IMPACT POSITIVE

CIRCULAR ECONOMY REDEFINES THE WAY WE CONSIDER GROWTH

GRP LIMITED
ANNUAL REPORT 2020-21

www.grpweb.com

FROM THE MANAGING DIRECTOR'S DESK

Rajendra Gandhi
Managing Director

"Collaboration is so much more than a tool for achieving business goals or personal dreams. Collaboration is about compassion, love, support, kindness, and the power that we gain when we share with each other and lean on each other. At GRP we believe in a collaborative spirit.

The year 2020 has been historic for a variety of reasons. The global health crisis notwithstanding, business models around the world have witnessed massive disruptions. Several businesses have perished along the way leading to job losses and value destruction, while several had to transform to merely survive, while some others are transforming in the hope to thrive in the future. Either ways, businesses that do not evolve will find it hard to sustain and stay relevant. In that context, the role of business as a good for society is ever more relevant and in evidence.

As GRP continues its transition from a predominantly tyre recycling company to a sustainable materials company, we're excited of the journey ahead of us. Driven by regulation, consumer consciousness and a desire to be an agent of change for the future, brand owners & material manufacturers are partnering with a clear focus on resource conservation and circularity in the economy. I'm excited that GRP's customer base of tyre manufacturers, auto component manufacturers, engineering plastic compounders among others are all making long term commitments on integrating these principles in their strategy for the future. These commitments followed through with major investments is a clear opportunity for GRP to continue down the journey of diversifying its product offering beyond Reclaim Rubber & Nylon. GRP believes it is well positioned to partner with brand owners and material manufacturers to develop circular solutions in allied Rubber, Plastic streams and efforts at partnering are yielding progress. As circularity becomes mainstream, GRP also continue to evaluate opportunities along the value chain in use of technology for collection of waste, use of digital payments, sorting & segregation, among others.

While this decade will be transformational for global sustainability, we at GRP hope to play a prominent role in this journey. We appreciate the support each of you shareholders have provided in the last years and are humbled by your continued belief in our company and its future.

GRP
IMPACT POSITIVE

ABOUT GRP

GRP established in 1974, is a diversified Indian corporation manufacturing and providing high quality sustainable materials to global polymer product companies.

The company operates 5 business verticals (Reclaim Rubber, Industrial Polymers, Custom Die Forms, Retreading & Polymer Composite).

GRP BUSINESS VERTICALS

Reclaim Rubber- GRP is one of the leading producers of reclaim rubber. It recycles end-of-life tyres, automotive inner tubes and automobile profiles to produce consistent quality reclaim rubber. Reclaim rubber is a cost effective and environmentally sustainable product which is an alternative to natural & synthetic rubber.

Industrial Polymers- First Indian company to commercialize the concept of recovery and reuse of polyamide from end-of-life tyres. This can be used in various industries like automotive, industrial, consumer goods, electrical as well as construction. A key competitive advantage is the continuous availability of in-house raw materials.

Custom Die Forms Converts end of life tyres to design products used for civil agricultural applications. These are meant to absorb vibrations in heavy equipment and for insulation against sound. Door mats, industrial mats and dock bumpers are few of the applications of custom die form.

Polymer Composite Products are manufactured from recycled rubber and plastics and is environmentally friendly, strong and durable. The products are well suited for variety of application in sectors such as aviation, military, logistics, construction, oil gas, marine and agriculture. The product is used to substitute wood and concrete in a variety of applications.

Re-Treading business is a JV with an Italian Company – Marangoni SpA. Together, company has come up with unique product called as “RINGTREAD”. Ringtread delivers more mileage, better grip, more reliability and eventually lower cost per KM savings to the fleets. The company intends to set up a National Franchisee Network across key trucking markets of India.

BELIEVING IN POSSIBILITY OF A BETTER TOMORROW

8 Manufacturing Units with **76,100 tons/year capacity**

18% share in Indian Market & **50% of India's Export** in reclaimed rubber

Supplies to **7 out of top 10** global tyre companies

Export presence in **60+ Countries** across **300+ customers**

~1.2 Mn End-of-Life tyres saved from reaching landfills **Every Year**

IATF, ISO and BS OHSAS REACH Certified for EU Zone

FOUR DECADES AND COUNTING

- **1974** – Gujarat Reclaim and Rubber Products Limited incorporated
- **1978** – 1st Unit at Ankleshwar
- **1984** – Got its first ever export order
- **1997** – Diversified in Custom Die Forms
- **2006** – 3rd Unit established at Panoli
- **2011** – 4th Unit established at Solapur
- **2012** – 5th Unit established at Tamil Nadu & Revenue USD 50 Mn
- **2014** – Diversify into Industrial Polymer
- **2015** – Joint Venture with Marangoni SpA, Italy to form Maragoni GRP Private Limited for retreading
- **2017** – Diversify into Polymer Composite
- **2020** – Industrial Polymers Capacity increased to 6000 MT/Annum

PERFORMANCE HIGHLIGHTS

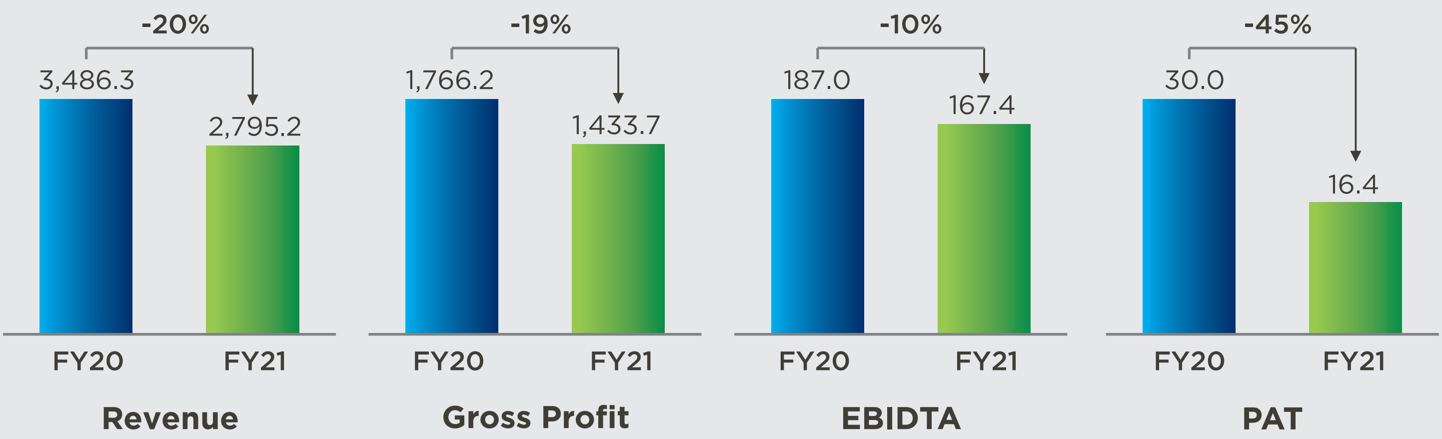
FY21 Key Highlights

Key Highlights

- **Revenue** — **₹ 2,795 Mn** 80% of last year levels inspite of lockdown impact during Q1 & Q2
- **EBITDA Margin** — **6.0%** + 60 Bps YoY
- **Credit Rating Crisil** — **Re-affirmed** Outlook upgraded from negative to stable
- **Net DEBT** — **₹ 572 Mn** Reduced by ₹ 194 Mn from ₹ 766 Mn in FY20
- **Cash Flow from Operations** — **₹ 248 Mn** + 198% YoY

FY21 Performance Snapshot

(in Rs. Mn)



*Data on Standalone Basis

BOARD OF DIRECTORS

Dr. Peter Philip
Chairman & Non-Executive Director

■ ●

Rajendra Gandhi
Managing Director

▲ ●

Harsh Gandhi
Joint Managing Director

▲ ●

Rajeev Pandia
Independent Director

■ ▲ ● ●

Mahesh Gandhi
Non-Executive Director

Alpana Parida
Independent Director

■ ●

Saurabh Shah
Independent Director

■

Nayna Gandhi
Non-Executive Director*

*Upto 21st May, 2021

Committees of the Board

■ Audit committee
● Nomination & Remuneration Committee
▲ CSR Committee
● Stakeholder Relationship Committee

CREATING AN IMPACT POSITIVE

Our CSR vision - "to contribute towards social and economic development of the communities where we operate in. And while doing the same, we want to build a sustainable way of life for all sections of society".

GRP believes in doing business the right way and ensuring that we reach out to underserved communities in the way we do business.

GRP believes in focus beyond business interests and addressing the "quality of life" challenges that underprivileged communities face, and working towards making a meaningful difference to them.

Education

- Balwadis/Mobile Vans for elementary education
- Toybank to strengthen development through play in rural areas
- Merit based scholarship to support university education
- Strengthen/Support existing institutes engaged in providing primary, secondary & higher level education

Sustainable Livelihood

- Primary health care centres
- Mobile health care projects
- Preventive health through awareness programs

Healthcare

- Supporting initiatives around yoga, meditation, other self-help
- Awareness programs for clean living/housing facilities (5S, etc.)
- Awareness programs on hygiene, safe water
- Encouraging plantation of trees through self-help groups of women

Women Empowerment

- Gram Pari in rural areas
- Girl child education up to university level
- Introduction of water wheel for women to roll it from a distance

GRP has a strong association with institutes like:
Tata Institute of Social Science, Pravara Medical Trust, Ankleshwar Rotary Welfare Trust, Shroff Rotary Institute of Chemical Technology, Gandhi Mahila College - Bhavnagar.

SUSTAINABLE DEVELOPMENT GOALS (SDGs)

The 2030 Agenda for Sustainable Development, adopted by all United Nations Member States in 2015, provides a shared blueprint for peace and prosperity for people and the planet, now and into the future. United Nations Global Compact (UNGC) set out 17 goals to achieve a more sustainable future and better world for the people of our planet.

We strongly believe in 'giving back to our society' and are proud to be working towards addressing 6 of these goals.

GOOD HEALTH AND WELL-BEING

Ensure healthy lives and promote well-being for all at all ages

- Periodic Medical camps & Vaccination drive
- Promoting yoga & mental well being through sponsorship of community centre
- Focused initiatives for well being of employees & vendors by way of rest area, campaigns on anti-addiction

QUALITY EDUCATION

Ensure inclusive and equitable quality education and promote lifelong learning opportunities for all

- Funding quality education through Primary, secondary & university education across Gujarat & Maharashtra
- Partnering with NGO's such as Toybank, Utthan to facilitate alternate learning in communities
- Offer scholarships to aspiring students upto university education

AFFORDABLE AND CLEAN ENERGY

Ensure access to affordable, reliable, sustainable and modern energy for all

- Increase energy consumption from renewable sources direct operations & encourage suppliers to do the same
- Implementation of rooftop solar energy projects at factories

SUSTAINABLE DEVELOPMENT GOALS (SDGs)

GENDER EQUALITY

Achieve gender equality and empower all women and girls

- Specific goals set for increase in share of women employees in the company across hierarchy
- Created a framework for awarding mahila sarpanches focused on improving governance across villages
- Signatory to the UNGC women empowerment principles

CLEAN WATER AND SANITATION

Ensure availability and sustainable management of water and sanitation for all

- Integrate water recycling & grey water utilisation into production systems
- Improve water treatment facilities and processes to treat, recycle and reuse waste water and effluent in manufacturing processes
- Support nearby communities with water wheel carriers

RESPONSIBLE CONSUMPTION AND PRODUCTION

Ensure sustainable consumption and production patterns

- About 1 million tyres saved from ending up in landfills & reduced 50,000 tons of fossil fuel based polymer consumption in FY 2021
- Implemented emission free technology for manufacture of reclaim rubber
- Continued shift towards returnable, sustainable packaging to reduce consumption of plastic packaging

Years ended 31st March

	2017	2018	2019	2020	2021
Financial Highlights (Rs.Lakh)					
Total Income	32,237	29,914	35,792	35,248	27,906
Operating profit	1,572	677	1,289	588	603
Profit after tax	829	98	638	300	164
Net Worth	12,748	12,699	13,379	13,125	13,559
Borrowed Funds	6,582	5,665	6,451	8,562	7,156
Fixed Assets (Gross)	22,987	23,388	24,143	25,555	25,118
Net Current Assets	2,028	2,121	2,540	2,658	4,730
Book Value Per Share (Rs.)	956	952	1,003	984	1,017
Earning Per Share (Rs.)	62.20	7.37	47.86	22.49	12.27
Dividend (%)	100.00	12.50	80.00	55.00	25.00
Key Indicators :					
Debt Equity Ratio	0.52	0.45	0.48	0.65	0.53
Operating Profit to Sales	5%	2%	4%	2%	2%
Interest Coverage Ratio	8	5	6	3	4

CIN	L25191GJ1974PLC002555
BOARD OF DIRECTORS	Dr. Peter Philip, Chairperson Rajendra V. Gandhi, Managing Director Harsh R. Gandhi, Joint Managing Director Mahesh V. Gandhi Rajeev M. Pandia Alpana Parida Saurabh S. Shah Nayna R. Gandhi (up to 21.05.2021)
AUDITORS	DKP & Associates Chartered Accountants Mumbai
BANKERS	HDFC Bank Ltd. Citibank ICICI Bank Ltd.
REGISTERED OFFICE	Plot No.8, G.I.D.C. Estate, Ankleshwar – 393 002 Dist. Bharuch Gujarat
WORKS	Ankleshwar & Panoli (Gujarat), Akkalkot Road & Chincholi, Solapur (Maharashtra), Perundurai (Tamilnadu)
CORPORATE OFFICE	510, ‘A’ Wing, Kohinoor City Commercial I, Kirol Road, Off.L.B.S. Marg, Kurla (W), Mumbai – 400 070.
SHARES LISTED ON	BSE Ltd. National Stock Exchange of India Ltd.
REGISTRAR & TRANSFER AGENTS	Universal Capital Securities Pvt.Ltd. C 101, 247 Park, LBS Road,Vikhroli West, Mumbai - 400 083, Maharashtra.
ISIN No.	INE137I01015
E-mail	investor.relations@grpweb.com
Web Site	www.grpweb.com

CIN : L25191GJ1974PLC002555
Registered Office: Plot No.8, GIDC Estate, Ankleshwar - 393 002 Dist. Bharuch, Gujarat.
e-mail id : investor.relations@grpweb.com, website:www.grpweb.com

NOTICE

NOTICE is hereby given that the **FORTY SEVENTH ANNUAL GENERAL MEETING** of the members of **GRP LIMITED** ("the Company") will be held on **Thursday, 12th August, 2021 at 2.30 p.m. IST** through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

Ordinary Business:

1. To consider and adopt :
   a) the audited standalone financial statements of the Company for the financial year ended 31st March, 2021 together with the Reports of the Board of Directors and the Auditors thereon; and
   b) the audited consolidated financial statements of the Company for the financial year ended 31st March, 2021 together with the Report of the Auditors thereon.
2. To declare dividend on equity shares for the financial year 2020-21.
3. To appoint a director in place of Rajendra V. Gandhi (DIN:00189197), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a director in place of Harsh Gandhi (DIN: 00133091), who retires by rotation and being eligible, offers himself for re-appointment:

Special Business:

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

   "RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 ('the Act') and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with Schedule V of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and Regulation 17(6) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and subject to such sanctions as may be necessary, the consent of the members of the Company be and is hereby accorded to the reappointment of Harsh R. Gandhi (DIN: 00133091), as a Whole-time Director of the Company designated as Joint Managing Director whose office will be liable to retirement of directors by rotation, for a period of three years from 16th June, 2021 to 15th June, 2024 upon the terms and conditions of appointment including the payment of remuneration by way of salary, commission, perquisites, allowances and performance linked bonus as set out in the Explanatory Statement annexed to the Notice convening this meeting."

   "RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorized to vary / increase the remuneration as aforesaid to the extent the Nomination and Remuneration Committee and / or the Board of Directors may consider appropriate, provided however, that the remuneration payable to Harsh R. Gandhi as Joint Managing Director shall be within the limits set out in that behalf in the said Act including Schedule V of the Act or any amendments thereto or any modifications or statutory re-enactment(s) thereof and / or any Rules or Regulations framed thereunder."

   "RESOLVED FURTHER THAT during the currency of the tenure of Harsh R. Gandhi as Joint Managing Director, where in any financial year, the company has no profits or its profits are inadequate, the company do pay to Shri Harsh R. Gandhi, Joint Managing Director, remuneration by way of salary, commission, perquisites, allowances and performance linked bonus as specified above as per the applicable provisions of the said Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) including Schedule V of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force)."

   "RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to the above resolutions."
6. To consider and if thought fit, to pass with or without modification, the following as a Special Resolution:

   "RESOLVED THAT pursuant to the provisions of Section 197 and any other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with table A of Section II of Part II of Schedule V of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and Regulation 17(6) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and subject to such sanctions as may be necessary, the consent of the members of the Company be and is hereby accorded to the payment of Rs.12,00,000/- (Rupees Twelve Lakh only) to Rajeev M. Pandia (DIN:00021730) Non-executive Independent Director of the Company, as remuneration by way of commission for the financial year ending 31st March, 2022, which is likely to exceed fifty per cent of the total annual remuneration payable to all the Non-Executive Directors of the Company for the financial year ending 31st March, 2022."

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

7. To consider and if thought fit, to pass with or without modification, the following as an Ordinary Resolution:

   "RESOLVED THAT pursuant to the provisions of Section 197 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and Regulation 17(6) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the consent of the members of the Company be and is hereby accorded for payment of an amount not exceeding one per cent of the net profits of the Company for a particular financial year computed in the manner specified under Section 198 of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), to the Non-Executive Directors of the Company or some or any of them (other than the Managing Director, Joint Managing Director and the Whole-time Director, if any) as remuneration by way of commission for each financial year commencing from 1st April, 2021, in such amounts or proportions and in such manner as may be decided by the Board of Directors as it may deem fit."

NOTES :

a. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated 5th May, 2020 and 13th January, 2021 read with circulars dated 8th April, 2020 and 13th April, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting through VC / OAVM, without the physical presence of the Members at a permissible common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the 47th Annual General Meeting ("AGM") of the Company is being held through VC / OAVM. The Registered office of the Company situated at Plot No.8, GIDC Estate, Ankleshwar - 393 002 Dist. Bharuch, Gujarat, shall be deemed as the venue for the AGM.

b. Pursuant to the provisions 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, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

c. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/ JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to khyatishah.cs@gmail.com with a copy marked to evoting@nsdl.co.in

d. The Register of Members and Transfer Books of the Company will be closed from Friday, 6th August, 2021 to Thursday 12th August, 2021, both days inclusive.

e. If the dividend as recommended by the Board of Directors is approved at the Annual General Meeting, payment of such dividend will be credited / dispatched within 30 days from 12th August, 2021:

   i) To all Beneficial Owners in respect of shares held in dematerialised form as per the data as may be made available by the National Securities Depository Limited and the Central Depository Services (India) Limited as at the close of business hours on 5th August, 2021.

   ii) To all members in respect of shares held in physical form whose names stand on the Register of Members as at the close of business on 5th August, 2021.

f. **Tax Deductible at Source / Withholding tax:**

   Pursuant to the requirement of Income Tax Act, 1961, the Company will be required to withhold taxes at the prescribed rates on the dividend paid to its shareholders. The withholding tax rate would vary depending on the residential status of the shareholder and documents submitted by shareholder with the Company/ Universal Capital Securities Pvt. Ltd. (UCS)/ Depository Participant.

   1. Resident Shareholders:

   1.1. Tax Deductible at Source for Resident Shareholders

Sr. No. (1)	Particulars (2)	Withholding tax rate (3)	Documents required (if any) / Remarks (4)
1.	Valid PAN updated in the Company's Register of Members	10%	No document required. If dividend does not exceed Rs.5,000/-, no TDS/ withholding tax will be deducted. Please also refer note (v) below.

Sr. No. (1)	Particulars (2)	Withholding tax rate (3)	Documents required (if any) / Remarks (4)
2.	No PAN/Valid PAN not updated in the Company's Register of Members	20%	TDS/ Withholding tax will be deducted, regardless of dividend amount, if PAN of the shareholder is not registered with the Company/ UCS/ Depository Participant. All the shareholders are requested to update, on or before Friday, 30th July, 2021, their PAN with their Depository Participant (if shares are held in electronic form) and Company/ UCS (if shares are held in physical form). Please quote all the folio numbers under which you hold your shares while updating the records. Please also refer note (v) below.
3.	Availability of lower/ Nil tax deduction certificate issued by Income Tax Department under section 197 of Income Tax Act, 1961.	Rate specified in the certificate	Lower tax deduction certificate obtained from Income Tax Authority to be submitted on or before Friday, 30th July, 2021.

1.2. No Tax Deductible at Source on dividend payment to resident shareholders if the Shareholders submit following documents as mentioned in column no.4 of the below table with the Company/ UCS/ Depository Participant on or before Friday, 30th July, 2021.

Sr. No. (1)	Particulars (2)	Withholding tax rate (3)	Documents required (if any) / Remarks (4)
1.	Submission of form 15G/15H	NIL	Declaration in Form No. 15G (applicable to an individual who is below 60 years) / Form 15H (applicable to an individual who is 60 years and above), fulfilling certain conditions.
2.	Shareholders to whom section 194 of the Income Tax, 1961 does not apply as per second proviso to section 194 such as LIC, GIC. etc.	NIL	Documentary evidence for exemption under section 194 of the Income Tax Act, 1961.
3.	Shareholder covered under section 196 of Income Tax Act, 1961 such as Government, RBI, corporations established by Central Act & mutual funds.	NIL	Documentary evidence for coverage under section 196 of the Income Tax Act, 1961.
4.	Category I and II Alternate Investment Fund.	NIL	SEBI registration certificate to claim benefit under section 197A (1F) of Income Tax Act, 1961.
5.	• Recognized provident funds • Approved superannuation fund • Approved gratuity fund	NIL	Necessary documentary evidence as per Circular No.18/2017 issued by Central Board of Direct Taxes (CBDT).
6.	National Pension Scheme	NIL	No TDS/ withholding tax as per section 197A (1E) of Income Tax Act, 1961.
7.	Any resident shareholder exempted from TDS deduction as per the provisions of Income Tax Act or by any other law or notification	NIL	Necessary documentary evidence substantiating exemption from deduction of TDS.

2. Non-Resident Shareholders:

The table below shows the withholding tax on dividend payment to non-resident shareholders who submit, on or before Friday, 30th July, 2021, the following document(s), as mentioned in column no.4 of the below table, to the Company / UCS.

In case all necessary documents are not submitted, then the TDS/ Withholding tax will be deducted at 20% (plus applicable surcharge and cess).

Sr. No. (1)	Particulars (2)	Withholding tax rate (3)	Documents required (if any)/ Remarks (4)
1.	Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs) / Other Non- Resident shareholders	20% (plus applicable surcharge and cess) or tax treaty rate, whichever is beneficial	FPI registration certificate in case of FIIs / FPIs. To avail beneficial rate of tax treaty following tax documents would be required: 1. Tax Residency certificate issued by revenue authority of country of residence of shareholder for the year in which dividend is received. 2. PAN or declaration as per Rule 37BC of Income Tax Rules, 1962 in a specified format. 3. Form 10F filled & duly signed 4. Self-declaration for non- existence of permanent establishment/ fixed base in India. (Note: Application of beneficial Tax Treaty Rate shall depend upon the completeness of the documents submitted by the Non-Resident shareholder and review to the satisfaction of the Company).
2.	Indian Branch of a Foreign Bank	NIL	Lower tax deduction certificate under section 195(3) obtained from Income Tax Authority. Self-declaration confirming that the income is received on its own account and not on behalf of the Foreign Bank and the same will be included in taxable income of the branch in India.
3.	Availability of Lower/ Nil tax deduction certificate issued by Income Tax Authority	Rate specified in certificate	Lower tax deduction certificate obtained from Income Tax Authority.
4.	Any non-resident shareholder exempted from Withholding tax deduction as per the provisions of Income Tax Act or any other law such as The United Nations (Privileges and Immunities) Act 1947, etc.	NIL	Necessary documentary evidence substantiating exemption from Withholding tax deduction.

Notes:

(i) The Company will issue soft copy of the TDS certificate to its shareholders through e-mail registered with UCS / Depository Participant, post payment of the dividend. Shareholders will be able to download Form 26AS from the Income Tax Department's website https://incometaxindiaefiling.gov.in

(ii) The aforesaid documents such as Form 15G/ 15H, documents under sections 196, 197A, FPI Registration Certificate, Tax Residency Certificate, Lower Tax certificate etc. shall be emailed to grptds@unisec.in on or before Friday, 30th July, 2021 to enable the Company to determine the appropriate TDS / withholding tax rate applicable. Any communication on the tax determination/ deduction received after 30th July, 2021 shall not be considered. Formats of Form 15G / Form 15H can be downloaded from the link https://www.unisec.in/client-downloads.html.

(iii) Application of TDS rate is subject to necessary verification by the Company of the shareholder details as available in Register of Members as on the cut-off Date, and other documents available with the Company/ UCS.

(iv) In case TDS is deducted at a higher rate, an option is still available with the shareholder to file the return of income and claim an appropriate refund.

(v) No TDS will be deducted in case of resident individual shareholders who furnish their PAN details and whose dividend does not exceed Rs.5,000/-. However, where the PAN is not updated in Company/ UCS/ Depository Participant records or in case of an invalid PAN, the Company will deduct TDS under section 194 without considering the exemption limit of Rs.5,000/-.

All the shareholders are requested to update their PAN with their Depository Participant (if shares are held in electronic form) and Company / UCS (if shares are held in physical form) against all their folio holdings on or before 30th July, 2021.

(vi) In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided by the shareholder, such shareholder will be responsible to indemnify the Company and also, provide the Company with all information / documents and co-operation in any appellate proceedings.

This Communication is not exhaustive and does not purport to be a complete analysis or listing of all potential tax consequences in the matter of dividend payment. Shareholders should consult their tax advisors for requisite action to be taken by them.

g. Members holding shares in dematerialised form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service, Electronic Clearing Service, mandates, nominations, power of attorney, change of address, change of name, email address, telephone/mobile number etc., to their Depository Participant (DP). Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agent, Universal Capital Securities Pvt. Ltd. (UCS) to provide efficient and better services. Members holding shares in physical form are requested to provide latest bank account details along with original cancelled cheque leaf/ copy of bank passbook/statement attested by the bank, copy of PAN card and mobile number to UCS.

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

i. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, 1st April, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holding to dematerialised form. Members can contact the Company or UCS for assistance in this regard.

j. Members holding physical shares in identical order of names in more than one folio are requested to send to the Company or UCS the details of such folios together with the share certificates for consolidating their holding in one folio. A consolidated share certificate will be returned to such Members after making requisite changes thereon.

k. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

l. The unclaimed dividend up to the financial year ended 31st March, 1995 have been transferred to the General Revenue Account of the Central Government pursuant to Section 205A (5) of the Companies Act, 1956. Members, who have not encashed their dividend warrants up to the financial year ended 31st March, 1995 are requested to claim the same from the Registrar of Companies, Gujarat at Ahmedabad.

m. Pursuant to Section 124 and 125 of the Companies Act, 2013 and rules made thereunder, any dividend remaining unclaimed with the Company on the expiry of 7 (seven) years from the date of its transfer to the unclaimed / unpaid account, will be transferred to the Investor Education and Protection Fund (IEPF) set up by the Central Government. Accordingly, unclaimed dividends for the financial year ended 31st March, 1996 to 31st March, 2013 and unclaimed interim dividend for the financial year ended 31st March, 2014 have been transferred to the said fund. Members, who have not encashed their dividend warrant(s) so far, for the final dividend for the financial year ended 31st March, 2014 and for subsequent financial years, are requested to make their claims to the Company/ UCS.

Further as per the Act/ Rules, all shares in respect of which dividend has not been encashed or claimed for seven consecutive years or more are required to be transferred to IEPF Suspense Account in the prescribed manner.

Upon transfer of member's shares/ dividend as aforesaid, member may claim from IEPF Authority both the unclaimed dividend amount and/or the shares by making an application in prescribed Form IEPF-5 and by sending the physical copy of the same duly signed (as per the specimen signature recorded with the Company) along with requisite documents enumerated in the Form IEPF - 5.

Company shall with a view to comply with the requirements of the said Rules, transfer the shares to the IEPF suspense account by the due date as per procedure stipulated in the Rules. Please note that no claim shall lie against the Company or its Registrar & Share Transfer Agent in respect of unclaimed dividend amount and shares transferred to IEPF Authority pursuant to the said Rules.

The Rules and the application form (Form IEPF – 5), as prescribed by the MCA for claiming back the shares/ dividend, are available on the website of MCA at www.iepf.gov.in.

n. As required by the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 of ICSI, brief profile of the Directors proposed to be appointed / re-appointed at the Annual General Meeting is given below:

Name of the Director	**Rajendra V. Gandhi**	**Harsh R. Gandhi**
Date of birth	17th December, 1949	17th July, 1977
Date of first appointment	29th June, 1974	16th June, 2009
Experience in specific functional areas	Varied experience of more than 48 years in rubber industry.	Varied experience of more than 21 years in corporate management.
Qualification	B. Tech. from the Indian Institute of Technology (IIT) Mumbai.	Science graduate from Purdue University, USA.
Directorship held in other public limited companies (excluding GRP Limited)	• Grip Polymers Ltd. • Steelcast Limited	• Grip Polymers Ltd. • Ultramarine & Pigments Limited
Memberships / Chairmanship of committees of all public limited companies	Chairman of the Board Committee: 1) Steelcast Limited • Audit Committee Membership of the Board Committee: 1) GRP Ltd. • Stakeholders Relationship Committee 2) Steelcast Limited • Nomination & Remuneration Committee • Stakeholders Relationship Committee	Membership of the Board Committee: GRP Ltd. • Stakeholders Relationship Committee
No. of shares held in the Company	**25594**	**45852**

o. In compliance with the aforesaid MCA Circulars and SEBI Circulars dated 12th May, 2020 and 15th January, 2021, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those members whose email addresses are registered with the Company/ DP.

p. Members may note that the Notice of the AGM and the Annual Report for the financial year 2020-21 is also available on the Company's website www.grpweb.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the Notice of AGM is also available on the website of NSDL https://www.evoting.nsdl.com.

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

r. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

s. Members seeking any information with regard to the accounts, document referred in the accompanying notice and the explanatory statement and statutory registers and records which are required to be placed at the AGM, are requested to write to the Company on or before 8th August, 2021 through email on investor.relations@grpweb.com. The same will be replied by the Company suitably.

t. Instructions for e-voting and joining the AGM are as follows:

I. VOTING THROUGH ELECTRONIC MEANS :

i. In compliance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and MCA Circulars, the Company has provided to the members the facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means and the business may be transacted through e-voting services. For this purpose, the Company has appointed National Securities Depository Limited (NSDL) to provide e-voting platform to the members. The facility of casting the votes by the member using remote e-voting system as well as e-voting on the date of the AGM will be provided by NSDL.

ii. **Remote e-voting period commences on Monday, 9th August, 2021 (10 a.m.) and ends on Wednesday, 11th August, 2021 (5 p.m.).** During this period, members of the Company, as on the cut-off date of 5th August, 2021, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

iii. Members who have cast their votes by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

iv. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 5th August, 2021.

v. Any person who acquires shares of the Company and become member of the Company after dispatch of the notice of AGM and holding shares as on the cut-off date i.e.5th August, 2021, may obtain the login ID and password by sending a request to email ID evoting@nsdl.co.in or to email ID investor.relations@grpweb.com. However if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details / Password” option available on www.evoting.nsdl.com

vi. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, shall only be entitled to avail the facility of e-voting.

vii. Process to vote electronically using NSDL e-Voting system:

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode:

In terms of SEBI circular dated 9th December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. If you are already registered for **NSDL IDeAS facility**, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the **“Beneficial Owner”** icon under “Login” which is available under **“IDeAS”** section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or **e-Voting service provider - NSDL** and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **“Register Online for IDeAS”** Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or **e-Voting service provider - NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL**. Click on **NSDL** to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. **NSDL** where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or **e-Voting service provider-NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL:

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode:

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDeAS, you can log-in at https://eservices.nsdl.com/ with your existing IDeAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if EVEN is 101456 and folio number is 001*** then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
   c) How to retrieve your ‘initial password’?
      (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
      (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**.
6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
   a) Click on “Forgot User Details/Password?”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) Click on "Physical User Reset Password" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.

5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1 Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send a scanned copy (PDF/ JPG Format) of the relevant Board Resolution/Authority letter etc. with attested specimen signature of duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by email to khyatishah.cs@gmail.com with a copy marked to evoting@nsdl.co.in

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for members and remote e-voting user manual for members available at the download section of www.evoting.nsdl.com or call on toll free No.1800-222-990 and 1800-22-44-30 or send a request at evoting@nsdl.co.in.

viii. Other instructions:

1. Khyati Shah, Practicing Company Secretary (Membership No. A42442 CP No.18549) (firm name: KGS & Company) has been appointed as the Scrutinizer to scrutinize the remote e-voting and e-voting during the AGM, in a fair and transparent manner.
2. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast during the AGM and there after unblock the votes cast through remote e-voting and shall make, not later than 48 hours of the conclusion of the AGM, a consolidated Scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairperson of the AGM or a person authorised by him in writing, who shall countersign the same and declare the results of the voting forthwith.
3. The results declared along with the report of the Scrutinizer shall be placed on the Company’s website www.grpweb.com and on the website of NSDL https://www.evoting.nsdl.com immediately after declaration of results. The results and the report shall also be immediately forwarded to the Stock Exchange/s, where the shares of the Company are listed

ix. Process for those shareholders whose email ids are not registered to register their email id for obtaining Annual Report and user id/password for e-voting :

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to info@unisec.in
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to info@unisec.in. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated 9th December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

x. The instructions for members for e-voting on the day of the AGM are as under:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of “VC/OAVM link” placed under “Join General meeting” menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/ Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Facility for joining the AGM through VC / OAVM shall open 15 minutes before the time scheduled for the AGM and shall not be closed till the expiry of 15 minutes after such scheduled time.
3. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. Members are encouraged to join the Meeting through Laptops for better experience.
5. Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches. Further kindly ensure that security setting of the device which member will be using, allows member to login to NSDL portal for participating in the AGM.
7. Members who have questions may send their questions in advance mentioning their name, demat account number/folio number, email id, mobile number at investor.relations@grpweb.com from 6th August, 2021 (10.00 a.m.) to 8th August, 2021 (5.00 p.m.). The same will be replied by the company suitably during the AGM.

By Order of the Board of Directors

Place : Mumbai
Date : 21st May, 2021

Harsh Gandhi
Joint Managing Director

Registered Office: Plot No. 8, GIDC Estate, Ankleshwar – 393 002 Dist. Bharuch, Gujarat

Annexure to the Notice

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the special business set out in the accompanying Notice

Item No.5:

Harsh R. Gandhi has experience of about 21 years with the company in various senior managerial positions in the key areas of market promotion, material procurement, operations, projects, business development, corporate communications, strategic planning and corporate services. During this period, Harsh R. Gandhi has acquired good domain expertise. He is actively associated with International Rubber Study Group (IRSG) and also with AIRIA. This has helped in having good networking with the customers, the market and the suppliers. His association with Young President Organization (YPO) has helped him in getting macro economic exposure. He has completed Owner / President Management Program (of three year duration) with Harward Business School, Boston, USA. This has helped him in acquiring in-depth knowledge about the business planning, business strategies and general skills of leadership and management. His education as a Bachelor of Science in Management (with specialization in finance) from Purdue University in USA and his working experience with Boston Consulting Group (BCG) prior to joining GRP Ltd., has been useful in acquiring knowledge about financial analytical tools.

Considering the business expertise, experience and in view of the substantial contribution made by him for the growth, progress and financial stability of the company, the Board of Directors at its meeting held on 21st May, 2021, on the recommendation of the Nomination and Remuneration Committee, has subject to the approval of the shareholders by way of a special resolution and subject to such other approval/s as may be necessary, decided to reappoint Harsh R. Gandhi as a Whole Time Director of the company designated as Joint Managing Director for the period of three years from 16th June, 2021 to 15th June, 2024 upon the terms and conditions as to remuneration, perquisites, allowances, performance linked bonus and benefits as mentioned hereunder.

Harsh R. Gandhi satisfies all the conditions set out in part I of Schedule V of the Companies Act, 2013 and sub section (3) of Section 196 of the Act. He is not disqualified from being appointed as Director in terms of Section 164 of the Act.

His office shall be liable to retirement of directors by rotation as per the relevant provisions of the Companies Act, 2013.

The Board recommends the Special Resolution set out in Item No.5 for the approval by the members of the Company.

None of the Directors and Key Managerial Personnel of the company other than Harsh R. Gandhi himself and Rajendra V. Gandhi, Managing Director and Nayna R. Gandhi, Director being his relatives, are in any way concerned or interested, financially or otherwise in the Resolution mentioned at Item No.5 of the notice.

The material terms and conditions of the said reappointment and remuneration as referred to in the resolution are as follows:

Term: Three years, from 16th June, 2021 to 15th June, 2024 (both days inclusive)

A) Salary :

Rs.10,00,000/- to Rs.15,00,000/- Per month

The annual increments will be decided by the Nomination and Remuneration Committee and / or the Board of Directors in its absolute discretion.

B) Commission :

Remuneration by way of commission not exceeding 1% of the net profits of the company as determined under Section 198 of the Companies Act, 2013 of a particular financial year, subject to a maximum of 12 months' salary of that particular financial year.

C) Perquisites and Allowances :

i) In addition to salary and commission payable, Harsh R. Gandhi, Joint Managing Director shall also be entitled to perquisites and allowances like accommodation (furnished or otherwise) or house rent allowance in lieu thereof, house maintenance allowance together with reimbursement of expenses or allowances for utilities such as gas, electricity, water, furnishings, repairs and other allowances, medical expenses reimbursement, club fees and leave travel concession for self and his family, personal accident insurance and such other perquisites and allowances in accordance with the rules of the Company or as may be agreed to by the Nomination and Remuneration Committee and / or the Board of Directors and Harsh R. Gandhi. However, such perquisites and allowances shall be subject to a maximum of 100% of the annual salary.

ii) For the purpose of calculating the above ceiling, perquisites and allowances shall be evaluated as per the Income-Tax Rules, wherever applicable. In the absence of any such Rules, perquisites and allowances shall be evaluated at actual cost.

iii) Provision for use of Company's car for office duties and telephone and other communication facilities at residence shall not be included in the computation of perquisites for the purpose of calculating the said ceiling.

iv) Following perquisites shall not be included in the computation of the aforesaid ceiling on perquisites and allowances:

a) Company's contribution to Provident Fund and Superannuation Fund or Annuity Fund to the extent these either singly or together are not taxable under the Income-Tax Act.

b) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service.

c) Encashment of leave at the end of the tenure

v) Leave as per the rules of the Company.

D) Performance Linked Bonus :

In addition to the Salary, Commission, Perquisites and Allowances, Harsh R. Gandhi may be paid such remuneration by way of annual performance linked bonus. This performance linked bonus would be payable subject to the achievement of certain performance criteria and such other parameters as may be considered appropriate from time to time by the Nomination & Remuneration Committee and / or the Board of Directors in its absolute discretion. However, such performance linked bonus shall be subject to a maximum of Rs.1,00,00,000/- (Rupees One Crore) per annum.

E) Minimum Remuneration

Notwithstanding anything contained herein, where in any financial year, during the currency of the tenure of Harsh R. Gandhi, Joint Managing Director, the Company has no profits or its profits are inadequate, the Company may pay him remuneration by way of salary, perquisites allowance and performance linked bonus not exceeding the maximum limits laid down in Section II of Part II of Schedule V of the Companies Act, 2013 as modified from time to time.

Item No.6:

As per the amended provisions of the Companies Act 2013 notified from 18th March, 2021, remuneration to non-executive Director/s (including Independent Director/s) can be paid even if the company has no profit or inadequate profits in any financial year.

