2050, 90 units (March 31, 2019 : Nil units)	908.21	-
Investment in Equity Instruments		
Investment carried at Fair Value through Profit or Loss Account (FVTPL)		
50,000 Equity Shares of Abhyudaya Co-Operative Bank Limited of Rs.10 each fully paid up (March 31, 2019: 50,000 Equity Shares)	5.00	5.00
Total	**5,910.74**	**5.25**

Note: (i) The fair value of quoted mutual fund units are based on quoted net asset value at the reporting date.

(ii) The market price of a bond is determined using the current interest rate compared to the interest rate stated on the bond.

(iii) Investment at fair value through profit and loss reflect investment in quoted and unquoted equity securities,bonds and quoted mutual fund units.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 6 : Non-Current Financial Assets - Others

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Carried at amortised cost		
Security Deposits	121.01	398.98
Total	**121.01**	**398.98**

Deposits include Rs. 40.00 lakhs (March 31, 2019 : Rs. 85.00 lakhs) given to related parties towards office premises taken on rent.

Note 7 : Other Non-Current Assets

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Capital Advances	575.53	844.51
Balance with Statutory Authorities	75.84	73.96
Total	**651.37**	**918.47**

Note 8 : Inventories

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Raw Material	2,888.27	2,444.19
Work-in-Process	1,085.48	2,431.21
Finished Goods	1,959.32	1,091.49
Packing Material	58.02	42.77
Stores and Spares	204.50	204.96
Power and Fuel	11.79	15.73
Total	**6,207.38**	**6,230.35**
Included above, goods in transit :		
Raw Material	895.55	432.82
	895.55	**432.82**
Details of Work-in-Progress:		
Chemicals & Dyes Intermediates	599.21	1,579.00
Fertilizer & Allied Products	472.66	841.52
Cattle Feeds	13.60	10.69
TOTAL	**1,085.48**	**2,431.21**
Details of Finished Goods:		
Chemicals & Dyes Intermediates	1,542.41	608.07
Fertilizer & Allied Products	322.75	478.72
Cattle Feeds	94.17	4.70
TOTAL	**1,959.32**	**1091.49**

Inventories are valued at lower of cost or net realisable value on FIFO basis which is in accordance with Ind AS-2

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 9 : Current Financial Assets - Trade Receivables

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Trade Receivables considered good - Secured	-	-
Trade Receivables considered good - Unsecured	7,670.01	9,829.62
Trade Receivables which have significant increase in Credit Risk	38.88	131.37
Less: Allowance for credit losses	(38.88)	(131.37)
Trade Receivables - credit impaired	-	-
Total	**7,670.01**	**9,829.62**

Trade Receivables are non interest bearing and terms are generally from 60 to 90 days.

Trade receivables includes dues which are outstanding for a period exceeding six months, mainly related to dues from Huntsman International (India) Private Limited of Rs. Nil lakhs (March 31, 2019 : Rs. 575.00 lakhs).

Note 10 : Current Financial Assets - Cash and Cash Equivalents

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Bank Balances		
- In current accounts	58.39	18.94
Cash-in-hand	31.50	32.27
Total	**89.89**	**51.21**

Short-term deposits are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Company, and earn interest at the applicable short-term deposit bank rates.

Note 11 : Current Financial Assets - Other Bank Balances

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Fixed Deposits with maturity period of more than 3 months but less than 12 months		
- in Fixed Deposits /Liquid Funds	-	3,893.82
- in Fixed Deposits (under lien against bank guarantee and LCs)	19.12	32.86
Earmarked balances in unclaimed dividend account	4.87	3.45
Total	**23.99**	**3,930.13**

Note 12 : Current Financial Assets - Loans

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Advances to Employees	40.71	27.55
Advances to Sundry Creditors	-	-
Total	**40.71**	**27.55**
Sub-classification of Loans		
Loan Receivables considered good - Secured		
Loan Receivables considered good - Unsecured	40.71	27.55
Loan Receivables which have significant increase in Credit Risk	-	-
Loan Receivables - Credit Impaired	-	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 13 : Current Financial Assets - Others

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Other Receivables	223.69	143.67
Total	**223.69**	**143.67**

Note 14 : Other Current Assets

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Advances other than capital advances:		
Advance payment to vendors	482.09	449.48
MAT Credit Entitlement	-	-
Deposit	28.45	20.07
Excise Duty Receivable	-	0.70
Balance with Custom, Excise and GST authorities	720.58	547.80
Prepaid Expenses	23.35	8.73
Total	**1,254.47**	**1,026.78**

Note 15 : Equity Share Capital

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Authorised Capital		
3,20,00,000 (March 31, 2019: 3,20,00,000) Equity shares of Rs. 10 each	3,200.00	3,200.00
	3,200.00	**3,200.00**
Issued, Subscribed and Paid up Capital		
3,08,36,407 (March 31, 2019: 3,07,24,310) Equity shares of Rs. 10/- each fully paid up	3,083.64	3,072.43
Total	**3,083.64**	**3,072.43**

(a) Terms / rights attached to:

Equity Shares

The Company has one class of equity shares having a par value of Rs. 10 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation, the equity share holders are eligible to receive the remaining assets of the company after distribution of all preferential amounts in proportion to their share holding.

(b) Reconciliation of number of shares outstanding at the beginning and at the end of the reporting year:

Equity Shares:

Particulars	As at March 31, 2020		As at March 31, 2019	
	Number of shares (in Lakhs)	Amount (INR in Lakhs)	Number of shares (in Lakhs)	Amount (INR in Lakhs)
Balance as at the Beginning of the year	307.24	3,072.43	302.19	3,021.94
Add: Shares allotted to Promoter & Promoter Group on Preferential basis	1.12	11.21	5.05	50.49
Balance as at the end of the year	**308.36**	**3,083.64**	**307.24**	**3,072.43**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(c) Details of shares held by shareholders holding more than 5% of the aggregate shares:

Equity Shares

Shares held by	As at March 31, 2020		As at March 31, 2019	
	Number of Shares (in Lakhs)	%	Number of Shares (in Lakhs)	%
Punit Makharia	95.72	31.04%	125.72	40.92%
Gautam Makharia	88.10	28.57%	57.81	18.81%
Reliance Capital Trustee Co. Ltd.	16.16	5.24%	16.16	5.26%

As per the records of the Company, including its register of the members and other declarations received from the shareholder regarding beneficial interest, the above shareholding represent both legal and beneficial ownerships of shares.

Note 16 : Other Equity

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Capital Reserve	29.77	29.23
Securities Premium	6,886.51	6,664.00
Retained Earnings	20,373.14	17,796.80
Debenture Redemption Reserve	246.00	-
Share Application Money Pending Allotment	-	879.27
Total	**27,535.42**	**25,369.30**

(i) Capital Reserve

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Balance as at the beginning of the year	29.23	29.23
Add : Additions during the year	0.54	-
Balance as at the end of the year	**29.77**	**29.23**

Amount standing in the Capital Reserve account pertains to the money received by the Company against share warrants amounting to Rs. 29.77 lakhs that was transferred to Capital Reserve during the financial year 2012-13 and 2019-20 due to non-allotment of equity shares.

