

# **LIME CHEMICALS LIMITED**

**50th ANNUAL REPORT  
2019-2020**

**LIME CHEMICALS LIMITED**  
CIN L24100MH1970PLC014842

**BOARD OF DIRECTORS**

Mr. Suresh John - Chairman  
Mr. A. H. Dawoodani - Managing Director  
Mrs. S. A. Dawoodani  
Mr. Sadruddin Jiwani  
Dr. Akbar Virani  
Mr. Husen Somji

**REGISTERED OFFICE**

404/405, Neco Chambers, 4th Floor  
Plot No.48, Sector-11  
Rajiv Gandhi Road,  
C.B.D. Belapur (East), Navi Mumbai – 400 614  
Tel. No: 022-27561976/77  
Email: info@limechem.com  
Website: www.limechem.com

**AUDITORS**

M/s. N. S. Shetty & CO.  
Chartered Accountants, Mumbai

**BANKERS**

Bank of Baroda  
AxisBank Ltd.  
Kokan Mercantile Co-op Bank Ltd.

**REGISTRAR & SHARE TRANSFER AGENT**

Bigshare Services Pvt. Ltd.  
1st Floor, Bharat Tin Works Building,  
Opp. Vasant Oasis, Makwana Road,  
Marol, Andheri (East), Mumbai 400059  
Tel. No.: 022 62638200; Fax No: 022 62638299  
email: investor@bigshareonline.com  
Website: www.bigshareonline.com

**FACTORIES**

Plot No. 43, Roha Industrial Area  
Village Dhatav, Roha, Raigad (M.S)  
31-32-33 & 34 Industrial Area  
Paonta Sahib – 173 023 (H.P)

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**IMPORTANT COMMUNICATION TO MEMBERS**

The Ministry of Corporate Affairs has taken the "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that service of notice / document including annual report can be sent by e-mail to its members. To support this green initiative of the Government in full measures, members who have so far not registered their e-mail addresses are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to send the e-mail address to the Registrar & Transfer Agents quoting their folio number.

## NOTICE

NOTICE is hereby given that the Fiftieth Annual General Meeting of Lime Chemicals Limited will be held on Tuesday the 29th day of September, 2020 at 11.30 am through Video Conferencing/Other Audio Visual Means (OAVM) to transact the following business:

**ORDINARY BUSINESS**

1. To receive and adopt the Profit and Loss Account for the year ended on 31<sup>st</sup> March, 2020 and the Balance Sheet as on that date and the reports of Auditors and Directors thereof.
2. To appoint a Director in place of Mr. Sadruddin Jiwani (DIN 05002145), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.
3. To appoint a Director in place of Dr. Akbar Virani (DIN 02171982), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.
4. To appoint M/s. N.S. Shetty & Co. Chartered Accountants as statutory auditors of the Company for the financial year 2020-21 at a remuneration of Rs. 3,35,000/- plus out-of pocket expenses actually incurred for the purpose of audit.

**SPECIAL BUSINESS****5. Ratification of remuneration of Cost Auditors**

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

“RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and The Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable for the Financial Year ending 31st March, 2021 to Mr. Pradip Mohanlal Damania, Cost Accountant having Registration No.101607 appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the Financial Year 2020-21, at a remuneration of Rs. 40,000/- (Rupees Forty Thousand Only) and re-imbursalment of out of pocket expenses incurred by him in connection with the aforesaid audit be and is hereby and confirmed.”

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

“RESOLVED THAT pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with applicable Rules under Companies (Meetings of Board and its Powers) Rules, 2014 and in terms of applicable provisions of SEBI Listing Regulations, consent of the members of the Company be and is hereby accorded for entering into the following proposed Related Party Transactions with respect to sale, purchase, borrowing, salary, rent and rendering of services by the Company with effect from 1st April 2020 to 31<sup>st</sup> March 2021 up to the maximum amounts as appended in table below:

S.No.	Name of Related Party	Relationship	Maximum value of Transaction per annum
1	Himachal Polyolefins Limited	Associate Company	Cumulatively all the transactions not to exceed Rs. 60 crores in financial year 2020-21.
2	West Point Minerals & Chemicals Co. Pvt. Ltd.	Associate Company	
3	Mr. Ahmed H Dawoodani	Managing Director and Promoter	
4	Mrs. Shahnaz A Dawoodani	Non-Executive Director and Promoter Group	
5	Sara Enterprises	Associate	

RESOLVED FURTHER THAT the Audit Committee and/or Board of Directors of the Company be and are hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013****ITEM NO. 5 OF NOTICE**

Mr. Pradip Mohanlal Damania, Cost Accountants have been appointed as the Cost Auditors of the Company for the Financial Year 2020-21 by the Board of Directors of the Company at its meeting held on 31<sup>st</sup> July 2020. The Board has fixed remuneration of

Rs. 40,000/- (Rupees Forty Thousand only) plus out-of-pocket expenses. In terms of Section 148 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, the remuneration of the Cost Auditors as fixed by the Board of Directors shall be ratified by the members.

None of the Directors and Key Managerial Personnel of the Company are concerned or interested, financially or otherwise in the Resolution. The Board commends the Ordinary Resolution for approval of the members as an Ordinary Resolution.

**Item No. 6 - Approval for Related Party Transactions**

Section 188 of the Companies Act, 2013 read with rules 15 and 16 of Companies (Meetings of Board and its Powers) Rules, 2014 prescribe certain procedure for approval of related party transactions. The SEBI Listing Regulations has also prescribed seeking of shareholders’ approval for material related party transactions. The proviso to section 188 also states that nothing in section 188(1) will apply to any transaction entered into by the company in its ordinary course of business and at arm’s length basis.

All the proposed transactions put up for approval are in ordinary course of business and at arm’s length. Pursuant to the provisions of Listing Regulations, the following contracts / arrangements / transactions are material in nature and require the approval of the unrelated shareholders of the Company by a special resolution. The other related information as envisaged under Companies (Meetings of Board and its Powers) Rules, 2014 and amendments thereto, and the Company’s Related Party Transaction Policy are furnished hereunder:

S. No.	Name of Related Party	Relationship	Nature and Material Terms/particulars of the contract or arrangement.	Maximum value of Transaction per annum
			All the proposed transactions are intended to be carried out based on business requirements of the Company and shall be in ordinary course of business and at arms’ length.	
1	Himachal Polyolefins Limited	Associate Company	All the transactions are for sale / purchase of materials, finished goods, borrowing or availing or rendering of services with the Associate Company.	Cumulatively all the transactions not to exceed Rs. 60 crores in financial year 2020-21.
2	West Point Minerals & Chemicals Co. Pvt. Ltd.	Associate Company	All the transactions are for sale / purchase of materials, finished goods, borrowing or availing or rendering of services with the Associate Company.	
3	Mr. Ahmed H Dawoodani	Managing Director and Promoter	Salary and perquisites if any. Also based on business requirements of the Company, to borrow funds from Director.	
4	Mrs. Shahnaz A Dawoodani	Executive Director and Promoter Group	Based on business requirements of the Company, to borrow funds from Director.	
5	Sara Enterprises	Associate	Rent and other payments	

The above arrangements / transactions were approved by the Audit Committee at its meeting held on 31<sup>st</sup> July 2020 and recommended by the Board of Directors to the unrelated shareholders of the Company for their approval.

The above entities / persons that are directly / indirectly related parties of the Company shall abstain from voting on resolution(s) wherein approval of material Related Party Transactions is sought from the shareholders. Accordingly, all related parties of the Company, including the Directors and Key Managerial Personnel of the Company will not vote on this resolution.

None of the Directors or any of the Key Managerial Personnel of the Company or their relatives other than Mr. Ahmed H. Dawoodani and Mrs. Shahnaz A. Dawoodani are, in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 6 of the Notice. The Board recommends the Special Resolution set out at Item No.6 of the Notice for approval by the unrelated shareholders.

## ANNEXURE –A

Brief Profile / Disclosure Relating to Directors Re-appointed pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards (SS-2) on General Meetings:

Particulars	Mr. Sadruddin Jiwani	Dr. Akbar Virani
Date of Birth	15.05.1945	17.01.1947
DIN	05002145	02171982
Qualification	Graduate	M.D
Expertise in specific function area and no. of years of experience	Having more than 50 years' experience in different business.	He is a Doctor practicing in New York, USA.
Directorship held in other public & private companies	Govind Kripa Infratech Pvt. Ltd. J.P.B. Developers LLP	Nil
Chairmanship/Membership of Board Committees of other companies	Nil	Nil
Number of shares held	0	0

For and on behalf of the Board of Directors

Mansi N. Chitalia  
Company Secretary

**REGISTERED OFFICE**

404/405, Neco Chambers, 4<sup>th</sup> Floor  
Plot No.48, Sector-11, Rajiv Gandhi Road,  
C.B.D. Belapur (East), Navi Mumbai – 400 614

DATED: July 31, 2020

**IMPORTANT NOTES**

- In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, physical attendance of the Members to the AGM venue is not required and Annual General Meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM). The requirement of appointment of proxies pursuant to the provisions of Section 105 of the Act has been dispensed with. Accordingly, attendance slip and proxy form will not be annexed to this Notice. The Members can attend and participate in the ensuing AGM through VC/OAVM. The deemed venue for the meeting shall be registered office of the Company at Neco Chambers, 4<sup>th</sup> Floor, Rajiv Gandhi Road, Sector-11, C.B.D. Belapur, Navi Mumbai – 400 0614, Maharashtra, India.
- Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
- The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05,

2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.limechem.com](http://www.limechem.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or Registrar and Transfer Agents of the Company.
9. As per Regulation 40 of the SEBI Listing Regulations, as amended, securities of listed companies can only be transferred in demat form with effect from April 1, 2019, except in case of request for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to convert their holding to demat form. Members can contact the Company or our RTA for assistance in this regard.
10. Details of the Directors seeking appointment/ re- appointment at the Annual General Meeting, forms integral part of the notice and given in Annexure "A" to this notice.
11. Members are requested to note that as per Section 124(6) of the Act, read with IEPF Rules as amended, all the shares in respect of which dividend has remained unpaid/unclaimed for seven consecutive years or more are required to be transferred to Demat Account of IEPF Authority. Consequently, the Company has transferred eligible equity shares during the financial year 2019- 20 to Demat Account of IEPF Authority. Members are entitled to claim the same from IEPF by submitting an application in the prescribed online web based Form IEPF-5 available on the website [www.iepf.gov.in](http://www.iepf.gov.in) and sending a physical copy of the same duly signed, to the Nodal Officer of the Company along with the requisite documents enumerated in the Form IEPF-5. Members can file only one consolidated claim in a financial year as per the IEPF Rules.
12. Since the AGM will be held through VC/OAVM, the Route Map is not required to be annexed in this to the Notice.

### THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on Saturday, the 26<sup>th</sup> September, 2020 at 9.00 A.M. and ends on Monday, the 28<sup>th</sup> September, 2020 at 5.00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.

How do I vote electronically using NSDL e-Voting system?

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

Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2: Cast your vote electronically on NSDL e-Voting system.

**Details on Step 1 is mentioned below:**

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen. *Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

## 4. Your User ID details are given below:

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

## 5. Your password details are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- How to retrieve your 'initial password'?
  - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

## 6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - Physical User Reset Password? (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
  - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box
  - Now, you will have to click on "Login" button.
  - After you click on the "Login" button, Home page of e-Voting will open.

## Details on Step 2 is given below:

## How to cast your vote electronically on NSDL e-Voting system?

- After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
- After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
- Select "EVEN" of company for which you wish to cast your vote.
- Now you are ready for e-Voting as the Voting page opens.
- Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- Upon confirmation, the message "Vote cast successfully" will be displayed.
- You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

## General Guidelines for shareholders

- Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [Hariharam41@yahoo.com](mailto:Hariharam41@yahoo.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “**Forgot User Details/Password?**” or “**Physical User Reset Password?**” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request to [at.evoting@nsdl.co.in](mailto:at.evoting@nsdl.co.in)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [cs@limechem.com](mailto:cs@limechem.com)  
In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [cs@limechem.com](mailto:cs@limechem.com)
2. Alternatively member may send an e-mail request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for obtaining User ID and Password by proving the details mentioned in Point (1) or (2) as the case may be.

**THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-**

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

**SCRUTINIZER AND DECLARATION OF REPORT**

1. Mr. N. Hariharan of N. Hariharan and Company, Practicing Company Secretaries has been appointed as the Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner.
2. The Results declared along with the Scrutinizer’s Report shall be placed on the Company’s website [www.vbdesai.com](http://www.vbdesai.com) and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.
3. All documents referred to in the accompanying Notice and Explanatory Statements, shall be made available for inspection through electronic mode, basis the request being sent on [cs@limechem.com](mailto:cs@limechem.com).
4. The Register of members and Share Transfer Books of the Company will be closed from 25th September 2020 to 28th September 2020 (both days inclusive).

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker may send their request mentioning their name, demat account number/folio number, email id, mobile number at (company email id).
6. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at (company email id). The same will be replied by the company suitably.
7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.



## DIRECTORS' REPORT

The Directors present their 50<sup>th</sup> Annual Report on the business and operations of the Company and the financial accounts for the year ended on 31<sup>st</sup> March, 2020.

## FINANCIAL RESULTS

(Rs. In lakhs)

Particulars	For the year ended on 31/03/2020	For the previous year ended on 31/03/2019
Gross Profit (before interest, depreciation & taxation)	<b>(107.58)</b>	425.43
Less: Interest	<b>143.26</b>	66.09
Depreciation	<b>112.46</b>	102.14
Profit before tax	<b>(148.14)</b>	257.20
Tax expense/Deferred Tax	<b>(116.39)</b>	-
Exceptional items	-	5.01
Other comprehensive income	<b>0.95</b>	28.81
Profit / Loss after Tax	<b>(30.80)</b>	291.02
Add: Balance brought from previous year	<b>(1683.33)</b>	(2109.72)
Profit / (Loss) available for appropriations	<b>(1713.77)</b>	(1683.33)
<b>APPROPRIATIONS / TRANSFERS</b>		
Profit/(loss) carried to Balance Sheet	<b>(1713.77)</b>	(1683.33)

## DIVIDEND

Your Directors do not recommend any dividend on equity shares in view of the loss incurred during the year and brought forward loss of earlier years incurred by the Company.

## OPERATION AND FUTURE OUTLOOK

During the year under review, the turnover has decreased from Rs. 4427.61 lakhs to 3187.99 lakhs from the previous year registering decrease of 27.99% in revenue. The Company has incurred loss of Rs. 30.80 lakhs during the year against profit of Rs. 291.02 lakhs earned during the previous year. The increase in raw material and interest on borrowing and the availability of working capital requirement has caused in reduction of turnover and profit.

## Board of Directors, Board and Audit Committee Meetings:

Your Company's Board is duly constituted and is in compliance with the requirements of the Companies Act, 2013, the Listing Regulations and provisions of the Articles of Association of the Company. During the year under review, a total of four Meetings of the Board of Directors and four meetings of Audit Committee held and details of Meetings held during the financial year 2019-20 have been provided in the Corporate Governance Report which forms part of this Annual Report.

Mr. Sadruddin Jiwani and Dr. Akbar Virani, the Directors of the Company shall retire by rotation at the forthcoming Annual General Meeting and offer themselves for re-appointment. Brief profile along with necessary disclosures of retiring Directors has been annexed to the Notice convening the ensuing AGM and forms an integral part of this Annual Report.

Your Board recommends re-appointment of Mr. Sadruddin Jiwani and Dr. Akbar Virani as Directors liable to retire by rotation.

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed in Section 149(6) of the Companies Act, 2013.

## Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32(7A)

The Company has not raised any funds through preferential allotment or qualified institutions placement during the year under review.

**Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report**

There were no material changes and commitment affecting the financial position of the Company which have occurred subsequent to the close of the financial year of the Company to which the balance sheet relates and the date of the Report.

**Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.**

There were no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future

**Internal control systems and their adequacy**

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board and to the Chairman.

The Company has obtained ISO 9001 certification and adheres to the Standard Operating Practices its manufacturing and operating activities.

The management of the Company evaluates the efficiency and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies of the Company. Based on the assessment, the management undertakes corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and recommendations with corrective actions thereon are presented to the Audit Committee of the Board.

**Subsidiaries/ Joint Ventures**

The Company does not have Subsidiary or Joint Ventures during the year under review.

**Fixed deposit**

The Company has not accepted Fixed Deposit and there no outstanding deposits payable by the Company.

**Auditors & Auditor's report**

The Company's Auditors M/s. N.S. Shetty & Co., Chartered Accountants will retire at the forthcoming Annual General Meeting. As per section 139(2) of the Companies Act, 2013, the Company propose to re-appoint M/s. N.S. Shetty & Co., Chartered Accountants, for the financial year 2020-21. The Company has received a letter from them to the effect that their appointment, if made, would be within the provision prescribed limits under Section 141(3)(g) of the Companies Act, 2013 and that they are not disqualified for appointment.

The Notes on Financial Statements referred to in the Auditor's Report are self-explanatory and do not call for any further comments.

**Annual Return**

Pursuant to the provisions of Section 134(3)(a) and Section 92(3) of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company as at March 31, 2020 can be accessed from the website of the Company at <http://www.limechem.com>.

**Extract of Annual Return**

The details forming part of the extract of Annual Return in form MGT-9 is annexed herewith.

**Conservation of Energy, Technology Absorption, Foreign Exchange Earnings & Outgo** Information as per Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988 relating to conservation of energy, technology absorption, foreign exchange earnings and outgo are given in "Annexure A" forming part of this report.

**Corporate Social Responsibility Initiatives**

The company has contributed funds for the promotion of education and in taking care of old age/ orphaned peoples. The contribution has been made to two registered trust which is mainly undertakes activities specified under Schedule VII of the Companies Act, 2013. The report on CSR activities is annexed herewith as "Annexure B".

