Divyol®
Speciality Oils & Lubricants

gandhar®
oil refinery (india) ltd.

ANNUAL REPORT
2019-20

KNOW YOUR COMPANY

Gandhar Oil Refinery (India) Limited is a well-known name and are amongst the most well diversified players in the speciality oils and lubricants sector with wide range of offerings catering to varied industries. We manufacture liquid paraffin, industrial oil and greases, transformer oil, automotive lubricants, petroleum jelly, and rubber process oil which are marketed under the brand name "DIVYOL" catering to diverse spectrum of industries such as pharmaceutical, FMCG, chemicals, steel, rubber and tyre, automotive and power.

Established in 1992 by visionary Ramesh B. Parekh as a manufacturing and marketing of Specialty Oils & Lubricants company, today, Gandhar Oil also has a Coal Division which imports non-coking coal from countries like Indonesia and South Africa for supply to various domestic industries including power, steel, paper, cement, pharmaceutical, textile, oils, chemicals sugar and tyre. Gandhar Oil is also acting as a consignment stockist and Del-Credere agent for Indian Oil Corporation Limited (IOCL) for sale of various polymer products.

MANUFACTURING FACILITIES

Gandhar Oil has a combined annual production capacity of 2,32,000 KL per annum for manufacture of Specialty Oils and Lubricants at two state-of-the-art manufacturing facilities located at Taloja, Maharashtra and at Silvassa, Dadra and Nagar Haveli bordering Gujarat. These manufacturing facilities are strategically located near ports to cater all parts of the country and to facilitate exports.

AWARD & ACCOLADES

We believe that awards and accolades will inevitably follow if we pursue excellence and strive to surpass our performance standards. Owing to our quality products and service, we believe we have won not only the trust of our clients across a wide spectrum of industries, but industry recognition as well. Our certifications say it all: The Department of Scientific & Industrial Research, Ministry of Science & Technology, Government of India, officially recognises our in-house R&D unit at Silvassa.

Thanks to our export performance, we have received an "Highest Foreign Exchange Earners" in the category of – Western Region - MSME during the year 2016 - 17 by the Federation of Indian Export Organisations.

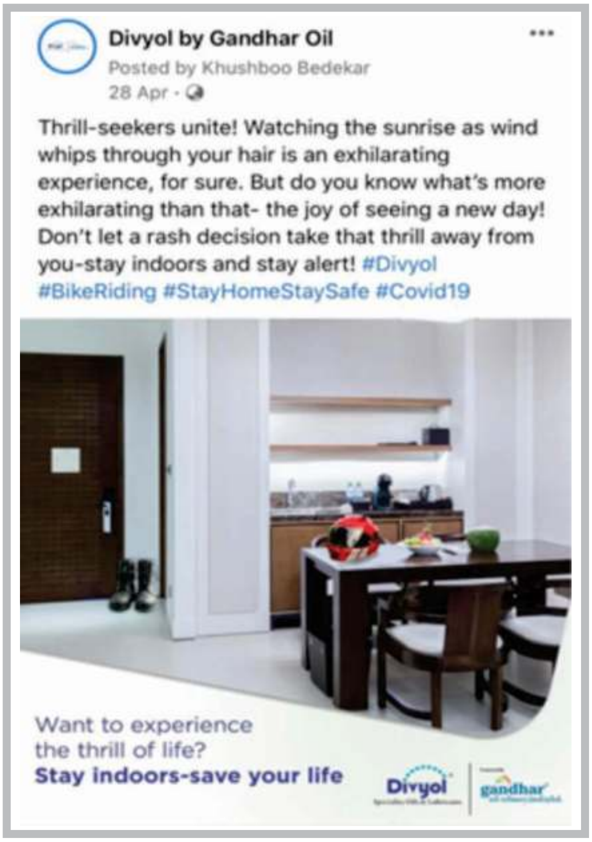
CREATING HAPPINESS WITH OUR PEOPLE

"Happiness is not something ready made.
It comes from your own actions"
We At Gandhar Believe in Creating Happiness.

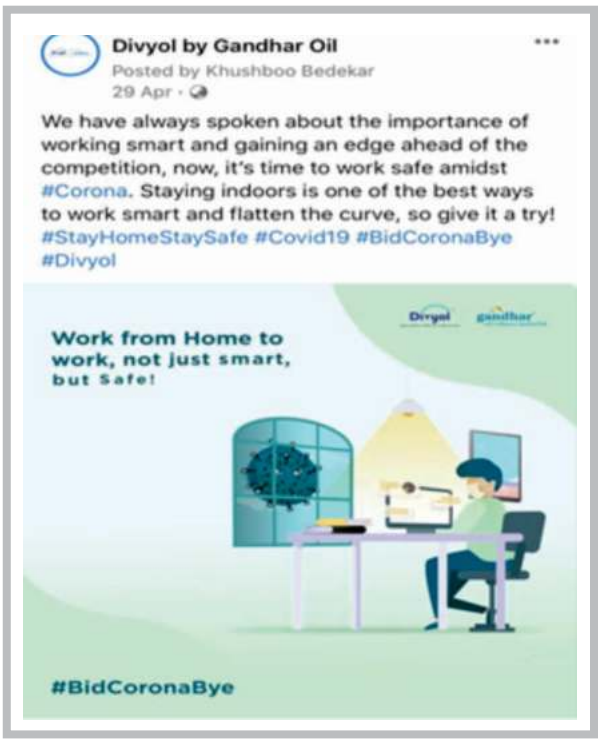
Patriotism is voluntary. It is a feeling of loyalty and allegiance that is the result of knowledge and belief. A patriot shows their patriotism through their actions, by their choice.

BRAND PROMOTION ACTIVITIES

DIGITAL AWARENESS CAMPAIGN FOR COVID



We must move from numbers keeping score to numbers that drive better actions Digitization is the new Language



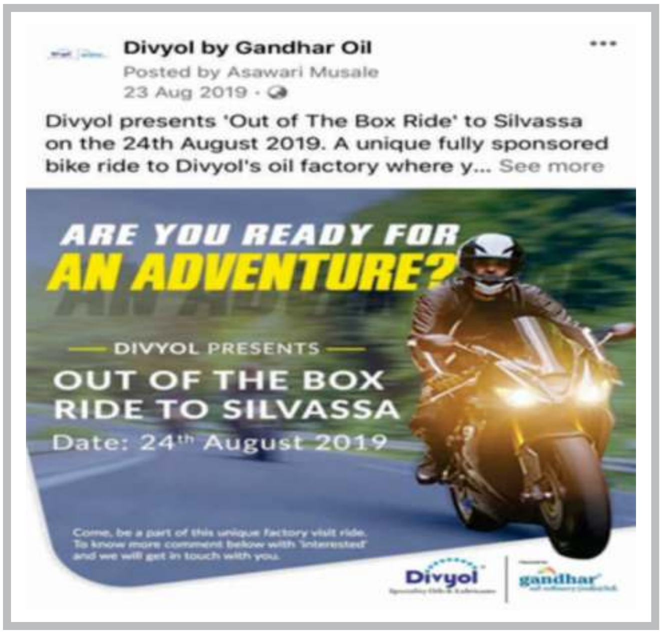
As COVID-19 continues to impact communities around the world, people are coming together to help one another now more than ever. We're Together and Strong and We Thank & honour many of those on the front lines hero's of our society.

PROMOTIONAL ACTIVITIES FOR AUTOMOTIVE OIL SEGMENT

The word adventure and motorcycle go hand in hand. ...

We at Gandhar have organized adventure with bikes are the ones that let you ride both on paved roads and non-paved roads. With Divyol in your bikes helps your bike to enjoy on road junkies, unpaved roads, and even rocky paths letting to have smooth ride on your Path

Divyol engine oils help boost the performance of your bike or scooter while increasing protection against wear and deposits. With Divyol, you don't have to worry about the state of your engine. Pick the right oil for your bike or scooter from a range of engine oils.



CSR ACTIVITIES

Children are at their best when they have loving parents taking care of them. We through our CSR Activity Donated to SOFOSH to child care centre which provides shelter, care, educational and medical aid to family deprived children.

In rural coastal Maharashtra (India) there is a high dropout rate of girl students. As schools & colleges are located at far off distances from villages, parents of underprivileged children do not have the financial capacity to pay for their children transportation.

Our Company has donated through CFTI and distributed bicycles across rural Konkan by giving girls their own bicycles; and helped them stay in schools & colleges. Thus served a motivation to the girls students for education.

There are miracles and glory in every child. Our glory lies in empowering them to flourish their glory

Free Eye Cataract Surgery Camp

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Ramesh Parekh
Chairman & Managing Director
(Appointed as Managing Director
w.e.f. 21st September, 2020)

Mr. Samir Parekh
Whole-time Director

Mr. Aslesh Parekh
Whole-time Director

Mr. Raj Kishore Singh
Independent Director
(w.e.f. 28th June, 2019)

Ms. Amrita Nautiyal
Independent Director
(w.e.f. 17th August, 2020)

Mr. Sarthak Behuria
Independent Director
(upto 10th February, 2020)

Mrs. Deena Mehta
Independent Director
(upto 14th July, 2020)

KEY MANAGERIAL PERSONNEL:

Mr. Indrajit Bhattacharyya
Chief Financial Officer

Mrs. Jayshree Soni
Company Secretary

REGISTERED OFFICE:

18th Floor, DLH Park,
S.V. Road, Goregaon (West),
Mumbai- 400062
Phone: +91-22-40635600
Fax: +91-22-40635601
Email: cs@gandharoil.com
Web: www.gandharoil.com

CIN: U23200MH1992PLC068905

STATUTORY AUDITORS:
M/s. Kailash Chand Jain & Co
Chartered Accountants
Mumbai

COST AUDITORS:
M/s. Maulin Shah & Associates
Cost accountants
Ahmedabad

SECRETARIAL AUDITORS:
M/s. Manish Ghia & Associates
Company Secretaries
Mumbai

BANKERS:

STATE BANK OF INDIA

ORIENTAL BANK OF COMMERCE

HDFC BANK LIMITED

AXIS BANK LIMITED

INDUSIND BANK LIMITED

BANK OF INDIA

ICICI BANK LIMITED

BANK OF BARODA

UNION BANK OF INDIA

YES BANK LIMITED

REGISTRAR & TRANSFER AGENTS:

Link Intime India Pvt. Ltd.
C-101, 247 Park, L.B.S. Marg, Vikhroli (W),
Mumbai – 400083
Tel No.: 91 -22 4918 6000
Fax No.: 91-22 4918 6060
Email: rnt.helpdesk@linkintime.co.in

PLANTS:

T-10, M.I.D.C Taloja, Main Road,Taluka Panvel,
Dist- Raigad- 410208, Maharashtra

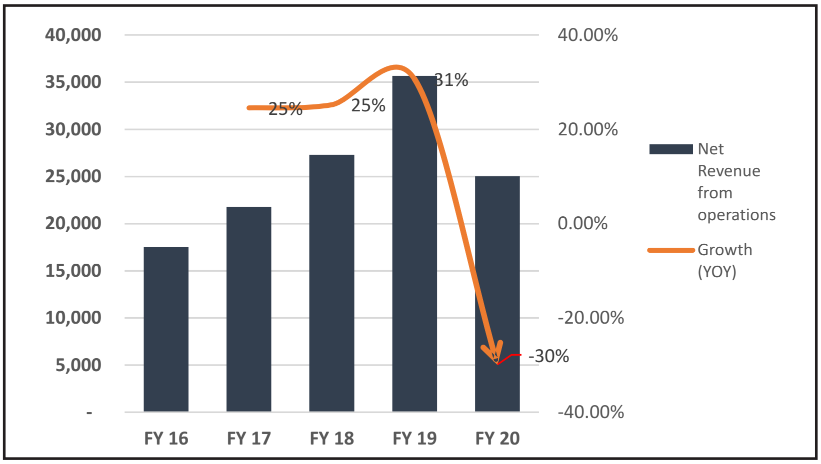
Unit No. 2, Plot No. 2, Survey No. 678/1/3,
Village Naroli, Silvassa (D & N H)-396230,
U.T., Gujarat

Five Years Consolidated Financial Highlights

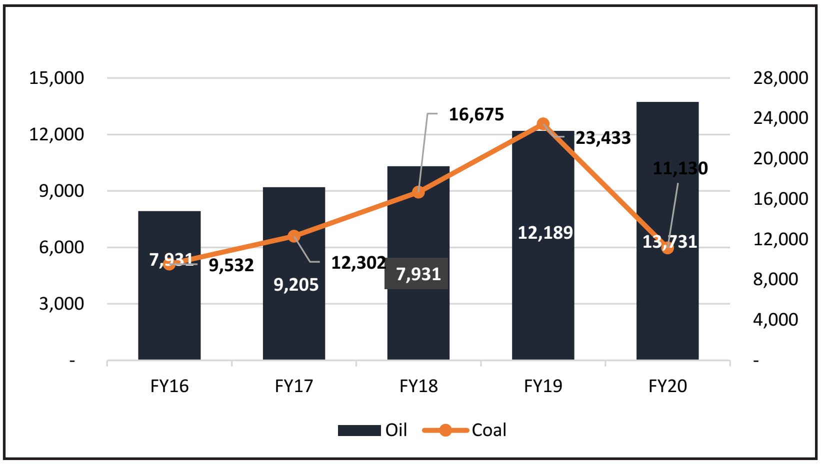
(₹ in millions)

Particulars	2015-16	2016-17	2017-18	2018-19	2019-20
Operating Results					
Sales & other Income	17,609.21	21,930.78	27,436.35	35,943.93	25,162.89
Manufacturing & other Expns	16,788.36	20,659.96	26,002.27	34,969.90	24,408.07
Operating Profit (EBITDA)	**820.85**	**1,270.82**	**1,434.08**	**974.03**	**754.83**
Finance Cost	277.43	286.11	376.58	474.19	488.40
Depreciation	80.56	88.79	96.02	75.37	108.40
Profit from ordinary Activities (EBT)	**462.86**	**895.92**	**961.49**	**424.47**	**158.02**
Exceptional Item	-	-	-	160.55	-
Foreign Exchange Difference: Expense/(Income)	187.36	12.96	74.74	-	-
Profit Before Tax (EAT)	**275.50**	**882.96**	**886.75**	**263.92**	**158.02**
Current Tax	51.00	266.76	243.30	77.00	49.40
Deferred Tax	16.85	-8.01	-2.12	2.17	-22.93
MAT Credit	-0.22	-	-	-	-
Profit After Tax for the year	**207.87**	**624.21**	**645.56**	**184.75**	**131.55**
Add: Previoys years's tax provision					
written off(back)	-4.93	-	0.13	-0.31	4.08
Profit After Tax	**212.79**	**624.21**	**645.43**	**185.06**	**127.47**
Share of Profit /(Loss) in Associates	-	-	-1.03	2.28	-9.97
Minority Profit/(Loss)	-	-	-	-	-
Profit for the Year	212.79	624.21	644.40	187.34	117.50
Dividend on Equity Shares	20.00	10.00	2.00*	10.00*	7.20*
Financial Position					
Capital Equity	160.00	160.00	160.00	160.00	160.00
Reserves	2,439.11	3,051.33	3,658.58	3,684.50	3,744.97
Net Worth	**2,599.11**	**3,211.33**	**3,818.58**	**3,844.50**	**3,904.97**
Borrowings	124.34	95.55	57.68	25.07	161.10
Deferred Tax Liability (Net)	26.38	18.38	4.33	6.82	-
Other Long Term Liabilities and provisions	22.77	31.98	15.99	21.68	141.50
Funds Employed	**2,772.59**	**3,357.24**	**3,896.58**	**3,898.07**	**4,207.57**
Fixed Assets					
Net Assets	944.22	980.90	1,016.44	991.81	1,154.92
Capital Work in Progress	24.34	44.72	-	52.23	124.32
Others	33.42	39.14	57.76	43.65	70.38
Net Current Assets	1,770.59	2,292.50	2,822.37	2,810.38	2,857.93
Total Assets	**2,772.57**	**3,357.25**	**3,896.57**	**3,898.07**	**4,207.55**
Ex. Rate Diff	52.45	-87.01	7.40	559.90	260.18

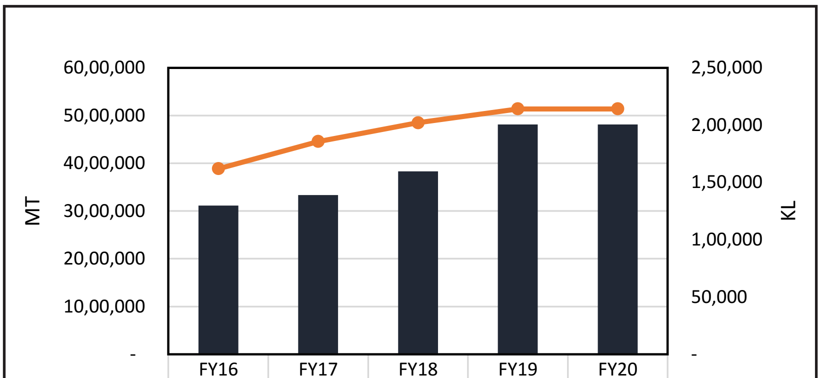
Net Revenue From Operation



Segment Revenue

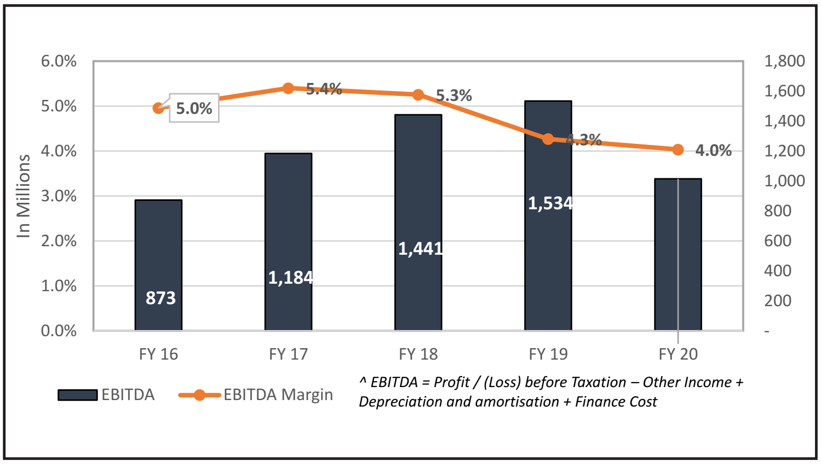


Segmental Sales Volume

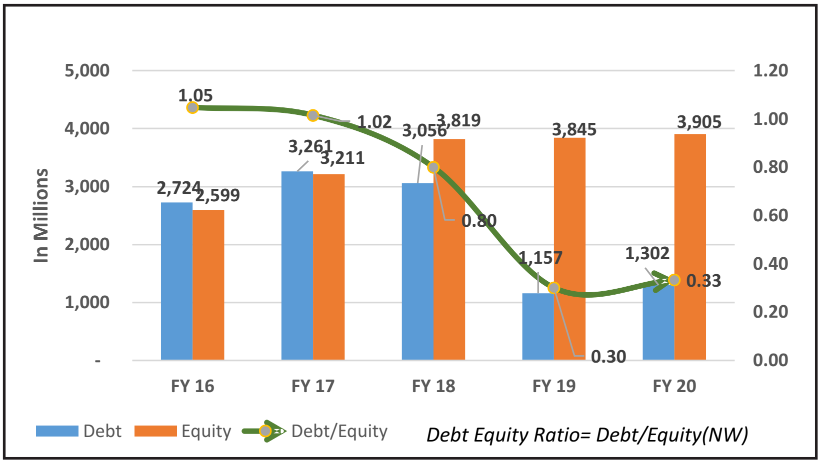


	FY16	FY17	FY18	FY19	FY20
Coal (MT)	31,15,97	33,33,26	38,33,21	48,15,32	48,15,32
Oil (KL)	1,61,953	1,85,742	2,02,123	2,14,157	2,14,157

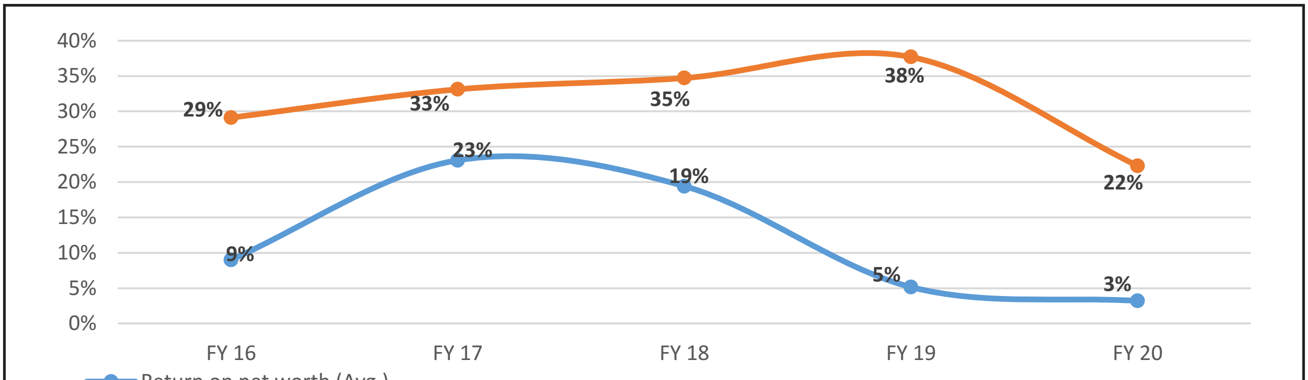
EBITDA^ & EBITDA Margin



Debt Equity Ratio

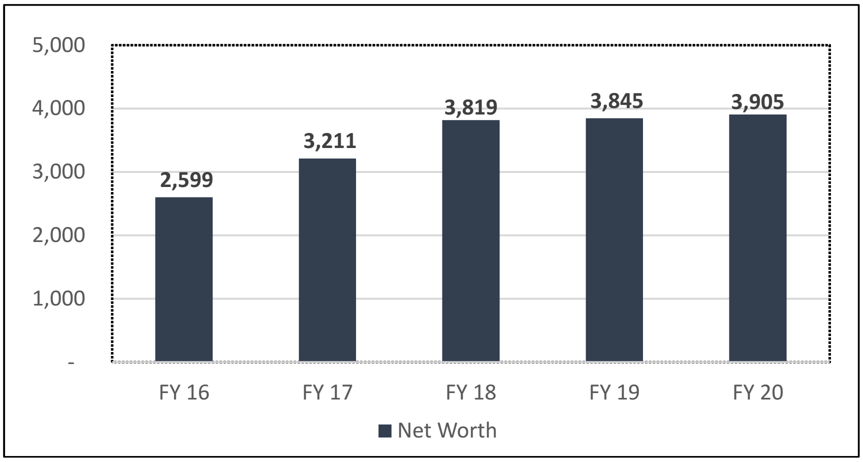


Return on Net Worth - Return on Capital Employed

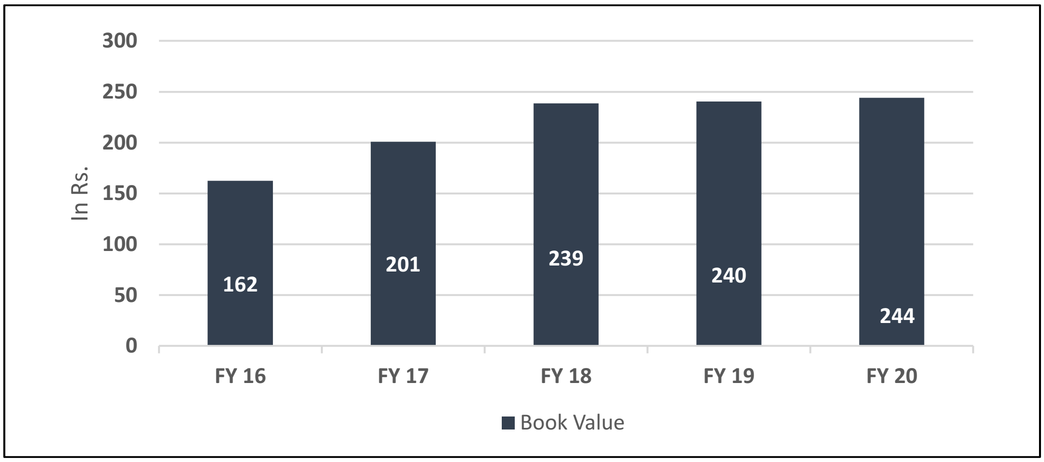


Return on Net Worth = Net profit after tax / Net Worth at end of the year, Return on Capital Employed = EBIT / Capital Employed

Net Worth



Book Value per Share



NOTICE

Notice is hereby given that the 28th (Twenty Eighth) Annual General Meeting of the members of **GANDHAR OIL REFINERY (INDIA) LIMITED** will be held on Friday, 20th day of November, 2020 at 11.00 a.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM) facility to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020 together with the Reports of the Board of Directors and the Auditors thereon and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 together with the Report of the Auditors thereon.

2. To confirm the payment of Interim Dividend of Rs. 4.50 per equity share for the Financial Year ended March 31, 2020.

3. To appoint a Director in place of Mr. Aslesh Parekh (DIN: 02225795), Whole-time Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.

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

"**RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), as amended from time to time, M/s. Kailash Chand Jain & Co., Chartered Accountants, Mumbai (Firm Registration No. 112318W) be and hereby appointed for their 2nd term as Statutory Auditors for a period of 5 years from the conclusion of this 28th Annual General Meeting (AGM) till the conclusion of the 33rd Annual General Meeting of the Company to be held in the year 2025 at a remuneration to be decided by the Board of Directors in consultation with the Auditors plus applicable taxes and reimbursement of travelling and out of pocket expenses incurred by them for the purpose of audit."

RESOLVED FURTHER THAT, the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

SPECIAL BUSINESS:

5. APPROVAL OF REMUNERATION PAYABLE TO COST AUDITORS:

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

"**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any of the Companies Act, 2013 ("the Act") read with Companies (Cost Record and Audit) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, and pursuant to the recommendation of the Audit Committee and the Board of Directors at their respective meetings held on 21st September, 2020, the remuneration payable to M/s. Maulin Shah & Associates, Cost Accountant, Ahmedabad (FRN: 101527), the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2021, amounting to Rs. 1,00,000/- (Rupees One Lakh Only) plus applicable taxes and out of pocket expenses on actual basis be and is hereby ratified and approved.

RESOLVED FURTHER THAT the Board of Directors or the Company Secretary of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to the said resolution."

6. APPOINTMENT OF MS. AMRITA NAUTIYAL (DIN: 00123512) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY:

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and 161 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the provisions of Articles of Association of the Company and pursuant to the recommendation of the Nomination & Remuneration Committee and the approval of the Board of Directors vide their resolution dated 17th August, 2020 Ms. Amrita Nautiyal (DIN: 00123512), who has submitted a declaration that she meets the criteria of Independence as provided under Section 149(6) of the Act and in respect of whom the Company has received a notice in writing from a member as required under Section 160 of the Companies Act, 2013 signifying his intention to propose her candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years with effect from 17th August, 2020 to 16th August, 2025, who shall not be liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197, and other applicable provisions, if any, of the Companies Act 2013, read with applicable rules made there under (including any statutory amendment(s), modification(s), enactment(s) or re-enactment(s) thereof, for the time being in force), Ms. Amrita Nautiyal (DIN – 00123512), be paid such fees and the profit – related Commission if any, as the Nomination and Remuneration Committee and / or the Board of Directors may approve from time to time which shall however be subject to the limits prescribed in the Act;

RESOLVED FURTHER THAT the Board of Directors or the Company Secretary of the Company be and are hereby authorised to sign and file the necessary form or return for the appointment of the Director with the Registrar of Companies, Mumbai and to do all such acts, deeds and things necessary to give effect to the said resolution."

7. TO APPROVE THE APPOINTMENT OF MR. RAMESH PAREKH (DIN: 01108443) AS A MANAGING DIRECTOR OF THE COMPANY:

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

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Companies (Appointment and Remuneration to Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and Rules made there under, relevant provisions of the Articles of Association of the Company, pursuant to the recommendation of Nomination & Remuneration Committee and approval of the Board of Directors of the Company at their respective meetings held on September 21, 2020 and subject to approvals / permissions, if any, as may be required, consent of the members be and is hereby accorded for appointment of Mr. Ramesh Parekh (DIN: 01108443), as a Managing Director of the Company for a period of 5 years with effect from 21st September, 2020 upto 20th September, 2025 and upon the following terms and conditions including remuneration :

a) **Salary & allowances :** ₹ 10,00,000 (Rupees Ten Lakh Only) per month (inclusive of House Rent Allowance of Rs. 30,000 (Rupees Thirty Thousand Only) per month and Medical Allowance of Rs. 20,000 (Rupees Twenty Thousand Only) w.e.f. 21st September, 2020 up to 20th September, 2023 with annual increase of upto 10% in each following year calculated on the basis of salary drawn in the previous financial year.

b) **Commission :** In addition to salary and allowance, he shall be also eligible for performance based commission up to 5 % of the net profit of the Company, provided that the maximum remuneration payable to him for each financial year shall not exceed 11% of the Net Profits of the Company calculated in accordance with Section 198 of the Companies Act, 2013;

c) Reimbursement of actual expenses including traveling, hotel bill, conveyance, entertainment, miscellaneous expenses and incidents, incurred by him on behalf of and for the business of the Company;

d) His terms and conditions of the appointment and/or remuneration may be varied/altered by the Board on the review and recommendations of the Nomination and Remuneration Committee in such manner as may be mutually agreed between the Board and the Managing Director subject to applicable provisions of the Companies Act, 2013.

e) So long as Mr. Ramesh Parekh functions as the Managing Director, he shall not be paid any fees for attending the meetings of the Board or any Committee(s) thereof of the Company.

RESOLVED FURTHER THAT in event of any loss or inadequacy of profits in a financial year during the term of office of Mr. Ramesh Parekh as Managing Director of the Company, the remuneration as approved by this resolution shall be payable as minimum remuneration to him in accordance with the applicable provisions of Schedule V of the Act.

RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorized to sign and execute such agreements, letters, papers, documents etc. as may be required and file the relevant forms, documents and returns with the office of the Registrar of Companies as per the applicable provisions of the Companies Act, 2013 and to do all acts, deeds and things as may be deemed necessary, proper or desirable to give effect to the above resolution."

By order of the Board of Directors
For Gandhar Oil Refinery (India) Limited

Jayshree Soni
Company Secretary
FCS Membership No. 6528

Place: Mumbai
Date: 21.09.2020

Registered Office
DLH Park, 18th Floor,
S. V. Road, Goregaon (West),
Mumbai-400062

NOTES:

1. In view of the continuing COVID – 19 pandemic and restrictions imposed on the movement of the people, the Ministry of Corporate Affairs (MCA) has vide its circular dated May 05, 2020 read with circulars dated 8 April 2020 and 13 April 2020 (collectively referred to as 'MCA Circulars') have permitted the holding of the Annual General Meeting (AGM) through VC/OAVM facility, without the physical presence of the members at a common venue.

2. Thus, in compliance with the provisions of the Companies Act, 2013 ("Act"), and the MCA circulars, the 28th Annual General Meeting ('AGM') of the Company is being conducted through VC / OAVM without the physical presence of the Members at a common venue.

3. **PURSUANT TO THE PROVISIONS OF SECTION 105 OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/OAVM FACILITY, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND THE ROUTE MAP ARE NOT ANNEXED TO THIS NOTICE.**

4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.

5. Members who would like to ask any questions on the financial statements are requested to send their queries through email investor@gandharoil.com at least 10 days before the Annual General Meeting to enable the Company to answer their queries satisfactorily.

6. Institutional / Corporate shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (pdf/jpg format) of its board or governing body's resolution / authorisation, etc., authorising their representative to attend the AGM on its behalf and to vote. The said Resolution/Authorization pursuant to Sections 112 or 113 of the Companies Act, 2013 shall be sent to the Company by email through its registered email address to RTA email ID on rnt.helpdesk@linkintime.co.in / instameet@linkintime.co.in with a copy marked to investor@gandharoil.com

7. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the Quorum under Section 103 of the Act.

8. The Statement pursuant to the provision of Section 102 of the Companies Act, 2013 in respect of special business is annexed herewith and forms part of this Notice.

9. Requisite details of Directors seeking appointment / re-appointment at the ensuing Annual General Meeting are given in the Annexure to Notice. The Directors have furnished the necessary disclosures / consents pertaining to their appointment / re-appointment pursuant to the requirements of Secretarial Standard on General Meeting ("SS-2").

10. The Register of Directors and Key Managerial Personnel and their Shareholdings, maintained under Section 170 and Register of Contract or Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e.20th November, 2020. Members seeking to inspect such documents can send an email to investor@gandharoil.com.

11. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., directly to the Company's Registrar & Transfer Agents. Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrar and Transfer Agent, Link Intime India. Members holding shares in physical form are requested to intimate such changes to the Company's Registrar and Transfer Agent, Link Intime (India) Private Limited at C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai - 400 083 quoting their folio number.

12. In compliance with the MCA Circular No. 20/2020 dated May 5, 2020, the Notice of the AGM along with the Annual Report for the Financial Year 2019-2020 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice of the AGM and the Annual Report for the Financial Year 2019-2020 will also be available on the Company's website www.gandharoil.com

13. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with the Company in case the shares are held by them in physical form.

14. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote provided the votes are not already cast by remote e-voting by the first holder.

15. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 16.10.2020, may obtain the login ID and password by sending a request at rnt.helpdesk@linkintime.co.in / instameet@linkintime.co.in.

16. **VOTING THROUGH ELECTRONIC MEANS**

    In compliance with the provisions of MCA Circulars, the Company is providing to its Shareholders, facility to exercise their right to vote on the resolutions proposed to be considered at the ensuing 28th AGM, by electronic means. The Shareholders may cast their votes using "remote e-voting" (e-voting from place other than venue of the Annual General Meeting) facility to exercise their right to vote on all matters listed in this

Notice, by electronic means. For this purpose, the Company has entered into an agreement with Link Intime (India) Private Limited for facilitating remote e-voting to enable all its Shareholders to cast their vote electronically.

Remote e-voting:

a. In compliance with the provisions of Section 108 of the Act, read with the corresponding rules, the Company is pleased to provide a facility to its members to exercise their votes electronically through the electronic voting ("e-voting") facility provided by the Link Intime (India) Private Limited. Members who have cast their votes by remote e-voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again.

b. The manner of voting remotely by members holding shares in dematerialized mode, physical mode and for members who have not registered their email addresses is provided in the instructions for E-voting section which forms part of this Notice.

c. The remote e-voting period commences on Monday, November 16, 2020 (9:00 a.m. IST) and ends on Wednesday, November 18, 2020 (5:00 p.m. IST). During this period, members holding shares either in physical or dematerialized form, as on cut-off date, i.e. as on Friday, November 13, 2020 may cast their votes electronically. The e-voting module will be disabled by Link Intime (India) Private Limited for voting thereafter. A member will not be allowed to vote again on any resolution on which vote has already been cast. The voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cut-off date, i.e. as on Friday, November 13, 2020.

Remote e-Voting Instructions for shareholders:

1. Open the internet browser and launch the URL: https://instavote.linkintime.co.in

   Those who are first time users of LIIPL e-voting platform or holding shares in physical mode have to mandatorily generate their own Password, as under:

   ▶ Click on **"Sign Up"** under '**SHARE HOLDER**' tab and register with your following details: -

   A. User ID: Enter your User ID

   - Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
   - Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
   - Shareholders/ members holding shares in **physical form shall provide** Event No + Folio Number registered with the Company

   B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

   C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

   D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

   - Shareholders/ members holding shares in **CDSL demat account shall provide either 'C' or 'D', above**
   - Shareholders/ members holding shares in **NSDL demat account shall provide 'D', above**
   - Shareholders/ members holding shares in **physical form** but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above

   ▶ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#$&*), at least one numeral, at least one alphabet and at least one capital letter).

   ▶ Click "confirm" (Your password is now generated).

   NOTE: If Shareholders/ members are holding shares in demat form and have registered on to e-Voting system of LIIPL: https://instavote.linkintime.co.in, and/or voted on an earlier event of any company then they can use their existing password to login.

2. Click on 'Login' under '**SHARE HOLDER**' tab.

3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on '**Submit'.**

4. After successful login, you will be able to see the notification for e-voting. Select '**View**' icon**.**

5. E-voting page will appear.

6. Refer the Resolution description and cast your vote by selecting your desired option '**Favour / Against**' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).

7. After selecting the desired option i.e. Favour / Against, click on '**Submit'.** A confirmation box will be displayed. If you wish to confirm your vote, click on '**Yes',** else to change your vote, click on 'No' and accordingly modify your vote.

8. Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIIPL at https://instavote.linkintime.co.in and register themselves as '**Custodian / Mutual Fund / Corporate Body**'. They are also required to upload a

scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the **'Custodian / Mutual Fund / Corporate Body'** login for the Scrutinizer to verify the same.

If you have forgotten the password:

- o Click on **'Login'** under **'SHARE HOLDER'** tab and further Click **'forgot password?'**
- o Enter **User ID,** select **Mode** and Enter Image Verification (CAPTCHA) Code and Click on **'Submit'.**

- In case shareholders/ members is having valid email address, Password will be sent to his / her registered e-mail address.
- Shareholders/ members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.
- The password should contain minimum 8 characters, at least one special character (@!#$&*), at least one numeral, at least one alphabet and at least one capital letter.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

Shareholders/ members holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.

In case shareholders/ members have any queries regarding e-voting, they may refer the **Frequently Asked Questions ('FAQs')** and **InstaVote e-Voting manual** available at https://instavote.linkintime.co.in, under **Help** section or send an email to enotices@linkintime.co.in or contact on: - Tel: 022 –4918 6000.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

Process and manner for attending the Annual General Meeting through InstaMeet:

1. Open the internet browser and launch the URL: https://instameet.linkintime.co.in

▶ Select the "Company" and 'Event Date' and register with your following details: -

A. Demat Account No. or Folio No: Enter your 16 digit Demat Account No. or Folio No

- Shareholders/ members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID
- Shareholders/ members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID
- Shareholders/ members holding shares in physical form shall provide Folio Number registered with the Company

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable.

C. Mobile No.: Enter your mobile number.

D. Email ID: Enter your email id, as recorded with your DP/Company.

▶ Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).

Please refer the instructions (annexure) for the software requirements and kindly ensure to install the same on the device which would be used to attend the meeting. Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request 3 days in advance with the company on investor@gandharoil.com.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive "speaking serial number" once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.
6. Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-FI or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

Other Instructions:

1. The Board of Directors have appointed M/s. Manish Ghia & Associates (Membership No. FCS 3531), Practicing Company Secretaries as the Scrutinizer to scrutinize the voting during the AGM in a fair and transparent manner.
2. The Scrutinizer shall immediately after the conclusion of voting at the AGM, will first count the votes cast at the meeting through e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 hours of the conclusion of the AGM, a scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
3. The results declared along with the Scrutinizer's Report shall be immediately placed on the Company's website www.gandharoil.com. The result will also be posted on the Notice Board of the Company at the Registered Office.

STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013:

Item No.5:

The Board, on recommendation of the Audit Committee, approved the appointment of M/s. Maulin Shah & Associates, Cost Accountants, Ahmedabad (FRN: 101527) as the Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year 2020-21 at a remuneration of Rs. 1,00,000/- (Rupees One Lakh Only) plus applicable taxes and out of pocket expenses, if any at actual.

In accordance with the provisions of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the members of the Company at the Annual General Meeting. Accordingly, consent of the members is sought by passing an Ordinary Resolution as set out at Item No. 5 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year 2020-21.

None of the Directors and Key Managerial Personnel (KMP) of the Company or their relatives is concerned or interested in the said resolution.

The Board recommends the Ordinary Resolution as set out at Item No. 5 of the accompanying Notice relating to the ratification of the remuneration payable to M/s. Maulin Shah & Associates, Cost Auditors of the Company for the Financial Year 2020-2021 of the Notice for the approval of the Shareholders.

Item No. 6:

In pursuance to the provisions of Section 149, 152, 161, and other applicable provisions, if any, of the Companies Act, 2013, read with applicable rules made there under, Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, vide their resolution dated 17th August, 2020, appointed Ms. Amrita Nautiyal [DIN: 00123512] as an Additional Non-Executive Independent Director of the Company for a term of five consecutive years w.e.f. 17th August, 2020, subject to the approval of shareholders at the ensuing Annual General Meeting.

In terms of the provisions of Section 161 (1) of the Act, Ms. Amrita Nautiyal holds office upto the date of forthcoming Annual General Meeting and is eligible for appointment as a Director of the Company. Ms Nautiyal has given requisite declaration pursuant to Section 149(7) of the Companies Act, 2013. Further, Ms. Nautiyal is not disqualified from being appointed as Director in terms of Section 164 (2) of the Act and has given intimation in Form DIR-8.

A brief profile of Ms. Amrita Nautiyal as per Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) forms part of the Notice. The draft letter of appointment is available for inspection to members at Website of the Company at www.gandharoil.com.

After taking into consideration the recommendation of the Nomination & Remuneration Committee, the Board is of the opinion that looking at Ms. Amrita Nautiyal vast knowledge and varied experience will be of great value to the Company and would be beneficial to the overall functioning of the Company.

As on date of this notice, Ms. Amrita Nautiyal does not hold any shares in the Company and is not related to any of the Directors / Key Managerial Personnel of the Company or their relatives is / are in any manner concerned or interested, financially or otherwise, in the said resolution.

The Board recommends the Ordinary Resolution as set out at Item No. 6 of the accompanying notice relating to the appointment of Ms. Amrita Nautiyal as a Non-Executive Independent Director of the Company for the approval of the Shareholders.

Item No. 7

Mr. Ramesh Parekh is the founder and promoter of the Company and has been serving as the Non-executive Chairman of the Company.

Based on the recommendation of the Nomination & Remuneration Committee (NRC) the Board of Directors at their meeting held on 21st September, 2020 has decided to avail the expertise of Mr. Ramesh Parekh on regular basis after considering his vast experience in the Business of the Company and appointed him as the Managing Director of the Company for a period of 5 (Five) years with effect from 21st September, 2020 upto 20th September, 2025 subject to the approval of members in the ensuing Annual General Meeting.

The details of remuneration payable and other terms and conditions of appointment of Mr. Parekh are mentioned in the resolution at Item no.7 of the notice and in the draft agreement to be entered between the Company and Mr. Ramesh Parekh.

The Company has received from Mr. Ramesh Parekh:

i) the consent in writing to act as Managing Director pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014, and

ii) an intimation in Form DIR-8 pursuant to Rule 14 of the Companies (Appointment and Qualification of Directors) Rules, 2014, that he is not disqualified to act as a Managing Director under Section 164(2) of the Companies Act, 2013;

iii) A confirmation on the fulfilment of criteria as laid down under Schedule V of the Companies Act, 2013;

A notice under Section 160 of the Act has been received from a member proposing the candidature of Mr. Parekh for the office of a Director of the Company.

In terms of provisions of Section 196, 197 read with Schedule V and the rules made thereunder, the appointment and payment of remuneration to Mr. Ramesh Parekh as Managing Director of the company as aforesaid require the approval of members by a Special Resolution. Further, the approval for payment of remuneration can be for a maximum period of 3 years.

As the appointment of Mr. Ramesh Parekh is appropriate and is in the best interest of the Company, the Board of Directors recommends the special resolution set out at Item no. 7 of the notice for your approval.

The details as required under Clause (iv) to second proviso of Section II B of Part II of Schedule V of the Companies Act, 2013 are given below:

I	**General Information**	
1.	Nature of industry	The Company is engaged in Manufacturing and trading of Petroleum Products/Speciality Oil and Trading of Non-Coking Coal.
2.	Date or expected date of commencement of commercial production	The Company is an existing Company and is in operation since 1992
3	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable
4	Financial performance based on given indicators	In the Financial Year 2019-2020, the Company made a turnover of Rs. 23,663.22 Million and Profit of Rs. 178.22 million after tax
5	Foreign investments or collaborations, if any.	100% Investment in overseas WOS 1. Gandhar Global Singapore Pte. Ltd at Singapore 2. Gandhar Oil & Energy DMCC at Dubai 3. 50% Investment in joint venture company - Texol Lubritech FZC
II	**Information about the appointee Mr. Ramesh Parekh**	
1.	Background details	Mr. Ramesh Parekh is the Promoter of the company and he has more than 30 years of experience right from trading to manufacturing. Mr. Ramesh Parekh is presently working as a Non-Executive Chairman of the Company.
2.	Past remuneration	Not Applicable as presently he is acting as a Non-Executive Chairman of the Company.
3	Recognition or awards	Mr. Ramesh Parekh is having a rich experience in the industry in which the Company operates.
4	Job profile and his suitability	He is a Chairman of the Company and supervises overall management of the Company. Taking into consideration his expertise, he is best suited for the responsibilities currently assigned to him by the Board of Directors.
5	Remuneration proposed	Details of remuneration proposed for approval of the Shareholders at this Annual General Meeting of the Company are as provided in the respective resolutions.
6	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	The Remuneration payable to Mr. Ramesh Parekh as a Managing Director of the company is at Par with industry standards, in which the Company operates.
7	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Father of Mr. Samir Parekh and Mr. Aslesh Parekh, Whole-time Directors of the Company.
III	**Other Information**	
1.	Reasons of loss or inadequate profits	Fluctuating base oil prices and foreign exchange volatility besides the demand for the Company's products lead to uncertainty in the Company's business.
2.	Steps taken or proposed to be taken for improvement	This point is not applicable to company. However the company has put in place the risk management policy to mitigate the various business risks and monitor the various facets of the risks on a continuous basis.
3.	Expected increase in productivity and profits in measurable terms	The company is bound to be benefitted from the contribution and guidance to be provided by the Managing Director in the coming years.

The copy of the agreement setting out the terms and conditions of appointment and remuneration of Mr. Ramesh Parekh, shall be open for inspection by the members during the AGM.

None of the Directors and/or Key Managerial personnel of the company and their relatives, except Mr. Ramesh Parekh, Mr. Samir Parekh, Mr. Aslesh Parekh and their relatives, are in any way concerned or interested in the proposed appointment of Mr. Ramesh Parekh as Managing Director of the company.

By order of the Board of Directors
For Gandhar Oil Refinery (India) Limited

Jayshree Soni
Company Secretary
FCS Membership No. 6528

Place: Mumbai
Date: 21.09.2020

Registered Office
DLH Park, 18th Floor,
S. V. Road, Goregaon (West),
Mumbai-400062

Annexure to Notice

As per Secretarial Standards on General Meetings (SS-2) notified by the Institute of Company Secretaries of India (ICSI), details of directors seeking appointment / re-appointment at the ensuing Annual General Meeting are as follows:

Name of Director	Mr. Aslesh Parekh	Ms. Amrita Nautiyal	Mr. Ramesh Parekh
Date of Birth and Age	01/03/1982 38 Years	18/06/1971 49 years	12/06/1954 66 years
Nationality	Indian	Indian	Indian
DIN	02225795	00123512	01108443
Date of first appointment	01/04/2008	17/08/2020	07/10/1992
Designation	Whole-Time Director- (Oil) Division	Independent Director	Non-Executive Chairman
Term for appointment / re-appointment	3 Years (from 1st October 2018 to 30th September 2021)	Appointed for a term of 5 consecutive years w.e.f. 17th August, 2020 to 16th August, 2025 in capacity of Independent Director.	Appointed as a Managing Director for a period of 5 years w.e.f. 21st September, 2020 to 20th September, 2025.
Terms and condition of appointment / re-appointment	Whole-time Director liable to retire by rotation	Independent Director not liable to retire by rotation	Chairman cum Managing Director liable to retire by rotation.
Expertise in specific functional areas	• More than 10 years' experience in Export and Finance	• She is an Independent Director in Cipla Health Limited • She is a Practicing Company Secretary with specialization in Company Secretarial services, Corporate and other allied Laws, RERA, etc. with over two decades of experience.	More than 30 years' experience right from trading to manufacturing.
Qualifications	• M.COM & MBA (Finance)	• Fellow member of the Institute of Company Secretaries of India (ICSI) • law graduate from Mumbai University • PG Diploma in Business Management from NMIMS.	B.com
List of Companies in which Directorship held	• Nature Pure Wellness Pvt. Ltd.	• Cipla Health Limited • Jay Precision Pharmaceutical Pvt Ltd	• Gandhar Infrastructure Project Private Limited • Gandhar Shipping And Logistics Private Limited • Manufacturers Of Petroleum Specialties Association • Texol Lubritech FZC
Chairman/member of the Committee of other Companies in which individual is a Director	NIL	• Cipla Health Limited - Chairperson of Nomination and Remuneration committee and member of Audit Committee • Jay Precision Pharmaceutical Pvt Ltd- Chairperson of Nomination and Remuneration committee and member of Audit Committee	NIL
No. of shares held in the Company.	3,85,000 i.e. 2.41%	NIL	60,30,000 i.e. 37.69%
Relationship between Directors inter-se	Son of Mr. Ramesh Parekh, Chairman and Non-Executive Director and Brother of Mr. Samir Parekh, Whole-Time Director of the Company.	Not related	Father of Mr. Samir Parekh and Mr. Aslesh Parekh, Whole-time Directors of the Company.
Last remuneration drawn	Rs. 7,80,000/- per month	N.A.	NIL (Except sitting fees and commission, if any)
Proposed remuneration	NIL	She will be eligible for sitting fees	Rs. 10,00,000/- per month
No. of Board Meeting attended during 2019-20.	3	N.A.	4

DIRECTORS' REPORT

Dear Members,

Your Directors take pleasure in presenting the 28th Annual Report of the Company together with the Audited Financial Statements (Standalone & Consolidated) for the financial year ended 31st March, 2020.