Considering the role of Rajeev M. Pandia as Non-executive Independent Director of the Company, in growth, future expansion and diversification and his valuable contribution and involvement in various projects of the Company, the Nomination and Remuneration Committee and the Board of Directors at their respective meetings held on 21st May, 2021, as per the provisions of Section II of Part II of Schedule V of the Companies Act, 2013 as modified from time to time and subject to the approval of the shareholders, approved payment of Rs.12,00,000/- (Rupees Twelve Lakh only) to Rajeev M. Pandia as remuneration by way of commission for the financial year ending 31st March, 2022. Such payment will be in addition to the fees payable for attending meetings of the Board/Committee.

The Regulation 17(6)(ca) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, requires approval of shareholders by special resolution every year, in which the annual remuneration payable to a single non-executive director exceeds fifty per cent of the total annual remuneration payable to all non-executive directors.

The aforesaid payment of remuneration by way of Commission to Rajeev M. Pandia, Non-executive Independent Director of the Company for the financial year ending 31st March, 2022, is likely to exceed fifty per cent (50%) of the total annual remuneration payable to all the Non-Executive Directors of the Company for the financial year ending 31st March, 2022.

The Board recommends the Special Resolution set out in Item No.6 for the approval by the members of the Company.

None of the Directors or Key Managerial Personnel or their respective relatives, except Rajeev M. Pandia, to whom the resolution relates, are in any way concerned or interested, financially or otherwise in the Resolution mentioned at Item No. 6 of the notice.

Additional information for Item No.5 & Item No.6 as required under Schedule V of the Companies Act, 2013 is as under :

I. General Information:

1. Nature of Industry :

   The Company is engaged in the business of manufacture of reclaimed rubber, custom die forms, engineering plastics and polymer composites.

2. Date or expected date of commencement of commercial production :

   The Company is manufacturing reclaimed rubber since December 1978, custom die forms since March 1999, engineering plastics since June, 2009 and polymer composite since December, 2017.

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:

Significant Financial Indicators for last five years					
	Years ended 31st March				
					(Rs. in lakhs)
	2017	**2018**	**2019**	**2020**	**2021**
Total Income	32,237	29,914	35,792	35,248	27,906
Operating profit	1,572	677	1,289	588	603
Profit after tax	829	98	638	300	164
Net Worth	12,748	12,699	13,379	13,125	13,559
Borrowed Funds	6,582	5,665	6,451	8,562	7,156
Fixed Assets (Gross)	22,987	23,388	24,143	25,555	25,118
Net Current Assets	2,028	2,121	2,540	2,658	4,730
Book Value Per Share (Rs.)	956	952	1,003	984	1,017
Earning Per Share (Rs.)	62.20	7.37	47.86	22.49	12.27
Dividend (%)	100.00	12.50	80.00	55.00	25.00
Ratios :					
Debt Equity	0.52	0.45	0.48	0.65	0.53
Operating Profit To Sales	5%	2%	4%	2%	2%
Interest Coverage	8	5	6	3	4

5. Foreign Investments and Collaborations, if any : Nil

II. a) Information about Harsh R. Gandhi:

1. Background Details / Recognition or awards / job profile and suitability : Refer Para 1 of the Explanatory statement of item No.5 mentioned above.
2. Past remuneration: Remuneration of Rs.108.21 Lakh (excluding exempt perquisites) paid during the financial year 2020-21.
3. Remuneration proposed: As mentioned in the Resolution and / or Explanatory Statement.
4. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person:

   Taking into consideration the size of the Company, the nature of the industry, the profile, knowledge, skills and responsibilities shouldered by Harsh R. Gandhi, the above proposed remuneration is commensurate and comparable with the remuneration drawn by managerial personnel in similar capacities in other companies in the rubber and related industry.
5. Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel:

   Harsh R. Gandhi except receiving remuneration as Joint Managing Director, does not have any other pecuniary relationship with the company. Harsh R. Gandhi is a relative of Rajendra Gandhi, Managing Director and Nayna R. Gandhi, Director of the company.

II. b) Information about Rajeev M. Pandia:

1. Background Details / Recognition or awards / job profile and suitability:

   Mr Rajeev Pandia has been associated with the Indian and international chemical industry for over 45 years. He has over 30 years' experience at the Board level, as Managing Director and Independent Director. His areas of expertise include, apart from General Management, Projects, Strategy, Organisation Development, Market Development, Joint Ventures, Corporate Governance, Government Policies, Technology Transfer, Operational Excellence and EHS. He has been a member of several Government appointed committees. He was President of Indian Chemical Council. He was selected Distinguished Alumnus of IIT Bombay and elected Fellow of Indian Institute of Chemical Engineers, as also Indian National Academy of Engineering.
2. Past remuneration: Rs.1.40 Lakh paid as remuneration by way of commission for the financial year ended 31st March, 2021.
3. Remuneration proposed: As mentioned in the Resolution and / or Explanatory Statement
4. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person:

   Taking into consideration the size of the Company, the nature of the industry, the profile, knowledge, skills and experience of Rajeev M. Pandia, the above proposed remuneration is commensurate and comparable with the remuneration drawn by Non-Executive Director in similar capacities in other companies in the rubber and related industry.
5. Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel:

   Rajeev M. Pandia does not have any pecuniary relationship with the company. Rajeev M. Pandia is not related to any Director or Managerial Personnel of the Company.

III. Other Information:

1. Reasons of loss or inadequate profits: Profits are likely to be inadequate, due to challenging business environment in the automobile industry in general and in the rubber goods manufacturing industry in particular.
2. Steps taken or proposed to be taken for improvement: Company is constantly endeavoring for :
   a) Revenue maximization through geographic expansion and industry outreach for improved asset turnover.
   b) Profitability improvement through cost optimization and new technology adoption; and
   c) Rationalization of capital employed by combining manufacturing locations and integrating the operations.

Item No.7

Section 197 of the Companies Act, 2013 permits payment of remuneration to Non-Executive Directors of a Company by way of commission, if the Company approves such payment by way of a resolution of members.

The members of the Company had at the Annual General Meeting held on 21st September, 2016 under the provisions of Section 197 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013, approved the remuneration payable to Non-Executive Directors of the Company by way of commission not exceeding one per cent of the net profits of the Company for each year for a period of five years commencing from the financial year 2016-17. Since the above period of five years completed with the end of financial year 2020-21, approval is sought from members for this resolution for each financial year commencing from 1st April, 2021.

The role and responsibilities of the Non-Executive Directors have become more onerous, requiring greater time commitments, attention and a higher level of oversight. Considering the rich experience and expertise brought to the Board by the Non-Executive Directors, it is proposed that, sum not exceeding one per cent of the net profits of the Company computed in the manner specified under Section 198 of the Companies Act, 2013, be continued to be paid and distributed to the directors of the Company or some or any of them (other than the Managing Director, Executive Director and the Whole-time Director, if any) as remuneration by way of Commission, in accordance with the recommendations of the Nomination and Remuneration Committee of the Board and approval by the Board of Directors of the Company, w.e.f. financial year 2021-22. Such payment will be in addition to the fees payable to Director(s) for attending meetings of the Board/Committee.

None of the Directors, Key Managerial Personnel or their respective relatives, except all of the Non-Executive Directors of the Company to whom the resolution relates and Rajendra Gandhi, as a relative of Mahesh Gandhi, are concerned or interested, financially or otherwise, in the Resolution mentioned at Item No. 7 of the notice.

The Board recommends the Ordinary Resolution set out in Item No.7 for the approval by the members of the Company.

By Order of the Board of Directors

Place : Mumbai
Date 21st May, 2021

Harsh Gandhi
Joint Managing Director

Registered Office: Plot No. 8, GIDC Estate, Ankleshwar – 393 002 Dist. Bharuch, Gujarat

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Directors' Report to the Members,

Your Directors are pleased to present the FORTY SEVENTH ANNUAL REPORT & AUDITED ACCOUNTS for the year ended 31st March, 2021.

Standalone Financial Results	**Year ended 31st March**	
Particulars	**2021 (Rs. In lakhs)**	**2020 (Rs. In lakhs)**
Sales & Other Income	28,134	34,930
EBITDA	1,856	1,937
Profit before tax and exceptional items	68	(225)
Tax Expenses	(96)	(525)
Profit after tax for the year	164	300
Total comprehensive income	434	(38)
EPS:		
Basic (Rs.)	12.27	22.49
Diluted (Rs.)	12.27	22.49

The Board of Directors of your company has decided not to transfer any amount to the reserves for the year under review.

DIVIDEND

Based on performance of the Company for the year under the report and keeping in line with its dividend pay-out policy, the Board recommends a dividend of Rs.2.50 per equity share (25%) of the face value of Rs.10 each for the year ended 31st March, 2021. [Previous year dividend was Rs.5.50 per share (55%)].

FINANCIAL RESULTS, PERFORMANCE AND FUTURE OUTLOOK

The financial year gone by has been one of the most challenging years your company has faced. Beginning March of 2020, when the COVID pandemic forced the world into a lockdown, businesses across the world focused on survival. In the backdrop of a human tragedy at a global scale and a near shut down of operations in the first 4 months of the fiscal, your company delivered a revenue of Rs 28,134 lakh in the fiscal year 2020-21 compared to Rs 34,930 lakh in the previous year, a drop of 20%. This was mostly due to a 21% drop in volume of Reclaim Rubber sales. The silver lining in the performance has been the growth in revenue from the non-Reclaim Rubber business by 23% from Rs 1,660 lakh to Rs 2,052 lakh and a return to profit after tax of Rs 164 lakh compared to Rs 300 lakh in the previous year.

As the year progressed, and normalcy returned in the economic activity, your company focused on improving margins through a combination of improved customer mix, focus on product portfolio, rationalization of workforce and consolidation of operations by temporary shutdown of a manufacturing site. As part of its commitment to sustainable solutions, your company has focused on improving its share of wallet at key customer accounts resulting in an overall improvement in domestic market share and increase in share of exports of Reclaim Rubber. The rise in commodity prices provided an opportunity to increase price of our products thereby resulting in margin improvement in the second half of the financial year.

The performance of the Other businesses has been encouraging. Your company's Engineering Plastics business has gained product approvals from several reputed customers in the Automotive, Furniture, Electrical applications and has successfully commissioned additional production lines during the year under review. By the end of the fiscal year, it had an order book to cover the capacity addition for the year. The Polymer Composite business has grown volumes during the year under review and with a recovery in North American transportation markets, is poised to continue its growth in the current fiscal. The Other Business segments have strong interdependencies and have potential for long term partnership with brand owners and material manufacturers which should your company in reducing its concentration risk.

Your company's efforts at reducing manpower deployment have yielded positive results in the year under review and we continue ongoing efforts at process automation and digitization to bring long term value.

SUBSIDIARIES

Salient features of the financial statements of its Wholly-owned Subsidiary company viz. Grip Polymers Limited, subsidiary body corporate viz. Gripsurya Recycling LLP and joint venture company viz. Marangoni GRP Pvt. Ltd., in form AOC-1 are attached herewith. **(Annexure 1)**.

DIRECTORS

The Members through postal ballot process approved reappointment of Alpana Parida as an Independent Director of the Company to hold office for a second consecutive term of 5 years with effect from 20th May, 2021 to 19th May, 2026.

In accordance with the provisions of the Companies Act, 2013, Rajendra V. Gandhi and Harsh Gandhi, retire by rotation at the ensuing 47th Annual General Meeting and being eligible offers themselves for reappointment.

All the Independent Directors have submitted their declarations to the Board to the effect that they meet the required criteria of independence as mentioned in the provisions of Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. All the Independent Directors have also confirmed that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge duties with an objective independent judgment and without any external influence.

DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(5) of the Companies Act, 2013, the Board of Directors confirm that :

(a) in the preparation of the annual accounts for the year ended 31st March, 2021, the applicable accounting standards have been followed and there had been no material departure;

(b) the Directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at 31st March, 2021 and of the profit and loss account of the company for the year ended on that date;

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

(d) the Directors had prepared the annual accounts on a going concern basis;

(e) the Directors, had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

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

KEY MANAGERIAL PERSONNEL (KMP)

There is no change in the office of KMPs.

MANAGEMENT DISCUSSION AND ANALYSIS AND CORPORATE GOVERNANCE

Report on Management Discussion and Analysis **(Annexure 2)** and Report on Corporate Governance **(Annexure 3)** are set out in this annual report, including the certificate from Auditors of the Company, certifying compliance of the conditions of corporate governance as stipulated in schedule V to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **(Annexure 4)**.

STATUTORY AUDITORS

M/s.DKP & Associates (Firm Regn. No.126305W), Chartered Accountants, Mumbai, have been appointed as Statutory Auditors of the Company, as per the applicable provisions of the Companies Act, 2013, at the Forty-third Annual General Meeting of the company held on 10th August, 2017, for a period of 5 (Five) consecutive financial years, from the conclusion of the Forty-third Annual General Meeting of the Company until the conclusion of the Forty-eighth Annual General Meeting of the Company.

COST AUDITORS

At the recommendation of the Audit Committee, the Board of Directors has approved the appointment of M/s Jitendrakumar & Associates, Cost Accountants, as the Cost Auditor's to conduct the audit of the cost records of the Company for the financial year 2020-21.

The Company has maintained the cost accounting records under section 148 of the Companies Act, 2013 for the financial year 2020-21.

SECRETARIAL AUDIT REPORT

Khyati Shah, Practicing Company Secretary (C.P. No.18549) has conducted secretarial audit for the financial year 2020-21 pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Rules made thereunder. Her secretarial audit report is attached herewith **(Annexure 5)**.

VIGIL MECHANISM

The Company has established a vigil mechanism and oversees the genuine concerns expressed by the employees and other Directors. The Company has also provided adequate safeguards against victimization of employees and Directors who express their concerns. The Company has also provided direct access to the Chairperson of the Audit Committee in exceptional cases. Vigil Mechanism (Whistle Blower) Policy has been hosted by the company on its website. The web link to access the above policy hosted by the Company on its website www.grpweb.com is as follows:

http://www.grpweb.com/pdf/Vigil%20Mechanism%20(Whistle%20Blower)%20Policy.pdf

DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT

Periodic assessments by functional heads to identify the risk areas are carried out and Management is briefed on the risks to enable the Company to control risks through a properly defined plan. The risks are classified as Strategic risks, operational risks, market risks, people risk and financial risks. The risks are taken into account while preparing the annual business plan for the year. The Board is also periodically informed of the business risks and the actions taken to manage it.

DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

The CSR Committee has been constituted by the Board of Directors. The Committee has adopted CSR policy to contribute towards social and economic development of the communities where the Company operates in, and while doing the same, to build a sustainable way of life for all sections of society, with emphasis and focus on education, health care, sustainable livelihood and empowerment of women. The CSR Policy has also been uploaded on the website of the Company. The web link to access the above policy hosted by the Company on its website www.grpweb.com is as follows:

https://www.grpweb.com/pdf/Corporate%20Social%20Responsibility%20%20Policy-2020.pdf

The Annual Report on CSR activities of the Company is attached herewith. (Annexure 6)

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The particulars of Loans, guarantees or investments made under Section 186 as on 31st March, 2020 are given in Note 3 and 41 to the financial statements of your company.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

During the financial year, your company entered into related party transactions, which were on an arm's length basis and in the ordinary course of business. There were no material transactions with any related party as defined under Section 188 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014. All related party transactions were approved by the Audit Committee of your company.

All transactions with related parties are placed before the Audit Committee for approval. An omnibus approval of the Audit Committee is obtained for the related party transactions which are repetitive in nature. The Audit Committee reviews all transactions entered into pursuant to the omnibus approval(s) so granted on a quarterly basis.

The details of contracts and arrangement with related parties of your company for the financial year ended 31st March, 2021 is given in Note 35 to the financial statements of your company.

COMPANY'S POLICY RELATING TO PERFORMANCE EVALUATION OF THE BOARD, DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF DUTIES :

The Nomination and Remuneration Committee has laid down the criteria for performance evaluation of the individual Directors and the Board which is based on;

- Knowledge to perform the role;

- Time and level of participation;
- Performance of duties and level of oversight; and
- Professional conduct and independence;

The evaluation was carried out by means of the observations made by all the Directors on the set of questions developed by them which brought out the key attributes of the Directors, quality of interactions among them and its effectiveness. The Board is collectively of the opinion that the overall performance of the Board, Committees thereof and the individual Directors is satisfactory and conducive to the growth and progress of the Company.

The web link to access the Company's Policy relating to appointment of Directors, payment of Managerial remuneration, Directors' qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013, hosted by the company on its website www.grpweb.com is as follows:

http://www.grpweb.com/pdf/Nomination%20&%20Remuneration%20Policy.pdf

POLICY AGAINST SEXUAL HARASSMENT

The Company has in place Policy for prevention of sexual harassment at workplace in line with the requirements of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Committee has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The following is a summary of sexual harassment complaints received and disposed of during the year:

(a) Number of complaints pending at the beginning of the year - Nil

(b) Number of complaints received during the year - Nil

(c) Number of complaints disposed off during the year - Nil

(d) Number of cases pending at the end of the year - Nil

DEPOSITS

The Company does not have any deposits covered under Chapter V of the Act.

INFORMATION PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013

The information as required under Section 197(12) of the Act read with applicable rules (to the extent applicable) is attached herewith (Annexure 7).

INFORMATION PURSUANT TO SECTION 134 (3)(m) & (q) OF THE COMPANIES ACT, 2013

The above information (to the extent applicable) is attached herewith (Annexure 8).

ACKNOWLEDGEMENTS

Your Directors place on record their appreciation for the contribution made and support provided to the Company by the shareholders, employees, bankers, suppliers and customers.

For and on behalf of the Board of Directors

Place :Mumbai	Rajendra Gandhi	Harsh Gandhi
Date :21st May, 2021	Managing Director	Joint Managing Director

Annexure 1

Form AOC-I

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

Statement containing salient features of the financial statement of subsidiaries

(Amount in ₹)

Part "A": Subsidiaries

1	Sr. No.	1	2
2	Name of the subsidiary	Grip Polymers Ltd.	Gripsurya Recycling LLP
3	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Not Applicable	Not Applicable
4	Reporting currency and exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	Not Applicable	Not Applicable
5	Share capital / Partner's Capital	3,10,00,000	3,46,08,321
6	Reserves and surplus	(3,03,48,006)	0
7	Total assets (excluding investments)	2,46,285	4,09,00,891
8	Total liabilities	0	62,92,570
9	Investments	4,05,709	0
10	Turnover	1,63,179	5,32,35,552
11	Profit / (Loss) before taxation	83,149	(13,31,027)
12	Provision for taxation	13,000	2,10,340
13	Profit / (Loss) after taxation	70,149	(15,41,367)
14	Proposed Dividend	Nil	Nil
15	% of shareholding	100%	99.886%
Notes : The following information shall be furnished at the end of the statement :			
1	Names of subsidiaries which are yet to commence operations		Nil
2	Names of subsidiaries which have been liquidated or sold during the year		Nil

Part "B": Associates and Joint Ventures

	Name of Joint Venture	Marangoni GRP Pvt. Ltd.
1.	Latest audited Balance Sheet date	31st March, 2021
2.	Shares of Joint Ventures held by the company at the year end	
	Number	99,21,723
	Amount of Investment in Joint Venture	1,12,70,448
	Extent of Holding %	50%
3.	Description of how there is significant influence	50% control owned by GRP Ltd.
4.	Reason why the Joint Venture is not consolidated	Not Applicable
5.	Net worth attributable to shareholding as per latest audited Balance sheet	(85,80,633)
6.	Profit / (Loss) for the year	(72,99,501)
	i. Considered in Consolidation	0
	ii. Not Considered in Consolidation	(72,99,501)

1. Names of Joint ventures which are yet to commence operations: Nil
2. Names of Joint Ventures which have been liquidated or sold during the year: Nil

For and on behalf of the Board of Directors

Place :Mumbai
Date :21st May, 2021

Rajendra Gandhi
Managing Director

Harsh Gandhi
Joint Managing Director

Annexure 2

Management Discussion and Analysis Report 2020-21

During the year under review, your company's focus has been squarely on reducing the impact of the COVID induced lockdowns and to that effect, the early days were about Employee safety & wellbeing as we prepared the organization for an extended period of Work-from-home and made relevant changes in the factory to practice safe-distance manufacturing. Your company simultaneously focussed on ensuring adequate liquidity, control over fixed expenses and most importantly managing key relationships. The international markets of your company were not as badly affected as the domestic markets in the initial phase of the pandemic and that ensured that when our factories resumed operations, there were sufficient orders to help tide over the shortfall from domestic customers. The year under review was also one of the most challenging in terms of order fulfilment on account of labour shortages, material availability challenges (linked to lower end of life tyre generation) and the international shipping crisis which led to delays and exceptional cost escalation. A steady improvement in orders starting Q2 of the fiscal year ensured that the sharp losses from Q1 were slowly erased and your company ended the year in review with a positive bottom line.

Key Parameters	2020-21	2019-20
Net Sales (Rs. Lakhs)	27,723	34,442
Profit after Tax (Rs. Lakhs)	164	300
Profit after Tax to Turnover (%)	0.59	0.87
Sales to Fixed Assets Employed (ratio)	1.10 times	1.35 times
Current Ratio	1.56	1.23
Return on Capital Employed (%)	0.50	(1.72)
Market Value per share (Rs.) (As on 31st March) (BSE)	794	625
Sales value- growth/(decline) in % over previous year	(19.51)	(2.45)
Sales volume – growth/(decline) in % over previous year	(19.86)	(6.81)
Domestic sales value – growth/(decline) in % over previous year	(2.82)	(5.32)
Export sales Value- growth/(decline) in % over previous year	(26.06)	(1.27)

The year under review gave us opportunity to be bolder with decision making, allowed us to experiment with new ways of doing business and deeply analyse the cost structures to make it more efficient. Lessons learnt during this year have made us much wiser and hopefully more capable to face future disruptions. With all the steps taken towards managing health & safety of employees, conducting awareness camps across the communities, and facilitating vaccinations for our employees, it is satisfying that only 4% of our employees contract COVID (across all locations), with a fatality of < 0.5%. While your company continues to financially support such employee families, it has also undertaken supporting other such families who have lost the bread winner to COVID in the community through local NGOs. Your company has provided ventilators in hospitals around its plants and offices, provided food support to the community and spread awareness on & facilitated vaccinations. As of 31st May, around 25% of your company employees across all locations had been vaccinated with atleast a single dose of the vaccine.

Segment wise Business overview :

GRP as a material manufacturer has focused on helping customers fulfil their obligations of responsible end of life (EOL) polymer recycling. GRP started as a tyre recycling company but has over the years transformed into a sustainable materials company. We operate across the end of life (EOL) tyre value chain to offer solutions in closing the circular loop of EOL tyres & plastic. The synergistic businesses we operate are

- **Reclaim Rubber:** This was the genesis of the company and this business procures tyres at its end of life, to produce reclaim rubber (a replacement to Natural & Synthetic Rubber) for use predominantly by tyre manufacturers.
- **Engineered Plastics:** Another business recovers Polyamide waste from tyres and along with other forms of EOL waste to produce Engineering Plastic compounds for sale to the plastic manufacturers in the automotive and electrical applications.
- **Polymer Composites:** The residue rubber from the above businesses is used by yet another business to blend with recycled plastic waste to produce composite material which replaces wood & concrete. The applications for these composite boards are mainly in the transportation industry and currently limited to North America only.
- **Tyre Retreading:** A Commercial Vehicle retreading business in Joint Venture with a global company, Marangoni SpA to help fleet owners extend life of their tyre by providing additional life.

The end use applications & customers have grown from predominantly tyre & rubber product manufacturers to fleet owners, auto component manufacturers and vehicle body manufacturers. Your company is the leader in the tyre recycling industry not just in India, but is among the Top 5 manufacturers of the above products globally.

As per the Indian Accounting Standards (Ind AS) – 108 on operating segments, "Reclaim Rubber" has been identified as reportable segment and smaller business segments not separately reportable have been grouped under the heading "Others".

Segment wise revenue –Revenue of Rs.25,766 lakhs was generated from Reclaim Rubber segment and revenue of Rs.2,029 lakhs was generated from Others segment.

Capital Expenditure :

During the year under review, the company has invested Capital expenditure towards enhancing capacity in the Engineering Plastics business and continued automation of Reclaim Rubber processes. The company has also invested in enhancing capacity of a mechanical process for manufacture of Reclaim Rubber with a long term aim of reducing process emissions and effluents. This alternate process has received approval of key global customers and will help pave the way to increased adoption in the future.

Joint Venture & Subsidiary:

Marangoni GRP Pvt. Ltd.:

For Marangoni GRP Pvt. Ltd. (MGPL), the JV company active in the Commercial Vehicle (CV) tyre retreading industry in India, financial year 2020-21 proved to be a watershed year in more ways than one. While the globe and India were under the grip of COVID-19 for the best part of the year, the company made rapid strides in several directions that set it on a path of high growth and expansion in the next year, to contribute to GRP's overall business. Tyre sales grew by about 70% at the back of customer demand increases as well as new Franchisees being appointed in Maharashtra and Tamil Nadu. The core of MGPL's strategy – RINGTREAD – grew by about 60% but shortage of material due to production and global shipping challenges dented the growth somewhat. A key focus area for the year was to compete with market leaders in 'bias/cross-ply' segment like MRF, Elgi, Indag and Midas. MGPL's product brands, UNITREAD and CLASSICO doubled their sales thus helping MGPL becoming an 'all-solution' provider to fleets. Persistent lockdowns forced the company to join GRP's journey of digitisation and contribute to it. Industry's first fully online / remote commissioning of a new retreading plant was achieved in first quarter of financial year 2020-21. Later the entire training too was delivered digitally and appreciated by the new Franchisee.

Fledgling partnerships with a tyre major and online tyre retailer are gradually getting established with the former contributing 3% of monthly sales and expected to get into double digits next year. At the end of the year, there was a healthy pipeline of prospective Franchisees that will help MGPL achieve a truly national footprint in the next 12 months.

Industry Structure & Development :

Reclaim Rubber (RR):

The presence of a global pandemic in the year under review provided optimism for future growth of socially conscious businesses and Reclaim Rubber has been a beneficiary of this move by your company's customers. Your company is the largest producer of Reclaim Rubber in India and has consistently been the supplier of choice to the global tyre manufacturers, conveyor belt producers, auto component manufacturers.

As the world limped back to normalcy post the lockdowns in Q1 of fiscal 2021, the onetime surge in passenger vehicle sales was followed by a sustained recovery in replacement tyre sales globally. A spurt in commodity prices meant a close to 50% rise in Natural & synthetic Rubber prices and this provided an impetus for a rebound in demand for Reclaim Rubber starting end of Q2. With your company's focus shifting from commodity grades to high performance grades of Reclaim Rubber, demand for certain product categories has witnessed a robust growth in the second half of the year under review. This demand spurt, along with a price rise in virgin rubbers has helped your company in improving margins across this business. The company continues to engage with its key customers in enhancing the quality of its products and also opening opportunities in increasing use of Reclaim Rubber in formulations.

During the year under review, your company temporarily discontinued manufacturing at its plant in Tamil Nadu. This was necessitated on account of the lower orders and lack of approvals for the location. This turned out positive as some of the capacity from the plant was added in the other plants and helped in increasing share of wallet at key customers. The pandemic also brought raw material availability constraints to the business on account of lower generation of EOL tyres. This coupled with rise in oil prices meant a tight supply chain and our inability to service all orders in time. A major shortage in container availability globally (which continues in Q1 of FY 2021-22) has led to further delays and increase in freight costs. With 2/3rd of your company's volumes being sold to customers across 50+ countries, the global shipping crisis in the year under review had a major impact on potential margins and has put in question the advantage that the Indian Reclaim Rubber industry has had over its competitors globally.

Other Business:

During the year, we were also able to scale the more profitable non-reclaim rubber businesses. The Non-Reclaim rubber businesses are aligned along the value chain and help the company diversify its offerings to various end customer segments reducing our overall dependence on the tyre sector and reduce concentration risk. During the year under review, revenue from non-reclaim rubber business increased by 23% YoY. This was on the back of an 18% volume growth with the rest on account of improved realization and product mix. Revenue contribution from non-reclaim rubber businesses increased from 4.8% in FY 2019-20 to 7.3% in FY 2020-21, and importantly was at 9% for the second half of the fiscal year. With a growing customer base and addition to capacity including several Tier-1 and MNC customers, we expect to gain further traction in the non-reclaim rubber businesses going into FY 2021-22 with a higher share of revenue.

The Engineering Plastic business of your company was primarily driven by Nylon 6 but during the year under review, your company has also diversified in Nylon 6,6, PBT & HDPE compounding. Your company's strength in new product development using EOL waste materials has helped in product and customer approvals across other polymer categories also. As we leverage our supplier network to collect alternate waste plastics, this business will have strong interdependence with Reclaim Rubber. As government regulations on Circular economy are strengthening and the onus on brand owners towards Extended Producer responsibility (EPR) grows, potential for long term partnerships with these brand owners will lead to better return on our investments in the long run.

The Polymer Composite business has during the year under review been focussed on sales to North America. As your company furthers its development initiatives in this business, opportunities for entry into other markets is slowly opening and will provide your company with economy of scale to subsequently venture into other sectors such as shipping, defence, oil & gas.

Changes in key financial ratios :

Particulars	Ratio as on 31st March, 2020	Ratio as on 31st March, 2021	% Change	Explanation, if any
(i) Debtors Turnover	5.30	4.32	-18.51	Not applicable
(ii) Inventory Turnover	7.32	5.04	-31.22	Refer Note 1
(iii) Interest Coverage Ratio	3.39	3.77	10.97	Not applicable
(iv) Current Ratio	1.23	1.56	26.38	Refer Note 2
(v) Debt Equity Ratio	0.65	0.53	19.09	Not applicable
(vi) Operating Profit Margin (%)	1.71%	2.18%	27.52	Refer Note 3
(vii) Net Profit Margin (%)	0.87%	0.59%	-32.19	Refer Note 4
(viii) Return on Net worth	2.28%	1.21%	-47.17	Refer Note 5

Notes:

1. Inventory turnover is less due to reduction in sales.
2. Current Ratio has improved due to reduction in the working capital borrowing.
3. Operating profit Margin has improved on account of reduction in direct expenses
4. A major reason for the lower Net Profit Margin is the loss of revenue on account of the COVID lockdown.
5. The resultant reduction in PAT has led to a reduced Return on Net worth.

Opportunities, Risks and Concerns :

Your company continues to focus on developing other synergistic businesses that help fulfil the circular economy goals and help customers fulfil their producers responsibility. With rising focus on resource conservation, companies' world over are trying to incorporate sustainable materials in their portfolios. GRP is aiming to expand its offering to cater to this rising demand and fill this gap in not just the tyre sector but also a fast growing and much larger plastic sector.

The tyre industry globally continues efforts at becoming more circular in their business processes. Apart from retreading to increase the tyre life, investments in variety of recycling solutions are being made by tyre companies directly. This is in addition to their stated public goals of incorporating increased amount of sustainable materials in formulations. This augurs well for your company and it is well positioned to explore other material streams from end of life tyres for its customers.

In light of the global shipping crisis likely to stay for more time and uncertainties with frequent lockdowns becoming the norm, there remains a growing risk of customers seeking material suppliers locally. This could pose a significant detriment for your company given its exports account for 65% of total revenues. Frequent lockdowns also bring with it uncertainty in the labour markets. Until the pandemic eases and vaccination rates improve across the country, the shortage of labour and related challenges through the entire supply chain & operations will be a detriment to operational stability. Commodity (especially Oil) price increases have a negative impact to margins for your company.

Outlook :

With India in the second wave of lockdowns, Q1 of FY 2022 is likely to return a muted performance compared to the second half of FY 2021. However there continues to be strength in the international tyre markets with volume projections for the year at pre-COVID levels and in some instances even better. This, coupled with the firm selling prices should help achieve scale and improve margins. Manufacturing capacity from the shutdown plant in Tamil Nadu will be redeployed in the the other GRP plants and this should help achieve scale during FY 2022

The revenue share from the non-Reclaim Rubber business is likely to rise in the coming years with growing capacity in Engineering Plastics and Polymer Composite businesses, growing set of customer approvals from key industry players and a much greater acceptance of circular solutions from EOL waste in the plastic industry. With an expanding portfolio of plastic, your company is seeking partnerships with brand owners and material manufacturers to offer end to end solutions for its customers. There is an encouraging response to these efforts.

The Government of India (GOI) under the Niti Aayog has set-up specific committees to encourage Circular Solutions in a variety of industries and there are specific committees creating rules for the Tyre & Plastic sectors. The recommendations from these committees are likely to provide significant opportunities for organizing the industry and providing opportunities for more formal investments, players to enter. An evolved circular ecosystem will help your company considering its legacy and long standing relationships in the value chain.

Internal Control Framework:

Your Company conducts its business with integrity and high standards of ethical behaviour, and in compliance with the laws and regulations that govern its business. Your Company has a well-established framework of internal controls in operation, supported by standard operating procedures, policies and guidelines, including suitable monitoring procedures and self-assessment exercises. There are Internal Audit and Compliance functions in place which are responsible for independently evaluating the adequacy of all internal controls and ensuring operating and business units adhere to internal processes and procedures as well as to regulatory and legal requirements. The audit function also proactively recommends improvements in operational processes.

In addition to external audit, the financial and operational controls of your Company at various locations are reviewed by the Internal Auditors, to report significant findings to the Audit Committee of the Board. The Audit Committee reviews the adequacy and effectiveness of the implementation of audit recommendations including those relating to strengthening the Company's risk management policies and systems. Compliance with laws and regulations is also monitored through a matrix of a well laid down framework which requires individual functions to confirm and report statutory compliances on all laws and regulations concerning their respective functions and which gets integrated with the overall compliance reporting on all laws and regulations for the purposes of review and monitoring by the Audit Committee.

People and Practices :

The Company recognizes the importance and contribution of its human resources for its growth & development and values their talent, integrity and dedication. To stay in line with the current market practices and promote opportunities of job enrichment, the Company undertook a Level Restructuring exercise this year to flatten the structure, provide greater opportunities for younger talent joining the organization and pave the way for a leaner team for the future. Several new people practices like Traineeship programs, Internal Job Posting, Flexi-Time, Work from Home etc. were also launched. The Company continues to foster a high performance culture by recognizing good performers and providing them with career enhancing opportunities. Several HR initiatives have been taken for the strategic alignment of HR function with the business objectives. These initiatives encompass employee engagement, learning & development. The Company has been successful in attracting and retaining key professionals and intends to continue to seek fresh talent to further enhance and grow its business. A result of all the above has resulted in the company being certified A Great Place to Work in its first attempt at this accolade. As the Company grows its other business units, talent acquisition will remain a continued focus of the future.

The GRP Board continues to challenge the management and push for higher targets. The Board's well rounded experience comprises individuals with experience in leading tyre industry, chemical industry, private equity, branding & marketing fields. The Board continues to provide long term direction to the Company and engages actively towards initiatives inputs on the Company's long-term vision.

Manufacturing operations :

Your company continues to maintain the necessary standards of manufacturing practices as demanded by its customers. Your company maintains the IATF certification for all its manufacturing locations and continues to invest in upgrading its plant processes towards increased automation and towards building an Industry 4.0 architecture.

Your company has been regularly audited under global ESG standards and maintains a Silver rating under the Ecovadis Ratings platform that assesses corporate social responsibility and sustainable practices. Your company's operations are also audited under the Carbon Disclosure Project (CDP) that runs the global disclosure system for companies to manage their environment impact and GRP continues to improve on its previous scores.

Environment, Health and Safety (EHS):

Your Company targets zero injuries and incidents via an active EHS program deployed across all its plant locations and Head Office. As a part of this program various systems like Air Pollution Control System, Fume Extraction System and Eco Ventilators are in place at all its manufacturing sites. Required safety systems are in place at all sites to maintain high standard of safety and health of employees as well as plant machinery, building and material. Safety Council, comprising of a cross-functional plant teams, as well as third party EHS audits have been instituted to identify, assess and mitigate the risks in the EHS area. Ongoing automation drive is also helping significantly improve the shop floor ergonomics across its plants.

With the onset of global COVID-19 pandemic triggered lockdown across India during first half of the year, your Company was pro-active in shutting down all of its manufacturing locations and its Mumbai Head Office, in order to safeguard all its employees from the threat of the virus. The Company was one of the first ones to proactively transition to Work from Home for its entire Head Office staff as well as the plant leadership teams. During the time, the Company also rolled out carefully drafted Standard Operating Procedures and Training Modules for all its locations to safeguard its workforce in these unprecedented times of 'social distancing' which are likely to prevail for the foreseeable future. These have been successfully implemented during the start up of all its manufacturing locations.

Risk Management :

Enterprise Risk Management (ERM) process is embedded in the organization's working methodologies and decision making process and is aligned to the Company's Strategic Planning Process. The process involves identification, evaluation, mitigation and review of risks and opportunities both at business and enterprise level.

ERM process is owned by the internal committee consist of functional heads and is a comprehensive process that ensures coverage of major strategic, marketing, finance, people related, environmental, economic and operational risks that could possibly derail achievement of the company's objectives and goals.

Risk owners, identified for each risk, prepare detailed mitigation plans which are formulated based on projects undertaken and in line with the company's goals, both short and long term.

ERM framework promotes a risk aware culture with a monthly risk review mechanism in place by individual and cross-functional teams with quarterly reporting of the enterprise risks and mitigation plans to the Audit Committee of the Board.

Sustainability practices :

Your company has been an active advocate of adopting the Sustainable Development Goals (SDG) under the aegis of the United Nations Development Plan (UNDP) goals as part of its sustainable practices. As part of GRP's commitment to circularity, it has adopted 6 specific SDG's to incorporate in the way we do business. Each SDG goal adopted and listed below has a 1, 3, 5 year measurable objective.

Under SDG 3 aimed at Improved Health & Wellbeing, your company continues to implement specific initiatives for improving health of its employees and has partnered with local NGO's in promoting mental health, holistic development, conducting health camps, vaccination drives in the communities around its plants.

Under SDG 4 aimed at Education, your company continues to deploy its CSR resources for funding education programs through mobile vans, supporting primary education for the differently abled children, and is an active financial and resource contributor to primary, secondary and university level education in Bharuch, Bhavnagar, Mumbai & Solapur. The University with which your company is a major contributor, is recognized among the Top 3 autonomous universities in the state.

Under SDG 5 aimed at gender equality, your company is a signatory of the Women Empowerment Program (WEP) of the United Nations and has a stated goal on increasing the share of women in the workplace (including on the shopfloor), providing high level leadership opportunities to its female employees, ensuring health, safety and wellbeing of all employees. A major initiative that your company has consistently been funding are programs on Women in governance to strengthen its community outreach initiatives.

Under SDG 6 aimed at clean water & sanitation, the company has upgraded its manufacturing processes at 4 of its 5 manufacturing plants to eliminate discharge of waste water and will incorporate the same across all locations shortly. Your company has actively contributed to building of drinking water stations and toilets in the community to provide hygiene standards and reduce the spread of water borne diseases.

Under SDG 7 aimed at clean energy, your company has continuously invested in a combination of Natural gas, Wind power, Solar power and currently 40% of its energy needs are met through clean sources. Your company endeavours to increase this to greater than 50% in the current year.

Under SDG 12 aimed at Responsible production & consumption, your company has replaced more than 70% of its packaging away from wood, non-recyclable plastic to returnable metal packaging and/or melt plastic packaging that leaves no pollutants after use. Your company's businesses are organized around the principles of 3R's and is playing an important role in encouraging responsible production & consumption.

Cautionary Statement :

Statements in the Management Discussion and Analysis describing the company's objectives, projections, estimates and expectation may be forward looking within the meaning of applicable laws and regulations. Actual results might differ materially from those either expressed or implied. The company assumes no responsibility to publicly amend, modify or reverse any forward looking statements, on the basis of any subsequent developments, information or events.