(ii) Securities Premium:

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Balance as at the beginning of the year	6,664.00	5,646.33
Add : Additions during the year	222.51	1,017.67
Balance as at the end of the year	**6,886.51**	**6,664.00**

The amount standing in the Securities Premium account pertains to the premium received on issue of shares during the previous years. During the current financial year an amount of Rs. 222.51 lakhs credited to securities premium account against issuance of 1,12,097 shares at a premium of Rs. 198.50 each.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

(iii) Retained Earnings:

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Balance as at the beginning of the year	17,796.81	13,710.91
Add: Profit for the year	3,571.12	4,084.58
Less: Debenture Redemption Reserve	(246.00)	-
Add: Items of Other Comprehensive Income recognised directly in Retained Earnings	(7.32)	1.31
Re-measurement gains/ (losses) on defined benefit obligations (net of tax)	-	-
Less : Dividend Paid	(615.05)	-
Less : Dividend Distribution Tax	(126.42)	-
Balance as at the end of the year	**20,373.14**	**17,796.80**

(iv) Share Application money pending allotment:

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Balance as at the beginning of the year	879.27	1,302.43
Add : Consideration for Issue of Convertible warrants on Preferential Basis to Promoter & Promoter Group	-	645.00
Less : Allotment of Share / Refund of application money in current year	(878.73)	(1,068.16)
Less : Shares forfeited	(0.54)	-
Balance as at the end of the year	**-**	**879.27**

(v) Debenture Redemption Reserve:

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Balance as at the beginning of the year	-	-
Add: Reserve created on account of issue of debentures during the year	246.00	-
Balance as at the end of the year	246.00	-

During the current year ,the subsidiary company has set - aside amount towards Debenture Redemption Reserve amounting to Rs. 246 Lakhs towards ascertained liability as per the provisions of Companies Act 2013. The balance in this reserve will be utilized for repayment of debenture in the subsequent financial year.

Note 17 : Non-Current Financial Liabilities - Borrowings

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Secured Term Loans		
Rupee Term Loans from Banks (Also Refer Note 24)	559.30	705.22
Rupee Term Loans from Others (Also Refer Note 24)	27.64	30.32
Less: Current Maturities of Long term debt	(202.32)	-
Total	**384.62**	**735.54**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Notes:

(a) Nature of security and terms of repayment for Secured Borrowings :

Nature of Security	Terms of Repayment
Rupee Term Loan from HDFC Bank Limited amounting to Rs Nil (March 31, 2019 : Rs.1.29 lakhs) secured by the vehicles purchased from the loan proceedings.	Repayable in 35 monthly instalments, Effective Rate of interest 10.24% p.a.
Rupee Term Loan from Axis Bank Ltd amounting to Rs. Nil (March 31, 2019 : Rs. 6.09 lakhs) secured by the Equipment purchased from the loan proceedings.	Repayable in 36 monthly instalments, Effective Rate of interest 8.82% p.a.
Rupee Term Loan from Kotak Mahindra Prime Limited amounting to Rs. Nil (March 31, 2019 : Rs. 8.44 lakhs) secured by the vehicles purchased from the loan proceedings.	Repayable in 36 monthly instalments, Effective Rate of interest 9.46% p.a.
Rupee Term Loan from Tata Motor Finance Ltd amounting to Rs. Nil (March 31, 2019 : Rs. 3.88 lakhs) secured by the vehicles purchased from the loan proceedings.	Repayable in 35 monthly instalments, Effective Rate of interest 10.52% p.a.
Rupee Term Loan from Tata Motor Finance Ltd amounting to Rs. 7.95 lakhs (March 31, 2019 : Rs. 14.63 lakhs) secured by the vehicles purchased from the loan proceedings.	Repayable in 46 monthly instalments, Effective Rate of interest 9.09% p.a.
Rupee Term Loan from Tata Motor Finance Ltd amounting to Rs. 8.71 lakhs (March 31, 2019 : Rs. 16.73 lakhs) secured by the vehicles purchased from the loan proceedings.	Repayable in 36 monthly instalments, Effective Rate of interest 7.95% p.a.
Rupee Term Loan from Kotak Mahindra Prime Limited amounting to Rs. 7.59 lakhs (March 31, 2019 : Rs. 12.69 lakhs) secured by the vehicles purchased from the loan proceedings.	Repayable in 36 monthly instalments, Effective Rate of interest 9.00% p.a.
Rupee Term Loan from Kotak Mahindra Prime Limited amounting to Rs. 5.84 lakhs (March 31, 2019 : Rs. 7.23 lakhs) secured by the vehicles purchased from the loan proceedings.	Repayable in 60 monthly instalments, Effective Rate of interest 8.61% p.a.
Rupee Term Loan from Daimler Financial Services India Private Limited amounting to Rs. 37.36 lakhs (March 31, 2019 : Rs. Nil) secured by the vehicles purchased from the loan proceedings.	Repayable in 36 monthly instalments, Effective Rate of interest 8.50% p.a.
Rupee Term Loan from Axis Bank Ltd. amounting to Rs. 553.98 Lakhs (March 31, 2019 : Rs. 705.22 lakhs) secured by the Hypothecation of assets created by said term Loan.	Repayable in 12 quarterly instalments, after moratarium period of 18 months, Effective Rate of interest 7.91% p.a.
Vehicle Loan from Axis Bank Ltd. amounting to Rs.5.31 Lakhs (March 31, 2019 : Nil)] secured by the Hypothecation of assets created by said Loan.	Repayable in 36 monthly installment starting from 1st June, 2019 and last installment due in May, 2022. Rate of interest 9.65% p.a. as at year end.

Note 18 : Non-Current Financial Liabilities - Others

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Lease Liabilities	0.98	-
Total	**0.98**	**-**

Note 19 : Non-Current Provisions

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Provision for Employee Benefits:		
Provision for Gratuity (Refer Note 45)	66.14	52.55
Total	**66.14**	**52.55**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 20 : Deferred Tax Liabilities (Net)

The major components of deferred tax Liabilities/ (Assets) as recognized in the financial statements are as follows:

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Deferred Tax Liabilities/ (Assets) arising on account of timing differences in:		
Property, Plant and Equipment including Intangible Assets - Depreciation	1,931.61	2,103.85
Unabsorbed Depreciation Loss	-	58.63
Gratuity	(21.93)	(19.47)
Allowances for credit losses	(11.32)	(45.91)
Loans	-	-
MAT Credit	(106.28)	
Lease Liability	(23.03)	(132.46)
Deferred Tax Liabilities (net)	**1,769.05**	**1,964.64**

Movement in Deferred Tax Liabilities/ (Assets) **(INR in Lakhs)**

Particular	Lease liability	ECL	Depreciation	MAT Credit	Unabsorbed Depreciation Loss	Gratuity	TOTAL
As at April 1, 2018	**-**	**(20.24)**	**1,438.16**	**(26.41)**	**(17.15)**	**(3.39)**	**1,370.97**
Charged/ (Credited):							
To Profit or Loss	-	(25.67)	665.69	(106.05)	75.78	(16.79)	592.96
To Other Comprehensive Income	-	-	-	-	-	0.71	0.71
As at March 31, 2019	**-**	**(45.91)**	**2,103.85**	**(132.46)**	**58.63**	**(19.47)**	**1,964.64**
Charged/ (Credited):							
To Profit or Loss	(23.03)	34.59	(172.24)	26.18	(58.63)	0.52	(192.61)
To Other Comprehensive Income	-	-	-	-	-	(2.98)	(2.98)
As at March 31, 2020	**(23.03)**	**(11.32)**	**1,931.61**	**(106.28)**	**-**	**(21.93)**	**1,769.05**

Note 21 : Other Non-Current Liabilities

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Security Deposit From Customers	66.74	46.00
Total	**66.74**	**46.00**