1. **FINANCIAL SUMMARY & HIGHLIGHTS:**

The key highlights of the standalone and consolidated audited financial statements of your Company for the financial year ended 31st March 2020 and comparison with the previous financial year ended 31st March 2019 are summarised below

(Rs.in Million)

Particulars	Standalone		Consolidated	
	Financial Year ended 31st March 2020	Financial Year ended 31st March 2019	Financial Year ended 31st March 2020	Financial Year ended 31st March 2019
Total Income	23,821.37	30,632.96	25,162.89	35,943.93
Profit before Finance Costs, Depreciation/Amortisation, Exceptional Items and Tax	**771.64**	**967.95**	**754.82**	**974.04**
Less: Finance Cost	458.60	441.34	488.40	474.19
Less: Depreciation and Amortisation Expense	107.66	73.22	108.40	75.37
Profit before share of Profit/(loss) of a joint venture, exceptional items and tax	**205.38**	**453.39**	**158.02**	**424.47**
Share of Profit/(Loss) of a Joint Venture	-	-	(9.97)	2.28
Profit before exceptional items and tax	**205.38**	**453.39**	**148.05**	**426.75**
Exceptional Items	-	160.55	-	160.55
Profit before tax	**205.38**	**292.84**	**148.05**	**266.20**
Tax expenses	27.16	72.17	30.55	78.86
Profit after taxation	**178.22**	**220.67**	**117.50**	**187.34**

2. **NOTE ON COVID:**

a. **Impact of COVID 19 pandemic on business activity of the Company:**

In view of outbreak of COVID 19 pandemic, the Company had to temporarily suspend its operations at all its locations from 21st March, 2020 in line with the Government directives. The Company had initiated "Work from Home" policy for various offices across India and ensured normalcy in daily operations with remote working. The closure of operations across all locations had an impact on volumes and sales revenue of the Company.

b. **Resumption / restart of operations:**

Since some of the products being classified as Essential Items, the operations at various locations were resumed in compliance with the order and guidelines / Standard Operating Procedures (SOPs) issued by the relevant government authorities. Taloja plant was the first to resume its operations in mid of April 2020 with safety measures and with limited man power. Subsequently Silvasa plant resumed its operations in end of May, 2020 with restricted manpower. Initially the capacity utilizations of both the plants were at very low levels and then picked up subsequently.

c. **Estimation of future impact on operations:**

The lockdown due to COVID 19 is continuing in FY 2020-21 and the Company is continuing its operations in all the business units with lower demand. Management is expecting that demand for products will improve on stabilization of COVID 19, post removal of lockdown. Economic activities have resumed post Government's decision to unlock the country in phased manner. Management is of the view that based on the current circumstances the future impact on business operations, is however difficult to assess.

3. **TRANSFER TO RESERVE:**

During the year under review, no amount was transferred to Reserve.

4. **DIVIDEND:**

During the year under review, the Board of Directors of the Company at their meeting held on 18th March, 2020 declared an Interim Dividend @ 45% i.e. Rs. 4.50/- per equity share on 1,60,00,000 equity shares of Rs. 10/- each of the Company. The outflow on account of Interim Dividend was Rs. 7,20,00,000/-. The said Interim Dividend was paid to the shareholders of the Company as per the provisions of the Companies Act, 2013 and rules made there under.

In order to conserve the resources for business requirement of the Company, your Board do not recommend any further Dividend for the financial year under review. The Interim Dividend declared by the Board shall be considered as the Final Dividend. The members are requested to confirm the above interim-cum-final dividend at the ensuing Annual General Meeting of the Company.

5. **SHARE CAPITAL:**

During the year under review the Company has neither issued nor allotted any further Shares and accordingly there was no change in share capital of the Company. The paid up Equity Share Capital of the Company as on 31st March 2020 is Rs. 16,00,00,000/- divided into 1,60,00,000 Equity Shares of Rs. 10/- each.

During the year under review IDFC Spice Fund (IDFC Fund) being one of the shareholders of the Company has transferred its stake on 26th December, 2019 by way of specie distribution to IDFC First Bank Limited, IDFC Asset Management Company Limited and to other 700 plus investors of the IDFC Fund, accordingly they have become the shareholders of the Company from the said transfer date. Therefore as on 31st March 2020, the Company has total 785 no. of shareholders.

6. **STATE OF COMPANY'S AFFAIRS:**

a. **Performance of the Company:**

The standalone total income of the Company during the year stood at ₹ 23821.37 Million compared to the total income of ₹ 30632.96 Million during the previous year. The standalone total income thus decreased by ₹ 6811.59 Million compared to previous year.

The consolidated total income during the year stood at ₹ 25162.89 Million compared to the total income of ₹ 35943.93 Million during the previous year. The consolidated revenue thus decreased by ₹ 10781.04 Million compared to previous year.

As per the standalone financials, the Company earned a net profit before tax of ₹ 205.38 Million in the year under review as against a net profit before tax of ₹ 453.39 Million in the previous year.

i. **Petroleum Products & Speciality Oil**

The turnover of Oil segment increased from ₹ 11,977.06 Million to ₹ 13,742.44 Million in current year and achieved a growth of 14.74%.

ii. **Non-coking Coal**

The turnover of Coal segment decreased from ₹ 18,229.70 Million to ₹ 9,892.91 Million in current year.

iii. **Others**

The turnover of other segment decreased from ₹ 13.02 Million to ₹ 3.21 Million in current year.

b. **Performance of Subsidiary Companies/Associate Companies/Joint Ventures:**

Domestic Subsidiary:

Gandhar Shipping and Logistics Private Limited:

During the year under review the Gross revenue of the Company was ₹ 969.85 Million compared to total revenue of ₹ 1,192.46 Million in the previous year. Profit After Tax (PAT) stood at ₹ 9.84 Million compared to ₹ 17.49 Million in the Previous Year.

Overseas Subsidiaries:

Gandhar Global Singapore Pte Ltd.:

During the year under review total revenue generated by the Company was ₹12.54 Million compared to total revenue of ₹ Nil in the previous year. The Company has declared and paid interim dividend @ USD 1 per share to our Company and our Company has received ₹ 73.96 Million as Dividend. The Company has also distributed capital SGD 1 Million (USD 0.80 Million) and accumulated profit of USD 0.04 Million during the year. The same is received by the company. As there is no business in the Company the application for voluntary winding up has been filed by it.

Gandhar Oil & Energy DMCC:

During the year under review the total income of the Company was ₹ 1,257.10 Million compared to ₹ 5,084.11 Million for the previous year. The Net Profit after tax was stood at ₹ 11.52 Million compared to ₹ 152.40 Million for the previous year.

Overseas Joint Venture:

Texol Lubritech FZC:

The Company has a joint venture Company namely Texol Lubritech FZC at Sharjah in which the Company has invested in 50% shares alongwith the JV Partner ESPE Petrochemicals FZC. Texol Lubritech has started its manufacturing operations in the last year. The new manufacturing facility is in the business to manufacture speciality oils and lubricants including liquid paraffin, industrial oil and greases, transformer oils, petroleum jelly, automotive lubricants, rubber processing oils and other petrochemical products.

During the year under review the Gross revenue of the Company was ₹ 1,461.17 Million compared to total revenue of ₹ 372.57 Million in the previous year. The Company has incurred loss of ₹ 63.29 Million compared to profit of ₹ 4.55 Million in the previous year.

In accordance with the Section 129(3) of the Companies Act, 2013 read with Rule 5 of Companies (Accounts of Companies) Rules, 2014, the Company has prepared consolidated financial statements of the Company and all its subsidiary companies which forms part of the Annual Report. A statement containing the salient features of the financial statement of the subsidiaries of the Company in the prescribed format AOC-1 is enclosed as Annexure to the financials statements provided in the Annual Report.

The said Form also highlights the financial performance of each of the subsidiaries/associates companies included in the Consolidated Financial Statement pursuant to Rule 8(1) of the Companies (Accounts) Rules, 2014.

Further, pursuant to the provisions of Section 136 of the Act, the financial statements of the Company, consolidated financial statements along with relevant documents and separate audited financial statements in respect of subsidiaries, are available on the website of the Company.

The Company does not have any Holding or Associate Company.

7. **CHANGE IN THE NATURE OF BUSINESS OF THE COMPANY:**

There was no change in the nature of business during the financial year under review.

8. **PUBLIC DEPOSITS:**

During the year under review, the Company has not accepted any deposits within the meaning of Section 73 and 76 of the Act, read with Companies (Acceptance of Deposits) Rules, 2014.

9. **EXTRACT OF THE ANNUAL RETURN:**

The extract of Annual Return in prescribed Form MGT 9 pursuant to the provisions of Section 92 of the Act read with Rule 12 of the Companies (Management and administration) Rules, 2014 is available on the website of the Company viz. www.gandharoil.com and the same is attached as Annexure A to this Report.

10. **DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

i) **Directors retiring by rotation:**

In accordance with the provisions of Section 152 of the Act, read with Companies (Management and Administration) Rules, 2014 and Articles of Association of the Company, Mr. Aslesh Parekh, (DIN: 02225735) Whole-time Director of the Company, retires by rotation at the ensuing Annual General Meeting (AGM) and being eligible, has offered himself for re-appointment. The Board recommends the re-appointment of Mr. Aslesh Parekh and the matter is being placed for seeking approval of members at the ensuing Annual General Meeting of the Company.

Pursuant to Secretarial Standards – 2 on General Meetings, brief details of Mr. Aslesh Parekh, are provided as an Annexure to the Notice of the Annual General Meeting

ii) **Directors and Key Managerial Personnel of the Company appointed and resigned during the year and upto the date of signing of this report:**

As on 31st March, 2020 the Board of Directors of the Company comprises of five Directors, of which three are Non-Executive Directors & two are Executive Directors. The constitution of the Board of the Company is in accordance with the provisions of the Companies Act, 2013.

Appointment of Mr. Raj Kishore (DIN: 00071024) as Non-Executive (Independent) Director of the Company was confirmed in the previous Annual General Meeting (AGM) held on 30th September, 2019.

Mr. Sarthak Behuria, (DIN: 03290288) Independent Director, resigned from the directorship of the Company w.e.f. 10th February, 2020. Mrs. Deena Mehta Independent Director, resigned from the directorship of the Company w.e.f. 14th July, 2020. The Board expresses its appreciation to Mr. Sarthak Behuria and Mrs. Deena Mehta for the valuable guidance provided during their tenure as Director of the Company.

Ms. Amrita Nautiyal (DIN: 00123512) was appointed as an Additional Non-Executive Independent Director on the Board of the Company under Section 161 of the Act read with relevant rules, in the category of Woman Independent Director with effect from 17th August, 2020 for a period of 5 years, subject to the approval of the shareholders at the ensuing Annual General Meeting of the Company.

Accordingly, the matter for regularisation of Ms. Amrita Nautiyal has been placed before the shareholders for their approval and forms a part of the Notice of the Annual General Meeting.

Mr. Ramesh Parekh, presently the Non-executive Chairman of the Company has been appointed as Chairman & Managing Director of the Company by the Board of Directors at its meeting held on September 21, 2020 in accordance with the Provisions of Section 196 and 197 of the Companies Act, 2013 (the Act) read with relevant rules and schedules thereon for a term of 5 years w.e.f. 21st September, 2020, subject to approval of the members at the ensuing Annual General Meeting.

Accordingly, the matter for re-appointment of Mr. Ramesh Parekh has been placed before the shareholders for their approval and forms a part of the Notice of the Annual General Meeting.

Your Board recommends the appointment of Mr. Ramesh Parekh as Managing Director and Ms. Amrita Nautiyal as Independent Director, respectively on the Board of the Company.

On the basis of the written representations received from the directors, none of the above directors are disqualified under Section 164 (2) of the Companies Act, 2013.

iii) **Declaration from Independent Directors:**

In terms of Section 149, 152 read with Schedule IV and all other applicable provisions of the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, the Independent Directors are appointed for a term of 5 years and are not liable to retire by rotation.

The Company has received declarations from the Independent Directors confirming that they meet with the criteria of independence as prescribed under section 149(6) of the Companies Act, 2013. There has been no change in the circumstances affecting their status as Independent Directors of the Company.

During the year under review, the non-executive directors of the Company had no pecuniary relationship or transactions with the

Company, other than sitting fees, commission, if any and reimbursement of expenses incurred by them for the purpose of attending meetings of the Board / Committees of the Company.

11. **POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION:**

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for appointment and remuneration of Directors, Senior Management Personnel including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under sub-section (3) of Section 178 of the Companies Act, 2013.

Abstract of Nomination and Remuneration Policy is as under:

I. Policy for Appointment and Removal of Director, Key Managerial Personnel and Senior Management:

a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend his / her appointment, as per Company's Policy.

b) A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has authority to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the position.

c) The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution.

Criteria for determining qualifications, positive attributes and independence of Director's is as under:

a. Nominees to the Board will be leaders in their field, have broad experience, show familiarity with national and international issues, possess sound business judgment, and have other attributes that will enhance shareholder value.

b. The Board will seek acting or former executive officers of complex businesses, leading academics, successful entrepreneurs and individuals who will add diversity to the Board.

c. The Board will possess experiences and core competencies that are essential to the success of the Company having regard to the nature of its business.

d. Each Director or Director nominee also should:

i. Possess fundamental qualities of intelligence, perceptiveness, good judgment, maturity, high ethics and standards, integrity and fairness.

ii. Have a genuine desire to contribute to the Company and a recognition that, as a member of the Board, one is accountable to the shareholders of the Company, not to any particular interest group.

iii. Have, as a general rule, a background that includes broad business experience or demonstrates an understanding of business and financial affairs and the complexities of a large, multifaceted, global business organization.

iv. Be the present or former Chief Executive Officer, Chief Operating Officer, whole time director or substantially equivalent level executive officer of a highly complex organization such as a Company, university or major unit of government, or a professional who regularly advises such organizations.

v. Have no irreconcilable conflict of interest or legal impediment which would interfere with the duty of loyalty owed to the Company and its shareholders.

vi. Have the ability and be willing to spend the time required to function effectively as a Director.

vii. Be compatible and able to work well with other Directors and executives in a team effort with a view to a long-term relationship with the Company as a Director.

viii. Have independent opinions and be willing to state them in a constructive manner.

e. Directors will be selected on the basis of talent and experience without regard to race, religion, sex or national origin. The Company seeks a Board with a diversity of background among its members and a Board that will possess certain core competencies.

f. Apart from the above the independent director nominees/candidates/re-appointees shall be required to be independent of the company in terms of the provisions of Section 149(6) of the Companies Act, 2013 (including rules thereto) and as per the provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

II. Policy for Remuneration to Directors / KMP/ Senior Management Personnel:

1) Remuneration to Managing Director/Whole-time Directors:

a) The Remuneration /Commission etc.to be paid to Managing Director /Whole-time Directors, etc. shall be governed as per provisions of the Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force and the approvals obtained from the Members of the Company.

b) The Nomination and Remuneration Committee shall make such recommendations to the Board of Directors, as it may consider appropriate with regard to remuneration to Managing Director /Whole-time Directors.

2) Remuneration to Non-Executive /Independent Directors:

a) The Non-Executive /Independent Directors may receive sitting fees and such other remuneration as permissible under the provisions of Companies Act, 2013. The amount of sitting fees shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.

b) All the remuneration of the Non-Executive /Independent Directors (excluding remuneration for attending meetings as prescribed under Section 197(5) of the Companies Act, 2013) shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or shareholders, as the case may be.

c) An Independent Director shall not be eligible to get Stock Options and also shall not be eligible to participate in any share based payment schemes of the Company.

d) Any remuneration paid to Non-Executive /Independent Directors for services rendered which are of professional in nature shall not be considered as part of the remuneration for the purposes of clause(b) above if the following conditions are satisfied:

i) The Services are rendered by such Director in his capacity as the professional; and

ii) In the opinion of the Committee, the director possesses the requisite qualification for the practice of that profession.

3) Remuneration to Key Managerial Personnel and Senior Management:

a) The remuneration to Key Managerial Personnel and Senior Management shall consist of fixed pay and incentive pay, in compliance with the provisions of the Companies Act, 2013 and in accordance with the Company's Policy.

b) The Compensation Committee of the Company, constituted for the purpose of administering the Employee Stock Option/ Purchase Schemes, shall determine the stock options and other share based payments to be made to Key Managerial Personnel and Senior Management.

c) The Fixed pay shall include monthly remuneration, employer's contribution to Provident Fund, contribution to pension fund, pension schemes, etc. as decided from time to time.

d) The Incentive pay shall be decided based on the balance between performance of the Company and performance of the Key Managerial Personnel and Senior Management, to be decided annually or at such intervals as may be considered appropriate.

12. PARTICULARS OF REMUNERATION:

During the year under review, no employee was in receipt of remuneration exceeding the limits as prescribed under provisions of Section 197 of the Companies Act, 2013 and Rule 5(2) and 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

13. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the provisions of Section 134(3)(c) of the Act, the Board of Directors state and confirm that:

a. in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;

b. the directors have 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 of the company for that period;

c. the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

d. the directors have prepared the annual accounts on a going concern basis;

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

f. the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

14. MEETINGS OF THE BOARD OF DIRECTORS:

The Board meets at regular intervals to discuss and decide on Company's business policy and strategies apart from other urgent business matters. The date of meetings of the Board of Directors and Committee are informed to the Directors in advance to facilitate them to plan their schedule and to ensure meaningful participation in the meetings. However, in case of a special and urgent business need, the Board's approval is taken by passing resolutions through circulation, as permitted by law, which are confirmed in the subsequent meeting of the Board of Directors.

The notice of meeting of the Board of Directors and Committees is given well in advance to all the Directors of the Company. Usually, meetings of the Board are held at the registered office address of the Company. The agenda of the Board / Committee meetings is circulated 7 days prior to the date of the meeting as per Secretarial Standard on meetings of the Board of Directors (SS-1) issued by the Institute of Company Secretaries of India ('ICSI'). The agenda for the Board and Committee meetings includes detailed notes on the items to be discussed at the meeting to enable the Directors to take an informed decision.

During the Financial Year 2019-20, the Board of Directors met 4 (Four) times on June 28, 2019, September 18, 2019, December 16, 2019, and March 18, 2020. The intervening gap between two consecutive meetings was within the maximum period mentioned under Section 173 of the Act.

The attendance of Directors at the Meeting of Board of Directors for Financial Year 2019-20 is as under:

Sr. No.	Name of the Directors	Category of Directors	No. of Board Meetings	
			Held	Attended
1.	Mr. Ramesh Parekh	Non-Executive Chairman	4	4
2.	Mr. Samir Parekh	Whole-time Director	4	4
3.	Mr. Aslesh Parekh	Whole-time Director	4	3
4.	Mr. Sarthak Behuria*	Independent Director	4	3
5.	Mrs. Deena Mehta	Independent Director	4	4
6.	Mr. Raj Kishore Singh	Independent Director	4	4

* *Mr. Sarthak Behuria resigned as Director w.e.f. 10.02.2020*

15. ANNUAL EVALUATION OF PERFORMANCE OF BOARD:

Pursuant to the provisions of the Companies Act, 2013, a formal annual evaluation needs to be made by the Board of its own performance and that of its Committees and Individual Director. Schedule IV to the Companies Act, 2013, states that the performance evaluation of the Independent Directors shall be done by the entire Board of Directors, excluding the Director being evaluated. The Board works with the Nomination and Remuneration Committee to lay down the evaluation criteria.

The Board has carried out evaluation of its own performance of all, the Directors individually as well as the working of its Audit Committee, Nomination & Remuneration Committee and Stakeholders' Relationship Committee of the Company for the financial year 2019-20. The Board has devised questionnaire to evaluate the performances of each of Executive, Non-Executive and Independent Directors. Such questions are prepared considering the business of the Company and the expectations that the Board have from each of the Directors. The evaluation framework for assessing the performance of Directors comprises of the following key areas:

i. Attendance at Board Meetings and Committee Meetings;

ii. Quality of contribution to Board deliberations;

iii. Strategic perspectives or inputs regarding future growth of Company and its performance;

iv. Providing perspectives and feedback going beyond information provided by the management.

16. SEPARATE MEETING OF INDEPENDENT DIRECTORS:

As stipulated by the code of Independent Directors under Schedule IV of the Companies Act, 2013, a separate meeting of the Independent Directors of the Company was held on March 18, 2020, to review, among other things, the performance of non-Independent Directors and the Board as a whole, evaluation of the performance of the Chairman and the flow of communication between the Board and the management of the Company.

17. COMMITTEES OF THE BOARD:

During the year under review, consequent to the changes in the Board of Directors, the Committees of the Board were re-constituted in accordance with the provisions of the Companies Act, 2013. There are 4 (four) Committees of the Board which are as follows:

a. Audit Committee
b. Nomination and Remuneration Committee
c. Corporate Social Responsibility (CSR) Committee
d. Stakeholders Relationship Committee.

The composition of various Committee/s, meetings held and attended by the members is detailed below:

a. AUDIT COMMITTEE:

The Audit Committee is duly constituted in accordance with the provisions of Section 177 of the Companies Act, 2013. The Audit Committee met four times during the financial year 2019-20 viz. on:

a) June 28, 2019;
b) September 18, 2019;
c) December 16, 2019; and
d) March 18, 2020.

The composition of Audit Committee as on March 31, 2020 and the number of meetings attended by each member during the year 2019-20 are as follows:

Name of Members	Designation	No. of Committee Meetings	
		Held	Attended
*Mrs. Deena Mehta	Chairperson	4	4
*Mr. Sarthak Behuria	Chairman	4	3
Mr. Ramesh Parekh	Member	4	4
Mr. Raj Kishore Singh	Member	3	3

**Mr. Sarthak Behuria, ceased to be a Chairman & member of the committee w.e.f. 10th February, 2020 due to his resignation. Mrs. Deena Mehta has been appointed Chairperson of the Committee w.e.f. 18th March, 2020.*

The Company Secretary of the Company acts as a Secretary to the Committee.

The Audit Committee of the Company reviews the reports to be submitted to the Board of Directors with respect to auditing and accounting matters. It also supervises the Company's internal control and financial reporting process.

Terms of Reference:

The brief descriptions of the terms of references of the Audit Committee as on the date of this report are as follows:

1. Oversight of the process of Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. To review the appointment, removal and terms of remuneration of the chief internal auditor;
5. Approval or any subsequent modification of transactions of the Company with related parties;
6. Make omnibus approval for related party transactions proposed to be entered into by the Company subject to such conditions as may be prescribed in the Companies Act, 2013;
7. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
    a) matters required to be included in the director's responsibility statement to be included in the Board's report in terms of clause (c) of sub-section (3) of Section 134 of the Act;
    b) changes, if any, in accounting policies and practices and reasons for the same;
    c) major accounting entries involving estimates based on the exercise of judgment by management;
    d) significant adjustments made in the financial statements arising out of audit findings;
    e) compliance with listing and other legal requirements relating to financial statements;
    f) disclosure of any related party transactions; and
    g) modified opinion(s) in the draft audit report;
8. Reviewing with the management, the quarterly financial statements before submission to the Board for approval;
9. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
10. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
11. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
12. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
13. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
14. Reviewing the management letters / letters of internal control weaknesses issued by the statutory auditors;
15. Reviewing the management discussion and analysis of financial condition and results of operations;
16. Discussion with internal auditors of any significant findings and follow up there on; and also review the internal audit reports relating to internal control weaknesses;
17. Evaluating of internal financial controls and risk management systems;
18. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
19. To scrutinise the inter-corporate loans and investments;
20. Valuation of undertakings or assets of the listed entity, wherever it is necessary;
21. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
22. To review the functioning of the whistle blower mechanism;
23. Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate; and
24. To do any such act as may be required as per the applicable provisions of law from time to time.

b. **NOMINATION AND REMUNERATION COMMITTEE:**

The Nomination and Remuneration Committee is duly constituted in accordance with provisions of Section 178 of the Companies Act, 2013. During the year under review Nomination and Remuneration Committee met two times viz. on:

a) June 28, 2019; and
b) March 18, 2020.

The composition of Nomination and Remuneration Committee as on March 31, 2020 and the number of meetings attended by each member during the year 2019-20 are as follows:

Name of Members	Designation	No. of Committee Meetings	
		Held	Attended
Mrs. Deena Mehta	Chairperson	2	2
*Mr. Sarthak Behuria	Chairman	2	1
Mr. Ramesh Parekh	Member	2	2
Mr. Raj Kishore Singh	Member	2	1

**Mr. Sarthak Behuria, ceased to be a Chairman & member of the committee w.e.f. 10th February, 2020 due to his resignation. Mrs. Deena Mehta has been appointed Chairperson of the Committee w.e.f. 18th March, 2020. Mr. Raj Kishore Singh has been appointed as a member of the Committee w.e.f. 18th March, 2020.*

The Company Secretary of the Company acts as a Secretary to the Committee.

Terms of reference:

The brief description of terms of references of the Nomination and Remuneration Committee as on the date of this report is as follows:

1. To formulate the criteria for :-
   a) determining the qualifications;
   b) positive attributes and;
   c) independence of a director;
2. To recommend the Board of Directors policy relating to the remuneration of the directors, key managerial personnel and other employees;
3. Formulate policy relating to the remuneration of Directors, Key Managerial Personnel and other employees, after considering the following:-
   a) The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate the directors of the quality required to run the Company successfully;
   b) The relationship of remuneration to performance and meets appropriate performance benchmark;
   c) There is balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the company and its goals.
4. To formulate the criteria for evaluating the performance of independent directors and the board of directors;
5. To devise a policy on diversity of Board of Directors;
6. To identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend the board of directors their appointment and removal; and
7. To decide on whether to extend or continue the term of appointment of the independent Director based on the performance evaluation report of independent directors.

Board Evaluation:

At Gandhar we believe that it is the collective effectiveness of the Board as a whole that impact Company's performance which is a, the primary evaluation platform. Board performance is assessed against the roles and responsibilities of the Board as provided in the Act. Independent Directors of your Company met on March 18, 2020 to evaluate the performance of the Board and the executive and non-executive directors of the Company as per the criteria laid down by the Nomination and Remuneration Committee.

c. **CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE:**

The Corporate Social Responsibility (CSR) Committee is duly constituted in accordance with to the provision of Section 135 of the Companies Act, 2013. During the year under review, the CSR Committee met two times viz. on:

a) June 28, 2019; and
b) December 16, 2019;

The composition of CSR Committee as on March 31, 2020 and the number of meetings attended by each member during the year 2019-20 are as follows:

Name of Members	Designation	No. of Committee Meetings	
		Held	Attended
Mr. Ramesh Parekh	Chairman	2	2
*Mr. Sarthak Behuria	Member	2	2
Mr. Samir Parekh	Member	2	1
*Mrs. Deena Mehta	Member	-	-

*Mr. Sarthak Behuria, ceased to be a Chairman & member of the committee w.e.f. 10th February, 2020 due to his resignation. Mrs. Deena Mehta has been appointed as member of the Committee w.e.f. 18th March, 2020.

The Company Secretary of the Company acts as a Secretary to the Committee.

Terms of reference:

The brief description of terms of references of the Corporate Social Responsibility Committee as on March 31, 2020 is as follows:

1. Formulate and recommend to the Board, a Corporate Social Responsibility policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Act;
2. Recommend the amount of expenditure to be incurred on the corporate social responsibility activities;
3. Monitor the Corporate Social Responsibility policy and projects of the Company from time to time;
4. Institute a transparent monitoring mechanism for the implementation of the corporate social responsibility projects or programs or activities undertaken by the Company;
5. Approve corporate social responsibility activities to be undertaken by the Company;
6. Report on corporate social responsibility activities undertaken by the Company;
7. Provide responsibility statement that the implementation and monitoring of corporate social responsibility policy is in compliance with corporate social responsibility objectives and policy of the Company.

d. **STAKEHOLDERS' RELATIONSHIP COMMITTEE**

The Stakeholders' Relationship Committee is constituted in accordance with the provisions of Section 178 of the Companies Act, 2013. During the year under review, no meetings were held by the Stakeholders' Relationship Committee:

The composition of Stakeholders' Relationship Committee as on March 31, 2020 is as under:

Name of Members	Designation
*Mr. Sarthak Behuria	Chairman
*Mr. Ramesh Parekh	Chairman
Mr. Samir Parekh	Member
Mr. Raj Kishore Singh	Member

**Mr. Sarthak Behuria, ceased to be a Chairman & member of the committee w.e.f. 10th February, 2020 due to his resignation. Mr. Ramesh Parekh has been appointed as Chairman of the Committee w.e.f. 18th March, 2020. Mr. Raj Kishore Singh has been appointed as member of the Committee w.e.f. 18th March, 2020.*

The Company Secretary of the Company acts as a Secretary to the Committee.

Terms of reference:

The brief descriptions of terms of references of the Stakeholders Relationship Committee as on March 31, 2020 are as follows:

1. transfer/transmission of shares issued by the Company from time to time;
2. issue of duplicate share certificates for shares reported lost, defaced or destroyed, as per the laid down procedure;
3. issue new certificates against subdivision of shares, renewal, split or consolidation of share certificates;
4. issue and allot right shares / bonus shares pursuant to a Rights Issue / Bonus Issue made by the Company, subject to such approvals as may be required;
5. to approve and monitor dematerialization of shares / debentures / other securities and all matters incidental or related thereto;
6. to authorize the Company Secretary to attend to matters relating to non-receipt of annual reports, notices, non-receipt of declared dividend change of address for correspondence etc. and to monitor action taken;
7. monitoring expeditious redressal of investors / stakeholders grievances;
8. all other matters incidental or related to shares, debentures and other securities of the Company.

18. AUDITORS:

i. STATUTORY AUDITORS:

M/s. Kailash Chand Jain & Co., Chartered Accountants, Mumbai, (Firm Registration No. 112318W), the Statutory Auditors of the Company, shall retire at the conclusion of the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment. The Company has received a letter from them to the effect that they are willing to continue as Statutory Auditors and if re-appointed, their re-appointment would be within the limits prescribed under Section 139 of the Companies Act, 2013.

Your Directors recommend the re-appointment of M/s. Kailash Chand Jain & Co., Chartered Accountants, Mumbai, (Firm Registration No. 112318W), as Statutory Auditors of the Company at the ensuing Annual General Meeting to be held on 20th November, 2020 for a period of five years i.e. till the conclusion of the Annual General Meeting to be held for the financial year 2025.

There are no qualifications, reservations, adverse remarks or disclaimers made by the Statutory Auditors in their Report dated 21st September, 2020. Notes to Accounts and Auditors remarks in their report are self-explanatory and do not call for any further comments.

ii. COST AUDITORS:

Pursuant to the provisions of Section 148 of the Act, read with Companies (Cost Record and Audit) Rules, 2014 and on recommendation of the Audit Committee, the Board of Directors appointed M/s. Maulin Shah & Associates, Cost Accountant, Ahmedabad (FRN No. 101527) as Cost Auditor of the Company to conduct audit of cost records of the Company for the financial year 2020-21 at a remuneration of Rs. 1,00,000/- (Rupees One Lakh Only) plus applicable taxes and out of pocket expenses, subject to approval of members in the ensuing AGM.

iii. SECRETARIAL AUDITORS:

Pursuant to the provisions of Section 204 of the Act, read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and as recommended by the Audit Committee, M/s. Manish Ghia & Associates, Company Secretaries, Mumbai are appointed as the Secretarial Auditors of the Company for financial year 2020-21. The Secretarial Audit Report received from M/s. Manish Ghia & Associates, Company Secretaries, Mumbai for the year ended 31st March, 2020, is annexed as **"Annexure B"** and forms part of this report.

There are no qualifications, reservations, adverse remarks or disclaimers made by the Secretarial Auditors in their report dated 21st September, 2020.

iv. INTERNAL AUDITORS:

Pursuant to the provisions of Section 138 of the Act, read with Companies (Accounts) Rules, 2014 and upon recommendation of the Audit Committee, the Board of Directors re-appointed M/s. G. D. Singhvi & Co., Chartered Accountants, Mumbai (FRN: 110287W) as Internal Auditor of the Company. The Internal Auditor submits his reports to the Audit Committee. Based on the report of internal audit, management undertakes corrective actions in their respective areas and thereby strengthens the controls.

v. INTERNAL FINANCIAL CONTROL:

The Board has adopted the policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to Company Policies, safeguarding of assets, prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and timely preparation of reliable financial disclosures.

The Audit Committee evaluates the efficiency and adequacy of financial control system in the Company, its compliance with operating systems, accounting procedures at all locations of the Company and strives to maintain a high Standard of Internal Financial Control.

19. DETAILS IN RESPECT OF FRAUD REPORTED BY AUDITORS:

Pursuant to Section 143(12) of the Companies Act, 2013, during the year under review there were no frauds reported by the Auditors of the Company to the Audit Committee or the Board of Directors. Hence, there is nothing to report under Section 134(3)(ca) of the Companies Act, 2013.

20. VIGIL MECHANISM POLICY:

The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations and in order to maintain these standards the Company encourages the employees to voice their genuine concerns without fear of criticism. Therefore, it has built in and set up the Vigil Mechanism, under this mechanism all the employees and Directors of the Company are eligible to make disclosures in relation to matters concerning the Company.

We affirm that during the year under review, no employee or Directors were denied access to the Audit Committee. The Vigil Mechanism Policy is available on the website of the Company www.gandharoil.com.

21. CORPORATE SOCIAL RESPONSIBILITY INITIATIVE:

Pursuant to the provisions of Section 135 of the Act, read with Companies (Corporate Social Responsibility) Rules, 2014, the Company has constituted Corporate Social Responsibility (CSR) Committee and has framed a CSR Policy. As part of its initiatives under CSR, the Company has identified various projects. These projects are in accordance with Schedule VII of the Act. The Policy on Corporate Social Responsibility is available on the website of the Company viz. www.gandharoil.com.

The details of CSR expenditure as per the provisions of Rule 8 of Companies (Corporate Social Responsibility) Rules, 2014 are annexed as **"Annexure C"** and forms part of this report.

22. MAINTAINENCE OF THE COST RECORDS:

Maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, is required by the Company and accordingly such accounts and records are made and maintained by the Company.

23. **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**

The information pertaining to conservation of energy, technology absorption, Foreign exchange Earnings and outgo as required under Section 134 (3)(m) of the Act, read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished in "**Annexure D**" and forms part of this Report.

24. **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:**

The details of loans, guarantees or investments made by the Company under Section 186 of the Act, during the year under review are given under notes to Financial Statements for the financial year 2019-20.

25. **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:**

All the Related Party Transactions entered during the financial year were in ordinary course of the business and on arm's length basis and the same are reported in the Notes to the Financial Statements. No Material Related Party Transactions were entered during the year by your Company. The policy on Related Party Transactions as approved by the Board is available on the Company's website viz. www.gandharoil.com

Accordingly, disclosures of Related Party Transactions as required under Section 134(3) of the Act, in form AOC-2 is not applicable to the Company.

26. **MATERIAL CHANGES AND COMMITMENT, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY THAT OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:**

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statements relate and the date of this report.

27. **DETAILS OF SIGNIFICANT MATERIAL ORDERS PASSED BY THE REGULATORS / COURTS / TRIBUNAL IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATION IN FUTURE:**

There are no significant material orders passed by the Regulators / Courts / Tribunal which would impact the going concern status of the Company or will have bearing on company's operations in future.

28. **RISK AND AREAS OF CONCERN:**

The major risks faced by your Company are on account of volatility in the prices of its raw materials and foreign exchange rates. The Company has laid down a well-defined Risk Management Policy to mitigate its risks, covering the risk mapping, trend analysis, risk exposure, potential impact and risk mitigation process. A detailed exercise is carried out by the employees designated by Board to identify, evaluate, manage and monitor both business and non-business risk. In this regard, your Company continues to exercise prudence in its inventory control and hedging policies. The Board periodically reviews the risks and suggests steps to be taken to control and mitigate the same through a properly defined framework.

29. **COMPLIANCE WITH SECRETARIAL STANDARDS:**

The Company has devised proper systems to ensure compliance with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India and the Company complies with all the applicable provisions of the same during the year under review.

30. **INFORMATION UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

The Company has zero tolerance for sexual harassment at workplace and has adopted a Policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules there under.

The Company has duly set up an Internal Complaints Committee (ICC) in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013, to redress complaints received regarding sexual harassment.

The Company did not receive any complaint of sexual harassment during the year 2019-20.

31. **AWARDS & RECOGNITION:**

During the year under review, your Company has received "2nd Highest Foreign Exchange Earner-Western Region" award for Export organised by Federation of Indian Export Organisations (FIEO).

32. **ACKNOWLEDGEMENT:**

Your Directors place on record their appreciation for the continuous co-operation, assistance and support extended by all Government Authorities, Financial Institutions, Banks, Customers, Dealers, Suppliers, Consultants, Solicitors and Shareholders of the Company. Your Directors also acknowledge the contribution of the Employees of your Company.

For and on behalf of the Board of Directors

Place: Mumbai **Date: 21st September, 2020**	**Mr. Samir Parekh** **Whole-time Director** **DIN: 02225839**	**Mr. Aslesh Parekh** **Whole-time Director** **DIN: 02225795**

ANNEXURES TO DIRECTOR'S REEPORT

ANNEXURE A

Form No. MGT 9
Extract of Annual Return
As on 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 AND OTHER DETAILS:

1.	CIN	U23200MH1992PLC068905
2.	Registration Date	07/10/1992
3.	Name of the Company	Gandhar Oil Refinery (India) Limited
4.	Category/Sub-category of the Company	Non-Government Company Limited by Shares
5.	Address of the Registered office and contact details	DLH Park, 18th Floor, S. V. Road, Goregaon (West), Mumbai - 400062, Maharashtra Phone: +91-22-4063 5600, Fax: +91-22-4063 5601, Email: cs@gandharoil.com Website.: www.gandharoil.com
6.	Whether listed company	No
7.	Name, Address and contact details of the Registrar and Transfer Agent, if any.	Link Intime India Private Limited C-101,1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai-83 Tel No. +91 22 49186200 Fax No +91 22 49186195

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the Company
1	Petroleum and Oils / Jelly / Paraffin Wax obtained from Bituminous Minerals, Crude	2710, 2712 and 2713	58.14
2	Non Coking Coal	270119	41.85

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sl. No.	Name of the Company	Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	Gandhar Shipping and Logistics Private Limited	DLH Park, 18th Floor, S. V. Road, Goregaon (West), Mumbai - 400062	U61100MH2010PTC203142	Subsidiary	100%	2(87) (ii)
2	Gandhar Global Singapore Pte. Ltd.	100, Jalan, Sultan, #03-45, Sultan Plaza, Singapore – 199001	N.A.	Subsidiary	100%	2(87) (ii)
3	Gandhar Oil & Energy DMCC	Gold Tower, JLT, Dubai, Unit No. AU-03-F, PO BOX 49851, United Arab Emirates	N.A.	Subsidiary	100%	2(87) (ii)
4	Texol Lubritech FZC	PO Box 50802, Hamriyah Free Zone, Sharjah, UAE	N.A.	Associate	50%	2(6)

IV. **SHAREHOLDING PATTERN (Equity Share Capital Breakup as % of Total Equity)**

i. **Category-wise Share Holding:**

Category of Shareholders	No. of Shares held at the beginning of the year [As on 01-04-2019]				No. of Shares held at the end of the year [As on 31-03-2020]				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
1. Indian									
a) Individual/ HUF	1,35,75,000	--	1,35,75,000	84.84	1,35,75,000	-	1,35,75,000	84.84	--
b) Central Govt --	--	--	--	---	--	--	--	--	
c) State Govt(s) --	--	--	--	--	--	--	--	--	
d) Bodies Corp. --	--	--	--	--	--	--	--	--	
e) Banks / FI --	--	--	--	--	--	--	--	--	
f) Any other --	--	--	--	--	--	--	--	--	
Sub-total(A) (1):-	**1,35,75,000**	**--**	**1,35,75,000**	**84.84**	**1,35,75,000**	**-**	**1,35,75,000**	**84.84**	**--**
2. Foreign									
a) NRI- Individual	4,25,000	--	4,25,000	2.66	4,25,000	--	4,25,000	2.66	--
b) Other Individuals	--	--	--	--	--	--	--	--	--
c) Body Corporate	--	--	--	--	--	--	--	--	--
d) Bank/ FI --	--	--	--	--	--	--	--	--	
e) Any Others --	--	--	--	--	--	--	--	--	
Sub-total(A) (2):-	**4,25,000**	**--**	**4,25,000**	**2.66**	**4,25,000**	**--**	**4,25,000**	**2.66**	**--**
Total Share Holders of Promoters (A)=(A1+A2)	**1,40,00,000**	**--**	**1,40,00,000**	**87.5**	**1,40,00,000**	**--**	**1,40,00,000**	**87.5**	**--**
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	--	--	--	--	--	--	--	--	--
b) Banks / FI	--	--	--	--	54,268	-	54,268	0.34	0.34
c) Central Govt.	--	--	--	--	--	--	--	--	--
d) State Govt.(s)	--	--	--	--	--	--	--	--	--
e) Venture Capital Funds	10,00,000	--	10,00,000	6.25	1,90,309	-	1,90,309	1.19	5.06
f) Insurance Companies	--	--	--	--	--	--	--	--	--
g) FIIs	--	--	--	--	--	--	--	--	--
h) Foreign Venture Capital Funds	--	--	--	--	--	--	--	--	--
i) Others (specify)	--	--	--	--	--	--	--	--	--
Sub-total (B)(1):-	**10,00,000**	**--**	**10,00,000**	**6.25**	**2,44,577**	**--**	**2,44,577**	**1.53**	**4.72**

Category of Shareholders	No. of Shares held at the beginning of the year [As on 01-04-2019]				No. of Shares held at the end of the year [As on 31-03-2020]				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
2. Non-Institutions									
a) Bodies Corp.									
I) Indian	--	--	--	--	4,40,713	-	4,40,713	2.75	2.75
ii) Overseas	--	10,00,000	10,00,000	6.25	--	10,00,000	10,00,000	6.25	--
b) Individuals									
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	--	--	--	--	3,14,710	--	3,14,710	1.97	1.97
ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	--	--	--	--	--	--	--	--	--
c) Others (specify)	**--**	**--**	**--**	**--**	**--**	**--**	**--**	**--**	**--**
Sub-total (B)(2):-	**--**	**10,00,000**	**10,00,000**	**6.25**	**7,55,423**	**10,00,000**	**17,55,423**	**10.97**	**4.72**
Total Public Shareholding (B)=(B)(1)+(B)(2)	**10,00,000**	**10,00,000**	**20,00,000**	**12.50**	**10,00,000**	**10,00,000**	**20,00,000**	**12.50**	**--**
C. Shares held by Custodian for GDRs and ADRs	**--**	**--**	**--**	**--**	**--**	**--**	**--**	**--**	**--**
Grand Total (A+B+C)	**1,50,00,000**	**10,00,000**	**1,60,00,000**	**100**	**1,50,00,000**	**10,00,000**	**1,60,00,000**	**100**	**--**

ii. Shareholding of Promoters:

Sl No.	Promoter's Name	Shareholding at the beginning of the year [As on 01-04-2019]			Shareholding at the end of the year [As on 31-03-2020]			% change in share holding during the year
		No of Shares	% of total Shares of the company	% of Shares pledged/ encumbered to total shares	No of Shares	% of total Shares of the company	% of Shares pledged/ encumbered to total shares	
1	Mr. Ramesh B. Parekh	45,00,000	28.13	--	45,00,000	28.13	--	--
2	Mr. Ramesh B. Parekh Jointly with Mrs. Sunita R. Parekh	15,30,000	9.56	--	15,30,000	9.56	--	--
3	Mr. Jitendra B. Parekh Jointly with Mrs. Gulab J. Parekh	18,60,000	11.63	--	18,60,000	11.63	--	--
4	Mr. Kailash B. Parekh Jointly with Mrs. Padmini K. Parekh	18,60,000	11.63	--	18,60,000	11.63	--	--
5	Mrs. Sunita R. Parekh Jointly with Mr. Ramesh B. Parekh	5,40,000	3.38	--	5,40,000	3.38	--	--
6	Mrs. Padmini K. Parekh Jointly with Mr. Kailash B. Parekh	3,00,000	1.88	--	3,00,000	1.88	--	--
7	Mrs. Gulab J. Parekh Jointly with Mr. Jitendra B. Parekh	3,00,000	1.88	--	3,00,000	1.88	--	--
8	Ms. Pooja Shah Jointly with Mr. Kailash B. Parekh	2,60,000	1.63	--	2,60,000	1.63	--	--
9	Ms. Pooja Shah Jointly with Mrs. Padmini K. Parekh	50,000	0.31	--	50,000	0.31	--	--
10	Ms. Divya Shah Jointly with Mr. Ramesh B. Parekh	2,60,000	1.63	--	2,60,000	1.63	--	--
11	Ms. Divya Shah Jointly with Mrs. Sunita R. Parekh	50,000	0.31	--	50,000	0.31	--	--

Sl No.	Promoter's Name	Shareholding at the beginning of the year [As on 01-04-2019]			Shareholding at the end of the year [As on 31-03-2020]			% change in share holding during the year
		No of Shares	% of total Shares of the company	% of Shares pledged/ encumbered to total shares	No of Shares	% of total Shares of the company	% of Shares pledged/ encumbered to total shares	
12	Mrs. Alka R. Parekh Jointly with Mr. Rajiv J. Parekh	1,50,000	0.94	--	1,50,000	0.94	--	--
13	Mrs. Sharmishtha S. Parekh Jointly with Mr. Samir R. Parekh	1,50,000	0.94	--	1,50,000	0.94	--	--
14	Mrs. Nishita S. Parekh Jointly with Mr. Saurabh R. Parekh	1,00,000	0.63	--	1,00,000	0.63	--	--
15	Mrs. Dimple A. Parekh Jointly with Mr. Aslesh R. Parekh	1,00,000	0.63	--	1,00,000	0.63	--	--
16	Mr. Kunal K. Parekh Jointly with Mrs. Payal K. Parekh	3,85,000	2.41	--	3,85,000	2.41	--	--
17	Mr. Samir R. Parekh Jointly with Mrs. Sharmishtha S. Parekh	3,85,000	2.41	--	3,85,000	2.41	--	--
18	Mr. Aslesh R. Parekh Jointly with Ms. Dimple A. Parekh	3,85,000	2.41	--	3,85,000	2.41	--	--
19	Mr. Rajiv J. Parekh Jointly with Mrs. Alka R. Parekh	4,25,000	2.66	--	4,25,000	2.66	--	--
20	Mr. Saurabh R. Parekh Jointly with Mrs. Nishita S. Parekh	4,10,000	2.56	--	4,10,000	2.56	--	--
	TOTAL	**140,00,000**	**87.50**	**--**	**140,00,000**	**87.50**	**--**	**--**

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

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	**Mr. Ramesh B. Parekh**				
A	At the beginning of the year	45,00,000	28.13	-	-
B	Changes during the year	No Change during the year			
C	At the end of the Year	-	-	45,00,000	28.13
2	**Mr. Ramesh B. Parekh Jointly with Mrs. Sunita R. Parekh**				
A	At the beginning of the year	15,30,000	9.56	-	-
B	Changes during the year	No Change during the year			
C	At the end of the Year	-	-	15,30,000	9.56
3	**Mr. Samir R. Parekh Jointly with Mrs. Sharmishtha S. Parekh**				
A	At the beginning of the year	3,85,000	2.41	-	-
B	Changes during the year	No Change during the year			
C	At the end of the Year	-	-	3,85,000	2.41

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
4	**Mr. Aslesh R. Parekh Jointly with Mrs. Dimple A. Parekh**				
A	At the beginning of the year	3,85,000	2.41	-	-
B	Changes during the year	No Change during the year			
C	At the end of the Year	-	-	3,85,000	2.41
5	**Mr. Saurabh R. Parekh Jointly with Mrs. Nishita S. Parekh**				
A	At the beginning of the year	4,10,000	2.56	-	-
B	Changes during the year	No Change during the year			
C	At the end of the Year	-	-	410000	2.56
6	**Mr. Kunal K. Parekh Jointly with Mrs. Payal K. Parekh**				
A	At the beginning of the year	3,85,000	2.41	-	-
B	Changes during the year	No Change during the year			
C	At the end of the Year	-	-	3,85,000	2.41
7	**Mr. Rajiv J. Parekh Jointly with Mrs. Alka R. Parekh**				
A	At the beginning of the year	4,25,000	2.66	-	-
B	Changes during the year	No Change during the year			
C	At the end of the Year	-	-	4,25,000	2.66
8	**Mr. Jitendra B. Parekh Jointly with Mr. Gulab J. Parekh**				
A	At the beginning of the year	18,60,000	11.63	-	-
B	Changes during the year	No Change during the year			
C	At the end of the Year	-	-	18,60,000	11.63
9	**Mrs. Gulab J. Parekh Jointly with Mr. Jitendra B. Parekh**				
A	At the beginning of the year	3,00,000	1.88	-	-
B	Changes during the year	No Change during the year			
C	At the end of the Year			3,00,000	1.88
10	**Mr. Kailash B. Parekh Jointly with Mrs. Padmini Parekh**				
A	At the beginning of the year	18,60,000	11.63	-	-
B	Changes during the year	No Change during the year			
C	At the end of the Year			18,60,000	11.63

