

BEARDELL LIMITED

Regd. Office :

47, Greaves Road,

CHENNAI - 600 006. (INDIA)

Tel : 2829 32 96, 2829 09 00

GSTIN : 33AAACB1429P2ZP

CIN No. : L65991TN1936PLC001428

E-mail : ho@beardsell.co.in

Website : www.beardsell.co.in

Sec : October: 2018

The Listing Manager,

National Stock Exchange of India Limited,

Exchange Plaza

Bandra Kurla Complex, Bandra (E)

Mumbai-400 051

Scrip Code: BEARDELL

The Listing Manager

BSE Limited

Registered Office : Floor 25

P J Towers, Dalal Street,

Mumbai – 400 001

Scrip Code: 539447

16th October, 2018

17th

Dear Sir

Sub : Submission of 81st Annual Report for the period 31st March., 2018 – Reg.

Please find attached duly certified and scanned copy of our 81st Annual report for the period ended 31st March, 2018 which was duly approved by the shareholders at the Annual General Meeting held on 29th September, 2018

Thanking you,

Yours faithfully,

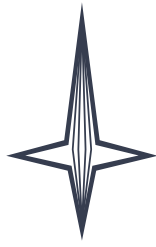
For BEARDELL LIMITED

K-MURALI

Company Secretary



BRANCHES : AHMEDABAD - BANGALORE - CHENNAI - COIMBATORE - HYDERABAD - KOCHI
MUMBAI - NEW DELHI - VISAKHAPATNAM



BEARDSSELL LIMITED

ANNUAL REPORT

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BEARDSSELL LIMITED



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Directors

Mr.R Gowri Shanker – Chairman & Independent Director
Mr.Bharat Anumolu – Managing Director
Mr.Amrith Anumolu – Joint Managing Director
Mr.V.J.Singh – Non Executive Independent Director
Mrs Vijayalakshmi Ravindranath – Non Executive Independent Director
Mrs. Jayasree Anumolu – Non Executive Director

Chief Financial Officer

Mr V V Sridharan

Company Secretary

Mr.K.Murali

Auditors

M/s. S.R.BATLIBOI & ASSOCIATES LLP,
Chartered Accountants (ICAI Firm registration number: 101049W/E300004)

Secretarial Auditors

M/s. Lakshmmi Subramanian & Associates, Practicing Company Secretaries

Cost Auditors

Mr M Krishnaswamy, Practicing Cost Accountant

Bankers

Bank of india

Registered Office

47 Graemes Road
Chennai – 600 006

Phone : 044 – 2829 3296 / 2829 0900
CIN NO : L65991TN1936PLC001428
Fax : 044-2829 0391
E-mail : ho@beardsell.co.in
Website : www.beardsell.co.in



BEARDELL LIMITED

CIN NO : L65991TN1936PLC001428

NOTICE IS HEREBY GIVEN that the Eighty First Annual General Meeting of the Company will be held on Saturday, 29th September 2018 at 10 A.M. at "Mini Hall, Satguru Gnanananda Hall, Naradagana Sabha, 314, T.T.K. Road, Chennai 600 018 to transact the following business:

AS ORDINARY BUSINESS :

1. ADOPTION OF ACCOUNTS :

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

"RESOLVED THAT the Balance Sheet as at 31st March, 2018, the Statement of Profit and Loss account of the Company (Both Standalone and Consolidated) with the Schedules and Cash Flow Statement for the year ended 31st March, 2018 together with the Directors Report and the Auditors' Report thereon, be and are hereby approved and adopted".

2. TO DECLARE A DIVIDEND

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

"RESOLVED THAT pursuant to the recommendation of the Board of Directors, Interim Dividend at the rate of Re.0.24 (12 percent) per share paid as Interim Dividend for the year ended 31st March, 2018 to those share holders whose name appeared in the Register of Members on 28th March 2018 be and is hereby ratified",

3. APPOINTMENT OF DIRECTOR

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

"RESOLVED THAT Mrs. Jayasree Anumolu who retires by rotation and being eligible for reappointment be and is hereby appointed as a Director of the Company."

4. APPOINTMENT OF AUDITORS

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

"RESOLVED THAT the Auditors of the Company, Messrs. S.R. Batliboi & Associates LLP, Chartered Accountants, Chennai (ICAI Registration Number of the firm is 101049W/E300004) who were appointed as Statutory Auditors to hold office for a period of five years till the conclusion of the 85th Annual General Meeting on a remuneration as the Board of Directors of the Company may determine, in addition to travelling and out of pocket expenses be and is hereby ratified".

AS SPECIAL BUSINESS ORDINARY RESOLUTION

5. TO ACCEPT / RENEW UNSECURED DEPOSITS FROM SHAREHOLDERS:

To consider and if thought fit, to pass with or without modification, the following resolution as an ordinary resolution:

"RESOLVED THAT pursuant to section 73(2) read with Chapter V of the Companies (Acceptance of Deposits) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013, the Company be and is hereby authorized to accept / renew unsecured deposits from shareholders not exceeding 25% of the aggregate of the paid up capital and free reserves of the Company as per the latest audited accounts as of 31/03/2018 amounting to Rs.1026.13 lakhs including deposits outstanding as on the date of the issue of the Circular".

"RESOLVED FURTHER THAT Mr.K.Murali, Company Secretary be and is hereby authorized to sign and file the necessary forms / documents with all statutory authorities to give effect to the above resolution".

6. APPOINTMENT OF DIRECTOR

To consider and if thought fit, to pass with or without modification, the following resolution as an ordinary resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and any other applicable provisions of the Companies Act 2013 and rules made thereunder, Mrs.Vijayalakshmi Ravindranath appointed as an Additional Independent Director by the Board of Directors on 20th October 2017 to hold office for five consecutive years upto 19th October 2022 be and is hereby approved."

By Order of the Board

Hyderabad
6th August 2018

K Murali
Company Secretary

NOTES

- The Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 in respect of the Special Business set out Item no.5 and 6 annexed here to.
- A member entitled to attend and vote at the Meeting is entitled to appoint a Proxy or Proxies to attend and vote instead of himself and such Proxy or Proxies need not be a member or members of the Company. The Proxy form, duly signed, must be deposited at the Registered Office of the Company not less than 48 hours before the time of holding the meeting. Members who have exercised their vote through e-voting cannot vote at the meeting..
- A Proxy form shall be in Form No.MGT11 of the Companies Act, 2013.
- Corporate members intending to send their authorised representatives to attend the meeting are requested to send to the company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf.
- The Register of Members and Share Transfer Books of the Company will remain closed from 22nd September 2018 to 29th September 2018 (both days inclusive).
- Members are requested to intimate change, if any, in their address immediately.
- Section 124 (5) of the Companies Act, 2013 mandates that Companies should transfer dividend that has been unclaimed for a period of seven years from the unpaid dividend account to the Investor Education Protection Fund (IEPF).

Shares on which dividend remains unclaimed for seven consecutive years will be transferred to the IEPF as per section 124 of the Act and the applicable rules.

The dividend for the years mentioned below, if unclaimed with in a period of seven years, will be transferred to IEPF in accordance with the following schedule.

S.No	Financial Year	Date of Declaration Of Dividend	% of Dividend	Date of Transfer to unpaid Dividend Account	Date of Transfer To Central Government to Investor Education and Protection Fund
1	2011-2012	29/09/2012	10%	10/10/2012	08/11/2019
2	2012-2013	13/08/2013	10%	16/08/2013	14/09/2020
3	2013-2014	13/08/2014	10%	19/08/2014	17/09/2021
4	2014-2015	13/08/2015	10%	21/08/2015	20/08/2022
5	2015-2016	23/03/2016	12%	28/03/2016	26/03/2023
6	2016-2017	13/03/2017	15%	28/03/2017	26/03/2024
7	2017-2018	17/03/2018	12%	31/03/2018	30/03/2025

Members are informed that once the unpaid unclaimed dividend or the shares are transferred to IEPF, the same may be claimed by the Members from the IEPF Authority by making an application in prescribed Form IEPF-5 online and sending the physical copy of the same duly signed (as per the specimen signature recorded with the Company) along with requisite documents to the Registered Office of the Company for verification of the claim.



Notice to the Shareholders

8. Details of Directors seeking Re-appointment at the for Listing Agreement thcoming Annual General Meeting pursuant to clause 49 of

9. Members are requested to bring their copy of the Annual Report with them to the Annual General Meeting.

A	Name	Mrs.Jayasree Anumolu
B	Brief Resume	
i	Age	64 years
ii	Qualification	Graduate
iii	Experience in Specific Functional Area	22 Years
iv	Date of Appointment on the Board of the Company (Beardsell Limited)	31/05/2015
C	Nature of Expertise in Specific Functional Area	General Management
D	Name(s) of other Companies in which Directorships held (as per section 165 of the Companies Act, 2013)	Gunnam Subbarao Insulation (Pvt).Ltd.,
E	Name(s) of Companies in which Committee Membership(s)/ Chairman ship (s) held	NIL
F	No. of Shares of Rs.2/- each held by the – Director	9091614
	- her Relatives	7633136
	- Total	
G	Relationship between Directors inter se (As per Section 2 (77) of the Companies Act,2013)	Mr. Bharat Anumolu, Managing Director; Mr Amrith Anumolu, Jt Managing Director

EXPLANATORY STATEMENT: Pursuant to Section 102 (1) of the Companies Act,2013

ITEM NO.(5)

The special business relates to seeking members' approval for acceptance / renewal of unsecured deposits from shareholders. The Board of Directors, on 6th August 2018 has approved the acceptance / renewal of unsecured deposits from shareholders subject to your approval. The Circular in Form DPT-1 inviting / accepting unsecured deposits from shareholders along with the rating assigned for our Fixed Deposit Programme by CRISIL Limited is annexed.

None of the Directors of the Company is interested or concerned in the above resolution. The purpose for accepting / renewing unsecured deposits from Members is to fund the Company's projects and also to augment the working capital needs of the Company.

ITEM NO.(6)

The special business relates to seeking members' approval for regularization of appointment of Mrs Vijayalakshmi Ravindranath appointed by the Board of Directors as Additional Independent Director for a consecutive period of five years from 20th October 2017 to 19th October 2022. An amount of Rs.1 lac has been received from a member in connection with her appointment and will be refunded once the members approve the appointment.

Dr. Vijayalakshmi Ravindranath, Ph.D. is a Professor and Chairman of the newly created Centre for Neuroscience at Indian Institute of Science. Dr. Ravindranath joined the National Institute of Mental Health and Neurosciences, (NIMHANS) Bangalore in 1986. She served as Director at NBRC from 1999 to April 2009. She established the National Brain Research Centre (NBRC). In a short span of 3 years, she established a state-of-art institute in a remote location and initiated a unified approach to understanding

the human brain, integrating mathematical and computational science. She networked 45 institutions around the country with NBRC with a goal to share resources and promote neuroscience research. She serves as Member of Advisory Board at Jeevan Scientific Technology Limited. She is an elected Fellow of all the 3 science academies in the country, namely Indian National Science Academy, Indian Academy of Sciences, National Academy of Sciences, India. She is also a Fellow of the National Academy of Medical Sciences, India, Indian Academy of Neurosciences and Third World Academy of Sciences.

She is a recipient of the prestigious S.S. Bhatnagar award (1996), Omprakash Bhasin Award (2001) and the J.C. Bose Fellowship (2006) and the fourth highest civilian award in India, Padma Shri (2010).

In 1986, she completed her Post-Doctoral training at the NCI, NIH, USA. Dr. Ravindranath obtained her Ph.D. from the University of Mysore in 1981.

No other director except Mrs Vijayalakshmi Ravindranath is interested in this resolution.



BEARDELL LIMITED

CIN NO : L65991TN1936PLC001428

Annexure

FORM DPT-1

CIRCULAR OR CIRCULAR IN THE FORM OF ADVERTISEMENT INVITING DEPOSITS

{Pursuant to section 73(2)(a) and section 76 and rule 4(1) and 4(2)
of the Companies (Acceptance of Deposits) Rules, 2014}

1.			
a.	Name, address, website and other contacts of the Company	BEARDELL LIMITED 47, Greaves Road Chennai 600006. email: ho@beardsell.co.in web: www.beardsell.co.in	
b.	DETAIL OF INCORPORATION	23rd November, 1936	
c.	Business carried on by the company and its subsidiaries with the details of branches or units, if any;	The company is in the business of Manufacturing, Selling and Contracting activities in Expanded Polystyrene, Insulation and packaging material, Prefab Panels & Solar Shield, Quikbuild construction panels, Electric Motors, Exports and Technical Consultancy Services.	
	Subsidiary Company :	Sarovar Insulation (P) Ltd., (Manufacture & Trading of EPS Proudus)	
	Manufacturing units	Chennai, Thane, Karad and Hyderabad	
	Branches	Ahmedabad, Bangalore, Chennai, Coimbatore, Hyderabad, Kochi, Mumbai, New Delhi and Vizag	
d.	Brief particulars of the management of the company;	Company is Managed by Managing Director and Jt Managing Director under direction, control and supervision of the Board of Directors of the Company	
e.	Names, addresses, DIN and occupation of the DIRECTORS		
	Name and Address	Designation	Occupation
	Mr Bharat Anumolu Plot No.12, Park View enclave Road No.2, Banjara Hills, Hyderabad - 500 034	Managing Director	Industrialist
	MrAmrithAnumolu Plot No.12, Park View Enclave, Road No.2, Banjara Hills, Hyderabad - 500 034	Jt Managing Director	Industrialist
	MrsJayasreeAnumolu Plot No.12, Park View enclave Road No.2, Banjara Hills, Hyderabad - 500 034	Director	Industrialist
	Mr R GowriShanker 4/241 M G R Salai, Palavakkam Chennai - 600 041	Director	Industrialist
	Mr V J Singh 1/4, Teppakula Street, Subramaniapuram, Palyam Kottai Thirunelveli - 627 002	Director	Retired From LIC
	Mrs. Vijayalakshmi Ravindranath 301 Vaishnavi Springs 49/5 Ranga Road Shankarapuram, Near Ramakrishna Ashrama, Bengaluru Basavanagudi Karnataka - 560004	Director	Professor

f. Management's perception of risk factors;	Fluctuating raw material prices can have negative impact on operations. Major raw materials are: (a) Expanded Polystyrene (a petroleum derivative): Increase in petroleum prices impacts this raw material price. (b) Steel: The upward trend in the global steel market has pushed up the price of steel, a major Component in Isobuild Prefab Panels.
9- Details of default, including the amount involved, duration of default and present status, in repayment of –	-
i) Statutory Dues	-
ii) debentures and interest thereon;	-
iii) loan from any bank or financial institution and interest thereon;	-

2.					
a.	Date of passing board resolution;	6th August, 2018			
b.	Date of passing of resolution in the general meeting authorizing the invitation of such deposits;	29th September, 2018			
c.	Type of deposits, i.e., whether secured or unsecured;	Unsecured Deposits			
		(Rs. In Lakhs)			
	Public	Share Holders			
d.	Amount which the company can raise by way of deposits as per the Act and the rules made there under;	NIL	1026.13		
	Aggregate of deposits actually held on the last day immediately preceding financial year	0.54	400.98		
	Aggregate of deposits actually held on the date of issue of Circular or advertisement (as on 31/03/2018)	0.54	400.98		
	Amount of deposits proposed to be raised	-	500.00		
	Amount of Deposits repayable in Next Twelve months	0.54	193.94		
e.	Terms of raising of Deposits				
	RATE OF INTEREST	PERIOD IN YEARS	Monthly Interest Scheme, Minimum Deposit Rs.10000/-	Quarterly Interest Scheme, Minimum Deposit Rs.5000/-	Cumulative Interest Scheme, Minimum Deposit Rs.5000/-
				Maturity Value	Yield in %
		1	9.75 %	9.83 %	Rs.5509/- 10.20 %
		2	10.25 %	10.34 %	Rs.6132/- 11.32 %
		3	10.50 %	10.59 %	Rs.6842/- 12.28 %
	Mode of payment and repayment	Account Payee Cheque (or) Demand Draft			
f.	Proposed time schedule mentioning the date of opening of the Scheme and time period for which the circular or advertisement is valid				
	Date of opening of the scheme	30th September, 2018			
	Validity of the circular or advertisement	Date of next AGM or 6 Months from the Close of Financial Year 2018 -2019			



BEARDESELL LIMITED

CIN NO :L65991TN1936PLC001428

g.	Reasons or objects of raising the deposits;	The Purpose of Unsecured Loans from Members is to fund the Development of ongoing projects and Augment long term working capital needs of the Company.		
h.	Credit rating Obtained;			
	Name of the Credit Rating Agencies	CRISIL LIMITED		
	Meaning of the rating obtained	"FB+ /STABLE"		
	Date on which rating was obtained	27th March, 2017 (Extended and Live)		
i.	Extent of deposit insurance	Not Applicable - Beardsell Limited Undertakes to Provide necessary Insurance Coverage once the Product is available in the Market		
	Terms of the insurance coverage			
	Duration of coverage			
	Extent of coverage			
	Procedure for claim in case of default etc.			
i.	Short particulars of the charge created or to be created for securing such deposits, if any;	NOT APPLICABLE - As the deposits are unsecured		
k.	Any financial or other material interest of the directors, promoters or key managerial personnel in such deposits and the effect of such interest in so far it is different from the interest of other persons.	None of the Directors, Key Managerial Personnel and their relatives are concerned or interested		
3	DETAILS OF ANY OUTSTADTING DEPOSITS			
	a. Amount Outstanding (as on 31/03/2018)	Rs. 4,01,52,000/-		
	b. Date of Acceptance ;	At Different Dates		
	c. Total Amount Accepted;	Rs.2.09,17,000/-		
	d. Rate of Interest	AT DIFFERENT RATES		
	e. Total of Number of Depositors;	118 NOS		
	f. Default, if any, in repayment of deposits and payment of interest thereon, if any, including number of	NOT APPLICABLE		
	g. Any waiver by depositors, of interest accrued on deposit;	NOT APPLICABLE		
4	FINANCIAL POSITION OF THE COMPANY			
	A . Profits of the company, before and after making provision for tax, for the three financial years immediately preceding the date of issue of circular or advertisement (Rs in Lakhs)			
	FOR THE YEAR ENDED	PROFIT /(LOSS) BEFORE TAX	PROFIT / (LOSS) AFTER TAX	
	31.03.2016	513.35	328.53	
	31.03.2017	1111.90	691.20	
	31.03.2018	40.25	64.66	
B. Dividends Declared by the Company in Respect of the Said Three Financial Years : Interest Coverage Ratio for Last Three Years (Cash Profit After Tax Plus Interest Paid or Interest Paid)				
	FOR THE YEAR ENDED	DIVIDEND DECLARED (EQUITY) RS. IN LAKHS	DIVIDEND DECLARED (EQUITY) (%)	INTEREST COVERAGE RATIO
	31.03.2016	56.20	12%	1.99
	31.03.2017 (INTERIM DIVIDEND)	70.25	15 %	3.43
	31.03.2018 (INTERIM DIVIDEND)	67.44	12%	(0.53)

C. A summary of the financial position of the company as in the three audited balance sheets immediately preceding the date of issue of circular or advertisement (Rs. In Lakhs)				
PARTICULARS		31.03.2018	31.03.2017	31.03.2016
A. EQUITY AND LIABILITIES				
Share Holders' Fund		4110.06	4089.27	3514.21
Non Current Liabilities		1572.20	1780.07	1915.49
Current Liabilities		5395.71	4839.70	4768.14
TOTAL EQUITY AND LIABILITIES		11077.97	10709.04	10197.84
B. ASSETS				
Non - Current Assets		4064.85	4374.63	4575.88
Current Assets		7013.12	6334.41	5621.96
TOTAL ASSETS		11077.97	10709.04	10197.84
D. Audited Cash Flow Statement for the three years immediately preceding the date of issue of circular or advertisement;				
PARTICULARS		31.03.2018	31.03.2017	31.03.2016
Cash Flow From Operating Activities		(429.03)	522.02	1113.86
Cash Flow From Investing Activities		264.66	19.79	(289.45)
Cash Flow From Financing Activities		151.20	(566.08)	(878.92)
Net Increase / (Decrease) in Cash and Cash Equivalents		13.17	(24.27)	(49.51)
E. Any change in accounting policies during the last three years and their effects on the profits and the reserves of the company;		There is no change in Accounting Policies in the last three preceding financial years		
5.	A DECLARATION BY THE DIRECTORS THAT -			
	a) the company has not defaulted in the repayment of deposits accepted either before or after the commencement of the Act or payment of interest thereon;			
	b) the board of directors have satisfied themselves fully with respect to the affairs and prospects of the company and that they are of the opinion that having regard to the estimated future financial position of the company, the company will be able to meet its liabilities as and when they become due and that the company will not become insolvent within a period of one year from the date of issue of the circular or advertisement;			
	c) the company has complied with the provisions of the Act and the rules made there under;			
	d) the compliance with the Act and the rules does not imply that repayments of deposits is guaranteed by the Central Government;			
	e) the deposits accepted by the company before the commencement of the Act will be repaid along with interest on the respective due dates and until they are repaid, they shall be treated as unsecured & ranking paripassu with other unsecured liabilities.			
	f) In case of any adverse change in credit rating, depositors will be given a chance to withdraw deposits without any penalty.			
	g) the deposits shall be used only for the purposes indicated in the circular or circular in the form of advertisement;			
	h) the deposits accepted by the company (other than the secured deposits, if any, aggregate amount of which to be indicated) are unsecured and rank paripassu with other unsecured liabilities of the company			
	Note : The text of the Advertisement has been approved by the Board of Directors of the Company on 6th August, 2018. A Copy of this Advertisement signed by a majority of the Directors of the Company will be filed with the Registrar of Companies , Chennai 600 006, Tamil Nadu as required by the Companies (Acceptance of Deposits) Rules, 2014 as amended.			