For and on behalf of the Board of Directors

Place :Mumbai	Rajendra Gandhi	Harsh Gandhi
Date :21st May, 2021	Managing Director	Joint Managing Director

Annexure 3

Report on Corporate Governance

Corporate Governance may be described as a set of systems, processes and principles which ensure that a company is governed in the best interest of all stakeholders. It ensures commitment to values and ethical conduct of business, transparency in business transactions, statutory and legal compliances, adequate disclosures and effective decision-making to achieve corporate objectives. In other words, Corporate Governance is about promoting corporate fairness, transparency and accountability. Good Corporate Governance is simply Good Business.

1. Company's Philosophy on Corporate Governance

Corporate Governance ensures fairness, transparency and integrity of the management. Corporate Governance is a way of life, rather than a mere legal compulsion. It further inspires and strengthens investor's confidence and commitment to the Company. Any good Corporate Governance provides an appropriate framework for the Board, its committees and senior management, to carry out the objectives that are in the interest of the Company and the stakeholders.

The Company maintains the highest levels of transparency, accountability and good management practices through the adoption and monitoring of corporate strategies, goals and procedures to comply with its legal and ethical responsibilities.

We believe that sound Corporate Governance is critical to enhancing and retaining investor trust. Accordingly, we always seek to ensure that we attain our performance goals with integrity. Our Board exercises its fiduciary responsibilities in the widest sense of the term.

In compliance with the disclosure requirements as mentioned in Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details are set out in this report.

2. Board of Directors

i) Composition:

The composition of the Board of Directors of the Company was in conformity with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the financial year 2020-21. The Board of Directors of the Company has an optimum combination of Executive, Non- Executive and Independent Directors who have an in-depth knowledge of business, in addition to the expertise in their areas of specialization. As on 31st March, 2021, the Board of Directors comprised of eight directors, out of these one Executive Director (Promoter) as the Managing Director, three Non-Executive & Independent Directors, three Non-executive & Non-independent Directors and one Executive Non-independent Director. Chairperson of the Board is Non-executive Director. Necessary disclosures have been obtained from all the directors regarding their directorship and have been taken on record by the Board. All the Independent Directors have confirmed that they meet the criteria of independence as mentioned under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 149 of the Companies Act, 2013.

ii) Board Meeting:

Dates of Board Meeting	10th June 2020	11th August 2020	11th November 2020	10th February 2021
Board Strength	8	8	8	8
No. of Directors present	8	8	8	7

Board procedure: The Company places before the Board all the details as required under Part A of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The dates for the board meetings are fixed after taking into account the convenience of all the directors and sufficient notice is given to them. The agenda is circulated in advance to the Board members. All the information required for decision making are incorporated in the agenda. The information that cannot be included in the agenda is tabled at the meeting. The Managing Director and Joint Managing Director at the Board meetings keep the Board apprised of the overall performance of the Company.

Attendance and other directorships: The attendance of the Board of Directors and related information as on 31st March, 2021 is as under:

Name of Director	Category	No. of Board Meeting		Attendance at Last AGM on 11.08.2020	Number of Directorships in other public limited companies	No. of Committees #	
		Held	Attended			Member	Chairperson
Dr. Peter Philip	Non-Executive and Non-Independent Chairperson	4	4	Yes	5	1	0
Rajendra V. Gandhi (Managing Director)	Executive (Promoter)	4	4	Yes	2	3	1

Name of Director	Category	No. of Board Meeting		Attendance at Last AGM on 11.08.2020	Number of Directorships in other public limited companies	No. of Committees #	
		Held	Attended			Member	Chairperson
Mahesh V. Gandhi	Non-Executive (Promoter)	4	3	Yes	1	0	0
Rajeev M. Pandia	Non-Executive and Independent	4	4	Yes	6	7	2
Saurabh S. Shah	Non-Executive and Independent	4	4	Yes	1	2	0
Alpana Parida	Non-Executive and Independent	4	4	Yes	4	5	1
Nayna R. Gandhi	Non-Executive and Non Independent	4	4	Yes	1	0	0
Harsh R. Gandhi (Joint Managing Director)	Executive (Promoter Group)	4	4	Yes	2	1	0

It excludes committees other than Audit committee, Stakeholders Relationship committee and companies other than public limited company but includes committee membership / Chairmanship in GRP Ltd.

iii) Directors and their Directorships in other Listed Companies as on 31st March, 2021:

Sr. No.	Name of Director	Name of Listed Entity in which Director	Category of Directorship
1	Rajendra V. Gandhi	Steelcast Limited	Independent Director
2	Rajeev M. Pandia	Excel Industries Limited	Independent Director
		The Supreme Industries Limited	Independent Director
		Thirumalai Chemicals Ltd	Independent Director
		Ultramarine & Pigments Ltd.	Independent Director
		Supreme Petrochem Ltd	Independent Director
3	Alpana Parida	Cosmo Films Ltd.	Independent Director
		Prime Securities Ltd.	Independent Director
4	Harsh Gandhi	Ultramarine & Pigments Ltd.	Independent Director

iv) Disclosure of relationship between directors inter-se:

a) Rajendra V. Gandhi and Mahesh V. Gandhi are related to each other as brothers.

b) Harsh R. Gandhi is the son of Rajendra V. Gandhi and Nayna R. Gandhi.

c) Nayna R. Gandhi is wife of Rajendra V. Gandhi and mother of Harsh R. Gandhi.

Except the above, there is no other inter-se relationship between the directors.

v) Shareholding of the Non-Executive Directors in the company as on 31st March,2021:-

Name of the Non-executive Director	No. of shares held
Dr. Peter Philip	1333
Mahesh V. Gandhi	62550
Rajeev M. Pandia	Nil
Saurabh S. Shah	Nil
Nayna R. Gandhi	44405
Alpana Parida	Nil

vi) Web link where details of familiarization programs imparted to independent directors has been given, is as follows:

http://grpweb.com/pdf/Familiarization-program-for-Independent-Directors-2020-21.pdf

vii) Matrix setting out the core skills / expertise / competencies identified by the board of directors for it to function effectively as required in the context of the business of the company is provided and the board collectively confirms that all these skills / expertise / competencies are actually available with the board:

Strategy and planning	Executive Management	Finance	Marketing Management
Project Management	Expert industry knowledge	Commercial	Governance and Compliance

Expertise/ Skill of Directors

Name of the Director	Expertise/ Skill
Dr. Peter Philip	Strategy and planning, Executive Management, Finance, Expert industry knowledge
Rajendra V. Gandhi	Strategy and planning, Executive Management, Finance, Marketing Management, Project Management, Commercial, Expert industry knowledge
Mahesh V. Gandhi	Strategy and planning, Executive Management, Marketing Management, Commercial
Rajeev M. Pandia	Strategy and planning, Executive Management, Finance, Marketing Management, Project Management, Commercial, Expert industry knowledge, Governance and Compliance
Saurabh S. Shah	Strategy and planning, Finance, Commercial, Governance and Compliance
Alpana Parida	Strategy and planning, Executive Management, Marketing Management,
Nayna R. Gandhi	Executive Management
Harsh R. Gandhi	Strategy and planning, Executive Management, Finance, Marketing Management, Project Management, Commercial, Expert industry knowledge

viii) In the opinion of the board, the independent directors fulfill the conditions specified in SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and are independent of the management.

3. Audit Committee

i) Brief description of terms of reference:

1. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
   a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013.
   b. Changes, if any, in accounting policies and practices and reasons for the same
   c. Major accounting entries involving estimates based on the exercise of judgment by management
   d. Significant adjustments made in the financial statements arising out of audit findings
   e. Compliance with listing and other legal requirements relating to financial statements
   f. Disclosure of any related party transactions
   g. modified opinion(s) in the draft audit report
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
7. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
14. Discussion with internal auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;

16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non- payment of declared dividends) and creditors;
18. To review the functioning of the Whistle Blower mechanism;
19. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background etc. of the candidate;
20. Reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.
21. Carrying out any other function as mentioned in the terms of reference of the Audit Committee.

ii) Composition, Name of Members and Chairperson

Name of Director	Current position held in the committee	Category	Audit Committee Meetings	
			Held	Attended
Rajeev M. Pandia	Chairperson	Non-Executive Independent	4	4
Dr. Peter Philip	Member	Non-Executive Non-Independent	4	4
Saurabh S. Shah	Member	Non-Executive Independent	4	4
Alpana Parida	Member	Non-Executive Independent	4	4

iii) Meetings during the year

Audit Committee met four times during the last financial year on 10th June,2020, 11th August, 2020, 11th November, 2020 and 10th February, 2021.

4. Nomination and Remuneration Committee:

i) Brief description of terms of reference

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
2. Formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors;
3. Devising a policy on diversity of Board of Directors;
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.
5. Recommend to the board, whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors.
6. Recommend to the board, all remuneration, in whatever form, payable to senior management.

ii) Composition, Name of members and Chairperson

Name of Director	Current position held in the committee	Category	Nomination and Remuneration Committee Meeting	
			Held	Attended
Rajeev M. Pandia	Chairperson	Non-Executive Independent	2	2
Dr.Peter Philip	Member	Non-Executive Non Independent	2	2
Alpana Parida	Member	Non-Executive Independent	2	2

iii) Meetings during the year

The Committee met two times during the last financial year 10th June, 2020 and 10th February, 2021.

iv) Performance evaluation criteria for Independent Directors:

The Committee formulates evaluation criteria for the Independent Directors which is broadly based on:

a) Knowledge to perform the role;
b) Time and level of participation;
c) Performance of duties and level of oversight; and
d) Professional conduct and independence.

5. **Remuneration of Directors:**

i) **During the financial year 2020-21, the Company has made the following payments to the Non-executive Directors:**

Sr. No.	Name of Director	Sitting Fees (Rs.)	Commission (Rs.)
1	Dr.Peter Philip	1,64,000/-	Nil
2	Mahesh V. Gandhi	60,000/-	Nil
3	Rajeev M. Pandia	2,94,000/-	1,40,000/-
4	Alpana Parida	2,70,000/-	Nil
5	Saurabh S. Shah	2,70,000/-	Nil
6	Nayna R. Gandhi	80,000/-	Nil

ii) **Criteria of making payments to Non-executive Directors:**

a) All the remuneration of the Non- Executive 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 the Companies Act, 2013 and rules made there under 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.

b) 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.

c) 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.

iii) Details of Remuneration paid to the Managing Director and Joint Managing Director for the year ended 31st March, 2021.

Total remuneration paid to the Managing Director and Joint Managing Director during the financial year 2020-21 was as under:

Name	Designation	Salary (Rs.)	Commission (Rs.)	Contribution to Provident and Pension Fund (₹)
Rajendra V. Gandhi	Managing Director	65,83,500	Nil	7,80,000
Harsh R. Gandhi	Joint Managing Director	1,08,21,000	Nil	9,63,000

6. **Stakeholders Relationship Committee:**

i) **Composition, Name of members and Chairperson**

Name of Director	Category	Current position held in the committee	Stakeholders Relationship Committee Meeting	
			Held	Attended
Rajeev M. Pandia	Non-Executive Independent	Chairperson	1	1
Rajendra V. Gandhi	Executive Non Independent	Member	1	1
Harsh R. Gandhi	Executive Non Independent	Member	1	1

ii) **Name & Designation of Compliance Officer**

Ganesh A. Ghangurde, Chief Compliance Officer

iii) **A Statement of various complaints received and cleared by the Company during the financial year 2020-21 is given below:**

Nature of Complaints	Received	Cleared	Pending
Non receipt of dividend	1	1	Nil
Total	1	1	Nil

7. **Corporate Social Responsibility (CSR) Committee:**

i) **Brief description of terms of reference**

- Formulate and update CSR Policy, which will be approved by the Board
- Suggest areas of intervention to the Board
- Approve projects that are in confirmative with the CSR policy
- Put monitoring mechanisms in place to track the progress of each project
- Recommend the CSR expenditure to the Board for approval

ii) **Composition, Name of members and Chairperson**

Name of Director	Category	Current position held in the committee
Rajeev M. Pandia	Non-Executive Independent	Chairperson
Rajendra V. Gandhi	Executive Non Independent	Member
Harsh R. Gandhi	Executive Non Independent	Member

8. Meeting of Independent Directors:

The year under review, all the Independent Directors of the Company met on 10th February, 2021, to review the performance of non- Independent Directors and the Board as a whole, review the performance of the Chairperson of the Company and had assessed the quality, quantity and timeliness of flow of information between the company management and the Board.

9. General Body Meetings

Financial Year ended	Date & Time	Nature	Special Resolutions passed
31st March, 2018	16th August, 2018 at 12.30 P.M.	AGM	• Reappointment and revision in remuneration of Harsh R. Gandhi as Joint Managing Director
31st March, 2019	22nd August, 2019 at 12.30 P.M.	AGM	• Reappointment of Mahesh V. Gandhi, who has attained the age of 75 (seventy five) years • Reappointment & revision in remuneration of Rajendra V. Gandhi as Managing Director • Payment of commission to Rajeev M. Pandia, Non-Executive Independent Director for the financial year ending 31st March, 2020
31st March, 2020	11th August, 2020 at 2.30 P.M.	AGM	• Reappointment of Dr. Peter Philip, who has attained the age of 75 (seventy five) years • Payment of the remuneration by way of commission to Rajeev M. Pandia, Non-Executive Independent Director, for the financial year ending 31st March, 2021

Venue for all the above mentioned general meetings was Registered Office located at Plot No.8, GIDC Estate, Ankleshwar, Dist Bharuch, Gujarat – 393002. However, AGM for the financial year ended 31st March, 2020, was held through Video conferencing / Other Audio Visual Means.

During the financial year 2020-21 under review, no resolution was passed by the shareholders through postal ballot.

10. Disclosures:

i) During the financial year 2020-21, besides the transactions reported elsewhere in the Annual Report, there were no other related party transactions with the promoters, directors and management that had a potential conflict with the interest of the Company at large.

All the transactions with related parties are periodically placed before the Audit Committee. Transactions with related parties, as per requirements of Ind AS 24, are disclosed in Note No.35 to the Accounts in the Annual report and they are not in conflict with the interest of the Company at large.

ii) There have been no instances of non-compliance on any matter with the rules and regulations prescribed by the Stock Exchanges, Securities and Exchange Board of India or any other statutory authority relating to the capital markets during the last three financial years.

iii) The company has framed a formal whistle blower policy and affirm that the employees of the company have free access to the Board of Directors, Audit Committee and Senior Management personnel to report their concerns about unethical behaviour, fraud or violation of statutory requirements, with assurance from the management to protect the employees from victimization in case they report any such unethical or fraudulent behaviour.

iv) The company has complied with the mandatory requirements regarding the Board of Directors, Audit Committee and other Board committees and other disclosures as required under the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The company has not adopted non-mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

v) Policies for related party transactions and for determining material subsidiaries:

The web link to access the above two policies hosted by the company on its website www.grpweb.com are as under:

a) http://grpweb.com/pdf/Related%20Party%20Transaction%20Policy.pdf

b) http://grpweb.com/pdf/policy%20for%20determining%20material%20subsidiaries.pdf

vi) The company has taken suitable steps from time to time for protecting it against foreign exchange risk(s).

11. Means of Communication :

The company regularly publishes its quarterly, half-yearly and annual results within the prescribed time limit and in the prescribed format in National and Regional Daily Newspapers viz. Financial Express and Gujaratmitra. These results are also made available on the web site of the company www.grpweb.com

The company is also in compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding the communication to the stock exchanges.

12. General Shareholder information:

i) Annual General Meeting (AGM)

Day, date and time	Thursday, 12th August, 2021 at 2.30 p.m. IST
Mode	AGM of the Company will be held through Video conferencing / Other Audio Visual Means vide Ministry of Corporate Affairs ("MCA") circular dated 5th May, 2020 read with circulars dated 8th April, 2020, 13th April, 2020 and 13th January, 2021.

ii) Financial year: 1st April, 2020 to 31st March,2021.

iii) Date of Book Closure

From 6th August, 2021 to 12th August, 2021 (both days inclusive).

iv) Listing on Stock Exchanges:

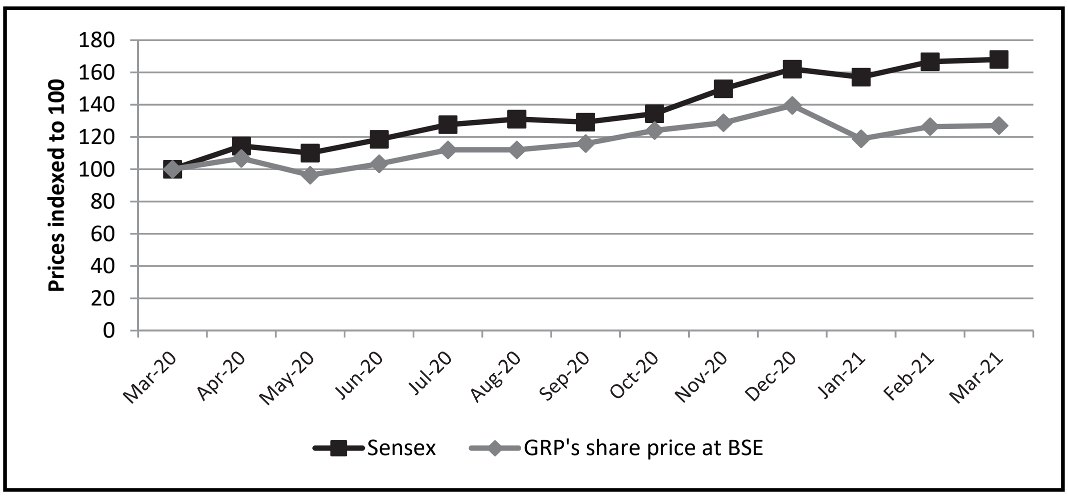
Name of Stock Exchange	Scrip Code	ISIN No.
BSE Ltd. P. J. Towers, Dalal Street, Mumbai - 400001	509152	INE137I01015
National Stock Exchange of India Limited, Exchange Plaza, BKC, Bandra (E), Mumbai - 400051	GRPLTD	

The listing fees have been paid to both the above Exchanges for the financial year 2020-21within the statutory time limit.

v) Market Price Data: High, low during each month during the financial year 2020-21. Monthly Share Price data of the Company's equity shares of Rs.10/- each fully paid up, traded on BSE Ltd. and National Stock Exchange of India Limited for the year ended 31st March, 2021 is as under:

Month	BSE		NSE	
	Highest Rate (Rs.)	Lowest Rate (Rs.)	Highest Rate (Rs.)	Lowest Rate (Rs.)
April-20	800.00	592.85	810.00	561.15
May-20	650.90	550.00	723.30	566.00
June-20	769.00	570.70	719.00	582.00
July-20	767.00	585.10	780.00	584.20
August-20	823.90	685.00	809.00	681.65
September-20	779.35	677.00	843.00	670.45
October-20	780.25	645.95	780.00	665.90
November-20	849.00	755.00	838.00	750.00
December-20	1028.00	760.00	1020.00	775.00
January-21	945.75	742.75	948.90	720.10
February-21	860.00	758.75	865.00	733.00
March-21	878.00	779.00	883.15	781.10

vi) Performance in comparison to BSE Sensex



vii) Name and Address of the Registrar and Share Transfer Agent:

Universal Capital Securities Pvt. Ltd. C 101, 247 Park, LBS Road, Vikhroli West, Mumbai - 400083, Maharashtra

Tel:022- 28207203-05. Fax:022-28207207 E-mail: info@unisec.in

viii) Share Transfer System:

SEBI has amended regulation 40 of SEBI (LODR) Regulations, 2015 vide Notification dated 30th November, 2018 and in terms of said notification except in case of transmission or transposition of shares, requests for effecting transfer of shares shall not be processed unless the shares are held in the dematerialized form with a depository after 1st April, 2019.

The requests for the dematerialization of shares are processed by Registrar and Share Transfer Agents and if all the documents are found to be in order, the same are approved by them with in a period of fifteen days.

Transfer of equity shares in electronic form is done through the depositories with no involvement of the Company and Registrar and Share Transfer Agent updates record on weekly basis.

(1) Distribution of Share Holding as on 31st March,2021 :

No. of shares held		Shareholders		Shareholding		Share Amount	
From	To	Number	% to Total	Holdings	% to Total	Rs.	% to Total
1	500	2669	92.61	145909	10.94	1459090	10.94
501	1,000	76	2.64	57017	4.28	570170	4.28
1,001	2,000	49	1.70	77266	5.80	772660	5.80
2,001	3,000	20	0.69	52095	3.91	520950	3.91
3,001	4,000	11	0.38	38410	2.88	384100	2.88
4,001	5,000	8	0.28	38339	2.87	383390	2.87
5,001	10,000	18	0.62	128530	9.64	1285300	9.64
10,001	And above	31	1.08	795767	59.68	7957670	59.68
	Total	**2882**	**100.00**	**1333333**	**100.00**	**13333330**	**100.00**

(2) Shareholding as on 31st March,2021

Categories	No. of Shares	Amount in Rs.	% to total
Promoter and Promoter Group holding	557465	5574650	41.81
Public holding			
Mutual Funds	50	500	0.00
Foreign Portfolio Investors	600	6000	0.04
Individual shareholders holding nominal share capital up to Rs. 1 lakh	369592	3695920	27.72
Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	281527	2815270	21.12
Clearing Members	1591	15910	0.12
Bodies Corporate	50526	505260	3.79
Non-Resident Indian (NRI)	32310	323100	2.42
LLP	16506	165060	1.24
HUF	18266	182660	1.37
IEPF	4900	49000	0.37
Total:	**1333333**	**13333330**	**100.00**

(3) Dematerialization of Shares : The Company has established connectivity with Central Depository Services (India) Limited (CDSL) and National Securities Depository Limited (NSDL) for dematerialization of shares and the same are available in electronic segment under ISIN - INE137I01015. As on 31st March, 2021, Equity shares of the Company representing 96.44% of the Company's equity share capital were in electronic form.

ix) The Company has not issued any GDRs / ADRs, warrants or any other convertible instruments.

x) Plant Locations

- Ankleshwar & Panoli, Dist. Bharuch, Gujarat.
- Chincholi & Akkalkot Road, Dist. Solapur, Maharashtra.
- Perundurai, Dist. Erode, Tamilnadu.

xi) Address for Correspondence :

GRP Limited

510, "A" Wing, Kohinoor City Commercial – I, Kirol Road, Off. L. B. S. Marg, Kurla (W), Mumbai 400 070.

Telephone: +(91)-(22)-67082500/67082600

Email : investor.relations@grpweb.com

xii) Credit rating by CRISIL Limited:

Long-Term Rating CRISIL BBB+/ Stable (outlook revised to stable from Negative)

Short-Term Rating CRISIL A2 (Reaffirmed)

13. Total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part : Rs.11.10 Lakh

14. Declaration by the Joint Managing Director for compliance with code of conduct in pursuance of Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I hereby declare that all the board members and senior management personnel of the company have affirmed to the board of directors, their compliance with the code of conduct of the company for the financial year 2020-21, pursuant to Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Place: Mumbai
Date : 21st May, 2021

Harsh Gandhi
Joint Managing Director

15. CEO and CFO certification, issued pursuant to the provisions of Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

To ,
The Board of Directors of GRP Ltd.

We have reviewed financial statements and the cash flow statement for the year ended 31st March, 2021 and that to the best of our knowledge and belief, we state that:

A. (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

(2) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

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

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

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

(1) that there are no significant changes, in internal control over financial reporting during the year;

(2) that there are no significant changes in accounting policies during the year; and

(3) that there are no instances of significant fraud of which we have become aware.

Shilpa Mehta
Chief Financial Officer

Harsh Gandhi
Joint Managing Director

Mumbai, 21st May, 2021

The above certificate was placed before the meeting of Board of Directors held on 21st May, 2021.

16. Certificate from Practicing Company Secretary

A certificate has been obtained from CS Khyati Shah, Practicing Company Secretary, confirming that none of the Directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.

17. Auditors' Certificate on Corporate Governance

Certificate regarding compliance of conditions of Corporate Governance, as stipulated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, issued by M/s. DKP & Associates, Chartered Accountants, auditors of the company, is annexed to this report.

Annexure 4

Independent Auditor's Certificate on Compliance with the Conditions of Corporate Governance as per Provisions of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To
The Members of GRP Limited
510, A Wing, Kohinoor City Commercial -1,
Kirol Road, Off L.B.S. Marg,
Kurla (West), Mumbai – 400070.

1. The Corporate Governance Report prepared by **GRP Limited** ("the Company"), contains details as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations") ('applicable criteria') with respect to Corporate Governance for the year ended 31st March, 2021. This report is required by the Company for annual submission to the Stock Exchange and to be sent to the Shareholders of the Company.

MANAGEMENT'S RESPONSIBILITY

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

AUDITOR'S RESPONSIBILITY

4. Our responsibility is to provide a reasonable assurance in the form of an opinion whether the Company has complied with the condition of Corporate Governance, as stipulated in the Listing Regulation.
5. We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Reports or Certificates for Special Purposes and the Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by ICAI.
6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.
7. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. The procedures include but not limited to verification of secretarial records and financial information of the Company and obtained necessary representations and declarations from directors including independent directors of the Company.
8. The procedures also include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

OPINION

9. Based on the procedures performed by us as referred in paragraph 7 and 8 above and according to the information and explanations given to us, we are of the opinion that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations, as applicable for the year ended 31st March, 2021, referred to in paragraph 1 above.

OTHER MATTERS AND RESTRICTION ON USE

10. This Report is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.
11. This Report is addressed to and provided to the members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this Report for events and circumstances occurring after the date of this Report.

For D K P Associates
Chartered Accountants
(Firm's Registration Number 126305W)

D. K. Doshi
Partner
Membership No. 037148
UDIN: 21037148AAAACN1101

Place: Mumbai
Date: 21st May, 2021

Annexure 5

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021

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

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021

To,

The Members,

GRP LIMITED

Plot No.8,GIDC Estate Ankleshwar-393002

CIN: L25191GJ1974PLC002555

I, **Khyati Shah, Company Secretary in Practice**, have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **GRP LIMITED** (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the **GRP LIMITED** 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, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on **31st March, 2021** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by GRP LIMITED for the financial year ended on 31st March, 2021 according to the provisions of:

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

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

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

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

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

  (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **(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) Regulation, 1993 regarding the Companies Act and dealing with the client; **(Not applicable as the Company is not registered as a Registrars to an Issue or Share Transfer Agent during the financial year under review)**

  (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable 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)**

(i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

i. Secretarial Standards issued by The Institute of Company Secretaries of India with respect to board meetings and general meetings.

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

The management has identified and confirmed the following laws as specifically applicable to the company:

1. Hazardous Wastes (Management, Handling and Trans boundary Movement) Rules, 2008
2. Indian Boilers Act, 1923

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

I 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. There were no changes in the composition of the Board of Directors during the period under review.

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

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

I 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.

I further report that during the audit period, the Company has no major / specific events, actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above viz.

(i) Public/Right/Preferential issue of shares / debentures/sweat equity etc.

(ii) Redemption / buy-back of securities

(iii) Decision by the members of the Company pursuant to section 180 of the Companies Act, 2013.

(iv) Merger/ amalgamation / reconstruction etc.

(v) Foreign technical collaborations.

For KGS & Company
Company Secretary

CS Khyati Shah
(Proprietor)
ACS:42442 CP:18549
UDIN: A042442C000352169

Date: 21-05-2021
Place: Ahmedabad

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

ANNEXURE - A OF SECRETARIAL AUDIT REPORT

To,
The Members,
GRP LIMITED
Plot No.8, GIDC Estate Ankleshwar-393002
CIN: L25191GJ1974PLC002555

My report regarding secretarial audit is to be read along with this letter.

1. It is the responsibility of the management of the company to maintain secretarial records, devise proper systems, to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.
2. **Due to COVID 19 pandemic situation and prevailing lockdown in various parts of the Country, we are not able to verify documents and registers maintained by the company physically as required under Companies Act,2013 and Secretarial Standards issued by the ICSI. We have relied on Management Declaration for the same.**
3. I 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. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.

Disclaimer:

The secretarial audit report is neither an assurance as to the future viability of the company nor the efficiency or effectiveness with which the management has conducted the affairs of the company.

For KGS & Company
Company Secretary

CS Khyati Shah
(Proprietor)
ACS:42442 CP:18549
UDIN: A042442C000352169

Date: 21-05-2021
Place: Ahmedabad

Annexure 6

THE ANNUAL REPORT ON CSR ACTIVITIES

TO BE INCLUDED IN THE BOARD'S REPORT FOR FINANCIAL YEAR ENDED 31ST MARCH 2021

1. **Brief outline on CSR Policy of the Company:**

   Company's CSR policy is to -

   - contribute towards social and economic development of the communities where it operates.
   - in addition, Company wants to build a sustainable way of life for all sections of society,
   - with emphasis and focus on Education, Health Care, Sustainable Livelihood and Empowerment of Women.

2. Composition of CSR Committee :

Sr. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee Held during the year	Number of meetings of CSR committee attended during the year
1	Rajeev M. Pandia	Chairperson of Committee (Independent Director)	1	1
2	Rajendra V. Gandhi	Managing Director	1	1
3	Harsh R. Gandhi	Joint Managing Director	1	1

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.

   http://grpweb.com/pdf/Corporate%20Social%20Responsibility%20%20Policy-2020.pdf

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report). : Not applicable

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any :

Sr. No.	Financial Year	Amount available for set-off from preceding financial years (Rs. In lakh)	Amount required to be setoff for the financial year, if any (Rs. In lakh)
1	2017-18	2.61	--
2	2018-19	--	--
3	2019-20	0.43	--
	TOTAL	3.04	--

6. Average net profit of the company as per section 135(5). : Rs.535.28 lakhs

7. (a) Two percent of average net profit of the company as per section 135(5) : Rs.10.71 lakhs

   (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years : Nil

   (c) Amount required to be set off for the financial year, if any : Nil

   (d) Total CSR obligation for the financial year (7a+7b-7c) : Rs.10.71 lakhs

8. (a) CSR amount spent or unspent for the financial year:

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

   (b) Details of CSR amount spent against ongoing projects for the financial year : Nil

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

1	2	3	4	5		6	7	8	
Sr. No.	**Name of the Project**	**Item from the list of activities in schedule VII to the Act**	**Local area (Yes/ No)**	**Location of the project**		**Amount spent for the project (Rs. lakh)**	**Mode of implementation Direct (Yes/No)**	**Mode of implementation through implementing agency**	
				State	District			Name	CSR Registration Number
1	Covid 19 Relief	Health care	Yes	Gujarat	Bharuch	0.25	Yes	Ankleshwar Human AID Trust Foundation	
2	Covid 19 Relief	Health care	Yes	Maharashtra	Mumbai	10.00	Yes	Ghatkopar Education Society	
3	Covid 19 Relief	Health care	Yes	Gujarat	Bharuch	2.00	Yes	Ankleshwar Rotary Welfare Trust	
4	Distribution of PPE kit	Health care	Yes	Maharashtra	Solapur	0.32	Yes	Local offices in Solapur	
5	Improvement in school infrastructure	Education	Yes	Maharashtra	Solapur	13.34	Yes	Zila Parishad Primary School, Chincholi	
6	Promotion of Sports	Education	Yes	Maharashtra	Mumbai	0.50	Yes	Ghatkopar Education Society	
7	Scholarship to students	Education	Yes	Maharashtra	Mumbai	3.00	Yes	Ghatkopar Education Society	
8	Toile Blocks for girls	Sustainable Livelihood	No	Gujarat	Bhavnagar	0.04	Yes	Bhavnagar Stree Kelvani Mandal	
			Total			29.45			

(d) Amount spent in Administrative Overheads : Nil

(e) Amount spent on Impact Assessment, if applicable : NA

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): Rs.29.45 Lakh

(g) Excess amount for set off, if any

Sr. No.	Particular	Amount (Rs. lakhs)
(i)	Two percent of average net profit of the company as per section 135(5)	10.71
(ii)	Total amount spent for the Financial Year	29.45
(iii)	Excess amount spent for the financial year [(ii)-(i)]	18.74
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	18.74

9. (a) Details of Unspent CSR amount for the preceding three financial years : **Nil**

   (b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): **Nil**

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year :

    No capital asset was created or acquired through CSR spent during the financial year 2020-21.

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5). : **Not applicable**

Rajendra V. Gandhi
(Managing Director &
Member CSR Committee)

Rajeev M. Pandia
(Chairperson CSR Committee)

Harsh R. Gandhi
(Joint Managing Director &
Member CSR Committee)

Annexure 7

Information pursuant to Section 197(12) of the Companies Act, 2013

1. Ratio of remuneration of each director to the median remuneration of the employees of the company for the financial year 2020-21 :

Name of director	Ratio of remuneration of each director to Median remuneration
Rajendra Gandhi	34.05
Harsh Gandhi	54.42
Rajeev Pandia	2.17
Alpana Parida	1.35
Saurabh Shah	1.35
Dr.Peter Philip	0.82
Nayna R. Gandhi	0.40
Mahesh V. Gandhi	0.30

2. Percentage increase in remuneration of each director and Key Managerial Personnel (KMP) in the financial year 2020-21 :

Name	Percentage increase in remuneration in F.Y.2020-21
Saurabh Shah	36.36
Nayna R. Gandhi	33.33
Dr.Peter Philip	27.13
Rajeev Pandia	26.90
Alpana Parida	15.38

3. Increase in the median remuneration of employees in the financial year 2020-21 is 2.48%.
4. Number of permanent employees on the rolls of the company as on 31.03.2021 : 1134
5. a) There is no average percentage increase in the salaries of employees (other than the managerial personnel) in the financial year 2020-21.

   b) There is no average percentage increase in the managerial remuneration in the financial year 2020-21.
6. The Company affirms that the remuneration is as per the remuneration policy of the Company.
7. The statement containing names of top ten employees in terms of remuneration drawn and the particulars of employees as required under Section 197 (12) of the Companies Act, 2013 (“the Act”) read with Rule 5 (2) and Rule 5 (3) of the Companies (Appointment and Remuneration of Key Managerial Personnel) Rules, 2014, is provided in a separate annexure forming a part of the report. Further, the report and the accounts are being sent to the Members excluding the aforesaid annexure. In terms of Section 136 of the Act, the said annexure will be available for inspection of the Shareholders through electronic mode. Shareholders may write to the Company at investor.relations@grpweb.com in that regard.

   There was no Employee employed throughout the financial year or part thereof, who was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, was in excess of that drawn by the Managing Director or Whole Time Director or Manager and who holds by himself or along with his spouse and dependent children, two percent or more of the equity shares of the company.

Annexure 8

Information pursuant to Section 134 (3)(m) & (q) of the Companies Act, 2013

A) Conservation of energy, Technology absorption, Foreign exchange earnings and outgo:

1. Conservation of energy:

Measures taken:

a. Installation of capacitors on individual equipment and continuous monitoring of power factor at each location above 0.98 and improving the power utilisation in the plant.

b. Provision of automatic power factor control panel to maintain the same at desired levels of above 0.98. This is being done for all the new projects as well as the old plants.

c. Savings in water consumption by using Sewage Treatment Plant (STP) at Ankleshwar, Panoli and Chincholi (Solapur) plants. Treated water from such treatment is being used for gardening at all the locations.

d. Regular maintenance of steam condensate traps and safety valves to avoid leakages. This is a continuous process. This will result in saving 2% heat loss.

e. Maintaining the cleanliness and timely planned repairs for the boilers and heaters at all locations resulting into less emissions and better thermal efficiencies. This has also resulted into fuel savings.

f. Installation of turbo ventilators in the factory roofs. This is ensuring the required air changes in the plant leading to better ambient conditions.

g. Installation of energy meters on the high capacity motors in the plants and close monitoring of the motor load resulted in considerable reduction of losses due to inefficiencies. Company is also planning to install three energy efficient motors during the financial year 2021-22

h. Tree plantation: planting of 60 big trees and 45 small trees at Chincholi (Solapur) plant, 3,985 plants along with saplings at Ankleshwar plant and 545 plants along with saplings at Panoli plant.

i. Company is also planning to switch over to the usage of cleaner fuels like piped natural gas. Possibility being explored for Solapur plant. Other plants have already switched over to natural gas. This will considerably reduce greenhouse emmissions.

j. 1.0 MW Solar rooftop power plant operative at Chincholi (Solapur) plant, which is helping save around 7 Lakh energy units annually. Company is further planning to augment the solar generation capacity at Chincholi (Solapur) plant by another 1.0 MW. This will improve company’s solar footprint at Chincholi (Solapur) plant by 15 % as opposed to 7% earlier.

k. Sourcing of the wind energy for Ankleshwar plant has started from November, 2019, which continues to be about 8% of the total electricity consumption.

Impact of above measures:

- Optimization of energy consumption.
- Savings in energy consumption
- Received power factor incentive from State Electricity Board
- Savings in energy and fuel cost.
- Solar plant at Chincholi (Solapur) has reduced our carbon footprint by 655 metric tonnes in the year 2020-21

2. Technology Absorption:

a. Company does not use any imported technology for manufacture of reclaimed rubber.

b. Research & Development (R&D):

Company has set up a full-fledged R&D centre at its Panoli plant. The same has been approved during the financial year 2014-15, and further renewed upto financial year 2022-23 by Department of Scientific and Industrial Research (DSIR), Government of India, New Delhi.

Your Company continues its endeavour towards the following:

i. Development of new reclaiming process for different elastomers.

ii. Improvements in existing process and product quality.

iii. Development of poly-blends and thermoplastic elastomers.

iv. Continual improvement of products, processes and production process through innovation using in house technology.

v. Laboratory scale development of value added products using waste and scrap of various elastomers.

Expenditure on R&D

During the financial year 2020-21 your company has spent Rs.155.11 lakhs on revenue items debited to respective accounts in the Profit & Loss account and Rs.0.31 lakhs on Capital WIP & Plant & Machinery.

3. Foreign Exchange Earnings & Outgo

	Rs. in Lakhs
Earnings in foreign exchange towards export of goods	17,188.65
Foreign exchange outgo on account of imports, commission on exports and other expenses	1,486.70

B) Adequacy of internal financial controls with reference to the financial statements:

Directors of your Company have laid down an adequate internal financial control system comprising of plan of the organization and all the coordinate methods and measures adopted with a business to safeguard its assets, check the accuracy and reliability of its accounting data, promote operational efficiency, encourage adherence to prescribed managerial policies, compliance with applicable laws and regulations and prevention and detection of errors and frauds.

The important elements of the internal financial control system are:

1. Planning
2. Budgeting
3. Operating and measurement
4. Reporting and Analysis

Various control techniques are in place such as prevention, detection and correction.

Control activities comprise of:

1) Top Level Reviews

   a) Top Management Committee reviews the results of various areas of performance, comparing those results with budgets, competitor analysis and other benchmark measurements.

   b) Review meetings are conducted by the Joint Managing Director with the Head of Departments at Head Office on a weekly basis. The Managing Director and one of the Independent Director of the Company also participate in these meetings.

2) Direct Functional Management

   All the functional heads are reviewing the operational reports on a daily basis and corrective action is taken up immediately wherever necessary.

3) Physical Controls

   Physical verification of inventories and cash is done on a monthly basis and fixed assets is conducted every year to cover all assets once in three years at Head Office and at all locations.

4) Compliance Controls

   Compliance Officer reviews the Compliance Report sent by concerned Head of Departments in the Organization.

5) Accounting and Administrative Controls

   a) Duties are divided or segregated among different people to reduce the risk of inappropriate actions.

   b) Transactions are executed in accordance with management's general or specific authorization.

   c) Transactions are recorded as necessary to permit preparation of financial statements in conformity with the generally accepted accounting principles.

   There is an effective Risk Management Program as an important component of internal control. At each level and function in the organization, risks are identified and assessed. Measures to mitigate risks are noted and implemented. Risks for each function and measures are evaluated and discussed at the review meetings on a monthly basis by the Head of Departments with the Top Management and the same is updated and presented to the Board on a quarterly basis.

