

# Success Sustained

Strengthening



Stabilizing

Showcasing

39th ANNUAL REPORT  
2020-2021

**Wendt (India) Limited**



New Product Development  
Machine Tools



Delta 350  
TC Ring Grinding Machine

WHS 210H CF  
TC Insert Deep Profile  
Grinding Machine

Super Abrasive Tools



Rotary Dresser -  
Turbo Charger Industries



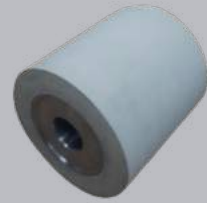
Precision Electroplated Tools -  
Medical Industry



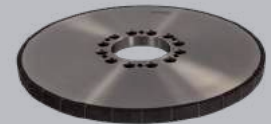
Rotary Dresser Power Steering  
manufacturing Industry



Precision Electroplated Tools -  
Medical Industry



Polyamide Wheels -  
Biomedical industry



Vitrified CBN wheels for  
Gear Shaft Grinding



EP wheels for AC Compressor



EP Collets

Visit by Mr. M M Murugappan, Chairman - Carborundum Universal Limited





BOARD OF DIRECTORS	
Shrinivas G Shirgurkar	Chairman & Independent Director
Hima Srinivas	Independent Director
M Lakshminarayan	Independent Director
Bhagya Chandra Rao	Independent Director
N Ananthaseshan	Non-Executive Non-Independent Director
Rajesh Khanna	Non-Executive Non-Independent Director
SENIOR MANAGEMENT	
C Srikanth	Chief Executive Officer
S Sundariya	Unit Head
Mukesh Kumar Hamirwasia	Chief Financial Officer
COMPANY SECRETARY	Janani T A
BANKERS	State Bank of India, ICICI Bank
AUDITORS	Price Waterhouse Chartered Accountants LLP
INTERNAL AUDITORS	Deloitte Touche Tohmatsu India LLP
REGISTERED OFFICE	No. 105, 1st Floor, Cauvery, Block, National Games Housing Complex, Koramangala, Bangalore - 560047 Ph.: 080 - 25701423 Fax: 080 - 25701425 E-mail: wil@wendtindia.com
FACTORY	Plot No: 69/70, SIPCOT Industrial Estate, Hosur - 635 126 Tamil Nadu Ph.: 04344-276851/ 52, 405500 Fax: 04344-405620, 405610
REGISTRAR & SHARE TRANSFER AGENT	KFin Technologies Private Limited Unit: Wendt (India) Limited, Selenium Tower B, Plot 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad - 500 032; Tel: +91-40-67161527; Toll Free no.: 1800-309-4001; E-mail: einward.ris@kfintech.com; Website: www.kfintech.com

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## FINANCIAL TRACK RECORD

Rs. in Lakhs										
Year ending 31st March	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
<b>REVENUE</b>										
Net sales	10001	8895	9449	10560	11655	12779	12685	13986	12037	11900
Domestic sales	8055	7176	7110	7890	8354	9760	8828	9733	8033	8622
Export sales	1946	1719	2339	2670	3301	3019	3857	4253	4004	3278
Other Operating Income	51	75	116	136	162	170	257	299	290	173
Other Income	227	150	495	664	486	373	428	410	767	634
<b>PROFITABILITY</b>										
Operating EBITDA	2672	1782	1605	1900	1849	2173	2259	2478	1329	1867
Profit before depreciation	2888	1930	2098	2556	2335	2534	2668	2887	2093	2499
Profit before tax	2552	1528	1640	1764	1499	1570	1651	1904	1189	1653
Profit after tax	1729	1012	1187	1485	1041	1169	1230	1345	934	1291
Dividend %(Actual & Proposed)	250	150	250	250	250	250	250	300	250	300
EPS (Rs.)	86.45	50.59	59.34	74.24	52.06	58.47	61.49	67.33	46.70	64.56
<b>ASSETS EMPLOYED</b>										
Fixed assets	4363	5027	5510	5608	6060	6078	5595	5689	5533	5497
Investments	1370	1496	1703	1866	1360	1502	2229	3596	3524	3669
Net current assets	1532	1485	1505	2047	1505	3077	3233	2154	2479	2800
Non- current assets	-	-	-	-	470	339	338	330	604	752
Total assets	7265	8008	8718	9521	9395	10996	11395	11769	12140	12718
<b>CAPITAL STRUCTURE</b>										
Paid up share capital	200	200	200	200	200	200	200	200	200	200
Reserves	6762	7425	8031	8790	9544	10043	10707	11261	11766	12358
Loan funds	-	-	-	-	-	-	-	-	-	-
Non- current liability	-	-	-	-	127	187	91	0	0	0
Deferred tax liability	303	383	487	531	553	566	397	308	174	160
Total funds	7265	8008	8718	9521	10424	10996	11395	11769	12140	12718

\* Net current assets is arrived after reducing current liabilities, long term liabilities and provisions from current assets(excluding current investments) and long term loans and advances for 2013, 2014 and 2015

Note : 2016, 2017,2018,2019 ,2020 and 2021 figures are as per IND AS

## Performance in Financial year 2020-21

Earning before interest, taxes, depreciation and amortization  
(Operating EBITDA)

Rs 1867.24 Lakhs (↑ 40.48% YOY)

• Profit Before Tax (PBT)

Rs 1652.93 Lakhs (↑ 39.06% YOY)

• Profit After Tax (PAT)

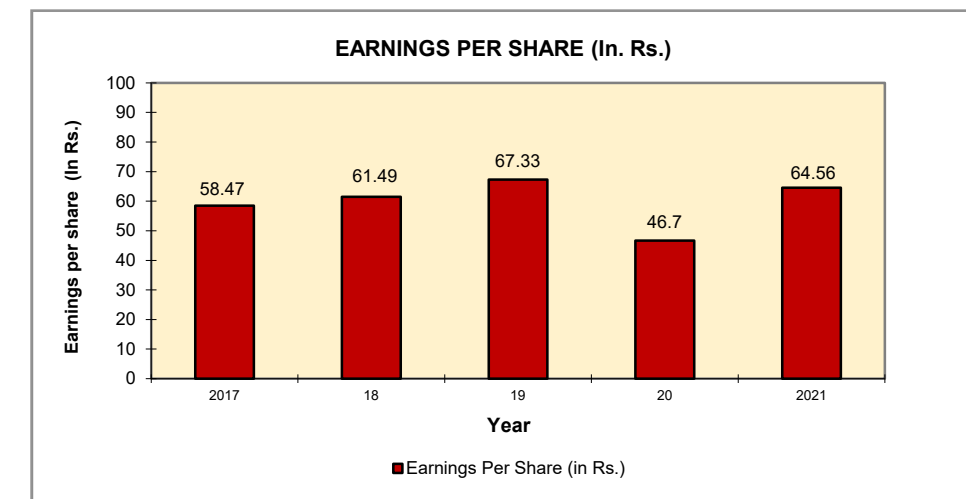
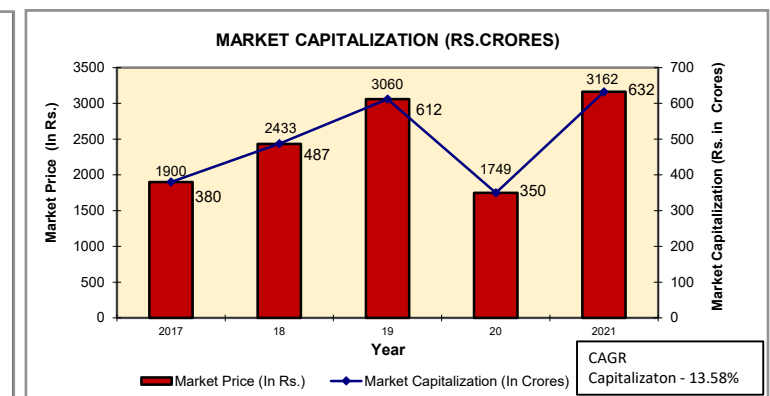
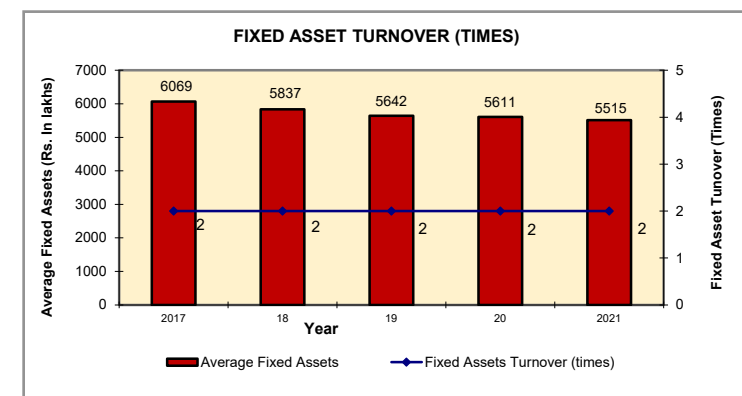
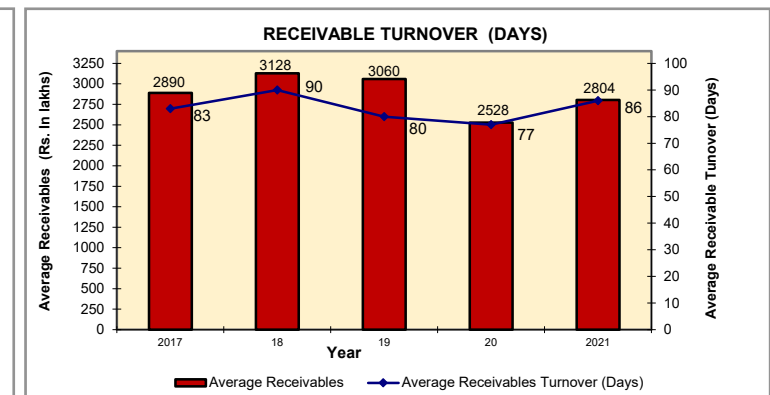
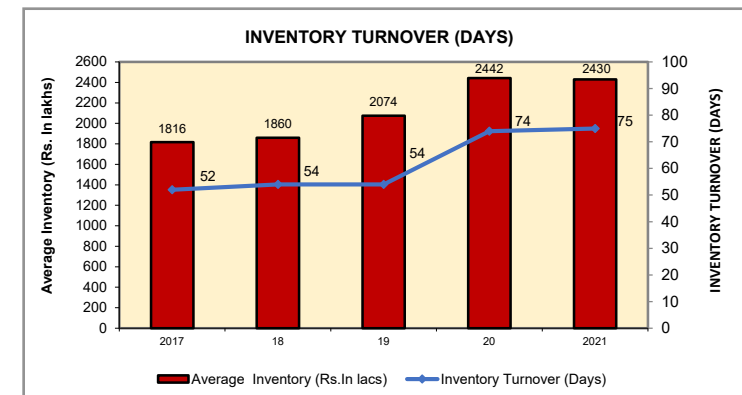
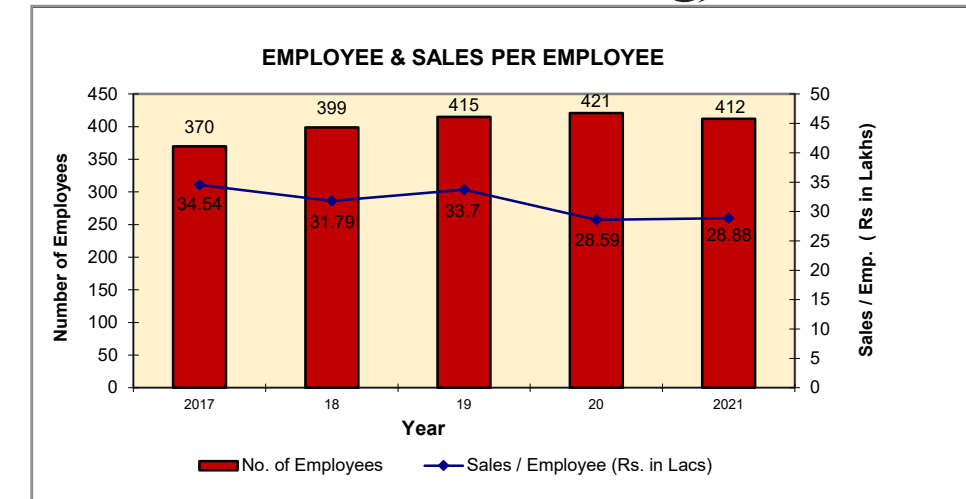
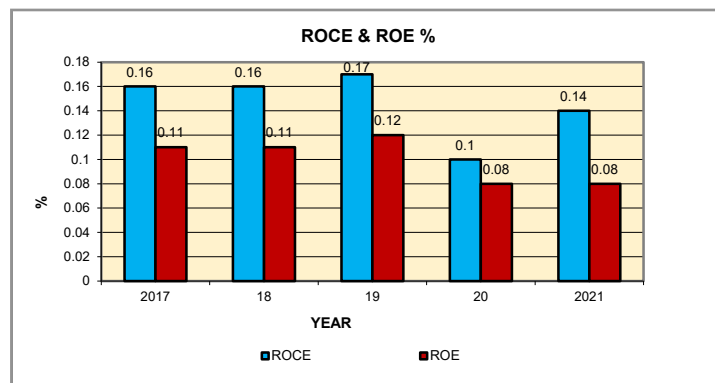
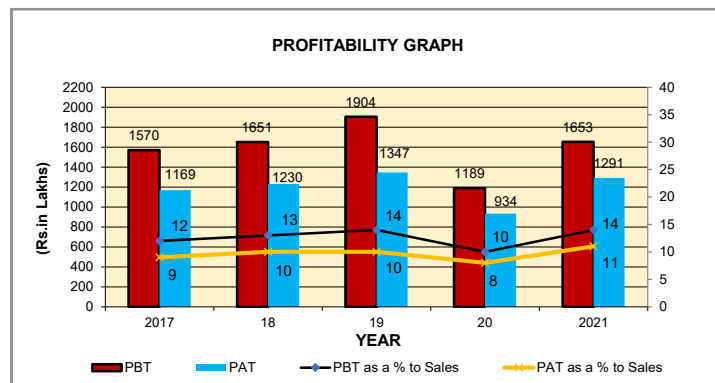
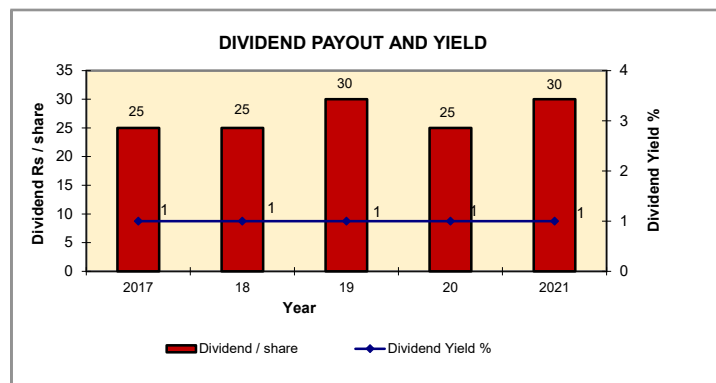
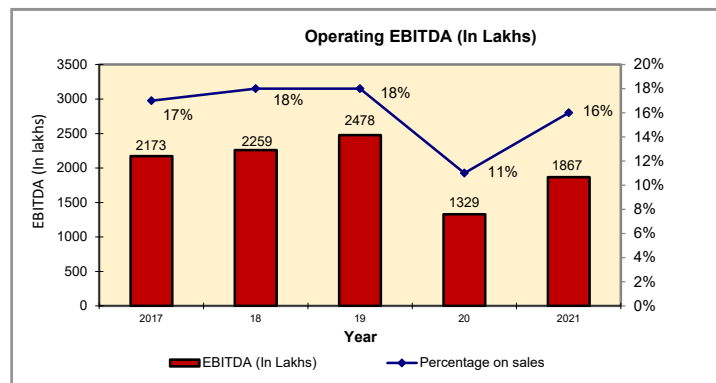
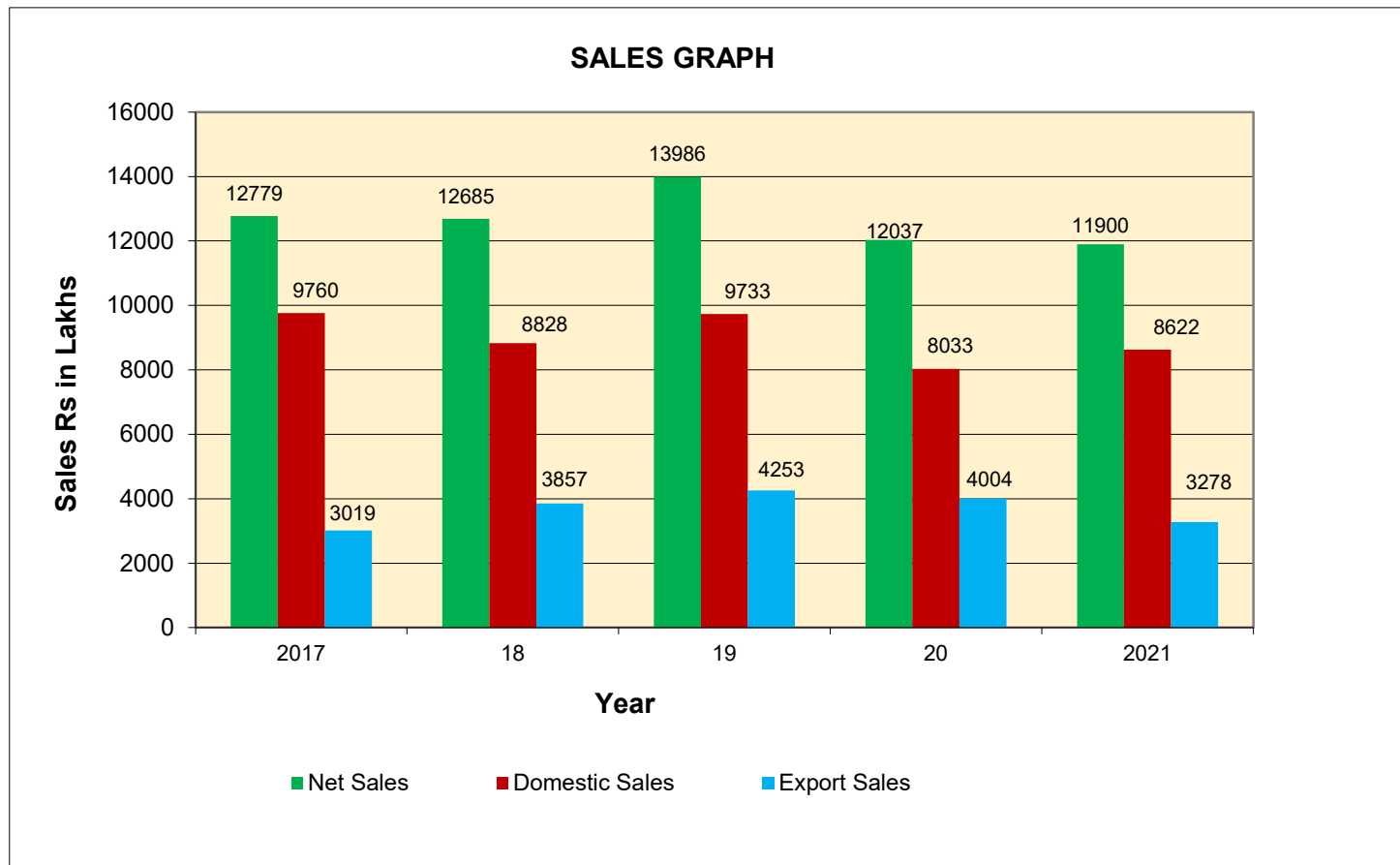
Rs 1291.12 Lakhs (↑ 38.24% YOY)

• Earning Per Share (EPS)

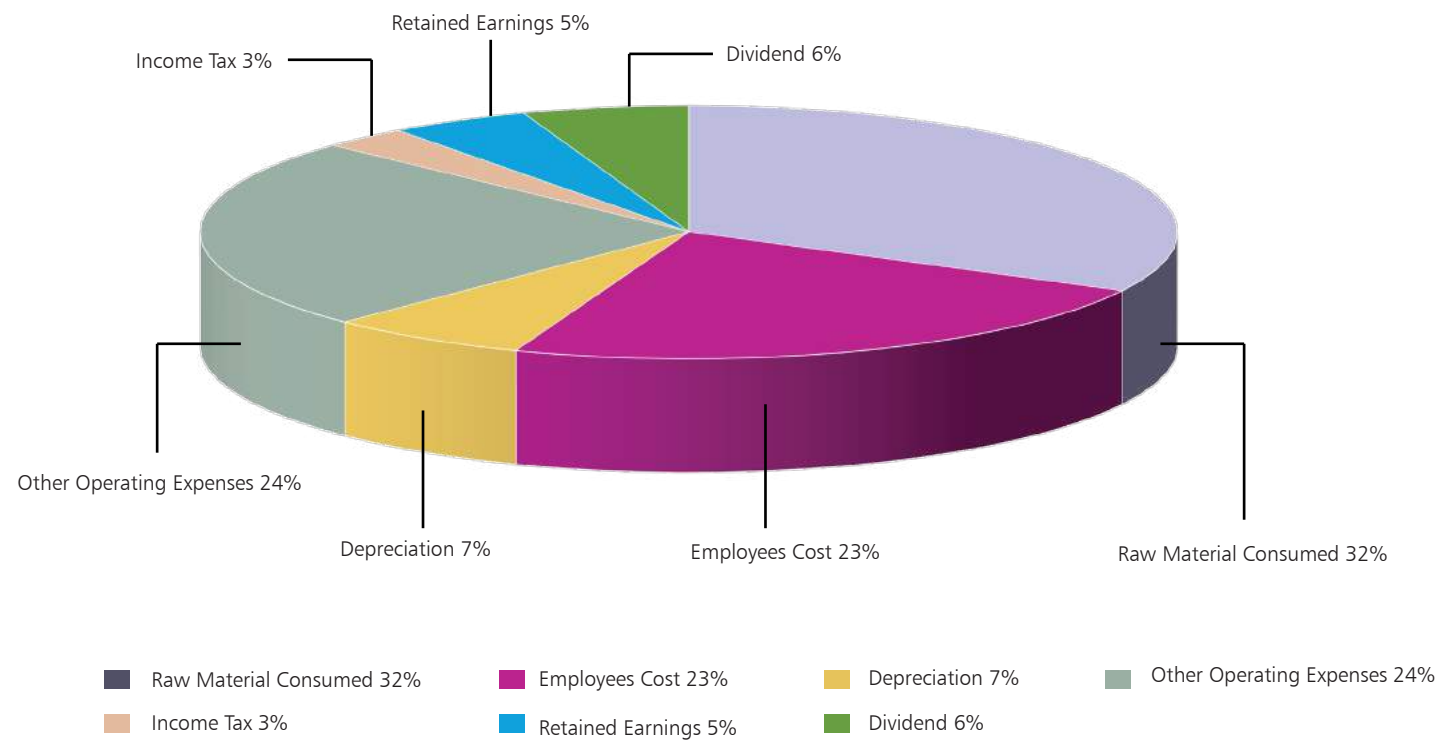
Rs 64.56/- (↑ 38.24% YOY)

• Market Capitalisation (As on 31st March 2021)

Rs 63235 Lakhs (↑ 80.67% YOY)

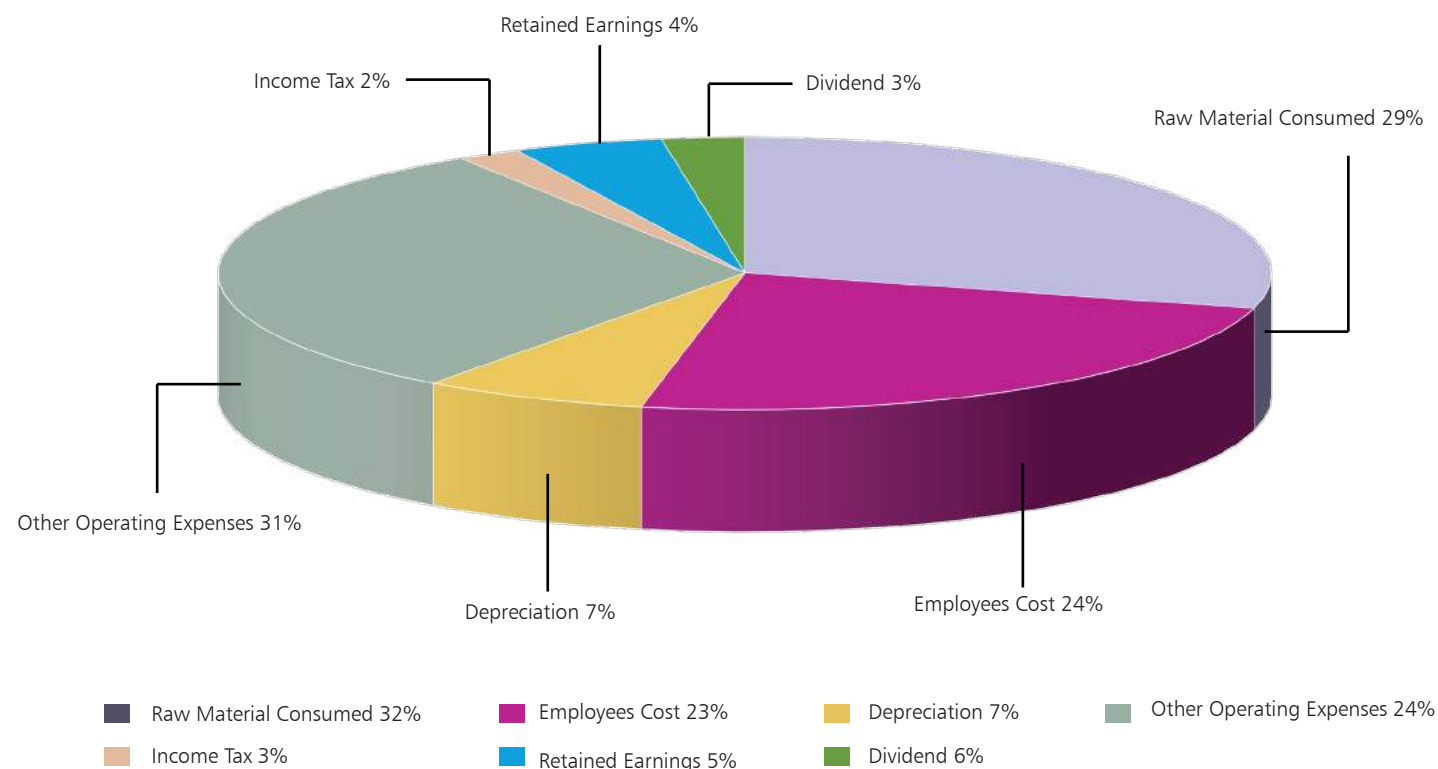


**Distribution of Revenue 2020-21**



# Report of the Directors

**Distribution of Revenue 2019-20**





## TO THE MEMBERS OF WENDT (INDIA) LIMITED

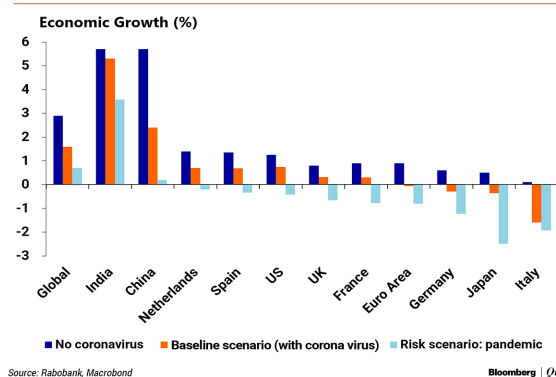
Your Directors have the pleasure in presenting the 39<sup>th</sup> Annual Report of Wendt (India) Limited (hereinafter referred to as the Company) together with the Audited Financial Statements for the year ended 31<sup>st</sup> March 2021. The Management Discussion & Analysis Report which is required to be furnished as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the Listing Regulations) has been included in the Directors' Report to avoid duplication and overlap.

## ECONOMIC OVERVIEW

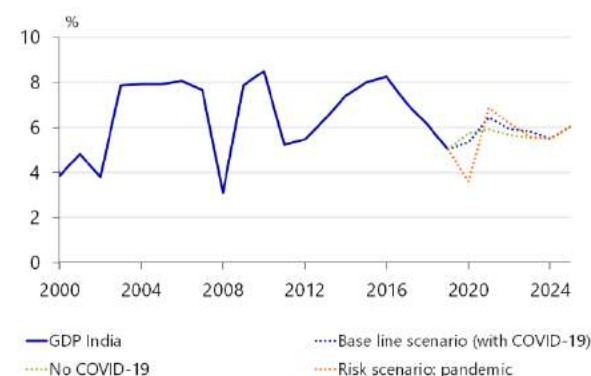
The year 2020 began with the spread of the Corona Virus (COVID-19) impacting economies resulting in a global recession, steepest over the last eight decades. With stricter lockdowns imposed in various countries, the pandemic led to demand shortfalls, supply chain bottlenecks, disturbances in global trade travel, tourism and massive outflow of capital.



## Global Economic Impact Of COVID-19



lockdown measures, imposed to contain the spread of COVID-19 pandemic in India, ubiquitously affected employment, business, trade, manufacturing and service activities. The Gross Domestic Product (GDP) growth was projected to contract by 7.7 per cent in 2020-21 as compared to a growth of 4.2 per cent in 2019-20. GDP growth, however, is expected to rebound in 2021-22 owing to the reform measures undertaken by the Government but yet continues to be vulnerable owing to the resurgence of the pandemic across the world.



Schemes, revamp of Viability Gap Funding scheme for social infrastructure, new power tariff policy

In India, which witnessed one of the strictest lockdowns in the world, the contraction in its GDP was recorded to be one of the steepest among major economies.

The economy was adversely impacted by the unprecedented health crisis despite the Government taking several proactive, preventive and mitigating measures. The Government of India imposed a strict 21 days nationwide lockdown from 25<sup>th</sup> March 2020, under the Disaster Management Act, 2005, with subsequent extensions and relaxations, to contain the spread of COVID-19 while ramping up the health infrastructure in the country. The

As a measure to boost the economy, the Government announced a special economic and comprehensive package under Atma Nirbhar Bharat of ₹ 20 lakh crore - equivalent to 10 per cent of India's GDP. Several structural reforms announced as a part of the package, *inter alia*, include deregulation of the agricultural sector, change in definition of MSMEs, new PSU policy, commercialization of coal mining, higher FDI limits in defence and space sector, development of Industrial Land/Land Bank and Industrial Information System, Production Linked Incentive

and incentivizing States to undertake sector reforms. Apart from this, various steps were also taken to boost consumption.

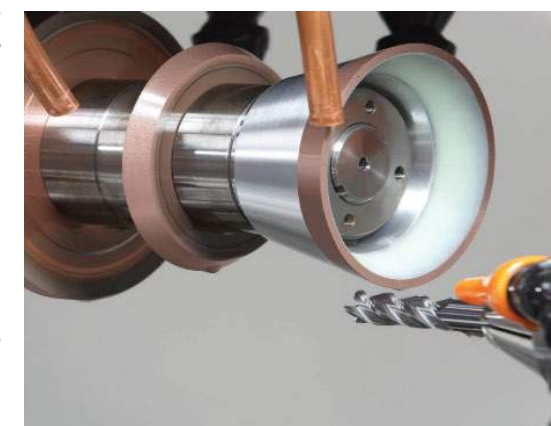
While the initial half year of FY 2020-21 saw steep contractions in growth at 23.9 per cent, the Indian sub-continent witnessed a 7.5 per cent decline in Q2. However, the fundamentals of the economy remained strong as gradual scaling back of lockdowns along with the astute support of Atma Nirbhar Bharat Mission placed the economy firmly on the path of revival. Sector-wise, agriculture remained the silver lining while contact-based services, manufacturing, construction which hit hardest has been recovering steadily.

The initial policy choice of 'lives over livelihood' succeeded by 'lives as well as livelihood' with the festive season round the corner started showing positive results from Q3. The reignited inter and intra state movement and record-high monthly GST collections marked the unlocking of industrial and commercial activity. A palpable V-shaped recovery in industrial production was observed over the year. Manufacturing rebounded and industrial value started to normalize. The services sector sustained its recovery from the pandemic driven declines with PMI Services output and new business rising for the third straight month in December 2020. Recovery since then was supported by vaccine inoculation drives in the country, sustained accommodative monetary policies and further sizeable fiscal stimulus.

The second wave of infections presents a risk to the country's growth as the re-imposition of virus management measures may curb economic activity and could dampen market and consumer sentiment. This was also mirrored in the Reserve Bank of India's March consumer confidence survey which showed a deterioration in perceptions of the economic situation and expectations of decreased spending on non-essential items. Given the devastating impact of the second wave, India's GDP growth estimates for the current year are set to be progressively recalibrated downwards but the less stringent lockdowns, vaccination campaigns as well as other initiatives being taken to tackle the resurgence is expected to have less adverse severity.

## INDUSTRY STRUCTURE & DEVELOPMENTS

The demand for Super Abrasive products is closely linked to the level of industrial production. Super Abrasives are used to manufacture long-lasting, expensive items like auto and aircraft parts, demand for which is highly cyclical. Diamond and Cubic Boron Nitride (CBN) Super Abrasive products are used extensively in aerospace industry and other industrial applications where price considerations are less significant as they incur high initial costs. They are used in the machining of materials such as nickel, cast iron and cobalt-based superalloys, where precision in machining operations is of prime importance.



Increasing complexity of Super Abrasive technology in high performance applications and its high initial cost make it difficult for small-scale and medium-scale companies to compete with the global market leaders. While industry leaders can afford significant research operations, most unorganized players do not have access to substantial R&D resources. This disparity can make it difficult for small and medium-scale companies to compete in the market, in terms of developing products that may require advanced technologies.

The Company being a total Grinding & Honing Solution provider, innovation is at the core of the Company's products and processes. As such majority of our products are customized to fulfil the customer's requirements.



Our comprehensive product range backed by state-of-the-art technology, valued-added services and consistent performance, by and large fulfil the needs and expectations of our customers in diverse industrial segments.

The Company is a preferred supplier for many of the automobile, auto component, engineering, aerospace, defence, ceramics customers for their Super Abrasive Tooling solutions, Grinding & Honing Machines and Precision components. A major contribution to the Company's revenues in the forthcoming years is expected to come from these industries.

The Company is committed to introducing new products and exploring new markets for Glass Wheels

for Auto/Solar/Construction Application; Textile industry for Knife grinding industry; High performance grinding wheels for the cutting tool industry.

#### COMPANY PERFORMANCE OVERVIEW (STANDALONE)

	(₹ in lakhs)		
	FY 2020- 21	FY 2019- 20	% Change
Domestic Sales	8,622	8,033	7
Export Sales	3,278	4,004	-18
Total Sales	11,900	12,037	-1
Other Income	807	1,057	-24
Profit Before Tax	1,653	1,189	39
Profit After Tax	1,291	934	38
Capital Employed	12,558	11,966	5
Earnings per Share - ₹	64.56	46.70	38

During the FY 2020-21, the Company clocked a sale of ₹ 11,900 lakhs, lower by 1 per cent over the previous year.



Considering the preventive measures to curtail the spread of COVID-19 and in line with the directions issued by the Ministry of Home Affairs, the Company had to temporarily suspend its manufacturing operations from 23<sup>rd</sup> March 2020 leading to a tepid performance in the month of April 2020. However, the Company was able to commence its operations towards the end of April 2020 after obtaining necessary approvals from various regulatory authorities and following the requisite COVID related safety protocols. The operations resumed gradually since then and the revival begun at a better pace from second quarter onwards.

The demand for Company's products and services in the domestic market was impacted due to lower orders from industry segments viz., Automobile, Bearing, Engineering & allied sector. The Company recorded a domestic sale of ₹ 8,622 lakhs during the year ended 31<sup>st</sup> March 2021, which is higher by 7% than the previous year. The increase in sales was on account of rebound in target industries like Automobile ancillaries, Refractories, Glass etc.

During the year, the Company continued to engage with its key customers through virtual platforms considering the lockdown and the resultant travel restrictions. The Marketing and the Product Development teams organised virtual seminars on the Company's products and applications to address customer requirements.

The year witnessed a strong decline in the export business of the Company. The Company recorded an export sale of ₹ 3,278 lakhs during the year, lower by 18% over the previous financial year. This was primarily owing to the continued volatility and global slowdown. The lower exports were also on account of lower offtake from global customers due to continued slow down and lockdowns imposed in view of the second wave of COVID reported in UK, US, China and other European countries. Further, due to international travel restrictions, visiting and meeting customers in focus countries continued to be a challenge and the virtual connects with customers on electronic platforms subsisted.

During the year, the Company continued its dedicated efforts in pursuing business in its three major verticals namely Super Abrasives, Machines and Components. The Company will continue to deploy the required investments and resources in identified growth areas considering its long-term growth strategy.

The **Super Abrasive Business** comprising Diamond/CBN Grinding Wheels in various Bonding Systems, Rotary Dressers, Stationary Dressers, Hones and Segmented products, was majorly impacted by the volatile situation & lower orders from some of the key overseas markets like the United States, Germany, United Kingdom, China etc. However, amidst many challenges, business has achieved a growth of over 5 per cent in the domestic market.

With an aim to explore opportunities in new markets, customers and applications, the Company has adopted online Marketing initiatives and a B2B Digital Marketing Platform.

The **Machines Business** clocked a sale of ₹ 2,233 lakhs, a growth of 17 per cent over the previous year, on the back of good orders from the domestic and overseas market. The Company has developed and established models/variants for the Steel Industry viz., High Precision Tungsten Carbide Ring Grinding Machine: Delta 450/350/250, PDM 400. These machines have been well received by the customers projecting a good performance. Machine sales in the export market achieved an impressive growth especially in the South East Asian countries.

During the year, the Company successfully conducted online commissioning of some of its machines viz., Delta 150, WDM 8V etc. at customer's place in view of the travel restrictions.





The **Precision Components Business** clocked a sale of ₹ 1,611 lakhs, lower by 5% over the previous year. The Components business faced a few challenges in terms of lower volume off take by customers in the Automobile sector.

The Company focused on exploring new business opportunities in aerospace, compressor & hydraulic parts, special inserts, Carbide industry, deploying its core competencies - Expertise, Experience and Knowledge on Grinding, Machines & Super Abrasive Tools for producing related precision components.



### Focus on Process Efficiency

Start Set Objectives	Collect Data	Schedule Activities	POLCA Integrated QRM Framework	Performance (Pre- and Post QRM Analysis)
Reduce lead time. Reduce loss in profit. Reduce delay penalty costs. Improve delivery performance.	Job orders. Delivery schedule. Permanent and casual workforce. Production time. Overtime. Contractors. WIP.	MRP. Aggregate production planning (APP). Production set-up time. Maintenance time. Production quantities.	Align strategic goals. Determine lead-time parameters. Cell formation. Determine POLCA pair loops. POLCA cards calculations. Validate model. Implementing of QRM.	Lead-time and throughput. Profit and loss analysis. WIP. Capacity and resource utilization.

The Company continues to focus on improving operational efficiency as well as optimal utilization of various resources in manufacturing and production areas. During the year, the Company has commenced a pilot project called POLCA initiative with support from an external partner. This project covers reorganizing the machine layout in the shop floor thereby reducing lead-time/waiting time and improving the utilisation of inventory and other resources in the shop floor. This project is proposed to be extended to the support functions as well. This

initiative is beneficial in addressing some of the key areas like planning and scheduling, production reliability, materials availability and product delivery. The Company ensures maintaining minimum inventory levels while safeguarding on-call supplies and on-time delivery to customers.

Optimum use/sweating of assets based on Value Stream Mapping, by using common pool of resources (machines) for similar operation across all cells remains the Company's priority.

Supply Chain efficiency is one of the Company's key focus area. The Company is committed in reducing product lead time and improving operational efficiency.

On the raw material front, the Company continuously develops alternative, reliable and competitive sources/suppliers for critical raw materials including Diamond/CBN, machine castings, systems, electrical, chemicals etc.

### FUTURE PROSPECTS AND OUTLOOK

Growing working population, expanding middle class etc. are expected to be the key demand drivers in the auto ancillary segment. The Indian auto components industry is expected to reach USD 200 billion in revenue by 2026.

With regards to the steel industry, India's finished steel consumption is anticipated to increase to 230 MT by 2030-31 from 98.71 MT in 2018-19. The ongoing consolidation of players presents an opportunity for global players to enter the Indian market.

### FEMORAL BONE RASP GRINDING



The Company will leverage the capabilities in all of its three business verticals to capitalise the opportunities presented by the auto and steel industries.

There has been push for digitalization, automation and optimization of processes in the manufacturing ecosystem in the medium to long-term which the Company will leverage. Super Abrasive products are used in various medical applications such as Surgical Instruments, Hypodermic Needles, Dental implants, Knee, Hip and Shoulder joints. Availability of nano Cubic Boron Nitride particles is expected to open up more untapped medical applications in the near future. Also growing Consumer Electronic Segment, with manufacturing facilities in India is expected to provide a wide array of opportunities for consumption of Super Abrasives in the coming years.

The Company's growth lies in constantly monitoring changes in the external environment and adapting to the customer needs that are emerging. Accordingly, mega trends and underlying new opportunities that unfolds are being tracked continuously.

To bridge the gap between optimizing existing technologies & investing in advancements, the Company's in-house R&D efforts are aimed at strengthening the existing technology, complemented by new methods of manufacturing.

Adoption and deployment of appropriate technologies for indigenous manufacturing, streamlining processes continue to be the key focus areas for the Company's growth prospects.

### SUBSIDIARY COMPANIES

#### Wendt Grinding Technologies Limited, Thailand



The Company's wholly owned subsidiary, Wendt Grinding Technologies Limited, Thailand, achieved a sales of Thai Baht 767 lakhs (₹ 1,830 lakhs) which is 22% lower than the last year. The decline in the top line is due to continuing industry slowdown on account of COVID-19, declining exports, political uncertainties, rising costs and all odds. The subsidiary continues to demonstrate its strong resolve and business acumen challenging the unfavourable conditions and is expected to churn out good results in the future.



The Profit before Tax was Thai Baht 133 lakhs (₹ 305 lakhs) and the Profit after Tax was Thai Baht 106 lakhs (₹ 242 lakhs), both being 40% lower over previous year.

During the year, the subsidiary faced numerous challenges on account of decline in production levels, falling exports, increased product challenges, political uncertainty & COVID induced restrictions. This has also resulted in existing competition resorting to competitive product/prices & increased resources to retain market share. Various new competitors especially from China & Korea have penetrated into this market for select products.

The subsidiary's clear focus on core business & value-added service and increased customer/product base along with a series of measures to ensure OPEX helped surviving the challenging business environment.

During the year, the subsidiary successfully revalidated "ISO9001-2015" audit from "TUV NORD".



#### WENDT MIDDLE EAST FZE, SHARJAH

Wendt Middle East FZE, Sharjah, the other wholly owned subsidiary of the Company, has clocked an annual sale of AED 13.41 lakhs (₹ 270 lakhs), and profit of AED 0.53 lakhs (₹ 11 lakhs).

Considering the challenging business conditions and the future viability of profitable operations, the Board of Directors have approved a proposal for voluntary de-registration of this subsidiary which is in progress.

#### CONSOLIDATED FINANCIAL STATEMENTS

The Consolidated Financial Statements of the Company (incorporating the operations of the Company and its two wholly owned overseas subsidiaries), for the financial year 2020-21 are prepared in compliance with the applicable provisions of the Companies Act, Accounting Standards as prescribed by Regulation 33 of the SEBI Listing Regulations. The Consolidated Financial Statements have been prepared based on the audited financial statements of the Company, its subsidiaries, as approved by their respective Board of Directors.

Pursuant to provisions of Section 136 of the Act, the Financial Statements of the Company, the Consolidated Financial Statements, along with the relevant documents and the Auditors' Report thereon form part of this Annual Report. A statement of summarized financials of all subsidiaries of the Company in form AOC-1 forms part of the Annual Report. The audited annual accounts and related information of the subsidiaries is available in our website [www.wendtindia.com](http://www.wendtindia.com).

The key financial information on the consolidated operations are as follows: -

#### KEY CONSOLIDATED FINANCIAL SUMMARY

	(₹ in lakhs)	
	FY 2020-21	FY 2019-20
Sales	13506	14063
Other Income	553	745
Profit Before Tax	1700	1361
Profit After Tax	1277	1003
Earnings per share - ₹	63.83	50.13

#### DIVIDEND

Considering the past dividend pay-out ratio and the current year's operating profit, the Board has considered it appropriate to recommend a final dividend of ₹ 20/- per equity share of ₹ 10/- each for the year ended 31<sup>st</sup> March 2021. It may be recalled that, an interim dividend at the rate of ₹ 10/- per

equity share of ₹ 10/- each was declared in January 2021 and paid in February 2021. This aggregates to a total dividend of ₹ 30/- per equity share of ₹ 10/- each for the year, which is higher than the previous year.

The Company has adopted the Dividend Distribution Policy as approved by the Board in line with the Listing Regulations and the same is available on the Company's website [www.wendtindia.com](http://www.wendtindia.com). The dividend paid as well as being recommended for the year ended 31<sup>st</sup> March 2021 is in line with this policy.

#### TRANSFER TO RESERVES

The Company transferred ₹ 129 lakhs to the General Reserve. An amount of ₹ 6,153 lakhs is retained in the Profit & Loss Account.

#### APPROPRIATIONS

Available for appropriation	(₹ in Lakhs)
Profit After Tax	1291
Add: Other Comprehensive Income	1
Add: Balance brought forward from previous year	5690
<b>Total</b>	<b>6982</b>
<b>Recommended appropriations</b>	
Transfer to General Reserve	(129)
Dividend	
-Final (Dividend paid for 2019-20 - ₹ 25/- per share of face value of ₹ 10/- each)	(500)
Dividend	
-Interim (Dividend paid for 2020-21 - ₹ 10/- per share of face value of ₹ 10/- each)	(200)
Balance carried forward	6153

#### CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company's Corporate Social Responsibility pursuits have always been based on the foundation of ethical behaviour in all its business transactions and contributions for economic development of not only the workforce and their families but also extending to the local communities and society at large. The Company being a part of the Murugappa Group has been upholding this tradition by allocating a part of its profits for fulfilling its social responsibilities. The Group's philosophy is to serve the communities in which it operates through service-oriented philanthropic institutions with education and healthcare being the core focus areas.

The Company believes that social responsibility is not just a corporate obligation that has to





be carried out, but an opportunity to make a difference. The Company's Corporate Social Responsibility programmes are aimed at inclusive growth and sustainable development of the community.

The Skill Development Program is run jointly with Carborundum Universal Limited and has been a major initiative over these years. The main objective is to provide quality vocational and technical training to less privileged youth from weaker sections of the society by uplifting their lives and equipping them with employable skill sets. This training programme is designed based on the coaching methodology defined by Government of India, Ministry of Skill Development and Entrepreneurship.

This programme also includes providing stipend to the enrolled students, ensuring that they earn while they learn. Not only does this initiative help in imparting formal education, but also helps them in honing them to become a valuable citizen while helping them in seeking gainful employment upon successful completion of the course.

During the year, a grant was made to Hosur Industrial Association towards building a Skill Development Centre, thus enabling the company support the infrastructure for skill development in the area in which it operates. Hosur Industrial Association was set up in the year 1981 with an aim to protect and promote the interests of industrial establishments located in and around Hosur. Considering the increasing unemployment due to lack of requisite skill and to bridge the gap between the skill requirement versus the actual skills available, a Skill Development Centre is being built by HIA in Hosur to promote education in the field of technical trades as well as commercial education like ERP, use of computers etc.



Further, a contribution of ₹ 1 lakh was given to Seva Bharati, an NGO based out of Hosur towards distribution of food grains to the needy in Hosur. The Company during the last year had supported to the cause of COVID-19 affected needy by giving food supplies, by providing medical kits to the front-line workers etc.



The Company also gives importance to green environment and tree plantation in the nearby communities by distributing and planting free saplings every year. Employees are encouraged to participate in activities like blood donation camps, taking classes on computer education in municipality schools, creating awareness on road safety, nominating employees with RTO as traffic wardens, 5S campaigns towards cleaner environment, imparting special education to the school children to name a few.

The Company's CSR policy is available on the Company's website at the following link <http://www.wendtindia.com/pdf/csrpolicy.pdf>. The Annual Report on CSR activities in the prescribed format is annexed herewith as Annexure D and forms part of this report.

The Company, during the year 2020-21 has spent ₹ 32.02 lakhs towards CSR activities and no amounts remain unspent at the end of the year.

## FIXED DEPOSITS

During the year, the Company has not accepted deposits from the public falling within the ambit of Section 73 of the Companies Act, 2013 and the rules framed there under and no amount of principal or interest was outstanding as on the Balance Sheet date.

## LOANS AND INVESTMENTS

The particulars of loans, guarantees and investments covered under Section 186 of the Companies Act, 2013 are given below. There were no loans granted or guarantees given under Section 186 during the year.

(₹ in lakhs)			
Description	As on 31.03.2020	Movement (net of deletions)	As on 31.03.2021
Loans given by the Company	-	-	-
Corporate Guarantee given by the Company	-	-	-
Investments made by the Company	430.55	-	430.55

Current Investments: Investment in Mutual Funds as on 31.03.2021 was ₹ 3238 lakhs

## KEY RATIOS

Sl. No.	Ratios	in terms of	31.03.2021	31.03.2020
<b>1</b>	<b>Performance Ratios</b>			
a.	Operating Profit/Net Sales	(%)	9	4
b.	EBIDTA/Net Sales	(%)	21	17
c.	PBIT/Net Sales	(%)	14	10
d.	ROCE	(%)	13	10
e.	ROE	(%)	10	8
f.	Fixed Asset Turnover Ratio	Times	2.16	2.15
<b>2.</b>	<b>Activity Ratios</b>			
a.	Inventory Turnover Ratio	Days	75	74
b.	Receivable Turnover Ratio	Days	86	77
<b>3.</b>	<b>Liquidity Ratio</b>			
a.	Current Ratio	Times	2.66	2.35

The significant change in operating profit, EBITDA and PBIT to net sales is mainly on account of rigorous variable and fixed cost reduction initiatives undertaken during the year. This has also resulted in favourable change in ROCE and ROE for the year ended 31<sup>st</sup> March 2021.

## QUALITY

To maintain the quality of its products, the Company follows a quality assurance system with stringent tests built into every stage of production. This extreme quality consciousness backed by a thorough understanding of customer application needs and "one to one" customer support, has made the Company a synonym for quality and reliability.

The Company has certifications of ISO 9001 and TS 16949 reinforcing its commitment to ensure Quality Management Standards are met.

TS 16949 pertains to manufacturing of precision components. In order to comply with the safety norms and requirements of overseas customers, the Company has successfully renewed EN 13236 Standards. Quality being the uncompromised differentiator, the Company aims to ensure that product quality is built by deploying and embracing effective quality control management, process robustness, quality assurance and discipline at every stage of material flow.

## SAFETY, HEALTH AND ENVIRONMENT

The Company is committed to establish a safe, healthy and socially accountable work culture in the organisation. The Company has complied with the requirements of internationally recognized Social Accountability Standard SA 8000:2014 and periodically reviews its policy to cater to the changing requirements. The Senior Management takes responsibility for maintaining these standards through deployment of relevant processes and guidelines in line with OHSAS 18001 and ISO 14001 standards.



All personnel on a periodical basis receive effective health and safety training, including on-site training, job specific training etc. During the year, the Company has provided trainings for creating awareness about the significance of safety amongst employees including by way of setting up of safety training kiosk. Alert mailers are sent to employees on a daily basis on work place safety.