This Advertisement is issued on the Authority and in the name of Board of Directors of the Company

(BY ORDER OF THE BOARD)

Place :Hyderabad
Date : 6th August 2018

CERTIFIED TRUE COPY
For BEARDSSELL LIMITED
K. MURALI
Company Secretary

FOR BEARDSSELL LIMITED,
K. MURALI
Company Secretary

**Rules for Voting through Electronic means**

Pursuant to the provisions of section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the Eighty First Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services provided by Central Depository Services Limited (CDSL).

The instructions for members for voting electronically are as under:

In case of members receiving e-mail:

- Log on to the e-voting website www.evotingindia.co.in
- Click on "Shareholders" tab to cast your votes.
- Now, select the Electronic Voting Sequence Number "EVSN" along with "BEARDELL LIMITED" from the drop down menu and click on "SUBMIT"
- if you are holding shares in Demat form and have already voted earlier on www.evotingindia.co.in for a voting of any Company, then your existing login id and password are to be used.
- If you are a first time user follow the steps given below.

Now, fill up the following details in the appropriate boxes

	For Members holding shares in Demat Form	For Members holding shares in Physical Form
USER ID	For NSDL : 8 Character DP ID followed by 8 Digit Client ID	Folio Number registered with the Company.
	For CDSL : 16 Digits beneficiary ID	
PAN*	Enter your 10 digit alpha-numeric * PAN issued by Income Tax Department when prompted by the system while e-voting (applicable for both Demat Shareholders as well as physical Shareholders) *Members who have not updated their PAN with the Company/Depository participant are requested to use the first two letters of their name and 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in capital letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.	
DOB#	Enter the date of birth as recorded in your Demat Account or in the Company records for the said Demat Account or folio in DD/MM/YYYY format.	
Dividend BANK DETAILS #	Enter the Dividend Bank Details as recorded in your Demat Account or in the company records for the said Demat Account or folio. # Please enter DOB or Bank Details in order to login. If the details are not recorded with the depository or company please enter the member ID / Folio No. in the Dividend Bank details field	

- After entering these details appropriately, click on "SUBMIT" tab.
- Members holding shares in physical form will then reach directly the EVSN selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. The new password has to be minimum eight Characters consisting of at least one upper case (A-Z), one lower case(a-z), one Numeric value (0-9) and a special character(@#\$%&*). Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Kindly note that this changed password is to be also used by the demat holders for voting for resolutions for the Company or any other Company on which they are eligible to vote, provided that the Company opts for e-voting through CDSL platform.
- Click on the relevant EVSN on which you choose to vote.
- On the voting page, you will see Resolution Description and against the same, the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the resolution.

- Click on the "Resolutions File Link" if you wish to view the entire Resolutions.
- After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- Note for Non Individual Shareholders and Custodians
Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.

A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com. After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

In case of members receiving the physical copy of Notice of AGM (for members whose e-mail IDs are not registered with the company/depository participant(s) or requesting physical copy)

- Please follow all steps from Sl. No. (ii) to Sl. No.(xii) above, to cast vote.

Evsn**	User ID	Password
180829046	Xxxxxxxxxxxxxxxxxx	xxxxxxxxxxxxxxxxxx
	(Folio No/DP Client ID)	(Existing Password or Pan No with Bank A/c.No. or DOB)

** (Electronic Voting Sequence Number)

- Please follow all steps from Sl. No. (ii) to Sl. No.

(xii) above, to cast vote.

General

- The voting period begins on 26th September 2018 (9.00 AM) and ends on 28th September, 2018 (5.00 PM) During this period shareholders of the company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 21st September, 2018, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date is 21st September, 2018.
- Mrs. Lakshmi Subramanian, Practising Company Secretary, Chennai has been appointed as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- The scrutinizer shall within a period of not exceeding three working days from the conclusion of the e-voting period unblock the votes in the presence of at least two witnesses not in employment of the Company and make a scrutinizer's report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- The results of the e-voting along with the scrutinizer's report shall be placed in the Company's website www.beardsell.co.in and on the website of CDSL within two days of passing of the resolution at the AGM of the Company. The results will also be communicated to the stock exchanges where the shares of the Company are listed. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help Section or write an email to helpdesk.evoting@cdslindia.com

REPORT OF BOARD OF DIRECTORS

REPORT OF BOARD OF DIRECTORS

Your Directors present the 81st Annual Report of the Company together with the Audited Accounts for the Financial Year ended 31.03.2018.

PERFORMANCE / OPERATIONS FINANCIAL RESULTS

(Rs. In Lakhs)

	Year Ended 31.03.2018	Year Ended 31.03.2017
Gross Revenue	15158.90	18060.02
Profit before interest & Depreciation	802.96	1893.09
Finance Cost	443.60	444.07
Profit before Depreciation	359.36	1449.02
Depreciation	319.11	337.12
Profit / (LOSS) before tax	40.25	1111.90
Profit / (LOSS) after taxation	64.66	691.20
Surplus in Statement of Profit & Loss Account from Last Year	2506.44	1926.56
Remeasurement gain/(Loss) on Defined Benefit obligation (Net)	17.85	(26.21)
Total Comprehensive Income for the Year	82.51	664.69
Appropriations		
Interim Dividend Paid on Equity Shares	67.44	70.24
Tax on Dividend	13.73	14.30
Surplus carried to Balance Sheet	2502.26	2506.44

DIVIDEND:

The Board of Directors wishes to inform the shareholders that Interim Dividend at the rate of Re.0.24 (12 percent) per share was paid as Dividend for the year ended 31st March, 2018 to those share holders whose name appeared in the Register of Members on 28th March, 2018. The above payment shall be considered as final dividend and no fresh dividend is recommended by the Board.

Consolidated Financial Statements

In accordance with the Accounting Standard (AS)-21 on Consolidated Financial Statements, the audited consolidated financial statement is provided in the Annual Report.

CHANGE IN THE NATURE OF BUSINESS, IF ANY: There is no change in the nature of business. 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: Nil

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 : Nil

Details in respect of adequacy of internal financial controls with reference to the Financial Statements : Adequate internal financial controls are in place and they are working effectively and efficiently.

Details of Associate Companies: Nil

DETAILS OF WHOLLY OWNED SUBSIDIARY

M/s. Sarovar Insulation Pvt Ltd a wholly owned Subsidiary of our Company with effect from 29/02/2016 is engaged in the manufacture and processing of EPS products at Coimbatore, Tamil Nadu.

Fixed Deposits

a) Accepted During the year,	Rs.2,09,17,000/-
b) Remained Unpaid or unclaimed as at the end of the year	Rs.54,000/-
c) Whether there has been any default in repayment of deposits of payment of interest there on during the year and if so, number of such cases and the total amount involved	There was no default in repayment of Deposits or payment of interest there on
d) At the beginning of the year	NIL
Maximum during the year	NIL
At the end of the year	NIL
The details of Deposits which are not in compliance with the requirements of Chapter V of the Act	NIL

STATUTORY AUDITORS

Messrs. S.R. Batliboi & Associates, LLP, Chartered Accountants, Chennai (ICAI Registration Number of the firm is 101049W/E300004) were appointed as Statutory Auditors of our Company in our Eightieth Annual General Meeting held on 14th September 2017 and they hold office till the conclusion of our Eighty Fifth Annual General Meeting on a remuneration as the Board of Directors of the Company may determine, in addition to travelling and out of pocket expenses

INTERNAL AUDITORS

Messrs.M.R.Ravichandran & Co, Chartered Accountants, Chennai were appointed as Internal Auditors of the Company on 20th October 2017 consequent to the appointment of Mr V V Sridharan as Chief Financial Officer on 28th September 2017.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Information Under Section 134 (3) (m) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 and forming part of Directors Report for the year ended 31st March 2018.

Research and Development, Technology Absorption and Conservation of Energy

The main focus of the Company's Research and Development effort is on Energy Conservation, process up gradation and environmental preservation

Better utility of Resources, to minimize cost & wastage. Continuous efforts are on to reduce wastage in use of Power and Fuel.

Foreign Exchange Earnings And Outgo

During the year under review, Foreign Exchange Earnings amounted to Rs.13.21 Lakhs as against Rs.121.75 Lakhs during previous year.

The total Foreign Exchange Outgo during the year under review was Rs.199.48 Lakhs as against Rs.503.39 Lakhs during previous year.

DIRECTORS

VACATION OF OFFICE BY DIRECTOR

In the Annual General Meeting held on 14th September 2017, Mr S V Narasimha Rao vacated his office as Executive Director.



BEARDELL LIMITED

CIN NO : L65991TN1936PLC001428

APPOINTMENT AND RE-APPOINTMENT OF DIRECTORS

Mrs Vijayalakshmi Ravindranath was appointed as an Additional Independent Director to hold office for 5 consecutive years from 20th October 2017 to 19th October 2022. The appointment is subject to the approval and confirmation of the shareholders in the ensuing Annual General Meeting.

Mrs. Jayasree Anumolu retires by rotation at this Annual General Meeting, and being eligible, offers herself for reappointment.

DECLARATION BY INDEPENDENT DIRECTORS:

The declaration by Independent Directors has been placed in our web site www.beardsell.co.in

FORMAL ANNUAL EVALUATION:

The Board members and the Committee members performed their functions as required by the Companies Act 2013 and as per the regulatory framework of Securities and Exchange Board of India. The Company has received the annual evaluation report from the Directors. The Board of Directors individually and as a whole has been formally evaluated by the Independent Directors at their meeting held on 12th February 2018.

NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS:

During the financial year 2017-18 Ten Board Meetings were held on 06/05/2017, 25/05/2017, 22/07/2017, 08/08/2017, 13/09/2017, 28/09/2017, 20/10/2017, 14/12/2017, 12/02/2018 and 17/03/2018.

AUDIT COMMITTEE:

During the financial year 2017-18 Six Audit Committee Meetings were held on 25/05/2017, 22/07/2017, 13/09/2017, 28/09/2017, 14/12/2017 and 12/02/2018..

Composition and Attendance record of the members of the Committee is as under:

S.No	Member	Designation	No. of meetings attended
1	Mr. R. Gowri Shanker	Independent	6
2	Mr. V.J. Singh	Independent	6
3	Mr Bharat Anumolu	Managing Director	6

VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES

The Company has established a vigil mechanism for directors and employees to report genuine concerns and the same is hosted in our website www.beardsell.co.in

NOMINATION AND REMUNERATION COMMITTEE

During the financial year 2017-18 three Committee meetings were held on 22/07/2017, 08/08/2017 and 20/10/2017.

S.No	Member	Designation	No. of meetings
1	Mr. R. Gowri Shanker	Independent	3
2	Mr. V.J. Singh	Independent	3
3	Mrs A Jayasree	Non- Executive	2

CORPORATE SOCIAL RESPONSIBILITY REPORTING (CSR)

CSR Reporting forms part of this Report.

During the financial year 2017-18 one Committee meeting was held on 12/02/2018.

S.No	Member	Designation	No. of meetings attended
1	Mr Bharat Anumolu	Managing Director	1
2	Mrs Jayasree Anumolu	Non Executive Director	1
3	Mrs Vijayalakshmi Ravindranath	Independent Director	1

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

- (i) Loans : NIL
- (ii) Guarantees : Nil
- (iii) Investments : Rs.181.08 lacs

SECRETARIAL AUDIT REPORT:

A Secretarial Audit Report given by Lakshmmi Subramanian & Associates, Practicing Company Secretaries, Chennai is annexed to this report.

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE:

M/s Batliboi & Associates, LLP, Chartered Accountants, Chennai have given a certificate regarding compliance of conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement and the same is annexed to this report

RISK MANAGEMENT POLICY:

The Company has developed and implemented a risk management policy including identification therein the elements of risk which in the opinion of the Board may threaten the existence of the company.

COST AUDIT

Your company has appointed Mr M. Krishnaswamy, Practicing Cost Accountant, Chennai (FCMA No.5944) as Cost Auditor for the financial year 2017-18 with the consent of the Central Government for the Audit of Cost Accounts maintained by the Company.

EMPLOYEE RELATIONS

The relations between the employees and management continued to be cordial during the year.

DIRECTORS' RESPONSIBILITY STATEMENT:

As required by Sec. 134 (3) [c] of the Companies Act, 2013, your Directors further report that:

- I In preparation of the annual accounts, applicable accounting standards have been followed along with proper explanation relating to material departures;
- II The Directors have selected 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 as on 31st March, 2018 and of the Profit of the Company for financial year ended 31st March, 2018;
- III The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- IV The Directors have prepared the Annual Accounts on a going concern basis.
- V The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- VI The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

REMUNERATION POLICY OF THE COMPANY

The remuneration policy of the Company comprising the appointment and remuneration of the Directors, Key Managerial Personnel and Senior Executives of the Company including criteria for determining qualifications, positive attributes, independence of a Director and other related matters has been hosted in our website www.beardsell.co.in.

CORPORATE GOVERNANCE

Your Directors report that your Company has been fully compliant with the SEBI ICDR Regulations on Corporate Governance, which have been incorporated in Clause 49 of the Listing Agreement. A detailed report on this forms part of Annexure.

ACKNOWLEDGEMENT

Your Directors gratefully acknowledge the continued support received from the Bankers, Principals/Suppliers, Customers and Employees.

For and on behalf of the Board

Bharat Anumolu
Managing Director

V J Singh
Director

Hyderabad
6th August , 2018

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

Form No. AOC-2: (Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014).

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

Details of contracts or arrangements or transactions not at arm's length basis	:	Nil
Details of material contracts or arrangements or transactions at arm's length basis:		
1) Name of the related party and nature of relationship	:	GunnamSubbaRao Insulation Pvt Ltd.,
i. Nature of contracts/arrangements/transactions	:	Lease of land and buildings to Beardsell Ltd
ii. Duration of contracts/arrangements/transactions	:	On Going
		Rs.In Lakhs
iii. Salient terms of contract including value	:	Lease Rentals 48.00 per Annum
iv. Date of Approval if any	:	25thMay 2017
v. Amount Paid as advances if any	:	NIL

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES:

BOARD'S REPORT FOR THE YEAR ENDED 31/03/2018 PARTICULARS OF EMPLOYEES:

(A) Information as per Section 197 (12) read with Rule 5 (1) of The Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014:

(i) The ratio of Remuneration of each Director to the median remuneration of the employees of the Company for the financial year:

Name of the Director	Ratio
Mr. Bharat Anumolu	21.24
Mr. S.V. Narasimha Rao	*
Mr. Amrith Anumolu	17.00
Mrs Jayasree Anumolu	*
Mr R Gowri Shanker	*
Mr. V J Singh	*
Mrs Vijayalakshmi Ravindranath	*

The median remuneration of the employees of the company during the Financial Year 2017-18 was Rs.3,53,085/-

(*) The sitting fees received by the non-executive Independent Directors was less than the median remuneration of employee and hence the ratio is not provided.

(ii) The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary in the financial year:

Name of the Director	Designation	% of increase in Remuneration
Mr. Bharat Anumolu	Managing Director	108.33%
Mr. S.V. NarasimhaRao	Executive Director	---
Mr. Amrith Anumolu	Jt Managing Director	66.66%
Mrs.Vijayalakshmi Ravindranath	Independent Director	#
Mr. R.Gowri Shanker	Independent Director	#
Mr. VJ.Singh	Independent Director	#
Mrs. Jayasree Anumolu	Non-Executive Director	#
Mr V V Sridharan	Chief Financial Officer	-
Mr. K.Murali	Company Secretary	-

(#) The remuneration to non-executive Independent Directors comprises of sitting fees for attending the Board / Committee meetings. The actual payment of sitting fee is based on the number of meetings attended by the Directors. In view of the aforesaid facts, the calculation of percentage increase in remuneration would not be meaningful and hence not provided.

The percentage increase in the remuneration of Chief Financial Officer and Company Secretary in the financial year: NIL



- (iii) The percentage increase in the median remuneration of employees in the financial year: 1.12%
- (iv) The number of permanent employees on the rolls of the company: 287
- (v) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: NIL
- (vi) Affirmation that the remuneration is as per the remuneration policy of the company:
The Company affirms that the remuneration is as per the Remuneration Policy of the Company.

(B) Information as per section 197 (12) read with Rule 5 (2) and 5(3) of The Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014:

- (i) None of the employee were in receipt of remuneration for the financial year 2017-18, which, in aggregate, was not less than sixty lakh rupees; and
- (ii) None of the employee who were employed for a part of the financial year 2017-18 were in receipt of remuneration for any part of the financial year 2017-18, at a rate, which, in the aggregate, was not less than five lakh rupees per month.

MANAGEMENT DISCUSSIONS AND ANALYSIS

Indian Economic Overview

The year 2017-18, which was marked by various structural reforms by the Government, witnessed significant steps like resolution of non-performing assets of banks, Banks recapitalization, Foreign Direct Investment (FDI) opportunities, and introduction of Goods & Services Tax (GST). Moreover, Export growth rebounded during FY17 and strengthened further in FY18 after remaining in negative territory for a couple of years.

World Bank, an international financial institution that provides loans to countries of the world for capital projects, estimates India's economic growth to accelerate to 7.3% in FY19 and 7.5% in FY20 as against an estimate of 6.6% growth for FY18. According to the report published by the institution, strong private consumption and services are expected to continue to support India economic growth. Introduction of GST is expected to support economic activity and fiscal sustainability over the long term, by reducing the cost of complying with multiple state tax systems, drawing informal activity into the formal sector and expanding the tax base. Moreover, private investments are expected to revive as the corporate sector adjusts to the GST. The recapitalisation package for public sector banks announced by the Government is expected to resolve banking sector Balance Sheets, enhance credit to the private sector and spur investment.

World Economic Forum's Global Competitiveness Report 2017 ranked India at 23 in the Global Competitiveness Index. This was very encouraging and impressive as it improved from rank 39 in 2016. The report states that disruptions by demonetisation could have dampened short-term GDP growth, but could prove beneficial over the long-term. The imposition of demonetisation in India helped in increase of digital transactions which is necessary considering the change in economic environment.

Our Business Overview

Beardsell is primarily present into manufacturing of Insulation products and servicing. The Insulation segment comprises of two major divisions; Pre-fabricated products and Packaging & Moulded products. In Pre-fabricated division, the company manufactures panel products which find applications in sectors

like clean rooms, cold storages, affordable housing, site offices, food processing plants, pharma, roofing applications etc. In Packaging & Moulded products division, the company manufactures panels primarily used for composite packaging, anti-static packaging, building insulation etc. and find applications in high growth industries like consumer durables.

Our expert solution QuikBuild under our prefab division which can be used for various building applications. It is an excellent replacement for brick walls, masonry block walls, pre-cast concrete panels, and even load bearing slab. The QuikBuild panels can also be used for floor systems and ceilings including roof structures. It has various advantages over the conventional building systems currently in use. The savings in material, labour, capital and time are substantial while at the same time providing additional benefits like thermal insulation and waterproofing.

Under this QuikBuild construction system, we have a superior product called STEILWALLZ, which is a pre-engineered panel and has various advantages over the traditional system. This product find applications in exterior/interior walls, retaining walls, swimming pool walls, boundary walls etc.