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
11	**Mrs. Padmini K. Parekh Jointly with Mr. Kailash B Parekh**				
A	At the beginning of the year	3,00,000	1.88	-	-
B	Changes during the year	No Change during the year			
C	At the end of the Year			3,00,000	1.88
12	**Mrs. Sunita R. Parekh Jointly with Mr. Ramesh B. Parekh**				
A	At the beginning of the year	5,40,000	3.38	-	-
B	Changes during the year	No Change during the year			
C	At the end of the Year			5,40,000	3.38
13	**Mrs. Pooja Shah Jointly with Mr. Kailash B. Parekh**				
A	At the beginning of the year	2,60,000	1.63	-	-
B	Changes during the year	No Change during the year			
C	At the end of the Year			2,60,000	1.63
14	**Mrs. Divya Shah Jointly with Mr. Ramesh B. Parekh**				
A	At the beginning of the year	2,60,000	1.63	-	-
B	Changes during the year	No Change during the year			
C	At the end of the Year			2,60,000	1.63
15	**Mrs. Alka R. Parekh Jointly with Mr. Rajiv J. Parekh**				
A	At the beginning of the year	1,50,000	0.94	-	-
B	Changes during the year	No Change during the year			
C	At the end of the Year			1,50,000	0.94
16	**Mrs. Sharmishtha S. Parekh Jointly with Mr. Samir R. Parekh**				
A	At the beginning of the year	1,50,000	0.94	-	-
B	Changes during the year	No Change during the year			
C	At the end of the Year			1,50,000	0.94
17	**Mrs. Nishita S. Parekh Jointly with Mr. Saurabh R. Parekh**				
A	At the beginning of the year	1,00,000	0.63	-	-
B	Changes during the year	No Change during the year			
C	At the end of the Year			1,00,000	0.63

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
18	**Mrs. Dimple A. Parekh Jointly with Mr. Aslesh R. Parekh**				
A	At the beginning of the year	1,00,000	0.63	-	-
B	Changes during the year	No Change during the year			
C	At the end of the Year			1,00,000	0.63
19	**Ms. Pooja Shah Jointly with Mrs. Padmini K. Parekh**				
A	At the beginning of the year	50,000	0.31	-	-
B	Changes during the year	No Change during the year			
C	At the end of the Year			50,000	0.31
20	**Ms. Divya Shah Jointly with Mrs. Sunita R. Parekh**				
A	At the beginning of the year	50,000	0.31	-	-
B	Changes during the year	No Change during the year			
C	At the end of the Year			50,000	0.31

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

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	**IDFC Spice Fund**				
A	At the beginning of the year	10,00,000	6.25	-	-
B	Changes during the year	Transferred by way of in-specie distribution on 26.12.2019			
C	At the end of the Year	-	-	1,90,309	1.19
2	**M/s. Green Desert Real Estate Brokers**				
A	At the beginning of the year	6,00,000	3.75	-	-
B	Changes during the year	No Change during the year			
C	At the end of the Year	-	-	6,00,000	3.75
3	**M/s. Denver Bldg. Mat & Décor Tr. LLC**				
A	At the beginning of the year	2,00,000	1.25	-	-
B	Changes during the year	No Change during the year			
C	At the end of the Year	-	-	2,00,000	1.25
4	**M/s. Fleet Line Shipping Services LLC**				
A	At the beginning of the year	2,00,000	1.25	-	-
B	Changes during the year	No Change during the year			
C	At the end of the Year	-	-	2,00,000	1.25

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
5	**IDFC Asset Management Company Limited**				
A	At the beginning of the year	-	-	-	-
B	Changes during the year	Transferred from IDFC Spice Fund by way of in-specie distribution on 26.12.2019 to its investors			
C	At the end of the Year	-	-	4,40,713	2.75
6	**IDFC First Bank Limited**				
A	At the beginning of the year	-	-	-	-
B	Changes during the year	Transferred from IDFC Spice Fund by way of in-specie distribution on 26.12.2019 to its investors			
C	At the end of the Year	-	-	54,268	0.34
7	**ASHOK CHATURVEDI**				
A	At the beginning of the year	-	-	-	-
B	Changes during the year	Transferred from IDFC Spice Fund by way of in-specie distribution on 26.12.2019 to its investors			
C	At the end of the Year	-	-	3,151	0.02
8	**SUHAS BALIRAM MHATRE**				
A	At the beginning of the year	-	-	-	-
B	Changes during the year	Transferred from IDFC Spice Fund by way of in-specie distribution on 26.12.2019 to its investors			
C	At the end of the Year	-	-	1,576	0.01
9	**NAREN NANDA JYOTI NANDA**				
A	At the beginning of the year	-	-	-	-
B	Changes during the year	Transferred from IDFC Spice Fund by way of in-specie distribution on 26.12.2019 to its investors			
C	At the end of the Year	-	-	1,575	0.01
10	**NEELAM PRADEEP ANAND** **PRADEEP LAKSHMICHAND ANAND**				
A	At the beginning of the year	-	-	-	-
B	Changes during the year	Transferred from IDFC Spice Fund by way of in-specie distribution on 26.12.2019 to its investors			
C	At the end of the Year	-	-	1,575	0.01

iv. **Shareholding of Directors and Key Managerial Personnel:**

SR. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	**Mr. Ramesh B. Parekh**				
A	At the beginning of the year	45,00,000	28.13	-	-
B	Changes during the year	No Change during the year			
C	At the end of the Year	-	-	45,00,000	28.13
2	**Mr. Ramesh Parekh Jointly with Mrs. Sunita Parekh**				
A	At the beginning of the year	15,30,000	9.56	-	-
B	Changes during the year	No Change during the year			
C	At the end of the Year	-	-	15,30,000	9.56
3	**Mr. Samir Ramesh Parekh Jointly with Mrs. Sharmishtha Samir Parekh**				
A	At the beginning of the year	3,85,000	2.41	-	-
B	Changes during the year	No Change during the year			
C	At the end of the Year	-	-	3,85,000	2.41
4	**Mr. Aslesh R. Parekh Jointly with Mrs. Dimple Parekh**				
A	At the beginning of the year	3,85,000	2.41	-	-
B	Changes during the year	No Change during the year			
C	At the end of the Year	-	-	3,85,000	2.41
5	**Mr. Sarthak Behuria (Resigned w.e.f. 10.02.2020)**				
A	At the beginning of the year	--	--		
B	Changes during the year				
C	At the end of the Year			--	- -
6	**Mrs. Deena Mehta (resigned w.e.f. 14.07.2020)**				
A	At the beginning of the year	--	--		
B	Changes during the year				
C	At the end of the Year			--	--
7	**Mr. Raj Kishore Singh (appointed w.e.f. 28.06.2019)**				
A	At the beginning of the year	--	--		
B	Changes during the year				
C	At the end of the Year			--	--
8	**Mr. Indrajit Bhattacharya (CFO) - KMP**				
A	At the beginning of the year	--	--		
B	Changes during the year				
C	At the end of the Year			--	--
9	**Mrs. Jayshree D. Soni (CS) - KMP**				
A	At the beginning of the year	--	--		
B	Changes during the year				
C	At the end of the Year			--	- -

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Total Indebtedness
Indebtedness at the beginning of the financial year			
i) Principal Amount	747.39	108.69	856.08
ii) Interest due but not paid	0.10	18.18	18.28
iii) Interest accrued but not due	19.06	-	19.06
Total (i+ii+iii)	**766.55**	**126.87**	**893.42**
Change in indebtedness during the financial year			
• Addition	(39.14)	210.78	171.64
• Reduction			
Net Change			
Indebtedness at the end of the financial year			
i) Principal Amount	715.88	307.77	1,023.65
ii) Interest due but not paid	0.46	29.88	30.34
iii) Interest accrued but not due	11.06	-	11.06
Total (i+ii+iii)	**727.40**	**337.65**	**1,065.05**

VI. RE MUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole Time Director and/or Manager: **(₹ in Million)**

SI. No.	Particulars of Remuneration	Name of Whole-time Director		Total
		Samir Parekh	Aslesh Parekh	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	9.38	9.38	18.76
	(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)	**9.38**	9.38	18.76
	Ceiling as per the Companies Act, 2013	As per the provisions of Section 197 of the Companies Act, 2013 read with Schedule V of the Act		

B. Remuneration to other Directors: (₹ in Million)

Sl. No.	Particulars of Remuneration	Name of Independent Directors			Total
		Mr. Sarthak Behuria	Mrs. Deena Mehta	Mr. Suresh Kumar Jain (w.e.f. 6th July, 2017)	
1	Fee for attending board/committee meetings	0.17	0.27	0.21	0.65
	Commission	--	--	--	--
	Others, please specify	--	--	--	--
	Total (1)	**0.17**	**0.27**	**0.21**	**0.65**

Sl. No.	Particulars of Remuneration	Name of Non-Executive Directors	Total
		Mr. Ramesh Parekh	
	Fee for attending board /committee meetings	0.27	0.27
	Commission	--	--
	Others, please specify	--	--
	Total (2)	**0.27**	**0.27**
	Ceiling as per the Companies Act, 2013	As per the provisions of Section 197 of the Companies Act, 2013 read with Schedule V of the Act.	

C. Remuneration to Key Managerial Personnel other than Managing Director, Whole-time Directors and/or Manager: (₹ in Million)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel
		CFO & CS
1	Gross salary	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	4.62
	(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	**4.62**

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

For and on behalf of the Board of Directors

Mr. Samir Parekh
Whole-time Director
DIN 02225839

Mr. Aslesh Parekh
Whole-time Director
DIN 02225795

Place: Mumbai
Date: 21.09.2020

ANNEXURE B

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2020

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

To,
The Members,
Gandhar Oil Refinery (India) Limited
Mumbai

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Gandhar Oil Refinery (India) Limited** (CIN: U23200MH1992PLC068905) and having its registered office at DLH Park, 18th Floor, S. V. Road, Goregaon (West), Mumbai - 400062 (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2020 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 thereunder;

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

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

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

(v) The following Regulations prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

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

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

   (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (**Not applicable to the Company during the audit period**);

   (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (**Not applicable to the Company during the audit period**);

   (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (**Not applicable to the Company during the audit period**);

   (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

   (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (**Not applicable to the Company during the audit period**);

   (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (**Not applicable to the Company during the audit period**); and

   (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**Not applicable to the Company during the audit period**).

(vi) There are no laws that are specifically applicable to the company based on their sector/industry.

We have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India;

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

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
Adequate notice is given to all directors to schedule the Board Meetings; agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting member's views are captured and recorded as part of the minutes.

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

We further report that during the audit period the Board of Directors of the Company at their meeting held on 18th March 2020, declared an interim dividend of Rs. 4.50/- per share in respect of 1,60,00,000 equity shares of the face value of Rs. 10/- each for the year ended 31st March 2020.

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

For Manish Ghia & Associates
Company Secretaries

Sandhya R. Malhotra
Partner
M. No. FCS 6715 C.P. No. 9928

Place : Mumbai
Date : September 21, 2020
UDIN: F006715B000742593

'Annexure A'

To,
The Members,
Gandhar Oil Refinery (India) Limited
Mumbai

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

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

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

3. We have not verified the correctness and appropriateness of financial records and Book 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, regulation, standards is the responsibility of management. Our examination was limited to the verification of procedures on the test basis.

6. The Secretarial audit report 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.

7. On account of severe restrictions imposed by the Government Authorities on opening of offices, travel and movement due to Covid 19 Pandemic (Which commenced during the last week of March'20 and continued in July'20), we for the purpose of completion of our audit had to rely on documents and papers provided in electronic form through email/other virtual means for verification of compliances.

For Manish Ghia & Associates
Company Secretaries

Sandhya R. Malhotra
Partner
M. No. FCS 6715 C.P. No. 9928

Place : Mumbai
Date : September 21, 2020
UDIN: F006715B000742593

ANNEXURE C

REPORT ON CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES

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

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

   In accordance with Section 135 of the Companies Act, 2013, the CSR Policy was approved by the Board of Directors of the Company and has been uploaded on the Company's website www.gandharoil.com

   A gist of programmes / activities that the Company focus on under CSR Policy during the year under review is mentioned below:

   (i) Eradicating hunger, poverty and mal nutrition,
   (ii) Food and meal for senior citizen
   (iii) Promoting health care & providing medical relief
   (iv) Promoting education, including special education and employment enhancing vocational skills

2. **The Composition of the CSR Committee as on date of this report is as under:**

Mr. Ramesh Parekh, Non-Executive Director	-	Chairman
Mr. Samir Parekh, Whole-time Director	-	Member
Ms. Amrita Nautiyal, Independent Director	-	Member

3. **Average net profit of the Company for last three financial years:**

   The average Net Profit of the Company for the last three financial years is Rs. 521,715,271/-.

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

   The Company is required to spend Rs. 1,04,34,305 towards CSR Activities during the Financial Year 2019-20.

5. **Details of CSR spent during the financial year:**

   a. Total amount spent for the financial year - Rs. 1,03,34,447/-
   b. *Amount unspent, if any - Rs. 99,858/-
   c. Manner in which the amount spent during the financial year is detailed below:

** Due to lock down implemented in month of March, 2020, there was an unspent amount of Rs. 99,858/-. However the said unspent amount was spent by the Company during the financial year 2020-21.*

In accordance with Company's CSR Policy and in compliance with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company has undertaken CSR project through Registered Charitable Trust which is registered with Charity Commissioner, Mumbai.

Sl. No.	CSR Project or activity identified	Sector in which the Project is covered	Projects or Programs Local Area or other Specify the State and district where projects or programs are taken	Amount spent/ contributed on the projects or programs Sub-heads (1) Direct expenditure on projects or programs (2) Overheads (Amount in Rupees)	Cumulative Expenditure upto the reporting period (Amount in Rupees)	Amount spent Directly or through implementing Agency
1	Eradicating hunger & poverty, providing meal to dialysis patients and needy people	Poverty & Malnutrition	Mumbai Maharashtra	10,00,000	10,00,000	Through registered trust "Kamlaben Babulal Charity Trust"
2	Providing medical relief to the needy people	Promotion of health care including preventive health care	Mumbai Maharashtra	5,00,000	15,00,000	Through registered trust "Kamlaben Babulal Charity Trust"
3	Providing educational aid	Promotion of Education	Mumbai Maharashtra	5,00,000	20,00,000	Through registered trust "Kamlaben Babulal Charity Trust"
4	Contribution for education at "Pratiksha Foundation Charitable Trust"	Promotion of Education	Mumbai Maharashtra	5,00,000	25,00,000	Direct Contribution
5	Contribution for Dialysis patients at Surat to Surat Manav Seva Sangh	Promotion of health care including preventive health care	Surat Gujarat	2,92,000	27,92,000	Direct Contribution
6	Distribution of cycle to underprivileged girl students in rural area	Promotion of Education	Rural Maharashtra	5,00,000	32,92,000	Direct Contribution
7	Contribution for providing shelter, educational care and medical aid to family deprived children to NGO - SOFOSH, Pune	Promotion of Education, health care and to eradicate poverty	Pune Maharashtra	5,00,000	37,92,000	Direct Contribution
8	Contribution for education at "Jawahar Education Society"	Promotion of Education	Mumbai Maharashtra	25,00,000	62,92,000	Direct Contribution
9	Contribution towards eye donation camp at Vrindavan and reimbursement of expenses incurred at Eye Donation Camp	Promotion of health care including preventive health care	Vrindavan Uttar Pradesh	10,42,447	73,34,447	Direct Contribution
10	Construction of Hostel for needy students & Helpless widow women	Promotion of Education, health care and to eradicate poverty	Rajasthan	30,00,000	1,03,34,447	Through registered trust "Kamlaben Babulal Charity Trust"
	Total				**1,03,34,447**	

6. **A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company.**

The Chairman of the CSR Committee hereby gives a responsibility statement on behalf of the CSR Committee that the implementation of and monitoring of CSR policy is in accordance with CSR objectives and Policy of the Company.

Place: Mumbai
Date: 21st September, 2020

Ramesh B. Parekh
Director and
Chairman of CSR Committee
DIN: 01108443

Samir R. Parekh
Whole-time Director
Member of CSR Committee
DIN: 02225839

ANNEXURE D

STATEMENT OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO PURSUANT TO PROVISIONS OF SECTION 134 OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (ACCOUNTS) RULES, 2014

A. CONSERVATION OF ENERGY:

i) Energy conservation measures taken.

The Company continues its efforts to improve methods of energy conservation and its utilization.

a) Following Steps are taken for Conservation of Energy:

1. Compressor air leakages & steam leakages monitored regularly, leakages were arrested with upgraded sealant to avoid wastage of energy.
2. Power factor is maintained at 0.98 throughout the year.
3. All employees & workers aware to switch off the lights, fans & other equipment's, when not in use / when not required.
4. Monitored the unit consumption periodically, to minimise the same.
5. To consume less electricity, tube lights/halogen fitting have been replaced by energy saver LED light wherever it is possible.
6. To avoid carbon emission at work place & reduction of energy consumption battery operated fork lifts are being used.

b) Impact of above measures:

The above energy conservation measures have helped to reduce the overall energy consumption and fuel usage of the Company.

c) Steps taken by the Company for utilising alternate source of energy:

Solar panels are under planning which can be implemented at manufacturing facilities.

ii) Total Energy Consumption.

Particulars		2019-20	2018-19
Electricity	:	14,05,591.00	13,51,212.00
Amount Paid	:	11,915,318.50	1,05,76,876.00
Average rate	:	8.48	7.83
Fuel (LDO/Furnace Oil/ Diesel)	:	1,28,599.58	1,43,799.79
Amount Paid	:	57,07,937.14	72,38,369.33
Average rate	:	44.39	50.34

B. TECHNOLOGY ABSORPTION AND RESEARCH & DEVELOPMENT

(i) Efforts taken towards technology absorption:-

a. The Company has provided continuous & adequate training to all employees to absorb the technology;

b. New processes and up gradation of existing processes has been carried out to absorb the technology;

c. Automatic small packing system started for automotive grades like Engine oils & Gear Oils.

(ii) Benefits derived from such technology absorption:

a. Our company has maintained the better productivity & quality with zero defects.

b. Our Company has maintained customer satisfaction & zero complaints.

c. Expansion of Transformer Oil plant with new percolation column & filtration system.

(iii) Research and Development

Since Inception of the company and in pursuit of R & D endeavours the company is regularly incurring expenditure on R & D on the following activities

a) Continuous on-going process for continual improvements of process, products & cost effective formulations.

b) Optimisation of petroleum jelly formulations for various applications such as ointments

c) Development of white oil for various grades of polymer applications

d) Design optimization using advanced software packages for CAE (Computer Aided Engineering) for setting up tanks & pilot plant;-

e) Formulation & Development of New Products;

f) Reduction of rejections

g) Improving New Product Development (NPD) lead time;

h) Testing and validation of new products;

i) Cost reduction of existing products

(iv) Benefits derived as a result of R&D activities

Benefits derived as a result of R & D has improved the quality of the products and reduced operation cost. Upgradation of products to meet customers new requirements has been possible because of R & D done in the company since inception on a continuous basis. This has resulted in customers' satisfaction and new business opportunities have evolved with lower cost, better quality and latest technology.

(v) Expenditure on R & D

(₹ in Million)

	TURNVOER OF COMPANY	22,663	30,271
Expenditure on R & D		**March 31, 2020**	**March 31, 2019**
	Particulars		
a)	Capital	9.76	6.28
b)	Revenue	25.79	22.63
c)	Total (a) + (b)	35.56	28.91
d)	Total R & D Expenditure as a percentage of total turnover	0.15%	9.55%

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

(₹ in Millions)

Particulars		**2019-20**	**2018-19**
Foreign Exchange Earnings	:	4,274.54	4,269.37

Foreign Exchange Outgo		**2019-20**	**2018-19**
Raw Material (CIF)	:	7,574.71	7,818.01
Trading Materials (CIF)	:	7,423.01	9,564.49
Capital Goods		8.54	2.88
Others		306.74	225.52
Total		15,312.99	17,610.90

For and on behalf of the Board of Directors

Samir R. Parekh
Whole-time Director
DIN: 02225839

Aslesh Parekh
Whole-time Director
DIN: 02225795

Place: Mumbai
Date: 21st September, 2020

gandhar oil refinery (india) ltd.

STANDALONE FINANCIAL STATEMENTS

AUDITORS' REPORT ON STANDALONE FINANCIAL STATEMENT

TO THE MEMBERS OF GANDHAR OIL REFINERY (INDIA) LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Gandhar oil refinery (India) Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and Statement of Cash Flows for the year ended on that date, and notes to the financial statements and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the 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 during the course of our auditor otherwise appears to be materially misstated.

When we read the report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Management's Responsibility for the Standalone Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

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

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

- Identify and assess the risks of material misstatement of the 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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.

Report on Other Legal and Regulatory Requirements

1. As required by Section143(3) of the Act, based on our audit we report that:
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
   d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule7 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 is disqualified as on March 31, 2020 from being appointed as director in terms of Section 164(2) of the Act.
   f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure A"**. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
   g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197 (16) of the Act, as amended:

      In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197of the Act.
   h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014,as amended, in our opinion and to the best of our information and according to the explanations given to us:
      i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements. Refer **Note 32** to the standalone financial statement.
      ii. Provision has been made in the standalone financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts
      iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in **"Annexure B"** a statement on the matters specified in paragraphs 3 and 4 of the Order.

For Kailash Chand Jain & Co.
Chartered Accountants
Firm registration No. 112318W

Dipesh Mehta
Partner
Membership No.: 134607
Date: 21/09/2020
Place: Mumbai
UDIN:20134607AAAAAG6663

ANNEXURE "A" TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Gandhar Oil Refinery (India) Limited of emendate.

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

We have audited the internal financial controls over financial reporting of **Gandhar oil refinery (India) 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

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

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section143(10)of the Companies Act,2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

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

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

(3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company'sassetsthatcouldhaveamaterialeffectonthefinancialstatements.

Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Kailash Chand Jain & Co.
Chartered Accountants
Firm registration No. 112318W

Dipesh Mehta
Partner
Membership No.: 134607
Date: 21/09/2020
Place: Mumbai
UDIN:20134607AAAAAG6663

ANNEXURE 'B' TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Gandhar Oil Refinery (India) Limited of even date.

i. In respect of the Company's Property , Plant and equipment's:

(a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property plant and equipment.

(b) The Property, Plant and equipment are physically verified by the management according to a phased programme designed to cover the item of Property, Plant and equipment over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, plant and equipment were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us, the records examined by us and based on the examination of the title deed of Immovable properties, as disclosed in note no 3(a) to the standalone financial statement, are held in the name of company.

In respect to the immovable property taken on lease and disclosed as lease hold land in note no 3(a) in standalone financial statement , the lease agreement are in the name of the company.

ii. As informed to us, the inventory of the company has been physically verified by the management at regular intervals except in case of inventory lying with third party. In respect of inventory lying with third parties, these have substantially been confirmed by them. The discrepancies noticed on such verification of inventory as compared to book records were not material and have been appropriately dealt with the books of accounts. In our opinion, the frequency of verification of inventory is reasonable.

iii. According the information and explanations given to us, the Company has not granted any secured or unsecured loan to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013, therefore the provision of sub-clauses (a), (b) and (c) of paragraph 3(iii) are not applicable to the company.

iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.

v. In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified during the year.

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 cost records maintained and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have, however, not made a detailed examination of the records with a view to determine whether they are accurate or complete.

vii. According to the information and explanations given to us, in respect of statutory dues:

(a) According to the information and explanation given to us and records as produced and examined by us of company, in our opinion, the Company is generally regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, goods and services tax, cess and any other statutory dues applicable to it, though there has been a slight delay in a few cases, with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, value added tax, duty of customs, service tax, goods and services tax, cess and other material statutory dues were in arrears as at March 31, 2020 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and the records of the Company examined by us, following are the particulars of disputed dues on account of income tax, sales tax, service tax, goods and services tax, duty of customs and duty of excise duty, value added tax as at March 31, 2020 which have not been deposited on account of dispute pending are as follows:

Sr. No.	Nature of the dues	Amount (In Million)	Period to which the amount relates	Forum where pending
1.	Sales Tax	0.08	FY 2002-03	Appellate Authority & Hon. Commissioner of sales tax & VAT, Dadra & Nagar Haveli
2.	Sales Tax	1.89	FY 2002-03	The Maharashtra Sales Tax Tribunal
3.	Sales Tax	0.37	FY 2003-04	Deputy commissioner of Sales Tax Rectification
4.	Sales Tax	0.97	FY 2014-15	Deputy Commissioner (Appeal) , Gujrat
5.	Sales Tax	0.75	FY 2012-13	Joint commissioner of Commercial Tax Mangalore
6.	Sales Tax	7.93	FY 2011-12	Appellate Deputy Commissioner, Visakhapatnam
7.	Sales Tax	12.27	FY 2012-13	High Court, Andhra Pradesh
8.	Sales Tax	0.81	FY 2014-15	Deputy Commissioner Appeal (VAT)
9.	Entry Tax	2.56	FY 2012-13	Addl. Commissioner of Commercial Taxes (Appeal)
10.	Custom Duty	281.52	FY 2012-13	The Custom, Excise & Service Tax Appellate Tribunal
11.	Custom Duty	6.24	FY 2012-13	Commissioner of Customs & Central Excise and Service Tax (Appeals)
12	Custom Duty	54.29	FY 2015-16	The Customs, Excise & Service Tax Appellate Tribunal
13	Custom Duty	33.56	FY 2015-16	The Customs, Excise & Service Tax Appellate Tribunal

Sr. No.	Nature of the dues	Amount (In Million)	Period to which the amount relates	Forum where pending
14	Custom Duty	24.46	FY 2015-16	The Customs, Excise & Service Tax Appellate Tribunal
15	Custom Duty	7.76	FY 2017-18	Appellate Authority Customs
16	Excise Duty	0.99	FY 2010-11 & 2011-12	The Commissioner of Central Excise (Appeals)
17	Income Tax	0.60	A.Y 2011-12	ITAT – (Mumbai)
18	Income Tax	3.72	A.Y 2012-13	ITAT – (Mumbai)
19	Income Tax	88.49	A.Y 2013-14	ITAT – (Mumbai)
20	Income Tax	383.66	A.Y 2014-15	ITAT – (Mumbai)
21	Income Tax	33.22	A.Y 2015-16	ITAT – (Mumbai)

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

ix. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause 3 (ix) of the Order is not applicable to the Company.

x. During the course of our examination of the books and records of the Company, carried out in accordance with the Generally Accepted Auditing Practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.

xi. According to the information and explanation given to us, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V of the Companies Act.

xii. According to the information and explanation given to us, the Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.

xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with related parties are in compliance with Sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the standalone financial statements as required under Indian Accounting standard (Ind AS 24), Related Party Disclosures specified under Section 133 of the Act.

xiv. According to the information and explanations given to us during the year, the Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures and hence reporting under clause 3 (xiv) of the Order is not applicable to the Company.

xv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and hence reporting under clause 3 (xv) of the Order is 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.

For Kailash Chand Jain & Co.
Chartered Accountants
Firm registration No. 112318W

Dipesh Mehta
Partner
Membership No.: 134607
Date: 21/09/2020
Place: Mumbai
UDIN:20134607AAAAAG6663

STANDALONE BALANCE SHEET AS AT MARCH 31, 2020

(₹ in Million)

Particulars	Note No.	As at March 31, 2020	As at March 31, 2019
ASSETS			
1. Non - current assets			
a. Property, Plant and Equipment	3a	959.24	932.88
b. Capital Work-in-progress	3b	124.32	52.23
c. Investment Property	3c	40.59	41.20
d. Right-of-use assets	3d	138.06	-
e. Other Intangible assets	3e	2.80	2.77
f. Financial Assets			
(i) Investments	4	20.87	69.62
(ii) Loans	5	21.54	16.80
(iii) Other Financial Assets	6	10.52	5.61
g. Deferred tax Assets (Net)	18	16.12	-
h. Other Non-current Assets	7	21.84	10.95
Total non-current assets		**1,355.90**	**1,132.07**
2. Current assets			
a. Inventories	8	1,848.51	2,528.09
b. Financial Assets			
(i) Trade receivables	9	4,170.26	5,167.94
(ii) Cash and cash equivalents	10	39.49	36.66
(iii) Bank Balances other than (ii) above	11	809.73	953.51
(iii) Loans	5	14.85	15.38
(iv) Other Financial Assets	6	155.50	110.25
c. Current Tax Assets (Net)	12	127.14	187.15
d. Other current assets	7	1,005.12	1,097.06
Total current assets		**8,170.60**	**10,096.04**
TOTAL ASSETS		**9,526.50**	**11,228.12**
EQUITY AND LIABILITIES			
EQUITY			
a. Equity Share Capital	13	160.00	160.00
b. Other Equity	14	3,155.82	3,065.02
Total equity		**3,315.82**	**3,225.02**
LIABILITIES			
1. Non-Current Liabilities			
a. Financial Liabilities			
(i) Borrowings	15	161.10	25.07
(ii) Lease Liabilities	16	116.31	-
b. Provisions	17	25.11	19.95
c. Deferred tax Liabilities (Net)	18	-	6.82
Total non-current liabilities		**302.52**	**51.84**
2. Current Liabilities			
a. Financial Liabilities			
(i) Borrowings	19	843.77	790.34
(ii) Lease Liabilities	16	38.80	-
(iii) Trade payables			
- Total outstanding dues of Micro and Small Enterprises	20	19.15	0.21
- Total outstanding dues of creditors other than Micro and Small Enterprises	20	4,698.36	6,724.29
(iv) Other Financial Liabilities	21	154.99	261.86
b. Other current liabilities	22	148.59	168.52
c. Provisions	17	4.50	6.04
Total current liabilities		**5,908.16**	**7,951.26**
Total liabilities		**6,210.68**	**8,003.10**
TOTAL EQUITY AND LIABILITIES		**9,526.50**	**11,228.12**
Corporate Information & Significant Accounting Policies	1 & 2		

The accompanying notes form an integral part of Financial Statements

As per our report of even date attached
For Kailash Chand Jain & Co
Chartered Accountants
Firm Registration No: 112318W

Dipesh Mehta
Partner
Membership No. : 134607

Place : Mumbai
Date : September 21, 2020

For and on behalf of the Board of Gandhar Oil Refinery (India) Limited

Ramesh Parekh
Chairman
DIN: 01108443

Samir Parekh
Whole-time Director
DIN: 02225839

Aslesh Parekh
Whole-time Director
DIN: 02225795

Jayshree Soni
Company Secretary
Membership No. : 06528

Indrajit Bhattacharyya
Chief Financial Officer

Place : Mumbai
Date : September 21, 2020

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

(₹ in Million)

Particulars	Note No.	For the year ended March 31, 2020	For the year ended March 31, 2019
INCOME			
Revenue from operations	23	23,663.22	30,271.05
Other Income	24	158.15	361.91
Total Income		**23,821.37**	**30,632.96**
EXPENSES			
Cost of Materials Consumed	25	10,482.59	10,442.52
Purchases of Stock-in-Trade	26	10,596.16	16,405.20
Changes in Inventories of Finished Goods, Work -in Progress and Stock-in-Trade	27	431.13	67.09
Employee benefits expense	28	215.07	191.86
Finance Costs	29	458.60	441.34
Depreciation and amortization expense	30	107.66	73.23
Other expenses	31	1,324.78	2,558.35
Total Expenses		**23,615.99**	**30,179.56**
Profit before exceptional items and tax		205.38	453.39
Exceptional items	46	-	160.55
Profit Before Tax		205.38	292.84
Tax Expense :			
- Current Tax		46.00	70.00
- Deferred Tax		(22.93)	2.17
- Excess/Short Provision for tax		4.09	
Total Tax Expense		**27.16**	**72.17**
Profit for the Year		178.22	220.67
Other Comprehensive Income			
Items that will not be reclassified to Profit or Loss			
Remeasurement gain | (loss) on defined benefit plans		(0.02)	0.89
Income Tax on Items that will not be reclassified to Profit or Loss		0.01	(0.31)
Other Comprehensive Income, net of tax		**(0.01)**	**0.58**
Total Comprehensive Income for the year		**178.21**	**221.25**
Earnings per Equity Share of face value of ₹ 10 each	43		
- Basic and diluted (in ₹)		11.14	13.79

Corporate Information & Significant Accounting Policies **1 & 2**

The accompanying notes form an integral part of Financial Statements

As per our report of even date attached
For Kailash Chand Jain & Co
Chartered Accountants
Firm Registration No: 112318W

Dipesh Mehta
Partner
Membership No. : 134607

Place : Mumbai
Date : September 21, 2020

For and on behalf of the Board of Gandhar Oil Refinery (India) Limited

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Company Secretary
Membership No. : 06528

Indrajit Bhattacharyya
Chief Financial Officer

Place : Mumbai
Date : September 21, 2020

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

A

Equity Share Capital :	As at March 31, 2020		As at March 31, 2019	
	Nos.	(₹ in Million)	Nos.	(₹ in Million)
Balance at the beginning of the reporting year	1,60,00,000	160.00	1,60,00,000	160.00
Changes in equity share capital during the year	-	-		-
Balance at the end of the reporting year	1,60,00,000	160.00	1,60,00,000	160.00

(₹ in Million)

B

Other Equity:	Reserves and Surplus			Items of Other Comprehensive Income	Total
	Securities Premium	General Reserve	Retained Earnings	Remeasurements of the net defined benefit Plans	
Balance at April 1, 2018	**460.00**	**1,118.50**	**1,465.15**	**(1.30)**	**3,042.35**
Profit for the year	-	-	220.67	-	220.67
Other Comprehensive Income	-	-	-	0.58	0.58
Final Dividend on Equity Shares	-	-	(32.00)	-	(32.00)
Interim Dividend on Equity Shares	-	-	(160.00)	-	(160.00)
Dividends Distribution tax	-	-	(6.58)	-	(6.58)
Balance at March 31, 2019	**460.00**	**1,118.50**	**1,487.24**	**(0.71)**	**3,065.02**
Transition Impact of Lease as per IND AS 116 (net of tax) (Refer note 3(d))			(15.42)	-	(15.42)
Restated balance as at the beginning of the year	460.00	1,118.50	1,471.82	(0.71)	3,049.60
Profit for the year	-	-	178.22	-	178.22
Other Comprehensive Income	-	-	-	(0.01)	(0.01)
Interim Dividend on Equity Shares	-	-	(72.00)	-	(72.00)
Balance at March 31, 2020	**460.00**	**1,118.50**	**1,578.04**	**(0.72)**	**3,155.82**

Note
The nature and purpose of each of the Reserves have been explained under Note 14 Other Equity

As per our report of even date attached
For Kailash Chand Jain & Co
Chartered Accountants
Firm Registration No: 112318W

Dipesh Mehta
Partner
Membership No. : 134607

Place : Mumbai
Date : September 21, 2020

For and on behalf of the Board of Gandhar Oil Refinery (India) Limited

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DIN: 02225795

Jayshree Soni
Company Secretary
Membership No. : 06528

Indrajit Bhattacharyya
Chief Financial Officer

Place : Mumbai
Date : September 21, 2020

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

(₹ in Million)

	Particulars	For the year ended March 31, 2020		For the year ended March 31, 2019	
A	**Cash flow from Operating activities**				
	Profit before exceptional items and tax		**205.38**		**453.39**
	Adjustment for :				
	Exchange Rate difference on Foreign Currency translation				
	Finance Costs	458.60		441.34	
	Depreciation and amortization expense	107.66		73.23	
	Net (Gain) / loss on sale of Property, Plant and Equipment	(0.04)		1.51	
	Net (gain) / loss on sale of investments	-		(0.21)	
	Gain on closure of subsidiary company	(3.43)		-	
	Bad debts / Advances written off	15.14		385.65	
	Provision for Doubtful Debts (net of write back)	-		(0.63)	
	Accrual (gain) / loss of defined benefit plans	(0.02)		0.89	
	Net unrealised foreign exchange (gain)/loss	148.37		(15.40)	
	Dividend Income on Investments	(73.96)		(203.82)	
	Fair value (gain)/loss on investments	(0.04)		(0.25)	
	Interest received	(74.50)		(90.36)	
			577.78		591.93
			783.16		1,045.32
	Operating Profit before working capital changes				
	Adjustment for :				
	Financial Assets	960.89		(277.24)	
	Non - Financial Assets	81.05		(327.48)	
	Inventories	679.57		474.96	
	Financial Liabilities	(2,275.84)		940.74	
	Non-Financial Liabilities	(16.30)		67.73	
			(570.63)		878.70
			212.53		1,924.02
	Less: Exceptional Items		-		(160.55)
	Cash generated from operations		**212.53**		**1,763.47**
	Income Tax (paid) / refund		9.92		(229.37)
	Net Cash generated From/ (used in) Operating Activities (A)		**222.45**		**1,534.10**
B	**Cash flows from Investing activities**				
	Sale/(Addition)of/to property, plant and equipment and investment properties		(166.95)		(104.38)
	Sale/(Addition)of/to Investments		52.23		15.21
	Interest received		74.50		90.36
	Dividend Income on Investments		73.96		203.82
	Net Cash generated from/(used in) Investing Activities (B)		**33.74**		**205.01**
C	**Cash flows from Financing activities**				
	Finance Costs		(444.17)		(441.34)
	Proceeds / repayment from/(of) long-term borrowings		114.14		(37.37)
	Proceeds / repayment from/(of) Short-term borrowings		53.44		(1,938.31)
	Fixed Deposits and margin deposit with bank not considered as cash equivalents - earmarked bank balances (net) (Refer note no. 3 below)		138.88		867.89
	Dividend paid (including dividend tax)		(72.00)		(198.58)
	Principal payment of lease liabilities		(29.22)		-
	Finance Costs paid towards lease liabilities		(14.43)		-
	Net cash generated from/(used in) financing activities (C)		**(253.36)**		**(1,747.71)**
	Net increase /(decrease) in cash and cash equivalents (A + B + C)		2.83		(8.60)
	Cash and cash equivalents at the beginning of the year		36.66		45.26
	Cash and cash equivalents at the end of the year		**39.49**		**36.66**

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

(₹ in Million)

Particulars	For the year ended March 31, 2020		For the year ended March 31, 2019	
Notes:				
(1) Components of Cash and Cash equivalents				
Cash on hand		8.73		2.83
Drafts on hand		1.20		21.12
Balances with banks				
- In current accounts		13.63		5.67
- In Cash Credit Account		15.49		4.64
- In Export Earners Foreign Currency Account		0.44		2.41
- Term Deposit account with bank	820.24		959.12	-
Less: Excluded as per Note-3	(820.24)	-	(959.12)	-
		39.49		**36.66**

(2) Statement of Cash Flow has been prepared under the indirect method as set out in Indian Accounting Standard: (Ind AS 7) - "Statement of Cash Flow".

(3) Cash and Cash equivalents excludes Fixed Deposits with Banks which have been pledged.

(4) Change in Liability arising from financing activities

(₹ in Million)

	As at March 31, 2019	Cash flow	Foreign exchange movement	As at March 31, 2020
Borrowing - Non Current (Refer Note 15)	25.07	136.03	-	161.10
Borrowing - Current (Refer Note 19)	790.34	44.04	9.40	843.77
Current Maturities of Long-Term Borrowings	40.67	(21.88)	-	18.78
Total	**856.07**	**158.18**	**9.40**	**1,023.65**

As per our report of even date attached

For Kailash Chand Jain & Co

Chartered Accountants

Firm Registration No: 112318W

Dipesh Mehta

Partner

Membership No. : 134607

Place : Mumbai

Date : September 21, 2020

For and on behalf of the Board of Gandhar Oil Refinery (India) Limited

Ramesh Parekh
Chairman
DIN: 01108443

Samir Parekh
Whole-time Director
DIN: 02225839

Aslesh Parekh
Whole-time Director
DIN: 02225795

Jayshree Soni
Company Secretary
Membership No. : 06528

Indrajit Bhattacharyya
Chief Financial Officer

Place : Mumbai

Date : September 21, 2020

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

Note 1 : General Information :

(i) Corporate Information

Gandhar Oil Refinery (India) limited ('The Company') was incorporated on October 7,1992 under Companies Act, 1956 as a private limited company . The Company was subsequently converted into a public limited company on August 22,2005. The Company is domiciled in India having registered office at 18th floor, DLH park, Goregaon (West), Mumbai -400062, Maharashtra, India.

The Company is principally engaged in three segments namely, manufacturing and trading of petroleum products / specialty oils, trading of non-coking coal and providing consignment / del-credere agency services for sale of polymers to local markets. The Company has its manufacturing facilities located at MIDC Taloja, Maharashtra and Silvassa (U.T.) along with branch offices and various depots across the country.

Authorisation of financial statements

The standalone financial statements were approved for issue in accordance with a resolution of the Board of Directors passed on September 21, 2020.

(ii) Basis of Preparation

This note provide a list of the significant accounting policies adopted in the preparation and presentation of these standalone financial statements.

Compliance with Ind AS:

The standalone financial statements have been prepared to comply, in all material aspects, with the Indian Accounting Standards (Ind AS) notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013, read with Rule 3 of Companies (Indian Accounting Standards) Rules, 2015 and the relevant amendment Rules issued thereafter.

The accounting policies are applied consistently to all the periods presented in the financial statements.

Classification of assets and liabilities:

All assets and liabilities have been classified as current or non-current based on the Company's normal operating cycle and other criteria set out in Division II to Schedule III to the Companies Act, 2013.

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

For the above purposes, the Company has determined the operating cycle as twelve months based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents.

Basis of Measurement

The financial statements have been prepared on accrual and going concern basis under the historical cost convention except:

(a) certain financial instruments (including derivative instruments) and

(b) defined benefit plans

which are measured at fair value at the end of each reporting period, as explained in the accounting policies below

Functional and presentation currency

The financial statements are presented in Indian rupees, which is the Company's functional currency. All amounts have been rounded to the nearest millions as per requirement of Schedule III, unless otherwise stated.

Critical estimates and judgements

Preparations of the financial statements require use of accounting estimates which, by definition, will seldom equal the actual results. This note provides an overview of the areas that involved a higher degree of judgement or complexity, and items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the Financial Statements.

The areas involving critical estimates or judgements are:

i) Estimation of useful life of tangible assets : Note 2(1)

ii) Estimation of defined benefit obligations: Note 34

iii) Fair value measurements: Note 40 (ii)

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have financial impact on the company and that are believed to be reasonable under the circumstances.

Measurement of fair Values

The Company measures certain financial assets and financial liabilities including derivatives and defined benefit plans at fair value.

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

The Company has an established control framework with respect to the measurement of fair values. The management regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing 'services, is used to measure fair values, then the management assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either

a) in the principal market for the asset or liability or

b) in the absence of a principal market, in the most advantageous market for the asset or liability.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their 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 Company 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.

Note 2 : Significant Accounting Policies

1 Property , Plant and Equipment

(i) Recognition and Measurement :

Property, Plant and Equipment (PPE) are measured at Original cost and are net of tax / duty credit availed less accumulated depreciation and accumulated impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Advances paid towards the acquisition of PPE outstanding at each reporting date are classified as capital advances under Other Non-Current Assets and Property, Plant and Equipment which are not ready for intended use as on the date of Balance Sheet are disclosed as "Capital work-in-progress".

Capital expenditure on tangible assets for Research and Development is classified under Property, Plant and Equipment and is depreciated on the same basis as other Property, Plant and Equipment.

Property, Plant and Equipment are eliminated from financial statement on disposal and gains or losses arising from disposal are recognised in the statement of Profit and Loss in the year of occurrence.

Lease arrangements for land are identified as finance lease, in case such arrangements result in transfer of the related risks and rewards to the Company

(ii) Subsequent expenditure :

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

When Significant parts of Property, Plant and Equipment's are required to be replaced, the Company derecognises the replaced part and recognises the new part with its own associated useful life and it is depreciated accordingly.

(iii) Depreciation :

Depreciation on property, plant and equipment other than Improvements to Leasehold/Licensed Premises have been provided on straight-line method and computed with reference to the useful life of respective assets specified and in the manner prescribed in Schedule II of the Companies Act, 2013.

In case of additions/deductions to/from the property, plant and equipment made during the year, depreciation has been provided on pro-rata basis.

Leasehold land is amortized over primary lease period.

Improvements to Leasehold/Licensed Premises are depreciated on a straight-line method over the Primary Lease Period or over a period

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

of 5 years whichever is less starting from the date when the Leasehold/Licensed Premises are put to use.

Useful life considered for calculation of depreciation (Specified in Schedule II) for various assets class are as follows:

Asset Class	Useful life
Factory Building	30 years
Non-Factory Building	60 years
Plant & Equipments	15 years
Furniture & Fixtures	10 years
Vehicles	8 years
Air Conditioners	10 years
Laboratory equipments	10 years
Office Equipments	5 years
Computers	3 years
Electrical Fittings	10 years
Improvement in Leased Asset	5 years

The residual value is not more than 5% of the original cost of the asset. Depreciation on additions / deletions is calculated pro-rata from month of such additions / deletion as case the may be. Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in Statement of profit and loss.

2 Investment Properties

(i) Recognition and Measurement :

Investment Property comprise of Freehold Land and Buildings.

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

Investment properties are derecognised either when they have been disposed off 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 the Statement of Profit and Loss in the period of derecognition.

(ii) Depreciation

Depreciation on Investment Property is provided, under the Straight Line Method, pro rata to the period of use, based on useful lives specified in Schedule II to the Companies Act, 2013.

Useful life considered for calculation of depreciation (Specified in Schedule II) for various assets class are as follows:

Asset Class	Useful life
Non-Factory Building	30 years

The residual value is not more than 5% of the original cost of the asset. Depreciation on additions / deletions is calculated pro-rata from month of such additions / deletion as case the may be. Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in Statement of profit and loss.

3 Intangible Assets

(i) Recognition and measurement

Intangible assets are recognised when it is probable that future economic benefits that are attributable to concerned assets will flow to the Company and the cost of the assets can be measured reliably. Gain or loss arising from derecognition of an intangible asset is recognised in the Statement of Profit and Loss.

(ii) Technical know-how developed by the Company-

Expenditure incurred on know-how developed by the company, post research stage, is recognized as an intangible asset, if and only if the future economic benefits attributable are probable to flow to the Company and the costs can be measured reliably.

(iii) Amortisation

Software's are stated at cost of acquisition and are amortized on straight line basis over a period of 5 years irrespective of the date of acquisition.

The cost of technical know-how developed is amortized equally over its estimated life i.e. generally three years.

4 Impairment of non-financial assets

The carrying values of assets / cash generating units at each balance sheet date are reviewed for impairment if any indication of impairment exists.

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

If the carrying amount of the assets exceed the estimated recoverable amount, impairment is recognized for such excess amount. The impairment loss is recognized as an expense in the Statement of Profit and Loss, unless the asset is carried at revalued amount, in which case any impairment loss of the revalued asset is treated as a revaluation decrease to the extent a revaluation reserve is available for that asset.

When there is indication that an impairment loss recognized for an asset in earlier accounting periods which no longer exists or may have decreased, such reversal of impairment loss is recognized in the Statement of Profit and Loss, to the extent the amount was previously charged to the Statement of Profit and Loss

5 Investments in Subsidiaries and Jointly Controlled Entities

Investments in subsidiaries and jointly controlled entities are carried at cost less accumulated impairment losses, if any as per Ind As 27. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiaries, and jointly controlled entities the difference between net disposal proceeds and the carrying amounts are recognized in the Statement of Profit and Loss.

6 Inventories

(i) Raw Materials, Traded Goods, Stores & spares, Fuel, Packing and Packaging Materials (Including in Transit) are valued at cost or net realizable value whichever is lower. The cost includes the purchase price, freight inwards and other expenditure directly attributable to the acquisition and is net of trade discounts and rebates as well as Tax benefit available, if any.

(ii) Finished goods (including in Transit) are valued at cost or net realizable value whichever is lower. Cost includes appropriate allocation of overheads based on normal operating capacity

(iii) Cost is arrived at on Batch basis in case of Non-coking coal and on moving Weighted average basis in case of other items of inventories.

7 Cash & Cash Equivalents

Cash and cash equivalents includes cash on hand , balances with banks in current accounts, and cheques/drafts on hand.

8 Assets held for Sale

Non-current assets or disposal groups comprising of assets and liabilities are classified as 'held for sale' when all of the following criteria's are met:

(i) decision has been made to sell;

(ii) the assets are available for immediate sale in its present condition;

(iii) the assets are being actively marketed and

(iv) sale has been agreed or is expected to be concluded within 12 months of the Balance Sheet date.

Subsequently, such non-current assets and disposal groups classified as held for sale are measured at the lower of its carrying value and fair value less costs to sell. Non-current assets held for sale are not depreciated or amortised.

9 Financial Assets :

(i) Initial recognition and measurement

Financial assets are recognised when the Company becomes a party to the contractual provisions of the instrument.

On initial recognition, a financial asset is recognised at fair value, in case of Financial assets which are recognised at fair value through profit and loss (FVTPL), its transaction cost is recognised in the statement of profit and loss. In other cases, the transaction cost is attributed to the acquisition value of the financial asset.

(ii) Subsequent measurement

"Financial assets are subsequently classified and measured at

(i) Amortised Cost

(ii) fair Value through profit & Loss (FVTPL)

(iii) fair Value through other comprehensive income (FVOCI)

Financial assets are not reclassified subsequent to their recognition, except if and in the period the Company changes its business model for managing financial assets.

(iii) Trade Receivables and Loans

Trade receivables are initially recognised at fair value. Subsequently, these assets are held at amortised cost, using the effective interest rate (EIR) method net of any expected credit losses. The EIR is the rate that discounts estimated future cash income through the expected life of financial instrument.

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

(iv) Debt Instruments

Debt instruments are initially measured at amortised cost, fair value through other comprehensive income ('FVOCI') or fair value through profit or loss ('FVTPL') till derecognition on the basis of

(i) the Company's business model for managing the financial assets and

(ii) the contractual cash flow characteristics of the financial asset.

(a) Measured at amortised cost: Financial assets that are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows that are solely payments of principal and interest, are subsequently measured at amortised cost using the effective interest rate ('EIR') method less impairment, if any. The amortisation of EIR and loss arising from impairment, if any is recognised in the Statement of Profit and Loss.

(b) Measured at fair value through other comprehensive income: Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognized in the other comprehensive income (OCI). Interest income measured using the EIR method and impairment losses, if any are recognised in the Statement of Profit and Loss. On derecognition, cumulative gain or loss previously recognised in OCI is reclassified from the equity to 'Other Income' in the Statement of Profit and Loss.