Quarterly mock drills for fire safety, annual health check-up for employees, special medical attention for employees working in special process & sensitive areas, use of personal protection equipment (PPEs), zero discharge of ETP/STP and hazardous waste handling are some of the initiatives, which the Company undertook during this year.

In March last year, as the COVID-19 pandemic spread to India, actions were taken to enhance employee awareness, health and safety, with also ensuring business continuity.

Towards this, the Company provided guidance and made a SOP detailing the appropriate social distancing measures, including restricted movement of manpower, use of hand sanitizers and face mask at workplace and home and ensuring adequate spread of employees in shifts to maintain social distancing. The Company continues to follow all COVID-19 related protocols for ensuring safe and healthy workforce. This has enabled the Company to continue uninterrupted production since the lifting of lockdown.

## RECOGNITIONS AND AWARDS

The Company encourages its employees to participate in customer audits, group competitions, various national and international events & competitions. During the year, Company received awards and accolades from well recognized organizations, establishments and certifying bodies for various distinctive achievements. Some of the key recognitions received during the year are as follows:

- **CII -SR EHS Excellence Award**



The Company has been conferred with CII-SR EHS Excellence Award with '4 Star Rating' for excellence in safety and health practices.

- **CCQC Competition**  
Won Gold and Silver awards at the virtual CCQC Competition held in November 2020.
- **Quality Circle Awards**  
Bagged the National level Excellence award at the virtual NCQC 2020 Competition.
- **Cufest 2021 Awards**  
Employees participated in Group-level Quality competitions 'Virtual CUFEST 2021' (Quality festival of CUMI), and won various awards.

## OPPORTUNITIES & THREATS

### OPPORTUNITIES

Electric Automobiles is the recent emerging trend in the automotive industry, which is expected to boost the market demand for Super Abrasives for high thermal and wear resistance applications.

Nano Cubic Boron Nitride Abrasives are likely to augment applicability of Super Abrasives in many medical and electronic industry applications.

The industries in the Auto, Aerospace and Electronics manufacturing space demand high-performance applications. Improvements in the design of diamond wheels used to finish ceramics can be key to cost-effective manufacturing. Metal-bond specially design wheels for longer wheel life can lead to shorter process cycle times while also ensuring longer life, thereby reducing the overall grinding cost.

The Company will continue to leverage upon its vast experience and technical expertise, deep understanding of customer requirements, comprehensive product range, superior technology and the resultant competitive edge emerging out of its complementary business verticals namely Super Abrasives, Machine Tools and Precision Components.



Further, the Government's focus on Projects like 'Make In India' or 'Atma Nirbhar Bharat' are expected to give a boost to the Company's products being import substitute, thus helping in conservation of foreign exchange during these difficult times.

### THREATS

Industry leaders across globe, with high brand value can afford significant research operations. Investment in R&D activities by these major players to innovate the existing products and to develop new technologies to sustain competition in the market is very high. On the other hand, we have many unorganized, regional proprietary run entities that are smaller in size with limited offering, which address customers' requirements in a specific region.



In order to counter both the extremes, the Company strives to evolve a unique approach to improve its market presence, market share and address both the segments. To address the price competitive market, the Company has launched fast moving and Standard Super Abrasives and other tooling products in STAR brand and has been aggressively conducting promotional activities at the vicinity of high potential customers. For addressing the high performance, quality conscious segment, the Company is working with foreign research Institutes exploring product specific, niche state of the art technology.



#### COVID-19 Impact and Risk Assessment

The outbreak of the COVID-19 pandemic developed into a global crisis in the last quarter of FY 2019-20. Countries globally had imposed lockdown conditions on all activities which impacted the economy at large. The priority for the Company was the safety and health of all its employees and other stakeholders with minimal disruption to operations since the onset of the pandemic. In adherence to the Government directives and considering the well-being of our stakeholders, the Company's plant situated at Hosur, Tamil Nadu was shut down in a safe manner following due protocols when the nationwide lockdown was imposed in March 2020.



When the lockdown was announced, a swift transition to remote working was made by putting in place a framework for operating from home with well-established protocols. The Company's robust IT platform enabled significant portion of its personnel to perform their services remotely in a safe and secured manner. Since the Company's facility was located in a green zone, operations resumed on 30<sup>th</sup> April 2020 with permitted workforce after ensuring receipt of requisite permissions from the local authority and in adherence to the standard operating procedures

laid down by the Ministry of Home Affairs from time to time. This adherence was ensured not only from a regulatory compliance perspective but by keeping in mind the well-being of our employees, customers and other stakeholders.

The overall business scenario in Q1 and Q2 of FY 2020-21 was on a downturn. With relaxations in restrictions announced, there was a palpable recovery across various sectors in Q3 and Q4. The Company through effective liquidity management and with the support of supply chain partners and its dedicated employees, has been able to navigate through the most challenging times and perform better in the second half of the year.

As the resurgence of the second wave at the beginning of the FY 2020-21 looms large on the economy with states announcing partial lockdowns/night curfews to curb the spread, vaccinations will be a differentiator in managing the second wave. The Company believes that it will be able to navigate through these challenges for a sustainable growth in future, now that it has already witnessed what can be called the worst of its times.



The Company has identified the various risks owing to COVID-19 that could impact future performance and is taking initiatives to mitigate the same. The initiatives undertaken include rigorous review of the business plan as well as contingency plan based on scenario planning closely monitored by the Management duly supported by the operating teams with timely and relevant information and new opportunities. The Company is in constant engagement with its customers and updates them on the status of operations and assuring them of delivery and performance. Prudent cash management and efficient working capital management with sharp focus on collections and payments, cost reduction and inventory management will continue to be focus areas.

On the people front, dedicated and clear communication and awareness programs were conducted at regular intervals to sensitize the employees on the cause and effect of this disease. Dedicated Task forces for taking concerted and quick decision on matters relating to COVID-19 have been set up under the supervision of Unit Head. Preliminary health check-ups are being undertaken before a worker resumes duty. Continuous guidance on social distancing norms and hygiene given. Separate 24X7 helplines to counsel employees who require customized guidance or information were set up. Online learning and development programs rolled out to keep employees engaged and up skilled during the lockdown. Special communication channel to keep employees updated on health protocols and - both international and national guidelines were created.

The Company has made a detailed assessment of its liquidity position for FY 2020-21 and the recoverability and carrying value of its assets comprising property, plant and equipment, intangible assets, investments, inventory and trade receivables. Based on current indicators of future economic conditions, the Company expects to recover the carrying amount of these assets.

The Company will continue to closely monitor any material changes arising of future economic conditions and impact on its business.

With respect to material changes or commitments impacting the financial position of the Company in respect of events occurring after end of the year but before the date of this report, the Board is of the opinion that no material adjustments in the accounting entries or estimates, accounting policies are relevant to the financial statements for the year ended 31<sup>st</sup> March 2021.

#### Enterprise Value Addition (EVA)

(₹ in lakhs)					
Particulars	2020-21	2019-20	2018-19	2017-18	2016-17
<b>Generation of Gross Value added</b>	5451	5251	5800	5272	4902
<b>Breakup on Application of Value added</b>					
Payment to Employees	2928	3136	2892	2588	2363
Payment to Shareholders (on payment basis)	700	300	600	500	500
Payment to Government	375	404	740	692	490
Payment to Directors	24	22	21	16	5
Towards replacement and expansion	1424	1389	1547	1476	1544
<b>Total</b>	<b>5451</b>	<b>5251</b>	<b>5800</b>	<b>5272</b>	<b>4902</b>

- Gross Value Added is Revenue less Expenditure (excluding depreciation, expenditure on employee & directors service).
- Payment to Government is current tax + dividend distribution tax.
- Replacement and expansion is retained earnings + depreciation + deferred tax.
- The Company has been constantly investing towards replacement and expansion expenditure to ensure fulfilment of market demand.

#### RISK & CONCERN

The Company has a business risk management process to identify, evaluate and mitigate risks impacting business including those which may threaten the existence of the Company. The enterprise

risk management of the Company commensurate with the size of its operations is reviewed at the time of framing the business plan and is under constant review.

The risk management controls established by the Company include:

- Taking risk, where risks have desirable potential consequences.
- Altering risk, to optimize potential opportunities and minimize threats.
- Transferring risk by measures including insurance, contractual arrangements, trade unions, partnerships, and joint ventures.
- Retain risk, where no worthwhile control actions are feasible and the risk is within the organization's risk tolerance.

Some of the risks associated with the business and the related mitigation plans are given below. However, the risks given below are not exhaustive and assessment of risk is based on management perception.

#### User Industry Concentration Risk

*Why is it considered as a Risk?*

- Adverse demand shock for automobile manufacturers, due to COVID-19.
- Disruption in the overall automotive market landscape due to transition of the automobile industry towards hybrid and electric vehicles.
- Disruptive innovation & process changes.
- Newer technology like Integrated Starter Generator and Belt-Driven Starter Generator that are likely to replace alternator and generator in the automobile sector.

#### **Mitigation Plan/Counter measure to address**

- Identifying alternate industry base segments based on Mega Trends - Aerospace, Bearings, Razor Blade, Glass, Power (Solar, Nuclear, Wind and Gas).
- Widening the customer base/new industry segment & new geographies thereby de-risking the business.
- Pursuing product innovation and new application development as per government norms.
- Building relationship and engagement with the customer by adopting new initiatives; conducting Technical Seminar – both online and onsite, participation in international exhibitions, CRM & Knowledge Management application.
- Working with renowned research universities and technical consultants, to develop new products.
- Focus on Digital Marketing, to acquire new customers and pursue new applications.

#### Competition Risk

*Why is it considered as a Risk?*

- Loss in share of business for standard and low precision products, due to presence of many unorganized regional players often adopting measures like pricing strategy, free samples, longer credit period etc.
- Disruption in global competition by low-cost products.
- Major companies acquiring local dealers/manufacturers and entering into partnerships with major end users to continuously supply products.
- Organized player spending on Research and Development and coming up with new products.

#### **Mitigation Plan/Counter measure to address**

- Launching High Performance standard products, with competitive price and branding products by conducting seminar at Tier 1 & Tier 2 cities, Mela at dealer locations and participating in various exhibitions.
- Identify products under Threat. Segregate products and identify which can be produced in large volume machining, with low-cost raw material and through automated processes.
- Association with external agency for developing new products for different applications.

- Offering products against import substitute by focussing on cost, delivery, quality and technical support.
- Automation and Robotization to address lower manufacturing cost and enhance competitiveness.

#### Technology Risk

*Why is it considered as a Risk?*

- Elimination of Machining Process (Turning, Milling, Grinding, Honing).
- High investment on Technology by key global players.
- Access to new advanced technologies.

#### **Mitigation Plan/Counter Measure to address**

- Indigenous development of Bonds with external consultant support and working with Research Institutes.
- Enhance in-house R&D efforts (DSIR approved R&D) to strengthen existing technology, complemented by new methods of manufacturing.
- Association with external Research laboratories/Technical institutes for technology upgradation.
- Collaboration with external consultants for product and process innovations.

#### HR & Legal Risk

*Why is it considered as a Risk?*

- Employee disengagement risk, owing to COVID-19 pandemic.
- Non-availability of employees owing to them residing in containment zones or being quarantined.
- Attrition of skilled/trained manpower leading to disruption of operations or knowledge gap.
- Millennial work force – no long-term interest.

#### **Mitigation Plan/Counter measure to address**

- Facilitate to enhance technical and behavioural capabilities through e-learning modules and webinars.
- Continuous counselling on health, safety and mental well-being besides extending necessary support to employees and their family members on matters relating to COVID-19.
- Improve leadership readiness to manage the growth initiatives by identifying internal and external incumbent for next set of leadership positions.
- Focus on acquiring high skilled talents from best-in-class domains/organizations.
- Design & implement career road map through structured development plan for career enhancement based on roles and job descriptions.
- Mentoring and Coaching programme for employees for enhancing engagement level.

#### Online Data & Information Security Risk

*Why is it considered as a Risk?*

- Disruption of technology service providers (in remote working conditions).
- Data breach, loss or exposure increase due to remote/mobile workforce.

#### **Mitigation Plan/Counter measure to address**

- The Company has a backup process available for data restoration. The Company has identified alternate service providers in case of switch over.
- Implemented SIEM (Security Information and Event Management) for identifying, monitoring, recording and analysing security events or incidents in a real-time IT environment.
- Continuous review of the Disaster Recovery Strategy & Business Continuity Policy for Technical Controls.
- Data Center access limited to authorized personnel.
- Crisis Management Group in Place.
- Strengthening network security, enhancing Information Security policies & procedures.



- 'IT Way Forward' initiative to rationalize processes & eliminate non-value add processes.

## INDIAN ACCOUNTING STANDARDS (IND AS) - IFRS CONVERGED STANDARDS

The Company had adopted Ind AS with effect from 1<sup>st</sup> April 2016 pursuant to the Companies (Indian Accounting Standard) Rules, 2015 notified by the Ministry of Corporate Affairs on 16<sup>th</sup> February 2015.

## INTERNAL CONTROL SYSTEM & ADEQUACY

The Company has an Internal Control system commensurate with the size, scale and complexity of its operations. The controls have been designed and categorized based on the nature, type and the risk rating so as to effectively ensure the reliability of operations with adequate checks and balances.

The Company's internal control system covers the following aspects:

- Safeguarding the assets of the Company;
- Financial propriety of business transactions;
- Compliance with prevalent statutes, regulations, policies and procedures;
- Control over capital and revenue expenditure with reference to approved budgets.

The Internal Audit is conducted by an external Chartered Accountants' firm which evaluates the effectiveness and adequacy of internal controls, compliance with operating systems, policies and procedures of the Company and recommends improvements, if any. The scope of the Internal Audit is annually determined by the Audit Committee considering inputs from the Statutory Auditors and the Management Team. Significant audit observations and the corrective/preventive actions taken by the process owners is presented to the Audit Committee. Periodic review of the adherence to the agreed action plan is carried out. The Audit Committee of the Board periodically reviews audit plans, observations and recommendations of the internal auditors, with reference to the significant risk areas and adequacy of internal controls.

During the year, there were no changes in internal control over financial reporting that have materially affected or are likely to have any financial reporting lapse.

M/s. Deloitte Touche Tohmatsu India LLP are the Internal Auditors of the Company.

## INTERNAL FINANCIAL CONTROLS (IFC)

As per Section 134 of the Companies Act, 2013, the term Internal Financial Control (IFC) means the policies and the procedures adopted by the Company for ensuring:

- orderly and efficient conduct of its business, including adherence to accounting policies;
- safeguarding of its assets;
- prevention and detection of frauds and errors;
- accuracy and completeness of accounting records; and
- timely preparation of reliable financial information.

The key components of IFC followed by the Company are:

- Entity Level Controls (ELC)** that the management relies on to establish appropriate Code of Conduct, Enforcement and Delegation of Authority, Hiring and Retention practices, Whistle Blower mechanism, and other policies and procedures.
- Process Level Controls (PLC)** to ensure processes are stable, predictable and consistently operating at targeted level of performance classified into Manual or Automated Controls. They are also classified as Preventive or Detective.

- General IT Controls** to ensure appropriate functioning of IT applications and systems built by Company to enable accurate and timely processing of financial data are - User Access rights Management and Logical Access, Change Management controls; password policies and practices, Patch management and License management; backup and recovery of data.

The adequacy of IFC is ensured by:

- Documentation of risks and controls associated with major processes.
- Validation classification of existing controls to mitigate risks.
- Identification of improvements and upgradation of the controls. Improving the effectiveness of controls through data analytics.
- Performing testing of controls by Independent Internal Audit firm.
- Implementation of sustainable solutions to Audit observations.

The IFC Audit is conducted annually by an independent firm of Accountants by testing of controls to ensure that all controls are operational, effective, adequate and identifying improvements to controls wherever necessary which is reviewed by the Audit Committee.

## FINANCIAL REVIEW

### Liquidity and Cash Equivalents

The Company continued to have a healthy cash generation during the year, being prudent in capital expenditure and efficient working capital management thereby maintaining its debt free status. The Company maintains sufficient cash and cash equivalents to meet its futuristic strategic growth initiatives by following prudent investment policy. The Company's cash surplus position helps to eliminate short and medium-term liquidity risks.

The Company follows a robust Cash Management Policy whereby it:

- Uses cash to provide sufficient working capital to address business objectives of the Company & to add value to all stakeholders.
- Conserves sufficient cash as reserves that will aid the Company in venturing into meaningful business opportunities that unfold in future;
- Prudently invests surplus funds that the business generates in liquid investments including rated debt schemes of mutual funds as per the Board approved policy. This ensures availability, safety and liquidity of Company's funds while allowing reasonable yield as per the prevailing market rates. The surplus funds are generated through stringent control on working capital.

As at 31<sup>st</sup> March 2021, the Company's investment in debt mutual funds was ₹ 3238 lakhs in securities holding papers with high credit rating.

### Costs

During the year, the Company has formulated several Cost Optimization Projects wherein the Cross Functional Teams are identified across various projects and the potential cost savings in all the three business segments – Super Abrasives, Machines and Precision Components is determined. These projects are reviewed on a monthly basis in terms of savings in both variable cost and fixed cost. The rigorous variable and fixed cost reduction initiatives undertaken during the year has resulted in improving the bottom line of the Company.

## FINANCIAL POSITION

### Share Capital

The paid-up equity share capital as on 31<sup>st</sup> March 2021 was ₹ 200 lakhs. During the year under review, the Company has not issued shares with differential voting rights nor granted stock options/ sweat equity.

### Shareholders' Funds

The shareholders' fund as on 31<sup>st</sup> March 2021 was ₹ 12,558 lakhs against ₹ 11,966 lakhs of the previous year. Accordingly, the book value of the share stands at ₹ 628/- as compared to ₹ 598/- during the previous year.

### Loan Funds

The Company is debt free as it does not have any long-term borrowing. It continues to utilize its cash credit limit with State Bank of India to bridge the short-term funding requirement.

During the current year as well, the working capital limits of the Company continued to be rated by ICRA as AA- (pronounced ICRA double A minus) rating assigned to the ₹ 2 Crore long-term fund facilities of the Company which signifies low credit risk and stable. The short-term rating assigned to ₹ 19 crore non-fund based working capital limit also continued to be reaffirmed as A1+ (pronounced ICRA A one plus).

### ASSETS

#### CAPITAL EXPENDITURE

The Company follows the policy of being prudent in its capex spend. During the current year, the capital expenditure was ₹ 864 lakhs. The major capex spent was on addition of new plant & machinery towards capability building in fast growing products and new products capacity enhancements, which are critical for the future growth of the Company. As in the past, the Company funded its entire capex through internal accruals.

#### INVENTORIES AND SUNDRY DEBTORS

The Company follows a rigorous working capital management, based on a systematic process of continuous monitoring on Receivables, Inventories and other parameters. The overall inventory levels as on 31<sup>st</sup> March 2021 is ₹ 2,247 lakhs which is lower than previous year by ₹ 365 lakhs, reduction by 14%.

Receivables (Gross) as on 31<sup>st</sup> March 2021, were at ₹ 3,321 lakhs against ₹ 2,368 lakhs during the previous year. Despite the tough liquidity position in the market, the Company has been able to reduce its receivable average credit days through aggressive receivable management system including close follow ups and credit lock through the ERP to ensure that receivables are kept under control and payments received in time.

#### FOREIGN EXCHANGE HEDGING

Being a net exporter & based on its export & import position, the Company continues to follow the practice of natural hedging of foreign exchange earnings and outflow and does not take forward covers. The net forex gain during the year has been ₹ 40 lakhs (previous year ₹ 85 lakhs).

### HUMAN RESOURCE

The Company has a strong and diverse workforce where every employee is involved as 'partners' in progress. The intangible asset comprises all the competencies of the people within the organization in terms of education, experience, potential and capability. The Company encourages & motivates employees to take part in activities such as Cross Functional Teams (CFTs), Kaizens, Small Group Activities (SGAs), and Suggestions. The Company believes in building leadership by talent management, developing competencies and plan structured individual development programmes for high potential individuals and enhance existing multi-skilled workforce to next level to support business.

Safety at the workplace remains the top priority. Periodic training and awareness sessions continue to be conducted for identification and elimination of unsafe working conditions.

In order to meet the growth plans, set by the Company and to fulfil the ever-changing needs and expectations of the customers, the Company continues to focus on identifying and drawing a structured training plan based on the competency levels, future needs and focusses on attracting skilled talent from best-in-class domains/organizations. The Company gives equal importance to physical wellness of not only its employees but also their family members by conducting annual health check up every year. For high potential individuals, the Company encourages them to undergo Mentoring and Personality Development programmes, to prepare them for leadership roles and business challenges in future.

Employee relations continue to be smooth and cordial and the work atmosphere remained congenial throughout the year. The manpower strength of confirmed employees of the Company as on 31<sup>st</sup> March 2021 was 412 (previous year 421).

The Company has a policy on prevention of sexual harassment at workplace in line with the requirement of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. An Internal Complaints Committee (ICC) to redress complaints received regarding sexual harassment has been constituted. No complaints were received and disposed off during the year under review.

#### RELATED PARTY TRANSACTIONS

The Company as per the requirements of the Companies Act, 2013 and Regulation 23 of the Listing Regulations has a Policy for dealing with Related Parties.

In line with its stated policy, all Related Party transactions are placed before the Audit Committee for review and approval. Prior approval of the Committee is taken for the estimated value of transactions which are foreseen and repetitive in nature. Omnibus approval in respect of transactions which are not routine, or which cannot be foreseen or envisaged are also obtained as permitted under the applicable laws. The list of related parties is reviewed and periodically updated as per the prevailing regulatory conditions.

The details of transactions proposed to be entered with Related Parties are placed before the Audit Committee for approval on an annual basis before the commencement of the financial year. Thereafter, a statement containing the nature and value of the transactions entered by the Company with Related Parties is presented for quarterly review by the Committee. Further, revised estimates or changes, if any to the proposed transactions for the remaining period are also placed for approval of the Committee on a quarterly basis. Besides, the Related Party transactions entered during the year are also reviewed by the Board on an annual basis.

All transactions with Related Parties entered during the financial year were in the ordinary course of business and on an arm's length basis and hence not requiring particulars to be entered in the Form AOC-2. Further, all transactions entered into with Related Parties during the year even at arms' length basis in the ordinary course did not exceed the thresholds prescribed under the Companies (Meetings of Board and its Powers) Rules, 2014 or Listing Regulations or the Company's Policy in this regard and hence no disclosure was required to be made in Form AOC-2. Accordingly, there are no contracts or arrangements entered with Related Parties during the year to be disclosed under Sections 188(1) and 134(h) of the Companies Act, 2013 in Form AOC- 2. The form is enclosed.

There are no materially significant Related Party transactions made by the Company with its Promoters, Directors, Key Managerial Personnel or their relatives which may have a potential conflict with the interest of the Company at large.

The Policy on Related Party Transactions as approved by the Board is uploaded on the Company's website <https://www.wendtindia.com/>. None of the Directors and KMPs had any pecuniary



relationship or transaction with the Company other than those relating to remuneration in their capacity as Directors/Executives and corporate action entitlements in their capacity as shareholders of the Company.

#### BUSINESS RESPONSIBILITY REPORTING (BRR)

Being a public listed company, the Company recognizes that its accountability is not limited only to its shareholders from a financial perspective but also to the larger society in which it operates. During the year 2019-20, consequent to the mandatory reporting of its business responsibility initiatives under the Listing Regulations, the Company had formulated a consolidated policy on Business Responsibility which lays down the broad principles guiding the Company in delivering its various responsibilities to its stakeholders. The policy is intended to ensure that the Company adopts responsible business practices in the interest of the social set up and the environment so that it contributes beyond financial and operational performance.

A copy of the Policy is available at <https://www.wendtindia.com/> and the Business Responsibility Report for the year ended 31<sup>st</sup> March 2021 in terms of Regulation 34 of the Listing Regulations is annexed to this Report as Annexure E.

#### GOVERNANCE

##### BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

As on 31<sup>st</sup> March 2021, the Board of the Company comprised six Directors of which majority (four) are independent.

Mr. Rajesh Khanna had been appointed as an Executive Director by the shareholders at the Annual General Meeting held on 22<sup>nd</sup> July 2019 for a period commencing from 24<sup>th</sup> July 2018 to 31<sup>st</sup> October 2020. Consequent to the completion of his term as an Executive Director, the Board at its meeting held on 22<sup>nd</sup> October 2020 based on the recommendation of the Nomination and Remuneration Committee, approved the continuance of his directorship in the Board as a Non-Executive Director with effect from 1<sup>st</sup> November 2020 liable to retire by rotation so as to benefit from his experience and expertise in the business of the Company.

Mr. K S Shetty, Independent Director resigned from the Board with effect from closing hours of 22<sup>nd</sup> January 2021 owing to personal reasons. The Board placed on record its appreciation for the services rendered by Mr. K S Shetty during his tenure of office as a Director of the Company including as a member of its various Committees.

During the year, Mr. Bhagya Chandra Rao was appointed as an Additional Director with effect from 22<sup>nd</sup> January 2021. In the opinion of the Board, Mr. Bhagya Chandra Rao satisfies the independence criteria prescribed in the Act and Rules made thereunder for appointment as an Independent Director of the Company and that he is independent of the Management. Hence, the Board recommends his appointment as an Independent Director of the Company for a term of five years commencing from 22<sup>nd</sup> January 2021 to the shareholders. Notice in this regard under Section 160 has been received from a Member. His detailed profile is provided in the notice convening the meeting.

Consequent to the changes in the Board composition, the constitution of various Committees was reviewed and revised more fully detailed in the Corporate Governance section of the Report.

Mr. Rajesh Khanna retires by rotation at the forthcoming Annual General Meeting and being eligible, offers himself for re-appointment. A proposal for his re-appointment is included in the Notice convening the 39<sup>th</sup> Annual General Meeting for consideration and approval by the shareholders.

The Company has received declarations from all its Independent Directors confirming that they meet the criteria of independence prescribed both under the Companies Act, 2013 and the Listing

Regulations. In the opinion of the Board, all the Directors appointed/re-appointed during the year are persons with integrity, expertise and possess relevant experience in their respective fields.

All the Independent Directors of the Company have registered their names in the Independent Directors Databank as required under the Companies Act, 2013 and the Rules referred therein. The Independent Directors are also required to take up an online proficiency self-assessment test within two years from the date of inclusion of their name in the Independent Directors databank with an exemption provided to Directors fulfilling the criteria prescribed under the Act and the Rules referred therein. While the requirement of completion of the online proficiency self-assessment test is exempt for few of the Company's Independent Directors, considering the two-year time available from the date of inclusion of the name in the databank, the required Independent Directors would complete the assessment within the prescribed time. Considering the time available for the Independent Directors to complete the online proficiency test, the requirement for the Board to provide its opinion on the experience of the Independent Directors with specific reference to proficiency ascertained from passing of the online proficiency self-assessment test does not arise.

During the year, the Board at its meeting held on 22<sup>nd</sup> October 2020 based on the recommendation of the Nomination and Remuneration Committee appointed Mr. C Srikanth as the Chief Executive Officer - Designate with effect from 1<sup>st</sup> November 2020 and as the Chief Executive Officer with effect from 1<sup>st</sup> April 2021.

Mr. C Srikanth aged 54 years is a Mechanical Engineer by qualification and is an MBA in Marketing. He has a long stint in sales and marketing especially in precision abrasives business. Prior to this assignment, he was associated with Carborundum Universal Limited as the head of the Sales and Marketing function of its Abrasives business.

As on date of this report, Mr. C Srikanth, Chief Executive Officer, Mr. Mukesh Kumar Hamirwasia, Chief Financial Officer and Ms. Janani T A, Company Secretary are the Key Managerial Personnel of the Company as per Section 203 of the Companies Act, 2013.

#### BOARD MEETINGS

During the year, five Board Meetings were held, the details of which are given in the Corporate Governance Report.

#### BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and the Listing Regulations, the Board carried out an annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its various Committees as per the evaluation framework adopted by the Board on the recommendation of the Nomination and Remuneration Committee. Structured assessment forms were used in the overall Board evaluation comprising various aspects of the Board's functioning in terms of structure, its meetings, strategy, governance and other dynamics of its functioning besides the financial reporting process, internal controls and risk management. The evaluation of the Committees was based on their terms of reference fixed by the Board besides the dynamics of their functioning in terms of meeting frequency, effectiveness of contribution etc.

Separate questionnaires were used to evaluate the performance of individual Directors on parameters such as their level of engagement and contribution, objective judgement etc.

The Chairman was also evaluated based on the key aspects of his role. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman, the Board as whole and the Non-Independent Directors was carried out by the Independent Directors at their separate meeting held during the year.

## POLICY ON APPOINTMENT AND REMUNERATION OF DIRECTORS

Pursuant to Section 178(3) of the Companies Act, 2013, the Nomination and Remuneration Committee of the Board has formulated the criteria for Board nominations as well as the policy on remuneration for Directors and employees of the Company.

The criteria for Board nominations lays down the qualification norms in terms of personal traits, experience, background and standards for independence besides the positive attributes required for a person to be inducted into the Board of the Company. Criteria for induction into Senior Management positions have also been laid down.

The Remuneration policy provides the framework for remunerating the members of the Board, Key Managerial Personnel and other employees of the Company. This Policy is guided by the principles and objectives enumerated in Section 178(4) of the Companies Act, 2013 and reflects the remuneration philosophy and principles of the Murugappa Group to ensure reasonableness and sufficiency of remuneration to attract, retain and motivate competent resources, a clear relationship of remuneration to performance and a balance between rewarding short and long-term performance of the Company. The policy lays down broad guidelines for payment of remuneration to Executive and Non-Executive Directors within the limits approved by the shareholders. Further details are available in the Corporate Governance Report.

The Board Nomination criteria and the Remuneration policy are available on the website of the Company at [www.wendtindia.com](http://www.wendtindia.com).

## COMPOSITION OF AUDIT COMMITTEE

The Audit Committee of the Board comprises five members out of which four are independent. Mr. Shrinivas G. Shirgurkar is the Chairman and other members are Mr. M Lakshminarayan, Mrs. Hima Srinivas, Mr. Bhagya Chandra Rao and Mr. N Ananthaseshan. Consequent to the resignation of Mr. K S Shetty with effect from the closing hours of 22<sup>nd</sup> January 2021, he ceased to be a member of the Committee. Mr. Bhagya Chandra Rao was inducted as a Member to the Committee with effect from 22<sup>nd</sup> January 2021. During the year, five Audit Committee meetings were held, the details of which are provided in the Corporate Governance Report.

## COST AUDIT

Pursuant to Section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014 and amendments thereof, the Company does not fall under the category of companies required to mandatorily undertake Cost Audit. However, the Company maintains cost accounting records in respect of its products.

## PARTICULARS OF EMPLOYEES

The information on employees and other details required to be disclosed under Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed to and forms part of this Report (refer Annexure C).

## STATUTORY AUDITORS

In line with the requirements of the Companies Act, 2013, the Company, with the approval of the shareholders at the Annual General Meeting held on 24<sup>th</sup> July 2017, had appointed M/s Price Waterhouse Chartered Accountants LLP (Reg. No. FRN 012754N/N500016) (PWC) as the Statutory Auditors of the Company to hold office from the conclusion of 35<sup>th</sup> Annual General Meeting until the conclusion of the 40<sup>th</sup> Annual General Meeting subject to annual ratification by the shareholders at every AGM. However, as the Companies (Amendment) Act, 2017 has dispensed with the requirement of annual ratification of the Statutory Auditor's appointment, there is no requirement to seek an annual ratification of their appointment this year.

As required under Regulation 33 of the Listing Regulations, the Auditors have confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.

The Report given by M/s Price Waterhouse Chartered Accountants LLP on the Financial Statements of the Company for the year ended 31<sup>st</sup> March 2021 is provided in the financial section of the Annual Report.

There are no qualifications, reservations, adverse remarks or disclaimers given by the Auditors in their report. During the year under review, the Auditors have not reported any matter under Section 143(12) of the Companies Act, 2013 and hence there are no details to be disclosed under Section 134(3)(ca) of the Act.

## SECRETARIAL AUDIT

M/s. R Sridharan and Associates, Practicing Company Secretaries, Chennai was appointed as the Secretarial Auditor to undertake the Secretarial Audit of the Company for the FY 2020-21. The report of the Secretarial Auditor is annexed to and forms part of this Report. There are no qualifications, reservations, adverse remarks or disclaimers given by the Secretarial Auditor in the Report.

In terms of Regulation 24A of the Listing Regulations, there is no material unlisted subsidiary incorporated in India. Material unlisted subsidiary for the purpose of this Regulation is a subsidiary whose income/net worth exceeds 10 per cent of the consolidated income/net worth respectively of the Company and its subsidiaries in the immediately preceding accounting year. Hence, the requirement prescribed under Regulation 24A of the Listing Regulations is not applicable to the Company.

## COMPLIANCE WITH THE MINIMUM PUBLIC SHAREHOLDING REQUIREMENT

In order to meet the minimum public shareholding compliance, the promoters of the Company viz, Carborundum Universal Limited and Wendt GmbH on 6<sup>th</sup> January 2021 issued a notice for Offer for Sale (OFS) of 47,352 shares each (aggregating to 94,704 equity shares) to the extent of 4.74% of the total shareholding. The OFS was conducted during the period 7<sup>th</sup> January 2021 and 8<sup>th</sup> January 2021. Consequent to the offer for sale process, the Promoters have diluted their stake by 4.74% and currently hold 37.50% each, thus aggregating to 75% of the share capital of the Company. Accordingly, the Company is now compliant with the provisions of the Minimum Public Shareholding as required under Regulation 38 of the Listing Regulations read with Rule 19(2) and Rule 19A of the Securities Contracts (Regulation) Rules, 1957.

## SECRETARIAL STANDARDS

The Company is in compliance with the Secretarial Standard on Meetings of the Board of Directors (SS-1) and Secretarial Standard on General Meetings (SS-2).

## CORPORATE GOVERNANCE

In terms of Regulation 34(3) read with Schedule V of the Listing Regulations, a separate section on Corporate Governance including the certificate from a Practising Company Secretary confirming compliance is annexed to and forms an integral part of this Report.

## CEO/CFO CERTIFICATE

Mr. C. Srikanth, Chief Executive Officer and Mr. Mukesh Kumar Hamirwasia, Chief Financial Officer have submitted a certificate to the Board on the integrity of the financial statements and other matters as required under Regulation 17(8) of the Listing Regulations.

## VIGIL MECHANISM UNDER WHISTLE BLOWER POLICY

The Company has a well-established whistle blower policy as part of vigil mechanism for Directors and employees to report concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of conduct or ethics policy. This mechanism also provides for adequate



safeguards against victimization of Director(s)/employee(s) who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee in exceptional cases. The Whistle blower policy is available on the Company's website at the following link [www.wendtindia.com](http://www.wendtindia.com). It is affirmed that during the year, no employee was denied access to the Audit Committee.

#### ANNUAL RETURN

The Annual Return in Form MGT-7 is available in [www.wendtindia.com](http://www.wendtindia.com).

#### DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to the provisions contained in Section 134(3)(c) of the Companies Act, 2013, the Board to the best of its knowledge and belief and according to the information and explanations obtained by it confirms that:

- in the preparation of the annual accounts, for the financial year ended 31<sup>st</sup> March 2021, applicable accounting standards have been followed and no material departures have been made from the same;
- the accounting policies mentioned in Note 3 of the Notes to the Financial Statements have been selected and applied consistently and judgments and estimates that are reasonable and prudent have been made so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company for preventing and detecting fraud and other irregularities;
- the annual accounts have been prepared on a going concern basis;
- that internal financial controls to be followed by the Company have been laid down and that such internal financial controls are adequate and operating effectively;
- proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

#### ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO

The information on energy conservation, technology absorption, expenditure incurred on Research & Development and forex earnings/outgo as required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 is annexed to and forms part of this Report (refer Annexure A).

#### SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status of the Company and its future operations.

#### OTHER CONFIRMATIONS

No application under the Insolvency and Bankruptcy Code, 2016 (IBC) was made on the Company during the year. Further, no proceeding under the IBC was initiated or is pending as at 31<sup>st</sup> March 2021.

There was no instance of onetime settlement with any Bank or Financial Institution.

#### ACKNOWLEDGMENT

The Board would like to record its sincere appreciation for the cooperation received from various stakeholders of the Company viz., customers, suppliers, bankers, investors, channel partners, government and other statutory authorities, auditors, business associates and shareholders. The Directors extend their gratitude to all the regulatory agencies like SEBI, Registrar of Companies, stock exchanges and other Central and State Government authorities/agencies as well as its vendors and sub-contracting partners for their support during the challenging times. The Board also acknowledges the unstinted co-operation, commitment and dedication made by all the employees of the Company in the difficult previous financial year.

The Directors also wish to place on record their gratitude to the members of the Company for their unrelenting support & confidence.

Place: Bengaluru  
Date: April 23, 2021

On behalf of the Board  
For Wendt (India) Limited  
Shrinivas G Shirgurkar  
Chairman

## ANNEXURES TO THE DIRECTORS REPORT

### ANNEXURE A

#### A) Information under section 134(3)(m) of the Companies Act, 2013, read with Rule 8(3) of Companies (Accounts) Rules, 2014

##### a) Conservation of Energy

The Company does not fall under the category of power intensive industries. However, the Company adopts sustained efforts to reduce energy consumption. The Company has received the ISO 14001 certification which is an International Management System Standard (IMS) on Environment Management. The environmental policy of the Company focusses on conservation of natural resources and minimisation of pollution. The following energy conservation measures were taken by the Company during the year:

- Natural lighting ventilation for all PEB buildings by providing polycarbonate transparency sheet.
- Provided AHF (Active Harmonic Filter) in main power distribution system to ensure the quality of power.
- Introduction of Natural Turbo Ventilation, which is reckoned as a perfect and natural air exhausting option for the industry.
- Installation of Solar Heater in many areas to increase the dependency on clean energy.
- Installation of APFC (Automatic Power Factor Controllers) to improve/stabilize power factor.
- Installation of occupancy sensors in some areas especially administrative in nature.
- Optimum utilization of energy through process re-designing as well as maximum utilization of equipment that offers improved energy efficiency.
- Time switches installed at various places for automatic control of streetlights.
- Replacement of all conventional high energy consumption lighting, by installation of LED and induction lights in major areas.
- Introduction of LDR-Light Dependent Resistance sensor harnessing natural daylight for all outdoor lighting with automatic controls.
- The Company has taken measures to save water whereby 100 per cent of the domestic effluent and the trade effluents are treated and used for gardening and electroplating processes (Zero discharge).

##### b) Technology Absorption, Adaptation and Innovation

The Company is continuously focusing on upskilling its employees in digital marketing, use of IT & digital technology, to complement the traditional method of business conduct by physical interaction with customers in a much cost-effective manner in order to enhance the customer experience.

The Company's R&D team has taken initiatives to develop own technologies and patent novel concepts/designs to become the front runners in the Super Abrasives technology and has put in efforts for indigenized bonding systems suitable for varied verticals in Super Abrasives.

The Company's in-house R&D also collaborates with renowned institutes & laboratories to further strengthen existing technology, complemented by new methods of manufacturing. Increasing implementation of these manufacturing technologies drive the demand of products for Bearing & Guide Ways, Gears, Cam & Crank shaft and in industries like Aerospace, Cutting Tool, Engineering & Auto Sectors.

The Company is also supported by the rich experience, knowledge pool and R&D facility of Carborundum Universal Limited, shareholder of the Company and pioneers in the field of conventional abrasive & material science for some of the application developments for specific areas.

No technology was imported by the Company during the last three years.

## RESEARCH & DEVELOPMENT (R&D)

The Research and Development function of the Company represents the activities it undertakes to innovate and introduce new Super Abrasive products and services to improve its existing offerings. The objective of R&D is to design and develop new processes/products through the advancement of Materials Science & Machining Techniques towards providing **"Complete Grinding and Honing Solutions"** to its Customers. The Company's R&D facilitates the development of future products or the improvement of current products and/or operating procedures. The Company's R&D centre is recognized by Department of Scientific and Industrial Research (DSIR) under the Ministry of Department of Science and Technology, Government of India. The validity of this recognition has been renewed till 31<sup>st</sup> March 2022.

The Company's R&D is keen on filing patents and publishing papers in the peer reviewed SCI journals. The R&D personnel also build their network by attending seminars, workshops, national & international conferences and develop transferable skills by undertaking required training and workshops.

Industrial Research & Development plays an important role in the innovation process by developing future technology and future capabilities, which transforms into new products, processes and services. This offers a basic platform to conduct both fundamental and applied research for better understanding of the products and push the frontiers of the technology further. The Company is agile in adapting to situations and shifting their product baskets into the non-automobile sectors, electronic industries with the help of its R&D.

In the fast-growing technologies, moving targets pose big challenges for sustainability. In this context, the R&D team has taken efforts to develop new products with superior performance. Projects such as Flute grinding, Brake Disc Honing, Cam/Crank shaft grinding and Double disc fine grinding requires high competency.

On the other hand, the Company also aims at addressing the gaps on account of process developments. New processes such as hot press sintering, induction heating, vacuum brazing and pulse electroplating replaced the conventional methods. These processes substantially decreased the cycle time and enhanced the quality of the products being manufactured in an economical and effective way.

Following are the benefits accruing out of R&D activities:

1. Development of materials/processes for self-sufficiency.
2. Indigenization of bonding raw materials for Super Abrasives as import substitution.
3. Grinding Solutions for new applications like double disc grinding, glass, razor blade, vanes, ceramics & carbide grinding.
4. Upgrading manufacturing technologies to match changing needs of the customer as well as to venture into new markets.

During the year, the Company has created 6 Intellectual Properties (IPs) for its products/processes.

The Company mainly caters to niche market where majority of customers are OEMs and look for technologically superior products with consistent performance. Majority of the customers consider the Company as a One-Stop Shop for **Complete Grinding and Honing Solutions** offering technologically superior products with reliable performance. The Company can address the ever-changing needs & expectations of the customers, by virtue of its strong focus on R&D and customer centricity. This facilitates the Company to retain its position in the market and also enable to justify the due premium for its products.



(i) Expenditure on R&D

Sl. No.	Particulars	2020-21	2019-20
a)	Capital Expenditure	-	21
b)	Recurring (revenue expenditure)	161	215
c)	Total Expenditure	161	236
d)	Total R&D Expenditure as a percentage of turnover	1.35%	1.96%

(ii) Foreign Exchange Earnings and Outgo

Sl. No.	Particulars	2020-21	2019-20
a)	Foreign Exchange Used	2625	2919
b)	Foreign Exchange Earned	3574	4325

On behalf of the Board  
For Wendt (India) Limited

Place: Bengaluru  
Date: April 23, 2021

Shrinivas G Shirgurkar  
Chairman

Annexure B

FORM AOC-2

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis: Nil

a)	Name(s) of the related party and nature of relationship	Nil
b)	Nature of contracts/arrangements/transactions	
c)	Duration of the contracts/arrangements /transactions	
d)	Salient terms of the contracts or arrangements or transactions including the value, if any	
e)	Justification for entering into such contracts or arrangements or transactions	
f)	Date of approval by the Board	
g)	Amount paid as advances, if any	
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

2. Details of material contracts or arrangements or transactions at arm's length basis: Nil

a)	Name (s) of the related party & nature of relationship	Nil
b)	Nature of contracts/arrangements/transaction	
c)	Duration of the contracts/arrangements /transactions	
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	
e)	Date of approval by the Board	
f)	Amount paid as advances, if any	

On behalf of the Board  
For Wendt (India) Limited

Place: Bengaluru  
Date: April 23, 2021

Shrinivas G Shirgurkar  
Chairman

## ANNEXURE – C

### STATEMENT OF EMPLOYEES' REMUNERATION

A. The details of top ten employees in terms of remuneration drawn during the financial year 2020-21 as per Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 duly amended by the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016 are as follows:

Name and Age	Designation/ Nature of duties	Gross remuneration paid (₹)	Qualification & experience (years)	Date of commencement of employment	Previous employment
S Sundariya (57)	Unit Head	43,69,115	IIIE (38 years)	03-08-1992	Rane Brake Lining Limited
Mukesh Kumar Hamirwasia (49)	Chief Financial Officer	44,24,575	B.Com (Hons), ACA, AICWA (23 years)	15-04-2010	Ecom Gill Coffee Trading Pvt. Ltd.
Santosh Kulkarni P (50)	Sr. General Manager – SA Marketing (Domestic & Exports)	2,914,196	B.E. Mechanical Engineering (28 years)	02-05-1997	Ultra Filter Pvt. Ltd.
Uday R B (52)	Sr. General Manager – SA Manufacturing	2,675,752	M. Tech (28 years)	17-01-2005	Sundaram Fasteners Ltd.
Rathinam P (50)	General Manager -SA Product Development & Applications	2,531,855	M. Tech (29 years)	08-06-1992	Nil
Satheesh C (49)	DGM - Human Resources	2,152,569	B.Sc., PGDPM (25 years)	17-08-2016	Carborundum Universal Limited
Amit Kumar Gupta (49)	Dy. General Manager – SA Marketing (Domestic)	2,116,854	B.E Mechanical Engineering (26 years)	27-01-2003	Diato India Private Limited
Diwakar K (57)	Dy. General Manager – SA Product Sourcing	2,042,610	Diploma in Mechanical Engineering (36 years)	02-12-1985	Bharat Electronics Limited
Raghunatha Naidu B P (53)	General Manager -NSA (MTD & PC)	17,88,150	B.E, MBA (26 years)	09-06-2004	Indicarb Limited
Margabandu V S (46)	Sr Manager – Finance & Accounts	16,84,471	M. Com, AICWA, ACS (24 years)	08-03-1997	Nil

Details of employees who were employed for part of the year and earning eight lakh and fifty thousand rupees per month apart from the top ten employees:

Name and Age	Designation / Nature of duties	Gross remuneration paid (₹)	Qualification & experience (years)	Date of commencement of employment	Previous employment
Rajesh Khanna (60)	Executive Director & CEO <sup>(c)</sup>	2,40,80,431	B.E (Mech), PGDBA (38 years)	01-10-1982	Nil
M S Venkatesh (55)	Unit Head <sup>(c)</sup>	91,62,280	B.E. (31 years)	25-03-1996	Mysore Kirloskar Ltd.

- Remuneration shown above includes salary, allowances, Company's contribution to provident, superannuation and gratuity funds, medical facilities and perquisites valued as per income tax rules.
- The employment of the above persons is whole-time in nature and terminable with 3 months' notice on either side.
- Mr. Rajesh Khanna's tenure as an Executive Director & CEO expired at the closing hours of 31<sup>st</sup> October 2020. Mr. M S Venkatesh resigned from the services effective closing hours of 31<sup>st</sup> October 2020. The remuneration includes their superannuation and settlement benefits, as applicable.
- Mr. C Srikanth has been deputed from Carborundum Universal Limited to the Company during 1<sup>st</sup> November 2020 to 31<sup>st</sup> March 2021.
- The above mentioned employees are not relatives (in terms of the Companies Act, 2013) of any Director of the Company. Further, no employee of the Company is covered by the Rule 5(2)(iii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (employee holding by himself or with his family shares of 2% or more in the Company and drawing remuneration in excess of the Managing Director). Hence, the details required under Rule 5(3) (viii) is not applicable.
- The remuneration details are for the financial year 2020-21 and all other particulars are as on 31<sup>st</sup> March 2021.
- None of the employees of the Company other than Mr. Rajesh Khanna were in receipt of remuneration for the FY 2020-21 in excess of Rupees one crore and two lakh rupees per year or eight lakh and fifty thousand rupees per month.

B. The details of remuneration during the year 2020-21 as per Rule 5(1) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules 2014 as amended by the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016 as are as follows:

- Ratio of remuneration of each Director to the median remuneration of the employees of the Company for the financial year:

Name	Designation	Ratio
Mr. Shrinivas Shirgurkar	Chairman & Independent Director	1.23
Ms. Hima Srinivas	Independent Director	1.56
Mr. M Lakshminarayan	Independent Director	1.21
Mr. Bhagya Chandra Rao*	Independent Director	0.28
Mr. N Ananthasheshan	Non-Executive Director	Nil
Mr. Rajesh Khanna <sup>@</sup>	Non-Executive Director	NA

\*Appointed as an Independent Director w.e.f. 22<sup>nd</sup> January 2021.

@Not applicable as Mr. Rajesh Khanna held different positions during the year - till 31<sup>st</sup> October 2020 as the Executive Director & CEO and as the Non-Executive Director from 1<sup>st</sup> November 2020.

- Percentage increase in the remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary in the financial year:

Name	Designation	Increase (%)
Mr. Shrinivas Shirgurkar	Chairman & Independent Director	3.70
Ms. Hima Srinivas	Independent Director	-
Mr. M Lakshminarayan	Independent Director	3.77
Mr. Bhagya Chandra Rao*	Independent Director	NA
Mr. N Ananthasheshan	Non-Executive Director	Nil
Mr. Rajesh Khanna <sup>@</sup>	Non-Executive Director	NA
Mr. Mukesh Kumar Hamirwasia	Chief Financial Officer	4.27
Ms. Janani TA**	Company Secretary	NA

\*Joined the Board on 22<sup>nd</sup> January 2021 and hence not comparable.

@not comparable as the remuneration drawn relates to his position in different designations.

\*\*deputed from Carborundum Universal Limited.



The remuneration paid to Non-Executive Independent Directors comprises commission and sitting fees for attending the meetings of the Board/committees which remain unaltered during the year. The increase in remuneration of Non-Executive Independent Directors was mainly on account of the number of Board meetings attended by them during the year.

- (iii) Percentage increase/decrease in the median remuneration of employees in the financial year: 4 per cent decrease in median remuneration of employees (employees who were in employment for the whole of FY 2020-21 & whole of FY 2019-20 considered for this purpose in the respective financial years).
- (iv) Number of permanent employees on the rolls of the Company as on 31<sup>st</sup> March 2021: 412
- (v) The average annual increase in salaries of employees was 6% compared to an increase in managerial remuneration of 11%. Hence, the confirmation with respect to exceptional circumstances for increase in managerial remuneration does not arise.

Annual increase in employee's remuneration is based on Company and individual performance. The individual performance parameters vary based on employee cadres.

- (vi) The Company affirms that the remuneration is in compliance with its Remuneration policy.

On behalf of the Board

**Shrinivas G Shirgurkar**  
Chairman

Place: Bengaluru  
Date: April 23, 2021

## Annexure D

### ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

1.	Brief outline on CSR policy of the Company	The Company recognizes the importance of a sustainable growth benefiting all stakeholders including the society in which it operates. CSR is imbibed into its values and beliefs and all business activities even before the compulsory spend was mandated. It continues to perform its CSR obligations directly through the skill development centre as well indirectly through contributions to recognized implementing agencies in the field of Education and Healthcare.  In line with its objectives and practices, the CSR policy focuses on Health, Education and Skill Development. The policy is uploaded in the website of the Company.
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#### 2. Composition of CSR Committee

Sl. 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
(i)	Ms. Hima Srinivas	Chairperson / Independent & Non-Executive Director	1	1
(ii)	Mr. Shrinivas G Shirgurkar	Member / Independent & Non-Executive Director	1	1
(iii)	Mr. Bhagya Chandra Rao*	Member / Independent & Non-Executive Director	-	-
(iv)	Mr. N Ananthaseshan	Member /Non-Independent & Non-Executive Director	1	1

\* Appointed as member w.e.f. 22<sup>nd</sup> January 2021

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: <a href="http://www.wendtindia.com">http://www.wendtindia.com</a>			
4.	Impact assessment on CSR Projects	Though the Company is not required to conduct a formal impact assessment of its CSR projects, the activities which are on an ongoing project continue to be a part of its overall CSR programmes only after due assessment is undertaken.		