**Board Evaluation**

Pursuant to the provisions of the Companies Act, 2013 and SEBI Listing Regulations, the Board has carried out an evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Appointment & Remuneration and Stakeholder's Grievance Committees. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

**Nomination and Remuneration Committee**

The Board has on the recommendation of the Appointment and Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The Remuneration Policy is stated in the Corporate Governance Report.

**Board and Audit Committee Meetings**

During the year, Four Board Meetings and Four Audit Committee Meetings were convened and held. The details of which are given in the Corporate Governance Report. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

**Vigil Mechanism / Whistle Blower Policy**

The Company has established a vigil mechanism to be known as the "Whistle Blower Policy" for its Directors and employees to report instances of unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct. The aim of the policy is to provide adequate safeguards against victimization of whistle blower who avails of the mechanism and also provide direct access to the Chairman of the Audit Committee, in appropriate or exceptional cases.

The purpose of this policy is to provide a framework to promote responsible and secure whistle blowing. It protects employees willing to raise a concern about serious irregularities within the Company.

**Prevention of Insider Trading**

The Company has adopted a Code of Conduct for Prevention of Insider Trading under Securities and Exchange Board of India (Insider Trading) Regulation 2015 with a view to regulate trading in securities by the Directors, designated employees and their immediate relatives and other connected persons. The Code requires pre-clearance for dealing in the Company's shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. All the members of the Board and designated employees have confirmed compliance with the Code.

**Policy on prevention of sexual harassment of women at workplace**

The Company has adopted a Policy under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules framed thereunder. Your Company is committed to provide a safe and secure environment to its women employees across its functions and other women stakeholders, as they are considered as integral and important part of the Organization.

An Internal Complaints Committee (ICC) with requisite number of representatives has been set up to redress complaints relating to sexual harassment, if any, received from women employees and other women associates. All employees (permanent, contractual, temporary, trainees) are covered under this policy, which also extends to cover all women stakeholders of the Company.

The following is a summary of sexual harassment complaints received and disposed off satisfactorily during the financial year ended March 31, 2020:

- Number of complaints received : Nil
- Number of complaints disposed off : Nil

**Particulars of loans, guarantees or investments**

The Company has not given any loans or guarantees covered under the provisions of section 186 of the Companies Act, 2013. The details of the investments made by the Company are given in the notes to the financial statements.

**Related Party Transactions**

During the financial year ended 31<sup>st</sup> March 2020, all transactions with the Related Parties as defined under the Companies Act, 2013 read with Rules framed thereunder were in the ordinary course of business and at arm's length basis. During the year under review, your Company does not have a 'Material Subsidiary' as defined under Regulation 16(1)(c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ['Listing Regulations'].

During the year under review, your Company did not enter into any Related Party Transactions which require prior approval of the Members. All Related Party Transactions of your Company had prior approval of the Audit Committee and the Board of Directors, as required under the Listing Regulations. There has been no materially significant Related Party Transactions having potential conflict with the interest of the Company during the year under review.

All Related Party Transactions entered into by your Company were in the ordinary course of business and also on an arm's length basis, therefore details required to be provided in the prescribed Form AOC - 2 is not applicable to the Company. Necessary disclosures required under the Ind AS 24 have been made in the Notes to the Financial Statements for the year ended on 31<sup>st</sup> March, 2020.

**Secretarial Audit**

Mr. N. Hariharan, Company Secretary in practice have undertaken the Secretarial Audit of the Company. The Secretarial Audit report is annexed herewith as "Annexure-C", which is self-explanatory.

**Risk Management Policy**

Pursuant to Section 134(3) (n) of the Companies Act, 2013 and SEBI Listing Regulations, the Company has constituted a business risk management committee. The details of the Committee and its terms of reference are set out in the corporate governance report forming part of the Board report. At present the Company has not identified any element of risk which may threaten the existence of the Company.

**Corporate Governance**

The Report on Corporate Governance along with a certificate of compliance from the Auditors and Management Discussion and Analysis Report forms part of this Report.

**Director's responsibility statement**

The Board of Directors of your Company confirms that:

- i) in the preparation of the annual accounts, the applicable Accounting Standards have been followed along with proper explanation relating to material departures;
- ii) the Directors had selected such Accounting Policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the Company for that period;
- iii) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- iv) the Directors have prepared the Annual Accounts on a going concern basis; and
- v) the Directors, have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- vi) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operative effectively.

**Particulars of employees**

The Company did not have any employee falling within the purview of Section 197 of the Companies Act, 2013 and Rule 5(2) & 5(3) of Companies (Appointment and Remuneration of Managerial Persons Rule 2014).

**INDUSTRIAL RELATIONS**

The Industrial Relations continued to be cordial during the year under review.

**ACKNOWLEDGEMENT**

The Directors wish to place on record their sincere appreciation for the continued co-operation by the Company's Bankers and the support given by the Company's valued customers. The Board also express its sincere appreciation to the commitment and dedicated employees at all levels. Last but not least the Board places on record their gratitude to the Investors, Clients and Shareholders of the Company.

PLACE: NAVI MUMBAI  
DATE : July 31, 2020

On behalf of the Board of Directors  
Suresh John  
Chairman

## Annexure to the Directors Report

## Form No. MGT-9

## EXTRACT OF ANNUAL RETURNAs on the financial year ended on 31/03/2020

[Pursuant to Section 92(1) of the Companies Act, 2013 and rule 11(1) of the Companies (Management and Administration) Rules, 2014]

## I. REGISTRATION AND OTHER DETAILS

- i) CIN: L24100MH1970PLC014842
- ii) Registration date: 17<sup>th</sup> October 1970
- iii) Name of the Company: Lime Chemicals Limited
- iv) Category/ Sub-category of the Company: Company limited by shares
- v) Address of the Registered office and contact details: Neco Chambers, 4<sup>th</sup> Floor, Rajiv Gandhi Road, Sector-11, C.B.D Belapur, Navi Mumbai, Pin – 400 614, Maharashtra
- vi) Whether listed Company: Yes
- vii) Name, Address and contact details of Registrar and Transfer Agents:  
Bigshare Services Pvt. Ltd. 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (East), Mumbai 400059; Tel. No. : 022 62638200; Fax No: 022 62638299 email: investor@bigshareonline.com  
Website: www.bigshareonline.com

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sr. No.	Name & description of main products/ services	NIC code of the product/ service	% to total turnover of the company
1	Production of Calcium Carbonate	20299	97.85%

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANY - NIL

## iv) SHARE HOLDING PATTERN (Equity Share Capital breakup as percentage of Total Equity)

## i) Category-wise Share Holding

Category of Shareholder	No. of Shares held at the beginning of year				No. of Shares held at the end of the year				% of change total capital
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individuals/ Hindu Undivided Family	1720030	0	1720030	26.44	1720030	0	1720030	26.44	0
b) Central Government/ State Government(s)	0.00	0	0	0	0.00	0	0	0	0
c) Bodies Corporate	127870	0	127870	1.97	127870	0	127870	1.97	0
d) Financial Institutions/ Banks	0.00	0	0	0	0.00	0	0	0	0
<b>Sub Total(A)(1)</b>	<b>1847900</b>	<b>0</b>	<b>1847900</b>	<b>28.41</b>	<b>1847900</b>	<b>0</b>	<b>1847900</b>	<b>28.41</b>	<b>0</b>
<b>Foreign</b>									
a) NRI Individuals/ Other Individuals)	0.00	0	0	0	0	0	0	0	0
b) Bodies Corporate	0.00	0	0	0	0	0	0	0	0
d) Any Others(Specify)	0.00	0	0	0	0	0	0	0	0
<b>Sub Total(A)(2)</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total Shareholding of Promoter (A)= (A)(1)+(A)(2)</b>	<b>1847900</b>	<b>0</b>	<b>1847900</b>	<b>28.41</b>	<b>1847900</b>	<b>0.00</b>	<b>1847900</b>	<b>28.41</b>	<b>0</b>

<b>B. Public shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds/ UTI	60	3300	3360	0.05	60	3300	3360	0.05	0
b) Financial Institutions / Banks	64000	0.00	64000	0.98	50317	0.00	50317	0.77	0
c) Central/ State Government	0.00	0.00	0	0	0.00	0.00	0	0	0
d) Venture Capital Funds	0.00	0.00	0	0	0.00	0.00	0	0	0
e) Insurance Companies	0.00	0.00	0	0	0.00	0.00	0	0	0
f) FPI	480000	0.00	480000	<b>7.38</b>	480000	0.00	480000	7.38	0
<b>Sub-Total (B)(1)</b>	<b>544060</b>	<b>3300</b>	<b>547360</b>	<b>8.41</b>	<b>530377</b>	<b>3300</b>	<b>533677</b>	<b>8.20</b>	<b>0</b>
<b>Non-institutions</b>									
a) Bodies Corporate i) Indian	68803	74631	143434	2.21	42090	74631	116721	1.79	
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals -i. Individual shareholders holding nominal share capital up to Rs 2 lakh	912986	470606	1383592	21.27	855073	395162	1250235	19.22	
ii. Individual shareholders holding nominal share capital in excess of Rs. 2 lakh.	2335313	30000	2365313	36.36	2490161	30000	2520161	38.74	
Any Other (specify)	0.00	0.00	0	<b>0</b>	0.00	0.00	0	<b>0</b>	0
NRI (Repat& Non Repat)	31283	33000	64283	0.99	34118	31700	65818	1.01	-0.66
EPF	0	0	0	0	62065	0	62065	0.96	0
Hindu Undivided Family	142879	0	142879	2.20	101978	0	101978	1.58	0
Clearing Members	9967	0	9967	0.15	6173	0	6173	0.09	-0.67
<b>Sub-Total (B)(2)</b>	<b>3501231</b>	<b>608237</b>	<b>4109468</b>	<b>63.18</b>	<b>3591658</b>	<b>531493</b>	<b>4123151</b>	<b>63.39</b>	9.73
<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	<b>4045291</b>	<b>611537</b>	<b>4656828</b>	<b>71.59</b>	<b>4122035</b>	<b>534793</b>	<b>4656828</b>	<b>71.59</b>	9.05
<b>TOTAL (A)+(B)</b>	<b>5893191</b>	<b>611537</b>	<b>6504728</b>	<b>100.00</b>	<b>5969935</b>	<b>534793</b>	<b>6504728</b>	<b>100.00</b>	<b>0</b>
<b>C. Shares held by Custodians for GDR &amp; ADRs</b>	0.00	0.00	0	0	0.00	0.00	0	0	0
<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>5893191</b>	<b>611537</b>	<b>6504728</b>	<b>100.00</b>	<b>5969935</b>	<b>534793</b>	<b>6504728</b>	<b>100.00</b>	<b>0</b>

(ii) Shareholding of Promoters

S.. No.	Name of the shareholder	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		Number of shares held	% of total Shares of the Co.	% of Shares Pledged to total Shares	Number of shares held	% of total Shares of the company	% of Shares Pledged to total Shares	
1	A.H. DAWOODANI	663912	10.21	0.00	663912	10.21	0	0
2	S.A. SAWOODANI	365467	5.62	0.00	365467	5.62	0	0
3	RAHIM DAWOODANI	690651	10.62	0.00	690651	10.62	0	0
4	SAHID INVESTMENT & TRADING CO. PVT. LTD.	127870	1.96	0.00	127870	1.96	0	0
<b>TOTAL</b>		<b>1847900</b>	<b>28.41</b>	<b>0.00</b>	<b>1847900</b>	<b>28.69</b>	<b>0</b>	<b>0</b>

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

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADR)

S. No.		Shareholding at the beginning of the year		At the end of year	
		No. of shares	% of total shares	No. of Shares	% of total shares
1	Devanshi Parimal Merchant	800000	12.30	800000	12.30
2	Leman Diversified Fund	480000	7.38	480000	7.38
3	Parimal Rameshchandra Merchant	400000	6.15	400000	6.15
4	Dilshad Ayaz Thanawala	400000	6.15	400000	6.15
5	Ashraf Aziz Makani	400000	6.15	400000	6.15
6	Ayaz S. Thanawala	100000	1.54	100000	1.54
7	Aziz Amirali Makani	100000	1.54	100000	1.54
8	Nikhil R. Jain	0	0	88,264	1.36
9	Life Insurance Corporation of India	64000	0.98	50317	0.77
10	Shree Suvam Consultants Pvt. Ltd..	50000	0.77	50000	0.77

(v) Shareholding of Directors and Key Managerial Personnel:

S. No.		Shareholding at the beginning of the year		Inter-se transfer & Buy/sold & during the year		Cumulative Shareholding during year	At the end of year	
		No. of shares	% of total shares	Date	No. of shares	No. of shares	No. of Shares	% of total shares
1	Ahmed H. Dawoodani	663912	10.21	0	0	663912	663912	10.21
2	Shahnaz A. Dawoodani	365467	5.62	0	0	365467	365467	5.62

#### V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment (Rs. In lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	360.20	1233.31	0	1593.51
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
<b>Total (i+ii+iii)</b>	<b>360.20</b>	<b>1233.31</b>	<b>0</b>	<b>1593.51</b>
Change in Indebtedness during the financial year				
· Addition	32.28	0	0	32.28
· Reduction	0	209.58	0	209.58
<b>Net Change</b>	<b>32.28</b>	<b>209.58</b>	<b>0</b>	<b>177.30</b>
Indebtedness at the end of the financial year				
i) Principal Amount	392.48	1023.73	0	1416.21
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
<b>Total (i+ii+iii)</b>	<b>392.48</b>	<b>1023.73</b>	<b>0</b>	<b>1416.21</b>

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:** No remuneration paid to Managing Director

**B. Remuneration to other directors:** No sitting fees or remuneration paid to other directors.

**C. Remuneration to key managerial personnel other than MD/Manager/WTD- NIL**

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS/CO	CFO	Total
1	Gross salary	Nil	-	7.06	7.06
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0	0	0	0
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0	0
2	Stock Option	0	0	0	0
3	Sweat Equity	0	0	0	0
4	Commission – as % of profit	0	0	0	0
	others, specify...	0	0	0	0
5	Others, please specify	0	0	0	0
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES- NIL**

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



## ANNEXURE TO DIRECTORS' REPORT

## ANNEXURE-A

## FORM-A (See Rule-2)

## Disclosure of particulars with respect to conservation of energy and Consumption per Unit of Production

## (A) Conservation of energy

- (i) **Energy Conservation measures taken:** The Company has realigned the existing power consuming sections to remove bottleneck and to ensure the uninterrupted and quality power supply at the minimum cost.
- (ii) Additional investment and proposal, if any, being implemented for reduction of energy consumption: None
- (iii) Impact of measures (i) & (ii) above for reduction of energy consumption and consequent impact on cost of production of goods: This would result in higher yield and reduction in power cost. (iv) Total energy consumption and energy consumption per unit of production as per Form 'A': The details are as under:

## (B) Technology absorption

i	the efforts made towards technology absorption	The Company has been continuously making efforts to achieve reduction in energy consumption and higher product recovery with consistent reviews of all processes and operations and consequent improvement actions like recently installed bag filters. The Company is also making all round efforts to improve on the efficiency of the production of quality products by experimenting various specifications of raw materials and its blends
ii	the benefits derived like product improvement, cost reduction, product development or import substitution.	
iii	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)–  (a) the details of technology imported; (b) the year of import; (c) whether the technology has been fully absorbed; (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	
iv	the expenditure incurred on Research and Development.	

## (C) Foreign exchange earnings and outgo

**The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows:**

Foreign Exchange used for importing raw material were equivalent to Rs. Nil.

Foreign Exchange earned during the year 2019-20: Rs. 19.84 lakhs.

PLACE: NAVI MUMBAI  
DATE : July 31, 2020

On behalf of the Board of Directors  
Suresh John  
Chairman

## Annexure B to the Directors' Report

## Annual Report on Corporate Social Responsibility (CSR) Activities

1. Lime Chemicals Limited, ("the Company") as a good corporate citizen, has adopted CSR as strategic tool for sustainable growth and has decided to contribute to the development of the communities as a whole. In doing so the Company aims at building a better, sustainable way of life for the weaker sections of society.

The focus areas in which the Company is working and plans to work shall include Education, Health care and assist in socio economic areas. The objectives of the Company for the above activities shall be as follows:-

- i) Promoting education, including special education and employment enhancing vocation skills among children, youngsters and the differently abled and livelihood enhancement projects and promote suitable environment for studies.
  - ii) Providing basic needs of elderly and deprived section of society, promoting health care including preventive health care and sanitation.
  - iii) Promoting setting up of hostel for children, setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;
2. Composition of CSR committee:

Name of the Member	Designation
Mrs. Shahnaz A. Dawoodani	Chairperson
Mr. Ahmed H. Dawoodani	Member
Mr. Suresh John	Member

3. Average net profit of the company for last three financial years:  
Average net profit: Rs.5,09,94,150/-
4. Prescribed CSR Expenditure (Two percent of the amount as in item 3 above)  
The company is required to contribute Rs. 10,19,883/-  
Contribution made by the Company Rs. 27,53,000 /-
5. Details of CSR spent :
- a) Total amount spent for the Financial Year Rs. 27,53,000/-
  - b) Amount unspent if any: NIL
  - c) Manner in which the amount was spent

Sr. No.	Projects/ Activities	Sector	Location	Amount outlay (Budget) project or programme wise (Rs. Lakhs)	Amount spent on the project or programme (Rs. Lakhs)	Cumulative expenditure up to reporting period (Rs. Lakhs)	Amount spent: Direct or through implementing agency* (Rs. Lakhs)
1	Educational	Literacy	Maharashtra	17.68	17.68	17.68	17.68
2	Providing basic needs of elderly and deprived section of society	Social Project	Maharashtra	9.95	9.95	9.95	9.95

a) Details of implementing agency : Life Foundation and MJD Foundation

6. **Reasons for falling short of the required spend:** Not Applicable.

7. **Responsibility statement of the CSR committee:**

The CSR Committee of the Company's Board states that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company.