Note 22 : Current Financial Liabilities - Borrowings

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Secured Loans (Repayable on demand)		
Working Capital Loans from Banks (Refer Notes below)		
Loans From Banks	1,780.77	1,650.05
Acceptances from Banks	2,077.66	1,572.85

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Particulars	As at March 31, 2020	As at March 31, 2019
Unsecured Loans (Repayable on demand)		
Loan from Directors (Interest Free)	365.32	-
Loan from Others and Inter Corporate Deposits (Interest Free)	287.00	708.55
Total	**4,510.75**	**3,931.45**

Notes:

1) Working capital loans from State Bank of India Rs. 808.70 lakhs (March 31, 2019: Rs. 250.04 lakhs) carries interest rate @ 8.65% (March 31, 2019: 9.20% p.a.) and are secured as under:

   a) Primary Security:

      i) Hypothecation of the entire current assets of the company on pari-passu basis with IDBI Bank and Axis Bank.

   b) Collateral Security:

      i) Equitable mortgage by way of pari-passu (with IDBI Bank & Axis Bank) on Land & Building located at B-102, MIDC, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

      ii) Equitable mortgage by way of pari-passu (with IDBI Bank & Axis Bank) on Land & Building located at B-103, MIDC, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

      iii) Equitable mortgage by way of pari-passu (with IDBI Bank & Axis Bank) on Land & Building located at D-25, MIDC, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

      iv) Equitable mortgage by way of pari-passu (with IDBI Bank & Axis Bank) on Land & Building located at B-97, MIDC, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

      v) Equitable mortgage by way of pari-passu (with IDBI Bank & Axis Bank) on Land & Building located at D-18, MIDC, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

      vi) Hypothecation charges on pari-passu basis over Plant & Machinery, Office Equipment's, Furniture & Fixtures & all other fixed assets located at B-102/103, D-25, B-97 & D-18, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

   c) Personal Guarantee of Mr. Punit Makharia and Gautam Makharia, Chairman and Joint Managing Director of the company.

2) Working capital loans from IDBI Bank Limited Rs. 21.75 lakhs (March 31, 2019: Rs. (7.12) lakhs) carries interest rate @ 8.90% p.a. (March 31, 2019: 8.95% p.a.) and are secured as under:

   a) Primary Security:

      i) Hypothecation of the entire current assets of the company on pari-passu basis with State Bank Of India and Axis Bank .

   b) Collateral Security:

      i) Equitable mortgage by way of pari-passu (with State Bank Of India & Axis Bank) on Land & Building located at B-102, MIDC, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

      ii) Equitable mortgage by way of pari-passu (with State Bank Of India & Axis Bank) on Land & Building located at B-103, MIDC, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

      iii) Equitable mortgage by way of pari-passu (with State Bank Of India & Axis Bank) on Land & Building located at D-25, MIDC, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

      iv) Equitable mortgage by way of pari-passu (with State Bank Of India & Axis Bank) on Land & Building located at B-97, MIDC, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

      v) Equitable mortgage by way of pari-passu (with State Bank Of India & Axis Bank) on Land & Building located at D-18, MIDC, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

vi) Hypothecation charges on pari-passu basis over Plant & Machinery, Office Equipment's, Furniture & Fixtures & all other fixed assets located at B-102/103, D-25, B-97 & D-18, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

c) Personal Guarantee of Mr. Punit Makharia and Gautam Makharia, Chairman and Joint Managing Director of the company.

3) Working capital loans from Axis Bank Ltd. Rs. 0.73 lakhs (March 31, 2019: Rs. 0.40 lakhs) carries interest rate @ 8.85% p.a. (March 31, 2019: 8.85% p.a.) and are secured as under:

a) Primary Security:

i) First Pari-passu charge on the entire current assets of the company.

ii) First Pari-passu charge on Land & Building located at B-97, MIDC, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

iii) Second Pari-passu charge on Land & Building located at B-102/103, D-25, D-18, MIDC, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

iv) Second Pari-passu charge on Plant & Machinery located at B-102/103, D-25, D-18, MIDC, Lote Parshuram, Taluka Khed, District Ratnagiri, Maharashtra, standing in the name of company.

b) Personal Guarantee of Mr. Punit Makharia and Gautam Makharia, Chairman and Joint Managing Director of the company.

4) Working capital loans from Axis Bank Ltd. Rs. 949.60 Lakh (March 31, 2019: Rs. 1406.73 Lakh) carries interest rate @ 8.20% p.a. (Previous Year 8.65 % p.a.) and are secured as under:

a) Primary Security:

i) Second Charges on plant and machinery and other movable Fixed Assets acquired out of Term Loan.

ii) Second Charges by way of equitable Mortgage of plot admeasuring 8425 acres at gavad Road, Village Gavad, Dist Hissar, Haryana

iii) Personal Guarantee of Mr. Punit Makharia and Gautam Makharia, Chairman and Joint Managing Director of the company.

iv) Corporate Guarantee of Shree Pushkar Chemicals and fertilisers Ltd.

5) Details of the aggregate of each loan guaranteed by directors or others, each head-wise.

All the loans repayable on demand from banks amounting to Rs. 1780.77 lakhs (March 31, 2019: Rs. 1650.05 lakhs) guaranteed by Mr. Punit Makharia and Gautam Makharia, Chairman and Joint Managing Director of the company.

6) Details of continuing default in the repayment of loans and interest, specifying the period and amount separately in each case.

There has been no default in the repayment of loans or interest thereon as on date.

Note 23 : Current Financial Liabilities - Trade Payables

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Trade Payable		
Total Outstanding Dues of Micro Enterprises and Small Enterprises	45.64	80.90
Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises	5,404.49	4,407.71
Total	**5,450.12**	**4,488.61**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note: Disclosure for micro and small enterprises:

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
(a) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- Principal	42.25	80.90
- Interest due thereon	0.23	0.45
(b) Amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year		
- Principal	364.54	978.99
- Interest	-	-
(c) 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 Micro, Small and Medium Enterprises Development Act, 2006	10.65	9.37
(d) The amount of interest accrued and remaining unpaid at the end of each accounting year	27.68	16.31
(e) 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 section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-

Note: The above information regarding micro and small enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company.

Note 24 : Current Financial Liabilities - Others

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Current Maturities of Long-Term Debt:		
Rupee Term Loans from Banks (Refer Note 17 above)	202.32	7.38
Rupee Term Loans from Others (Refer Note 17 above)	39.53	33.51
Interest accrued but not due on borrowings	0.43	0.50
Lease Liabilities	74.78	-
Unpaid Dividend*	4.87	3.45
Total	**321.93**	**44.84**

* There is no amount due & outstanding to be credited to Investor Education and Protection Fund as at March 31, 2020.

Note 25 : Other Current Liabilities

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Statutory Dues Payable (Including Provident Fund, Tax Deducted at Source and other Indirect taxes)	56.87	86.13
Advance from Customers	228.93	370.02
Deposit From Customers	23.25	-
Employee related Liabilities	100.59	77.99
Total	**409.64**	**534.14**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 26 : Current Provisions

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Provision for Employee benefits:		
Provision for Gratuity (Refer Note 45)	12.17	5.07
Total	**12.17**	**5.07**

Note 27 : Current Tax Liabilities (Net)

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Provision for Income Tax (net of advance tax and TDS Rs.618.56 lakhs)*	128.93	587.15
Total	**128.93**	**587.15**

*During the year, the company made provision for taxation under the Book Profit based on the working specified u/s 115JB of the Income Tax Act,1961.