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: Not applicable

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in ₹)	Amount required to be setoff for the financial year, if any (in ₹)
Not applicable			

6.	Average net profit of the Company as per Section 135(5)	₹ 1600.86 lakhs
7.	a) Two percent of average net profit of the company b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years c) Amount required to be set off for the financial year, if any d) Total CSR obligation (7a+7b-7c)	₹ 32.02 lakhs - - ₹ 32.02 lakhs

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

Total Amount Spent for the Financial Year (in ₹)	Amount Unspent (in ₹)				
	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
₹ 32.02 Lakhs	Nil				

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

Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the project.		Project duration	Amount allocated for the project (in ₹).	Amount spent in the current financial Year (in ₹).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹).	Mode of Implementation Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration No.
Nil												

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

Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No)	Location of the project		Amount spent for the project (in ₹ lakhs).	Mode of implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency
				State	District			
1.	CUMI Centre for Skill Development	Enhancing employment skills in manufacturing sector	Yes	Krishnagiri District, Tamil Nadu		23.52	Yes	-
2.	Building for Skill Development Centre	Supporting the infrastructure for skill development in manufacturing sector	Yes	Krishnagiri District, Tamil Nadu		7.50	No	Hosur Industrial Association
3.	Providing Food grains to needy affected by outbreak of COVID-19	Healthcare	Yes	Krishnagiri District, Tamil Nadu		1.00	No	Seva Bharati

\*requirement for registration is effective only from 1<sup>st</sup> April 2021.

d. Amount spent in Administrative Overheads	-
e. Amount spent on Impact Assessment, if applicable	-
f. Total amount spent for the Financial Year (8b+8c+8d+8e)	₹ 32.02 lakhs

g. Excess amount for set off, if any

Sl. No.	Particulars	Amount (in ₹)
(i)	Two percent of average net profit of the company as per section 135(5)	₹ 32.02 lakhs
(ii)	Total amount spent for the Financial Year	₹ 32.02 lakhs
(iii)	Excess amount spent for the financial year [(ii)-(i)]	-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

9. (a) Details of Unspent CSR amount for the preceding three financial years: Not applicable

Sl. No	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in ₹)	Amount spent in the reporting Financial Year (in ₹).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years (in ₹)
				Name of the Fund	Amount (in ₹).	Date of transfer.	
Nil							

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

Sl. No.	Project ID.	Name of the Project.	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in ₹).	Amount spent on the project in the reporting Financial Year (in ₹).	Cumulative amount spent at the end of reporting Financial Year. (in ₹)	Status of the project - Completed /Ongoing.
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 (Asset wise details) a) Date of creation or acquisition of the capital asset(s). b) Amount of CSR spent for creation or acquisition of capital asset. c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc. d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).							Not applicable
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

On behalf of the Board

Hima Srinivas  
Chairperson - CSR Committee

Place: Bengaluru  
Date: April 23, 2021

Shrinivas G Shirgurkar  
Chairman - Board

C Srikanth  
Chief Executive Officer



## ANNEXURE E

### BUSINESS RESPONSIBILITY REPORT

#### SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

1	Corporate Identity Number (CIN) of the Company	L85110KA1980PLC003913
2	Name of the Company	Wendt (India) Limited
3	Registered address	Flat No 105, Cauvery Block, National Games Housing Complex, Koramangala, Bangalore, Karnataka - 560047
4	Website	<a href="https://www.wendtindia.com/">https://www.wendtindia.com/</a>
5	E-mail id	<a href="mailto:wil@wendtindia.com">wil@wendtindia.com</a>
6	Financial Year reported	1 <sup>st</sup> April 2020 to 31 <sup>st</sup> March 2021
7	Sector(s) that the Company is engaged in (industrial activity code-wise)	
S.No.	Class	Description
(i)	239	Super Abrasives
(ii)	357	Machine Tools
(iii)	359	Precision Components
8	List three key products/services that the Company manufactures/provides (as in balance sheet)	Super Abrasives, Machine Tools and Precision Components
9	Total number of locations where business activity is undertaken by the Company	
	(a) Number of International Locations (Provide details of major 5)	At the consolidated level, the Company's wholly owned subsidiary, Wendt Grinding Technologies Limited carries its manufacturing operations in Thailand. The Company's wholly owned subsidiary Wendt Middle East FZE carries its trading operations in Hamriyah Free Zone, Sharjah.
	(b) Number of National Locations	The Company carries its manufacturing operations in Hosur, Tamil Nadu.
10	Markets served by the Company – Local/State/National/International	Local/State/National/International

#### SECTION B: FINANCIAL DETAILS OF THE COMPANY

1	Paid up Capital (INR)	₹ 20,00,000
2	Total Turnover (INR)	₹ 12,072.82 lakhs
3	Total profit after taxes (INR)	₹ 1,291.12 lakhs
4	Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%)	₹ 32.02 lakhs (2.48% as a percentage of profit after tax) (2% of the average net profits in preceding three years)
5	List of activities in which expenditure in 4 above has been incurred:-	Skill Development - Enhancing employment skills of underprivileged youth in the manufacturing sector and supporting the infrastructure. Relief materials such as food to the needy during COVID-19 lockdown.

#### SECTION C: OTHER DETAILS

1	Does the Company have any Subsidiary Company/Companies?	Yes. As at 31 <sup>st</sup> March 2021, the Company has two wholly owned subsidiaries - Wendt Grinding Technologies Limited, Thailand and Wendt Middle East FZE (in the process of voluntary de-registration).
2	Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s)	The subsidiary companies carry out BR initiatives as per their local requirements.
3	Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%]	The Company does business with reputed organisations who undertake BR initiatives as per their respective organisational policies.  Centre for Skill Development, the CSR initiative of the Company for enhancing the employment of skills of under privileged youth is undertaken jointly with Carborundum Universal Limited at Hosur.

#### SECTION D: BR INFORMATION

1	Details of Director/Directors responsible for BR		
(a)	Details of the Director/Directors responsible for implementation of the BR policy/policies		
	1.	DIN	02402921
	2.	Name	Mr. N Ananthasheshan
	3.	Designation	Director
(b)	Details of the BR head		
No.	Particulars	Details	Details
1	DIN (if applicable)	NA	NA
2	Name	Mr. C Srikanth	Mr. S Sundariya
3	Designation	Chief Executive Officer	Unit Head
4	Telephone number	+91-4344-276851	+91-4344-276851
5	e-mail id	<a href="mailto:Srikanthc@wendtindia.com">Srikanthc@wendtindia.com</a>	<a href="mailto:SundariyaS@wendtindia.com">SundariyaS@wendtindia.com</a>

2	Principle - wise (as per NVGs) BR Policy/policies										
(a)	Details of compliance (Reply in Y/N)										
No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9	
1	Do you have a policy/ policies for	Y	Y	Y	Y	Y	Y	Y	Y	Y	
2	Has the policy being formulated in consultation with the relevant stakeholders?	The policy(ies) has been framed keeping in mind the interests of the stakeholders at large									
3	Does the policy conform to any national / international standards?	Various practices/processes emanating out of the policy(ies) conform to national/international standards									
4	Has the policy being approved by the Board? If yes, has it been signed by MD/ owner/ CEO/ appropriate Board Director?	Y	Y	Y	Y	Y	Y	Y	Y	Y	
5	Does the company have a specified committee of the Board/ Director/ Official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	Y	Y	Y	Y	
6	Indicate the link for the policy to be viewed online	<a href="https://www.wendtindia.com/investors/">https://www.wendtindia.com/investors/</a>									
7	Has the policy been formally communicated to all relevant internal and external stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y	
8	Does the company have in-house structure to implement the policy/ policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y	
9	Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/ policies?	The individual policies by and large prescribe a grievance redressal mechanism for the stakeholder concerned. Wherever, the individual policies do not explicitly state the grievance redressal mechanism, grievances can be addressed to wil@wendtindia.com.									
10	Has the company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?	The Internal Auditors of the Company review the implementation of policies from time to time. The Company's Plant has been subject to audit by external certification agencies. No dedicated Business Responsibility audit has been conducted.									
(b)	If answer to the question at serial number 1 against any principle, is 'No', please explain why: Not Applicable										
No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9	
1	The company has not understood the Principles	Not Applicable									
2	The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles										
3	The company does not have financial or manpower resources available for the task										
4	It is planned to be done within next 6 months										
5	It is planned to be done within the next 1 year										
6	Any other reason (please specify)										

3	Governance related to BR	
a)	Indicate the frequency with which the Board of Directors, Committee of the Board or CEO assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year	The BRR policy was framed only during the year 2020. The performance review is undertaken periodically.
b)	Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?	The requirement of publishing BRR annually is applicable to the Company from the FY 2019-20 only. This report is available at <a href="https://www.wendtindia.com/investors/">https://www.wendtindia.com/investors/</a>

## SECTION E: PRINCIPLE-WISE PERFORMANCE

**Principle 1: Businesses should conduct and govern themselves with ethics, transparency and accountability.**

**1. Does the policy relating to ethics, bribery and corruption cover only the Company? Yes/No. Does it extend to the group/ joint ventures/ suppliers/ contractors/ NGOs/ others?**

Wendt (India) Limited is committed to high standards of business ethics and integrity. The Company has a 'zero tolerance' policy when it comes to deviation from ethical business conduct. The Company promotes transparency in business transactions with all its stakeholders including business partners. The spirit of the Murugappa Group – 'The Five Lights' comprising Integrity, Passion, Quality, Respect & Responsibility governs all its business dealings. The Company has a Code of Conduct for its business operations and all the stakeholders connected with the Company as suppliers, contractors, business partners, associates, its personnel employed by the Company or engaged to provide services are required to be aligned with the same.

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

The Whistle Blower mechanism of the Company provides the Directors, Employees, Customers and Vendors an avenue to raise concerns, in line with the Company's commitment to open communication and standards of ethical, moral and legal business conduct. During the year, there were no referrals made under the Whistle Blower Policy of the Company.

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

The Company caters to the B2B market and has close interaction with customers on the goods manufactured for them. The safety, health and workplace environment concerns are deeply inculcated not only in the processes involved in making a product but in the end product itself. The Company's manufacturing systems are designed in a manner that incorporates the key factors that contribute to optimal and safe use of the products in its life cycle.

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

The Company takes all efforts to ensure that whatever it produces is safe and environment friendly. Over the years, the Company has been continuously making improvements in recycling & reuse of waste, consumption of water & energy and optimal use of available natural resources. The Company is certified in recognised Standards such as ISO 9001, ISO 14001, TS 16949, EN 13236, OHSAS and SA 8000 to ensure its products have a sustainable use from a social and environmental perspective.



#### Super Abrasives:

- The dimensions like Diameter (D), Thickness/Height (T) and Bore (H) of the products are designed with a specific criteria so that they can resist the expected forces and loads when used as intended and avoids ejection of parts.
- Resin, Metal Bond and other Super Abrasive products are designed in such a way that, when used in accordance with instructions, there is no hazardous decomposition of products.
- Latest versions of scrubber and exhaust systems have been installed in manufacturing of electroplated products and its design for improved air quality.
- All Super Abrasives products are 100% recyclable once the life cycle of product is complete. The Company has successfully implemented EN 13236 Standards to address the safety norms.

#### Machine Tools:

- The Company's machines are designed with operator safety system and necessary interlock to ensure safety at customer's end during operation.
- Machine Tools include a range of machines such as Rotary Surface Grinding, Notch Milling, TC Ring Grinding, Vertical & Horizontal Honing, Cylindrical grinding & accessories that adhere to the International standards and CE certification fulfilling the international safety norms.
- The business offers IoT (Internet of Things) enabled machines helps in reducing energy consumption & also helps in optimum usage of resources via constant feedback to the user through the various sensors.

#### Precision Component:

- Dust collection systems installed in Grinding Machine and Honing Machine enable collection of dust at the time of grinding operations thus ensuring safe and clean environment.
- The Company manufactures products customized for customers based on their recommended design incorporating cleanliness and environment friendly standards.
- The packing material used for products supplied to its customers can be re-used multiple times and be recycled.
- The machines used are designed with operator safety system and necessary interlock to ensure safety while usage & production.

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

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

###### • Water

- Water Treatment: As a responsible organization, Wendt (India) Limited has been at the forefront when it comes to implementation of Effluent Treatment Plant (ETPs) and Sewage treatment plant (in line with the compliance norms in force). The Company has installed a Sewage Treatment Plant and an Effluent Treatment Plant with adequate capacity for treatment of effluents.
- Water recycle & Reuse: The Company has installed a RO plant to achieve zero discharge of water waste. The Company treats its process effluents and reuses it in its process. This facility has also been installed in the Company's manufacturing facility for electroplated products.
- The Company's Green belt within its facility is fully maintained using recycled water.
- Water Recharge: Water collected out of rain is harvested through a percolation pond carrying a storage capacity of 1.2 million litres.

###### • Energy

- The Company's manufacturing processes are not power intensive. However, the Company takes continuous efforts to reduce energy consumption. The environmental policy of the

Company focusses on conservation of natural resources and minimization of pollution. The energy conservation measures include reforms such as installation of Energy Savers in the Lighting circuit to conserve energy up to 20%, replacement of high voltage consumption lamps with LED lights, introduction of LDR-light dependent resistance sensors that harnesses natural daylight for all outdoor lighting with automatic controls.

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

Innovation and listening to the voices of the customers has always been the Company's top priority. Constantly adjusting our processes, methods and systems across the value chain in shortest possible time and customising products, services and behaviour ensures manufacturing excellence.

- The Super Abrasive wheel (CBN/Diamond) provides an advantage of reduced risk of thermal damage to the work piece. The reduced risk of thermal damage in CBN grinding is at times attributed to the lower grinding specific energies. This advantage can allow a marked increase in removal rate whilst maintaining surface quality of the component compared to grinding with conventional abrasives such as aluminium oxide.
- Super Abrasive wheels extend bearing, spindle and overall machine life thereby reducing the power draw and energy consumption for acceleration & deceleration in linear and rotary movement.
- The Company offers an eco-friendly, high-performance coolant along with its Super Abrasive wheels and machines to ensure there is optimum usage of Super Abrasive wheels and reduction in waste generated during the grinding process.

##### 3. Does the Company have procedures in place for sustainable sourcing (including transportation)? If yes, what percentage of your inputs was sourced sustainably?

Yes. The raw materials critical for manufacture of Super Abrasives, Machine Tool and Precision Components are sourced from renowned, technologically sound suppliers.

The Company's business partners and suppliers play a key role in our performance footprint. To forge a relationship with them in the long-term, the Company has established a dedicated accountability mechanism through our Supplier's Code of Conduct that encourages business partners and suppliers to adopt principles and practices comparable to our own.

Joint project opportunities amongst various business units improves efficiencies in sourcing besides resulting in product efficiencies. Conscious efforts are made to ensure that everyone connected with the Company in its value chain including customers and recyclers are made aware of their responsibilities.

##### 4. Has the Company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work? If yes, what steps have been taken to improve the capacity and capability of local and small vendors?

Yes. The Company utilizes the services of the local and small producers in and around the plant location for procurement of goods and services. The Company sources packing materials and materials for canteen, local transport, housekeeping and other repairs & maintenance only through local sources. The Company has been associated with dedicated, skilled and well-equipped local sub-contractors for more than two decades.

The Company from time to time provides training and guidance to its contractors on optimum use of resources, thereby saving cost and time. This has resulted in the small producers, manufacturing products which benchmarks in quality, thereby gaining an edge over the market.

**5. Does the Company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as 10%)?**

Duly recognizing that over-consumption results in unsustainable exploitation of the planet's resources, the business units in the Company are committed to promoting sustainable consumption, including recycling of resources.

While setting the Environment, Health, Safety objectives and targets, considerations are given to reuse, recycle & reduction of waste, handling and disposal of wastes. Measurable performance indicators include waste produced per unit of production. The Company has installed high-tech pre-treatment line in the place of conventional treatment to ensure clean production and reduction in hazardous waste generation. During the year, the Company has achieved a significant waste reduction in the case of electroplating products. The Company has zero discharge facility for sewage, canteen, electroplating process, paint booth, DM water effluent and used coolant through RO method. This treated water is reused for relevant manufacturing processes. The Company has been achieving reduction in wastes year on year.

The Company has a secured landfill facility in line with the applicable guidelines for storage of hazardous waste. The Company has also created a Vermi compost facility to convert all the garden/green waste into manure.

**Principle 3: Businesses should promote the well-being of all employees.**

The Company believes that its employees are its indispensable asset. To ensure safety and health of its employees, the Company provides effective health and safety training, including on-site training, job specific training. These trainings are repeated for new/re-assigned personnel to avoid untoward incidents and are also provided in case of technology related changes and/or the introduction of new machinery that might pose risk to health and safety.

During the year, considering the outbreak of the COVID-19 pandemic in India, initiatives were undertaken to enhance employee health and safety. Awareness sessions were conducted and the importance of sanitization / hand washing and other hygiene factors as well as social distancing was not only continuously communicated but the offices and plant was equipped with the requisite facilities to ensure the same. Guidelines on visitor protocols, meetings, travel etc. were quickly revised, reviewed and published on a weekly basis. A work from home policy was swiftly formulated with protocols enabling employees to continue to work from their homes in a safe and secured manner. Daily awareness communications, dedicated helplines for counselling and regular check up on the mental and physical health of the employees were conducted. Due safety and health protocols were followed including conduct of a health check-up before the employee resumed duty. Even after the lockdown guidelines were relaxed, strict safety protocols were implemented at the premises to ensure the safe return of employees. Protocols included self-declaration at entry, temperature check 4 times a day, sanitisation of shop floors and offices, social distancing work style and food that boosted immunity.

Based on a dedicated assessment of risks and taking into account the results of internal/external monitoring undertaken, the Human Resources department in consultation with the Department heads and the Social Performance Team identifies the trainings to be provided and formulates a training plan for its employees.

The Company neither supports nor engages in discrimination in hiring, remuneration, access to training, promotion, termination or retirement based on race, national or territorial or social origin, caste, birth, religion, disability, gender etc. that could give rise to discrimination. The Company does not tolerate any behaviour that is threatening, abusive, exploitative, or sexually coercive, including gesture, language and physical contact at the workplace. The Company is in compliance with the applicable laws, collective bargaining agreements and industry standards with respect to employment conditions.

1. Total number of employees	The number of employees as on 31 <sup>st</sup> March 2021 (including Non-Management staff) was 471.
2. Total number of employees hired on temporary/ contractual/ casual basis	59
3. Number of permanent women employees	26
4. Number of permanent employees with disabilities	5
5. Do you have an employee association that is recognized by Management?	Yes. There are recognized trade unions affiliated to various trade union bodies.
6. What percentage of your permanent employees are members of this recognized employee association	11.4 per cent of the employees are members of recognized employee associations.

**7. Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending as on the end of the financial year**

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

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

No.	Category	Safety Training	Skill upgradation
1.	Permanent Employees	100%	100%
2.	Permanent Women Employees	100%	100%
3.	Casual/Temporary/Contractual Employees	100%	100%
4.	Employees with Disabilities	100%	100%

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

**1. Has the Company mapped its internal and external stakeholders?**

Yes. The Company as a first step towards stakeholder engagement has identified relevant stakeholders both Internal and External.

**2. Out of the above, has the Company identified the disadvantaged, vulnerable & marginalized stakeholders?**

Yes. The Company has identified disadvantaged, vulnerable & marginalized stakeholders from the local community and has also engaged them for their socio-economic development through various CSR and affirmative action interventions. The systems and processes in place to systematically identify stakeholders, understanding their concerns and for engaging with them is reviewed from time to time. The feedback mechanism available for stakeholders to assess the service levels and other complaints follows the spirit laid down therein.

**3. Are there any special initiatives taken by the Company to engage with the disadvantaged, vulnerable and marginalized stakeholders?**

The Company seeks to impact the lives of the disadvantaged by supporting and engaging in activities that aim to improve their wellbeing. The Company is dedicated to the cause of empowering people, educating them and in improving their quality of life. While the Company undertakes programmes based on the identified needs of the community, education and healthcare remains our top priority. Across the different areas identified by the Company, the Company endeavours to reach the disadvantaged and the marginalized sections of the society to make a meaningful impact on their lives. The Skill Development Centre has been a major initiative towards addressing the social responsibility. The main objective behind the Skill Development Centre is to provide high quality vocational and technical training towards uplifting the lives of young children drawn from poor and deprived background. The Company also provides access to necessities like healthcare, drinking water & sanitation and the like to the underprivileged located in the neighbourhood.

**Principle 5: Businesses should respect and promote human rights.**

**1. Does the policy of the Company on human rights cover only the Company or extend to the group / joint ventures/ suppliers/ contractors/NGOs/others?**

The Company has adopted the Social Accountability Standard to devise an auditable voluntary mechanism based on UN Declaration of Human Rights, Principles of ILO, International Human Rights, Labour Norms and National Labour Laws that is applicable not only to its employees but also to the stakeholders viz., suppliers, subcontractors, sub-suppliers, home workers etc.

**2. How many stakeholder complaints have been received in the past financial year and what per cent was satisfactorily resolved by the Management?**

Nil.

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

**1. Does the policy related to Principle 6 cover only the Company or extends to the group / joint ventures/ suppliers/contractors/ NGOs/ others?**

Protection of the environment ranks high among the Company's goals and as a responsible corporate citizen, the Company is committed to taking definite steps to protect the environment. The Safety, Health and Environment policy of the Company covers all its business verticals and it applies to the contractors as well engaged with the Company including by way of incorporating the Safety, Health and Environment compliances in the agreement and in certain cases also covers the interest of customers/suppliers/transporters/contractors etc. The Company's facility at Hosur, Tamil Nadu has received the ISO 14001 and OHSAS 18001 certification.

**2. Does the Company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc.?**

Yes. The Company understands the implications of global environmental hazards, not only in terms of cost to our operations but more from the ill effects it could have on the environment.

Apart from ISO 14001 EMS Policy implementation, maintaining a fine balance between its surrounding and operations comes naturally for the Company. As a part of its commitment to ensure greenery within the factory premises, every prominent visitor to the plant is encouraged to Plant a Tree in their name at the Company's facility which also serves a commemoration of their visit. This is evident from the bountiful flora & fruit laden trees surrounding the plant. The Company has taken initiatives and has implemented innovative technologies to reduce the impact on the environment. The Company has also achieved a year on year reduction in consumption of electric power.

The Company has taken the following steps to address the environment concerns:

- More than 5000 trees planted and maintained inside the factory premises;

- Rainwater harvested through percolation pond having a storage capacity of 1.2 million litres;
- Effluent Treatment Plant installed to treat process effluents;
- RO plant installed towards implementation of zero discharge.

**3. Does the Company identify and assess potential environmental risks?**

The Company has an Environment, Health and Safety policy, Sustainability policy and has also adopted the ISO standards which identify the potential risks and guides the efforts in limiting the environmental impact arising out of its operations. Based on an initial environmental & hazard review and evaluation of significant impacts & unacceptable risks, the Company sets its overall EHS objectives & targets. The Company also reviews the progress achieved towards EHS objectives and targets from time to time as a part of the Management Reviews.

**4. Does the Company have any project related to Clean Development Mechanism?**

No, the Company has not undertaken any specific project related to the Clean Development Mechanism as per the Kyoto Protocol. However, the Company's manufacturing location is certified ISO 14001 (Environment Management System), QMS - ISO 9001 (Quality Management System), OHSAS - 18001. The Company has set up a dedicated task force to identify activities to be undertaken to control the emissions to air and noise, release to water and contamination of land.

**5. Has the Company undertaken any other initiatives on - clean technology, energy efficiency, renewable energy, etc.?**

Yes, the Company has undertaken initiatives on clean technology, energy efficiency and renewable energy. Some of the initiatives are highlighted below:

- Energy Savers installed in the lighting circuit to conserve energy up to 20%;
- High-tech pre-treatment line in place of conventional treatment to ensure clean production and reduction in hazardous waste generation;
- Acoustic Covers introduced for the generators to reduce the noise levels significantly;
- Advanced technology paint booths with water spray installed to wash the paint particles in the spray booth and also neutralize the effluent from the paint booth;
- Vermi compost facility to convert all the garden /green waste into manure is set up;
- Implemented ultrasonic cleaners with organic biological cleaning agent thus eliminating the usage of TCE.

For more details on the energy conservation initiatives - please refer Annexure A of the Directors' report for the FY 2020-21.

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

Yes. The Company being in manufacturing business, at all times ensures compliance with the applicable environmental laws. The emissions/waste generated by the Company is within the permissible limits given by Pollution Control Board(s) for the FY 2020-21.

**7. Number of show cause/legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of financial year:**

Nil



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

**1. Is your Company a member of any trade and chamber or association? Yes**

- a. CII- Confederation of Indian Industry
- b. IMTMA – Indian Machine Tool Manufacturers' Association
- c. HIA – Hosur Industries Association
- d. Indo German Chamber of Commerce
- e. Bangalore Chamber of Industry
- f. Quality Circle Forum of India
- g. Engineering Export Promotion Council
- h. Indian Cutting Tool Manufacturers

**2. Have you advocated/lobbied through above associations for the advancement or improvement of public good?**

The Company is not actively involved in lobbying. However, as a responsible corporate citizen, the Company as a part of industry associations/chambers makes recommendations/representations before regulators and associations for advancement and improvement of the industrial climate in India.

**Principle 8: Businesses should support inclusive growth and equitable development.**

**1. Does the Company have specified programmes/ initiatives/ projects in pursuit of the policy related to Principle 8?**

The Company attaches great importance to factors contributing towards community & society welfare activities. The Company has been practicing this right from the beginning with the employment of underprivileged & rural people from surrounding areas.

The CUMI Centre for Skill Development (CCSD) is a unique initiative undertaken by the Company jointly with its promoter Carborundum Universal Limited since 2012 to build mutually beneficial relationship with the local community and society. The Skill Development Centre is housed within the Company's Hosur facility augments the Company's commitment to society through initiatives that would address the needs of the underprivileged populations and to create good citizens. The Centre provides specialized training based on National Council for Vocational Training syllabus for the rural youth drawn from the socially and underprivileged section of the society. The job oriented skill training enhances their employability and aids in uplifting their socio economic status. The technically trained students can be employed by any industrial entity once they complete the training programme. The courses conducted in CCSD covers provision of extensive facilities including state-of-the-art classrooms, experienced & motivated instructors, a well-stocked library, audio visual aids, well-maintained machines & equipment for hands-on training etc. Apart from this, a very integral part of the programme is the importance attached to the development of soft skills through Group activities, Yoga, Communication building exercises, NGO activities & extracurricular events. All this makes the program a holistic and enriching experience both professionally and personally for the students.

Further, contributions were made to Seva Bharati, an NGO based out of Hosur towards distribution of food grains to the needy in Hosur during the pandemic. The Company during the last year had supported to the cause of COVID-19 affected needy by giving food supplies, by providing medical kits to the front line workers etc.

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

The Company's Corporate Social Responsibility initiatives are implemented through an in-house team while also pursuing CSR activities for the benefit of community around its local areas of operations.

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

The CCSD programme is designed with a perfect balance of theory and practical training to ensure maximum learning and retention of the concepts. The syllabus and coaching methodology defined by Government of India, Ministry of Skill Development and Entrepreneurship is adopted.

In recognition of its CSR practices, the Company has been awarded the prestigious ASSOCHAM award under the CSR category. The award was presented by Shri Nitin Jairam Gadkari, Hon'ble Union Minister for MSME, Government of India during the ASSOCHAM 7<sup>th</sup> MSMEs Excellence Awards & Summit in January 2020.

Addition of new batches in the Skill Development Centre and introduction of training for new trades is a result of the impact assessment undertaken by the Company.

**4. What is your Company's direct contribution to community development projects?**

Please refer the CSR Report forming part as an annexure to the Directors' report for the FY 2020-21 for complete details on the spend made by the Company during the financial year ended 31<sup>st</sup> March 2021.

**5. Have you taken steps to ensure that this community development initiative is successfully adopted by the community?**

The CCSD team operating at Hosur constantly engages with the NGO's, Gandhigram Rural Institute, Society for Rural Development & NOCPL and other residential associations etc. in Tamil Nadu to identify the deserving candidates from various backgrounds.

The main driving force behind such an initiative is the co-creation of value which happens - not only is the skilled labour being made available on a regular basis but also such an initiative takes into account the wellbeing and development of the local community to drive both the community and industry towards greater heights of progress and prosperity. The initiative ensures development of soft skills through group activities, Yoga, Communication building exercises, NGO activities & extracurricular events.

The students enrolled at the centre are also highlighted the importance of being a healthy and responsible citizen. They practice yoga, regulate traffic at important junctions, initiate 5S, Cleanliness drives from their hostel rooms to external environment. The confidence and the professional conduct shown by the students is an acknowledgment to the Company of its successful implementation of the CCSD initiative.

Befitting its size, the Company continues to make contributions to various social causes such as education for underprivileged school children, old age homes, orphanages, as well as providing sanitation facilities. The Company also gives importance to green environment and tree plantation in the nearby communities by distributing free saplings every year during World Environmental day which is widely celebrated.

**Principle 9: Businesses should engage with and provide value to their customers and consumers in a responsible manner.**

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

The total number of customer complaints across all businesses which were pending at the end of the year constitutes less than 5 per cent which have been subsequently resolved.

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

Yes. Wherever relevant, the Company encourages that its packaging/ labelling contain detailed information regarding safe handling, storage and use, which is over and above what is mandated as per local laws.

3. Is there any case filed by any stakeholder against the Company regarding unfair trade practices, irresponsible advertising and/ or anti-competitive behaviour during the last five years and pending as on end of financial year?

None

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

The Company is a customer-centric organisation and attaches considerable value to the trust, satisfaction and loyalty of our customers across the world. The Company strives to ensure that customer needs are satisfied and our products and services offer value to our customers. As a part of our stakeholder engagement strategy, the Company engages with its customers and carries consumer surveys every year to know the customer satisfaction level so that necessary steps may be taken to enhance customer satisfaction levels.

The Business Responsibility Policy of the Company governing its business sustainability efforts is available on the Company's website [www.wendtindia.com](http://www.wendtindia.com).

On behalf of the Board  
For Wendt (India) Limited

**Shrinivas G Shirgurkar**  
Chairman

Place: Bengaluru  
Date: April 23, 2021

## 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 and Regulation 24 A of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 as amended]

The Members,  
**WENDT (INDIA) LIMITED**  
CIN: L85110KA1980PLC003913  
FLAT NO 105, CAUVERY BLOCK  
NATIONAL GAMES HOUSING COMPLEX,  
KORAMANGALA,  
BANGALORE - 560047

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **WENDT (INDIA) LIMITED** [Corporate Identification Number: L85110KA1980PLC003913] (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2021 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2021 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) The Company has complied with the applicable provisions of Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder. There are no Overseas Direct Investment, External Commercial Borrowings and Foreign Direct Investment during the year under review;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') are applicable;
  - 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, 2018; (not applicable during the period under review)
  - d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (not applicable during the period under review);
  - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations,

- 2008; (not applicable during the period under review);
- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 ; (not applicable during the period under review); and
  - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 ; (not applicable during the period under review);
- (vi) We have reviewed the systems and mechanisms established by the Company for ensuring compliances under the other applicable Acts, Rules, Regulations and Guidelines prescribed under various laws which are applicable to the Company and categorized under the following major heads/groups:
1. Factories Act, 1948;
  2. Labour laws and other incidental laws related to labour and employees appointed by the Company including those on contractual basis as relating to wages, gratuity, prevention of sexual harassment, dispute resolution, welfare, provident fund, insurance, compensation etc.;
  3. Industries (Development & Regulation) Act, 1991;
  4. Acts and Rules prescribed under prevention and control of pollution;
  5. Acts relating to protection of IPR;

We believe that the audit evidence which we have obtained is sufficient and appropriate to provide a basis for our audit opinion. In our opinion and to the best of our information and according to explanations given to us, we believe that the systems and mechanisms established by the Company are adequate to ensure compliance of laws as mentioned above.

With respect to the applicable financial laws such as Direct and Indirect tax laws, based on the information & explanations provided by the Management and Officers of the Company and certificates placed before the Board of Directors, we report that adequate systems are in place to monitor and ensure compliance.

We have also examined compliance with the applicable clauses / regulations of the following:

- (i) Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India.
- (ii) The Uniform Listing Agreement entered with BSE Limited and National Stock Exchange of India Limited pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. issued by the Ministry of Corporate Affairs, Securities and Exchange Board of India and such other regulatory authorities for such acts, rules, regulations, standards etc. as mentioned above.

We have not verified the correctness and appropriateness of financial records and books of accounts of the company.

#### **We further report that**

The Board of Directors of the Company is duly constituted with proper balance of Non-Executive directors, Women Independent Director and Independent Directors. The company has appointed Chief Executive Officer pursuant to Section 203 of the Companies Act, 2013. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all the directors before schedule of 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. The meeting convened at shorter notice and notes on agenda which are circulated less than the specified period, the necessary compliances under the Companies Act, 2013 and Secretarial Standards on Board Meeting are complied with. The necessary compliances of Rule 3 & 4 of the Companies (Meetings of Board and its Powers) Rules, 2014 have been complied with in respect of meetings convened through Video Conferencing / Audio Visual means.

Further, the Circulars, Regulations and Guidelines issued by the Ministry of Corporate Affairs, Securities and Exchange Board of India and other relevant regulatory authorities in view of the pandemic pertaining to Board/ Committee meetings, General Meetings and other provisions of the Act, Rules and Regulations have been complied with by the Company.

Based on the verification of the records and minutes, the decisions at the Board / Committee Meetings were taken with the consent of the Board of Directors / Committee Members and no Director / Member had dissented on any of the decisions taken at such Board / Committee Meetings. Further, in the minutes of the General Meeting, the Members who voted against the resolution(s) have been recorded.

**We further report that** based on review of compliance mechanism established by the Company we are of the opinion that the management has adequate systems and processes commensurate with its size and operations, to monitor and ensure compliance with all applicable laws, rules, regulations and guidelines.

**We further report that** the above mentioned Company being a Listed entity this report is also issued pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and circular No.CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February, 2019 issued by Securities and Exchange Board of India.

**We further report that** as per the information and explanations provided by the Management, the Company does not have any Material Unlisted Subsidiary(ies) Incorporated in India as defined in Regulation 16(1)(c) and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the period under review.

**We further report that** during the audit period,

1. The promoters by way of open offer on January 7, 2021 and January 8, 2021 diluted 2.37% of their shareholding each aggregating to 4.74% of the total issued and paid-up equity share capital of the company. Thus, the minimum public shareholding of 25% was achieved.



2. The Board of directors at their meeting held on January 22, 2021 approved a proposal for voluntary de-registration of Wendt Middle East FZE, a wholly owned subsidiary of the Company situated in Hamriyah Free Trade Zone, Sharjah UAE.

**For R.SRIDHARAN & ASSOCIATES  
COMPANY SECRETARIES**

**PLACE : CHENNAI  
DATE : 23.04.2021**

**CS R.SRIDHARAN  
CP No. 3239  
FCS No. 4775  
UIN : S2003TN063400  
UDIN : F004775C000166761**

## REPORT ON CORPORATE GOVERNANCE

**[Pursuant to Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]**

Corporate governance is a process that aims to allocate corporate resources in a manner that maximizes value for all stakeholders – shareholders, employees, customers, suppliers, environment and the community at large. Good corporate governance is characterized by a firm commitment and adoption of ethical practices by an organization across its entire value chain and in all of its dealings.

### Company's Philosophy on Corporate Governance

Wendt (India) Limited ('the Company') is committed to high standards of governance, develop robust policies and align the interest of all stakeholders at large to foster a culture of responsibility and compliance. The Company's driving forces of corporate governance are its core values, belief in people, entrepreneurship, customer orientation and pursuit for excellence. The Company believes that Corporate governance is not an end to itself but a catalyst in the process towards maximization of stakeholder value. Established Board processes, well-structured internal control systems, unrelenting trust of its people, customer centric approach and untiring efforts towards sustainable development and social responsibility are core to the Company's Corporate Governance practices.

The Company has adopted a Code of Conduct for the Board and its employees which contains the fundamental principles and rules concerning ethical business conduct. This Code embodies the belief that acting always with the Company's legitimate interest in mind and being aware of the Company's responsibility towards its stakeholders is an essential element of the Company's long-term excellence.

### A. BOARD OF DIRECTORS

The Company's Board of Directors recognize its responsibilities towards all stakeholders and play a key role in not only providing directions in terms of strategy but also in upholding the highest standards of governance. The Company firmly believes that Board independence is essential to bring objectivity and transparency in the management of the Company. The Board of Directors provides leadership and strategic guidance to the Company's management, monitor the implementation of the plans and review the performance of the Company. The Independent Directors provide an objective judgement on matters placed before them.

The Company's day-to-day affairs are managed by the Chief Executive Officer, assisted by a competent management team under the overall supervision of the Board. The Company's commitment to ethical and lawful business conduct is a fundamental shared value of the Board, Senior management and all its employees.

#### (i) Size and Composition of the Board

The key to good Corporate Governance for a Company is a diverse board along with appropriate balance of professionalism, knowledge and experience.

The Board of Directors of the Company comprises of eminent persons and have – experience in diverse fields of technology, engineering, finance, management and compliance. As of March 31, 2021, the Board of Wendt (India) Limited comprises of 6 Directors out of which 4 are Independent Directors including a Woman Director.

Name	Category	No. of Directorships / (Chairmanships) in companies <sup>(a)</sup>	No. of other Directorships	No. of Committee memberships / (Chairmanships) in companies including Wendt <sup>(b)</sup>	No. of Board meetings attended	Attendance at last AGM	Shares held in Wendt
Shrinivas G Shirgurkar DIN - 00173944	Chairman, Non-Executive & Independent Director (ID)	6(2)	4	3(1)	5(5)	Yes	Nil
M Lakshminarayan DIN - 00064750	Non-Executive & Independent Director (ID)	10(2)	4	10(4)	5(5)	Yes	Nil
Hima Srinivas DIN - 07556717	Non-Executive & Independent Director (ID)	1	1	1	5(5)	Yes	Nil
Bhagya Chandra Rao DIN - 00211127	Non-Executive & Independent Director (ID)	2	1	4(1)	2(2) *	NA	Nil
N Ananthasethan DIN - 02402921	Non-Executive & Non-Independent Director (NED)	4(1)	6	3(1)	5(5)	Yes	Nil
Rajesh Khanna DIN - 06923493	Non-Executive & Non-Independent Director (NED)	2	3	1	5(5)	Yes	240 shares

(a) Excluding Alternate Directorships and Directorships in Foreign companies, Private companies (which are not subsidiary or holding company of a Public company) and Section 8 companies;

(b) Only Audit & Stakeholders Relationship Committee of Public companies;

(c) Inter-se relationship between Directors – Nil.

\*Appointed as an Additional Director w.e.f. 22<sup>nd</sup> January 2021

The names of listed entities where the Directors hold directorship (excluding the Company) is given below:

Name of the Director	Company Name	Category
Shrinivas G Shirgurkar (SGS)	-	-
M Lakshminarayan (ML)	TVS Electronics Limited	Non-Executive Independent Director
	Wabco India Limited	Chairman and Non-Executive Independent Director
	Rane (Madras) Limited	Non-Executive Independent Director
	Kirloskar Oil Engines Limited	Non-Executive Independent Director
	ASM Technologies Limited	Non-Executive Independent Director
	Suprajit Engineering Limited	Non-Executive Independent Director
Hima Srinivas (HS)	-	-
Bhagya Chandra Rao (BCR)	Disa India Limited	Non-Executive Independent Director
N Ananthasethan (NA)	Carborundum Universal Limited	Managing Director
Rajesh Khanna (RK)	-	-

## Changes in Board composition during the financial year 2020-21

During the year ended 31<sup>st</sup> March 2021, there were no changes in the Board composition other than as detailed below:

Name	Category	Nature of Change	Remarks
Mr. K S Shetty	Non-Executive & Independent Director	Resignation	Resigned as an Independent Director of the Board effect from the closing hours of 22 <sup>nd</sup> January 2021 due to personal reasons. Mr. K S Shetty has confirmed that there are no other material reasons for resignation.
Mr. N Ananthasethan	Non-Executive Non-Independent Director	Appointment	Appointed as a Non-Executive Director not liable to retire by rotation at the Annual General Meeting held on 24 <sup>th</sup> July 2020.
Mr. Rajesh Khanna	Non-Executive Non-Independent Director	Change in designation	Post his retirement as an Executive Director, Mr. Rajesh Khanna continues on the Board as a Non-Executive Director with effect from 1 <sup>st</sup> November 2020.
Mr. Bhagya Chandra Rao	Additional Director	Appointment	Appointed as an Additional Director and Independent Director with effect from 22 <sup>nd</sup> January 2021 by the Board.

The Company has received the requisite declarations from its Independent Directors confirming that they meet the criteria of independence prescribed both under the Companies Act, 2013 and the Listing Regulations. The Board at its meeting held on 23<sup>rd</sup> April 2021 has taken on record the declarations received from the Independent Directors. In the opinion of the Board, the Independent Directors of the Company fulfil the conditions specified in the Listing Regulations and are independent of the management.

The Company operates in the field of Engineering and presence of engineers and technologists in the Board guiding the Company in its projects and strategy assumes significance. Considering the nature of the business the Company operates in, the Board members skills/expertise could be in the field of engineering, finance and management. The Directors are nominated to the Board based on their qualification and experience in order to maintain a healthy balance of diversified experts on the Board.

The matrix setting out the skills / expertise / competence of the Board of Directors identified by the Board as required in the context of its business(es) and sector(s) for it to function effectively and those available with the Board is given below:

Key Skills & competencies	Description	SGS	ML	HS	BCR	NA	RK
Technical	By qualification or by experience, having an understanding of the prevalent technology, future trends and its impact on the Company's manufacturing processes and products and further guide the Company in its innovation model.	✓	✓		✓	✓	✓
Financial	Understanding financial reporting process, capital allocation, audit processes, internal controls, understanding of treasury management, debt management, advising leveraging banking relationships etc.	✓	✓	✓	✓	✓	✓
Board positions/ governance	Directorship positions or experience with Regulatory interfaces and having an insight into Board processes, structures, committee constitutions, protecting stakeholder interests,	✓	✓		✓		

Key Skills & competencies	Description	SGS	ML	HS	BCR	NA	RK
Management	aligning with appropriate governance practices. Leadership positions in enterprises by virtue of which has requisite experience in management skills or functional expertise across various functions of the Company, guiding strategies for sustainable enhancing enterprise reputation.	✓	✓	✓	✓	✓	✓
Strategic advisory	Ability to advise on organic/inorganic growth opportunities through acquisitions/combinations, assess build or purchase proposals, appreciative of and understanding of the regulatory and legal requirements of the sector/industry in which the Company operates in.		✓		✓	✓	

## (ii) Board Meetings

The Board meets at regular intervals and has a formal schedule in respect of matters placed before it for its consideration. While the routine matters for discussion include strategy, financial, operational and compliance matters, meetings are also convened as and when deemed necessary. The Board on a periodical basis reviews the key business initiatives, the performance of the subsidiaries and the matters concerning thereto, compliance with the applicable laws and provides appropriate directions, wherever necessary. The Board is supplied with adequate, relevant and timely information on the operations, financial performance of the Company to facilitate the Board to make well informed decision. While the detailed notes on the agenda to be discussed at the meeting is provided well in advance, presentations to supplement the agenda is made at the meeting by the management. The Board also has complete access to the management to seek clarifications on any matter of discussion. The Board has established procedures in place to periodically review compliance reports pertaining to all laws applicable to the Company.

The Board periodically reviews the matters required to be placed before it, monitors the overall performance of the Company and *inter alia* reviews and approves the quarterly financial statements, business plan, capital expenditure etc. During the year, five Board meetings were held on 28<sup>th</sup> May 2020, 24<sup>th</sup> July 2020, 22<sup>nd</sup> October 2020, 22<sup>nd</sup> January 2021 and 12<sup>th</sup> March 2021. The dates of the Board meetings are fixed in advance for the full calendar year to enable maximum attendance from the Board members. As required under the Companies Act, 2013, the Company facilitates participation of a director who is unable to attend the Board / Committee meetings physically, through video conference or other audio-visual means in the manner prescribed under the relevant regulations. During the year, considering the outbreak of the COVID-19 pandemic, the Board meetings were held through video conferencing mode.

In line with the Regulation 24 of the Listing Regulations requiring at least one Independent Director of the Company to be a Director on the Board of an unlisted material subsidiary, whether incorporated in India or not, Ms. Hima Srinivas, Independent Director was nominated to the Board of Wendt Grinding Technologies Limited on 3<sup>rd</sup> June 2019. For the purposes of this requirement, a material subsidiary means any subsidiary whose net worth exceeds 20% of the consolidated net worth of the Company or which has generated more than 20% of the consolidated income of the Company in the preceding financial year. As at 31<sup>st</sup> March 2021, Wendt Grinding Technologies Limited, Thailand does not meet the criteria of a material subsidiary mandating a Board representation. However, from a governance perspective, the Board decided that the representation of Ms. Hima Srinivas, Independent Director on the Board of Wendt Grinding Technologies Limited would continue. The Board reviews the significant transactions and arrangements of the subsidiary companies besides being apprised of their business plan and performance.

In line with the amendments to the Companies Act, 2013, Listing Regulations and SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has in place policies for determining 'materiality' for disclosure of events/information to stock exchanges, policy for preservation and archival of documents, dividend distribution policy, business responsibility policy, whistle bower policy, policy for prevention of sexual harassment at workplace. The above policies are periodically reviewed by the Board. The Corporate Social Responsibility Policy has been reviewed in line with the amendments to the Companies (Corporate Social Responsibility) Rules, 2014. The policies are posted on the website of the Company at the link <https://www.wendtindia.com/investors/>.

## Separate meeting of the Independent Directors

Besides the formal Board meetings, the Independent Directors hold meetings without the participation of the Non-Independent Directors and the members of the management. During the year, the Independent Directors met on 12<sup>th</sup> March 2021 and reviewed the performance of the Non-Independent Directors, Board as a whole and also assessed the quality, quantity and timeliness of the flow of information between the management and the Board.

## (iii) Board Familiarization

The members of the Board are equipped with many opportunities to familiarize themselves with the Company, the operations and the management. At the time of appointment of a Director, a formal induction programme comprising of a detailed presentation on the operations, the business segments and profile, organization structure and other market related information is done. Dedicated plant visits are also arranged for the Directors to enable them familiarize with the manufacturing and product processes. The Directors are also provided with a letter of appointment along with the Company's Code of Conduct detailing the duties and responsibilities of the Directors including that of an Independent Director.

On an ongoing basis as well, exclusive plant visits are organized periodically for the existing Directors to stay abreast of the operational and manufacturing processes. During the year, Mr. Bhagya Chandra Rao, visited the Company's facility on 18<sup>th</sup> February 2021 as a part of his board induction process. Further, Mr. M Lakshminarayan visited the Company's facility at Hosur on 12<sup>th</sup> March 2021. The Board is also apprised on a quarterly basis through presentations and discussions on the overall economic trends, the performance of the Company, analysis of the circumstances which helps or adversely impact the Company's performance, the initiatives taken / proposed to be taken, marketing strategy, business risks and mitigation plan, the regulatory changes impacting the Company etc.

These initiatives help the Directors in understanding the Company, its businesses, the regulatory arena in which it operates, thus enabling the Directors in effectively contributing to the Board. The familiarization programme for Independent Directors is disclosed on the Company's website - <https://www.wendtindia.com/investors/>.

## (iv) Board Evaluation

During the year, the Board conducted an evaluation of its own performance, individual Directors as well as the working of the Committees as per the Board evaluation framework adopted by it. The manner and criteria for the evaluation of the Directors including the Independent Directors of the Company is detailed in the Directors' Report.

## B. BOARD COMMITTEES

The Board has constituted various Committees for effectively discharging its responsibilities more specifically in areas where specialized and extensive discussions are required. The Board Committees include Audit Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee and Nomination and Remuneration Committee. The Company Secretary acts as the Secretary to the Committees of the Board.

The Board at the time of constitution of each Committee determines the terms of reference and also delegates further powers from time to time. Various recommendations of the Committees are submitted to the Board for consideration & approval and the minutes of all meetings of the Committees are circulated to the Board for information.



## AUDIT COMMITTEE

### Terms of Reference

The role of the Audit Committee includes overseeing the financial reporting process and disclosure of financial information, review of financial statements before submission to the Board, review of adequacy of internal control system, findings of internal audit, whistle blower mechanism, scrutiny of inter-corporate loans & investments, approval and review of related party transactions, review of utilization of loans and/ or advances from / investments made in subsidiaries, review of compliance with the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015, valuation of assets/undertakings of the Company, appointment of registered valuers etc., besides recommending the appointment of Auditors and their remuneration to the Board as well as approval of payments to Statutory Auditors for non-audit services and review of effectiveness of audit process. The Audit Committee also reviews the financial statements of unlisted subsidiary companies, in particular, the investments made by them.

### Composition & Meetings

The Audit Committee comprises of 5 members of which 4 members including the Chairman are Independent Directors and all members of the Committee are financially literate. The Statutory Auditor, Internal Auditor and members of the management Committee are invited to attend meetings of the Committee. Considering Mr. K S Shetty's resignation from the Board with effect from closing hours of 22<sup>nd</sup> January 2021 and induction of Mr. Bhagya Chandra Rao with effect from 22<sup>nd</sup> January 2021, the Audit Committee was reconstituted by the Board with the induction of Mr. Bhagya Chandra Rao as a member effective 22<sup>nd</sup> January 2021.

During the year, the Committee had five meetings on 28<sup>th</sup> May 2020, 24<sup>th</sup> July 2020, 22<sup>nd</sup> October 2020, 22<sup>nd</sup> January 2021 and 12<sup>th</sup> March 2021 for reviewing the financial statements, considering the internal audit reports, audit plans and other matters as per the terms of reference of the Committee. The composition and attendance of the Committee members at the meetings held during the year are given below:

Name of member	Category	No. of meetings attended (No. of meetings held)
Shrinivas G Shirgurkar, Chairman	ID	5 (5)
K S Shetty*	ID	1 (4)
M Lakshminarayan	ID	5 (5)
Hima Srinivas	ID	5 (5)
Bhagya Chandra Rao*	ID	1 (1)
N Ananthaseshan	NED	5 (5)

\* Number of meetings held during tenure of membership in the Committee.

## NOMINATION & REMUNERATION COMMITTEE

### Terms of Reference

The role of the Committee is to (a) recommend to the Board the appointment of Directors (b) recommend re-election of Directors retiring by rotation (c) recommend the remuneration including pension rights and periodic increments of the Executive Director (d) determine the annual incentive of the Executive Director (e) recommend to the Board, the commission payable annually to each of the Non-Wholetime Directors, within the limits fixed by shareholders (f) formulating criteria for appointment of Directors and Senior management and identification of persons who may be qualified to be appointed in these positions (g) devise policy on Board diversity (h) formulate criteria for evaluation of Independent Directors/Board, evaluation of the Directors' performance (i) recommend Remuneration policy to the Board (j) ensuring Board Diversity (k) recommend to the Board the appointment and remuneration payable to Senior management.

The Committee has formulated the criteria for determining the qualifications, positive attributes and independence of a Director and the criteria for Senior management positions in terms of Section 178(3) of the Companies Act, 2013 besides laying down the criteria for Board evaluation.