PLACE: NAVI MUMBAI  
DATE : July 31, 2020

On behalf of the Board of Directors  
Suresh John  
Chairman

**Annexure – C to the Directors Report****Form No. MR-3****Secretarial Audit Report for the financial year ended 31st March 2020**

[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]

To the Members,  
Lime Chemicals Limited

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Lime Chemicals Limited (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Lime Chemicals Limited'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, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 1st April 2019 to 31st March, 2020 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by Lime Chemicals Limited ("the Company") for the financial year ended on 31st March 2020, according to the provisions as applicable to the Company:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2009/2018;
  - (d) The Securities and Exchange Board of India (Share Based Employees Benefits) Regulations, 2014; (Not applicable during the year)
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable during the year)
  - (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 year)
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998/2018; (Not applicable during the year)
  - (i) SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

I further report that the Compliance by the Company of the undermentioned Acts and Rules have not been reviewed and I have relied on the representations made by the Company, its Officers and Reports issued by the Statutory Auditors.

- a) Applicable Financial laws like Direct and Indirect tax laws, GST and others detailed under Tax Legislations
- b) The Employees Provident Fund & Miscellaneous Provisions Act, 1952
- c) Employees State Insurance Act, 1948
- d) Payment of Bonus Act, 1965 and the payment of Bonus Rules, 1965
- e) Payment of Gratuity Act, 1972;
- f) Contract Labor (Regulation and Abolition) Central Rules, 1971
- g) Income Tax 1961 and Rules made thereunder
- h) Service Tax Act, 1994 and Rules made thereunder
- i) Shops and Establishment Act of Maharashtra and Himachal Pradesh

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with BSE Limited read with the Securities and Exchange Board of India (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. mentioned above.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

Non compliances / observations / audit qualification, reservation or adverse remarks: Nil

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

As per the minutes of the Board duly recorded and signed by Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

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

Specific observations / qualification, reservation or adverse remarks in respect of the Board Structures/ system and processes relating to the Audit period - Nil

**I further report that** during the audit period the Company has not incurred any specific event/ action except as stated above that can have a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

N. HARIHARAN  
Practicing Company Secretary  
Membership No. 559  
Certificate of Practice No. 7119

Place: Navi Mumbai

Date: July 23, 2020

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

### **Annexure A to Secretarial Audit Report**

To the Members,  
Lime Chemicals Limited

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

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

N. HARIHARAN  
Practicing Company Secretary  
Membership No. 559  
Certificate of Practice No. 7119

Place: Navi Mumbai

Date: July 23, 2020

## MANAGEMENT DISCUSSION AND ANALYSIS

### Overview

Management discussion and analysis of financial condition and results of operations include forward looking statements based on certain assumptions and expectations of future events. The Company cannot assure that these assumptions and expectations are accurate. Although the management has considered future risks as part of the discussions, future uncertainties are not limited to the management perceptions.

The financial statements have been prepared in compliance with the requirements of the Companies Act, 2013 and Generally Accepted Accounting Principles (GAAP) in India. The Management of the Company accepts responsibility for the integrity and objectivity of these financial statements, as well as for various estimates and judgments used therein. The estimates and judgments relating to the financial statements have been made on a prudent and reasonable basis, in order that the financial statements reflect in a true and fair manner the form and substance of transactions, and reasonably present the Company's state of affairs and profits for the year. The following discussion may include forward looking statements, which may involve risks and uncertainties, including but not limited to the risks inherent to Company's growth strategy, dependency on certain clients, dependency on availability of qualified technical personnel and other factors discussed in this report.

### Industry structure and developments

The Company is engaged in the manufacturing Calcium Carbonate. Calcium carbonate is an inorganic mineral. It is classified into two categories viz. Ground calcium carbonate (GCC) and precipitated calcium carbonate (PCC). It is used in various sectors such as the paper, paints, and plastics industries. GCC is used in various applications such as paper, plastics, adhesives and other applications. It is also used in construction of building as fillers and extenders, as they offer cost benefits and improved performance. In the building and construction application, product applications consist of vinyl floor tile, asphalt roofing shingles, sheeting, tape joint compounds, stucco, concrete, glass, masonry, and plasters. GCC adds important qualities such as brightness (whiteness), particle size, and chemical purity, which suggests its use in industrial applications. PCC is used in Tooth Paste, Pharmaceuticals, PVC products, Rubber, Plastic, Polymer, Cable, Leather, Paper and Paints etc

Your Company is one the largest producers of Precipitated and Coated Calcium Carbonate (PCC) in the Country and operating in the sector since 1976. The Company operates two manufacturing plants one at Roha in Raigad District, Maharashtra and in Paonta Sahib, Himachal Pradesh. Since August 2019, the Roha Factory is closed for re-organization of business activities. The Management is exploring various business model to restart the Roha factory.

### Opportunities and Threats

The Company's policy is to deliver products according to customers' requirements using internationally-accepted production technology from experts for customers in each industry. It also has a quality control system throughout the production process, from quality of raw materials, quality check during production process, to delivery of products.

Competition in the domestic lime market is among local producers as lime is a bulky product and so transportation cost is an important competition factor. The major factors hindering the growth of Calcium Carbonate market is unfavourable limestone mining and stringent regulations. Limestone is one of the chief sources of ground calcium carbonate. Its reserves are concentrated in few places and are situated far from production facilities. Further the company also import good quality limestone from other countries. All these factors contribute to higher the production cost thereby effect on profit of the Company. The cost reduction plans of the company have provided an edge to the company to compete with unorganized sector. The company continues to face competition from other big players and other unorganized players in calcium carbonate industry.

During the normal course of its business operations, your Company has been subjected to litigations in connection with or incidental thereto. These litigations include civil cases, excise and customs related cases, etc. filed by and against the Company. These cases are being pursued with due importance and in consultation with legal experts in respective areas. Your Board believes that the outcome of these cases is unlikely to cause a materially adverse effect on the Company's profitability or business performance.

### Outlook

The Company is highly competitive in selection of raw material from high quality limestone. For this, the Company mainly depends on imported raw material to enable to produce quality material according to customers' requirements. The Company gives importance to satisfaction of customers and their support in the long term. There are inherent opportunities available to the Company to which it is catering for many decades such as personal care products, rubber & plastics, paints and other value added products and optimistic to achieve good results.

PLACE: NAVI MUMBAI  
DATE : July 31, 2020

On behalf of the Board of Directors  
Suresh John  
Chairman

## REPORT ON CORPORATE GOVERNANCE

In terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a report on Corporate Governance is given below:

**1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:**

The Company has adopted good corporate governance practices and ensures compliance with all relevant laws and regulations. It has led to the satisfaction and transparency to the shareholders. Company's philosophy is concerned with ethics, values, morals and social responsibility of the Company. The Company remains accountable to shareholders and other beneficiaries for their actions. The Company conducts its activities in a manner that is fair and transparent and perceived to be such by others.

**2. BOARD OF DIRECTORS**

**a) Composition**

Name	Category	Designation
Mr. Suresh John	Independent	Chairman
Mr. Ahmed H. Dawoodani	Executive-Non Independent	Managing Director
Mrs. Shahnaz A. Dawoodani	Non-Independent	Director
Mr. Sadruddin H. Jiwani	Non-Independent	Director
Dr. Akbar J. Virani	Non-Independent	Director
Mr. Husen Somji	Independent	Director

The composition of the Board of Directors is in accordance with the provisions of SEBI Listing Regulations. Non-Executive Independent Directors of your Company have no pecuniary relationship or any transaction with your Company.

**b) Board Meetings**

The meeting of the Board of Directors are scheduled well in advance and generally held at the Company's Registered Office. The notice and the detailed agenda are sent well in advance to all the Directors. During the financial year ended on 31/3/2020, Four board meetings were held on 30/05/2019, 14/08/2019, 14/11/2019 & 14/02/2020.

The attendance of each Director at the Board Meetings and last Annual General Meeting (AGM) and number of other Directorship and Membership/Chairmanship of Committee are as follows:

Name of the Director	Attendance Particulars		No. of directorship/and Committee Membership / Chairmanship in other Companies			
	Board Meeting	Last AGM	Directorship in private Companies	Directorship in public Companies	Committee Memberships	Committee Chairmanships
Mr. Suresh John	4	Yes	0	0	0	0
Mr. A. H. Dawoodani	4	Yes	3	2	0	0
Mrs. Shahnaz Dawoodani	4	Yes	3	3	0	0
Mr. Sadrudin H. Jiwani	1	No	1	0	0	0
Dr. Akbar J. Virani	1	No	0	0	0	0
Mr. HusenSomji	4	Yes	0	0	0	0

**c) Brief Note on the Directors seeking appointment/ re-appointment at the 49<sup>th</sup> Annual General Meeting:**

In Compliance with and provisions of Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, brief resume, expertise and details of other directorship, membership in committees of Directors of other companies and shareholding in the Company of the Directors proposed to be re-appointed are given in the Annexure A of forming part of Notice.

**d) Remuneration of Directors**

The Company has not paid remuneration to Mr. Ahmed H. Dawoodani, the Managing Director of the Company. At present Independent Directors are not paid any remuneration for attending Board and Committee Meetings.

**3. AUDIT COMMITTEE**

The scope of activities and powers of Audit Committee includes the areas prescribed under the SEBI Listing Regulations and section 177 of the Companies Act, 2013. The members of Audit Committee Mr. Suresh John as Chairman and Mr. Ahmed H. Dawoodani and Dr. Akbar Virani are other members of the Committee. During the financial year under review, 4 meetings were held on, 30/05/2019, 14/08/2019, 14/11/2019 & 14/02/2020.

**4. NOMINATION AND REMUNERATION COMMITTEE**

In compliance with the provisions of Section 178 of the Companies Act, 2013 and provisions of Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 the Company has constituted Nomination and Remuneration Committee. The present committee consists Mr. Husen Somji as the Chairman and Mr. Suresh John and Mrs. Shahnaz A. Dawoodani are the other members of the Committee.

The terms of reference of the Nomination and Remuneration Committee cover all the areas mentioned under and provisions of Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Section 178 of the Companies Act, 2013. The broad terms of reference of the Nomination and Remuneration Committee therefore include recommending a policy relating remuneration and employment terms of Managing Director and senior management personnel, adherence to the remuneration / employment policy from time to time as finally approved by the Board of Directors. Preliminary evaluation of every Director's performance, Board diversity, compliance of the Code for Independent Directors referred to in Schedule IV of the Companies Act, 2013, compliance with the Company's Code of Conduct by Directors and employees of the Company, reporting of non-compliances to the Board of Directors, recommending draft of the report required under Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, monitor loans to employees and any other matters which the Board of Directors may direct from time to time.

**5. STAKEHOLDERS GRIEVANCE COMMITTEE**

The Stakeholders' Grievance Committee comprises of 3 Directors viz. Mrs. Shahnaz A. Dawoodani, the non-executive Director is the Chairman and Mr. Ahmed H. Dawoodani and Mr. Suresh John are the members of the Committee. The Committee reviews the status of Investor Grievances and recommends measure to improve in solving Investor Services. During the year there were no complaints received from shareholders and there is no complaint which has remained un-addressed.

**6. RISK MANAGEMENT COMMITTEE**

The Board of Directors, during the year, constituted "Risk Management Committee" as required under SEBI Listing Regulations. The Committee is responsible for risk identification, evaluation and mitigation and to set up process for risk management plan. The Risk Management Committee comprises of Mr. Ahmed H. Dawoodani, Managing Director, Mr. Suresh John and Mrs. Shahnaz A. Dawoodani as Member of the Committee.

**7. CONFIRMATION AS REGARDS INDEPENDENCE OF INDEPENDENT DIRECTORS**

In the opinion of the Board of Directors of the Company, the existing Independent Directors fulfil the conditions specified in the SEBI Listing Regulations and are independent of the Management.

**8. PERFORMANCE EVALUATION OF THE BOARD**

Based on the inputs on aspects under the provisions of the Companies Act, 2013 and under the SEBI Listing Regulations such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance, independence of judgement, safeguarding the interest of the Company etc. received from each Directors specifically Executive, Non-Executive and Independent Directors, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Appointment and Remuneration Committees.

**9. GENERAL BODY MEETINGS**

Date	AGM/EGM	Location	Time	No. of Special Resolution
30.09.2019	AGM	K Star Hotel, Rajiv Gandhi Road, Sector-11, C.B.D. Belapur (East), Navi Mumbai – 400 614	10.00 a.m	3
29.09.2018	AGM	K Star Hotel, Rajiv Gandhi Road, Sector-11, C.B.D. Belapur (East), Navi Mumbai – 400 614	10.00 a.m	1
30.09.2017	AGM	Registered Office at Neco Chambers, 4 <sup>th</sup> Floor, Rajiv Gandhi Road, Sector-11, C.B.D. Belapur, Navi Mumbai – 400 614	10.30 a.m	4

During the last year no business had been conducted through postal ballot.

**10. DISCLOSURES:**

- There was no transaction of material nature with the Promoters, Directors, Management or their relatives during the financial Year of the Company, which could have potential conflict with the interests of the Company at large. However, the transactions detailed in Notes part of the Accounts may be considered as related party transactions.
- In accordance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has, inter-alia, adopted a Code of Conduct for Prohibition of Insider Trading (Code) duly approved by the Board of Directors of the Company.
- During the last three years, there were no strictures or penalties imposed either by Securities and Exchange Board of India or the Stock Exchange or any regulatory authority for non-compliance of any matter related to the capital market.

- d) No personnel have been denied access to the Chairman or members of the Audit Committee. The mechanism of Whistle Blower Policy is in place.
- e) The Company is in Compliance with the mandatory Provisions of SEBI Listing Regulations. In terms of Regulation 16(1)(c) of the Listing Regulations, the Company has formulated a Policy for Determining Material Subsidiaries and the same is available on the Company's website.
- f) Code of Business Conduct and Ethics for Board of Directors and Senior Management:**  
The Company has in place the Code of Business Conduct and Ethics for Board of Directors and Senior Management (the Code) approved by the Board of Directors. The Code has been communicated to Directors and the members of the senior management.
- g) Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32(7A)**  
The Company has not raised any funds through preferential allotment or qualified institutions placement during the year under review.
- h) Certificate from PCS under sub-para 10(i) of Part C of Schedule V of the Listing Regulations**  
A Certificate from a Practicing Company Secretary stating that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of Company by SEBI or Ministry of Corporate Affairs or any such statutory authority is enclosed to this report.
- i) Confirmation by the Board of Directors' acceptance of recommendation of mandatory committees**  
In terms of the amended SEBI Listing Regulations, the Board of Directors of the Company, confirm that during the year under review, it has accepted all recommendations received from its mandatory committees.
- j) Details of total fees paid to the Statutory Auditors of the Company**  
The details of the total fees paid to M/s. N.S. Shetty & Co., Chartered Accountant, Statutory Auditors of the Company during the Financial Year ended 31<sup>st</sup> March 2020 is given below:
- |                         |                  |
|-------------------------|------------------|
| i) Statutory Audit Fees | - Rs. 3,35,000/- |
| ii) Tax Audit fees      | - Rs. 50,000/-   |
- k) Certificate on corporate governance**  
As required by the Listing Regulations, the compliance certificate from the Practicing Company Secretary regarding compliance of conditions of corporate governance is annexed to the directors' report.

## 11. MEANS OF COMMUNICATION

- a) The Annual, half Yearly and quarterly results are regularly submitted to the Stock Exchange and published in accordance with the SEBI Listing Regulations.
- b) The financial results or official news are displayed on the Company's website [www.limechem.com](http://www.limechem.com).
- c) There were no presentations made to the institutional investors or to the analysts.
- d) Management Discussion and Analysis Report forms a part of this Annual Report.

## 12. GENERAL INFORMATION FOR SHAREHOLDERS

i) AGM: Date, Time & Venue	29 <sup>th</sup> September, 2020 at 11.30 a. m
ii) Financial Year	1 <sup>st</sup> April 2019 - 31 <sup>st</sup> March, 2020
iii) Book closure	25-09-2020 to 28-09-2020
iv) Dividend payment date	No dividend recommended
v) Listing on Stock Exchange	The BSE Limited
vi) Listing fees paid for the year	2019-2020
vi) Dematerialisation of shares	As on 31-03-2020, 91.78% of total paid-up equity capital is dematerialized.
vii) ISIN of the Company for demat	INE891G01011
viii) Registrar & Share Transfer Agent	Bigshare Services Pvt. Ltd. 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (East), Mumbai 400059



**13. MARKET PRICE DATE: HIGH / LOW DURING EACH MONTH IN 2019 – 2020 ON BSE Limited**

Month	High – Rs.	Low – Rs.	BSE Sensex
April 2019	37.50	30.35	39031.55
May 2019	40.50	29.15	39714.20
June 2019	35.00	26.05	39394.64
July 2019	34.65	24.00	37481.12
August 2019	28.80	20.00	37332.79
September 2019	25.60	22.00	38667.33
October 2019	23.50	18.90	40129.05
November 2019	21.00	16.80	40793.81
December 2019	18.00	16.00	41253.74
January 2020	18.85	17.00	40723.49
February 2020	21.50	16.50	38297.29
March 2020	17.30	14.40	29468.49

**14. DISTRIBUTION OF SHAREHOLDING AS ON 31-03-2020**

No. of Equity Shares Held	No. of Shareholders	No. of Shares	% Total
1 - 500	4362	546571	8.40
501 - 1000	204	164834	2.54
1001 - 2000	71	106947	1.64
2001 - 3000	34	83371	1.28
3001 - 4000	22	76375	1.17
4001 - 5000	16	76252	1.17
5001 - 10000	17	118040	1.82
10001 and above	48	5332338	81.98
<b>TOTAL</b>	<b>4774</b>	<b>6504728</b>	<b>100.00</b>

**15. SHAREHOLDING PATTERN AS ON 31-03-2020 IS AS FOLLOWS:**

SR.NO	CATEGORY	NO.OF SHARES HELD	% OF SHARE HOLDING
1.	Promoters Holding		
	Indian Promoters and Persons Acting in concert	1847900	28.41
	- Foreign Promoters	--	--
2.	Banks, Financial Institutions / Insurance Cos.	533677	8.20
3.	Mutual Funds & UTI	3360	0.05
4.	Private Corporate Bodies	116721	1.79
5.	NRIs/OCBs	65818	1.01
6.	HUF	101978	1.57
7.	Clearing Members	6173	0.09
8.	IEPF Account	62065	0.95
9.	Indian Public	3767036	57.95
	<b>TOTAL</b>	<b>6504728</b>	<b>100.00</b>

**16. SHARES IN UNCLAIMED SUSPENSE ACCOUNT**

There are no unclaimed shares in physical or demat lying in suspense account as on 31<sup>st</sup> March 2020.