(c) Measured at fair value through profit or loss: A financial asset not classified as either amortised cost or FVOCI, is classified as FVTPL. Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income if any, recognised as 'Other Income' in the Statement of Profit and Loss.

(v) Equity Instruments and Mutual Fund

All investments in equity instruments classified under financial assets are initially measured at fair value, the Company may, on initial recognition, irrevocably elect to measure the same either at FVOCI or FVTPL.

The Company makes such election on an instrument-by-instrument basis. Fair value changes on an equity instrument is recognised as other income in the Statement of Profit and Loss unless the Company has elected to measure such instrument at FVOCI. Fair value changes excluding dividends, on an equity instrument measured at FVOCI are recognized in OCI. Amounts recognised in OCI are not subsequently reclassified to the Statement of Profit and Loss. Dividend income on the investments in equity instruments are recognised as 'other income' in the Statement of Profit and Loss.

(vi) Derecognition

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the contractual rights to receive the cash flows from the asset.

(vii) Impairment of Financial Asset

Expected credit losses are recognized for all debt instruments subsequent to initial recognition other than financials assets in FVTPL category.

For financial assets other than trade receivables, as per Ind AS 109, the Company recognises 12 month expected credit losses for all originated or acquired financial assets if at the reporting date the credit risk of the financial asset has not increased significantly since its initial recognition. The expected credit losses are measured as lifetime expected credit losses if the credit risk on financial asset increases significantly since its initial recognition. The Company's trade receivables do not contain significant financing component and loss allowance on trade receivables is measured at an amount equal to life time expected losses i.e. expected cash shortfall.

The impairment losses and reversals are recognised in Statement of Profit and Loss.

10 Financial Liabilities :

(i) Initial recognition and measurement

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss. In case of trade payables, they are initially recognised at fair value and subsequently, these liabilities are held at amortised cost, using the effective interest method.

(ii) Subsequent measurement

Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

(iii) 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

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

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.

(iv) Derecognition

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

11 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.

12 Derivative financial instruments

The Company uses derivative financial instruments such as forward currency contracts to hedge its foreign currency risks. 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 at the end of each reporting period. The accounting for subsequent changes in fair value depends on whether the derivative is designated as a hedging instrument, and if so, the nature of item being hedged and the type of hedge relationship designated.Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

13 Provisions and Contingent Liabilities

Provisions are recognized when the Company has a present obligation 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 when a reliable estimate of the amount of the obligation can be made. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date. The expenses 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 determined by discounting the expected future cash flows specific to the liability. The unwinding of the discount is recognised as finance cost.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

A contingent asset is not recognised but disclosed in the financial statements where an inflow of economic benefit is probable.

Commitments includes the amount of purchase orders (net of advance) issued to parties for acquisition of assets. Provisions, contingent assets, contingent liabilities and commitments are reviewed at each balance sheet date.

14 Revenue Recognition

a. Revenue is recognised when control of goods is transferred to a customer in accordance with the terms of the contract. The control of the goods is transferred upon delivery to the customers either at factory gate of the Company or Specific location of the customer or when goods are handed over to freight carrier, as per the terms of the contract. A receivable is recognised by the Company when the goods are delivered to the customer as this represents the point in time at which the right to consideration becomes unconditional, as only the passage of time is required before payment is due.

Revenue from services is recognised upon completion of services.

Revenue is measured based on the consideration to which the Company expects to be entitled as per contract with a customer. The consideration is determined based on the price specified in the contract, net of estimated variable consideration. Accumulated experience is used to estimate and provide for the variable consideration, using the expected value method, and revenue is recognised to the extent that it is highly probable that a significant reversal will not occur. Revenue excludes any taxes or duties collected on behalf of the government which are levied on sales such as goods and services tax.

b. Insurance Claims are accounted when the ultimate outcome of the same is certain and amount ascertained. Till the time of uncertainty about outcome and amount of claim, their recognition is postponed.

c. Dividends are recognised in the statement of Profit and Loss only when the right to receive payment is established:, It is probable that economic benefit associated with the Dividend will flow to the company and the amount of Dividend can be measured reliably.

d. For all financial instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR), which is the rate that discounts the estimated future cash payments or receipts through the expected life of the financial instruments or a shorter period, where appropriate, to the net carrying amount of the financial assets. Interest income is included in other income in the Statement of Profit and Loss.

e. Income on assets given on operating lease is recognised on a straight line basis over the lease term in the Statement of Profit and Loss.

f. Eligible export incentives are recognised in the year in which the conditions precedent are met and there is no significant uncertainty about the collectability.

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

15 Employee Benefits

(i) Short Term Benefits

All employee benefits including leave encashment (short term compensated absences) and bonus/ex-gratia (incentives) payable wholly within twelve months of rendering the service are classified as short term employee benefits and are charged to the Statement of Profit and Loss of the year.

(ii) Post Employment Benefits

(a) Defined Contribution Plans

Retirement/Employee benefits in the form of Provident Fund, Employees State Insurance and labour welfare fund are considered as defined contribution plan and contributions to the respective funds administered by the Government are charged to the Statement of profit and loss of the year when the contribution to the respective funds are due

(b) Defined Benefit Plans

Retirement benefits in the form of gratuity is considered as defined benefit obligation and is provided for on the basis of an actuarial valuation on projected unit credit method made as at the date of the Balance Sheet. Gratuity liability is non-funded.

Re-measurement of the net defined benefit liability, which comprise actuarial gains and losses are recognized immediately in Other Comprehensive Income (OCI). Net interest expense (income) on the net defined liability (assets) is computed by applying the discount rate, used to measure the net defined liability (asset). Net interest expense and other expenses related to defined benefit plans are recognized in Statement of Profit and Loss.

(c) Other Long-Term Employee Benefits

As per the present policy of the Group, there are no other long term benefits to which its employees are entitled.

(d) Terminal Benefits

All terminal benefits are recognized as an expense in the period in which they are incurred

16 Lease :

Change in accounting policy

Effective April 1, 2019, the company adopted IND AS 116 - Leases. Company applied IND AS 116 using modified retrospective approach, under which the cumulative effect of initial application is recognized in retained earnings at April 1, 2019. The comparative information presented is not restated. It is presented as previously reported under IND AS 17.

Accounting policy applicable before April 1, 2019

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

Lessee:

Leases of assets where the Company has substantially all the risks and rewards of ownership are classified as finance leases. Minimum lease payments made under finance leases are apportioned between the finance charge and the reduction of the outstanding liability. The finance charge is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability.

The leased assets are measured initially at an amount equal to the lower of their fair value and the present value of the minimum lease payments. Subsequent to initial recognition, the assets are accounted for in accordance with the accounting policy applicable to that asset.

Leases of assets under which significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Lease payments under operating leases are recognised as an expense on a straight-line basis over the lease term unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected in ationary cost increases. Lease incentives received are recognised as an integral part of the total lease expense, over the term of the lease.

Lessor:

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognized on a straight line basis over the term of the relevant lease unless such payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increase.

Accounting policy applicable from April 1, 2019

At the inception it is assessed, whether a contract is a lease or contains a lease. A contract is a lease or contains a lease if it conveys the right to control the use of an identified asset, for a period of time, in exchange for consideration

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

To assess whether a contract conveys the right to control the use of an identified asset, company assesses whether the contract involves the use of an identified asset. Use may be specified explicitly or implicitly.

i) Use should be physically distinct or represent substantially all of the capacity of a physically distinct asset.

ii) If the supplier has a substantive substitution right, then the asset is not identified.

iii) Company has the right to obtain substantially all of the economic bene ts from use of the asset throughout the period of use

iv) Company has the right to direct the use of the asset

v) In cases where the usage of the asset is predetermined the right to direct the use of the asset is determined when the company has the right to use the asset or the company designed the asset in a way that predetermines how and for what purpose it will be used.

At the commencement or modification of a contract, that contains a lease component, company allocates the consideration in the contract, to each lease component, on the basis of its relative standalone prices. For leases of property, it is elected not to separate nonlease components and account for the lease and non-lease components as a single lease component.

As a Lessee:

Company recognizes a right-of-use asset and a lease liability at the lease commencement date.

Right-of-use asset (ROU):

The right-of-use asset is initially measured at cost. Cost comprises of the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, any initial direct costs incurred by the lessee, 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.

After the commencement date, a lessee shall measure the right-of-use asset applying cost model, which is Cost less any accumulated depreciation and any accumulated impairment losses and also adjusted for certain re-measurements of the lease liability.

Right-of-use asset is depreciated using straightline method from the commencement date to the end of the lease term. If the lease transfers the ownership of the underlying asset to the company at the end of the lease term or the cost of the right-of-use asset reflects company will exercise the purchase option, ROU will be depreciated over the useful life of the underlying asset, which is determined based on the same basis as property, plant and equipment.

Lease Liability:

Lease liability is initially measured at the present value of lease payments that are not paid at the commencement date. Discounting is done using the implicit interest rate in the lease, if that rate cannot be readily determined, then using company’s incremental borrowing rate. Incremental borrowing rate is determined based on entity’s borrowing rate adjusted for terms of the lease and type of the asset leased.

Lease payments included in the measurement of the lease liability comprises of fixed payments (including in substance fixed payments), variable lease payments that depends on an index or a rate, initially measured using the index or rate at the commencement date, amount expected to be payable under a residual value guarantee, the exercise price under a purchase option that the company is reasonably certain to exercise, lease payments in an optional renewal period if the company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the company is reasonably certain not to terminate early.

Lease liability is measured at amortised cost using the effective interest method. Lease liability is re-measured when there is a change in the lease term, a change in its assessment of whether it will exercise a purchase, extension or termination option or a revised in-substance fixed lease payment, a change in the amounts expected to be payable under a residual value guarantee and a change in future lease payments arising from change in an index or rate.

When the lease liability is re-measured corresponding adjustment is made to the carrying amount of the right of-use asset. If the carrying amount of the right-of-use asset has been reduced to zero it will be recorded in statement of profit and loss.

Right-of-use asset is presented as a separate category under “Non-current assets” and lease liabilities are presented under “Financial liabilities” in the balance sheet.

Company has elected not to recognise right-of-use assets and lease liabilities for short term leases having period of less than 12 months and leases for which the underlying assets is of low value . The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

Lessor:

At the commencement or modification of a contract, that contains a lease component, company allocates the consideration in the contract, to each lease component, on the basis of its relative standalone prices.

At the inception of the lease, it is determined whether it is a finance lease or an operating lease. If the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset, then it is a financial lease, otherwise it is an operating lease. nancial lease, otherwise it is an operating lease.

If the lease arrangement contains lease and nonlease components, then the consideration in the contract is allocated using the principles of IND AS 115. The company tests for the impairment losses at the year end. Payment received under operating lease is recognised as income on straight line basis, over the lease term.

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

The accounting policies applicable to the company as a lessor, in the comparative period, were not different from IND AS 116.

Transitional Impact:

On transition to IND AS 116, company elected to apply practical expedients given by the standard as follows:

(a) Company has not reassessed whether a contract is, or contains, a lease at the date ofinitial application instead it applied the standard to those contracts that were previously identified as leases applying IND AS 17, Leases. Standard is not applied to those contracts that were not previously identified as containing a lease applying IND AS 17.

(b) IND AS 116 is applied retrospectively, with the cumulative effect of initially applying the Standard, is recognised at the date of initial application. The same approach is adopted for all the leases.

(c) Comparative information are not restated and it is presented as reported under IND AS 17. The cumulative effect of initially applying this Standard, is done as an adjustment, to the opening balance of retained earnings, at the date of initial application.

(d) For the leases which is previously classified as operating lease, under IND AS 17, company recognised the lease liability by measuring the present value of the remaining lease payments, discounted using incremental borrowing rate at the date of initial application.

(e) Company recognised, Right-of-use asset, at the date of initial application, for leases previously classified as an operating lease applying IND AS 17. Right-of-use asset is measured, on a lease by lease basis, at carrying amount assuming the standard is applied since the commencement date. Discounting to arrive the value of asset is done based on the incremental borrowing rate at the date of initial application. Company also assessed the Right-of-use asset for impairment as per IND AS 36, Impairment of assets, at the date of initial application.

(f) During transition, no adjustments is made for leases for which the underlying asset is of low value.

(g) Company has applied a single discount rate for portfolio of leases which has reasonably similar characteristics.

(h) During transition, impact of IND AS 116 is not given for those leases for which the lease term ends within 12 months of the date of initial application. Those leases were accounted as short term leases as per IND AS 116.

17 Research and Development Expenditure

(i) Revenue expenditure on Research & Development is charged to the Statement of Profit and Loss of the year in which it is incurred. However, expenditure incurred at development phase, where it is reasonably certain that outcome of research will be commercially exploited to yield economic benefits to the company is considered as intangible assets and accounted in the manner specified in Clause 3 (ii) above.

(ii) Capital expenditure incurred during the year on Research & Development is included under additions to property, plant and equipment's.

18 Exceptional Items

When items of income and expense within statement of profit and loss from ordinary activities are of such size, nature or incidence that their disclosure is relevant to explain the performance of the enterprise for the period, the nature and amount of such material items are disclosed separately as exceptional items.

19 Segment Reporting

The Chief Operational Decision Maker monitors the operating results of its business Segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit and loss and is measured consistently with profit or loss in the financial statements.

The Accounting Policies adopted for segment reporting are in line with the Accounting Policies of the Company. Segment assets include all operating assets used by the business segments and consist principally of fixed assets, trade receivables and inventories. Segment liabilities include the operating liabilities that result from the operating activities of the business.Segment assets and liabilities that cannot be allocated between the segments are shown as part of unallocated corporate assets and liabilities respectively. Income / Expenses relating to the enterprise as a whole and not allocable on a reasonable basis to business segments are reflected as unallocated corporate income / expenses.

20 Borrowing Costs

Borrowing costs are interest and other costs that the Company incurs in connection with the borrowing of funds and is measured with reference to the effective interest rate applicable to the respective borrowing. Borrowing costs that are directly attributable to the acquisition of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalised as part of the cost of that asset till the date it is put to use. Other borrowing costs are recognised as an expense in the period in which they are incurred. Borrowing costs also include exchange differences to the extent that are regarded as an adjustment to borrowing costs.

21 Foreign Exchange Transactions

(i) The financial statements of the Company are presented in Indian Rupee (INR), which is Company’s functional and presentation currency.

(ii) Foreign currency transactions are translated into the functional currency using exchange rate prevailing on the date of transaction. Monetary assets and liabilities are translated at rate of exchange prevailing at the reporting date. The difference arising on settlement or

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

translation on account of fluctuation in the rate of exchange is dealt within the Statement of Profit and Loss.

(iii) Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the Statement of Profit and Loss, as finance costs. All other foreign exchange gains and losses are presented in the Statement of Profit and Loss on a net basis within other gains / (losses).

(iv) Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

22 Taxes on Income

Income tax expense comprises current and deferred tax and is recognized in the Statement of Profit and Loss except to the extent that it relates to items recognized directly in equity or in OCI.

(i) Current Tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rates enacted or substantively enacted at the reporting date.

(ii) Deferred Tax

Deferred tax is recognized in respect of temporary differences arising between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax assets are recognized for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized; such reductions are reversed when the probability of future taxable profits improves.

Unrecognized deferred tax assets are reassessed at each reporting date and recognized to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are off set where the Company has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

22 Earnings Per Share

Basic Earnings per share is calculated by dividing the net profit / (loss) for the period attributable to the equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit / (loss) for the period attributable to the equity shareholders and the weighted average number of equity shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

23 Recent accounting pronouncements

The Company elected to exercise the option permitted under section 115BAA of the Income-tax Act, 1961 as per the amendment notified in the official Gazette. Accordingly, the Company has recognised Provision for Income Tax for the year ended 31 March 2020 and re-measured its Deferred Tax Assets or Liabilities basis the reduced tax rate prescribed in the said section. The impact of the said change recognised in the statement of Profit & Loss of Rs 5.50 million pertaining to earlier years is recognised during the year.

24 Global Pandemic COVID 19 Impact on Financial Statements

The outbreak of Coronavirus (COVID-19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity, has had impact on the business of the Company. Due to the lock down the dispatches has impacted for later part of the March 20 and the profitability to that extent for the year FY 2019-20.

In the initial period of Lock-down, the essential services based manufacturing facilities were under operation observing safety measures with limited manpower. Gradually, the other manufacturing facilities were operated based on the state based permissions to operate with restricted manpower.

The lock down of COVID-19 is continuing in FY 2020-21 and the Company is continuing its operations in all the business units with current lower demand. Management is expecting that demand for products will improve on stabilization of COVID-19, post removal of lock down. Management has assessed the potential impact of COVID 19 based on the current circumstances and expects no significant impact on the continuity of operations of the business on long term basis/ on useful life of the assets/ on financial position etc. though there may be lower revenues in the near term.

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

3 (a) Property, Plant and Equipment

(₹ in Million)

	Free Hold Land	Lease Hold Land	Building	Plant & Equipments	Furniture & Fixtures	Vehicles	Air Conditioners	Laboratory & office equipments	Computers	Electrical Fittings	Improvement in Leased Asset	Total
Gross Carrying Amount												
As at April 01, 2018	**60.32**	**203.75**	**366.11**	**223.59**	**15.31**	**63.37**	**12.13**	**56.29**	**5.89**	**50.09**	**70.22**	**1,127.09**
Additions	-	-	5.76	19.38	1.15	14.63	2.12	6.84	2.27	0.70	-	52.86
Disposal and adjustments	-	-	-	0.66	-	6.94	-	0.28	0.58			8.47
As at March 31, 2019	**60.32**	**203.75**	**371.87**	**242.31**	**16.46**	**71.06**	**14.25**	**62.85**	**7.58**	**50.80**	**70.22**	**1,171.48**
Additions	-	-	9.96	64.23	0.15	0.25	1.34	13.21	3.48	0.77	-	93.38
Disposal and adjustments	-	-	-	-	-	0.71	-	-	0.02	-	-	0.72
As at March 31, 2020	**60.32**	**203.75**	**381.83**	**306.55**	**16.60**	**70.60**	**15.59**	**76.06**	**11.04**	**51.56**	**70.22**	**1,264.14**
Depreciation												
As at April 01, 2018	**-**	**5.67**	**23.95**	**36.43**	**3.50**	**15.67**	**2.58**	**14.33**	**2.22**	**7.35**	**61.28**	**172.98**
Charge for the year	-	2.83	12.38	19.22	1.88	10.21	1.48	8.14	1.70	5.26	7.93	71.04
Disposal and adjustments	-	-	-	0.42	-	4.49	-	0.27	0.25	-	-	5.42
As at March 31, 2019	**-**	**8.50**	**36.33**	**55.23**	**5.38**	**21.39**	**4.06**	**22.20**	**3.67**	**12.61**	**69.21**	**238.60**
Charge for the year	-	2.84	12.16	22.79	1.86	10.19	1.57	7.91	2.10	5.23	0.34	66.98
Disposal and adjustments	-	-	-	-	-	0.67		-	0.01			0.69
As at March 31, 2020	**-**	**11.34**	**48.49**	**78.02**	**7.24**	**30.91**	**5.63**	**30.12**	**5.76**	**17.84**	**69.55**	**304.89**
Net Carrying Amount												
As at March 31, 2019	**60.32**	**195.25**	**335.54**	**187.08**	**11.08**	**49.67**	**10.19**	**40.65**	**3.91**	**38.19**	**1.01**	**932.88**
As at March 31, 2020	**60.32**	**192.41**	**333.34**	**228.53**	**9.36**	**39.69**	**9.95**	**45.94**	**5.29**	**33.73**	**0.67**	**959.24**

3 (b) Capital Work in Progress :

(₹ in Million)

	Buildings	Plant and Equipments	Laboratory equipments	Oil Storage Tanks	softwares	Total
Gross Carrying Amount						
As at April 01, 2018	**-**	**-**	**-**	**-**	**-**	**-**
Additions	3.98	1.20	-	42.89	4.17	52.23
Transferred to Assets	-	-	-	-	-	-
As at March 31, 2019	**3.98**	**1.20**	**-**	**42.89**	**4.17**	**52.23**
Additions	42.31	95.55	-	-	1.14	139.00
Transferred to Assets	-	24.02	-	42.89	-	66.91
As at March 31, 2020	**46.29**	**72.73**	**-**	**-**	**5.31**	**124.32**

Notes

a) Refer Note No. 33(I) for disclosure of contractual commitments for the acquisition of Property, Plant and Equipment's.

b) Refer Note 15 & 19 on Long term Borrowing and short term Borrowings for amounts of restrictions on the title and PPE pledged as securities.

c) Refer Note No.14(2) on Other Equity for Leasehold land.

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

3 (c) Investment in Property

(₹ in Million)

	Freehold Land	Building	Total
Gross Carrying Amount			
As at April 1, 2018	**5.48**	**37.54**	**43.02**
Additions	-	-	-
Disposal and adjustments	-	-	-
As at March 31, 2019	**5.48**	**37.54**	**43.02**
Additions	-	-	-
Disposal and adjustments	-	-	-
As at March 31, 2020	**5.48**	**37.54**	**43.02**
Depreciation			
As at April 1, 2018	**-**	**1.21**	**1.21**
Charge for the year	-	0.61	0.61
Disposal and adjustments	-	-	-
As at March 31, 2019	**-**	**1.82**	**1.82**
Charge for the year	-	0.61	0.61
Disposal and adjustments	-	-	-
As at March 31, 2020	**-**	**2.42**	**2.42**
Net Carrying Amount			
As at March 31, 2019	**5.48**	**35.72**	**41.20**
As at March 31, 2020	**5.48**	**35.12**	**40.59**

Notes

a) **Fair value**

As at March 31, 2019	6.03	46.94	52.97
As at March 31, 2020	**6.03**	**46.94**	**52.97**

(₹ in Million)

b)

Information regarding income and expenditure of Investment Property	**2019-20**	2018-19
Rental income derived from investment properties	-	-
Direct operating expenses (including repairs and maintenance) generating rental income	-	-
Direct operating expenses (including repairs and maintenance) that did not generate rental income	(0.24)	(0.21)
Profit arising from investment properties before depreciation and indirect expenses	**(0.24)**	**(0.21)**
Less – Depreciation	(0.61)	(0.61)
Profit/(loss) arising from investment properties before indirect expenses	(0.84)	(0.82)

c) The Company's investment properties consist of 4 properties in India. The management has determined that the investment property consists of two class of assets - Free hold Land and building - based on the nature, characteristics and risks of each property.

The Company has no restriction on the realisability of its investment properties and no contractual obligations to purchase, construct or develop investment properties or for repairs, maintenance and enhancements.

The fair valuation is based on current prices in the active market for similar properties. The main input used are quantum, area, location, demand, age of building and trend of fair market rent in the location of the property.

The fair value is based on valuation performed by an accredited independent valuer. Fair valuation is based on replacement cost method. The fair value measurement is categorised in level 2 fair value hierarchy.

d) Refer Note 15 & 19 on Long term Borrowing and short term Borrowings for amounts of restrictions on the title and Investment properties pledged as securities.

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

3 (d) Right of use assets (₹ in Million)

	Right of use assets	Total
Gross Carrying Amount		
Recognised at April 1, 2019 (transition)	**176.60**	**176.60**
Additions	-	-
Disposal and adjustments	-	-
As at March 31, 2020	**176.60**	**176.60**
Amortization		
As at March 31, 2019	**-**	**-**
Charge for the year	38.54	38.54
Disposal and adjustments	-	-
As at March 31, 2020	**38.54**	**38.54**
Net Carrying Amount		
As at March 31, 2019	**-**	**-**
As at March 31, 2020	**138.06**	**138.06**

Notes

a) The Company has leasing arrangements for its office premises -head office and certain plots . Non-cancellable period for those lease arrangements vary. The Company pays lease charges as fixed amount as per the respective lease agreements. In respect of Ind AS 116 - Leases, the Company has adopted modified retrospective method under which the cumulative effect of initial application is recognized in retained earnings at 1st April 2019. Right-of-use asset is measured, on a lease by lease basis, at carrying amount assuming the standard is applied since the commencement date. Discounting to arrive the value of asset is done based on the incremental borrowing rate at the date of initial application.

The Company has leasing arrangements for its various commercial premises (other than mentioned above). Non-cancellable period for those leasing arrangements are less than 12 months and the Company elected to apply the recognition exemption for short term leases to these leases. The lease amount is charged as rent.

3 (e) Intangible assets (₹ in Million)

	Computer Software	Total
Gross Carrying Amount		
As at April 1, 2018	**6.20**	**6.20**
Additions	0.82	0.82
Disposal and adjustments	-	-
As at March 31, 2019	**7.02**	**7.02**
Additions	1.57	1.57
Disposal and adjustments	-	-
As at March 31, 2020	**8.59**	**8.59**
Amortization		
As at April 1, 2018	**2.68**	**2.68**
Charge for the year	1.57	1.57
Disposal and adjustments	-	-
As at March 31, 2019	**4.25**	**4.25**
Charge for the year	1.53	1.53
Disposal and adjustments	-	-
As at March 31, 2020	**5.79**	**5.79**
Net Carrying Amount		
As at March 31, 2019	**2.77**	**2.77**
As at March 31, 2020	**2.80**	**2.80**

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

Particulars	As at March 31, 2020		As at March 31, 2019	
	Number of shares / Units	(₹ in Million)	Number of shares / Units	(₹ in Million)
4 FINANCIAL ASSETS				
INVESTMENTS				
(A) Investment in equity instruments (fully paid-up)				
Subsidiary companies | Joint venture company				
measured at cost				
Unquoted				
(i) In foreign subsidiary companies - wholly owned				
In Gandhar Global Singapore Pte Limited of Singapore Dollar 1 each [Refer note 48]	-	-	10,00,000	48.80
In Gandhar Oil & Energy DMCC of Arab Emirati Dirham 1000 each*	2,000	1.79	2,000	1.79
* Bonus shares - 1900 Bonus shares received during the year 2018-19)				
In indian subsidiary - wholly owned				
In Gandhar Shipping & Logistics Pvt. Limited of ₹ 10 each	10,00,000	10.00	10,00,000	10.00
Total (I)		**11.79**		**60.58**
(ii) In Joint Ventures				
In Texol Lubritech FZC of Arab Emirati Dirham 1000 each	500	8.72	500	8.72
Total (ii)		**8.72**		**8.72**
Total (i+ii)		**20.51**		**69.30**
(B) Investments in Government or Trust				
securities measured at amortised cost				
Unquoted				
Government Bonds				
Units of face value of ₹ 100 each	3,687	0.32	3,687	0.28
National Saving Certificates-VIII Issue				
(Lodged With Sales Tax Authorities)		0.04		0.04
Total (B)		**0.36**		**0.32**
Total (A + B)		**20.87**		**69.62**
Aggregate Amount of Quoted Investments		-		-
Aggregate Amount of unquoted investments		20.87		69.62
Aggregate Amount of Impairment in the Value of Investments		-		-

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

5 LOANS

(₹ in Million)

		Non Current As at		Current As at	
		March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
(A)	**Security Deposits**				
	-To related Party [Refer note 35(B)(4)(b)]	13.82	8.60	-	-
	-To Others	7.03	7.20	13.53	13.58
	Total (A)	**20.85**	**15.80**	**13.53**	**13.58**
(B)	**Other Loans**				
	Loans to Employees	0.69	1.00	1.32	1.80
	Total (B)	**0.69**	**1.00**	**1.32**	**1.80**
	Total (A + B)	**21.54**	**16.80**	**14.85**	**15.38**
	Break-up				
	Loans considered good - Secured	-	-	-	-
	Loans considered good - Unsecured	21.54	16.80	14.85	15.38
	Loans which have significant increase in credit risk	-	-	-	-
	Loans - credit impaired	-	-	-	-
	Total	**21.54**	**16.80**	**14.85**	**15.38**
	Less: Allowance for doubtful Loans	-	-	-	-
	Total Loans	**21.54**	**16.80**	**14.85**	**15.38**

Refer Note 41 for information about credit risk and market risk for loans.

6 OTHER FINANCIAL ASSETS

(₹ in Million)

		Non Current As at		Current As at	
		March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
i)	Foreign Exchange Contract Receivable	-	-	37.95	-
ii)	Other Receivables				
	- from a related Party (Refer note 35(B)(4)(d)]	-	-	-	4.37
	- from others	-	-	34.19	57.11
		-	-	34.19	61.48
iii)	Term Deposits Accounts (with maturity more than 12 months) Refer note (a) below	10.52	5.61	-	-
iv)	Interest accrued on fixed deposits	-	-	83.33	48.22
v)	Interest accrued on Investments	-	-	0.03	0.03
vi)	Interest receivable - Others	-	-	-	0.52
		10.52	**5.61**	**155.50**	**110.25**

a) In Term Deposits Accounts held as margin for Letter of Credit/ Suppliers Credit/SBLC/Bank Guarantees issued by banks.

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

7 OTHER ASSETS

(₹ in Million)

		Non Current As at		Current As at	
		March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
	(Unsecured, considered good)				
(A)	**Capital advances**	11.97	-	-	-
	Total (A)	**11.97**	**-**	**-**	**-**
(B)	**Other Advances recoverable in cash or kind or for value to be received**				
i)	Balances with the Government authorities				
	Balances with the statutory authorities	-	-	639.52	665.94
	Deposits with government Authorities	-	-	34.01	35.69
ii)	Advances to supplier				
	- Considered Good	-	-	267.67	290.97
	- Considered Doubtful-	-	-	-	-
		-	-	267.67	290.97
	- Provision for Doubtful Advances-	-	-	-	-
		-	-	267.67	290.97
iii)	Prepaid Expenses	9.88	10.95	63.92	104.45
iv)	Export Incentive - receivables	-	-	-	0.01
	Total (B)	**9.88**	**10.95**	**1,005.12**	**1,097.06**
	Total (A + B)	**21.84**	**10.95**	**1,005.12**	**1,097.06**

(₹ in Million)

		As at March 31, 2020	As at March 31, 2019
8	**INVENTORIES**		
	Raw Materials	639.09	898.36
	Finished Goods	172.22	204.88
	Stock-in-trade	998.87	1,397.34
	Stores & Spares	1.19	1.78
	Packing & Packaging Materials	36.29	25.40
	Fuel	0.85	0.33
		1,848.51	**2,528.09**
	Notes		
	a) Refer Note 19 for inventories pledged as security for current borrowings		
	b) Finished Goods Includes Stock in transit	5.86	53.62

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

(₹ in Million)

		As at March 31, 2020	As at March 31, 2019
9	**TRADE RECEIVABLES**		
	Considered Good - Secured	-	-
	Considered Good - Unsecured	4,170.26	5,167.94
	Trade Receivables which have significant increase in Credit Risk	-	-
	Trade Receivables - credit impaired	-	-
		4,170.26	5,167.94
	Less: Provision for Doubtful Debts	-	-
		4,170.26	**5,167.94**
	Notes		
	Refer note 35 (B)(4)(c)] for amounts from related parties		
	The group's exposure to credit and currency risk related to trade receivables are disclosed in note 41.		
10	**CASH AND CASH EQUIVALENTS**		
	Cash and cash equivalents		
	Balances with banks:		
	- In Current Account	13.63	5.67
	- In Export Earners Foreign Currency Account	0.44	2.41
	- In Cash Credit Account*	15.49	4.64
	Drafts on hand	1.20	21.12
	Cash on hand	8.73	2.83
	Total	**39.49**	**36.66**
	*Refer Note 19 -current borrowings for security for cash credit account		
11	**BANK BALANCES OTHER THAN DISCLOSED IN NOTE 10 ABOVE**		
	Balances with banks:		
	Term Deposits Accounts (with maturity up to 12 months) (Refer note (a) below	809.73	953.51
	Other Bank Balances		
	Margin deposit Account (Refer note (b) below	0.00	0.00
		809.73	**953.51**
	a 'Term Deposits Accounts held as margin for Letter of Credit/ Suppliers Credit/SBLC/ Bank Guarantees issued by banks, Lodged with customers for security deposits		
	b Margin deposit account represents margin deposit for bills discounted with bank.		
12	**CURRENT TAX ASSETS (NET)**		
	Advance Income Tax & Tax Deducted at Source (Net of Provision)	127.14	187.15
		127.14	**187.15**

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

13 EQUITY SHARE CAPITAL

(₹ in Million)

	As at March 31, 2020		As at March 31, 2019	
	Nos.	(₹ in Million)	Nos.	(₹ in Million)
Authorised:				
Equity Shares of ₹10 Each	30,000,000	300.00	30,000,000	300.00
Total	**30,000,000**	**300.00**	**30,000,000**	**300.00**
Issued, Subscribed and Fully Paid Up:				
Equity Shares of ₹10 Each	16,000,000	160.00	16,000,000	160.00
Total	**16,000,000**	**160.00**	**16,000,000**	**160.00**

Notes:

a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period:

	As at March 31, 2020		As at March 31, 2019	
	Nos.	(₹ in Million)	Nos.	(₹ in Million)
Equity Shares				
At the beginning of the year	16,000,000	160.00	16,000,000	160.00
Issued during the year				
Outstanding at the end of the year	**16,000,000**	**160.00**	**16,000,000**	**160.00**

b) Terms/rights attached to equity shares

i) Equity shares:
The Company has only one class of equity shares having a par value of INR 10 each per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

ii) Dividend:
The final dividend proposed by the Board of Directors is subject to the approval of the Shareholders in the ensuing Annual General Meeting. However, in case of interim dividend the profits are distributed based on approval of Board of Directors.

Amount of per share dividend recognized as distribution to equity shareholders:

	For the year ended March 31, 2020	For the year ended March 31, 2019
Equity Shares of ₹10 Each*	4.50	10.00
Total	**4.50**	**10.00**
*** Interim Dividend**		

c) Details of shareholders holding more than 5% of Equity shares in the company

Name of Shareholder	As at March 31, 2020		As at March 31, 2019	
	Nos.	% of Share	Nos.	% of Share
a) Mr. Ramesh B Parekh	6,030,000	37.69	6,030,000	37.69
b) Mr. Jitendra B Parekh	1,860,000	11.63	1,860,000	11.63
c) Mr. Kailash B. Parekh	1,860,000	11.63	1,860,000	11.63
d) IDFC Spice Fund	-	-	1,000,000	6.25

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

(₹ in Million)

			As at March 31, 2020	As at March 31, 2019
14	**OTHER EQUITY**			
	(A)	**Securities Premium**		
		Balance as at the beginning of the year	460.00	460.00
		Add: Premium on issue of Shares during the year	-	-
		Balance as at the end of the year	**460.00**	**460.00**
	(B)	**General Reserve**		
		Balance as at the beginning of the year	1,118.50	1,118.50
		Balance as at the end of the year	**1,118.50**	**1,118.50**
	(C)	**Retained earnings**		
		Balance as at the beginning of the year	1,487.24	1,465.15
		Transition Impact of Lease as per IND AS 116 (net of tax) (Refer note 3(d)	(15.42)	-
		Restated balance as at the beginning of the year	1,471.82	1,465.15
		Add :Profit for the year	178.22	220.67
		Amount available for Appropriation	1,650.04	1,685.82
		Less : Appropriations		
		Final Dividend on Equity Shares	-	32.00
		Interim Dividend on Equity Shares (Refer Note 45)	72.00	160.00
		Dividend Distribution Tax on Final Dividend	-	6.58
		Total of appropriations	**72.00**	**198.58**
		Balance as at the end of the year	**1,578.04**	**1,487.24**
	(D)	**Items of Other Comprehensive Income**		
		Remeasurements of the net defined benefit Plans		
		Balance as at the beginning of the year	(0.71)	(1.30)
		Other Comprehensive Income for the year	(0.01)	0.58
		Balance as at the end of the year	**(0.72)**	**(0.71)**
		Total (A + B + C +D)	**3,155.82**	**3,065.02**

Notes :

1 Securities premium: The amount received in excess of face value of the equity shares is recognised in Securities Premium. It can be utilized in accordance with the provisions of the Act, to issue bonus shares, to provide for premium on redemption of shares or debentures, write-off equity related expenses like underwriting costs etc.

2 General Reserve : The Company has transferred a portion of the net profit of the Company before declaring dividend to general reserve pursuant to the earlier provisions of Companies Act, 1956. Mandatory transfer to general reserve is not required under the Companies Act, 2013. It includes ₹ 200.81 Million transferred from Revaluation Reserve on first time adoption of Ind-AS

3 Retained Earnings : Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

4 Other Comprehensive Income accumulated in Other Equity, net of tax

Balance as at the beginning of the year	(0.71)	(1.30)
Remeasurement Gain or Loss on Defined Benefit Plans	(0.02)	0.89
Income Tax effect	0.01	(0.31)
Balance as at the end of the year	(0.72)	(0.71)

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

15 LONG-TERM BORROWINGS

(₹ in Million)

	Non-current As at		Current As at	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Secured				
Term Loans				
- From Banks	44.12	4.64	16.11	37.56
- From Financial Institutions	16.98	20.43	2.67	3.11
	61.10	**25.07**	**18.78**	**40.67**
Unsecured				
Loan from related parties [Refer note 35(B)(4)(e)]	100.00	-	-	-
	100.00	**-**	**-**	**-**
	161.10	**25.07**	**18.78**	**40.67**

Notes

a) Term loans from Banks comprises of:

(₹ in Million)

i)

Name of Bank	Outstanding balances As at March 31, 2020	Outstanding balances As at March 31, 2019	Rate of Interest (% P.a.)	Repayment Terms
HDFC BANK LTD	1.03	22.94	10.80%	Balance repayable In Equated Monthly Instalments of ₹1.03 Million ending on April, 2020. In case of prepayment, prepayment charges as applicable will be charged.
HDFC BANK LTD	54.78	-	11.00%	Balance repayable In 52 Equated Monthly Instalments of ₹ 1.30 Million ending on June, 2024. In case of prepayment, prepayment charges as applicable will be charged.
UNION BANK OF INDIA	-	5.59	13.90%	Repaid in September, 2019.
Total	**55.82**	**28.53**		

Securities Offered:

The said term loans are secured by exclusive first pari passu charge on fixed assets funded and collaterally secured by :-

I) Equitable mortgage of Land & Building of the Company,
ii) Equitable mortgage of certain premises belonging to the directors and their relatives, and
iii) Personal guarantee of certain directors and their relatives and corporate guarantee of certain concerns belonging to them.

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

ii) **Vehicle Loans**

Vehicle Loans repayable by equated monthly instalment and same are secured by Hypothecation of Motor Vehicles.

The details of Vehicle loans are as follows:-

(₹ in Million)

Name of Bank	Outstanding balances As at		Repayable by	Equated Monthly Instalment	Rate of interest
	March 31, 2020	March 31, 2019			
ICICI BANK LIMITED	-	2.03	Jan, 2020	0.21	8.74%
ICICI BANK LIMITED	-	4.42	Mar, 2020	0.39	8.61%
ICICI BANK LIMITED	0.24	0.71	Sep, 2020	0.04	8.25%
ICICI BANK LIMITED	3.39	6.51	Mar, 2021	0.30	8.41%
HDFC BANK LTD	0.78	1.49	Mar, 2021	0.07	9.50%
Total	**4.41**	**15.15**			

b) **Term loans from Financial Institutions:**

(₹ in Million)

Name of Financial Institution	Outstanding balances As at		Rate of Interest (% P.a.)	Repayment Terms / Security Offered
	March 31, 2020	March 31, 2019		
LIC LOAN (KEYMAN POLICY)	1.60	1.60	9.00%	Repayment Terms: The said loans are repayable on maturity of the policies having original maturity terms 20 years varying March 23, 2024 to April 01, 2024. Security Offered: Pledge of Key man Insurance Policies
L&T Housing Finance Ltd	18.05	20.46	9.90%	Repayment Terms: Balance repayable In 62 Equated Monthly Instalments of Rs.0.37 Million ending on May, 2025.Security Offered : Equitable Mortgage on a premises.
Total	**19.66**	**22.06**		

16 LEASE LIABILITIES

(₹ in Million)

	Long - Term As at		Short - Term As at	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Lease Liabilities	116.31	-	38.80	-
	116.31	**-**	**38.80**	**-**

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

17 PROVISIONS

(₹ in Million)

	Long - Term As at		Short - Term As at	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Provision for employee benefits				
Provision for gratuity	25.11	19.95	4.24	4.24
Provision for leave benefits	-	-	0.27	1.80
Total	**25.11**	**19.95**	**4.50**	**6.04**

(₹ in Million)

	As at March 31, 2020	As at March 31, 2019
18 DEFERRED TAX LIABILITY (NET)		
(A) Deferred Tax Liability		
Difference between book and tax depreciation	1.25	24.00
Allowable on payment basis (Net)	2.64	4.13
Total (A)	**3.89**	**28.12**
(B) Deferred Tax Assets		
Provisions	7.39	8.45
Indexation benefit on Land	12.62	12.85
Total (B)	**20.01**	**21.30**
Deferred Tax liability (Net) (A -B)	**(16.12)**	**6.82**
19 CURRENT FINANCIAL LIABILITIES - BORROWINGS		
(A) Secured		
Loans Repayable on Demand		
From Banks - Working Capital		
- Cash Credit facility	393.95	487.19
- Packing Credit facility	242.05	194.46
Total (A)	**636.00**	**681.65**
(B) Unsecured		
(a) Loans Repayable on Demand		
(i) Loan from related parties [Refer note 35(B)(4)(e)]	207.77	108.69
Total (B)	**207.77**	**108.69**
Total (A + B)	**843.77**	**790.34**

Notes:-

a) Working capital loans from banks are secured by first pari passu charge on all fixed assets (excluding specific fixed assets financed by term loans) and current assets of the company and are also collaterally secured by :-
   i) Equitable mortgage of Land & Building of the Company,
   ii) Equitable mortgage of certain premises belonging to the directors and their relatives, and
   iii) Personal guarantee of certain directors and their relatives and corporate guarantee of certain concern belonging to them.

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

(₹ in Million)

		As at March 31, 2020	As at March 31, 2019
20	**TRADE PAYABLES**		
	Trade Payables (Including acceptances)		
	- Due to Micro and Small Enterprises	19.15	0.21
	- Due to Others	4,698.36	6,724.29
		4,717.51	**6,724.51**
	Notes:		
	The disclosure as per The Micro, Small and Medium Enterprises Development Act, 2006, (MSMED Act).		
	(a) (i) Delayed payments due - Principal amount	-	-
	(ii) Interest due on the above.	-	-
	(b) Total interest paid on all delayed payments during the year under the provision of the Act	-	-
	(c) Interest due on principal amounts paid beyond the due date during the year but without the interest amounts under this Act	-	-
	(d) Interest accrued but not due	-	-
	(e) Total interest due but not paid	-	-
	(The above information regarding micro and small enterprises has been determined on the basis of information available with the Company).		
21	**OTHER FINANCIAL LIABILITIES**		
	Current Maturities of Long-Term Borrowings (Refer Note No.15)	18.78	40.67
	Interest accrued		
	- To related parties [(refer Note No.35(B)(4)(f)]	29.88	18.18
	- To others	11.53	19.16
	Security Deposits from dealers	13.67	17.47
	Others		
	- Payable for Expenses		
	- To related Parties ([Refer note 35(B)(4)(h)]	1.05	2.94
	- To others	61.13	73.14
	- Foreign Exchange Contract Payable	3.65	86.96
	- Unclaimed Dividend	9.00	-
	- Other Payables		
	- To others	6.30	3.32
		154.99	**261.86**
22	**OTHER CURRENT LIABILITIES**		
	Income received in advance	23.90	4.67
	Others		
	Contract Liabilities (Advance Payment from Customers)	98.02	95.97
	Statutory Liabilities	26.68	67.88
		148.59	**168.52**

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

(₹ in Million)

			For the year ended March 31, 2020	For the year ended March 31, 2019
23	**REVENUE FROM OPERATIONS**			
	(A)	**Sale of products**		
		- Petroleum Products/Speciality Oils	13,735.73	11,971.58
		- Non-coking Coal	9,892.91	18,229.70
		- Others	3.21	13.02
			23,631.85	**30,214.29**
	(B)	**Sale of services**	**6.72**	**5.49**
	(C)	**Other operating income**	**24.65**	**51.26**
	Revenue from operations (A + B + C)		**23,663.22**	**30,271.05**
	Notes:			
	a)	**Details of Services Rendered**		
		- Job work charges	6.72	5.49
			6.72	**5.49**
	b)	**Other Operating Income**		
		- Exports Incentives	0.53	0.56
		- Scrap Sales	3.27	0.89
		- Commission	4.68	5.84
		- Miscellaneous Income	**16.17**	**43.97**
			24.65	**51.26**
24	**OTHER INCOME**			
	Interest on			
	- Bank Deposits		71.10	79.65
	- Others		3.40	10.71
	Dividend Income from a subsidiary company (Refer Note 35(B)(2)(e) & 49)		73.96	203.82
	Gain on closure of a subsidiary company (Refer Note 35(B)(2)(c) & 48)		3.43	-
	Net gain on sale of Investments		-	0.21
	Gain on fair valuation of Mutual Fund		0.04	0.25
	Other Non Operating Income		6.22	67.26
			158.15	**361.91**
25	**COST OF MATERIALS CONSUMED**			
	COST OF MATERIALS CONSUMED			
	(A)	**Cost of raw materials consumed**	10,084.34	9,994.35
			10,084.34	9,994.35
	(B)	**PACKING MATERIAL CONSUMED**		
		Cost of packing materials consumed	398.25	448.16
		TOTAL MATERIALS CONSUMED (A + B)	**10,482.59**	**10,442.52**
26	**PURCHASE OF STOCK IN TRADE**			
	Petroleum Products/Speciality Oils		1,334.50	130.45
	Non-Coking Coal		9,259.16	16,265.43
	Others		2.50	9.31
			10,596.16	**16,405.20**

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

(₹ in Million)

		For the year ended March 31, 2020	For the year ended March 31, 2019
27	**CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND TRADED GOODS**		
	(A) Inventories at the end of the year		
	Finished Goods	172.22	204.88
	Stock-in-trade	998.87	1,397.34
		1,171.09	**1,602.22**
	(B) Inventories at the beginning of the year		
	Finished Goods	204.88	210.58
	Stock-in-trade	1,397.34	1,458.72
		1,602.22	**1,669.31**
	(Increase)/decrease in Stock (B - A)	**431.13**	**67.09**
28	**EMPLOYEE BENEFITS EXPENSE**		
	Salaries, Wages, Bonus & Other Benefits	197.61	173.53
	Contribution to Provident & other Fund	5.88	5.55
	Gratuity	4.78	6.16
	Staff Welfare Expenses	6.79	6.62
		215.07	**191.86**
29	**FINANCE COSTS**		
	Interest Expense	312.27	281.35
	Other Borrowing Costs	146.33	159.99
		458.60	**441.34**
30	**DEPRECIATION AND AMORTIZATION EXPENSE**		
	Depreciation of Tangible assets	67.59	71.65
	Amortization of Intangible assets	40.07	1.57
		107.66	**73.23**

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

(₹ in Million)

			For the year ended March 31, 2020		For the year ended March 31, 2019
31	**OTHER EXPENSES**				
	Consumption of Stores and Spares		15.46		10.47
	Power and Fuel		17.63		17.82
	Electricity Charges		3.17		2.83
	Labour Charges		43.03		36.37
	Water Charges		0.41		0.41
	Security Charges		7.71		7.36
	Repairs and Maintenance				
	- To Plant & Machinery		4.50		7.19
	- To Building		0.15		0.73
	- To Others		12.96		13.02
	Laboratory Expenses		0.29		0.31
	Research & Development expenditure		25.79		22.63
	Insurance (net of Recovery)		42.33		56.45
	Packaging Material/Charges		20.50		17.33
	Freight and Transportation (net of Recovery)		468.35		994.76
	Supervision & Testing Expenses		20.94		27.43
	Vehicle Expenses		5.82		5.42
	Commission		73.11		81.70
	Legal and Professional Fees		18.06		46.30
	Payment to Auditor (Excluding taxes)				
	As Auditor:-				
	- Audit fees		1.60		1.60
	- Tax Audit fees		0.20		0.20
	In other capacity-				
	- Taxation matters		0.14		1.50
	- Other services		0.02		1.71
	Postage, Courier and Telephones		7.14		7.37
	Printing and Stationary		5.46		4.71
	Donation		0.27		0.81
	Expenditure on Corporate Social Responsibility		10.33		10.81
	Advertisement and Sales Promotion		17.57		14.61
	Travelling and Conveyance		52.08		39.16
	Miscellaneous Expenses		30.89		24.22
	Storage Charges		82.68		85.83
	Bad Debts Written off	14.99		381.52	
	Less: Provision for Doubtful Debts Written Back	-	14.99	(0.63)	380.89
	Advances Written off		0.15		4.12
	Foreign Exchange Rate Fluctuation Loss/(Gain)(net)		271.83		559.37
	Fees and Stamps		7.21		12.82
	Rent		5.75		46.59
	Rates and Taxes		28.04		2.57
	Loss (Profit) on Sale of Fixed Assets		(0.04)		1.51
	Bank charges		8.24		9.44
			1,324.78		**2,558.35**

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

Note : 32 Contingent liabilities

Claim against the company not acknowledged as debts

(₹ in Million)

S. No.		Particulars	As at March 31, 2020	As at March 31, 2019
a	1	Outstanding Letters of Credit	784.68	1,105.47
	2	Guarantees issued by Bank	474.78	407.95
	3	Export obligation against advance authorization licenses issued by Director General of Foreign Trade.	143.74	115.76
	4	Demand raised by Central Excise Authorities contested by Company. (Net of payment)	0.99	0.99
	5	Demand raised by Sales Tax Authorities contested by Company. (Net of payment)	27.55	51.37
	6	Demand raised by Custom Authorities contested by Company (Net of payment)	407.82	407.82
	7	Demand raised by Income Tax Authorities contested by Company (Net of payment)	509.71	-
b	Corporate Guarantees			
	Corporate Guarantee given by Company to Bank for loan given to Texol Lubritech FZC.		931.82	850.95
	Total		**3,281.09**	**2,940.32**

Note

1 The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in its financial statements. The Company does not expect the outcome of these proceedings to have a materially adverse effect on its financial results.