INDEPENDENT AUDITOR'S REPORT

To
The Members of GRP Limited
Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of **GRP Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2021, the Statement of Profit and Loss (Including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the Standalone Financial Statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2021, and its profits including Other Comprehensive Income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

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

We have determined the matters described below to be the Key Audit Matters to be communicated in our report

1. Interest liability on delayed payment to Micro and Small Enterprises

We draw attention to note No 19 of Standalone Financial Statement -Trade payable, the company has incurred interest liability on account of delayed payment to micro and small enterprises of Rs 8.14 lakhs for the financial year 2020-21. Cumulative amount of interest payable outstanding as on 31st March 2021 on account of delayed payment to Micro and Small Enterprises is Rs. 23.66 lakhs.

Auditor's Response

Our Audit Procedure in respect of above Key audit matters included:

a) Verification of Vendor Master to identify the Micro and Small Enterprises.

b) Terms of payment to Micro and small Enterprises.

c) Verification of the interest liability on account of delayed payment to Micro and Small Enterprises.

As discussed with the management, the company will be starting with the process of payment of interest to Micro and Small Vendors from the financial year 2021-22.

2. Contingent Liabilities

We draw attention to Note no 32 of the Standalone Financial Statements, the Company has material amounts arising from uncertain tax positions including disputes related to Income Tax, Excise Duty, Value Added Tax. These matters involve significant management judgment to determine the possible outcomes.

Auditor's Response

We obtained details of completed assessments during the year ended 31st March, 2021 from the management, considered the estimates made by the management in respect of tax provisions and possible outcomes of the dispute. Additionally we also considered the effect of new information in respect of uncertain tax positions and matters under dispute as at 31st March 2021 to evaluate whether any changes were required in the managements position on these uncertainties.

Other Information

The Company's Management and Board of Directors is responsible for the preparation of other information. The other information includes the information in Annual Report, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the Standalone Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance including Other Comprehensive Income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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, the Board of Directors 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing 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 Standards on Auditing, we exercise professional judgment and maintain professional scepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013 as amended, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   - (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
   - (d) In our opinion, the aforesaid Standalone Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2015, as amended.
   - (e) On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164(2) of the Act.
   - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
   - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 , in our opinion and to the best of our information and according to the explanations given to us:
     - i. The Company has disclosed the impact of pending litigations on its Standalone Financial Statements- Refer Note No. 32 to the Standalone Financial Statements.
     - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any on long-term contracts including derivative contracts.
     - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31st March, 2021
3. As required by Section 197(16) of the Act, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of the limits laid down under Section 197 read with Schedule V of the Act.

For DKP & Associates
Chartered Accountants
Firm's Registration No. 126305W

D K Doshi
Partner
Membership No. 037148
UDIN: 21037148AAAACJ2666

Place: Mumbai
Date: 21st May, 2021

"ANNEXURE A" TO THE INDEPENDENT AUDITOR'S REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF GRP LIMITED

(Referred to in Paragraph 1 under the heading of "Report on other legal and regulatory requirements" of our report of even date)

i. In respect of its fixed assets :

a. The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets on the basis of available information.

b. As explained to us, all the fixed assets have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.

c. According to the information and explanation given to us and on the basis of our examination of the records of the company, the title deeds of immovable property are held in the name of the company.

ii. As explained to us, physical verification of the inventories have been conducted at reasonable intervals by the management, which in our opinion is reasonable, having regard to the size of the Company and nature of its inventories. No material discrepancies were noticed on such physical verification.

iii. According to the information and explanations given to us, The Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under Section 189 of the Act. Consequently, the requirement of clause (iii) of paragraph 3 of the Order is not applicable to the Company.

iv. In our opinion and according to the information and explanations provided to us, the company has not granted any loans or provided any guarantees or security to parties covered under section 185 of the Act. The company has complied with provisions of section 186 of the Act in respect of investments made or loans or guarantees or securities provided to parties covered under section 186.

v. According to the information and explanations given to us, the Company has not accepted any deposits within the meaning of provisions of sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Therefore, the clause(v) of paragraph 3 of the Order is not applicable to the Company

vi. We have broadly reviewed the books of accounts maintained by the company pursuant to the rules made by the Central Government for the maintenance of Cost records under section 148 of the Act and are of the opinion that prima facie, the prescribed accounting records have been made and maintained.

vii. In respect of Statutory dues :

a. According to the records of the Company, undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Goods and Service Tax, Service Tax, Duty of Custom, Duty of Excise, Value Added Tax, Cess and any other statutory dues have been generally regularly deposited with appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues, were outstanding as at 31st March, 2021 for a period of more than six months from the date becoming payable.

b . According to the information and explanations given to us and to the records of the Company examined by us particulars of dues of income tax, sales tax including value added tax, duty of excise, goods and service tax, cess as at 31st March, 2021 which have not been deposited on account of dispute are as follows:

Name of The Statute	Nature of Dues	Period to which the amount relates	Amount (Rs in lakhs)	Forum Where Dispute is pending
Maharashtra Value Added Tax	Sales Tax/VAT	FY 2011-12	88.69	Deputy Commissioner (Appeal)
Maharashtra Value Added Tax	Sales Tax/VAT	FY 2013-14	49.97	Deputy Commissioner(Appeal)
Maharashtra Value Added Tax	Sales Tax/VAT	FY 2015-16	39.95	Joint Commissioner (Appeal)
Maharashtra Value Added Tax	Sales Tax/VAT	FY 2016-17	45.55	Joint Commissioner (Appeal)
Tamilnadu Value Added Tax	Sales Tax/VAT	FY 2013-14	6.64	Dy. Commissioner (Appeal)
Tamilnadu Value Added Tax	Sales Tax/VAT	FY 2014-15	11.97	Assistant Commissioner Sales Tax
Tamilnadu Value Added Tax	Sales Tax/VAT	FY 2015-16	11.19	Assistant Commissioner Sales Tax
Gujarat Value added Tax	Sales Tax/VAT	FY 2016-17	9.00	Dy. Commissioner (Appeal)
Income Tax Act,1961	Income Tax	FY 2014-15	84.84	CIT(A)-Mumbai
Income Tax Act,1961	Income Tax	FY 2015-16	20.11	CIT(A)-Mumbai
Income Tax Act,1961	Income Tax	FY 2016-17	88.33	CIT(A)-Mumbai
The Central Excise Act, 1944.	Central Excise	January 2005 to March 2012	131.82	CESTAT

viii. In our opinion and according the information and explanations given to us, the company has not defaulted in repayment of loans or borrowings to the Banks or Financial institution, government and dues to debenture holder; hence clause (viii) of paragraph 3 of the Order is not applicable to the Company.

ix. According to the information and explanation given to us and based on our audit procedures, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) and the company has obtain the term loans which are applied for the purpose for which they were taken .

x. In our opinion, based on the audit procedures performed for the purpose of reporting the true and fair view of the Standalone Financial Statements and as per information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.

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

xii. In our opinion Company is not a Nidhi Company and hence reporting under, the provisions of clause (xii) of paragraph 3 of the Order are not applicable to the Company.

xiii. In our opinion and according to information and explanations provided by the management, transactions with related parties are in compliance with section 177 and 188 of the Act, where applicable and the details have been disclosed in the Standalone Financial Statements, as required by the applicable accounting standards.

xiv. In our opinion and according to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year and hence reporting under clause (xiv) of paragraph 3 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 transaction with the directors or persons connected with him and covered under section 192 of the Act and hence reporting under clause (xv) of the paragraph 3 of the Order is not applicable to the Company.

xvi. In our opinion, to the best of our knowledge and 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 DKP & Associates
Chartered Accountants
Firm's Registration No. 126305W

D K Doshi
Partner
Membership No. 037148
UDIN: 21037148AAAACJ2666

Place: Mumbai
Date: 21st May, 2021

"ANNEXURE B" TO THE INDEPENDENT AUDITOR'S REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF GRP LIMITED

(Referred to in paragraph 2 (f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date)

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

We have audited the internal financial controls with reference to standalone financial statements over Financial Reporting of GRP LTD. ("the Company") as of 31st March, 2021 in conjunction with our audit of the standalone financial statements of the Company for the year then ended.

Management Responsibility for the Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Standalone Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note issued by ICAI and the Standards on auditing prescribed under Section 143(10) of the Act, 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 with reference to financial statements 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to standalone financial statements 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 31st March, 2021 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For DKP & Associates
Chartered Accountants
Firm's Registration No. 126305W

D K Doshi
Partner
Membership No. 037148
UDIN: 21037148AAAACJ2666

Place: Mumbai
Date: 21st May, 2021

BALANCE SHEET AS AT 31st MARCH, 2021

(₹ in lakhs)

	Notes	As at 31-March-2021	As at 31-March-2020
ASSETS			
NON-CURRENT ASSETS			
Property, Plant and Equipment	2A	9,791.63	10,904.17
Capital work in progress	2B	161.83	133.56
Right of Use assets	2C	921.78	990.32
Investment Property	2D	104.91	107.23
Intangible assets	2E	11.51	15.08
Intangible assets under development	2F	31.49	31.49
Financial Assets			
Investments	3	777.88	842.90
Other Non-current assets	4	270.35	307.94
Total Non-Current Assets		**12,071.38**	**13,332.69**
CURRENT ASSETS			
Inventories	5	4,321.95	4,615.58
Financial Assets			
Trade receivables	6	6,344.80	6,497.25
Cash and cash equivalents	7	1,370.52	823.55
Other Bank balances	8	9.29	19.69
Other Financial Assets	9	235.04	33.93
Current Tax Assets (Net)	10	148.74	92.23
Other Current Assets	11	747.73	1,918.46
Total Current Assets		**13,178.07**	**14,000.69**
Total Assets		**25,249.45**	**27,333.38**
EQUITY AND LIABILITIES			
EQUITY			
Equity Share Capital	12	133.33	133.33
Other Equity	13	13,425.51	12,991.39
Total Equity		**13,558.84**	**13,124.72**
LIABILITIES			
NON-CURRENT LIABILITIES			
Financial Liabilities			
Borrowings	14	1,572.72	1,148.03
Other Financial liabilities	15	36.48	85.43
Provisions	16	74.26	65.85
Deferred Tax Liabilities (Net)	17	1,559.51	1,566.37
Total Non-Current Liabilities		**3,242.97**	**2,865.68**

BALANCE SHEET AS AT 31st MARCH, 2021

(₹ in lakhs)

	Notes	As at 31-March-2021	As at 31-March-2020
CURRENT LIABILITIES			
Financial Liabilities			
Borrowings	18	5,150.30	6,907.52
Trade Payables			
- Dues of micro and small enterprises	19	198.59	213.49
- Dues of creditors other than micro and small enterprises	19	1,493.76	2,237.76
Other Financial liabilities	20	530.22	933.40
Other Current Liabilities	21	973.19	944.76
Provisions	22	101.58	106.05
Total Current Liabilities		**8,447.64**	**11,342.98**
Total Liabilities		**11,690.61**	**14,208.66**
Total Equity and Liabilities		**25,249.45**	**27,333.38**
Significant Accounting policies	1		
See accompanying Notes to the Financial Statements	2 - 46		

As per our Report of even date

For DKP & Associates
Chartered Accountants
Firm Registration No. 126305W

Deepak K. Doshi
Partner

Membership no. 037148

Mumbai, 21st May, 2021

For and on behalf of the Board of Directors

Rajendra V Gandhi
Managing Director

Harsh R Gandhi
Joint Managing Director

Shilpa Mehta
Chief Financial Officer

Abhijeet Sawant
Company Secretary

Mumbai, 21st May, 2021

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

(₹ in lakhs)

	Notes	Year ended 31st March 2021	Year ended 31st March 2020
INCOME			
Revenue from Operations	23	29,652.44	36,612.16
Less: Goods and Service Tax Recovered		1,700.26	1,749.58
Revenue from Operations (Net)		27,952.18	34,862.58
Other Income	24	181.99	66.95
Total Income		**28,134.17**	**34,929.53**
EXPENSES			
Cost of Materials consumed		13,386.59	17,518.77
Changes in inventories of finished goods and work-in-progress	25	228.66	(318.30)
Employee benefits expenses	26	4,846.42	6,042.41
Finance Costs	27	535.09	812.91
Depreciation & Amortisation expenses	28	1,252.63	1,349.46
Other Expenses	29	7,816.71	9,749.55
Total Expenses		**28,066.10**	**35,154.80**
Profit before Exceptional items and Tax		**68.07**	**(225.27)**
Exceptional Items		-	-
Profit Before Tax		**68.07**	**(225.27)**
Tax Expense			
- Current Tax	30	14.70	-
- Short / (Excess) Provision for earlier years		(15.20)	(46.67)
- Deferred Tax		(95.09)	(478.45)
Total Tax Expenses		**(95.59)**	**(525.12)**
Profit for the year		**163.66**	**299.85**
Other Comprehensive Income			
A) Items that will not be reclassified to statement of profit and loss			
- Remeasurement benefit of defined benefit plans		26.14	(179.79)
- Income tax expense on remeasurement benefit of defined benefit plans		(6.80)	46.75
B) Items that will be reclassified to statement of profit and loss			
- Cashflow Hedge Reserve		339.34	(296.21)
- Income tax expense on Cashflow Hedge Reserve		(88.23)	91.89
Total Other Comprehensive Income (A + B)		270.45	(337.36)
Total Comprehensive Income for the year		**434.11**	**(37.51)**
Earning Per Equity share of Face value of ₹ 10/- each	39		
(1) Basic (in ₹)		12.27	22.49
(2) Diluted (in ₹)		12.27	22.49
Significant Accounting policies	1		
See accompanying Notes to the Financial Statements	2 - 46		

As per our Report of even date

For DKP & Associates
Chartered Accountants
Firm Registration No. 126305W

Deepak K. Doshi
Partner
Membership no. 037148

Mumbai, 21st May, 2021

For and on behalf of the Board of Directors

Rajendra V Gandhi
Managing Director

Harsh R Gandhi
Joint Managing Director

Shilpa Mehta
Chief Financial Officer

Abhijeet Sawant
Company Secretary

Mumbai, 21st May, 2021

CASHFLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2021

(₹ in lakhs)

	Year ended 31st March 2021	Year ended 31st March 2020
Cash flow from Operating activities		
Net profit before tax and extra ordinary items	68.07	(225.27)
Adjustments for		
- Depreciation	1,252.63	1,349.46
- Share of (profit) / loss in LLP	15.40	(25.97)
- (Profit) / Loss on sale of Property, plant and equipment (Net)	(109.76)	(0.13)
- Interest Income	(46.96)	(17.96)
- Interest Expense	535.09	812.91
- Rent Income	(3.00)	(21.00)
- Net unrealised foreign exchange (gain)/loss	111.54	(10.28)
- Employee benefits expenses	30.07	184.41
Operating Profit before working capital changes	**1,853.08**	**2,046.17**
Adjustments for		
- (Increase)/Decrease in Trade and other receivables	1,108.86	(509.64)
- (Increase)/Decrease in Inventories	293.63	(1,175.36)
- Increase/(Decrease) in Trade and other payable	(773.86)	470.90
Cash generated from operations	**2,481.71**	**832.07**
Direct taxes paid (net of refund)	(6.34)	(81.91)
Net cash generated from operating activities	**2,475.37**	**750.16**
Cash flow from investing activities		
- Interest received	49.21	12.55
- Sale proceeds of Property, plant and equipment	334.92	7.20
- Rent Income	3.00	21.00
- Investments	49.63	(8.39)
- Purchase of Property, plant and equipment	(357.99)	(1,194.93)
Net cash used in investing activities	**78.76**	**(1,162.56)**
Cash flow from financing activities		
- Loans repaid (Net of borrowings)	(1,405.61)	1,870.26
- Interest paid	(543.30)	(803.63)
- Payment of Lease Liabilities	(58.25)	(48.30)
- Dividend & Dividend tax paid	-	(218.48)
Net cash used in financing activities	**(2,007.16)**	**799.85**
Net increase / (Decrease) in cash and cash equivalents	**546.97**	**387.45**
Cash and cash equivalents at the beginning of the year	823.55	436.10
Cash and cash equivalents at the closing of the period	**1,370.52**	**823.55**
Cash and Bank Balances		
Cash and cash equivalents		
Cash on hand	1.62	1.78
Balance with banks		
- In Current accounts	262.09	416.07
- In Cash Credit Accounts	4.00	58.85
- In EEFC accounts	156.37	346.85
- Deposits with original maturity of less than 3 months	946.44	-
	1,370.52	**823.55**
Other Bank Balance (Refer note no. 8)	9.29	19.69

CASHFLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2021

CHANGE IN LIABILITY ARISING FROM FINANCING ACTIVITIES

	1st April, 2020	Cash Flow	Foreign Exchange Movement	31st March, 2021
Borrowing - Long Term (Refer Note 14)	1,594.17	351.61	-	1,945.78
Borrowing - Short Term (Refer Note 18)	6,907.52	(1,757.22)	-	5,150.30
	8,501.69	**(1,405.61)**	**-**	**7,096.08**

	1st April, 2019	Cash Flow	Foreign Exchange Movement	31st March, 2020
Borrowing - Long Term (Refer Note 14)	504.89	1,089.29	-	1,594.17
Borrowing - Short Term (Refer Note 18)	5,886.02	780.97	240.53	6,907.52
	6,390.91	**1,870.26**	**240.53**	**8,501.69**

The above Cash Flow Statement has been prepared under the “Indirect Method” as set out in the Indian Accounting Standard (IND AS-7) - Statement of Cashflow.

As per our Report of even date

For DKP & Associates
Chartered Accountants
Firm Registration No. 126305W

Deepak K. Doshi
Partner

Membership no. 037148

Mumbai, 21st May, 2021

For and on behalf of the Board of Directors

Rajendra V Gandhi
Managing Director

Harsh R Gandhi
Joint Managing Director

Shilpa Mehta
Chief Financial Officer

Abhijeet Sawant
Company Secretary

Mumbai, 21st May, 2021

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

(₹ in lakhs)

Particulars	Equity Share Capital	Other Equity								TOTAL EQUITY
		Reserves and Surplus					Other comprehensive Income		TOTAL OTHER EQUITY	
		Special capital incentive and Subsidy	Profit on re-issue of forfeited shares	Securities Premium account	General Reserve	Retained Earnings	Actuarial Gain /(Loss)	Effective portion of Cash Flow Hedges		
Balance at the beginning of the reporting period i.e. 1st April, 2019 (a)	**133.33**	**53.30**	**0.01**	**41.67**	**6,500.00**	**6,545.04**	**65.93**	**39.95**	**13,245.90**	**13,379.23**
Profit for the year	-	-	-	-	-	299.85	-	-	299.85	299.85
Items of OCI for the year, net of tax										
Remeasurement gain/(loss) of defined benefit plans	-	-	-	-	-	-	(133.04)	-	(133.04)	(133.04)
Fair value changes on cash flow hedge, net of tax	-	-	-	-	-	-	-	(204.32)	(204.32)	(204.32)
Total Comprehensive Income (b)	-	-	-	-	-	299.85	(133.04)	(204.32)	(37.51)	(37.51)
Appropriation during the year										
Dividend on Equity Shares (₹ 8.00 per share)	-	-	-	-	-	(106.67)	-	-	(106.67)	(106.67)
Tax on Dividend	-	-	-	-	-	(21.93)	-	-	(21.93)	(21.93)
Interim Dividend on Equity Shares (₹ 5.50 per Share)	-	-	-	-	-	(73.33)	-	-	(73.33)	(73.33)
Tax on Interim Dividend	-	-	-	-	-	(15.07)	-	-	(15.07)	(15.07)
Total of Appropriations (c)	**-**	**-**	**-**	**-**	**-**	**(217.00)**	**-**	**-**	**(217.00)**	**(217.00)**
Balance at the end of the reporting period i.e. 31st March, 2020 (a+b+c=d)	**133.33**	**53.30**	**0.01**	**41.67**	**6,500.00**	**6,627.89**	**(67.11)**	**(164.37)**	**12,991.39**	**13,124.72**
Profit for the year	-	-	-	-	-	163.66	-	-	163.66	163.66
Items of OCI for the year, net of tax										
Remeasurement gain / (loss) of defined benefit plans	-	-	-	-	-	-	19.34	-	19.34	19.34
Fair value changes on cash flow hedge, net of tax	-	-	-	-	-	-	-	251.11	251.11	251.11
Total Comprehensive Income (e)	**-**	**-**	**-**	**-**	**-**	**163.66**	**19.34**	**251.11**	**434.11**	**434.11**
Appropriation during the year										
Dividend on Equity Shares	-	-	-	-	-	-	-	-	-	-
Tax on Dividend	-	-	-	-	-	-	-	-	-	-
Interim Dividend on Equity Shares	-	-	-	-	-	-	-	-	-	-
Tax on Interim Dividend	-	-	-	-	-	-	-	-	-	-
Total of Appropriations (f)	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Balance at the end of the reporting period i.e. 31st March, 2021 (d+e+f)	**133.33**	**53.30**	**0.01**	**41.67**	**6,500.00**	**6,791.55**	**(47.77)**	**86.74**	**13,425.50**	**13,558.83**

As per our Report of even date

For DKP & Associates
Chartered Accountants
Firm Registration No. 126305W

Deepak K. Doshi
Partner

Membership no. 037148

Mumbai, 21st May, 2021

For and on behalf of the Board of Directors

Rajendra V Gandhi
Managing Director

Harsh R Gandhi
Joint Managing Director

Shilpa Mehta
Chief Financial Officer

Abhijeet Sawant
Company Secretary

Mumbai, 21st May, 2021

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

(₹ in lakhs)

CORPORATE INFORMATION

GRP Limited (the 'Company') is a public limited Company domiciled and incorporated in India under the Companies Act, 1956. The registered office of the Company is situated at Plot No.8, GIDC Estate, Ankleshwar - 393002, Dist. Bharuch, Gujarat, India.

The Company is engaged mainly in manufacturing of Reclaim Rubber. Its other businesses include Power generation from Windmill, Manufacturing of Engineering Plastics, Custom Die Forms and Polymer Composite Products. The Company has manufacturing plants in India and sales in Domestic as well as International market. The equity shares of the Company are listed on the BSE Ltd. (BSE) and National Stock Exchange of India Ltd. (NSE).

1 SIGNIFICANT ACCOUNTING POLICIES AND KEY ACCOUNTING ESTIMATES AND JUDGEMENTS

SIGNIFICANT ACCOUNTING POLICIES:

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied for all the years presented, unless otherwise stated.

1.1 Basis of preparation and presentation of financial statements:

These financial statements are the separate financial statements of the Company (also called Standalone Financial Statements) prepared in accordance with Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act, 2013, read together with the Companies (Indian Accounting Standards) Rules, as amended from time to time.

These financial statements have been prepared and presented under the historical cost convention, except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below. The accounting policies have been applied consistently over all the periods presented in these financial statements. These financial statements are presented in Indian Rupees, which is also its functional currency, and all values are rounded to the nearest lakhs, except when otherwise stated.

1.2 Current / Non-current classification:

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

1.3 Summary of Significant Accounting policies

(A) Property, Plant and Equipment

Tangible assets:

An item of property, plant and equipment that qualifies as an asset is measured on initial recognition at cost. Following initial recognition, items of property, plant and equipment are carried at its cost less accumulated depreciation and accumulated impairment losses, if any.

The cost of an item of property, plant and equipment comprises of its purchase price including import duties and other non refundable purchase taxes or levies, directly attributable cost of bringing the asset to its working condition for its intended use. Any trade discounts and rebates are deducted in arriving at the purchase price. Expenses directly attributable to new manufacturing facility during its construction period including borrowing costs are capitalized, if the recognition criteria are met. Expenditure related to plans, designs and drawings of buildings or plant and machinery is capitalized under relevant heads of property, plant and equipment if the recognition criteria are met.

Gains or losses arising from derecognition of assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss.

Capital work in progress and Capital advances:

Cost of assets not ready for intended use, as on the Balance Sheet date, is shown as capital work in progress. Advances given towards acquisition of property, plant and equipment outstanding at each Balance Sheet date are disclosed as Other Non-Current Assets.

Depreciation:

Depreciation on assets is provided on straight line method for the period for which the assets have been used as under:

(a) Depreciation on assets is provided over the useful life of assets as prescribed under schedule II of the Companies Act, 2013.

(b) Plant and machinery which have worked for more than single shift, depreciation is provided for accordingly as per rate prescribed in schedule II of the Companies Act, 2013.

(c) Leasehold land is amortised over the period of lease.

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

(₹ in lakhs)

Intangible Assets and Amortisation:

Intangible Assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortised on a straight line basis over their estimated useful lives. The amortisation period and the amortisation method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortisation period is changed accordingly. Gain or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognized as income or expense in the Statement of Profit and Loss. The period of amortisation is as under :

Asset	Period of amortisation
Computer Software	6 years
Copyrights	10 years
Trademark	10 years

(B) Finance Costs:

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs, if any, directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalised, all other borrowing costs are charged to the statement of profit and loss for the period in which they are incurred.

(C) Investment Properties:

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Company for its business, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and wherever applicable its borrowing costs. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance costs are charged to the statement of profit and loss for the period in which they are incurred.

Investment properties are depreciated using the straight-line method over their estimated useful lives as follows:

Asset Category	Useful life	Basis for charging Depreciation
Office Building	60	Life as prescribed under Schedule-II of the Companies Act, 2013

Though the company measures investment property using cost based measurement, the fair value of investment property is disclosed in the note 2D. Fair values are determined based on an annual evaluation performed by an external independent valuer.

(D) Impairment of non-financial assets - property, plant and equipment and Intangible Assets:

The Company assesses at each reporting date as to whether there is any indication that any property, plant and equipment and intangible assets or group of assets, called cash generating units (CGU) may be impaired. If any such indication exists the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs.

An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

(E) Government Grants and Subsidy:

Special capital incentive and subsidy received from the Government for setting up or expansion of an industrial undertaking in undeveloped area of State, is credited to Special capital incentive and subsidy account under Capital Reserve Account.

(F) Tax Expenses:

Tax expense is the aggregate amount included in the determination of profit or loss for the period in respect of current tax and deferred tax.

Current tax:

Current tax is the amount of income taxes payable in respect of taxable profit for a period. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible under the Income Tax Act, 1961.

Current tax is measured using tax rates that have been enacted by the end of reporting period for the amounts expected to be recovered from or paid to the taxation authorities.

Minimum Alternative Tax (MAT) credit entitlement is recognised in accordance with the Guidance Note on “Accounting for credit available in respect of Minimum Alternative Tax under the Income-tax Act, 1961” issued by ICAI. MAT credit is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. At each balance sheet date the company re-assesses MAT credit assets to the extent they become reasonably certain or virtually certain of realisation, as the case may be and adjusts the same accordingly.

Deferred tax:

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit under Income Tax Act, 1961.

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

Presentation of current and deferred tax:

Current and deferred tax are recognized as income or an expense in the Statement of Profit and Loss, except when they relate to items that are recognized in Other Comprehensive Income, in which case, the current and deferred tax income/ expense are recognized in Other Comprehensive Income.

(G) Inventories:

Items of inventories are measured at lower of cost or net realisable value after providing for obsolescence , if any. Cost of Inventories comprises of cost of purchase, cost of conversion and other costs incurred in bringing them to their respective present location and condition. Cost of raw materials, stores & spares, packing materials are determined on weighted average basis. However raw materials are written down to realisable value only if the cost of the related finished goods is not expected to recover the cost of raw materials.

Work-in-progress and finished goods are valued at lower of cost and net realisable value. Cost of work in progress and finished goods is determined on absorption costing method which include cost of conversion and other costs incurred in bringing the inventories to their present location and condition.

(H) Financial Instruments:

1 Financial Assets

a Initial recognition and measurement:

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

b Subsequent measurement

I Financial assets carried at amortised cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

II Financial assets at fair value through other comprehensive income

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

III Financial assets at fair value through profit or loss

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

c Impairment of financial assets

In accordance with Ind AS 109, the Company uses ‘Expected Credit Loss’ (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL).

Expected credit losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For trade receivables Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

2 Financial Liabilities

a Initial recognition and measurement:

All financial liabilities are recognized initially at fair value and in case of loans and borrowings, net of directly attributable cost. Cost of recurring nature are directly recognised in profit or loss as finance cost.

b Subsequent measurement:

Financial liabilities are subsequently carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

3 Derivative Financial Instruments

The Company uses various derivative financial instruments such as forwards and options to mitigate the risk of changes foreign exchange rates. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are also subsequently measured at fair value. Derivatives are carried as other financial assets when the fair value is positive and as other financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to Statement of Profit and Loss, except for the effective portion of cash flow hedges which is recognised in Other Comprehensive Income and later to Statement of Profit and Loss when the hedged item affects profit or loss or treated as basis adjustment if a hedged forecast transaction subsequently results in the recognition of a non-financial assets or non-financial liability.

4 Derecognition of financial instruments

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

(I) Fair Value:

The Company measures financial instruments at fair value in accordance with the accounting policies mentioned above. 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:

- in the principal market for the asset or liability, or
- in the absence of a principal market, in the most advantageous market for the asset or liability

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

Level 1 — quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly

Level 3 — inputs that are unobservable for the asset or liability

For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period and discloses the same.

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

(₹ in lakhs)

(J) Investment in Subsidiary and Associate Companies:

The Company has elected to recognize its investments in subsidiary and associate companies at cost in accordance with the option available in Ind AS 27, 'Separate Financial Statements'. The details of such investments are given in Note 3.

(K) Revenue Recognition:

(i) Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services.

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

Revenue from rendering of services is recognised over time by measuring the progress towards complete satisfaction of performance obligations at the reporting period.

Revenue is measured at the amount of consideration which the company expects to be entitled to in exchange for transferring distinct goods or services to a customer as specified in the contract, excluding amounts collected on behalf of third parties (for example taxes and duties collected on behalf of the Government). Consideration is generally due upon satisfaction of performance obligations and a receivable is recognized when it becomes unconditional.

(ii) Income from Power generation is accounted on the basis of certification of Gujarat Electricity Development Authority.

(iii) Credits on account of Duty drawback and other benefits, which are due to be received with reasonable certainty, are accrued upon completion of exports.

(iv) Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

(v) Profit / Loss from investment in LLP is accounted at the time of finalisation of accounts of LLP

(vi) Dividend income is recognized when the right to receive dividend is established.

(L) Foreign currency transactions and translation:

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets, are capitalized as cost of assets.

(M) Employee Benefits:

Short Term Employee Benefits:

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits. Expense in respect of other short term benefits is recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee.

Post Employment Employee Benefits :

(i) **Defined Contribution Plans :**

(a) Provident Fund:

The company makes specified monthly contribution to statutory provident fund in accordance with the Employees Provident Fund & Miscellaneous Provisions Act, 1952, which is a defined contribution plan and contribution paid or payable is recognized as an expense in the period in which services are rendered by the employee.

(b) Superannuation:

The Company has Superannuation Plan for its executives - a defined contribution plan. The Company makes annual contribution of the covered employees' salary, subject to maximum of ₹ 1.50 lakh per employee, for the executive opting for the benefit. The plan is managed by a Trust and the funds are invested with Life Insurance Corporation of India under its Group Superannuation Scheme. Annual contributions as specified under the Trust deed are paid to the Life Insurance Corporation of India and recognised as an expense of the year in which the liability is incurred.

(ii) **Defined Benefit Plans:**

(a) Gratuity:

The Company pays gratuity to the employees who have completed five years of service with the Company at the time of resignation/superannuation. The gratuity is paid @15 days salary for every completed year of service as per the Payment of Gratuity Act, 1972.

The gratuity liability amount is contributed to the approved gratuity fund formed exclusively for gratuity payment to the employees. The gratuity fund has been approved by respective Income Tax authorities.

The liability in respect of gratuity and other post-employment benefits is calculated using the Projected Unit Credit Method and spread over the period during which the benefit is expected to be derived from employees' services.

Re-measurement of defined benefit plans in respect of post-employment and other long term benefits are charged to the Other Comprehensive Income.

(b) Leave Encashment:

Provision for leave encashment, which is a defined benefit, is made based on actuarial valuation done by an independent agency of notified actuaries by using the projected unit credit method. Actuarial Gains / Losses, if any are recognised in the statement of profit and loss.

(N) Lease:

The Company, as a lessee, recognizes a right-of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset.

The contract conveys the right to control the use of an identified asset, if it involves the use of an identified asset and the Company has substantially all of the economic benefits from use of the asset and has right to direct the use of the identified asset. The cost of the right-of-use asset shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate.

For short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the lease term.

(O) Impact of COVID 19:

The Covid 19 pandemic had its impact on the global economic environment including in India, causing significant disruption in economic activities and the Reclaim Rubber Industry where the Company is operating had been adversely impacted in the first half of FY 2020-21 due to the pandemic. To optimise operating efficiency, the Company has temporarily shut down its manufacturing operations at its Tamilnadu Plant from 1st October, 2020. With the gradual relaxation in India in the second half, economic activities had improved. However, the second wave of Covid 19 emerging in India in the Month of April-May 2021 may have an impact on the industry and Company.

The Company closely monitors the recent developments and effect of present pandemic over the business. The company believes that this pandemic is not likely to have material impact on the carrying value of its assets and hence no provision for any Impairment is required. As the situation unfolds in the future, the eventual impact may be different from the estimates made as on the date of approval of these Financial Statements.

(P) Research and Development:

Revenue expenditure on Research and Development is charged in the period in which it is incurred. Capital Expenditure for Research and Development is capitalised when commissioned and included in the Plant, Property and Equipment and depreciated in accordance with the policies stated for Property, Plant and Equipment.

(Q) Provisions, Contingent Liabilities and Contingent Assets:

Provisions: Provisions are recognised when there is 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 there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date and are not discounted to its present value.

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

Contingent Assets: Contingent Assets are neither recognised nor disclosed in the financial statements.

(R) Segment reporting:

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Company.

(S) Cash and cash equivalents:

Cash and cash equivalents for the purposes of cash-flow statement comprise cash at bank and in hand and short-term investments with original maturity of three months or less.

(T) Earnings Per Share:

The company reports basic and diluted earning per share (EPS) in accordance with the Indian Accounting Standard specified under Section 133 of the Companies Act read with Rule 7 of the Companies (Accounts) Rules, 2014. The Basic EPS has been computed by dividing the income available to equity shareholders by the weighted average number of equity shares outstanding during the accounting year. The diluted EPS has been computed using the weighted average number of equity shares and dilutive potential equity shares outstanding during the end of the year.

1.4 Key accounting estimates and judgements

The preparation of the Company's financial statements requires the management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

a) Depreciation/amortisation and useful lives of property plant and equipment/intangible assets

Property, plant and equipment/intangible assets are depreciated/amortised over the estimated useful lives of the assets, after taking into account their estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation/ amortisation to be provided during any reporting period. The useful lives and residual values are based on the Company's historical experience with similar assets and take into account anticipated technological changes. The depreciation/ amortisation for future periods is revised if there are significant changes from previous estimates.

b) Provisions

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability require the application of judgement to existing facts and circumstances, which can be subject to change. Since the cash outflows can take place many years in the future, the carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

c) Defined benefit obligation

The costs of providing pensions and other post-employment benefits are charged to the Statement of Profit and Loss in accordance with Ind AS 19 'Employee benefits' over the period during which benefit is derived from the employees' services. The costs are assessed on the basis of assumptions selected by the management. These assumptions include salary escalation rate, discount rates, expected rate of return on assets and mortality rates. The same is disclosed in Note 34, 'Employee benefits'.

d) Income Tax:

The Company's tax jurisdiction is India. Significant judgements are involved in estimating budgeted profits for the purpose of paying advance tax, determining the provision for income taxes, including amount expected to be paid/ recovered for uncertain tax positions (Refer Note 30).

e) Impairment of financial assets:

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

1.5 Recent Indian Accounting Standards (Ind AS)

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. There is no such notification which would have been applicable from 1st April, 2021.

MCA issued notifications dated 24th March, 2021 to amend Schedule III to the Companies Act, 2013 to enhance the disclosures required to be made by the Company in its financial statements. These amendments are applicable to the Company for the financial year starting 1st April, 2021.

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

(₹ in lakhs)

2 PROPERTY, PLANT AND EQUIPMENT

2A TANGIBLE ASSETS

Particulars	Gross Block					Depreciation / Amortisation					Net Book Value	
	As at 01-04-2020	Additions	Deduction	Adjustments/ Transfers	As at 31-03-2021	As at 01-04-2020	For the year	Deduction	Adjustments/ Transfers	As at 31-03-2021	As at 31-03-2021	As at 31-03-2020
Roads	576.54	-	-	-	576.54	417.35	53.45	-	-	470.80	105.74	159.19
Buildings	6,367.57	10.66	-	-	6,378.23	1,677.23	188.31	-	-	1,865.54	4,512.69	4,690.34
Plant and Machinery	16,057.43	277.15	(669.36)	-	15,665.22	10,333.67	870.79	(466.45)	-	10,738.01	4,927.21	5,723.76
Furniture & Fixtures	400.14	-	(1.65)	-	398.49	319.15	27.33	(1.30)	-	345.18	53.31	80.99
Office equipments	225.64	9.37	(1.08)	-	233.94	174.84	12.81	(0.87)	-	186.78	47.15	50.80
Computer Hardware	168.17	0.88	-	-	169.05	147.34	4.55	-	-	151.89	17.16	20.83
Vehicles	146.20	-	(49.25)	-	96.95	51.38	14.29	(27.55)	-	38.13	58.83	94.82
Material Handling Vehicles	122.28	-	-	-	122.28	38.85	13.89	-	-	52.74	69.55	83.44
Total	**24,063.98**	**298.05**	**(721.33)**	**-**	**23,640.70**	**13,159.81**	**1,185.42**	**(496.17)**	**-**	**13,849.07**	**9,791.63**	**10,904.17**
Previous Year	23,773.09	1,259.06	(38.72)	(929.46)	24,063.98	11,981.36	1,277.30	(31.65)	(67.20)	13,159.81	10,904.17	11,791.73

Notes:

1 Refer to note 14 for information on Property, plant & equipment pledged as security by the Company.

2 Refer to note 32 for disclosure of contractual commitments for the acquisition of Property, plant & equipment.

2B CAPITAL WORK IN PROGRESS

Particulars	As at 31-03-2021	As at 31-03-2020
Factory Building	0.53	-
Plant & Machinery	80.45	52.71
Other Assets	80.85	80.85
Total	**161.83**	**133.56**

Notes:

1 Addition to capital work in progress includes borrowing cost on Term Loan.

Particulars	FY 2020-21	FY 2020-21
Plant and Machinery	-	4.20
Total	**-**	**4.20**

2C RIGHT OF USE ASSETS

Particulars	Gross Block					Depreciation / Amortisation					Net Book Value	
	As at 01-04-2020	Additions	Deduction	Adjustments/ Transfers	As at 31-03-2021	As at 01-04-2020	For the year	Deduction	Adjustments/ Transfers	As at 31-03-2021	As at 31-03-2021	As at 31-03-2021
Lease hold Land	934.30	-	-	-	934.30	77.12	9.92	-	-	87.04	847.26	857.17
Vehicles	186.88	-	(13.81)	-	173.07	53.74	51.39	(6.58)	-	98.55	74.52	133.14
Total	**1,121.18**	**-**	**(13.81)**	**-**	**1,107.37**	**130.86**	**61.30**	**(6.58)**	**-**	**185.59**	**921.78**	**990.32**
Previous Year	-	-	-	1,121.18	1,121.18	-	63.66	-	67.20	130.86	990.32	-

2D INVESTMENT PROPERTY

Particulars	Gross Block					Depreciation / Amortisation					Net Book Value	
	As at 01-04-2020	Additions	Deduction	Adjustments/ Transfers	As at 31-03-2021	As at 01-04-2020	For the year	Deduction	Adjustments/ Transfers	As at 31-03-2021	As at 31-03-2021	As at 31-03-2020
Buildings	138.23	-	-	-	138.23	31.00	2.32	-	-	33.32	104.91	107.23
Total	**138.23**	**-**	**-**	**-**	**138.23**	**31.00**	**2.32**	**-**	**-**	**33.32**	**104.91**	**107.23**
Previous Year	138.23	-	-	-	138.23	28.67	2.32	-	-	31.00	107.23	109.56

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

(₹ in lakhs)

Information regarding Income & Expenditure of Investment Property

	FY 2020-21	FY 2019-20
Rental Income derived from Investment Property	-	18.00
Direct Operating expenses (including repairs and maintenance) generating rental income	-	(1.36)
Direct Operating expenses (including repairs and maintenance) that did not generate rental income	(2.14)	(0.36)
Profit from investment properties before depreciation	**(2.14)**	**16.28**
Depreciation	(2.32)	(2.32)
Profit from investment properties	**(4.47)**	**13.95**

As at 31st March, 2021 and 31st March, 2020, the fair values of the properties are based on valuations performed by an independent valuer.