The Board evaluation including that of the Independent Directors is done based on the evaluation framework detailed elsewhere in the Directors' Report. The Company also has in place a Board approved policy on the remuneration for Directors, Key Managerial Personnel and other employees which had been duly recommended by the Committee. The policy is available in the link [www.wendtindia.com](http://www.wendtindia.com).

### Board Diversity Policy

The Company has a Board diversity policy in place which sets out the approach to having a diverse Board. A Board is diverse when the Board comprises qualified people having varied range of experience, possessing relevant expertise to the business. In line with the Board diversity policy, the Board is a balanced one having collective knowledge of business strategy, finance, manufacturing, technology, engineering etc.

### Criteria for Board Nomination

The Nomination and Remuneration Committee is responsible for identifying persons for initial nomination as Directors as well as evaluating incumbent Directors for their continued service. The Committee has formulated a criteria in terms of Section 178 of the Companies Act, 2013 and the Listing Regulations *inter alia* detailing the qualifications in terms of personal traits, experience & background, fit & proper, positive attributes and independence standards to be considered for nominating candidates for Board positions/re-appointment of Directors.

### Criteria for Senior Management

The Nomination and Remuneration Committee is also responsible for identifying persons who are qualified to be appointed in Senior management. The Committee has formulated a criteria in terms of personal traits, competencies, experience & background, etc. to be considered for nominating candidates to Senior management positions. During the year, Mr. C Srikanth was considered to be appointed as the CEO - Designate with effect from 1<sup>st</sup> November 2020 and as the CEO with effect from 1<sup>st</sup> April 2021. Further, Mr. S Sundariya was considered to be appointed as the Unit Head during the year.

### Composition & Meetings

The Committee comprises four members of which three are Independent Directors.

Considering Mr. K S Shetty's resignation from the Board with effect from closing hours of 22<sup>nd</sup> January 2021 and induction of Mr. Bhagya Chandra Rao with effect from 22<sup>nd</sup> January 2021, the Nomination and Remuneration Committee was reconstituted by the Board with the induction of Mr. Bhagya Chandra Rao as a member effective 22<sup>nd</sup> January 2020. Mr. M Lakshminarayan was designated as the Chairman of the Committee with effect from 22<sup>nd</sup> January 2021.

The Committee met on five occasions during the year on 28<sup>th</sup> May 2020, 24<sup>th</sup> July 2020, 22<sup>nd</sup> October 2020, 22<sup>nd</sup> January 2021 and 12<sup>th</sup> March 2021.

The composition and attendance of Committee members are given below:

Name of Member	Category	No. of meetings attended (No. of meetings held)
M Lakshminarayan, Chairman	ID	5 (5)
Shrinivas G Shirgurkar	ID	5 (5)
K S Shetty*	ID	1 (4)
Bhagya Chandra Rao*	ID	1 (1)
N Ananthaseshan	NED	5 (5)

\* Number of meetings held during tenure of membership in the Committee.

## STAKEHOLDERS RELATIONSHIP COMMITTEE

### Terms of Reference

The terms of reference of this Committee includes formulation of investor servicing policies, review of redressal of investor complaints and approval/overseeing of transfers, transmissions, transpositions, splitting, consolidation of securities, issue of certificates, demat/remat requests, review of service standards in respect of various services rendered by the Registrar & Share Transfer Agent, to consider and resolve the grievances of security holders of the Company and to determine, monitor and review the standards for resolution of stakeholders grievance, review measures taken for effective exercise of voting rights by shareholders, review of various measures and initiatives taken for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/ annual reports/statutory notices by the shareholders, and performing other functions as delegated to it by the Board from time to time.

### Composition & Meetings

The Committee comprises three members with one Independent Director.

Considering Mr. K S Shetty's resignation from the Board with effect from closing hours of 22<sup>nd</sup> January 2021 and induction of Mr. Bhagya Chandra Rao with effect from 22<sup>nd</sup> January 2021, the Stakeholders Relationship Committee was reconstituted by the Board with the induction of Mr. Bhagya Chandra Rao as a member effective 22<sup>nd</sup> January 2021.

The Committee met on two occasions during the year on 28<sup>th</sup> May 2020 and 22<sup>nd</sup> January 2021. The composition and attendance of Committee members are given below:

Name of Member	Category	No of meetings attended (No. of meetings held)
N Ananthaseshan, Chairman	NED	2 (2)
K S Shetty*	ID	0 (2)
Bhagya Chandra Rao*	ID	-
Rajesh Khanna	NED	2 (2)

\* Number of meetings held during tenure of membership in the Committee.

There was one investor complaint received during the year seeking information on the offer for sale process undertaken by the promoters and to which the Company is not a party which was clarified. There were no investor service complaints pending as at 31<sup>st</sup> March 2021.

Ms. Janani T A, Company Secretary is the Compliance Officer for the purposes of compliance with the requirements of the Listing Regulations.

KFin Technologies Private Limited, Hyderabad is the Company's Registrar and Share Transfer Agent (RTA). The contact details are available in the General Shareholder Information section of the Report.

## CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

### Terms of Reference

The Board has constituted a Corporate Social Responsibility (CSR) Committee in line with the requirements of the Companies Act, 2013 for assisting in discharging its corporate social responsibility. The Board has approved a CSR policy formulated and recommended by the Committee which is uploaded and available on the Company's website at the following link [www.wendtindia.com/investors](http://www.wendtindia.com/investors). The functions of the Committee *inter alia* include recommending the amount of expenditure to be incurred on the CSR activities during the year, monitoring the implementation of CSR activities as per the CSR policy of the Company from time to time. During the year, the CSR policy was amended in line with the amendments to the Companies (Corporate Social Responsibility) Rules, 2014 pursuant to the powers delegated to the Director.

## Composition & Meetings

The Committee comprises four members of which three are Independent Directors. The management Committee members are invited to this Committee meetings. Considering Mr. K S Shetty's resignation from the Board with effect from closing hours of 22<sup>nd</sup> January 2021 and induction of Mr. Bhagya Chandra Rao with effect from 22<sup>nd</sup> January 2021, the CSR Committee was reconstituted by the Board with the induction of Mr. Bhagya Chandra Rao as a member effective 22<sup>nd</sup> January 2021. Ms. Hima Srinivas was designated as the Chairperson of the Committee with effect from 22<sup>nd</sup> January 2021.

The Committee met once on 28<sup>th</sup> May 2020 during the year. The composition and attendance of Committee members are as follows:

Name of Member	Category	No. of meetings attended (No. of meetings held)
Hima Srinivas, Chairperson	ID	1 (1)
Shrinivas G Shirgurkar	ID	1 (1)
K S Shetty*	ID	0 (1)
Bhagya Chandra Rao*	ID	-
N Ananthaseshan	NED	1 (1)

\* Number of meetings held during tenure of membership in the Committee.

## DIRECTORS' REMUNERATION:

The Company has in place a Remuneration Policy to provide the framework for remuneration of the Board members as well as all employees including the Key Managerial Personnel and Senior management. This policy is guided by the principles and objectives as enumerated in Section 178 of the Companies Act, 2013 and Regulation 19 read with Part D of Schedule II of the Listing Regulations to ensure reasonableness and sufficiency of remuneration to attract, retain and motivate competent resources, a clear relationship of remuneration to performance and a balance between rewarding short-term and long-term performance.

The compensation to the Non-Executive Directors (except Mr. N Ananthaseshan) takes the form of commission on profit. The Non-Executive Directors (except Mr. N Ananthaseshan) are paid remuneration by way of sitting fees for every Board/Committee meeting attended by them. Considering the increased time spent by Ms. Hima Srinivas, Independent Director in matters pertaining to the Company and its subsidiary, Wendt Grinding Technologies Limited, a differential commission for the FY 2020-21 is being paid to her.

Mr. Rajesh Khanna who was the Executive Director and CEO till 31<sup>st</sup> October 2020 was paid remuneration in such capacity as approved by the shareholders at the Annual General Meeting held on 22<sup>nd</sup> July 2019. Considering his experience and expertise in Super Abrasives business, his continuation as a Director on the Board was considered to be beneficial to the Company. Hence, he continues as the Non-Executive Director with effect from 1<sup>st</sup> November 2020. He is eligible for sitting fees for attending the meetings of the Board/Committee thereof and commission in proportion to the tenure of office as a Non-Executive Director with effect from 1<sup>st</sup> November 2020.

The Remuneration Policy is made available on the website of the Company [www.wendtindia.com](http://www.wendtindia.com).

## REMUNERATION OF DIRECTORS

### Non-Executive Directors

Director	Sitting Fee*	Commission @
Shrinivas G Shirgurkar	2.60	3.00
K S Shetty*	0.50	2.44
M Lakshminarayan	2.50	3.00
Hima Srinivas	2.10	5.00
Bhagya Chandra Rao**	0.70	0.57
N Ananthaseshan	-	0.00
Rajesh Khanna***	0.50	1.24
<b>Total</b>	<b>8.90</b>	<b>15.25</b>

@ Will be paid after adoption of accounts by shareholders at the ensuing Annual General Meeting.

\* Resigned from the Board with effect from closing hours of 22<sup>nd</sup> January 2021.

\*\*Appointed as an Additional Director and Independent Director with effect from 22<sup>nd</sup> January 2021.

\*\*\*Designated as a Non-Executive Director with effect from 1<sup>st</sup> November 2020.

## Remuneration paid to Executive Director

(₹. in lakhs)

Rajesh Khanna (as the Executive Director & CEO till 31 <sup>st</sup> October 2020)	Amount
Salary & Allowances	212.07
Retirement benefits	9.41
Perquisites	19.32
<b>Total</b>	<b>240.80</b>

## General Body Meetings

### Last three Annual General Meetings

Financial Year	Date	Time	Venue	Special Resolution passed
2019-20	24.07.2020	03.00 PM	AGM Conducted through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM')	Approval of payment of remuneration to Directors in excess of the limits stipulated under Section 197 of the Companies Act, 2013 read with rules made thereunder.
2018-19	22.07.2019	03.00 PM	Bharatiya Vidya Bhavan, Race Course Road, Bengaluru	Re-appointment of Mr. Shrinivas G Shirgurkar and Mr. K S Shetty as Independent Directors. Appointment of Mr. Rajesh Khanna as an Executive Director
2017-18	24.07.2018	03.00 PM	Bharatiya Vidya Bhavan, Race Course Road, Bengaluru	Payment of Commission to Non-Executive and Independent Directors

During the year, there were no resolutions passed through postal ballot and as at the year end, there are no proposals to pass special resolutions through postal ballot except those requiring to be passed pursuant to the Companies Act, 2013 / Listing Regulations which will be done after providing adequate notice to the shareholders.

## WHISTLE BLOWER POLICY / VIGIL MECHANISM

The Company is committed to the highest standards of Corporate Governance and stakeholder responsibility. To provide an avenue to raise concerns, if any, in line with the Company's commitment to the high standards of ethical, moral and legal conduct of business, the Company has established the Whistle Blower policy. The mechanism also provides for adequate safeguards against victimisation of employees who avail of the mechanism and also for appointment of an Ombudsman who will deal with the complaints received. The policy also lays down the process to be followed for dealing with complaints and in exceptional cases, also provides for direct appeal to the Chairperson of the Audit Committee. In line with the requirements of the Companies Act, 2013, the policy coverage extends to the Directors of the Company. The Ombudsman for dealing with any referrals made by Board members is the Chairman of the Audit Committee. In line with the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Whistle Blower policy also covers reporting of instances that may result in leakage of Unpublished Price Sensitive Information (UPSI). The Whistle Blower policy is available on the Company's website at the following link [www.wendtindia.com](http://www.wendtindia.com). It is affirmed that during the year, no employee was denied access to the Audit Committee.

## PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for Prohibition of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares for all transactions by Directors and designated employees (together called Designated Persons) and prohibits the purchase or sale of Company's securities by Designated Persons while in possession of Unpublished Price Sensitive Information (UPSI) in relation to the Company. Further, trading in securities is also prohibited for Designated Persons during the period when the Trading Window is closed. During the year, Audit Committee reviewed the compliance with the

provisions of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and also verified that the systems for internal control as required under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 are adequate and are operating effectively. The Company Secretary is responsible for implementation of the Code. The Company also has in place a Code for practices and procedures for fair disclosure of unpublished price sensitive information which is available on the website of the Company.

## DISCLOSURES

During the year, there were no material transactions with Related Parties. The Company has devised policies on dealing with Related Party Transactions and for determination of material subsidiary. The same is available in the website of the Company in the link <https://www.wendtindia.com/investors>. The requirements of Regulation 17 to Regulation 27 of the Listing Regulations and clauses (b) to (i) of Regulation 46(2) to the extent applicable to the Company have been complied with as disclosed in this Report. During the year, the stock exchanges - NSE and BSE had communicated to the Company their decision to levy fine on the Company owing to the Company not meeting the mandated 25% threshold of minimum public shareholding as required under Regulation 38 of Listing Regulations. The promoters of the Company have vide an offer for sale diluted their respective stake in the Company to meet the minimum public shareholding requirement and the process was initiated in December 2020 and concluded on 8<sup>th</sup> January 2021. Hence as on date of this report, the Company has complied with Regulation 38 of Listing Regulations. Further, there were no instances of non-compliance by the Company nor were there any penalties or strictures imposed on the Company by the stock exchanges, SEBI or any statutory authority on any matter related to capital markets in the preceding three years. The disclosures in relation to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 forms part of the Board's report.

## DISCLOSURE RELATING TO FEE PAID TO STATUTORY AUDITOR

During the year, the Company has made the following payments to M/s. Price Waterhouse Chartered Accountants LLP, Statutory Auditors and all entities in the network firm/ network entity of which the Statutory Auditor is a part. During the year, the Company's subsidiaries have not made any payments to the Statutory Auditors and all entities in the network firm/network entity of which the Statutory Auditor is a part. The Company has relied on the information furnished by the Statutory Auditors in respect of the firms / entities covered under network firm / network entity of which the Statutory Auditor is a part.

Network firm	Service availed	Amount
Price Waterhouse Chartered Accountants LLP	Statutory Audit including limited review	9.50
	Tax Audit	1.00
	Out of pocket expenses	1.00

Payment in respect of non-audit services provided by the Statutory Auditors to the Company are made only with the approval of the Audit Committee as required under Section 144 of the Companies Act, 2013.

## DISCLOSURE OF COMMODITY PRICE RISKS AND COMMODITY HEDGING ACTIVITIES

The Company does not carry out commodity hedging activities and hence does not have any risk pertaining to commodity price.



## DISCLOSURE ON CREDIT RATINGS

During the year, no credit ratings were obtained by the Company nor were there revisions. The disclosure relating to reaffirmation of the existing ratings in respect of the borrowings of the Company forms part of the Directors' Report.

## MEANS OF COMMUNICATION

The Company recognises the significance of dissemination of timely and relevant information to shareholders. In order to enable the stakeholders to understand the financial results in a meaningful manner, the Company gives a press release along with the publication of quarterly/ annual financial results. The quarterly unaudited financial results and the annual audited financial results are normally published in Business Standard (in English) and Vijaya Karnataka (in Kannada). Press releases are given to all important dailies. The quarterly/half yearly/Annual Financial Results are promptly and prominently posted on the website [www.wendtindia.com](http://www.wendtindia.com).

## MANAGEMENT DISCUSSION & ANALYSIS

In order to avoid duplication and overlap between the Directors Report and a separate management Discussion & Analysis (MD&A), the information required to be provided in the MD&A has been given in the Board's Report itself as permitted by the Listing Regulations.

## NON-MANDATORY REQUIREMENTS

The quarterly financial results are published in leading financial newspapers, uploaded on the Company's website, and any major developments are conveyed in the press releases issued by the Company and posted on the Company's website. The Company therefore did not send the half yearly performance update individually to the shareholders of the Company.

Further, the Financial Statements have an unmodified opinion by the Company's Auditors.

The Internal Auditors report directly to the Audit Committee for the purpose of audit conducted by them. Other non-mandatory requirements have not been adopted at present.

## CEO/CFO CERTIFICATION

In accordance with the requirements of Regulation 17(8) of the Listing Regulations, Mr. C Srikanth, Chief Executive Officer and Mr. Mukesh Kumar Hamirwasia, Chief Financial Officer of the Company have given a certificate to the Board on matters relating to financial reporting, compliance with relevant statutes and adequacy of internal control systems as contemplated in Regulation 17(8) read with Part B of Schedule II of the Listing Regulations.

## PRACTISING COMPANY SECRETARY'S CERTIFICATE ON CORPORATE GOVERNANCE

A certificate from M/s. R Sridharan & Associates, Practising Company Secretaries, Chennai on compliance with Corporate governance requirements is annexed.

## PRACTISING COMPANY SECRETARY'S CERTIFICATE ON THE DIRECTOR'S DISQUALIFICATION

A certificate from M/s. R Sridharan & Associates, Practising Company Secretaries, Chennai confirming that none of the Directors of the Company have been debarred or disqualified from being appointed or continuing as Directors by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority is annexed and forms part of this Report.

## CODE OF CONDUCT

The Company has in place a Code of Conduct which helps to maintain high standards of ethics for the Company's employees. The Code lays down the standard of conduct which is expected to be followed by the Directors and by the employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders. The Company has adopted a Code of Conduct which applies to all its Directors and employees in terms of Regulation 17 of the Listing Regulations. All the Board Members and the Senior management Personnel of the Company have affirmed their compliance with the Code of Conduct. A declaration signed by the Chief Executive Officer is enclosed.

The Code of Conduct is available on the website of the Company [www.wendtindia.com](http://www.wendtindia.com).

## GENERAL SHAREHOLDER INFORMATION

A separate section in this regard is annexed and forms part of this Report.

## INSTRUCTIONS TO SHAREHOLDERS

Members holding shares in physical form are requested to address their communications regarding change in address/contact details by quoting their folio number to the Company's Registrar and Share Transfer Agent (RTA) or to the Company by e-mailing to [investorservices@wendtindia.com](mailto:investorservices@wendtindia.com). Shareholders holding shares in electronic form may send the communications regarding the above to their Depository Participant.

The Ministry of Corporate Affairs vide circulars dated 5<sup>th</sup> May 2020 and 13<sup>th</sup> January 2021 has relaxed the requirement on companies to send Annual Report in physical mode owing to the practical difficulties arising from COVID-19. Accordingly, an electronic copy of the Annual Report is being sent to all the Members holding shares in dematerialised mode and whose e-mail IDs are available with the Depository Participant(s) and to all the Members holding shares in physical mode whose e-mail IDs are registered with the Company / RTA for communication purposes. Members holding shares in physical mode are requested to furnish their e-mail addresses with Company's Registrar and Share Transfer Agent (RTA) or to the Company by e-mailing to [investorservices@wendtindia.com](mailto:investorservices@wendtindia.com) for obtaining the Notice and the Annual Report. Alternatively, the same will also be made available on the website of the Company at <https://www.wendtindia.com>. Detailed information on registration of e-mail addresses with the Company/RTA is provided in the Notice convening the AGM.

Members are encouraged to avail nomination facility and approach the RTA or their Depository Participant in this regard.

Members are requested to register their e-mail ID with the RTA / Depository Participant to enable the Company to send communications electronically.

Members are advised to intimate the details of their PAN and bank account details to enable electronic remittance of dividend or alternatively for being incorporated in the dividend warrants. This would help to avoid fraudulent encashment of dividend warrants.

In case of Members holding shares in physical form, all intimations are to be sent to KFin Technologies Private Limited, (Unit: Wendt (India) Limited), Selenium Tower B, Plot 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad - 500 032, the RTA of the Company.

Members may note that pursuant to SEBI (Listing Obligations and Disclosure Requirements) (Fourth Amendment) Regulations, 2018 effective 1<sup>st</sup> April 2019, requests for effecting transfer of securities in physical form shall not be processed unless the securities are held in the dematerialising form with a Depository. Members would be able to transfer their shares only after necessarily dematerialising their physical shares. Hence, Members are encouraged to dematerialising their physical holdings to demat form at the earliest.

Members are also requested to note that pursuant to an amendment in the Income Tax Act, 1961 with effect from 1<sup>st</sup> April 2020, dividends declared by the Company will be taxed in the hands of the recipient of dividend i.e. shareholders. Hence, all dividends declared after 1<sup>st</sup> April 2020 by the Company have been paid/will be paid to the Members after deducting tax at the applicable rate prescribed under the Income Tax Act, 1961. Members may note that in the absence of PAN, the Company would be required to deduct tax at a higher rate prescribed under the Income Tax Act, 1961. Hence, Members who have not furnished their PAN to the Company are requested to immediately submit a copy of their PAN to the Company. Members seeking non-deduction of tax on their dividends may submit Form 15G / 15H as applicable to the Company on a yearly basis. The formats of Form 15G / Form 15H are available in <https://www.wendtindia.com/investors/>. Members may contact the Company Secretary or any executive in the Secretarial team at contact numbers provided in the General Shareholder Information in case of any clarification with respect to the dividends declared by the Company.

Shareholders may contact the Secretarial team in case of any query regarding their holdings in the Company.

## SOCIAL ACCOUNTABILITY POLICY

The Company recognizes the need and is committed to provide a safe, healthy and respectable work environment to all its employees. The Company strives to provide an environment, which is free of discrimination, intimidation and abuse. The Company has put in place SA 8000 System & Social Accountability Policy. As per the policy, the Company will not engage, support or tolerate the use of Child Labour, Forced or Compulsory Labour, Discrimination based on Race, National or Social origin, Caste, Birth, Religion, Disability, Gender etc., Corporal punishment, Mental or Physical coercion, verbal abuse, harsh or inhumane treatment of personnel and will comply with all the requirements as outlined by applicable Law.

On behalf of the Board  
For Wendt (India) Limited

Place: Bengaluru  
Date: April 23, 2021

Shrinivas G Shirgurkar  
Chairman

## GENERAL SHAREHOLDER INFORMATION

### 1. Addresses for Correspondence

**Registered Office Address**  
Flat No. 105, 1<sup>st</sup> Floor, Cauvery Block,  
National Games Housing Complex, Koramangala,  
Bengaluru-560047, Karnataka  
Tel: +91 80 25701423/1424  
Fax: +91 80 25701425

### Compliance Officer

Janani T A  
Wendt (India) Limited,  
Plot No. 69/70, SIPCOT Industrial Estate  
Hosur- 635126, Tamil Nadu  
E-mail: [jananita@wendtindia.com](mailto:jananita@wendtindia.com)

### Registrar and Share Transfer Agent

KFin Technologies Private Limited,  
Unit: Wendt (India) Limited,  
Selenium Tower B, Plot 31 & 32, Financial District,  
Nanakramguda, Serilingampally Mandal, Hyderabad - 500 032;  
Tel: +91-40-67161527; Toll Free no.: 1800-309-4001;  
E-mail: [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com); Website: [www.kfintech.com](http://www.kfintech.com);  
Contact Person: Ms. Rajitha Cholleti

2. **Corporate Identity Number:** L85110KA1980PLC003913

### 3. Auditors

#### Statutory Auditor

**Price Waterhouse Chartered Accountants LLP,**  
5<sup>th</sup> Floor, Tower 'D', The Millenia,  
1 & 2 Murphy Road, Ulsoor,  
Bengaluru - 560 008

#### Internal Auditor (for the FY 2020-21)

M/s. Deloitte Touche Tohmatsu India LLP,  
ASV N Ramanas Towers, No. 52, (Old No. 37),  
Venkatnarayana Road, T. Nagar,  
Chennai - 600017

#### Secretarial Auditor (for the FY 2020-21)

R Sridharan & Associates, Company Secretaries,  
Thiruvaramangam Apartments, Flat No.3, First Floor,  
New No.44, Old No.25, Unnamalai Ammal Street,  
T.Nagar, Chennai – 600 017

### 4. Financial Year

1<sup>st</sup> April to 31<sup>st</sup> March

### 5. Plant Location

#### Wendt (India) Limited

Plot No. 69/70, SIPCOT Industrial Estate  
Hosur- 635126, Tamil Nadu  
Tel: +91 4344 276851/52, 405500  
Fax: +91 4344 405620, 405630

### 6. Subsidiaries

- (i) **Wendt Grinding Technologies Limited, Thailand**  
109/21, Moo.4, Tambon Pluakdaeng,  
Aumpur Pluakdaeng,  
Rayong 21140 Thailand

(ii) **Wendt Middle East FZE, Sharjah**

Warehouse No. W3-8  
PO Box No.50732  
Hamriyah Free Zone - Sharjah  
United Arab Emirates

## STOCK MARKET INFORMATION

### 1. Listing on stock exchanges and stock code

Stock Exchange	Stock Code
National Stock Exchange of India Limited, Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai 400 051	WENDT
BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001	505412

Annual listing fees has been paid to the above stock exchanges.

International Securities Identification Number (ISIN): INE274C01019

### 2. Depositories Connectivity

The Company has signed agreements with the following Depositories to provide the facility of holding equity shares in dematerialised form:

National Securities Depository Ltd. (NSDL)

[www.nsdl.co.in](http://www.nsdl.co.in)

Central Depository Services (India) Ltd. (CDSL)

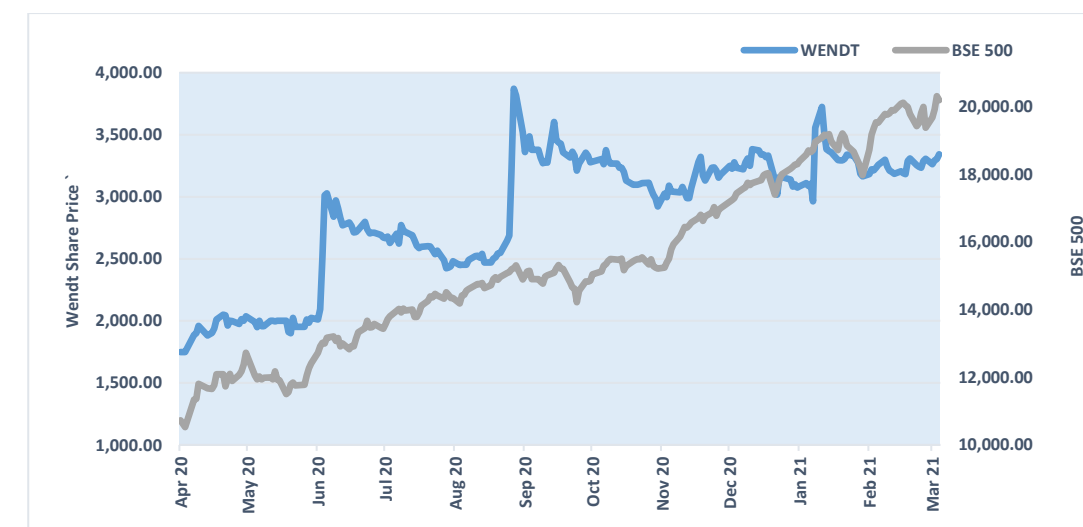
[www.cdslindia.com](http://www.cdslindia.com)

### 3. Share Price Data

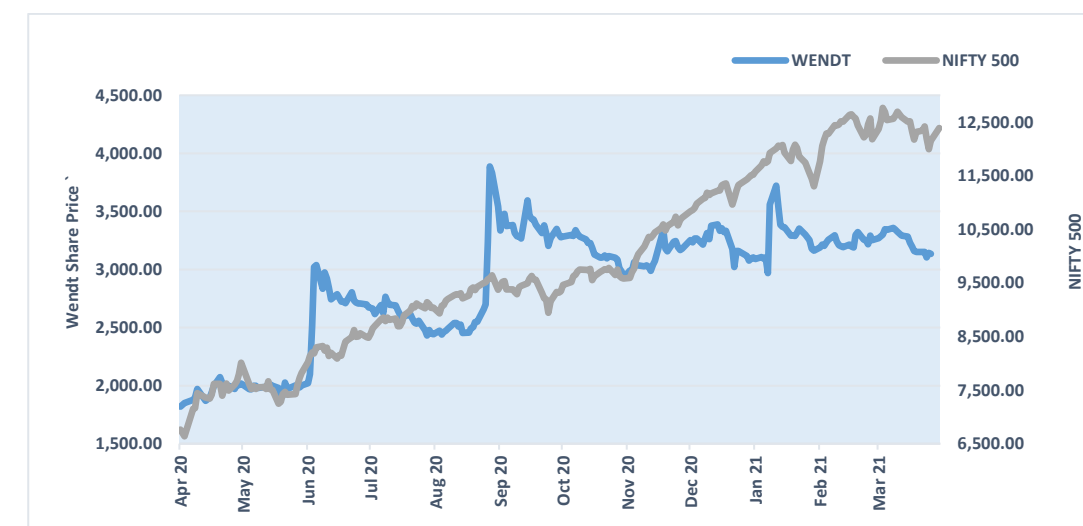
Month	BSE Limited			National Stock Exchange of India Limited		
	High (₹)	Low (₹)	Traded volume (No. of shares)	High (₹)	Low (₹)	Traded volume (No. of shares)
April 2020	2,110.85	1,824.10	924	2,245.00	1,734.95	5494
May 2020	2,063.10	1,849.00	724	2,289.00	1,884.95	4990
June 2020	3,314.50	2,010.00	4481	3,324.90	2,000.00	38956
July 2020	2,807.95	2,410.00	1457	2,835.00	2,420.00	7840
August 2020	4,257.75	2,395.00	12126	4,275.70	2,403.00	89282
September 2020	3,804.95	3,137.60	3732	3,819.00	3,012.00	20665
October 2020	3,434.05	2,911.50	1485	3,435.00	2,905.10	6404
November 2020	3,505.00	2,902.00	1833	3,470.00	2,905.20	17203
December 2020	3,460.00	2,871.00	1724	3,477.00	2,850.00	25491
January 2021	3,944.35	2,825.00	15983	3,978.00	2,820.00	187040
February 2021	3,399.85	3,136.00	1440	3,456.90	3,111.00	11946
March 2021	3,440.00	3,077.00	2570	3,445.00	3,085.00	11597

## 7. Stock Performances in comparison to broad based indices:

Wendt Price V/s BSE 500 during 01.04.2020 to 31.03.2021



Wendt Price V/s NSE 500 during 01.04.2020 to 31.03.2021



## Other Information

### Share Capital Details

The total number of outstanding shares as on 31<sup>st</sup> March 2021 is 20,00,000. All the shares have been fully paid up. As on 31<sup>st</sup> March 2021, 19,75,550 shares constituting 98.78% of the total paid up capital of the Company have been dematerialised. A quarterly audit is carried out by an independent auditor to reconcile the total share capital admitted with the Depositories and held in physical form with the issued and listed capital which is submitted to the stock exchanges and placed before the Board.



### Shareholding Pattern as on 31<sup>st</sup> March 2021

Category	% to total paid up capital
Promoters	75.00
Mutual Funds	3.09
Bodies Corporate	3.86
Banks	0.09
Individuals	16.38
Non-Resident Indians	0.38
HUF	0.72
Others (Clearing Members, IEPF etc.)	0.48
<b>TOTAL</b>	<b>100</b>

### Distribution of Shareholding as on 31<sup>st</sup> March 2021

Category (Shares)	No. of holders	% to holders	No. of Shares	% to Equity
1-5,000	6,739	99.84	340,729	17.04
5,001-10,000	3	0.04	24,311	1.22
10,001-20,000	3	0.04	34,429	1.72
20,001-30,000	1	0.01	26,232	1.31
30,001-40,000	1	0.01	30,531	1.53
40,001-50,000	1	0.01	43,768	2.19
50,001-1,00,000	-	-	-	-
1,00,001 & Above	2	0.03	15,00,000	75.00
<b>Total</b>	<b>6,750</b>	<b>100.00</b>	<b>20,00,000</b>	<b>100.00</b>

### Outstanding GDRS/ADRS/Warrants etc.

The Company has not issued any GDRS/ADRS/warrants or any convertible instruments during the financial year 2020-21.

### Share Transfer Process

The applications for transfer of shares and other requests from shareholders holding shares in physical form are processed by KFin Technologies Private Limited, Company's Registrar and Share Transfer Agent. Transfer of shares in physical mode is prohibited effective April 01, 2019. In respect of transmission of shares, all requests are considered for approval by the Stakeholders Relationship Committee. As stated in the Corporate governance Report, Members holding shares in physical form are urged to dematerialise the shares as they would be unable to transfer the shares in physical form hereafter in view of the requirements prescribed in this regard by SEBI.

### AGM & Dividend details

#### (i) Forthcoming Annual General Meeting

Friday, the 23<sup>rd</sup> July 2021 at 3.00 P.M. IST through video conferencing/other audio-visual means.

#### (ii) Dividend

The Board at its meeting held on 22<sup>nd</sup> January 2021 had approved payment of an interim dividend on the equity shares of the Company at 100% i.e., ₹10/- per equity share which was paid on 18<sup>th</sup> February 2021.

The Board at its meeting held on 23<sup>rd</sup> April 2021 has further recommended a payment of final dividend at 200% i.e., ₹ 20/- per equity share for the year ended 31<sup>st</sup> March 2021. The final dividend will be paid by Friday, 20<sup>th</sup> August 2021 upon declaration by the shareholders at the ensuing Annual General Meeting.

### Unclaimed Dividend

Dividends remaining unclaimed/unpaid for a period of seven years shall be transferred to the Investor Education Protection Fund (IEPF). The details of dividend paid by the Company and the respective due dates of transfer of the unclaimed/unencashed dividend to the IEPF of the Central Government are as below:

Year	Type of Dividend	Dividend per share (₹)	Date of declaration	Due date for transfer
2013-14	Final	15.00	24/07/2014	30/08/2021
2014-15	Interim	10.00	27/01/2015	05/03/2022
2014-15	Final	15.00	23/07/2015	29/08/2022
2015-16	Interim	10.00	25/01/2016	02/03/2023
2015-16	Final	15.00	26/07/2016	01/09/2023
2016-17	Interim	10.00	24/01/2017	02/03/2024
2016-17	Final	15.00	24/07/2017	30/08/2024
2017-18	Interim	10.00	24/01/2018	02/03/2025
2017-18	Final	15.00	24/07/2018	30/08/2025
2018-19	Interim	15.00	23/01/2019	01/03/2026
2018-19	Final	15.00	22/07/2019	28/08/2026
2019-20	Final	25.00	24/07/2020	30/08/2027
2020-21	Interim	10.00	22/01/2021	28/02/2028

The Company has transferred unclaimed/unencashed dividends upto interim dividend for FY 2013-14 to the IEPF Authority during the year ended 31<sup>st</sup> March 2021. The Company has uploaded the details relating to unclaimed dividends on its website for the information of its shareholders.

### Shares transferred to IEPF

In terms of Section 124(6) of the Companies Act, 2013 read with Investor Education & Protection Fund (IEPF) Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 and Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Amendment Rules, 2017, the Company is required to transfer the shares in respect of which dividends have remained unclaimed for a period of seven consecutive years or more to the Demat Account of IEPF Authority established by the Central Government. As required under the said Rules, the Company had published a Notice in the newspapers inviting the Members attention to the aforesaid Rules. The Company has also sent out individual communications to the concerned Members whose shares were liable to be transferred to IEPF Account, pursuant to the said Rules to take immediate action in the matter. As at 31<sup>st</sup> March 2021, the Company has transferred 9,095 shares to the IEPF Authority.

Shareholders are entitled to claim the shares from the Investor Education and Protection Fund Authority by making an application online in Form IEPF-5 available on the website <https://www.iepf.gov.in/> along with the requisite documents. Shareholders are requested to contact the Company's RTA – KFin Technologies Private Limited or the Company in this regard. The contact details are available in the General Shareholder Information of this Report.

## Other disclosures

During the year, there has been no instance where the Board did not accept the recommendation of its Committees. Further during the year, the Company has not raised funds through preferential allotment or qualified institutions placement.

On behalf of the Board  
For Wendt (India) Limited

Place: Bengaluru  
Date: April 23, 2021

Shrinivas G Shirgurkar  
Chairman

## Declaration on Code of Conduct

To  
The Members of Wendt (India) Limited

This is to confirm that the Board has laid down a Code of Conduct for all Board members and Senior management of Company. It is further confirmed that all Directors and Senior management personnel of the Company have affirmed compliance with the Code of Conduct of the Company as at 31<sup>st</sup> March 2021, as envisaged in regulation 34(3) read with Schedule V of the Listing Regulations.

On behalf of the Board  
For Wendt (India) Limited

Place: Bengaluru  
Date: April 23, 2021

C Srikanth  
Chief Executive Officer

## CORPORATE GOVERNANCE CERTIFICATE

To  
The Members  
**WENDT (INDIA) LIMITED**  
No.105, 1<sup>st</sup> Floor,  
Cauvery Block, National Games Housing Complex,  
Koramangala,  
Bangalore – 560047.

We have examined documents, books, papers, minutes, forms and returns filed and other relevant records maintained by **Wendt (India) Limited** (CIN: L85110KA1980PLC003913) having its Registered Office at NO.105, 1<sup>st</sup> Floor, Cauvery Block, National Games Housing Complex, Koramangala, Bangalore - 560047, for the purpose of certifying compliance of the conditions of Corporate Governance under Regulation 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C, D and E of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Regulation 34(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year ended March 31, 2021. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of certification.

The compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and on the basis of our examination of the records produced, explanations and information furnished, we certify that the Company has complied regarding the conditions of Corporate Governance as stipulated under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended for the financial year ended 31<sup>st</sup> March, 2021.

This Certificate is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For R Sridharan & Associates  
Company Secretaries

Place: Chennai  
Date : 23.04.2021

CS R Sridharan  
FCS No. 4775  
CP No. 3239  
UIN : S2003TN063400  
UDIN: F004775C000166838

## CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

Pursuant to Regulation 34 (3) read with Schedule V Para-C Sub clause (10) (i) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Members,  
**WENDT (INDIA) LIMITED**  
CIN: L85110KA1980PLC003913  
Flat No. 105, Cauvery Block,  
National Games Housing Complex  
Koramangala, Bangalore - 560047

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **WENDT (INDIA) LIMITED (CIN: L85110KA1980PLC003913)** having its Registered Office at Flat No. 105, Cauvery Block, National Games Housing Complex, Koramangala, Bangalore – 560047 (hereinafter referred to as “The Company”) produced before us by the Company for the purpose of issuing this certificate, in accordance with Regulation 34 (3) read with Schedule V Part-C Sub clause 10 (i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015.

In our opinion and to the best of our knowledge and according to the verifications (including Director Identification Number (DIN) Status at the portal [www.mca.gov.in](http://www.mca.gov.in)) and based on such examination as well as information and explanations furnished to us, which to the best of our knowledge and belief were necessary for the purpose of issue of this certificate and based on such verification as considered necessary, we hereby certify that none of the Directors as stated below on the Board of the Company as on 31<sup>st</sup> March 2021 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board India / Ministry of Corporate Affairs or any such other statutory authority.

S.NO	DIN	NAME OF THE DIRECTOR	DESIGNATION	Date of Appointment
1.	00173944	Shrinivas G Shirgurkar	Non-Executive - Chairman	17/04/2006
2.	06923493	Rajesh Khanna	Executive Director	24/07/2018
3.	00211127	Bhagya Chandra Rao	Non- Executive Independent Director - Additional Director	22/01/2021
4.	07556717	Hima Srinivas	Non-Executive - Independent Director	24/04/2017
5.	00064750	M Lakshminarayan	Non-Executive -Independent Director	20/03/2018
6.	02402921	N Ananthaseshan	Non-Executive - Non Independent Director	23/11/2019

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

PLACE : CHENNAI  
DATE : 23.04.2021

For R.SRIDHARAN & ASSOCIATES  
COMPANY SECRETARIES

CS R.SRIDHARAN  
CP No. 3239  
FCS No. 4775  
UIN: S2003TN063400  
UDIN : F004775C000166893

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# Standalone Financial Statements

## INDEPENDENT AUDITOR'S REPORT

### TO THE MEMBERS OF WENDT (INDIA) LIMITED

#### Report on the audit of the Standalone financial statements

##### Opinion

1. We have audited the accompanying standalone financial statements of Wendt (India) Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2021, and the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Cash Flow Statement for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, and total comprehensive income (comprising of profit and other comprehensive income), changes in equity and its cash flows for the year then ended.

##### Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the 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 Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

##### Emphasis of Matter

4. We draw your attention to Note 46 to the standalone financial statements which explains the uncertainties and the management's assessment of the financial impact due to the lockdown and other restrictions and conditions related to the COVID-19 pandemic situation, for which a definitive assessment of the impact in the subsequent period is highly dependent upon circumstances as they evolve. Our opinion is not modified in respect of this matter.

##### Key Audit Matters

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

##### Description of Key Audit Matter

##### Appropriateness of Provision recognized for obsolescence of slow-moving inventory

Refer Note 2.2 (Critical Estimates and Judgements) and Note 9 (Inventories) to the standalone financial statements.

The Company manufactures super abrasives and precision tools which includes grinding and honing tools. The inventory of the Company (including raw materials, work in progress, finished goods, stock in trade and stores and spares) as at March 31, 2021 aggregates to Rs. 2,246.99 lakhs. The Company has recognized a provision for obsolescence of the above inventories for Rs. 74.28 lakhs.

Such provision for obsolescence mainly arises on account of:

- a) Items expected to be sold below cost (finished goods, stock in trade and work in progress) and
- b) Items which have become wholly or partially obsolete (raw materials, work in progress, finished goods, stock in trade and stores and spares).

Management judgment is required in assessing the adequacy of provision for obsolescence of slow- moving inventory. There are key assumptions and management estimates involved in the provision, including the saleability of aged inventory and the value that will be realised on sale. These judgments may have a significant impact on the calculation of inventory provision.

Due to the judgments involved, the risk around the adequacy of inventory provision is a focus area for the audit and is determined as a key audit matter.

#### How our audit addressed Key Audit Matter

Our audit procedures which involved applying sampling techniques included the following:

- Understanding and evaluating the design and testing the operating effectiveness of Company's controls relating to recognition of provision for obsolescence of inventory.
- Understanding the methodology used to calculate the inventory provision and determining whether it was consistent with that applied in the prior year.
- Testing whether all the slow-moving inventory items have been considered by the Management along with the basis for its expected usage for recognition of provision.
- Discussing with Company's personnel, the rationale for recognizing a provision for inventory with little or no movement during the year.
- Testing the pattern of inventory movement obtained from the Management.
- Testing the reconciliation of the amount of total inventory used for the calculation of provision to the inventory recorded.
- In respect of inventory items expected to be sold off at below cost, testing the management's basis for determining the net realizable value based on contracted selling price per sales orders or historical selling price as adjusted for price fluctuations and other factors, as applicable.
- Verifying the arithmetical accuracy of the computation of the provision.

Based on the above procedures performed, we considered the provision recognized for obsolescence of slow-moving inventory to be reasonable.

#### Other Information

6. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Report of the Director including Management Discussion and Analysis Report, Corporate Governance Report and Shareholder information, but does not include the standalone financial statements and our auditor's report thereon.
7. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
8. In connection with our audit of the 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 Financial Statements

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

#### Auditor's responsibilities for the audit of the financial statements

11. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.
12. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:
  - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
  - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
13. 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.
  14. 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.
  15. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### Report on other legal and regulatory requirements

16. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
17. As required by Section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act.
  - e) On the basis of the written representations received from the directors as on March 31, 2021 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.

- f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company does not have any pending litigations which would impact its financial position.
  - ii. The Company has long-term contracts as at March 31, 2021 for which there were no material foreseeable losses. The Company did not have any derivative contracts as at March 31, 2021.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
  - iv. The reporting on disclosures relating to Specified Bank Notes is not applicable to the Company for the year ended March 31, 2021.
18. The Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

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

**Mohan Danivas S A**  
**Partner**

**Membership Number: 209136**  
**UDIN: 21209136AAAABG4727**

Place: Bangalore  
 Date: April 23, 2021



## Annexure A to Independent Auditor's Report

Referred to in paragraph 17 (f) of the Independent Auditor's Report of even date to the members of Wendt (India) Limited on the standalone financial statements for the year ended March 31, 2021

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

1. We have audited the internal financial controls with reference to financial statements of Wendt (India) Limited ("the Company") as of March 31, 2021 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

#### Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (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.

#### Auditors' Responsibility

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

#### Meaning of Internal Financial Controls with reference to financial statements

6. A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the

company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

#### Inherent Limitations of Internal Financial Controls with reference to financial statements

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

#### Opinion

8. In our opinion, the Company has in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 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. Also refer paragraph 4 of the main audit report.

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

Mohan Danivas S A  
Partner

Place: Bangalore  
Date: April 23, 2021

Membership Number: 209136  
UDIN: 21209136AAAABG4727

## Annexure B to Independent Auditor's Report

Referred to in paragraph 16 of the Independent Auditor's Report of even date to the members of Wendt (India) Limited on the standalone financial statements as of and for the year ended March 31, 2021

- i. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of fixed assets.
- (b) The fixed assets are physically verified by the Management according to a phased programme designed to cover all the items over a period of two years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the fixed assets has been physically verified by the Management during the year and no material discrepancies have been noticed on such verification.
- (c) The title deeds of immovable properties, as disclosed in Note 3 on Property, plant and equipment to the financial statements, are held in the name of the Company.
- ii. The physical verification of inventory excluding stocks with third parties have been conducted at reasonable intervals by the Management during the year. In respect of inventory lying with third parties, these have substantially been confirmed by them. The discrepancies noticed on physical verification of inventory as compared to book records were not material.
- iii. The Company has not granted secured or unsecured loans, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Therefore, the provisions of Clause 3(iii), (iii)(a), (iii)(b) and (iii)(c) of the said Order are not applicable to the Company.
- iv. In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 in respect of the loans and investments made, and guarantees and security provided by it.
- v. The Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.
- vi. Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Act in respect of its products. We have broadly reviewed the same, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.
  - (a) vii. According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing the undisputed statutory dues, including provident fund, employees' state insurance, income tax, duty of customs, goods and service tax and other material statutory dues, as applicable, with the appropriate authorities.
  - (b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of income-tax, sales-tax, service-tax, duty of customs, and duty of excise or value added tax or goods and service tax which have not been deposited on account of any dispute.
- viii. According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of loans or borrowings to any financial institution or bank or Government or dues to debenture holders as at the balance sheet date.

- ix. The Company has not raised any moneys by way of initial public offer, further public offer (including debt instruments) and term loans. Accordingly, the provisions of Clause 3(ix) of the Order are not applicable to the Company.
- x. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.
- xi. The Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act. Also refer paragraph 18 of the main audit report to the standalone financial statements.
- xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the provisions of Clause 3(xii) of the Order are not applicable to the Company.
- xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act.
- xiv. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under audit. Accordingly, the provisions of Clause 3(xiv) of the Order are not applicable to the Company.
- xv. The Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.
- xvi. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

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

**Mohan Danivas S A**  
**Partner**

**Place: Bangalore**  
**Date: April 23, 2021**

**Membership Number: 209136**  
**UDIN: 21209136AAAABG4727**

## BALANCE SHEET AS AT MARCH 31, 2021

(Rs. in lakhs)

Particulars	Note No.	As at March 31, 2021	As at March 31, 2020
<b>A ASSETS</b>			
<b>1 Non-current assets</b>			
(a) Property, plant and equipment	3	5,319.35	4,995.16
(b) Capital work-in-progress	3A	108.92	417.09
(c) Goodwill	4	10.27	10.27
(d) Other intangible assets	5	58.80	110.84
(e) Financial assets - Investments	6A	430.55	430.55
(f) Other non-current assets	7	399.24	260.50
(g) Income tax assets (net)	8	353.10	343.32
<b>Total non-current assets (1)</b>		<b>6,680.23</b>	<b>6,567.73</b>
<b>2 Current assets</b>			
(a) Inventories	9	2,246.99	2,612.25
(b) Financial assets			
(i) Investments	6B	3,238.40	3,093.34
(ii) Trade receivables	10	3,288.16	2,319.07
(iii) Cash and cash equivalents	11A	180.01	148.92
(iv) Bank balances other than (iii) above	11B	27.04	821.17
(v) Other financial assets	12	129.90	126.46
(c) Other current assets	7	567.49	576.86
<b>Total current assets (2)</b>		<b>9,677.99</b>	<b>9,698.07</b>
<b>Total assets (1+2)</b>		<b>16,358.22</b>	<b>16,265.80</b>
<b>B EQUITY AND LIABILITIES</b>			
<b>1 Equity</b>			
(a) Equity share capital	13	200.00	200.00
(b) Other equity	14	12,358.40	11,766.38
<b>Total equity (1)</b>		<b>12,558.40</b>	<b>11,966.38</b>
<b>Liabilities</b>			
<b>2 Non-current liabilities</b>			
(a) Deferred tax liabilities (net)	15	160.57	173.99
<b>Total non-current liabilities (2)</b>		<b>160.57</b>	<b>173.99</b>
<b>3 Current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	17A	99.74	-
(ii) Trade payables			
- total outstanding dues of micro and small enterprises	16	125.97	82.44
- total outstanding dues of creditors other than micro and small enterprises	16	2,067.69	1,938.57
(iii) Other financial liabilities	17	365.05	1,131.02
(b) Provisions	18	460.23	478.51
(c) Income tax liabilities (net)	8	1.36	1.36
(d) Other current liabilities	19	519.21	493.53
<b>Total current liabilities (3)</b>		<b>3,639.25</b>	<b>4,125.43</b>
<b>Total equity and liabilities (1+2+3)</b>		<b>16,358.22</b>	<b>16,265.80</b>

The above balance sheet should be read in conjunction with the accompanying notes.

This is the balance sheet referred to in our report of even date.

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

**For and on behalf of the Board of Directors**

SHRINIVAS G SHIRGURKAR  
Chairman

ANANTHASESHAN  
Director

MOHAN DANIVAS S A  
Partner  
Membership Number : 209136

SRIKANTH C  
CEO

MUKESH KUMAR HAMIRWASIA  
Chief Financial Officer

Place: Bengaluru  
Date: April 23, 2021

Place: Bengaluru  
Date: April 23, 2021

T A JANANI  
Company Secretary

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

(Rs. in lakhs)

Particulars	Note No.	Year ended March 31, 2021	Year ended March 31, 2020
<b>1 INCOME</b>			
(a) Revenue from operations	20	12,072.82	12,327.50
(b) Other income	21	634.35	766.59
<b>Total income (1)</b>		<b>12,707.17</b>	<b>13,094.09</b>
<b>2 EXPENSES</b>			
(a) Cost of materials consumed	22	3,493.07	4,062.51
(b) Purchases of stock-in-trade	23	249.10	175.62
(c) Changes in stock of finished goods, work-in-progress and stock-in-trade	24	413.54	(414.91)
(d) Employee benefits expense	25	2,928.36	3,135.55
(e) Finance costs	26	2.66	2.91
(f) Depreciation and amortisation expense	27	846.00	904.50
(g) Other expenses	28	3,121.51	4,039.25
<b>Total Expenses (2)</b>		<b>11,054.24</b>	<b>11,905.43</b>
<b>3 Profit before tax (1-2)</b>		<b>1,652.93</b>	<b>1,188.66</b>
<b>4 Tax Expense</b>			
(a) Current tax	29	374.73	363.40
(b) Income tax for earlier years	29	-	7.27
(c) Deferred tax	29	(12.92)	(115.96)
<b>Total tax expense</b>		<b>361.81</b>	<b>254.71</b>
<b>5 Profit for the period (3-4)</b>		<b>1,291.12</b>	<b>933.95</b>
<b>6 Other comprehensive income</b>			
A Items that will not be reclassified to profit or loss			
(i) Remeasurements of the defined benefit obligation		1.20	(127.62)
(ii) Income tax relating to the above		(0.30)	32.12
<b>Total other comprehensive income</b>		<b>0.90</b>	<b>(95.50)</b>
<b>7 Total comprehensive income for the period (5+6)</b>		<b>1,292.02</b>	<b>838.45</b>
<b>8 Earnings per equity share (Rs.) :</b>	<b>35</b>		
(1) Basic		64.56	46.70
(2) Diluted		64.56	46.70

The above statement of Profit and Loss should be read in conjunction with the accompanying notes.