2 It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above pending resolution of the respective proceedings as it is determinable only on receipt of judgements/decisions pending with various forums/authorities.

3 Details of Guarantee given covered under Section 186 (4) of the Companies Act, 2013:

4 Guarantee given by Company to a Bank for loan given to Texol Lubritech FZC. The loan is obtained by Joint Venture for business purpose.

Note 33 Commitments

(i) Capital Commitments

(₹ in Million)

Particulars	As at March 31, 2020	As at March 31, 2019
Estimated amount of contracts remaining to be executed on capital accounts and not provided for (net of advances)	28.39	74.89
	28.39	**74.89**

Note 34 Employee Benefits

(i) Defined Contribution Plan

The Company has recognized the following amounts in the Statement of Profit and Loss towards its liability to Defined Contribution Plans:

(₹ in Million)

Sr. No.	Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
1	Provident Fund	6.08	5.61
2	Employee State Insurance Fund	0.24	0.31
3	Labour Welfare Fund	0.00	0.00
	Total	**6.32**	**5.93**

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

(ii) Defined Benefit Plan

The details of the Company's post retirement benefit plan for gratuity (unfunded) for its employees in conformity with the principles set out in Indian Accounting Standard – 19 which has been determined by an Actuary appointed for the purpose and relied upon by the Auditors are given below :

(₹ in Million)

Sr. No.	Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
I	**Changes in present value of obligations**		
	Present Value of Obligations at beginning of the year	24.19	19.30
	Interest cost	1.83	1.38
	Current Service Cost	3.87	3.30
	Past service cost-(non vested benefits)	-	-
	Past service cost-(vested benefits)	-	-
	Benefits Paid	(0.55)	(0.69)
	Contribution by plan participants	-	-
	Business Combinations	-	-
	Curtailments	-	-
	Settlements	-	-
	Actuarial (gain)/loss on obligations	0.02	0.89
	Present Value of Obligations at end of period	**29.35**	**24.19**
II	**Interest Expenses**		
	Interest Cost	**1.83**	**1.38**
III	**Fair Value of Plan Assets**		
	Fair Value of Plan Assets at beginning	-	-
	Interest Income	-	-
IV	**Net Liability**		
	Present Value of Obligations at beginning of period	24.19	19.30
	Fair Value of Plan Assets at beginning Report	-	-
	Net Liability	**24.19**	**19.30**
V	**Net Interest**	-	-
	Interest Expenses	1.83	1.38
	Interest Income	-	-
	Net Interest	**1.83**	**1.38**
VI	**Actual return on plan assets**		
	Less Interest income included above	-	-
	Return on plan assets excluding interest income	**-**	**-**
VII	**Actuarial Gain/(Loss) on obligation**	-	-
	Due to Demographic Assumption*	-	-
	Due to Financial Assumption	1.62	(0.52)
	Due to Experience	(1.60)	1.41
	Total Actuarial (Gain)/Loss	**0.02**	**0.89**

*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

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

(₹ in Million)

Sr. No.	Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
VIII	**Fair Value of Plan Assets**		
	Opening Fair value of plan asset	-	-
	Adjustment to opening Fair Value of plan asset	-	-
	Return on Plan Assets Excl. interest income	-	-
	Interest Income	-	-
	Contributions by Employer	0.55	0.69
	Contributions by Employee	-	-
	Benefits Paid	**(0.55)**	**(0.69)**
	Fair Value of Plan Assets at end		
IX	**Past service cost recognised**		
	Past service cost-(non vested benefits)	-	-
	Past service cost-(vested benefits)	-	-
	Average remaining future service till vesting of the benefits	-	-
	Recognised Past service cost-non vested benefits	-	-
	Recognised Past service cost-vested benefits	-	-
	Unrecognised Past service cost-non vested benefits	-	-
X	**Amounts to be recognised in the balance sheet and statement of profit & Loss account**		
	PVO at end of period	29.35	24.19
	Fair value of Plan assets at end of period	-	-
	Funded status	(29.35)	(24.19)
	Net Assets/(Liability) recognised in the balance sheet	**(29.35)**	**(24.19)**
XI	**Expense recognized in the Statement of P & L a/c**		
	Current Service Cost	3.87	3.30
	Net Interest	1.83	1.38
	Past service cost-(non vested benefits)	-	-
	Past service cost-(vested benefits)	-	-
	Curtailment Effect	-	-
	Settlement Effect	-	-
	Expense recognized in the Statement of Profit and Loss under "Employee benefits expense"	**5.69**	**4.68**
XII	**Other Comprehensive Income**		
	Actuarial (Gain)/Loss recognised for the period	0.02	0.89
	Asset limit effect	-	-
	Return on plant Assets Excl. Net Interest	-	-
	Unrecognised Actuarial (Gain)/Loss from previous period	-	-
	Total Actuarial (Gain)/Loss recognised in (OCI)	**0.02**	**0.89**
XIII	**Movements in the Liability recognised in Balance Sheet**		
	Opening Net Liability	24.19	19.30
	Adjustments to opening balance	-	-
	Expenses as above	5.69	4.68
	Contribution paid	(0.55)	(0.69)
	Other Comprehensive Income(OCI)	0.02	0.89
	Closing Net Liability	**29.35**	**24.19**

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

(₹ in Million)

Sr. No.	Particulars		For the year ended March 31, 2020	For the year ended March 31, 2019
XIV	**Schedule III of the Companies Act,2013**			
	Current Liability	(*)	5.50	4.76
	Non-Current Liability		23.85	19.43
XV	**Projected Service Cost**		**4.38**	**3.87**
XVI	**Asset Information**			
	Not Applicable as the plan is unfunded			
XVII	**Assumptions as at**		**March 31, 2020**	**March 31, 2019**
	Mortality		**IALM (2006-08) Ult.**	**IALM (2006-08) Ult.**
	Interest/Discount Rate		0.068	7.64%
	Rate of increase in compensation		5.00%	5.00%
	Annual increase in healthcare costs			
	Future Changes in Maximum state healthcare benefits			
	Expected average remaining service		10.58	11.46
	Retirement Age		58 Years	58 Years
	Employee Attrition Rate		Age: 0 to 58 : 5%	Age: 0 to 58 : 5%

XVIII **Sensitivity Analysis**

	DR: Discount Rate		ER:Salary Escalation Rate	
	PVO DR +1%	**PVO DR -1%**	**PVO ER +1%**	**PVO ER -1%**
PVO	**27.44**	**31.56**	**31.15**	**27.71**

XIX **Expected Payout**

Year	Expected Outgo First	Expected Outgo Second	Expected Outgo Third	Expected Outgo Fourth	Expected Outgo Fifth	Expected Outgo Six to Ten Years
PVO Payouts	**5.50**	**2.88**	**3.08**	**2.04**	**2.84**	**9.15**

XX **Asset Liability Comparisons**

Year	March 31, 2016	March 31, 2017	March 31, 2018	March 31, 2019	March 31, 2020
PVO at end of period	**12.12**	**16.35**	**19.30**	**24.19**	**29.35**
Plan Assets	**-**	**-**	**-**	**-**	**-**
Surplus/(Deficit)	**(12.12)**	**(16.35)**	**(19.30)**	**(24.19)**	**(29.35)**
Experience adjustments on plan assets	**-**	**-**	**-**	**-**	**-**

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

XXI Narrations

1 Analysis of Defined Benefit obligation

The numbers of members under the scheme have increased by 3.51%. Similarly, the total salary increased by 5.95% during the accounting period. The resultant liability at the end of the period over the beginning of the period has increased by 21.34%

2 Expected rate of return basis

Scheme is not funded EORA is not Applicable

3 Description of Plan Assets and Reimbursement Conditions

Not Applicable

4 Investment / Interest Risk

Since the scheme is unfunded the company is not exposed to Investment / interest Risk

5 Longevity Risk

The Company is not exposed to risk of the employess living longer as the benefit under scheme ceases on the employee separating from the employer for any reason.

6 Salary Esclation Rate

The salary escalation rate has remain unchanged and hence there is no change in liability resulting in no actuarial gain or loss due to change in salary escalation rate.

7 Discount Rate

The discount rate has increased from 7.64% to 6.80% and hence there is a decrease in liability leading to actuarial gain due change in discount rate.

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

Note 35 Related Party disclosures

A. List of related parties: (where transactions have taken place)

Sr No	Name of Related Party	Nature of relationship
1	**Subsidiaries** - Gandhar Global Singapore Pte. Limited - Gandhar Shipping & Logistics Private Limited - Gandhar Oil & Energy -DMCC	Wholly Owned Subsidiary
	Joint Venture - Texol Lubritech - FZC	
2	**Key-management personnel / Individual Having substantial interest**	
	Ramesh Parekh	Non-executive Director
	Samir Parekh	Whole Time Director
	Aslesh Parekh	Whole Time Director
	Deena Asit Mehta	Independent Non-executive Director (w.e.f. January 05, 2017 and Resigned w.e.f July 14, 2020)
	Sarthak Behuria	Non-executive Director (w.e.f. September 01, 2012 and Resigned w.e.f. February 10, 2020)
	Suresh Kumar Jain	Non-executive Director (w.e.f. July 06, 2017 and Resigned w.e.f. April 15, 2019)
	Rajkishore Singh	Non-executive Director (w.e.f. June 28, 2019).
	Indrajit Bhattacharyya	Chief Financial Officer
	Jayshree Soni	Company Secretary
3	**Relative of Key Management Personnel** Saurabh Parekh Jitendra Parekh Sunita Parekh Sharmistha Parekh Dimple Parekh	
4	**Enterprises owned / controlled by key management personnel or directors or their relatives or person having significant interest** Parekh Bulk Carriers Parekh Petroleum Products Gandhar Coals & Mines Private Limited (Gandhar Coals & Mines converted to company w.e.f. August 31, 2018) Gandhar Infrastructure Project Private Limited Nature Pure Wellness Private Ltd.	
5	**Others** Kamlaben Babulal Charity Trust	

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

35 B. Transaction With Related Parties

(₹ in Million)

SR NO	Particulars	Key management personnel / Individual Having significant interest		Relatives of Key management personnel / Individual having significant interest		Enterprises owned/ controlled by key management Personnel or directors or their relatives or person having significant Interest		Subsidiaries / Joint Venture		Others	
		For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019
1	**EXPENDITURE**										
(a)	**Salaries & Other Benefits***										
(i)	**Short term employee benefits**										
	Samir Parekh	9.36	8.58	-	-	-	-	-	-	-	-
	Aslesh Parekh	9.36	8.58	-	-	-	-	-	-	-	-
	Sharmistha Parekh	-	-	2.99	1.89	-	-	-	-	-	-
	Dimple Parekh	-	-	2.99	1.89	-	-	-	-	-	-
	Saurabh Parekh	-	-	8.40	4.32	-	-	-	-	-	-
	Jitendra Parekh	-	-	2.97	2.97	-	-	-	-	-	-
	Indrajit Bhattacharyya	2.97	2.81	-	-	-	-	-	-	-	-
	Jayshree Soni	1.65	1.53	-	-	-	-	-	-	-	-
	Total	**23.35**	**21.50**	**17.34**	**11.06**	**-**	**-**	**-**	**-**	**-**	**-**
(ii)	**Post employment benefits**										
	Samir Parekh	0.02	0.02	-	-	-	-	-	-	-	-
	Aslesh Parekh	0.02	0.02	-	-	-	-	-	-	-	-
	Sharmistha Parekh	-	-	0.02	0.02	-	-	-	-	-	-
	Dimple Parekh	-	-	0.02	0.02	-	-	-	-	-	-
	Saurabh Parekh	-	-	0.02	0.02	-	-	-	-	-	-
	Jitendra Parekh	-	-	0.02	0.02	-	-	-	-	-	-
	Total	**0.04**	**0.04**	**0.09**	**0.09**	**-**	**-**	**-**	**-**	**-**	**-**
(b)	**Director Sitting Fees**										
	Ramesh Parekh	0.14	0.15	-	-	-	-	-	-	-	-
	Deena Asit Mehta	0.14	0.15	-	-	-	-	-	-	-	-
	Suresh Kumar Jain	-	0.09	-	-	-	-	-	-	-	-
	Sarthak Behuria	0.09	0.15	-	-	-	-	-	-	-	-
	Raj Kishore Singh	0.14	-	-	-	-	-	-	-	-	-
	Total	**0.51**	**0.54**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
(c)	**Audit Committee Sitting Fees**										
	Ramesh Parekh	0.09	0.08	-	-	-	-	-	-	-	-
	Deena Asit Mehta	0.09	0.08	-	-	-	-	-	-	-	-
	Suresh Kumar Jain	-	0.06	-	-	-	-	-	-	-	-
	Sarthak Behuria	0.06	0.08	-	-	-	-	-	-	-	-
	Raj Kishore Singh	0.07	-	-	-	-	-	-	-	-	-
	Total	**0.30**	**0.30**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
(d)	**Nomination & Remunertion Committee Sitting Fees**										
	Ramesh Parekh	0.05	0.04	-	-	-	-	-	-	-	-
	Deena Asit Mehta	0.05	0.04	-	-	-	-	-	-	-	-
	Sarthak Behuria	0.02	0.04	-	-	-	-	-	-	-	-
	Total	**0.11**	**0.12**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**

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

35 B. Transaction With Related Parties

(₹ in Million)

SR NO	Particulars	Key management personnel / Individual Having significant interest		Relatives of Key management personnel / Individual having significant interest		Enterprises owned/ controlled by key management Personnel or directors or their relatives or person having significant Interest		Subsidiaries / Joint Venture		Others	
		For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019
(e)	**Finance Costs**										
	Jitendra Parekh	-	-	-	-	-	-	-	-	-	-
	Ramesh Parekh	26.92	12.32	-	-	-	-	-	-	-	-
	Samir Parekh	4.72	5.61	-	-	-	-	-	-	-	-
	Aslesh Parekh	1.55	2.28	-	-	-	-	-	-	-	-
	Gandhar Coal & Mines Pvt. Ltd. (Gandhar Coal & Mines converted to company)	-	-	-	-	6.85	-	-	-	-	-
	Total	**33.20**	**20.21**	**-**	**-**	**6.85**	**-**	**-**	**-**	**-**	**-**
(f)	**Freight inward/outward**										
	Gandhar Oil & Energy DMCC	-	-	-	-	-	-	117.57	-	-	-
	Gandhar Shipping & Logistics Pvt. Ltd.	-	-	-	-	-	-	1.42	-	-	-
	Parekh Bulk Carrier	-	-	-	-	156.45	131.21	-	-	-	-
	Total	**-**	**-**	**-**	**-**	**156.45**	**131.21**	**118.99**	**-**	**-**	**-**
(g)	**Rent**										
	Saurabh Parekh	-	-	0.30	0.24	-	-	-	-	-	-
	Ramesh Parekh	37.23	37.87	-	-	-	-	-	-	-	-
	Samir Parekh	3.32	0.79	-	-	-	-	-	-	-	-
	Aslesh Parekh	3.32	0.79	-	-	-	-	-	-	-	-
	Total	**43.87**	**39.44**	**0.30**	**0.24**	**-**	**-**	**-**	**-**	**-**	**-**
(h)	**Purchases**										
	Gandhar Coal & Mines Pvt. Ltd. (Gandhar Coal & Mines converted to company)	-	-	-	-	474.31	214.38	-	-	-	-
	Gandhar Oil & Energy DMCC	-	-	-	-	-	-	-	24.18	-	-
	Total	**-**	**-**	**-**	**-**	**474.31**	**214.38**	**-**	**24.18**	**-**	**-**
(i)	**Expenditure on Corporate Social Responsibility**										
	Kamlaben Babulal Charity Trust	-	-	-	-	-	-	-	-	5.00	7.10
	Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**5.00**	**7.10**
(j)	**Reimbursement of Expenses**										
	Gandhar Oil & Energy DMCC	-	-	-	-	-	-	-	1.41	-	-
	Texol Lubritech Fzc	-	-	-	-	-	-	-	0.36	-	-
	Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**1.77**	**-**	**-**
(k)	**Clearing and forwarding charges**										
	Gandhar Shipping & Logistics Private Limited	-	-	-	-	-	-	689.79	737.59	-	-
	Total	**-**	**-**	**-**	**-**	**-**	**-**	**689.79**	**737.59**	**-**	**-**

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

35 B. Transaction With Related Parties

(₹ in Million)

SR NO Particulars	Key management personnel / Individual Having significant interest		Relatives of Key management personnel / Individual having significant interest		Enterprises owned/ controlled by key management Personnel or directors or their relatives or person having significant Interest		Subsidiaries / Joint Venture		Others	
	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019
2 INCOME										
(a) Sale of Products										
Gandhar Coal & Mines Pvt. Ltd. (Gandhar Coal & Mines converted to company)	-	-	-	-	109.30	237.41	-	-	-	-
Texol Lubritech Fzc	-	-	-	-	-	-	123.09	10.57	-	-
Naturepure Wellness Private Limited	-	-	-	-	0.13	-	-	-	-	-
Total	**-**	**-**	**-**	**-**	**109.43**	**237.41**	**123.09**	**10.57**	**-**	**-**
(b) Freight & Insurance collected on Sales										
Texol Lubritech Fzc	-	-	-	-	-	-	0.12	0.16	-	-
Total	**-**	**-**	**-**	**-**	**-**	**-**	**0.12**	**0.16**	**-**	**-**
(c) Reimbursement of expenses										
Gandhar Oil & Energy DMCC	-	-	-	-	-	-	1.08	-	-	-
Gandhar Shipping & Logistics Private Limited	-	-	-	-	-	-	-	10.40	-	-
Total	**-**	**-**	**-**	**-**	**-**	**-**	**1.08**	**10.40**	**-**	**-**
(d) Dividend Income										
Gandhar Global Singapore Pte Limited	-	-	-	-	-	-	73.96	203.82	-	-
Total	**-**	**-**	**-**	**-**	**-**	**-**	**73.96**	**203.82**	**-**	**-**
(e) Commission Received										
Gandhar Coal & Mines Pvt. Ltd. (Gandhar Coal & Mines converted to company)	-	-	-	-	-	59.91	-	-	-	-
Total	**-**	**-**	**-**	**-**	**-**	**59.91**	**-**	**-**	**-**	**-**
3 OTHERS										
a) Short-term borrowings obtained										
Jitendra Parekh	-	-	-	-	-	-	-	-	-	-
Samir Parekh	12.50	41.68	-	-	-	-	-	-	-	-
Aslesh Parekh	13.40	23.89	-	-	-	-	-	-	-	-
Ramesh Parekh	889.90	921.44	-	-	-	-	-	-	-	-
Gandhar Coal & Mines Pvt. Ltd. (Gandhar Coal & Mines converted to company)	-	-	-	-	400.50	-	-	-	-	-
Total	**915.80**	**987.00**	**-**	**-**	**400.50**	**-**	**-**	**-**	**-**	**-**

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

35 B. Transaction With Related Parties

(₹ in Million)

SR NO	Particulars	Key management personnel / Individual Having significant interest		Relatives of Key management personnel / Individual having significant interest		Enterprises owned/ controlled by key management Personnel or directors or their relatives or person having significant Interest		Subsidiaries / Joint Venture		Others	
		For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019
b)	**Short-term borrowings repaid**										
	Jitendra Parekh	-	-	-	-	-	-	-	-	-	-
	Samir Parekh	30.53	9.66	-	-	-	-	-	-	-	-
	Aslesh Parekh	27.00	24.40	-	-	-	-	-	-	-	-
	Ramesh Parekh	659.18	969.25	-	-	-	-	-	-	-	-
	Gandhar Coal & Mines Pvt. Ltd. (Gandhar Coal & Mines converted to company)	-	-	-	-	400.50	-	-	-	-	-
	Total	**716.71**	**1,003.30**	**-**	**-**	**400.50**	**-**	**-**	**-**	**-**	**-**
c)	**Disposal of Non Current Investments Made**										
	- Gandhar Global Singapore Pte. Limited	-	-	-	-	-	-	48.80	-	-	-
Total		**-**	**-**	**-**	**-**	**-**	**-**	**48.80**	**-**	**-**	**-**

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

35 B. Transaction With Related Parties

(₹ in Million)

SR NO	Particulars	Key management personnel / Individual Having significant interest		Relatives of Key management personnel / Individual having significant interest		Enterprises owned/ controlled by key management Personnel or directors or their relatives or person having significant Interest		Subsidiaries / Joint Venture	
		For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019
4	**OUTSTANDINGS**								
a)	**Non-Current Investments**								
	Gandhar Global Singapore Pte Limited	-	-	-	-	-	-	-	48.80
	Gandhar Shipping & Logistics Pvt Ltd	-	-	-	-	-	-	10.00	10.00
	Gandhar Oil & Energy DMCC	-	-	-	-	-	-	1.79	1.79
	Texol Lubritech-FZC	-	-	-	-	-	-	8.72	8.72
	Total	**-**	**-**	**-**	**-**	**-**	**-**	**20.51**	**69.30**
b)	**Security Deposit for Premises**								
	Ramesh Parekh	20.00	20.00	-	-	-	-	-	-
	Total	**20.00**	**20.00**	**-**	**-**	**-**	**-**	**-**	**-**
c)	**Trade Receivables**								
	Gandhar Coal & Mines Pvt. Ltd. (Gandhar Coal & Mines converted to company)	-	-	-	-	76.48	28.25	-	-
	Texol Lubritech- FZC	-	-	-	-	-	-	26.14	1.42
	Naturepure Wellness Private Limited	-	-	-	-	0.15	-	-	-
	Total	**-**	**-**	**-**	**-**	**76.63**	**28.25**	**26.14**	**1.42**
d)	**Other receivables**								
	Gandhar Oil & Energy DMCC	-	-	-	-	-	-	-	4.02
	Texol Lubritech- FZC	-	-	-	-	-	-	-	0.35
	Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**4.37**
e)	**Short-term borrowings**								
	Samir Parekh	35.55	53.58	-	-	-	-	-	-
	Aslesh Parekh	10.38	23.98	-	-	-	-	-	-
	Ramesh Parekh	261.85	31.13	-	-	-	-	-	-
	Total	**307.77**	**108.69**	**-**	**-**	**-**	**-**	**-**	**-**
f)	**Interest Accrued**								
	Samir Parekh	4.25	5.05	-	-	-	-	-	-
	Aslesh Parekh	1.39	2.05	-	-	-	-	-	-
	Ramesh Parekh	24.23	11.08	-	-	-	-	-	-
	Total	**29.88**	**18.18**	**-**	**-**	**-**	**-**	**-**	**-**
g)	**Trade Payables**								
	Parekh Bulk Carrier	-	-	-	-	45.87	31.46	-	-
	Gandhar Shipping & Logistics Pvt Ltd	-	-	-	-	-	-	44.24	49.81
	Total	**-**	**-**	**-**	**-**	**45.87**	**31.46**	**44.24**	**49.81**

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

35 B. Transaction With Related Parties

(₹ in Million)

SR NO	Particulars	Key management personnel / Individual Having significant interest		Relatives of Key management personnel / Individual having significant interest		Enterprises owned/ controlled by key management Personnel or directors or their relatives or person having significant Interest		Subsidiaries / Joint Venture	
		For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019
h)	**Payable for Expenses:**								
	(i) Rent Payable								
	Samir Parekh	2.13	0.71	-	-	-	-	-	-
	Aslesh Parekh	2.13	0.71	-	-	-	-	-	-
	Ramesh Parekh	-	1.53	-	-	-	-	-	-
	Total	**4.27**	**2.94**	**-**	**-**	**-**	**-**	**-**	**-**
	(ii) Sitting Fees Payable								
	Deena Asit Mehta	0.09	-	-	-	-	-	-	-
	Raj Kishore Singh	0.08	-	-	-	-	-	-	-
	Ramesh B.Parekh	0.08	-	-	-	-	-	-	-
	Total	**0.25**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
	(iii) Salary Payable								
	Short term employee benefits	-	-	-	-	-	-	-	-
	Samir Parekh	0.53	-	-	-	-	-	-	-
	Aslesh Parekh	0.53	-	-	-	-	-	-	-
	Sharmistha Parekh	-	-	0.18	-	-	-	-	-
	Dimple Parekh	-	-	0.18	-	-	-	-	-
	Saurabh Parekh	-	-	0.46	-	-	-	-	-
	Jitendra Parekh	-	-	0.19	-	-	-	-	-
	Indrajit Bhattacharyya	0.18	-	-	-	-	-	-	-
	Jayshree Soni	0.12	-	-	-	-	-	-	-
	Total	**1.35**	**-**	**1.01**	**-**	**-**	**-**	**-**	**-**
i)	**Guarantee/SBLC/Corporate Guarantee Given**								
	Gandhar Oil & Energy DMCC	-	-	-	-	-	-	269.78	247.60
	Texol Lubritech FZC	-	-	-	-	-	-	931.82	850.95
	Total	**-**	**-**	**-**	**-**	**-**	**-**	**1,201.60**	**1,098.55**

*As the liabilities for defined benefit plans are provided on actuarial basis for the Company as a whole, the amounts pertaining to Key Management Personnel are not included.

** Certain directors and their relatives and certain concerns belonging to them have given personal guarantee and corporate guarantee respectively for credit facilities availed by the company as stated in Note no. 15 and 18.

C) The company has provided loan or Guarantee to its subsidiaries for the business purpose.

D) Related parties are identified by the management and relied upon by the auditors.

E) Terms and conditions of transactions with related parties

All related party transactions entered during the year were in ordinary course of the business and are on arm's length basis.

The Company has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates

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

36 Research & Development Expenditure

(₹ in Million)

Sr. No.	Particulars	Year Ended March 31, 2020	Year Ended March 31, 2019
	Revenue Expenditure		
a)	Salary, Wages & other benefits	22.22	19.27
b)	Laboratory Expense	1.09	0.92
c)	Other Exp.	0.65	0.13
d)	Travelling & Conveyance Expenses	0.58	0.48
e)	Telephone Expense	0.01	0.02
f)	Testing Expenses	0.01	0.04
g)	Repairs & Maintenance	1.25	1.76
	Total	**25.79**	**22.63**
	Capital Expenditure		
a)	Laboratory Equipment	9.42	5.11
b)	Computer & Software	0.34	1.17
	Total	**9.76**	**6.28**
	Total	**35.56**	**28.91**

37 Segmental Reporting

a) Primary Segment reporting (by business segment):

i. The company has identified Business Segment as the Primary Segment. Segments have been identified taking into account the nature of the products, differing risks and returns, organizational structure and internal reporting system.

ii Composition of the business segment

Name of the Segment	Comprises of
Petroleum Products	Manufacturing and Trading of Petroleum Products and Specialty Oils
Non-coking Coal	Trading of Non-coking Coal
Others	Consignment and Del-credere Agency and other trading items.

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

Note37

iii Information about Primary Segment are as follows :-

(₹ in Million)

Particulars	Petroleum Products & Specialty Oils		Non-Coking Coal		Others		Total	
	For the Year ended March 31, 2020	For the Year ended March 31, 2019	For the Year ended March 31, 2020	For the Year ended March 31, 2019	For the Year ended March 31, 2020	For the Year ended March 31, 2019	For the Year ended March 31, 2020	For the Year ended March 31, 2019
REVENUE FROM OPERATIONS:								
External sales/Services	13,707.23	11,977.06	9,892.91	18,229.70	38.42	13.02	23,638.56	30,219.78
Other operating income	12.87	9.42	5.89	35.60	5.89	6.24	24.65	51.26
Total revenue from operations	**13,720.10**	**11,986.48**	**9,898.80**	**18,265.30**	**44.31**	**19.26**	**23,663.22**	**30,271.05**
Segment Result	871.78	491.95	(333.85)	3.43	15.30	3.55	553.24	498.93
Unallocated expenses							47.40	126.66
Finance Cost							458.60	441.34
Unallocated other income							(158.15)	(361.91)
Tax Expenses							27.16	72.17
Profit for the year							**178.22**	**220.67**
Other comprehensive income							(0.01)	0.58
Total comprehensive income							**178.21**	**221.25**

iii Other Information

Particulars	Petroleum Products & Specialty Oils		Non-Coking Coal		Others		Total	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Segment assets	4,951.70	5,034.26	3,286.85	4,667.99	58.71	71.37	8,297.26	9,773.60
Unallocated corporate assets							1,229.24	1,454.52
Total assets							**9,526.50**	**11,228.12**
Segment liabilities	3,442.78	2,917.37	1,675.41	4,175.80	7.86	1.89	5,126.05	7,095.06
Unallocated corporate liabilities							19.59	14.62
Total liabilities							**5,145.64**	**7,109.68**
Capital Expenditure (including capital work in progress)	160.96	89.48	0.36	0.65	2.52	12.50	163.84	102.62
Unallocated Capital Expenditure							3.19	3.29
Depreciation and amortization	93.10	60.14	9.90	0.71	0.76	0.22	103.76	61.06
Unallocated depreciation and amortization							3.90	12.15
Total Depreciation							**107.66**	**73.22**
Non-Cash expenses other than Depreciation	-	-	-	-	-	-	-	-

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

iv) Segment Revenue, Segment Results, Segments Assets and Segment Liabilities includes the respective amounts identifiable to each of the Segments and also amounts allocated on a reasonable (estimated) basis, if any.

b) Secondary Segment reporting (by Geographical demarcation):

(i) The Secondary Segment is based on geographical market i.e. Domestic Market and Overseas Markets.

(ii) Information about Secondary Segments are as follows

(₹ in Million)

Particulars	Year Ended	
	March 31, 2020	March 31, 2019
Segmant Revenue		
Domestic Market	19,356.31	25,938.39
Overseas Market	4,306.91	4,332.65
Total	**23,663.22**	**30,271.05**
Segmant Assets		
Domestic Market	8,693.61	10,413.95
Overseas Market	832.90	814.17
Total	**9,526.50**	**11,228.12**

(iii) The Geographical Segments consists of

- Sales in domestic market represent sales to customers located in India.
- Sales in overseas market represent sales to customers located outside India.

(iv) The Company has common fixed assets for producing goods/providing services to domestic as well as overseas markets.

38 Assets taken on operating leases

Effective April 1, 2019, the company adopted IND AS 116 - Leases. Company applied IND AS 116 using modified retrospective approach, under which the cumulative effect of initial application is recognized in retained earnings at April 1, 2019. The comparative information presented is not restated. It is presented as previously reported under IND AS 17.

Refer Note 2 (16) for accounting policies adopted by Company for its leases.

Particulars	March 31, 2020
Interest expense on lease liabilties	14.43
Expenses related to Short term leases and low value assets leases	5.75
Principal payment on lease liabilties	29.22
Total cash outflow s of lease payment	49.40

Disclosures under IND AS 17 (for the year 2018-19)

a. The rental expense (net of recovery) in respect of above operating leases is;

(₹ in Million)

Particulars	March 31, 2019
Rental expenses (net of recovery)	46.59
Payments are reconcognised in statement of profit & loss under 'Rent' in Note 31	

b. The future minimum lease payments in respect of non-cancellable operating leases are as follows :

(₹ in Million)

Particulars	Year Ended March 31, 2019
Payments not later than one year	30.65
Payable later than one year and not later than five years	99.60
Payable later than five years	-
Total	**130.25**

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

Note 39 Income Tax Expense

(₹ in Million)

Sr. No.	Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
i)	Tax Expense recognised in the Statement of Profit and Loss		
	Current Income Tax	46.00	70.00
	Deferred Income Tax Liability / (Asset), net		
	Origination and reversal of temporary differences	(22.93)	2.17
	Deferred Tax Expense	**(22.93)**	**2.17**
	Tax Expense For the Year	**23.07**	**72.17**
ii)	Amounts recognised in Other Comprehensive Income		
	Items that will not be reclassified to Profit or Loss		
	Remeasurement of defined benefit plan	(0.02)	0.89
		(0.02)	**0.89**
iii)	**Reconciliation of effective tax rate**		
	Profit Before Tax	205.38	292.84
	Tax rate	25.17%	34.94%
	Tax using the Company's domestic tax rate	51.69	102.33
	Tax effect of:		
	Non-deductible tax expenses / disallowances under Income Tax Act (Net)	1.88	3.48
	Tax-exempt income	-	(71.30)
	Effect of Income taxed at specific rate	(7.21)	35.64
	Incremental deduction allowed for research and development costs	-	(7.25)
	Deductions under Chapter VI A of Income Tax Act	-	(1.98)
	Others	(0.36)	9.08
		46.00	**70.00**

iv) Movement in deferred tax balances

(₹ in Million)

Particulars	Net Balance as on 01.04.2019	Recognised in P&L	Recognised in OCI	Net Balance as on 31.03.2020
Property, Plant and Equipment, Investment Properties	24.00	(22.75)		1.25
Allowable on payment basis (Net)	4.13	(1.48)		2.64
Provisions	(8.45)	1.06	(0.01)	(7.39)
Indexation benefit on Land	(12.85)	0.23		(12.62)
Net tax liabilities	**6.82**	**(22.94)**	**(0.01)**	**(16.12)**

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

Note 40 Financial Instruments : Accounting classifications and fair value measurements

(i) Accounting classifications

The fair values of the financial assets and liabilities are determined at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

The carrying amounts of trade receivables, cash and cash equivalents, bank balances, short term deposits, trade payables, payables for acquisition of property, plant and equipment, short term loans from banks, financial institutions and other current financial assets and liabilities are considered to be the same as their fair values, due to their short-term nature.

(ii) Fair value measurements

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

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.

The following table presents carrying value and fair value of financial instruments by categories and also fair value hierarchy of assets and liabilities measured at fair value :

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

The following table presents carrying value and fair value of financial instruments by categories and also fair value hierarchy of assets and liabilities measured at fair value :

As at March 31, 2020

(₹ in Million)

Particulars	Note	Non-Current	Current	Carrying Value -Total	Classification			Fair Value		
					FVTPL	FVTOCI	Amortised Cost	Level-1	Level-2	Level-3
Financial Assets										
Investments In										
Subsidiaries	4	11.79		11.79			11.79			
Joint Ventures	4	8.72		8.72			8.72			
Government bonds	4	0.32		0.32			0.32			
Government Certificates	4	0.04		0.04			0.04			
Security Deposits - related Party	5	13.82		13.82			13.82			
Security Deposits - Others	5	7.03	13.53	20.56			20.56			
Loans to Employees	5	0.69	1.32	2.02			2.02			
Trade receivables	9		4,170.26	4,170.26			4,170.26			
Cash and cash equivalents	10		39.49	39.49			39.49			
Bank Balances	11		809.73	809.73			809.73			
Derivative Assets	6		37.95	37.95	37.95				37.95	
Others Financial Assets	6	10.52	117.55	128.06			128.06			
		52.93	5,189.83	5,242.76	37.95	-	5,204.81	-	37.95	-
Financial Liabilities										
Long term Borrowings	15	161.10	-	161.10			161.10			
Lease Liabilities	16	116.31	38.80	155.12			155.12			
Short term Borrowings	19	-	843.77	843.77			843.77			
Trade payables	20	-	4,717.51	4,717.51			4,717.51			
Derivative Liabilities	21		3.65	3.65	3.65				3.65	
Other Financial Liabilities	21	-	151.34	151.34			151.34			
		277.41	5,755.08	6,032.49	3.65	-	6,028.84	-	3.65	-

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

31 March, 2019

(₹ in Million)

Particulars	Note	Non-Current	Current	Carrying Value -Total	Classification			Fair Value		
					FVTPL	FVTOCI	Amortised Cost	Level-1	Level-2	Level-3
Financial Assets										
Investments In										
Subsidiaries	4	60.58		60.58			60.58			
Joint Ventures	4	8.72		8.72			8.72			
Government bonds	4	0.28		0.28			0.28			
Government Certificates	4	0.04		0.04			0.04			
Mutual Funds	4	-		-	-				-	
Security Deposits - related Party	5	8.60		8.60			8.60			
Security Deposits - Others		7.20	13.58	20.78			20.78			
Loans to Employees	5	1.00	1.80	2.80			2.80			
Trade receivables	9		5,167.94	5,167.94			5,167.94			
Cash and cash equivalents	10		36.66	36.66			36.66			
Bank Balances	11		953.51	953.51			953.51			
Derivative Assets	6		-	-	-				-	
Others Financial Assets	6	5.61	110.25	115.86			115.86			
		92.03	6,283.74	6,375.78	-	-	6,375.78	-	-	-
Financial Liabilities										
Long term Borrowings	15	25.07		25.07			25.07			
Short term Borrowings	19		790.34	790.34			790.34			
Trade payables	20		6,724.51	6,724.51			6,724.51			
Derivative Liabilities	21		86.96	86.96	86.96				86.96	
Other Financial Liabilities	21	-	174.89	174.89			174.89			
		25.07	7,776.70	7,801.77	86.96	-	7,714.81	-	86.96	-

Note

Based on Ind AS - 109, financial Assets in the form of long term interest free deposits to related party and investment government bonds have been accounted at fair value on initial recognition and subsequently measured at amortized cost using the effective interest rate method.

The financial assets -investments in subsidiaries and associates are measured at cost in accordance with Ind AS 101, Ind AS 27 and Ind AS 28

The fair value for financial instruments such as trade receivables, cash and cash equivalents, trade payables etc. have not been disclosed because the carrying values approximate the fair value.

(iii) Description of significant observable inputs to valuation:

The following table shows the valuation techniques used to determine fair value :

TYPE	Valuation Technique
Investment in Mutual fund (Un Quoted)	Based on NAV
Investment on Government bonds	Based on discounted cash flow analysis
Security Deposits from a related party	Based on discounted cash flow analysis
Derivatives instruments	Based on FEDAI rate adjusted for interpolated spread based on residual maturity

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

41 Financial risk management

The Company is exposed to financial risks arising from its operations and the use of financial instruments. The Company has identified financial risks and categorised them in three parts viz.

(i) Credit Risk,
(ii) Liquidity Risk and
(iii) Market Risk.

Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The board of directors are responsible for developing and monitoring the Company's risk management.

The Company's risk management framework, are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

(i) Credit Risk

Credit risk refers to the possibility of a customer and other counterparties not meeting their obligations and terms and conditions which would result into financial losses. Such risk arises mainly from trade receivables, other receivables, loans and investments. For other financial assets (including investments securities , cash and cash equivalents and derivatives), the Company minimise credit risk by dealing exclusively with high credit rating counterparties.

Credit risk is managed through internal credit control mechanism such as credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business. The Company establishes an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of trade and other receivables, loans and advances. The maximum exposure to credit risk in case of all the financial instruments covered below is restricted to their respective carrying amount.

Trade Receivables

(₹ in Million)

	As at March 31, 2020	As at March 31, 2019
Ageing	Gross Carrying Amount	
More than 6 months	440.26	253.70
Others	3,730.00	4,914.25
	4,170.26	**5,167.94**

Management believe that the unimpaired amounts which are past due are fully collectible

The movement in the allowance for impairment in respect of trade receivables is as follows

Particulars	
Balance as at March 31, 2019	-
Impairment loss recognised during the year	-
Amounts written back due to recovery	-
Amounts written back due to non -recovery	-
Balance as at March 31, 2020	-

Bad-debts	**2019-20**	**2018-19**
Bad-debts recognised in statement of Profit and Loss a/c	14.99	381.52

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

Investments

The Company invests its surplus funds mainly in liquid schemes of mutual funds which carry no / low mark to market risks for short duration and therefore, does not expose the Company to credit risk. Such investments are made after reviewing the credit worthiness and market standing of such funds and therefore, does not expose the Company to credit risk. Such investments are monitored on a regular basis.

Loans and other financial assets

Loans and other financial assets includes other receivables, loans given and earnest money deposits/security deposits to customers, security deposits for premised taken on lease. This loans and deposits were made in continuation of business related activities and are made after review as per companies policy.

Cash and cash equivalents

The cash and cash equivalents are held with banks with good credit ratings. Also, the Company invests its surplus funds in bank fixed deposits and liquid schemes of mutual funds, which carry no / low mark to market risks for short duration and therefore, does not expose the Company to credit risk.

Derivatives

The Forward/option contracts were entered into with banks having an investment grade rating and exposure to counterparties is closely monitored and kept within the approved limits.

(ii) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company maintains sufficient cash and cash equivalents, and internally generated cash flows to finance their activities, including maintaining the flexibility of funding through the use of credit facilities from banks. Management monitors this regularly to keep its liquidity risk to an appropriate level.

a) Financing arrangements

The Company has an adequate fund and non-fund based limits lines with various banks. The Company's diversified source of funds and strong operating cash flow enables it to maintain requisite capital structure discipline. The financing products include working capital loans like buyer's credit loan, Packing credit Loans etc.

b) Maturities of financial liablities

The amounts disclosed in the table are the contractual undiscounted cash flows

(₹ in Million)

As at March 31,2020	Total	Less than One year	1 to 5 years	More than five year
Long term borrowings	161.10	-	159.76	1.34
Short term borrowings	843.77	843.77		
Current maturities of long term borrowings	18.78	18.78		
Lease Liabilities	155.12	38.80	116.31	-
Trade and other payables	4,717.51	4,717.51		
Other financial liabilities	132.56	132.56	-	
Derivative financial liabilities	3.65	3.65		
	6,032.49	**5,755.08**	**276.07**	**1.34**

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

As at March 31,2019

(₹ in Million)

	Total	Less than One year	1 to 5 years	More than five year
Long term borrowings	25.07	-	19.14	5.93
Short term borrowings	790.34	790.34		
Current maturities of long term borrowings	40.67	40.67		
Trade and other payables	6,724.51	6,724.51		
Other financial liabilities	134.23	134.23	-	
Derivative financial liabilities	86.96	86.96		
	7,801.77	**7,776.70**	**19.14**	**5.93**

(iii) Market Risk

The risk that the fair value or future cash flows of financial instruments will fluctuate because of changes in market price. Market risk further comprises of

(a) Currency risk ,
(b) Interest rate risk and
(c) Commodity risk.

a) Currency risk

The Company is exposed to currency risk mainly on account of its import payables, short term borrowings and export receivables in foreign currency. The major exposures of the Company are in U.S. dollars. The Company hedges its import foreign exchange exposure partly through exports and depending upon the market situations partly through options and forward foreign currency covers. The Company has a policy in place for hedging its foreign currency borrowings along with interest. The Company does not use derivative financial instruments for trading or speculative purposes.

Category	Instrument	Currency	Cross Currency
Hedges of recognised assets & Liabilities	Forward/Option contracts	USD	INR

Exposure to currency risk - The currency profile of financial assets and financial liabilities is below :

Particulars	As at March 31, 2020				As at March 31, 2019		
Financial assets	**INR**	**USD**	**EUR**	**AED**	**INR**	**USD**	**EUR**
Trade and other receivables	678.73	8.35	0.60	-	687.42	9.59	0.32
Cash and Cash Equivalents	0.44	0.01	-	-	2.41	0.03	-
Less: Forward Contracts	(81.79)	(1.06)	-	-	-	-	-
Net exposure for assets - A	**597.38**	**7.29**	**0.60**	**-**	**689.82**	**9.62**	**0.32**
Financial liabilities							
Trade and other payables	4,248.21	50.46	1.23	16.33	5,477.89	77.91	1.10
Short term borrowings	242.05	3.21	-	-	194.46	2.81	-
Other current financial liabilities	10.68	0.14	0.00	-	18.62	0.27	0.00
Less: Forward Contracts	(2,607.61)	(32.14)	(1.21)	(3.24)	(4,149.63)	(57.57)	(0.35)
Net exposure for liabilities - B	**1,893.33**	**21.67**	**0.02**	**13.08**	**1,541.34**	**23.42**	**0.74**
Net exposure (A-B)	**(1,295.95)**	**(14.37)**	**0.58**	**(13.08)**	**(851.52)**	**(13.79)**	**(0.43)**

The following exchange rates have been applied at the end of the respective years

	As at March 31,2020	As at March 31,2019
USD 1	75.32	69.12

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

Sensitivity analysis

A reasonably possible strengthening / (weakening) of the Indian Rupee against the foreign currencies at March 31 would have affected the measurement of financial instruments denominated in foreign currencies and affected equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

	For the year ended March 31, 2020		For the year ended March 31, 2019	
	strengthening	weakening	strengthening	weakening
USD Movement (%)	1%	1%	1%	1%
Impact on Profit or (loss) (Rs. In Million)	(3.31)	3.31	(9.53)	9.53

b) 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. Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates.

The Management is responsible for the monitoring of the Company's interest rate position. Various variables are considered by the Management in structuring the Company's borrowings to achieve a reasonable, competitive, cost of funding.

Exposure to interest rate risk

Company's interest rate risk arises from borrowings. The interest rate profile of the Company's interest bearing financial instruments as reported to the Management of the Company is as follows:

(₹ in Million)

	As at March 31, 2020	As at March 31, 2019
Borrowings		
Fixed rate borrowings	0.00	15.27
Variable rate borrowings	1,023.65	840.80
	1,023.65	**856.07**

Fair value sensitivity analysis for fixed-rate instruments

The Company does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 25 basis points in interest rate would have resulted in variation in the interest expense for the Company by the amounts indicated in the table below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The year end balances are not necessarily representative of the average debt outstanding during the period.

Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 25 basis points in interest rates at the reporting date would have increased / (decreased) profit or loss by the amounts shown below. The indicative 25 basis point (0.25%) movement is directional and does not reflect management forecast on interest rate movement.

This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

	For the year ended March 31, 2020		For the year ended March 31, 2019	
	25 bp increase	25 bp decrease	25 bp increase	25 bp decrease
Floating rate borrowing	0.25%	0.25%	0.25%	0.25%
Impact on Profit or (loss) (Rs. In Million)	(2.56)	2.56	(2.10)	2.10

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

(iii) Commodity Risk

Raw Material Risk

a. Petroleum Products Segment

Petroleum Products Segment - Timely availability and also non-availability of good quality base oils from across the globe could negate the qualitative and quantitative production of the various products of the Company. Volatility in prices of crude oil and base oil is another major risk for this segment. The Company procures base oils from various suppliers scattered in different parts of the world. The Company tries to enter into long term supply contracts with regular suppliers and at times buys the base oils on spot basis.

b. Coal segmant

The Company is affected by the price volatility of commodity - coal. It requires continuous supply of these commodities, due to the increase in volatility of the price of the commodities. We import non-coking coal, which is primarily used for power and heat generation, from Indonesia and South Africa. The non-coking coal is imported by us and supplied to our domestic customers, primarily in power, steel, pharmaceutical, paper, cement, sugar, textile and tyre industries.

We have established relations with various mines in Indonesia and South Africa for consistent and uninterrupted supply of coal to our customers in India. Based on each consignment and delivery terms around it, we engage different shipping companies for chartering of mother vessels, with railways for long distance transportation within India and with local transporters to deliver upto the point of usage.

Capital management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital as well as the level of dividends to ordinary shareholders.

(i) Debt Equity Ratio

The Company monitors capital using debt equity ratio. The Company's debt to equity ratios are as follows:

(₹ in Million)

	As at March 31, 2020	As at March 31, 2019
Debt		
Long term borrowings	161.10	25.07
Short term borrowings	843.77	790.34
Add: Current maturities of long term borrowings	18.78	40.67
Total Borrowing	1,023.65	856.07
Total Equity	3,315.82	3,225.02
Debts to Equity Ratio	0.31	0.27

(ii) Dividends

			Year Ended	
			March 31, 2020	March 31, 2019
	Proposed during the period/year			
-	Interim Dividend	Rate per Share	4.50	10.00
		Amount in (Rs in Million)	72.00	160.00
-	Final Dividend	Rate per Share	-	-
		Amount in (Rs in Million)	-	-

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

42 Master netting or Similar agreements

The following table presents the recognised financial instruments that are offset, or subject to enforceable master netting arrangements and other similar agreements but not offset, as at Balance Sheet dates:

(₹ in Million)

Particular	Effect of offsetting on balance Sheet			Related amounts not offset		
	Gross Amount	Gross Amounts set off in the Balance sheet	Net Amounts presented in the Balance sheet	Amounts Subject o master netting arrangements	Financial instruments collateral	Net Amounts
As at March 31, 2020						
Financial Assets						
Derivatives Instruments	37.95	-	37.95	(3.65)	-	34.30
Financial Liabilities						
Derivatives Instruments	3.65	-	3.65	(3.65)	-	

(₹ in Million)

Particular	Effect of offsetting on balance Sheet			Related amounts not offset		
	Gross Amount	Gross Amounts set off in the Balance sheet	Net Amounts presented in the Balance sheet	Amounts Subject o master netting arrangements	Financial instruments collateral	Net Amounts
As at March 31, 2018						
Financial Assets						
Derivatives Instruments	-	-	-	-	-	-
Financial Liabilities						
Derivatives Instruments	86.96	-	86.96	-	-	86.96

Offsetting arrangements

Derivatives

The Company enters into derivative contracts for hedging foreign exchange exposures. Agreements with derivative counterparties are based on an ISDA Master Agreement. Under the terms of these arrangements, only where certain credit events occur (such as default), the net position owing | receivable to a single counterparty in the same currency will be taken as owing and all the relevant arrangements terminated. As the company does not presently have a legally enforceable right of set-off, these amounts have not been offset in the Balance Sheet.