The gross movement in the current income tax liability/ (asset) for the year ended March 31, 2020 and March 31, 2019 is as follows:

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Net current income tax liability/ (asset) at the beginning	587.15	998.12
Add : Current income tax expense	620.65	1,361.05
Less : Adjustments for current tax of prior periods	-	(455.09)
Less: Income tax paid (net of refund, if any)	(1,336.73)	(1,316.93)
Net current income tax liability/ (asset) at the end	**128.93**	**587.15**

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2020 and March 2019:

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Accounting profit before tax from continuing operations	3,999.14	5,583.50
Accounting profit before income tax	**3,999.14**	**5,583.50**
Tax at India's statutory income tax rate of 29.12% (March 31, 2019: 34.944%)	1,156.95	1,877.14
Adjustments of tax effect of allowable and non-allowable income and expenses:		
Difference in Depreciation and Amortisation	(79.33)	(241.05)
Deduction u/s 32AC (1A)	-	-
Gratuity	3.82	4.26
Corporate Social Responsibility Expenditure	29.94	17.72
Other Items	(64.70)	8.76
Deductions under chapter VI-A	(396.91)	(305.77)
Adjustment in OCI and Ind AS transitional amount	(2.95)	
Current tax expense reported in Statement of profit and loss	**646.82**	**1,361.06**
Deferred tax expense reported in Statement of profit and loss	(218.79)	592.96
Tax adjustment for Earlier years	-	(455.09)
Income Tax Expense	**428.03**	**1,498.92**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 28 : Revenue from Operations

(INR in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Sale of Products:		
Finished Goods	34,230.39	44,579.19
	34,230.39	**44,579.19**
Other Operating Revenue:		
Export Incentives	403.04	612.61
Total	**34,633.43**	**45,191.80**
Products-wise Sales		
Chemicals, Dyes and Dyes Intermediates	21,753.65	39,196.65
Fertilizer and Allied Products	11,400.45	4,783.35
Cattle Feeds	1,076.29	599.19
Total	**34,230.39**	**44,579.19**

Note:- The amount of revenues are exclusive of goods and service tax.

Note 29 : Other Income

(INR in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Interest Income on		
- Fixed Deposits with Banks	178.66	215.97
- Others	24.79	25.15
Dividend income	81.18	-
Profit/ (Loss) from sale of investment	47.00	-
Profit/ (Loss) from investment through portfolio services	-	(2.72)
Fair value adjustment on financial instrument carried at fair value through profit and loss	(0.06)	0.03
Miscellaneous Income	0.39	3.62
Total	**331.97**	**242.05**

Note 30 : Cost of Materials Consumed

(INR in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Raw Materials Consumed:		
Inventories at the beginning of the year	2,444.19	3,204.34
Add: Purchases during the year	21,404.92	28,243.57
	23,849.11	**31,447.91**
Less: Inventories at the end of the year	2,888.27	2,444.19
	20,960.84	**29,003.72**
Details of Raw Materials Consumed:		
Rock Phosphate	3,737.48	3,143.02
Sulphur	1,376.01	1,497.31
Caustic Soda	1,888.11	2,238.27
Soda Ash	535.79	574.32
Others	13,423.46	21,550.80
	20,960.84	**29,003.72**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 31 : Change in Inventories of Finished Goods and Work-in-Progress

(INR in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Changes in Inventories of Finished Goods and Work-in-Progress:		
Inventories at the end of the year		
Work in Process	1,085.48	2,431.21
Finished Goods	1,959.32	1,091.49
	3,044.80	**3,522.70**
Inventories at the beginning of the year		
Work in Process	2,431.21	2,683.66
Finished Goods	1,091.49	2,099.29
	3,522.70	**4,782.95**
Total	**477.90**	**1,260.25**

Note 32 : Employee Benefit Expenses

(INR in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Salaries, Wages and Bonus	2,426.11	2,954.24
Contributions to Provident and Other Funds (Refer Note 45)	29.03	20.48
Gratuity Expenses (Refer Note 45)	13.10	13.28
Staff Welfare Expenses	26.28	24.71
Total	**2,494.52**	**3,012.71**

Note 33 : Depreciation and Amortisation Expenses

(INR in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Depreciation on tangible assets (Refer Note 3)	1,074.03	996.17
Depreciation on Right-of-use asset (Refer Note 3)	71.44	-
Total	**1,145.47**	**996.17**

Note 34 : Finance Costs

(INR in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Interest Expense		
- On Bank Loans	114.47	198.48
- On Others	41.43	105.96
Bank Charges and Commission	55.21	66.94
Other Borrowing Costs	1.81	-
Total	**212.93**	**371.38**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 35 : Other Expenses

(INR in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Manufacturing Expenses		
Consumption of Stores and Spares	495.26	508.73
Packing Material	304.74	341.51
Power and Fuel	1,991.39	1,956.30
Water Charges	38.57	32.30
Repairs and Maintenance	320.65	281.70
Insurance Premium	60.56	25.01
Other Administrative & Selling Expenses		
Selling and Distribution Expenses	1,554.25	1,273.61
Travelling and Conveyance Expenses	106.05	98.97
Communication Expenses	17.33	17.80
Legal and Professional Expenses	102.91	115.06
Rent, Rates and Taxes	287.68	122.32
Printing and Stationery	6.14	8.63
Bad debts written off	-	221.94
Electricity Expenses	9.93	8.95
Payments to Auditors:	-	
- Audit Fees	6.70	4.00
- Tax Audit Fees	-	1.15
Miscellaneous Expenses	356.73	148.21
Donations	5.37	12.59
Corporate Social Responsibility Expenditure (Refer Note 47)	102.83	50.70
Allowance for credit losses	(92.49)	(23.36)
Total	**5,674.60**	**5,206.12**

Note 36 : Earnings Per Share

(INR in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
(a) Net Profit after tax attributable to Equity Shareholders for Basic EPS	3,571.11	4,084.58
Add/Less: Adjustment relating to potential equity shares	-	-
Net profit after tax attributable to equity shareholders for Diluted EPS	3,571.11	4,084.58
(b) Weighted average number of Equity Shares (In Lakhs) outstanding during the year		
For Basic EPS	307.90	306.70
For Diluted EPS	307.71	308.37

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
(c) Face Value per Equity Share (INR)	10.00	10.00
Basic EPS (INR)	11.60	13.32
Diluted EPS (INR)	11.61	13.25
(d) Reconciliation between no. of shares (in lakhs) used for calculating basic and diluted EPS		
Weighted average no. of shares used for calculating Basic EPS	307.90	306.70
Add: Potential equity shares	0.19	1.67
Weighted average no. of shares used for calculating Diluted EPS	307.71	308.37

Note 37 : Financial Assets at Amortised Cost Method

The carrying value of the following financial assets recognised at amortised cost:

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Non-Current Financial Assets		
Others	121.01	398.98
Current Financial Assets		
Trade Receivables	7,670.01	9,829.62
Cash and Cash Equivalents	89.89	51.21
Other bank balances	23.99	3,930.13
Loans	40.71	27.55
Others	223.69	143.67
Total	**8,169.30**	**14,381.16**

Note: The fair value of the above financial assets are approximately equivalent to carrying values as recognised above.