Our Isobuild panel system for clean rooms is widely accepted from major industries like pharma, electronics and chemicals. We are the leading turnkey solution provider of pharma clean rooms in India as this solution provides several advantages like better structural strength, air tight joints, dust elimination etc.

In Packaging & Moulded products division, we have been leading the innovations in packaging design and development and has successfully developed cost effective EPS packaging. We design the right sized buffer so that the product is adequately protected from shock and vibration. Our factories with state of the art machinery are capable of producing high-quality products in large volumes to meet the delivery schedules. We offer an integrated solution wherein we design and manufacture the mould also. Our composite

packaging offers our customers a one-vendor solution to their packaging needs. We can potentially integrate materials/items such as wooden pallets, corrugated board, EPE/EPs and air bubble sheets. With our composite packaging, the customer only needs to take their product and put it into our packaging before dispatching. There is no packaging assembly required at the customer's site.

Insulation Industry Structure, Developments and Outlook on Opportunities

The global Insulation materials market, which was valued at about USD 65 million in 2017, is expected to expand at more than 8% CAGR in the next 5 years. The insulation materials market in Asia Pacific is expected to expand at more than 9% CAGR in the next 5 years, better than the global growth expectations, due to significant increase in building & construction activities across developing economies such as China and India.

This overall Insulation industry in India has been expanding considerably and is expected to rise exponentially in the coming years led by rise in demand for these materials in various major growing industries like affordable housing, pharma, consumer durables, retail, speciality & defence etc. The prefab market in India is estimated to expand at a rapid pace due to the significant increase in building & construction activities across the country, increased industrial construction, growing retail business activities and Government of India's thrust & encouraging policies on cold storages and increase in demand of clean rooms.

Both of our major divisions; Pre-fabricated panel products and Expanded Polystyrene (EPS) products have been showing huge growth potential as the demand for these products are expected to grow significantly going forward considering the revival in economic activities like rebound of private consumption and public investments.

Prefabricated Panel Products

Demand for pre-fabricated panel products is expected to rise considerably primarily due to increase in demand for affordable housing, site offices, clean rooms, cold storages & food processing plants, pharma, roofing applications etc.

The **Housing** demand in India is expected to increase significantly led by the rise in "per capita income" and government focus on its ambitious project "Housing for All" by 2022. Moreover, families are becoming more nuclear and the number of family members per household dips which is also the major driver for rise in housing demand. According to one government survey, the urban housing shortage remains substantial at 12 million homes. In the FY19 Annual Budget, the Pradhan Mantri Awas Yojana (PMAY Urban) launched in 2015 is aiming to build over 2 crore homes in urban areas by 2022. The **Roofing Industry**, which is currently valued at about Rs 42,000 crore, is expected to grow at 6-8% depending on GDP growth, rural income and the monsoons. In India, the fibre cement roofing Industry has a market of nearly Rs 12,000 crore and has an opportunity from Kutch and semi Pucca houses. Moreover, the current industry composition provides a huge opportunity with the implementation of GST. In the scenario of improving rural and semi urban market alongside GST implementation and Government initiatives in the direction of affordable housing and farm income, Beardsell with its capacity expansion, large product portfolio and wide distribution reach is likely to be one of the biggest

beneficiaries in the sector. Demand for **Clean Rooms** are also increasing from the industries like pharma, electronics and chemicals as these industries find need of clean spaces for specialized industrial products (like pharmaceutical items, microprocessors etc.) and to do scientific research.

Cold Chain & Food Processing industry poses a strong outlook led by increasing demand for convenience foods. The growth of online grocery stores and rise in e-retail market is also creating demand for cold chain services. Moreover, the Government has come out with favourable initiatives for cold chain industry because of rising exports of seafood, dairy products and other perishable items.

QuikBuild® and SteilWallz

Our Quik Build construction system is poised for the exponential growth going forward after getting approvals by Building Materials & Technology Promotion Council (BMTPC) and Central Public Works Department (CPWD). SteilWallz panels, our superior product in Quik Build solutions, finds applications in construction of low cost housing and well accepted because of its advantages like easy to use, built in safety, cost control etc. Moreover, the technology is approved by Pradhan Mantri Awas Yojna (PMAY) – Housing for all, which is a significant positive development for this industry.

Our Isobuild solutions for clean rooms have been getting very encouraging response from the clients as it has several advantages as compared to the traditional building structures.

Packaging and Moulded Products

The EPS products, which find applications into insulation and packaging, have been showing strong growth potential from industries like consumer durables.

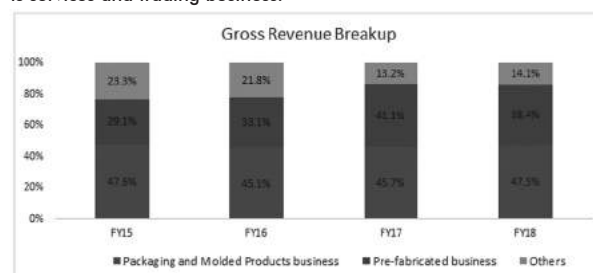
Given the rising disposable income & urbanisation trend, push for rural housing and widely available financing schemes, the consumer durables industry in India is expected to grow in double digits growth rate over the next five years. Moreover, the growing trend of electrification across India has improved the demand for luxury products like ACs, refrigerators and washing machines, which eventually helps the Insulation & Packaging industry to grow at a strong rate.

Furthermore, the GST rollout (from July 2017) and recent implementation of the E-Way bill will lead to a shift from an unorganised to organised manner of conducting business over the medium-to-long term which would result in rapid growth for organised players.

Segment Wise Performance

Beardsell has two business segments; Prefab products and packaging & molded products segment.

Revenues from Packaging & Molded products stood at Rs 82.20 crore in FY18, which is 48% contribution to revenues and Prefab products was at Rs 66.50 crore, which contributes 38% to the revenues and rest is services and trading business.





BEARDSSELL LIMITED

CIN NO : L65991TN1936PLC001428

ANNEXURE REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY

The Company strives towards ensuring transparency and professionalism in all decisions and spheres of operation, achieving excellence in Corporate Governance by conforming to the prevalent mandatory guidelines on Corporate Governance and to enhance shareholder value through sound business decisions driving the organisation forward without undue restraints along with prudent framework of accountability and financial management.

2. BOARD OF DIRECTORS

a) Composition

The information on Composition of the Board, Directors Attendance at the Board Meetings held during the year and at the last Annual General Meeting, Directorships and Committee position held in other Companies are as under:

Name of the Director	Category	Attendance in Previous AGM held on 14/09/2017	Attendance in Board Meetings	No. of Directorship held in Other Public Limited Companies		Committee Position held in other Companies	
				Director	Chairman	Member	Chairman
Mr. Bharat Anumolu	Managing Director Promoter	Present	10	-	-	-	-
Mr. S.V Narasimha Rao*	Executive Director Member	Present	2	1	-	1	-
Mrs. Vijayalakshmi Ravindranath**	Non Executive Independent	-	2	-	-	-	-
Mr.R.Gowri Shanker	Non Executive Independent	Present	10	-	-	-	-
Mr.Amirth Anumolu	Jt Managing Director Promoter	-	5	-	-	-	-
Mr.V. J Singh	Non Executive Independent	Present	10	-	-	-	-
Mrs.AnumoluJayasree	Non Executive Promoter	-	4	-	-	-	-

* Mr.S.V.Narasimha Rao vacated office on 14th September 2017

** Mrs Vijayalakshmi Ravindranath was appointed as Additional Independent Director on 20th October 2017.

b) Number of Board Meetings held during the year and dates of Meeting:

During the financial year 2017-18 Ten Board Meetings were held on 06/05/2017, 25/05/2017, 22/07/2017, 08/08/2017, 13/09/2017, 28/09/2017, 20/10/2017, 14/12/2017, 12/02/2018 and 17/03/2018.

3. AUDIT COMMITTEE

I Terms of Reference

The role, terms of reference and authority and powers of this committee are in conformity with the Listing Agreement. The essential functions of the committee include review of systems and procedures, overseeing the functioning of internal audit, the effectiveness of controls and regulatory compliances. It also reviews with management, Company's financial statements, and financial reporting process, disclosure of financial information and observations of auditors before submission to the Board. It recommends the appointment of statutory auditors and their fees.

II Composition and attendance Audit Committee Meeting

During the financial year 2017-18 Six Audit Committee Meetings were held on 25/05/2017, 22/07/2017, 13/09/2017, 28/09/2017, 14/12/2017 and 12/02/2018..

Sl.No	Member	Designation	No. of Meetings Attended
1.	Mr Bharat Anumolu	Managing Director	6
2.	Mr R GowriShanker	Independent Director	6
3.	Mr V J Singh	Independent Director	6

4. NOMINATION AND REMUNERATION COMMITTEE

The Company is having a Nomination and Remuneration Committee in line with the amended Listing Agreement, which is responsible for all matters concerning appointment and recommending the remuneration payable to Directors. The Committee comprises Mr. V J Singh, Mr R GowriShanker and Mrs.A.Jayasree. The Committee met thrice during the year on 22/07/2017, 08/08/2017 and 20/10/2017.

a) SITTING FEES PAID TO DIRECTORS FOR THE FINANCIAL YEAR 2017-2018

(Rs.in Lakhs)

S.No	Directors	Sitting Fees
1	Mr R GowriShanker	3.15
2	Mr V J Singh	3.00
3	Mrs Vijayalakshmi Ravindranath	0.60
4	Mr Bharat Anumolu	2.70
5	Mr Amrith Anumolu	0.90
6	Mrs Anumolu Jayasree	1.05
7	Mr S V Narasimha Rao	0.30
	Total	11.70

b) REMUNERATION PAID TO WHOLE TIME DIRECTORS

S.No	Name	Salary	Perquisites And Allowances	Commission To be Paid*	Contribution to Provident Fund and Super Annuation funds	Total
1	Mr Bharat Anumolu	42.12	27.57	5.31	11.37	86.37
2	Mr S V Narasimha Rao	1.81	1.16	-	0.49	3.46
3	Mr Amrith Anumolu	22.22	15.03	22.75	6.00	66.00
	Total	66.15	43.76	28.06	17.86	155.83

*Commission is to be paid only in the Current Financial Year. A provision for the same has been made in the Financial Statement for the year ending 31st March, 2018.

5. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

CSR COMMITTEE COMPRISES OF THE FOLLOWING DIRECTORS:

Sl.No	Member	Designation	No. of Meetings Attended
1.	Mr Bharat Anumolu	Managing Director	1
2.	Mrs Jayasree Anumolu	Non-Executive Director	1
3.	Mrs.Vijayalakshmi Ravindranath	Independent Director	1

6. STAKEHOLDERS' RELATIONSHIP COMMITTEE:

The Company is having a Stakeholders Relationship Committee in line with the amended Listing Agreement, which is responsible for all matters concerning the share transfers, transmissions, issue of duplicate Share Certificates and redressal of Investor's Grievances. The Committee comprises Mr.R Gowri Shanker, Mr V J Singh and Mr A Bharat.

Mr.K.Murali, Company Secretary, is the Compliance Officer.

Details of number of complaints received and redressed during the year are given below:

Opening Balance	Received During the Financial Year 2017-2018	Resolved During the Financial Year 2017-2018	Closing Balance
NIL	NIL	NIL	NIL



BEARDSSELL LIMITED

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7. ANNUAL GENERAL MEETINGS

i) Details of the last three Annual General Meetings of the Company are given below:

Financial Year	AGM	LOCATION	Date	Time
2016-2017	80 th	NaradaGana Sabha 314 T T K Road Chennai – 600 018	14/09/2017	10.00 A.M.
2015-2016	79 th	NaradaGana Sabha 314 T T K Road Chennai – 600 018	12/08/2016	10.00 A.M.
2014-2015	78 th	NaradaGana Sabha 314 T T K Road Chennai – 600 018	13/08/2015	10.00 A.M.

ii) SPECIAL RESOLUTION PASSED IN THE THREE ANNUAL GENERAL MEETING:

Year	Date	Special Resolution Considered
2016-2017	14/09/2017	2
2015-2016	12/08/2016	-
2014-2015	13/08/2015	-

SPECIAL RESOLUTION PASSED THROUGH POSTAL BALLOT DURING THE YEAR:

Year	Date	Special Resolution Considered	Ordinary Resolution Considered
2017-2018	24/04/2017	3	1

8. Prevention of Insider Trading

The Company has framed a Code of Conduct for Prevention of Insider Trading based on SEBI (Prohibition of Insider Trading) Regulations, 1992. This code is applicable to all Directors / officers (including Statutory Auditors) / designated employees. The code ensures the prevention of dealing in Company's shares by persons having access to unpublished price sensitive information and available on our Company's website www.beardsell.co.in

9. DISCLOSURE

- There were no materially significant related party transactions with Directors / promoters / management which had potential conflict with the interests of the Company at large.
- Periodical disclosures from Senior Management relating to all material financial and commercial transactions, where they had or were deemed to have had personal interest, that might have had a potential conflict with the interest of the Company at large were placed before the Board.
- The Company has followed the Guidelines of Accounting Standards laid down by the Institute of Chartered Accountants of India (ICAI) in preparation of its financial statements.
- During the year under review, the Company has not raised any funds from public issue, rights issue or preferential issue.
- During the last three years, there were no strictures or penalties imposed on the Company either by Stock Exchanges or by SEBI or any statutory authority for non-compliance on any matter related to capital markets.
- Vigil Machenism Policy and affirmation that no personnel have been denied to the Audit Committee:
The Company has established a Vigil mechanism Policy. No personnel have been denied access to the Audit Committee.

10. CODE OF CONDUCT

The Board has laid-down a "Code of Conduct" (Code) for all the Board members and the senior management of the Company and the Code is posted on the website of the Company www.beardsell.co.in. Annual declaration regarding compliance with the Code is obtained from every person covered by the Code of Conduct. A declaration to this effect signed by the Managing Director is forming part of this report.

11. COMPLIANCE WITH CORPORATE GOVERNANCE NORMS

The Company has complied with the mandatory requirements of the Code of Corporate Governance as stipulated in Clause 49 of the Listing Agreement with the Stock Exchanges. The Company has submitted the compliance report in the prescribed format to the stock exchanges for the quarters ended June 30, 2017, September 30, 2017, December 31, 2017 and March 31, 2018. The Statutory Auditors have certified that the Company has complied with the conditions of corporate governance as stipulated in Clause 49 of the listing agreements with the stock exchanges. The said certificate is annexed to this Report and will be forwarded to the Stock Exchanges and the Registrar of Companies, Tamilnadu, Chennai, along with the Annual Report.

12. CEO/CFO CERTIFICATION

The Board has received certificate from Managing Director and Chief Financial Officer they have discharged the obligations under the Corporate Governance Guideline prescribed by SEBI.

13. MEANS OF COMMUNICATION

In compliance with the requirements of Listing Agreements, Company regularly submits un-audited as well as audited financial results to the Stock Exchange. These financial results are normally published in Trinity Mirror English and Makkalkural Tamil.

14. GENERAL SHARE HOLDERS INFORMATION

a) General Body Meeting

The 81st Annual General Meeting of the Company will be held on 29th September 2018 at 10.00 A.M. at "Mini Hall" Sat guru Gnananada Hall, Naradaganasabha, 314, T.T.K Road, Chennai 600 018.

b) Financial Calendar

The Next Financial Year covers the period from 1st April, 2018 to 31st March, 2019.

Results for the Period	Expected Date of Completion
First Quarter	August, 2018
Second Quarter and Half Yearly	November, 2018
Third Quarter	February, 2019
Fourth Quarter	May, 2019

c) Date of Book Closure :

22nd September, 2018 to 29th September 2018 (both days inclusive).

d) Interim Dividend paid on Equity Shares : @ Re.0.24 per Share (12 percent) Payment Date :31st March, 2018

e) (i) Shareholding Pattern as on 31st March, 2018

	Category	No. of Share Holders	No. of Shares Held	Percentage of Share Holding
A	Promoter And Promoters Holding			
	a. Individuals	3	17737750	63.13
	b. Central Government and State Government	-	-	-
	c. Bodies Corporate	1	3328320	11.84
	d. Foreign Promoters	-	-	-
	Total Share Holding Of Promoter And Promoters Group	4	21066070	74.97
B	Public Share Holding			
	1 INSTITUTIONS			
	A Mutual Funds	-	-	-
	B Venture Capital Funds	-	-	-
	C Alternative Investment Funds			
	D Foreign Venture Capital Investors	-	-	-
	E Foreign Portfolio Investors	-	-	-
	F Financial Institutions / banks	6	24240	0.09
	G Insurance Companies	-	-	-
	H Provident Funds / Pension Funds	-	-	-
	I Any other			
	Central Government / State Government (s)	1	108000	0.38
	J Market Maker	-	-	-
	SUBTOTAL (B) (1)	7	132240	0.47
	2 Central Government / State Government President of India	-	-	-



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	3	NON – INSTITUTIONS					
	A	INDIVIDUALS					
		I	Individual Shareholders holding Nominal Share Capital up Rs.2.00 Lakhs		5315	4072973	14.51
		II	Individual Shareholders holding Nominal Share Capital in excess of Rs.2.00 Lakhs		7	1957886	6.97
		b.	NBFCs Registered with RBI		-	-	-
		c.	EMPLOYEE TRUSTS		-	-	-
		d.	Overseas Depositories (holding DRs) (balancing figure)		-	-	-
		e.	ANY OTHER		-	-	-
			Bodies Corporates		76	687380	2.45
			Clearing Members		9	8835	0.03
			Foreign Nationals		1	1200	0
			Hindu Undivided Families		127	118738	0.42
			Non Resident Indians- non –Repat		28	36875	0.13
			Non Resident Indians-Repat		27	16199	0.06
			Trusts		1	612	0.01
					5591	6900698	24.55
			TOTAL = B(1)+B(2)+B(3)		5598	7032938	25.03
	TOTAL				5602	28099008	100.00

(ii) DISTRIBUTION OF HOLDINGS AS ON 31ST MARCH, 2018

No of Shares	Share Holders		Share Amount	
	Nos	% to Total Number of Shares	In Rs.	% to Total Share Amount
Up to 5000	5466	97.57	5574000	9.92
5001 TO 10000	84	1.50	1159460	2.06
10001 TO 20000	20	0.36	571772	1.02
20001 TO 30000	8	0.14	400398	0.71
30001 TO 40000	2	0.04	139560	0.25
40001 TO 50000	2	0.04	184266	0.33
50001 TO 100000	7	0.12	856448	1.52
100001 AND ABOVE	13	0.23	47312112	84.19
	5602	100.00	56198016	100.00

f) Share Transfer Systems

The Company has entered into agreements with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for dematerialisation of the Company's shares. The ISIN No., allotted is INE520H01022. Members now have the option to hold their shares in demat form either through the NSDL or CDSL.

g) Dematerialization of Shares as on 31st March, 2018 - 25377542 shares (90.31%) have been dematerialized.

h) Registrar and Share Transfer Agents

Cameo Corporate Services Limited, Chennai is the Registrar and Share Transfer Agent of the Company.

Address of the Share Transfer Agent:

The General Manager
M/s Cameo Corporate Services Limited
Subramanian Building,
No. 1, Club House Road,
Chennai 600 002.

Tel: (044) 28460390-91 e-mail: cameo@cameoindia.com

i) Listing on Stock Exchange

The shares of the Company are listed in National Stock exchange Limited (NSE) and BSE Limited. Listing fees has been paid up-to-date.