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

43 Earnings Per Share

Particulars	Year Ended	
	March 31, 2020	March 31, 2019
Profit available for Equity Shareholders (₹ in Million)	178.22	220.67
Weighted average number of Shares used in computing Basic and diluted earnings per share.	16,000,000	16,000,000
Nominal Value of Per Equity Shares (₹)	10.00	10.00
Basic and diluted Earnings Per Share (₹)	11.14	13.79

44 Dividend on Equity Shares

Particulars	Year Ended	
	March 31, 2020	March 31, 2019
Interim Dividend ₹10 per shares**	72.00	160.00
Weighted average number of Shares	16,000,000	16,000,000
Nominal Value of Per Equity Shares (₹)	10	10

** The Board of Directors have declared Interim Dividnend of Rs.4.5 per equity shares of Rs.10 each. i.e. 100% on Equity Share Capital in Board of Directors Meeting held on March 18, 2020.

45 Corporate Social Responsibility (CSR) :

a) Gross amount required to be spent by the Company during the Financial year 2019-20 ₹ 10.43 Million

b) Amount spent during the year on

(₹ in Million)

Particulars	In cash	Yet to be paid in cash	Total
Construction / Acquisition of Any Assets	-	-	-
On Purpose other than (i) above [Refer note 35(B)(1)(i)] for contribution to a trust controlled by the group]	10.33	0.10	10.43

46 Exceptional Items

The company was paying Clean Energy Cess @ Rs. 400 per tonne on the sale of Coal as levied under Chapter VII of the Finance Act, 2010, prior to implementation of GST Act on 1.7.2017. As on 30.06.2017 Company had stock of coal on which CESS @ Rs. 400 per tonne was already paid to the Government of India. After implementation of the GST from 1.7.2017,there was no provision of carrying forward the said CESS paid @ Rs.400/- per tonne. In this regard a writ petition was filed in Hon. High Court, New Delhi. Consequently the claim of the company to set off the said CESS against the payment of Cess collected from customers after 01.07.2017 was not accepted by the supreme court in judgement dated October 03, 2018. Accordingly on account of the said judgement. the debit balance lying on account of Clean Energy Cess has been disclosed in the statement of profit and loss as an exceptional items during the financial year 2018-19.

47 IND AS 115 - Revenue from Contracts with Customers

(i) Disaggregated revenue

The chief operational decision maker monitors the operating results of its Business Segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on Profit or Loss and is measured consistently with profit or loss in the financial statements. Operating segments have been identified on the basis of nature of products / services.

The company uses the same operating segment information for reporting purposes in all its communication to various stakeholders i.e. annual report, investor presentations

For disclosures containing the disaggregated revenue - Refer note no 38 - Segment Reporting

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

(₹ in Million)

(ii)	Contract balances	2019-20
	Contract assets	
	Unbilled revenue	
	As at April 1, 2019	-
	Add: Addition during the year	-
		-
	Less: Trasferred to receivable	-
	As at Mar 31, 2020	-
	Contract liability	
	Advances from customers	
	As at April 1, 2019	95.97
	Add: Addition during the year	93.15
		189.12
	Less: Revenue recognised during the year	(91.11
	As at Mar 31, 2020	98.02

Refer note no 9 - for Trade receivables balances

(iii) Remaining performance obligations

The aggregate amount of the transaction price allocated to the performance obligations that are unsatisfied (or partially unsatisfied) as of the end of the reporting period are having performance obligations, which are a part of the contracts that has an original expected duration of one year or less. Hence, the company has applied practical expedient as per Para 121 of the Ind As 115 in regards to remaining performance obligations.

48 Closure of Subsidiary company - Gandhar Global Singapore Pte Limited

The overseas subsidiary company - Gandhar Global Singapore Pte Limited is not engaged in any trading activity during the financial year. The company has ceased its operations and measures are being taken to strike of the company. The share holders of the said company has approved to file for strike off on March 25, 2020. Consequently the investment in said subsidiary company is repatriated in to India. (Refer Note 4).

49 Dividend Income

During the year ended March 31, 2020, the company has received dividend from a wholly owned foreign subsidiary - Gandhar Global Singapore Pte Ltd. amounting to INR 73.96 million. Dividend received on 1 million shares of SGD 1 each @ SGD 1.350 per share amounting to SGD 1.35 million equivalent to INR 73.96 million. Dividend declared by subsidiary company on March 9, 2020 SGD 1.125 Million and on March 10, 2020 SGD 0.135 million and received by company on March 17, 2020 INR 66.49 million & March 27, 2020 INR 7.46 million respetively.

50 Disclosure regarding loans given, investments made and guarantee given pursuant to section 186(4) of the Companies Act, 2013:-

a) Loan Given – Refer note no.5
b) Investments made – Refer note no.4
c) Guarantee given – Refer note no.33 (ii) & 35 (c)

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

51 All amounts disclosed in the financial statements and notes have been rounded off to the nearest million as per the requirements of Schedule III, unless otherwise stated.

As per our report of even date attached
For Kailash Chand Jain & Co
Chartered Accountants
Firm Registration No: 112318W

Dipesh Mehta
Partner
Membership No. : 134607

Place : Mumbai
Date : September 21, 2020

For and on behalf of the Board of Gandhar Oil Refinery (India) Limited

Ramesh Parekh
Chairman
DIN: 01108443

Samir Parekh
Whole-time Director
DIN: 02225839

Aslesh Parekh
Whole-time Director
DIN: 02225795

Jayshree Soni
Company Secretary
Membership No. : 06528

Indrajit Bhattacharyya
Chief Financial Officer

Place : Mumbai
Date : September 21, 2020

CONSOLIDATED FINANCIAL STATEMENTS

AUDITORS' REPORT ON CONSOLIDATED FINANCIAL STATEMENT

To The Members of Gandhar Oil Refinery (India) Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Gandhar Oil Refinery (India) Limited ("the Company") and its subsidiaries and joint venture except the subsidiaries and Joint ventures mentioned in other matter paragraph (the Company and its subsidiaries, joint venture together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2020, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2020, the consolidated profit, consolidated total comprehensive income, consolidated changes in equity and its consolidated cash flows for the year ended on that date.

Basis for Opinion

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

Other Matter

We did not audit the financial statement of subsidiaries, Gandhar Global Singapore PTE LTD. whose total assets ₹ 0.00 Million as at March 31, 2020 and revenue of ₹ 0.73 Million and net negative cash flow amounting ₹ 1.40 Million for the year ended on that date and of Gandhar Oil & Energy DMCC whose total assets ₹ 863.26 Million as at March 31, 2020 and revenue of ₹ 1257.10 Million and net cash flow amounting ₹ 21. 41 Million for the year ended on that date as included in the consolidated Ind AS financial statements.

Further we did not audit the financial statement of one jointly controlled entity, Texol Lubritech FZC whose included in the Consolidated Ind AS financial statement. Whose financial statement statements reflect the Group's Share of net Loss for the year ended March 31, 2020, amounting ₹ 9.97 Million.

The above financial statement is audited by other auditors whose report have been furnished to us by the management and our opinion on the consolidated Ind AS financial statement, in so far as it relates to the amount and disclosures included in respect of the two subsidiaries and one joint venture, our report in terms of sub-section (3) and sub-section (11) of section 143 of the act in so far as it relates to the aforesaid two subsidiary companies and one jointly controlled entity is based solely on such report(s) and financial statement of the other auditor(s)

Our opinion on the consolidated Ind AS financial statement, and our report on other legal and regulatory requirements below, is not modified in respect of the above matter with respect to our reliance on the work done and the reports of the other auditors.

Further the above two subsidiaries are located outside India whose financial statement and other financial information have been prepared accordance with accounting principles generally accepted in their respective countries and which have been audited by other auditor under generally accepted auditing standards applicable in their respective countries. The holding company's management has converted the financial statement of such subsidiaries located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have audited these conversion adjustment made by the holding company's management. Our opinion, in so far as it relates to the financial information of such subsidiaries located outside India, is based on the reports of other auditors and the conversion adjustment prepared by the management of holding Company and audited by us.

Information Other than the Consolidated Financial Statements and Auditor's Report Thereon

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

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

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

When we read the other information included in the annual report of the company, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Management's Responsibility for the Consolidated Financial Statements

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

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

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

Report on Other Legal and Regulatory Requirements

1) As required by Section 143(3) of the Act, based on our audit we report that:

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

   b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.

   c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

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

   e) On the basis of the written representations received from the directors of the Company as on March 31, 2020 taken on record by the Board of Directors of the Company and its subsidiaries incorporated in India and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies incorporated in India is 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 over financial reporting and the operating effectiveness of such controls, refer to our separate Report in **"Annexure A"** which is based on the auditor's reports of the Company and its subsidiary companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial control over financial reporting of those companies, for reasons stated therein.

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

      i. The consolidated financial statements disclose impact of pending litigations on the consolidated financial position of the Group.

      ii. Provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts.

      iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company and its subsidiary companies incorporated in India.

For Kailash Chand Jain & Co.
Chartered Accountants
Firm registration No. 112318W

Dipesh Mehta
Partner
Membership No.: 134607
UDIN : 20134607AAAAAI9207
Date: September 21, 2020
Place: Mumbai

Annexure "A" to the Independent Auditors' Report

(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Gandhar Oil Refinery (India) Limited of even date)

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

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2020, we have audited the internal financial controls over financial reporting of GANDHAR OIL REFINERY (INDIA) LIMITED (hereinafter referred to as "Company") and its subsidiary companies, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the Company and its subsidiary companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies 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 ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Company and its subsidiary companies, which are companies incorporated in India.

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the Company and its subsidiary companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matter

Our aforesaid report under section 143(3)(i) of the act on adequacy and operating effectiveness of the internal control over financial reporting in so far as it relates to two subsidiary companies and a joint venture (Incorporated outside India), based on the reports of the auditor of those companies.

Our opinion is not modified in respect of the above matter.

For Kailash Chand Jain & Co.
Chartered Accountants
Firm registration No. 112318W

Dipesh Mehta
Partner
Membership No.: 134607
UDIN : 20134607AAAAAI9207
Date: September 21, 2020
Place: Mumbai

CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2020

(₹ in Million)

Particulars	Note No.	As at March 31, 2020	As at March 31, 2019
ASSETS			
1. Non - current assets			
a. Property, Plant and Equipment	3a	959.41	933.76
b. Capital Work-in-progress	3b	124.32	52.23
c. Investment Properties	3c	51.99	52.60
d. Right-of-use assets	3d	138.06	-
e. Intangible assets	3e	2.86	2.85
f. Goodwill on consolidation		2.60	2.60
g Investments accounted for using the equity method	4	-	9.97
h. Financial Assets			
(i) Investments	5	0.36	0.32
(ii) Loans	6	21.54	16.80
(iii) Other Financial Assets	7	10.52	5.61
i. Deferred tax Assets (Net)	19	16.12	-
j. Other Non-current Assets	8	21.85	10.95
Total non-current assets		**1,349.63**	**1,087.69**
2. Current assets			
a. Inventories	9	1,848.51	2,528.09
b. Financial Assets			
(i) Trade receivables	10	4,635.76	6,133.32
(ii) Cash and cash equivalents	11	84.99	61.57
(iii) Bank Balances other than (ii) above	12	917.29	1,090.74
(iv) Loans	6	16.96	16.64
(v) Others Financial Assets	7	157.26	106.93
c. Current Tax Assets (Net)	13	179.05	226.48
d. Other current assets	8	1,336.14	1,460.31
Total current assets		**9,175.96**	**11,624.08**
TOTAL ASSETS		**10,525.59**	**12,711.77**
EQUITY AND LIABILITIES			
EQUITY			
a. Equity Share Capital	14	160.00	160.00
b. Other Equity	15	3,744.97	3,684.50
Total equity		**3,904.97**	**3,844.50**
LIABILITIES			
1. Non-Current Liabilities			
a. Financial Liabilities			
(i) Borrowings	16	161.10	25.07
(ii) Lease Liabilities	17	116.31	-
b. Provisions	18	25.19	21.68
c. Deferred tax Liabilities (Net)	19	-	6.82
Total non-current liabilities		**302.60**	**53.57**
2. Current Liabilities			
a. Financial Liabilities			
(i) Borrowings	20	1,121.86	1,091.68
(ii) Lease Liabilities	17	38.80	-
(iii) Trade payables	21		
- Total outstanding dues of Micro and Small Enterprises		19.15	0.21
- Total outstanding dues of creditors other than Micro and Small Enterprises		4,771.07	7,059.28
(iv) Other Financial Liabilities	22	160.38	266.74
b. Other current liabilities	23	202.25	389.56
c. Provisions	18	4.51	6.05
d. Current Tax Liabilities	24	-	0.18
Total current liabilities		**6,318.02**	**8,813.70**
Total liabilities		**6,620.62**	**8,867.27**
TOTAL EQUITY AND LIABILITIES		**10,525.59**	**12,711.77**

Significant Accounting Policies 2

The accompanying notes are an integral part of the Consolidated Financial Statements.

As per our report of even date attached
For Kailash Chand Jain & Co
Chartered Accountants
Firm Registration No: 112318W

Dipesh Mehta
Partner
Membership No. : 134607

Place : Mumbai
Date : September 21, 2020

For and on behalf of the Board of Gandhar Oil Refinery (India) Limited

Ramesh Parekh
Chairman
DIN: 01108443

Samir Parekh
Whole-time Director
DIN: 02225839

Aslesh Parekh
Whole-time Director
DIN: 02225795

Jayshree Soni
Company Secretary
Membership No. : 06528

Indrajit Bhattacharyya
Chief Financial Officer

Place : Mumbai
Date : September 21, 2020

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

(₹ in Million)

Particulars	Note No.	For the year ended March 31, 2020	For the year ended March 31, 2019
INCOME			
Revenue from operations	25	25,022.39	35,675.26
Other Income	26	140.50	268.67
Total Income		**25,162.89**	**35,943.93**
EXPENSES			
Cost of Materials Consumed	27	10,482.59	10,418.33
Purchases of Stock-in-Trade	28	10,831.47	20,476.54
Changes in Inventories of Finished Goods, Work -in Progress and Stock-in-Trade	29	431.13	67.09
Employee benefits expense	30	242.32	243.72
Finance Costs	31	488.40	474.19
Depreciation and amortization expense	32	108.40	75.37
Other expenses	33	2,420.56	3,764.22
Total Expenses		**25,004.87**	**35,519.46**
Profit before share of profit/(loss) of a joint venture		**158.02**	**424.47**
Share of profit/(loss) of a joint venture		(9.97)	2.28
Profit before exceptional items and tax		**148.05**	**426.75**
Exceptional items	48	-	160.55
Profit Before Tax		**148.05**	**266.20**
Tax Expense :			
- Current Tax		49.40	77.00
- Short / (Excess) provision for taxation for earlier years		4.08	(0.31)
- Deferred Tax		(22.93)	2.17
Total Tax Expense		**30.55**	**78.86**
Profit for the Year		**117.50**	**187.34**
Other Comprenehsive Income			
Items that will not be reclassified to Profit or Loss			
Remeasurement of defined benefit plan		(0.02)	0.89
Income Tax on Items that will not be reclassified to Profit or Loss		0.01	(0.31)
Items that will be reclassified to Profit or Loss			
Exchange differences in translating financial statement of foreign operations		42.21	36.58
Other Comprehensive Income, net of tax		**42.20**	**37.16**
Total Comprehensive Income for the year		**159.70**	**224.50**
Earnings per Equity Share of face value of ₹ 10 each	45		
- Basic & Diluted (in ₹)		7.34	11.71

Significant Accounting Policies 2

The accompanying notes are an integral part of the Consolidated Financial Statements.

As per our report of even date attached
For Kailash Chand Jain & Co
Chartered Accountants
Firm Registration No: 112318W

Dipesh Mehta
Partner
Membership No. : 134607

Place : Mumbai
Date : September 21, 2020

For and on behalf of the Board of Gandhar Oil Refinery (India) Limited

Ramesh Parekh
Chairman
DIN: 01108443

Samir Parekh
Whole-time Director
DIN: 02225839

Aslesh Parekh
Whole-time Director
DIN: 02225795

Jayshree Soni
Company Secretary
Membership No. : 06528

Indrajit Bhattacharyya
Chief Financial Officer

Place : Mumbai
Date : September 21, 2020

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

(₹ in Million)

A

Equity Share Capital :	As at March 31, 2020		As at March 31, 2019	
	Nos.	(₹ in Million)	Nos.	(₹ in Million)
Balance at the beginning of the reporting year	16,000,000	160.00	16,000,000	160.00
Changes in equity share capital during the year	-	-		-
Balance at the end of the reporting year	16,000,000	160.00	16,000,000	160.00

B

Other Equity:	Reserves and Surplus			Items of Other Comprehensive Income		Total
	Securities Premium	General Reserve	Retained Earnings	Foreign Currency Transiation Reserve	Remeasurements of the net defined benefit Plans	
Balance at April 1, 2018	**460.00**	**1,118.50**	**2,090.20**	**(8.84)**	**(1.30)**	**3,658.57**
Profit for the year			187.34			187.34
Other Comprehensive Income				36.58	0.58	37.16
Final Dividend on Equity Shares			(32.00)			(32.00)
Interim Dividend on Equity Shares			(160.00)			(160.00)
Dividend Distribution Tax on Final Dividend			(6.58)			(6.58)
Balance at March 31, 2019	**460.00**	**1,118.50**	**2,078.96**	**27.74**	**(0.71)**	**3,684.49**
Transition Impact of Lease as per IND AS 116 (net of tax) (Refer note 3d)			(15.40)			(15.40)
Restated balance as at the beginning of the year	460.00	1,118.50	2,063.56	27.74	(0.71)	3,669.09
Profit for the year			117.50			117.50
Other Comprehensive Income				42.20	(0.01)	42.19
FCTR -Transfer to statement of Profit & Loss on Closure of a Subsidiary				(11.80)		(11.80)
Final Dividend on Equity Shares			-			-
Interim Dividend on Equity Shares			(72.00)			(72.00)
Dividend Distribution Tax on Final Dividend			-			-
Balance at March 31, 2020	**460.00**	**1,118.50**	**2,109.06**	**58.14**	**(0.72)**	**3,744.97**

Note

The nature and purpose of each of the Reserves have been explained under Note 15 Other Equity

As per our report of even date attached
For Kailash Chand Jain & Co
Chartered Accountants
Firm Registration No: 112318W

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Partner
Membership No. : 134607

Place : Mumbai
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Company Secretary
Membership No. : 06528

Indrajit Bhattacharyya
Chief Financial Officer

Place : Mumbai
Date : September 21, 2020

CONSOLIDATED STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2020

(₹ in Million)

	Particulars	For the year ended March 31, 2020		For the year ended March 31, 2019	
A	**Cash flow from Operating activities**				
	Profit before exceptional items and tax		148.05		426.75
	Adjustment for :				
	Share of (profit)/loss of a joint venture	9.97		(2.28)	
	Exchange Rate difference on Foreign Currency translation	30.40		36.58	
	Finance Costs	488.40		474.19	
	Depreciation and amortization expense	108.40		75.37	
	Net (Gain) / loss on sale of Property, Plant and Equipment	(0.04)		1.51	
	Net (gain) / loss on sale of investments	-		(0.21)	
	Bad debts written off	49.50		385.40	
	Advances written off	0.15		5.39	
	Provision for Doubtful Debts (net of write back)	6.44		-	
	Provision for Doubtful debts written back	-		(0.63)	
	Acturial (gain) / loss of defined benefit plans	(0.02)		0.89	
	Net unrealised foreign exchange (gain)/loss	148.37		(15.40)	
	Fair value (gain)/loss on investments	(0.04)		(0.25)	
	Interest received	(78.76)		(94.80)	
			762.77		865.77
	Operating Profit before working capital changes		**910.82**		**1,292.52**
	Adjustment for :				
	Financial Assets	1,413.52		(1,009.17)	
	Non - Financial Assets	113.12		(57.08)	
	Inventories	679.57		474.96	
	Financial Liabilities	(2,523.16)		1,166.99	
	Non-Financial Liabilities	(185.32)		189.43	
			(502.27)		765.13
			408.55		2,057.65
	Less: Exceptional Items		-		(160.55)
	Cash generated from operations		**408.55**		**1,897.10**
	Income Tax (paid) / refund		(6.24)		(249.88)
	Net Cash generated From/ (used in) Operating Activities (A)		**402.31**		**1,647.22**
B	**Cash flows from Investing activities**				
	Sale/(Addition)of/to property, plant and equipment and investment properties		(166.95)		(104.49)
	Sale/(Addition)of/to Investments		-		15.21
	Interest received		78.76		94.80
	Loans (granted)/Returned		0.50		0.98
	Net Cash generated from/(used in) Investing Activities (B)		**(87.69)**		**6.50**
C	**Cash flows from Financing activities**				
	Finance Costs		(488.40)		(474.19)
	Proceeds / repayment from/(of) long-term borrowings		114.13		(37.36)
	Proceeds / repayment from/(of) Short-term borrowings		30.18		(1,861.40)
	Fixed Deposits and margin deposit with bank not considered as cash equivalents - earmarked bank balances (net) (Refer note no. 3 below)		168.54		807.10
	Dividend paid (including dividend tax)		(72.00)		(198.58)
	Principal payment of lease liabilities		(29.22)		-
	Finance Costs paid towards lease liabilities		(14.43)		-
	Net cash generated from/(used in) financing activities (C)		**(291.20)**		**(1,764.43)**
	Net increase /(decrease) in cash and cash equivalents (A + B + C)		23.42		(110.71)
	Cash and cash equivalents at the beginning of the year		61.57		172.28
	Cash and cash equivalents at the end of the year		**84.99**		**61.57**

CONSOLIDATED STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2020

(₹ in Million)

Particulars	For the year ended March 31, 2020		For the year ended March 31, 2019	
Notes:				
(1) Components of Cash and Cash equivalents				
Cash on hand		22.33		16.35
Drafts on hand		1.20		21.12
Balances with banks				
- In current accounts		45.53		17.06
- In Cash Credit Account		15.49		4.64
- In Export Earners Foreign Currency Account		0.44		2.41
- Term Deposit account with bank	927.81		1,096.35	
Less: Excluded as per Note-3	(927.81)	-	(1,096.35)	-
		84.99		**61.57**

(2) Statement of Cash Flow has been prepared under the indirect method as set out in Indian Accounting Standard: (Ind AS 7) - "Statement of Cash Flow".
(3) Cash and Cash equivalents excludes Fixed Deposits with Banks which have been pledged.
(4) Change in Liability arising from financing activities

(₹ in Million)

	As at March 31, 2019	Cash flow	Foreign exchange movement	As at March 31, 2020
Borrowing - Non Current (Refer Note 16)	25.07	136.03	-	161.10
Borrowing - Current (Refer Note 20)	1,091.68	20.78	9.40	1,121.86
Current Maturities of Long-Term Borrowings	40.68	(21.89)	-	18.78
Total	**1,157.43**	**134.91**	**9.40**	**1,304.74**

As per our report of even date attached
For Kailash Chand Jain & Co
Chartered Accountants
Firm Registration No: 112318W

Dipesh Mehta
Partner
Membership No. : 134607

Place : Mumbai
Date : September 21, 2020

For and on behalf of the Board of Gandhar Oil Refinery (India) Limited

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Membership No. : 06528

Indrajit Bhattacharyya
Chief Financial Officer

Place : Mumbai
Date : September 21, 2020

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

Note 1 : General Information :

(I) **(a)** Reference in these notes to the Parent Company means Gandhar Oil Refinery (India) Limited, reference to Subsidiary Companies means three subsidiaries of Gandhar Oil Refinery (India) Limited, i.e. Domestic subsidiary company namely Gandhar Shipping & Logistics Private Limited and two foreign subsidiary companies namely Gandhar Global Singapore Pte. Ltd. and Gandhar oil and Energy- DMCC, reference to Joint ventures means - Texol Lubritech FZC and reference to Group means the Parent Company, the Subsidiary Companies and Joint ventures.

(b) **Corporate Information**

The Parent company was incorporated on October 7,1992 under Companies Act, 1956 as a private limited company . It was subsequently converted into a public limited company on August 22,2005. It is domiciled in India having registered office at 18th floor, DLH park, Goregaon (West), Mumbai -400062, Maharashtra, India.

It is principally engaged in three segments namely, manufacturing and trading of petroleum products / specialty oils, trading of non-coking coal and providing consignment / del-credere agency services for sale of polymers to local markets. It has its manufacturing facilities located at MIDC Taloja, Maharashtra and Silvassa (U.T.) along with branch offices and various depots across the country.

The Domestic subsidiary Company Gandhar Shipping and Logistics Private Limited is a private limited company and is engaged in providing logistics services. It has become wholly owned subsidiary of the parent company w.e.f. April 01, 2014

The Foreign subsidiary Company Gandhar Global Singapore Pte Limited is a private company limited by shares incorporated and domiciled in Singapore and is wholly owned by the Parent. The principal activities are those of carrying on business in trading industrial oil, lubricants and coal.

The Foreign Subsidiary Company Gandhar Oil & Energy DMCC is incorporated at Dubai on December 11, 2014 with the object of trading in Refined oil products, Crude oil, Industrial & liquefied Natural gas, Petrochemicals, Coal and firewood.

The Foreign Company -Texol Lubritech FZC, a company incorporated in Sharjah, UAE as a joint venture between holding company – Gandhar Oil Refinery (India) Limited and ESPE Petrochemicals FZE Pursuant to the joint venture agreement dated June 22, 2017. The Texol Lubritech FZC is expected to manufacture speciality oils and lubricants including liquid paraffin, industrial oil and greases, transformer oils, petroleum jelly, automotive lubricants, rubber processing oils and other petrochemical products.

Authorisation of financial statements

The consolidated financial statements were approved for issue in accordance with a resolution of the Board of Directors passed on 21st September, 2020.

(ii) **Basis of Preparation**

This note provide a list of the significant accounting policies adopted in the preparation and presentation of these consolidated financial statements.

Compliance with Ind AS:

The consolidated financial statements have been prepared to comply, in all material aspects, with the Indian Accounting Standards (Ind AS) notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013, read with Rule 3 of Companies (Indian Accounting Standards) Rules, 2015 and the relevant amendment Rules issued thereafter.

The accounting policies are applied consistently to all the periods presented in the financial statements.

Classification of assets and liabilities:

All assets and liabilities have been classified as current or non-current based on the Group's normal operating cycle and other criteria set out in Division II to Schedule III to the Companies Act, 2013.

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

For the above purposes, the Group has determined the operating cycle as twelve months based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents.

Basis of Measurement

The financial statements have been prepared on accrual and going concern basis under the historical cost convention except:

(a) certain financial instruments (including derivative instruments) and

(b) defined benefit plans

which are measured at fair value at the end of each reporting period, as explained in the accounting policies below

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

Functional and presentation currency

The financial statements are presented in Indian rupees, which is the Parents functional currency. All amounts have been rounded to the nearest millions as per requirement of Schedule III, unless otherwise stated.

Critical estimates and judgements

Preparations of the financial statements require use of accounting estimates which, by definition, will seldom equal the actual results. This note provides an overview of the areas that involved a higher degree of judgement or complexity, and items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the Financial Statements.

The areas involving critical estimates or judgements are:

i) Estimation of useful life of tangible assets : Note 2(1)

ii) Estimation of defined benefit obligations: Note 36

iii) Fair value measurements: Note 42 (ii)

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have financial impact on the group and that are believed to be reasonable under the circumstances.

Measurement of fair Values

The Group measures certain financial assets and financial liabilities including derivatives and defined benefit plans at fair value.

The Group has an established control framework with respect to the measurement of fair values. The management regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing 'services, is used to measure fair values, then the management assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either

a) in the principal market for the asset or liability or

b) in the absence of a principal market, in the most advantageous market for the asset or liability.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their 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 Company 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.

Basis of Consolidation

Subsidiaries

Subsidiaries are all entities (including special purpose entities) that are controlled by the Company. Control exists when the Group is exposed to, or has the ability to affect those returns through power over the entity. In assessing control, potential voting rights are considered only if the rights are substantive. The financial statements of subsidiaries are included in these consolidated financial statements from the date that control commences until the date that control ceases.

The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year. The financial statements of the Company and its subsidiaries have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after eliminating intra-group balances, intra-group transactions and the unrealised profits/ losses, unless cost/revenue cannot be recovered.

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

In case of Foreign Subsidiaries, Translation of financial statements into Indian Rupees is carried as follows:-

Ø Current assets have been translated in accounts at exchange rate ruling at the year end.

Ø All liabilities have been translated in accounts at exchange rate ruling at the year end.

Ø Income and expenses have been translated in accounts at average rate for the period.

Ø The resultant exchange differences arising on translation are recognised in Other Comprehensive Income.

Goodwill / Capital Reserve on consolidation

The excess of cost to the Parent Company of its investment in subsidiaries over its portion of equity in the subsidiaries at the respective dates on which investment in subsidiaries was made is recognised in the financial statements as goodwill and vice versa is recognised in financial statements as capital reserve. The Parent Company's portion of equity in the subsidiaries is determined on the basis of the value of assets and liabilities as per the financial statements of the subsidiaries as on the date of investment.

Jointly controlled entities (equity accounted investees)

Joint arrangements are those arrangements over which the Group has joint control, established by contractual agreement and requiring unanimous consent for strategic financial and operating decisions. Investments in jointly controlled entities are accounted for using the equity method (equity accounted investees) and are initially recognised at cost. The carrying value of the Group's investment includes goodwill identified on acquisition, net of any accumulated impairment losses. The Group does not consolidate entities where the non-controlling interest ("NCI") holders have certain significant participating rights that provide for effective involvement in significant decisions in the ordinary course of business of such entities. Investments in such entities are accounted by the equity method of accounting. When the Group's share of losses exceeds its interest in an equity accounted investee, the carrying amount of that interest (including any long-term investments) is reduced to zero and the recognition of further losses is discontinued except to the extent that the Group has an obligation or has made payments on behalf of the investee. If the extent that the Group has an obligation or has made payments on behalf of the investee. If the joint venture subsequently reports profits, the entity resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognised.

After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its joint venture. At each reporting date, the Group determines whether there is objective evidence that the investment in the or joint venture is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the joint venture and its carrying value, and then recognises the loss as 'Share of profit of an associate and a joint venture' in the statement of profit or loss.

Enterprises Consolidated as Subsidiary in accordance with Ind AS 110 – Consolidated Financial Statements.

Name of Subsidiary	Date of Incorporation	Proportion of Ownership Interest	Nature of Business
Gandhar Shipping and Logistics Private Limited	May 13, 2010	100%	Logistics Services
Gandhar Global Singapore Pte Limited	Jan 09, 2012	100%	Trading industrial oil, lubricants and coal
Gandhar Oil and Energy – DMCC	Dec 11, 2014	100%	Trading in Refined oil products, Crude oil, Industrial & liquefied Natural gas, Petrochemicals, Coal and firewood

Enterprises Consolidated as Joint Venture in accordance with Ind AS 111 – Joint Arrangements

Name of Joint Venture	Date of Incorporation	Proportion of Ownership Interest	Nature of Business
Texol Lubritech FZC	June 22, 2017	50%	Manufacture speciality oils and lubricants

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

Note 2 : Significant Accounting Policies

1 Property , Plant and Equipment

(i) Recognition and Measurement :

Property, Plant and Equipment (PPE) are measured at Original cost and are net of tax / duty credit availed less accumulated depreciation and accumulated impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Advances paid towards the acquisition of PPE outstanding at each reporting date are classified as capital advances under Other Non-Current Assets and Property, Plant and Equipment which are not ready for intended use as on the date of Balance Sheet are disclosed as "Capital work-in-progress".

Capital expenditure on tangible assets for Research and Development is classified under Property, Plant and Equipment and is depreciated on the same basis as other Property, Plant and Equipment.

Property, Plant and Equipment are eliminated from financial statement on disposal and any gains or losses arising from disposal are recognised in the statement of Profit and Loss in the year of occurrence.

Lease arrangements for land are identified as finance lease, in case such arrangements result in transfer of the related risks and rewards to the group.

(ii) Subsequent expenditure :

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the Statement of Profit and Loss during the period in which they are incurred.

When Significant parts of Property, Plant and Equipment's are required to be replaced, the group derecognises the replaced part and recognises the new part with its own associated useful life and it is depreciated accordingly.

(iii) Depreciation :

Depreciation on property, plant and equipment other than Improvements to Leasehold/Licensed Premises have been provided on straight-line method and computed with reference to the useful life of respective assets specified and in the manner prescribed in Schedule II of the Companies Act, 2013.

In case of additions/deductions to/from the fixed assets made during the year, depreciation has been provided on pro-rata basis.

Leasehold land is amortized over primary lease period.

Improvements to Leasehold/Licensed Premises are depreciated on a straight-line method over the Primary Lease Period or over a period of 5 years whichever is less starting from the date when the Leasehold/Licensed Premises are put to use.

Useful life considered for calculation of depreciation (Specified in Schedule II) for various assets class are as follows:

Asset Class	Useful life
Factory Building	30 years
Non-Factory Building	60 years
Plant & Equipments	15 years
Furniture & Fixtures	10 years
Vehicles	8 years
Air Conditioners	10 years
Laboratory equipments	10 years
Office Equipments	5 years
Computers	3 years
Electrical Fittings	10 years
Improvement in Leased Asset	5 years

The residual value is not more than 5% of the original cost of the asset. Depreciation on additions / deletions is calculated pro-rata from month of such additions / deletion as case the may be. Gains and losses on disposals are determined by comparing proceeds with caring amount. These are included in Statement of profit and loss.

2 Investment Property

(i) Recognition and Measurement :

Investment Property comprise of Freehold Land and Buildings.

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

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

Investment properties are derecognised either when they have been disposed off 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 the Statement of Profit and Loss in the period of derecognition.

(ii) Depreciation

Depreciation on Investment Property is provided, under the Straight Line Method, pro rata to the period of use, based on useful lives specified in Schedule II to the Companies Act, 2013.

Useful life considered for calculation of depreciation (Specified in Schedule II) for various assets class are as follows:

Asset Class	**Useful life**
Non-Factory Building	30 years

3 Intangible Assets

(i) Recognition and measurement

Intangible assets are recognised when it is probable that future economic benefits that are attributable to concerned assets will flow to the Group and the cost of the assets can be measured reliably.

Gain or loss arising from derecognition of an intangible asset is recognised in the Statement of Profit and Loss.

(ii) Technical know-how developed by the Group-

Expenditure incurred on know-how developed by the Group, post research stage, is recognized as an intangible asset, if and only if the future economic benefits attributable are probable to flow to the Group and the costs can be measured reliably.

(iii) Amortisation

Software's are stated at cost of acquisition and are amortized on straight line basis over a period of 5 years irrespective of the date of acquisition.

The cost of technical know-how developed is amortized equally over its estimated life i.e. generally three years.

4 Impairment of non-financial assets

The carrying values of assets / cash generating units at each balance sheet date are reviewed for impairment if any indication of impairment exists.

If the carrying amount of the assets exceed the estimated recoverable amount, impairment is recognized for such excess amount. The impairment loss is recognized as an expense in the Statement of Profit and Loss, unless the asset is carried at revalued amount, in which case any impairment loss of the revalued asset is treated as a revaluation decrease to the extent a revaluation reserve is available for that asset.

When there is indication that an impairment loss recognized for an asset in earlier accounting periods which no longer exists or may have decreased, such reversal of impairment loss is recognized in the Statement of Profit and Loss, to the extent the amount was previously charged to the Statement of Profit and Loss

5 Inventories

(i) Raw Materials, Traded Goods, Stores & spares, Fuel, Packing and Packaging Materials (Including in Transit) are valued at cost or net realizable value whichever is lower. The cost includes the purchase price, freight inwards and other expenditure directly attributable to the acquisition and is net of trade discounts and rebates as well as Tax benefit available, if any.

(ii) Finished goods (including in Transit) are valued at cost or net realizable value whichever is lower. Cost includes appropriate allocation of overheads based on normal operating capacity

(iii) Cost is arrived at on Batch basis in case of Non-coking coal and on moving Weighted average basis in case of other items of inventories.

6 Cash & Cash Equivalents

Cash and cash equivalents includes cash on hand , balances with banks in current accounts and cheques/drafts on hand.

7 Assets held for Sale

Non-current assets or disposal groups comprising of assets and liabilities are classified as 'held for sale' when all of the following criteria's are met:

(i) decision has been made to sell;

(ii) the assets are available for immediate sale in its present condition;

(iii) the assets are being actively marketed and

(iv) sale has been agreed or is expected to be concluded within 12 months of the Balance Sheet date.

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

Subsequently, such non-current assets and disposal groups classified as held for sale are measured at the lower of its carrying value and fair value less costs to sell. Non-current assets held for sale are not depreciated or amortised.

8 **Financial Assets :**

(i) Initial recognition and measurement

Financial assets are recognised when the Group becomes a party to the contractual provisions of the instrument.

On initial recognition, a financial asset is recognised at fair value, in case of Financial assets which are recognised at fair value through profit and loss (FVTPL), its transaction cost is recognised in the statement of profit and loss. In other cases, the transaction cost is attributed to the acquisition value of the financial asset.

(ii) Subsequent measurement

Financial assets are subsequently classified and measured at

(i) Amortised Cost

(ii) fair Value through profit & Loss (FVTPL)

(iii) fair Value through other comprehensive income (FVOCI)

Financial assets are not reclassified subsequent to their recognition, except if and in the period the Group changes its business model for managing financial assets.

(iii) Trade Receivables and Loans

Trade receivables are initially recognised at fair value. Subsequently, these assets are held at amortised cost, using the effective interest rate (EIR) method net of any expected credit losses. The EIR is the rate that discounts estimated future cash income through the expected life of financial instrument.

(iv) Debt Instruments

Debt instruments are initially measured at amortised cost, fair value through other comprehensive income ('FVOCI') or fair value through profit or loss ('FVTPL') till derecognition on the basis of

(i) the Group's business model for managing the financial assets and

(ii) the contractual cash flow characteristics of the financial asset.

(a) Measured at amortised cost: Financial assets that are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows that are solely payments of principal and interest, are subsequently measured at amortised cost using the effective interest rate ('EIR') method less impairment, if any. The amortisation of EIR and loss arising from impairment, if any is recognised in the Statement of Profit and Loss.

(b) Measured at fair value through other comprehensive income: Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognized in the other comprehensive income (OCI). Interest income measured using the EIR method and impairment losses, if any are recognised in the Statement of Profit and Loss. On derecognition, cumulative gain or loss previously recognised in OCI is reclassified from the equity to 'Other Income' in the Statement of Profit and Loss.

(c) Measured at fair value through profit or loss: A financial asset not classified as either amortised cost or FVOCI, is classified as FVTPL. Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income if any, recognised as 'Other Income' in the Statement of Profit and Loss.

(v) Equity Instruments and Mutual Fund

All investments in equity instruments classified under financial assets are initially measured at fair value, the Group may, on initial recognition, irrevocably elect to measure the same either at FVOCI or FVTPL.

The Group makes such election on an instrument-by-instrument basis. Fair value changes on an equity instrument is recognised as other income in the Statement of Profit and Loss unless the Group has elected to measure such instrument at FVOCI. Fair value changes excluding dividends, on an equity instrument measured at FVOCI are recognized in OCI. Amounts recognised in OCI are not subsequently reclassified to the Statement of Profit and Loss. Dividend income on the investments in equity instruments are recognised as 'other income' in the Statement of Profit and Loss.

(vi) Derecognition

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the contractual rights to receive the cash flows from the asset.

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

(vii) Impairment of Financial Asset

Expected credit losses are recognized for all financial assets subsequent to initial recognition other than financials assets in FVTPL category.

For financial assets other than trade receivables, as per Ind AS 109, the Group recognises 12 month expected credit losses for all originated or acquired financial assets if at the reporting date the credit risk of the financial asset has not increased significantly since its initial recognition. The expected credit losses are measured as lifetime expected credit losses if the credit risk on financial asset increases significantly since its initial recognition. The Group's trade receivables do not contain significant financing component and loss allowance on trade receivables is measured at an amount equal to life time expected losses i.e. expected cash shortfall.

The impairment losses and reversals are recognised in Statement of Profit and Loss.

9 Financial Liabilities :

(i) Initial recognition and measurement

Financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss. In case of trade payables, they are initially recognised at fair value and subsequently, these liabilities are held at amortised cost, using the effective interest method.

(ii) Subsequent measurement

Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

(iii) 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.

(iv) Derecognition

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

10 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.

11 Derivative financial instruments

The Parent Company uses derivative financial instruments, such as forward currency contracts to hedge its foreign currency risks. 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 at the end of each reporting period. The accounting for subsequent changes in fair value depends on whether the derivative is designated as a hedging instrument, and if so, the nature of item being hedged and the type of hedge relationship designated.

Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

12 Provisions and Contingent Liabilities

Provisions are recognized when the Group has a present obligation 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 when a reliable estimate of the amount of the obligation can be made. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date. The expenses 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 determined by discounting the expected future cash flows specific to the liability. The unwinding of the discount is recognised as finance cost.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

A contingent asset is not recognised but disclosed in the financial statements where an inflow of economic benefit is probable. Commitments includes the amount of purchase orders (net of advance) issued to parties for acquisition of assets. Provisions, contingent assets, contingent liabilities and commitments are reviewed at each balance sheet date.

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

13 Revenue Recognition

Effective April 1 2018, the group adopted Ind AS 115 "Revenue from Contracts with Customers." The effect on adoption of IND AS 115 is insignificant.

a. Revenue is recognised when control of goods is transferred to a customer in accordance with the terms of the contract. The control of the goods is transferred upon delivery to the customers either at factory gate of the Group or Specific location of the customer or when goods are handed over to freight carrier, as per the terms of the contract. A receivable is recognised by the Group when the goods are delivered to the customer as this represents the point in time at which the right to consideration becomes unconditional, as only the passage of time is required before payment is due.

Revenue from service activities/ Logistics contracts (cargo handling contracts and transport contracts) are recognized upon completion of services.

Revenue is measured based on the consideration to which the Group expects to be entitled as per contract with a customer. The consideration is determined based on the price specified in the contract, net of estimated variable consideration. Accumulated experience is used to estimate and provide for the variable consideration, using the expected value method, and revenue is recognised to the extent that it is highly probable that a significant reversal will not occur. Revenue excludes any taxes or duties collected on behalf of the government which are levied on sales such as goods and services tax.

b. Insurance Claims are accounted when the ultimate outcome of the same is certain and amount ascertained. Till the time of uncertainty about outcome and amount of claim, their recognition is postponed.

c. Dividends are recognised in the statement of Profit and Loss only when the right to receive payment is established:, It is probable that economic benefit associated with the Dividend will flow to the group and the amount of Dividend can be measured reliably.

d. For all financial instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR), which is the rate that discounts the estimated future cash payments or receipts through the expected life of the financial instruments or a shorter period, where appropriate, to the net carrying amount of the financial assets. Interest income is included in other income in the Statement of Profit and Loss.

e. Income on assets given on operating lease is recognised on a straight line basis over the lease term in the Statement of Profit and Loss.

f. Eligible export incentives are recognised in the year in which the conditions precedent are met and there is no significant uncertainty about the collectability.

14 Employee Benefits

(i) Short Term Benefits

All employee benefits including leave encashment (short term compensated absences) and bonus/ex-gratia (incentives) payable wholly within twelve months of rendering the service are classified as short term employee benefits and are charged to the Statement of Profit and Loss of the year.

(ii) Post Employment Benefits

(a) Defined Contribution Plans

Retirement/Employee benefits in the form of Provident Fund, Employees State Insurance and labour welfare fund are considered as defined contribution plan and contributions to the respective funds administered by the Government are charged to the Statement of profit and loss of the year when the contribution to the respective funds are due.

(b) Defined Benefit Plans

Retirement benefits in the form of gratuity is considered as defined benefit obligation and in case of Parent company, is provided for on the basis of an actuarial valuation on projected unit credit method made as at the date of the Balance Sheet and in case of a Subsidiary company, is provided at current salary rates. Gratuity liability is non-funded.

Re-measurement of the net defined benefit liability, which comprise actuarial gains and losses are recognized immediately in Other Comprehensive Income (OCI). Net interest expense (income) on the net defined liability (assets) is computed by applying the discount rate, used to measure the net defined liability (asset). Net interest expense and other expenses related to defined benefit plans are recognized in Statement of Profit and Loss.

(c) Other Long-Term Employee Benefits

As per the present policy of the Group, there are no other long term benefits to which its employees are entitled.

(d) Terminal Benefits

All terminal benefits are recognized as an expense in the period in which they are incurred

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

15 **Lease :**

Change in accounting policy

Effective April 1, 2019, the Group adopted IND AS 116 - Leases. Group applied IND AS 116 using modified retrospective approach, under which the cumulative effect of initial application is recognized in retained earnings at April 1, 2019. The comparative information presented is not restated. It is presented as previously reported under IND AS 17.

Accounting policy applicable before April 1, 2019

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

Lessee:

Leases of assets where the Group has substantially all the risks and rewards of ownership are classified as finance leases. Minimum lease payments made under finance leases are apportioned between the finance charge and the reduction of the outstanding liability. The finance charge is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability.

The leased assets are measured initially at an amount equal to the lower of their fair value and the present value of the minimum lease payments. Subsequent to initial recognition, the assets are accounted for in accordance with the accounting policy applicable to that asset.

Leases of assets under which significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Lease payments under operating leases are recognised as an expense on a straight-line basis over the lease term unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected in ationary cost increases. Lease incentives received are recognised as an integral part of the total lease expense, over the term of the lease.

Lessor:

Leases in which the Group does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognized on a straight line basis over the term of the relevant lease unless such payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increase.

Accounting policy applicable from April 1, 2019

At the inception it is assessed, whether a contract is a lease or contains a lease. A contract is a lease or contains a lease if it conveys the right to control the use of an identified asset, for a period of time, in exchange for consideration.

To assess whether a contract conveys the right to control the use of an identified asset, Group assesses whether the contract involves the use of an identified asset. Use may be specified explicitly or implicitly.

i) Use should be physically distinct or represent substantially all of the capacity of a physically distinct asset.

ii) If the supplier has a substantive substitution right, then the asset is not identified.

iii) Group has the right to obtain substantially all of the economic bene ts from use of the asset throughout the period of use.

iv) Group has the right to direct the use of the asset.

v) In cases where the usage of the asset is predetermined the right to direct the use of the asset is determined when the Group has the right to use the asset or the Group designed the asset in a way that predetermines how and for what purpose it will be used.

At the commencement or modification of a contract, that contains a lease component, Group allocates the consideration in the contract, to each lease component, on the basis of its relative standalone prices. For leases of property, it is elected not to separate nonlease components and account for the lease and non-lease components as a single lease component.

As a Lessee:

Group recognizes a right-of-use asset and a lease liability at the lease commencement date.

Right-of-use asset (ROU):

The right-of-use asset is initially measured at cost. Cost comprises of the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, any initial direct costs incurred by the lessee, 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.

After the commencement date, a lessee shall measure the right-of-use asset applying cost model, which is Cost less any accumulated depreciation and any accumulated impairment losses and also adjusted for certain re-measurements of the lease liability.

Right-of-use asset is depreciated using straightline method from the commencement date to the end of the lease term. If the lease transfers the ownership of the underlying asset to the Group at the end of the lease term or the cost of the right-of-use asset reflects Group will exercise the purchase option, ROU will be depreciated over the useful life of the underlying asset, which is determined based on the same basis as property, plant and equipment.

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

Lease Liability:

Lease liability is initially measured at the present value of lease payments that are not paid at the commencement date. Discounting is done using the implicit interest rate in the lease, if that rate cannot be readily determined, then using Group's incremental borrowing rate. Incremental borrowing rate is determined based on entity's borrowing rate adjusted for terms of the lease and type of the asset leased.

Lease payments included in the measurement of the lease liability comprises of fixed payments (including in substance fixed payments), variable lease payments that depends on an index or a rate, initially measured using the index or rate at the commencement date, amount expected to be payable under a residual value guarantee, the exercise price under a purchase option that the Group is reasonably certain to exercise, lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

Lease liability is measured at amortised cost using the effective interest method. Lease liability is re-measured when there is a change in the lease term, a change in its assessment of whether it will exercise a purchase, extension or termination option or a revised in-substance fixed lease payment, a change in the amounts expected to be payable under a residual value guarantee and a change in future lease payments arising from change in an index or rate.

When the lease liability is re-measured corresponding adjustment is made to the carrying amount of the right of-use asset. If the carrying amount of the right-of-use asset has been reduced to zero it will be recorded in statement of profit and loss.

Right-of-use asset is presented as a separate category under “Non-current assets” and lease liabilities are presented under “Financial liabilities” in the balance sheet.

Group has elected not to recognise right-of-use assets and lease liabilities for short term leases having period of less than 12 months and leases for which the underlying assets is of low value . The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

Lessor:

At the commencement or modification of a contract, that contains a lease component, Group allocates the consideration in the contract, to each lease component, on the basis of its relative standalone prices.

At the inception of the lease, it is determined whether it is a finance lease or an operating lease. If the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset, then it is a financial lease, otherwise it is an operating lease.

If the lease arrangement contains lease and nonlease components, then the consideration in the contract is allocated using the principles of IND AS 115. The Group tests for the impairment losses at the year end. Payment received under operating lease is recognised as income on straight line basis, over the lease term.

The accounting policies applicable to the Group as a lessor, in the comparative period, were not different from IND AS 116.

Transitional Impact:

On transition to IND AS 116, group elected to apply practical expedients given by the standard as follows:

(a) Group has not reassessed whether a contract is, or contains, a lease at the date ofinitial application instead it applied the standard to those contracts that were previously identified as leases applying IND AS 17, Leases. Standard is not applied to those contracts that were not previously identified as containing a lease applying IND AS 17.

(b) IND AS 116 is applied retrospectively, with the cumulative effect of initially applying the Standard, is recognised at the date of initial application. The same approach is adopted for all the leases.

(c) Comparative information are not restated and it is presented as reported under IND AS 17. The cumulative effect of initially applying this Standard, is done as an adjustment, to the opening balance of retained earnings, at the date of initial application.