**17. TRANSFER OF SHARES RELATING TO UNCLAIMED DIVIDEND**

As per Section 124(6) of the Act, read with IEPF Rules as amended, all the shares in respect of which dividend has remained unpaid/unclaimed for seven consecutive years or more are required to be transferred to Demat Account of IEPF Authority. Consequently, the Company has transferred eligible equity shares during the financial year 2019- 20 to Demat Account of IEPF Authority. Members are entitled to claim the same from IEPF by submitting an application in the prescribed online web based Form IEPF-5 available on the website [www.iepf.gov.in](http://www.iepf.gov.in) and sending a physical copy of the same duly signed, to the Nodal Officer of the Company along with the requisite documents enumerated in the Form IEPF-5. Members can file only one consolidated claim in a financial year as per the IEPF Rules.

**18. TRANSFER OF PHYSICAL SHARES**

Effective from 1st April 2019, transfer of shares of the Company can be done only in the dematerialised form. However, shareholders are not barred from holding shares in the physical form. As per the decision of SEBI, "any investor who is desirous of transferring shares (which are held in physical form) after 1st April 2019 can do so only after the shares are dematerialised," This decision "is not applicable for demat of shares, transmission (i.e. transfer of title of shares by way of inheritance/succession) and transposition (i.e. re-arrangement/interchanging of the order of name of shareholders) cases."

In view of the above, shareholders still holding shares in physical form are requested to dematerialise their shares at the earliest. For further information/clarification/assistance in this regard, please contact Bigshare Services Pvt. Ltd., Registrar and Share Transfer Agent.

On behalf of the Board of Directors

**Suresh John**

Chairman

Place: Navi Mumbai

DATED : July 31, 2020

## ANNEXURE TO CORPORATE GOVERNANCE REPORT

### Declaration by the Executive Director under Schedule V to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding compliance with Code of Conduct

In terms of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to confirm that all the members of the Board and the senior management personnel have affirmed compliance with the Code of Conduct for the year ended 31<sup>st</sup> March, 2020.

**A.H. DAWOODANI**

Managing Director

Mumbai

Dated: July 31, 2020

## COMPLIANCE CERTIFICATE

### [Regulation 17(8) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015]

The Board of Directors  
Lime Chemicals Limited

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

For Lime Chemicals Limited

Ahmed H. Dawoodani  
Managing Director

FirojLadhani  
Chief Financial Officer

Date: July 31, 2020

**Practicing Company Secretary's Certificate on Compliance of Conditions of Corporate Governance**

To the members of Lime Chemicals Limited

I have examined the compliance of conditions of Corporate Governance by Lime Chemicals Limited (the Company), for the financial year ended on 31st March 2020, as stipulated under the relevant clauses of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

In my opinion and to the best of my information and according to the explanations given to me and based on the representations made by the Directors & the Management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

N. HARIHARAN  
Practicing Company Secretary  
Membership No. 559  
Certificate of Practice No. 7119

Place: Navi Mumbai

Date: July 23, 2020.

**Practicing Company Secretary's Certificate Under Sub-Para 10(i) of Part C of Schedule V of SEBI (LODR), Regulations, 2015**

To the Members of Lime Chemicals Limited

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Lime Chemicals Limited having CIN: L24100MH1970PLC014842 and having registered office at 404 & 405, Neco Chambers, 4<sup>th</sup> Floor, Rajiv Gandhi Road, Sector-11, C.B.D. Belapur, Navi Mumbai – 400 614, Maharashtra (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31<sup>st</sup> March, 2020 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs.

Sr. No.	Name of the Director	DIN	Date of appointment
1.	Mr. Suresh Devasahayam John	00079852	31-08-2017
2.	Mr. Ahmed Hussein Dawoodani	00934276	01-04-1982
3.	Mr. Akbarali Gulamali Virani	02171982	31-03-2015
4.	Mrs. Shahnaz Ahmed Dawoodani	02324234	30-05-2013
5.	Mr. Sadruddin Hasanali Jiwani	05002145	31-03-2015
6.	Mr. Husen Noormohamed Somji	07950626	31-05-2018

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.

N. HARIHARAN  
Practicing Company Secretary  
Membership No. 559  
Certificate of Practice No. 7119

Place: Navi Mumbai

Date: July 23, 2020

**INDEPENDENT AUDITOR'S REPORT****To the Members of Lime Chemicals Limited  
Report on the Financial Statements****Qualified Opinion**

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

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards (Ind AS) specified under section 133 of the Act and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March, 2020, and net loss including Other Comprehensive Income, changes in equity and its cash flows for the year ended on that date.

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 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 qualified opinion.

**Emphasis of Matter**

We draw your attention to the following matter:-

In Note No.38A(c) to the statement regarding non provision of interest of Rs. 3.00 lakhs payable to party registered under Micro, Small & Medium Enterprises Act, 2006 and also liability of Rs. 18.85 lakhs not accounted.

Note No. 49 regarding to impact of Covid-19 on the financial results of the company, given the uncertainties associated with its nature and duration.

Note No. 55 to the statement, regarding the Company continues to disclose its results on the concept of going concern in spite of the fact of erosion of 100% of its net worth as the management expects to wipe off the accumulated losses by taking steps of rationalization of expenses and considering measures to increase revenue.

**Our opinion is not modified in respect of the above matter.**

**Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon. Based on the circumstances and facts of the Audit, there are no key audit matters to be reported.

**Information Other than the financial Statement and Auditor's Report thereon**

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

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

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

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

**Responsibilities of Management for the Financial Statement**

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 financial statements that give a true and fair view of the financial position, financial performance, total comprehensive Income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the 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 Responsibility for the Audit of the financial Statement**

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 Standards on Auditing will always detect a material misstatement when it exists. Misstatement 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.

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

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

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

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

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

#### Report on Other Legal and Regulatory Requirements

1. As required by Section 197(16) of the Act, we report that the Company has not paid/provided any remuneration to its directors during the year.
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraph 3 and 4 of the Order.
3. As required by Section 143 (3) of the Act, based on our audit we report that :
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c. The financial statements dealt with by this report are in agreement with the books of accounts.
  - d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e. On the basis of the written representations received from the directors of the Company as on 31<sup>st</sup> March 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March 2020 from being appointed as a director in terms of Section 164 (2) of the Act;
  - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
  - g. With respect to the other matters to be included in the Auditor's Report in accordance with 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:

The Company has disclosed the impact of pending litigations on its financial position in its financial statements — Refer Note 38 to the financial statements.
  - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts. We are informed that the company did not have any pending derivative contracts.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31/03/2020.

For N. S. Shetty & Co.  
Chartered Accountants  
FRNo. : 0110101W

N. S. Shetty  
Partner  
M. No. 035083

Place : Mumbai  
Date : 31<sup>st</sup> July, 2020  
UDIN: 20035083AAAABR3699

## ANNEXURE - A TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to In paragraph 1 under Report on Other Legal and Regulatory Requirements' section of our report of even date)

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of two years. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- (c) As per the information and explanations provided to us, the title deeds of immovable property except that of free hold land are held in the name of the Company.
- ii. As per the information and explanations provided to us, the inventories have been physically verified by the management at reasonable interval and no material discrepancy was noticed on physical verification.
- iii. During the year the Company has not granted loans to any party covered in the register maintained under section 189 of the Act. Hence, paragraph 3(iii) of the Order is not applicable.
- iv. There are no transactions as referred to in section 185 of the Act. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of 186 of the Act with respect to the loans and investments made.
- v. The Company has not accepted any deposits within the meaning from section 73 to 76 of the Act and the companies (Acceptance of Deposit) Rules 2014 (as amended) during the year. Hence, paragraph 3(v) of the Order is not applicable.
- vi. According to the information and explanations given to us, the Central Government has prescribed maintenance of cost records u/s. 148(1j) of the Companies Act, 2013. However, the Company has not maintained the cost records during the year.
- vii. (a) According to the information and explanations given to us and the records of the Company examined by us the Company has not been regular in depositing with the appropriate authorities undisputed dues, including provident fund, employees' state insurance, income-tax, sales tax, service tax, goods and service tax, value added tax, cess and other material statutory dues as applicable to it. The undisputed amounts payable in respect of the aforesaid dues, outstanding as at 31st March, 2020 for a period of more than six months from the date they became payable were sales tax Rs. 274.10 lakhs, provident fund Rs. 23.20 lakhs, staff profession tax Rs. 2.64 lakhs, GST Rs. 1.82 lakh, Gram Panchayat Tax Rs.1.30 lakh, employees' state insurance Rs.13.04 lakhs, Service Tax Rs. 5.04 lakhs and Tax deducted at Source Rs. 1.37 lakh.
- (b) According to the information and explanations given to us and the records of the Company examined by us, disputed amounts in respect of the aforesaid dues which have not been deposited as at 31st March 2020 are given below.
- viii. The Company has not defaulted in repayment of loans or borrowings to any financial institution or a bank. The Company did not have any loans or borrowings from government during the year.

Name of Statute	Nature of the Dues	Amount (Rs.) in lakhs	Period to which amount relates	Forum where dispute is pending
Income Tax Act,	Income Tax	20.17	A.Y 19W95	Delhi High Court
Income 1961 Tax Act,	Income Tax	4.69	A.Y 1997-98	Delhi High Court
Income 1961 Tax Act,	Income Tax/ FBT	57.27	A.Y 2006-07	Rectification before ITO Ward 6(3) — 2 Mumbai
Income 1961 Tax Act,	Income Tax	10.60	A.Y. 2011-12	Commissioner of Income Tax Appeal
Employees PF & Misc. Provisions Act,1952	Provident Fund	40.05	Feb. 2008 to May 2008	EPF Appellate Tribunal Mumbai
Employees PF & Misc. Provisions Aft,1952	Provident Fund	28.88	March 2000 to June 2009	Bombay High Court
Employees PF & Misc. Provisions Act,1952	Provident Fund	30.36	August 2011 to Sept 2013	CGIT Chandigarh
Employees PF & Misc. Provisions Act,1952	Provident Fund	37.60	February 2014 to April 2016	CGIT Chandigarh
Employees PF & Misc. Provisions Act,1952	Provident Fund	14.95	January 2010 to May 2016	Shimla High Court

- ix. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments). However, the Company has taken term loans from Banks/Financial Institution and has been applied for the purpose for which has been raised.
- x. No material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- xi. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has neither paid nor provided for managerial remuneration. Hence, paragraph 3(xi) of the Order is not applicable.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Hence, paragraph 3(xii) of the Order is not applicable.
- xiii. In our opinion transactions with the related parties are in compliance with sections 177 and 188 of the Act, where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable Ind AS.
- xiv. The Company has made preferential allotment of shares during the year under review complying with the provisions of section 42 of the Companies Act, 2013. The amount raised has been used for the purposes for which the funds were raised.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Hence, paragraph 3(xv) of the Order is not applicable.
- xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

**For N. S. Shetty & Co.**

Chartered Accountants

FRNo. : 0110101W

N. S. Shetty

Partner

M. No. 035083

Place : Mumbai

Date : 31<sup>st</sup> July, 2020**Annexure - B TO THE INDEPENDENT AUDITOR'S REPORT****(Referred in Para 3(f) under "Report on Other Legal and Regulatory Requirements' section of our report of even date)****Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of Lime Chemicals Limited ("the Company") as of 31<sup>st</sup> March, 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

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

**Auditor's Responsibility**

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



about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

**Meaning of Internal financial Controls Over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) 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.

**Limitations of Internal Financial Controls Over Financial Reporting**

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

**Opinion**

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

**For N. S. Shetty & Co.**

Chartered Accountants

FRNo. : 0110101W

N. S. Shetty

Partner

M. No. 035083

Place : Mumbai

Date : 31<sup>st</sup> July, 2020

## Balance Sheet as at 31 March 2020

(Currency : Indian Rupees in Lakhs)			
Particulars	Note	31 March 2020	31 March 2019
<b>Assets</b>			
<b>Non-current assets</b>			
Property, plant and equipment	3	805.25	895.85
Capital Work-In-Progress	4	10.59	4.59
Intangible Assets	5	0.05	0.05
Right to Use	6	53.41	-
<b>Financial assets</b>			
Investment	7	9.95	11.18
Loans	8	0.49	4.32
Others	9	0.16	-
Other non-current assets	10	12.44	58.31
<b>Total non-current assets</b>		<b>892.34</b>	<b>974.30</b>
<b>Current assets</b>			
Inventories	11	373.60	471.61
<b>Financial assets</b>			
Trade receivables	12	865.88	755.76
Cash and cash equivalents	13	45.45	98.95
Bank balances other than cash and cash equivalents	14	16.94	-
Loans	15	82.73	81.34
Other financial assets	16	7.59	-
Other current assets	17	122.59	6.01
<b>Total current assets</b>		<b>1,514.78</b>	<b>1,413.67</b>
<b>Total assets</b>		<b>2,407.12</b>	<b>2,387.97</b>
<b>Equity and liabilities</b>			
<b>Equity</b>			
Equity share capital	18	650.47	650.47
Other equity	18.1	(1,713.77)	(1,683.33)
<b>Total equity</b>		<b>(1,063.30)</b>	<b>(1,032.86)</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
<b>Financial liabilities</b>			
Borrowings	19	16.24	255.90
Other financial liabilities	20	50.22	20.58
Provisions	21	36.45	46.58
Deferred Tax Liabilities (Net)	22	-	116.39
Non-current tax Liabilities		4.57	(26.18)
<b>Total non-current liabilities</b>		<b>107.48</b>	<b>413.27</b>
<b>Current liabilities</b>			
<b>Financial liabilities</b>			
Borrowings	23	1,304.93	1,294.69
Trade payables	24		
Total outstanding dues to micro enterprise and small enterprise (refer note 21)		14.34	14.34
Total outstanding dues to creditors other than micro enterprise and small enterprise		1,267.65	1,212.78
Other financial liabilities	25	95.04	42.92
Other current liabilities	26	652.89	403.86
Provisions	27	28.09	38.97
<b>Total current liabilities</b>		<b>3,362.94</b>	<b>3,007.56</b>
<b>Total equity and liabilities</b>		<b>2,407.12</b>	<b>2,387.97</b>
Significant accounting policies	2,		
Notes to the financial statements	3 - 56		

The accompanying notes form an integral part of these financial statements.

As per our report of even date attached

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

**For N. S. Shetty & Co**  
Chartered Accountants  
Firm Reg No : 110101W

Suresh John  
Chairman  
DIN 00079852

A.H.Dawoodani  
Managing Director  
DIN 00934276

N. S. Shetty  
Partner  
Membership No : 035083

S.A.Dawoodani  
Director  
DIN 02324234

Firoj Ladhani  
Chief Financial Officer

Mansi N. Chitalia  
Company Secretary

Place : Mumbai  
Date : 31 July 2020

Place : Mumbai  
Date : 31 July 2020

## Statement of Profit and Loss for the year ended 31 March 2020

(Currency : Indian Rupees in Lakhs)			
	Note	As at 31st March 2020	As at 31st March 2019
<b>Income</b>			
Revenue from operations	28	3,119.54	4,344.07
Other income	29	68.45	83.57
<b>Total Income</b>		<b>3,187.99</b>	<b>4,427.64</b>
<b>Expenses</b>			
Cost of Material Consumed	30	1,364.57	2,271.52
Purchase of Stock in Trade	31	362.41	165.56
Change in inventory	32	(25.12)	11.53
Employee benefits expense	33	254.07	268.22
Finance costs	34	143.26	66.10
Depreciation expense	35	112.46	102.14
Other expenses	36	1,124.48	1,285.37
<b>Total expenses</b>		<b>3,336.13</b>	<b>4,170.44</b>
Profit before Exceptional Items & tax		(148.14)	257.20
Exceptional Item		-	(5.01)
Profit/(loss) before tax		(148.14)	262.21
Less : Tax expense:	54(a)		
Current tax		-	-
Deferred tax charge		(116.39)	-
<b>Total tax expenses</b>		<b>(116.39)</b>	<b>-</b>
<b>Profit for the year (A)</b>		<b>(31.75)</b>	<b>262.21</b>
Other Comprehensive Income ( OCI )			
Items that will not be reclassified subsequently to profit or loss:			
- Remeasurement of post employment benefit obligation		0.95	28.81
- Income tax effect on above		-	-
Items that will be reclassified subsequently to profit or loss			
Other comprehensive income for the year, net of tax (B)		0.95	28.81
<b>Total comprehensive income for the year (A+B)</b>		<b>(30.80)</b>	<b>291.02</b>
Earnings per equity share	37		
(per equity share of nominal value Rs. 10 each)			
Basic and diluted (in Rs.)		(0.49)	4.35
Significant accounting policies	2,		
Notes to the financial statements	3 - 56		

The accompanying notes form an integral part of these financial statements.