Stock Code in NSE: "BEARDELL" .
SCRIP Code in BSE: "539447"

j) Market Price Datas:

Monthly High / Low & Closing Prices during each month in the financial year 2017-2018

NATIONAL STOCK EXCHANGE LIMITED					BSE LIMITED			
Month	High Rs.	Low Rs.	Closing Rs.	Volume Traded	High Rs.	Low Rs.	Closing Rs.	Volume Traded
*Share Value Rs.10/- per Share					*Share Value Rs.10/- per Share			
April 2017	444.00	347.00	441.20	23364	454.40	346.75	450.60	35975
May 2017	486.40	453.00	486.40	5003	496.75	463.50	496.55	24320
**Share Value Rs.2/- per Share					**Share Value Rs.2/- per Share			
May 2017	93.80	60.80	60.80	129769	92.75	59.80	59.80	174257
June 2017	63.50	50.75	53.35	140153	64.35	51.00	53.75	98382
July 2017	61.00	48.70	50.85	71520	61.70	51.20	52.85	35456
August 2017	58.00	47.10	53.00	70479	58.00	48.55	52.25	57010
September 2017	77.95	51.00	70.30	513053	77.65	52.15	69.70	173341
October 2017	76.30	62.05	68.40	277610	74.00	62.50	69.00	89940
November 2017	72.00	56.10	65.60	250946	74.40	57.00	67.10	70339
December 2017	70.00	58.30	66.85	145611	69.90	59.00	67.25	33389
January 2018	74.00	58.00	60.20	149737	74.00	57.20	61.90	39081
February 2018	68.80	53.00	56.50	128060	74.00	53.10	56.05	122775
March 2018	57.95	47.00	48.05	103430	74.00	46.20	47.00	1219367

BEFORE STOCK SPLIT OF SHARES @ Rs.10/- per Share

**** AFTER STOCK SPLIT OF SHARES @ Rs.2/- per Share**

k) Address For Correspondence

Registered Office:
Secretarial Department
BEARDSSELL LTD
47, Grems Road,
Chennai-600006

Tel: (044) 28293296
Email: ho@beardsell.co.in

l) Company Plant Locations :

TTC Industrial Area, Thane Belapur Road, Navi Mumbai, Maharashtra
Govindamedu Village, Killachery (PO & Panchayat) Mappedu, Thiruvallur Dt., Tamil Nadu
Bonthapally Village, Jinnaram Mandal, Medak District, Andhra Pradesh
B-113/1, M.I.D.C, Tasawade, PO. Umbaraj, Karad, Taluka Karad, Dist. Satara Maharashtra
415 019.

m) e-mail ID for redressal of investor complaints:

An e-mail id has been created for Redressal grievance division/ Compliance officer exclusively for the purpose of registering the complaints of the investors. Investors may send their complaints to igrc@beardsell.co.in

COMPLIANCE

Company has obtained a certificate from Auditors regarding compliance of conditions of Corporate Governance as stipulated under Clause 49 of the Listing Agreement which is attached to this report.

For and on behalf of the Board
Bharat Anumolu
Managing Director



V J Singh
Director

Hyderabad
August 6, 2018



BEARDELL LIMITED

CIN NO :L65991TN1936PLC001428

FormNo.MGT-9

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

I. REGISTRATION AND OTHER DETAILS:					
1.	C IN	L65991TN1936PLC001428			
2.	Registration Date	23 rd November, 1936			
3.	Name of the Company	BEARDELL LIMITED			
4.	Category/Sub-category of the Company	PUBLIC LIMITED COMPANY			
5.	Address of the Registered office & contact Details	47 Greames Road, Chennai 600 006 E-Mail: ho@beardsell.co.in Phone No. 28293296			
6.	Whether listed company	YES			
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	M/s . Cameo Coporate Services Limitied Subramanian Building No,1 Club House Road Chennai – 600 002 Tel : (044) 28460390 -91			
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					
S NO	Name and Description of Main Products/ Services	NIC CODE	% TO TOTAL TURN OVER OF THE COMPANY		
1.	INSULATION	45302	93.40%		
2	TRADING		6.60%		
III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES					
S.NO	NAME OF THE COMPANY	CIN NUMBER OF THE COMPANY	Holding / Subsidiary/ Associate	% of shares Held	Applicable Section
1	SAROVAR INSULATION PRIVATE LIMTIED	U32109TZ1999PTC008729	SUBSIDIARY	100%	2(87)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)										
(i) Category-wise Share Holding										
Category code	Category of Shareholder	No. of shares held at the beginning of the year as on 01/04/2017				No. of shares held at the end of the year as on 31/03/2018				% Change during the year
A	PROMOTERS	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
1.	INDIAN									
a.	INDIVIDUALS/HINDU UNDIVIDEDFAMILY	2956250	-	2956250	63.13	17737750	-	17737750	63.13	63.13
b.	CENTRAL GOVERNMENT/ STATE GOVERNMENT(S)	-	-	-		-	-	-	-	
c.	BODIES CORPORATE	554720	-	554720	11.84	0.0000	-	3328320	11.84	11.84
d.	FINANCIAL INSTITUTIONS/ BANKS	-	-	-	-	-	-	-	-	-
e.	ANY OTHER									
	SUB - TOTAL (A)(1)	3510970	-	3510970	74.97	21066070	-	21066070	74.97	74.97
2.	FOREIGN									
a.	INDIVIDUALS (NON-RESIDENT INDIVIDUALS/FOREIGNINDIVIDUALS)	-	-	-	-	-	-	-	-	-
b.	BODIES CORPORATE	-	-	-	-	-	-	-	-	-
c.	INSTITUTIONS	-	-	-	-	-	-	-	-	-
d.	QUALIFIED FOREIGN INVESTOR	-	-	-	-	-	-	-	-	-
e.	ANY OTHER									
	SUB - TOTAL (A)(2)	-	-	-	-	-	-	-	-	-
	TOTAL SHARE HOLDING OF PROMOTER AND PROMOTER GROUP (A) = (A)(1)+(A)(2)	3510970	-	3510970	74.97	21066070	-	21066070	74.97	74.97
B.	PUBLIC SHAREHOLDING									
1.	INSTITUTIONS									
a.	MUTUAL FUNDS/UTI	-	-	-	-	-	-	-	-	-
b.	FINANCIAL INSTITUTIONS/BANKS	-	4040	4040	0.09	-	24240	24240	0.09	0.09
c.	CENTRAL GOVERNMENT/ STATE GOVERNMENT(S)	-	18000	18000	0.38	-	108000	108000	0.38	0.38
d.	VENTURE CAPITAL FUNDS	-	-	-	-	-	-	-	-	-
e.	INSURANCE COMPANIES	-	-	-	-	-	-	-	-	-
f.	FOREIGN INSTITUTIONALINVESTORS	-	-	-	-	-	-	-	-	-

Beginning of the year as on 01/04/2017 - Share value Rs.10/- per Share and End of the year as on 31/03/2018 share value Rs.2/- per share .

Number of Shares increased Due to Sub-division of nominal value of each Equity Share ofRs. 10/- (Rupees Ten only) each into 5 Equity Shares of Rs.2/- (Rupee two only) on 5th May, 2017 and Allotment 4683168 Bonus Equity shares in the ratio of 1 (one) Equity share of Rs.2/- each for every 5 (five) existing equity shares of Rs.2/-each to those shareholders whose name appears in the register of Members as on the record date 5th May, 2017



BEARDELL LIMITED

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2.	NON-INSTITUTIONS									
a.	BODIES CORPORATE	25219	91228	116447	2.49	151712	535668	687380	2.45	2.45
b.	INDIVIDUALS -									
	I INDIVIDUAL SHAREHOLDERS HOLDING NOMINAL SHARE CAPITAL UPTO RS. 1 LAKH	244168	350969	595137	12.71	1740865	1963884	3704749	13.18	13.18
	II INDIVIDUAL SHAREHOLDERS HOLDING NOMINAL SHARE CAPITAL IN EXCESS OF RS. 1 LAKH	379773	26375	406148	8.67	2265510	60600	2326110	8.28	8.28
c.	QUALIFIED FOREIGN INVESTOR	-	-	-	-	-	-	-	-	-
d.	ANY OTHER									
	CLEARING MEMBERS	5481	-	5481	0.12	8835	-	8835	0.03	0.03
	FOREIGN NATIONALS	200	-	200	0.00	1200	-	1200	-	0.00
	HINDU UNDIVIDED FAMILIES	17599	5	17604	0.38	118704	34	118738	0.42	0.42
	NON RESIDENT INDIANS	1216	4840	6056	0.13	24034	29040	53074	0.19	0.19
	TRUSTS	585	-	585	0.01	612	-	612	-	0.00
		25081	4845	29926	0.64	153385	29074	182459	0.65	0.65
	SUB - TOTAL (B)(2)	674241	473417	1147658	24.51	4311472	2589226	6900698	24.56	24.56
	TOTAL PUBLIC SHAREHOLDING (B) = (B)(1)+(B)(2)	676741	495457	1172198	25.03	4311472	2721466	7032938	25.03	25.03
	TOTAL (A)+(B)	4187711	495457	4683168	100.00	25377542	2721466	28099008	100.00	100.00
C.	SHARES HELD BY CUSTODIANS AND AGAINST WHICH DEPOSITORY RECEIPTS HAVE BEEN ISSUED									
	Promoter and Promoter Group	-	-	-	-	-	-	-	-	-
	Public	-	-	-	-	-	-	-	-	-
	TOTAL CUSTODIAN (C)	-	-	-	-	-	-	-	-	-
	GRAND TOTAL (A)+(B)+(C)	4187711	495457	4683168	100.00	25377542	2721466	28099008	100.00	100.00

Number of Shares increased Due to Sub-division of nominal value of each Equity Share of Rs. 10/- (Rupees Ten only) each into 5 Equity Shares of Rs.2/- (Rupee two only) on 5th May, 2017 and Allotment 4683168 Bonus Equity shares in the ratio of 1 (one) Equity share of Rs.2/- each for every 5 (five) existing equity shares of Rs.2/-each to those shareholders whose name appears in the register of Members as on the record date 5th May, 2017

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity) (Contd.)

ii) Shareholding of promoters

Sl No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year	FOLIO/DP_CL_ID	PAN	Pledged Shares at beginning of the Year	Pledge d Shares at end of the Year
		No of shares	% of total shares of the company	% of shares pledged / encumbered to total shares	No of shares	% of total shares of the company	% of shares pledged / encumbered to total shares					
1	ANUMOLU JAYASREE	1515269	32.36		9091614	32.36	0.0000	5.39	'IN30267932839907	ACDPA8286F	-	-
2	ANUMOLU BHARAT . .	1440881	30.77	-	8645536	30.77	0.0000	5.13	'1201090001079710	AHMPA2608P	-	-
3	GUNNAM SUBBA RAO INSULATION PRIVATE LIMITED	554720	11.84	-	3328320	11.84	0.0000	1.97	'IN30267931688419	AABCG3676N	-	-
4	LALITHAMBA PANDA	100	0.00	-	600	0.00	0.0000	-	'IN30267931175943	AEJPP6104R	-	-

Number of Shares increased Due to Sub-division of nominal value of each Equity Share of Rs. 10/- (Rupees Ten only) each into 5 Equity Shares of Rs.2/- (Rupee two only) on 5th May, 2017 and Allotment 4683168 Bonus Equity shares in the ratio of 1 (one) Equity share of Rs.2/- each for every 5 (five) existing equity shares of Rs.2/-each to those shareholders whose name appears in the register of Members as on the record date 5th May, 2017

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

		Shareholding at the beginning of the year		Cumulative Shareholding during the year			
Sl No	Name of the Share holder	No of shares	% of total shares of the company	No of shares	% of total shares of the company	FOLIO/DP_CL_ID	PAN
1	ANUMOLU JAYASREE						
	At the beginning of the year 01-Apr-2017 Rs. 10/-share	1515269	32.36	1515269	32.36	'IN30267932839907	ACDPA8286F
	Rs.10/- per Share Converted in Rs.2/-per share	7576345	26.96	9091614	32.36		
	Bonus Issue 1 :5 (For every 5 shares 1 share)	1515269	5.39	9091614	32.36		
	At the end of the Year 31-Mar-2018 Rs. 2/-per Share	9091614	32.36	9091614	32.36		
2	ANUMOLU BHARAT . .						
	At the beginning of the year 01-Apr-2017 Rs.10/- Share	1440881	30.77	1440881	30.77	'1201090001079710	AHMPA2608P
	Rs.10/- per Share Converted in Rs.2/-per share	7204405	25.63	8645286	30.77		
	Bonus Issue 1 :5 (For every 5 shares 1 share)	1440881	5.13	8645286	30.77		
	Purchase 02-Mar-2018	250	0.00	8645536	30.77		
	At the end of the Year 31-Mar-2018 Rs. 2/-per Share	8645536	30.77	8645536	30.77		
3	GUNNAM SUBBA RAO INSULATION PRIVATE LIMITED						
	At the beginning of the year 01-Apr-2017 Rs.10/- Share	554720	11.84	554720	11.84	'IN30267931688419	AABCG3676N
	Rs.10/- per Share Converted in Rs.2/-per share	2773600	9.87	3328320	11.84		
	Bonus Issue 1 :5 (For every 5 shares 1 share)	554720	1.97	3328320	11.84		
	At the end of the Year 31-Mar-2018 Rs. 2/- per Share	3328320	11.84	3328320	11.84		
4	LALITHAMBA PANDA						
	At the beginning of the year 01-Apr-2017 Rs. 10/- Share	100	0.00	100	0.00	'IN30267931175943	AEJPP6104R
	Rs.10/- per Share Converted in Rs.2/-per share	500	0.00	600	0.00		
	Bonus Issue 1 :5 (For every 5 shares 1 share)	100	0.00	600	0.00		
	At the end of the Year 31-Mar-2018 Rs. 2/- per Share	600	0.00	600	0.00		

Shares Movements due to Sub-division of nominal value of each Equity Share of Rs. 10/- (Rupees Ten only) each into 5 Equity Shares of Rs.2/- (Rupee two only) on 5th May, 2017 and Allotment 4683168 Bonus Equity shares in the ratio of 1 (one) Equity share of Rs.2/- each for every 5 (five) existing equity shares of Rs.2/-each to those shareholders whose name appears in the register of Members as on the record date 5th May, 2017

(iv) Shareholding Pattern of top ten shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

		Shareholding at the beginning of the year		Cumulative Shareholding during the year			
Sl No	Name of the Share holder	No of shares	% of total shares of the company	No of shares	% of total shares of the company	FOLIO/DP_CL_ID	PAN
1	SUNITHA VEMULAPALLI						
	At the beginning of the year 01/04/2017 Rs.10/- per Share	106225	2.26	106225	2.27	'IN30154935817355	AAIPV6103D
	Rs.10/- per Share Converted in Rs.2/-per share	531125	1.89	637350	2.27		
	Bonus Issue 1 :5 (For every 5 shares 1 share)	106225	0.37	637350	2.27		
	At the end of the Year 31-Mar-2018 Rs.2/- per Share	637350	2.26	637350	2.27		



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2	SANDEEP VUYURU RAMESH						
	At the beginning of the year 01/04/2017 Rs.10/- per Share	54700	1.16	54700	1.17	'IN30286310279576	ACBPV1822G
	Rs.10/- per Share Converted in Rs.2/-per share	273500	0.97	328200	1.17		
	Bonus Issue 1 :5 (For every 5 shares 1 share)	54700	0.19	328200	1.17		
	Sale 07-Sep-2017	-25	0.00	328175	1.17		
	Sale 08-Sep-2017	-60000	0.21	268175	0.95		
	Sale 15-Sep-2017	-38671	0.13	229504	0.95		
	Sale 29-Sep-2017	-15918	0.05	213586	0.76		
	Sale 13-Oct-2017	-12961	0.04	200625	0.71		
	Sale 27-Oct-2017	-1000	0.00	199625	0.71		
	Sale 03-Nov-2017	-1496	0.00	198129	0.71		
	Sale 10-Nov-2017	-7797	0.02	190332	0.67		
	Sale 24-Nov-2017	-5000	0.01	185332	0.66		
	Sale 01-Dec-2017	-6129	0.02	179203	0.64		
	Sale 08-Dec-2017	-1564	0.00	177639	0.63		
	Sale 12-Jan-2018	-11890	0.04	165749	0.59		
	Sale 23-Mar-2018	-6249	0.02	159500	0.57		
	At the end of the Year 31-Mar-2018 Rs. 2/-per Share	159500	0.57	159500	0.57		
3	HYDERABAD EPS PRODUCTS PVT.LTD.						
	At the beginning of the year 1/4/2017 Rs.10/- per Share	50000	1.07	50000	1.07	'00009529	
	Rs.10/- per Share Converted in Rs.2/-per share	250000	0.89	300000	1.07		
	Bonus Issue 1 :5 (For every 5 shares 1 share)	50000	0.18		1.07		
	At the end of the Year 31-Mar-2018 Rs. 2/-per Share	300000	1.07	300000	1.07		
4	ANUMOLU SUBBA RAO						
	At the beginning of the year 1/4/2017 Rs.10/- per Share	50000	1.07	50000	1.06	'1205140000099624	AEVPA4282K
	Rs.10/- per Share Converted in Rs.2/-per share	250000	0.89	300000	1.06		
	Bonus Issue 1 :5 (For every 5 shares 1 share)	50000	0.178	300000	1.06		
	At the end of the Year 31-Mar-2018 Rs. 2/-per Share	300000	1.07	300000	1.06		
5	MAHENDRA GIRDHARILAL						
	At the beginning of the year 1/4/2017 Rs.10/- per Share	45631	0.97	45631	0.97	'IN30045010599444	AAAPW1327L
	Rs.10/- per Share Converted in Rs.2/-per share	228155	0.81	273786	0.97		
	Bonus Issue 1 :5 (For every 5 shares 1 share)	45631	0.16	273786	0.97		
	At the end of the Year 31-Mar-2018 Rs. 2/-per Share	273786	0.97	273786	0.97		
6	V SAROJINI						
	At the beginning of the year 1/4/2017 Rs.10/- per Share	45000	0.96	45000	0.96	'IN30102221453387	ABJPV6447N
	Rs.10/- per Share Converted in Rs.2/-per share	225000	0.80	270000	0.96		
	Bonus Issue 1 :5 (For every 5 shares 1 share)	45000	0.16	270000	0.96		
	At the end of the Year 31-Mar-2018 Rs. 2/-per Share	270000	0.96	270000	0.96		
7	KAISER FINANCE&LEASING P LTD						
	At the beginning of the year 1/4/2017 Rs.10/- per Share	37450	0.80	37450	0.80	'00008799	
	Rs.10/- per Share Converted in Rs.2/-per share	187250	0.66	224700	0.80		
	Bonus Issue 1 :5 (For every 5 shares 1 share)	37450	1.33	224700	0.80		
	At the end of the Year 31-Mar-2018 Rs. 2/-per Share	224700	0.80	224700	0.80		
8	RAJESWARI VUYURU						
	At the beginning of the year 1/4/2017 Rs.10/- per Share	21600	0.46	21600	0.46	'IN30286310217135	ABSPV1468L
	Rs.10/- per Share Converted in Rs.2/-per share	108000	0.38	129600	0.46		
	Bonus Issue 1 :5 (For every 5 shares 1 share)	21600	0.07	129600	0.46		
	At the end of the Year 31-Mar-2018 Rs. 2/-per Share	129600	0.46	129600	0.46		

9	GOVERNER OF KERALA						
	At the beginning of the year 1/4/2017 Rs.10/- per Share	18000	0.3843	18000	0.3843	'00005792	
	Rs.10/- per Share Converted in Rs.2/-per share	90000	0.2562	18000	0.0640		
	Bonus Issue 1 :5 (For every 5 shares 1 share)	18000	0.3202	108000	0.3843		
	At the end of the Year 31-Mar-2018 Rs. 2/-per Share	108000	0.3843	108000	0.3843		
10	JYOTHSANA A						
	At the beginning of the year 1/4/2017 Rs.10/- per Share	16275	0.35	16275	0.35	'00010009	ACNPA9506E
	Rs.10/- per Share Converted in Rs.2/-per share	81375	0.23	16275	0.06		
	Bonus Issue 1 :5 (For every 5 shares 1 share)	16275	0.28	97650	0.35		
	Demated 02-Feb-2018	-97650	0.34	0	0.00	'IN30286310395466	
	At the end of the Year 31-Mar-2018	0	0.00	0	0.00		
	NEW TOP 10 AS ON (31-Mar-2018)						

Beginning of the year as on 01/04/2017 - Share value Rs.10/- per Share and End of the year as on 31/03/2018 share value Rs.2/- per share