This is the statement of Profit and Loss referred to in our report of even date.

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

**For and on behalf of the Board of Directors**

SHRINIVAS G SHIRGURKAR  
Chairman

ANANTHASESHAN  
Director

MOHAN DANIVAS S A  
Partner  
Membership Number : 209136

SRIKANTH C  
CEO

MUKESH KUMAR HAMIRWASIA  
Chief Financial Officer

Place: Bengaluru  
Date: April 23, 2021

Place: Bengaluru  
Date: April 23, 2021

T A JANANI  
Company Secretary



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

(Rs. in lakhs)

### (A) Equity Share Capital

Balance as at April 1, 2019	200.00
Add: Changes in equity share capital during the year	-
Balance as at March 31, 2020	200.00
Balance as at April 1, 2020	200.00
Add: Changes in equity share capital during the year	-
Balance as at March 31, 2021	200.00

### (B) Other Equity

Particulars	Reserves and surplus		Total
	General Reserve	Retained Earnings	
Balance as at April 1, 2019	5,982.73	5,278.44	11,261.17
Profit for the year	-	933.95	933.95
Other comprehensive income for the year, net of income tax	-	(95.50)	(95.50)
<b>Total comprehensive income for the year</b>	-	<b>838.45</b>	<b>838.45</b>
Payment of final dividend for the preceding financial year	-	(300.00)	(300.00)
Payment of dividend tax on final dividend for the preceding financial year	-	(33.24)	(33.24)
Transfer to General reserve	93.40	(93.40)	-
<b>Balance as at March 31, 2020</b>	<b>6,076.13</b>	<b>5,690.25</b>	<b>11,766.38</b>
Profit for the year	-	1,291.12	1,291.12
Other comprehensive income for the year, net of income tax	-	0.90	0.90
<b>Total comprehensive income for the year</b>	-	<b>1,292.02</b>	<b>1,292.02</b>
Payment of final dividend for the preceding financial year	-	(500.00)	(500.00)
Payment of interim dividend for the current year	-	(200.00)	(200.00)
Transfer to General reserve	129.00	(129.00)	-
<b>Balance as at March 31, 2021</b>	<b>6,205.13</b>	<b>6,153.27</b>	<b>12,358.40</b>

The above statement of changes in equity should be read in conjunction with the accompanying notes.  
This is the statement of changes in equity referred to in our report of even date.

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

For and on behalf of the Board of Directors

SHRINIVAS G SHIRGURKAR  
Chairman

ANANTHASESHAN  
Director

MOHAN DANIVAS S A  
Partner  
Membership Number : 209136

SRIKANTH C  
CEO

MUKESH KUMAR HAMIRWASIA  
Chief Financial Officer

Place: Bengaluru  
Date: April 23, 2021

Place: Bengaluru  
Date: April 23, 2021

T A JANANI  
Company Secretary

## CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

(Rs. in lakhs)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
<b>Cash flow from operating activities</b>		
Profit before tax	1,652.93	1,188.66
Adjustments for :		
Depreciation and amortisation expense	846.00	904.50
Allowance for doubtful trade receivables (net of reversal)	0.88	8.61
Bad Debts written off	0.12	2.07
Finance costs	2.66	2.91
Interest income on Deposits	(7.20)	(5.00)
Dividend from long term investments in subsidiaries	(243.16)	(290.90)
Dividend from current investments - mutual funds	-	(13.13)
Loss / (Profit) on sale / discarding of tangible fixed assets (net)	31.78	(8.30)
Provisions no longer required, written back	(35.05)	(19.15)
Net Gain on sale / fair valuation of current investments (net)	(199.35)	(136.69)
Unrealised exchange loss / (gain)	3.45	(22.19)
<b>Operating profit before working capital changes</b>	<b>2,053.06</b>	<b>1,611.39</b>
<b>Changes in working capital :</b>		
(Increase)/Decrease in inventories	365.26	(340.50)
(Increase)/Decrease in trade receivables	(969.17)	449.36
(Increase)/Decrease in other financial assets	(7.43)	20.85
(Increase)/Decrease in other non-current assets	(1.61)	(1.50)
(Increase)/Decrease in other current assets	9.37	13.37
Increase/(Decrease) in trade payables	203.30	(325.03)
Increase/(Decrease) in other current financial liabilities	(713.89)	101.15
Increase/(Decrease) in current provisions	(17.08)	41.32
Increase/(Decrease) in other current liabilities	25.68	(143.86)
<b>Cash flow generated from operating activities</b>	<b>947.49</b>	<b>1,426.55</b>
Income Taxes Paid (net of refunds)	(385.31)	(425.20)
<b>Net Cash generated from operating activities (A)</b>	<b>562.18</b>	<b>1,001.35</b>
<b>Cash flow from investing activities</b>		
Capital expenditure on tangible fixed assets	(1,045.72)	(1,162.12)
Capital expenditure on intangible fixed assets	(7.15)	(35.20)
Proceeds from sale of tangible fixed assets and capital work-in-progress	21.90	13.38
Sale / (Purchase) of current investments (net)	54.32	209.30
Interest income on deposits	11.19	1.01
Dividend from long term investment in subsidiaries	243.16	290.90
Dividend from current investments - mutual funds	-	13.13
Bank balances not considered as cash and cash equivalents		
- Placed	(700.00)	(316.30)
- Matured / encashed	1,494.13	181.71
<b>Net Cash flows from / (used in) investing activities (B)</b>	<b>71.83</b>	<b>(804.19)</b>
<b>Cash flow from financing activities</b>		
Proceeds from Short term borrowing	99.74	-
Finance costs	(2.66)	(0.01)
Dividend Paid (including tax thereon)	(700.00)	(333.24)
<b>Net Cash flows (used in) financing activities (C)</b>	<b>(602.92)</b>	<b>(333.25)</b>
<b>Net Increase/(decrease) in cash and cash equivalents (A+B+C)</b>	<b>31.09</b>	<b>(136.09)</b>
<b>Cash and cash equivalents at the beginning of the year (D)</b>	<b>148.92</b>	<b>285.01</b>
<b>Cash and cash equivalents at the end of the year (refer Note 11A) (A+B+C+D)</b>	<b>180.01</b>	<b>148.92</b>

The above cash flow statement should be read in conjunction with the accompanying notes.  
This is the cash flow statement referred to in our report of even date.

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

For and on behalf of the Board of Directors

SHRINIVAS G SHIRGURKAR  
Chairman

ANANTHASESHAN  
Director

MOHAN DANIVAS S A  
Partner  
Membership Number : 209136

SRIKANTH C  
CEO

MUKESH KUMAR HAMIRWASIA  
Chief Financial Officer

Place: Bengaluru  
Date: April 23, 2021

Place: Bengaluru  
Date: April 23, 2021

T A JANANI  
Company Secretary

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

### NOTE No.

#### 1 COMPANY OVERVIEW

Wendt (India) Limited was incorporated on August 21, 1980 under the provisions of the erstwhile Companies Act, 1956, and is a joint venture between Wendt GmbH Germany and Carborundum Universal Limited, India. Wendt (India) Limited is a leading manufacturer of Super Abrasives, High precision Grinding, Honing, Special Purpose Machines and High Precision components. The Company's registered office is in Bengaluru and factory is situated in Hosur, Tamilnadu.

#### 2 SIGNIFICANT ACCOUNTING POLICIES

##### 2.1 Basis of preparation and presentation

- (i) Compliance with Ind AS  
The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the act) [Indian Accounting Standards Rules, 2015] and other relevant provisions of the Act.
- (ii) Historical cost convention  
The financial statements have been prepared on the historical cost basis, except for certain financial instruments which are measured at fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. 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.
- (iii) Operating cycle  
Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.
- (iv) New and amended standards adopted by the Company  
The company has applied the following amendments to Ind AS for the first time for their annual reporting period commencing April 1, 2020:
  - (a) Definition of Material - amendments to Ind AS 1 and Ind AS 8
  - (b) Definition of a Business - amendments to Ind AS 103
  - (c) COVID-19 related concessions - amendments to Ind AS 116
  - (d) Interest Rate Benchmark Reform - amendments to Ind AS 109 and Ind AS 107

The amendments listed above did not have any impact on the amounts recognised in current and prior periods and are not expected to significantly affect the future periods.

##### 2.2 Critical Estimates and Judgements

The preparation of these financial statements requires the use of accounting estimates which, by definition, which seldom equals the actual results. Management also needs to exercise judgement in applying the Company's accounting policies. This note provides an overview of the areas that involved higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in the relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The areas involving critical estimates or judgements are:

- (i) Impairment of trade receivables - refer note 10 and note 30.3.2
- (ii) Estimation of defined benefit obligation - refer note 33
- (iii) Provision for obsolescence of inventories - refer note 2.17 and note 9

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

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

#### 2.3 Business combinations

Acquisitions of businesses are accounted for using the acquisition method. The consideration transferred in a business combination is measured at fair values of the assets transferred, liabilities incurred to the former owners of the acquired business, equity interests issued by the company and fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets and liabilities are measured initially at their fair values at the acquisition date. Acquisition related costs are expensed as incurred.

#### 2.4 Goodwill

Goodwill arising on acquisition of a business is carried at costs as established at the date of acquisition of the business less accumulated impairment losses, if any.

If the initial accounting for a business combination is incomplete by end of the reporting period in which the combination occurs, the Company reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognised at that date.

Goodwill is tested for impairment annually. For the purpose of impairment testing, goodwill is allocated to those cash-generating units that are expected to benefit from the business combination in which the goodwill arose. If the recoverable amount of the cash-generating unit is less than its carrying amount, the impairment loss is allocated to reduce the carrying amount of the goodwill. Any impairment loss recognised for goodwill is not reversed in subsequent periods.

#### 2.5 Revenue recognition

The Company is into manufacturing, selling and servicing of Super Abrasives, High precision Grinding, Honing, Special Purpose Machines and High Precision components.

##### 2.5.1 Sale of goods

Revenue is recognised when control of products has transferred to customers. For the majority of the company's customer arrangements, control transfers to customers at a point-in-time when goods have been despatched as that is generally when legal title, physical possession and risks and rewards of goods transfers to the customers.

Revenue is recognised at the transaction price which the company expects to be entitled.

The Company does not adjust any of the transaction prices for the time value of money as the contract with customers does not contain a significant financing component.

Receivable is recognised when the right to consideration is unconditional because only the passage of time is required before payment of the consideration is due.

When the value of goods supplied or services rendered by the Company exceed the payment, a contract asset is recognised.

When the payment exceeds the value of goods supplied or services rendered, a contract liability is recognised.

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

### 2.5.2 Sale of services

Revenue from rendering of services is recognized at the point in time on rendering of services as per the terms of contracts with customers.

### 2.5.3 Dividend and interest income

Dividend income from investments is recognised when the shareholder's right to receive payment has been established.

Interest income from a financial asset is recognised and accrued using effective interest rate method.

### 2.5.4 Rental income

The company's policy for recognition of revenue from operating lease is described in note 2.6.1

## 2.6 Leasing - Operating

### 2.6.1 The Company as lessor

Lease income from operating leases where the Company is a lessor is recognized in income on a straight line basis over the lease term. Initial direct costs incurred in obtaining an operating lease are added to the carrying amount of the underlying asset and recognized as expense over the lease term on the same basis as lease income. The respective lease assets are included in the balance sheet based on their nature. The Company did not need to make any adjustments to the accounting for assets held as lessor as a result of adopting the new lease standard.

### 2.6.2 The Company as lessee

Effective April 01, 2019, the Company has adopted Ind AS 116, 'Leases'. Ind AS 116 introduces a single lessee accounting model and requires a lessee to recognise Right-of-use assets and lease liabilities for all leases with a term of more than twelve months, unless the underlying asset is of a low value. The Company has used the 'modified retrospective approach' for transition from Ind AS 17, 'Leases'.

The Company has a single leasing arrangement which meets the definition of short term lease in accordance with Ind AS 116. The Company has elected to apply the practical expedient to not recognise a lease liability and right-of-use asset for short-term leases with a lease term of 12 months or less. Payments associated with short term leases are recognised on a straight line basis in the Statement of Profit and Loss.

## 2.7 Government Grants

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

Government grants relating to income are deferred and recognized in the profit or loss over the period necessary to match them with the costs that they are intended to compensate and presented within other operating income.

Government grants relating to the purchase of property, plant and equipment are netted off with the cost of related asset.

The export incentives from the Government are recognized based on eligibility at their fair value where there is a reasonable assurance that the incentive will be received and the company will comply with all attached conditions.

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

## 2.8 Foreign currency transactions

Items included in the financial statements of the company are measured using the currency of the primary economic environment in which the entity operate (i.e. the "functional currency"). The financial statements are presented in Indian Rupee (INR), the national currency for India, which is the functional and presentation currency of the company.

Transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the date of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at that date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on monetary items are recognised in the statement of profit and loss.

## 2.9 Borrowing costs

Borrowing costs, other than that are directly attributable to the acquisition, construction or production of a qualifying asset are expensed in the period in which they are incurred.

## 2.10 Employee benefits

### 2.10.1 Long Term Employee Benefits

#### Other long term Employee Benefits - Compensated Absences

The Company also has liabilities for earned leave that are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. These obligations are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the appropriate market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

#### Defined Contribution Plans

Superannuation fund, Provident fund and Pension fund are defined contribution plans towards which the company makes contribution at predetermined rates to the Superannuation Trust, and the Regional Provident Fund Commissioner respectively. The same is debited to the Statement of Profit and Loss based on the amount of contribution required to be made as and when services are rendered by the employees.

The Company also makes contributions to state plans namely Employee's State Insurance Fund and Employee's Pension Scheme 1995. The Company has no further payment obligation once the contributions have been paid.



## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

### Defined Benefit Plan

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plan is the present value of the defined obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method. The amount is funded to a Gratuity fund administered by the trustees and managed by Life Insurance Corporation of India.

Remeasurement, comprising actuarial gain and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the Balance Sheet. Defined benefit costs are categorised as follows:

- service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- net interest expense or income;
- remeasurement

Termination benefits are recognized as an expense as and when incurred.

### 2.10.2 Short-term employee benefits

Short term employee benefits including performance incentives which are expected to be settled within 12 months after the end of the period in which the employee renders related service, are determined as per Company's policy and recognized as expense based on expected obligation on undiscounted basis

## 2.11 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax. Income tax expense is recognized in the statement of profit and loss except to the extent it relates to items directly recognized in equity or in other comprehensive income.

### 2.11.1 Current tax

Current income tax for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities based on the taxable income for the period. The tax rates and tax laws used to compute the current tax amount are those that are enacted or substantively enacted by the reporting date and applicable for the period. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis or to realize the asset and liability simultaneously.

### 2.11.2 Deferred tax

Deferred income tax is recognized using the Balance Sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements. However, the deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill or from initial recognition of an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profits or losses at the time of the transaction.

Deferred income tax asset are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

Deferred income tax liabilities are recognized for all taxable temporary differences.

The carrying amount of deferred income tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

## 2.12 Earnings per share

The basic earnings/ (loss) per share is computed by dividing the net profit attributable to equity shareholders for the year by the weighted average number of equity shares outstanding during the year. Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

## 2.13 Research and development costs

Revenue expenditure pertaining to research are charged to the respective heads in Statement of Profit and Loss. Development costs of products are also charged to the Statement of Profit and Loss unless a product's technical feasibility has been established, in which case such expenditure is capitalised. The amount capitalised comprises expenditure that can be directly attributed or allocated on a reasonable and consistent basis to creating, producing and making the asset ready for its intended use. Fixed assets utilised for research and development are capitalised and depreciated in accordance with the policies stated for Property, plant and equipment.

## 2.14 Property, Plant and equipment

Freehold Land is carried at historical cost.

All other items of Property, Plant and equipment are stated at historical cost less accumulated depreciation and impairment losses, if any. The cost of tangible assets comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, other incidental expenses and interest on borrowings attributable to acquisition of qualifying tangible assets up to the date the asset is ready for its intended use. Machinery spares which can be used exclusively in connection with an item of tangible asset and whose use is expected to be irregular are capitalised and depreciated over the useful life of the principal item of the relevant assets. Subsequent costs are included in the asset's carrying amount are recognised as a separate asset, as appropriate only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably.

Individual assets costing less than Rs.5,000 each are depreciated in full in the year of acquisition.

On transition to Ind As, the company elected to continue with the carrying value of all its Property, plant and equipment measured as per the previous GAAP and use that carrying value as the deemed cost of the Property, plant and equipment.

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

Capital work-in-progress:

Items of assets which are not yet ready for their intended use are carried at cost, comprising direct cost, related incidental expenses and attributable interest, if any.

### Depreciation

Depreciation is recognised so as to write off the cost of the assets (other than freehold land and assets under progress) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual value and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Estimated useful lives of the tangible assets are as follows: -	
Buildings - Freehold	
(i) Factory Building	30 years
(ii) Building (Other than factory building)	60 years
Plant and Equipment	
(i) Single Shift	15 years
(ii) Double Shift	10 years
(iii) Triple Shift	7.5 years
Office Equipment	
(i) Computers and Data Processing equipment's	3 years
(ii) Servers and Networks	6 years
(iii) Others	5 years
Furniture and Fixtures	10 years
Vehicles	8 years

Depreciation on tangible fixed assets has been provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013 except in respect of the used / second hand machines & process bath equipments, in whose case the life of the assets has been assessed based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support, etc.

Depreciation on assets added / disposed off during the year is provided on pro-rata basis from the month of addition or up to the month prior to the month of disposal, as applicable.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

## 2.15 Intangible assets

### 2.15.1 Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

On transition to Ind As, the company elected to continue with the carrying value of all its intangible assets measured as per the previous GAAP and use that carrying value as the deemed cost of the Property, plant and equipment.

### 2.15.2. Intangible assets acquired in a business combination

Intangible assets acquired in a business combination other than goodwill are initially recognised at their fair value at the acquisition date (which is regarded as their cost)

### 2.15.3 Useful lives of intangible assets

Estimated useful lives of the intangible assets are as follows:-

Technical Knowhow	5 years
Computer Software	5 years
Brands and Trademarks	5 years
Patents	5 years

## 2.16 Impairment of tangible and intangible assets other than goodwill

At the end of each reporting period, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the assets is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is higher of fair value less cost of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset(or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

## 2.17 Inventories

Inventories are valued at lower of cost and net realizable value. Cost of raw materials, stores and spares and traded goods comprises cost of purchases. Cost of work-in-progress and finished goods comprises direct materials, direct labour, and an appropriate proportion of overheads. Cost of inventories also include all other costs incurred in bringing the inventories to the present location and condition. Cost is computed on weighted average basis.

Net realisable value represents the estimated selling price for inventories less the estimated costs of completion and estimated costs necessary to make the sale.

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

### 2.18 Cash and cash equivalents

Cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short term, highly liquid investments with maturity of 3 months or less that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in values, and bank overdrafts. Bank overdrafts and Book overdrafts are disclosed under "Other financial liabilities".

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

### 2.19 Provisions and Contingencies

Provisions are recognised when the company has a present obligation (legal or constructive) as a results of a past event, it is probable that the company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle present obligation at the end of reporting period, taking into account the risk and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of receivable can be measured reliably.

A disclosure for contingent liabilities is made where there is a possible obligation or a present obligation that may probably not require an outflow of resources or where there is an obligation for which the future outcome cannot be ascertained with reasonable certainty. When there is a possible or a present obligation where the likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets are not recognized in the financial statements.

### 2.20 Financial Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provision of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss ) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transactions costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

### 2.21 Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the market place.

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

All recognised financial assets are subsequently measured in their entirety at either amortized cost or fair value, depending on the classification of the financial assets.

### 2.21.1. Classification of financial assets

Financial Assets that meet the following conditions are subsequently measured at amortised cost (except for financial assets that are designated as fair value through profit or loss on initial recognition) :

- the asset is held within business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instruments give rise on specified dates to cash flows that are solely payments of principal and interest on the principal and interest on the principal amount outstanding.

Financial assets are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. Financial assets are measured initially at fair value plus transaction costs and subsequently carried at amortised cost using the effective interest method, less any impairment loss.

Amortised cost are represented by security deposits, cash and cash equivalents and eligible current and non-current assets. Cash and cash equivalent comprise cash on hand and in banks and demand deposit with banks which can be withdrawn at any time without prior notice or penalty on the principal.

For the impairment policy on financial assets measured at amortised cost, refer Note 2.21.4

Financial assets that meet the following conditions are subsequently measured at fair value through other comprehensive income (except for financial assets that are designated as fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and
- the contractual terms of the instruments give rise on specified dates to cash flows that are solely payments of principal and interest on the principal and interest on the principal amount outstanding.

### 2.21.2 Investment in Subsidiaries

Investment in subsidiaries is carried at cost.

### 2.21.3 Investment in equity instruments at FVTOCI

On initial recognition, the company can make an irrevocable election (on an instrument-by-instrument basis) to present the subsequent changes in fair value in other comprehensive income pertaining to investment in equity instruments. This election is not permitted if the equity investment is held for trading. These elected investments are initially measured at fair value. Subsequently, they are measured at fair value with gain and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the 'Reserve for equity instrument through other comprehensive income'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments.



## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

### 2.21.4. Financial assets at fair value through profit or loss (FVTPL)

Financial asset at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporate any dividend or interest earned on the financial asset and is included under 'Other income'. Dividend on financial asset at FVTPL is recognised when the company's right to receive the dividends is established. It is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount can be measured reliably.

FVTPL is a residual category for financial assets. Any financial categorisation which is not at amortised cost or as FVTOCI, is classified at FVTPL. In addition, the company may elect to designate the financial asset, which otherwise meets amortised cost or FVTOCI criteria, at FVTPL, if doing so eliminates or significantly reduces a measurement or recognition inconsistency.

### 2.21.5. Impairment of financial assets

The company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the company measures the loss allowance for that financial instruments at an amount equal to 12 month expected credit losses. 12 month expected credit losses are portion of the lifetime expected credit losses and represents the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the 12 months.

For trade receivables or any contractual rights to receive cash or another financial assets that result from transactions that are within the scope of Ind AS 115, the company always measures the loss allowance at an amount equal to life time expected credit losses.

Further, for the purposes of measuring lifetime expected credit loss allowance for trade receivables, the company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

## 2.22 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). Refer Note 31 for segment information presented.

## 2.23 Rounding Off

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs, as per the requirement of Schedule III, unless otherwise stated.

## 2.24 New standards and interpretations not yet adopted

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 April 01, 2021.

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 3 - Property, plant and equipment

Description of assets	Land - Freehold	Buildings - Freehold	Plant and Equipment	Office Equipment	Furniture and Fixtures	Vehicles	Total
<b>I. Gross Block</b>							
Balance as at April 1, 2019	3.66	1,664.10	8,741.25	906.49	302.15	157.34	11,774.99
Additions	-	35.64	673.26	50.02	4.88	7.00	770.80
Disposals	-	-	(6.10)	(13.64)	-	(23.09)	(42.83)
<b>Balance as at March 31, 2020</b>	<b>3.66</b>	<b>1,699.74</b>	<b>9,408.41</b>	<b>942.87</b>	<b>307.03</b>	<b>141.25</b>	<b>12,502.96</b>
Balance as at April 1, 2020	3.66	1,699.74	9,408.41	942.87	307.03	141.25	12,502.96
Additions	-	548.59	599.62	12.54	3.93	-	1,164.68
Disposals	-	-	(112.03)	(11.97)	-	(47.34)	(171.34)
<b>Balance as at March 31, 2021</b>	<b>3.66</b>	<b>2,248.33</b>	<b>9,896.00</b>	<b>943.44</b>	<b>310.96</b>	<b>93.91</b>	<b>13,496.30</b>
<b>II. Accumulated depreciation</b>							
Balance as at April 1, 2019	-	516.61	5,198.51	745.01	181.42	61.81	6,703.36
Depreciation expense for the year (refer note 27)	-	56.75	656.90	86.63	25.88	16.11	842.27
Eliminated on disposal of assets	-	-	(5.85)	(12.85)	-	(19.13)	(37.83)
<b>Balance as at March 31, 2020</b>	<b>-</b>	<b>573.36</b>	<b>5,849.56</b>	<b>818.79</b>	<b>207.30</b>	<b>58.79</b>	<b>7,507.80</b>
Balance as at April 1, 2020	-	573.36	5,849.56	818.79	207.30	58.79	7,507.80
Depreciation expense for the year (refer note 27)	-	60.99	626.94	64.30	22.34	12.24	786.81
Eliminated on disposal of assets	-	-	(93.19)	(10.58)	-	(13.89)	(117.66)
<b>Balance as at March 31, 2021</b>	<b>-</b>	<b>634.35</b>	<b>6,383.31</b>	<b>872.51</b>	<b>229.64</b>	<b>57.14</b>	<b>8,176.95</b>
<b>Net carrying value as at March 31, 2020</b>	<b>3.66</b>	<b>1,126.38</b>	<b>3,558.85</b>	<b>124.08</b>	<b>99.73</b>	<b>82.46</b>	<b>4,995.16</b>
<b>Net carrying value as at March 31, 2021</b>	<b>3.66</b>	<b>1,613.98</b>	<b>3,512.69</b>	<b>70.93</b>	<b>81.32</b>	<b>36.77</b>	<b>5,319.35</b>

Notes:

- (a) Refer to Note 36.1 (a) for disclosure of contractual commitments for the acquisition of property, plant and equipment.  
(b) Refer to Note 36.2 and Note 17A for information on property, plant and equipment pledged as security by the Company.

### Note 3A: Capital work in progress

Particulars	As at March 31, 2021	As at March 31, 2020
Balance at beginning of the year	417.09	469.25
Addition during the year	105.69	297.75
Capitalised during the year	(413.86)	(349.91)
Balance at end of the year	108.92	417.09

Note: Capital work in progress majorly represents expenditure incurred towards plant and equipment.

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 4 – Goodwill

A reconciliation of the carrying amount of goodwill at the beginning and end of the reporting period

Description of Assets	As at March 31, 2021	As at March 31, 2020
<b>Cost</b>		
Balance at beginning of year	10.27	10.27
Additions	-	-
Balance at end of year	10.27	10.27
<b>Accumulated impairment</b>		
Balance at beginning of year	-	-
Impairment losses recognised during the year	-	-
Balance at end of year	-	-
<b>Net carrying value</b>	10.27	10.27

### Note 5 – Other intangible assets

Description of Assets	Technical Knowhow	Computer Software	Brands and Trademarks	Patents	Total
<b>I. Gross Block</b>					
Balance as at April 1, 2019	202.27	323.38	81.00	50.00	656.65
Additions	-	35.20	-	-	35.20
Balance as at March 31, 2020	202.27	358.58	81.00	50.00	691.85
Balance as at April 1, 2020	202.27	358.58	81.00	50.00	691.85
Additions	-	7.15	-	-	7.15
Balance as at March 31, 2021	202.27	365.73	81.00	50.00	699.00
<b>II. Accumulated amortisation</b>					
Balance as at April 1, 2019	193.48	253.25	44.55	27.50	518.78
Amortisation expense for the year (refer note 27)	6.26	29.77	16.20	10.00	62.23
Balance as at March 31, 2020	199.74	283.02	60.75	37.50	581.01
Balance as at April 1, 2020	199.74	283.02	60.75	37.50	581.01
Amortisation expense for the year (refer note 27)	2.51	30.48	16.20	10.00	59.19
Balance as at March 31, 2021	202.25	313.50	76.95	47.50	640.20
<b>Net Carrying Value as on March 31, 2020</b>	2.53	75.56	20.25	12.50	110.84
<b>Net Carrying Value as on March 31, 2021</b>	0.02	52.23	4.05	2.50	58.80

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

### Note 6 - Investments

SI No.	Particulars	As at March 31, 2021		As at March 31, 2020	
		Current	Non-current	Current	Non-current
		Units (Nos)	Amount	Units (Nos)	Amount
<b>A</b>	<b>COST</b>				
	<b>I. Unquoted Investments</b>				
	Investments in Equity Instruments of Subsidiaries				
	i) WENDT GRINDING TECHNOLOGIES LTD, THAILAND (10,299,993 equity shares of face value Baht 10/- each (March 31, 2020: 10,299,993), partly paid up @ 2.5 Baht per share	-	-	-	277.39
	ii) WENDT MIDDLE EAST FZE, SHARJAH (refer note below) (8 equity shares of face value of AED 150,000 each (March 31, 2020 :8) fully paid up)	-	-	-	153.16
	<b>TOTAL UNQUOTED INVESTMENTS CARRIED AT COST [A]</b>		430.55		430.55
<b>B</b>	<b>Designated as Fair Value Through Profit and Loss</b>				
	<b>I. Quoted Investments</b>				
	Investments in Mutual Funds				
1	ICICI Prudential Ultra Short Term Fund - Growth	12,53,512	255.29	-	-
2	ICICI Prudential Money Market Fund - Direct Plan - Growth	18,222	50.89	-	-
3	ICICI Prudential Corporate Bond Fund - Growth	18,93,954	394.43	-	-
4	ICICI Prudential Money Market Fund-Growth	13,848	40.58	-	-
5	Aditya Birla Sun Life Money Manager Fund - Growth Regular Plan	-	-	20,832	56.07
6	Aditya Birla Sun Life Liquid Fund -Growth Regular Plan	67,209	346.65	15,427	49.02
7	Aditya Birla Sun Life Low Duration Fund -Growth Regular Plan	14,412	60.92	20,759	100.41
8	Aditya Birla Sun Life Savings Fund - Growth-Regular Plan	-	-	40,183	159.74
9	Aditya Birla Sun Life OvernightFund-Growth-Regular Plan	60,632	161.17	24,248	261.45
10	Aditya Birla Sun Life Floating Rate Fund - Growth Regular Plan	-	-	-	-
11	Nippon India Money Market Fund - Direct Growth Option	-	-	1,912	58.37
12	Nippon India Liquid Fund-Growth Plan - Growth Option	-	-	2,495	120.33
13	Nippon India Floating Rate Fund - Growth Plan - Growth Option	12,85,184	445.42	12,85,184	408.38
14	Nippon India Money Market Fund - Growth Plan - Growth Option	782	25.00	1,677	50.85
15	TATA Short Term Bond Fund Regular Plan A - Growth	2,95,555	112.01	2,95,555	104.55
16	TATA Short Term Bond Fund Regular Plan A - Growth	1,86,618	75.48	1,86,618	69.80
17	BSF Short Term Bond Fund - Plan A Growth	9,15,932	209.36	4,75,461	103.02
18	BSF Low Duration Fund - Regular Plan - Growth	6,109	168.03	10,30,334	151.07
19	SBI Magnum Low Duration Fund-Regular Growth	30,01	30.01	6,109	159.01
20	SBI Magnum Ultra Short Duration Fund - Regular Growth	8,114	240.60	9,976	278.32
21	Invesco India Treasury Advantage Fund - Regular Growth	36,62,881	433.82	18,86,770	211.42
22	HDFC Ultra Short Term Fund - Regular Growth	4,92,881	221.85	-	-
23	HDFC Low Duration Fund -Regular Plan - Growth	1,52,334	53.46	1,52,334	50.92
24	L&I Ultra Short Term Fund Direct Plan - Growth	6,78,602	130.53	-	-
25	IDFC Banking & PSU Debt Fund -Regular Plan - Growth	-	-	-	-
	<b>TOTAL INVESTMENTS CARRIED AT FVTPL [B]</b>		3,238.40		3,093.34
	<b>TOTAL INVESTMENTS CARRIED AT COST [A] + [B]</b>		430.55		430.55
	<b>Other disclosures</b>				
	Aggregate cost of quoted investments		3,016.92		-
	Aggregate market value of quoted investments		3,238.40		-
	Aggregate value of unquoted investments		-		430.55
	Aggregate amount of impairment in value of investments		-		-

Note:  
The board of directors have approved a proposal for voluntary de-registration of M/s. Wendt Middle East FZE, a wholly owned subsidiary of the company located at Hamriyah Free Zone, Sharjah, UAE in January 2021. Accordingly, the de-registration process has been initiated. Further, the management does not envisage any material impact arising due to de-registration of the subsidiary.

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 7 - Other non-current and current assets

Particulars	As at March 31, 2021		As at March 31, 2020	
	Current	Non- Current	Current	Non- Current
Unsecured, considered good				
(a) Advances to suppliers	92.17	-	89.15	-
(b) Balances with government authorities (other than income taxes)				
(i) Cenvat and custom duty refundable	2.71	-	2.71	-
(ii) GST credit receivable	4.89	-	30.54	-
(c) Prepayments	152.04	-	177.17	-
(d) Security deposits with government	-	55.52	-	53.91
(e) Capital advances	-	343.72	-	206.59
(f) Export incentive receivable	74.56	-	142.85	-
(g) Contract assets (refer note (i) & (ii) below)	221.36	-	102.33	-
(h) Other loans and advances	19.76	-	32.11	-
Unsecured, considered doubtful				
(a) Other loans and advances	48.20	-	35.86	-
Less: Provisions for doubtful loans and advances	(48.20)	-	(35.86)	-
<b>Total</b>	<b>567.49</b>	<b>399.24</b>	<b>576.86</b>	<b>260.50</b>

#### Notes:

- (i) : Contract assets include Rs. 59.33 lakhs (March 31, 2020: Rs. NIL) due from related parties.  
(ii) : Movement of Contract assets:

Particulars	As at March 31, 2021	As at March 31, 2020
Balance at beginning of the year	102.33	152.08
Obligation fulfilled during the year	(89.13)	(152.08)
Obligation to be fulfilled	208.16	102.33
<b>Balance at end of the year</b>	<b>221.36</b>	<b>102.33</b>

### Note 8 - Income tax assets and liabilities

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Income tax assets - non current</b>		
Advance Income tax paid (net)	353.10	343.32
<b>Total</b>	<b>353.10</b>	<b>343.32</b>
<b>Income tax liabilities - current</b>		
Provision for income tax (net)	1.36	1.36
<b>Total</b>	<b>1.36</b>	<b>1.36</b>

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 9 - Inventories

Particulars	As at March 31, 2021	As at March 31, 2020
(a) Raw materials	1,099.26	1,048.14
(b) Work-in-progress	637.59	1,030.80
(c) Finished goods	215.40	269.09
(d) Stock-in-trade	78.49	45.13
(e) Stores and spares	216.25	219.09
<b>TOTAL</b>	<b>2,246.99</b>	<b>2,612.25</b>
<b>Included above, goods-in-transit:</b>		
(i) Raw materials	77.10	105.30
<b>Total goods-in-transit</b>	<b>77.10</b>	<b>105.30</b>

#### Notes :

- The method of valuation of inventories are stated in Note: 2.17.
- Provision for inventories, where their selling prices have declined below cost (Provision for net realisable value) as at March 31, 2021 amounted to Rs. 57.63 lakhs (March 31, 2020: Rs. 67.29 lakhs). In addition, provision for obsolescence amounts to Rs. 16.65 lakhs (March 31, 2020: Rs. 23.24 lakhs).
- The Company analyses inventory items with no movement for more than one year for potential obsolescence and accounts for provision for obsolescence based on management's judgement. Expected usage of the inventory items is considered for assessing the adequacy of write down.
- In respect of inventory items expected to be sold below net realisable value, estimates of the amount the inventories are expected to realise are based on the most reliable evidence available at the time the estimates are made. These estimates are based on Management's judgement and take into consideration fluctuations of price or cost directly relating to events occurring after the end of the period to the extent that such events confirm conditions existing at the end of the period.

### Note 10 - Trade receivables

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Current</b>		
Trade receivables from		
(a) Related parties	183.61	384.73
(b) Others	3,137.64	1,983.39
	3,321.25	2,368.12
Less: Allowance for doubtful receivables (expected credit loss allowance)	33.09	49.05
<b>Total</b>	<b>3,288.16</b>	<b>2,319.07</b>



## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 10(a) - Break-up of security details

Particulars	As at March 31, 2021	As at March 31, 2020
Trade receivables considered good - secured	-	-
Trade receivables considered good - unsecured	3,321.25	2,368.12
Trade receivables which have significant increase in credit risk	-	-
Trade receivables - credit impaired	-	-
	3,321.25	2,368.12
Less: Allowance for doubtful receivables (expected credit loss allowance)	33.09	49.05
<b>Total</b>	<b>3,288.16</b>	<b>2,319.07</b>

Notes :

- 1) Credit risk is managed at the operational segment level. The credit limit and credit period are fixed for each customer after evaluating the financial position, past performance, business opportunities, credit references etc. The credit limit and the credit period are reviewed regularly at periodical intervals.
- 2) The Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on provision matrix which takes into account the historical credit loss experience adjusted for forward looking information. (refer note 30.3.2).
- 3) Some trade receivables may be past due over 365 days without being impaired considering the certainty of realisation.

### Note 11A - Cash and cash equivalents

Particulars	As at March 31, 2021	As at March 31, 2020
(a) Balances with banks in current accounts	179.17	127.56
(b) Cheques on hand	0.39	-
(c) Deposits with maturity of less than three months	-	19.87
(d) Cash in hand	0.45	1.49
<b>Total</b>	<b>180.01</b>	<b>148.92</b>

### Note 11B - Bank balances other than above

Particulars	As at March 31, 2021	As at March 31, 2020
(a) Deposits with maturity of more than three months and less than one year	-	34.77
(b) Earmarked balances in dividend accounts	27.04	786.40
<b>Total</b>	<b>27.04</b>	<b>821.17</b>

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 12 - Other financial assets

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Current</b>		
(a) Security deposits	8.22	17.23
(b) Employee advances	30.38	58.75
(c) Receivables from related parties	85.87	41.31
(d) Rent receivable from related party	5.43	5.18
(e) Interest receivable	-	3.99
<b>Total</b>	<b>129.90</b>	<b>126.46</b>

### Note 13 - Equity Share Capital

(Rs. in lakhs, except for number of shares)

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Authorised:</b>	300.00	300.00
3,000,000 (March 31, 2020: 3,000,000) Equity shares of Rs. 10/- each with voting rights		
<b>Issued, subscribed and fully paid:</b>		
2,000,000 (March 31, 2020: 2,000,000) Equity shares of Rs. 10/- each with voting rights	200.00	200.00
<b>Total</b>	<b>200.00</b>	<b>200.00</b>

#### (a) Reconciliation of the number of shares outstanding at the beginning and at the end of the period

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of Shares	Amount (Rs. in lakhs)	No. of Shares	Amount (Rs. in lakhs)
Shares outstanding at the beginning of the period	20,00,000	200.00	20,00,000	200.00
Add: Movements during the year	-	-	-	-
<b>Shares outstanding at the end of the period</b>	<b>20,00,000</b>	<b>200.00</b>	<b>20,00,000</b>	<b>200.00</b>

#### (b) Details of shares held by each shareholder holding more than 5% shares in the Company:

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of Shares	%	No. of Shares	%
<b>Equity shares :</b>				
Wendt GmbH, Germany	7,50,000	37.50	7,97,352	39.87
Carborundum Universal Limited, India	7,50,000	37.50	7,97,352	39.87

#### (c) Rights, preferences and restrictions attached to shares

The Company has only one class of equity shares with voting rights (one vote per share). The dividends proposed by the Board of directors is subject to approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the equity shareholders are entitled to receive only the residual assets of the Company. The distribution of dividends is in the proportion to the number of equity shares held by the shareholders.

- (d) There are no instances of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of 5 years immediately preceding the Balance Sheet date.

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 14 - Other equity

Particulars	As at March 31, 2021	As at March 31, 2020
General reserve	6,205.13	6,076.13
Retained earnings	6,153.27	5,690.25
<b>Total</b>	<b>12,358.40</b>	<b>11,766.38</b>

#### 14.1 General Reserve

Particulars	As at March 31, 2021	As at March 31, 2020
Balance at the beginning of the year	6,076.13	5,982.73
Transfer from retained earnings	129.00	93.40
<b>Balance as at the year end</b>	<b>6,205.13</b>	<b>6,076.13</b>

The general reserve is a free reserve, retained from Company's profits and can be utilised upon fulfilling certain conditions in accordance with Companies Act.

#### 14.2 Retained earnings

Particulars	As at March 31, 2021	As at March 31, 2020
Balance at the beginning of the year	5,690.25	5,278.44
Profit for the year	1,291.12	933.95
Other comprehensive income arising from remeasurement of defined benefit obligation, net of tax	0.90	(95.50)
Payment of final dividend for the preceding financial year	(500.00)	(300.00)
Dividend tax on final dividend for the preceding financial year	-	(33.24)
Payment of interim dividend for the current year	(200.00)	-
Transfer to general reserve	(129.00)	(93.40)
<b>Balance as at the year end</b>	<b>6,153.27</b>	<b>5,690.25</b>

Retained earnings comprise of the company's undistributed earnings after taxes.

#### 14.3 Distributions made and proposed

The amount of per share dividend distributed to equity shareholders during the year ended March 31, 2021 and March 31, 2020 was Rs. 35 and Rs. 15 respectively.

The Board of Directors at its meeting held on May 28, 2020 had recommended a final dividend of 250% (Rs. 25/- per equity share of face value Rs.10/- each). The proposal was approved by shareholders at the Annual General Meeting held on July 24, 2020, this has resulted in a cash outflow of Rs. 500 lakhs. Also, the Board of Directors at its meeting held on January 22, 2021 had declared an interim dividend of 100% (Rs. 10/- per equity share of face value of Rs. 10/- each). Further, the Board of Directors at its meeting held on April 23, 2021 have recommended a final dividend of 200% (Rs. 20/- per equity share of face value of Rs.10/- each) which is subject to approval of shareholders.

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 15 - Deferred tax liabilities

Particulars	March 31, 2021			
	Opening Balance	Recognised in profit and loss	Recognised in other comprehensive income	Closing balance
<b>Tax effect of items constituting deferred tax liabilities</b>				
Property, plant and equipment and other intangible assets	298.47	(57.59)	-	240.88
Net gain on fair value of mutual funds	17.10	38.64	-	55.74
	315.57	(18.95)	-	296.62
<b>Tax effect of items constituting deferred tax assets</b>				
	(120.43)	5.10	(0.50)	(115.83)
Employee benefits	(12.35)	4.02	-	(8.33)
Allowance for doubtful trade receivables	(8.80)	(3.09)	-	(11.89)
	(141.58)	6.03	(0.50)	(136.05)
<b>Total</b>	<b>173.99</b>	<b>(12.92)</b>	<b>(0.50)</b>	<b>160.57</b>

Particulars	March 31, 2020			
	Opening Balance	Recognised in profit and loss	Recognised in other comprehensive income	Closing balance
<b>Tax effect of items constituting deferred tax liabilities</b>				
Property, plant and equipment and other intangible assets	395.99	(97.52)	-	298.47
Net gain on fair value of mutual funds	25.13	(8.03)	-	17.10
	421.12	(105.55)	-	315.57
<b>Tax effect of items constituting deferred tax assets</b>				
Employee benefits	(90.14)	(12.29)	(18.00)	(120.43)
Allowance for doubtful trade receivables	(12.85)	0.50	-	(12.35)
Others	(10.18)	1.38	-	(8.80)
	(113.17)	(10.41)	(18.00)	(141.58)
<b>Total</b>	<b>307.95</b>	<b>(115.96)</b>	<b>(18.00)</b>	<b>173.99</b>

### Note 16 - Trade Payables

Particulars	As at March 31, 2021	As at March 31, 2020
(a) Trade payables to		
- Micro and small enterprises (refer note 37)	125.97	82.44
- Related parties (refer note 34)	346.22	390.39
- Others	1,721.47	1,548.18
<b>Total</b>	<b>2,193.66</b>	<b>2,021.01</b>

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 17 - Other financial liabilities

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Current</b>		
(a) Unclaimed and Unpaid dividends [refer note (i) below]	27.04	786.40
(b) Deposit from related party	10.00	10.00
(c) Creditors for capital supplies and services	35.86	95.08
(d) Retention money	20.93	13.79
(e) Due to employees	260.43	213.21
(f) Others	10.79	12.54
<b>Total</b>	<b>365.05</b>	<b>1,131.02</b>

**Note:**

- (i) There are no amounts which has remained unpaid or unclaimed as at Balance sheet date requiring transfer to Investor Education and Protection Fund.

### Note 17A - Borrowings

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Current</b>		
<b>Secured</b> from bank (refer note below)	99.74	-
<b>Total</b>	<b>99.74</b>	<b>-</b>

**Note:**

- (i) Secured Short term loan from bank represents Export packing credit availed against export orders by hypothecation of finished goods and trade receivables. This credit carries an interest rate of 2.20% per annum and is repayable against receipt of related trade receivable.
- (ii) First charge on all fixed assets of the company except land and building.

### Note 18 – Provisions

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Current</b>		
(a) Provision for employee benefits		
- Compensated absences (refer note 33)	335.09	355.34
- Gratuity (refer note 33)	125.14	123.17
<b>Total</b>	<b>460.23</b>	<b>478.51</b>

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 19 - Other current liabilities

Particulars	As at March 31, 2021	As at March 31, 2020
(a) Advances received from customers (refer note (i) & (ii) below)	346.17	403.97
(b) Statutory dues payable (other than income taxes)	157.14	73.66
(c) Others	15.90	15.90
<b>Total</b>	<b>519.21</b>	<b>493.53</b>

**Notes:**

- (i) : Advances received from customers includes Rs. NIL (March 31, 2020 : Rs. 52.68 lakhs) due to related parties.
- (ii) : Movement of Advances received from customers:

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Balance at beginning of the year</b>	403.97	555.59
Amounts received during the year	339.64	293.86
Amounts recognized as revenue / refunded during the year	(397.44)	(445.48)
<b>Balance at end of the year</b>	<b>346.17</b>	<b>403.97</b>

### Note 20 - Revenue from operations

Particulars	Year ended	
	March 31, 2021	March 31, 2020
Revenue from contract with customers	11,026.90	11,260.59
(a) Sale of products [refer note (i) and (iii) below]	872.93	776.53
(b) Sale of services [refer note (ii) and (iii) below]	172.99	290.38
Other operating income [refer note (iv) below]		
<b>Total</b>	<b>12,072.82</b>	<b>12,327.50</b>

### Note 20(i) - Details of sale of products

Particulars	Year ended	
	March 31, 2021	March 31, 2020
Manufactured products	10,726.77	10,981.09
Traded products	300.13	279.50
<b>Total - Sale of products</b>	<b>11,026.90</b>	<b>11,260.59</b>

### Note 20(ii) - Details of sale of services

Particulars	Year ended	
	March 31, 2021	March 31, 2020
Machining charges	785.74	640.90
Others	87.19	135.63
<b>Total - Sale of services</b>	<b>872.93</b>	<b>776.53</b>



## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 20 (iii) - Other disclosures required under Ind AS 115

- (a) All the revenue contracts are for periods of one year or less or are billed based on time incurred. Hence as permitted under Ind AS 115, the transaction price allocated to these unsatisfied contracts is not disclosed.
- (b) Refer note 31 for disclosure of disaggregated revenue.
- (c) Reconciliation of revenue recognised with contract price

Particulars	March 31, 2021	March 31, 2020
Contract price	11,899.83	12,037.12
Adjustment towards variable consideration	-	-
Revenue from sale of products and services	11,899.83	12,037.12

### Note 20(iv) - Details of other operating income

Particulars	Year ended	
	March 31, 2021	March 31, 2020
Sale of scrap	31.71	58.92
Service charges	45.38	43.37
Commission	13.51	18.79
Management fee and other income	32.13	38.44
Export incentives [refer note (v) below]	50.26	130.86
<b>Total - other operating income</b>	<b>172.99</b>	<b>290.38</b>

### Note 20(v) - Government grants

Exports incentives represents grants in the nature of licenses under Merchandise export from India scheme (MEIS) and duty drawback.

### Note 21 - Other Income

Particulars	Year ended	
	March 31, 2021	March 31, 2020
(a) Interest income on deposits	7.20	5.00
(b) Dividend income		
- Dividend income on long-term investments (from subsidiaries)	243.16	290.90
- Dividend income from current investments - mutual funds	-	13.13
(c) Rental income	55.20	17.57
(d) Net gain on sale of current investments	45.82	155.03
(e) Net gain arising on financial assets designated as fair value through profit or loss	153.53	-
(f) Profit on sale of capital assets (net of loss on assets sold / scrapped / written off)	-	8.30
(g) Net foreign exchange differences	39.75	84.79
(h) Allowance for doubtful trade receivables no longer required, written back	17.68	17.11
(i) Provisions no longer required, written back	35.05	19.15
(j) Miscellaneous income [refer note (i) below]	36.96	155.61
<b>Total</b>	<b>634.35</b>	<b>766.59</b>

Note:

(i) : includes proceeds of insurance claim of Rs. NIL (March 31, 2020 : Rs. 145.48 lakhs)

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 22 - Cost of materials consumed

Particulars	Year ended	
	March 31, 2021	March 31, 2020
Opening stock	1,048.14	1,112.83
Add: Purchases	3,544.19	3,997.82
	4,592.33	5,110.65
Less: Closing stock [refer note 9(a)]	1,099.26	1,048.14
<b>Cost of materials consumed</b>	<b>3,493.07</b>	<b>4,062.51</b>

### Note 23 - Purchases of stock-in-trade

Particulars	Year ended	
	March 31, 2021	March 31, 2020
Purchases of stock in trade	249.10	175.62
<b>Total</b>	<b>249.10</b>	<b>175.62</b>

### Note 24 - Changes in inventories of finished goods, work-in-progress and stock-in-trade

Particulars	Year ended	
	March 31, 2021	March 31, 2020
<b>Opening stock</b>		
Work-in-progress	1,030.80	794.85
Finished goods	269.09	86.56
Stock-in-trade	45.13	48.70
	1,345.02	930.11
<b>Closing stock</b>		
Work-in-progress	637.59	1,030.80
Finished goods	215.40	269.09
Stock-in-trade	78.49	45.13
	931.48	1,345.02
<b>Net (increase) / decrease</b>	<b>413.54</b>	<b>(414.91)</b>

### Note 25 - Employee benefits expense

Particulars	Year ended	
	March 31, 2021	March 31, 2020
(a) Salaries, wages and bonus	2,457.38	2,587.56
(b) Contribution to provident and other funds	207.67	212.34
(c) Staff welfare expenses	263.31	335.65
<b>Total</b>	<b>2,928.36</b>	<b>3,135.55</b>

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 26 - Finance cost

Particulars	Year ended	
	March 31, 2021	March 31, 2020
(a) Interest - others	1.59	2.91
(b) Interest expense on current borrowings	1.07	-
<b>Total</b>	<b>2.66</b>	<b>2.91</b>

### Note 27 - Depreciation and amortisation expense

Particulars	Year ended	
	March 31, 2021	March 31, 2020
(a) Depreciation of property, plant and equipment (refer note 3)	786.81	842.27
(b) Amortisation of intangible assets (refer note 5)	59.19	62.23
<b>Total</b>	<b>846.00</b>	<b>904.50</b>

### Note 28 - Other Expenses

Particulars	Year ended	
	March 31, 2021	March 31, 2020
Stores and spares consumed	548.00	668.36
Contract labour	39.29	69.41
Repairs and maintenance		
- Buildings	65.52	109.56
- Machinery	93.88	173.53
- Others	15.26	20.88
Power and fuel charges	278.95	319.79
Freight outward and packing charges (net)	194.30	252.50
Rental charges	11.61	18.88
Processing charges	559.09	694.61
Directors' sitting fees	8.90	7.80
Commission to non-executive directors	15.25	14.00
Rates and taxes	48.81	61.60
Contribution to research institution (refer note 44)	-	2.00
Expenditure on corporate social responsibility (refer note 44)	32.02	32.50
Insurance charges	37.37	44.98
Selling commission	135.12	83.63
Bad trade receivables written off	16.96	5.75
Less: Transferred from provision	16.84	3.68
Allowance for doubtful trade receivables (refer note 30.3.2)	18.55	25.72
Auditors remuneration		
As auditors		
Statutory Audit	9.50	9.50
Tax Audit	1.00	1.00
Reimbursement of expenses	1.00	4.34
Bank charges	59.44	80.33
Service fee	162.20	166.75
Professional expenses	158.61	169.68
EDP Charges	139.61	134.12
Advertisement and sales promotion expenses	185.98	302.40
Travelling and conveyance expenses	58.21	331.11
Communication expenses	20.59	26.20
Loss on sale / discarding of tangible fixed assets (net)	31.78	-
Net loss arising on financial assets designated as fair value through profit or loss	-	18.34
Miscellaneous expenses	191.55	193.66
<b>Total</b>	<b>3,121.51</b>	<b>4,039.25</b>

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 29 - Income tax recognised in profit or loss

#### (a) Income Tax Expense

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
<b>Current tax</b>		
In respect of the current year	374.73	363.40
In respect of the Prior year	-	7.27
	374.73	370.67
<b>Deferred tax</b>		
In respect of the current year	(12.92)	(115.96)
	(12.92)	(115.96)
<b>Total</b>	<b>361.81</b>	<b>254.71</b>

#### (b) Numerical Reconciliation between average effective tax rate and applicable tax rate:

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
<b>Profit Before tax</b>	<b>1,652.93</b>	<b>1188.66</b>
Income Tax using the Company's domestic Tax rate of 25.17% (March 31, 2020 - 25.17%)	416.01	299.16
Effect of expenses that are not deductible in determining taxable profit	8.19	9.19
Effect of dividend income from foreign subsidiaries	(61.20)	(23.30)
Effect of changes in deferred tax rates	-	(41.79)
Others	(1.19)	4.18
	361.81	247.44
Adjustment recognised in the current year in relation to current tax of previous years	-	7.27
<b>Income Tax recognised in statement of profit and loss</b>	<b>361.81</b>	<b>254.71</b>

#### Note:

1) The Company elected to exercise the option permitted under section 115BAA of the Income-tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019. Accordingly, the Company has recognized Provision for Income Tax for the year ended March 31, 2020 and re-measured its Deferred Tax Liability basis the rate prescribed in the said section. The full impact of this change has been recognized in the statement of Profit and Loss for the year ended March 31, 2020.