As per our report of even date attached

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

**For N. S. Shetty & Co**  
Chartered Accountants  
Firm Reg No : 110101W

Suresh John  
Chairman  
DIN 00079852

A.H.Dawoodani  
Managing Director  
DIN 00934276

N. S. Shetty  
Partner  
Membership No : 035083

S.A.Dawoodani  
Director  
DIN 02324234

Firoj Ladhani  
Chief Financial Officer

Mansi N. Chitalia  
Company Secretary

Place : Mumbai  
Date : 31 July 2020

Place : Mumbai  
Date : 31 July 2020

## Statement of cash flows for the year ended 31 March 2020

(Currency : Indian Rupees in Lakhs)		
Particulars	For the year ended March 31, 2020	For the year ended March 31, 2018
<b>A. Cash flows from operating activities:</b>		
Profit before tax	(148.14)	262.21
Adjustments for:		
Depreciation expense	112.46	102.14
Changes in fair value of deposits through P&L	(0.30)	0.42
Changes in fair value of investments through P&L	0.56	(0.81)
Sundry balance written back	(37.69)	-
Bad Trade and Other Receivables, Loans and Advances Written Off	3.16	-
Remeasurement of post employment benefit obligation	0.95	28.81
Profit on sale of Property Plant & Equipments	1.14	-
Interest income (Consider in investment activity)	(4.81)	(10.87)
Finance costs	64.07	66.10
<b>Operating cash flows before working capital changes</b>	<b>(8.60)</b>	<b>448.00</b>
<b>Adjustments for changes in working capital:</b>		
Decrease/(Increase) in inventories	98.01	(48.63)
(Increase)/decrease in other financial assets	(7.59)	53.08
Decrease/(Increase) in loans-Security deposit	1.86	(11.53)
Decrease/(Increase) in other assets	(72.68)	0.03
Decrease/(Increase) in trade receivables	(113.26)	1,038.52
Increase/ (decrease) in other financial liabilities	79.46	(218.61)
(Decrease)/ increase in trade payables	92.56	(269.28)
Increase/ (decrease) in other liabilities	249.03	(57.69)
Increase in provisions	(21.01)	(25.64)
(Increase)/decrease in Investment	0.67	(1.41)
<b>Cash flows generated from/ (used in) operations</b>	<b>298.45</b>	<b>906.84</b>
Direct taxes paid (net of refunds received)	30.75	(37.44)
<b>Net cash flows generated from/ (used in) operating activities (A)</b>	<b>329.20</b>	<b>869.40</b>
<b>B. Cash flows from investing activities:</b>		
Payments for property, plant and equipment	(78.16)	(77.23)
New Bank deposits taken	(16.80)	-
Interest received	5.39	10.41
<b>Net cash flows (used in) investing activities (B)</b>	<b>(89.57)</b>	<b>(66.82)</b>
<b>C. Cash flows from financing activities:</b>		
Share issue Expenses	-	(6.37)
Proceeds from issue Of Shares	-	303.89
Changes in Reserves	0.36	-
Repayment of long-term borrowings	(231.03)	(1,004.12)
Proceeds from short-term borrowings	1.61	-
Interest paid	(64.07)	(66.10)
<b>Net cash flows generated from financing activities (C)</b>	<b>(293.13)</b>	<b>(772.70)</b>
<b>Net (decrease) in cash and cash equivalents (A+B+C)</b>	<b>(53.50)</b>	<b>29.88</b>
<b>Cash and cash equivalents at the beginning of the year</b>	<b>98.95</b>	<b>69.07</b>
<b>Cash and cash equivalents at the end of the year</b>	<b>45.45</b>	<b>98.95</b>
The Cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard - 7 ('Ind AS 7') on Cash Flow Statement prescribed in Companies (Indian Accounting Standard) Rules, 2015, notified under section 133 of the Companies Act, 2013. The amendments to Ind AS 7 Cash flow statements requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities and financial assets arising from financing activities, to meet the disclosure requirement. This amendment has become effective from 1st April, 2017 and the required disclosure is made below. There is no other impact on the financial statements due to this amendments.		
<b>Components of cash and cash equivalents considered only for the purpose of cash flow statement</b>		
Cash in hand	26.80	11.07
In bank current accounts in Indian rupees	18.55	13.87
Cheques on hand	0.10	74.01
Significant accounting policies	2	
Notes to the financial statements	3 - 56	

The accompanying notes form an integral part of these financial statements.

As per our report of even date attached

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

**For N. S. Shetty & Co**  
Chartered Accountants  
Firm Reg No : 110101W

Suresh John  
Chairman  
DIN 00079852

A.H.Dawoodani  
Managing Director  
DIN 00934276

N. S. Shetty  
Partner  
Membership No : 035083

S.A.Dawoodani  
Director  
DIN 02324234

Firoj Ladhani  
Chief Financial Officer

Mansi N. Chitalia  
Company Secretary

Place : Mumbai  
Date : 31 July 2020

Place : Mumbai  
Date : 31 July 2020

## Statement of changes in equity for the year ended 31 March 2020

(Currency : Indian Rupees in Lakhs)

A) Equity share capital			
Particulars	Note	Number of Shares (Nos)	(Rs in lakhs)
<b>Equity shares of Rs.10 each issued, subscribed and paid</b>			
Balance as at the 1 April 2018	18	4,890,276	488.32
Issued during the period		1,625,000	162.50
Less :- Shares Cancelled during the year		(10,548)	(0.35)
<b>Balance as at the 31 March 2019</b>		<b>6,504,728</b>	<b>650.47</b>
Changes in equity share capital for the year ended 31 March 2020		-	-
<b>Balance as at the 31 March 2020</b>		<b>6,504,728</b>	<b>650.47</b>

## B) Other Equity

	Note	Reserves and Surplus							Total
		Capital Reserve	Securities premium reserve	General Reserve	Share Issue Expenses	State Subsidy Reserve	Money Received against Share warrants	Surplus/ (Deficit) in Statement of Profit and Loss	
<b>Balance as at the 1 April 2018</b>	<b>18.1</b>	<b>0.22</b>	<b>545.81</b>	<b>1,421.63</b>	<b>(2.44)</b>	<b>44.86</b>	<b>101.56</b>	<b>4,221.36</b>	<b>(2,109.72)</b>
Changes during the year		-	-	(0.45)	(6.37)	-	-	-	(6.82)
New shares issued during the year			243.75	-	-	-	(101.56)	-	142.19
Profit For the Period		-	-	-	-	-	-	262.21	262.21
Other Comprehensive Income/(losses) (Net of Taxes)		-	-	-	-	-	-	28.81	28.81
<b>Balance as at the 31 March 2019</b>		<b>0.22</b>	<b>789.56</b>	<b>1,421.18</b>	<b>(8.81)</b>	<b>44.86</b>	<b>-</b>	<b>(3,930.34)</b>	<b>(1,683.33)</b>
Changes during the year		0.36	-	-	-	-	-	-	0.36
Profit For the Period		-	-	-	-	-	-	(31.75)	(31.75)
Other Comprehensive Income/(losses) (Net of Taxes)		-	-	-	-	-	-	0.95	0.95
<b>Balance as at the 31 March 2020</b>		<b>0.58</b>	<b>789.56</b>	<b>1,421.18</b>	<b>(8.81)</b>	<b>44.86</b>	<b>-</b>	<b>(3,961.14)</b>	<b>(1,713.77)</b>
Significant accounting policies				2					
Notes to the financial statements				3 - 56					

The accompanying notes form an integral part of these financial statements.

As per our report of even date attached

For and on behalf of the Board of Directors

**For N. S. Shetty & Co**  
Chartered Accountants  
Firm Reg No : 110101W

Suresh John  
Chairman  
DIN 00079852

A.H.Dawoodani  
Managing Director  
DIN 00934276

N. S. Shetty  
Partner  
Membership No : 035083

S.A.Dawoodani  
Director  
DIN 02324234

Firoj Ladhani  
Chief Financial Officer

Mansi N. Chitalia  
Company Secretary

Place : Mumbai  
Date : 31 July 2020

Place : Mumbai  
Date : 31 July 2020

**Corporate Information**

The Company is engaged in the manufacturing Calcium Carbonate. It is used as input material in various industrial sectors including Tooth Paste, Pharmaceuticals, PVC products, Rubber, Plastic, Polymer, Cable, Leather, Paper and Paints.

**Significant Accounting Policies Forming Part of Financial Statements for the year ended 31 March 2020-:****Basis of Preparation of Financial Statements**

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

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

**Current versus Non Current Classification**

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of transaction, the Company has ascertained its operating cycle as 12 months for the purpose of current / non-current classification of assets and liabilities.

**Use of Estimates**

The preparation of the financial statements in conformity with Indian AS requires the Management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities as at the date of the financial statements and the reported amounts of revenues and expenses during the year. The Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Future results could differ from those estimates and the difference between the actual results and the estimates are recognized in the periods in which the results are known/materialize.

**Property, plant and equipment****1) Tangible**

Fixed Assets are carried on at cost of acquisition less accumulated depreciation and impairment loss, if any. Cost comprise purchase price, all direct expenses relating to the acquisition and installation and any attributable cost of bringing the asset to its working condition for the intended use. Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation has been provided on straight line method as per the useful life prescribed in Schedule II to the Companies Act, 2013. Assets costing less than Rs. 5,000/- each are fully depreciated in the year of capitalization.

**2) Intangible**

Intangible Assets are stated at cost of acquisition less accumulated amortization. Intangible Assets are amortized over a period of 5 years on straight line basis.

**Impairment of Assets**

The Company reviews the carrying value of the tangible and intangible assets for any possible impairment at each balance sheet date. An impairment loss is recognized when carrying amount of an asset exceeds its recoverable amount. In assessing the recoverable amount, the estimated future cash flows are discounted to their present value based on appropriate discount rate.

**Foreign Currency Transactions****Functional and presentation currency**

The functional currency of the company is the Indian rupee. These financial statements are presented in Indian rupees.

- a. Transactions in foreign currency are recorded at the exchange rates prevailing on the date of transaction
- b. Monetary assets and liabilities denominated in foreign currencies at the year-end are translated in the functional currency at the year-end exchange rates.
- c. The exchange difference on conversion are credited or charged to the Statement of Profit and Loss.
- d. Transaction gains or losses realized upon settlement of foreign currency transactions are included in determining net profit for the year in which the transaction is settled. Revenue, expense and cash flow items denominated in foreign currencies are translated into the relevant functional currencies using the exchange rate in effect on the date of the transaction.

**Investments**

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

Current investments are carried in financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.

#### **Inventories**

Inventories are valued at cost (FIFO) or net realizable value whichever is less. Cost comprises all cost of purchase, cost of conversion, and cost incurred to bring inventories to present location and condition. Finished goods valuation include appropriate proportion of overheads and, where applicable, excise duty.

#### **Revenue Recognition:**

##### **a. Sales of Goods**

The Company is engaged in the manufacturing Calcium Carbonate. It is used as input material in various industrial sectors including Tooth Paste, Pharmaceuticals, PVC products, Rubber, Plastic, Polymer, Cable, Leather, Paper and Paints.

Effective April 1, 2018, the Company adopted Ind AS 115.

Revenue is recognized upon transfer of control of promised products to customers in an amount that reflects the consideration we expect to receive in exchange for those products.

##### **b. Other Income**

Other income is accounted on accrual basis and recognized when no significant uncertainty as to its determination or realization exists.

#### **Employee Benefits**

The Company's contribution to Provident fund is charged to the Statement of Profit and Loss. The Gratuity and Leave Encashment liability, which are defined benefit plans, are provided on the basis of actuarial valuation as on balance sheet date and same are unfunded.

The Company recognizes the net obligation of a defined benefit plan in its balance sheet as an asset or liability. Gains and losses through re-measurements of the net defined benefit liability/(asset) are recognized in other comprehensive income. The actual return of the portfolio of plan assets, in excess of the yields computed by applying the discount rate used to measure the defined benefit obligation is recognized in Other Comprehensive Income. The effects of any plan amendments are recognized in the Statement of Profit and Loss.

#### **Borrowing Cost**

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. The fair valuation of Borrowings is determine using the effective interest rate (net Cash inflow and outflow). Ind AS 109 requires transaction costs incurred towards origination of borrowings to be deducted from the carrying amount of borrowings on initial recognition. These costs are recognised in the profit or loss over the tenure of the borrowing as part of the interest expense by applying the effective interest rate method. Under previous GAAP, these transaction costs were charged to profit or loss as and when incurred.

#### **Leases**

##### **a. Policy applicable before 01 April 2019**

Finance Lease - Agreements are classified as finance leases, if substantially all the risks and rewards incidental to ownership of the leased asset is transferred to the lessee.

Operating Lease - Agreements which are not classified as finance leases are considered as operating lease.

Operating lease payments/income are recognised as an expense/income in the standalone statement of profit and loss on a straight line basis over the lease term unless there is another systematic basis which is more representative

##### **b. Policy applicable after 01 April 2019**

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

- the contract involves the use of an identified asset – this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capability of a physical distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;
- the Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and

- the Company has the right to direct the use of the asset. The Company has this right when it has the decision making rights that are most relevant to changing how and for what purpose the asset is used.

#### As a Lessee

##### Right of use Asset

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. At the commencement date, a lessee shall measure the right-of-use asset at cost which comprises initial measurement of the lease liability, any lease payments made at or before the commencement date, less any lease incentives received, any initial direct costs incurred by the lessee; and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease.

##### Lease Liability

At the commencement date, a lessee shall measure the lease liability at the present value of the lease payments that are not paid at that date. The lease payments shall be discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the lessee shall use the lessee's incremental borrowing rate.

##### Cash and cash equivalents

Cash and cash equivalents comprise cash in hand, demand deposits with banks/corporations and short term highly liquid investments (original maturity less than 3 months) that are readily convertible into known amount of cash and are subject to an insignificant risk of change in value.

'Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

##### Earnings Per Share

The Company reports basic earnings per share in accordance with the Ind AS 33 'Earnings per share'. Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.

##### Provision for Taxation

Provision for Income Tax is made for both current and deferred taxes.

Current tax is provided on the basis of the taxable income in accordance with and at the applicable tax rates and tax laws.

Deferred tax assets and liabilities arising on account of timing differences and which are capable of reversal in subsequent periods are recognized using the tax rates, and tax laws that have been enacted or substantively enacted, subject to prudence. Deferred tax assets on unabsorbed depreciation and carry forward of losses are not recognized unless there is a reasonable certainty that there will be sufficient future taxable income available to realize such assets. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year 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. Deferred tax relating to items recognized outside statement of profit and loss is recognized outside statement of profit and loss (either in OCI or in equity).

##### Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognized for liabilities that can be measured only by using substantial degree of estimation, if:

- The Company has a present obligation as a result of past events.
- A probable outflow of resources is expected to settle the obligation.
- The amount of the obligation is best estimate required to settle the obligation at the Balance Sheet date.
- These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimate.

Reimbursement expected in respect of the expenditure required to settle a provision is recognized only when it is virtually certain that reimbursement will be received

Contingent Liability is disclosed in the case of

- A present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation,



- b. A present obligation when no reliable estimate is possible, and
- c. A possible obligation arising from past events where the probability of outflow of resources is not remote.

Contingent Assets are neither recognized, nor disclosed. Provision, Contingent Liabilities and Contingent Assets are reviewed at each Balance Sheet date.

#### Financial Instruments

##### 1) Initial recognition & Measurement

The Company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss are added to the fair value on initial recognition. Regular purchase and sale of financial assets are accounted for at trade date.

##### 2) Subsequent measurement

###### i. Financial instruments carried at amortized cost

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

###### ii. Financial assets at fair value through other comprehensive income

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

###### iii. Financial assets at fair value through profit or loss

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

All investments equity instruments (mutual funds in scope of Ind AS 109 are measured at fair value through Profit and Loss (FVTPL).

###### iv. Financial liabilities

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination which is subsequently measured at fair value through profit and loss. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

#### Changes in significant accounting policy

The Company has applied Ind AS 115 "Revenue from contracts with customer" using the modified retrospective approach with the cumulative impact to the retained earnings as on 1 April 2018 and accordingly recognised revenue in accordance with Ind AS 115 as disclosed in Note no 45 to the standalone financial statements.

The Company has applied IND AS 116 Leases using the modified retrospective approach (for all leases other than short-term leases and leases of low-value assets) i.e. by recognising the cumulative effect of initially applying IND AS 116 as an adjustment to the opening balance of equity as at 01 April 2019. Due to the transition method chosen by the Company in applying this standard, comparative information throughout these standalone financial statements has not been restated and continues to be reported under IND AS 17.

IND AS 116 introduces a single, on-balance sheet lease accounting model for lessees. A lessee recognises a right of use ("ROU") asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. The nature of expenses related to those leases will change as IND AS 116 replaces the operating lease expense (i.e. rent) with depreciation charge for ROU assets and interest expense on lease liabilities.