IV. SHARE HOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL :

SI No	Name of the Share holder	Shareholding at the beginning of the year		Cumulative Shareholding during the year		FOLIO/DP_CL_ID	PAN
		No of shares	% of total shares of the company	No of shares	% of total shares of the company		
1	Mr ANUMOLU BHARAT . .						
	At the beginning of the year 1/4/2017 Rs.10/- per Share	1440881	30.77	1440881	30.77	'1201090001079710	AHMPA2608P
	Rs.10/- per Share Converted in Rs.2/-per share	7204405	25.64	8645286	30.77		
	Bonus Issue 1 :5 (For every 5 shares 1 share)	1440881	5.13	8645286	30.77		
	Purchase 02-Mar-2018	250	0.00	8645536	30.77		
	At the end of the Year 31-Mar-2018 Rs. 2/-per Share	8645536	30.77	8645536	30.77		
2	Mrs ANUMOLU JAYASREE						
	At the beginning of the year 1/4/2017 Rs.10/- per Share	1515269	32.3556	1515269	32.36	'IN30267932839907	ACDPA8286F
	Rs.10/- per Share Converted in Rs.2/-per share	7576345	26.9630	9091614	32.35		
	Bonus Issue 1 :5 (For every 5 shares 1 share)	1515269	5.3926	9091614	32.35		
	At the end of the Year 31-Mar-2018 Rs. 2/-per Share	9091614	32.3556	9091614	32.35		
3	Mr AMRITH ANUMOLU . .						AIUPA0184B
	At the beginning of the year 01-Apr-2017	-	-	-	-	-	
	At the end of the Year 31-Mar-2018	-	-	-	-	-	
4	Mr R Gowrishanker						
	At the beginning of the year 1/4/2017 Rs.10/- per Share	1195	0.02	1195	0.02	IN30018311287675	AADPG0323M
	Rs.10/- per Share Converted in Rs.2/-per share	5975	0.02	5975	0.02		
	Bonus Issue 1 :5 (For every 5 shares 1 share)	1195	0.02	1195	0.02		
	At the end of the Year 31-Mar-2018 Rs. 2/-per Share	7170	0.02	7170	0.02		
5	Mr V J Singh						AYEPS0759E
	At the beginning of the year 01-Apr-2017	-	-	-	-	-	
	At the end of the Year 31-Mar-2018	-	-	-	--	-	
6	Mrs Vijayalakshmiravindranath						ACMPR0507K
	At the beginning of the year 01-Apr-2017	-	-	-	-	-	
	At the end of the Year 31-Mar-2018	-	-	-	--	-	



BEARDSSELL LIMITED

CIN NO : L65991TN1936PLC001428

7	Mr V V SRIDHARAN . .						AAEPS2320L
	At the beginning of the year 1/4/2017 Rs.10/- per Share	100	0.00	100	0.00	00010041	
	Rs.10/- per Share Converted in Rs.2/-per share	500	0.00	500	0.00		
	Bonus Issue 1 :5 (For every 5 shares 1 share)	100	0.00	100	0.00		
	At the end of the Year 31-Mar-2018 Rs. 2/-per Share	600	0.00	600	0.00		
8	Mr K MURALI						ALFPK3479B
	At the beginning of the year 01-Apr-2017	-	-	-	-	-	
	At the end of the Year 31-Mar-2018	-	-	-	--	-	

Shares Movements due to Sub-division of nominal value of each Equity Share of Rs. 10/- (Rupees Ten only) each into 5 Equity Shares of Rs.2/- (Rupee two only) on 5th May, 2017 and Allotment 4683168 Bonus Equity shares in the ratio of 1 (one) Equity share of Rs.2/- each for every 5 (five) existing equity shares of Rs.2/-each to those shareholders whose name appears in the register of Members as on the record date 5th May, 2017

(Rupees in Lakhs)

		Secured Loans Excluding Deposits	Unsecured Loans	Deposits Unsecured	Total Indebtedness
Indebtedness at the Beginning of the Year Financial Year					
i)	Principal Amount	2267.92	978.49	-	3020.89
ii)	Interest Due but not paid	-	-	-	-
iii)	Interest Accrued but not Due	-	11.58	-	11.58
	Total	2267.92	990.07	-	3032.47
i)	Addition	744.11	538.49	-	1282.60
ii)	Reduction	(305.40)	(478.86)	-	(784.26)
iii)	Net Change	438.71	59.63	-	498.34
i)	Principal Amount	2706.63	1043.84	-	3750.57
ii)	Interest Due but not paid	-	-	-	0
iii)	Interest Accrued but not Due	-	5.86	-	5.86
	Total	2706.63	1049.70	-	3756.63

VI . REMUNERATION TO DIRECTORS AND KEY MANAGERIAL PERSONNEL :

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

(Rupees in Lakhs)

S.no	Particulars of Remuneration	KEY MANAGERIAL PERSONNEL			
		Mr BHARAT ANUMOLU	Mr AMRITH ANUMOLU	Mr S.V.NarasimhaRao	Total
1	Gross Salary				
	a) Salary as per Provisions contained in Section 17(2) of the Income Tax Act 1961	67.39	35.55	2.89	105.83
	b) Value of Perquisites u/s 17(2) of income Tax Act 1961	2.30	0.37	0.08	2.75
	c) Profits in lieu of Salary under Section 17(3) Income Tax Act 1961	--	-	-	-
2.	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	5.31	22.75	0	28.06
5.	Others – Sitting fees	2.70	0.90	0.30	3.90
	PF/ SUPER ANNUATION	11.37	6.00	0.49	17.86
	Total (A)	89.07	65.57	3.76	158.40

VI .REMUNERATION TO DIRECTORS AND KEY MANAGERIAL PERSONNEL :

B. Remuneration to other directors:

(Rupees in Lakhs)

S.no	Particulars of Remuneration	Mr R Gowri shanker	Mr V J SINGH	Mrs Vijalakshmi Ravindranath	Mrs Anumolu Jayasree	Total
1	Independent directors					
	Fee for attending board and committee meetings	3.15	3.00	0.60	-	6.75
	Commissions	-	-	-	-	-
	Others specify	-	-	-	-	-
	Total	3.15	3.00	0.60	-	6.75
2	Other non executive directors					
	Fee for attending board and committee meetings	-	-	-	1.05	1.05
	Commissions	-	-	-	-	-
	Others specify	-	-	-	-	-
	Total	3.15	3.00	0.60	1.05	7.80

REMUNERATION TO KEY MANAGERIAL PERSONNEL

(Rupees in Lakhs)

		NAME OF THE KEY MANAGERIAL PERSONNEL		
S.no	Particulars of Remuneration	Mr V.V.SRIDHARAN	Mr K Murali	Total
1	Gross Salary			
	a) Salary as per Provisions contained in Section 17(2) of the Income Tax Act 1961	13.65	9.72	23.37
	b) Value of Perquisites u/s 17(2) of income Tax Act 1961	1.79	0.94	2.73
	c) Profits in lieu of Salary under Section 17(3) Income Tax Act 1961	-	-	-
2.	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
5.	Others – Retirement Benefits	2.51	1.54	4.05
	Total (A)	17.95	12.20	30.15

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES :

TYPE		SECTION OF THE COMPANIES ACT	BRIEF DESCRIPTION	DETAILS OF PENALTY PUNISHMENT / COMPOUNDING FEES IMPOSED	AUTHORITY (RD/ NDCLT/COURT)	APPEAL MADE IF ANY GIVE DETAILS
A	Company					
	Penalty	-NIL-				
	Punishment					
	Compounding					
B	DIRECTORS					
	Penalty					
	Punishment					
	Compounding					
C	OTHER OFFICERS IN DEFAULT					
	Penalty					
	Punishment					
	Compounding					

**ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES
FOR THE FINANCIAL YEAR 2017-18**

1	A brief outline on the Company's CSR Policy including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR Policy and the projects or programs and the composition of the CSR Committee	The Company's focus on CSR is towards providing quality education for needy and poor children
2	Average Net Profit of the Company for the last three years	Rs.529.48 Lacs
3	Prescribed CSR expenditure (two percent of the amount mentioned in item 2 above)	Rs.10.59 Lacs
4	Details of CSR spend during the financial year. Total amount to be spent for the financial year.	Rs.10.59 Lacs
5	Amount actually spent	Rs.97.35 Lacs
6	Manner in which amount spent during the financial year	Details given below

S.No.	CSR Project or Activity Identified	Sector in which the project is covered	Area Where programme undertaken	Amount of outlay (Rs. In lacs)	Amount Spent (Rs in Lacs)	Cumulative expenditure upto the reporting period (FY 2017-18)	Amount Spent Direct or Implementing agency
1	Seva Bharathi	Promotion of Education	Hyderabad	25.20	25.20	25.20	Implementing Agency
2	Sewa International	Promotion of Education	New Delhi	2.40	2.40	2.40	Implementing Agency
3	Vision India Foundation	Promotion of Education	New Delhi	7.20	7.20	7.20	Implementing Agency
4	Sri Saraswathi Vidhya Peedham	Promotion of Education	Hyderabad	29.80	29.80	29.80	Implementing Agency
5	Visvahitha Seva Trust	Promotion of Education	Hyderabad	30.00	30.00	30.00	Implementing Agency
6	Madras Dyslexa Association	Children Health Care	Chennai	2.75	2.75	2.75	Implementing Agency
				97.35	97.35	97.35	

RESPONSIBILITY STATEMENT

The Responsibility Statement of the Corporate Social Responsibility Governance (CSR&G) Committee of the Board of Directors of the Company is reproduced below:

"The implementation and monitoring of Corporate Social Responsibility (CSR) Policy is in compliance with CSR objectives and policy of the company".

V.J.Singh
Independent Director

Bharat Anumolu
Managing Director

CERTIFIED TRUE COPY



SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31st MARCH 2018

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

To the Members
BEARDSSELL LIMITED
47, GREAMS ROAD,
CHENNAI – 600 006

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

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit. We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2018, complied with the statutory provisions listed hereunder and also that the Company has Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Beardsell Limited for the financial year ended on 31st March, 2018 made available to us, according to the provisions of the following laws as applicable to the Company during the period of audit:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder and the Companies Act, 1956 (to the extent applicable);
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the regulations and Bye-laws framed thereunder;
- (iv) The 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 (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (v) Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of current account transactions, imports and exports;
- (vi) Other laws applicable specifically to the Company, namely:
 1. Indian Boilers Act, 1923 and Rules made thereunder;
 2. The Electricity Act, 2003;
 3. Hazardous waste (Management, Handling and Transboundary Movement) Rules, 2008;
 4. Water (Prevention and Control of Pollution) Act, 1974 and Rules made thereunder;
 5. Air (Prevention and Control of Pollution) Act, 1981 and Rules made thereunder; and
 6. Environment (Protection) Act, 1986 and Rules made thereunder

We further report that there were no actions/events in the pursuance of

- a) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and the Employees Stock Option Scheme, 2007 approved under the provisions of the Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- b) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;

- c) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; and
- d) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; requiring compliance thereof by the Company during the Financial Year under review.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We further report that, on examination of the relevant documents and records, the Company has been regular in complying with the provisions of the Act, Rules, Regulations mentioned above except the following:

- Delay in filing of e-Form DPT-3 as per The Companies (Acceptance of Deposits) Rules, 2014; and
- Delay in filing of Cost Audit Report within 180 days from the end of the financial year ended March 31, 2017.

We further report that, based on the information provided and the representations made by the Company, its officers, in our opinion, adequate systems and processes and control mechanism exist in the Company to monitor and ensure compliance with applicable general laws like Labour laws wherever applicable.

We further report, that the compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by statutory financial auditor and other designated professionals.

We further report that:

The Board of Directors of the Company is constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were 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.

Notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were delivered 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.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

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

We further report that during the audit period, the following event have occurred which has a major bearing on the Company's affairs:

- Allotment 4683168 Bonus Equity shares in the ratio of 1 (one) Equity share of Rs.2/- each for every 5 (five) existing equity shares of Rs.2/-each to those shareholders whose name appears in the register of Members as on the record date 5th May, 2017.

For **LAKSHMMI SUBRAMANIAN & ASSOCIATES**

Lakshmmi Subramanian
Senior Partner
FCS No. 3534
C.PNO. 1087

Place : Chennai
Date : 06/08/2018





BEARDELL LIMITED

CIN NO : L65991TN1936PLC001428

ANNEXURE-A TO THE SECRETARIAL AUDIT REPORT

To the Members
BEARDELL LIMITED
47, GREAMS ROAD,
CHENNAI – 600 006

1. Our report is subject to the production and verification of the audited Financial Statements as on 31.03.2018.
2. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
3. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for my opinion.
4. We have not verified the correctness and appropriateness of financial records and
5. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.,
6. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on a random test basis.
7. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

FOR LAKSHMMI SUBRAMANIAN & ASSOCIATES
Lakshmmi Subramanian

Senior Partner
FCS No. 3534
C.P.NO. 1087

Place : Chennai
Date : 06/08/2018



INDEPENDENT AUDITOR'S REPORT ON CORPORATE GOVERNANCE

Independent Auditor's Report on compliance with the conditions of Corporate Governance as per provisions of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To the Members of
Beardsell Limited
47 Grems Road,
Chennai 600 006
Tamil Nadu.

1. The Corporate Governance Report prepared by Beardsell Limited (hereinafter the "Company"), contains details as required by the provisions of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations") with respect to Corporate Governance for the year ended March 31, 2018. This report is required by the Company to be annexed with the Directors' Report, in terms of Para E of schedule V to the aforesaid Listing Regulations, for further being sent to the Shareholders of the Company.

Management's Responsibility

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.

3. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

Auditor's Responsibility

4. Pursuant to the requirements of the Listing Regulations, our responsibility is to express a reasonable assurance in the form of an opinion whether the Company has complied with the specific requirements of the Listing Regulations referred to in paragraph 3 above.

5. We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Reports or Certificates for Special Purposes and the Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

7. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. Summary of key procedures performed include

i. Reading and understanding of the information prepared by the Company and included in its Corporate Governance Report;

ii. Obtained and verified that the composition of the Board of Directors w.r.t executive and non-executive directors has been met throughout the reporting period;

iii. Obtained and read the Directors Register as on March 31, 2018 and verified that atleast one women director was on the Board during the year;

iv. Obtained and read the minutes of the following committee meetings held from April 01, 2017 to March 31, 2018:

- (a) Board of Directors meeting;
- (b) Audit committee;
- (c) Annual General meeting;
- (d) Nomination and remuneration committee;
- (e) Stakeholders Relationship Committee;
- (f) Independent directors meeting; and
- (g) Risk management committee;

v. Obtained necessary representations and declarations from directors of the Company including the independent directors ; and

vi. Performed necessary inquiries with the management and also obtained necessary specific representations from management.

The above-mentioned procedures include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

Opinion

8. Based on the procedures performed by us as referred in paragraph 7 above, and according to the information and explanations given to us, we are of the opinion that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations, as applicable for the year ended March 31, 2018, referred to in paragraph 2 above.

Other matters and Restriction on Use

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

10. This report is addressed to and provided to the members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations with reference to compliance with the relevant regulations of Corporate Governance and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004
per Bharath N S
Partner

Membership Number: 210934

Place : Hyderabad
Date : August 06, 2018





BEARDELL LIMITED

CIN NO :L65991TN1936PLC001428

Declaration on Code of Conduct

This is to confirm that the Company has adopted a Code of Conduct for the Board of Directors and Senior Management of the Company. The same is available on the website of the Company as www.beardsell.co.in. As Managing Director of Beardsell Limited and as required by Clause 49 (1D) of the Listing Agreement of the Stock Exchanges in India, I hereby declare that all the Board Members and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct for the Financial Year 2017 -2018.

Chennai
August 6, 2018

Bharat Anumolu
Managing Director

TEN YEAR RECORD

Year ended as at 31st March

(Rs. In Lakhs)

	2009	2010	2011	2012	2013	2014	2015	2016	2017	2018
									(as per Ind AS)	
Income	5282.16	5811.50	7972.62	9643.04	9609.92	10704.20	13202.42	15122.88	18060.02	15158.90
Profit before										
Depreciation	123.61	552.30	625.70	514.22	685.26	424.88	299.28	835.68	1449.02	359.36
Depreciation	57.31	73.79	104.59	163.48	179.33	222.52	304.50	322.33	337.12	319.11
Taxation - Current	152.90	110.00	140.00	116.00	121.65	4.70	0.00	155.00	412.00	18.57
- Deferred	(117.60)	48.48	51.99	(0.51)	90.23	68.54	4.61	29.82	8.70	(42.98)
Profit after Tax	31.00	320.03	329.12	235.25	294.05	129.12	(9.83)	328.53	691.20	64.66
Dividend	-	-	-	46.83	46.83	46.83	46.83	56.20	70.25	67.44
Tax on Dividend	-	-	-	7.61	7.96	7.96	9.53	11.44	14.30	13.73
Retained Funds	31.00	320.03	329.12	180.81	239.26	74.33	(66.19)	260.89	606.65	(16.51)
Share Capital	383.32	383.32	383.32	468.32	468.32	468.32	468.32	468.32	468.32	561.98
Earnings per Share (Rs.)	0.81	8.35	8.59	5.02	6.28	2.76	(0.21)	7.02	2.46	0.23
Net Worth	1654.13	1974.16	2540.89	3011.70	3250.96	3325.29	3253.32	3514.21	4108.72	4110.06
Book Value per Share (Rs.)	43.15	51.50	66.29	64.31	69.42	71.00	69.47	75.04	87.73	73.14

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Per BEARDELL LIMITED,
K. SURESH
Company Secretary

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF BEARDSSELL LIMITED

Report on the Standalone Ind AS Financial Statements

We have audited the accompanying Standalone Ind AS Financial Statements of Beardsell Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Standalone Ind AS Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. 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 judgements and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Ind AS Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these Standalone Ind AS Financial Statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit of the Standalone Ind AS Financial Statements in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Standalone Ind AS Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Standalone Ind AS Financial Statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Standalone Ind AS Financial Statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the Standalone Ind AS Financial Statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the Standalone Ind AS Financial Statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Ind AS Financial Statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the Standalone Ind AS Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2018, its profit including Other Comprehensive Income, its Cash Flows and the changes in equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 1 a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by section 143(3) of the Act, we report that:

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

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

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

(d) In our opinion, the aforesaid Ind AS Financial Statements comply with the Accounting Standards specified under section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

(e) On the basis of written representations received from the directors as on March 31, 2018, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018, from being appointed as a director in terms of section 164 (2) of the Companies Act, 2013;

(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 2" to this report;

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

i. The Company has disclosed the impact of pending litigations on its financial position in its Standalone Ind AS Financial Statements – Refer Note 46 to the Standalone Ind AS Financial Statements;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

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

For **S.R. Batliboi & Associates LLP**

Chartered Accountants

ICAI Firm Registration Number: **101049W/E300004**

per Bharath N S

Partner

Membership Number: 210934

Place : Bengaluru

Date : May 28, 2018

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BEARDELL LIMITED

CIN No : L65991TN1936PLC001428

Annexure 1 to the Independent Auditor's Report

Annexure 1 referred to under paragraph 1 of the Report on Other Legal and Regulatory Requirements of the Auditors' Report Beardsell Limited ('the Company')

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

(b) All property, plant and equipment have not been physically verified by the management during the year but there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) According to the information and explanations given by the management, the title deeds of immovable properties included in property, plant and equipment are pledged with the bank and not available with the Company. The same has been independently confirmed by the bank.

(ii) The management has conducted physical verification of inventory at reasonable intervals during the year and no material discrepancies were noticed on such physical verification.

(iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, the provisions of clause 3(iii) (a), (b) and (c) of the Order are not applicable to the Company and hence not commented upon.

(iv) In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees and securities given in respect of which provisions of section 185 and 186 of the Companies Act, 2013 are applicable and hence not commented upon.

(v) In respect of deposits accepted, in our opinion and according to the information and explanations given to us, directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Companies Act, 2013, and the rules framed there under, to the extent applicable, have been complied with, except for Non-filing of return of public deposits with registrar as required under rule 16 of the Companies (Acceptance of Deposits) Rules, 2014 (as amended). We are informed by the management that no order has been passed by the Company Law Board, National Company Law Tribunal, Reserve Bank of India or any Court or any other Tribunal.

(vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013, related to the manufacture of Plastics and Polymers and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

(vii) (a) Undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax, cess and other statutory dues have not generally been regularly deposited with the appropriate authorities though the delays in deposit have not been serious.

(b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, service tax, sales-tax, duty of custom, duty of excise, value added tax, cess and other statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

(c) According to the records of the Company, the dues of income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax and cess on account of any dispute, are as follows:

Name of the statute	Nature of the dues	Amount (Rs. in lakhs)*	Period to which the amount relates	Forum where the dispute is pending
Sales Tax Acts of various states	Sales tax	1.05	1995-96 2000-01 2001-02 2003-04	Deputy Commissioner, Assistant Commissioner & other appellate authorities
Central Sales Tax Act, 1956	Central sales tax	540.54	1995-96, 2000-01 2001-02, 2003-04 2006-07, 2007-08 2008-09, 2009-10 2010-11, 2011-12 2012-13, 2013-14	High Court, Deputy Commissioner & CTO of various states.

*Net of Rs.0.74 Lakhs sales tax and Rs.50.65 lakhs central sales tax paid under protest.

(viii) In our opinion and according to information and explanations given by the management, the Company has not defaulted in repayment of dues to a bank or financial institution during the year. The Company has not made any borrowings from the government and has not issued any debentures during the year.