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

Fair Value of the Investment Property is as under

Fair Value	Office Building
Balance as at 01-Apr-2020	315.78
Fair value difference for the year	11.15
Purchases	-
Balance as at 31-Mar-2021	**326.92**

Particulars	Valuation Techniques	Significant unobservable inputs	Range of change in fair value per 5% (+/-) change in rate per sq. mtr.	
			As at 31-03-2021	As at 31-03-2020
Office Building	Sale Comparison Technique	Sales price of similar properties adjusted for peculiar factors of the property valued	16.35	15.79

2E INTANGIBLE ASSETS

Particulars	Gross Block					Depreciation / Amortisation					Net Book Value	
	As at 01-04-2020	Additions	Deduction	Adjustments / Transfers	As at 31-03-2021	As at 01-04-2020	For the year	Deduction	Adjustments / Transfers	As at 31-03-2021	As at 31-03-2021	As at 31-03-2020
Computer Software	217.62	-	-	-	217.62	209.47	1.78	-	-	211.25	6.37	8.15
Copyrights	11.06	-	-	-	11.06	6.15	0.98	-	-	7.13	3.93	4.92
Trademark	2.58	-	-	-	2.58	0.56	0.81	-	-	1.38	1.21	2.02
TOTAL	**231.27**	**-**	**-**	**-**	**231.27**	**216.18**	**3.57**	**-**	**-**	**219.76**	**11.51**	**15.08**
Previous Year	231.27	-	-	-	231.27	210.01	6.17	-	-	216.18	15.08	21.26

2F INTANGIBLE ASSETS UNDER DEVELOPMENT

	As at 31-03-2021	As at 31-03-2020
Computer Software, Trademark, Brand and Patents	31.49	31.49

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

(₹ in lakhs)

3 NON CURRENT FINANCIAL ASSETS : INVESTMENTS

Particulars	Face Value (in ₹)	As at 31-03-2021		As at 31-03-2020	
		Units (Nos)	(₹ in lakhs)	Units (Nos)	(₹ in lakhs)
Investments measured at Cost					
Investment in equity shares of subsidiaries					
Grip Polymers Ltd.	10	3,100,000	306.01	3,100,000	306.01
Investment in capital					
Gripsurya Recycling LLP		-	345.69	-	361.09
Investment in equity shares of Joint Ventures					
Marangoni GRP Pvt. Ltd.	1	9,921,723	112.70	9,921,723	112.70
Investment in equity shares of other Companies					
Narmada Clean Tech	10	129,000	12.90	129,000	12.90
Iris Ecopower Venture Pvt. Ltd.	10	100	0.01	496,350	49.64
OPGS Power Gujarat Pvt. Ltd.	0.1	280,000	0.56	280,000	0.56
TOTAL			**777.88**		**842.90**
Aggregate amount of Unquoted Investments (at cost)			**777.88**		**842.90**
Category-wise Non current investment					
Financial Assets measured at Cost			777.88		842.90
Financial Assets measured at Fair value through Profit & Loss			-		-
Total Investment - Non Current			**777.88**		**842.90**

4 OTHER NON CURRENT ASSETS (UNSECURED, CONSIDERED GOOD)

	As at 31-03-2021	As at 31-03-2020
Capital Advances	8.73	4.35
Advances other than capital advances		
- Security Deposits	255.08	232.18
- Other Advances & Deposits	1.90	2.03
Prepaid Expenses (Refer note 11)	4.64	12.92
MAT credit entitlement	-	56.47
TOTAL	**270.35**	**307.95**

5 INVENTORIES

	As at 31-03-2021	As at 31-03-2020
Raw Materials	2,434.84	2,535.47
Work-in-progress	597.86	687.51
Finished goods		
- In hand	663.32	980.73
- In transit	323.40	145.00
Stores and spares	202.08	206.81
Fuel Materials	12.36	14.05
Packing Materials	78.94	40.79
Stock of Others	9.16	5.24
TOTAL	**4,321.95**	**4,615.58**

Note: Inventories written down to net realisable value during the FY 2020-21 : Finished Goods ₹ 7.88 lakhs (FY 2019-20 ₹ 25.62 lakhs).

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

(₹ in lakhs)

6	CURRENT FINANCIAL ASSETS : TRADE RECEIVABLES	As at 31-03-2021	As at 31-03-2020
	Trade Receivables considered good - Unsecured	6,348.66	6,501.12
	Less: Allowance for expected credit loss	(3.87)	(3.87)
		6,344.80	**6,497.25**
	Trade Receivables - credit impaired	6.32	6.32
	Less: Allowance for expected credit loss	(6.32)	(6.32)
		-	-
	TOTAL	**6,344.80**	**6,497.25**

Movement of Impairment Allowance (allowance for expected credit loss)

	FY 2020-21	FY 2019-20
Impairment Allowance		
Opening Balance	10.19	10.38
Provided during the year	-	-
Amount Written back	-	-
Amount Written Off	-	(0.19)
Closing Balance	**10.19**	**10.19**

7	CURRENT FINANCIAL ASSETS : CASH AND CASH EQUIVALENTS	As at 31-03-2021	As at 31-03-2020
	Balances with Banks		
	- Current Accounts	262.09	416.07
	- Cash Credit Accounts	4.00	58.85
	- EEFC Accounts	156.37	346.85
	- Deposits with original maturity of less than 3 months	946.44	-
	Cash on hand	1.62	1.78
	TOTAL	**1,370.52**	**823.55**

8	CURRENT FINANCIAL ASSETS : OTHER BANK BALANCES	As at 31-03-2021	As at 31-03-2020
	Other Bank Balances		
	Unclaimed dividend accounts	5.67	6.33
	Term deposits held as margin money against bank guarantee and other commitments	3.62	13.35
	TOTAL	**9.29**	**19.69**

9	CURRENT FINANCIAL ASSETS : OTHERS	As at 31-03-2021	As at 31-03-2020
	Accrued Interest Income	21.03	23.29
	Currency Options	0.01	10.64
	Others*	214.00	-
	TOTAL	**235.04**	**33.93**

* Others represents fair value of derivatives

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

(₹ in lakhs)

10	CURRENT TAX ASSETS (NET)	As at 31-03-2021	As at 31-03-2020
	Opening Balance	92.23	(27.18)
	Add: Provision for Income-tax for the year	(14.69)	-
	Add: Tax on defined benefit plans	(6.80)	46.75
	Add: Short / (Excess) Provision for earlier years	15.20	46.67
	Add: MAT Adjusted	56.47	-
	Add: Advance Tax Paid	6.34	25.99
	Closing Balance	**148.74**	**92.23**

11	OTHER CURRENT ASSETS (UNSECURED, CONSIDERED GOOD)	As at 31-03-2021	As at 31-03-2020
	Advances other than capital advances	199.14	398.73
	Security Deposits	22.57	34.82
	Balance with Central Excise, GST and State Authorities	313.10	1,316.00
	Prepaid Expenses (Refer note 4)	140.34	70.01
	Receivable from LIC (Gratuity claim)	31.19	6.11
	Duty drawback Receivable	41.40	92.78
	TOTAL	**747.73**	**1,918.47**

12	EQUITY	As at 31-03-2021	As at 31-03-2020
	Authorized		
	15,00,000 equity shares of ₹ 10 each	150.00	150.00
	Issued, Subscribed and fully Paid up		
	13,33,333 equity shares of ₹ 10 each	133.33	133.33
	TOTAL	**133.33**	**133.33**

	As at 31-03-2021		As at 31-03-2020	
	Units (Nos)	(₹ in lakhs)	Units (Nos)	(₹ in lakhs)
At the beginning of the year	1,333,333	133.33	1,333,333	133.33
Add: Issued during the year	-	-	-	-
At the end of the year	**1,333,333**	**133.33**	**1,333,333**	**133.33**

Rights, preferences and restrictions attached to shares

1. The Company has only one class of shares referred to as equity shares having a par value of ₹ 10/-. Each holder of equity shares is entitled to one vote per share.
2. In the event of liquidation of the Company, the holders of the equity shares of the Company will be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts in proportion to their shareholding.

Details of shares held by shareholders holding more than 5% of the aggregate shares in the company

	As at 31-03-2021		As at 31-03-2020	
	Shares (Nos)	% of Holding	Shares (Nos)	% of Holding
Mrs. Meera Philip	81,666	6.12%	81,666	6.12%

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

(₹ in lakhs)

13	OTHER EQUITY	As at 31-03-2021	As at 31-03-2020
	Capital reserve		
	Special capital incentive and subsidy		
	Balance as per last Balance sheet	53.30	53.30
	Profit on re-issue of forfeited shares		
	Balance as per last Balance sheet	0.01	0.01
	Securities Premium		
	Balance as per last Balance sheet	41.67	41.67
	General Reserve		
	Balance at beginning of the year	6,500.00	6,500.00
	Add: Transferred from the statement of profit and loss account	-	-
	Balance at the end of the year	**6,500.00**	**6,500.00**
	Retained Earnings		
	As per last Balance sheet	6,627.89	6,545.04
	Add: Profit for the year	163.67	299.85
	Less: Appropriations :		
	Dividend on Equity Shares (Dividend per Share ₹ Nil, Previous year ₹ 8.00)	-	(106.67)
	Tax on Dividend	-	(21.93)
	Interim Dividend on Equity Shares (Dividend per Share ₹ Nil, Previous year ₹ 5.50)	-	(73.33)
	Tax on Interim Dividend	-	(15.07)
	Balance as at the end of the year	**6,791.56**	**6,627.89**
	Other Comprehensive Income (OCI)		
	As per last Balance sheet	(231.48)	105.89
	Add: Movement in OCI (Net) during the year	270.46	(337.37)
	Balance as at the end of the year	**38.98**	**(231.48)**
	TOTAL	**13,425.51**	**12,991.39**

Description of nature and purpose of each reserve

General Reserve - General reserve is created from time to time by way of transfer from retained earnings for appropriation purposes. General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income.

Capital Reserve - Capital reserve represents Special Capital subsidy received and profit on re-issue of forfeited shares

Securities Premium Reserve - Securities premium reserve represents the premium received on issue of equity shares.

14	NON CURRENT FINANCIAL LIABILITIES : BORROWINGS	As at 31-03-2021	As at 31-03-2020	As at 31-03-2021	As at 31-03-2020
		Current Maturity		Non - Current portion	
	Secured - At Amortised Cost				
	Term Loans from Banks				
	- Rupee Loan	368.17	432.73	763.26	1,131.68
	- For Working Capital	1.21	-	796.78	-
		369.38	**432.73**	**1,560.04**	**1,131.68**
	Unsecured - At Amortised Cost				
	Deferred Payment Liability	3.67	13.41	12.68	16.36
		3.67	**13.41**	**12.68**	**16.36**
		373.06	**446.14**	**1,572.72**	**1,148.03**
	Amount disclosed under the head Current Financial Liabilities : Others (refer note 20)	**(373.06)**	**(446.14)**	**-**	**-**
	TOTAL	**-**	**-**	**1,572.72**	**1,148.03**

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

(₹ in lakhs)

1 **Borrowings are measured at amortised Cost**

Nature of security and terms of repayment for borrowings:

2 **Rupee loan from HDFC Bank Ltd of ₹ 1,048.18 lakhs (Net of processing charges) (31st March, 2020: ₹ 1,285.16 lakhs) for Capex**

First exclusive charge by way of hypothecation of plant & machinery which are funded through this loan and by way of extension of equitable mortgage on office at 510, Kohinoor City, Kurla (West), Mumbai.

Repayable in 54 equal monthly instalments beginning from 8th June, 2020 along with interest @ 8.80% p.a. (FY 2019-20 : 9.70% p.a.)

3 **Rupee loan from Citi Bank, N.A. of ₹ 83.25 lakhs (31st March, 2020: ₹ 279.25 lakhs) for Capex**

First exclusive charge by way of hypothecation on Plant & Machinery which are funded through Citi Bank term loan.

Repayable in 16 equal quarterly instalments beginning from 11th July, 2017 along with interest @ 10.20% p.a.

4 **Rupee loan from HDFC Bank Ltd of ₹ 797.99 lakhs (Net of processing charges) (31st March, 2020: ₹ Nil) for Working Capital**

Second pari passu charge by way of hypothecation of entire current assets, both present and future at par with other banks. Second pari passu charge on entire property, plant and equipment located at Ankleshwar & Panoli plant of the company at par with other banks.

Repayable in 48 equal quarterly instalments beginning from 1st April, 2022 along with interest @ 7.95% p.a.

5 **Deferred Payment Liability**

(a) Vehicle loan of ₹ Nil (31st March, 2020: ₹ 10.04 lakhs) is secured by vehicles under hypothecation with NBFC. Loan is repaid on 7th February, 2021.

(b) Vehicle loan of ₹ 16.35 lakhs (31st March, 2020: ₹ 19.73 lakhs) is secured by vehicles under hypothecation with Bank. Loan is repayable in 60 monthly instalments from March 2020 along with interest @ 8.50% p.a.

6 **For explanation on the company's Interest rate risk and foreign currency risk refer Note 43**

15	**NON CURRENT FINANCIAL LIABILITIES : OTHERS**	**As at 31-03-2021**	**As at 31-03-2020**
	Lease Liability (Refer note 20)	36.48	85.43
	TOTAL	**36.48**	**85.43**

16	**NON CURRENT LIABILITIES : PROVISIONS**	**As at 31-03-2021**	**As at 31-03-2020**
	Provision for Leave encashment (Refer note 22)	74.25	65.85
	TOTAL	**74.25**	**65.85**

17	**DEFERRED TAX LIABILITIES (NET):**	**As at 31-03-2021**	**As at 31-03-2020**
	At the beginning of the year	1,566.38	2,136.72
	Charge/(credit) to Statement of Profit and Loss	(95.09)	(478.45)
	Charge/(credit) to Other Comprehensive Income	88.23	(91.89)
	At the end of year	**1,559.51**	**1,566.38**

Component of Deferred tax liabilities / (asset)	**As at 31-03-2020**	**Charge / (credit) to Profit and Loss**	**Charge / (credit) to Other Comprehensive Income**	**As at 31-03-2021**
Deferred tax liabilities / (asset) in relation to:				
Property, plant and equipment	1,711.32	(107.57)	-	1,603.76
Financial assets	0.27	(1.65)	-	(1.38)
Financial Liabilities	(36.03)	15.15	-	(20.88)
Loan and advances	(26.26)	0.84	-	(25.42)
Provisions	(18.43)	(1.87)	-	(20.29)
Others	(64.49)	-	88.23	23.74
TOTAL	**1,566.38**	**(95.09)**	**88.23**	**1,559.51**

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

(₹ in lakhs)

18 CURRENT FINANCIAL LIABILITIES : BORROWINGS		As at 31-03-2021	As at 31-03-2020
Secured - At Amortised Cost			
Working Capital Loan payable on demand from banks			
Foreign Currency Loans		-	5,186.98
Rupee Loans		5,150.30	1,720.54
	TOTAL	**5,150.30**	**6,907.52**

Nature of security and terms of repayment for secured borrowings:

1 **Working Capital Loan from HDFC Bank Ltd of ₹ 3,074.59 lakhs (31st March, 2020: ₹ 4,620.26 lakhs)**

First pari passu charge by way of hypothecation of entire current assets, both present and future at par with other banks. First pari passu charge on entire property, plant and equipment located at Ankleshwar & Panoli plant of the company at par with other banks.

2 **Working Capital loan from Citi Bank N. A. of ₹ 1,316.01 lakhs (31st March, 2020: ₹ 1,258.25 lakhs)**

First pari passu charge in favour of Citi Bank N.A. by way of hypothecation of entire Fixed assets both movable and immovable, both present & future of the company located at Manufacturing unit at Ankleshwar & Panoli Plant, District Bharuch, Gujarat at par with other banks.

3 **Working Capital loan from ICICI Bank Ltd of ₹ 759.70 lakhs (31st March, 2020: ₹ 1,029.01 lakhs)**

First pari passu charge by way of hypothecation of entire current assets, both present and future at par with other banks. First pari passu charge on entire property, plant and equipment located at Ankleshwar & Panoli plant of the company at par with other banks.

4 For explanation on the company's Interest risk and foreign currency risk refer Note 43

19 CURRENT FINANCIAL LIABILITIES : TRADE PAYABLES		As at 31-03-2021	As at 31-03-2020
Dues of micro and small enterprises		198.59	213.49
Dues of creditors other than micro and small enterprises		1,493.76	2,237.76
	TOTAL	**1,692.35**	**2,451.24**

Details of Micro and Small Enterprises as defined under Micro, Small and Medium Enterprises Development Act,2006 ("MSMED Act").

To comply with the requirement of The Micro, Small and Medium Enterprises Development Act, 2006, the Company requested its suppliers to confirm it whether they are covered as Micro, Small or Medium enterprise as is defined in the said Act. Based on the communication received from such suppliers confirming their coverage as such enterprise, the company has recognized them for the necessary treatment as provided under the Act, from the date of receipt of such confirmations and are disclosed in note below.

	As at 31-03-2021	As at 31-03-2020
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- Principal amount outstanding (whether due or not) to micro and small enterprises	198.59	213.49
- Interest due thereon	0.25	0.38
The amount of interest paid by the Company in terms of section 16 of the MSMED Act, 2006.	-	-
The amount of payment made to the supplier beyond the appointed day during the year	864.05	718.48
Amount of interest due and payable on delayed payments	7.89	4.92
Amount of interest accrued and remaining unpaid as at year end (Net of reversal)	23.66	15.53
The amount of further interest due and payable even in the succeeding year	-	-

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

(₹ in lakhs)

20	CURRENT FINANCIAL LIABILITIES : OTHERS		As at 31-03-2021	As at 31-03-2020
	Current maturities of Long-term borrowings (refer note 14)		373.06	446.14
	Current maturities of Lease Liability (refer note 15)		43.84	53.15
	Interest accrued and due on borrowings		21.69	29.89
	Unclaimed Dividend*		5.67	6.33
	Creditors for Capital Goods & Services		24.91	52.20
	Deposit from Dealers		60.40	60.40
	Security Deposit for Let out property		0.65	0.65
	Others**		-	284.63
		TOTAL	**530.22**	**933.40**

*There are no amounts due and outstanding to be credited to the Investor Education and Protection Fund as on 31st March, 2021.

**Others represents fair value of derivatives

21	OTHER CURRENT LIABILITIES		As at 31-03-2021	As at 31-03-2020
	Advances from customers		15.52	4.59
	Statutory dues		77.12	91.74
	Others		880.54	848.43
		TOTAL	**973.18**	**944.77**

22	CURRENT LIABILITIES : PROVISIONS		As at 31-03-2021	As at 31-03-2020
	Current maturities of Long-term provisions of Employees Benefit expenses			
	- Provision for Leave encashment (refer note 16)		3.81	5.03
	- Provision for Gratuity payment		97.77	101.02
		TOTAL	**101.58**	**106.05**

23	REVENUE FROM OPERATIONS:		Year ended 31-03-2021	Year ended 31-03-2020
	Revenue from Operations		29,423.48	36,191.27
	Power generation from Windmill		60.37	80.15
	Export incentives		168.58	340.74
	Revenue from Operations (Gross)		**29,652.44**	**36,612.16**
	Less: Goods and Service Tax Recovered		1,700.26	1,749.58
	Revenue from Operations (Net)		**27,952.17**	**34,862.58**

Disaggregation of Revenue

Revenue based on Geography

		Year ended 31-03-2021	Year ended 31-03-2020
Export		18,450.10	25,066.72
Domestic		9,502.07	9,795.86
	TOTAL	**27,952.17**	**34,862.58**

24	OTHER INCOME:		Year ended 31-03-2021	Year ended 31-03-2020
	Interest Income		46.96	17.96
	Share of Profit in LLP		-	25.97
	Net Gain on Sale of Property, Plant and Equipment		109.76	0.13
	Other Non-operating Income		25.28	22.89
		TOTAL	**181.99**	**66.95**

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

(₹ in lakhs)

25	CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE:		Year ended 31-03-2021	Year ended 31-03-2020
	Inventories at the beginning of the year:			
	Finished goods		980.73	565.87
	Goods-in-transit (Finished Goods)		145.00	408.42
	Work-in-progress		687.51	520.65
		(A)	**1,813.24**	**1,494.94**
	Inventories at the end of the year:			
	Finished goods		663.32	980.73
	Goods-in-transit (Finished Goods)		323.40	145.00
	Work-in-progress		597.86	687.51
		(B)	**1,584.58**	**1,813.24**
		TOTAL (A) - (B)	**228.66**	**(318.30)**

26	EMPLOYEE BENEFITS EXPENSES:		Year ended 31-03-2021	Year ended 31-03-2020
	Salaries and Wages		4,309.03	5,350.73
	Contribution to Provident fund and Other funds*		358.62	442.77
	Staff Welfare and other benefits		178.77	248.92
		TOTAL	**4,846.42**	**6,042.41**

*For Disclosure as per IND-AS 19 'Employee Benefits' refer note no 34

27	FINANCE COST:		Year ended 31-03-2021	Year ended 31-03-2020
	Interest on Term & Working Capital Loans*		396.24	390.24
	Applicable loss on foreign currency transactions and translation		57.59	343.24
	Interest on Other Loans		25.80	18.86
	Financial Charges		55.46	60.56
		TOTAL	**535.09**	**812.91**

* Interest Expenses are net of Interest Capitalised of ₹ Nil (Previous year ₹ 4.20 lakhs) (Refer note 2B)

28	DEPRECIATION AND AMORTIZATION EXPENSES:		Year ended 31-03-2021	Year ended 31-03-2020
	Depreciation on Property, Plant & Equipment		1,246.73	1,340.96
	Depreciation on Investment Property		2.32	2.32
	Amortisation of Intangible Assets		3.57	6.17
		TOTAL	**1,252.63**	**1,349.46**

29	OTHER EXPENSES:		Year ended 31-03-2021	Year ended 31-03-2020
	Manufacturing Expenses			
	Packing Material consumed		816.10	966.45
	Stores and Spare Parts Consumed		407.63	613.84
	Utilities Consumed:-			
	- Power Consumption		3,129.02	3,885.63
	- Fuel Consumption		615.11	826.94
	- Water Consumption		33.86	41.09
	Repairs & Maintenance Expenses:-			
	- Plant & Machineries		232.56	313.11
	- Factory Buildings		18.81	13.90
			5,253.09	**6,660.95**
	Sales & Distribution expenses			
	Freight & Forwarding expenses		2,151.68	2,790.20
	Other Selling and Distribution expenses		45.49	46.54
			2,197.17	**2,836.74**

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

(₹ in lakhs)

OTHER EXPENSES:		Year ended 31-03-2020	Year ended 31-03-2019
Administration & Other Expenses			
Insurance		44.95	49.38
Vehicle Expenses		28.68	45.48
Printing & Stationery		13.55	20.12
Advertisements		2.25	2.91
Rent, Short Term Lease Rent & Other Charges		2.56	12.17
Repairs to Other Assets		91.67	93.90
Legal & Professional charges		128.49	193.40
Travelling & Conveyance		31.31	186.04
Postage & Telephones		20.74	26.81
Net (Gain) / Loss on foreign currency transactions and translation		(336.41)	(661.17)
Auditors Remuneration (Refer note 31)		10.00	11.22
Directors' Sitting Fees		11.38	9.95
Commission to Director		1.40	0.48
Rate and Taxes		56.22	71.20
Corporate Social Responsibility Expense (Refer note 38)		29.45	20.41
Factory / Office Expenses		34.94	44.78
Office electricity expenses		7.44	15.71
Other Expenses		172.43	109.07
Share of Loss in LLP		15.40	-
		366.45	**251.85**
	TOTAL	**7,816.71**	**9,749.54**

30 INCOME TAX:

A The note below details the major components of income tax expenses for the year ended 31st March, 2021 and 31st March, 2020. The note further describes the significant estimates made in relation to company's income tax position and also explains how the income tax expense is impacted by non-assessable and non-deductible items.

Particulars	Year ended 31-03-2021	Year ended 31-03-2020
Current Tax	(0.51)	(46.67)
Current Tax	14.70	-
(Excess) / Short Provision for earlier years	(15.20)	(46.67)
Deferred Tax	(95.09)	(478.45)
Deferred Tax	(95.09)	(478.45)
Income tax expense reported in the statement of profit and loss	**(95.60)**	**(525.12)**
Other Comprehensive Income (OCI)		
Income tax relating to items that will not be reclassified to profit or loss	6.80	(46.75)
Deferred tax relating to items that will be reclassified to profit or loss	88.23	(91.89)

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

(₹ in lakhs)

B Reconciliation of tax expenses and the accounting profit multiplied by applicable tax rate as notified under Income Tax Act, 1961 enacted in India for the years ended 31st March, 2021 and 31st March, 2020.

	Year ended 31-03-2021	Year ended 31-03-2020
Profit before income tax expense	68.07	(225.27)
Income tax expense calculated at 26.000% (31st March, 2020 : 26.000%)	**17.70**	**(58.57)**
Tax effect of adjustments in calculating taxable income		
Disallowance of expenses as per Income tax	431.75	443.37
Allowance of expenses (Depreciation, R&D)	(302.86)	(513.66)
Others	(131.88)	-
Current Tax Provision (A)	**14.70**	**-**
Short / (Excess) Provision for earlier years (B)	**(15.20)**	**(46.67)**
Incremental Deferred Tax Liability on account of Property, Plant and Equipment and Intangible Assets	**(107.57)**	**(399.54)**
Incremental Deferred Tax Liability / (Asset) on account of Financial Assets and Other Items	**12.48**	**(78.91)**
Deferred Tax Provision (C)	**(95.09)**	**(478.45)**
Tax Expenses recognised in Statement of Profit and Loss (A+B+C)	**(95.59)**	**(525.12)**
Effective Tax rate	**-**	**-**

31	DETAILS OF PAYMENT TO AUDITORS EXCLUDING TAXES:	Year ended 31-03-2021	Year ended 31-03-2020
	Statutory Audit fees	7.00	7.00
	Limited Review fees	0.75	0.75
	Tax Audit fees	2.25	2.25
	Reimbursement of expenses	-	0.31
	TOTAL	**10.00**	**10.31**

32	CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR) :	As at 31-03-2021	As at 31-03-2020
	Guarantees issued by Banks (Net)	365.89	356.81
	Letter of Credit	96.40	26.58
	Claims against the company (Including Sales tax, Excise duty, etc.) not acknowledged as debts		
	- Sales Tax	262.96	168.46
	- Excise Duty & Service Tax	131.82	144.85
	- Income Tax liability	193.28	193.28
	Estimated amount of contracts remaining to be executed on capital account towards PPE	42.86	24.02
	TOTAL	**1,093.21**	**914.00**

33	LEASES:	Year ended 31-03-2021	Year ended 31-03-2020
	Premises given on Operating Lease:		
	The Company has given premises on operating lease to Marangoni GRP Private Limited for a term of 36 months.		
	- Gross carrying amount as on balance sheet date	13.37	13.37
	- Accumulated depreciation amount as on balance sheet date	(2.61)	(2.43)
	- Net carrying amount as on balance sheet date	10.76	10.94
	- Depreciation recognised in statement of profit and loss	0.18	0.18
	The future minimum lease rental income is as follows		
	(a) Not later than 1 year	0.75	3.00
	(b) Later than 1 year but not later than 5 years	-	0.75
	(c) Later than 5 years	-	-

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2021 (₹ in lakhs)

34 EMPLOYEE BENEFITS :

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

The Company has various schemes for long term benefits such as provident fund , superannuation, gratuity and leave encashment. The Company's defined contribution plans are Employees' Provident fund and Pension Scheme (under the provision of the Employees' Provident Fund and Miscellaneous Provisions Act, 1952) since the company has no further obligation beyond making the contributions.

A Defined Contribution Plans

Contribution to Defined Contribution Plans, recognised as expense for the year is as under :

		Year ended 31-03-2021	Year ended 31-03-2020
i	Employer’s Contribution to Provident & Pension Fund	222.34	259.34
ii	Employer’s Contribution to Superannuation Fund	22.29	26.94

B Defined Benefit Plans

Disclosure Statement as Per Indian Accounting Standard 19

Para 139 (a) Characteristics of defined benefit plan

The Company has a defined benefit gratuity plan in India (funded). The company’s defined benefit gratuity plan is a final salary plan for employees, which requires contributions to be made to a separately administered fund. The fund is managed by a trust which is governed by the Board of Trustees. The Board of Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy.

Para 139 (b) Risks associated with defined benefit plan

Gratuity is a defined benefit plan and company is exposed to the Following Risks:

Interest rate risk: A fall in the discount rate which is linked to the G.Sec. Rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.

Salary Risk: The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

Investment Risk: The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on Government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.

Asset Liability Matching Risk: The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.

Mortality risk: Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

Concentration Risk: Plan is having a concentration risk as all the assets are invested with the insurance company and a default will wipe out all the assets. Although probability of this is very less as insurance companies have to follow regulatory guidelines.

Para 139 (c) Characteristics of defined benefit plans

During the year, there were no plan amendments, curtailments and settlements.

Para 147 (a)

A separate trust fund is created to manage the Gratuity plan and the contributions towards the trust fund is done as guided by rule 103 of Income Tax Rules, 1962.

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

(₹ in lakhs)

		As at 31-March-2021	As at 31-March-2020
		Gratuity	
		Funded	
i)	**Reconciliation of opening and closing balances of Defined Benefit Obligation**		
	Defined Benefit Obligation at beginning of the year	719.07	567.32
	Current Service Cost	74.25	61.64
	Past Service Cost	-	-
	Interest Cost	49.18	44.19
	Actuarial (Gain) / Loss	(39.28)	177.42
	Benefits Paid	(116.19)	(131.50)
	Defined Benefit Obligation at year end	**687.03**	**719.07**
ii)	**Reconciliation of opening and closing balances of fair value of Plan Assets**		
	Fair value of Plan Assets at beginning of year	618.05	621.38
	Expected Return on Plan Assets	42.27	48.41
	Employer Contribution	58.27	82.14
	Benefits Paid	(116.19)	(131.50)
	Actuarial (Gain) / Loss	(13.14)	(2.37)
	Fair value of Plan Assets at year end	**589.26**	**618.05**
iii)	**Reconciliation of fair value of Assets and Obligations**		
	Present Value of Benefit Obligation at the end of the Period	687.03	719.07
	Fair value of plan assets as at end of the year	589.26	618.05
	Funded status (Surplus/ (Deficit))	(97.77)	(101.02)
	Net (Liability)/Asset Recognized in the Balance Sheet	**(97.77)**	**(101.02)**
iv)	**Expenses recognised during the year**		
	Current service cost	74.25	61.64
	Past service cost	-	-
	Actuarial (Gains)/Losses on Obligation For the Period	-	-
	Net Interest cost	6.91	(4.21)
	Expenses recognised in the statement of profit and loss account	**81.16**	**57.43**
	Actuarial (Gains)/Losses on Obligation For the Period	(39.28)	177.42
	Return on Plan Assets, Excluding Interest Income	13.14	2.37
	Net (Income)/Expense For the Period Recognized in OCI	**(26.14)**	**179.79**
v)	**Actuarial Assumptions**		
	Discount Rate	6.90%	6.84%
	Salary Escalation	5.00%	5.00%

C Sensitivity Analysis

The key assumption and sensitivity of the defined benefit obligation to changes in the weighted principal assumption is:

Particulars	Year ended 31-03-2021	Year ended 31-03-2020
Expected Return on Plan Assets	6.90%	6.84%
Rate of Discounting	6.90%	6.84%
Rate of Salary Increase	5.00%	5.00%
Rate of Employee Turnover	2.00%	2.00%
Mortality Rate During Employment	Indian Assured Lives Mortality (2006-08)	

Particulars	Year ended 31-03-2021	Year ended 31-03-2020
Delta Effect of +1% Change in Rate of Discounting	(60.93)	(59.78)
Delta Effect of -1% Change in Rate of Discounting	72.02	70.76
Delta Effect of +1% Change in Rate of Salary Increase	71.69	70.36
Delta Effect of -1% Change in Rate of Salary Increase	(61.60)	(60.39)
Delta Effect of +1% Change in Rate of Employee Turnover	11.87	11.25
Delta Effect of -1% Change in Rate of Employee Turnover	(13.61)	(12.95)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2021 (₹ in lakhs)

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

35 RELATED PARTIES DISCLOSURE:

Sr.No.	Name of Related Party	% Share	Relationship
1	Grip Polymers Ltd. (100 % of total shareholdings held by the GRP Ltd.)	100.000%	Direct Subsidiary
2	Grip Surya Recycling LLP (Partners capital share by GRP Ltd.)	99.886%	
3	MARANGONI GRP Private Limited	50.000%	Joint Venture
4	Rajendra V Gandhi; Managing Director		Key Managerial Personnel (KMP)
5	Harsh R Gandhi; Joint Managing Director		
6	Shilpa Mehta; Chief Financial Officer		
7	Abhijeet Sawant; Company Secretary		
8	Nayna R. Gandhi		Relatives of Key Managerial Personnel (KMP)
9	Hemal H. Gandhi		
10	Mahesh V. Gandhi		
11	Alphanso Netsecure Pvt. Ltd.		Enterprises over which Key Managerial Personnel are able to exercise significant influence
12	GRP Employees Group Gratuity Trust		Post Employment Benefits Plans
13	GRP Employees Group Superannuation Scheme		

Sr. No.	Particulars	Subsidiaries		Joint Venture		Key Managerial Personnel	
		2020-21	2019-20	2020-21	2019-20	2020-21	2019-20
1	Shareholding	306.01	306.01	112.70	112.70	-	-
2	Investment in Partners Capital	345.69	361.09	-	-	-	-
3	Share of Profit / Loss in Partners Capital	(15.40)	25.97	-	-	-	-
4	Purchase of Goods	503.50	736.75	-	-	-	-
5	Purchase of Assets	7.33	-	-	-	-	-
6	Sale of Services	-	-	3.00	3.00	-	-
7	Reimbursement of Expenses	-	0.70	-	-	-	-
8	Contributions during the year	-	-	-	-	-	-
9	Outstanding Receivable	-	-	18.87	19.09	-	-
10	Outstanding Payable	138.72	156.11	-	-	-	-
11	Remuneration paid	-	-	-	-	240.74	340.57
12	Sitting Fees Paid	-	-	-	-	-	-

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

(₹ in lakhs)

Sr. No.	Particulars	Relatives of Key Managerial Personnel		Enterprises over which Key Managerial Personnel are able to exercise significant influence		Post Employment Benefit plans	
		2020-21	2019-20	2020-21	2019-20	2020-21	2019-20
1	Shareholding	-	-	-	-	-	-
2	Investment in Partners Capital	-	-	-	-	-	-
3	Share of Profit / Loss in Partners Capital	-	-	-	-	-	-
4	Purchase of Goods	-	-	13.21	2.11	-	-
5	Purchase of Assets	-	-	-	-	-	-
6	Sale of Services	-	-	-	-	-	-
7	Reimbursement of Expenses	-	-	-	-	-	-
8	Contributions during the year	-	-	-	-	80.55	109.08
9	Outstanding Receivable	-	-	-	-	-	-
10	Outstanding Payable	-	-	2.93	-	-	-
11	Remuneration paid	19.10	19.93	-	-	-	-
12	Sitting Fees Paid	1.40	1.40	-	-	-	-

Disclosure in respect of material transactions of the same type with related parties during the year

Sr. No.	Particulars	Year ended 31-03-2021	Year ended 31-03-2020
1	**Shareholding**		
	- Grip Polymers Ltd	306.01	306.01
	- MARANGONI GRP Private Limited	112.70	112.70
2	**Investment in Partners capital - Gripsurya Recycling LLP**	345.69	361.09
3	**Share of Profit / (Loss) in Partners capital - Gripsurya Recycling LLP**	(15.40)	25.97
4	**Purchase of Goods**		
	- Gripsurya Recycling LLP	503.50	736.75
	- Alphanso Netsecure Private Limited	13.21	2.11
5	**Purchase of Assets** - Gripsurya Recycling LLP	7.33	-
6	**Sale of Services** - MARANGONI GRP Private Limited	3.00	3.00
7	**Reimbursement of Expenses** - Grip Polymers Ltd	-	0.70
8	**Contributions during the year**		
	GRP Employees Group Gratuity Trust	58.27	82.14
	GRP Employees Group Superannuation Scheme	22.29	26.94
9	**Outstanding Receivable** - MARANGONI GRP Private Limited	18.87	19.09
10	**Outstanding Payable**		
	- Gripsurya Recycling LLP	138.72	155.41
	- Grip Polymers Ltd	-	0.70
	- Alphanso Netsecure Pvt Ltd	2.93	-
11	**Remuneration paid**		
	- Rajendra V Gandhi	73.64	111.77
	- Harsh R Gandhi	117.84	175.62
	- Shilpa N Mehta	36.79	39.94
	- Hemal H Gandhi	19.10	19.93
12	**Sitting Fees Paid**		
	- Mahesh V Gandhi	0.60	0.80
	- Nayna R. Gandhi	0.80	0.60

Terms and conditions of transactions with related parties

Transaction entered into with related party are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured, interest free and will be settled in cash. There have been no guarantees received or provided for any related party receivables or payables.

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

(₹ in lakhs)

Compensation of Key Managerial Personnel			
Sr. No.	**Particulars**	**Year ended 31-03-2021**	**Year ended 31-03-2020**
1	Short-term employee benefits	219.63	312.75
2	Post-employment benefits	21.11	27.82
3	Other long-term benefits	-	-
4	Termination benefits	-	-
5	Share-based payments	-	-
	Total Compensation paid to Key Managerial Personnel	**240.74**	**340.57**

36	**RESEARCH & DEVELOPMENT ELIGIBLE FOR DEDUCTION UNDER SECTION 35(2AB) OF INCOME TAX ACT, 1961**	**Year ended 31-03-2021**	**Year ended 31-03-2020**
	Accounting for Research & Development expenditure incurred :		
	(a) Capital Expenditure incurred on Equipments & Machinery	0.31	233.15
	(b) Capital Expenditure incurred on Buildings, Furniture, office equipments & Computer Hardware	-	-
	(c) Capital Work in Progress	-	7.08
	(d) Revenue Expenditure incurred towards the R&D Projects	155.11	161.27

37 SEGMENT REPORTING:

As per Indian Accounting Standard (Ind AS) -108 on Operating Segments, the Chief Operating Decision Maker (CODM) evaluates the Company's performance and allocates resources based on an analysis of various performance indicators of business segment/s in which the company operates, 'Reclaim Rubber' has been identified as reportable segment and smaller business segments not separately reportable have been grouped under the heading 'Others'.

The accounting policies adopted for segment reporting are in line with the accounting policy of the Company with following additional policies for segment reporting.

a) Revenue and Expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and Expenses which relate to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "Unallocable".

b) Segment Assets and Segment Liabilities represent Assets and Liabilities in respective segments. Investments, tax related assets and other assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "Unallocable".