2) The tax impact for deferred tax purposes has been arrived by applying a tax rate of 25.17% (March 31, 2020: 25.17%) being the prevailing tax rate applicable for the company for the financial year ending March 31, 2022 under the Income tax Act, 1961.

### Note 30 - Financial Instruments

#### 30.1 Capital Management

The capital includes issued equity share capital and all other equity reserves attributable to the equity holders. The Company's objectives when managing capital is to safeguard their ability to continue as a going concern while maximizing the return to shareholders through the optimization of cash and cash equivalents along with investment which is predominantly investment in liquid and short term mutual funds.

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

### 30.2 Categories of financial instruments

The carrying value and fair value of financial instruments by categories as of March 31, 2021 and March 31, 2020 were as follows:

Particulars	Carrying Amount		Fair Value	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
<b>Financial Assets</b>				
<b>Measured at fair- value through profit and loss (FVTPL)</b>				
Investments	3,238.40	3,093.34	3,238.40	3,093.34
<b>Measured at amortized cost</b>				
- Trade receivables	3,288.16	2,319.07	3,288.16	2,319.07
- Cash and cash equivalents	180.01	148.92	180.01	148.92
- Other bank balances	27.04	821.17	27.04	821.17
- Other financial assets	129.90	126.46	129.90	126.46
<b>Total financial assets</b>	<b>6,863.51</b>	<b>6,508.96</b>	<b>6,863.51</b>	<b>6,508.96</b>
<b>Financial Liabilities</b>				
<b>Measured at amortized cost</b>				
- Trade payables	2193.66	2021.01	2,193.66	2,021.01
- Other financial liabilities	365.05	1131.02	365.05	1,131.02
- Borrowings	99.74	-	99.74	-
<b>Total financial liabilities</b>	<b>2,658.45</b>	<b>3,152.03</b>	<b>2,658.45</b>	<b>3,152.03</b>

The management assessed that fair value of cash and short- term deposits, trade receivables, trade payables, book overdrafts and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

i)The fair value of the quoted mutual funds is based on price quotations at reporting date. The fair value of unquoted instruments, loans from banks and other financial liabilities, as well as other non-current financial liabilities is estimated by discounting future cash flows using rates currently available for debtor similar terms, credit risk and remaining maturities.

#### Fair value hierarchy

- Level 1- Quoted prices (unadjusted) 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 (i.e.as prices) or indirectly (i.e. Derived from prices).
- Level 3- Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

The following table presents the fair value measurement hierarchy of financial assets measured at fair value on recurring basis as at March 31, 2021 and March 31, 2020.

Particulars	Note	Total	Fair value measurement using		
			Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Financial assets designated at FVTPL:					
As at March 31, 2021					
- Investment in mutual funds	6B	3,238.40	3,238.40	-	-
As at March 31, 2020					
- Investment in mutual funds	6B	3,093.34	3,093.34	-	-

The following table presents the assets and liabilities which are measured at amortized cost for which fair values are disclosed as at March 31, 2021 and March 31, 2020.

Particulars	Note	Total	Fair value measurement using		
			Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
<b>As at March 31, 2021</b>					
Financial assets measured at amortized cost:					
- Trade receivables	10	3,288.16	-	-	3,288.16
- Cash and cash equivalents	11A	180.01	-	-	180.01
- Other bank balances	11B	27.04	-	-	27.04
- Other financial assets	12	129.90	-	-	129.90
Financial liabilities measured at amortized cost:					
- Trade payables	16	2,193.66	-	-	2,193.66
- Other financial liabilities	17	365.05	-	-	365.05
- Borrowings	17A	99.74	-	-	99.74
<b>As at March 31, 2020</b>					
Financial assets measured at amortized cost:					
- Trade receivables	10	2,319.07	-	-	2,319.07
- Cash and cash equivalents	11A	148.92	-	-	148.92
- Other bank balances	11B	821.17	-	-	821.17
- Other financial assets	12	126.46	-	-	126.46
Financial liabilities measured at amortized cost:					
- Trade payables	16	2,021.01	-	-	2,021.01
- Other financial liabilities	17	1,131.02	-	-	1,131.02
- Borrowings	17A	-	-	-	-

There have been no transfers among Level 1, Level 2 and Level 3 during the period.



## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 30.3 Financial Risk management objectives and policies

The Company treasury function provides service to the business, co-ordinates access to domestic and international financial markets monitors and manages the financial risks relating to the operations of the company through internal risk report which analyze exposures by degree and magnitude of risk. These risk include market risk, currency risk, credit risk and liquidity risk.

The Company seeks to minimize the effects of these risks by using policies approved by the board of directors, which provide written principles on interest risk, credit risk and investment of excess liquidity. The Company does not enter into trade financial instruments for speculative purpose.

The Company treasury function reports quarterly to the senior management team that monitors risk and policies implemented to mitigate risk exposures.

#### 30.3.1 Market risk

The company is exposed primarily to the financial risk of change in foreign currency exchange rate. The Company transacts in various foreign currencies. Foreign currencies are recognised at the rate of exchange prevailing at the date of transaction. Company being a net exporter, follows the policy of natural hedging of foreign exchange transactions. There is net foreign exchange gain in the current and previous year.

#### 30.3.1 (a) Foreign currency risk management

The company undertakes transactions denominated in foreign currencies, consequently, the company is exposed to exchange rate fluctuations. The company, being a net exporter, follows the policy of natural hedging of foreign exchange earnings and outflow and hence it does not take any forward covers.

The carrying amounts of the Company's foreign currency (unhedged) denominated monetary assets and monetary liabilities at the end of the reporting period are as follows:

Particulars	March 31, 2021		March 31, 2020	
	Foreign Currency (in lakhs)	INR (in lakhs)	Foreign Currency (in lakhs)	INR (in lakhs)
Creditors against Import of goods, capital items and services				
- USD	8.18	608.16	5.94	451.52
- EUR	1.42	124.27	1.80	152.10
- GBP	0.14	14.35	0.39	36.46
- CHF	-	-	0.06	4.45
- JPY	14.30	9.66	-	-
- KRW	14.81	0.99	-	-
Trade and other receivables				
- USD	13.10	951.65	7.95	596.12
- EUR	2.46	208.20	2.20	180.72
- GBP	0.37	36.93	0.37	33.92

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

The sensitivity of impact on profit or loss of the company to changes in the exchange rates, individual currency wise, is summarized below: -

Currency sensitivity	Impact on profit before tax (in %)	
	March 31, 2021	March 31, 2020
<b>USD Sensitivity</b>		
INR/USD - Increase by 1%	0.20%	0.10%
INR/USD - Decrease by 1%	(0.20%)	(0.10%)
<b>EUR Sensitivity</b>		
INR/EUR - Increase by 1%	0.05%	0.03%
INR/EUR - Decrease by 1%	(0.05%)	(0.03%)
<b>GBP Sensitivity</b>		
INR/GBP - Increase by 1%	0.01%	0.00%
INR/GBP - Decrease by 1%	(0.01%)	(0.00%)
<b>CHF Sensitivity</b>		
INR/CHF - Increase by 1%	0.00%	0.00%
INR/CHF - Decrease by 1%	0.00%	0.00%

#### 30.3.2 Credit Risk

Credit risk is the risk that counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The company is exposed to credit risk from its operating activities (primarily trade receivables and contract assets) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

The customers are broadly classified into high risk and medium risk, accordingly credit limit exposure is fixed. The company carries out payment performance review of all customers and based on this analysis, risk category of customers are evaluated annually. Further, the utilization of credit limit is regularly monitored through inbuilt locks in the ERP system.

#### Details of loss allowance

Particulars	As at March 31, 2021		As at March 31, 2020	
	Gross carrying amount (Rs. in lakhs)	Expected Credit Loss (%)	Gross carrying amount (Rs. in lakhs)	Expected Credit Loss (%)
Within the credit period	2,391	0	1,280	1
1-30 days past due	404	1	453	2
31-60 days past due	130	2	205	3
61-90 days past due	91	5	114	4
91-180 days past due	140	6	228	5
181-365 days past due	121	8	54	5
366-730 days past due	46	10	34	5

#### Reconciliation of loss allowance

Particulars	As at March 31, 2021	As at March 31, 2020
Balance at beginning of the year	49.05	44.12
Amounts recognised in the year	18.55	25.72
Amounts written off during the year	(16.83)	(3.68)
Reversal during the year	(17.68)	(17.11)
Balance at end of the year	33.09	49.05

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

### Sensitivity analysis of loss allowance

Particulars	Impact on profit before tax	
	As at March 31, 2021	As at March 31, 2020
Increase in loss allowance + 1%	33.00	24.00
Decrease in loss allowance - 1%	(12.00)	(24.00)

### 30.3.3 Liquidity Risk

Liquidity risk is the risk that the company will not be able to meet its financial obligations as they fall due. The company's approach to managing liquidity is to ensure that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the company's business and reputation.

The Company regularly reviews its receivables, inventory and other working capital elements to mitigate any liquidity concerns. Any surplus from the business funds needs is parked in debt mutual funds (liquid / liquid plus) of reputed Asset Management Companies to provide day to day working capital. Also, the company has unutilized credit limits with bank.

The following table presents the maturity period of all financial liabilities as at March 31, 2021 and March 31, 2020.

Particulars	Note	Contractual cash flows			
		Carrying amount	Less than 1 year	1 - 2 years	More than 2 years
<b>As at March 31, 2021</b>					
Financial liabilities measured at amortized cost:					
- Trade payables	16	2,193.66	2,193.66	-	-
- Other financial liabilities	17	365.05	365.05	-	-
- Borrowings	17A	99.74	99.74	-	-
<b>As at March 31, 2020</b>					
Financial liabilities measured at amortized cost:					
- Trade payables	16	2,021.01	2,021.01	-	-
- Other financial liabilities	17	1,131.02	1,131.02	-	-
- Borrowings	17A	-	-	-	-

## Note 31 - Segment Disclosures

### 31.1 Products and services from which reportable segments derive their revenue

The CEO of the Company has been identified as the Chief Operating Decision Maker (CODM) as defined by Ind AS 108, Operating Segments. Operating segments are defined as components of an enterprise for which discrete financial information is available that is evaluated regularly by the CODM, in deciding how to allocate resources and assessing performance.

- The Company is organised into two main business segments, namely :
  - Super Abrasives and b) Machines, Accessories and Components.

The above segments have been identified taking into account the organisation structure as well as the differing risks and returns of these segments. The Company has identified business segments as its primary segments. The reportable business segments are in line with the segment wise information which is being presented to the CODM.

- Segment Revenue and expenses have been identified to segments on the basis of their relationships to the operating activities of the segment. Revenue and expenses, which relate to the enterprise as a whole and are not allocable to segments on a reasonable basis have been included under "Other unallocable Expenditure".

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

### 31.2 Segment Revenues and Results

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
<b>1. Segment Revenue</b>		
a) Super Abrasives	8,055.93	8,431.00
b) Machines, Accessories and Components	3,843.90	3,606.12
<b>Total</b>	<b>11,899.83</b>	<b>12,037.12</b>
Less:- Inter Segment Revenue	-	-
<b>Revenues</b>	<b>11,899.83</b>	<b>12,037.12</b>
<b>2. Segment Results</b>		
a) Super Abrasives	1,301.18	930.95
b) Machines, Accessories and Components	560.71	425.64
<b>Total</b>	<b>1,861.89</b>	<b>1,356.59</b>
Less: (i) Finance costs	2.66	2.91
(ii) Other un-allocable Expenditure net of un-allocable income of Rs. 807.34 lakhs (March 31, 2020 : Rs. 1056.97 lakhs)	206.30	165.02
(iii) Tax expense	361.81	254.71
<b>Profit for the year</b>	<b>1,291.12</b>	<b>933.95</b>

### 31.3 Revenue by geographical market

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
India	8,621.48	8,033.20
Outside India	3,278.35	4,003.92
<b>Total</b>	<b>11,899.83</b>	<b>12,037.12</b>

### 31.4 Segment assets

Segment assets and Segment liabilities of the Company's business other than Inventory and receivables have not been identified to any reportable segment, as these are used interchangeably between segments.

Particulars	March 31, 2021	March 31, 2020
a) Super Abrasives	3,743.54	3,559.95
b) Machines, Accessories and Components	1,791.61	1,371.40
<b>Total segment assets</b>	<b>5,535.15</b>	<b>4,931.35</b>
Unallocated assets	10,823.07	11,334.45
<b>Total assets as per Balance sheet</b>	<b>16,358.22</b>	<b>16,265.80</b>

### 31.5 Non current assets by geographical market other than financial assets and income tax assets

Particulars	March 31, 2021	March 31, 2020
India	5,896.58	5,793.86
Outside India	-	-
<b>Total</b>	<b>5,896.58</b>	<b>5,793.86</b>

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

### 31.6 Information about major customers

No single customer represents 10% or more of the company's total revenue for the year ended March 31, 2021 ((March 31, 2020 : 11% from one external customer).

### Note 32 - Leases

#### As a Lessee

The Company has entered into operating lease arrangements for leased accommodation which is for a period of 12 months. The lease is cancellable at the option of the lessee.

This lease is a short term lease and does not include any variable payment terms.

#### Impact due to Adoption of Ind AS 116 on the financial statements from periods beginning April 1, 2019

Only leasing arrangement that the Company has entered into is in respect of a leased accommodation which is for a period of 12 months. The Company has elected to apply the practical expedient available in Ind AS 116 to not apply the requirements of the standard to short-term term leases (i.e. leases which are for a period of 12 months or less). Accordingly, no right-of-use asset or a lease liability have been recognised by the Company under Ind AS 116 for the year ended March 31, 2021 and March 31, 2020.

#### Disclosure relating to Ind AS 116

##### Amounts recognised in the Statement of Profit and Loss:

The statement of profit or loss shows the following amount related to leases:

Particulars	March 31, 2021	March 31, 2020
Lease rentals recognised in the Statement of Profit and Loss (Refer Note 28)	11.61	18.88

#### As a Lessor

The Company has entered into operating lease arrangements and leased out a portion of its factory building to a related party, which is for a period of less than 12 months.

This lease is a short term lease and does not include any variable payment terms.

##### Amounts recognised in the Statement of Profit and Loss:

The statement of profit or loss shows the following amount related to leases:

Particulars	March 31, 2021	March 31, 2020
Lease rental income recognised in the Statement of Profit and Loss (Refer Note 21)	55.20	17.57

Details of the Factory Building (out of this, leased out a portion) are as given below:

Particulars	March 31, 2021	March 31, 2020
Gross carrying amount	2,248.33	1,699.74
Less: Accumulated depreciation	634.35	573.36
<b>Net carrying amount</b>	<b>1,613.98</b>	<b>1,126.38</b>

The depreciation recognized in respect of the factory building for the year is Rs. 60.99 lakhs (March 31, 2020 : Rs. 56.75 lakhs).

There are no contingent rents receivable.

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 33 - Employee Benefits

#### Defined Contribution Plans

The Company operates defined contribution benefit plans for all qualifying employees of the company.

Superannuation fund, Provident fund and pension fund are defined contribution plans towards which the company makes contribution at predetermined rates to the Superannuation Trust funded with Life Insurance Corporation Of India and the Regional Provident Fund Commissioner respectively. The same is debited to the Statement of Profit and Loss accounts based on the amount of contribution required to be made and services rendered by the employees. The Company also makes contributions to state plans namely Employee's State Insurance Fund and Employee's Pension Scheme 1995. The Company has no further payment obligation once the contributions have been paid.

#### Defined Benefit Plans

The Company is having defined benefit plan namely gratuity for all qualifying employees of the company.

The liability for gratuity to employees as at the Balance sheet date is determined on the basis of actuarial valuation using Projected Unit Credit method. The amount is funded to a Gratuity fund administered by the trustees and managed by Life Insurance Corporation of India.

Remeasurement, comprising actuarial gain and losses and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurement recognised in other comprehensive income is reflected in retained earnings and is not reclassified to profit or loss.

The plans typically expose the company to actuarial risks such as investment risk, interest rate risk, longevity risk and salary risk.

Investment risk	The present value of the defined benefit plan liability is calculated using the discount rate which is determined by reference to market yield at the end of the reporting period on government bonds. For other defined benefit plans, the discount rate is determined by reference to market yields at the end of the reporting period. If the return on plan asset is below this rate, it will create a plan deficit.
Interest risk	A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's investments.
Longevity risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
Salary risk	The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.



## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

### A. Gratuity

The following tables set out the funded status of the gratuity plans and the amounts recognised in the Company's financial statements as at March 31, 2021 and March 31, 2020:

#### (a) Change in defined benefit obligation

Particulars	As at March 31, 2021	As at March 31, 2020
Defined benefit obligation at beginning of period	748.39	599.95
Service cost		
a) Current service cost	47.97	47.33
b) Past service cost	-	-
Interest expenses	40.40	42.35
Benefits Paid	(158.98)	(66.10)
Remeasurements:		
a) Effect of changes in demographic assumptions	-	-
b) Effect of change in financial assumptions	(15.43)	168.49
c) Effect of experience adjustments	3.25	(43.63)
<b>Defined benefit obligation at end of period</b>	<b>665.60</b>	<b>748.39</b>

#### (b) Change in fair value of plan assets

Particulars	As at March 31, 2021	As at March 31, 2020
Fair value of plan assets at beginning of period	625.22	555.29
Interest Income	35.21	44.09
Contributions	50.00	94.70
Benefits Paid	(158.98)	(66.10)
Remeasurements:		
a) Return on plan assets (excluding interest income)	(10.99)	(2.76)
<b>Fair value of plan assets at end of period</b>	<b>540.46</b>	<b>625.22</b>

#### (c) Amounts recognized in the Balance Sheet

Particulars	As at March 31, 2021	As at March 31, 2020
Defined benefit obligation	665.60	748.39
Fair value of plan assets	(540.46)	(625.22)
Effect of asset ceiling	-	-
<b>Net defined benefit liability* / (asset)</b>	<b>125.14</b>	<b>123.17</b>

\*Included under provision for employee benefits in Note 18 - "Provisions"

#### (d) Amounts recognized in the Statement of Profit and Loss

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Service Cost	47.97	47.33
Net interest cost	5.19	(1.74)
<b>Net Gratuity Cost in the Statement of Profit and Loss*</b>	<b>53.16</b>	<b>45.59</b>

\* Included under contribution to provident and other funds in Note 25 - "Employee benefits expense"

#### (e) Amounts recognized in the Other Comprehensive Income

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
<b>Remeasurement of the net defined benefit liability / (asset)</b>		
Actuarial (gains) / losses	(12.19)	124.86
(Return) / Loss on plan assets excluding amounts included in the net interest on the defined benefit liability / (asset)	(10.99)	(2.76)
<b>Net Cost in Other Comprehensive Income</b>	<b>(1.20)</b>	<b>127.62</b>

#### (f) Composition of plan assets

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Fund with an Insurance Company	540.46	625.22

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

### (g) Significant actuarial assumptions

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Discount rate	6.33%	6.04%
Salary escalation rate	10.00%	10.00%
Attrition Rate	7.00%	7.00%
Retirement Age	58 years	58 years
Pre-retirement mortality	Indian Assured Lives Mortality (2012-14) Ultimate	Indian Assured Lives Mortality (2012-14) Ultimate
Disability	Nil	Nil

The Company assesses these assumptions with its projected long-term plans of growth and prevalent industry standards. The discount rate is based on the government securities yield.

### (h) Sensitivity analysis - DBO end of Period

Particulars	As at March 31, 2021	As at March 31, 2020
Discount rate +100 basis points	615.69	698.17
Discount rate -100 basis points	722.87	806.05
Salary Increase Rate +1%	717.04	799.66
Salary Increase Rate -1%	619.66	702.65
Attrition Rate +1%	653.13	735.14
Attrition Rate -1%	679.74	763.44

Significant actuarial assumptions for the determination of the defined obligation are discount rate, expected salary increase and mortality. The sensitivity analyses above 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 changes in the defined 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 defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.

### (i) Expected cash flows for following year

Particulars	As at March 31, 2021	As at March 31, 2020
Expected employer contributions /Addl. Provision next year	47.72	139.74
Expected total benefit payments		
Year 1	93.24	43.55
Year 2	45.28	89.28
Year 3	49.70	42.10
Year 4	36.89	43.67
Year 5	44.74	49.46
Next 5 years	227.50	204.50

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

The weighted average duration of the defined benefit obligation is 9 years (March 31, 2020: 9 years)

The Company expects to make a contribution of Rs. 50 lakhs (as at March 31, 2020: Rs.50 lakhs) to the defined benefit plans during the next financial year. The employee benefit obligations(net) have been included in current liabilities based on the expected contributions.

### B. Compensated Absences

#### (a) Charge to Statement of Profit and Loss and Liability

Particulars	As at March 31, 2021	As at March 31, 2020
Charge / (credit) in the Statement of Profit and Loss	62.28	132.78
Liability as at the year end	335.09	355.34

The entire amount of provision is presented as current since the Company does not have an unconditional right to defer settlement of any of these obligations. However, based on past experience, the Company does not expect all employees to avail the full amount of accrued leave or require payment for such leave within the next 12 months. The leave obligation not expected to be settled within the next 12 months amounts to Rs. 202.09 lakhs (March 31, 2020 : Rs. 198.50 lakhs).

#### (b) Actuarial Assumptions

Particulars	As at March 31, 2021	As at March 31, 2020
Discount Rate	6.33% p.a	6.04% p.a.
Salary Escalation Rate	10.00% p.a.	10.00% p.a.

#### (c) Defined Contribution Plans

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Employers' Contribution to Provident Fund *	67.56	70.52
Employers' Contribution to Superannuation Fund *	24.84	32.29
Employers' Contribution to Employee's Pension Scheme 1995 *	62.11	63.94
Employers' Contribution to Employee's State Insurance #	9.32	13.09

\* Included in Contribution to provident and other funds

# Included in staff welfare expenses

## Note 34 - Related Party Disclosures

### 1) List of Related parties:

#### i) Party where control exists -Subsidiaries

- (a) Wendt Grinding Technologies Ltd, Thailand
- (b) Wendt Middle East FZE , United Arab Emirates

#### ii) Investors with significant influence and their subsidiaries, with whom transactions have taken place during the year

- (a) Carborundum Universal Limited
  - (1) Cumi America
  - (2) Cumi (Australia) Pty Ltd
  - (3) Cumi Abrasives & Ceramics Company Ltd
  - (4) Net Access India Ltd
  - (5) Sterling Abrasives Limited

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

### (b) Wendt GmbH, Germany

- (1) Winterthur Technologie France
- (2) Winterthur Technology Iberica
- (3) 3M Wixom USA
- (4) 3M UK Winterthur Technology
- (5) AO 3M Russia
- (6) 3M Australia
- (7) 3M Svenska AB

### iii) Company in which KMP / Director is a director and with whom transactions have taken place during the year

- (a) Pragati Transmission P Ltd
- (b) Tespa Tools Pvt Ltd
- (c) Tespa India Private Limited
- (d) Tespa Calibration Service
- (e) Micromatic Machine Tools Private Limited

### iv) Key Management Personnel

Mr.Rajesh Khanna, Executive Director & CEO (till October 31, 2020)

Mr.Srikanth C, CEO - Designate (from November 01, 2020 till March 31, 2021) & CEO (from April 01, 2021)

### v) Relatives of Key Management Personnel

Mrs. Preethi Khanna - Wife of Mr. Rajesh Khanna

### 2) Transaction with related parties during the year ended March 31, 2021 and March 31, 2020 are as follows:

Particulars	Subsidiaries		Investors with significant influence and their subsidiaries		Company in which KMP / director is a Director		Key Management Personnel and their relatives		Total	
	20-21	19-20	20-21	19-20	20-21	19-20	20-21	19-20	20-21	19-20
<b>Purchase of Capital Goods</b>										
Carborundum Universal Limited	-	-	5.21	-	-	-	-	-	5.21	-
Wendt Grinding Technologies Ltd Thailand	-	53.69	-	-	-	-	-	-	-	53.69
<b>Other Purchases</b>										
Wendt GmbH, Germany	-	-	128.86	104.62	-	-	-	-	128.86	104.62
Carborundum Universal Limited	-	-	70.44	82.31	-	-	-	-	70.44	82.31
Wendt Grinding Technologies Ltd Thailand	44.41	16.97	-	-	-	-	-	-	44.41	16.97
Cumi America	-	-	-	46.60	-	-	-	-	-	46.60
Micromatic Machine Tools Private Limited	-	-	-	-	0.25	2.18	-	-	0.25	2.18
Tespa Tools Pvt Ltd	-	-	-	-	0.29	1.49	-	-	0.29	1.49
Tespa India Private Limited	-	-	-	-	-	0.21	-	-	-	0.21
Tespa Calibration Service	-	-	-	-	0.04	0.03	-	-	0.04	0.03
Sterling Abrasives Limited	-	-	18.86	13.16	-	-	-	-	18.86	13.16
Net Access India Limited	-	-	22.97	17.81	-	-	-	-	22.97	17.81
<b>Sale of Goods and Services</b>										
Wendt GmbH Germany	-	-	181.55	224.08	-	-	-	-	181.55	224.08
Carborundum Universal Limited	-	-	280.20	144.63	-	-	-	-	280.20	144.63
Cumi America	-	-	237.24	437.64	-	-	-	-	237.24	437.64
CUMI (Australia) Pty Ltd	-	-	0.56	1.17	-	-	-	-	0.56	1.17
Cumi Abrasives & Ceramics Company Ltd	-	-	98.66	172.47	-	-	-	-	98.66	172.47

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

Particulars	Subsidiaries		Investors with significant influence and their subsidiaries		Company in which KMP / director is a Director		Key Management Personnel and their relatives		Total	
	20-21	19-20	20-21	19-20	20-21	19-20	20-21	19-20	20-21	19-20
Wendt Grinding Technologies Ltd Thailand	308.28	321.45	-	-	-	-	-	-	308.28	321.45
Wendt Middle East FZE	146.79	74.75	-	-	-	-	-	-	146.79	74.75
Winterthur Technologie France	-	-	14.49	23.63	-	-	-	-	14.49	23.63
Winterthur Technology Iberica	-	-	54.34	81.21	-	-	-	-	54.34	81.21
3M Wixom USA	-	-	32.96	31.25	-	-	-	-	32.96	31.25
3M UK Winterthur Technology	-	-	90.79	228.61	-	-	-	-	90.79	228.61
AO 3M Russia	-	-	-	0.14	-	-	-	-	-	0.14
3M Svenska AB	-	-	-	2.15	-	-	-	-	-	2.15
3M Australia	-	-	2.82	2.26	-	-	-	-	2.82	2.26
Pragati Transmission P Ltd	-	-	-	-	1.73	0.39	-	-	1.73	0.39
Sterling Abrasives Limited	-	-	5.91	0.09	-	-	-	-	5.91	0.09
<b>Payment of Rent</b>										
Rajesh Khanna	-	-	-	-	-	-	5.51	9.44	5.51	9.44
Preethi Khanna	-	-	-	-	-	-	5.51	9.44	5.51	9.44
<b>Payment of Managerial Remuneration</b>										
Rajesh Khanna (refer note (b) below)	-	-	-	-	-	-	112.10	142.90	112.10	142.90
<b>Payment of Managerial Remuneration-Retirals</b>										
Gratuity Payment	-	-	-	-	-	-	92.49	-	92.49	-
Compensated absences	-	-	-	-	-	-	36.21	-	36.21	-
<b>Receipt of Dividend</b>										
Wendt Grinding Technologies Ltd Thailand	243.16	290.90	-	-	-	-	-	-	243.16	290.90
<b>Payment of Service Fee and Commission</b>										
Carborundum Universal Limited	-	-	162.20	166.75	-	-	-	-	162.20	166.75
<b>Payment of Dividend</b>										
Carborundum Universal Limited	-	-	274.34	119.61	-	-	-	-	274.34	119.61
Wendt GmbH Germany	-	-	274.34	119.61	-	-	-	-	274.34	119.61
<b>Receipt of Management fee, Service charges, Commission, Rent and Accounting charges</b>										
Wendt GmbH Germany	-	-	13.51	18.79	-	-	-	-	13.51	18.79
Carborundum Universal Limited	-	-	55.20	17.57	-	-	-	-	55.20	17.57
Wendt Grinding Technologies Ltd Thailand	25.32	33.47	-	-	-	-	-	-	25.32	33.47
Wendt Middle East FZE	6.81	4.97	-	-	-	-	-	-	6.81	4.97
<b>Reimbursement of Expenses - Paid</b>										
Carborundum Universal Limited	-	-	78.29	74.76	-	-	-	-	78.29	74.76
Cumi America	-	-	-	7.36	-	-	-	-	-	7.36
<b>Reimbursement of Expenses - Received</b>										
Wendt GmbH Germany	-	-	27.59	-	-	-	-	-	27.59	-
Carborundum Universal Limited	-	-	46.52	24.13	-	-	-	-	46.52	24.13
Wendt Grinding Technologies Ltd Thailand	0.21	0.58	-	-	-	-	-	-	0.21	0.58
Wendt Middle East FZE	10.28	0.46	-	-	-	-	-	-	10.28	0.46

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

3) The details of amounts due to or due from related parties as at March 31, 2021 and March 31, 2020 are as follows:

Particulars	Subsidiaries		Investors with significant influence and their subsidiaries		Company in which KMP / director is a Director		Key Management Personnel and their relatives		Total	
	31.03.2021	31.03.2020	31.03.2021	31.03.2020	31.03.2021	31.03.2020	31.03.2021	31.03.2020	31.03.2021	31.03.2020
<b>Amount due from</b>										
Wendt GmbH Germany	-	-	68.28	28.91	-	-	-	-	68.28	28.91
Carborundum Universal Limited	-	-	81.51	57.98	-	-	-	-	81.51	57.98
Cumi America	-	-	39.45	157.61	-	-	-	-	39.45	157.61
Cumi Abrasives & Ceramics Company Ltd	-	-	39.26	122.40	-	-	-	-	39.26	122.40
Wendt Grinding Technologies Ltd Thailand	50.72	28.65	-	-	-	-	-	-	50.72	28.65
Wendt Middle East FZE	16.53	-	-	-	-	-	-	-	16.53	-
Winterthur Technologie France	-	-	0.27	1.18	-	-	-	-	0.27	1.18
Winterthur Technology Iberica	-	-	16.17	21.05	-	-	-	-	16.17	21.05
3M Wixom USA	-	-	-	5.77	-	-	-	-	-	5.77
3M UK Winterthur Technology	-	-	19.93	5.52	-	-	-	-	19.93	5.52
3M Australia	-	-	-	2.06	-	-	-	-	-	2.06
Pragati Transmission P Ltd	-	-	-	-	-	0.09	-	-	-	0.09
Sterling Abrasives Limited	-	-	2.12	-	-	-	-	-	2.12	-
<b>Amount due to</b>										
Wendt GmbH Germany	-	-	69.29	32.33	-	-	-	-	69.29	32.33
Wendt Grinding Technologies Ltd Thailand	6.87	3.17	-	-	-	-	-	-	6.87	3.17
Wendt Middle East FZE	-	15.78	-	-	-	-	-	-	-	15.78
Carborundum Universal Limited	-	-	264.78	393.63	-	-	-	-	264.78	393.63
Micromatic Machine Tools Private Limited	-	-	-	-	0.03	0.37	-	-	0.03	0.37
Sterling Abrasives Limited	-	-	7.62	1.89	-	-	-	-	7.62	1.89
Net Access India Limited	-	-	7.63	5.90	-	-	-	-	7.63	5.90

4) The details of compensation to key management personnel are as follows:

Particulars	20-21	19-20
Short term benefits	83.37	110.25
Post-Employment Benefits	9.41	15.70
Other benefits	19.32	16.95
Retirals	128.70	-

- The related party relationships are as identified by the Company, on the basis of information available with the Company and relied upon by the auditors.
- Managerial remuneration as disclosed above for FY 2019-20 and FY 2020-21 has been paid pursuant to a special resolution by the shareholders at the 37th Annual General Meeting held on July 22, 2019.



## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 35 - Earning per share (EPS)

(Rs. in lakhs, except number of shares)

Particulars	March 31, 2021	March 31, 2020
(a) Profit for the year	1,291.12	933.95
(b) Weighted average number of equity shares	20,00,000	20,00,000
(c) Nominal value of shares (in rupees)	10	10
<b>Earnings per share (in rupees) -</b>		
Basic and diluted	64.56	46.70

Note : There is no dilution to the Basic Earnings per Share as there are no dilutive potential equity shares.

### Note 36 - Contingent liability and commitments to the extent not provided for:

#### 36.1 Commitments

Particulars	March 31, 2021	March 31, 2020
(a) Estimated amount of contracts remaining to be executed on capital account (in respect of tangible assets) and not provided for (net of advances Rs. 343.72 lakhs, March 31, 2020: Rs. 206.59 lakhs)	688.01	1,396.53
(b) Other Commitments	-	-

**36.2 The Company has a working capital limit with State Bank of India, secured by hypothecation of stock and book debts and collateral charge on all fixed assets other than land and building.**

### Note 37 - Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Particulars	March 31, 2021	March 31, 2020
(i) Principal amount remaining unpaid to any supplier as at the end of each accounting year	125.97	82.44
(ii) Interest due thereon remaining unpaid to any supplier as at the end of each accounting year	-	-
(iii) The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
(iv) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	-	-
(v) The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
(vi) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of diasallowance of a deductible expenditure under Section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 38 - Value of imports on CIF basis:

Particulars	March 31, 2021	March 31, 2020
Raw Materials	1,727.29	2,342.85
Traded goods	183.60	159.94
Stores and spare parts	92.78	116.73
Capital goods	466.34	163.04

### Note 39 - Expenditure in Foreign Currency

Particulars	March 31, 2021	March 31, 2020
Technical consultancy fee	2.65	17.93
Travel	0.02	60.49
Others	151.99	58.32

### Note 40 - Details of consumption of imported and indigenous items

Particulars	March 31, 2021	March 31, 2020
<b>Imported</b>		
Raw Material	1,771.77	2,165.23
Stores and spare parts	78.73	95.85
<b>Indigenous</b>		
Raw Material	1,721.30	1,897.28
Stores and spare parts	469.27	572.51

### Note 41 - Earnings in Foreign exchange:

Particulars	March 31, 2021	March 31, 2020
FOB value of goods exported	3255.98	3977.26
Others	317.68	348.13

### Note 42 - Research and Development Expenditure

Research and Development expenditure incurred during the year aggregates to Rs. 160.65 lakhs (Previous year Rs. 236.20 lakhs) as detailed below:

Particulars	March 31, 2021	March 31, 2020
Revenue expenditure (refer note below)	160.65	214.70
Capital expenditure (including capital work in progress)	-	21.50
<b>Total</b>	<b>160.65</b>	<b>236.20</b>

Notes:-

- (i) Revenue expenditure shown above, *inter alia*, includes depreciation of Rs. 51.17 lakhs (March 31, 2020 : Rs.51.58 lakhs), consultancy services of Rs. 8.10 lakhs (March 31, 2020 : Rs. 22.03 lakhs) and travel expenditure of Rs. 0.04 lakhs (March 31, 2020 : Rs. 4.36 lakhs).

**Note 43 –** Previous year's figures have been regrouped / reclassified to conform to the current year's presentation for the purpose of comparability.

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 44 - Corporate social responsibility

Particulars	2020-2021	2019-2020
CCSD - Skill Development Centre	23.52	32.50
Hosur Industrial Association- Skill development centre	7.50	-
Seva Bharathi Trust	1.00	-
AM Murugappa Chettiar Research Centre (AMMRC) - Research institution	-	2.00
<b>Total</b>	<b>32.02</b>	<b>34.50</b>

(a) Gross amount required to be spent by the company during the year :- Rs. 32.02 lakhs (March 31, 2020 : Rs. 34.50 lakhs)

(b) Amount spent by the company during the year on :- Rs. 32.02 lakhs (March 31, 2020 : Rs. 34.50 lakhs)

Particulars	In Cash *	Yet to be paid in cash	Total
(i) Construction / acquisition of any asset	-	-	-
(ii) On purposes other than (i) above			
- in 2020-21	8.50	23.52	32.02
- in 2019-20	2.00	32.50	34.50

\* includes Contribution to research institution of Rs. NIL (March 31, 2020: Rs. 2 lakhs)

### Details of ongoing CSR Projects under Section 135(6) of the Act

Balance as at April 01, 2020		Amount required to be spent during the year	Amount spent during the year		Balance as at March 31, 2021	
With the Company	In Separate CSR Unspent account		From the Company's bank account	From Separate CSR Unspent account	With the Company	In Separate CSR Unspent account
-	-	-	-	-	-	-

### Details of CSR expenditure under Section 135(5) of the Act in respect of other than ongoing projects

Balance unspent as at April 01, 2020	Amount deposited in Specified Fund of Schedule VII of the Act within 6 months	Amount required to be spent during the year	Amount spent during the year	Balance unspent as at March 31, 2021
-	-	32.02	32.02	-

### Note 45 - Interest in Subsidiaries

Name of the Company	Place of business	% of holding and voting power	
		2021	2020
Wendt Grinding Technologies Ltd	Thailand	100%	100%
Wendt Middle East FZE	Sharjah, UAE	100%	100%

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

### Note 46 - Note on COVID -19

Owing to outbreak of COVID-19 pandemic, the Company had resumed its operations from end April, 2020 in a phased manner taking into account directives from various Government authorities. The operations were resumed gradually and has started reviving at a better pace from second quarter onwards and progressing positively. The Company has considered the possible effects that may result from the pandemic relating to COVID-19 and has made detailed assessment of its liquidity position for the next one year and of the recoverability and carrying values of its assets comprising Property, Plant and Equipment, Trade receivables, Inventory and Investments as at the balance sheet date, and concluded that there are no material adjustments required in the stand-alone financial results. Given the uncertainty on account of COVID-19, the final impact on the company's financial results may differ from that estimated as at the date of approval of these financial results. The company continues to monitor the economic effects of the pandemic while taking steps to improve its execution efficiencies and the financial outcome.

### Note 47 - Approval of Standalone financial statements

The Standalone financial statements were approved for issue by the board of directors on April 23, 2021.

For Price Waterhouse Chartered Accountants LLP

Firm Registration Number : 012754N/N500016

For and on behalf of the Board of Directors

Mohan Danivas S A  
Partner  
Membership Number : 209136

Shrinivas G Shirgurkar  
Chairman  
Ananthaseshan  
Director  
Srikanth C  
CEO

Mukesh Kumar Hamirwasia  
Chief Financial Officer  
T A Janani  
Company Secretary

Place : Bengaluru  
Date : April 23, 2021

Place : Bengaluru  
Date : April 23, 2021

## Statement of Holding Company's Interest in Subsidiary Company

1	Name of the Company	Wendt Grinding Technologies Ltd	Wendt Middle East FZE
2	The Financial year of the Subsidiary ended on	31st March 2021	31st March 2021
3			
a	i) Number of ordinary shares held by Wendt India Ltd in the Subsidiary Company on the above date	1,02,99,993 <u>Face Value</u> <u>Paid up value</u>	8 <u>Face Value</u> <u>Paid up value</u>
	ii) Face value and paid up value per share	Thai Baht 10 - Thai Baht 2.50	AED 150,000   AED 150,000
	iii) Interest of Wendt India Ltd	100%	100%
b	i) Number of Preference shares held by Wendt India Ltd in the Subsidiary Company on the above date	---	---
	ii) Face value and paid up value per share	----	----
	iii) Interest of Wendt India Ltd	----	----
		<b>Rs in lakhs</b>	<b>Rs in lakhs</b>
4	The Net aggregate profit/loss of subsidiary Company so far as it concerns the holding Company		
	<b>i) Not dealt with in the accounts of Wendt India Ltd</b>		
	a) For the Subsidiary 's Financial year ended 31st March 2021*	247.72	10.51
	b) For the previous financial years of the Subsidiary since it became a subsidiary of Wendt India Ltd	2875.84	254.66
	<b>ii) Dealt with in the accounts of Wendt India Ltd , by way of Dividends on the shares held in the subsidiary</b>		
	a) For the Subsidiary 's Financial year ended 31 st March 2021	243.16	-
	b) For the previous financial years of the Subsidiary since it became a subsidiary of Wendt India Ltd	1827.44	202.71

\* Computed based on the exchange rates as on 31 st March 2021 (Thai Baht Rs. 2.3292 and AED Rs. 19.7418)

## For and on behalf of the Board of Directors

SHRINIVAS G SHIRGURKAR  
Chairman

ANANTHASESHAN  
Director

SRIKANTH  
CEO

Place : Bengaluru  
Date : April 23, 2021

MUKESH KUMAR HAMIRWASIA  
Chief Financial Officer

T A JANANI  
Company Secretary

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# Consolidated Financial Statements

## Independent Auditor's Report To the Members of Wendt (India) Limited

### Report on the Audit of the Consolidated Financial Statements

#### Opinion

1. We have audited the accompanying consolidated financial statements of Wendt (India) Limited (hereinafter referred to as the "Holding Company" or "Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), (refer notes 1 and 2.3 to the attached consolidated financial statements), which comprise the Consolidated Balance Sheet as at March 31, 2021, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income) , the Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information prepared based on the relevant records. (hereinafter referred to as "the consolidated financial statements").
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, as at March 31, 2021, of the consolidated total comprehensive income (comprising of profit and other comprehensive income), consolidated changes in equity and its consolidated cash flows for the year then ended.

#### Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group, in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in India in terms of the Code of Ethics issued by ICAI and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained, and the audit evidence obtained by the other auditors in terms of their reports referred to in "Other Matter" paragraph below, is sufficient and appropriate to provide a basis for our opinion.

#### Emphasis of Matter

4. We draw your attention to Note 38 to the consolidated financial statements which explains the uncertainties and the management's assessment of the financial impact due to the lockdown and other restrictions and conditions related to the COVID – 19 pandemic situation for which a definitive assessment of the impact in the subsequent period is highly dependent upon circumstances as they evolve.
5. We draw your attention to the following emphasis of matter paragraph included in the audit report on the financial statements of Wendt Middle East FZE, a wholly owned subsidiary of the Holding Company issued by an independent firm of Chartered Accountants vide its report dated April 16, 2021 reproduced by us as under:

Without qualifying the report, we wish to highlight the content of the basis of preparation and presentation of the financial statements with regards to going concern status of the Establishment. The management has shown its intention to liquidate the entity after the end of the financial year. Accordingly, this financial statement for the year ended 31 March 2021 is not prepared on going concern basis. To the best of our information, knowledge, and belief and as per the explanation and assurance provided to us by the management, we do not foresee any major loss or liability arising due to voluntary de-registration process of Messrs Wendt Middle East FZE-Sharjah, UAE.

Our opinion is not modified in respect of the above matters.

#### Key Audit Matters

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

#### Description of Key Audit Matter

##### Appropriateness of Provision recognized for obsolescence of slow-moving inventory

Refer Note 2.2 (Critical Estimates and Judgements) and Note 8 (Inventories) to the consolidated financial statements.

The Holding Company manufactures super abrasives and precision tools which includes grinding and honing tools. The inventory of the Company (including raw materials, work in progress, finished goods, stock in trade and stores and spares) as at March 31, 2021 aggregates to Rs.2,246.99 Lakhs. The Holding Company has recognized a provision for obsolescence of the above inventories for

Rs. 74.28 Lakhs. Such provision for obsolescence mainly arises on account of:

- a) Items expected to be sold below cost (finished goods, stock in trade and work in progress) and
- b) Items which have become wholly or partially obsolete (raw materials, work in progress, finished goods, stock in trade and stores and spares).

Management judgment is required in assessing the adequacy of provision for obsolescence of slow moving inventory. There are key assumptions and management estimates involved in the provision, including the saleability of aged inventory and the value that will be realised on sale. These judgments may have a significant impact on the calculation of inventory provision.

Due to the judgements involved, the risk around the adequacy of inventory provision is a focus area for the audit and is determined as a key audit matter.

#### How our audit addressed Key Audit Matter

Our audit procedures which involved applying sampling techniques included the following:

- Understanding and evaluating the design and testing the operating effectiveness of Holding Company's controls relating to recognition of provision for obsolescence of inventory.
- Understanding the methodology used to calculate the inventory provision and determining whether it was consistent with that applied in the prior year.
- Testing whether all the slow-moving inventory items have been considered by the Management along with the basis for its expected usage for recognition of provision.

- Discussing with Company's personnel, the rationale for recognizing a provision for inventory with little or no movement during the year.
- Testing the pattern of inventory movement obtained from the Management.
- Testing the reconciliation of the amount of total inventory used for the calculation of provision to the inventory recorded.
- In respect of inventory items expected to be sold off at below cost, testing the management's basis for determining the net realizable value based on contracted selling price per sales orders or historical selling price as adjusted for price fluctuations and other factors, as applicable.
- Verifying the arithmetical accuracy of the computation of the provision.

Based on the above procedures performed, we considered the provision recognized for obsolescence of slow-moving inventory to be reasonable.

#### Other Information

7. The Holding Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Report of the Directors including Management Discussion and Analysis Report, Corporate Governance Report and Shareholder information, but doesn't include the consolidated financial statements and our auditor's report thereon.
8. Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
9. 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

10. The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance (including other comprehensive income) and consolidated cash flows, and changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

11. In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.
12. The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

#### Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

13. Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.
14. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
  - Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
  - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
  - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
  - Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

15. We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
16. 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.
17. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### Other Matters

18. We did not audit the financial statements/financial information of two subsidiaries whose financial statements/financial information reflect total assets of Rs. 2,675 lakhs and net assets of Rs. 2,231 lakhs as at March 31, 2021, total revenue of Rs. 2,126 lakhs, total comprehensive income (comprising of profit and other comprehensive income) of Rs. 253 lakhs and net cash flows amounting to Rs. 33 lakhs for the year then ended on that date, as considered in the consolidated financial statements. This financial information has been audited by other auditors whose reports have been furnished to us by the Management, and our opinion on the consolidated financial statements insofar as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub section (3) of Section 143 of the Act including report on Other Information insofar as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.
19. Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

## Report on Other Legal and Regulatory Requirements

20. As required by Section 143(3) of the Act, we report, to the extent applicable, that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account and records maintained for the purpose of preparation of the consolidated financial statements.
- (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act.
- (e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2021 and taken on record by the Board of Directors of the Holding Company, none of the directors of the Holding Company is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164(2) of the Act.
- (f) With respect to the adequacy of internal financial controls with reference to financial statements of the Holding Company and the operating effectiveness of such controls, refer to our separate report in Annexure A.
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. There were no pending litigations which would impact the consolidated financial position of the Group.
  - ii. The group has long-term contracts as at March 31, 2021 for which there were no material foreseeable losses. The Group did not have any derivative contracts as at March 31, 2021.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company.
  - iv. The reporting on disclosures relating to Specified Bank Notes is not applicable to the Group for the year ended March 31, 2021.

21. The Holding Company has paid / provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

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

**Mohan Danivas S A**  
**Partner**

Place: Bangalore  
 Date: April 23, 2021

**Membership Number: 209136**  
**UDIN: 21209136AAAABH3347**

## ANNEXURE A TO INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph 20 (f) of the Independent Auditor's Report of even date to the members of Wendt (India) Limited on the consolidated financial statements for the year ended March 31, 2021

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

1. In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2021, we have audited the internal financial controls with reference to financial statements of Wendt (India) Limited (hereinafter referred to as "the Holding Company") as of that date. Reporting under clause (i) of sub section 3 of Section 143 of the Act in respect of the adequacy of the internal financial controls with reference to financial statements is not applicable to the two subsidiaries namely, Wendt Grinding Technologies Limited and Wendt Middle East, FZE.

### Management's Responsibility for Internal Financial Controls

2. The Board of Directors of the Holding company to whom reporting under clause (i) of sub section 3 of Section 143 of the Act in respect of the adequacy of the internal financial controls with reference to financial statements, which is a Company incorporated in India, are responsible for establishing and maintaining internal financial controls based on internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (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 the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.



### Auditor's Responsibility

3. Our responsibility is to express an opinion on the Holding Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note issued by the ICAI and the Standards on Auditing deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the Holding Company's internal financial controls system with reference to financial statements.

### Meaning of Internal Financial Controls with reference to financial statements

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

### Inherent Limitations of Internal Financial Controls with reference to financial statements

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

### Opinion

In our opinion, the Holding Company has in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 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. Also refer paragraph 4 of the main audit report.