(d) For the leases which is previously classified as operating lease, under IND AS 17, Group recognised the lease liability by measuring the present value of the remaining lease payments, discounted using incremental borrowing rate at the date of initial application.

(e) Group recognised, Right-of-use asset, at the date of initial application, for leases previously classified as an operating lease applying IND AS 17. Right-of-use asset is measured, on a lease by lease basis, at carrying amount assuming the standard is applied since the commencement date. Discounting to arrive the value of asset is done based on the incremental borrowing rate at the date of initial application. Group also assessed the Right-of-use asset for impairment as per IND AS 36, Impairment of assets, at the date of initial application.

(f) During transition, no adjustments is made for leases for which the underlying asset is of low value.

(g) Group has applied a single discount rate for portfolio of leases which has reasonably similar characteristics.

(h) During transition, impact of IND AS 116 is not given for those leases for which the lease term ends within 12 months of the date of initial application. Those leases were accounted as short term leases as per IND AS 116.

16 Research and Development Expenditure

(i) Revenue expenditure on Research & Development is charged to the Statement of Profit and Loss of the year in which it is incurred.

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

However, expenditure incurred at development phase, where it is reasonably certain that outcome of research will be commercially exploited to yield economic benefits to the Group is considered as intangible assets and accounted in the manner specified in Clause 3 (ii) above.

(ii) Capital expenditure incurred during the year on Research & Development is included under additions to property, plant and equipment.

17 Exceptional Items

When items of income and expense within statement of profit and loss from ordinary activities are of such size, nature or incidence that their disclosure is relevant to explain the performance of the enterprise for the period, the nature and amount of such material items are disclosed seperately as exceptional items.

18 Segment Reporting

The Chief Operational Decision Maker monitors the operating results of its business Segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit and loss and is measured consistently with profit or loss in the financial statements.

The Accounting Policies adopted for segment reporting are in line with the Accounting Policies of the Group. Segment assets include all operating assets used by the business segments and consist principally of fixed assets, trade receivables and inventories. Segment liabilities include the operating liabilities that result from the operating activities of the business.

Segment assets and liabilities that cannot be allocated between the segments are shown as part of unallocated corporate assets and liabilities respectively. Income / Expenses relating to the enterprise as a whole and not allocable on a reasonable basis to business segments are reflected as unallocated corporate income / expenses.

19 Borrowing Costs

Borrowing costs are interest and other costs that the Group incurs in connection with the borrowing of funds and is measured with reference to the effective interest rate applicable to the respective borrowing. Borrowing costs that are directly attributable to the acquisition of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalised as part of the cost of that asset till the date it is put to use. Other borrowing costs are recognised as an expense in the period in which they are incurred. Borrowing costs also include exchange differences to the extent that are regarded as an adjustment to borrowing costs.

20 Foreign Exchange Transactions

(i) The financial statements of the Group are presented in Indian Rupee (INR), which is Group's functional and presentation currency.

(ii) Foreign currency transactions are translated into the functional currency using exchange rate prevailing on the date of transaction. Monetary assets and liabilities are translated at rate of exchange prevailing at the reporting date. The difference arising on settlement or translation on account of fluctuation in the rate of exchange is dealt within the Statement of Profit and Loss.

(iii) Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the Statement of Profit and Loss, as finance costs. All other foreign exchange gains and losses are presented in the Statement of Profit and Loss on a net basis within other gains / (losses).

(iv) Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

21 Taxes on Income

Income tax expense comprises current and deferred tax and is recognized in the Statement of Profit and Loss except to the extent that it relates to items recognized directly in equity or in OCI.

(i) Current Tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rates enacted or substantively enacted at the reporting date.

(ii) Deferred Tax

Deferred tax is recognized in respect of temporary differences arising between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax assets are recognized for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized; such reductions are reversed when the probability of future taxable profits improves.

Unrecognized deferred tax assets are reassessed at each reporting date and recognized to the extent that it has become probable that future taxable profits will be available against which they can be used.

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

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are off set where the Group has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

22 Earnings Per Share

Basic Earnings per share is calculated by dividing the net profit / (loss) for the period attributable to the equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit / (loss) for the period attributable to the equity shareholders and the weighted average number of equity shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

23 Recent accounting pronouncements

The Indian Companies (Parent company and Indian Subsidiary Company) elected to exercise the option permitted under section 115BAA of the Income-tax Act, 1961 as per the amendment notified in the official Gazette. Accordingly, the Indian Companies has recognised Provision for Income Tax for the year ended 31 March 2020 and re-measured its Deferred Tax Assets or Liabilities basis the reduced tax rate prescribed in the said section. The impact of the said change recognised in the statement of Profit & Loss of Rs 5.50 million pertaining to earlier years is recognised during the year.

24 Global Pandemic COVID 19 Impact on Financial Statements

The outbreak of Coronavirus (COVID-19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity, has had impact on the business of the Group. Due to the lock down the dispatches has impacted for later part of the March 20 and the profitability to that extent for the year FY 2019-20.

In the initial period of Lock-down, the essential services based manufacturing facilities were under operation observing safety measures with limited manpower. Gradually, the other manufacturing facilities were operated based on the state based permissions to operate with restricted manpower.

The lock down of COVID-19 is continuing in FY 2020-21 and the Group is continuing its operations in all the business units with current lower demand. Management is expecting that demand for products will improve on stabilization of COVID-19, post removal of lock down. Management has assessed the potential impact of COVID 19 based on the current circumstances and expects no significant impact on the continuity of operations of the business on long term basis/ on useful life of the assets/ on financial position etc. though there may be lower revenues in the near term.

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

3 (a) Property, Plant and Equipment

(₹ in Million)

	Free Hold Land	Lease Hold Land	Building	Plant & Equipments	Furniture & Fixtures	Vehicles	Air Conditioners	Laboratory & office equipments	Computers	Electrical Fittings	Improvement in Leased Asset	Total
Gross Carrying Amount				-								
As at April 1, 2018	**60.32**	**203.75**	**366.11**	**223.59**	**16.01**	**69.24**	**12.13**	**56.55**	**5.93**	**50.09**	**70.22**	**1,133.95**
Additions	-	-	5.76	19.38	1.15	14.63	2.12	6.95	2.27	0.70	-	52.97
Disposal and adjustments	-	-	-	0.66	-	6.94	-	0.28	0.58	-	-	8.47
As at March 31, 2019	**60.32**	**203.75**	**371.87**	**242.31**	**17.15**	**76.93**	**14.25**	**63.22**	**7.62**	**50.80**	**70.22**	**1,178.45**
Additions	-	-	9.96	64.23	0.15	0.25	1.34	13.21	3.48	0.77	-	93.38
Disposal and adjustments	-	-	-	-	-	0.71	-	-	0.02	-	-	0.72
As at March 31, 2020	**60.32**	**203.75**	**381.83**	**306.55**	**17.30**	**76.48**	**15.59**	**76.43**	**11.08**	**51.56**	**70.22**	**1,271.10**
Depreciation												
As at April 1, 2018	**-**	**5.67**	**23.95**	**36.43**	**3.86**	**19.14**	**2.58**	**14.47**	**2.23**	**7.35**	**61.28**	**176.95**
Charge for the year	-	2.83	12.38	19.22	2.08	12.05	1.48	8.22	1.71	5.26	7.93	73.16
Disposal and adjustments	-	-	-	0.42	-	4.49	-	0.27	0.25	-	-	5.42
As at March 31, 2019	**-**	**8.50**	**36.33**	**55.23**	**5.93**	**26.70**	**4.06**	**22.42**	**3.69**	**12.61**	**69.21**	**244.69**
Charge for the year	-	2.84	12.16	22.79	1.99	10.69	1.57	7.99	2.11	5.23	0.34	67.70
Disposal and adjustments	-	-	-	-	-	0.67	-	-	0.01	-	-	0.69
As at March 31, 2020	**-**	**11.34**	**48.49**	**78.02**	**7.93**	**36.71**	**5.63**	**30.41**	**5.78**	**17.84**	**69.55**	**311.70**
Net Carrying Amount												
As at March 31, 2019	**60.32**	**195.25**	**335.54**	**187.08**	**11.22**	**50.23**	**10.19**	**40.80**	**3.93**	**38.19**	**1.01**	**933.76**
As at March 31, 2020	**60.32**	**192.41**	**333.34**	**228.53**	**9.37**	**39.76**	**9.95**	**46.02**	**5.30**	**33.73**	**0.67**	**959.41**

3 (b) Capital Work in Progress :

(₹ in Million)

	Buildings	Plant and Equipments	Laboratory equipments	Oil Storage Tanks	softwares	Total
Gross Carrying Amount						
As at April 1, 2018	**-**	**-**	**-**	**-**	**-**	**-**
Additions	3.98	1.20	-	42.89	4.17	52.23
Transferred to Assets	-	-	-	-	-	-
As at March 31, 2019	**3.98**	**1.20**	**-**	**42.89**	**4.17**	**52.23**
Additions	42.31	95.55	-	-	1.14	139.00
Transferred to Assets	-	24.02	-	42.89	-	66.91
As at March 31, 2020	**46.29**	**72.73**	**-**	**-**	**5.31**	**124.32**

Notes

a) Refer Note No. 35 (i) for disclosure of contractual commitments for the acquisition of Property, Plant and Equipment

b) Refer Note No. 38 for expenditure on Research and development.

c) Refer Note 16 & 20 on Long term Borrowing and short term Borrowings for amounts of restrictions on the title and PPE pledged as securities.

d) Refer Note No.15(2) on Other Equity for Leasehold land.

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

3 (c) Investment in Properties (₹ in Million)

	Freehold Land	Building	Total
Gross Carrying Amount			
As at April 1, 2018	**5.48**	**50.51**	**55.99**
Additions	-	-	-
Disposal and adjustments	-	-	-
As at March 31, 2019	**5.48**	**50.51**	**55.99**
Additions	-	-	-
Disposal and adjustments	-	-	-
As at March 31, 2020	**5.48**	**50.51**	**55.99**
Depreciation			
As at April 1, 2018	**-**	**2.78**	**2.78**
Charge for the year	-	0.61	0.61
Disposal and adjustments	-	-	-
As at March 31, 2019	**-**	**3.38**	**3.38**
Charge for the year	-	0.61	0.61
Disposal and adjustments	-	-	-
As at March 31, 2020	**-**	**3.99**	**3.99**
Net Carrying Amount			
As at March 31, 2019	**5.48**	**47.12**	**52.60**
As at March 31, 2020	**5.48**	**46.52**	**51.99**

Notes

a) **Fair value**

As at March 31, 2019	6.03	59.90	65.93
As at March 31, 2020	**6.03**	**59.90**	**65.93**

(₹ in Million)

b) **Information regarding income and expenditure of Investment Property**	**2019-20**	2018-19
Rental income derived from investment properties	0.71	0.90
Direct operating expenses (including repairs and maintenance) generating rental income	-	-
Direct operating expenses (including repairs and maintenance) that did not generate rental income	(0.24)	(0.21)
Profit arising from investment properties before depreciation and indirect expenses expenses	**0.47**	**0.69**
Less - Depreciation	(0.61)	(0.61)
Profit/(loss) arising from investment properties before indirect expenses	(0.14)	0.09

c) The group's investment properties consist of 4 properties in India and 1 property in Dubai. The management has determined that the investment property consists of two class of assets - Free hold Land and building - based on the nature, characteristics and risks of each property.

The Company has no restriction on the realisability of its investment properties and no contractual obligations to purchase, construct or develop investment properties or for repairs, maintenance and enhancements.

The fair valuation is based on current prices in the active market for similar properties. The main input used are quantum, area, location, demand, age of building and trend of fair market rent in the location of the property.

The fair value is based on valuation performed by an accredited independent valuer. Fair valuation is based on replacement cost method. The fair value measurement is categorised in level 2 fair value hierarchy.

d) Refer Note 16 & 20 on Long term Borrowing and short term Borrowings for amounts of restrictions on the title and PPE pledged as securities.

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

3 (d) Right of use assets (₹ in Million)

	Right of use assets	Total
Gross Carrying Amount		
Recognised at April 1, 2019 (transition)	**176.60**	**176.60**
Additions	-	-
Disposal and adjustments	-	-
As at March 31, 2020	**176.60**	**176.60**
Amortization		
As at March 31, 2019	**-**	**-**
Charge for the year	38.54	38.54
Disposal and adjustments	-	-
As at March 31, 2020	**38.54**	**38.54**
Net Carrying Amount		
As at March 31, 2019	**-**	**-**
As at March 31, 2020	**138.06**	**138.06**

Notes

a) The Parent company has leasing arrangements for its office premises -head office and certain plots . Non-cancellable period for those lease arrangements vary. The Parent company pays lease charges as fixed amount as per the respective lease agreements. In respect of Ind AS 116 - Leases, the Parent company has adopted modified retrospective method under which the cumulative effect of initial application is recognized in retained earnings at 1st April 2019. Right-of-use asset is measured, on a lease by lease basis, at carrying amount assuming the standard is applied since the commencement date. Discounting to arrive the value of asset is done based on the incremental borrowing rate at the date of initial application.

The Group has leasing arrangements for its various commercial premises (other than mentioned above). Non-cancellable period for those leasing arrangements are less than 12 months and the Group elected to apply the recognition exemption for short term leases and leases for which the underlying assets is of low value. The lease amount is charged as rent.

3 (e) Intangible assets (₹ in Million)

	Computer Software	Total
Gross Carrying Amount		
As at April 1, 2018	**6.31**	**6.31**
Additions	0.82	0.82
Disposal and adjustments	-	-
As at March 31, 2019	**7.14**	**7.14**
Additions	1.57	1.57
Disposal and adjustments	-	-
As at March 31, 2020	**8.71**	**8.71**
Amortization		
As at April 1, 2018	**2.69**	**2.69**
Charge for the year	1.60	1.60
Disposal and adjustments		
As at March 31, 2019	**4.29**	**4.29**
Charge for the year	1.56	1.56
Disposal and adjustments		
As at March 31, 2020	**5.85**	**5.85**
Net Carrying Amount		
As at March 31, 2019	**2.85**	**2.85**
As at March 31, 2020	**2.86**	**2.86**

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

		As at March 31, 2020		As at March 31, 2019	
		Number of shares / Units	(₹ in Million)	Number of shares / Units	(₹ in Million)
4	**INVESTMENTS ACCOUNTED FOR USING THE EQUITY METHOD**				
	Investment in equity instruments (fully paid-up)				
	Unquoted investment in joint venture company:				
	In Texol Lubritech FZC of Arab Emirati Dirham 1000 each	500	9.97	500	8.72
	Group share of profit | (loss) for the year		(9.97)		1.25
			(0.00)		9.97
	Aggregate Amount of Unquoted Investments		**(0.00)**		**9.97**
5	**NON-CURRENT INVESTMENTS**				
	Investments in Government or Trust securities measured at amortised cost				
	Unquoted				
	- Government Bonds				
	Units of face value of ₹100/- each	3,687	0.32	3,687	0.28
	- National Saving Certificates-VIII Issue		0.04		0.04
	(Lodged With Sales Tax Authorities)				
	Total (A)		**0.36**		**0.32**
	Aggregate cost of unquoted investments		0.36		0.32
	Aggregate Amount of Impairment in the Value of Investments		-		-

6 LOANS

(₹ in Million)

		Non Current (Long-term)	Current (Short-term)	Non Current (Long-term)	Current (Short-term)
		As at March 31, 2020	As at March 31, 2020	As at March 31, 2019	As at March 31, 2019
	(Unsecured, considered good)				
(A)	**Security Deposits**				
	-To related Party [Refer note 37(B)(4)(a)]	13.82	-	8.60	-
	-To Others	7.03	15.17	7.20	14.65
	Total (B)	**20.85**	**15.17**	**15.80**	**14.65**
(B)	**Other Loans**				
	-To Others	-	0.05	-	-
	Loans to Employees	0.69	1.74	1.00	2.00
	Total (B)	**0.69**	**1.79**	**1.00**	**2.00**
	Total (A + B)	**21.54**	**16.96**	**16.80**	**16.64**
	Break-up				
	Loans considered good - Secured	-	-	-	-
	Loans considered good - Unsecured	21.54	16.96	16.80	16.64
	Loans which have significant increase in credit risk	-	-	-	-
	Loans - credit impaired	-	-	-	-
	Total	**21.54**	**16.96**	**16.80**	**16.64**
	Less: Allowance for doubtful Loans	-	-	-	-
	Total Loans	**21.54**	**16.96**	**16.80**	**16.64**

Refer Note 43 for information about credit risk and market risk for loans.

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

7 OTHER FINANCIAL ASSETS

(₹ in Million)

		Non Current (Long-term)	Current (Short-term)	Non Current (Long-term)	Current (Short-term)
		As at March 31, 2020	As at March 31, 2020	As at March 31, 2019	As at March 31, 2019
i)	Foreign Exchange Contract Receivable	-	37.95	-	-
ii)	Other Receivables				
	- from a related Party (Refer note 37(B)(4)(c)]	-	-	-	0.36
	- from others	-	34.19	-	57.30
iii)	Term Deposits Accounts (with maturity more than 12 months) Refer note (a) below	10.52	-	5.61	-
iv)	Interest accrued on fixed deposits	-	85.09	-	48.73
v)	Interest accrued on Investments	-	0.03	-	0.03
vi)	Interest receivable - Others	-	-	-	0.52
		10.52	**157.26**	**5.61**	**106.93**

a) In Term Deposits Accounts held as margin for Letter of Credit/ Suppliers Credit/SBLC/Bank Guarantees issued by banks.

8 OTHER ASSETS

(₹ in Million)

		Non Current (Long-term)	Current (Short-term)	Non Current (Long-term)	Current (Short-term)
		As at March 31, 2020	As at March 31, 2020	As at March 31, 2019	As at March 31, 2019
(Unsecured, considered good)					
(A)	**Capital advances**	11.97	-	-	-
		11.97	**-**	**-**	**-**
(B)	**Other Advances recoverable in cash or kind or for value to be received**				
i)	Balances with the Government authorities				
	Balances with the statutory authorities	-	639.54	-	665.95
	Deposits with government Authorities	-	39.13	-	35.69
ii)	Advances to supplier				
	- Considered Good	-	591.83	-	652.74
	- Considered Doubtful-	-	-	-	
		-	591.83	-	652.74
	- Provision for Doubtful Advances-	-	-	-	
		-	591.83	-	652.74
iii)	Prepaid Expenses	9.88	65.64	10.95	105.92
iv)	Export Incentive - receivables	-	-	-	0.01
	Total (B)	**9.88**	**1,336.14**	**10.95**	**1,460.31**
	Total (A + B)	**21.85**	**1,336.14**	**10.95**	**1,460.31**

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

(₹ in Million)

		As at March 31, 2020	As at March 31, 2019
9	**INVENTORIES**		
	Raw Materials	639.09	898.36
	Finished Goods	172.22	204.88
	Stock-in-trade	998.87	1,397.34
	Stores & Spares	1.19	1.78
	Packing & Packaging Materials	36.29	25.40
	Fuel	0.85	0.33
		1,848.51	**2,528.09**
	Notes		
	a) Refer Note 20 for inventories pledged as security for current borrowings		
	b) Finished Goods Includes Stock in transit	5.86	53.62
10	**TRADE RECEIVABLES**		
	Considered Good - Secured	-	-
	Considered Good - Unsecured	4,635.76	6,133.32
	Trade Receivables which have significant increase in Credit Risk	-	-
	Trade Receivables - credit impaired	6.83	-
		4,642.59	6,133.32
	Less: Provision for Doubtful Debts	6.83	-
		4,635.76	**6,133.32**
	Notes		
	Refer note 37 (B)(4)(b)] for amounts from related parties		
	The group's exposure to credit and currency risk related to trade receivables are disclosed in note 43.		
11	**CASH AND CASH EQUIVALENTS**		
	Cash and cash equivalents		
	Balances with banks:		
	- In Current Account	45.53	17.06
	- In Export Earners Foreign Currency Account	0.44	2.41
	- In Cash Credit Account*	15.49	4.64
	Drafts on hand	1.20	21.12
	Cash on hand	22.33	16.35
	Total	**84.99**	**61.57**
	*Refer Note 20 -current borrowings for security for cash credit account		
12	**BANK BALANCES OTHER THAN DISCLOSED IN NOTE 9 ABOVE**		
	Balances with banks:		
	Term Deposits Accounts (with maturity up to 12 months) (Refer note (a) below	917.29	1,090.74
	Other Bank Balances		
	Margin deposit Account (Refer note (b) below	0.00	0.00
		917.29	**1,090.74**
	a Term Deposits Accounts held as margin for Letter of Credit/ Letter of Undertaking for Buyers credits/ Bank Guarantees issued by banks, Lodged with customers for security deposits		
	b Margin deposit account represents margin deposit for bills discounted with bank.		
13	**CURRENT TAX ASSETS (NET)**		
	Advance Income Tax & Tax Deducted at Source (Net of Provision)	179.05	226.48
		179.05	**226.48**

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

14 SHARE CAPITAL

(₹ in Million)

	As at March 31, 2020		As at March 31, 2019	
	Nos.	(₹ in Million)	Nos.	(₹ in Million)
Authorised:				
Equity Shares of ₹10 Each	30,000,000	300.00	30,000,000	300.00
Total	**30,000,000**	**300.00**	**30,000,000**	**300.00**
Issued, Subscribed and Fully Paid Up:				
Equity Shares of ₹10 Each	16,000,000	160.00	16,000,000	160.00
Total	**16,000,000**	**160.00**	**16,000,000**	**160.00**
Notes:				
a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period:				
Equity Shares				
At the beginning of the year	16,000,000	160.00	16,000,000	160.00
Issued during the year	-	-	-	-
Outstanding at the end of the year	**16,000,000**	**160.00**	**16,000,000**	**160.00**

b) Terms/rights attached to equity shares

i) Equity shares:
The Group has only one class of equity shares having a par value of ₹10 each per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the group, the holders of equity shares will be entitled to receive remaining assets of the group, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

ii) Dividend:
The final dividend proposed by the Board of Directors is subject to the approval of the Shareholders in the ensuing Annual General Meeting. However, in case of interim dividend the profits are distributed based on approval of Board of Directors.

Amount of per share dividend recognized as distribution to equity shareholders:

	For the year ended March 31, 2020	For the year ended March 31, 2019
Equity Shares of ₹10 Each*	4.50	10.00
Total	**4.50**	**10.00**

*** Interim Dividend**

c) Details of shareholders holding more than 5% of Equity shares in the company

Name of Shareholder	As at March 31, 2020		As at March 31, 2019	
	Nos.	% of Share	Nos.	% of Share
a) Mr. Ramesh B Parekh	6,030,000	37.69	6,030,000	37.69
b) Mr. Jitendra B Parekh	1,860,000	11.63	1,860,000	11.63
c) Mr. Kailash B. Parekh	1,860,000	11.63	1,860,000	11.63
d) IDFC Spice Fund	-	-	1,000,000	6.25

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

(₹ in Million)

				As at March 31, 2020	As at March 31, 2019
15	OTHER EQUITY				
	(A)	**Securities Premium**			
		Balance as at the beginning of the year		460.00	460.00
		Add: Premium on issue of Shares during the year		-	-
		Balance as at the end of the year		**460.00**	**460.00**
	(B)	**General Reserve**			
		Balance as at the beginning of the year		1,118.50	1,118.50
		Add : Transfer from Surplus balance in the Statement of Profit and Loss		-	-
		Balance as at the end of the year		**1,118.50**	**1,118.50**
	(C)	**Retained earnings**			
		Balance as at the beginning of the year		2,078.96	2,090.20
		Transition Impact of Lease as per IND AS 116 (net of tax) (Refer note 3(d)		(15.40)	-
		Restated balance as at the beginning of the year		2,063.56	2,090.20
		Add :Profit for the year		117.50	187.34
		Amount available for Appropriation		2,181.06	2,277.54
		Less : Appropriations			
		Final Dividend on Equity Shares		-	32.00
		Interim Dividend on Equity Shares (Refer Note 46)		72.00	160.00
		Dividend Distribution Tax on Final Dividend		-	6.58
		Total of appropriations		**72.00**	**198.58**
		Balance as at the end of the year		**2,109.06**	**2,078.96**
	(D)	**Items of Other Comprehensive Income**			
		(i)	**Foreign Currency Translation Reserve**		
			Balance as at the beginning of the year	27.74	(8.84)
			Add: Other Comprehensive Income	42.20	36.58
			FCTR -Transfer to statement of Profit & Loss on Closure of a Subsidiary	(11.80)	-
			Balance as at the end of the year	**58.14**	**27.74**
		(ii)	**Remeasurements of the net defined benefit Plans**		
			Balance as at the beginning of the year	(0.71)	(1.30)
			Other Comprehensive Income for the year	(0.01)	0.58
			Balance as at the end of the year	(0.72)	(0.71)
			Total (i + ii)	**57.42**	**27.03**
			Total (A + B + C +D)	**3,744.97**	**3,684.50**

Notes :

1 Securities premium: The amount received in excess of face value of the equity shares is recognised in Securities Premium. It can be utilized in accordance with the provisions of the Act, to issue bonus shares, to provide for premium on redemption of shares or debentures, write-off equity related expenses like underwriting costs etc.

2 General Reserve : The Group has transferred a portion of the net profit of the Company before declaring dividend to general reserve pursuant to the earlier provisions of Companies Act, 1956. Mandatory transfer to general reserve is not required under the Companies Act, 2013. It includes ₹ 200.81 Million transferred from Revaluation Reserve on first time adoption of Ind-AS.

3 Retained Earnings : Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

4 Foreign Currency Translation Reserve : The translation reserve comprises all foreign currency differences arising from the translation of the financial statements of foreign operations. Cumulative Translation difference of Rs.11.80 million relating foreign Subsidiary Gandhar Global Singapore Pte Limited lying in Foreign Currency Translation Reserve reclassified to Profit and Loss on closure of Subsidiary company.

5 Other Comprehensive Income accumulated in Other Equity, net of tax

Balance as at the beginning of the year	27.03	(10.13)
Remeasurement Gain or Loss on Defined Benefit Plans	(0.02)	0.89
Income Tax on Items that will not be reclassified to Profit or Loss	0.01	(0.31)
Exchange differences in translating financial statement of foreign operations	42.20	36.58
FCTR -Transfer to statement of Profit & Loss on Closure of a Subsidiary	(11.80)	-
Balance as at the end of the year	**57.42**	**27.03**

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

16 LONG-TERM BORROWINGS

(₹ in Million)

	Non-current Portion	Current Maturities	Non-current Portion	Current Maturities
	As at March 31, 2020	As at March 31, 2020	As at March 31, 2019	As at March 31, 2019
Secured				
Term Loans				
- From Banks	44.12	16.11	4.64	37.56
- From Financial Institutions	16.98	2.67	20.43	3.11
	61.10	**18.78**	**25.07**	**40.68**
Unsecured				
Loan from related parties [Refer note 37(B)(4)(e)]	100.00	-	-	-
	100.00	**-**	**-**	**-**
	161.10	**18.78**	**25.07**	**40.68**

Notes

a) Term loans from Banks comprises of:

(₹ in Million)

i)

Name of Bank	Outstanding balances As at March 31, 2020	Outstanding balances As at March 31, 2019	Rate of Interest (% P.a.)	Repayment Terms
HDFC BANK LTD	1.03	22.94	10.80%	Balance repayable In Equated Monthly Instalments of ₹1.03 Million ending on April, 2020. In case of prepayment, prepayment charges as applicable will be charged.
HDFC BANK LTD	54.78	-	11.00%	Balance repayable In 52 Equated Monthly Instalments of ₹ 1.30 Million ending on June, 2024. In case of prepayment, prepayment charges as applicable will be charged.
UNION BANK OF INDIA	-	5.59	13.90%	Repaid in September, 2019.
Total	**55.82**	**28.53**		

Securities Offered:

The said term loans are secured by exclusive first pari passu charge on fixed assets funded and collaterally secured by :-

i) Equitable mortgage of Land & Building of the Parent Company,
ii) Equitable mortgage of certain premises belonging to the directors and their relatives, and
iii) Personal guarantee of certain directors and their relatives and corporate guarantee of certain concerns belonging to them.

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

ii) Vehicle Loans

Vehicle Loans repayable by equated monthly instalment and same are secured by Hypothecation of Motor Vehicles.

The details of Vehicle loans are as follows:-

(₹ in Million)

Name of Bank	Outstanding balances As at March 31, 2020	Outstanding balances As at March 31, 2019	Equated Monthly Instalment	Rate of interest
ICICI Bank Limited	-	2.03	0.21	8.74%
ICICI Bank Limited	-	4.42	0.39	8.61%
ICICI Bank Limited	0.24	0.71	0.04	8.25%
ICICI Bank Limited	3.39	6.51	0.30	8.41%
HDFC BANK LTD	0.78	1.49	0.07	9.50%
Total	**4.41**	**15.15**		

b) Term loans from Financial Institutions:

(₹ in Million)

Name of Financial Institution	Outstanding balances As at March 31, 2020	Outstanding balances As at March 31, 2019	Rate of Interest (% P.a.)	Repayment Terms / Security Offered
LIC LOAN (KEYMAN POLICY)	1.60	1.60	9.00%	Repayment Terms: The said loans are repayable on maturity of the policies having original maturity terms 20 years varying March 23, 2024 to April 01, 2024.Security Offered: Pledge of Key man Insurance Policies
L&T Housing Finance Ltd	18.05	20.46	9.90%	Repayment Terms: Balance repayable In 62 Equated Monthly Instalments of ₹ 0.37 Million ending on May, 2025.Security Offered : Equitable Mortgage on a premises.
Total	**19.66**	**22.06**		

17 LEASE LIABILITIES

(₹ in Million)

	Long - Term As at March 31, 2020	Short - Term As at March 31, 2020	Long - Term As at March 31, 2019	Short - Term As at March 31, 2019
Lease Liabilities	116.31	38.80	-	-
	116.31	**38.80**	**-**	**-**

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

18 PROVISIONS

(₹ in Million)

		Long - Term As at March 31, 2020	Short - Term As at March 31, 2020	Long - Term As at March 31, 2019	Short - Term As at March 31, 2019
(A)	**Provision for employee benefits**				
	Provision for gratuity	25.19	4.24	21.68	4.24
	Provision for leave benefits	-	0.27	-	1.81
		25.19	**4.51**	**21.68**	**6.05**

(₹ in Million)

			As at March 31, 2020	As at March 31, 2019
19	**DEFERRED TAX LIABILITY (NET)**			
	(A)	**Deferred Tax Liability**		
		Difference between book and tax depreciation	1.25	24.00
		Allowable on payment basis (Net)	2.64	4.13
		Total (A)	**3.89**	**28.12**
	(B)	**Deferred Tax Assets**		
		Provisions	7.39	8.45
		Indexation benefit on Land	12.62	12.85
		Total (B)	**20.01**	**21.30**
		Deferred Tax liability (Net) (A -B)	**(16.12)**	**6.82**
20	**CURRENT FINANCIAL LIABILITIES - BORROWINGS**			
	(A)	**Secured**		
		Loans Repayable on Demand		
	(i)	**From Banks - Working Capital**		
		- Cash Credit facility	663.00	736.67
		- Overdraft from a bank	9.04	3.02
		- Packing Credit facility	242.05	194.46
		Total (A)	**914.09**	**934.15**
	(B)	**Unsecured**		
		Loans Repayable on Demand		
	(i)	Loan from related parties [Refer note 37(B)(4)(e)]	207.77	109.00
	(ii)	Loan from others	-	48.53
		Total (B)	**207.77**	**157.53**
		Total (A + B)	**1,121.86**	**1,091.68**

Notes:-

a) Working capital loans from banks comprises of:

i) ₹ 636.00 Million (P.Y. ₹ 681.65 Million) are secured by first pari passu charge on all fixed assets (excluding specific fixed assets financed by term loans) and current assets of the company and are also collaterally secured by :-

- i) Equitable mortgage of Land & Building of the Company,
- ii) Equitable mortgage of certain premises belonging to the directors and their relatives, and
- iii) Personal guarantee of certain directors and their relatives and corporate guarantee of certain concern belonging to them.

ii) ₹ 9.04 Million /- (P.Y. ₹ 3.02 Million) is secured by pledge of Fixed Deposit Receipts.

iii) ₹ 269.06/- (P.Y. ₹ 249.48 Million) is secured by Bank Guarantee.

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

(₹ in Million)

		As at March 31, 2020	As at March 31, 2019
21	**TRADE PAYABLES**		
	Trade Payables (Including acceptances)		
	- Due to Micro and Small Enterprises	19.15	0.21
	- Due to Others	4,771.07	7,059.28
		4,790.22	**7,059.49**
	Notes:		
	The disclosure as per The Micro, Small and Medium Enterprises Development Act, 2006, (MSMED Act).		
	(a) (i) Delayed payments due - Principal amount	-	-
	(ii) Interest due on the above.	-	-
	(b) Total interest paid on all delayed payments during the year under the provision of the Act	-	-
	(c) Interest due on principal amounts paid beyond the due date during the year but without the interest amounts under this Act	-	-
	(d) Interest accrued but not due	-	-
	(e) Total interest due but not paid	-	-
	(The above information regarding micro and small enterprises has been determined on the basis of information available with the Company).		
22	**OTHER FINANCIAL LIABILITIES**		
	Current Maturities of Long-Term Borrowings (Refer Note No.16)	18.78	40.68
	Interest accrued		
	- To related parties [(refer Note No.37(B)(4)(f)]	29.89	18.89
	- To others	14.77	19.88
	Security Deposits from dealers	13.71	17.51
	Others		
	- Payable for Expenses		
	- To related Parties ([Refer note 37(B)(4)(h)]	1.05	2.94
	- To others	63.23	76.55
	- Foreign Exchange Contract Payable	3.65	86.96
	- Unclaimed Dividend	9.00	-
	- Other Payables		
	- To others	6.30	3.32
		160.38	**266.74**
23	**OTHER CURRENT LIABILITIES**		
	Income received in advance	33.48	4.67
	Contract Liabilities (Advance Payment from Customers)	139.83	304.66
	Statutory Liabilities	28.94	80.23
		202.25	**389.56**

(₹ in Million)

24	CURRENT TAX LIABILITIES	Short-Term As at March 31, 2020	Short-Term As at March 31, 2019
	Income Tax (net of taxes paid)	-	0.18
		-	**0.18**

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

(₹ in Million)

			For the year ended March 31, 2020	For the year ended March 31, 2019
25	**REVENUE FROM OPERATIONS**			
	(A)	**Sale of products**		
		- Petroleum Products/Speciality Oils	13,746.23	12,149.45
		- Non-coking Coal	10,965.65	22,968.14
		- Others	3.21	13.02
			24,715.09	**35,130.61**
	(B)	**Sale of services**	**281.92**	**493.39**
	(C)	**Other operating income**	**25.38**	**51.26**
	Revenue from operations (A + B + C)		**25,022.39**	**35,675.26**
	Notes:			
	a)	**Details of Services Rendered**		
		- Job work charges	6.72	5.49
		- Cargo Handling Charges	173.02	442.93
		- Freight Charges Income	102.18	44.97
			281.92	**493.39**
	b)	**Other Operating Income**		
		- Exports Incentives	0.53	0.56
		- Scrap Sales	3.27	0.89
		- Commission	4.68	5.84
		- Miscellaneous Income	**16.90**	**43.97**
			25.38	**51.26**
26	**OTHER INCOME**			
	Interest on			
	- Bank Deposits		75.37	83.95
	- Others		3.40	10.85
	Net gain on sale of Investments		-	0.21
	Gain on fair valuation of Mutual Fund		0.04	0.25
	Other Non Operating Income		61.69	173.41
			140.50	**268.67**
27	**COST OF MATERIALS CONSUMED/SERVICES OBTAINED**			
	COST OF MATERIALS CONSUMED			
	(A)	**Cost of raw materials consumed**	10,084.34	9,970.17
			10,084.34	**9,970.17**
	(B)	**PACKING MATERIAL CONSUMED**		
		Cost of packing materials consumed	398.25	448.16
		TOTAL MATERIALS CONSUMED (A + B)	**10,482.59**	**10,418.33**
28	**PURCHASE OF STOCK IN TRADE**			
	Petroleum Products/Speciality Oils		1,344.05	313.76
	Non-Coking Coal		9,484.92	20,153.47
	PVC/Others		2.50	9.31
			10,831.47	**20,476.54**

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

(₹ in Million)

	For the year ended March 31, 2020	For the year ended March 31, 2019
29 CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE		
(A) Inventories at the end of the year		
Finished Goods	172.22	204.88
Stock-in-trade	998.87	1,397.34
	1,171.09	**1,602.22**
(B) Inventories at the beginning of the year		
Finished Goods	204.88	210.58
Stock-in-trade	1,397.34	1,458.72
	1,602.22	**1,669.31**
(Increase)/decrease in Stock (B - A)	**431.13**	**67.09**
30 EMPLOYEE BENEFITS EXPENSE		
Salaries, Wages, Bonus & Other Benefits	224.83	224.32
Contribution to Provident & other Fund	5.88	5.55
Gratuity	4.78	7.22
Staff Welfare Expenses	6.83	6.63
	242.32	**243.72**
31 FINANCE COSTS		
Interest Expense	327.18	306.91
Other Borrowing Costs	161.22	167.28
	488.40	**474.19**
32 DEPRECIATION AND AMORTIZATION EXPENSE		
Depreciation of Tangible assets	68.33	73.80
Amortization of Intangible assets	40.07	1.57
	108.40	**75.37**

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

(₹ in Million)

		For the year ended March 31, 2020	For the year ended March 31, 2019
33	**OTHER EXPENSES**		
	Consumption of Stores and Spares	15.46	10.47
	Power and Fuel	17.63	17.82
	Electricity Charges	3.17	2.83
	Labour Charges	43.03	36.37
	Water Charges	0.41	0.41
	Security Charges	7.71	7.36
	Repairs and Maintenance		
	- To Plant & Machinary	4.50	7.19
	- To Building	0.38	1.56
	- To Others	12.96	13.02
	Laboratory Expenses	0.29	0.31
	Rsesearch & Development expenditure	25.79	22.63
	Insurance (net of Recovery)	42.49	59.05
	Packaging Material/Charges	20.50	17.33
	Freight and Transportation (net of Recovery)	1,510.73	2,161.36
	Supervison & Testing Expenses	20.94	27.43
	Warfare charges	10.80	18.87
	Vehicle Expenses	5.82	5.42
	Commission	73.18	81.89
	Legal and Professional Fees	20.12	47.35
	Retainership Fees	0.02	-
	Payment to Auditor (Excluding taxes)		
	As Auditor:-		
	- Audit fees	1.76	1.96
	- Tax Audit fees	0.23	0.23
	In other capacity-		
	- Taxation matters	0.05	1.56
	- Other services	0.02	1.75
	Postage,Courier and Telephones	7.64	7.81
	Printing and Stationary	5.49	4.78
	Donation	0.27	1.46
	Expenditure on Corporate Social Responsibility	10.33	10.81
	Advertisement and Sales Promotion	22.01	18.61
	Travelling and Conveyance	52.91	40.27
	Miscellaneous Expenses	32.24	24.88
	Storage Charges	82.68	85.83
	Bad Debts Written off	49.50	385.40
	Less: Provision for Doubtful Debts Written Back	-	(0.63)
	Advances Written off	0.15	5.39
	Provision for Doubtful Debts	6.44	-
	Foreign Exchange Rate Fluctuation Loss/(Gain)(net)	260.18	559.90
	Fees and Stamps	7.55	13.37
	Rent	8.28	48.69
	Rates and Taxes	28.62	2.57
	Loss on Sale of Fixed Assets	(0.04)	1.51
	Bank charges	8.26	9.45
		2,420.56	**3,764.22**

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

Note : 34 Contingent liabilities

Claim against the company not acknowledged as debts

(₹ in Million)

			As at March 31, 2020	As at March 31, 2019
a	1	Outstanding Letters of Credit	784.68	1,105.47
	2	Guarantees issued by Bank	474.78	407.95
	3	Export obligation against advance authorization licenses issued by Director General of Foreign Trade.	143.74	115.76
	4	Demand raised by Central Excise Authorities contested by Company. (Net of payment)	0.99	0.99
	5	Demand raised by Sales Tax Authorities contested by Company. (Net of payment)	27.55	51.37
	6	Demand raised by Custom Authorities contested by Company (Net of payment)	407.82	407.82
	7	Demand raised by Income Tax Authorities contested by Company (Net of payment)	509.71	-
b	Corporate Guarantees			
	Corporate Guarantee given by Company to Bank for loan given to Texol Lubritech FZC.		931.82	850.95
	Total		**3,281.09**	**2,940.32**

Note

1. The Group has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in its financial statements. The Group does not expect the outcome of these proceedings to have a materially adverse effect on its financial results.
2. It is not practicable for the Group to estimate the timings of cash outflows, if any, in respect of the above pending resolution of the respective proceedings as it is determinable only on receipt of judgements/decisions pending with various forums/authorities.
3. Details of Guarantee given covered under Section 186 (4) of the Companies Act, 2013:
4. Guarantee given by Company to a Bank for loan given to Texol Lubritech FZC. The loan is obtained by Joint Venture for business purpose.

Note 35 Capital Commitments

(i) Capital Commitments

(₹ in Million)

Particulars	As at March 31, 2020	As at March 31, 2019
Estimated amount of contracts remaining to be executed on capital accounts and not provided for (net of advances)	28.39	74.89
	28.39	**74.89**

Note 36 Amount Recognised as Expenses :

(i) Defined Contribution Plan

The Company has recognized the following amounts in the Statement of Profit and Loss towards its liability to Defined Contribution Plans:

(₹ in Million)

Sr. No.	Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
1	Provident Fund	6.08	5.61
2	Employee State Insurance Fund	0.24	0.31
3	Labour Welfare Fund	-	-
	Total	**6.32**	**5.93**

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

(ii) Defined Benefit Plan

The amounts recognised in the Parent company's financial statement as at year end are as under :

Sr. No.	Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
I	**Changes in present value of obligations**		
	Present Value of Obligations at beginning of the year	24.19	19.30
	Interest cost	1.83	1.38
	Current Service Cost	3.87	3.30
	Past service cost-(non vested benefits)	-	-
	Past service cost-(vested benefits)	-	-
	Benefits Paid	(0.55)	(0.69)
	Contribution by plan participants	-	-
	Business Combinations	-	-
	Curtailments	-	-
	Settlements	-	-
	Actuarial (gain)/loss on obligations	0.02	0.89
	Present Value of Obligations at end of period	**29.35**	**24.19**
II	**Interest Expenses**		
	Interest Cost	**1.83**	**1.38**
III	**Fair Value of Plan Assets**		
	Fair Value of Plan Assets at beginning	-	-
	Interest Income	-	-
IV	**Net Liability**	-	-
	Present Value of Obligations at beginning of period	24.19	19.30
	Fair Value of Plan Assets at beginning Report	-	-
	Net Liability	**24.19**	**19.30**
V	**Net Interest**	-	-
	Interest Expenses	1.83	1.38
	Interest Income	-	-
	Net Interest	**1.83**	**1.38**
VI	**Actual return on plan assets**	-	-
	Less Interest income included above	-	-
	Return on plan assets excluding interest income	**-**	**-**
VII	**Actuarial Gain/(Loss) on obligation**	-	-
	Due to Demographic Assumption*	-	-
	Due to Financial Assumption	1.62	(0.52)
	Due to Experience	(1.60)	1.41
	Total Actuarial (Gain)/Loss	**0.02**	**0.89**

*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

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

(₹ in Million)

Sr. No.	Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
VIII	**Fair Value of Plan Assets**		
	Opening Fair value of plan asset	-	-
	Adjustment to opening Fair Value of plan asset	-	-
	Return on Plan Assets Excl. interest income	-	-
	Interest Income	-	-
	Contributions by Employer	0.55	0.69
	Contributions by Employee	-	-
	Benefits Paid	**(0.55)**	**(0.69)**
	Fair Value of Plan Assets at end		
IX	**Past service cost recognised**		
	Past service cost-(non vested benefits)	-	-
	Past service cost-(vested benefits)	-	-
	Average remaining future service till vesting of the benefits	-	-
	Recognised Past service cost-non vested benefits	-	-
	Recognised Past service cost-vested benefits	-	-
	Unrecognised Past service cost-non vested benefits	-	-
X	**Amounts to be recognised in the balance sheet and statement of profit & Loss account**		
	PVO at end of period	29.35	24.19
	Fair value of Plan assets at end of period	-	-
	Funded status	(29.35)	(24.19)
	Net Assets/(Liability) recognised in the balance sheet	**(29.35)**	**(24.19)**
XI	**Expense recognized in the Statement of P & L a/c**		
	Current Service Cost	3.87	3.30
	Net Interest	1.83	1.38
	Past service cost-(non vested benefits)	-	-
	Past service cost-(vested benefits)	-	-
	Curtailment Effect	-	-
	Settlement Effect	-	-
	Expense recognized in the Statement of Profit and Loss under "Employee benefits expense"	**5.69**	**4.68**
XII	**Other Comprehensive Income**		
	Actuarial (Gain)/Loss recognised for the period	0.02	0.89
	Asset limit effect	-	-
	Return on plant Assets Excl. Net Interest	-	-
	Unrecognised Actuarial (Gain)/Loss from previous period	-	-
	Total Actuarial (Gain)/Loss recognised in (OCI)	**0.02**	**0.89**
XIII	**Movements in the Liability recognised in Balance Sheet**		
	Opening Net Liability	24.19	19.30
	Adjustments to opening balance	-	-
	Expenses as above	5.69	4.68
	Contribution paid	(0.55)	(0.69)
	Other Comprehensive Income(OCI)	0.02	0.89
	Closing Net Liability	**29.35**	**24.19**

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

(₹ in Million)

Sr. No.	Particulars		For the year ended March 31, 2020	For the year ended March 31, 2019
XIV	**Schedule III of the Companies Act,2013**			
	Current Liability	(*)	5.50	4.76
	Non-Current Liability		23.85	19.43
XV	**Projected Service Cost**		**4.38**	**3.87**
XVI	**Asset Information**			
	Not Applicable as the plan is unfunded			
XVII	**Assumptions as at**		**March 31, 2020**	**March 31, 2019**
	Mortality		**IALM (2006-08) Ult.**	**IALM (2006-08) Ult.**
	Interest/Discount Rate		6.80%	7.64%
	Rate of increase in compensation		5.00%	5.00%
	Annual increase in healthcare costs			
	Future Changes in Maximum state healthcare benefits			
	Expected average remaining service		10.58	11.46
	Retirement Age		58 Years	58 Years
	Employee Attrition Rate		Age: 0 to 58 : 5%	Age: 0 to 58 : 5%

XVIII Sensitivity Analysis

	DR: Discount Rate		ER:Salary Escalation Rate	
	PVO DR +1%	PVO DR -1%	PVO ER +1%	PVO ER -1%
PVO	**27.44**	**31.56**	**31.15**	**27.71**

XIX Expected Payout

Year	Expected Outgo First	Expected Outgo Second	Expected Outgo Third	Expected Outgo Fourth	Expected Outgo Fifth	Expected Outgo Six to Ten Years
PVO Payouts	**5.50**	**2.88**	**3.08**	**2.04**	**2.84**	**9.15**

XX Asset Liability Comparisons

Year	March 31, 2016	March 31, 2017	March 31, 2018	March 31, 2019	March 31, 2020
PVO at end of period	**12.12**	**16.35**	**19.30**	**24.19**	**29.35**
Plan Assets	**-**	**-**	**-**	**-**	**-**
Surplus/(Deficit)	**(12.12)**	**(16.35)**	**(19.30)**	**(24.19)**	**(29.35)**
Experience adjustments on plan assets	**-**	**-**	**-**	**-**	**-**

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

XXI Narrations

1 Analysis of Defined Benefit obligation

The numbers of members under the scheme have increased by 3.51%. Similarly, the total salary increased by 5.95% during the accounting period. The resultant liability at the end of the period over the beginning of the period has increased by 21.34%

2 Expected rate of return basis

Scheme is not funded EORA is not Applicable

3 Description of Plan Assets and Reimbursement Conditions

Not Applicable

4 Investment / Interest Risk

Since the scheme is unfunded the company is not exposed to Investment / interest Risk

5 Longevity Risk

The Company is not exposed to risk of the employess living longer as the benefit under scheme ceases on the employee separating from the employer for any reason.

6 Salary Esclation Rate

The salary escalation rate has remain unchanged and hence there is no change in liability resulting in no actuarial gain or loss due to change in salary escalation rate.

7 Discount Rate

The discount rate has increased from 7.64% to 6.80% and hence there is a decrease in liability leading to actuarial gain due change in discount rate.