(ix) According to the information and explanations given by the management, the Company has not raised any money way of initial public offer / further public offer / debt instruments and term loans hence, reporting under clause (ix) is not applicable to the Company and hence not commented upon.

(x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the company or on the company by the officers and employees of the Company has been noticed or reported during the year.

(xi) According to the information and explanations given by the management, the managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Companies Act, 2013.

(xii) In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.

(xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) are not applicable to the company and not commented upon.

(xv) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of Companies Act, 2013.

(xvi) According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For **S.R. Batliboi & Associates LLP**

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004

per **Bharath N S**

Partner

Membership Number: 210934

Place : Bengaluru

Date : May 28, 2018

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Annexure 2
to the Independent
Auditor's Report of even date on the
Standalone Ind As Financial Statements

Report on the Internal Financial Controls 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 Beardsell Limited ("the Company") as of March 31, 2018 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting 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 the 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 Company's internal financial controls over financial reporting 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") and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls and both issued by the Institute of Chartered Accountants of India. 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 standalone Ind AS 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.

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, 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 S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004

per Bharath N S

Partner

Place : Bengaluru

Date : May 28, 2018

Membership Number: 210934



BEARDELL LIMITED

CIN No : L65991TN1936PLC001428

Standalone Balance Sheet as at March 31, 2018

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

	Notes	March 31, 2018	March 31, 2017	April 01, 2016
ASSETS				
Non current assets				
Property, plant and equipment	3	3,532.62	4,013.26	4,028.90
Capital work in progress	3	66.03	38.35	155.36
Intangible assets under development		69.25	-	-
Financial assets				
Investments in subsidiaries	4	21.12	21.12	21.12
Investments in partnership firm	4	112.15	112.15	112.15
Investments in other entities	4	47.81	26.26	25.41
Loans	5	11.29	13.97	2.82
Trade receivables	6	9.96	27.65	25.00
Others	7	113.60	92.46	78.52
Non-current tax assets (net)	8	62.13	-	126.08
Other non-current assets	9	18.89	29.73	-
		4,064.85	4,374.95	4,575.36
Current assets				
Inventories	10	946.88	867.34	826.85
Financial assets				
Trade receivables	11	4,092.43	3,536.03	3,019.65
Cash and cash equivalents	12	127.73	140.90	121.67
Bank balances other than above	13	328.75	275.70	351.78
Loans	14	46.91	41.43	43.58
Others	15	95.58	106.62	149.66
Other current assets	16	1,374.84	1,277.37	1,021.02
		7,013.12	6,245.39	5,534.21
Total assets		11,077.97	10,620.34	10,109.57
EQUITY AND LIABILITIES				
Equity				
Equity share capital	17	561.98	468.32	468.32
Other equity	18	3,548.08	3,640.40	3,059.96
Total equity		4,110.06	4,108.72	3,528.28
Liabilities				
Non current liabilities				
Financial liabilities				
Borrowings	19	1,308.91	1,466.66	1,555.35
Other financial liabilities	20	3.98	4.52	2.20
Provisions	21	75.35	70.16	129.84
Deferred tax liabilities (net)	22	183.96	224.45	215.46
		1,572.20	1,765.79	1,902.85
Current liabilities				
Financial liabilities				
Borrowings	23	2,055.78	1,328.69	1,238.07
Trade payables	24	-	-	-
Total outstanding dues of micro, small and medium enterprises		-	-	-
Total outstanding dues of creditors other than micro, small and medium enterprises		2,503.67	2,620.97	2,761.64
Other financial liabilities	25	330.12	330.12	261.39
Other current liabilities	26	438.54	283.48	393.72
Provisions	27	67.60	43.10	23.62
Current tax liabilities (net)	28	-	139.47	-
		5,395.71	4,745.83	4,678.44
Total equity and liabilities		11,077.97	10,620.34	10,109.57
Summary of significant accounting policies	2.2			

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm registration number: 101049W/E300004

per Bharath N S

Partner

Membership no.: 210934

Place: Bengaluru

Date: May 28, 2018

For and on behalf of the Board of Directors

Beardsell Limited

Bharat Anumolu

Managing Director

DIN:02660220

V V Sridharan

Chief Financial Officer

V J Singh

Director

DIN:03129164

K Murali

Company Secretary

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Standalone Statement of Profit and Loss for the year ended March 31, 2018

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

	Notes	For the year ended March 31, 2018	For the year ended March 31, 2017
I. Income			
Revenue from operations	29	15,053.77	17,866.93
Other income	30	76.85	168.85
Finance income	31	28.28	24.24
Total income		15,158.90	18,060.02
Expenses			
Cost of materials consumed	32	9,348.85	10,290.53
Purchase of traded goods	33	880.37	971.24
Changes in inventories of finished goods, work-in-progress and traded goods	34	(69.51)	(6.35)
Excise duty on sale of goods	29	286.42	1,145.73
Employee benefits expense	35	1,645.50	1,519.92
Finance costs	36	443.60	444.07
Depreciation expense	37	319.11	337.12
Other expenses	38	2,509.06	2,245.86
Total expenses		15,363.40	16,948.12
Profit / (loss) before exceptional items and tax		(204.50)	1,111.90
Exceptional items	39	244.75	-
Profit before tax		40.25	1,111.90
Tax expense	42		
Current tax		18.57	412.00
Deferred tax		(42.98)	8.70
Total tax expense		(24.41)	420.70
Profit for the year		64.66	691.20
Other comprehensive income (OCI)	40		
Items not to be reclassified to profit or loss in subsequent periods			
Gain / (loss) on FVTOCI financial assets		8.01	0.85
Income tax effect		(2.49)	(0.29)
Re-measurement gains / (losses) on defined benefit plans		17.39	(40.93)
Income tax effect		(5.06)	14.16
Other comprehensive income for the year, net of tax		17.85	(26.21)
Total comprehensive income for the year		82.51	664.99
Earnings Per Equity Share Rs. 2/- each fully paid (March 31, 2017 : Rs. 2/- each fully paid)	41		
Computed on the basis of total profit for the year			
Basic (Rs.)		0.23	2.46
Diluted (Rs.)		0.23	2.46
Summary of Significant Accounting Policies	2.2		

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm registration number: 101049W/E300004

per Bharath N S

Partner

Membership no.: 210934

Place: Bengaluru

Date: May 28, 2018

For and on behalf of the Board of Directors

Beardsell Limited

Bharat Anumolu

Managing Director

DIN:02660220

V V Sridharan

Chief Financial Officer

V J Singh

Director

DIN:03129164

K Murali

Company Secretary

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BEARDELL LIMITED

CIN No : L65991TN1936PLC001428

Standalone Statment of Cash Flows for the year ended March 31,2018

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Cash flows used in / from operating activities		
Profit/(loss) before exceptional items and tax	(204.50)	1,111.90
Adjustments for		
Depreciation of property, plant and equipment	319.11	337.12
Gain on sale of property, plant and equipment (net)	(8.35)	(24.30)
Dividend income	(0.01)	(0.02)
Finance income	(28.28)	(24.24)
Liabilities / provision no longer required written back	-	(75.94)
Allowance for credit loss	22.11	106.59
Share of profit / (loss) from partnership firm	18.63	(72.51)
Finance costs	443.60	444.07
Net loss / (gain) on foreign exchange fluctuations (unrealised)	9.38	7.97
Operating profit before working capital changes	571.69	1,810.64
Movement in working capital		
(Increase)/ Decrease in inventories	(79.54)	(40.49)
(Increase)/ Decrease in current and non-current trade receivables	(560.82)	(625.62)
(Increase) / Decrease in financial and non-financial assets	(2.92)	(8.38)
(Increase) / Decrease in other assets	(98.03)	(256.35)
(Decrease)/ Increase in trade payables	(126.68)	(148.64)
(Decrease)/ Increase in financial, non-financial liabilities and provisions	92.50	(82.75)
Cash generated from operations	(203.80)	648.41
Income tax paid	(225.23)	(132.29)
Net cash flows (used in) / from operating activities (A)	(429.03)	516.12
Cash flows (used in) / from investing activities		
Purchase of property, plant and equipment, including intangible assets, capital work in progress and capital advances	(561.90)	(378.47)
Proceeds from sale of property, plant and equipment	879.60	198.30
Deposits made during the year	(50.57)	(18.56)
Proceeds from deposits	-	94.00
Share of (gain) / loss of partnership firm	(18.63)	72.51
Purchase of Investments	(12.99)	-
Dividends received	0.01	0.02
Finance income received	29.14	22.99
Net cash flows (used in) / from investing activities (B)	264.66	(9.21)

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**Standalone Statment of Cash Flows
for the year ended March 31,2018**

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Net cash flows (used in) / from financing activities		
Repayment of long - term borrowings (net)	(157.75)	(88.69)
Proceeds from short - term borrowings (net)	832.14	133.04
Dividend paid	(83.64)	(83.91)
Finance cost paid	(439.55)	(448.12)
Net cash flows (used in) / from financing activities (C)	151.20	(487.68)
Net decrease in cash and cash equivalents (A+B+C)	(13.17)	19.23
Cash and cash equivalents at the beginning of the year	140.90	121.67
Cash and cash equivalents at the year end	127.73	140.90
Components of cash and cash equivalents		
Cash on hand	2.18	1.46
Cheques / drafts on hand	45.13	67.55
Balances with banks		
On current accounts	79.67	71.14
In deposits with original maturity of less than three months	0.75	0.75
Total cash and cash equivalents	127.73	140.90

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm registration number: 101049W/E300004

For and on behalf of the Board of Directors
Beardsell Limited

per Bharath N S

Partner

Membership no.: 210934

Bharat Anumolu

Managing Director

DIN:02660220

V J Singh

Director

DIN:03129164

Place: Bengaluru

Date: May 28, 2018

V V Sridharan

Chief Financial Officer

K Murali

Company Secretary





BEARDELL LIMITED

CIN No : L65991TN1936PLC001428

Standalone Statment of Changes in Equity for the year ended March 31,2018

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

a. Equity share capital

Equity Shares of Rs.2/- Each (March 31, 2017: Rs.10/- each and April 01,

2016 : Rs.10 /-each), subscribed and fully paid up

As at April 01, 2016

As at March 31, 2017

Sub-division of nominal value of 1 equity share of Rs.10/- each into 5 equity shares of

Rs.2/- each. (Refer note 17.5 (a))

4,683,168 bonus shares issued in the ratio of 1 equity share of Rs.2/- each for every 5

existing equity shares of Rs.2/- each. (Refer note 17.5 (b))

As at March 31, 2018

Number of shares	Rs. In Lakhs
46,83,168	468.32
46,83,168	468.32
1,87,32,672	-
46,83,168	93.66
2,80,99,008	561.98

b. Other equity

Particulars	Reserves and surplus			Items of OCI	Total
	Securities premium account	General Reserve	Surplus in Profit and loss	FVTOCI reserve	
As at April 01, 2016	649.31	484.61	1,926.56	(0.52)	3,059.96
Profit for the year	-	-	691.20	-	691.20
Other Comprehensive Income	-	-	-	(26.21)	(26.21)
Re-measurement gain / (loss) on Defined Benefit Obligations (net) transferred to Retained Earnings	-	-	(26.77)	26.77	-
Total Comprehensive Income	649.31	484.61	2,590.99	0.04	3,724.95
Interim dividend and tax thereon	-	-	(84.55)	-	(84.55)
At March 31, 2017	649.31	484.61	2,506.44	0.04	3,640.40
Profit for the year	-	-	64.66	-	64.66
Other Comprehensive Income	-	-	-	17.85	17.85
Re-measurement gain/(loss) on Defined Benefit Obligations (net) transferred to Retained Earnings	-	-	12.33	(12.33)	-
Total Comprehensive Income	649.31	484.61	2,583.43	5.56	3,722.91
Capitalization of securities premium	(93.66)	-	-	-	(93.66)
Interim dividend and tax thereon	-	-	(81.17)	-	(81.17)
As at March 31, 2018	555.65	484.61	2,502.26	5.56	3,548.08

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm registration number: 101049W/E300004

per Bharath N S

Partner

Membership no.: 210934

Place: Bengaluru

Date: May 28, 2018

For and on behalf of the Board of Directors

Beardsell Limited

Bharat Anumolu

Managing Director

DIN:02660220

V V Sridharan

Chief Financial Officer

V J Singh

Director

DIN:03129164

K Murali

Company Secretary

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Notes to Standalone Financial Statements for the year ended March 31, 2018

1. Corporate information

Beardsell Limited ("the Company") is a prominent manufacturer and supplier of Expanded Polystyrene products, popularly known as thermocole and Prefabricated Buildings that have wide industrial applications. The company also undertakes erection, commissioning and maintenance works in the field of hot and cold insulation solutions. The company has major manufacturing facilities in Thane, Chennai, Hyderabad and Karad and branches with geographical spread across India. In addition, the company has trading operations in domestic and international market.

These financial statements were authorised for issue in accordance with a resolution of the directors on May 28, 2018.

2. Significant accounting policies

2.1. Basis of preparation

The standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2016, as amended.

For all periods up to and including the year ended March 31, 2017, the Company prepared its financial statements in accordance with Indian GAAP, including accounting standards notified under the section 133 of the Companies Act, 2013. These financial statements for the year ended March 31, 2018 are the first the Company has prepared in accordance with Ind AS. Refer to note 52 for information on how the Company adopted Ind AS.

The standalone financial statements have been prepared on a historical cost basis, except for certain financial assets and financial liabilities which have been measured at fair value (refer accounting policy regarding financial instruments)

All numbers in these financial statements are presented in Indian Rupees rounded off to nearest lakh, except when otherwise indicated.

Summary of significant accounting policies

a) Presentation and disclosure of financial statements

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset as current when it is:

- i. Expected to be realised or intended to sold or consumed in normal operating cycle
- ii. Held primarily for the purpose of trading
- iii. Expected to be realised within twelve months after the reporting period, or
- iv. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- i. It is expected to be settled in normal operating cycle
- ii. It is held primarily for the purpose of trading
- iii. It is due to be settled within twelve months after the reporting period, or
- iv. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non-current.

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

Based on the nature of products/activities, the Company has determined its operating cycle as twelve months for the above purpose of classification as current and non-current.

b) Property, plant and equipment

Property, plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use but excludes duties and taxes that are recoverable from tax authorities. Any trade discounts and rebates are deducted in arriving at the purchase price.

Machinery spares which can be used only in connection with an item of fixed asset and whose use is expected to be irregular are capitalised and depreciated over the useful life of the principal item of the relevant assets. Subsequent expenditure relating to fixed assets is capitalised only if it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably

Material replacement cost is capitalized provided it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. When replacement cost is eligible for capitalization, the carrying amount of those parts that are replaced is derecognized. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful life.

Property, plant and equipment retired from active use and held for sale are stated at the lower of their net book value and net realisable value and are disclosed separately in the Balance Sheet.

The Company identifies and determines cost of each component/part of the asset separately, if the component/part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset.

Capital Work-in-Progress: Assets acquired but not put to use at the Balance Sheet date are classified as capital work in progress. Projects under which assets are not ready for their intended use and other capital work-in-progress are carried at cost, comprising direct cost and attributable interest. Once it has become available for use, their cost is re-classified to appropriate caption and subjected to depreciation.



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Notes to Standalone Financial Statements for the year ended March 31, 2018

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

c) Investment properties

Investment property represents property held to earn rentals or for capital appreciation or both.

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

The cost includes the cost of replacing parts and borrowing costs for long-term construction projects if the recognition Criteria are met. When significant parts of the investment property are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognised in the statement of profit and loss as incurred.

Depreciation of investment property has been provided on the straight-line method over a period as prescribed in Schedule II to the Companies Act, 2013.

Though the Company measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by an external independent valuer applying valuation models.

Investment properties are derecognised either when they have been disposed off or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in the statement of profit and loss in the period of de-recognition.

d) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Intangible assets are amortized on a straight line basis over the estimated useful economic life or license period whichever is lower. The amortization period and method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly. If there has been a significant change in the expected pattern of economic benefits from the asset, the amortization method is changed to reflect the changed pattern.

e) Depreciation and amortisation

Depreciation and amortization is provided using the Straight Line Method as per the useful lives of the assets estimated by the management:

Asset description	Useful Lives (Years)
Investment property	
Plant & Machinery	5 – 15
Building	30 – 60
Property, plant and equipment	
Plant & Machinery	5 – 15
Building	30 – 60
Computers	3
Vehicles	8 -10
Office Equipment	5
Furniture and fittings	5 – 10

Leasehold assets are amortised using the straight-line method over the remainder of primary lease period.

The assets' residual values, useful lives and methods of depreciation are reviewed at each financial year end and adjusted prospectively, if appropriate.

f) Leases

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

For arrangements entered into prior to 1st April, 2016, the Company has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

Company as lessee

A lease is classified at the inception date as a finance lease or an operating lease. Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognised as an expense in the statement of profit and loss on a straight line basis over the lease term.

Company as lessor

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

g) Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

The Company bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Company's cash-generating units to which the individual assets are allocated. These budgets and forecast calculations are generally covering a period of three years. For longer periods, a long term growth rate is calculated and applied to project future cash flows after the third year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Company extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the entity operates, or for the market in which the asset is used.

Impairment including impairment on inventories, are recognized in the statement of profit and loss. For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

h) Inventories

Raw materials, stores & spare parts and stock-in-trade are valued at lower of weighted average cost and estimated net realisable value. Cost includes freight, taxes and duties and is net of credit under VAT, CENVAT, GST scheme, where applicable.

Work-in-progress and finished goods are valued at lower of weighted average cost and estimated net realisable value. Cost includes all direct costs and appropriate proportion of overheads to bring the goods to the present location and condition. Cost of finished goods includes Excise Duty wherever applicable.

Due allowance is made for slow/non-moving items. Materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be used are expected to be sold at or above cost.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

i) Revenue and other income

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment. The Company is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to inventory and credit risks.

The Company has assumed that recovery of excise duty flows to the Company on its own account. This is for the reason that it is a liability of the manufacturer which forms part of the cost of production, irrespective of whether the goods are sold or not. Since the recovery of excise duty flows to the Company on its own account, revenue includes excise duty.

However, sales tax/value added tax (VAT) and Goods and Services tax (GST) are not received by the Company on its own account. Rather, it is tax collected on value added to the commodity by the seller on behalf of the government. Accordingly, it is excluded from revenue.

The specific recognition Criteria described below must also be met before revenue is recognised.



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Sale of goods

Revenue from sale of goods are recognised on transfer of significant risk and rewards of ownership to the buyer which generally coincides with shipment. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

Service income

Revenue from rendering of services is recognised with reference to the stage of completion determined based on estimate of work performed, and when the outcome of the transaction can be estimated reliably.

Interest income

Revenue is recognised on a time proportion basis using the effective interest rate (EIR). Interest income is included in finance income in the statement of profit and loss.

Dividend income

Dividend income is accounted for when the right to receive it is established.

Rental income

Rental income arising from operating leases is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit and loss due to its operating nature.

j) Foreign currency transactions

Initial recognition: Transactions in foreign currencies entered into by the Company are accounted at the exchange rates prevailing on the date the transaction first qualifies for the recognition.

Measurement as at balance sheet date: Foreign currency monetary items of the Company outstanding at the Balance Sheet date are translated at the functional currency spot rates of exchange at the reporting date. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

Treatment of exchange differences: Exchange differences arising on settlement/restatement of foreign currency monetary assets and liabilities of the Company are recognised as income or expense in profit or loss.

k) Government grants, subsidies and export incentives

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with.

When the grant or subsidy from the Government relates to an expense item, it is recognised as income on a systematic basis in the statement of profit and loss over the period necessary to match them with the related costs, which they are intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

When the Company receives grants of non-monetary assets, the asset and the grant are recorded at fair value amounts and released to profit or loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset, i.e. by equal annual instalments. When loans or similar assistance are provided by governments or related institutions, with an interest rate below the current applicable market rate, the effect of this favourable interest is regarded as a government grant. The loan or assistance is initially recognised and measured at fair value of the proceeds received. The loan is subsequently measured as per the accounting policy applicable to financial liabilities.

Export benefits are accounted for in the year of exports based on eligibility and when there is no uncertainty in receiving the same.

l) Research and development

Revenue expenditure on research and development is expensed when incurred. Capital expenditure on research and development is capitalised under Property, Plant and Equipment and depreciated in accordance with the entity's accounting policy on depreciation.

m) Retirement and employee benefits

Retirement benefit in the form of Provident Fund, Superannuation Fund and Employee State Insurance scheme are considered as defined contribution plans and are charged as an expense based on the amount of contribution required to be made and when services are rendered by the employees. There are no other obligations other than the contribution payable to the respective fund.