<b>Note 3</b>								
(Currency : Indian Rupees in Lakhs)								
Particulars	Freehold Land	Building	Plant & Machinery	Furniture & Fixture	Vehicle	Office Equipment	Electrical Equipments	Total
<b>Gross Block:</b>								
Balance as at 1 April 2018	0.08	201.45	911.80	25.38	74.23	10.17	20.40	1,243.51
Additions	-	0.40	39.18	0.30	23.24	6.19	3.33	72.64
Disposals	-	-	-	-	-	-	-	-
Balance as at 31 March 2019	0.08	201.85	950.98	25.68	97.47	16.36	23.73	1,316.15
Additions	-	-	-	14.15	-	1.32	-	15.47
Disposals	-	-	(2.44)	-	-	-	-	(2.44)
<b>Balance as at 31 March 2020</b>	<b>0.08</b>	<b>201.85</b>	<b>948.54</b>	<b>39.83</b>	<b>97.47</b>	<b>17.68</b>	<b>23.73</b>	<b>1,329.18</b>
<b>Accumulated depreciation</b>								
Balance as at 1 April 2018	-	20.39	265.86	9.41	12.14	2.75	7.82	318.37
Depreciation for the year	-	10.21	73.20	4.76	9.69	2.34	1.73	101.93
Disposals	-	-	-	-	-	-	-	-
Balance as at 31 March 2019	-	30.60	339.06	14.17	21.83	5.09	9.55	420.30
Depreciation for the year	-	10.22	74.25	4.20	11.26	3.43	1.84	105.20
Disposals	-	-	(1.57)	-	-	-	-	(1.57)
	-	<b>40.82</b>	<b>411.74</b>	<b>18.37</b>	<b>33.09</b>	<b>8.52</b>	<b>11.39</b>	<b>523.93</b>
<b>Net Block:</b>								
<b>At 31 March 2019</b>	<b>0.08</b>	<b>171.25</b>	<b>611.92</b>	<b>11.51</b>	<b>75.64</b>	<b>11.27</b>	<b>14.18</b>	<b>895.85</b>
<b>At 31 March 2020</b>	<b>0.08</b>	<b>161.03</b>	<b>536.80</b>	<b>21.46</b>	<b>64.38</b>	<b>9.16</b>	<b>12.34</b>	<b>805.25</b>

<b>Note 4</b>		
(Currency : Indian Rupees in Lakhs)		
Particulars	Capital Work-in- Progress	Total
<b>Gross Block</b>		
<b>Balance as at 1 April 2018</b>		
Additions	<b>4.59</b>	4.59
Capitalized during the year	-	-
Balance as at 31 March 2019	<b>4.59</b>	4.59
Additions	<b>6.00</b>	6.00
Capitalized during the year	-	-
<b>Balance as at 31 March 2020</b>	<b>10.59</b>	<b>10.59</b>
Note:- Capital WIP of Rs 6 Lakhs pertaining to installation, electrical work and Contractor charges for shifting of machinery from Paonta to Kalaamb		

## Note 5

(Currency : Indian Rupees in Lakhs)

Particulars	Website Domain	Total
<b>Gross Block:</b>		
Balance as at 1 April 2018	0.27	0.27
Additions	-	-
Disposals	-	-
<b>Balance as at 31 March 2019</b>	<b>0.27</b>	<b>0.27</b>
Additions	-	-
Disposals	-	-
<b>Balance as at 31 March 2020</b>	<b>0.27</b>	<b>0.27</b>
<b>Amortisation and Impairment</b>		
Balance as at 1 April 2018	0.22	0.22
Amortisation for the year	-	-
Disposals	-	-
<b>Balance as at 31 March 2019</b>	<b>0.22</b>	<b>0.22</b>
Amortisation for the year	-	-
Disposals	-	-
	<b>0.22</b>	<b>0.22</b>
<b>Net Block:</b>		
<b>At 31 March 2019</b>	<b>0.05</b>	<b>0.05</b>
<b>At 31 March 2020</b>	<b>0.05</b>	<b>0.05</b>

## Note 6: Right to Use

Particulars	Right of use	Total
<b>Gross carrying amount:</b>		
<b>Carrying amount as at 1 April 2018</b>	-	-
Additions	-	-
Disposals	-	-
Balance as at 31 March 2019	-	-
Additions	60.69	60.69
Disposals	-	-
<b>Balance as at 31 March 2020</b>	<b>60.69</b>	<b>60.69</b>
Accumulated depreciation:		
Balance as at 1 April 2018	-	-
<b>Depreciation for the year</b>	-	-
Balance as at 31 March 2019	-	-
Depreciation for the year	7.28	7.28
<b>Balance as at 31 March 2020</b>	<b>7.28</b>	<b>7.28</b>
<b>Carrying amounts (net):</b>		
<b>At 31 March 2019</b>	-	-
<b>At 31 March 2020</b>	<b>53.41</b>	<b>53.41</b>

**Note 7: Investment  
Non-Current**

(Currency : Indian Rupees in Lakhs)

Particulars	31 March 2020	31 March 2019
<b>Other Investments</b>		
<b>Investment in equity instruments</b>		
<b>Quoted</b>		
<b>In Other Entities</b>		
<b>Fully Paidup</b>		
60 (P.Y. 60) Equity Shares of `10/- each of Reliance Industries Ltd.	0.91	0.82
6,300 (P.Y. 6,300) Equity Shares of `10/- each of Lloyd Finance Ltd.	2.60	2.60
1,200 (P.Y. 1,200) Equity Shares of `10/- each of Development Credit Bank Ltd.	1.14	2.46
8,39,700 (P.Y. 8,39,700) Equity shares of `10/- each of Regent Chemicals Ltd.	82.80	82.80
5,000 (P.Y. 5,000) Equity Shares of `10/- each of Goldcrest Corporation Ltd.	0.50	0.50
<b>Unquoted</b>		
<b>Fully Paidup</b>		
<b>In Associates</b>		
3,14,750 (P.Y. 3,14,750) Equity Shares of `10/- each Silvo Liacal Chemicals Ltd.	30.06	30.06
<b>In Other Entities</b>		
250 (P.Y. 250) Equity Shares of of `30/- each Bombay Mercantile Co-op Bank Ltd.	0.08	0.08
25,000 Equity Shares of of `25/- each of Kokan Mercantile Co-op Bank Ltd.	7.76	7.76
<b>Total</b>	<b>125.85</b>	<b>127.08</b>
Less: Provision for diminution in value of investments	(115.90)	(115.90)
<b>Net</b>	<b>9.95</b>	<b>11.18</b>

**Note 8 : Loans**
*(Unsecured, considered good)*

Particulars	31 March 2020	31 March 2019
To parties other than related parties		
Security deposits	0.49	-
Loans to Others	-	4.32
<b>Total Loans</b>	<b>0.49</b>	<b>4.32</b>

**Note 9 : Others**

Particulars	31 March 2020	31 March 2019
Fixed Deposit Accounts (with more than 12 months original maturity)*	0.16	-
	0.16	-

\*Note :- Earmarked FD with Sales tax authorities.

**Note 10 : Other non-current assets**
*(Unsecured, considered good)*

Particulars	31 March 2020	31 March 2019
Prepayments - Leasehold Land	10.98	11.83
Capital Advances	1.46	46.48
<b>Total other non-current assets</b>	<b>12.44</b>	<b>58.31</b>

**Note 11 : Inventories**
*(valued at cost or net realisable value, whichever is lower)*

Particulars	31 March 2020	31 March 2019
Raw Materials	85.57	202.70
Finished Goods	122.06	97.07
Stock in trade	2.43	2.30
Stores and Spares	156.07	162.44
Packing Materials	7.47	7.10
<b>Total Inventories</b>	<b>373.60</b>	<b>471.61</b>

**Note 12 : Trade receivables***(Unsecured, considered good)*

(Currency : Indian Rupees in Lakhs)

Particulars	31 March 2020	31 March 2019
To parties other than related parties		
Trade Receivables considered good - Secured	-	-
Trade Receivables considered good - Unsecured	865.88	755.76
Trade Receivables which have significant increase in credit risk	92.78	94.14
Trade Receivables - credit impaired	-	-
	958.66	849.90
Less : Provision for expected credit loss	(92.78)	(94.14)
<b>Total Trade receivables</b>	<b>865.88</b>	<b>755.76</b>

**Note 13 : Cash and cash equivalents**

Particulars	31 March 2020	31 March 2019
Balances with Banks:		
- in current accounts	18.55	13.87
- In deposit accounts (Margin Money against LG/BG)	0.10	74.01
Cash on hand	26.80	11.07
<b>Total Cash and cash equivalents</b>	<b>45.45</b>	<b>98.95</b>

**Note 14 : Bank balances other than cash and cash equivalents**

Particulars	31 March 2020	31 March 2019
Fixed Deposit Accounts (with more than 3 month and less than 12 months original maturity)*	16.94	-
<b>Total Bank Balances other than cash and cash equivalents</b>	<b>16.94</b>	<b>-</b>

\*Note :- The aforesaid FD are security against temporary OD.

**Note 15 : Loans***(Unsecured, considered good, unless otherwise stated)*

Particulars	31 March 2020	31 March 2019
Loan receivables to related parties	2.00	-
To parties other than related parties		
Security Deposits	65.26	54.95
Loan and advances given to employees	15.47	6.77
Loan and advances given to Others	-	19.04
Interest Accrued	-	0.58
	82.73	81.34

**Note 16 : Other financial assets***(Unsecured, considered good, unless otherwise stated)*

Particulars	31 March 2020	31 March 2019
<b>To parties other than related parties</b>		
Insurance claims receivable	7.59	-
<b>Total Others financial assets</b>	<b>7.59</b>	<b>-</b>

**Note 17 : Other current assets**  
(Unsecured, considered good)

(Currency : Indian Rupees in Lakhs)

Particulars	31 March 2020	31 March 2019
<b>To related parties</b>		
To parties other than related parties		
Prepayments - Leasehold Land	0.21	-
Prepayments	7.51	6.01
Balances with Govt Authorities (includes amount paid under protest)	34.20	-
Advances to Staff For Imprest	5.02	-
Advances for Capital goods	43.05	-
Advance to suppliers	32.60	-
<b>Total Other current assets</b>	<b>122.59</b>	<b>6.01</b>

**Note 18 : Equity share capital**

Particulars	31 March 2020	31 March 2019
<b>Authorised share capital</b>	<b>750.00</b>	<b>750.00</b>
75 lakhs (31 March 2019: 75 lakhs) equity shares of Rs 10 each	750.00	750.00
Issued, subscribed and fully paid up		
65,04,728 (31 March 2019: 65,04,728) equity shares of Rs 10 each, fully paid up	650.47	650.47
	650.47	650.47

**a) Reconciliation of shares outstanding at the beginning and at the end of the year**

Particulars	31 March 2020		31 March 2019	
	No. of Shares	Rs in lakhs	No. of Shares	Rs in lakhs
<b>Equity Shares</b>				
At the beginning of the period	6,504,728	650.47	4,890,276	488.32
Issued during the period	-	-	1,625,000	162.50
Less :- Shares Cancelled	-	-	(10,548)	(0.35)
Outstanding at the end of the period	6,504,728	650.47	6,504,728	650.47

**b) Terms / rights attached to equity shares**

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

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

**c) Details of Shareholders holding more than 5% shares in the company:**

Particulars	31 March 2020		31 March 2019	
	No. In Lakhs	% holding	No. In Lakhs	% holding
<b>Promoters Group</b>				
Ahmed Hussein Dawoodani	6.64	10.21	6.64	10.21
Rahim Ahmed Dawoodani	6.91	10.62	6.91	10.62
Shahnaz Ahmed Dawoodani	3.65	5.62	3.65	5.62
<b>Public</b>				
Devanshi Parimal Merchant	8.00	12.3	8.00	12.3
Leman Diversified Fund	4.80	7.38	4.80	7.38
Ashraf Aziz Makani	4.00	6.15	4.00	6.15
Dilshad Ayaz Thanawala	4.00	6.15	4.00	6.15
Parimal Rameshchandra Merchant	4.00	6.15	4.00	6.15

## Note 18.1 : Other equity

(Currency : Indian Rupees in Lakhs)

Particulars	31 March 2020	31 March 2019
<b>Capital Reserve</b>		
Opening balance	0.22	0.22
Add: Addition during the year	0.36	-
Closing balance (refer sub-note 1)	0.58	0.22
Capital Reserve is created out of profit due to forfeiture of shares.		
<b>Securities premium</b>		
Opening balance	789.56	545.81
Add: Addition during the year	-	243.75
Closing balance	789.56	789.56
Premium received on equity shares issued are recognised in the Securities premium account		
<b>General reserve</b>		
Opening balance	1,421.18	1,421.62
Add: Addition during the year	-	(0.44)
Closing balance	1,421.18	1,421.18
The general reserve is used from time to time to transfer profits from retained earnings for appropriation purposes.		
<b>Share Issue Expenses</b>		
Opening balance	(8.81)	(2.44)
Add: Changes during the year	-	(6.37)
Closing balance	(8.81)	(8.81)
<b>State Subsidy Reserve</b>		
Opening balance	44.86	44.86
Add: Addition during the year	-	-
Closing balance	44.86	44.86
State Subsidy Reserve is created out of subsidy received from government for state level capital and capital subsidy on project cost.		
<b>Money received against Share Warrants</b>		
Opening balance	-	101.56
Less:- New shares issued during the year	-	(101.56)
Closing balance	-	-
<b>Retained earnings</b>		
Opening balance	(3,930.34)	(4,221.36)
Add: profit for the year	(31.75)	262.21
Other Comprehensive income	0.95	28.81
Closing balance	(3,961.14)	(3,930.34)
It represents the profit or loss in the statement of profit and loss.		
<b>Total</b>	<b>(1,713.77)</b>	<b>(1,683.33)</b>

**Note 19 : Borrowings**

(Currency : Indian Rupees in Lakhs)

Particulars	31 March 2020	31 March 2019
<b>Hire Purchase Loans (Secured)*</b>	<b>27.61</b>	-
Less: current maturities of long term debt (refer note 26 )	<b>11.37</b>	
	<b>16.24</b>	-
Deferred payment Liabilities- Unsecured (SICOM)	-	255.90
<b>Total Borrowings</b>	<b>16.24</b>	<b>255.90</b>

**\*Hire Purchase Loans includes :**

- Rs 21.43 lakhs (31 March 2019: Rs 25.79 lakhs) in respect of one vehicle which is secured by hypothecation of vehicle financed with Toyota Financial Services India Ltd. The loan carries interest @ 9.09% p.a. The loan is repayable in 60 equal instalments starting from 20 Nov 2018.
- Rs 5.81 lakhs (31 March 2019: Rs 12.67 lakhs) in respect of Two vehicles which are secured by hypothecation of vehicles financed with Mahindra & Mahindra Finance. The loan carries interest @ 11.25% p.a. The loan is repayable in 48 equal instalments starting from 25 Sept .2016.
- Rs 0.18 lakhs (31 March 2019: Rs 1.26 lakhs) in respect of One vehicle which is secured by hypothecation of vehicle financed with Mahindra & Mahindra Finance. The loan carries interest @ 14.30% p.a. The loan is repayable in 36 equal instalments starting from 10 June 2017.
- Rs 0.19 lakhs (31 March 2019: Rs 2.29 lakhs) in respect of One vehicle which is secured by hypothecation of vehicle financed with Mahindra & Mahindra Finance. The loan carries interest @ 15.68% p.a. The loan is repayable in 36 equal instalments starting from 10 May 2017.

**Note 20 : Other financial liabilities**

Particulars	31 March 2020	31 March 2019
Lease Liability Non Current Borrowings (refer note 51)	<b>56.55</b>	-
Less: Current maturity of Lease Liability (refer note 25)	<b>8.63</b>	-
<b>Total</b>	<b>47.92</b>	-
Trade Security Deposit received	-	20.58
Capital Creditors	<b>2.30</b>	-
<b>Total Other financial liabilities</b>	<b>50.22</b>	<b>20.58</b>

**Note 21 : Provisions**

Particulars	31 March 2020	31 March 2019
Provision for Gratuity (refer note no 40)	<b>36.45</b>	39.41
Provision for VRS (refer note (a) below)	-	7.17
	<b>36.45</b>	<b>46.58</b>
<b>(a) Provision for VRS</b>		
Particulars		
Opening Balance	<b>7.17</b>	0.30
Additions during the year		6.87
Utilisation during the year	7.17	-
<b>Closing Balance</b>	-	<b>7.17</b>

**Note 22 : Deferred Tax Liabilities (Net)**

Particulars	31 March 2020	31 March 2019
The Balances comprises temporary differences attributable to		
Deferred Tax Liabilities :		
Difference between carrying value of Property Plant and Equipment and Written down value as per Income tax	-	116.39
<b>TOTAL</b>	-	<b>116.39</b>

"Company has the accumulated losses and unabsorbed depreciation as on 31-3-2020. In the absence of reasonable certainty about future profit earning, no provision for deferred tax asset is made in the books as per Ind AS 12- 'Taxes on Income'. Management foresee no tax impact in future hence decided to reverse deferred tax liability of Rs 116.39 lakhs."



**Note 23 : Borrowings***(Unsecured, otherwise as stated)*

(Currency : Indian Rupees in Lakhs)

Particulars	31 March 2020	31 March 2019
<b>Deposits (ICD)</b>	<b>27.50</b>	27.50
Cash Credit From Kokan Mecantile Bank* - Secured	<b>376.24</b>	360.20
Current maturities of long-term debt	-	39.42
Loans taken from Related Parties**	<b>901.19</b>	867.57
<b>Total Borrowings</b>	<b>1,304.93</b>	<b>1,294.69</b>

\* Cash Credit from Kokan Mercantile Co Op Bank Ltd Secured by Hypothication of Stock/ Plant & Machinery & Mortgage of Factory Land & Bldg @ Roha, Dist: Raigad and Personal Guarantee of Directors.

\*\*Details of Loans taken from Related Parties

Rs. 901.19 (31 March 2019: Rs. 867.57) loan taken from Related Parties and is repayable on demand and no interest has been provided and paid during the year.