Note 37 Related Party disclosures

A. List of related parties: (where transactions have taken place)

Sr No	Name of Related Party	Nature of relationship
1	**Subsidiaries** - Gandhar Global Singapore Pte. Limited - Gandhar Shipping & Logistics Private Limited - Gandhar Oil & Energy -DMCC **Joint Venture** - Texol Lubritech - FZC	Wholly Owned Subsidiary
2	**Key-management personnel / Individual Having substantial interest**	
	Ramesh Parekh	Non-executive Director
	Samir Parekh	Whole Time Director
	Aslesh Parekh	Whole Time Director
	Deena Asit Mehta	Independent Non-executive Director (w.e.f. January 05, 2017 and Resigned w.e.f July 14, 2020)
	Sarthak Behuria	Non-executive Director (w.e.f. September 01, 2012 and Resigned w.e.f. February 10, 2020)
	Suresh Kumar Jain	Non-executive Director (w.e.f. July 06, 2017 and Resigned w.e.f. April 15, 2019)
	Rajkishore Singh	Non-executive Director (w.e.f. June 28, 2019)
	Indrajit Bhattacharyya	Chief Financial Officer
	Jayshree Soni	Company Secretary
3	**Relative of Key Management Personnel** Saurabh Parekh Jitendra Parekh Sunita Parekh Sharmistha S.Parekh Dimple Parekh	
4	**Enterprises owned / controlled by key management personnel or directors or their relatives or person having significant interest** Parekh Bulk Carriers Parekh Petroleum Products Gandhar Coals & Mines Private Limited (Gandhar Coals & Mines converted to company w.e.f. August 31, 2018) Gandhar Infrastructure Project Private Limited Nature Pure Wellness Private Ltd.	
5	**Others** Kamlaben Babulal Charity Trust	

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

37 B. Transaction With Related Parties

(₹ in Million)

SR NO	Particulars	Key management personnel / Individual Having significant interest		Relatives of Key management personnel / Individual having significant interest		Enterprises owned/ controlled by key management Personnel or directors or their relatives or person having significant Interest		Joint Venture		Others	
		For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019
1	EXPENDITURE										
(a)	Salaries & Other Benefits*										
(i)	Short term employee benefits										
	Ramesh Parekh	5.00	9.00	-	-	-	-	-	-	-	-
	Samir Parekh	12.36	11.58	-	-	-	-	-	-	-	-
	Aslesh Parekh	9.36	8.58	-	-	-	-	-	-	-	-
	Sharmishtha S. Parekh	-	-	2.99	1.89	-	-	-	-	-	-
	Dimple A. Parekh	-	-	2.99	1.89	-	-	-	-	-	-
	Saurabh Parekh	-	-	8.40	4.32	-	-	-	-	-	-
	Jitendra Parekh	-	-	2.97	2.97	-	-	-	-	-	-
	Indrajit Bhattacharyya	2.97	2.81	-	-	-	-	-	-	-	-
	Jayshree Soni	1.65	1.53	-	-	-	-	-	-	-	-
	Total	**31.35**	**33.50**	**17.34**	**11.06**	**-**	**-**	**-**	**-**	**-**	**-**
(ii)	Post employment benefits										
	Samir Parekh	0.02	0.02	-	-	-	-	-	-	-	-
	Aslesh Parekh	0.02	0.02	-	-	-	-	-	-	-	-
	Sharmishtha S. Parekh	-	-	0.02	0.02	-	-	-	-	-	-
	Dimple A. Parekh	-	-	0.02	0.02	-	-	-	-	-	-
	Saurabh Parekh	-	-	0.02	0.02	-	-	-	-	-	-
	Jitendra Parekh	-	-	0.02	0.02	-	-	-	-	-	-
		0.04	**0.04**	**0.09**	**0.09**	**-**	**-**	**-**	**-**	**-**	**-**
(b)	Director Sitting Fees										
	Ramesh Parekh	0.14	0.15	-	-	-	-	-	-	-	-
	Deena Asit Mehta	0.14	0.15	-	-	-	-	-	-	-	-
	Suresh Kumar Jain	-	0.09	-	-	-	-	-	-	-	-
	Sarthak Behuria	0.09	0.15	-	-	-	-	-	-	-	-
	Raj Kishore Singh	0.14	-	-	-	-	-	-	-	-	-
	Total	**0.51**	**0.54**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
(c)	Audit Committee Sitting Fees										
	Ramesh Parekh	0.09	0.08	-	-	-	-	-	-	-	-
	Deena Asit Mehta	0.09	0.08	-	-	-	-	-	-	-	-
	Suresh Kumar Jain	0.06	0.06	-	-	-	-	-	-	-	-
	Sarthak Behuria	0.07	0.08	-	-	-	-	-	-	-	-
	Total	**0.30**	**0.30**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**

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

37 B. Transaction With Related Parties

(₹ in Million)

SR NO	Particulars	Key management personnel / Individual Having significant interest		Relatives of Key management personnel / Individual having significant interest		Enterprises owned/ controlled by key management Personnel or directors or their relatives or person having significant Interest		Joint Venture		Others	
		For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019
(d)	**Remunertion Committee Sitting Fees**										
	Ramesh Parekh	0.05	0.04	-	-	-	-	-	-	-	-
	Deena Asit Mehta	0.05	0.04	-	-	-	-	-	-	-	-
	Sarthak Behuria	0.02	0.04	-	-	-	-	-	-	-	-
	Total	**0.11**	**0.12**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
(e)	**Finance Costs**										
	Jitendra Parekh	-	-	-	-	-	-	-	-	-	-
	Ramesh Parekh	26.92	13.10	-	-	-	-	-	-	-	-
	Samir Parekh	4.72	5.61	-	-	-	-	-	-	-	-
	Aslesh Parekh	1.55	2.28	-	-	-	-	-	-	-	-
	Gandhar Coal & Mines Pvt. Ltd. (Gandhar Coal & Mines converted to company)	-	-	-	-	6.85	-	-	-	-	-
	Total	**33.20**	**20.99**	**-**	**-**	**6.85**	**-**	**-**	**-**	**-**	**-**
(f)	**Freight inward/outward**										
	Parekh Bulk Carrier	-	-	-	-	156.45	131.21	-	-	-	-
	Total	**-**	**-**	**-**	**-**	**156.45**	**131.21**	**-**	**-**	**-**	**-**
(g)	**Rent**										
	Saurabh Parekh	-	-	0.30	0.24	-	-	-	-	-	-
	Ramesh Parekh	37.83	38.47	-	-	-	-	-	-	-	-
	Samir Parekh	3.32	0.79	-	-	-	-	-	-	-	-
	Aslesh Parekh	3.32	0.79	-	-	-	-	-	-	-	-
	Total	**44.47**	**40.04**	**0.30**	**0.24**	**-**	**-**	**-**	**-**	**-**	**-**
(h)	**Purchases**										
	Gandhar Coal & Mines Pvt. Ltd. (Gandhar Coal & Mines converted to company)	-	-	-	-	474.31	214.38	-	-	-	-
	Naturepure Wellness Private Limited	-	-	-	-	-	-	-	-	-	-
	Total	**-**	**-**	**-**	**-**	**474.31**	**214.38**	**-**	**-**	**-**	**-**
(i)	**Expenditure on Corporate Social Responsibility**										
	Kamlaben Babulal Charitable Trust	-	-	-	-	-	-	-	-	5.00	7.10
	Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**5.00**	**7.10**
(j)	**Reimbursement of Expenses**										
	Gandhar Coal & Mines Pvt. Ltd. (Gandhar Coal & Mines converted to company)					14.32	-	-	-		
	Texol Lubritech Fzc					-	-	-	0.36		
	Total	**-**	**-**	**-**	**-**	**14.32**	**-**	**-**	**0.36**	**-**	**-**

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

37 B. Transaction With Related Parties

(₹ in Million)

SR NO	Particulars	Key management personnel / Individual Having significant interest		Relatives of Key management personnel / Individual having significant interest		Enterprises owned/ controlled by key management Personnel or directors or their relatives or person having significant Interest		Joint Venture		Others	
		For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019
2	INCOME										
(a)	Sale of Products										
	Gandhar Coal & Mines Pvt. Ltd. (Gandhar Coal & Mines converted to company)	-	-	-	-	645.77	903.65	-	-	-	-
	Texol Lubritech Fzc							123.09	10.57		
	Naturepure Wellness Private Limited							-	-		
	Total	**-**	**-**	**-**	**-**	**645.77**	**903.65**	**123.09**	**10.57**	**-**	**-**
(b)	Sale of Services										
	Gandhar Coal & Mines Pvt. Ltd. (Gandhar Coal & Mines converted to company)	-	-	-	-	41.86	74.51	-	-	-	-
	Total	**-**	**-**	**-**	**-**	**41.86**	**74.51**	**-**	**-**	**-**	**-**
(c)	**Freight & Insurance collected on Sales**										
	Texol Lubritech Fzc	-	-	-	-	-	-	0.12	0.16	-	-
	Total	**-**	**-**	**-**	**-**	**-**	**-**	**0.12**	**0.16**	**-**	**-**
(d)	**Commission Received**										
	Gandhar Coal & Mines Pvt.Ltd. (Gandhar Coal & Mines converted to company)	-	-	-	-	-	59.91	-	-	-	-
	Total	**-**	**-**	**-**	**-**	**-**	**59.91**	**-**	**-**	**-**	**-**
3	OTHERS										
a)	**Short-term borrowings obtained**										
	Samir Parekh	12.50	41.68	-	-	-	-	-	-	-	-
	Aslesh Parekh	13.40	23.89	-	-	-	-	-	-	-	-
	Ramesh Parekh	889.90	921.44	-	-	-	-	-	-	-	-
	Total	**915.80**	**987.00**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
b)	**Short-term borrowings repaid**										
	Samir Parekh	30.53	9.66	-	-	-	-	-	-	-	-
	Aslesh Parekh	27.00	24.40	-	-	-	-	-	-	-	-
	Ramesh Parekh	659.18	969.25	-	-	-	-	-	-	-	-
	Total	**716.71**	**1,003.30**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**

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

37 B. Transaction With Related Parties

(₹ in Million)

SR NO	Particulars	Key management personnel / Individual Having significant interest		Relatives of Key management personnel / Individual having significant interest		Enterprises owned/ controlled by key management Personnel or directors or their relatives or person having significant Interest		Subsidiaries / Joint Venture		Others	
		For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019
4	**OUTSTANDINGS**										
a)	**Security Deposit for Premises**										
	Ramesh Parekh	20.00	20.00	-	-	-	-	-	-	-	-
	Texol Lubritech-FZC							-	-		
	Total	**20.00**	**20.00**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
b)	**Trade Receivables**										
	Gandhar Coal & Mines Pvt. Ltd. (Gandhar Coal & Mines converted to company)	-	-	-	-	410.90	252.63			-	-
	Texol Lubritech- FZC							26.14	1.42		
	Naturepure Wellness Private Limited							-	-		
	Total	**-**	**-**	**-**	**-**	**410.90**	**252.63**	**26.14**	**1.42**	**-**	**-**
c)	**Other receivables**										
	Texol Lubritech- FZC							-	0.35		
	Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**0.35**	**-**	**-**
d)	**Advance to suppliers**										
	Texol Lubritech- FZC							101.85	93.53		
	Total	**-**	**-**	**-**	**-**	**-**	**-**	**101.85**	**93.53**	**-**	**-**
e)	**Short-term borrowings**										
	Samir Parekh	35.55	53.58	-	-	-	-	-	-	-	-
	Aslesh Parekh	10.38	23.98	-	-	-	-	-	-	-	-
	Ramesh Parekh	261.85	31.44	-	-	-	-	-	-	-	-
	Total	**307.77**	**109.00**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
f)	**Interest Accrued on borrowings :**										
	Samir Parekh	4.25	5.05	-	-	-	-	-	-	-	-
	Aslesh Parekh	1.39	2.05	-	-	-	-	-	-	-	-
	Ramesh Parekh	24.25	11.79	-	-	-	-	-	-	-	-
	Total	**29.89**	**18.89**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
g)	**Trade Payables**										
	Parekh Bulk Carrier	-	-	-	-	45.87	31.46	-	-	-	-
	Nature Pure Wellness Private Limited	-	-	-	-	-	-	-	-	-	-
	Total	**-**	**-**	**-**	**-**	**45.87**	**31.46**	**-**	**-**	**-**	**-**

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

37 B. Transaction With Related Parties

(₹ in Million)

SR NO	Particulars	Key management personnel / Individual Having significant interest		Relatives of Key management personnel / Individual having significant interest		Enterprises owned/ controlled by key management Personnel or directors or their relatives or person having significant Interest		Subsidiaries / Joint Venture		Others	
		For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019	For the year ended March 31, 2020	For the year ended March 31, 2019
h)	**Payable for Expenses:**										
	(i) Rent Payable										
	Samir Parekh	2.13	0.71	-	-	-	-	-	-	-	-
	Aslesh Parekh	2.13	0.71	-	-	-	-	-	-	-	-
	Ramesh Parekh	-	1.53	-	-	-	-	-	-	-	-
	Total	**4.27**	**2.94**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
	(ii) Sitting Fees Payable										
	Samir Parekh	0.09	-	-	-	-	-	-	-	-	-
	Aslesh Parekh	0.08	-	-	-	-	-	-	-	-	-
	Ramesh Parekh	0.08	-	-	-	-	-	-	-	-	-
	Total	**0.25**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
	(iii) Salary Payable										
	Short term employee benefits										
	Samir Parekh	0.53	-	-	-	-	-	-	-	-	-
	Aslesh Parekh	0.53	-	-	-	-	-	-	-	-	-
	Sharmistha Parekh	-	-	0.18	-	-	-	-	-	-	-
	Dimple Parekh	-	-	0.18	-	-	-	-	-	-	-
	Saurabh Parekh	-	-	0.46	-	-	-	-	-	-	-
	Jitendra Parekh	-	-	0.19	-	-	-	-	-	-	-
	Indrajit Bhattacharyya	0.18	-	-	-	-	-	-	-	-	-
	Jayshree Soni	0.12	-	-	-	-	-	-	-	-	-
	Total	**1.35**	**-**	**1.01**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
i)	**Corporate Guarantee Given**										
	Texol Lubritech FZC	-	-	-	-	-	-	931.82	850.95	-	-
	Total	**-**	**-**	**-**	**-**	**-**	**-**	**931.82**	**850.95**	**-**	**-**

*As the liabilities for defined benefit plans are provided on actuarial basis for the Parent Company as a whole, the amounts pertaining to Key Management Personnel are not included.

"** Certain directors and their relatives and certain concerns belonging to them have given personal guarantee and corporate guarantee respectively for credit facilities availed by the company as stated in Note no. 16 and 20.

C) Related parties are identified by the management and relied upon by the auditors.

D) Terms and conditions of transactions with related parties

All related party transactions entered during the year were in ordinary course of the business and are on arm's length basis.

The Group has not recorded any impairment of receivables relating to amounts owed by related parties (P.Y- Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates

38 Research & Development Expenditure

(₹ in Million)

Sr. No.	Particulars	Year Ended March 31, 2020	Year Ended March 31, 2019
A	Revenue Expenditure		
	a) Salary, Wages & other benefits	22.22	19.27
	b) Laboratory Expense	1.09	0.92
	c) Other Exp.	0.65	0.13
	d) Travelling & Conveyance Expenses	0.58	0.48
	e) Telephone Expense	0.01	0.02
	f) Testing Expenses	0.01	0.04
	g) Repairs & Maintenance	1.25	1.76
	Total (A)	**25.79**	**22.63**
B	**Capital Expenditure**		
	a) Laboratory Equipment	9.42	5.11
	b) Computer & Software	0.34	1.17
	Total (B)	**9.76**	**6.28**
	Total (A+B)	**35.56**	**28.91**

39 Segmental Reporting

a) Primary Segment reporting (by business segment):

i. The group has identified Business Segment as the Primary Segment. Segments have been identified taking into account the nature of the products, differing risks and returns, organizational structure and internal reporting system.

ii Composition of the business segment

Name of the Segment	Comprises of
Petroleum Products	Manufacturing and Trading of Petroleum Products and Specialty Oils
Non-coking Coal	a) Trading of Non-coking Coal b) Logistics Services (Cargo handling and transportation)
Others	a) Consignment and Del-credere Agency b) Trading of other products

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

Note39

iii Information about Primary Segment are as follows :-

(₹ in Million)

Particulars	Petroleum Products & Specialty Oils		Non-Coking Coal		Others		Total	
	For the Year ended March 31, 2020	For the Year ended March 31, 2019	For the Year ended March 31, 2020	For the Year ended March 31, 2019	For the Year ended March 31, 2020	For the Year ended March 31, 2019	For the Year ended March 31, 2020	For the Year ended March 31, 2019
REVENUE FROM OPERATIONS:								
External sales/Services	13,717.74	12,179.12	11,123.45	23,397.67	155.81	47.21	24,997.00	35,624.00
Other operating income	12.87	9.42	6.62	35.60	5.89	6.24	25.39	51.26
Total revenue from operations	13,730.61	12,188.54	11,130.07	23,433.27	161.70	53.45	25,022.39	35,675.26
Segment Result	872.74	510.70	(327.11)	131.17	19.94	(0.50)	565.57	641.38
Unallocated expenses	-	-	-	-	-	-	59.66	171.93
Finance Cost	-	-	-	-	-	-	488.40	474.19
Unallocated other income	-	-	-	-	-	-	(140.50)	(268.67)
Profit before share of profit/(loss) of a joint venture	-	-	-	-	-	-	158.01	263.92
Share of Loss of Equity Accounted Investee	-	-	-	-	-	-	(9.97)	2.28
Profit before tax	-	-	-	-	-	-	**148.04**	**266.20**
Tax Expense	-	-	-	-	-	-	30.55	78.86
Profit for the year	-	-	-	-	-	-	**117.49**	**187.34**
Other comprehensive income	-	-	-	-	-	-	42.20	37.16
Total comprehensive income	-	-	-	-	-	-	**159.69**	**224.50**

iii Other Information

Particulars	Petroleum Products & Specialty Oils		Non-Coking Coal		Others		Total	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Segment assets	5,061.36	5,130.48	3,973.27	5,899.20	58.71	71.37	9,093.35	11,101.04
Unallocated corporate assets	-	-	-	-	-	-	1,432.24	1,610.74
Total assets	-	-	-	-	-	-	**10,525.59**	**12,711.78**
Segment liabilities	3,442.78	3,086.56	1,802.44	4,565.23	7.86	1.89	5,253.08	7,653.68
Unallocated corporate liabilities	-	-	-	-	-	-	21.13	17.40
Total liabilities	-	-	-	-	-	-	**5,274.21**	**7,671.08**
Capital Expenditure (including capital work in progress)	160.96	89.48	0.36	0.65	2.52	12.50	163.84	102.62
Unallocated Capital Expenditure	-	-	-	-	-	-	3.19	3.40
Depreciation and amortization	93.10	60.14	9.90	0.71	0.76	0.22	103.76	61.06
Unallocated depreciation and amortization	-	-	-	-	-	-	4.64	14.31
Total Depreciation	-	-	-	-	-	-	**108.40**	**75.37**
Non-Cash expenses other than Depreciation	-	-	6.44	-	-	-	6.44	-

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

iv) Segment Revenue, Segment Results, Segments Assets and Segment Liabilities includes the respective amounts identifiable to each of the Segments and also amounts allocated on a reasonable (estimated) basis, if any.

B) Secondary Segment reporting (by Geographical demarcation):

(i) The Secondary Segment is based on geographical market i.e. Domestic Market and Overseas Markets.

(ii) Information about Secondary Segments are as follows

(₹ in Million)

Particulars	Year Ended	
	March 31, 2020	March 31, 2019
Segmant Revenue		
Domestic Market	19,514.12	14,474.46
Oversese Market	5,508.27	21,200.79
Total	**25,022.39**	**35,675.26**
Segmant Assets		
Domestic Market	8,839.92	8,507.17
Overseas Market	1,685.66	4,204.60
Total	**10,525.59**	**12,711.77**

(iii) The Geographical Segments consists of

• Sales in domestic market represent sales to customers located in India.

• Sales in overseas market represent sales to customers located outside India.

(iv) The Group has common fixed assets for producing goods/providing services to domestic as well as overseas markets. Hence, separate figures for fixed assets/ addition to fixed assets have not been furnished.

40 Assets taken on operating leases

Effective April 1, 2019, the Group adopted IND AS 116 - Leases. Group applied IND AS 116 using modified retrospective approach, under which the cumulative effect of initial application is recognized in retained earnings at April 1, 2019. The comparative information presented is not restated. It is presented as previously reported under IND AS 17.

Refer Note 2 (16) for accounting policies adopted by Group for its leases.

Particulars	March 31, 2020
Interest expense on lease liabilties	14.43
Expenses related to Short term leases and low value assets leases	8.28
Principal payment on lease liabilties	29.22
Total cash outflow s of lease payment	51.93

Disclosures under IND AS 17 (for the year 2018-19)

a. The rental expense (net of recovery) in respect of above operating leases is;

(₹ in Million)

Particulars	March 31, 2020	March 31, 2019
Rental expenses (net of recovery)		48.69
Payments are reconcongised in statement of profit & loss under 'Rent' in Note 33		

b. The future minimum lease payments in respect of non-cancellable operating leases are as follows :

(₹ in Million)

Particulars	Year Ended	
	March 31, 2020	March 31, 2019
Payments not later than one year		30.65
Payable later than one year and not later than five years		99.60
Payable later than five years		-
Total		**130.25**

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

Note 41 Income Tax Expense

(₹ in Million)

Sr. No.	Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
i)	Tax Expense recognised in the Statement of Profit and Loss		
	Current Income Tax	49.40	77.00
	Income tax of earlier years	**4.08**	**(0.31)**
	Deferred Income Tax Liability / (Asset), net		
	Origination and reversal of temporary differences	(22.93)	2.17
	Deferred Tax Expense	**(22.93)**	**2.17**
	Tax Expense For the Year	**30.55**	**78.86**
ii)	Amounts recognised in Other Comprehensive Income		
	Items that will not be reclassified to Profit or Loss		
	Remeasurement of defined benefit plan	(0.02)	0.89
		(0.02)	**0.89**
iii)	**Reconciliation of effective tax rate**		
	Profit Before Tax	148.05	266.20
	Tax rate	25.168%	34.944%
	Tax using the Company's domestic tax rate	37.26	93.02
	Tax effect of:		
	Non-deductible tax expenses / disallowances under Income Tax Act (Net)	1.88	3.48
	Tax-exempt income	-	(71.30)
	Effect of Income taxed at specific rate	(7.21)	35.64
	Incremental deduction allowed for research and development costs	-	(7.25)
	Deductions under Chapter VI A of Income Tax Act	-	(1.98)
	Others	(0.36)	9.08
	Subsdiary profits taxed at different rate	17.83	16.31
		49.40	**77.00**

iv) Movement in deferred tax balances

(₹ in Million)

Particulars	Net Balance as on 01.04.2019	Recognised in P&L	Recognised in OCI	Net Balance as on 31.03.2020
Property, Plant and Equipment, Investment Properties	24.00	(22.75)		1.25
Allowable on payment basis (Net)	4.13	(1.48)		2.64
Provisions	(8.45)	1.09	(0.02)	(7.39)
Indexation benefit on Land	(12.85)	0.23		(12.62)
Net tax liabilities	**6.82**	**(22.91)**	**(0.02)**	**(16.12)**

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

Note 42 Financial Instruments : Accounting classifications and fair value measurements

(i) Accounting classifications

The fair values of the financial assets and liabilities are determined at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.The following methods and assumptions were used to estimate the fair values:The carrying amounts of trade receivables, cash and cash equivalents, bank balances, short term deposits, trade payables, payables for acquisition of property, plant and equipment, short term loans from banks, financial institutions and other current financial assets and liabilities are considered to be the same as their fair values, due to their short-term nature.

(ii) Fair value measurements

The Group uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

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.

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

The following table presents carrying value and fair value of financial instruments by categories and also fair value hierarchy of assets and liabilities measured at fair value :

As at March 31, 2020

(₹ in Million)

Particulars	Note	Non-Current	Current	Carrying Value -Total	Classification			Fair Value		
					FVTPL	FVTOCI	Amortised Cost	Level-1	Level-2	Level-3
Financial Assets										
Investments In										
Government bonds	5	0.32		0.32			0.32			
Government Certificates	5	0.04		0.04			0.04			
Mutual Funds	5	-		-	-				-	
Security Deposits - related Party	6	13.82		13.82			13.82			
Security Deposits - Others	6	7.03	15.17	22.20			22.20			
Loans to Employees	6	0.69	1.79	2.49			2.49			
Loans - Related parties	6	-	-	-			-			
Trade receivables	10		4,635.76	4,635.76			4,635.76			
Cash and cash equivalents	11		84.99	84.99			84.99			
Bank Balances	12		917.29	917.29			917.29			
Others Financial Assets	7	10.52	157.26	167.77			167.77			
		32.43	**5,812.26**	**5,844.69**	**-**	**-**	**5,844.69**	**-**	**-**	**-**
Financial Liablities										
Long term Borrowings	16	161.10	-	161.10			161.10			
Lease Liabilties	17	116.31	38.80	155.12			155.12			
Short term Borrowings	20	-	1,121.86	1,121.86			1,121.86			
Trade payables	21	-	4,790.22	4,790.22			4,790.22			
Derivative Liabilities	22		3.65	3.65	3.65				3.65	
Other Financial Liabilities	22	-	156.73	156.73			156.73			
		277.41	**6,111.26**	**6,388.68**	**3.65**	**-**	**6,385.03**	**-**	**3.65**	**-**

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

As at 31 March, 2019

(₹ in Million)

Particulars	Note	Non-Current	Current	Carrying Value -Total	Classification			Fair Value		
					FVTPL	FVTOCI	Amortised Cost	Level-1	Level-2	Level-3
Financial Assets										
Investments In										
Government bonds	5	0.28		0.28			0.28			
Government Certificates	5	0.04		0.04			0.04			
Mutual Funds	5	-		-	-				-	
Security Deposits - related Party	6	8.60		8.60			8.60			
Security Deposits - Others	6	7.20	14.65	21.85			21.85			
Loans to Employees	6	1.00	2.00	2.99			2.99			
Trade receivables	10		6,133.32	6,133.32			6,133.32			
Cash and cash equivalents	11		61.57	61.57			61.57			
Bank Balances other than (ii) above	12		1,090.74	1,090.74			1,090.74			
Derivative Assets	7		-	-	-				-	
Others Financial Assets	7	5.61	106.93	112.54			112.54			
		22.73	**7,409.21**	**7,431.94**	-	-	**7,431.94**	-	-	-
Financial Liablities										
Long term Borrowings	16	25.07		25.07			25.07			
Short term Borrowings	20		1,091.68	1,091.68			1,091.68			
Trade payables	21		7,059.50	7,059.50			7,059.50			
Derivative Liabilities	22		86.96	86.96	86.96				86.96	
Other Financial Liabilities	22		179.77	179.77			179.77			
		25.07	8,417.92	8,442.99	86.96	-	8,356.03	-	86.96	-

Note

Based on Ind AS - 109, financial Assets in the form of long term interest free deposits to related party and investment government bonds have been accounted at fair value on initial recognition and subsequently measured at amortized cost using the effective interest rate method.

The financial assets -investments in Joint Ventures are measured at cost in accordance with Ind AS 101 and Ind AS 28

The fair value for financial instruments such as trade receivables, cash and cash equivalents, trade payables etc. have not been disclosed because the carrying values approximate the fair value.

(iii) Description of significant observable inputs to valuation:

The following table shows the valuation techniques used to determine fair value :

TYPE	**Valuation Technique**
Investment in Mutual fund (Un Quoted)	Based on NAV
Investment on Government bonds	Based on discounted cash flow analysis
Security Deposits from a related party	Based on discounted cash flow analysis
Derivatives instruments	Based on FEDAI rate adjusted for interpolated spread based on residual maturity

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

43 Financial risk management

The Group is exposed to financial risks arising from its operations and the use of financial instruments. The Group has identified financial risks and categorised them in three parts viz.

(i) Credit Risk,
(ii) Liquidity Risk and
(iii) Market Risk.

Risk management framework

The Group's board of directors has overall responsibility for the establishment and oversight of the Group's risk management framework. The board of directors are responsible for developing and monitoring the Group's risk management. The Group's risk management framework, are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

(i) Credit Risk

Credit risk refers to the possibility of a customer and other counterparties not meeting their obligations and terms and conditions which would result into financial losses. Such risk arises mainly from trade receivables, other receivables, loans and investments. For other financial assets (including investments securities , cash and cash equivalents and derivatives), the Group minimise credit risk by dealing exclusively with high credit rating counterparties.

Credit risk is managed through internal credit control mechanism such as credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Group grants credit terms in the normal course of business. The Group establishes an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of trade and other receivables, loans and advances. The maximum exposure to credit risk in case of all the financial instruments covered below is restricted to their respective carrying amount.

Trade Receivables

(₹ in Million)

	As at March 31, 2020	As at March 31, 2019
Ageing	Gross Carrying Amount	
More than 6 months	559.99	396.78
Others	4,075.77	5,736.54
	4,635.76	**6,133.32**

Management believe that the unimpaired amounts which are past due are fully collectible

The movement in the allowance for impairment in respect of trade receivables is as follows

Particulars	
Balance as at April 01, 2019	-
Impairment loss recognised during the year	-
Amounts written back due to recovery	-
Amounts written back due to non -recovery	-
Balance as at March 31, 2020	-

Bad-debts	**2019-20**	**2018-19**
Bad-debts recognised in statement of Profit and Loss a/c	49.50	385.40

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

Investments

The Group invests its surplus funds mainly in liquid schemes of mutual funds which carry no / low mark to market risks for short duration and therefore, does not expose the Group to credit risk. Such investments are made after reviewing the credit worthiness and market standing of such funds and therefore, does not expose the Group to credit risk. Such investments are monitored on a regular basis.

Loans and other financial assets

Loans and other financial assets includes other receivables, loans given and earnest money deposits/security deposits to customers, security deposits for premised taken on lease. This loans and deposits were made in continuation of business related activities and are made after review as per companies policy.

Cash and cash equivalents

The cash and cash equivalents are held with banks with good credit ratings. Also, the Group invests its surplus funds in bank fixed deposits and liquid schemes of mutual funds, which carry no / low mark to market risks for short duration and therefore, does not expose the Group to credit risk.

Derivatives

The Forward/option contracts were entered into with banks having an investment grade rating and exposure to counterparties is closely monitored and kept within the approved limits.

(ii) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

The Group maintains sufficient cash and cash equivalents, and internally generated cash flows to finance their activities, including maintaining the flexibility of funding through the use of credit facilities from banks. Management monitors this regularly to keep its liquidity risk to an appropriate level.

a) Financing arrangements

The Group has an adequate fund and non-fund based limits lines with various banks. The Group's diversified source of funds and strong operating cash flow enables it to maintain requisite capital structure discipline. The financing products include working capital loans like buyer's credit loan, Packing credit Loans etc.

b) Maturities of financial liablities

The amounts disclosed in the table are the contractual undiscounted cash flows

As at March 31,2020 **(₹ in Million)**

	Total	Less than One year	1 to 5 years	More than five year
Long term borrowings	161.10	-	159.76	1.34
Short term borrowings	1,121.86	1,121.86		
Current maturities of long term borrowings	18.78	18.78		
Lease Liabilities	155.12	38.80	116.31	
Trade and other payables	4,790.22	4,790.22		
Other financial liabilities	137.94	137.94	-	
Derivative financial liabilities	3.65	3.65		
	6,388.68	**6,111.26**	**276.07**	**1.34**

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

As at March 31,2019

(₹ in Million)

	Total	Less than One year	1 to 5 years	More than five year
Long term borrowings	25.07		19.14	5.93
Short term borrowings	1,091.68	1,091.68		
Current maturities of long term borrowings	40.68	40.68		
Trade and other payables	7,059.50	7,059.50		
Other financial liabilities	139.10	139.10	-	
Derivative financial liabilities	86.96	86.96		
	8,442.99	**8,417.92**	**19.14**	**5.93**

(iii) Market Risk

The risk that the fair value or future cash flows of financial instruments will fluctuate because of changes in market price. Market risk further comprises of

(a) Currency risk ,
(b) Interest rate risk and
(c) Commodity risk.

a) Currency risk

The Group is exposed to currency risk mainly on account of its import payables, short term borrowings and export receivables in foreign currency. The major exposures of the Group are in U.S. dollars. The Group hedges its import foreign exchange exposure partly through exports and depending upon the market situations partly through options and forward foreign currency covers. The Group has a policy in place for hedging its foreign currency borrowings along with interest. The Group does not use derivative financial instruments for trading or speculative purposes.

Category	Instrument	Currency	Cross Currency
Hedges of recognised assets & Liabilities	Forward/Option contracts	USD	INR

Exposure to currency risk - The currency profile of financial assets and financial liabilities is below :

Particulars	As at March 31, 2020				As at March 31, 2019		
Financial assets	**INR**	**USD**	**EUR**	**AED**	**INR**	**USD**	**EUR**
Trade and other receivables	1,079.80	13.68	0.60	-	1,658.07	23.92	0.32
Cash and Cash Equivalents	141.02	1.87	-	-	158.36	2.30	-
Less: Forward Contracts	(81.79)	(1.06)	-	-	-	-	-
Net exposure for assets - A	**1,139.04**	**14.48**	**0.60**	**-**	**1,816.43**	**26.22**	**0.32**
Financial liablities							
Trade and other payables	4,257.09	50.58	1.23	16.33	5,662.83	80.58	1.10
Short term borrowings	511.11	6.78	-	-	492.48	7.12	-
Other current financial liabilities	10.68	0.14	0.00	-	14.61	0.21	0.00
Less: Forward Contracts	(2,607.61)	(32.14)	(1.21)	(3.24)	(4,149.63)	(57.57)	(0.35)
Net exposure for liabilities - B	**2,171.26**	**25.36**	**0.02**	**13.08**	**2,020.29**	**30.35**	**0.74**
Net exposure (A-B)	**(1,032.22)**	**(10.87)**	**0.58**	**(13.08)**	**(203.86)**	**(4.13)**	**(0.43)**

The following exchange rates have been applied at the end of the respective years

	As at March 31,2020	As at March 31,2019
USD 1	75.32	

69.12

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

Sensitivity analysis

A reasonably possible strengthening / (weakening) of the Indian Rupee against the foreign currencies at March 31 would have affected the measurement of financial instruments denominated in foreign currencies and affected equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

	For the year ended March 31, 2020		For the year ended March 31, 2019	
	strengthening	weakening	strengthening	weakening
USD Movement (%)	1%	1%	1%	1%
Impact on Profit or (loss) (Rs. In Million)	(0.67)	0.67	(2.85)	2.85

b) 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. Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates.

The Management is responsible for the monitoring of the Group's interest rate position. Various variables are considered by the Management in structuring the Group's borrowings to achieve a reasonable, competitive, cost of funding.

Exposure to interest rate risk

Group's interest rate risk arises from borrowings. The interest rate profile of the Group's interestbearing financial instruments as reported to the Management of the Group is as follows:

(₹ in Million)

	As at March 31, 2020	As at March 31, 2019
Borrowings		
Fixed rate borrowings	18.63	14.81
Variable rate borrowings	1,283.12	1,142.62
	1,301.74	**1,157.43**

Fair value sensitivity analysis for fixed-rate instruments

The Group does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 100 basis points in interest rate would have resulted in variation in the interest expense for the Group by the amounts indicated in the table below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date.The year end balances are not necessarily representative of the average debt outstanding during the period.

Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 25 basis points in interest rates at the reporting date would have increased / (decreased) profit or loss by the amounts shown below. The indicative 25 basis point (0.25%) movement is directional and does not reflect management forecast on interest rate movement.

This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

	For the year ended March 31, 2020		For the year ended March 31, 2019	
	25 bp increase	25 bp decrease	25 bp increase	25 bp decrease
Floating rate borrowing	0.25%	0.25%	0.25%	0.25%
Impact on Profit or (loss) (Rs. In Million)	(3.21)	3.21	(2.86)	2.86

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

(iii) Commodity Risk

Raw Material Risk

a. Petroleum Products Segment

Petroleum Products Segment - Timely availability and also non-availability of good quality base oils from across the globe could negate the qualitative and quantitative production of the various products of the Group. Volatility in prices of crude oil and base oil is another major risk for this segment. The Group procures base oils from various suppliers scattered in different parts of the world. The Group tries to enter into long term supply contracts with regular suppliers and at times buys the base oils on spot basis.

b. Coal segmant

The Group is affected by the price volatility of commodity - coal. It requires continuous supply of these commodities, due to the increase in volatility of the price of the commodities. We import non-coking coal, which is primarily used for power and heat generation, from Indonesia and South Africa. The non-coking coal is imported by us and supplied to our domestic customers, primarily in power, steel, pharmaceutical, paper, cement, sugar, textile and tyre industries.

We have established relations with various mines in Indonesia and South Africa for consistent and uninterrupted supply of coal to our customers in India. Based on each consignment and delivery terms around it, we engage different shipping companies for chartering of mother vessels, with railways for long distance transportation within India and with local transporters to deliver upto the point of usage.

Capital management

The Group's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital as well as the level of dividends to ordinary shareholders.

(i) Debt Equity Ratio

The Group monitors capital using debt equity ratio. The Group's debt to equity ratios are as follows:

(₹ in Million)

	As at March 31, 2020	As at March 31, 2019
Debt		
Long term borrowings	161.10	25.07
Short term borrowings	1,121.86	1,091.68
Add: Current maturities of long term borrowings	18.78	40.68
Total Borrowing	1,301.74	1,157.43
Total Equity	3,904.97	3,844.50
Debts to Equity Ratio	0.33	0.30

(ii) Dividends

			Year Ended	
			March 31, 2020	March 31, 2019
	Proposed during the period/year			
-	Interim Dividend	Rate per Share	4.50	10.00
		Amount in (Rs in Million)	72.00	160.00
-	Final Dividend	Rate per Share	-	-
		Amount in (Rs in Million)	-	-

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

44 Master netting or Similar agreements

The following table presents the recognised financial instruments that are offset, or subject to enforceable master netting arrangements and other similar agreements but not offset, as at Balance Sheet dates:

(₹ in Million)

Particular	Effect of offsetting on balance Sheet			Related amounts not offset		
	Gross Amount	Gross Amounts set off in the Balance sheet	Net Amounts presented in the Balance sheet	Amounts Subject o master netting arrangements	Financial instruments collateral	Net Amounts
As at March 31, 2020						
Financial Assets						
Derivatives Instruments	37.95	-	37.95	(3.65)	-	34.30
Financial Liabilities						
Derivatives Instruments	3.65	-	3.65	(3.65)	-	

(₹ in Million)

Particular	Effect of offsetting on balance Sheet			Related amounts not offset		
	Gross Amount	Gross Amounts set off in the Balance sheet	Net Amounts presented in the Balance sheet	Amounts Subject o master netting arrangements	Financial instruments collateral	Net Amounts
As at March 31, 2019						
Financial Assets						
Derivatives Instruments	-	-	-	-	-	-
Financial Liabilities						
Derivatives Instruments	86.96	-	86.96	-	-	86.96

Offsetting arrangements

Derivatives

The Parent company enters into derivative contracts for hedging foreign exchange exposures. Agreements with derivative counterparties are based on an ISDA Master Agreement. Under the terms of these arrangements, only where certain credit events occur (such as default), the net position owing | receivable to a single counterparty in the same currency will be taken as owing and all the relevant arrangements terminated. As the company does not presently have a legally enforceable right of set-off, these amounts have not been offset in the Balance Sheet.

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

45 Earnings Per Share

Particulars	Year Ended March 31, 2020	Year Ended March 31, 2019
Profit available for Equity Shareholders (₹ in Million)	117.50	187.34
Weighted average number of Shares used in computing Basic and diluted earnings per share.	16,000,000	16,000,000
Nominal Value of Per Equity Shares (₹)	10.00	10.00
Basic and diluted Earnings Per Share (₹)	7.34	11.71

46 Dividend on Equity Shares

Particulars	Year Ended March 31, 2020	Year Ended March 31, 2019
Interim Dividend ₹10 per shares**	72.00	160.00
Weighted average number of Shares	16,000,000	16,000,000
Nominal Value of Per Equity Shares (₹)	10	10

** The Board of Directors have declared Interim Dividnend of Rs.4.5 per equity shares of Rs.10 each. i.e. 100% on Equity Share Capital in Board of Directors Meeting held on March 18, 2020.

47 Corporate Social Responsibility (CSR) :

a) Gross amount required to be spent by the Company during the Financial year 2019-20 ₹ 10.43 Million
b) Amount spent during the year on

(₹ in Million)

Particulars	In cash	Yet to be paid in cash	Total
Construction / Acquisition of Any Assets	-	-	-
On Purpose other than (i) above [Refer note 36(B)(1)(i)] for contribution to a trust controlled by the group]	10.33	0.10	10.43

48 Exceptional Items

The parent Group was paying Clean Energy Cess @ Rs. 400 per tonne on the sale of Coal as levied under Chapter VII of the Finance Act, 2010, prior to implementation of GST Act on 1.7.2017. As on 30.06.2017 Group had stock of coal on which CESS @ Rs. 400 per tonne was already paid to the Government of India. After implementation of the GST from 1.7.2017,there was no provision of carrying forward the said CESS paid @ Rs.400/- per tonne. In this regard a writ petition was filed in Hon. High Court, New Delhi. Consequently the claim of the Group to set off the said CESS against the payment of Cess collected from customers after 01.07.2017 was not accepted by the supreme court in judgement dated October 03, 2018. Accordingly on account of the said judgement. the debit balance lying on account of Clean Energy Cess has been disclosed in the statement of profit and loss as an exceptional items during the financial year 2018-19.

49 IND AS 115 - Revenue from Contracts with Customers

(i) Disaggregated revenue

The chief operational decision maker monitors the operating results of its Business Segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on Profit or Loss and is measured consistently with profit or loss in the financial statements. Operating segments have been identified on the basis of nature of products / services.

The group uses the same operating segment information for reporting purposes in all its communication to various stakeholders i.e. annual report, investor presentations

For disclosures containing the disaggregated revenue - Refer note no 39 - Segment Reporting

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

(₹ in Million)

(ii)	Contract balances	2019-20
	Contract assets	
	Unbilled revenue	
	As at April 1, 2019	-
	Add: Addition during the year	-
		-
	Less: Trasferred to receivable	-
	As at Mar 31, 2020	-
	Contract liability	
	Advances from customers	
	As at April 1, 2019	304.66
	Add: Addition during the year	93.21
		397.87
	Less: Revenue recognised during the year	(258.04)
	As at Mar 31, 2020	139.83

Refer note no10-for trade receivables balances

50 Closure of Subsidiary company - Gandhar Global Singapore Pte Limited

During the year ended March 31, 2020, overseas subsidiary company-Gandhar Global Singapore Pte Limite closed. Investment in said subsidiary is repatriated in India.

51 Dividend Income

During the year ended March 31, 2020, the parent company has received dividend from a wholly owned foreign subsidiary - Gandhar Global Singapore Pte Ltd. amounting to INR 73.96 million. Dividend received on 1 million shares of SGD 1 each @ SGD 1.350 per share amounting to SGD 1.35 million equivalent to INR 73.96 million. Dividend declared by subsidiary Company on March 9, 2020 SGD 1.125 Million and on March 10, 2020 SGD 0.135 million and received by Parent company on March 17, 2020 INR 66.49 million & March 27, 2020 INR 7.46 million respetively.

52 Difference In Accounting Estimates

The accounting estimates of certain subsidiaries especially regarding the accounting depreciation and for retirement benefits are not in consonance with the group accounting policies. No effect has been given in the consolidated financial statements on account of such differing accounting policies, where the impact is not expected to be material.

53 Disclosure regarding loans given, investments made and guarantee given pursuant to section 186(4) of the Companies Act, 2013:-"

a) Guarantee given – Refer note no.34 (b)

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

54 Additonal information, as required under Schedule III to Companies Act, 2013 of the Enterprises consolidated as subsidiary (AOC - 1)

(₹ in Million)

Particulars	Net Assets, i.e. Total Assets minus Total Liabilities				Share in Profit or Loss				Share in other comprehensive Income (OCI)				Share in total comprehensive income (TCI)			
	As at March 31, 2020		As at March 31, 2019		For the Year ended March 31, 2020		For the Year ended March 31, 2019		For the Year ended March 31, 2020		For the Year ended March 31, 2019		For the Year ended March 31, 2020		For the Year ended March 31, 2019	
	As % of Consolidated Net Assets	(₹ in Million)	As % of Consolidated Net Assets	(₹ in Million)	As % of Consolidated Profit or Loss	(₹ in Million)	As % of Consolidated Profit or Loss	(₹ in Million)	As % of Consolidated OCI	(₹ in Million)	As % of Consolidated OCI	(₹ in Million)	As % of Consolidated TCI	(₹ in Million)	As % of Consolidated TCI	(₹ in Million)
Name of Company																
(a) **Parent Company**																
Gandhar Oil Refinery (India) Limited	84.45%	3,297.91	82.41%	3,168.26	85.83%	100.83	8.99%	16.85	-0.04%	(0.02)	1.56%	0.58	111.61%	178.20	98.55%	221.25
(b) **Subsidiary Companies**																
Gandhar Shipping and Logistics Private Limited	1.63%	63.48	1.40%	53.64	8.37%	9.84	9.39%	17.59	0.00%	-	0.00%	-	6.16%	9.84	7.84%	17.59
Gandhar Global Singapore Pte Limited	0.00%	-	3.48%	133.97	4.48%	5.27	-0.94%	(1.77)	-2.96%	(1.25)	51.52%	19.14	2.52%	4.02	7.74%	17.37
Gandhar Oil and Energy - Dubai	13.92%	543.58	12.71%	488.61	9.80%	11.52	81.35%	152.40	103.00%	43.45	46.92%	17.44	34.43%	54.97	75.65%	169.83
(c) **Joint Venture (Investment as per equity method)**																
Texol Lubritech Fzc	0.00%	-	0.00%	-	-8.49%	(9.97)	1.22%	2.28	0.00%	-	0.00%	-	-54.71%	(87.36)	-89.78%	(201.55)
Total (a+b+c)	**100.00%**	**3,904.97**	**100.00%**	**3,844.49**	**100.00%**	**117.48**	**100.00%**	**187.34**	**100.00%**	**42.19**	**100.00%**	**37.16**	**100.00%**	**159.67**	**100.00%**	**224.50**

55 Salient Features of Financial Statements of Subsidiary Companies pursuant to Section 129(3) of the Companies Act, 2013:-

Part “A” Subsidiaries

(₹ in Million)

Name of Subsidiary	Date of Incorporation	Proportion of Ownership Interest	Year	Currency	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Investments	Turnover / Total Income	Profit Before taxation	Provision for Taxation	Profit After taxation
Gandhar Shipping and Logistics Private Limited	May 13, 2010	100%	2019-20	INR	10.00	53.48	197.96	134.48	-	969.85	13.24	3.40	9.84
			2018-19	INR	10.00	43.64	280.99	227.35	-	1,192.46	24.59	7.00	17.59
Gandhar Global Singapore Pte Limited	Jan 9, 2012	100%	2019-20	INR	-	(0.00)	0.00	0.00	-	12.54	5.27	(0.01)	5.28
			2018-19	INR	48.80	85.18	136.12	2.15	-	-	(1.77)	(0.31)	(1.46)
			2019-20	USD	-	0.00	0.00	0.00	-	0.01	(0.09)	(0.00)	(0.09)
			2018-19	USD	(0.23)	1.14	1.97	1.06	-	-	(0.03)	(0.00)	(0.03)
Gandhar Oil and Energy - Dubai	Dec 11, 2014	100%	2019-20	INR	35.51	508.08	863.27	319.69	-	1,257.10	11.52	-	11.52
			2018-19	INR	35.51	453.11	1,311.23	822.62	-	5,084.11	152.40	-	152.40
			2019-20	USD	0.54	6.69	11.48	4.24	-	17.69	0.16	-	0.16
			2018-19	USD	0.54	6.53	18.98	11.90	-	72.77	2.18	-	2.18

Notes

	As at March 31, 2020	As at March 31, 2019
1 USD = INR	**75.32**	**69.12**

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

	Part "B" : Joint Venture		
	Name of Joint Venture		**Texol Lubritech Fzc**
1	Latest audited Balance Sheet Date		March 31, 2020
2	Date on which Joint Venture was associated or acquired		June 22, 2017
3	Shares of Joint Ventures held by the Company on the year end		
	i) Number		500
	ii) Amount of Investment in Joint Venture (Rs)		8.72
	iii) Extend of Holding%		50%
4	Description of how there is significant influence		Joint venture agreement
5	Reason why the joint venture is not consolidated		N/A
6	Net worth attributable to shareholding as per latest audited Balance Sheet	INR	0.00
		AED	-
7	Profit for the year		
	i) Considered in Consolidation -	INR	(9.97)
		AED	(0.52)
	ii) Not Considered in Consolidation	INR	(21.68)
		AED	(1.12)
8	1 AED to INR as on March, 2020		20.47

56 All amounts disclosed in the financial statements and notes have been rounded off to the nearest million as per the requirements of Schedule III, unless otherwise stated.

As per our report of even date attached
For Kailash Chand Jain & Co
Chartered Accountants
Firm Registration No: 112318W

Dipesh Mehta
Partner
Membership No. : 134607

Place : Mumbai
Date : September 21, 2020

For and on behalf of the Board of Gandhar Oil Refinery (India) Limited

Ramesh Parekh
Chairman
DIN: 01108443

Samir Parekh
Whole-time Director
DIN: 02225839

Aslesh Parekh
Whole-time Director
DIN: 02225795

Jayshree Soni
Company Secretary
Membership No. : 06528

Indrajit Bhattacharyya
Chief Financial Officer

Place : Mumbai
Date : September 21, 2020

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Forward-looking statement

In this Annual Report, we have disclosed forward-looking information to enable investors to comprehend our prospects and take investment decisions. This report and other statements - written and oral - that we periodically make contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried, wherever possible, to identify such statements by using words such as 'anticipate', 'estimate', 'expects', 'projects', 'intends', 'plans', 'believes', and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forwardlooking statements will be realised, although we believe we have been prudent in our assumptions. The achievements of results are subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should keep this in mind. We undertake no obligation to publicly update any forward-lookingstatement, whether as a result of new information, future events or otherwise.

Gandhar Oil Refinery (India) Limited

A ISO 9001:2015, ISO 14001:2015 & OHSAS 18001:2007 Certified
and Government Recognised Three Star Export House

Registered Office

18th Floor, DLH Park, S. V. Road, Goregaon (W), Mumbai 400062, India.
Phone: +91-22-40635600 | Fax: +91-22-40635601
Email: sales@gandharoil.com | Website: www.gandharoil.com