Note 38 : Financial Liabilities at Amortised Cost Method

The carrying value of the following financial liabilities recognised at amortised cost:

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Non-Current Financial Liabilities		
Borrowings	384.62	735.54
Other Financial Liabilities	0.98	-
Current Financial Liabilities		
Borrowings	4,550.28	3,972.34
Trade Payables	5,450.12	4,488.61
Other Financial Liabilities	282.40	3.95
Total	**10,668.40**	**9,200.44**

Note: The fair value of the above financial liabilities are approximately equivalent to carrying values as recognised above.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 39 : Financial Assets at Fair Value Through Profit or Loss

The carrying value of the following financial assets recognised at fair value through profit or loss:

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Current Financial Assets		
Investments	5,910.74	5.25
Total	**5,910.74**	**5.25**

Note: The above investments are quoted instruments in active markets and the same is recognised at fair value. Fair value measurement is done considering the Level -1 of Fair Value Hierarchy as per the Ind-AS 113.

Note 40 : Financial Risk Management Objectives and Policies

The Group's principal financial liabilities comprise of loans and borrowings, trade and other payables.The main purpose of these financial liabilities is to finance the Group's operations directly or indirectly. The Group's principal financial assets include investments, loans, trade and other receivables, cash and cash equivalents that derive directly from its operations.

The Group is exposed to market risk, credit risk and liquidity risk. The below note explains the sources of risk which the entity is exposed to and how the entity manages the risk :

Risk	Exposure arising from	Measurement	Management
Credit Risk	Cash and cash equivalents, trade receivables, financial instruments, Fixed Deposit with Banks, financial assets measured at amortised cost.	Aging analysis and Credit ratings	Diversification of Existing credit limits Unutilised from Consortium Bankers.
Liquidity Risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities
Market Risk - foreign exchange	Future commercial transactions. Recognised financial liabilities not denominated in Indian Rupee (INR)	Cash flow forecasting and Sensitivity analysis	Forward foreign exchange contracts.
Market Risk - interest rate	Long-Term borrowings at variable rates	Sensitivity analysis	Interest rate swaps

Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including Fixed deposits with banks and financial institutions and other financial instruments.

Trade receivables

Customer credit risk is managed by the Group's established policy, procedures and control relating to customer credit risk management. The Group is in the business of manufacturing and trading of Chemical, Fertilisers and Dyes intermediate. Credit quality of a customer is assessed by the management on regular basis with market information and individual credit limits are defined accordingly. Outstanding customer receivables are regularly monitored and any further services to major customers are approved by the senior management.

An impairment analysis is performed at each reporting date on an individual basis for major customers. 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 9.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

On account of adoption of Ind-AS 109, the Group uses expected credit loss model to assess the impairment loss or gain. The Group uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available external and internal credit risk factors and the Group's historical experience for customers.

Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Group's finance department in accordance with the Group's policy. Investments of surplus funds are made generally in the fixed deposits and for funding to subsidiary company. The investment limits are set to minimise the concentration of risks and therefore mitigate financial loss to make payments for vendors.

The Group's maximum exposure to credit risk for the components of the balance sheet at March 31, 2020 and March 31, 2019 is the carrying amounts as illustrated in Note 9.

Liquidity Risk

The Group monitors its risk of a shortage of funds using a liquidity planning tool.

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank loans and unsecured loans. The Group has access to a sufficient variety of sources of funding which can be rolled over with existing lenders. The Group believes that the working capital is sufficient to meet its current requirements.

The table below provides details regarding the maturities of significant financial liabilities as of March 31, 2020 & March 31, 2019:

(INR in Lakhs)

Particulars	Less than 3 Months	3 to 12 months	1 to 5 years	> 5 years	Total
Year ended March 31, 2020					
Secured Loans	-	3,858.43	626.47	-	4,484.90
Unsecured Loans	652.32	-	-	-	652.32
Trade Payables	5,450.12	-	-	-	5,450.12
Others	5.30	-	-	-	5.30

Year ended March 31, 2019					
Secured Loans	8.54	3,431.39	559.40	-	3,999.33
Unsecured Loans	-	708.55	-	-	708.55
Trade Payables	4,488.61	-	-	-	4,488.61
Others	3.95	-	-	-	3.95

Market Risk

Market risk comprises two types of risk: interest rate risk and currency risk. Financial instruments affected by market risk include loans and borrowings and deposits

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long-term debt obligations with floating interest rates.

The Group manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings. The Group's policy is to keep balance between its borrowings at fixed rates of interest.The difference between fixed and variable rate interest amounts calculated by reference to an agreed-upon notional principal amount.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

The exposure of the Company to interest rate changes at the end of the reporting period are as under:

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Variable Rate Borrowing	1,780.77	1,650.05
Fixed Rate Borrowing	626.47	776.43
Total	**2,407.24**	**2,426.48**

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected, after the impact of hedge accounting. With all other variables held constant, the Group's profit before tax is affected through the impact on floating rate borrowings, as follows:

(INR in Lakhs)

Particulars	Increase/ Decrease in basis points	Effect on Profit before Tax
March 31, 2020	+ 1%	(17.81)
	- 1%	17.81
March 31, 2019	+ 1%	(16.50)
	- 1%	16.50

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to its operating activities. The Group manages its foreign currency risk by hedging the payables when considered necessary. When a derivative is entered into for the purpose of being a hedge, the Group negotiates the terms of those derivatives to match the terms of the hedged exposure. The Group hedges its exposure to fluctuations on the translation into INR of its foreign payables in foreign currencies and by using foreign currency option or forward contracts.

Foreign Currency Sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in foreign exchange rate, with all other variables held constant. The impact on the Group's profit before tax is due to changes in the fair value of monetary assets and liabilities.

(INR in Lakhs)

Particulars	Change in USD Rate	Effect on Profit before Tax
March 31, 2020	+ 5%	(95.90)
	- 5%	95.90
March 31, 2019	+ 5%	(33.95)
	- 5%	33.95

Equity price risk

The Company's unlisted equity securities are of subsidiary and deemed cost of the same are taken as previous GAAP carrying value (i.e. cost of acquisition). The value of the financial instruments is not material and accordingly any change in the value of these investments will not affect materially the profit or loss of the Group.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 41 : Capital Management

For the purpose of the Group's capital management, capital includes issued equity share capital, securities premium and all other reserves attributable to the equity holders of the Holding Company. The primary objective of the Group's capital management is to maximise the value of the share and to reduce the cost of capital.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group can adjust the dividend payment to shareholders, issue new shares, etc. The Group monitors capital using a gearing ratio, which is net debt divided by total equity. The Group includes within net debt, interest bearing loans and borrowings, less cash and cash equivalents.

(INR in Lakhs)

Particulars		As at March 31, 2020	As at March 31, 2019
A) Net Debt			
Borrowings (Current and Non-Current)		5,137.65	4,708.38
Cash and Cash Equivalents		(89.89)	(51.21)
	Net Debt (A)	**5,047.76**	**4,657.17**
B) Equity			
Equity share capital		3,083.64	3,072.43
Other Equity		27,535.42	25,369.30
	Total Equity (B)	**30,619.06**	**28,441.73**
Gearing Ratio (Net Debt / Capital) i.e. (A / B)		16.49%	16.37%

Note 42 : Contingent Liabilities (to the extent not provided for):

(a)

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
Claims against the company not acknowledged as debts*		
Disputed Liabilities in respect of Value Added Tax and Central Sales Tax	137.14	202.26
Disputed Liabilities in respect of Income Tax	793.70	1,038.51
Total	**930.84**	**1,240.77**

Cases pending before appellate authorities in respect of which the Company has filed appeals.