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

**Mohan Danivas S A**  
**Partner**

Place: Bangalore  
Date: April 23, 2021

**Membership Number: 209136**  
**UDIN: 21209136AAAABH3347**

## CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2021

(Rs. in lakhs)

Particulars	Note No.	As at March 31, 2021	As at March 31, 2020
<b>A ASSETS</b>			
<b>1 Non-current assets</b>			
(a) Property, plant and equipment	3	5,542.24	5,286.39
(b) Capital work-in-progress	3A	108.92	417.09
(c) Goodwill	4	10.27	10.27
(d) Other intangible assets	5	61.03	111.01
(e) Other non-current assets	6	404.83	266.16
(f) Income tax assets (net)	7	353.1	343.32
<b>Total non - current assets (1)</b>		<b>6,480.39</b>	<b>6,434.24</b>
<b>2 Current assets</b>			
(a) Inventories	8	2,494.02	2,786.29
(b) Financial assets			
(i) Investments	9	3,746.83	3,597.85
(ii) Trade receivables	10	3,641.78	2,584.61
(iii) Cash and cash equivalents	11A	1427.71	1363.86
(iv) Bank balances other than (iii) above	11B	27.04	821.17
(v) Other financial assets	12	110.49	102.53
(c) Other current assets	6	569.77	588.71
<b>Total current assets (2)</b>		<b>12,017.64</b>	<b>11,845.02</b>
<b>Total assets (1+2)</b>		<b>18,498.03</b>	<b>18,279.26</b>
<b>B EQUITY AND LIABILITIES</b>			
<b>1 Equity</b>			
(a) Equity share capital	13	200.00	200.00
(b) Other equity	14	14,138.24	13,567.65
<b>Total equity (1)</b>		<b>14,338.24</b>	<b>13,767.65</b>
<b>LIABILITIES</b>			
<b>2 Non-current liabilities</b>			
(a) Deferred tax liabilities (net)	15	155.15	169.51
<b>Total non - current liabilities (2)</b>		<b>155.15</b>	<b>169.51</b>
<b>3 Current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	17A	99.74	0
(ii) Trade payables			
- total outstanding dues of micro and small enterprises	16	1,25.97	82.44
- total outstanding dues of creditors other than micro and small enterprises	16	2,370.11	2099.13
(iii) Other financial liabilities	17	365.05	1131.02
(b) Provisions	18	463.26	480.22
(c) Income tax liabilities (net)	7	37.66	58.16
(d) Other current liabilities	19	542.85	491.13
<b>Total current liabilities (3)</b>		<b>4,004.64</b>	<b>4,342.10</b>
<b>Total equity and liabilities (1+2+3)</b>		<b>18,498.03</b>	<b>18,279.26</b>

The above consolidated balance sheet should be read in conjunction with the accompanying notes.  
This is the consolidated balance sheet referred to in our report of even date.

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

**For and on behalf of the Board of Directors**

SHRINIVAS G SHIRGURKAR  
Chairman

ANANTHASESHAN  
Director

MOHAN DANIVAS S A  
Partner  
Membership Number : 209136

Srikanth C  
CEO

MUKESH KUMAR HAMIRWASIA  
Chief Financial Officer

Place: Bengaluru  
Date: April 23, 2021

Place: Bengaluru  
Date: April 23, 2021

T A JANANI  
Company Secretary

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

(Rs. in lakhs)

Particulars	Note No.	Year ended March 31, 2021	Year ended March 31, 2020
<b>1 INCOME</b>			
(a) Revenue from operations	20	13,662.1	14,323.17
(b) Other income	21	396.49	485.13
<b>Total income (1)</b>		<b>14,058.59</b>	<b>14,808.30</b>
<b>2 EXPENSES</b>			
(a) Cost of materials consumed	22	3,493.07	4,062.51
(b) Purchases of stock-in-trade		1,175.13	1,225.63
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	23	351.85	(379.17)
(d) Employee benefits expense	24	3,145.02	3,347.03
(e) Finance costs	25	2.66	2.91
(f) Depreciation and amortisation expense	26	893.10	949.27
(g) Other expenses	27	3,297.36	4,238.91
<b>Total Expenses (2)</b>		<b>12,358.19</b>	<b>13,447.09</b>
<b>3 Profit before tax (1 - 2)</b>		<b>1,700.40</b>	<b>1,361.21</b>
<b>4 Tax Expense</b>			
(a) Current tax	28	437.70	466.52
(b) Income tax for earlier years	28		7.27
(c) Deferred tax	28	(13.86)	(115.11)
<b>Total tax expense</b>		<b>423.84</b>	<b>358.68</b>
<b>5 Profit for the period (3 - 4)</b>		<b>1,276.56</b>	<b>1,002.53</b>
<b>6 Other comprehensive income</b>			
A Items that will not be reclassified to profit or loss			
(i) Remeasurements of the defined benefit obligation		1.20	(127.62)
(ii) Income tax relating to the above		(0.3)	32.12
B Items that may be reclassified to profit or loss			
(i) Exchange differences in translating the financial statements of foreign operations		(6.87)	168.12
<b>Total other comprehensive income</b>		<b>(5.97)</b>	<b>72.62</b>
<b>7 Total comprehensive income for the period (5 + 6)</b>		<b>1,270.59</b>	<b>1,075.15</b>
<b>8 Earnings per equity share (Rs.) :</b>	34		
(1) Basic		63.83	50.13
(2) Diluted		63.83	50.13

The above consolidated statement of Profit and Loss should be read in conjunction with the accompanying notes.  
This is the consolidated statement of Profit and Loss referred to in our report of even date.

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

**For and on behalf of the Board of Directors**

SHRINIVAS G SHIRGURKAR  
Chairman

ANANTHASESHAN  
Director

MOHAN DANIVAS S A  
Partner  
Membership Number : 209136

Srikanth C  
CEO

MUKESH KUMAR HAMIRWASIA  
Chief Financial Officer

Place: Bengaluru  
Date: April 23, 2021

Place: Bengaluru  
Date: April 23, 2021

T A JANANI  
Company Secretary

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

(Rs. in lakhs)

### (A) Equity Share Capital

Balance as at April 1, 2019	200.00
Add: Changes in equity share capital during the year	-
Balance as at March 31, 2020	200.00
Balance as at April 1, 2020	200.00
Add: Changes in equity share capital during the year	-
Balance as at March 31, 2021	200.00

### (B) Other Equity

Particulars	Reserves and surplus			Items of other comprehensive income	Total
	General Reserve	Statutory Reserve	Retained Earnings	Exchange difference	
Balance as at April 1, 2019	6,390.66	45.73	6,143.27	246.08	12,825.74
Profit for the year	-	-	1,002.53	-	1,002.53
Other comprehensive income for the year, net of income tax	-	-	(95.50)	168.12	72.62
Total comprehensive income for the year	-	-	907.03	168.12	1,075.15
Payment of final dividend for the preceding financial year	-	-	(300.00)	-	(300.00)
Payment of dividend tax on final dividend for the preceding financial year	-	-	(33.24)	-	(33.24)
Transfer to General Reserve	93.40	-	(93.40)	-	-
Transfer to Statutory Reserve	-	-	-	-	-
Balance as at March 31, 2020	6,484.06	45.73	6,623.66	414.20	13,567.65
Profit for the year	-	-	1,276.56	-	1,276.56
Other comprehensive income for the year, net of Income tax	-	-	0.90	(6.87)	(5.97)
Total comprehensive income for the year	-	-	1,277.46	(6.87)	1,270.59
Payment of final dividend for the preceding Financial year	-	-	(500.00)	-	(500.00)
Payment of interim dividend for the current year	-	-	(200.00)	-	(200.00)
Transfer to General Reserve	129.00	-	(129.00)	-	-
Transfer to Statutory Reserve	-	1.05	(1.05)	-	-
Balance as at March 31, 2021	6,613.06	46.78	7,071.07	407.33	14,138.24

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes.  
This is the consolidated statement of changes in equity referred to in our report of even date.

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

For and on behalf of the Board of Directors

SHRINIVAS G SHIRGURKAR  
Chairman

ANANTHASESHAN  
Director

MOHAN DANIVAS S A  
Partner  
Membership Number : 209136

SRIKANTH C  
CEO

MUKESH KUMAR HAMIRWASIA  
Chief Financial Officer

Place: Bengaluru  
Date: April 23, 2021

Place: Bengaluru  
Date: April 23, 2021

T A JANANI  
Company Secretary

## CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

(Rs. in lakhs)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
<b>Cash flow from operating activities</b>		
Profit before tax	1,700.40	1,361.21
Adjustments for:		
Depreciation and amortisation expense	893.10	949.27
Allowance for doubtful trade receivables (net of reversal)	8.05	10.46
Bad Debts written off	0.12	3.30
Finance costs	2.66	2.91
Interest income on deposits	(13.53)	(12.01)
Dividend from current investments - mutual funds	-	(13.13)
Loss / (Profit) on sale / discarding of tangible fixed assets (net)	31.78	(10.44)
Provisions no longer required, written back	(35.05)	(20.03)
Net Gain on sale / fair valuation of current investments (net)	(200.68)	(142.20)
Unrealised exchange Loss / (Gain)	3.45	(22.19)
<b>Operating profit before working capital changes</b>	<b>2,390.30</b>	<b>2,107.15</b>
<b>Changes in working capital:</b>		
(Increase)/Decrease in inventories	292.27	(310.64)
(Increase)/Decrease in trade receivables	(1,064.42)	490.64
(Increase)/Decrease in other financial assets	(11.95)	24.48
(Increase)/Decrease in other non-current assets	(1.54)	(4.06)
(Increase)/Decrease in other current assets	18.94	4.47
Increase/(Decrease) in trade payables	345.16	(261.18)
Increase/(Decrease) in other current financial liabilities	(713.89)	101.15
Increase/(Decrease) in current provisions	(15.76)	42.79
Increase/(Decrease) in other current liabilities	51.72	(78.73)
<b>Cash flow generated from operating activities</b>	<b>1,290.83</b>	<b>2,116.07</b>
Income Taxes Paid (net of refunds)	(468.78)	(529.07)
<b>Net Cash generated from operating activities (A)</b>	<b>822.05</b>	<b>1,587.00</b>
<b>Cash flow from investing activities</b>		
Capital expenditure on tangible fixed assets	(1,024.03)	(1,198.70)
Capital expenditure on intangible fixed assets	(9.66)	(35.30)
Proceeds from sale of tangible fixed assets and capital work-in-progress	21.90	15.52
Sale / (Purchase) of current investments (net)	51.73	180.65
Interest income on deposits	17.52	8.02
Dividend from current investments - mutual funds	-	13.13
Bank balances not considered as cash and cash equivalents		
- Placed	(700.00)	(316.30)
- Matured / encashed	1,494.13	181.71
<b>Net Cash flows from / (used in) investing activities (B)</b>	<b>(148.41)</b>	<b>(1,151.27)</b>
<b>Cash flow from financing activities</b>		
Proceeds from Short term borrowing	99.74	-
Finance costs	(2.66)	(0.01)
Dividend Paid (including tax thereon)	(700.00)	(333.24)
<b>Net Cash flows (used in) financing activities (C)</b>	<b>(602.92)</b>	<b>(333.25)</b>

## CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

(Rs. in lakhs)

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Translation adjustment (D)	(6.87)	168.12
Net Increase/(decrease) in cash and cash equivalents (A+B+C+D)	63.85	270.60
Cash and cash equivalents at the beginning of the year (E)	1,363.86	1,093.26
Cash and cash equivalents at the end of the year (refer Note 11A) (A+B+C+D+E)	1,427.71	1,363.86

The above consolidated cash flow statement should be read in conjunction with the accompanying notes.  
This is the consolidated cash flow statement referred to in our report of even date.

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

For and on behalf of the Board of Directors

SHRINIVAS G SHIRGURKAR  
Chairman

ANANTHASESHAN  
Director

MOHAN DANIVAS S A  
Partner  
Membership Number : 209136

SRIKANTH C  
CEO

MUKESH KUMAR HAMIRWASIA  
Chief Financial Officer

Place: Bengaluru  
Date: April 23, 2021

Place: Bengaluru  
Date: April 23, 2021

T A JANANI  
Company Secretary

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

### 1. GROUP OVERVIEW

Wendt (India) Limited (hereinafter referred to as "the Company") was incorporated on August 21, 1980 under the provisions of the erstwhile Companies Act, 1956, and is a joint venture between Wendt GmbH Germany and Carborundum Universal Limited, India. Wendt (India) Limited is a leading manufacturer of Super Abrasives, High precision Grinding, Honing, Special Purpose Machines and High Precision components. The Company's registered office is in Bengaluru and factory is situated in Hosur, Tamilnadu. The Company has 2 subsidiaries viz. Wendt Grinding Technologies Limited, Thailand and Wendt Middle East FZE, UAE. The Company, together with subsidiaries are hereinafter referred to as "the Group".

The Board of Directors have approved a proposal for voluntary de-registration of M/s. Wendt Middle East FZE, a wholly owned subsidiary of the company located at Hamriyah Free Zone, Sharjah, UAE in January 2021. Accordingly, the de-registration process has been initiated. Further, the management does not envisage any material impact arising due to de-registration of the subsidiary.

### 2. SIGNIFICANT ACCOUNTING POLICIES

#### 2.1 Basis of preparation and presentation

##### (i) Compliance with Ind AS

The Consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the act) [Indian Accounting Standards Rules, 2015] and other relevant provisions of the Act.

##### (ii) Historical Cost Convention

These Consolidated financial statements have been prepared on the historical cost basis, except for certain financial instruments which are measured at fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. 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.

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

### (iii) Operating Cycle

Based on the nature of products / activities of the Group and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Group has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

### (iv) New and amended standards adopted by the group

The group has applied the following amendments to Ind AS for the first time for their annual reporting period commencing April 1, 2020:

- |                                    |   |
|------------------------------------|---|
| (a) Definition of Material         | - amendments to Ind AS 1 and Ind AS 8     |
| (b) Definition of a Business       | - amendments to Ind AS 103                |
| (c) COVID-19 related concessions   | - amendments to Ind AS 116                |
| (d) Interest Rate Benchmark Reform | - amendments to Ind AS 109 and Ind AS 107 |

The amendments listed above did not have any impact on the amounts recognised in current and prior periods and are not expected to significantly affect the future periods.

### 2.2 Critical Estimates and Judgements

The preparation of these Consolidated financial statements requires the use of accounting estimates which, by definition, seldom equals the actual results. Management also needs to exercise judgement in applying the Group's accounting policies. This note provides an overview of the areas that involved higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in the relevant notes together with information about the basis of calculation for each affected line item in the consolidated financial statements.

The areas involving critical estimates or judgements are:

- |   |                                 |
|---|---------------------------------|
| (i) Impairment of trade receivables             | - refer note 10 and note 29.3.2 |
| (ii) Estimation of defined benefit obligation   | - refer note 32                 |
| (iii) Provision for obsolescence of inventories | - refer note 2.18 and note 8    |

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

Management's assessment of the impact (if any) arising on individual financial statement line items on account of the COVID-19 pandemic situation has been disclosed in the related notes.

### 2.3 Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company. Control is achieved when the Company:

- has power over the investee
- is exposed, or has rights, to variable return from its involvement with the investee; and
- has the ability to use its power to affect its returns.



## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

Consolidation of a subsidiary begins when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of profit and loss from the date the Company gains control until the date when the Company ceases to control the subsidiary.

The Group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealized gains on transactions between group companies are eliminated. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset.

When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies.

Following subsidiary companies have been included in Consolidation: -

- (i) Wendt Grinding Technologies Limited, Thailand - 100% Ownership Proportion (as on March 31, 2021 & as on March 31, 2020)  
(Incorporated on 19th July 2005)
- (ii) Wendt Middle East FZE, Sharjah (UAE) - 100% Ownership Proportion (as on March 31, 2021 & as on March 31, 2020)  
(Incorporated on 24th September 2008)

### 2.3.1. Changes in the Group's ownership interest in existing subsidiaries

When the Group loses control of a subsidiary, a gain or loss is recognised in profit or loss and is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), and liabilities of the subsidiary. All amounts previously recognised in other comprehensive income in relation to that subsidiary (i.e., reclassified to profit or loss or transferred to another category of equity as specified/permitted by applicable Ind AS). The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under Ind AS 109, or, when applicable, the cost on initial recognition of an investment in an associate or a joint venture.

## 2.4 Business combinations

Acquisitions of businesses are accounted for using the acquisition method. The consideration transferred in a business combination is measured at fair values of the assets transferred, liabilities incurred to the former owners of the acquired business, equity interests issued by the company and fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets and liabilities are measured initially at their fair values at the acquisition date. Acquisition related costs are expensed as incurred.

## 2.5 Goodwill

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquired business and the acquisition date fair value of any previous equity interest in the acquired entity (if any), over the fair value of the net identifiable assets acquired.

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

If the initial accounting for a business combination is incomplete by end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognised at that date.

Goodwill arising on acquisition of a business is carried at costs as established at the date of acquisition of the business less accumulated impairment losses, if any.

Goodwill is tested for impairment annually. For the purpose of impairment testing, goodwill is allocated to those cash-generating units that are expected to benefit from the business combination in which the goodwill arose. If the recoverable amount of the cash-generating unit is less than its carrying amount, the impairment loss is allocated to reduce the carrying amount of the goodwill. Any impairment loss recognised for goodwill is not reversed in subsequent periods.

## 2.6 Revenue recognition

The Group is into manufacturing, selling and servicing of Super Abrasives, High precision Grinding, Honing, Special Purpose Machines and High Precision components.

### 2.6.1 Sale of goods

Revenue is recognised when control of products has transferred to customers and there are no unfulfilled obligations that could affect the customer's acceptance of the products. For the majority of the group's customer arrangements, control transfers to customers at a point-in-time when goods have been despatched as that is generally when legal title and risks and rewards of goods transfers to the customers.

Revenue is recognised at the transaction price which the group expects to be entitled.

The group does not adjust any of the transaction prices for the time value of money as the contract with customers does not contain a significant financing component.

Receivable is recognised when the right to consideration is unconditional because only the passage of time is required before payment of the consideration is due.

When the value of goods supplied or services rendered by the group exceed the payment, a contract asset is recognised.

When the payment exceeds the value of goods supplied or services rendered, a contract liability is recognised.

### 2.6.2 Sale of services

Revenue from rendering of services is recognized at the point in time on rendering of services as per the terms of contracts with customers.

### 2.6.3 Dividend and interest income

Dividend income from investments is recognised when the shareholder's right to receive payment has been established.

Interest income from a financial asset is recognised and accrued using effective interest rate method.

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

### 2.6.4 Rental income

The group's policy for recognition of revenue from operating lease is described in note 2.7.1.

## 2.7 Leasing - Operating

### 2.7.1 The group as lessor

Lease income from operating leases where the Group is a lessor is recognized in income on a straight-line basis over the lease term. Initial direct costs incurred in obtaining an operating lease are added to the carrying amount of the underlying asset and recognized as expense over the lease term on the same basis as lease income. The respective lease assets are included in the balance sheet based on their nature. The Group did not need to make any adjustments to the accounting for assets held as lessor as a result of adopting the new lease standard.

### 2.7.2 The group as lessee

Effective April 01, 2019, the Group has adopted Ind AS 116, 'Leases'. Ind AS 116 introduces a single lessee accounting model and requires a lessee to recognise Right-of-use assets and lease liabilities for all leases with a term of more than twelve months, unless the underlying asset is of a low value. The Group has used the 'modified retrospective approach' for transition from Ind AS 17, 'Leases'.

The Group has a single leasing arrangement which meets the definition of short term lease in accordance with Ind AS 116. The Group has elected to apply the practical expedient to not recognise a lease liability and right-of-use asset for short-term leases with a lease term of 12 months or less. Payments associated with short term leases are recognised on a straight-line basis in the Statement of Profit and Loss.

## 2.8 Government Grants

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

Government grants relating to income are deferred and recognized in the consolidated profit or loss over the period necessary to match them with the costs that they are intended to compensate and presented within other operating income.

Government grants relating to the purchase of property, plant and equipment are netted off with the cost of related asset.

The export incentives from the Government are recognized based on eligibility at their fair value where there is a reasonable assurance that the incentive will be received and the company will comply with all attached conditions.

## 2.9 Foreign currency transactions

Items included in the financial statements of each of the group's entities are measured using the currency of the primary economic environment in which the entity operates (i.e. the "functional currency"). The Consolidated financial statements are presented in Indian Rupee (INR), the national currency for India, which is functional and presentation currency of the company.

In preparing the financial statements of each individual group entity, transactions in currencies other than the entity's functional currency (foreign currency) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date.

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

For the purposes of presenting these consolidated financial statements, the assets and liabilities of the Group's foreign operations are translated into Indian Rupees using exchange rates prevailing at the end of each reporting period. Income and expense items are translated at the average exchange rates for the period, unless exchange rates fluctuate significantly during that period, in which case the exchange rates at the dates of transactions are used. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in equity (and attributed to non-controlling interests as appropriate).

On the disposal of a foreign operation (i.e. disposal of the Group's entire interest in a foreign operation, a disposal involving loss of control over a subsidiary that includes a foreign operation, or a partial disposal of an interest in a joint arrangement or an associate that includes a foreign operation of which the retained interest becomes a financial asset), all of the exchange differences accumulated in equity in respect of that operation attributable to the owners of the company are reclassified to profit or loss.

In addition, in relation to a partial disposal of a subsidiary that includes a foreign operation that does not result in the Group losing control over the subsidiary, the proportionate share of accumulated exchange differences is re-attributed to non-controlling interests and are not recognised in profit or loss.

For all other partial disposals (i.e. partial disposals of associates or joint arrangements that do not result in the Group losing significant influence are joint controlled), the proportionate share of the accumulated exchange differences is reclassified to profit or loss.

## 2.10 Borrowing costs

Borrowing costs, other than that are directly attributable to the acquisition, construction or production of a qualifying asset are expensed in the period in which they are incurred.

## 2.11 Employee benefits

### 2.11.1 Long Term Employee Benefits

#### Other long term Employee Benefits - Compensated Absences

The Company also has liabilities for earned leave that are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. These obligations are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the appropriate market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

### Defined Contribution Plans

Superannuation fund, Provident fund and Pension fund are defined contribution plans towards which the company makes contribution at predetermined rates to the Superannuation Trust, and the Regional Provident Fund Commissioner respectively. The same is debited to the Statement of Profit and Loss based on the amount of contribution required to be made as and when services are rendered by the employees.

The Company also makes contributions to state plans namely Employee's State Insurance Fund and Employee's Pension Scheme 1995. The Company has no further payment obligation once the contributions have been paid."

### Defined Benefit Plan

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plan is the present value of the defined obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method. The amount is funded to a Gratuity fund administered by the trustees and managed by Life Insurance Corporation of India.

Remeasurement, comprising actuarial gain and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur directly in consolidated other comprehensive income. They are included in retained earnings in the consolidated statement of changes in equity and in the consolidated Balance Sheet. Defined benefit costs are categorised as follows:

- service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- net interest expense or income;
- remeasurement

Termination benefits are recognized as an expense as and when incurred.

### 2.11.2: Short-term employee benefits

Short term employee benefits including performance incentives which are expected to be settled within 12 months after the end of the period in which the employee renders related service, are determined as per group's policy and recognized as expense based on expected obligation on undiscounted basis.

## 2.12 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax. Income tax expense is recognized in the consolidated statement of profit and loss except to the extent it relates to items directly recognized in equity or in consolidated other comprehensive income.

### 2.12.1 Current tax

Current income tax for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities based on the taxable income for the period. The tax rates and tax laws used to compute the current tax amount are those that are enacted or substantively enacted by the reporting date and applicable for the period. The group offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

amounts and where it intends either to settle on a net basis or to realize the asset and liability simultaneously.

### 2.12.2 Deferred tax

Deferred income tax is recognized using the Balance Sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in consolidated financial statements. However, the deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill or from initial recognition of an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profits or losses at the time of the transaction.

Deferred income tax asset is recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

Deferred income tax liabilities are recognized for all taxable temporary differences other than investment in subsidiaries, where the Parent is able to control the timing of the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

The carrying amount of deferred income tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

## 2.13 Earnings per share

The basic earnings / (loss) per share is computed by dividing the net profit attributable to equity shareholders for the year by the weighted average number of equity shares outstanding during the year. Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after-income tax effect of interest and other financing costs associated with dilutive potential equity shares, and the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

## 2.14 Research and development costs

Revenue expenditure pertaining to research are charged to the respective heads in Consolidated Statement of Profit and Loss. Development costs of products are also charged to the Consolidated Statement of Profit and Loss unless a product's technical feasibility has been established, in which case such expenditure is capitalised. The amount capitalised comprises expenditure that can be directly attributed or allocated on a reasonable and consistent basis to creating, producing and making the asset ready for its intended use. Fixed assets utilised for research and development are capitalised and depreciated in accordance with the policies stated for Property, plant and equipment.

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

### 2.15 Property, Plant and equipment

Freehold Land is carried at historical cost.

All other items of Property, Plant and equipment are stated at historical cost less accumulated depreciation and impairment losses, if any. The cost of tangible assets comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, other incidental expenses and interest on borrowings attributable to acquisition of qualifying tangible assets up to the date the asset is ready for its intended use. Machinery spares which can be used exclusively in connection with an item of tangible asset and whose use is expected to be irregular are capitalised and depreciated over the useful life of the principal item of the relevant assets. Subsequent costs are included in the asset's carrying amount are recognised as a separate asset, as appropriate only when it is probable that future economic benefits associated with the item will flow to the group and the cost of the item can be measured reliably.

Individual assets costing less than Rs.5,000 each are depreciated in full in the year of acquisition.

On transition to Ind AS, the group elected to continue with the carrying value of all its Property, plant and equipment measured as per the previous GAAP and use that carrying value as the deemed cost of the Property, plant and equipment.

Capital work-in-progress:

Items of assets which are not yet ready for their intended use are carried at cost, comprising direct cost, related incidental expenses and attributable interest, if any.

#### Depreciation

Depreciation is recognised so as to write off the cost of the assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual value and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Estimated useful lives of the tangible assets are as follows: -

Buildings - Freehold	
(i) Factory Building	30 years
(ii) Building (Other than factory building)	60 years
(iii) Others	20 years
Plant and Equipment	
(i) Single Shift	15 years
(ii) Double Shift	10 years
(iii) Triple Shift	7.5 years
Office Equipment	
(i) Computers and Data Processing equipments	3 years
(ii) Servers and Networks	6 years
(iii) Others	5 years
Furniture and Fixtures	10 years
Vehicles	8 years

Depreciation on tangible fixed assets has been provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013 except in respect of the used / second hand

machines & process bath equipments, in whose case the life of the assets has been assessed based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support, etc.

Depreciation on assets added / disposed off during the year is provided on pro-rata basis from the month of addition or up to the month prior to the month of disposal, as applicable.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in consolidated statement of profit or loss.

### 2.16 Intangible assets

#### 2.16.1 Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

On transition to Ind As, the group elected to continue with the carrying value of all its intangible assets measured as per the previous GAAP and use that carrying value as the deemed cost of the Property, plant and equipment.

#### 2.16.2 Intangible assets acquired in a business combination

Intangible assets acquired in a business combination other than goodwill are initially recognised at their fair value at the acquisition date (which is regarded as their cost).

#### 2.16.3 Useful lives of intangible asset

Estimated useful lives of the tangible assets are as follows: -

Technical Knowhow	5 years
Software	5 years
Brands and Trademarks	5 years
Patents	5 years

### 2.17 Impairment of tangible and intangible assets other than goodwill

At the end of each reporting period, the group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the assets is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the group estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.



## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

Recoverable amount is higher of fair value less cost of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in consolidated profit or loss.

### 2.18 Inventories

Inventories are valued at lower of cost and net realizable value. Cost of raw materials, stores and spares and traded goods comprises cost of purchases. Cost of work-in-progress and finished goods comprises direct materials, direct labour, and an appropriate proportion of overheads. Cost of inventories also include all other costs incurred in bringing the inventories to the present location and condition. Cost is computed on weighted average basis.

Net realisable value represents the estimated selling price for inventories less the estimated costs of completion and estimated costs necessary to make the sale.

### 2.19 Cash and cash equivalents

Cash and cash equivalents include cash on hand, deposits held at call with financial institutions, other short term, highly liquid investments with maturity of 3 months or less that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in values, and bank overdrafts. Bank overdrafts and Book overdrafts are disclosed under "Other financial liabilities".

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the group are segregated.

### 2.20 Provisions and Contingencies

Provisions are recognised when the group has a present obligation (legal or constructive) as a result of a past event, it is probable that the group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle present obligation at the end of reporting period, taking into account the risk and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of receivable can be measured reliably.

A disclosure for contingent liabilities is made where there is a possible obligation or a present obligation that may probably not require an outflow of resources or where there is an obligation for which the future outcome cannot be ascertained with reasonable certainty.

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

When there is a possible or a present obligation where the likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets are not recognized in the consolidated financial statements.

### 2.21 Financial instruments

Financial assets and financial liabilities are recognised when the group becomes a party to the contractual provision of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transactions costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in consolidated profit or loss.

### 2.22 Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the market place.

All recognised financial assets are subsequently measured in their entirety at either amortized cost or fair value, depending on the classification of the financial assets.

#### 2.22.1. Classification of financial assets

Financial Assets that meet the following conditions are subsequently measured at amortised cost (except for financial assets that are designated as fair value through profit or loss on initial recognition):

- the asset is held within business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instruments give rise on specified dates to cash flows that are solely payments of principal and interest on the principal and interest on the principal amount outstanding.

Financial assets are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. Financial assets are measured initially at fair value plus transaction costs and subsequently carried at amortised cost using the effective interest method, less any impairment loss.

Amortised cost is represented by security deposits, cash and cash equivalents and eligible current and non-current assets. Cash and cash equivalent comprise cash on hand and in banks and demand deposit with banks which can be withdrawn at any time without prior notice or penalty on the principal.

For the impairment policy on financial assets measured at amortised cost, refer Note 2.22.4

Financial assets that meet the following conditions are subsequently measured at fair value through other comprehensive income (except for financial assets that are designated as fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and
- the contractual terms of the instruments give rise on specified dates to cash flows that are solely payments of principal and interest on the principal and interest on the principal amount outstanding.

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

### 2.22.2 Investment in equity instruments at FVTOCI

On initial recognition, the group can make an irrevocable election (on an instrument- by instrument basis) to present the subsequent changes in fair value in other comprehensive income pertaining to investment in equity instruments. This election is not permitted if the equity investment is held for trading. These elected investments are initially measured at fair value. Subsequently, they are measured at fair value with gain and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the 'Reserve for equity instrument through other comprehensive income'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments.

### 2.22.3. Financial assets at fair value through profit or loss (FVTPL)

Financial asset at FVTPL is measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporate any dividend or interest earned on the financial asset and is included under 'Other income'. Dividend on financial asset at FVTPL is recognised when the group's right to receive the dividends is established. It is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount can be measured reliably.

FVTPL is a residual category for financial assets. Any financial categorisation which is not at amortised cost or as FVTOCI, is classified at FVTPL. In addition, the group may elect to designate the financial asset, which otherwise meets amortised cost or FVTOCI criteria, at FVTPL, if doing so eliminates or significantly reduces a measurement or recognition inconsistency.

### 2.22.4. Impairment of financial assets

The group measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the group measures the loss allowance for that financial instrument at an amount equal to 12 month expected credit losses. 12 month expected credit losses are portion of the lifetime expected credit losses and represents the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the 12 months.

For trade receivables or any contractual rights to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115, the group always measures the loss allowance at an amount equal to life time expected credit losses.

Further, for the purposes of measuring lifetime expected credit loss allowance for trade receivables, the group has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

### 2.23 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). Refer Note 30 for segment information presented.

### 2.24 Rounding Off

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs, as per the requirement of Schedule III, unless otherwise stated.

### 2.25 New standards and interpretations not yet adopted

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 April 01, 2021.

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 3 - Property, plant and equipment

Description of assets	Land - Freehold	Buildings - Freehold	Buildings - Leasehold	Plant and Equipment	Office Equipment	Furniture and Fixtures	Vehicles	Total
<b>I. Gross Block</b>								
Balance as at April 1, 2019	120.43	2,015.24	3.58	8,906.36	960.89	305.67	280.60	12,592.77
Additions	-	35.64	-	673.46	50.62	4.88	7.00	771.60
Disposals	-	-	-	(6.10)	(13.64)	-	(33.75)	(53.49)
Effect of foreign currency translation from functional currency to reporting currency	7.09	21.34	-	9.75	0.89	-	(17.58)	21.49
Balance as at March 31, 2020	127.52	2,072.22	3.58	9,583.47	998.76	310.55	236.27	13,332.37
Balance as at April 1, 2020	127.52	2,072.22	3.58	9,583.47	998.76	310.55	236.27	13,332.37
Additions	-	548.59	-	599.64	15.78	3.93	-	1,167.94
Disposals	-	-	-	(112.03)	(11.97)	-	(47.34)	(171.34)
Effect of foreign currency translation from functional currency to reporting currency	0.57	8.08	-	0.80	10.33	-	5.85	25.63
Balance as at March 31, 2021	128.09	2,628.89	3.58	10,071.88	1,012.90	314.48	194.78	14,354.60
<b>II. Accumulated depreciation</b>								
Balance as at April 1, 2019	-	737.59	3.58	5,351.40	794.28	184.46	150.61	7,221.92
Depreciation expense for the year (refer note 26)	-	75.37	-	656.93	92.73	26.36	35.45	886.84
Eliminated on disposal of assets	-	-	-	(5.85)	(12.85)	-	(29.79)	(48.49)
Effect of foreign currency translation from functional currency to reporting currency	-	(5.20)	-	9.96	(3.65)	-	(15.40)	(14.29)
Balance as at March 31, 2020	-	807.76	3.58	6,012.44	870.51	210.82	140.87	8,045.98
Balance as at April 1, 2020	-	807.76	3.58	6,012.44	870.51	210.82	140.87	8,045.98
Depreciation expense for the year (refer note 26)	-	80.02	-	628.17	70.52	22.34	32.41	833.46
Eliminated on disposal of assets	-	-	-	(93.19)	(10.58)	-	(13.89)	(117.66)
Effect of foreign currency translation from functional currency to reporting currency	-	44.93	-	11.75	11.32	-	(17.42)	50.58
Balance as at March 31, 2021	-	932.71	3.58	6,559.17	941.77	233.16	141.97	8,812.36
Net carrying value as at March 31, 2020	127.52	1,264.46	-	3,571.03	128.25	99.73	95.40	5,286.39
Net carrying value as at March 31, 2021	128.09	1,696.18	-	3,512.71	71.13	81.32	52.81	5,542.24

#### Notes

- a) Refer to Note 35.1 (a) for disclosure of contractual commitments for the acquisition of property, plant and equipment.  
b) Refer to Note 35.2 and Note 17A for information on property, plant and equipment pledged as security by the Company.

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 3A: Capital work in progress

Particulars	As at March 31, 2021	As at March 31, 2020
Balance at beginning of the year	417.09	469.25
Addition during the year	105.69	297.75
Capitalised during the year	(413.86)	(349.91)
Balance at end of the year	108.92	417.09

Note : Capital work in progress majorly represents expenditure incurred towards plant and equipment.

### Note 4 – Goodwill

A reconciliation of the carrying amount of goodwill at the beginning and end of the reporting period

Description of Assets	As at March 31, 2021	As at March 31, 2020
<b>Cost</b>		
Balance at beginning of year	10.27	10.27
Additions	-	-
Balance at end of year	10.27	10.27
<b>Accumulated impairment</b>		
Balance at beginning of year	-	-
Impairment losses recognised during the year	-	-
Balance at end of year	-	-
Net carrying value	10.27	10.27

### Note 5 – Other intangible assets

Description of assets	Technical Knowhow	Computer Software	Brands and Trademarks	Patents	Total
<b>I. Gross Block</b>					
Balance as at April 1, 2019	202.26	324.55	81.00	50.00	657.81
Additions	-	35.20	-	-	35.20
Effect of foreign currency translation from functional currency to reporting currency	-	0.04	-	-	0.04
Balance as at March 31, 2020	202.26	359.79	81.00	50.00	693.05
Balance as at April 1, 2020	202.26	359.79	81.00	50.00	693.05
Additions	-	9.74	-	-	9.74
Effect of foreign currency translation from functional currency to reporting currency	-	(0.05)	-	-	(0.05)
Balance as at March 31, 2021	202.26	369.48	81.00	50.00	702.74
<b>II. Accumulated amortisation</b>					
Balance as at April 1, 2019	193.47	254.15	44.55	27.50	519.67
Amortisation expense for the year (refer note 26)	6.26	29.97	16.20	10.00	62.43
Effect of foreign currency translation from functional currency to reporting currency	-	(0.06)	-	-	(0.06)
Balance as at March 31, 2020	199.73	284.06	60.75	37.50	582.04
Balance as at April 1, 2020	199.73	284.06	60.75	37.50	582.04
Amortisation expense for the year (refer note 26)	2.51	30.93	16.20	10.00	59.64
Effect of foreign currency translation from functional currency to reporting currency	-	0.03	-	-	0.03
Balance as at March 31, 2021	202.24	315.02	76.95	47.50	641.71
Net carrying value as at March 31, 2020	2.53	75.73	20.25	12.50	111.01
Net carrying value as at March 31, 2021	0.02	54.46	4.05	2.50	61.03

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 6 - Other non-current and current assets

Particulars	As at March 31, 2021		As at March 31, 2020	
	Current	Non- current	Current	Non- current
Unsecured, considered good				
(a) Advances to suppliers	131.46	-	90.54	-
(b) Balances with government authorities (other than income taxes)				
(i) Cenvat and custom duty refundable	2.71	-	2.71	-
(ii) GST credit receivable	4.89	-	30.54	-
(iii) VAT credit receivable	0.76	-	0.37	-
(c) Prepayments	155.01	-	186.56	-
(d) Security deposits with government	-	61.11	-	59.57
(e) Capital advances	-	343.72	-	206.59
(f) Export incentive receivable	74.56	-	142.85	-
(g) Contract assets (refer note (i) and (ii) below)	179.94	-	102.33	-
(h) Other loans and advances	20.44	-	32.81	-
Unsecured, considered doubtful				
(a) Other loans and advances	48.20	-	35.86	-
Less: Provisions for doubtful loans and advances	(48.20)	-	(35.86)	-
<b>Total</b>	<b>569.77</b>	<b>404.83</b>	<b>588.71</b>	<b>266.16</b>

#### Notes

(i) : Contract assets include Rs. 17.92 lakhs (March 31, 2020 : Rs. NIL) due from related parties.

(ii) : Movement of Contract assets:

Particulars	As at March 31, 2021	As at March 31, 2020
Balance at beginning of the year	102.33	114.47
Obligation fulfilled during the year	(89.13)	(114.47)
Obligation to be fulfilled	166.74	102.33
<b>Balance at end of the year</b>	<b>179.94</b>	<b>102.33</b>

### Note 7 - Income tax assets and liabilities

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Income tax assets -non current</b>		
Advance income tax paid (net)	353.10	343.32
<b>Total</b>	<b>353.10</b>	<b>343.32</b>
<b>Income tax liabilities - current</b>		
Provision for income tax (net)	37.66	58.16
<b>Total</b>	<b>37.66</b>	<b>58.16</b>

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 8 – Inventories

Particulars	As at March 31, 2021	As at March 31, 2020
(a) Raw materials	1,099.26	1,048.14
(b) Work-in-progress	637.59	1,030.80
(c) Finished goods	215.40	269.09
(d) Stock-in-trade	299.85	204.80
(e) Stores and spares	241.92	233.46
<b>Total</b>	<b>2,494.02</b>	<b>2,786.29</b>
<b>Included above, goods-in-transit:</b>		
(i) Raw materials	77.10	105.30
(ii) Stock-in-trade	93.50	-
<b>Total goods-in-transit</b>	<b>170.60</b>	<b>105.30</b>

#### Notes :

- The method of valuation of inventories are stated in Note: 2.18.
- Provision for inventories, where their selling prices have declined below cost (Provision for net realisable value) as at March 31, 2021 amounted to Rs. 57.63 lakhs (March 31, 2020: Rs. 67.29 lakhs). In addition, provision for obsolescence amounts to Rs. 16.65 lakhs (March 31, 2020: Rs. 23.24 lakhs). The inventory balance pertaining to the holding Company is Rs. 2,246.99 lakhs (March 31, 2020 : Rs. 2,612.25 lakhs) and related provision is Rs. 57.63 lakhs (March 31, 2020 : Rs. 67.29 lakhs).
- The group analyses inventory items with no movement for more than one year for potential obsolescence and accounts for provision for obsolescence based on management's judgement. Expected usage of the inventory items is considered for assessing the adequacy of write down.
- In respect of inventory items expected to be sold below net realisable value, estimates of the amount the inventories are expected to realise are based on the most reliable evidence available at the time the estimates are made. These estimates are based on Management's judgement and take into consideration fluctuations of price or cost directly relating to events occurring after the end of the period to the extent that such events confirm conditions existing at the end of the period.



## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 9 – Investments

SI No	Particulars	As at March 31, 2021		As at March 31, 2020	
		Units (Nos)	Amount	Units (Nos)	Amount
<b>A</b>	<b>Designated as Fair Value Through Profit and Loss</b>				
	<b>Quoted Investments</b>				
	<b>Investments in Mutual Funds</b>				
1	ICICI Prudential Ultra Short Term Fund - Growth	-	-	12,53,512	255.29
2	ICICI Prudential Money Market Fund - Direct Plan - Growth	18,222	53.81	18,222	50.89
3	ICICI Prudential Corporate Bond Fund- Growth	18,93,954	429.70	18,93,954	394.43
4	ICICI Prudential Money Market Fund-Growth	13,848	40.58	20,831.78	56.07
5	Aditya Birla Sun Life Money Manager Fund - Growth Regular Plan	-	-	15,427	49.02
6	Aditya Birla Sun Life Liquid Fund -Growth Regular Plan	-	-	20,759	100.41
7	Aditya Birla Sun Life Low Duration Fund -Growth Regular Plan	67,209	346.65	40,183	159.74
8	Aditya Birla Sun Life Savings Fund - Growth -Regular Plan	14,412	60.92	24,248	261.45
9	Aditya Birla SunLife OvernightFund-Growth-Regular Plan	-	-	1,912	58.37
10	Aditya Birla Sun Life Floating Rate Fund - Growth Regular Plan	60,632	161.17	2,495	120.33
11	Nippon India Money Market Fund - Direct Growth Plan - Growth Option	-	-	12,85,184	408.38
12	Nippon India Liquid Fund Growth Plan - Growth Option	-	-	1,677	50.85
13	Nippon India Floating Rate Fund - Growth Plan - Growth Option	12,85,184	445.42	2,95,555	104.55
14	Nippon India Money Market Fund - Growth Plan- Growth Option	782	25.00	1,86,618	69.80
15	TATA Short Term Bond Fund Regular Plan A - Growth	2,95,555	112.01	4,75,461	103.02
16	TATA Short Term Bond Fund Direct Plan - Growth	1,86,618	75.48	10,30,334	151.07
17	Baroda Short Term Bond Fund - Plan A Growth	9,15,932	209.36	6,109	159.01
18	DSP Low Duration Fund - Regular Plan - Growth	-	-	9,976	278.32
19	SBI Magnum Low Duration Fund-Regular Growth	6,109	168.03	18,86,770	211.42
20	SBI Magnun Ultra Short Duration Fund - Regular Growth	641	30.01	-	-
21	Inveso India Treasury Advantage Fund -Growth	8,114	240.60	1,52,334	50.92
22	HDFC Ultra Short Term Fund - Regular Growth	36,62,113	433.82	-	-
23	HDFC Low Duration Fund -Regular Plan Growth	4,92,881	221.85	-	-
24	L&T Ultra Short Term Fund Direct Plan - Growth	1,52,334	53.46	-	-
25	IDFC Banking & PSU Debt Fund -Regular Plan - Growth	6,78,602	130.53	-	-
26	UOB Asset Management - Sure Daily	16,90,855	508.43	16,90,855	504.51
	<b>TOTAL INVESTMENTS CARRIED AT FVTPL</b>		<b>3,746.83</b>		<b>3,597.85</b>

<b>Other disclosures</b>				
Aggregate cost of quoted investments	-	3,521.43	-	3,495.73
Aggregate market value of quoted investments	-	3,746.83	-	3,597.85
Aggregate value of unquoted investments	-	-	-	-
Aggregate amount of impairment in value of investments	-	-	-	-

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 10 - Trade receivables

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Current</b>		
Trade receivables from		
(a) Related parties	192.10	395.91
(b) Others	3,491.79	2,239.60
	3,683.89	2,635.51
Less: Allowance for doubtful receivables (expected credit loss allowance)	42.11	50.90
<b>Total</b>	<b>3,641.78</b>	<b>2,584.61</b>

#### Note 10(a) - Break-up of security details

Particulars	As at March 31, 2021	As at March 31, 2020
Trade receivables considered good - secured	-	-
Trade receivables considered good - unsecured	3,683.89	2,635.51
Trade receivables which have significant increase in credit risk	-	-
Trade receivables - credit impaired	-	-
	3,683.89	2,635.51
Less: Allowance for doubtful receivables (expected credit loss allowance)	42.11	50.90
<b>Total</b>	<b>3,641.78</b>	<b>2,584.61</b>

#### Notes :

- 1) Credit risk is managed at the operational segment level. The credit limit and credit period are fixed for each customer after evaluating the financial position, past performance, business opportunities, credit references etc. The credit limit and the credit period are reviewed regularly at periodical intervals.
- 2) The group has used a practical expedient by computing the expected credit loss allowance for trade receivables based on provision matrix which takes into account the historical credit loss experience adjusted for forward looking information. (refer note 29.3.2).
- 3) Some trade receivables may be past due over 365 days without being impaired considering the certainty of realisation.

### Note 11A - Cash and cash equivalents

Particulars	As at March 31, 2021	As at March 31, 2020
(a) Balances with banks in current accounts	1,426.13	1,341.79
(b) Cheques on hand	0.39	-
(c) Deposits with maturity of less than three months	-	19.87
(d) Cash in hand	1.19	2.20
<b>Total</b>	<b>1,427.71</b>	<b>1,363.86</b>

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 11B - Bank balances other than above

Particulars	As at March 31, 2021	As at March 31, 2020
(a) Deposits with maturity of more than three months and less than one year	-	34.77
(b) Earmarked balances in dividend accounts	27.04	786.40
<b>Total</b>	<b>27.04</b>	<b>821.17</b>

### Note 12 - Other financial assets

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Current</b>		
(a) Security deposits	8.22	17.23
(b) Employee advances	32.71	63.27
(c) Receivables from related parties	64.13	12.86
(d) Rent receivable from related party	5.43	5.18
(e) Interest receivable	-	3.99
<b>Total</b>	<b>110.49</b>	<b>102.53</b>

### Note 13 - Equity Share Capital

(Rs. in lakhs, except for number of shares)

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Authorised:</b>	300.00	300.00
3,000,000 (March 31, 2020: 3,000,000) Equity shares of Rs. 10/- each with voting rights		
<b>Issued, subscribed and fully paid:</b>	200.00	200.00
2,000,000 (March 31, 2020: 2,000,000) Equity shares of Rs. 10/- each with voting rights		
<b>Total</b>	<b>200.00</b>	<b>200.00</b>

#### (a) Reconciliation of the number of shares outstanding at the beginning and at the end of the period

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of Shares	Amount (Rs. in lakhs)	No. of Shares	Amount (Rs. in lakhs)
Shares outstanding at the beginning of the period	20,00,000	200.00	20,00,000	200.00
Add: Movements during the year	-	-	-	-
<b>Shares outstanding at the end of the period</b>	<b>20,00,000</b>	<b>200.00</b>	<b>20,00,000</b>	<b>200.00</b>

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

#### (b) Details of shares held by each shareholder holding more than 5% shares in the Company:

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of Shares	%	No. of Shares	%
<b>Equity shares :</b>				
Wendt GmbH, Germany	7,50,000	37.50	7,97,352	39.87
Carborundum Universal Limited, India	7,50,000	37.50	7,97,352	39.87

#### (c) Rights, preferences and restrictions attached to shares

The Company has only one class of equity shares with voting rights (one vote per share). The dividends proposed by the Board of directors is subject to approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the equity shareholders are entitled to receive only the residual assets of the Company. The distribution of dividend is in the proportion to the number of equity shares held by the shareholders.

#### (d) There are no instances of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of 5 years immediately preceding the Balance Sheet date.

### Note 14 - Other equity

Particulars	As at March 31, 2021	As at March 31, 2020
<b>A. Reserves and Surplus</b>		
General reserve	6,613.06	6,484.06
Statutory reserve	46.78	45.73
Retained earnings	7,071.07	6,623.66
<b>B. Items of Other Comprehensive Income</b>		
Foreign Currency Translation Reserve	407.33	414.2
<b>Total</b>	<b>14,138.24</b>	<b>13,567.65</b>

#### 14.1 General Reserve

Particulars	As at March 31, 2021	As at March 31, 2020
Balance at the beginning of the year	6,484.06	6,390.66
Transfer from retained earnings	129.00	93.40
<b>Balance as at the year end</b>	<b>6,613.06</b>	<b>6,484.06</b>

The general reserve is a free reserve, retained from company's profits and can be utilised upon fulfilling certain conditions in accordance with Companies Act.

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

### 14.2 Statutory Reserve

Particulars	As at March 31, 2021	As at March 31, 2020
Balance at the beginning of the year	45.73	45.73
Transfer from retained earnings	1.05	-
<b>Balance as at the year end</b>	<b>46.78</b>	<b>45.73</b>

This represents appropriation of profit by the group.

### 14.3 Retained earnings

Particulars	As at March 31, 2021	As at March 31, 2020
Balance at the beginning of the year	6,623.66	6,143.27
Profit for the year	1,276.56	1,002.53
Other comprehensive income arising from remeasurement of defined benefit obligation, net of tax	0.90	(95.50)
Payment of final dividend for the preceding financial year	(500.00)	(300.00)
Dividend tax on final dividend for the preceding financial year	-	(33.24)
Payment of interim dividend for the current year	(200.00)	-
Transfer to general reserve	(129.00)	(93.40)
Transfer to statutory reserve	(1.05)	-
<b>Balance as at the year end</b>	<b>7,071.07</b>	<b>6,623.66</b>

Retained earnings comprise of the group's undistributed earnings after taxes.

### 14.4 Foreign Currency Translation Reserve

Particulars	As at March 31, 2021	As at March 31, 2020
Balance at the beginning of the year	414.20	246.08
Transfer	(6.87)	168.12
<b>Balance as at the year end</b>	<b>407.33</b>	<b>414.20</b>

Exchange differences relating to the translation of the results and net assets of the Group's foreign subsidiaries from their functional currencies to the Group's presentation currency (i.e. Indian Rupees) are recognised directly in Other Comprehensive Income and accumulated in the foreign currency translation reserve. Exchange differences accumulated in the foreign currency translation reserve are reclassified to Profit or Loss at the time of disposal of respective foreign operation.

### 14.5 Distributions made and proposed

The amount of per share dividend distributed to equity shareholders during the year ended March 31, 2021 and March 31, 2020 was Rs.35 and Rs. 15 respectively.

The Board of Directors at its meeting held on May 28, 2020 had recommended a final dividend of 250% (Rs. 25/- per equity share of face value Rs.10/- each). The proposal was approved by shareholders at the Annual General Meeting held on July 24, 2020, this has resulted in a cash outflow of Rs. 500 lakhs. Also, the Board of Directors at its meeting held on January 22, 2021 had declared an interim dividend of 100% (Rs. 10/- per equity share of face value of Rs. 10/- each). Further, the Board of Directors at its meeting held on April 23, 2021 have recommended a final dividend of 200% (Rs. 20/- per equity share of face value of Rs.10/- each) which is subject to approval of shareholders.