Gratuity liability is a defined benefit obligation and is provided for on the basis of an actuarial valuation on Projected Unit Credit method made at the end of each financial year.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Net interest is calculated by applying the discount rate to the net defined benefit liability or

asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

Compensated absences, which are expected to occur within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Company treats compensated absences expected not to occur within twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains / losses are immediately taken to the statement of profit and loss and are not deferred.

n) Taxes

Income tax expense comprises current and deferred taxes. Income tax expense is recognized in the statement of profit and loss except to the extent it relates to items recognized directly in equity, in which case it is recognized in equity.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax Credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax Credits and unused tax losses can be utilised, except when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

The carrying amount of deferred tax assets is reviewed at each reporting date and written off to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

o) Provisions

A provision is recognized when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on 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 estimates.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Provisions for warranty-related costs are recognized when the product is sold or service provided. Provision is estimated based on historical experience and technical estimates. The estimate of such warranty-related costs is reviewed annually.



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p) Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The company does not recognize a contingent liability but discloses its existence in the financial statements.

q) Segment reporting

The Company identifies primary segments based on the dominant source, nature of risks and returns and the internal organisation and management structure. The operating segments are the segments for which separate financial information is available and for which operating profit/loss amounts are evaluated regularly by the executive Management in deciding how to allocate resources and in assessing performance.

The accounting policies adopted for segment reporting are in line with the accounting policies of the Company. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment.

Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on reasonable basis have been included under "unallocated revenue / expenses / assets / liabilities".

r) Borrowing costs

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. Capitalisation of Borrowing Costs is suspended and charged to the statement of profit and loss during extended periods when active development activity on the qualifying assets is interrupted. All other borrowing costs are expensed in the period they occur.

s) Fair value measurement

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

- i. In the principal market for the asset or liability, or
- ii. In the absence of a principal market, in the most advantageous market for the asset or liability

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

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- a) Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- b) Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- c) Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

t) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in three categories

- i. Debt instruments at amortised cost
- ii. Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- iii. Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- i. The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- ii. Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables.

Equity Investments

All equity investments in scope of Ind-AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company decides to classify the same either as at FVTOCI or FVTPL. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

De-recognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's consolidated balance sheet) when:

- i. The rights to receive cash flows from the asset have expired, or
- ii. The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

In accordance with Ind-AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and Credit risk exposure:

Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance

The Company follows 'simplified approach' for recognition of impairment loss allowance on Trade receivables.

The application of simplified approach does not require the Company to track changes in Credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. For recognition of impairment loss on other financial assets, the Company determines that whether there has been a significant increase in the Credit risk since initial recognition. If Credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if Credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, Credit quality of the instrument improves such that there is no longer a significant increase in Credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected Credit losses resulting from all possible default events over the expected life of a financial instrument. ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive, discounted at the original EIR. When estimating the cash flows, the Company is required to consider:

- i. All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the Company is required to use the remaining contractual term of the financial instrument
- ii. Cash flows from the sale of collateral held or other Credit enhancements that are integral to the contractual terms



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As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L. The balance sheet presentation for various financial instruments is described below:

Financial assets measured as at amortised cost: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off Criteria, the Company does not reduce impairment allowance from the gross carrying amount.

For assessing increase in Credit risk and impairment loss, the Company combines financial instruments on the basis of shared Credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in Credit risk to be identified on a timely basis.

Financial liabilities

Initial recognition and measurement

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include loans and borrowings, trade and other payables.

Subsequent measurement

Financial liabilities at fair value through profit and loss

Financial liabilities at fair value through profit or loss include derivatives. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments. Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the Criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own Credit risks are recognized in OCI. These gains/ loss are not subsequently transferred to P&L. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously

u) Use of estimates

The preparation of Standalone Financial Statements in conformity with Ind AS requires the management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, like provision for employee benefits, provision for doubtful trade receivables/advances/contingencies, provision for warranties, allowance for slow/non-moving inventories, useful life of Property, Plant and Equipment, provision for taxation, etc., during and at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Notes to Standalone Financial Statements for the year ended March 31, 2018

v) Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

w) Earnings per share (EPS)

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

x) Equity Investment in Subsidiaries and Controlled entities

Investment in Subsidiaries and Controlled entities are carried at cost in the Separate Financial Statements as permitted under Ind AS 27.



BEARDELL LIMITED

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Notes to Standalone Financial Statements for the year ended March 31, 2018
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3 Property, plant and equipment

Particulars	Freehold land	Buildings on Leasehold Land	Buildings on Freehold Land	Plant and Equipment	Computer	Furniture, Fixtures & Office Equipment	Leasehold Improvements	Vehicles	Total Property, Plant and equipment	Capital Work-in-Progress
Gross block										
Deemed cost										
as at April 01, 2016	503.69	449.51	611.66	525.19	1,723.54	3.26	23.96	185.34	4,028.90	155.36
Additions	-	-	-	26.22	302.08	9.14	10.85	147.19	495.48	-
Disposals	-	-	-	(1.40)	(170.98)	-	(0.74)	(0.88)	(174.00)	(117.01)
As at March 31, 2017	503.69	449.51	611.66	550.01	1,854.64	12.40	34.07	331.65	4,350.38	38.35
Additions	-	-	-	23.66	374.07	18.50	6.72	34.76	464.97	45.80
Disposals	-	(272.58)	(275.89)	-	(79.01)	-	-	-	(627.48)	(18.12)
As at March 31, 2018	503.69	176.93	335.77	573.67	2,149.70	30.90	40.79	366.41	4,187.87	66.03
Depreciation										
As at April 01, 2016	-	-	-	-	-	-	-	-	-	-
Charge for the year	-	4.89	2.38	37.33	220.08	7.85	11.61	52.77	337.12	-
Disposals	-	-	-	-	-	-	-	-	-	-
As at March 31, 2017	-	4.89	2.38	37.33	220.08	7.85	11.61	52.77	337.12	-
Charge for the year	-	3.87	16.66	21.96	203.60	9.96	7.79	54.47	319.11	-
Disposals	-	-	-	-	(0.98)	-	-	-	(0.98)	-
As at March 31, 2018	-	8.76	19.04	59.29	422.70	17.81	19.40	107.24	655.25	-
Net carrying value										
As at April 01, 2016	503.69	449.51	611.66	525.19	1,723.54	3.26	23.96	185.34	4,028.90	155.36
As at March 31, 2017	503.69	444.62	609.28	512.68	1,634.56	4.55	22.46	278.88	4,013.26	38.35
As at March 31, 2018	503.69	168.17	316.73	514.38	1,727.00	13.09	21.39	259.17	3,532.62	66.03

(a) Charge on assets

The Rupee term loans from Bank of India are secured by equitable mortgage over the land and buildings there on at Karad (4.10 acres), Coimbatore (3.50 acres), Bonthapally (1.40 acres), Chennai - Thiruvallur (6.98 acres), Bihar (3.93 acres), Dahej (2.50 acres) and Thane (1.85 acres). The Company has deposited the original title deeds of all the above mentioned properties with the Bank. In addition to the above the Company has also hypothecated its stocks and book debts.

(b) Hire purchase arrangements

The carrying value of vehicles held under hire purchase contracts at March 31, 2018 was Rs. 189.81 lakhs (March 31, 2017: Rs. 261.47 lakhs and April 01, 2016: Rs. 154.24 lakhs). Additions during the year include Rs.23.95 lakhs (March 31, 2017: Rs. 147.18 lakhs) of vehicles under hire purchase contracts. Assets under hire purchase contracts are pledged as security for the related hire purchase liabilities.

**Notes to Standalone Financial Statements
for the year ended March 31, 2018**

4 Non-current investments (fully paid up)

Particulars	March 31, 2018	March 31, 2017	April 01, 2016
A Investment in subsidiaries (<i>Unquoted equity instruments at cost</i>)			
- 20,100 (March 31, 2017: 20,100 and April 01, 2016: 20,100) equity shares of Rs.100/- each fully paid up in Sarovar Insulation Private Limited	21.12	21.12	21.12
Total Investment in subsidiaries (A)	21.12	21.12	21.12
B Investment in partnership firm (<i>Capital contribution at cost</i>)			
- Share of profits for the year ended March 31, 2017 : 100% (March 31, 2017 : 100% and April 01, 2016 : 100%) in Saideep Polytherm	112.15	112.15	112.15
Total Investment in partnership firm (B)	112.15	112.15	112.15
C Investment in other entities (<i>Quoted equity instruments at fair value through OCI</i>)			
- 18,000 (March 31, 2017 : 18,000 and April 01, 2016: 18,000) equity shares of Rs.10/- each fully paid up in Hyderabad EPS Products Private Limited (At cost less provision for impairment allowance Rs. 180,000 (March 31, 2017: Rs. 180,000 and April 01, 2016 : Rs.180,000))	-	-	-
- 5,300 (March 31, 2017 - 5,300 and April 01, 2016 : 5,300) equity shares of Rs.100/- each fully paid up in Pink Packaging & Moulding Private Limited (At cost less provision for impairment allowance Rs. 750,000 (March 31, 2017: Rs. 750,000 and April 01, 2016 : Rs.750,000))	-	-	-
- 6,000 (March 31, 2017 - 6,000 and April 01, 2016 : 6,000) equity shares of Rs.10/- each fully paid up in SuRe Energy Systems Private Limited	25.00	25.00	25.00
- 1,000 (March 31, 2017 : 500 and April 01, 2016 : 500) equity shares of Rs.2/- each fully paid up in Nava Bharat Ventures Limited	1.35	1.26	0.41
- 187,429 (March 31, 2017 and April 01, 2016 - Nil) equity shares of Rs.10/- each fully paid up in Frontline Power Corporation Limited	21.46	-	-
Total Investments in other entities (C)	47.81	26.26	25.41
Total Investments (A+B+C)	181.08	159.53	158.68

5 Loans

	March 31, 2018	March 31, 2017	April 01, 2016
Loans to employees - secured, considered good	2.82	4.15	1.10
Loans to employees - unsecured, considered good	8.47	9.82	1.72
Total	11.29	13.97	2.82

Vehicle loans to employees are secured by hypothecation of vehicles acquired out of the loan.

6 Non-current trade receivables

	March 31, 2018	March 31, 2017	April 01, 2016
Trade receivables	9.96	27.65	25.00
Total	9.96	27.65	25.00

'No trade or other receivables are due from directors or other officers of the Company either severally or jointly with any other person.

7 Other non-current financial assets

(Unsecured, considered good unless otherwise stated)

	March 31, 2018	March 31, 2017	April 01, 2016
Security Deposits	113.60	92.46	78.52
Total	113.60	92.46	78.52



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Notes to Standalone Financial Statements for the year ended March 31, 2018

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

8 Non-current tax assets (net)

(Unsecured, considered good unless otherwise stated)

	March 31, 2018	March 31, 2017	April 01, 2016
Advance income tax net of provision for tax	62.13	-	126.08
Total	62.13	-	126.08

9 Other non-current assets

(Unsecured, considered good unless otherwise stated)

	March 31, 2018	March 31, 2017	April 01, 2016
Capital advances	18.89	29.73	-
Total	18.89	29.73	-

10 Inventories

(Cost or net realisable value whichever is lower)

	March 31, 2018	March 31, 2017	April 01, 2016
Raw materials and packing materials	411.27	423.80	393.13
Work-in-progress	31.46	29.82	41.69
Finished goods	226.48	155.59	167.75
Stock-in-trade (acquired for trading)	214.39	217.41	187.03
Stores and spares	63.28	40.72	37.25
Total	946.88	867.34	826.85

During the year ended March 31, 2018, Rs.Nil was recognised as an expense to bring the inventories to net realisable value. (March 31, 2017 : Rs.Nil)

11 Trade Receivables

	March 31, 2018	March 31, 2017	April 01, 2016
Trade receivables	3,424.55	3,044.44	2,740.91
Receivables from related parties (Refer note 45)	982.25	774.45	497.26
Total trade receivables	4,406.80	3,818.89	3,238.17
Break-up for security details			
Unsecured, considered good	4,092.43	3,536.03	3,019.65
Unsecured, considered doubtful	314.37	282.86	218.52
Total trade receivables	4,406.80	3,818.89	3,238.17
Impairment allowance (allowance for bad and doubtful debts)			
Unsecured, considered good	(47.16)	(42.43)	(32.78)
Unsecured, considered doubtful	(267.21)	(240.43)	(185.74)
	(314.37)	(282.86)	(218.52)
Total	4,092.43	3,536.03	3,019.65

No trade or other receivables are due from directors or other officers of the Company either severally or jointly with any other person.

**Notes to Standalone Financial Statements
for the year ended March 31, 2018**

12 Cash and cash equivalents

	March 31, 2018	March 31, 2017	April 01, 2016
Balances with Banks			
On current accounts	79.67	71.14	95.11
In deposits with original maturity of less than three months	0.75	0.75	0.75
Cheques / drafts on hand	45.13	67.55	22.76
Cash on hand	2.18	1.46	3.05
Total	127.73	140.90	121.67

13 Bank Balances other than above

	March 31, 2018	March 31, 2017	April 01, 2016
In deposits with original maturity of more than three months but less than twelve months	65.00	55.00	98.50
In earmarked accounts			
Unclaimed dividend accounts	10.96	11.06	8.55
Interim dividend accounts	20.15	17.58	20.73
Balances held as margin money	194.14	153.56	220.00
Others (refer note below)	38.50	38.50	4.00
Total	328.75	275.70	351.78

Balances with banks - Other earmarked accounts represent fixed deposits made in pursuance of Rule 13 of the Companies (Acceptance of Deposits) Rules 2014.

14 Loans (Current)

(Unsecured, considered good unless stated otherwise)

	March 31, 2018	March 31, 2017	April 01, 2016
Loans to employees - secured	19.81	22.25	27.86
Loans to employees	27.10	19.18	15.72
Total	46.91	41.43	43.58

15 Others current financial assets

(Unsecured, considered good unless stated otherwise)

	March 31, 2018	March 31, 2017	April 01, 2016
Security deposits	92.78	104.68	146.47
Interest receivable	2.80	1.94	3.19
Total	95.58	106.62	149.66

Breakup of financial assets

	March 31, 2018	March 31, 2017	April 01, 2016
Valued at cost			
Investments in subsidiaries	112.15	112.15	112.15
Valued at fair value through OCI			
Investments in other entities	47.81	26.26	25.41
Valued at amortised cost			
Non-current and current loans	58.20	55.40	46.40
Trade receivables	4,406.80	3,818.89	3,238.17
Cash and cash equivalents	127.73	140.90	121.67
Bank balances	328.75	275.70	351.78
Other non-current and current financial assets	209.18	199.08	228.18
Total financial assets carried at amortised cost	5,130.66	4,489.97	3,986.20



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(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

16 Other current assets

(Unsecured, considered good unless otherwise stated)

	March 31, 2018	March 31, 2017	April 01, 2016
Advance paid for jobs in progress			
- Considered good	253.36	236.47	132.11
- Considered doubtful	35.09	64.52	35.75
Advances for supply and services	178.37	117.65	144.79
Advances for supply and services - from related parties	694.92	722.83	422.74
Prepayments	79.57	67.92	51.52
Balances with Statutory/Government Authorities	12.62	14.76	62.25
Surplus gratuity fund balance	26.76	-	-
Asset held for sale	-	-	115.55
Other advances	129.24	117.74	92.06
Less: Allowance for credit loss against doubtful advances	(35.09)	(64.52)	(35.75)
Total	1,374.84	1,277.37	1,021.02

17 Share capital

17.1 Authorised share capital

Equity shares of Rs.2/- each (March 31, 2017: Rs.10/- each and April 01, 2016: Rs.10/- each)

	Number of shares	Rs. in lakhs
At April 01, 2016	1,00,00,000	1,000.00
Increase / (decrease) during the year	-	-
At March 31, 2017	1,00,00,000	1,000.00
Increase / (decrease) during the year	-	-
Sub-division of nominal value of 1 equity share of Rs.10/- each into 5 equity shares of Rs.2/- each. (Refer note 17.5 (a) below)	4,00,00,000	-
At March 31, 2018	5,00,00,000	1,000.00

17.2 Issued, Subscribed and Paid-up Capital

Equity shares of Rs.2/- each (March 31, 2017: Rs.10/- each and April 01, 2016: Rs.10/- each) issued, subscribed and fully paid

	Number of shares	Rs. in lakhs
At April 1, 2016	46,83,168	468.32
Increase / (decrease) during the year	-	-
At March 31, 2017	46,83,168	468.32
Sub-division of nominal value of 1 equity share of Rs.10/- each into 5 equity shares of Rs.2/- each. (Refer note 17.5 (a) below)	1,87,32,672	-
4,683,168 bonus shares issued in the ratio of 1 equity share of Rs.2/- each for every 5 existing equity shares of Rs.2/- each. (Refer note 17.5 (b) below)	46,83,168	93.66
At March 31, 2018	2,80,99,008	561.98

17.3 Terms / rights attached to shares

The Company has issued only one class of equity shares having a par value of Rs.2/- per share. Each holder of equity share is entitled to one vote per share. The Company declares dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders at the Annual General Meeting.

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

17.4 Details of shareholders holding more than 5% shares in the Company

	March 31, 2018		March 31, 2017		April 01, 2016	
	Number of shares held	% holding	Number of shares held	% holding	Number of shares held	% holding
Mr. Bharat Anumolu	86,45,536	30.77%	14,40,881	30.77%	14,40,881	30.77%
Mrs. Jayasree Anumolu	90,91,614	32.36%	15,15,269	32.36%	15,15,269	32.36%
Gunnam Subba Rao Insulation Pvt.Ltd.	33,28,320	11.84%	5,54,720	11.84%	5,54,720	11.84%

Notes to Standalone Financial Statements for the year ended March 31, 2018

As per records of the company, including its register of shareholders / members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

17.5 Aggregate number of bonus shares, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceeding the reporting date

(a) On May 05, 2017, one equity share of face value Rs. 10/- each was split into five equity shares of Rs. 2/- each. Accordingly, 10,000,000 authorised equity shares of Rs. 10/- each were sub-divided into 5,00,00,000 authorised equity shares of Rs.2/- each and 4,683,168 fully paid up shares of Rs.10/- each were sub-divided into 23,415,840 fully paid up shares of Rs.2/- each.

(b) On May 06, 2017, the Company issued bonus shares to the existing shareholders, in the ratio of 1:5. The Securities premium account was utilised to the extent of Rs. 93.66 lakhs for the issue of said bonus shares.

18 Other equity

	March 31, 2018	March 31, 2017
Reserves and Surplus		
(a) Securities premium account		
Balance at the beginning of the year	649.31	649.31
Less: Equity shares allotted as fully paid bonus shares by capitalization of securities premium (Refer note 17.2 (b))	(93.66)	-
Balance at the end of the year	555.65	649.31
(b) General reserve		
Balance at the beginning of the year	484.61	484.61
Add: Amount transferred from surplus in the statement of profit and loss	-	-
Balance at the end of the year	484.61	484.61
(c) Surplus in the statement of profit and loss		
Balance at the beginning of the year	2,506.44	1,926.56
Add: Profit for the year	64.66	691.20
Re-measurement gain / (loss) on Defined Benefit Obligations (net) transferred from FVTOCI reserve	12.33	(26.77)
Less: Interim dividend for the year ended on March 31, 2018: Re. 0.24 per share (March 31, 2017: Rs. 1.50 per share)	(67.44)	(70.25)
Less: Dividend distribution tax on interim dividend	(13.73)	(14.30)
Balance at the end of the year	2,502.26	2,506.44
(d) FVTOCI reserve		
Balance at the beginning of the year	0.04	(0.52)
Add: Other comprehensive income for the year	17.85	(26.21)
Re-measurement gain / (loss) on Defined Benefit Obligations (net) transferred to Retained Earnings	(12.33)	26.77
Balance at the end of the year	5.56	0.04
Total other equity	3,548.08	3,640.40

19 Borrowings (non-current)

	March 31, 2018	March 31, 2017	April 01, 2016
Term loans			
Indian Rupee loans from banks (Secured) (a)	561.86	800.44	968.10
Long term maturities of finance lease obligation			
Obligations under hire purchase contracts (Secured) (b)	90.58	124.76	53.23
Unsecured loans from others			
Unsecured public deposits - from related parties (Refer note 45)	80.18	40.00	50.00
Unsecured public deposits - from others	126.86	61.99	9.57
Unsecured inter corporate deposits	517.00	650.00	650.00
Unsecured loans and advances from related parties (Refer note 45)	125.32	15.00	20.00
Total	1,501.80	1,692.19	1,750.90
Current maturities of non-current borrowings			
Indian Rupee term loans from banks (Secured) (b)	137.65	170.23	170.24
Obligations under hire purchase contracts (Secured) (b)	55.24	55.30	25.31
	192.89	225.53	195.55
Less: Amount disclosed under the head "other financial liabilities" (c)	(192.89)	(225.53)	(195.55)
Total non-current borrowings ((a) - (c))	1,308.91	1,466.66	1,555.35

(i) The Rupee term loans from Bank of India are secured by exclusive charge on the entire fixed and current assets of the Company. They are also secured by deposit of the title deeds of all its properties. These term loans are repayable over a period of 7 years and the average floating interest rate is 10.50% (previous year - 11.00%)

(ii) Hire purchase loans are secured by hypothecation of vehicles acquired out of the loan and taken at an interest rate of 9.50% to 10.50%.