* On the basis of current status of individual case for respective years and as per legal advice obtained by the Group, wherever applicable, the Group is confident of winning the above cases and is of the view that no provision is required in respect of above cases.

(b) Bank guarantee given by the banks on behalf of the Company amounting to Rs. 424.14 lakhs (March 31, 2019: Rs. 305.83 lakhs) to suppliers of goods and services, the Electricity Board and Customs Authority.

(c) Bank guarantee given by the banks on behalf of the subsidiary company amounting to Rs.100 Lakhs (March 31, 2019: Rs. 200 Lakhs) to suppliers of goods.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 43 : Capital and Other Commitments

Capital Commitments

(INR in Lakhs)

Particulars	As at March 31, 2020	As at March 31, 2019
(a) Capital Commitments:		
Capital Commitment for Acquisition of Property, Plant & Equipment	461.32	365.00
(b) Other Commitments:		
Corporate Guarantees given by the Company (Refer note below)	3,631.70	3,808.64
Total	**4,093.02**	**4,173.64**

Note:

1. The Holding Company has issued Corporate Guarantees aggregating to Rs. 511 lakhs as at year end (March 31, 2019: Rs. 511 lakhs) on behalf of Mrs. Bhanu Makharia, a relative of director. Liabilities outstanding for which Corporate Guarantees have been issued aggregate to Rs. 81.70 lakhs as on March 31, 2020 (March 31, 2019: Rs. 108.64 lakhs).
2. The Holding Company has issued Corporate Guarantees aggregating to Rs. 3,800.00 lakhs as at year end (March 31, 2019: Rs. 3,800.00 lakhs) on behalf of Subsidiary M/s Kisan Phosphates Private Limited. Liabilities outstanding for which Corporate Guarantees have been issued aggregate to Rs. 3,550.00 lakhs as on March 31, 2020 (March 31, 2019: Rs. 3,700.00 lakhs).

Note 44 : Segment Information

Operating segments are defined as components of an enterprise for which discrete financial information is available that is evaluated regularly by the chief operating decision maker, in deciding how to allocate resources and assessing performance. Considering the nature of business and integrated manufacturing process of the Group, the group considers its products under one segment only i.e. Chemicals & Fertilisers. Accordingly, Segment Reporting in accordance with Indian Accounting Standard - 108 “Operating Segment” issued by the Institute of Chartered Accountants of India and adopted by Companies (Accounting Standard) Rules, 2015 is not applicable to the Group.

Note 45 : Employee Benefits

The Company has classified the various benefits provided to employees as under:

I. Defined Contribution Plans

a. Employers’ Contribution to Provident Fund and Employee’s Pension Scheme

During the year, the Group has incurred and recognised the following amounts in the Statement of Profit and Loss:

	Year ended March 31, 2020 (INR in Lakhs)	Year ended March 31, 2019 (INR in Lakhs)
Employers' Contribution to Provident Fund and Employee’s Pension Scheme	29.03	23.45
Total Expenses recognised in the Statement of Profit and Loss (Refer Note 32)	**29.03**	**23.45**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

II. Defined Benefit Plan
Gratuity Fund

a. Major Assumptions	(% p.a.)	(% p.a.)
Discount Rate	6.75%	7.76%
Salary Escalation Rate*	5.00%	5.00%
* The estimates for future salary increases considered takes into account the inflation, seniority, promotion and other relevant factors.		
Expected Rate of Return	6.75%	7.76%
Employee Turnover	5.00%	5.00%

b. Change in Present Value of Obligation	(INR in Lakhs)	(INR in Lakhs)
Present Value of Obligation as at the beginning of the year	61.61	50.10
Current Service Cost	9.53	9.33
Past Service Cost	-	-
Interest Cost	4.95	4.18
Benefit paid	-	(0.73)
Remeasurements - Actuarial (Gain)/ Loss on Obligations	10.30	(1.28)
Present Value of Obligation as at the end of the year	**86.39**	**61.60**

c. Change in Fair value of Plan Assets	(INR in Lakhs)	(INR in Lakhs)
Fair value of Plan Assets, Beginning of Period	4.00	3.95
Expected Return on Plan Assets	0.31	0.31
Actual Company Contributions	3.78	-
Actual Plan Participants' Contributions	-	-
Changes in Foreign Currency Exchange Rates	-	-
Actuarial Gains/(Losses)	-	0.47
Benefit Paid	-	(0.73)
Fair value of Plan Assets at the end of the year	**8.09**	**4.00**

d. Reconciliation of Present Value of Defined Benefit Obligation and the Fair Value of Assets	(INR in Lakhs)	(INR in Lakhs)
Present Value of Obligation	86.39	61.61
Fair Value of Plan Assets	8.09	4.00
Funded Status	(78.30)	(57.61)
Present Value of Unfunded Obligation	78.30	57.61
Unfunded Net Liability recognised in the Balance Sheet disclosed under Non Current Provision and Current Provision (Refer Note 19 and 26)	78.30	57.61

e. Expenses Recognised in the Statement of Profit and Loss	(INR in Lakhs)	(INR in Lakhs)
Current Service Cost	9.53	9.33
Past Service Cost	-	-
Interest Cost	4.95	4.18
Expected Return on Plan Assets	(0.31)	(0.31)
Actuarial Losses / (Gains) Recognised in the year	10.30	(1.75)
Total expenses recognised in the Statement of Profit and Loss (Refer Note 32)	**24.47**	**11.45**

f. Expense Recognised in the Statement of Other Comprehensive Income	(INR in Lakhs)	(INR in Lakhs)
Remeasurements of the net defined benefit liability		
Actuarial (gains) / losses obligation	10.30	(1.28)
	10.30	**(1.28)**
Actuarial (gains) / losses on Obligation		
Due to Demographic Assumption #	-	-
Due to Financial Assumption	6.56	0.84
Due to Experience	3.74	(2.12)
Total Actuarial (Gain)/Loss	**10.30**	**(1.28)**

This figure does not reflect interrelationship between demographic assumption and financial assumption when a limit is applied on the benefit, the effect will be shown as an experience

g. Amounts recognised in the Balance Sheet	(INR in Lakhs)	(INR in Lakhs)
Present Value of Obligation as at year end	(86.39)	(61.61)
Fair Value of Plan Assets as at year end	8.09	4.00
Unfunded Net Liability recognised in the Balance Sheet disclosed under	**78.30**	**57.61**
Non Current Provision and Current Provision (Refer Note 19 and 26)		

III. Sensitivity Analysis

The below sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

a. Gratuity

A quantitative sensitivity analysis for significant assumption as at March 31, 2020 and March 31, 2019 are as shown below:

Particulars	Change in Discount Rate	Increase/ (Decrease) in Defined Benefit Obligation (INR in lakhs)	Change in Salary Escalation Rate	Increase/ (Decrease) in Defined Benefit Obligation (INR in lakhs)
March 31, 2020	+ 1%	(6.47)	+ 1%	7.73
	- 1%	7.04	- 1%	(7.27)
March 31, 2019	+ 1%	(7.60)	+ 1%	8.33
	- 1%	8.44	- 1%	(7.37)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

IV. Expected Cash Flows for the next 10 years

The following payments are projected benefits payable in future years from the date of reporting from the fund:

(INR in Lakhs)

Particulars	For the Year Ended March 31, 2020	For the Year Ended March 31, 2019
Within the next 12 months (next annual reporting period)	12.58	5.26
Following year 2-5	24.77	22.07
Sum of years 6-10	39.49	30.21
Total expected payments	**76.84**	**57.54**