**Note 24 : Trade payables**

Particulars	31 March 2020	31 March 2019
<b>- Total outstanding dues of micro enterprises and small enterprises (refer note below)</b>	<b>14.34</b>	14.34
- Total outstanding dues of creditors other than micro enterprises and small enterprises.	<b>1,267.65</b>	1,212.78
<b>Total Trade payables</b>	<b>1,281.99</b>	<b>1,227.12</b>

**Note:**

Micro and small enterprises under the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006 have been determined based on the information available with the Company and the required disclosures are given below:

Particulars	31 March 2020	31 March 2019
Principal amount remaining unpaid to any supplier as at the end of each accounting year;	14.34	14.34
Interest due thereon to any supplier as at the end of each accounting year;	-	-
The amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006);	-	-
The amount of interest accrued and remaining unpaid at the end of accounting year; and	-	-
The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23.	18.85	15.85

**Note 25 : Other financial liabilities**

Particulars	31 March 2020	31 March 2019
Current maturities of long-term debt (refer note 19)	11.37	32.93
Current maturity of Lease Liability (refer note 20)	8.63	-
Interest accrued and due on Others	3.39	1.07
Trade/Security deposits received	0.46	-
Unclaimed Deposits	-	0.05
Payable to Employees	71.19	-
Other Expenses Payable	-	8.87
<b>Total Other financial liabilities</b>	<b>95.04</b>	<b>42.92</b>

**Note 26 : Other current liabilities**

(Currency : Indian Rupees in Lakhs)

Particulars	31 March 2020	31 March 2019
<b>Advance from customers</b>	<b>4.67</b>	-
Advance against property (refer note 50)	<b>303.03</b>	-
Statutory dues payable	<b>345.19</b>	403.86
<b>Total Other current liabilities</b>	<b>652.89</b>	<b>403.86</b>

**Note 27 : Provisions**

Particulars	31 March 2020	31 March 2019
<b>Provision for employee benefits</b>		
Provision for Bonus (refer note (a) below)	<b>0.98</b>	3.05
Provision for compensated absences (refer note 40)	<b>22.46</b>	29.96
Provision for gratuity (refer note 40)	<b>4.41</b>	2.97
Provision for Exgratia/Incentive (refer note (b) below)	<b>0.24</b>	2.99
<b>Total Provisions</b>	<b>28.09</b>	<b>38.97</b>
<b>(a) Provision for Bonus</b>		
Particulars		
Opening Balance	<b>3.05</b>	5.43
Additions during the year	<b>0.98</b>	3.05
Utilisation during the year	<b>3.05</b>	5.43
<b>Closing Balance</b>	<b>0.98</b>	<b>3.05</b>
<b>(b) Provision for Exgratia</b>		
Particulars		
Opening Balance	<b>2.99</b>	1.78
Additions during the year	<b>0.24</b>	4.74
Utilisation during the year	<b>2.99</b>	3.53
<b>Closing Balance</b>	<b>0.24</b>	<b>2.99</b>

**Note 28 : Revenue from operations**

Particulars	31 March 2020	31 March 2019
<b>Sale of Products</b>		
Manufactured Goods (Calcium Carbonate)		
- Domestic Sales	<b>2,486.13</b>	4,311.49
- Traded Goods	<b>610.43</b>	-
- Export Goods	<b>19.84</b>	32.55
<b>Other operating revenue</b>	<b>3.14</b>	<b>0.03</b>
<b>Total Revenue from operations</b>	<b>3,119.54</b>	<b>4,344.07</b>

**Note 29 : Other income**

Particulars	31 March 2020	31 March 2019
<b>Interest income</b>		
- Fixed deposit and Government deposit	<b>4.81</b>	10.87
Proceeds from Scrap and Stores	-	0.29
Dividend Income	-	0.20
Discount received	-	0.03
Sundry balance written back	<b>37.69</b>	64.41
Change in Fair Value of Investments through Profit and loss	-	0.81
Change in Fair Value of deposit through Profit and loss	<b>0.30</b>	0.01
Production Facilities Charges	<b>20.70</b>	-
Profit on Sale of Property, Plant & Equipment	<b>1.14</b>	-
Rental Charges	<b>3.73</b>	-
Exchange Rate Difference (net)	<b>0.06</b>	1.58
Miscellaneous Income	<b>0.02</b>	5.37
<b>Total Other income</b>	<b>68.45</b>	<b>83.57</b>

**Note 30 : Cost of Material Consumed**

(Currency : Indian Rupees in Lakhs)

Particulars	31 March 2020	31 March 2019
Opening Stock	202.70	187.96
Add: Purchases	1,247.44	2,286.26
Less: Closing Stock	85.57	202.70
<b>Cost of Materials Consumed</b>	<b>1,364.57</b>	<b>2,271.52</b>

**Note 31 : Purchase of Stock in Trade**

Particulars	31 March 2020	31 March 2019
Purchase of Stock in Trade	362.41	165.56
<b>TOTAL</b>	<b>362.41</b>	<b>165.56</b>

**Note 32 : Change in inventory**

Particulars	31 March 2020	31 March 2019
<b>Inventories at the end of the year:</b>		
Finished Goods	122.06	97.07
Stock-in-trade	2.43	2.30
	124.49	99.37
<b>Inventories at the beginning of the year</b>		
Finished Goods	97.07	110.90
Stock-in-trade	2.30	-
	99.37	110.90
<b>TOTAL</b>	<b>(25.12)</b>	<b>11.53</b>

**Note 33 : Employee benefits expense**

Particulars	31 March 2020	31 March 2019
<b>Salaries, wages and bonus</b>	<b>217.42</b>	<b>220.37</b>
Contribution to provident fund and other funds	11.69	9.02
Expenses related to post-employment defined benefit plans (refer note 40)	7.72	10.36
Expenses related to compensated absences (refer note 40)	10.97	18.45
<b>Staff welfare expenses</b>	<b>6.27</b>	<b>10.03</b>
<b>Total Employee benefits expense</b>	<b>254.07</b>	<b>268.23</b>

**Note 34 : Finance costs**

Particulars	31 March 2020	31 March 2019
Interest expense		
- on Term Loan and Cash Credit Facility	58.25	59.60
- on Lease Liability	5.56	-
- on late payments of statutory dues (refer note 52)	79.19	6.50
Processing fees	0.26	-
<b>Total Finance cost</b>	<b>143.26</b>	<b>66.10</b>

**Note 35 : Depreciation expense**

Particulars	31 March 2020	31 March 2019
Depreciation on Property, Plant & Equipment	112.46	101.93
Amortisation of Leasehold Land	-	0.21
<b>Total Depreciation expense</b>	<b>112.46</b>	<b>102.14</b>

**Note 36 : Other expenses**

(Currency : Indian Rupees in Lakhs)

Particulars	31 March 2020	31 March 2019
Advertisement and sales promotion expenses	2.35	1.39
Consumption of Stores and Spare Parts	36.36	27.72
Consumption of Packing Materials	127.38	224.12
Power and Fuel	166.16	351.02
Water	3.63	5.52
Amortisation of Leasehold Land	0.21	-
Labour Charges	210.65	102.86
Loading & Unloading Exp.	21.69	31.07
Rent	8.80	12.46
Repairs to building	0.63	-
Repairs to machinery	29.36	6.31
Repairs and Maintenance - Others	27.84	101.15
Insurance expenses	6.83	1.85
Rates and taxes	115.03	11.91
Export/Import expenses	2.21	6.25
Communication expenses	7.27	11.71
Travelling and conveyance	31.59	42.79
Printing and stationery	4.63	4.72
Freight and Forwarding	118.55	126.72
Factory Expenses & Office Expenses	30.39	38.66
Fees & Subscription A/c	4.39	4.36
Brokerage and commission	11.02	13.16
Business Promotion	2.41	3.76
Bank Charges & Commission	3.15	6.71
Donations and Contributions	0.14	20.71
Legal and professional fees	60.75	60.95
Net (gain) / loss on Foreign Currency Transactions and translation	-	3.42
Payment to auditors (refer note 36(a) below)	3.85	3.85
Change in Fair Value of Deposits through Amortised cost	-	0.43
Bad Trade and Other Receivables, Loans and Advances Written Off	3.16	-
Penalty	13.67	13.69
Security charges	14.49	19.02
Loss due to flood	15.76	-
Change in Fair Value of Investments through Profit and loss	0.56	-
Corporate Social Responsibility	27.63	-
Miscellaneous expenses	11.94	27.08
<b>Total Other expenses</b>	<b>1,124.48</b>	<b>1,285.37</b>
<b>Note 36(a) : Payment to auditors</b>		
Statutory audit fees	3.35	3.35
Tax audit and others	0.50	0.50
Others	-	-
	<b>3.85</b>	<b>3.85</b>

**Note 37 : Earnings per equity share**

"A reconciliation of profit for the year and equity shares used in the computation of basic and diluted earnings per equity share is set out below:

Basic: Basic earnings per share is calculated by dividing the profit attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the year, excluding equity shares purchased by the Company and held as treasury shares.

Diluted: Diluted earnings per share is calculated by adjusting the weighted average number of equity shares outstanding during the year for assumed conversion of all dilutive potential equity shares. Employee share options are dilutive potential equity shares for the Company.”

**Basic and diluted EPS**

(Currency : Indian Rupees in Lakhs)

Particulars	31 March 2020	31 March 2019
Weighted average number of equity shares of Rs. 10 each (in Nos)		
Number of shares at the beginning and end of the year	6,504,728	4,890,276
Weighted average number of shares outstanding during the year	6,504,728	6,030,002
Weighted average number of potential equity shares outstanding during the year	-	-
Total number of potential equity share for calculating diluted earning per share	-	-
Net profit after tax available for equity shareholders (Rs. In lakhs)	(31.75)	262.21
Basic Earning per share (in Rs.)	(0.49)	4.35
Diluted Earning per share (in Rs.)	(0.49)	4.35

**Note 38 : Contingent liabilities and commitments:****Contingent liabilities****A. Claims against the company not acknowledged as debts :**

Particulars	31 March 2020	31 March 2019
Disputed Income Tax Demand	92.73	117.89
Disputed Sales Tax Demand (refer note no b)	-	577.15
Disputed Employees P.F.	151.84	151.84
Interest Under MSMED Act (refer note no c)	-	15.85
<b>Total</b>	<b>244.57</b>	<b>862.73</b>
<b>Capital Goods</b>	<b>43.05</b>	<b>-</b>

**B. Claims against the company not acknowledged as debts :**

Particulars	31 March 2020	31 March 2019
Capital Goods	43.05	-

- a No provision is presently considered necessary for above mentioned various tax demands which are under various stages of appeal as the Company is of the view that the said demands are not sustainable in law.
- b The Company had received the demand notices for A.Y. 2006-07 from the Income Tax authorities for Income tax and fringe benefit tax inclusive of interest for Rs. 52.73 lakhs and Rs. 4.54 Lakhs respectively. Company had Rs. 4.57 Lakhs net provisions standing in the books against the Mat Liability for AY 2006-07. Company has filed rectification application to Income Tax Department for non allowance of carry forward losses as it was allowed to the Company vide ITAT order dated 21.11.08 i.r.o. AY 2002-03. Considering the above, the Management is of the opinion that no further provision need to be made in these respect.
- c The Company has identified the information as required under the Micro, Small and Medium Enterprise Development Act, 2006 of only one party. Since the amount payable to such party is under dispute, the management has decided not to provide for interest amounting to Rs.3.00 lakh for the year and also liability of Rs. 18.85 lakhs has not been accounted for.

**Note 39 : The overdue statutory dues are as follows :**

Particulars	31 March 2020	31 March 2019
The overdue statutory dues are as follows		
Staff Profession Tax	2.64	2.06
Provident Fund	23.20	24.70
Employees State Insurance Scheme	13.04	15.61
Sales Tax Payable	274.10	336.39
Income Tax/TDS	1.37	11.79
Excise/Service Tax	5.04	9.59
Goods & Service Tax	1.82	18.47
<b>Total</b>	<b>321.21</b>	<b>418.61</b>
The overdue Other than statutory dues are as follows		
Gram Panchayat Tax	1.30	2.39
Property Tax	-	1.56
<b>TOTAL</b>	<b>1.30</b>	<b>3.95</b>

**Notes to the financial statements (Continued)**  
**as at 31 March 2020**

**Note 40 : Disclosure relating to employee benefits as per Ind AS 19 ‘Employee Benefits’**

**I) Defined benefit obligations and short-term compensated absences**

**A Defined benefit plan**

The gratuity plan is governed by the Payment of Gratuity Act, 1972 under which an employee who has completed five years of service is entitled to specific benefits. The level of benefits provided depends on the member's length of service and salary at retirement age.

The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

Particulars		Unfunded Plan	
		Gratuity	
		31 March 2020	31 March 2019
<b>a)</b>	<b>Expenses recognised in the Statement of Profit and Loss</b>	-	
	Current Service Cost	4.78	6.29
	Past Service Cost	-	-
	Interest Cost	2.94	4.07
	<b>Components of defined benefit costs recognized in profit or loss</b>	<b>7.72</b>	<b>10.36</b>
<b>b)</b>	<b>Included in Other Comprehensive Income</b>		
	Actuarial changes arising from changes in financial assumptions	3.23	0.77
	Actuarial changes arising from changes in demographic assumptions	-	-
	Experience adjustments (gain)/Loss	5.62	(23.67)
	Return on plan assets excluding amounts included in Interest Income		
	<b>Actuarial (Gain) / Loss recognized in OCI</b>	<b>8.85</b>	<b>(22.90)</b>
<b>c)</b>	<b>Recognised in Balance Sheet</b>		
	Present value of obligation as at the end of the year	40.86	42.38
	Fair value of plan assets as at the end of the year	-	-
	Net Liability	40.86	42.38
	<b>Changes in defined benefit obligations</b>		
<b>d)</b>	<b>Present value of obligation as at the beginning of the year</b>		
	Defined Benefit Obligation (“PBO”) at the beginning of the year	42.38	54.92
	Service cost	4.78	6.29
	Past Service Cost	-	-
	Interest cost	2.94	4.07
	Actuarial loss / (gain)	8.85	(22.90)
	Benefits paid	(18.09)	-
	<b>Present value of obligation as at the end of the year</b>	<b>40.86</b>	<b>42.38</b>

Particulars		Unfunded Plan	
		Gratuity	
		31 March 2020	31 March 2019
<b>e)</b>	<b>Change in fair value of assets</b>		
	Fair value of plan assets at the beginning of the year	-	-
	Interest Income	-	-
	Return on plan assets excluding amounts included in interest income	-	-
	Benefits paid	-	-
	<b>Fair value of plan assets at the end of the year</b>	-	-
<b>f)</b>	<b>Reconciliation of net defined benefit liability</b>		
	Net opening provision in books of accounts	42.38	54.92
	Transfer in/(out) obligation	-	-
	Employee Benefit Expense	7.72	10.36
	Amounts recognized in Other Comprehensive Income	8.85	(22.90)
	Benefits paid	(18.09)	-
	<b>Closing provision in books of accounts</b>	<b>40.86</b>	<b>42.38</b>
<b>B Short-term compensated absences</b>			
25 days of privilege leave for staff is allowed each year. Unutilised leave can be carried forward to the extend of Unlimited days of leave.			
Particulars		Compensated absences	
		31 March 2020	31 March 2019
	<b>Changes in defined benefit obligations</b>		
<b>a)</b>	<b>Present value of obligation as at the beginning of the year</b>		
	Defined Benefit Obligation ("PBO") at the beginning of the year	29.96	26.37
	Service cost	8.88	7.55
	Interest cost	2.09	1.95
	Actuarial loss / (gain)	(9.80)	(5.91)
	Liabilities transferred in / (out)		
	Benefits paid	(8.67)	-
	<b>Present value of obligation as at the end of the year</b>	<b>22.46</b>	<b>29.96</b>
<b>b)</b>	<b>Expenses recognised in the Statement of Profit and Loss</b>		
	Current Service Cost	8.88	-
	Interest Cost	2.09	1.95
	Actuarial loss / (gain)	-	-
	<b>Total included in 'employee benefit expense'</b>	<b>10.97</b>	<b>1.95</b>
<b>c)</b>	<b>Liability Recognised in Balance Sheet</b>		
	Present value of unfunded obligation as at the end of the year	22.46	29.96
	<b>Net Liability</b>	<b>22.46</b>	<b>29.96</b>
<b>d)</b>	<b>Components of actuarial gain/losses on obligation</b>		
	Actuarial changes arising from changes in financial assumptions	1.56	0.38
	Actuarial changes arising from changes in demographic assumptions	-	-
	Experience adjustments (gain)/Loss	(11.36)	(6.29)
	<b>Net actuarial (Gain)</b>	<b>(9.80)</b>	<b>(5.91)</b>

Particulars		Gratuity		Compensated absences	
		31 March 2020	31 March 2019	31 March 2020	31 March 2019
e)	<b>Current/ non-current classification</b>				
	Current	4.41	2.97	22.46	29.96
	Non- current	36.45	39.41	-	-
		<b>40.86</b>	<b>42.38</b>	<b>22.46</b>	<b>29.96</b>

The following table summarizes the principal assumptions used for defined benefit obligation and compensated absences:

Particulars		Gratuity		Compensated absences	
		31 March 2020	31 March 2019	31 March 2020	31 March 2019
	<b>Actuarial assumptions</b>				
	Discount rate	5.59%	7.19%	5.59%	7.19%
	Salary escalation rate (% p.a.)	10.00%	10.00%	10.00%	10.00%
	Withdrawal Rates	Varies from 2% to 20%	Varies from 2% to 20%	Varies from 2% to 20%	Varies from 2% to 20%
	Mortality rate	Indian assured lives mortality (2012-14) ultimate	Indian assured lives mortality (2006-08) ultimate	Indian assured lives mortality (2012-14) ultimate	Indian assured lives mortality (2006-08) ultimate

Quantitative sensitivity analysis for significant assumption is as below:

Particulars		Gratuity		Compensated absences	
		31 March 2020	31 March 2019	31 March 2020	31 March 2019
		1% increase		1% increase	
	i. Discount rate	38.78	39.06	21.46	28.28
	ii. Salary escalation rate - over a long-term	42.16	51.04	23.49	31.71
		1% decrease		1% decrease	
	i. Discount rate	43.21	46.16	23.56	31.81
	ii. Salary escalation rate - over a long-term	39.16	53.81	21.50	28.33

Sensitivity for significant actuarial assumptions is computed by varying one actuarial assumption used for the valuation of the defined benefit obligation, keeping all other actuarial assumptions constant.