Sr.	Particulars	Reclaim Rubber		Others		Unallocable		Total	
		2020-21	2019-20	2020-21	2019-20	2020-21	2019-20	2020-21	2019-20
1	**Segment Revenue**								
	Gross Revenue from Operations	27,408.12	34,827.33	2,244.32	1,784.83	-	-	29,652.44	36,612.16
	Less: Goods & Service Tax	1,506.60	1,627.99	193.67	121.59	-	-	1,700.26	1,749.58
	Net Revenue from Operations	25,901.52	33,199.34	2,050.65	1,663.23	-	-	27,952.18	34,862.58
2	**Segment Results before Interest & Tax**	1,875.30	2,430.82	156.18	141.51	(1,428.33)	(1,984.70)	603.15	587.63
	Less: Interest Expenses	-	-	-	-			535.09	812.91
	Profit before Tax	1,875.30	2,430.82	156.18	141.51	(1,428.33)	(1,984.70)	68.06	(225.28)
	Current Tax	-	-	-	-	-	-	(0.51)	(46.67)
	Deferred Tax	-	-	-	-	-	-	(95.09)	(478.45)
	Profit After Tax	1,875.30	2,430.82	156.18	141.51	(1,428.33)	(1,984.70)	163.67	299.84
3	**Other Information**								
	Segment Assets	18,676.00	21,225.69	3,131.14	3,261.74	3,442.31	2,845.94	25,249.45	27,333.37
	Segment Liabilities	2,518.87	3,326.69	231.92	171.27	8,939.82	10,710.70	11,690.61	14,208.66
	Capital Expenditure	278.35	823.62	47.09	444.81	0.88	46.64	326.32	1,315.07
	Depreciation / Amortisation Expenses	995.20	1,117.18	148.42	112.93	109.00	119.34	1,252.63	1,349.46

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

(₹ in lakhs)

1 The reportable Segments are further described below
- Reclaim Rubber segment includes production and marketing of Reclaim rubber products
- Others segment includes Windmill, Custom Die Forms, Engineering Plastics and Polymer Composite Products.

2 There are transactions with a single external customer which amounts to 10% or more of the Company's revenue.

38	CORPORATE SOCIAL RESPONSIBILITY EXPENSES:	Year ended 31-03-2021	Year ended 31-03-2020
A	Gross amount required to be spent by the company during the year.	10.71	19.98
B	Amount Spent during the year on:		

	Year 2020-21			Year 2019-20		
	In cash	Yet to be paid in cash	Total	In cash	Yet to be paid in cash	Total
i) Construction/acquisition of any asset	13.34		13.34	5.44		5.44
ii) On purposes other than (i) above	16.11		16.11	14.98		14.98
Total	**29.45**	**-**	**29.45**	**20.41**	**-**	**20.41**

39	EARNINGS PER SHARE:	Year ended 31-03-2021	Year ended 31-03-2020
-	Net Profit after tax for the year	163.66	299.85
-	Number of equity shares of ₹ 10/- each.	1,333,333	1,333,333
-	Earnings per share - Basic	12.27	22.49
-	Earnings per share -Diluted	12.27	22.49
-	Face value per equity share	10.00	10.00

40 INVESTMENT IN LIMITED LIABILITY PARTNERSHIP:

The Company is a partner in Gripsurya Recycling LLP, following are closing balance of their capital account

Name of Partners in Gripsurya Recycling LLP	Profit Sharing Ratio (in %)	As at 31-03-2021	Profit Sharing Ratio (in %)	As at 31-03-2020
GRP Ltd	99.886	345.69	99.886	361.09
Grip Polymers Ltd	0.102	0.35	0.102	0.37
Ganesh Ghangurde	0.006	0.02	0.006	0.02
Hemant Kaul	0.006	0.02	0.006	0.02

41 DISCLOSURE REQUIRED UNDER SECTION 186(4) OF THE COMPANIES ACT, 2013:

The details of loans, guarantees and investments under Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 are as follows:

(i) Details of investment made are given in Note 3

(ii) There are no loans given or guarantees issued by the Company in accordance with section 186 of the Companies Act, 2013 read with rules issued thereunder.

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

(₹ in lakhs)

42 FAIR VALUATION MEASUREMENT HIERARCHY

A CATEGORY-WISE CLASSIFICATION OF FINANCIAL INSTRUMENTS

	Refer Note	As at 31-03-2021	As at 31-03-2020
Financial assets measured at fair value through profit or loss (FVTPL)			
Forward Contract	9	112.52	-
Financial assets measured at fair value through other comprehensive income (FVTOCI)			
Forward Contract	9	101.48	-
Financial assets measured at amortised cost			
Trade Receivables	6	6,344.80	6,497.25
Cash and cash equivalents	7	1,370.52	823.55
Bank balances other than mentioned above	8	9.29	19.69
Accrued Interest Income	9	21.03	23.29
Financial liabilities measured at fair value through profit or loss (FVTPL)			
Forward Contract	20	-	48.11
Financial liabilities measured at fair value through other comprehensive income (FVTOCI)			
Forward Contract	20	-	236.52
Futures Contract	9	-	1.34
Financial liabilities measured at amortised cost			
Rupee Term Loan from Banks	14 & 20	1,929.43	1,564.41
Deferred Payment Liability	14 & 20	16.36	29.77
Lease Liability	15 & 20	80.33	138.58
Foreign Currency Working Capital Demand Loan from Banks	18	-	5,186.98
Rupee Working Capital Demand Loan from Banks	18	5,150.30	1,720.54
Trade payables	19	1,692.35	2,451.24
Interest accrued and due on borrowings	20	21.69	29.89
Unclaimed Dividend	20	5.67	6.33
Creditors for Capital Goods & Services	20	24.91	52.20
Deposit from Dealers	20	60.40	60.40
Security Deposit for Let out property	20	0.65	0.65

The above table does not include financial assets measured at Cost. (Refer note 3)

B FAIR VALUE MEASUREMENTS

(i) The following table provides the fair value measurement hierarchy of the company's financial assets and liabilities:

Particulars	Fair value hierarchy			
	Carrying Amount	Quoted prices in active markets (Level 1)	Significant Observable inputs (Level 2)	Significant Unobservable inputs (Level 3)
As at 31-03-2021				
Financial Assets				
At Fair Value Through P&L (FVTPL)				
Other Financial Assets	112.52	-	112.52	-
At Fair Value Through OCI (FVTOCI)				
Other Financial Assets	101.48	-	101.48	-
Financial Liabilities				
At Amortised Cost				
Lease Liability	80.33	-	-	80.33
At Fair Value Through P&L (FVTPL)				
Other Financial Liabilities	-	-	-	-
At Fair Value Through OCI (FVTOCI)				
Other Financial Liabilities	-	-	-	-

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

(₹ in lakhs)

Particulars	Carrying Amount	Fair value hierarchy		
		Quoted prices in active markets (Level 1)	Significant Observable inputs (Level 2)	Significant Unobservable inputs (Level 3)
As at 31-03-2020				
Financial Assets				
At Fair Value Through P&L (FVTPL)				
Other Financial Assets	-	-	-	-
At Fair Value Through OCI (FVTOCI)				
Other Financial Assets	-	-	-	-
Financial Liabilities				
At Amortised Cost	138.58	-	-	138.58
Lease Liability				
At Fair Value Through P&L (FVTPL)				
Other Financial Liabilities	48.11	-	48.11	-
At Fair Value Through OCI (FVTOCI)				
Other Financial Liabilities	237.86	-	237.86	-

(ii) Financial Instrument measured at Amortised Cost

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

43 FINANCIAL RISK MANAGEMENT - OBJECTIVES AND POLICIES

The Company's financial liabilities comprise mainly of borrowings, trade payables and other payables. The Company's financial assets comprise mainly of investments, cash and cash equivalents, other balances with banks, loans, trade receivables and other receivables.

The Company is exposed to Market risk, Credit risk and Liquidity risk. The Board of Directors ('Board') oversee the management of these financial risks through its Risk Management Committee. The Risk Management Policy of the Company formulated by the Risk Management Committee and approved by the Board, states the Company's approach to address uncertainties in its endeavour to achieve its stated and implicit objectives. It prescribes the roles and responsibilities of the Company's management, the structure for managing risks and the framework for risk management. The framework seeks to identify, assess and mitigate financial risks in order to minimize potential adverse effects on the Company's financial performance.

The following disclosures summarize the Company's exposure to financial risks and information regarding use of derivatives employed to manage exposures to such risks. Quantitative sensitivity analysis have been provided to reflect the impact of reasonably possible changes in market rates on the financial results, cash flows and financial position of the Company.

1) Market Risk:

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of interest rate risk and currency risk. Financial instruments affected by market risk includes borrowings, investments, trade payables, trade receivables, loans and derivative financial instruments.

a) Interest Rate Risk

Interest rate risk is the risk that the fair value of future cash flows of the financial instruments will fluctuate because of changes in market interest rates. In order to optimize the Company's position with regards to interest income and interest expenses and to manage the interest rate risk, treasury performs a comprehensive corporate interest rate risk management by balancing the proportion of fixed rate and floating rate financial instruments in its total portfolio.

Interest Rate Exposure

	As at 31-03-2021	As at 31-03-2020
Borrowings		
Long Term Fixed Loan	2,026.11	1,732.75
Short Term Loan	5,150.30	6,907.52

Impact on Interest Expenses for the year on 0.5% change in Interest rate

Changes in rate	Effect on profit before tax		Effect on total equity	
	Year ended 31-03-2021	Year ended 31-03-2020	As at 31-03-2021	As at 31-03-2020
+0.5%	(25.75)	(34.24)	(25.75)	(34.24)
-0.5%	25.75	34.24	25.75	34.24

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

(₹ in lakhs)

b) Foreign Currency Risk

The company's business objective includes safe-guarding its earnings against foreign exchange rate fluctuation. The company has adopted a structured risk management policy to hedge all these risks within an acceptable risk limit and an approved hedge accounting framework which allows for Fair Value and Cash Flow hedges. Hedging instruments include forward/options instruments to achieve this objective.

(i) Exposure in foreign currency - Hedged

The Company enters into forward exchange contracts to hedge against its foreign currency exposures relating to the underlying transactions and firm commitments. The Company does not enter into any derivative instruments for trading or speculative purposes.

The forward exchange contracts used for hedging foreign currency exposure and outstanding as at reporting date are as under:

Currency	(FC in lakhs)		(₹ in lakhs)	
	As at 31-03-2021	As at 31-03-2020	As at 31-03-2021	As at 31-03-2020
EUR	12.09	6.00	1,049.98	500.18
USD	37.90	10.45	2,807.58	794.18

(ii) Exposure in foreign currency - Unhedged

Payables	(FC in lakhs)		(₹ in lakhs)	
	As at 31-03-2021	As at 31-03-2020	As at 31-03-2021	As at 31-03-2020
EUR	0.41	15.53	34.88	1,285.51
USD	1.00	53.01	73.41	4,011.30
AED	0.01	0.01	0.14	0.15
CNY	0.02	0.02	0.20	0.17
SGD	-	0.00	-	0.14

Receivables	(FC in lakhs)		(₹ in lakhs)	
	As at 31-03-2021	As at 31-03-2020	As at 31-03-2021	As at 31-03-2020
EUR	0.70	11.34	60.31	934.78
USD	3.20	32.80	233.82	2,478.05
JPY	68.50	24.08	45.29	16.77
CNY	0.00	0.07	0.01	0.74
THB	0.07	0.07	0.16	0.16

(iii) Sensitivity

The Company is mainly exposed to changes in EUR & USD. The below table demonstrates the sensitivity to a 5% increase or decrease in the EUR / USD against INR, with all other variables held constant. The sensitivity analysis is prepared on the net unhedged exposure of the Company as at the reporting date. 5% represents management's assessment of reasonably possible change in foreign exchange rate.

Foreign Currency	Change in rate	Effect on profit after tax		Effect on total equity	
		Year 2020-21	Year 2019-20	As at 31-03-2021	As at 31-03-2020
EUR	+5%	1.27	(17.54)	1.27	(17.54)
EUR	-5%	(1.27)	17.54	(1.27)	17.54
USD	+5%	8.02	(76.68)	8.02	(76.68)
USD	-5%	(8.02)	76.68	(8.02)	76.68

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2021 (₹ in lakhs)

c) **Other Price Risks:**

Other price risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market traded price. Other price risk arises from financial assets such as investments in equity instruments. Company has invested in unquoted Equity Instruments and hence its exposure to change in market value is minimal.

2) **Credit Risk:**

Credit risk refers to a risk that a counterparty will default on its contractual obligation resulting in a financial loss to the Company. Credit risk primarily arises from financial asset such as trade receivables and Derivative financial instruments and other balances with banks, loans and other receivables. The Company exposure to credit risk is disclosed in note 6, 7, 8 and 9. The Company has adopted a policy of only dealing with counterparties that have sufficient credit rating. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transaction is reasonably spread amongst the counterparties.

Credit risk arising from investment in derivative financial instrument and other balances with bank is limited and there is no collateral held against these because the counterparties are banks and recognised financial institution with high credit ratings assigned by international credit rating agencies.

The average credit period on sale of products and services is maximum of 60-90 days. Credit risk arising from trade receivables is managed in accordance with Company's established policy, procedures, and controls relating to customer credit risk management. Credit quality of Customer is assessed and accordingly individual credit limit is defined. The concentration of credit risk is limited due to the fact that customer base is large.

Movement in expected credit loss allowance on trade receivables	As at 31-03-2021	As at 31-03-2020
Balance at the beginning of the year	10.19	10.38
Loss allowance measured at lifetime expected credit loss	-	(0.19)
Balance at the end of the year	10.19	10.19

3) **Liquidity Risk:**

Liquidity risk is the risk that the Company will encounter difficulty in raising funds to meet commitments associated with financial instruments that are settled by delivering cash or another financial asset. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value.

The Company has an established liquidity risk management framework for managing its short term, medium term and long term funding and liquidity management requirements. The Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Company manages the liquidity risk by maintaining adequate funds in cash and cash equivalents. The Company also has adequate credit facilities agreed with banks to ensure that there is sufficient cash to meet all its normal operating commitments in a timely and cost-effective manner.

The table below analysis non-derivative financial liabilities of the Company into relevant maturity groupings based on the remaining period from the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

Non Derivative Liabilities	Refer Note	< 1 year	1 - 5 years	Above 5 years	Total
At 31st March 2021					
Long Term Borrowings	14, 15 & 20	416.90	1,609.21	-	2,026.11
Short Term Borrowings	18	5,150.30	-	-	5,150.30
Trade Payables	19	1,692.35	-	-	1,692.35
Other Financial Liabilities	20	113.32	-	-	113.32
At 31st March 2020					
Long Term Borrowings	14, 15 & 20	499.29	1,233.46	-	1,732.75
Short Term Borrowings	18	6,907.52	-	-	6,907.52
Trade Payables	19	2,451.24	-	-	2,451.24
Other Financial Liabilities	20	148.14	-	-	148.14

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

(₹ in lakhs)

Derivative Liabilities	Refer Note	< 1 year	1 - 5 years	Above 5 years	Total
At 31st March 2021					
Forward Contract	20	-	-	-	-
At 31st March 2020					
Forward Contract	20	285.97	-	-	285.97

4) Hedge Accounting:

The company's business objective includes safe-guarding its foreign currency earnings against movements in foreign exchange and interest rates. Company has adopted a structured risk management policy to hedge all these risks within an acceptable risk limit and an approved hedge accounting framework which allows for Fair Value and Cash Flow hedges. Hedging instruments consists of forwards to achieve this objective. The table below shows the position of hedging instruments and hedged items as of the balance sheet date.

Disclosure of effects of hedge accounting

A Fair Value Hedge

Hedging Instrument		Carrying amount				
Type of Hedge and Risks	**Nominal Value**	**Assets**	**Liabilities**	**Changes in FV**	**Hedge Maturity Date**	**Line Item in Balance Sheet**
Foreign currency risk component - Forward Contract	3,970.07	3,857.56	-	112.52	Apr-21 to Aug-21	Current Financial Assets : Others
Foreign currency risk component - Forward Contract	-	-	-	-	Sep-20	Current Financial Liabilities : Others

Hedging Items	Carrying amount			
Type of Hedge and Risks	**Assets**	**Liabilities**	**Changes in FV**	**Line Item in Balance Sheet**
Trade Receivables	3,970.07	-	(112.52)	Current Financial Assets : Trade Receivables
Foreign Currency Working Capital Loan	-	-	-	Current Financial Liabilities : Borrowings

B Cashflow Hedge

Hedging Instrument		Carrying amount				
Type of Hedge and Risks	**Nominal Value**	**Assets**	**Liabilities**	**Changes in FV**	**Hedge Maturity Date**	**Line Item in Balance Sheet**
Foreign currency risk component - Forward Contract	8,546.01	8,444.53	-	101.48	Aug-21 to Mar-22	Current Financial Assets : Others
Foreign currency risk component - Forward Contract	-	-	-	-	Apr-19 to Jun-19	Current Financial Liabilities : Others

Hedging Items

Type of Hedge and Risks	Nominal Value	Changes in FV	Cashflow Hedge Reserve	Line Item in Balance Sheet
Foreign Currency Risk				
Highly probable Exports	8,546.01	101.48	101.48	Other Equity
Highly probable Imports	-	-	-	Other Equity

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

(₹ in lakhs)

44 CAPITAL MANAGEMENT

For the purpose of the Company's capital management, capital includes issued capital and all other equity reserves attributable to the equity shareholders of the Company. The primary objective of the Company when managing capital is to safeguard its ability to continue as a going concern and to maintain an optimal capital structure so as to maximize shareholder value.

The gearing ratio at end of the reporting period was as follows.

	As at 31-03-2021	As at 31-03-2020
Gross Debt	7,096.08	8,501.69
Cash and Marketable Securities	1,370.52	823.55
Net Debt (A)	5,725.56	7,678.14
Total Equity (As per Balance Sheet) (B)	13,558.84	13,124.72
Net Gearing (A/B)	0.42	0.59

45 APPROVAL OF FINANCIAL STATEMENTS

The financial statements were approved for issue by the board of directors on 21st May, 2021.

46 EVENTS AFTER THE REPORTING PERIOD

The Board of Directors have recommended dividend of ₹ 2.50 (25%) per fully paid up equity share of ₹ 10/- each, aggregating ₹ 33.33 lakhs (subject to deduction of tax at applicable rates), for the financial year 2020-21, which is based on relevant share capital as on 31st March, 2021.

The above is subject to approval at the ensuing Annual General Meeting of the Company and hence is not recognised as a liability.

As per our Report of even date

For DKP & Associates
Chartered Accountants
Firm Registration No. 126305W

Deepak K. Doshi
Partner

Membership no. 037148

Mumbai, 21st May, 2021

For and on behalf of the Board of Directors

Rajendra V Gandhi
Managing Director

Harsh R Gandhi
Joint Managing Director

Shilpa Mehta
Chief Financial Officer

Abhijeet Sawant
Company Secretary

Mumbai, 21st May, 2021

INDEPENDENT AUDITOR'S REPORT

To
The Members of GRP Limited
Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated Financial Statements of GRP Limited ("herein after referred to as "Holding Company") and its subsidiaries (Holding company and its subsidiaries together referred as "the Group") and its Joint venture, which comprise the Consolidated Balance Sheet as at 31st March,2021, Consolidated Statement of Profit and Loss (Including Other Comprehensive Income), Consolidated Statement of Changes in Equity and Consolidated Statement of Cash Flows for the year then ended, and notes to the Consolidated Financial Statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "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 accounting principles generally accepted in India, of the Consolidated state of affairs of the Group as at 31st March, 2021, and its Consolidated profit (including Other 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 Consolidated financial statement in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group and its Joint venture in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on Consolidated Financial statements.

Key Audit Matters

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

We have determined the matters described below to be the Key Audit Matters to be communicated in our report.

1. Interest liability on delayed payment to Micro and Small Enterprises

We draw attention to note No 20 of Consolidated Financial Statements -Trade payable, the group has incurred interest liability on account of delayed payment to micro and small enterprises of Rs 8.14 Lakhs for the financial year 2020-21. Cumulative amount of interest payable outstanding as on 31st March, 2021 on account of delayed payment to Micro and Small Enterprises is Rs. 23.66 lakhs.

Auditor's Response

Our Audit Procedure in respect of above Key audit matters included:

a) Verification of Vendor Master to identify the Micro and Small Enterprises.

b) Terms of payment to Micro and small Enterprises.

c) Verification of the interest liability on account of delayed payment to Micro and Small Enterprises.

As discussed with the management, the Group will be starting with the process of payment of interest to Micro and small Enterprises from the financial year 2021-22.

2. Contingent Liabilities

We draw attention to Note no 33-Contingent liabilities (to the extent not provided for), of the Consolidated Financial Statements, the Group has material amounts arising from uncertain tax positions including disputes related to Income Tax, Excise Duty, Value Added Tax. These matters involve significant management judgment to determine the possible outcomes.

Auditor's Response

We obtained details of completed assessments during the year ended 31st March, 2021 from the management, considered the estimates made by the management in respect of tax provisions and possible outcomes of the dispute. Additionally we also considered the effect of new information in respect of uncertain tax positions and matters under dispute as at 31st March, 2021 to evaluate whether any changes were required in the management's position on these uncertainties.

Other Information

The Holding Company's Management and Board of Directors are responsible for the preparation of other information. The other information includes the information in Annual Report, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Consolidated Financial Statements that give a true and fair view of the Consolidated financial position, Consolidated financial performance including Other Comprehensive Income, Consolidated changes in equity and Consolidated cash flows of the Group and its Joint venture in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act.

The respective Board of directors of the companies included in the Group and of its Joint venture are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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 management and Board of Directors of the Companies included in the Group and of its Joint Venture are responsible for assessing the ability of each of the Company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of each of the Company included in the Group and its joint venture are also responsible for overseeing the Company's financial reporting process.

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 Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated Financial Statements.

As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional scepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013 as amended, we are also responsible for expressing our opinion on whether the Holding Company and its subsidiary and joint venture 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 these assumptions. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group as well as its Joint Venture to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

Report on Other Legal and Regulatory Requirements

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

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

   (b) In our opinion, proper books of account as required by law in relation to the preparation of the consolidated financial statement 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 Cash Flow Statement dealt with by this Report are in agreement with the books of account.

   (d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2015, as amended.

   (e) On the basis of the written representations received from the directors of the Holding Company, Subsidiary company and its Joint Venture as on 31st March, 2021 taken on record by the Board of Directors of the Holding Company, subsidiary Company and its Joint venture, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164(2) of the Act.

   (f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company and Subsidiary Company and joint venture and the operating effectiveness of such controls, refer to our separate Report in “Annexure A”.

   (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 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 the impact of pending litigations on its Consolidated Financial Position of the Group and its Joint Venture - Refer Note No. 33 to the consolidated financial statements.

      ii. The Provision has been made in the Consolidated Financial Statement, 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 Holding Company, its Subsidiary and joint venture during the year ended 31st March, 2021.

2. As required by Section 197(16) of the Act, we report that the Holding Company, its subsidiary and joint Venture has paid remuneration to its directors during the year in accordance with the provisions of the limits laid down under Section 197 read with Schedule V of the Act.

For DKP & Associates
Chartered Accountants
Firm's Registration No. 126305W

D K Doshi
Partner
Membership No. 037148
UDIN: 21037148AAAACL2338

Place: Mumbai
Date: 21st May, 2021

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS OF GRP LIMITED

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

Report on the Internal Financial Controls with reference to Consolidated Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act").

We have audited the internal financial controls with reference to consolidated financial statements of GRP Limited ("herein after referred to as "Holding Company") and its subsidiary Company and Joint venture as of 31st March, 2021 in conjunction with our audit of the consolidated financial statements of the Company for the year then ended.

Management Responsibility for the Internal Financial Controls

The Respective Board of directors of Holding Company and its Subsidiary Company and joint venture are responsible for establishing and maintaining internal financial controls with reference to Financial Statements 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 (the "Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 Company's internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note issued by ICAI and the Standards on auditing prescribed under Section 143(10) of the Act, 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 with reference to consolidated financial statements 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 with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to Consolidated financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to consolidated financial statements to future periods are subject to the risk that the internal financial control over Consolidated Financial Statements 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 Holding Company and its Subsidiary and joint venture 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 31st March, 2021, based on the internal control over financial reporting criteria established by the holding Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For DKP & Associates
Chartered Accountants
Firm's Registration No. 126305W

D K Doshi
Partner
Membership No. 037148
UDIN: 21037148AAAACL2338

Place: Mumbai
Date: 21st May, 2021

CONSOLIDATED BALANCE SHEET AS AT 31st MARCH, 2021

(₹ in lakhs)

	Notes	As at 31st March, 2021	As at 31st March, 2020
ASSETS			
NON-CURRENT ASSETS			
Property, Plant and Equipment	2A	9,943.90	11,074.67
Capital work in progress	2B	161.83	133.56
Right of Use assets	2C	972.06	1,042.70
Investment Property	2D	104.91	107.23
Intangible assets	2E	11.56	15.16
Intangible assets under development	2F	31.49	31.49
Financial Assets			
Investments	3	17.18	65.77
Others	4	0.35	0.34
Other Non-current assets	5	286.85	324.45
Total Non-Current Assets		**11,530.13**	**12,795.37**
CURRENT ASSETS			
Inventories	6	4,335.75	4,676.83
Financial Assets			
Trade receivables	7	6,390.90	6,520.00
Cash and cash equivalents	8	1,373.68	824.62
Other Bank balances	9	9.29	19.69
Other Financial Assets	10	235.04	33.93
Current Tax Assets (Net)	11	149.21	92.73
Other Current Assets	12	748.94	1,920.69
Total Current Assets		**13,242.81**	**14,088.49**
Total Assets		**24,772.94**	**26,883.86**
EQUITY AND LIABILITIES			
EQUITY			
Equity Share Capital	13	133.33	133.33
Other Equity	14	13,024.76	12,586.35
Equity attributable to owners of the Company		**13,158.09**	**12,719.68**
Non-Controlling Interests		0.04	0.04
Total Equity		**13,158.13**	**12,719.72**
LIABILITIES			
NON-CURRENT LIABILITIES			
Financial Liabilities			
Borrowings	15	1,572.72	1,148.04
Other Financial liabilities	16	45.49	95.43
Provisions	17	74.25	65.85
Deferred Tax Liabilities (Net)	18	1,565.47	1,570.23
Total Non-Current Liabilities		**3,257.93**	**2,879.55**

CONSOLIDATED BALANCE SHEET AS AT 31st MARCH, 2021

(₹ in lakhs)

	Notes	As at 31st March, 2021	As at 31st March, 2020
CURRENT LIABILITIES			
Financial Liabilities			
Borrowings	19	5,163.36	6,951.83
Trade Payables			
- Dues of micro and small enterprises	20	198.59	213.49
- Dues of creditors other than micro and small enterprises	20	1,379.74	2,131.50
Other Financial liabilities	21	531.22	934.40
Other Current Liabilities	22	982.39	947.32
Provisions	23	101.58	106.05
Total Current Liabilities		**8,356.88**	**11,284.59**
Total Liabilities		**11,614.81**	**14,164.14**
Total Equity and Liabilities		**24,772.94**	**26,883.86**
Significant Accounting policies	1		
See accompanying Notes to the Financial Statements	2 - 47		

As per our Report of even date

For DKP & Associates
Chartered Accountants
Firm Registration No. 126305W

Deepak K. Doshi
Partner

Membership no. 037148

Mumbai, 21st May, 2021

For and on behalf of the Board of Directors

Rajendra V Gandhi
Managing Director

Harsh R Gandhi
Joint Managing Director

Shilpa Mehta
Chief Financial Officer

Abhijeet Sawant
Company Secretary

Mumbai, 21st May, 2021

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

(₹ in lakhs)

	Notes	Year ended 31st March, 2021	Year ended 31st March, 2020
INCOME			
Revenue from Operations	24	29,741.72	36,722.08
Less: Goods and Service Tax Recovered		1,764.40	1,852.28
Revenue from Operations (Net)		27,977.32	34,869.80
Other Income	25	187.32	63.65
Total Income		**28,164.64**	**34,933.45**
EXPENSES			
Cost of Materials consumed		13,304.81	17,364.91
Changes in inventories of finished goods and work-in-progress	26	239.48	(332.77)
Employee benefits expenses	27	4,876.90	6,077.53
Finance Costs	28	539.97	818.18
Depreciation & Amortisation expense	29	1,265.66	1,364.47
Other Expenses	30	7,864.27	9,866.54
Total Expenses		**28,091.09**	**35,158.86**
Profit Before Share of Profit / (Loss) of Joint Ventures, Exceptional Items and Tax		**73.55**	**(225.41)**
Share of Profit / (Loss) of Joint Ventures		-	-
Profit before Exceptional items and Tax		**73.55**	**(225.41)**
Exceptional Items		-	-
Profit Before Tax		**73.55**	**(225.41)**
Tax Expense			
- Current Tax	31	14.83	-
- Short / (Excess) Provision for earlier years		(15.20)	(46.67)
- Deferred Tax		(92.99)	(475.48)
Total Tax Expenses		(93.36)	(522.15)
Profit for the year		**166.91**	**296.74**
Other Comprehensive Income			
A) Items that will not be reclassified to statement of profit and loss			
- Remeasurement benefit of defined benefit plans		26.14	(179.79)
- Income tax expense on remeasurement benefit of defined benefit plans		(6.80)	46.75
B) Items that will be reclassified to statement of profit and loss			
- Fair Valuation of Financial Instruments		1.03	(3.76)
- Cashflow Hedge Reserve		339.34	(296.21)
- Income tax expense on Cashflow Hedge Reserve		(88.23)	91.89
Total Other Comprehensive Income (A + B)		271.48	(341.12)
Total Comprehensive Income for the year		**438.39**	**(44.38)**
Profit for the year attributable to			
- Owners of the Company		166.91	296.74
- Non-controlling interest		(0.00)	0.00
		166.91	**296.74**

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

(₹ in lakhs)

	Notes	Year ended 31st March, 2021	Year ended 31st March, 2020
Other comprehensive income for the year attributable to			
- Owners of the Company		271.48	(341.12)
- Non-controlling interest		-	-
		271.48	**(341.12)**
Total comprehensive income for the year attributable to			
- Owners of the Company		438.39	(44.38)
- Non-controlling interest		(0.00)	0.00
		438.39	**(44.38)**
Earning Per Equity share of Face value of ₹ 10/- each	40		
(1) Basic (in ₹)		12.52	22.26
(2) Diluted (in ₹)		12.52	22.26
Significant Accounting policies	1		
See accompanying Notes to the Financial Statements	2-47		

As per our Report of even date

For DKP & Associates
Chartered Accountants
Firm Registration No. 126305W

Deepak K. Doshi
Partner
Membership no. 037148

Mumbai, 21st May, 2021

For and on behalf of the Board of Directors

Rajendra V Gandhi
Managing Director

Harsh R Gandhi
Joint Managing Director

Shilpa Mehta
Chief Financial Officer

Abhijeet Sawant
Company Secretary

Mumbai, 21st May, 2021

CONSOLIDATED CASHFLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2021

(₹ in lakhs)

	Year ended 31st March, 2021	Year ended 31st March, 2020
Cash flow from Operating activities		
Net profit before tax and extra ordinary items	73.55	(225.41)
Adjustments for		
- Depreciation	1,265.67	1,364.47
- (Profit) / Loss on sale of Property, plant and equipment (Net)	(109.76)	(9.64)
- Property, plant and equipment Discarded	-	8.88
- Amortization of Deferred Income	(1.00)	(1.00)
- Interest Income	(47.22)	(18.30)
- Interest Expense	539.97	818.19
- Rent Income	(3.00)	(21.00)
- Net unrealised foreign exchange (gain)/loss	111.54	(10.28)
- Bad Debts written off	-	14.24
- Employee benefits expenses	30.07	184.41
Operating Profit before working capital changes	**1,859.82**	**2,104.56**
Adjustments for		
- (Increase)/Decrease in Trade and other receivables	1,086.51	(457.95)
- (Increase)/Decrease in Inventories	341.09	(1,195.44)
- Increase/(Decrease) in Trade and other payable	(774.97)	366.99
Cash generated from operations	**2,512.44**	**818.16**
Direct taxes paid (net of refund)	(6.44)	(82.55)
Net cash generated from operating activities	**2,506.01**	**735.62**
Cash flow from investing activities		
- Interest received	49.46	12.89
- Sale proceeds of Property, plant and equipment	342.25	57.28
- Rent Income	3.00	21.00
- Investments	49.62	(8.40)
- Purchase of Property, plant and equipment	(357.99)	(1,200.40)
Net cash used in investing activities	**86.34**	**(1,117.63)**
Cash flow from financing activities		
- Loans repaid (Net of borrowings)	(1,436.86)	1,842.07
- Interest paid	(548.17)	(808.91)
- Payment of Lease Liabilities	(58.25)	(48.30)
- Dividend & Dividend tax paid	-	(218.48)
Net cash used in financing activities	**(2,043.29)**	**766.38**
Net increase / (Decrease) in cash and cash equivalents	**549.06**	**384.37**
Cash and cash equivalents at the beginning of the year	824.62	440.25
Cash and cash equivalents at the closing of the period	**1,373.68**	**824.62**

CONSOLIDATED CASHFLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2021

(₹ in lakhs)

	Year ended 31st March, 2021	Year ended 31st March, 2020
Cash and Bank Balances		
Cash and cash equivalents		
Cash on hand	2.26	1.96
Balance with banks		
- In Current accounts	264.61	416.96
- In Cash Credit Accounts	4.00	58.85
- In EEFC accounts	156.37	346.85
- Deposits with original maturity of less than 3 months	946.44	-
	1,373.68	**824.62**
Other Bank Balance (Refer note no. 9)	9.29	19.69

CHANGE IN LIABILITY ARISING FROM FINANCING ACTIVITIES

	1st April, 2020	Cash Flow	Foreign Exchange Movement	31st March, 2021
Borrowing - Long Term (Refer Note 15)	1,594.17	351.61	-	1,945.78
Borrowing - Short Term (Refer Note 19)	6,951.83	(1,788.47)	-	5,163.36
	8,546.00	**(1,436.86)**	**-**	**7,109.14**

	1st April, 2019	Cash Flow	Foreign Exchange Movement	31st March, 2020
Borrowing - Long Term (Refer Note 15)	504.00	1,090.17	-	1,594.17
Borrowing - Short Term (Refer Note 19)	5,929.78	781.53	240.53	6,951.83
	6,433.78	**1,871.70**	**240.53**	**8,546.00**

The above Cash Flow Statement has been prepared under the “Indirect Method” as set out in the Indian Accounting Standard (IND AS-7) - Statement of Cashflow

As per our Report of even date

For DKP & Associates
Chartered Accountants
Firm Registration No. 126305W

Deepak K. Doshi
Partner

Membership no. 037148

Mumbai, 21st May, 2021

For and on behalf of the Board of Directors

Rajendra V Gandhi
Managing Director

Harsh R Gandhi
Joint Managing Director

Shilpa Mehta
Chief Financial Officer

Abhijeet Sawant
Company Secretary

Mumbai, 21st May, 2021

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

(₹ in lakhs)

Particulars	Equity Share Capital	Other Equity										TOTAL EQUITY
		Reserves and Surplus						Other comprehensive Income			TOTAL OTHER EQUITY	
		Special capital incentive and Subsidy	Profit on re-issue of forfeited shares	Securities Premium account	Excess of Share in Net Assets of subsidiary company / Joint Venture	General Reserve	Retained Earnings	Actuarial Gain/ (Loss)	Equity instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges		
Balance at the beginning of the reporting period i.e. 1st April, 2019 (a)	**133.33**	**53.30**	**0.01**	**41.67**	**1.02**	**6,509.32**	**6,137.46**	**65.93**	**(0.92)**	**39.97**	**12,847.76**	**12,981.09**
Profit for the year		-	-	-	-	-	296.74	-			296.74	296.74
Items of OCI for the year, net of tax												
Remeasurement gain/(loss) of defined benefit plans		-	-	-	-	-	-	(133.04)			(133.04)	(133.04)
Net fair value gain / (loss) on investment in equity instruments through OCI		-	-	-	-	-	-		(3.76)		(3.76)	(3.76)
Fair value changes on cash flow hedge, net of tax		-	-	-	-	-	-			(204.32)	(204.32)	(204.32)
Total Comprehensive Income (b)	**-**	**-**	**-**	**-**	**-**	**-**	**296.74**	**(133.04)**	**(3.76)**	**(204.32)**	**(44.38)**	**(44.38)**
Appropriation during the year												
Dividends		-	-	-	-	-	(180.00)	-			(180.00)	(180.00)
Tax on dividend		-	-	-	-	-	(37.00)	-			(37.00)	(37.00)
Total of Appropriations (c)	**-**	**-**	**-**	**-**	**-**	**-**	**(217.00)**	**-**	**-**	**-**	**(217.00)**	**(217.00)**
Balance at the end of the reporting period i.e. 31st March, 2020 (a+b+c=d)	**133.33**	**53.30**	**0.01**	**41.67**	**1.02**	**6,509.32**	**6,217.20**	**(67.11)**	**(4.68)**	**(164.35)**	**12,586.38**	**12,719.71**
Profit for the year	-	-	-	-	-	-	166.91	-	-	-	166.91	166.91
Items of OCI for the year, net of tax												
Remeasurement gain / (loss) of defined benefit plans	-	-	-	-	-	-	-	19.34			19.34	19.34
Net fair value gain / (loss) on investment in equity instruments through OCI	-	-	-	-	-	-	-		1.03		1.03	1.03
Fair value changes on cash flow hedge, net of tax	-	-	-	-	-	-	-			251.10	251.10	251.10
Total Comprehensive Income (e)	**-**	**-**	**-**	**-**	**-**	**-**	**166.91**	**19.34**	**1.03**	**251.10**	**438.38**	**438.38**
Appropriation during the year												
Dividend on Equity Shares (₹ 8.00 per share)	-	-	-	-	-	-	-	-			-	-
Tax on Dividend							-	-			-	-
Interim Dividend on Equity Shares (₹ 5.50 per Share)	-	-	-	-	-	-	-	-			-	-
Tax on Interim Dividend	-	-	-	-	-	-	-	-			-	-
Total of Appropriations (f)	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Balance at the end of the reporting period i.e. 31st March, 2021 (d+e+f)	**133.33**	**53.30**	**0.01**	**41.67**	**1.02**	**6,509.32**	**6,384.11**	**(47.77)**	**(3.65)**	**86.75**	**13,024.76**	**13,158.09**

As per our Report of even date

For DKP & Associates
Chartered Accountants
Firm Registration No. 126305W

Deepak K. Doshi
Partner

Membership no. 037148

Mumbai, 21st May, 2021

For and on behalf of the Board of Directors

Rajendra V Gandhi
Managing Director

Harsh R Gandhi
Joint Managing Director

Shilpa Mehta
Chief Financial Officer

Abhijeet Sawant
Company Secretary

Mumbai, 21st May, 2021

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

(₹ in lakhs)

CORPORATE INFORMATION

The consolidated financial statements comprise financial statements of GRP Limited (the Parent), its subsidiaries and Joint Venture (collectively, the Group) for the year ended 31st March, 2021.

The Parent Company is domiciled and incorporated in India under the Indian Companies Act, 1956. The registered office of the Company is situated at Plot No.8, GIDC Estate, Ankleshwar - 393 002, Dist. Bharuch, Gujarat, India.

The Group is engaged mainly in manufacturing of Reclaim Rubber, other rubber recycling activities and commercial vehicle tyre re-treading.

1 SIGNIFICANT ACCOUNTING POLICIES AND KEY ACCOUNTING ESTIMATES AND JUDGEMENTS

SIGNIFICANT ACCOUNTING POLICIES:

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied for all the years presented, unless otherwise stated.

1.1 Basis of preparation and presentation of financial statements:

These financial statements are the consolidated financial statements of the Group prepared in accordance with Indian Accounting Standards (‘Ind AS’) notified under Section 133 of the Companies Act, 2013, read together with the Companies (Indian Accounting Standards) Rules, as amended from time to time.

These consolidated financial statements have been prepared and presented under the historical cost convention, except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below. The accounting policies have been applied consistently over all the periods presented in these financial statements. These financial statements are presented in Indian Rupees, which is also its functional currency, and all values are rounded to the nearest lakhs, except when otherwise stated.