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 15 - Deferred tax liabilities

Particulars	March 31, 2021			
	Opening Balance	Recognised in profit and loss	Recognised in other comprehensive income	Closing balance
<b>Tax effect of items constituting deferred tax liabilities</b>				
Property, plant and equipment and other intangible assets	298.47	(57.59)	-	240.88
Net gain on fair value of mutual funds	17.10	38.64	-	55.74
	315.57	(18.95)	-	296.62
<b>Tax effect of items constituting deferred tax assets</b>				
Employee benefits	(120.43)	5.10	(0.50)	(115.83)
Allowance for doubtful trade receivables	(12.35)	4.02	-	(8.33)
Tax on unrealised profit on stock	(4.48)	(0.94)	-	(5.42)
Others	(8.80)	(3.09)	-	(11.89)
	(146.06)	5.09	(0.50)	(141.47)
<b>Total</b>	<b>169.51</b>	<b>(13.86)</b>	<b>(0.50)</b>	<b>155.15</b>

Particulars	March 31, 2020			
	Opening Balance	Recognised in profit and loss	Recognised in other comprehensive income	Closing balance
<b>Tax effect of items constituting deferred tax liabilities</b>				
Property, plant and equipment and other intangible assets	395.99	(97.52)	-	298.47
Net gain on fair value of mutual funds	25.13	(8.03)	-	17.10
	421.12	(105.55)	-	315.57
<b>Tax effect of items constituting deferred tax assets</b>				
Employee benefits	(90.14)	(12.29)	(18.00)	(120.43)
Allowance for doubtful trade receivables	(12.85)	0.50	-	(12.35)
Tax on unrealised profit on stock	(5.33)	0.85	-	(4.48)
Others	(10.18)	1.38	-	(8.80)
	(118.50)	(9.56)	(18.00)	(146.06)
<b>Total</b>	<b>302.62</b>	<b>(115.11)</b>	<b>(18.00)</b>	<b>169.51</b>

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 16 - Trade payables

Particulars	As at March 31, 2021	As at March 31, 2020
(a) Trade payables to		
- Micro and small enterprises [refer note (i) below]	125.97	82.44
- Related parties (refer note 33)	342.24	390.29
- Others	2,027.87	1,708.84
<b>Total</b>	<b>2,496.08</b>	<b>2,181.57</b>

#### Note:

- (i) Dues to Micro and Small Enterprises have been determined to the extent such parties, as applicable, have been identified on the basis of information collected by the Management. This has been relied upon by the auditors. There were no overdue amounts/interest payable to Micro and Small Enterprises as per Micro, Small and Medium Enterprises Development Act, 2006 as at the Balance Sheet date or any time during the year.

### Note 17 - Other financial liabilities

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Current</b>		
(a) Unclaimed and Unpaid dividends [refer note (i) below]	27.04	786.40
(b) Deposit from related party	10.00	10.00
(c) Creditors for capital supplies and services	35.86	95.08
(d) Retention money	20.93	13.79
(e) Due to employees	260.43	213.21
(f) Others	10.79	12.54
<b>Total</b>	<b>365.05</b>	<b>1,131.02</b>

#### Note:

- (i) There are no amounts which has remained unpaid or unclaimed as at Balance sheet date requiring transfer to Investor Education and Protection Fund.

### Note 17A - Borrowings

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Current</b>		
<b>Secured</b>		
from bank (refer note below)	99.74	-
<b>Total</b>	<b>99.74</b>	<b>-</b>

#### Note:

- (i) Secured Short term loan from bank represents Export packing credit availed against export orders by hypothecation of finished goods and trade receivables. This credit carries an interest rate of 2.20% per annum and is repayable against receipt of related trade receivable.
- (ii) First charge on all fixed assets of the company except land and building.

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 18 – Provisions

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Current</b>		
(a) Provision for employee benefits		
- Compensated absences (refer note 33)	335.09	355.34
- Gratuity (refer note 33)	125.14	123.17
- Other employee obligations	3.03	1.71
<b>Total</b>	<b>463.26</b>	<b>480.22</b>

### Note 19 - Other current liabilities

Particulars	As at March 31, 2021	As at March 31, 2020
(a) Advances received from customers (refer note (i) & (ii) below)	351.59	397.96
(b) Statutory dues payable (other than income taxes)	175.36	77.27
(c) Others	15.90	15.90
<b>Total</b>	<b>542.85</b>	<b>491.13</b>

#### Notes:

- (i) : Advances received from customers includes Rs. NIL (March 31, 2020 : Rs. 36.90 lakhs) due to related parties.
- (ii) : Movement of Advances received from customers:

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Balance at beginning of the year</b>	<b>397.96</b>	<b>485.42</b>
Amounts received during the year	339.64	293.86
Amounts recognized as revenue / refunded during the year	(386.01)	(391.32)
<b>Balance at end of the year</b>	<b>351.59</b>	<b>397.96</b>

### Note 20 - Revenue from operations

Particulars	Year ended	
	March 31, 2021	March 31, 2020
Revenue from contract with customers		
(a) Sale of products [refer note (i) and (iii) below]	12,466.66	13,153.49
(b) Sale of services [refer note (ii) and (iii) below]	1,039.36	909.94
Other operating income [refer note (iv) below]	156.08	259.74
<b>Total</b>	<b>13,662.10</b>	<b>14,323.17</b>



## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 20(i) - Details of sale of products

Particulars	Year ended	
	March 31, 2021	March 31, 2020
Manufactured products	10,276.80	10,590.45
Traded products	2,189.86	2,563.04
<b>Total - Sale of products</b>	<b>12,466.66</b>	<b>13,153.49</b>

### Note 20(ii) - Details of sale of services

Particulars	Year ended	
	March 31, 2021	March 31, 2020
Machining charges	952.17	774.31
Others	87.19	135.63
<b>Total - Sale of services</b>	<b>1,039.36</b>	<b>909.94</b>

### Note 20 (iii) - Other disclosures required under Ind AS 115

- (a) All the revenue contracts are for periods of one year or less or are billed based on time incurred. Hence as permitted under Ind AS 115, the transaction price allocated to these unsatisfied contracts is not disclosed.
- (b) Refer note 30 for disclosure of disaggregated revenue.
- (c) Reconciliation of revenue recognised with contract price

Particulars	March 31, 2021	March 31, 2020
Contract price	13,506.02	14,063.43
Adjustment towards variable consideration	-	-
Revenue from sale of products and services	13,506.02	14,063.43

### Note 20 (iv) - Details of other operating income

Particulars	Year ended	
	March 31, 2021	March 31, 2020
Sale of scrap	31.78	58.92
Service charges	60.53	51.17
Commission	13.51	18.79
Export incentives [refer note v below]	50.26	130.86
<b>Total - other operating income</b>	<b>156.08</b>	<b>259.74</b>

### Note 20 (v) - Government grants

Exports incentives represents grants in the nature of licenses under Merchandise export from India scheme (MEIS) and duty drawback.

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 21 - Other Income

Particulars	Year ended	
	March 31, 2021	March 31, 2020
(a) Interest income on deposits	13.53	12.01
(b) Dividend income	-	13.13
- Dividend income from current investments - mutual funds	-	-
(c) Rental income	55.20	17.57
(d) Net gain on sale of current investments	45.82	155.03
(e) Net gain arising on financial assets designated as fair value through profit or loss	154.86	-
(f) Profit on sale of capital assets (net of loss on assets sold / scrapped / written off)	-	10.44
(g) Net foreign exchange differences	35.50	84.79
(h) Allowance for doubtful trade receivables no longer required, written back	19.49	17.11
(i) Provisions no longer required, written back	35.05	20.03
(j) Miscellaneous income [refer note (i) below]	37.04	155.62
<b>Total</b>	<b>396.49</b>	<b>485.13</b>

Note:

- (i) : includes proceeds of insurance claim of Rs. NIL (March 31, 2020 : Rs. 145.48 lakhs)

### Note 22 – Cost of materials consumed

Particulars	Year ended	
	March 31, 2021	March 31, 2020
Opening stock	1,048.14	1,112.83
Add: Purchases	3,544.19	3,997.82
	4,592.33	5,110.65
Less: Closing stock [refer note 8(a)]	1,099.26	1,048.14
<b>Cost of materials consumed</b>	<b>3,493.07</b>	<b>4,062.51</b>

### Note 23 – Changes in inventories of finished goods, work-in-progress and stock-in-trade

Particulars	Year ended	
	March 31, 2021	March 31, 2020
<b>Opening stock</b>		
Work-in-progress	1,030.80	794.85
Finished goods	269.09	86.56
Stock-in-trade	204.80	244.11
	1,504.69	1,125.52
<b>Closing stock</b>		
Work-in-progress	637.59	1,030.80
Finished goods	215.40	269.09
Stock-in-trade	299.85	204.80
	1,152.84	1,504.69
<b>Net (increase) / decrease</b>	<b>351.85</b>	<b>(379.17)</b>

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. In lakhs)

### Note 24 Employee benefits expense

Particulars	Year ended	
	March 31, 2021	March 31, 2020
(a) Salaries, wages and bonus	2,661.73	2,786.83
(b) Contribution to provident and other funds	207.67	212.34
(c) Staff welfare expenses	275.62	347.86
<b>Total</b>	<b>3,145.02</b>	<b>3,347.03</b>

### Note 25 – Finance cost

Particulars	Year ended	
	March 31, 2021	March 31, 2020
(a) Interest - others	1.59	2.91
(b) Interest expense on current borrowings	1.07	-
<b>Total</b>	<b>2.66</b>	<b>2.91</b>

### Note 26 - Depreciation and amortisation expense

Particulars	Year ended	
	March 31, 2021	March 31, 2020
(a) Depreciation of property, plant and equipment (refer note 3)	833.46	886.84
(b) Amortisation of intangible assets (refer note 5)	59.64	62.43
<b>Total</b>	<b>893.10</b>	<b>949.27</b>

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## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 27 - Other Expenses

Particulars	Year ended	
	March 31, 2021	March 31, 2020
Stores and spares consumed	533.94	682.62
Contract labour	39.29	69.41
Repairs and maintenance		
- Buildings	68.33	114.51
- Machinery	93.97	174.26
- Others	18.56	24.10
Power and fuel charges	281.52	322.29
Freight outward and packing charges (net)	202.47	262.43
Rental charges	22.01	28.28
Processing charges	559.09	694.61
Directors' sitting fees	8.90	7.80
Commission to non-executive directors	15.25	14.00
Rates and taxes	52.53	66.21
Contribution to research institution (refer Note 37)	-	2.00
Expenditure on corporate social responsibility (refer Note 37)	32.02	32.50
Insurance charges	40.62	47.66
Selling commission	205.21	100.12
Bad trade receivables written off	16.96	6.98
Less:- Transferred from provision	16.84	3.68
Allowance for doubtful trade receivables (refer note 29.3.2)	27.79	27.45
Auditors remuneration		
As auditors		
Statutory Audit	15.87	15.53
Tax Audit	1.00	1.00
Reimbursement of expenses	1.00	4.34
Bank charges	64.78	85.79
Service fee	162.20	166.75
Professional expenses	171.79	200.00
EDP Charges	139.61	134.12
Advertisement and sales promotion expenses	191.01	323.73
Travelling and conveyance expenses	82.77	371.58
Communication expenses	27.56	34.79
Loss on sale / discarding of tangible fixed assets (net)	31.78	-
Net loss arising on financial assets designated as fair value through profit or loss	-	12.83
Miscellaneous expenses	206.37	214.90
<b>Total</b>	<b>3,297.36</b>	<b>4,238.91</b>

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 28 - Income tax recognised in profit or loss

#### (a) Income tax expense

Particulars	Year ended March31, 2021	Year ended March31, 2020
<b>Current tax</b>		
In respect of the current year	437.70	466.52
In respect of the Prior year	-	7.27
	437.70	473.67
<b>Deferred tax</b>		
In respect of the current year	(13.86)	(115.11)
	(13.86)	(115.11)
<b>Total</b>	<b>423.84</b>	<b>358.68</b>

#### (a) Numerical Reconciliation between average effective tax rate and applicable tax rate:

Particulars	Year ended March31, 2021	Year ended March31, 2020
<b>Profit Before tax</b>	<b>1,700.40</b>	<b>1,361.21</b>
Income Tax using the Company's domestic Tax rate of 25.17% (March 31, 2020 - 25.17%)	427.96	342.59
Effect of expenses that are not deductible in determining taxable profit	8.19	9.19
Effect of dividend income from foreign subsidiaries	-	49.92
Effect of different overseas tax rates	-	-
Effect of changes in deferred tax rates	(16.38)	(18.11)
Others	4.07	(41.79)
	423.84	351.41
Adjustment recognised in the current year in relation to current tax of previous years	-	7.27
<b>Income Tax recognised in statement of profit and loss</b>	<b>423.84</b>	<b>358.68</b>

Note:

1) The Group elected to exercise the option permitted under section 115BAA of the Income-tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019. Accordingly, the Group has recognized Provision for Income Tax for the year ended March 31, 2020 and re-measured its Deferred Tax Liability basis the rate prescribed in the said section. The full impact of this change has been recognized in the statement of Profit and Loss for the year ended March 31, 2020.

2) The tax impact for deferred tax purposes for the Company has been arrived by applying a tax rate of 25.17% (March 31, 2020: 25.17%) being the prevailing tax rate applicable for the company for the financial year ending March 31, 2022 under the Income tax Act, 1961.

### Note 29 - Financial Instruments

#### 29.1 Capital Management

The capital includes issued equity share capital and all other equity reserves attributable to the equity holders. The Group's objectives when managing capital is to safeguard their ability to continue as a going concern while maximizing the return to shareholders through the optimization of cash and cash equivalents along with investment which is predominantly investment in liquid and short-term mutual funds.

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

### 29.2 Categories of financial instruments

The carrying value and fair value of financial instruments by categories as of March 31, 2021 and March 31, 2020 were as follows:

Particulars	Carrying Amount		Fair Value	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
<b>Financial Assets</b>				
<b>Measured at fair- value through profit and loss (FVTPL)</b>				
Investments	3,746.83	3,597.85	3,746.83	3,597.85
<b>Measured at amortized cost</b>				
- Trade receivables	3,641.78	2,584.61	3,641.78	2,584.61
- Cash and cash equivalents	1,427.71	1,363.86	1,427.71	1,363.86
- Other bank balances	27.04	821.17	27.04	821.17
- Other financial assets	110.49	102.53	110.49	102.53
<b>Total financial assets</b>	<b>8,953.85</b>	<b>8,470.02</b>	<b>8,953.85</b>	<b>8,470.02</b>
<b>Financial Liabilities</b>				
<b>Measured at amortized cost</b>				
- Trade payables	2,496.08	2,181.57	2,496.08	2,181.57
- Other financial liabilities	365.05	1,131.02	365.05	1,131.02
- Borrowings	99.74	-	99.74	-
<b>Total financial liabilities</b>	<b>2,960.87</b>	<b>3,312.59</b>	<b>2,960.87</b>	<b>3,312.59</b>

The management assessed that fair value of cash and short- term deposits, trade receivables, trade payables, book overdrafts and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

i) The fair value of the quoted mutual funds is based on price quotations at reporting date.

#### Fair value hierarchy

Level 1 - Quoted prices (unadjusted) 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 (i.e.as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The following table presents the fair value measurement hierarchy of financial assets measured at fair value on recurring basis as at March 31, 2021 and March 31, 2020.

Particulars	Note	Total	Fair value measurement using		
			Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Financial assets designated at FVTPL:					
As at March 31, 2021					
- Investment in mutual funds	9	3,746.83	3,746.83	-	-
As at March 31, 2020					
- Investment in mutual funds	9	3,597.85	3,597.85	-	-

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

The following table presents the assets and liabilities which are measured at amortized cost for which fair values are disclosed as at March 31, 2021 and March 31, 2020.

Particulars	Note	Total	Fair value measurement using		
			Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
As at March 31, 2021					
Financial assets measured at amortized cost:					
- Trade receivables	10	3,641.78	-	-	3,641.78
- Cash and cash equivalents	11A	1,427.71	-	-	1,427.71
- Other bank balances	11B	27.04	-	-	27.04
- Other financial assets	12	110.49	-	-	110.49
Financial liabilities measured at amortized cost:					
- Trade payables	16	2,496.08	-	-	2,496.08
- Other financial liabilities	17	365.05	-	-	365.05
- Borrowings	17A	99.74	-	-	99.74
As at March 31, 2020					
Financial assets measured at amortized cost:					
- Trade receivables	10	2,584.61	-	-	2,584.61
- Cash and cash equivalents	11A	1,363.86	-	-	1,363.86
- Other bank balances	11B	821.17	-	-	821.17
- Other financial assets	12	102.53	-	-	102.53
Financial liabilities measured at amortized cost:					
- Trade payables	16	2,181.57	-	-	2,181.57
- Other financial liabilities	17	1,131.02	-	-	1,131.02
- Borrowings	17A	-	-	-	-

There have been no transfers among Level 1, Level 2 and Level 3 during the period.

### 29.2 Financial Risk management objectives and policies

The group treasury function provides service to the business, co-ordinates access to domestic and international financial markets monitors and manages the financial risks relating to the operations of the group through internal risk report which analyze exposures by degree and magnitude of risk. These risk include market risk, currency risk, interest risk, price risk, credit risk and liquidity risk.

The group seeks to minimise the effects of these risks by using policies approved by the board of directors, which provide written principles on interest risk, credit risk and investment of excess liquidity. The group does not enter into trade financial instruments for speculative purpose.

The group treasury function reports quarterly to the senior management team that monitors risk and policies implemented to mitigate risk exposures.

#### 29.3.1 Market risk

The group is exposed primarily to the financial risk of change in foreign currency exchange rate. The group transacts in various foreign currencies. Foreign currencies are recognised at the rate of exchange prevailing at the date of transaction. The group being a net exporter, follows the policy of natural hedging of foreign exchange transactions. There is a net foreign exchange gain in the current and previous year.

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

### 29.3.1 (a) Foreign currency risk management

The group undertakes transactions denominated in foreign currencies, consequently, the group is exposed to exchange rate fluctuations. The group, being a net exporter, follows the policy of natural hedging of foreign exchange earnings and outflow and hence it does not take any forward covers.

The carrying amounts of the group's foreign currency (unhedged) denominated monetary assets and monetary liabilities at the end of the reporting period are as follows:

Particulars	March 31, 2021				March 31, 2020			
	AED (in lakhs)	Thai Baht (in lakhs)	Foreign Currency (in lakhs)	INR (in lakhs)	AED (in lakhs)	Thai Baht (in lakhs)	Foreign Currency (in lakhs)	INR (in lakhs)
Creditors against Import of goods, capital items and Services								
USD	-	-	8.09	601.29	-	-	5.89	448.20
USD	-	71.59	-	166.73	-	25.95	-	60.16
USD	3.89	-	-	76.74	0.19	-	-	3.80
EUR	-	-	1.42	124.27	-	-	1.80	152.10
EUR	-	-	-	-	-	1.67	-	3.87
GBP	-	-	0.14	14.35	-	-	0.39	36.46
CHF	-	-	-	-	-	-	0.06	4.45
JPY	-	-	14.30	9.66	-	-	-	-
KRW	-	-	14.81	0.99	-	-	-	-
Trade and other receivables								
USD	-	-	12.56	912.77	-	-	7.95	595.92
EUR	-	-	2.46	208.20	-	-	2.20	180.72
GBP	-	-	0.37	36.93	-	-	0.37	33.92

The sensitivity of impact on profit or loss of the group to changes in the exchange rates, individual currency wise, is summarized below:-

Currency Sensitivity	Impact on profit before tax (in %)	
	March 31, 2021	March 31, 2020
<b>USD Sensitivity</b>		
INR/USD - Increase by 1%	0.20%	0.10%
INR/USD - Decrease by 1%	(0.20%)	(0.10%)
<b>EUR Sensitivity</b>		
INR/EUR - Increase by 1%	0.05%	0.07%
INR/EUR - Decrease by 1%	(0.05%)	(0.07%)
<b>GBP Sensitivity</b>		
INR/GBP - Increase by 1%	0.01%	0.11%
INR/GBP - Decrease by 1%	(0.01%)	(0.11%)
<b>CHF Sensitivity</b>		
INR/CHF - Increase by 1%	0.00%	0.00%
INR/CHF - Decrease by 1%	0.00%	0.00%



## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

### 29.3.2 Credit Risk

Credit risk is the risk that counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The group is exposed to credit risk from its operating activities (primarily trade receivables and contract assets) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

The customers are broadly classified into high risk and medium risk, accordingly credit limit exposure is fixed. The group carries out payment performance review of all customers and based on this analysis, risk category of customers are evaluated annually. Further, the utilization of credit limit is regularly monitored through inbuilt locks in the ERP system.

#### Details of loss allowance

Particulars	As at March 31, 2021		As at March 31, 2020	
	Gross carrying amount (Rs. in lakhs)	Expected Credit Loss (%)	Gross carrying amount (Rs. in lakhs)	Expected Credit Loss (%)
Within the credit period	2,553	0	1,482	1
1-30 days past due	541	1	467	2
31-60 days past due	127	2	202	3
61-90 days past due	91	5	140	4
91-180 days past due	179	6	252	5
181-365 days past due	147	8	59	5
366-730 days past due	46	10	34	5

#### Details of loss allowance

Particulars	As at March 31, 2021	As at March 31, 2020
Balance at beginning of the year	50.90	44.12
Amounts recognised in the year	27.79	27.45
Amounts written off during the year	(16.84)	(3.68)
Reversal during the year	(19.49)	(17.11)
Exchange difference on opening provision	(0.25)	0.12
Balance at end of the year	42.11	50.90

#### Sensitivity analysis of loss allowance

Particulars	Impact on profit before tax	
	As at March 31, 2021	As at March 31, 2020
Increase in loss allowance + 1%	36.84	26.36
Decrease in loss allowance - 1%	(13.71)	(26.36)

### 29.3.3 Liquidity Risk

Liquidity risk is the risk that the group will not be able to meet its financial obligations as they fall due. The group's approach to managing liquidity is to ensure that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the group's business and reputation.

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

The group regularly reviews its receivables, inventory and other working capital elements to mitigate any liquidity concerns. Any surplus from the business funds needs is parked in debt mutual funds (liquid / liquid plus) from reputed Asset Management Companies to provide day to day working capital.

Also, the group has unutilized credit limits with bank.

The following table presents the maturity period of all financial liabilities as at March 31, 2021 and March 31, 2020.

Particulars	Note	Contractual cash flows			
		Carrying amount	Less than 1 year	1 - 2 years	More than 2 years
As at March 31, 2021					
Financial liabilities measured at amortized cost:					
- Trade payables	16	2,496.08	2,496.08	-	
- Other Financial Liabilities	17	365.05	365.05	-	
- Borrowings	17A	99.74	99.74	-	
As at March 31, 2020					
Financial liabilities measured at amortized cost:					
- Trade payables	16	2,181.57	2,181.57	-	
- Other Financial Liabilities	17	1,131.02	1,131.02	-	
- Borrowings	17A	-	-	-	

## Note 30 - Segment Disclosures

### 30.1 Products and services from which reportable segments derive their revenue

The CEO of the holding Company has been identified as the Chief Operating Decision Maker (CODM) of the Group as defined by Ind AS 108, Operating Segments. Operating segments are defined as components of an enterprise for which discrete financial information is available that is evaluated regularly by the CODM, in deciding how to allocate resources and assessing performance.

1) The Group is organised into three business segments, namely:

a) Super Abrasives b) Machines, Accessories and Components and c) Others

The "other" segment includes other trading products

The above segments have been identified taking into account the organisation structure as well as the differing risks and returns of these segments. The Group has identified business segments as its primary segments. The reportable business segments are in line with the segment wise information which is being presented to the CODM.

2) Segment revenue and expenses have been identified to segments on the basis of their relationships to the operating activities of the segment. Revenue and expenses, which relate to the enterprise as a whole and are not allocable to segments on a reasonable basis have been included under "Other Un-allocable Expenditure".

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

### 30.2 Segment Revenues and Results

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
<b>1. Segment Revenue</b>		
a) Super Abrasives	8,367.13	8,809.97
b) Machines, Accessories and Components	3,843.90	3,606.12
c) Others	1,294.99	1,647.34
Total	13,506.02	14,063.43
Less:- Inter Segment Revenue	-	-
<b>Revenues</b>	<b>13,506.02</b>	<b>14,063.43</b>
<b>2. Segment Results</b>		
a) Super Abrasives	1,362.41	1,021.57
b) Machines , Accessories and Components	560.71	425.64
c) Others	240.97	388.53
Total	2,164.09	1,835.74
Less: (i) Finance costs	2.66	2.91
(ii) Other Un-allocable expenditure net of un-allocable income of Rs.552.57 lakhs (March 31, 2020 : Rs. 744.87 lakhs)	461.03	471.62
(iii) Tax expense	423.84	358.68
<b>Profit for the year</b>	<b>1,276.56</b>	<b>1,002.53</b>

### 30.3 Revenue by Geographical market

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
India	8,621.48	8,033.20
Outside India	4,884.54	6,030.23
<b>Total Revenues</b>	<b>13,506.02</b>	<b>14,063.43</b>

### 30.4 Segment assets

Segment assets and Segment liabilities of the group's business other than inventory and receivables have not been identified to any reportable segment, as these are used interchangeably between segments.

Particulars	March 31, 2021	March 31, 2020
a) Super Abrasives	4,344.20	3,999.50
b) Machines, Accessories and Components	1,791.61	1,371.40
<b>Total segment assets</b>	<b>6,135.81</b>	<b>5,370.90</b>
Unallocated assets	12,362.22	12,908.36
<b>Total assets as per Balance sheet</b>	<b>18,498.03</b>	<b>18,279.26</b>

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

### 30.5 Non current assets by geographical market other than financial assets and income tax assets

Particulars	March 31, 2021	March 31, 2020
India	5,896.59	5,791.50
Outside India	230.70	299.42
<b>Total non current assets</b>	<b>6,127.29</b>	<b>6,090.92</b>

### 30.6 Information about major customers

No single customer represents 10% or more of the group's total revenue for the year ended March 31, 2021 and March 31, 2020.

### Note 31 - Leases

#### As a Lessee

The Group has entered into operating lease arrangements for leased accommodation which is for a period of 12 months. The lease is cancellable at the option of the lessee.

This lease is a short term lease and does not include any variable payment terms.

#### Impact due to Adoption of Ind AS 116 on the financial statements

Only leasing arrangement that the Group has entered into is in respect of a leased accommodation which is for a period of 12 months. The Group has elected to apply the practical expedient available in Ind AS 116 to not apply the requirements of the standard to short-term leases (i.e. leases which are for a period of 12 months or less). Accordingly, no right-of-use asset or a lease liability have been recognised by the Group under Ind AS 116 for the year ended March 31, 2021 and March 31, 2020.

#### Disclosure relating to Ind AS 116

##### Amounts recognised in the Statement of Profit and Loss:

The statement of profit or loss shows the following amount related to leases:

Particulars	March 31, 2021	March 31, 2021
Lease rentals recognised in the Statement of Profit and Loss (Refer Note 27)	22.01	28.28

#### As a Lessor

The Company has entered into operating lease arrangements and leased out a portion of its factory building to a related party, which is for a period of less than 12 months.

This lease is a short term lease and does not include any variable payment terms.

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

### Amounts recognised in the Statement of Profit and Loss:

The statement of profit or loss shows the following amount related to leases:

Particulars	March 31, 2021	March 31, 2020
Lease rental income recognised in the Statement of Profit and Loss (Refer Note 21)	55.20	17.57

Details of the Factory Building (out of this, leased out a portion) are as given below:

Particulars	March 31, 2021	March 31, 2020
Gross carrying amount	2,248.33	1,699.74
Less: Accumulated depreciation	634.35	573.36
<b>Net carrying amount</b>	<b>1,613.98</b>	<b>1,126.38</b>

The depreciation recognized in respect of the factory building for the year is Rs. 60.99 lakhs (March 31, 2020 : Rs. 56.75 lakhs).

There are no contingent rents receivable.

## Note 32 - Employee Benefits

### Defined Contribution Plans

The Group operates defined contribution benefit plans for all qualifying employees.

Superannuation fund, Provident fund, Social Security Fund and pension fund are defined contribution plans towards which the group makes contribution at predetermined rates to the Superannuation Trust funded with Life Insurance Corporation Of India and the Regional Provident Fund Commissioner respectively. The same is debited to the consolidated statement of profit and loss based on the amount of contribution required to be made as and when services are rendered by the employees. The Company has no further payment obligation once the contributions have been paid.

### Defined Benefit Plans

The Company is having defined benefit plan namely gratuity for all qualifying employees of the company.

The liability for gratuity to employees as at the balance sheet date is determined on the basis of actuarial valuation using projected Unit Credit method. The amount is funded to a Gratuity fund administered by the trustees and managed by Life Insurance Corporation of India.

Remeasurement, comprising actuarial gain and losses and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurement recognised in other comprehensive income is reflected in retained earnings and is not reclassified to profit or loss.

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

The plans typically expose the company to actuarial risks such as investment risk, interest rate risk, longevity risk and salary risk.

Investment risk	The present value of the defined benefit plan liability is calculated using the discount rate which is determined by reference to market yield at the end of the reporting period on government bonds. For other defined benefit plans, the discount rate is determined by reference to market yields at the end of the reporting period. If the return on plan asset is below this rate, it will create a plan deficit.
Interest rate risk	A decrease in the bond interest rate will increase the plan liability. However, this will be partially offset by an increase in the return on the plan's investments.
Longevity risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
Salary risk	The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

### A. Gratuity

The following tables set out the funded status of the gratuity plans and the amounts recognised in the Company's financial statements as at March 31, 2021 and March 31, 2020:

#### (a) Change in defined benefit obligation

Particulars	As at March 31, 2021	As at March 31, 2020
Defined benefit obligation at beginning of period	748.39	599.95
Service cost		
a) Current service cost	47.97	47.33
b) Past service cost	-	-
Interest expenses	40.40	42.35
Benefits Paid	(158.98)	(66.10)
Remeasurements		
a) Effect of changes in demographic assumptions	-	-
b) Effect of change in financial assumptions	(15.43)	168.49
c) Effect of experience adjustments	3.25	(43.63)
<b>Defined benefit obligation at end of period</b>	<b>665.60</b>	<b>748.39</b>

#### (b) Change in fair value of plan assets

Particulars	As at March 31, 2021	As at March 31, 2020
Fair value of plan assets at beginning of period	625.22	555.29
Interest Income	35.21	44.09
Contributions	50.00	94.70
Benefits Paid	(158.98)	(66.10)
Remeasurements		
a) Return on plan assets (excluding interest income)	(10.99)	(2.76)
<b>Fair value of plan assets at end of period</b>	<b>540.46</b>	<b>625.22</b>

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

### (c) Amounts recognized in the Balance Sheet

Particulars	As at March 31, 2021	As at March 31, 2020
Defined benefit obligation	665.60	748.39
Fair value of plan assets	(540.46)	(625.22)
Effect of asset ceiling	-	-
<b>Net defined benefit liability / (asset)*</b>	<b>125.14</b>	<b>123.17</b>

\*Included under provision for employee benefits in Note 18 - "Provisions"

### (d) Amounts recognized in the Statement of Profit and Loss

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Service Cost	47.97	47.33
Net interest cost	5.19	(1.74)
<b>Net Gratuity Cost in the consolidated statement of profit and loss *</b>	<b>53.16</b>	<b>45.59</b>

\* Included under contribution to provident and other funds in Note 24 - "Employee benefits expense"

### (e) Amounts recognized in the Other Comprehensive Income

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
<b>Remeasurement of the net defined benefit liability / (asset)</b>		
Actuarial (gains) / losses	(12.19)	124.86
(Return) / Loss on plan assets excluding amounts included in the net interest on the defined benefit liability / (asset)	(10.99)	(2.76)
<b>Net Cost in Other Comprehensive Income</b>	<b>(1.20)</b>	<b>127.62</b>

### (f) Composition of plan assets

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Fund with an Insurance Company	540.46	625.22

### (g) Significant actuarial assumptions

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Discount rate	6.33%	6.04%
Salary escalation rate	10.00%	10.00%
Attrition Rate	7.00%	7.00%
Retirement Age	58 years	58 years
Pre-retirement mortality	Indian Assured Lives Mortality (2012-14) Ultimate	Indian Assured Lives Mortality (2012-14) Ultimate
Disability	Nil	Nil

The Company assesses these assumptions with its projected long-term plans of growth and prevalent industry standards. The discount rate is based on the government securities yield.

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

### (h) Sensitivity analysis - DBO end of Period

Particulars	As at March 31, 2021	As at March 31, 2020
Discount rate +100 basis points	615.69	698.17
Discount rate -100 basis points	722.87	806.05
Salary Increase Rate +1%	717.04	799.66
Salary Increase Rate -1%	619.66	702.65
Attrition Rate +1%	653.13	735.14
Attrition Rate -1%	679.74	763.44

Significant actuarial assumptions for the determination of the defined obligation are discount rate, expected salary increase and mortality. The sensitivity analyses above 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 changes in the defined 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 defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.

### (i) Expected cash flows for following year

Particulars	As at March 31, 2021	As at March 31, 2020
Expected employer contributions /Addl. Provision next year	47.72	139.74
Expected total benefit payments		
Year 1	93.24	43.55
Year 2	45.28	89.28
Year 3	49.70	42.10
Year 4	36.89	43.67
Year 5	44.74	49.46
Next 5 years	227.50	204.50

The weighted average duration of the defined benefit obligation is 9 years (March 31, 2020: 9 years).

The Company expects to make a contribution of Rs. 50 lakhs (as at March 31, 2020: Rs.50 lakhs) to the defined benefit plans during the next financial year. The employee benefit obligations(net) have been included in current liabilities based on the expected contributions.

## B. Compensated Absences

### (a) Charge to Statement of Profit and Loss and Liability

Particulars	As at March 31, 2021	As at March 31, 2020
Charge / (credit) in the Statement of Profit and Loss	62.28	132.78
Liability as at the year end	335.09	355.34

The entire amount of provision is presented as current since the Company does not have an unconditional right to defer settlement of any of these obligations. However, based on past experience, the Company does not expect all employees to avail the full amount of accrued leave or require payment for such leave within the next 12 months. The leave obligation not expected to be settled within the next 12 months amounts to Rs. 202.09 lakhs (March 31, 2020 : Rs. 198.50 lakhs).

### (b) Actuarial Assumptions

Particulars	As at March 31, 2021	As at March 31, 2020
Discount Rate	6.33% p.a	6.04% p.a.
Salary Escalation Rate	10.00% p.a.	10.00% p.a.



## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

### (c) Defined Contribution Plans

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
Employers' Contribution to Provident Fund *	67.56	70.52
Employers' Contribution to Superannuation Fund *	24.84	32.29
Employers' Contribution to Employee's Pension Scheme 1995 *	62.11	63.94
Employers' Contribution to Employee's State Insurance #	9.32	13.09
Employers' Contribution to Social security Fund #	1.76	2.51

\* Included in contribution to provident and other funds

# Included in staff welfare expenses

### Note 33 - Related Party Disclosures

#### 1) List of Related parties

##### i) Investors with significant influence and their subsidiaries, with whom transactions have taken place during the year

- (a) Carborundum Universal Limited
  - (1) Cumi America Inc
  - (2) Cumi (Australia) Pty Ltd
  - (3) Cumi Abrasives & Ceramics Company Ltd
  - (4) Net Access India Ltd
  - (5) Sterling Abrasives Limited
- (b) Wendt GmbH Germany
  - (1) Winterthur Technologie France
  - (2) Winterthur Technology Iberica
  - (3) 3M Wixom USA
  - (4) 3M UK Winterthur Technology
  - (5) AO 3M Russia
  - (6) 3M Australia
  - (7) 3M Svenska AB

##### ii) Company in which KMP / Director is a director and with whom transactions have taken place during the year

- (a) Pragati Transmission P Ltd
- (b) Tespa Tools Pvt Ltd
- (c) Tespa India Private Limited
- (d) Tespa Calibration Service
- (e) Micromatic Machine Tools Private Limited

##### iii) Key Management Personnel

Mr. Rajesh Khanna, Executive Director & CEO (till October 31, 2020)

Mr. Srikanth C, CEO - Designate (from November 01, 2020 till March 31, 2021) & CEO (from April 01, 2021)

##### iv) Relatives of Key Management Personnel

Mrs. Preethi Khanna - Wife of Mr. Rajesh Khanna

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

### 2) Transaction with related parties during the year ended March 31, 2021 and March 31, 2020 are as follows:

Particulars	Investors with significant influence and their subsidiaries		Company in which KMP / Director is a Director		Key Management Personnel and their relatives		Total	
	20-21	19-20	20-21	19-20	20-21	19-20	20-21	19-20
<b>Purchase of Capital Goods</b>								
Carborundum Universal Limited	5.21	-	-	-	-	-	5.21	-
<b>Other Purchases</b>								
Wendt GmbH	128.86	104.62	-	-	-	-	128.86	104.62
Carborundum Universal Limited	499.61	636.79	-	-	-	-	499.61	636.79
Cumi America Inc	-	46.60	-	-	-	-	-	46.60
Micromatic Machine Tools Private Limited	-	-	0.25	2.18	-	-	0.25	2.18
Tespa Tools Pvt Ltd	-	-	0.29	1.49	-	-	0.29	1.49
Tespa India Private Limited	-	-	-	0.21	-	-	-	0.21
Tespa Calibration Service	-	-	0.04	0.03	-	-	0.04	0.03
Sterling Abrasives Limited	18.86	13.16	-	-	-	-	18.86	13.16
Net Access India Limited	22.97	17.81	-	-	-	-	22.97	17.81
<b>Sale of Goods and Services</b>								
Wendt GmbH	181.55	224.08	-	-	-	-	181.55	224.08
Carborundum Universal Limited	304.33	192.50	-	-	-	-	304.33	192.50
Cumi America Inc	237.24	437.64	-	-	-	-	237.24	437.64
CUMI (Australia) Pty Ltd	0.56	1.17	-	-	-	-	0.56	1.17
Cumi Abrasives & Ceramics Company Ltd	98.66	172.47	-	-	-	-	98.66	172.47
Winterthur Technologie France	14.49	23.63	-	-	-	-	14.49	23.63
Winterthur Technology Iberica	54.34	81.21	-	-	-	-	54.34	81.21
3M Wixom USA	32.96	31.25	-	-	-	-	32.96	31.25
3M UK Winterthur Technology	90.79	228.61	-	-	-	-	90.79	228.61
AO 3M Russia	-	0.14	-	-	-	-	-	0.14
3M Svenska AB	-	2.15	-	-	-	-	-	2.15
3M Australia	2.82	2.26	-	-	-	-	2.82	2.26
Sterling Abrasives Limited	5.91	0.09	-	-	-	-	5.91	0.09
Pragati Transmission P Ltd	-	-	1.73	0.39	-	-	1.73	0.39

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## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

Particulars	Investors with significant influence and their subsidiaries		Company in which KMP / Director is a Director		Key Management Personnel and their relatives		Total	
	20-21	19-20	20-21	19-20	20-21	19-20	20-21	19-20
<b>Payment of Rent</b>								
Rajesh Khanna	-	-	-	-	5.51	9.44	5.51	9.44
Preethi Khanna	-	-	-	-	5.51	9.44	5.51	9.44
<b>Payment of Managerial Remuneration</b>								
Rajesh Khanna (refer note (b) below)	-	-	-	-	112.10	142.90	112.10	142.90
<b>Payment of Managerial Remuneration-Retirals</b>								
Gratuity Payment	-	-	-	-	92.49	-	92.49	-
Compensated absences	-	-	-	-	36.21	-	36.21	-
<b>Payment of Service Fee &amp; Commission</b>								
Carborundum Universal Limited	162.20	166.75	-	-	-	-	162.20	166.75
<b>Payment of Dividend</b>								
Carborundum Universal Limited	274.34	119.61	-	-	-	-	274.34	119.61
Wendt GmbH Germany	274.34	119.61	-	-	-	-	274.34	119.61
<b>Service Charges, Commission &amp; Rent receipts</b>								
Wendt GmbH	13.51	18.79	-	-	-	-	13.51	18.79
Carborundum Universal Limited	55.20	17.57	-	-	-	-	55.20	17.57
<b>Reimbursement of Expenses Paid</b>								
Carborundum Universal Limited	78.29	74.76	-	-	-	-	78.29	74.76
Cumi America Inc	-	7.36	-	-	-	-	-	7.36
<b>Reimbursement of Expenses Received</b>								
Wendt GmbH Germany	27.59	-	-	-	-	-	27.59	-
Carborundum Universal Limited	46.52	24.13	-	-	-	-	46.52	24.13

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## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

3) The details of amounts due to or due from related parties as at March 31, 2021 and March 31, 2020 are as follows:

Particulars	Investors with significant influence and their subsidiaries		Company in which KMP / Director is a Director		Key Management Personnel and their relatives		Total	
	31.03.2021	31.03.2020	31.03.2021	31.03.2020	31.03.2021	31.03.2020	31.03.2021	31.03.2020
<b>Amount due From</b>								
Wendt GmbH	68.28	28.91	-	-	-	-	68.28	28.91
Carborundum Universal Limited	94.10	71.51	-	-	-	-	94.10	71.51
Cumi America Inc	39.45	157.61	-	-	-	-	39.45	157.61
Cumi Abrasives & Ceramics Company Ltd	39.26	122.40	-	-	-	-	39.26	122.40
Winterthur Technologie France	0.27	1.18	-	-	-	-	0.27	1.18
Winterthur Technology Iberica	16.17	21.05	-	-	-	-	16.17	21.05
3M Wixom USA	-	5.77	-	-	-	-	-	5.77
3M UK Winterthur Technology	19.93	5.52	-	-	-	-	19.93	5.52
3M Australia	-	2.06	-	-	-	-	-	2.06
Pragati Transmission P Ltd	-	-	-	0.09	-	-	-	0.09
Sterling Abrasives Limited	2.12	-	-	-	-	-	2.12	-
<b>Amount due to</b>								
Wendt GmbH	69.29	32.33	-	-	-	-	69.29	32.33
Carborundum Universal Limited	267.67	396.70	-	-	-	-	267.67	396.70
Micromatic Machine Tools Private Limited	-	-	0.03	0.37	-	-	0.03	0.37
Sterling Abrasives Limited	7.62	1.89	-	-	-	-	7.62	1.89
Net Access India Limited	7.63	5.90	-	-	-	-	7.63	5.90

4) The details of compensation to key management personnel are as follows:

Particulars	20-21	19-20
Short term benefits	83.37	110.25
Post-Employment Benefits	9.41	15.70
Other benefits	19.32	16.95
Retirals	128.70	-

- a) The related party relationships are as identified by the Company, on the basis of information available with the Company and relied upon by the auditors.  
b) Managerial remuneration as disclosed above for FY 2019-20 and FY 2020-21 has been paid pursuant to a special resolution by the shareholders at the 37th Annual General Meeting held on July 22, 2019

### Note 34 - Earning per share (EPS)

Particulars	March 31, 2021	March 31, 2020
(a) Profit for the year	1,276.56	1,002.53
b) Weighted average number of equity shares	20,00,000	20,00,000
c) Nominal value of shares (in rupees)	10	10
<b>Earnings per share (in rupees) - Basic and diluted</b>	<b>63.83</b>	<b>50.13</b>

Note : There is no dilution to the Basic Earnings per Share as there are no dilutive potential equity shares.

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

### Note 35 - Contingent liability and commitments to the extent not provided for:

#### 35.1 Commitments

Particulars	March 31, 2021	March 31, 2020
(a) Estimated amount of contracts remaining to be executed on capital account (in respect of tangible assets) and not provided for (net of advances Rs. 343.72 lakhs, March 31, 2020: Rs. 206.59 lakhs)	688.01	1,396.53
b) Other Commitments	-	-

**35.2** The Company has a working capital limit with State Bank of India, secured by hypothecation of stock and book debts and collateral charge on all fixed assets other than land and building.

**Note 36** - Previous year's figures have been regrouped / reclassified to conform to the current year's presentation for the purpose of comparability.

#### Note 37 - Corporate social responsibility

Particulars	2020-2021	2019-2020
CCSD - Skill Development Centre	23.52	32.50
Hosur Industrial Association- Skill development centre	7.50	-
Seva Bharathi Trust	1.00	-
AM Murugappa Chettiar Research Centre (AMMRC) - Research institution	-	2.00
<b>Total</b>	<b>32.02</b>	<b>34.50</b>

(a) Gross amount required to be spent by the company during the year :- Rs. 32.02 lakhs (March 31, 2020 : Rs. 34.50 lakhs)

(b) Amount spent by the company during the year on :-Rs. 32.02 lakhs (March 31, 2020 : Rs. 34.50 lakhs)

Particulars	In Cash *	Yet to be paid in cash	Total
(i) Construction / acquisition of any asset	-	-	-
(ii) On purposes other than (i) above			
- in 2020-21	8.50	23.52	32.02
- in 2019-20	2.00	32.50	34.50

\* includes Contribution to research institution of Rs. NIL (March 31, 2020: Rs. 2 lakhs)

#### Details of ongoing CSR Projects under Section 135(6) of the Act

Balance as at April 01, 2020		Amount required to be spent during the year	Amount spent during the year		Balance as at March 31, 2021	
With the Company	In Separate CSR Unspent account		From the Company's bank account	From Separate CSR Unspent account	With the Company	In Separate CSR Unspent account
-	-	-	-	-	-	-

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

### Details of CSR expenditure under Section 135(5) of the Act in respect of other than ongoing projects

Balance unspent as at April 01, 2020	Amount deposited in Specified Fund of Schedule VII of the Act within 6 months	Amount required to be spent during the year	Amount spent during the year	Balance unspent as at March 31, 2021
-	-	32.02	32.02	-

#### Note 38 - Note on COVID -19

Owing to outbreak of COVID-19 pandemic, the Group had resumed its operations from end April, 2020 in a phased manner taking into account directives from various Government authorities. The operations were resumed gradually and has started reviving at a better pace from second quarter onwards and progressing positively. The Group has considered the possible effects that may result from the pandemic relating to COVID-19 and has made detailed assessment of its liquidity position for the next one year and of the recoverability and carrying values of its assets comprising Property, Plant and Equipment, Trade receivables, Inventory and Investments as at the balance sheet date, and concluded that there are no material adjustments required in the Consolidated financial results. Given the uncertainty on account of COVID-19, the final impact on the group's financial results may differ from that estimated as at the date of approval of these financial results. The group continues to monitor the economic effects of the pandemic while taking steps to improve its execution efficiencies and the financial outcome.

#### Note 39

### Additional information as required by Paragraph 2 of the General Instructions for Preparation of Consolidated Financial Statements to Schedule III to the Companies Act, 2013

Name of the entity	2020-21							
	Net assets i.e. total asset minus total liabilities		Share in profit or loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of Consolidated net assets	Amount (Rs. in lakhs)	As % of Consolidated Profit	Amount (Rs. in lakhs)	As % of Consolidated Profit	Amount (Rs. in lakhs)	As % of Consolidated Profit	Amount (Rs. in lakhs)
<b>I. Parent</b>								
Wendt (India) Limited	87.59%	12,558.40	101.14%	1291.12	(15.08%)	0.90	101.69%	1,292.02
<b>II. Subsidiaries</b>								
<b>a) Foreign</b>								
1. Wendt Grinding Technologies Ltd	13.86%	1,986.81	18.93%	241.62	-	-	19.02%	241.62
2. Wendt Middle East FZE	1.70%	243.89	0.84%	10.71	-	-	0.84%	10.71
Inter-Company Elimination and Consolidation Adjustments	(3.15%)	(450.86)	(20.91%)	(266.89)	115.08%	(6.87)	(21.55%)	(273.76)
<b>Total</b>	<b>100.00%</b>	<b>14,338.24</b>	<b>100.00%</b>	<b>1,276.56</b>	<b>100.00%</b>	<b>(5.97)</b>	<b>100.00%</b>	<b>1,270.59</b>

## NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Rs. in lakhs)

Name of the entity	2019-20							
	Net assets i.e. total asset minus total liabilities		Share in profit or loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of Consolidated net assets	Amount (Rs. in lakhs)	As % of Consolidated Profit	Amount (Rs. in lakhs)	As % of Consolidated Profit	Amount (Rs. in lakhs)	As % of Consolidated Profit	Amount (Rs. in lakhs)
<b>I. Parent</b>								
Wendt (India) Limited	86.92%	11,966.38	93.16%	933.95	(131.51%)	(95.50)	77.98%	838.45
<b>II. Subsidiaries</b>								
<b>a) Foreign</b>								
1. Wendt Grinding Technologies Ltd	14.27%	1,964.42	40.35%	404.48	-	-	37.62%	404.48
2. Wendt Middle East FZE	1.77%	243.35	(2.58%)	(25.88)	-	-	(2.41%)	(25.88)
Inter-Company Elimination and Consolidation Adjustments	(2.96%)	(406.50)	(30.93%)	(310.02)	231.51%	168.12	(13.19%)	(141.90)
<b>Total</b>	<b>100.00%</b>	<b>13,767.65</b>	<b>100.00%</b>	<b>1,002.53</b>	<b>100.00%</b>	<b>72.62</b>	<b>100.00%</b>	<b>1,075.15</b>

### Note 40 - Approval of Consolidated financial statements

The Consolidated financial statements were approved for issue by the board of directors on April 23, 2021.

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

For and on behalf of the Board of Directors

Mohan Danivas S A  
Partner  
Membership Number : 209136

Shrinivas G Shirgurkar  
Chairman

Ananthaseshan  
Director

Srikanth C  
CEO

Mukesh Kumar Hamirwasia  
Chief Financial Officer

T A Janani  
Company Secretary

Place : Bengaluru  
Date : April 23, 2021

Place : Bengaluru  
Date : April 23, 2021

## FORM AOC-I

Pursuant to section 129 (3) of the Companies Act, 2013  
Statement containing salient features of the financial statement of subsidiaries

	Wendt Grinding Technologies Ltd (WGTL)		Wendt Middle East FZE (WME)	
	Incorporated on July 19, 2005		Incorporated on September 24, 2008	
	31-3-2021	31-3-2020	31-3-2021	31-3-2020
Share capital	599.78	597.06	236.90	245.96
Reserves and surplus	1,393.12	1,406.19	6.80	(3.83)
Total liabilities *	2,340.84	2,263.01	342.81	248.56
Total assets**	1,832.41	1,758.50	342.81	248.56
Details of current and non-current investments (except investment in subsidiary)	508.43	504.51	-	-
Turnover	1,830.25	2,336.96	270.32	150.66
Profit before taxation	304.60	507.61	10.71	(25.88)
Provision for taxation	62.98	103.13	-	-
Profit after taxation	241.62	404.48	10.71	(25.88)
Proposed dividend (including dividend tax)	-	-	-	-
% of Shareholding	100	100	100	100

\* Total Liabilities include : Share capital of subsidiary + Non current liabilities + current liabilities

\*\* Total Assets include: Non Current Assets and Current Assets. (excluding current and non-current investments)

The exchange rates used are as below:

Currency	Balance Sheet (Closing Rate)		Statement of Profit and Loss (Average Rate)	
	31-3-2021	31-3-2020	31-3-2021	31-3-2020
THB (WGTL)	2.329	2.319	2.387	2.288
AED (WME)	19.742	20.496	20.157	19.267

Notes:

- The Consolidated Ind AS financial statements has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards, prescribed under Section 133 of the Companies Act, 2013.
- The above information has been furnished in accordance with Section 129(3) of the Companies Act, 2013. The above statement is based on the financial statements of the respective subsidiary company which have been prepared in accordance with regulatory requirements as applicable in the country of incorporation.



Events



Ayudha Pooja Celebrations



Christmas Celebrations



Pongal Celebrations



Republic Day Celebrations



Inauguration of New EP Building

Long Service Awards





Fond Farewells



Farewell to Mr. Krishnamurthy K



Farewell to Mr. Rajesh Khanna



Events



Quality Month Celebration



Road Safety Awareness



Safety Day Celebrations



WIL Anniversary Pooja



Women's Day Celebration

Inauguration of New factory Gate





**Wendt (India) Limited**

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