V. Risk Exposure

Through its defined benefit plans, the Company is exposed to a number of risks, the most significant of which are detailed:

Interest risk	A decrease in the market yields in the government bond will increase the plan liability.
Longevity risk	The present value of defined benefit plan liability is calculated using a discount rate which is determined by reference to the best estimate of the mortality of plan participants both during and after employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
Salary risk	The present value of defined benefit plan liability is calculated using a discount rate which is determined 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 46 : Related Party Disclosure

a. Details of Related Parties

Description of Relationship	Names of Related Parties
Key Management Personnel (KMP) and their relatives	Mr. Punit Makharia - Chairman & Managing Director Mr. Gautam Makharia - Joint Managing Director Mrs. Ranjana Makharia - Director Mr. Ramakant Nayak - Independent Director Mr. Dinesh Modi - Independent Director Mr. Nirmal Kedia - Independent Director (w.e.f. 07.08.2018) Mr. Satpal Kumar Arora - Independent Director (w.e.f. 05.11.2018) Mr. Ratan Jha - Chief Financial Officer (upto 19.06.2019) Mr. Deepak Beriwala - Chief Financial Officer (w.e.f. 03.06.2019) Mr. Satish Chavan - Company Secretary (upto 10.01.2020) Dr. N. N. Mahapatra (w.e.f. 13.08.2019) Mr. Somendra Nath Sengupta (w.e.f. 13.08.2019)
Relative of key management personnel with whom the Company has entered into transactions	Mr. Gopikishan Makharia - Father of C.M.D/J.M.D Mrs. Bhanu Makharia - Mother of C.M.D/J.M.D Mrs. Aradhana Makharia - Wife of J.M.D Mr. Raghav Makharia - Son of C.M.D Ms. Radhika Makharia - Daughter of C.M.D. Mrs. Seemani Mahapatra - Wife of KMP
Enterprises over which Key Managerial Personnel are able to exercise significant influence	Shree Pushkar Foundation (w.e.f. 24.07.2018)

Notes:

1) The list of related parties above has been limited to entities with which transactions have taken place during the year.

2) Related party transactions have been disclosed till the time the relationship existed.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

b. Details of Related Party transactions during the year ended March 31, 2020

(INR in Lakhs)

Particulars	For the Year Ended March 31, 2020	For the Year Ended March 31, 2019
Directors Remuneration		
Mr. Punit Makharia	148.33	94.00
Mr. Gautam Makharia	148.33	94.00
	296.66	**188.00**
Directors' Commission		
Mr. Punit Makharia	-	187.51
Mr. Gautam Makharia	-	187.50
	-	**375.00**
Directors' Sitting Fees		
Mr. Ramakant Nayak	2.75	2.85
Mr. Dinesh Modi	3.05	2.65
Mrs. Ranjana Makharia	0.65	0.60
Mr. Satpal Kumar Arora	0.63	0.60
	7.08	**6.70**
Salary to Key Management Personnel (KMP)		
Mr. Ratan Jha	4.02	15.90
Mr. Deepak Beriwala	12.47	-
Mr. Satish Chavan	7.55	5.00
Dr. N.N. Mahapatra	18.11	-
	42.15	**20.90**
Salary to Relatives of Key Management Personnel (KMP)		
Mr. Raghav Makharia	-	9.24
Mrs. Aradhana Makharia	12.59	10.80
Ms. Radhika Makharia	11.17	-
Mrs. Seemani Mahapatra	12.00	-
	35.76	**20.04**
Professional Fees to Key Managerial Personnel (KMP)		
Mr. Somendra Nath Sengupta	17.50	-
	17.50	**-**
Rent Paid		
Mrs. Bhanu Makharia	66.00	60.00
Mr. Gautam Makharia	6.00	-
	72.00	**60.00**
Issue of Equity Shares		
Mr. Punit Makharia	-	425.61
Mr. Gautam Makharia	-	425.61
Mrs. Ranjana Makharia	-	82.42
Mr. Gopikishan Makharia	-	44.12

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Particulars	For the Year Ended March 31, 2020	For the Year Ended March 31, 2019
Mrs. Bhanu Makharia	-	90.41
Mr. Raghav Makharia	151.50	-
Mr. Aradhana Makharia	82.23	-
	233.73	**1,068.16**
Donation & CSR Expenses		
Shree Pushkar Foundation	32.00	45.00
	32.00	**45.00**
Refund of Warrant Application Money Pending Allotment		
Mr. Punit Makharia	12.50	-
Mr. Raghav Makharia	1.25	-
Mrs. Aradhana Makharia	32.50	-
Mr. Gautam Makharia	520.00	-
Mrs. Bhanu Makharia	32.50	-
Mrs. Ranjana Makharia	32.50	-
Mr. Gopikishan Makharia	12.50	-
Ms. Radhika Makharia	1.25	-
	645.00	**-**
Loan Taken	209.05	-
Mr. Punit Makharia	435.95	-
Mr. Gautam Makharia	**645.00**	**-**
Warrant Application Money Pending Allotment		
Mr. Punit Makharia	-	12.50
Mr. Raghav Makharia	-	1.25
Mrs. Aradhana Makharia	-	32.50
Mr. Gautam Makharia	-	520.00
Mrs. Bhanu Makharia	-	32.50
Mrs. Ranjana Makharia	-	32.50
Mr. Gopikishan Makharia	-	12.50
Ms. Radhika Makharia	-	1.25
	-	**645.00**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

c. Closing Balances of the Related Parties

(INR in Lakhs)

Particulars	Balances as at March 31, 2020	Balances as at March 31, 2019
Directors' Remuneration and Salary Payable		
Mr. Punit Makharia	2.06	1.96
Mr. Gautam Makharia	2.06	1.96
	4.12	**3.92**
Salary to Key Management Personnel (KMP)		
Mr. Ratan Jha	-	0.96
Mr. Deepak Beriwala	0.96	-
Mr. Satish Chavan	-	0.42
Dr. N.N. Mahapatra	0.92	-
	1.88	**1.38**
Salary to Relatives of Key Management Personnel (KMP)		
Mr. Raghav Makharia	-	0.56
Mrs. Aradhana Makharia	0.75	0.71
Ms. Radhika Makharia	0.70	-
Mrs. Seemani Mahapatra	0.76	-
	2.21	**1.27**
Loan Taken		
Mr. Punit Makharia	130.11	-
Mr. Gautam Makharia	235.21	-
	365.32	**-**
Deposits given		
Mr. Punit Makharia	-	8.55
Mrs. Bhanu Makharia	40.00	76.45
	40.00	**85.00**
Share Application against purchase of equity shares of Kisan Phosphates Private Limited		
Mr. Raghav Makharia	-	151.85
Mrs. Aradhana Makharia	-	82.42
	-	**234.27**
Warrant Application Money Pending Allotment		
Mr. Punit Makharia	-	12.50
Mr. Raghav Makharia	-	1.25
Mrs. Aradhana Makharia	-	32.50
Mr. Gautam Makharia	-	520.00
Mrs. Bhanu Makharia	-	32.50
Mrs. Ranjana Makharia	-	32.50
Mr. Gopikishan Makharia	-	12.50
Ms. Radhika Makharia	-	1.25
	-	**645.00**
Corporate Guarantee Given		
Mrs. Bhanu Makharia	81.70	108.64
M/s Kisan Phosphates Private Limited	3,550.00	3,700.00
	3,631.70	**3,808.64**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 47 : Expenditure on Corporate Social Responsibility

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are eradication of hunger and malnutrition, promoting education, art and culture, healthcare, destitute care and rehabilitation, environment sustainability, disaster relief and rural development projects. A CSR committee has been formed by the Holding Company as per the Act. The Holding Company is spending amount for these activities, which are specified in Schedule VII of the Companies Act, 2013.