1.2 Current / Non-current classification:

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

1.3 Principles of consolidation:

The consolidated financial statements relate to GRP Limited (‘the Parent Company’) and its subsidiaries and joint ventures. The consolidated financial statements have been prepared on the following basis:

a The financial statements of the Parent Company and its subsidiaries are combined on a line by line basis by adding together like items of assets, liabilities, equity, incomes, expenses and cash flows, after fully eliminating intra-group balances and intra-group transactions.

b Profits or losses resulting from intra-group transactions that are recognised in assets, such as inventory and property, plant & equipment, are eliminated in full.

c Offset (eliminate) the carrying amount of the parent’s investment in each subsidiary and the parent’s portion of equity of each subsidiary.

d Non Controlling Interest’s share of profit / loss of consolidated subsidiaries for the year is identified and adjusted against the income of the group in order to arrive at the net income attributable to shareholders of the Company.

e Non Controlling Interest’s share of net assets of consolidated subsidiaries is identified and presented in the Consolidated Balance Sheet separate from liabilities and the equity of the Company’s shareholders.

f Investment in Joint Ventures has been accounted under the equity method as per Ind AS 28 - Investments in Associates and Joint Ventures.

1.4 Summary of Significant Accounting policies

(A) Property, Plant and Equipment

Tangible assets:

An item of property, plant and equipment that qualifies as an asset is measured on initial recognition at cost. Following initial recognition, items of property, plant and equipment are carried at its cost less accumulated depreciation and accumulated impairment losses, if any.

The cost of an item of property, plant and equipment comprises of its purchase price including import duties and other non refundable purchase taxes or levies, directly attributable cost of bringing the asset to its working condition for its intended use. Any trade discounts and rebates are deducted in arriving at the purchase price. Expenses directly attributable to new manufacturing facility during its construction period including borrowing costs are capitalized, if the recognition criteria are met. Expenditure related to plans, designs and drawings of buildings or plant and machinery is capitalized under relevant heads of property, plant and equipment if the recognition criteria are met.

Gains or losses arising from derecognition of assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss.

Capital work in progress and Capital advances:

Cost of assets not ready for intended use, as on the Balance Sheet date, is shown as capital work in progress. Advances given towards acquisition of property, plant and equipment outstanding at each Balance Sheet date are disclosed as Other Non-Current Assets.

Depreciation:

Depreciation on assets is provided on straight line method for the period for which the assets have been used as under:

(a) Depreciation on assets is provided over the useful life of assets as prescribed under schedule II of the Companies Act, 2013.

(b) Plant and machinery which have worked for more than single shift, depreciation is provided for accordingly as per rate prescribed in schedule II of the Companies Act, 2013.

(c) Leasehold land is amortised over the period of lease.

Intangible Assets and Amortisation:

Intangible Assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortised on a straight line basis over their estimated useful lives. The amortisation period and the amortisation method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortisation period is changed accordingly. Gain or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognized as income or expense in the Statement of Profit and Loss. The period of amortisation is as under :

Asset	Period of amortisation
Computer Software	6 years
Copyrights	10 years
Trademark	10 years
Design & Development	5 years

(B) Finance Costs:

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs, if any, directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalise, all other borrowing costs are charged to the statement of profit and loss for the period in which they are incurred.

(C) Investment Properties:

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Group for its business, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and wherever applicable its borrowing costs. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance costs are charged to the statement of profit and loss for the period in which they are incurred.

Investment properties are depreciated using the straight-line method over their estimated useful lives as follows:

Asset Category	Useful life	Basis for charging Depreciation
Office Building	60	Life as prescribed under Schedule-II of the Companies Act, 2013

Though the Group measures investment property using cost based measurement, the fair value of investment property is disclosed in the note 2D. Fair values are determined based on an annual evaluation performed by an external independent valuer.

(D) Impairment of non-financial assets - property, plant and equipment and intangible assets:

The Group assesses at each reporting date as to whether there is any indication that any property, plant and equipment and intangible assets or group of assets, called cash generating units (CGU) may be impaired. If any such indication exists the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the CGU to which the asset belongs.

An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

(E) Government Grants and Subsidy:

Special capital incentive and subsidy received from the Government for setting up or expansion of an industrial undertaking in undeveloped area of State, is credited to Special capital incentive and subsidy account under Capital Reserve Account.

(F) Tax Expenses:

Tax expense is the aggregate amount included in the determination of profit or loss for the period in respect of current tax and deferred tax.

Current tax:

Current tax is the amount of income taxes payable in respect of taxable profit for a period. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible under the Income Tax Act, 1961.

Current tax is measured using tax rates that have been enacted by the end of reporting period for the amounts expected to be recovered from or paid to the taxation authorities.

Minimum Alternative Tax (MAT) credit entitlement is recognised in accordance with the Guidance Note on "Accounting for credit available in respect of Minimum Alternative Tax under the Income-tax Act, 1961" issued by ICAI. MAT credit is recognised as an asset only when and to the extent there is convincing evidence that the Group will pay normal income tax during the specified period. At each balance sheet date the Group re-assesses MAT credit assets to the extent they become reasonably certain or virtually certain of realisation, as the case may be and adjusts the same accordingly.

Deferred tax:

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit under Income Tax Act, 1961.

Deferred tax assets are recognised to the extent it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax losses can be utilized.

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

Presentation of current and deferred tax:

Current and deferred tax are recognized as income or an expense in the Statement of Profit and Loss, except when they relate to items that are recognized in Other Comprehensive Income, in which case, the current and deferred tax income/ expense are recognized in Other Comprehensive Income.

(G) Inventories:

Items of inventories are measured at lower of cost or net realisable value after providing for obsolescence , if any. Cost of Inventories comprises of cost of purchase, cost of conversion and other costs incurred in bringing them to their respective present location and condition. Cost of raw materials, stores & spares, packing materials are determined on weighted average basis. However raw materials are written down to realisable value only if the cost of the related finished goods is not expected to recover the cost of raw materials.

Work-in-progress and finished goods are valued at lower of cost and net realisable value. Cost of work in progress and finished goods is determined on absorption costing method which include cost of conversion and other costs incurred in bringing the inventories to their present location and condition.

(H) Financial Instruments:

1 Financial Assets

a Initial recognition and measurement:

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

b Subsequent measurement

I Financial assets carried at amortised cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

II Financial assets at fair value through other comprehensive income

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

III Financial assets at fair value through profit or loss

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

c Impairment of financial assets

In accordance with Ind AS 109, the Group uses ‘Expected Credit Loss’ (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL).

Expected credit losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or

- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For trade receivables Group applies ‘simplified approach’ which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Group uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Group uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

2 Financial Liabilities

a Initial recognition and measurement:

All financial liabilities are recognized initially at fair value and in case of loans and borrowings, net of directly attributable cost. Cost of recurring nature are directly recognised in profit or loss as finance cost.

b Subsequent measurement:

Financial liabilities are subsequently carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

3 **Derivative Financial Instruments**

The Group uses various derivative financial instruments such as currency swaps and forwards to mitigate the risk of changes in interest rates and exchange rates. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are also subsequently measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to Statement of Profit and Loss, except for the effective portion of cash flow hedges which is recognised in Other Comprehensive Income and later to Statement of Profit and Loss when the hedged item affects profit or loss or treated as basis adjustment if a hedged forecast transaction subsequently results in the recognition of a non-financial assets or non-financial liability.

4 **Derecognition of financial instruments**

The Group derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Group's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

(I) Fair Value:

The Group measures financial instruments at fair value in accordance with the accounting policies mentioned above. 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:

- in the principal market for the asset or liability, or

- in the absence of a principal market, in the most advantageous market for the asset or liability

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

Level 1 — quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly

Level 3 — inputs that are unobservable for the asset or liability

For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period and discloses the same.

(J) Revenue Recognition:

(i) Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services.

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

Revenue from rendering of services is recognised over time by measuring the progress towards complete satisfaction of performance obligations at the reporting period.

Revenue is measured at the amount of consideration which the Group expects to be entitled to in exchange for transferring distinct goods or services to a customer as specified in the contract, excluding amounts collected on behalf of third parties (for example taxes and duties collected on behalf of the Government). Consideration is generally due upon satisfaction of performance obligations and a receivable is recognized when it becomes unconditional.

(ii) Income from Power generation is accounted on the basis of certification of Gujarat Electricity Development Authority.

(iii) Credits on account of Duty drawback and other benefits, which are due to be received with reasonable certainty, are accrued upon completion of exports.

(iv) Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

(v) Dividend income is recognized when the right to receive dividend is established.

(K) Foreign currency transactions and translation:

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets, are capitalized as cost of assets.

(L) Employees Benefits:

Short Term Employee Benefits:

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits. Expense in respect of other short term benefits is recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee.

Post Employment Employee Benefits :

(i) **Defined Contribution Plans :**

(a) Provident Fund:

The Group makes specified monthly contribution to statutory provident fund in accordance with the Employees Provident Fund & Miscellaneous Provisions Act, 1952, which is a defined contribution plan and contribution paid or payable is recognized as an expense in the period in which services are rendered by the employee.

(b) Superannuation:

The Parent Company has Superannuation Plan for its executives - a defined contribution plan. The Parent Company makes annual contribution of the covered employees' salary, subject to maximum of ₹ 1.50 lakh per employee, for the executive opting for the benefit. The plan is managed by a Trust and the funds are invested with Life Insurance Corporation of India under its Group Superannuation Scheme. Annual contributions as specified under the Trust deed are paid to the Life Insurance Corporation of India and recognised as an expense of the year in which the liability is incurred.

(ii) **Defined Benefit Plans:**

(a) Gratuity:

The Parent Company pays gratuity to the employees who have completed five years of service with the Company at the time of resignation/superannuation. The gratuity is paid @15 days salary for every completed year of service as per the Payment of Gratuity Act, 1972.

The gratuity liability amount is contributed to the approved gratuity fund formed exclusively for gratuity payment to the employees. The gratuity fund has been approved by respective Income Tax authorities.

The liability in respect of gratuity and other post-employment benefits is calculated using the Projected Unit Credit Method and spread over the period during which the benefit is expected to be derived from employees' services.

Re-measurement of defined benefit plans in respect of post-employment and other long term benefits are charged to the Other Comprehensive Income. For Subsidiaries & Joint Venture gratuity benefit are provided on the basis of management estimate.

(b) Leave Encashment:

Provision for leave encashment, which is a defined benefit, is made based on actuarial valuation done by an independent agency of notified actuaries by using the projected unit credit method. Actuarial Gains / Losses, if any are recognised in the statement of profit and loss. For Subsidiaries & Joint Venture gratuity benefit are provided on the basis of management estimate.

(M) Lease:

The Group, as a lessee, recognizes a right-of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset.

The contract conveys the right to control the use of an identified asset, if it involves the use of an identified asset and the Group has substantially all of the economic benefits from use of the asset and has right to direct the use of the identified asset. The cost of the right-of-use asset shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

The Group measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group uses incremental borrowing rate

For short-term and low value leases, the Group recognizes the lease payments as an operating expense on a straight-line basis over the lease term.

(N) Impact of COVID 19:

The Covid 19 pandemic had its impact on the global economic environment including in India, causing significant disruption in economic activities and the Reclaim Rubber Industry where the Group is operating had been adversely impacted in the first half of FY 2020-21 due to the pandemic. To optimise operating efficiency, the Parent Company has temporarily shut down its manufacturing operations at its Tamilnadu Plant from 01st October, 2020. With the gradual relaxation in India in the second half, economic activities had improved. However, the second wave of Covid 19 emerging in India in the Month of April-May 2021 may have an impact on the industry and Group.

The Group closely monitors the recent developments and effect of present pandemic over the business. The Group believes that this pandemic is not likely to have material impact on the carrying value of its assets and hence no provision for any Impairment is required. As the situation unfolds in the future, the eventual impact may be different from the estimates made as on the date of approval of these Financial Statements.

(O) Research and Development:

Revenue expenditure on Research and Development is charged in the period in which it is incurred. Capital Expenditure for Research and Development is capitalised when commissioned and included in the Plant, Property and Equipment and depreciated in accordance with the policies stated for Property, Plant and Equipment.

(P) Provisions, Contingent Liabilities and Contingent Assets:

Provisions: Provisions are recognised when there is 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 there is a reliable estimate of the amount of the obligation. provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date and are not discounted to its present value.

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

Contingent Assets: Contingent Assets are neither recognised nor disclosed in the financial statements.

(Q) Segment reporting:

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Group. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Group.

(R) Cash and cash equivalents:

Cash and cash equivalents for the purposes of cash-flow statement comprise cash at bank and in hand and short-term investments with original maturity of three months or less.

(S) Earnings Per Share:

The Group reports basic and diluted earning per share (EPS) in accordance with the Indian Accounting Standard specified under Section 133 of the Companies Act read with Rule 7 of the Companies (Accounts) Rules, 2014. The Basic EPS has been computed by dividing the income available to equity shareholders by the weighted average number of equity shares outstanding during the accounting year. The diluted EPS has been computed using the weighted average number of equity shares and dilutive potential equity shares outstanding during the end of the year.

1.5 Key accounting estimates and judgements

The preparation of the consolidated financial statements requires the management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

a) Depreciation/amortisation and useful lives of property, plant and equipment/intangible assets

Property, plant and equipment/intangible assets are depreciated/amortised over the estimated useful lives of the assets, after taking into account their estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation/ amortisation to be provided during any reporting period. The useful lives and residual values are based on the Group's historical experience with similar assets and take into account anticipated technological changes. The depreciation/ amortisation for future periods is revised if there are significant changes from previous estimates.

b) Provisions

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability require the application of judgement to existing facts and circumstances, which can be subject to change. Since the cash outflows can take place many years in the future, the carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

c) Defined benefit obligation

The costs of providing pensions and other post-employment benefits are charged to the Statement of Profit and Loss in accordance with Ind AS 19 'Employee benefits' over the period during which benefit is derived from the employees' services. The costs are assessed on the basis of assumptions selected by the management. These assumptions include salary escalation rate, discount rates, expected rate of return on assets and mortality rates. The same is disclosed in Note 35, 'Employee benefits'.

d) Income Tax:

The Group's tax jurisdiction is India. Significant judgements are involved in estimating budgeted profits for the purpose of paying advance tax, determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions (Refer Note 31).

e) Impairment of financial assets:

The impairment provisions for financial assets are based on assumptions about risk of default and expected cash loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

1.6 Recent Indian Accounting Standards (Ind AS)

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. There is no such notification which would have been applicable from 1st April, 2021.

MCA issued notifications dated 24th March, 2021 to amend Schedule III to the Companies Act, 2013 to enhance the disclosures required to be made by the Group in its financial statements. These amendments are applicable to the Group for the financial year starting 1st April, 2021.

 (₹ in lakhs)

2 PROPERTY, PLANT AND EQUIPMENT

2A TANGIBLE ASSETS

Particulars	Gross Block					Depreciation / Amortisation					Net Book Value	
	As at 01-04-2020	Additions	Deduction	Adjustments/ Transfers	As at 31-03-2021	As at 01-04-2020	For the year	Deduction	Adjustments/ Transfers	As at 31-03-2021	As at 31-03-2021	As at 31-03-2020
Roads	577.81	-	-	-	577.81	417.53	53.56	-	-	471.09	106.72	160.28
Buildings	6,481.90	10.66	-	-	6,492.56	1,717.61	191.16	-	-	1,908.77	4,583.79	4,764.29
Plant and Machinery	16,238.29	277.15	(683.87)	-	15,831.57	10,421.49	877.92	(473.63)	-	10,825.79	5,005.78	5,816.80
Furniture & Fixtures	401.60	-	(1.65)	-	399.95	319.66	27.48	(1.30)	-	345.84	54.11	81.94
Office equipments	228.38	9.37	(1.08)	-	236.67	176.38	13.37	(0.87)	-	188.87	47.80	52.00
Computer Hardware	169.58	0.88	-	-	170.46	148.55	4.65	-	-	153.19	17.26	21.03
Vehicles	146.32	-	(49.25)	-	97.08	51.44	14.30	(27.55)	-	38.19	58.89	94.89
Material Handling Vehicles	122.28	-	-	-	122.28	38.85	13.89	-	-	52.74	69.55	83.44
Total	**24,366.17**	**298.05**	**(735.84)**	**-**	**23,928.38**	**13,291.50**	**1,196.33**	**(503.35)**	**-**	**13,984.48**	**9,943.90**	**11,074.67**
Previous Year	24,218.40	1,264.53	(128.23)	(988.53)	24,366.17	12,144.71	1,290.18	(71.71)	(71.68)	13,291.50	11,074.67	12,073.70

Notes:

1 Refer to note 15 for information on Property, plant & equipment pledged as security by the Group.

2 Refer to note 33 for disclosure of contractual commitments for the acquisition of Property, plant & equipment.

2B CAPITAL WORK IN PROGRESS

Particulars	**As at 31-03-2021**	**As at 31-03-2020**
Factory Building	0.53	-
Plant & Machinery	80.45	52.71
Other Assets	80.85	80.85
Total	**161.83**	**133.56**

Notes:

1 Addition to capital work in progress includes borrowing cost on Term Loan.

Particulars	**FY 2020-21**	**FY 2019-20**
Plant and Machinery	-	4.20
Other Assets	**-**	**-**
Total	**-**	**4.20**

2C RIGHT OF USE ASSETS

Particulars	Gross Block					Depreciation / Amortisation					Net Book Value	
	As at 01-04-2020	Additions	Deduction	Adjustments/ Transfers	As at 31-03-2021	As at 01-04-2020	For the year	Deduction	Adjustments/ Transfers	As at 31-03-2021	As at 31-03-2021	As at 31-03-2020
Lease hold Land	993.01	-	-	-	993.01	83.45	12.03	-	-	95.47	897.53	909.56
Vehicles	186.88	-	(13.81)	-	173.07	53.74	51.39	(6.58)	-	98.55	74.52	133.14
Total	**1,179.89**	**-**	**(13.81)**	**-**	**1,166.08**	**137.19**	**63.41**	**(6.58)**	**-**	**194.02**	**972.06**	**1,042.70**
Previous Year	-	-	-	1,179.89	1,179.89	-	12.03	-	125.16	137.19	1,042.70	-

2D INVESTMENT PROPERTY

Particulars	Gross Block					Depreciation / Amortisation					Net Book Value	
	As at 01-04-2020	Additions	Deduction	Adjustments/ Transfers	As at 31-03-2021	As at 01-04-2020	For the year	Deduction	Adjustments/ Transfers	As at 31-03-2021	As at 31-03-2021	As at 31-03-2020
Buildings	138.23	-	-	-	138.23	31.00	2.32	-	-	33.32	104.91	107.23
Total	**138.23**	**-**	**-**	**-**	**138.23**	**31.00**	**2.32**	**-**	**-**	**33.32**	**104.91**	**107.23**
Previous Year	138.23	-	-	-	138.23	28.67	2.32	-	-	31.00	107.23	109.56

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2021 (₹ in lakhs)

Information regarding Income & Expenditure of Investment Property

	FY 2020-21	FY 2019-20
Rental Income derived from Investment Property	-	18.00
Direct Operating expenses (including repairs and maintenance) generating rental income	**-**	**(1.36)**
Direct Operating expenses (including repairs and maintenance) that did not generate rental income	(2.14)	(0.36)
Profit from investment properties before depreciation	**(2.14)**	**16.28**
Depreciation	(2.32)	(2.32)
Profit from investment properties	**(4.47)**	**13.95**

As at 31st March, 2021 and 31st March, 2020, the fair values of the properties are based on valuations performed by an independent valuer.

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

Fair Value of the Investment Property is as under

Fair Value	Office Building
Balance as at 01-Apr-2020	315.78
Fair value difference for the year	11.15
Purchases	-
Balance as at 31-Mar-2021	326.92

Particulars	Valuation Techniques	Significant unobservable inputs	Range of change in fair value per 5% (+/-) change in rate per sq. mtr.	
			As at 31-03-2021	As at 31-03-2020
Office Building	Sale Comparison Technique	Sales price of similar properties adjusted for peculiar factors of the property valued	16.35	15.79

2E INTANGIBLE ASSETS

Particulars	Gross Block					Depreciation / Amortisation					Net Book Value	
	As at 01-04-2020	Additions	Deduction	Adjustments/ Transfers	As at 31-03-2021	As at 01-04-2020	For the year	Deduction	Adjustments/ Transfers	As at 31-03-2021	As at 31-03-2021	As at 31-03-2020
Computer Software	217.98	-	-	-	217.98	209.75	1.81	-	-	211.56	6.42	8.23
Copyrights	11.06	-	-	-	11.06	6.15	0.98	-	-	7.13	3.93	4.92
Trademark	2.58	-	-	-	2.58	0.56	0.81	-	-	1.38	1.21	2.02
TOTAL	**231.63**	**-**	**-**	**-**	**231.63**	**216.46**	**3.60**	**-**	**-**	**220.06**	**11.56**	**15.16**
Previous Year	231.27	-	-	0.36	231.63	210.01	6.20	-	0.25	216.46	15.16	21.26

2F INTANGIBLE ASSETS UNDER DEVELOPMENT

	As at 31-03-2021	As at 31-03-2020
Computer Software, Trademark, Brand and Patents	31.49	31.49

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

(₹ in lakhs)

3 NON CURRENT FINANCIAL ASSETS : INVESTMENTS

Particulars	Face Value (in ₹)	As at 31-03-2021		As at 31-03-2020	
		Units (Nos)	(₹ in lakhs)	Units (Nos)	(₹ in lakhs)
Investment in Quoted Equity Shares, fully paid up (at FVOCI)					
Bank of Baroda	2	5000	3.71	5000	2.68
Investments measured at Cost					
Investment in equity shares of Joint Ventures					
Marangoni GRP Pvt. Ltd.	1	9,921,723	-	9,921,723	-
Investment in equity shares of other Companies					
Narmada Clean Tech	10	129,000	12.90	129,000	12.90
Iris Ecopower Venture Pvt. Ltd.	10	1,000	0.01	496,350	49.64
OPGS Power Gujarat Pvt. Ltd.	0.1	280,000	0.56	280,000	0.56
TOTAL			**17.18**		**65.77**
Aggregate amount of quoted investment			0.85		0.85
Market value of quoted investment			3.71		2.68
Aggregate amount of unquoted investments			13.47		63.10

Category-wise Non current investment	As at 31-03-2021	As at 31-03-2020
Financial assets measured at cost	13.47	63.10
Financial assets measured at fair value through other comprehensive income	3.71	2.68
Total Investment - Non Current	**17.18**	**65.77**

4 NON CURRENT FINANCIAL ASSETS : OTHERS (UNSECURED)

		As at 31-03-2021	As at 31-03-2020
At Amortized Cost			
Fixed Deposit accounts with Bank (Maturity more than 12 months)		0.35	0.34
	TOTAL	**0.35**	**0.34**

5 OTHER NON CURRENT ASSETS (UNSECURED, CONSIDERED GOOD)

		As at 31-03-2021	As at 31-03-2020
Capital Advances		8.73	4.35
Advances other than capital advances			
- Security Deposits		265.09	242.19
- Other Advances & Deposits		8.39	8.52
Prepaid Expenses (Refer note 12)		4.64	12.92
MAT credit entitlement		-	56.47
	TOTAL	**286.85**	**324.45**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2021 (₹ in lakhs)

6	INVENTORIES	As at 31-03-2021	As at 31-03-2020
	Raw Materials	2438.34	2575.61
	Work-in-progress	597.86	687.51
	Finished goods		
	- In hand	673.60	1001.83
	- In transit	323.40	145.00
	Stores and spares	202.08	206.81
	Fuel Materials	12.36	14.05
	Packing Materials	78.94	40.79
	Stock of Others	9.16	5.24
	TOTAL	**4335.75**	**4676.83**

Note: Inventories written down to net realisable value during the FY 2020-21 : Finished Goods ₹ 7.88 lakhs (FY 2019-20 ₹ 25.62 lakhs).

7	CURRENT FINANCIAL ASSETS : TRADE RECEIVABLES	As at 31-03-2021	As at 31-03-2020
	Trade Receivables considered good - Unsecured	6,394.77	6,523.86
	Less: Allowance for expected credit loss	(3.87)	(3.87)
		6,390.90	**6,520.00**
	Trade Receivables - credit impaired	6.32	6.32
	Less: Allowance for expected credit loss	(6.32)	(6.32)
		-	-
	TOTAL	**6,390.90**	**6,520.00**

Movement of Impairment Allowance (allowance for expected credit loss)

	FY 2020-21	FY 2019-20
Impairment Allowance		
Opening Balance	10.19	11.96
Provided during the year	-	-
Amount Written back	-	(1.58)
Amount Written Off	-	(0.19)
Closing Balance	**10.19**	**10.19**

8	CURRENT FINANCIAL ASSETS : CASH AND CASH EQUIVALENTS	As at 31-03-2021	As at 31-03-2020
	Balances with Banks		
	- In Current Accounts	264.61	416.96
	- In Cash Credit Accounts	4.00	4.10
	- In EEFC Accounts	156.37	401.59
	- Deposits with original maturity of less than 3 months	946.44	-
	Cash on hand	2.26	1.96
	TOTAL	**1,373.68**	**824.62**

9	CURRENT FINANCIAL ASSETS : OTHER BANK BALANCES	As at 31-03-2021	As at 31-03-2020
	Other Bank Balances		
	Unclaimed dividend accounts	5.67	6.33
	Term deposits held as margin money against bank guarantee and other commitments	3.62	13.35
	TOTAL	**9.29**	**19.69**

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

(₹ in lakhs)

10	CURRENT FINANCIAL ASSETS : OTHERS		As at 31-03-2021	As at 31-03-2020
	Accrued Interest Income		21.03	23.29
	Currency Options		0.01	10.64
	Others*		214.00	-
		TOTAL	**235.04**	**33.93**

* Others represents fair value of derivatives

11	CURRENT TAX ASSETS (NET)	As at 31-03-2021	As at 31-03-2020
	Opening Balance	92.73	(27.32)
	Add: Provision for Income-tax for the year	(14.82)	-
	Add: Tax on defined benefit plans	(6.80)	46.75
	Add: Short / (Excess) Provision for earlier years	15.20	46.67
	Add: MAT Adjusted	56.47	-
	Add: Advance Tax Paid	6.44	26.63
	Closing Balance	**149.21**	**92.73**

12	OTHER CURRENT ASSETS (UNSECURED, CONSIDERED GOOD)		As at 31-03-2021	As at 31-03-2020
	Advances other than capital advances		199.14	399.99
	Security Deposits		22.57	34.82
	Balance with Central Excise & GST Authorities		313.13	1,316.06
	Prepaid Expenses (Refer note 5)		141.18	70.57
	Receivable from LIC (Gratuity claim)		31.19	6.11
	Duty drawback Receivable		41.40	92.78
	Others		0.34	0.34
		TOTAL	**748.95**	**1,920.68**

13	EQUITY		As at 31-03-2021	As at 31-03-2020
	Authorized			
	15,00,000 equity shares of ₹ 10 each		150.00	150.00
	Issued, Subscribed and fully Paid up			
	13,33,333 equity shares of ₹ 10 each		133.33	133.33
		TOTAL	**133.33**	**133.33**

	As at 31-03-2021		As at 31-03-2020	
	Units (Nos)	(₹ in lakhs)	Units (Nos)	(₹ in lakhs)
At the beginning of the year	1,333,333	133.33	1,333,333	133.33
Add: Issued during the year	-	-	-	-
At the end of the year	**1,333,333**	**133.33**	**1,333,333**	**133.33**

Rights, preferences and restrictions attached to shares

1. The Company has only one class of shares referred to as equity shares having a par value of ₹ 10/-. Each holder of equity shares is entitled to one vote per share.
2. In the event of liquidation of the Company, the holders of the equity shares of the Company will be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts in proportion to their shareholding.

Details of shares held by shareholders holding more than 5% of the aggregate shares in the company

	As at 31-03-2021		As at 31-03-2020	
	Shares (Nos)	% of Holding	Shares (Nos)	% of Holding
Mrs. Meera Philip	81,666	6.12%	81,666	6.12%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2021 (₹ in lakhs)

14	OTHER EQUITY	As at 31-03-2021	As at 31-03-2020
	Capital reserve		
	Special capital incentive and subsidy		
	Balance as per last Balance sheet	53.30	53.30
	Profit on re-issue of forfeited shares		
	Balance as per last Balance sheet	0.01	0.01
	Securities Premium account		
	Balance as per last Balance sheet	41.67	41.67
	Excess of Share in Net Assets of subsidiary company / Joint Venture		
	Balance as per last Balance sheet	1.02	1.02
	Add/(Less) : Adjustment for Net asset value at the time of acquisition	-	-
	Total Excess of Share in Net Assets of subsidiary company	**1.02**	**1.02**
	General Reserve		
	Balance as at beginning of the year	6,509.32	6,509.32
	Add: Transferred from the statement of profit and loss account	-	-
	Balance as at the end of the year	**6,509.32**	**6,509.32**
	Retained Earnings		
	As per last Balance sheet	6,217.19	6,137.46
	Add: Profit for the year	166.93	296.73
	Less: Appropriations :		
	Dividend on Equity Shares (Dividend per Share ₹ Nil, Previous year ₹ 8.00)	-	(106.67)
	Tax on Dividend	-	(21.93)
	Interim Dividend on Equity Shares (Dividend per Share ₹ Nil, Previous year ₹ 5.50)	-	(73.33)
	Tax on Interim Dividend	-	(15.07)
	Balance as at the end of the year	**6,384.12**	**6,217.19**
	Other Comprehensive Income (OCI)		
	As per last Balance sheet	(236.16)	104.98
	Add: Movement in OCI (Net) during the year	271.49	(341.13)
	Balance as at the end of the year	**35.33**	**(236.16)**
	TOTAL	**13,024.76**	**12,586.35**

Description of nature and purpose of each reserve

General Reserve - General reserve is created from time to time by way of transfer from retained earnings for appropriation purposes. General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income.

Capital Reserve - Capital reserve represents Special Capital subsidy received and profit on re-issue of forfeited shares

Securities Premium Reserve - Securities premium reserve represents the premium received on issue of equity shares.

15	NON CURRENT FINANCIAL LIABILITIES : BORROWINGS	As at 31-03-2021	As at 31-03-2020	As at 31-03-2021	As at 31-03-2020
		Current Maturity		Non - Current portion	
	Secured - At Amortised Cost				
	Term Loans from Banks				
	- Rupee Loan	368.17	432.73	763.26	1,131.68
	- For Working Capital	1.21	-	796.78	-
		369.38	**432.73**	**1,560.04**	**1,131.68**
	Unsecured - At Amortised Cost				
	Deferred Payment Liability	3.67	13.41	12.68	16.36
		3.67	**13.41**	**12.68**	**16.36**
		373.06	**446.14**	**1,572.72**	**1,148.03**
	Amount disclosed under the head Current Financial Liabilities : Others (refer note 21)	**(373.06)**	**(446.14)**	**-**	**-**
	TOTAL	**-**	**-**	**1,572.72**	**1,148.03**

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

(₹ in lakhs)

1 **Borrowings are measured at amortised Cost**

Nature of security and terms of repayment for borrowings:

2 **Rupee loan from HDFC Bank Ltd of ₹ 1,048.18 lakhs (Net of processing charges) (31st March, 2020: ₹ 1,285.16 lakhs) for Capex**

First exclusive charge by way of hypothecation of plant & machinery which are funded through this loan and by way of extension of equitable mortgage on office at 510, Kohinoor City, Kurla (West), Mumbai.

Repayable in 54 equal monthly instalments beginning from 08-June-2020 along with interest @ 8.80% p.a. (FY 19-20 : 9.70% p.a.)

3 **Rupee loan from Citi Bank N.A. of ₹ 83.25 lakhs (31st March, 2020: ₹ 279.25 lakhs) for Capex**

First exclusive charge by way of hypothecation on Plant & Machinery which are funded through Citi Bank term loan.

Repayable in 16 equal quarterly instalments beginning from 11-July-2017 along with interest @ 10.20% p.a.

4 **Rupee loan from HDFC Bank Ltd of ₹ 797.99 lakhs (Net of processing charges) (31st March, 2020: ₹ Nil) for Working Capital**

Second pari passu charge by way of hypothecation of entire current assets, both present and future at par with other banks. Second pari passu charge on entire property, plant and equipment located at Ankleshwar & Panoli plant of the company at par with other banks.

Repayable in 48 equal quarterly instalments beginning from 01-April-2022 along with interest @ 7.95% p.a.

5 **Deferred Payment Liability**

(a) Vehicle loan of ₹ Nil (31st March, 2020: ₹ 10.04 lakhs) is secured by vehicles under hypothecation with NBFC. Loan is repaid on 07-February-2021.

(b) Vehicle loan of ₹ 16.35 lakhs (31st March, 2020: ₹ 19.73 lakhs) is secured by vehicles under hypothecation with Bank. Loan is repayable in 60 monthly instalments from March 2020 along with interest @ 8.50% p.a.

6 **For explanation on the Group's Interest rate risk and foreign currency risk refer Note 42**

16	**NON CURRENT FINANCIAL LIABILITIES : OTHERS**		**As at 31-03-2021**	**As at 31-03-2020**
	Lease Liability (refer note 21)		36.48	85.43
	Deferred Income (refer note 21)		9.00	10.00
		TOTAL	**45.48**	**95.43**

17	**NON CURRENT LIABILITIES : PROVISIONS**		**As at 31-03-2021**	**As at 31-03-2020**
	Provision for Leave encashment (refer note 23)		74.25	65.85
		TOTAL	**74.25**	**65.85**

18	**DEFERRED TAX LIABILITIES (NET):**	**As at 31-03-2021**	**As at 31-03-2020**
	At the start of the year	1,570.23	2,137.60
	Charge/(credit) to Statement of Profit and Loss	(92.99)	(475.48)
	Charge/(credit) to Other Comprehensive Income	88.23	(91.89)
	At the end of year	**1,565.47**	**1,570.23**

Component of Deferred tax liabilities / (asset)	**As at 31-03-2020**	**Charge / (credit) to Profit and Loss**	**Charge / (credit) to Other Comprehensive Income**	**As at 31-03-2021**
Deferred tax liabilities / (asset) in relation to:				
Property, plant and equipment	1,715.18	(105.46)	-	1,609.71
Financial assets	0.27	(1.65)	-	(1.38)
Financial Liabilities	(36.03)	15.15	-	(20.88)
Loan and advances	(26.26)	0.84	-	(25.42)
Provisions	(18.43)	(1.87)	-	(20.29)
Others	(64.49)	-	88.23	23.74
TOTAL	**1,570.23**	**(92.99)**	**88.23**	**1,565.47**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2021 (₹ in lakhs)

19	CURRENT FINANCIAL LIABILITIES : BORROWINGS		As at 31-03-2021	As at 31-03-2020
	Secured - At Amortised Cost			
	Working Capital Loan payable on demand from banks			
	Foreign Currency Loan		-	5,186.98
	Rupee Loan		5,163.36	1,764.86
		TOTAL	**5,163.36**	**6,951.83**

Nature of security and terms of repayment for secured borrowings:

1 **Working Capital Loan from HDFC Bank Ltd of ₹ 3,074.59 lakhs (31st March, 2020: ₹ 4,620.26 lakhs)**

First pari passu charge by way of hypothecation of entire current assets, both present and future at par with other banks. First pari passu charge on entire property, plant and equipment located at Ankleshwar & Panoli plant of the parent company at par with other banks.

2 **Working Capital loan from Citi Bank N. A. of ₹ 1,316.01 lakhs (31st March, 2020: ₹ 1,258.25 lakhs)**

First pari passu charge in favour of Citi Bank N.A. by way of hypothecation of entire Fixed assets both movable and immovable, both present & future of the parent company located at Manufacturing unit at Ankleshwar & Panoli Plant, District Bharuch, Gujarat at par with other banks.

3 **Working Capital loan from ICICI Bank Ltd of ₹ 759.70 lakhs (31st March, 2020: ₹ 1,029.01)**

First pari passu charge by way of hypothecation of entire current assets, both present and future at par with other banks. First pari passu charge on entire property, plant and equipment located at Ankleshwar & Panoli plant of the parent company at par with other banks.

4 **Working Capital loan from HDFC Bank Ltd of ₹ 13.06 lakhs (31st March, 2020: ₹ 44.31 lakhs)**

First exclusive charge by way of hypothecation of entire current assets, both present and future, including inventories, book debts, bills receivables and entire movable property, plant and equipment and mortgage of immovable property of the LLP.

5 For explanation on the Group's Interest risk and foreign currency risk refer Note 42.

20	CURRENT FINANCIAL LIABILITIES : TRADE PAYABLES		As at 31-03-2021	As at 31-03-2020
	Dues of micro and small enterprises		198.59	213.49
	Dues of creditors other than micro and small enterprises		1,379.74	2,131.50
		TOTAL	**1,578.33**	**2,344.99**

Details of Micro and Small Enterprises as defined under Micro, Small and Medium Enterprises Development Act,2006 ("MSMED Act").

To comply with the requirement of The Micro, Small and Medium Enterprises Development Act, 2006, the Group requested its suppliers to confirm it whether they are covered as Micro, Small or Medium enterprise as is defined in the said Act. Based on the communication received from such suppliers confirming their coverage as such enterprise, the Group has recognized them for the necessary treatment as provided under the Act, from the date of receipt of such confirmations and are disclosed in note below.

	As at 31-03-2021	As at 31-03-2020
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- Principal amount outstanding (whether due or not) to micro and small enterprises	198.59	213.49
- Interest due thereon	0.25	0.38
The amount of interest paid by the Group in terms of section 16 of the MSMED Act, 2006.	-	-
The amount of payment made to the supplier beyond the appointed day during the year	864.05	718.48
Amount of interest due and payable on delayed payments	7.89	4.92
Amount of interest accrued and remaining unpaid as at year end (Net of reversal)	23.66	15.53
The amount of further interest due and payable even in the succeeding year	-	-

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

(₹ in lakhs)

21	CURRENT FINANCIAL LIABILITIES : OTHERS	As at 31-03-2021	As at 31-03-2020
	Current maturities of Long-term borrowings (Refer note 15)	373.06	446.14
	Current maturities of Lease Liability (refer note 16)	43.84	53.15
	Interest accrued and due on borrowings	21.69	29.89
	Unclaimed Dividend*	5.67	6.33
	Creditors for Capital Goods & Services	24.91	52.20
	Deposit from Dealers	60.40	60.40
	Deferred Income (refer note 16)	1.00	1.00
	Security Deposit for Let out property	0.65	0.65
	Others**	-	284.63
	TOTAL	**531.22**	**934.40**

*There are no amounts due and outstanding to be credited to the Investor Education and Protection Fund as on 31st March, 2021.