Particulars	Cashflow	
	Gratuity	Compensated absences
1st Following Year	4.41	2.48
2nd Following Year	12.70	6.28
3rd Following Year	1.95	0.96
4th Following Year	1.32	0.43
5th Following Year	4.59	5.42
Sum of Year 6 to 10 Year	10.50	4.02
Total expected payments	35.47	19.59

## II) Defined contribution plans

The Company makes contribution towards provident fund to a defined contribution retirement plan for qualifying employees. The provident fund plan is operated by the regional provident fund commissioner. Under the schemes, the Company is required to contribute a specified percentage of payroll cost to the retirement contribution schemes to fund benefits.

a) The Company has recognised the following amounts in the Statement of Profit and Loss for the year:

	31 March 2020	31 March 2019
Contribution to Provident fund and other fund	11.69	9.02
	11.69	9.02



**Note 41 : Related party disclosures as required under Indian Accounting Standard 24, “Related party disclosures” are given below:**

a) Names of related parties and nature of relationship (to the extent of transactions entered into during the year except for control relationships where all parties are disclosed)

Name of Party	Relationship
Himachal Polyolefins Limited	- Associate Company
Westpoint Chemicals & Minerals Pvt. Ltd.	- Associate Company
Silvo Liacal Chemicals Ltd.	- Associate Company
Diamond Jubilee Stores- Partnership Firm	- Associate
Sara Enterprises	- Associate
<b>Key Managerial Personnel</b>	
Shri A. H. Dawoodani	- Managing Director
Smt. S. A. Dawoodani	- Non-Executive Director
Shri Akbar Ali Virani	- Director
Shri Sadruddin Jiwani	- Director
Shri Firoj Ladhani	- Chief Finance Officer
Smt. Mansi Chitalia	- Company Secretary

**Relative of Key Managerial Personnel (KMP)**

Shri Rahim Ahmed Dawoodani -Son of Shri A. H. Dawoodani

Note : Related parties have been identified by the Mangement

b) Transactions carried out with related parties referred to above, in ordinary course of business and balances outstanding:

**Summary of related party transactions**

Nature of Transactions	As on 31 March 2020		As on 31 March 2019	
	Associate	KMP	Associate	KMP
Purchase of Goods	450.35		89.37	-
Sale Of Goods	1,951.06		2,166.66	-
Rent Paid	3.00		-	-
Production Facility Charges ( Job Work)	24.42		-	-
<b>Loans Taken</b>				
Opening Balance	1.88	874.51	576.99	1,657.43
Add :- Taken During the Year	-	802.44	111.22	183.10
Less : Repaid During the Year	-	777.64	686.33	966.02
Closing Balance	1.88	899.31	1.88	874.51

All outstanding balances are unsecured and are repayable in cash.

**Note 42 : Details of CSR Expenditure**

Particulars	31 March 2020	31 March 2019
a) Gross amount required to be spent by the Company During the year	10.20	10.45
b) Amount Spent During the Year	27.63	20.05
(i) Educational	17.68	16.30
(ii) Providing Basic Needs of Elderly and Deprived section of Society	9.95	3.75

**Note 43 : Financial assets and liabilities**

Particulars	Note No.	31 March 2020	31 March 2019
<b>Categories of financial assets</b>			
<b>Carrying values of financial assets measured at amortised cost</b>			
Loans	8 and 15	<b>83.22</b>	85.66
Trade receivables	12	<b>865.88</b>	755.76
Cash and cash equivalents	13	<b>45.45</b>	98.95
Bank balances other than cash and cash equivalents	14	<b>16.94</b>	-
Other financial assets	9 and 16	<b>7.75</b>	-
<b>Total(a)</b>		<b>1,019.24</b>	<b>940.37</b>
<b>Measured at FVTPL</b>			
Investments - Non Current	7	<b>9.95</b>	11.18
<b>Total(b)</b>		<b>9.95</b>	<b>11.18</b>
<b>Total carrying values of financial assets (a+b)</b>		<b>1,029.19</b>	<b>951.55</b>
Total fair values of financial assets		<b>1,029.19</b>	951.55
<b>Categories of financial liabilities</b>			
<b>Carrying value of financial liabilities measured at amortised cost</b>			
Borrowings	19 and 23	<b>1,321.17</b>	1,550.59
Trade payables - Current	24	<b>1,281.99</b>	1,227.12
Other financial liabilities - Current	20 and 25	<b>145.26</b>	63.50
<b>Total carrying values of financial liabilities</b>		<b>2,748.42</b>	<b>2,841.21</b>
<b>Total fair values of financial liabilities</b>		<b>2,748.42</b>	<b>2,841.21</b>

**Note 43(a) Financial Risk Management****Financial risk factors**

"The Company's principal financial liabilities, comprises of borrowings, trade and other payables and other financial liabilities. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade and other receivables, cash and cash equivalent, investments and short-term deposits that derive directly from its operations. The Company's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk. The Company's primary focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The Company's senior management oversees the management of these risks. Company's financial risk activities are governed by appropriate policies and procedures laid out by the senior management and financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below."

**Market risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. The Company is exposed to foreign exchange risk through its transactions in various foreign currencies. For the Company, the market risk is the possibility of changes in foreign currency exchange rates and commodity prices which may affect the value of the Company's financial assets, liabilities or expected future cash flows as the rupee appreciates / depreciates against these foreign currencies.

**a. Commodity Risk**

"The principal raw materials for the Company products are lime stone, calcite powder, stearic acid, etc which are purchased by the Company from the approved list of suppliers. Most of the input materials are procured from domestic vendors. Raw material procurement is subject to price negotiation.

In order to mitigate the risk associated with raw material, the Company manages its procurement through grading, sourcing of raw material and constant pricing negotiation with vendors. It renegotiates the prices with its customers in case there is more than normal deviation in the prices of its major raw materials. "

**b. Foreign currency risk**

Foreign exchange risk arises from future commercial transactions and recognized assets and liabilities denominated in a currency that is not a company's functional currency. Generally, Company makes advance payment to foreign vendors and in some cases payment is made as per credit terms with vendor. hence, impact of the rate fluctuation is accounted in profit and loss.

**Credit risk analysis**

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk arising from cash and cash equivalents, deposits with banks, trade receivables, investments and other financial assets. Credit risk has been managed by the company by establishing credit limits and creditworthiness of customers to which the company grants credit terms in the normal course of business. For banks and financial institutions, only high rated banks/ institutions are accepted.

"Customer credit risk is managed by each customer group subject to the Company's established policy, procedures and control relating to customer credit risk management. Trade Receivable has been managed by the Company by establishing credit limits and creditworthiness of customers to which the Company grants credit terms in the normal course of business.

Provision on Trade receivable is calculated as per expected credit loss method (ECL) as per IND AS. ECL is calculated on the basis of average bad debts on turnover of 3 years i.e from 2017-18 to 2019-20. Such average % is moderated to align with current and future business, customers and risk profile. The provision determined as per policy is less than provision existing under IGAAP. As there is adequate provision pre-existing in the books, it is not required to make any additional provision for the year. Further, it is also proposed to continue the same till the provision under IND AS exceeds the pre-existing provision in the books."

**Classes of financial assets – carrying amounts:**

Particulars	Note	31 March 2020	31 March 2019
<b>Financial assets</b>			
Loans	8&15	83.22	85.66
Investments	7	9.95	11.18
Trade receivables	12	865.88	755.76
Cash and cash equivalents	13	45.45	98.95
Bank balances other than cash and cash equivalents	14	16.94	-
Other financial assets	9 and 16	7.75	-
<b>Total</b>		<b>1,029.19</b>	<b>951.55</b>

**The trade receivables at reporting date analysed by the length of time past due, are:**

Particulars	Note	31 March 2020	31 March 2019
Upto 6 months	12	677.44	566.05
More than 6 months		188.44	46.96
<b>Total</b>		<b>865.88</b>	<b>613.01</b>

**Liquidity risk analysis****Risk assessment**

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. The Company has assets which are expected to be realised within 12 months Rs. 1,608.61 lakhs as on March 2020 (as on March 2019 is Rs.1,413.65 lakhs). The Company has liabilities which are expected to mature within 12 months Rs. 3,456.81 lakhs as on March 2020 (as on March 2019 is Rs.3,007.54 lakhs). Hence Company has a working capital of Rs. (1,848.20 Lakhs) as on March 2020 (as on March 2019 is Rs. (1,593.89 lakhs))

**Risk Management**

Whenever working capital is required Company's Executive Directors provides funding to the Company.

**Note 43(b) Fair value hierarchy**

Level 1 - Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, traded bonds and mutual funds that have quoted price. The fair value of all equity instruments (including bonds) which are traded in the stock exchanges is valued using the closing price as at the reporting period.

**Level 2** - The fair value of financial instruments that are not traded in active market (for example, counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

**Level 3** - If one or more of the significant inputs is not based on observable market data (unobservable inputs), the instrument is included in level 3. This is case of the unlisted equity instruments included in level 3

### Financial assets and liabilities measured at fair value-recurring fair value measurements

Particulars	Fair value measurement using		
	Quoted prices in active markets	Significant observable inputs	Significant unobservable inputs
	(Level 1)	(Level 2)	(Level 3)
<b>Financial assets</b>			
<b>Financial instrument at FVTPL as at 31 March 2020</b>			
Quoted equity investment	2.11	-	7.84
<b>Financial instrument at FVTPL as at 31 March 2019</b>			
Quoted equity investment	3.34	-	7.84

All other Financial assets and liabilities are valued at amortised cost and categorised under level 3. (refer above)

There have been no transfers between Level 1 and Level 2 during the period.

#### Valuation technique used to determine fair value

The fair valuation of Borrowings is determined using the effective interest rate (net Cash inflow and outflow)

### Note 44: Capital Management

#### Capital management policies

"For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the company. The primary objective of the Company's capital management is to maximise the shareholder value and maintain an optimal capital structure to reduce the cost of capital. The Company monitors capital on the basis of the gearing ratio; Net debt (total borrowing net of cash and cash equivalents)/Total equity"

The gearing ratio at the end of the periods was as follows:-

Particulars	Note	31 March 2020	31 March 2019
Debt		1,321.17	1,550.59
Less: Cash and cash equivalents (-)		45.45	98.95
Net Debt		1,275.72	1,451.64
<b>Total equity</b>		<b>(1,063.30)</b>	<b>(1,032.86)</b>
Capital gearing ratio		(1.20)	(1.41)

The Company has negative networth, management is trying to overcome from the same based on the future business plan.

### Note 45 : Revenue from operations

The Company is engaged in the manufacturing Calcium Carbonate. It is used as input material in various industrial sectors including Tooth Paste, Pharmaceuticals, PVC products, Rubber, Plastic, Polymer, Cable, Leather, Paper and Paints.

Revenue is recognized upon transfer of control of promised products to customers in an amount that reflects the consideration we expect to receive in exchange for those products or services.

The Company presents revenues net of indirect taxes in its statement of Profit and loss.

**Disaggregate revenue information based on geographical segment**

The table below presents disaggregated revenues from customers for the year ended 31st March 2020 based on products.

Particulars	Note	Amount (Rs in Lakhs)	
		31 March 2020	31 March 2019
- Domestic Sales	28	3,096.56	4,311.49
- Export Goods		19.84	32.55
<b>Total</b>		<b>3,116.40</b>	<b>4,344.04</b>

**Trade receivables and Contract Balances**

The Company classifies the right to consideration in exchange for deliverables as receivables. Trade receivables are presented net of impairment in the Balance Sheet.

**Note 46: Segment reporting as required under Indian Accounting Standard 108, "Operating Segments"**

The Company operates only in one segment i.e. manufacturing of Calcium Carbonate and hence there are no reportable segments as defined in Indian Accounting Standard (IND AS -108) on "Segment Reporting".

**Note 47 : Significant accounting judgements, estimates and assumptions**

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

**Assumptions**

The cost of the defined benefit plans and the present value of the defined benefit obligations are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. For further details refer to note 40.

**Estimates**

The estimates used by the company to present the amount in accordance with Ind AS reflect conditions as at the transition date and as of 31 March 2020

**Note 48 : Disclosure with regards to section 186 (4) of the Companies Act, 2013**

(i) For investments refer note 7

**Note 49 : Disclosure with regards to COVID-19**

The outbreak of COVID-19 pandemic across the globe and in India has contributed to a significant decline and volatility in the global and Indian financial markets and slowdown in the economic activities. Consequent to the announcement of lockdown in across India by Government/Municipal Authorities, our Registered Office at Navi Mumbai and Corporate Office at Bandra, Mumbai remained closed from 24 March 2020 onwards. To ensure the well being of the employees, the Company had adopted work from home policy for all employees to maintain the continuity of basic operations.

Prior to 24 March 2020, the Company's one manufacturing plant at Paonta Sahib in Himachal Pradesh were in normal operation. As informed earlier vide letter dated 27 August 2019, the manufacturing facilities at Roha in Maharashtra had been suspended for re-organization activities and the operation of the said unit is still not started. Since the Company's products are under essential categories, the manufacturing facility at Paonta Sahib have re-opened with effect from 1st April'2020 . Hence the lock down has partially affected the operations in last quarter of FY 2019-20 and first quarter 2020-21. As of date, the Management feel that it is too early to gauge with certainty of the future impact of COVID-19 on business and operations of the Company. As of date, it is expected that income will recover to normal by the end of second quarter of FY 2020-21. The impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration. The Company is monitoring the situation closely and moderate impact is expected in the financial results in FY 2020-21.

**Note 50 :**

During the year, Company made a plan to shift & set up a new Plant to another location . The company has entered into a Memorandum of Understanding for sale of factory building along with land for Rs 1,250 Lakhs, out of which, Rs 303 lakhs has been received as an advance. The Net of Depreciation Value of that Assets included in ' Property Plant & Equipment ' is Rs.69.03 Lakhs. Profit or Loss on the sale of Asset shall be accounted for in the year in which the Agreement will be executed. As on 31 March 2020, Paonta Factory is in operation.

**Note 51 : First time adoption of Ind AS 116 - Leases**

The Company has taken office premises situated at Bandra, Mumbai on lease. The group has entered into a leave and license agreement for using of its office premises for aprox. 5 year w.e.f. 1 September 2019 to 14 July 2024, with an option to renew the lease after this period.

“With effective from 1 April 2019, the group has adopted Ind AS 116, Leases and applied the standard to all lease contracts existing on 1 April 2019 using the modified retrospective method and has taken the cumulative adjustment to retained earnings, on the date of initial application. Consequently, the Group recorded the lease liability at the present value of the lease payments discounted at the incremental borrowing rate and the ROU asset at its carrying amount as if the standard had been applied since the commencement date of the lease, but discounted at the lessee’s incremental borrowing rate at the date of initial application. Comparatives as at and for the year ended 31 March 2019 have not been retrospectively adjusted and therefore will continue to be reported under the accounting policies included as part of our Annual Report for year ended 31 March 2019. On transition, the adoption of the new standard resulted in the recognition of right to use assets (ROU) of Rs 60.69 lakhs and lease liability of Rs 60.69 lakhs. The details of the same are provided below”.

Right-of-Use Assets	31 March 2020
Particulars	
<b>Cost</b>	
Balance as at 1 April 2019	-
Add: Additions	60.69
Less: Disposals	-
Balance as at 31 March 2020	60.69
<b>Accumulated Depreciation</b>	
Balance as at 1 April 2019	-
Add: Depreciation charge for the year	7.28
Less: Disposals	-
Balance as at 31 March 2020	7.28
<b>Carrying amount</b>	
Balance as at 1 April 2019	-
Balance as at 31 March 2020	53.41
<b>Lease Liabilities</b>	
Balance as at 1 April 2019	-
Additional During the year	60.69
Less: Disposals	-
Add: Interest Expense on lease Liabilities	5.56
Less: Total cash outflow for leases	(9.70)
Balance as at 31 March 2020 *	56.55

\* The said liability will be matured till 14 July 2024

**Note 52 :**

“During the year, Company has settled earlier years Sales Tax liability of Rs. 447.32 lakhs under MAHARASHTRA SALESTAX AMENESTY SCHEME’2019. This include SICOM DEFERRAL TAX Liabilities of Rs. 258.66 Lakhs, Rs. 108.40 Lakhs of Disputed Tax Liabilities, interest cost of Rs. 75.81 Lakhs and Penalty of Rs.4.45 Lakhs, out of which Rs. 75.81 Lakhs are recognized under Finance cost Rs. 112.85 Lakhs under Other Expenses and balance towards the settlement of liabilities, which has impacted EPS of the company.

**Note 53 :**

a. In the opinion of Board of Directors all assets other than non-current investments, have a realisable value in the ordinary course of business which is not different from the amount at which it is stated and the provisions for all known liabilities are adequate and not in excess of the amounts reasonably necessary.

b. The balance due to / from parties are subject to confirmation.

c. No personal expenses have been debited to Profit and Loss Account except those payable under contractual obligation or normal business practices.

**Note 54 (a):**

"The Company had already made reference to the Board for Industrial and Financial Reconstruction (BIFR) under Section 15 of the Sick Industrial Companies (Special Provision) Act, 1985. This Act was repealed by the Central Government vide notification published in the Official Gazette dated 28th November, 2016, enacting the Sick Industrial Companies (Special Provisions) Repeal Act, 2003 which came into effect from 1st December, 2016 and the Company has not yet made reference under the new law."

**Note 54 (b):**

No provision for income tax is made in lieu of losses and as a measure of prudence deferred tax assets/Liabilities is not recognized during the year. Since the company is classified as sick company, provisions for MAT Under section 115JB of Income Tax Act, 1961 are not applicable.

Management foresee no tax impact in future hence decided to reverse deferred tax liability of Rs 116.39 lakhs. Due to reversal of deferred tax liability, EPS has been changed from Rs (2.28) to Rs (0.49) per share.

**Note 55 :**

The company continues to disclose its results on the concept of going concern in spite of the fact of erosion of 100% of its net worth as the management expects to wipe off the accumulated losses by taking steps of rationalisation of expenses and considering measures to increase revenue.

**Note 56**

The Financial statements for the year ended 31 March, 2020 were approved by Board of Directors as on 31 July, 2020.

The accompanying notes are an integral part of these financial statement.

Significant accounting policies and Notes to Financial Statement

As per our report of even date attached

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

**For N. S. Shetty & Co**  
Chartered Accountants  
Firm Reg No : 110101W

Suresh John  
Chairman  
DIN 00079852

A.H.Dawoodani  
Managing Director  
DIN 00934276

N. S. Shetty  
Partner  
Membership No : 035083

S.A.Dawoodani  
Director  
DIN 02324234

Firoj Ladhani  
Chief Financial Officer

Mansi N. Chitalia  
Company Secretary

Place : Mumbai  
Date : 31 July 2020

Place : Mumbai  
Date : 31 July 2020

*If undelivered please return to :*

**LIME CHEMICALS LIMITED**

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