(a) Gross amount required to be spent by the Company during the year - Rs. 98.00 lakhs (March 31, 2019: Rs. 83.77 lakhs)

(b) Amount spent during the year on:

Particulars	In Cash/Bank Rs in Lakhs.	Yet to be paid in Cash/Bank Rs in Lakhs.	Total Rs in Lakhs.
(i) Construction/ acquisition of any asset	-	-	-
	(-)	(-)	(-)
(ii) On purposes other than (i) above	102.83	-	102.83
	(50.70)	(-)	(50.70)

(Figures in brackets represent amount for previous year)

Note 48 : FOB Value of Exports

(INR in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
FOB Value of Exports of Finished Goods	7,269.54	8,541.82

Note 49 : CIF Value of Imports

(INR in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
CIF value of Imports of Raw Material	6,128.09	4,149.53
CIF value of Imports of Capital Goods	99.36	27.47

Note 50 : Expenditure in Foreign Currency

(INR in Lakhs)

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Foreign Travelling Expenses	17.49	3.89

Note 51 : Additional Information Required under Schedule III of the Companies Act, 2013:

Name of the Entity - Parent Subsidiaries Indian: Kisan Phosphates Private Limited - 100% Subsidiary		
Net Assets, i.e. total asset minus total liabilities as at March 31, 2020	As % of consolidated net assets **Amount (INR in Lakhs)**	9.42% 2,884.50
Share in profit / (loss) for the year ended on March 31, 2020	As % of consolidated Profit or Loss **Amount (INR in Lakhs)**	12.94% 462.14
Share in other comprehensive income for the year ended on March 31, 2020	As % of consolidated other comprehensive income **Amount (INR in Lakhs)**	NA -
Share in total comprehensive income for the year ended on March 31, 2020	As % of consolidated other comprehensive income **Amount (INR in Lakhs)**	12.94% 461.25

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020

Note 52 : Appointment of Company Secretary

During the year, the whole time Company Secretary has resigned from the Company in the month of January, 2020. As per provisions of Section 203 of Companies Act, 2013 read with rule 8 and rule 8A of Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, and other applicable provisions, if any, of Companies Act 2013 ("Act"), as amended or re-enacted from time to time, the Company is required to appoint a Company Secretary in whole time employment of the Company within 6 months of the vacancy. However, the Company since then, is in search of an appropriate candidate to be appointed as Company Secretary of the Company and consequently, as at year-end, the said position is vacant. This has got further delayed due to lockdown announced by the Government of India to prevent the spread of COVID-19 since March 25, 2020

Note 53 : Impact of COVID-19

Due to outbreak of COVID-19 globally and in India, the Company's management has made initial assessment of likely adverse impact on business and financial risks on account of COVID-19, and believes that the impact is likely to be short term in nature. The management does not see any medium to long term risks in the Company's ability to continue as a going concern and meeting its liabilities as and when they fall due, and compliance with the debt covenants, as applicable. The Company's management has evaluated the prospects of the Company's products and its demand in this period and believes that these products will see demand as usual and is in a position to cater all the needs of the customers. So, the company may not have any material impact on the overall financial strength of the Company in the long term.

Note 54 : Acquisition of Madhya Bharat Phosphates Private Limited (MBPPL)

During the previous year 2018-19, the Company had submitted bid for acquisition of 100% stake in Madhya Bharat Phosphates Private Limited (MBPPL), a Company registered in Bhopal, Madhya Pradesh, through National Company Law Tribunal (NCLT) under the provisions of Insolvency and Bankruptcy Code, 2016. The said proposal / bid had already been approved by the Committee of Creditors (COC), as constituted by NCLT, for an offer price of Rs.1,902 lakhs. The order of NCLT, was delivered on March 5, 2020 and the certified true copy of the Order, dated March 20, 2020, was received on April 17, 2020.

Note 55 : Previous Years' Figures

The Group has re-grouped, re-classified and/or re-arranged figures for previous year, wherever required to confirm with current year's classification.

The notes referred to above are an integral part of these financial statements.

As per our report of even date attached

For S. K. Patodia & Associates
Chartered Accountants
Firm Registration Number : 112723W

Dhiraj Lalpuria
Partner
Membership Number : 146268

Place : Mumbai
Date : June 26, 2020

For and on behalf of the Board of Directors

Punit Makharia
Chairman & Managing Director
DIN : 01430764

Gautam Makharia
Joint Managing Director
DIN : 01354843

Deepak Beriwala
Chief Financial Officer

Place : Mumbai
Date : June 26, 2020

FormAOC-1

(Pursuant to first proviso to sub-section(3) of section129 read with rule 5 of Companies (Accounts) Rules, 2014)

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

Part A Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs.)

1. Name of the subsidiary: Kisan Phosphates Private Limited
2. The date since when subsidiary was acquired: 12th October, 2017.
3. Reporting period for the subsidiary concerned, if different from the holding company's reporting period. 01/04/2019 to 31/03/2020
4. Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries. N.A.
5. Share capital - Rs. 271 Lacs
6. Reserves and surplus - 1,383.51 Lacs
7. Total assets - Rs. 6,776.90 Lacs
8. Total Liabilities - 5,122.39 Lacs
9. Investments - Nil
10. Turnover - Rs. 6,196.38 Lacs
11. Profit before taxation - 584.56 Lacs
12. Provision for taxation - 122.42 Lacs
13. Profit after taxation - 462.14 Lacs
14. Proposed Dividend -Nil
15. Extent of shareholding (in percentage) - 100%

Notes: The following information shall be furnished at the end of the statement:

1. Names of subsidiaries which are yet to commence operations- N.A.
2. Names of subsidiaries which have been liquidated or sold during the year.- N.A.

Part B Associates and Joint Ventures- N.A.

For and on behalf of the Board of Directors;
Shree Pushkar Chemicals & Fertilisers Ltd

Punit Makharia
Chairman & Managing Director
DIN : 01430764

Gautam Makharia
Joint Managing Director
DIN : 01354843

Deepak Beriwala
Chief Financial Officer

Place: Mumbai
Date: June 26, 2020

KEY MILESTONES

2019

Installed Sulphuric acid plant in KPPL along with Captive power plant based on waste heat boiler.

Also commissioned a Granulation plant in KPPL of 200 TPD

2018

Launched 'Dyecol'

Our Range of Reactive Dyes

2017

Diversification of our fertilizers portfolio starting with manufacturing of SOP

100% Equity Acquisition of Kisan Phosphates Pvt Ltd.

2016

Forward Integration

Up the product value chain with the manufacture of dyestuff

2015

The company's shares successfully gets listed on the **National Stock Exchange and Bombay Stock Exchange**

2011

Started Manufacturing Single Super Phosphate (SSP) & Soil conditioner

Used in-house Acid thereby reduced effluents

2010

Set up our own Acid Complex

Started generating power for own captive consumption

2002

Backward integration

Started Manufacturing in-house raw material and gained cost efficiencies

2001

Dye Intermediate

Change of focus from Trading to Manufacturing

1993

Commenced Trading

Importing of chemical products and dye intermediates

SHREE PUSHKAR
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