**Others represents fair value of derivatives

22	OTHER CURRENT LIABILITIES	As at 31-03-2021	As at 31-03-2020
	Advances from customers	15.52	4.59
	Statutory dues	84.44	93.50
	Others	882.43	849.23
	TOTAL	**982.39**	**947.32**

23	CURRENT LIABILITIES : PROVISIONS	As at 31-03-2021	As at 31-03-2020
	Current maturities of Long-term provisions of Employees Benefit expenses		
	- Provision for Leave encashment (refer note 17)	3.81	5.03
	- Provision for Gratuity payment	97.77	101.02
	TOTAL	**101.58**	**106.05**

24	REVENUE FROM OPERATIONS:	Year ended 31-03-2021	Year ended 31-03-2020
	Revenue from Operations (Gross)	29,512.77	36,301.20
	Power generation from Windmill	60.37	80.15
	Export incentives	168.58	340.74
	Revenue from Operations (Gross)	**29,741.72**	**36,722.08**
	Less: Goods and Service Tax Recovered	1,764.40	1,852.28
	Revenue from Operations (Net)	**27,977.33**	**34,869.80**
	Disaggregation of Revenue		
	Revenue based on Geography		
		Year ended 31-03-2021	**Year ended 31-03-2020**
	Export	18,450.10	25,066.72
	Domestic	9,527.23	9,803.08
	TOTAL	**27,977.33**	**34,869.80**

25	OTHER INCOME:	Year ended 31-03-2021	Year ended 31-03-2020
	Interest Income	47.21	18.30
	Amortization of State Government Subsidy	2.45	-
	Amortization of Deferred Income	1.00	1.00
	Net Gain on Sale of Property, Plant and Equipment	109.76	9.64
	Other Non-operating Income	26.90	34.71
	TOTAL	**187.32**	**63.65**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2021 (₹ in lakhs)

26	CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE:		Year ended 31-03-2021	Year ended 31-03-2020
	Stock at the beginning of the year:			
	Finished goods		1,001.83	572.50
	Goods-in-transit (Finished Goods)		145.00	408.42
	Work-in-progress		687.51	520.65
		(A)	1,834.34	1,501.58
	Stock at the end of the year:			
	Finished goods		673.60	1,001.83
	Goods-in-transit (Finished Goods)		323.40	145.00
	Work-in-progress		597.86	687.51
		(B)	1,594.87	1,834.34
		TOTAL (A) - (B)	239.48	(332.77)

27	EMPLOYEE BENEFITS EXPENSES:		Year ended 31-03-2021	Year ended 31-03-2020
	Salaries and Wages		4,336.49	5,380.62
	Contribution to Provident fund and Other funds*		360.95	446.48
	Staff Welfare and other benefits		179.46	250.43
		TOTAL	4,876.90	6,077.53

*For Disclosure as per IND-AS 19 'Employee Benefits' refer note no 35

28	FINANCE COST:		Year ended 31-03-2021	Year ended 31-03-2020
	Interest on Term & Working Capital Loans*		401.12	395.52
	Applicable loss on foreign currency transactions and translation		57.59	343.24
	Interest on Other Loans		25.80	18.86
	Financial Charges		55.46	60.56
		TOTAL	539.97	818.18

* Interest Expenses are net of Interest Capitalised of ₹ Nil (Previous year ₹ 4.20 lakhs) (Refer note 2B)

29	DEPRECIATION AND AMORTIZATION EXPENSES:		Year ended 31-03-2021	Year ended 31-03-2020
	Depreciation on Property, Plant & Equipment		1,259.74	1,355.95
	Depreciation on Investment Property		2.32	2.32
	Amortisation of Intangible Assets		3.60	6.20
		TOTAL	1,265.66	1,364.47

30	OTHER EXPENSES:	Year ended 31-03-2021	Year ended 31-03-2020
	Manufacturing Expenses		
	Packing Material consumed	816.10	966.45
	Stores and Spare Parts Consumed	407.63	613.84
	Power, Fuel & Water Consumed:-		
	- Power Consumption	3,162.42	3,925.28
	- Fuel Consumption	615.11	826.94
	- Water Consumption	34.79	42.07
	Repairs & Maintenance Expenses:-		
	- Plant & Machineries	234.54	321.97
	- Factory Buildings	18.81	14.10
		5,289.40	6,710.66
	Sales & Distribution expenses		
	Freight & Forwarding expenses	2,153.15	2,792.48
	Other Selling and Distribution expenses	45.76	48.13
		2,198.91	2,840.61

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2021 (₹ in lakhs)

OTHER EXPENSES:		Year ended 31-03-2021	Year ended 31-03-2020
Administration & Other Expenses			
Insurance		45.54	49.72
Vehicle Expenses		31.53	49.34
Printing & Stationery		13.64	20.43
Advertisements		2.25	2.91
Rent, Short Term Lease Rent & Other Charges		3.32	12.86
Repairs to Other Assets		92.22	94.57
Legal & Professional charges		132.29	200.33
Travelling & Conveyance		32.17	188.47
Postage & Telephones		21.20	27.38
Net Loss on foreign currency transactions and translation		(335.93)	(660.47)
Auditors Remuneration (Refer note 32)		11.10	12.32
Directors' Sitting Fees		11.38	9.95
Commission to Director		1.40	0.48
Rate and Taxes		56.54	71.52
Corporate Social Responsibility Expense (Refer note 39)		29.45	20.41
Factory / Office Expenses		35.76	46.01
Office electricity expenses		7.44	15.71
Bad Debts Written off		-	14.24
Other Expenses		184.65	139.09
		375.96	**315.26**
	TOTAL	**7,864.27**	**9,866.54**

31 INCOME TAX:

A The note below details the major components of income tax expenses for the year ended 31st March, 2021 and 31st March, 2020. The note further describes the significant estimates made in relation to Group's income tax position and also explains how the income tax expense is impacted by non-assessable and non-deductible items.

Particulars	Year ended 31-03-2021	Year ended 31-03-2020
Current Tax	(0.38)	(46.67)
Current Tax	14.83	-
(Excess) / Short Provision for earlier years	(15.20)	(46.67)
Deferred Tax	(92.99)	(475.48)
Deferred Tax	(92.99)	(475.48)
Income tax expense reported in the statement of profit and loss	**(93.37)**	**(522.15)**
Other Comprehensive Income (OCI)		
Income tax relating to items that will not be reclassified to profit or loss	6.80	(46.75)
Deferred tax relating to items that will be reclassified to profit or loss	88.23	(91.89)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2021 (₹ in lakhs)

B Reconciliation of tax expenses and the accounting profit multiplied by applicable tax rate as notified under Income Tax Act, 1961 enacted in India for the years ended 31st March, 2021 and 31st March, 2020.

	Year ended 31-03-2021	Year ended 31-03-2020
Profit before income tax expense	73.55	(225.41)
Income tax expense calculated at 26.000% (31 March 2020 : 26.000%)	**19.12**	**(58.61)**
Tax effect of adjustments in calculating taxable income		
Disallowance of expenses as per Income tax	443.37	443.37
Allowance of expenses (Depreciation, R&D)	(302.76)	(513.67)
Effect of difference in tax rates for subsidiary companies	-	-
Others	(144.91)	-
Current Tax Provision (A)	**14.83**	**-**
Short / (Excess) Provision for earlier years (B)	**(15.20)**	**(46.67)**
Incremental Deferred Tax Liability on account of Property, Plant and Equipment and Intangible Assets	**(134.84)**	**(396.56)**
Incremental Deferred Tax Liability / (Asset) on account of Financial Assets and Other Items	**41.85**	**(78.91)**
Differed Tax Provision (C)	**(92.99)**	**(475.48)**
Tax Expenses recognised in Statement of Profit and Loss (A+B+C)	**(93.36)**	**(522.15)**
Effective Tax rate	**-**	**-**

32 DETAILS OF PAYMENT TO AUDITORS EXCLUDING TAXES:	Year ended 31-03-2021	Year ended 31-03-2020
Statutory Audit fees	7.85	7.85
Limited Review fees	0.75	0.75
Tax Audit fees	2.50	2.50
Reimbursement of expenses	-	0.31
TOTAL	**11.10**	**11.41**

33 CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR) :	As at 31-03-2021	As at 31-03-2020
Guarantees by Banks not provided for (Net)	365.89	356.81
Letter of Credit	96.40	26.58
Claims against the Group (Including Sales tax, Excise duty, etc.) not acknowledged as debts		
- Sales Tax	262.96	168.46
- Excise Duty & Service Tax	156.72	144.85
- Income Tax liability	193.28	193.28
Estimated amount of contracts remaining to be executed on capital account towards PPE	42.86	24.02
TOTAL	**1,118.11**	**914.00**

34 LEASES:	Year ended 31-03-2021	Year ended 31-03-2020
Premises given on Operating Lease:		
The Group has given premises on operating lease to Marangoni GRP Private Limited for a term of 36 months.		
- Gross carrying amount as on balance sheet date	13.37	13.37
- Accumulated depreciation amount as on balance sheet date	(2.61)	(2.43)
- Net carrying amount as on balance sheet date	10.76	10.94
- Depreciation recognised in statement of profit and loss	0.18	0.18
The future minimum lease rental income is as follows		
(a) Not later than 1 year	0.75	3.00
(b) Later than 1 year but not later than 5 years	-	0.75
(c) Later than 5 years	-	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2021 (₹ in lakhs)

35 EMPLOYEE BENEFITS :

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

The Group has various schemes for long term benefits such as provident fund, superannuation, gratuity and leave encashment. The Group's defined contribution plans are Employees' Provident fund and Pension Scheme (under the provision of the Employees' Provident Fund and Miscellaneous Provisions Act, 1952) since the Group has no further obligation beyond making the contributions.

A Defined Contribution Plans

Contribution to Defined Contribution Plans, recognised as expense for the year is as under

		Year ended 31-03-2021	Year ended 31-03-2020
i	Employer’s Contribution to Provident & Pension Fund	223.97	262.14
ii	Employer’s Contribution to Superannuation Fund	22.29	26.94

B Defined Benefit Plans

Disclosure Statement as Per Indian Accounting Standard 19

Para 139 (a) Characteristics of defined benefit plan

The Group has a defined benefit gratuity plan in India (funded). The Group’s defined benefit gratuity plan is a final salary plan for employees, which requires contributions to be made to a separately administered fund. The fund is managed by a trust which is governed by the Board of Trustees. The Board of Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy.

Para 139 (b) Risks associated with defined benefit plan

Gratuity is a defined benefit plan and company is exposed to the Following Risks:

Interest rate risk: A fall in the discount rate which is linked to the G.Sec. Rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.

Salary Risk: The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

Investment Risk: The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on Government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.

Asset Liability Matching Risk: The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.

Mortality risk: Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

Concentration Risk: Plan is having a concentration risk as all the assets are invested with the insurance company and a default will wipe out all the assets. Although probability of this is very less as insurance companies have to follow regulatory guidelines.

Para 139 (c) Characteristics of defined benefit plans

During the year, there were no plan amendments, curtailments and settlements.

Para 147 (a)

A separate trust fund is created to manage the Gratuity plan and the contributions towards the trust fund is done as guided by rule 103 of Income Tax Rules, 1962.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2021 (₹ in lakhs)

		As at 31-March-2021	As at 31-March-2020
		Gratuity	
		Funded	
i)	**Reconciliation of opening and closing balances of Defined Benefit Obligation**		
	Defined Benefit Obligation at beginning of the year	719.07	567.32
	Current Service Cost	74.25	61.64
	Past Service Cost	-	-
	Interest Cost	49.18	44.19
	Actuarial (Gain) / Loss	(39.28)	177.42
	Benefits Paid	(116.19)	(131.50)
	Defined Benefit Obligation at year end	**687.03**	**719.07**
ii)	**Reconciliation of opening and closing balances of fair value of Plan Assets**		
	Fair value of Plan Assets at beginning of year	618.05	621.38
	Expected Return on Plan Assets	42.27	48.41
	Employer Contribution	58.27	82.14
	Benefits Paid	(116.19)	(131.50)
	Actuarial (Gain) / Loss	(13.14)	(2.37)
	Fair value of Plan Assets at year end	**589.26**	**618.05**
iii)	**Reconciliation of fair value of Assets and Obligations**		
	Present Value of Benefit Obligation at the end of the Period	687.03	719.07
	Fair value of plan assets as at end of the year	589.26	618.05
	Funded status (Surplus/ (Deficit))	(97.77)	(101.02)
	Net (Liability)/Asset Recognized in the Balance Sheet	**(97.77)**	**(101.02)**
iv)	**Expenses recognised during the year**		
	Current service cost	74.25	61.64
	Past service cost	-	-
	Actuarial (Gains)/Losses on Obligation For the Period	-	-
	Net Interest cost	6.91	(4.21)
	Expenses recognised in the statement of profit and loss account	**81.16**	**57.43**
	Actuarial (Gains)/Losses on Obligation For the Period	(39.28)	177.42
	Return on Plan Assets, Excluding Interest Income	13.14	2.37
	Net (Income)/Expense For the Period Recognized in OCI	**(26.14)**	**179.79**
v)	**Actuarial Assumptions**		
	Discount Rate	6.90%	6.84%
	Salary Escalation	5.00%	5.00%

C Sensitivity Analysis

The key assumption and sensitivity of the defined benefit obligation to changes in the weighted principal assumption is:

Particulars	Year ended 31-03-2021	Year ended 31-03-2020
Expected Return on Plan Assets	6.90%	6.84%
Rate of Discounting	6.90%	6.84%
Rate of Salary Increase	5.00%	5.00%
Rate of Employee Turnover	2.00%	2.00%
Mortality Rate During Employment	Indian Assured Lives Mortality (2006-08)	

Particulars	Year ended 31-03-2021	Year ended 31-03-2020
Delta Effect of +1% Change in Rate of Discounting	(60.93)	(59.78)
Delta Effect of -1% Change in Rate of Discounting	72.02	70.76
Delta Effect of +1% Change in Rate of Salary Increase	71.69	70.36
Delta Effect of -1% Change in Rate of Salary Increase	(61.60)	(60.39)
Delta Effect of +1% Change in Rate of Employee Turnover	11.87	11.25
Delta Effect of -1% Change in Rate of Employee Turnover	(13.61)	(12.95)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2021 (₹ in lakhs)

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

36 RELATED PARTIES DISCLOSURE:

Sr. No.	Name of Related Party	% Share	Relationship
1	MARANGONI GRP Private Limited	50.000%	Joint Venture
2	Rajendra V Gandhi; Managing Director		Key Managerial Personnel (KMP)
3	Harsh R Gandhi; Joint Managing Director		
4	Shilpa N Mehta; Chief Financial Officer		
5	Abhijeet Sawant; Company Secretary		
6	Nayna R. Gandhi		Relatives of Key Managerial Personnel (KMP)
7	Hemal H. Gandhi		
8	Mahesh V. Gandhi		
9	Alphanso Netsecure Pvt. Ltd.		Enterprises over which Key Managerial Personnel are able to exercise significant influence
10	GRP Employees Group Gratuity Trust		Post Employment Benefits Plans
11	GRP Employees Group Superannuation Scheme		

Sr. No.	Particulars	Joint Venture		Key Managerial Personnel	
		2020-21	2019-20	2020-21	2019-20
1	Shareholding	112.70	112.70	-	-
2	Purchase of Goods	-	0.05	-	-
3	Sale of Goods and Services	20.59	3.19	-	-
4	Contributions during the year	-	-	-	-
5	Outstanding Receivable	62.28	41.74	-	-
6	Outstanding Payable	-	-	-	-
7	Remuneration paid	-	-	240.74	340.57
8	Sitting Fees Paid	-	-	-	-

Sr. No.	Particulars	Relatives of Key Managerial Personnel		Enterprises over which Key Managerial Personnel are able to exercise significant influence		Post Employment Benefit plans	
		2020-21	2019-20	2020-21	2019-20	2020-21	2019-20
1	Shareholding	-	-	-	-	-	-
2	Purchase of Goods	-	-	13.21	2.11	-	-
3	Sale of Services	-	-	-	-	-	-
4	Contributions during the year	-	-	-	-	80.55	109.08
5	Outstanding Receivable	-	-	-	-	-	-
6	Outstanding Payable	-	-	2.93	-	-	-
7	Remuneration paid	19.10	19.93	-	-	-	-
8	Sitting Fees Paid	1.40	1.40	-	-	-	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2021 (₹ in lakhs)

Disclosure in respect of material transactions of the same type with related parties during the year

Sr. No.	Particulars	Year ended 31-03-2021	Year ended 31-03-2020
1	**Shareholding** - MARANGONI GRP Private Limited	112.70	112.70
2	**Purchase of Goods**		
	- MARANGONI GRP Private Limited	-	0.05
	- Alphanso Netsecure Private Limited	13.21	2.11
3	**Sale of Goods and Services** - MARANGONI GRP Private Limited	20.59	3.19
4	**Contributions during the year**		
	GRP Employees Group Gratuity Trust	58.27	82.14
	GRP Employees Group Superannuation Scheme	22.29	26.94
5	**Outstanding Receivable** - MARANGONI GRP Private Limited	62.28	41.74
6	**Outstanding Payable** - Alphanso Netsecure Pvt Ltd	2.93	-
7	**Remuneration paid**		
	- Rajendra V Gandhi	73.64	111.77
	- Harsh R Gandhi	117.84	175.62
	- Shilpa N Mehta	36.79	39.94
	- Hemal H Gandhi	19.10	19.93
8	**Sitting Fees Paid**		
	- Mahesh V Gandhi	0.60	0.80
	- Nayna R. Gandhi	0.80	0.60

Terms and conditions of transactions with related parties

Transaction entered into with related party are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured, interest free and will be settled in cash. There have been no guarantees received or provided for any related party receivables or payables.

Compensation of Key Managerial Personnel

Sr. No.	Particulars	Year ended 31-03-2021	Year ended 31-03-2020
1	Short-term employee benefits	219.63	312.75
2	Post-employment benefits	21.11	27.82
3	Other long-term benefits	-	-
4	Termination benefits	-	-
5	Share-based payments	-	-
	Total Compensation paid to Key Managerial Personnel	**240.74**	**340.57**

37	RESEARCH & DEVELOPMENT ELIGIBLE FOR DEDUCTION UNDER SECTION 35(2AB) OF INCOME TAX ACT, 1961	Year ended 31-03-2021	Year ended 31-03-2020
	Accounting for Research & Development expenditure incurred :		
	(a) Capital Expenditure incurred on Equipments & Machinery	0.31	233.15
	(b) Capital Expenditure incurred on Buildings, Furniture, office equipments & Computer Hardware	-	-
	(c) Capital Work in Progress	-	7.08
	(d) Revenue Expenditure incurred towards the R&D Projects	155.11	161.27

38 SEGMENT REPORTING:

As per Indian Accounting Standard (Ind AS) -108 on Operating Segments, the Chief Operating Decision Maker (CODM) evaluates the Group's performance and allocates resources based on an analysis of various performance indicators of business segment/s in which the Group operates, 'Reclaim Rubber' has been identified as reportable segment and smaller business segments not separately reportable have been grouped under the heading 'Others'.

The accounting policies adopted for segment reporting are in line with the accounting policy of the Group with following additional policies for segment reporting.

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

(₹ in lakhs)

a) Revenue and Expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and Expenses which relate to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "Unallocable".

b) Segment Assets and Segment Liabilities represent Assets and Liabilities in respective segments. Investments, tax related assets and other assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "Unallocable".

Sr. No.	Particulars	Reclaim Rubber		Others		Unallocable		Total	
		2020-21	2019-20	2020-21	2019-20	2020-21	2019-20	2020-21	2019-20
1	**Segment Revenue**								
	Gross Revenue from Operations	27,497.40	34,937.25	2,244.32	1,784.83	-	-	29,741.72	36,722.08
	Less: Goods & Service Tax	1,570.73	1,730.69	193.67	121.58	-	-	1,764.40	1,852.27
	Net Revenue from Operations	25,926.67	33,206.56	2,050.65	1,663.24	-	-	27,977.32	34,869.81
2	**Segment Results before Interest & Tax**	1,882.75	2,461.38	156.18	141.51	(1,425.41)	(2,010.11)	613.52	592.79
	Less: Interest Expenses	-	-	-	-	-	-	539.97	818.18
	Add: Share of Profit/(Loss) of Joint Ventures	-	-	-	-	-	-	-	-
	Profit before Tax	1,882.75	2,461.38	156.18	141.51	(1,425.41)	(2,010.11)	73.55	(225.40)
	Current Tax	-	-	-	-	-	-	(0.37)	(46.67)
	Deferred Tax	-	-	-	-	-	-	(92.99)	(475.48)
	Profit After Tax	1,882.75	2,461.38	156.18	141.51	(1,425.41)	(2,010.11)	166.91	296.75
3	**Other Information**								
	Segment Assets	18,389.35	20,931.02	2,934.70	3,101.79	3,448.90	2,851.04	24,772.95	26,883.85
	Segment Liabilities	2,428.16	3,268.11	231.92	171.27	8,954.78	10,724.79	11,614.86	14,164.17
	Capital Expenditure	278.35	829.09	47.09	444.81	0.88	46.64	326.32	1,320.54
	Depreciation / Amortisation Expenses	1,008.24	1,132.19	148.42	112.93	109.00	119.34	1,265.66	1,364.46

1 The reportable Segments are further described below

- Reclaim Rubber segment includes production and marketing of Reclaim rubber products
- Others segment includes Windmill, Custom Die Forms, Engineering Plastics and Polymer Composite Products.

2 There are transactions with a single external customer which amounts to 10% or more of the Group's revenue.

39	CORPORATE SOCIAL RESPONSIBILITY EXPENSES:	Year ended 31-03-2021	Year ended 31-03-2020
A	Gross amount required to be spent by the Group during the year.	10.71	19.98
B	Amount Spent during the year on:		

	Year 2020-21			Year 2019-20		
	In cash	Yet to be paid in cash	Total	In cash	Yet to be paid in cash	Total
i) Construction/acquisition of any asset	13.34		13.34	5.44		5.44
ii) On purposes other than (i) above	16.11		16.11	14.98		14.98
	29.45	**-**	**29.45**	**20.41**	**-**	**20.41**

40	EARNINGS PER SHARE:	Year ended 31-03-2021	Year ended 31-03-2020
-	Net Profit after tax for the year	166.91	296.74
-	Number of equity shares of ₹ 10/- each.	1,333,333	1,333,333
-	Earnings per share - Basic	12.52	22.26
-	Earnings per share -Diluted	12.52	22.26
-	Face value per equity share	10.00	10.00

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2021 (₹ in lakhs)

41 FAIR VALUATION MEASUREMENT HIERARCHY

A CATEGORY-WISE CLASSIFICATION OF FINANCIAL INSTRUMENTS

	Refer Note	As at 31-03-2021	As at 31-03-2020
Financial assets measured at fair value through profit or loss (FVTPL)			
Forward Contract	10	112.52	-
Financial assets measured at fair value through other comprehensive income (FVTOCI)			
Investment in Equity Shares - Bank of Baroda	3	3.71	2.68
Forward Contract	10	101.48	-
Financial assets measured at amortised cost			
Fixed Deposit accounts with Bank (Maturity more than 12 months)	4	0.35	0.34
Trade Receivables	7	6,390.90	6,520.00
Cash and cash equivalents	8	1,373.68	824.62
Bank balances other than mentioned above	9	9.29	19.69
Accrued Interest Income	10	21.03	23.29
Financial liabilities measured at fair value through profit or loss (FVTPL)			
Forward Contract	21	-	48.11
Financial liabilities measured at fair value through other comprehensive income (FVTOCI)			
Forward Contract	21	-	236.52
Futures Contract	10	-	1.34
Financial liabilities measured at amortised cost			
Rupee Term Loan from Banks	15 & 21	1,929.43	1,564.41
Deferred Payment Liability	15 & 21	16.36	29.77
Lease Liability	16 & 21	80.33	138.58
Deferred Income	16 & 21	10.00	11.00
Foreign Currency Working Capital Demand Loan from Banks	19	-	5,186.98
Rupee Working Capital Demand Loan from Banks	19	5,163.36	1,764.86
Trade payables	20	1,578.33	2,344.99
Interest accrued and due on borrowings	21	21.69	29.89
Unclaimed Dividend	21	5.67	6.33
Creditors for Capital Goods & Services	21	24.91	52.20
Deposit from Dealers	21	60.40	60.40
Security Deposit for Let out property	21	0.65	0.65

The above table does not include financial assets measured at Cost. (Refer note 3)

B FAIR VALUE MEASUREMENTS

(i) The following table provides the fair value measurement hierarchy of the Group's financial assets and liabilities:

Particulars	Fair value hierarchy			
	Carrying Amount	Quoted prices in active markets (Level 1)	Significant Observable inputs (Level 2)	Significant Unobservable inputs (Level 3)
As at 31-03-2021				
Financial Assets				
At Fair Value Through P&L (FVTPL)				
Other Financial Assets	112.52	-	112.52	-
At Fair Value Through OCI (FVTOCI)				
Investment in Equity Shares - Bank of Baroda	3.71	3.71	-	-
Other Financial Assets	101.48	-	101.48	-
Financial Liabilities				
At Amortised Cost				
Lease Liability	80.33	-	-	80.33

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2021 (₹ in lakhs)

Particulars	Carrying Amount	Fair value hierarchy		
		Quoted prices in active markets (Level 1)	Significant Observable inputs (Level 2)	Significant Unobservable inputs (Level 3)
As at 31-03-2020				
Financial Assets				
At Fair Value Through OCI (FVTOCI)				
Investment in Equity Shares - Bank of Baroda	2.68	2.68	-	-
Financial Liabilities				
At Amortised Cost				
Lease Liability	138.58	-	-	138.58
At Fair Value Through P&L (FVTPL)				
Other Financial Liabilities	48.11	-	48.11	-
At Fair Value Through OCI (FVTOCI)				
Other Financial Liabilities	236.52	-	236.52	-

(ii) Financial Instrument measured at Amortised Cost

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Group does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

42 FINANCIAL RISK MANAGEMENT - OBJECTIVES AND POLICIES

The Group's financial liabilities comprise mainly of borrowings, trade payables and other payables. The Group's financial assets comprise mainly of investments, cash and cash equivalents, other balances with banks, loans, trade receivables and other receivables.

The Group is exposed to Market risk, Credit risk and Liquidity risk. The Board of Directors ('Board') oversee the management of these financial risks through its Risk Management Committee. The Risk Management Policy of the Group formulated by the Risk Management Committee and approved by the Board, states the Group's approach to address uncertainties in its endeavour to achieve its stated and implicit objectives. It prescribes the roles and responsibilities of the Group's management, the structure for managing risks and the framework for risk management. The framework seeks to identify, assess and mitigate financial risks in order to minimize potential adverse effects on the Group's financial performance.

The following disclosures summarize the Group's exposure to financial risks and information regarding use of derivatives employed to manage exposures to such risks. Quantitative sensitivity analysis have been provided to reflect the impact of reasonably possible changes in market rates on the financial results, cash flows and financial position of the Group.

1) Market Risk:

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of interest rate risk and currency risk. Financial instruments affected by market risk includes borrowings, investments, trade payables, trade receivables, loans and derivative financial instruments.

a) Interest Rate Risk

Interest rate risk is the risk that the fair value of future cash flows of the financial instruments will fluctuate because of changes in market interest rates. In order to optimize the Group's position with regards to interest income and interest expenses and to manage the interest rate risk, treasury performs a comprehensive corporate interest rate risk management by balancing the proportion of fixed rate and floating rate financial instruments in its total portfolio.

Interest Rate Exposure

	As at 31-03-2021	As at 31-03-2020
Borrowings		
Long Term Fixed Loan	2,026.11	1,732.75
Short Term Loan	5,163.36	6,951.83

Impact on Interest Expenses for the year on 0.5% change in Interest rate

Changes in rate	Effect on profit before tax		Effect on total equity	
	Year ended 31-03-2021	Year ended 31-03-2020	As at 31-03-2021	As at 31-03-2020
+0.5%	(25.75)	(34.24)	(25.75)	(34.24)
-0.5%	25.75	34.24	25.75	34.24

b) Foreign Currency Risk

The Group's business objective includes safe-guarding its earnings against foreign exchange rate fluctuation. The Group has adopted a structured risk management policy to hedge all these risks within an acceptable risk limit and an approved hedge accounting framework which allows for Fair Value and Cash Flow hedges. Hedging instruments include forward/options instruments to achieve this objective.

(i) Exposure in foreign currency - Hedged

The Group enters into forward exchange contracts to hedge against its foreign currency exposures relating to the underlying transactions and firm commitments. The Group does not enter into any derivative instruments for trading or speculative purposes.

The forward exchange contracts used for hedging foreign currency exposure and outstanding as at reporting date are as under:

Currency	(FC in lakhs)		(₹ in lakhs)	
	As at 31-03-2021	As at 31-03-2020	As at 31-03-2021	As at 31-03-2020
EUR	12.09	6.00	1,049.98	500.18
USD	37.90	10.45	2,807.58	794.18

(ii) Exposure in foreign currency - Unhedged

Payables	(FC in lakhs)		(₹ in lakhs)	
	As at 31-03-2021	As at 31-03-2020	As at 31-03-2021	As at 31-03-2020
EUR	0.57	15.69	48.91	1,299.05
USD	1.00	53.01	73.41	4,011.30
AED	0.01	0.01	0.14	0.15
CNY	0.02	0.02	0.20	0.17
SGD	-	0.00	-	0.14

Receivables	(FC in lakhs)		(₹ in lakhs)	
	As at 31-03-2021	As at 31-03-2020	As at 31-03-2021	As at 31-03-2020
EUR	0.70	11.34	60.31	934.78
USD	3.20	32.80	233.82	2,478.05
JPY	68.50	24.08	45.29	16.77
CNY	0.00	0.07	0.01	0.74
THB	0.07	0.07	0.16	0.16

(iii) Sensitivity

The Group is mainly exposed to changes in EUR & USD. The below table demonstrates the sensitivity to a 5% increase or decrease in the EUR / USD against INR, with all other variables held constant. The sensitivity analysis is prepared on the net unhedged exposure of the Group as at the reporting date. 5% represents management's assessment of reasonably possible change in foreign exchange rate.

Foreign Currency	Change in rate	Effect on profit after tax		Effect on total equity	
		Year 2020-21	Year 2019-20	As at 31-03-2021	As at 31-03-2020
EUR	+5%	0.57	(18.21)	0.57	(18.21)
EUR	-5%	(0.57)	18.21	(0.57)	18.21
USD	+5%	8.02	(76.68)	8.02	(76.68)
USD	-5%	(8.02)	76.68	(8.02)	76.68

c) **Other Price Risks:**

Other price risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market traded price. Other price risk arises from financial assets such as investments in equity instruments. The Group is exposed to price risk arising mainly from investments in equity instruments recognised at FVTOCI. As at 31st March, 2021, the carrying value of such equity instruments recognised at FVTOCI amounts to ₹ 3.71 lakhs (Previous year ₹ 2.68 lakhs as at 31st March 2020). The details of such investments in equity instruments are given in Note 3.

2) **Credit Risk:**

Credit risk refers to a risk that a counterparty will default on its contractual obligation resulting in a financial loss to the Group. Credit risk primarily arises from financial asset such as trade receivables and Derivative financial instruments and other balances with banks, loans and other receivables. The Group's exposure to credit risk is disclosed in note 7, 8, 9, and 10. The Group has adopted a policy of only dealing with counterparties that have sufficient credit rating. The Group's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transaction is reasonably spread amongst the counterparties.

Credit risk arising from investment in derivative financial instrument and other balances with bank is limited and there is no collateral held against these because the counterparties are banks and recognised financial institution with high credit ratings assigned by international credit rating agencies.

The average credit period on sale of products and services is maximum of 60-90 days. Credit risk arising from trade receivables is managed in accordance with Group's established policy, procedures, and controls relating to customer credit risk management. Credit quality of Customer is assessed and accordingly individual credit limit is defined. The concentration of credit risk is limited due to the fact that customer base is large.

Movement in expected credit loss allowance on trade receivables	**As at 31-03-2021**	**As at 31-03-2020**
Balance at the beginning of the year	10.19	11.96
Loss allowance measured at lifetime expected credit loss	-	(1.77)
Balance at the end of the year	10.19	10.19

3) **Liquidity Risk:**

Liquidity risk is the risk that the Group will encounter difficulty in raising funds to meet commitments associated with financial instruments that are settled by delivering cash or another financial asset. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value.

The Group has an established liquidity risk management framework for managing its short term, medium term and long term funding and liquidity management requirements. The Group’s exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Group manages the liquidity risk by maintaining adequate funds in cash and cash equivalents. The Group also has adequate credit facilities agreed with banks to ensure that there is sufficient cash to meet all its normal operating commitments in a timely and cost-effective manner.

The table below analysis non-derivative financial liabilities of the Group into relevant maturity groupings based on the remaining period from the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

Non Derivative Liabilities	**Refer Note**	**< 1 year**	**1 - 5 years**	**Above 5 years**	**Total**
At 31st March 2021					
Long Term Borrowings	15, 16 & 21	416.90	1,609.21	-	2,026.11
Short Term Borrowings	19	5,163.36	-	-	5,163.36
Trade Payables	20	1,578.33	-	-	1,578.33
Other Financial Liabilities	21	114.32	-	-	114.32
At 31st March 2020					
Long Term Borrowings	15, 16 & 21	499.29	1,233.46	-	1,732.75
Short Term Borrowings	19	6,951.83	-	-	6,951.83
Trade Payables	20	2,344.99	-	-	2,344.99
Other Financial Liabilities	21	149.14	-	-	149.14

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2021 (₹ in lakhs)

Derivative Liabilities	Refer Note	< 1 year	1 - 5 years	Above 5 years	Total
At 31st March 2021					
Forward Contract	21	-	-	-	-
At 31st March 2020					
Forward Contract	21	285.97	-	-	285.97

4) Hedge Accounting:

The Group's business objective includes safe-guarding its foreign currency earnings against movements in foreign exchange and interest rates. Group has adopted a structured risk management policy to hedge all these risks within an acceptable risk limit and an approved hedge accounting framework which allows for Fair Value and Cash Flow hedges. Hedging instruments consists of forwards to achieve this objective. The table below shows the position of hedging instruments and hedged items as of the balance sheet date.

Disclosure of effects of hedge accounting

A Fair Value Hedge

Hedging Instrument		Carrying amount				
Type of Hedge and Risks	**Nominal Value**	**Assets**	**Liabilities**	**Changes in FV**	**Hedge Maturity Date**	**Line Item in Balance Sheet**
Foreign currency risk component - Forward Contract	3,970.07	3,857.56	-	112.52	April 2021 to August 2021	Current Financial Assets : Others

Hedging Items	Carrying amount			
Type of Hedge and Risks	**Assets**	**Liabilities**	**Changes in FV**	**Line Item in Balance Sheet**
Trade Receivables	3,970.07	-	(112.52)	Current Financial Assets : Trade Receivables

B Cashflow Hedge

Hedging Instrument		Carrying amount				
Type of Hedge and Risks	**Nominal Value**	**Assets**	**Liabilities**	**Changes in FV**	**Hedge Maturity Date**	**Line Item in Balance Sheet**
Foreign currency risk component - Forward Contract	8,546.01	8,444.53	-	101.48	August 2021 to March 2022	Current Financial Assets : Others

Hedging Items

Type of Hedge and Risks	Nominal Value	Changes in FV	Cashflow Hedge Reserve	Line Item in Balance Sheet
Foreign Currency Risk				
Highly probable Exports	8,546.01	101.48	101.48	Other Equity

43 DETAILS OF SUBSIDIARY AND JOINT VENTURE

Name of the Company	Country of Incorporation	% of Holding	
		As at 31-03-2021	**As at 31-03-2020**
Subsidiary			
Grip Polymers Limited	India	100.000%	100.000%
Grip Surya Recycling LLP	India	99.886%	99.886%
Joint Venture			
Marangoni GRP Private Limited	India	50.000%	50.000%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2021 (₹ in lakhs)

SALIENT FEATURES OF FINANCIAL STATEMENTS OF SUBSIDIARIES / ASSOCIATES / JOINT VENTURES AS PER THE COMPANIES ACT, 2013

Name of the Company / LLP	Equity Share / Partners Capiltal	Other Equity	Total Assets	Total Liabilities	Total Income	Profit Before Tax	Total Other Comprehensive Income	% of Holding
Grip Polymers Limited	310.00	(303.48)	6.52	-	1.63	0.70	1.73	100.000%
Grip Surya Recycling LLP	346.08	-	409.01	62.93	532.36	(13.31)	(15.41)	99.886%
Marangoni GRP Private Limited	198.43	(370.05)	403.84	575.45	630.48	(73.00)	(73.00)	50.000%

44 DISCLOSURE OF ADDITIONAL INFORMATION PERTAINING TO THE PARENT COMPANY, SUBSIDIARIES AND JOINT VENTURE AS PER SCHEDULE III OF THE COMPANIES ACT, 2013

Name of the company	FY 2020-21							
	Net Assets (Total Assets minus Total Liabilities)		Share in Profit or Loss		Other Comprehensive Income		Total Comprehensive Income	
	As a % of consolidated Net Assets	Net Assets	As a % of consolidated Profit or Loss	Profit / (Loss)	As a % of consolidated OCI	OCI	As a % of consolidated TCI	TCI
Parent Company:								
GRP Limited	100.42%	13,213.15	107.28%	179.07	99.62%	270.46	102.54%	449.53
Subsidiary Company:								
Grip Polymers Limited	0.05%	6.17	0.43%	0.72	0.38%	1.03	0.40%	1.75
Gripsurya Recycling LLP	2.63%	346.08	-9.23%	(15.41)	0.00%	-	-3.52%	(15.41)
Joint Venture:								-
Marangoni GRP Private Limited	-0.65%	(85.81)	-21.87%	(36.50)	0.00%	-	-8.33%	(36.50)
Non-Controlling Interests	0.00%	0.04	0.00%	(0.00)	0.00%	-	0.00%	(0.00)
Sub Total		**13,479.64**		**127.87**		**271.49**		**399.36**
Adjustments arising out of consolidation	-2.44%	(321.51)	23.39%	39.04	0.00%	(0.01)	8.90%	39.03
Grand Total	**100.00%**	**13,158.13**	**100.00%**	**166.91**	**100.00%**	**271.48**	**100.00%**	**438.39**

Name of the company	FY 2019-20							
	Net Assets (Total Assets minus Total Liabilities)		Share in Profit or Loss		Other Comprehensive Income		Total Comprehensive Income	
	As a % of consolidated Net Assets	Net Assets	As a % of consolidated Profit or Loss	Profit / (Loss)	As a % of consolidated OCI	OCI	As a % of consolidated TCI	TCI
Parent Company:								
GRP Limited	100.35%	12,763.63	92.30%	273.88	98.90%	(337.37)	143.05%	(63.49)
Subsidiary Company:								
Grip Polymers Limited	0.03%	4.42	-0.27%	(0.79)	1.10%	(3.75)	10.23%	(4.54)
Gripsurya Recycling LLP	2.84%	361.50	8.76%	26.00	0.00%	-	-58.58%	26.00
Joint Venture:								-
Marangoni GRP Private Limited	-0.39%	(49.31)	-15.00%	(44.50)	0.00%	-	100.27%	(44.50)
Non-Controlling Interests	0.00%	0.04	0.00%	0.00	0.00%	-	-0.01%	0.00
Sub Total		**13,080.28**		**254.59**		**(341.12)**		**(86.53)**
Adjustments arising out of consolidation	-2.83%	(360.56)	14.20%	42.15	0.00%	-	-94.97%	42.15
Grand Total	**100.00%**	**12,719.72**	**100.00%**	**296.74**	**100.00%**	**(341.12)**	**100.00%**	**(44.38)**

45 CAPITAL MANAGEMENT

For the purpose of the Group's capital management, capital includes issued capital and all other equity reserves attributable to the equity shareholders of the Group. The primary objective of the Group when managing capital is to safeguard its ability to continue as a going concern and to maintain an optimal capital structure so as to maximize shareholder value.

The gearing ratio at end of the reporting period was as follows.

	As at 31-03-2021	As at 31-03-2020
Gross Debt	7,109.14	8,546.01
Cash and Marketable Securities	1,373.68	824.62
Net Debt (A)	5,735.46	7,721.39
Total Equity (As per Balance Sheet) (B)	13,158.09	12,719.68
Net Gearing (A/B)	0.44	0.61

46 APPROVAL OF FINANCIAL STATEMENTS

The financial statements were approved for issue by the board of directors on 21st May, 2021.

47 EVENTS AFTER THE REPORTING PERIOD

The Board of Directors have recommended dividend of ₹ 2.50 (25%) per fully paid up equity share of ₹ 10/- each, aggregating ₹ 33.33 lakhs (subject to deduction of tax at applicable rates), for the financial year 2020-21, which is based on relevant share capital as on 31st March, 2021.

The above is subject to approval at the ensuing Annual General Meeting of the Parent Company and hence is not recognised as a liability.

As per our Report of even date

For DKP & Associates
Chartered Accountants
Firm Registration No. 126305W

Deepak K. Doshi
Partner

Membership no. 037148

Mumbai, 21st May, 2021

For and on behalf of the Board of Directors

Rajendra V Gandhi
Managing Director

Harsh R Gandhi
Joint Managing Director

Shilpa Mehta
Chief Financial Officer

Abhijeet Sawant
Company Secretary

Mumbai, 21st May, 2021