(iii) Public deposits are accepted at an interest rate of 9.75% to 10.59%

(iv) Inter corporate deposits are accepted at an interest rate of 11.00% to 13.00%

(v) Loans and advances from related parties are at an interest rate of 12.00%



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20 Other financial liabilities (non current)

	March 31, 2018	March 31, 2017	April 01, 2016
Interest accrued but not due on public deposits			
- From related parties (Refer note 45)	-	2.51	1.99
- From others	3.98	2.01	0.21
Total	3.98	4.52	2.20

21 Provisions (non-current)

	March 31, 2018	March 31, 2017	April 01, 2016
Provision for compensated absences	75.35	70.16	53.90
Provision for warranty	-	-	75.94
Total	75.35	70.16	129.84

22 Deferred tax liability (Net)

	March 31, 2018	March 31, 2017	April 01, 2016
Deferred tax liability relating to			
On difference between book balance and tax balance of Property, plant & equipment and Investment property	324.57	341.06	319.16
Deferred tax impact on fair valuation of Investments	2.78	0.29	-
(A)	327.35	341.35	319.16
Deferred tax asset relating to			
Provision for compensated absences	25.94	27.49	19.79
Provision for warranties	-	-	26.28
Provision for impairment allowance on debtors	117.45	89.41	57.63
(B)	143.39	116.90	103.70
Deferred tax liability (Net) (A-B)	183.96	224.45	215.46

Deferred tax (assets) / liabilities For the year ended March 31, 2018

	Opening Balance	Recognised in profit & loss	Recognised in OCI	Closing balance
Property, plant and equipment	341.06	(16.49)	-	324.57
Provision for compensated absences	(27.49)	1.55	-	(25.94)
Provision for warranties	-	-	-	-
Provision for impairment allowance on debtors	(89.41)	(28.04)	-	(117.45)
FVTOCI reserve	0.29	-	2.49	2.78
	224.45	(42.98)	2.49	183.96

For the year ended March 31, 2017

	Opening Balance	Recognised in profit & loss	Recognised in OCI	Closing balance
Property, plant and equipment	319.16	21.90	-	341.06
Provision for compensated absences	(19.79)	(7.70)	-	(27.49)
Provision for warranties	(26.28)	26.28	-	-
Provision for impairment allowance on debtors	(57.63)	(31.78)	-	(89.41)
FVTOCI reserve	-	-	0.29	0.29
	215.46	8.70	0.29	224.45

23 Borrowings (Current)

	March 31, 2018	March 31, 2017	April 01, 2016
Cash credit from banks (secured)	1,725.49	1,074.74	1,046.27
Buyer's credit from banks (secured)	135.81	42.45	-
Unsecured public deposits - from related parties (refer note 45)	5.00	50.00	-
Unsecured public deposits - from others	189.48	161.50	191.80
Total	2,055.78	1,328.69	1,238.07

(i) The interest rate on the cash credit and buyer's credit ranges between 10.50% to 11.00%. Refer note 3(a) for details of security

(ii) Refer note (iii) under non-current borrowings for details of security and terms of repayment.

**Notes to Standalone Financial Statements
for the year ended March 31, 2018**

24 Trade payables

	March 31, 2018	March 31, 2017	April 01, 2016
Outstanding dues to micro, small and medium enterprises	-	-	-
Outstanding dues to creditors other than micro, small and medium enterprises	2,503.67	2,620.97	2,761.64
	2,503.67	2,620.97	2,761.64

Based on the information available with the Company, there are no dues to enterprises as defined under Micro, Small and Medium Enterprises Development Act, 2006, as at March 31, 2018 (March 31, 2017: Nil and April 01, 2016: Nil). Further, the Company has not paid any interest to any Micro and Small Enterprises during the current and previous year.

Terms and conditions of the above financial liabilities

Trade payables are non interest bearing and carry a credit period generally between 30 and 60 days

25 Other financial liabilities (current)

	March 31, 2018	March 31, 2017	April 01, 2016
Current maturities of long term debt (refer note ii below)	137.65	170.23	170.24
Current maturities of hire purchase loans (refer note iii below)	55.24	55.30	25.31
Unclaimed dividend	10.96	11.06	8.51
Interest accrued but not due on public deposits			
- From related parties	0.22	7.04	-
- From others	1.38	-	5.31
Interest accrued but not due on promoters loan	0.28	0.02	1.32
Payable to employees	104.23	68.89	29.97
Dividend payable	20.16	17.58	20.73
Total	330.12	330.12	261.39

(i) Interest payable is normally settled monthly/ quarterly throughout the financial year.

(ii) Current maturities of long-term debt pertains to secured term loans taken from banks. Refer note (i) under non-current borrowings for details of security and terms of repayment.

(iii) Hire purchase loans are secured by hypothecation of vehicles acquired out of the loan.

26 Other current liabilities

	March 31, 2018	March 31, 2017	April 01, 2016
Statutory liabilities	129.02	80.04	99.29
Advances received from customers	309.52	203.44	257.84
Payable on purchase of property, plant and equipment	-	-	36.59
Total	438.54	283.48	393.72

27 Provisions (current)

	March 31, 2018	March 31, 2017	April 01, 2016
Provision for compensated absences (refer note 43)	13.73	9.26	3.26
Provision for differential sales tax	53.87	33.84	20.36
Total	67.60	43.10	23.62

28 Current tax liabilities

	March 31, 2018	March 31, 2017	April 01, 2016
Provision for income taxes (net of advance taxes)	-	139.47	-
Total	-	139.47	-

Breakup of financial liabilities

	March 31, 2018	March 31, 2017	April 01, 2016
Valued at amortised cost			
Non current borrowings	1,308.91	1,466.66	1,555.35
Current borrowings	2,055.78	1,328.69	1,238.07
Trade Payables	2,503.67	2,620.97	2,761.64
Other non-current and current financial liabilities	334.10	334.64	263.59
Total financial liabilities carried at amortised cost	6,202.46	5,750.96	5,818.65



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Notes to Standalone Financial Statements for the year ended March 31, 2018

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

29 Revenue from operations

	For the year ended 31-Mar- 2018	For the year ended 31-Mar- 2017
Sale of Products		
Finished goods (including excise duty#)	12,622.70	15,214.07
Traded goods	994.33	1,057.46
Sale of services	1,426.33	1,580.61
Other operating revenue		
Scrap sales	10.41	14.79
Total revenue from operations (gross)	15,053.77	17,866.93

Sale of finished goods includes excise duty collected from customers of Rs 286.42 lakhs (March 31, 2017: Rs.1,145.73 lakhs). Sale of goods net of excise duty is Rs 12,336.28 lakhs (March 31, 2017: Rs. 14,068.34 lakhs). Revenue from operations for periods up to June 30, 2017 includes excise duty. From July 01, 2017 onwards the excise duty and most indirect taxes in India have been replaced with Goods and Service Tax (GST). The Company collects GST on behalf of the Government. Hence, GST is not included in Revenue from operations. In view of the aforesaid change in indirect taxes, Revenue from operations year ended March 31, 2018 is not comparable March 31, 2017.

30 Other income

	For the year ended 31-Mar- 2018	For the year ended 31-Mar- 2017
Rental income from operating leases	46.60	43.91
Dividend Income	0.01	0.02
Net gain on sale of property, plant and equipment	8.35	24.30
Liabilities / provisions no longer required written back	-	75.94
Share of profit from partnership firm	18.63	-
Other non-operating income	3.26	24.68
Total	76.85	168.85

31 Finance income

	For the year ended 31-Mar- 2018	For the year ended 31-Mar- 2017
Interest Income on		
Bank Deposits	16.81	18.75
Income tax refund	10.31	4.65
Others	1.16	0.84
Total	28.28	24.24

32 Cost of raw materials consumed

	For the year ended 31-Mar- 2018	For the year ended 31-Mar- 2017
Opening stock	423.80	393.13
Add: Purchases	9,336.32	10,321.20
	9,760.12	10,714.33
Less : Closing stock	411.27	423.80
Total cost of raw materials consumed	9,348.85	10,290.53

33 Purchase of traded goods

	For the year ended 31-Mar- 2018	For the year ended 31-Mar- 2017
Stock-in-trade - Motors	873.71	772.26
Stock-in-trade - Others	6.66	198.98
Total	880.37	971.24

**Notes to Standalone Financial Statements
for the year ended March 31, 2018**

34 Changes in inventories of finished goods, work-in-progress and traded goods

	For the year ended 31-Mar- 2018	For the year ended 31-Mar- 2017
Opening stock		
Finished goods	155.59	167.75
Work-in-Progress	29.82	41.69
Stock-in-trade	217.41	187.03
	402.82	396.47
Closing stock		
Finished goods	226.48	155.59
Work-in-Progress	31.46	29.82
Stock-in-trade	214.39	217.41
	472.33	402.82
Decrease/ (increase) in inventories of finished goods, work-in-progress and traded goods	(69.51)	(6.35)

35 Employee benefits expense

	For the year ended 31-Mar- 2018	For the year ended 31-Mar- 2017
Salaries, allowances and wages	1,299.21	1,215.18
Contribution to provident fund and other funds	156.16	147.61
Gratuity expense	48.68	16.07
Staff welfare expenses	141.45	141.06
Total	1,645.50	1,519.92

36 Finance costs

	For the year ended 31-Mar- 2018	For the year ended 31-Mar- 2017
Interest expense on		
Term loans and working capital loans	219.14	223.89
On public and other deposits	106.18	114.94
On hire purchase contracts	10.90	12.51
Delayed payment of Income Tax	14.51	27.99
Other Borrowing Costs #	92.87	64.74
Total	443.60	444.07

Other borrowing cost includes loan processing charges, guarantee charges, loan facilitation charges and other ancillary costs incurred in connection with borrowings.

37 Depreciation expense

	For the year ended 31-Mar- 2018	For the year ended 31-Mar- 2017
Depreciation of property, plant and equipment and investment property	319.11	337.12
Total	319.11	337.12



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Notes to Standalone Financial Statements for the year ended March 31, 2018

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38 Other expenses

	For the year ended 31-Mar- 2018	For the year ended 31-Mar- 2017
Consumption of stores and spares	98.19	118.06
Increase of excise duty on inventory	-	1.60
Service Charges	397.52	329.87
Power and Fuel	562.89	427.99
Repairs & maintenance		
Plant and machinery	29.90	31.53
Buildings	20.61	14.53
Furniture and Equipment	14.64	18.29
Rent	172.61	108.47
Rates and taxes	60.31	52.37
Advertising and sales promotion	81.62	23.13
Vehicle maintenance	53.59	55.68
Insurance	73.87	51.04
Printing and stationery	22.95	20.93
Consultancy and other professional charges	250.68	207.49
Travelling and conveyance	173.80	167.52
Communication expenses	38.21	39.77
Allowance for credit loss	22.11	106.59
Bad debts written off	11.46	-
Freight and forwarding charges	184.41	179.52
Share of loss from partnership firm	-	72.51
Donations	100.21	96.61
Sitting fees paid to Directors	11.70	7.65
Bank charges	21.45	27.02
Net loss on foreign currency transactions and translation	9.38	7.97
Miscellaneous Expenses	96.95	79.72
Total	2,509.06	2,245.86
Payment to auditor		
As auditor		
Audit Fees	17.40	12.00
In other capacity		
Other services	3.15	21.10
Reimbursement of expenses	0.77	0.16
Total	21.32	33.26

39 Exceptional items

On November 29, 2017, the Company has transferred leasehold rights on land situated at Plot No. N-32 located at Additional Patalganga Industrial Area, Taluka - Panvel, Maharashtra along with the sale of factory building constructed by the Company on the leasehold land for an aggregate consideration of Rs. 800 lakhs to V-ensure Pharma Technologies Private Limited. Rs.244.75 lakhs being gain on disposal during this year ended March 31, 2018 is shown as an exceptional item.

40 Other comprehensive Income (OCI)

The disaggregation of changes to OCI by each type of reserve in equity is shown below

	For the year ended 31-Mar- 2018	For the year ended 31-Mar- 2017
FVTOCI reserve		
Gain / (loss) on FVTOCI financial assets	8.01	0.85
Deferred tax effect on the gain / (loss) on FVTOCI financial assets	(2.49)	(0.29)
Re-measurement gains / (losses) on defined benefit plans	17.39	(40.93)
Deferred tax effect on remeasurement costs on net defined benefit liability	(5.06)	14.16
Total	17.85	(26.21)

**Notes to Standalone Financial Statements
for the year ended March 31, 2018**

41 Earnings per share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

EPS has been restated for the comparative period giving effect to the revised number of shares post stock split of one share having a face value of Rs.10/- into five shares of Rs.2/- each and bonus issue of one share for every five shares as mentioned in note 17.5 (a) and (b).

The following reflects the profit and share data used in the basic and diluted EPS computations

Particulars	For the year ended 31-Mar- 2018	For the year ended 31-Mar- 2017
Profit available for equity shareholders	64.66	691.20
Weighted average number of equity shares in computing basic and diluted EPS	2,80,99,008	2,80,99,008
Face value of each equity share (Rs.)	2	2
Earnings per share		
- Basic (Rs.)	0.23	2.46
- Diluted (Rs.)	0.23	2.46

42 Income taxes

The major components of income tax expenses for the year ended March 31, 2018 and March 31, 2017 are

(i) Profit or loss section

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Current tax	18.57	412.00
Deferred tax credit	(42.98)	8.70
Total income tax expense recognised in statement of Profit & Loss	(24.41)	420.70

(ii) OCI Section

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Net gain on FVTOCI financial assets	2.49	0.29
Net loss on remeasurement of defined benefit plans	5.06	(14.16)
Income tax charged to OCI	7.55	(13.87)

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2018 and March 31, 2017

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Profit Before Tax (A)	40.25	1,111.90
Enacted tax rate in India (B)	34.61%	34.61%
Expected tax expenses (C = A x B)	13.93	384.81
Tax effect on permanent differences and others		
50% of donation	50.11	4.57
Loss / (profit) from partnership firm	(18.63)	25.09
Interest paid on Income Tax	-	6.23
Changes in Tax Rates from FY 2018 -19	(34.67)	-
Others	(35.15)	-
Total (D)	(38.34)	35.89
Expected tax expenses after adjusting permanent differences (C+D)	(24.41)	420.70
Total tax expense	(24.41)	420.70



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Notes to Standalone Financial Statements for the year ended March 31, 2018

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43 Employee benefits

A. Defined contribution plans

The Company makes Provident Fund, Superannuation Fund and Employee State Insurance Scheme contributions which are defined contribution plans, for qualifying employees. Under the Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognised Rs.86.44 Lakhs (March 31, 2017: Rs.73.56 Lakhs) for Provident Fund contributions, Rs.73.56 Lakhs (March 31, 2017: Rs.59.91 Lakhs) for Superannuation Fund contributions and Rs.6.30 Lakhs (March 31, 2017: Rs.4.39 Lakhs) for Employee State Insurance Scheme contributions in the Statement of Profit and Loss. The contributions payable to these plans by the Company are at rates specified in the rules of the schemes.

B. Defined benefit plans

Gratuity

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service subject to a maximum of Rs. 20 Lakhs. The Company has invested the plan assets with the insurer managed funds (Life Insurance Corporation). The insurance company has invested the plan assets in Government Securities, Debt Funds, Equity shares, Mutual Funds, Money Market Instruments and Time Deposits. The expected rate of return on plan asset is based on expectation of the average long term rate of return expected on investments of the fund during the estimated term of the obligation.

The components of gratuity cost recognised in the statement of profit and loss for the years ended March 31, 2018 and March 31, 2017 consist of the following

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Current service cost	51.10	18.82
Interest cost (net)	(2.42)	(2.75)
Gratuity cost recognised in statement of profit and loss	48.68	16.07
Return on plan assets (greater) / less than discount rate	2.94	(0.52)
Actuarial (gains) / losses due to changes in financial assumptions	(26.36)	28.69
Experience adjustments	6.03	12.76
Components of defined benefit costs recognised in other comprehensive income	(17.39)	40.93
Details of the employee benefits obligations and plan assets are provided below		
Defined benefit obligation	344.23	322.44
Fair value of plan assets	370.99	327.17
Net defined benefit (asset) / liability recognised	(26.76)	(4.73)
Details of changes in the present value of defined benefit obligations are as follows		
Opening defined benefit obligation	322.44	249.17
Current service cost	51.10	18.82
Interest cost	23.67	18.05
Remeasurement gains / (losses) on obligation	(20.33)	41.46
Benefits paid	(32.65)	(5.06)
Defined benefit obligations at the end of the year	344.23	322.44
Details of changes in the fair value of plan assets are as follows		
Fair value of plan assets at the beginning of the year	327.17	262.43
Expected return on plan assets	26.09	20.80
Employer contributions	53.32	48.48
Benefits paid	(32.65)	(5.06)
Remeasurement gains / (losses) on plan assets	(2.94)	0.52
Plan assets at the end of the year	370.99	327.17

**Notes to Standalone Financial Statements
for the year ended March 31, 2018**

The principal actuarial assumptions used in determining gratuity obligation for the Company are shown below:

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Discount rate	7.73%	8.00%
Rate of return of plan assets	7.73%	8.00%
Attrition rate	1.00%	1.00%
Rate of compensation increase	6.00%	6.00%

Sensitivity Analysis: Impact on defined benefit obligation

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
(a) Effect of 1% change in assumed discount rate		
- 1% increase	(21.24)	(18.54)
- 1% decrease	24.45	21.16
(b) Effect of 1% change in assumed salary escalation rate		
- 1% increase	24.09	18.13
- 1% decrease	(21.34)	(17.01)
(c) Effect of 1% change in assumed attrition rate		
- 1% increase	1.85	1.03
- 1% decrease	(2.07)	(1.15)

The expected future cash flows in respect of gratuity were as follows

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Expected future benefit payments		
Within next year	24.27	23.16
Between 2 and 5 years	102.10	84.00
Between 6 and 10 years	151.74	146.63

44 Segment information

Primary segment

Based on internal reporting provided to the chief operating decision maker, insulation and trading are two reportable segments for the Company. Insulation Business includes manufacturing of EPS Products/prefabricated panels and related service activities. Trading includes motors, export of fabrics, telemedicine equipments, Information Technology Products etc. The above segments have been identified taking into account the organisation structure as well as differing risks and returns of these segments. Segment revenue, results, assets and liabilities include the respective amounts identifiable to each of the segments as also amounts allocated on a reasonable basis. All expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses. Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. All other assets and liabilities are disclosed as unallocable.



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For the year ended March 31, 2018

Particulars	Insulation	Trading	Total
Revenue	14,059.62	994.15	15,053.77
Segment result	994.53	28.52	1,023.05
Less: Finance costs			(443.60)
Less: Unallocable corporate expenses (net of income)			(783.95)
Add: Exceptional items			244.75
Profit before taxes			40.25
Less: Tax expenses			(24.41)
Net profit for the year			64.66
As at year end March 31, 2018			
Segment assets	9,626.89	373.41	10,000.30
Unallocable assets			1,077.67
Total Assets			11,077.97
Segment liabilities	2,947.23	224.84	3,172.07
Unallocable liabilities			3,795.84
Total liabilities			6,967.91

For the year ended March 31, 2017

Particulars	Insulation	Trading	Total
Revenue	16,809.47	1,057.46	17,866.93
Segment result	2,114.37	49.32	2,163.69
Less: Finance costs			(444.07)
Less: Unallocable corporate expenses (net of income)			(607.72)
Profit before taxes			1,111.90
Less: Tax expenses			(420.70)
Net profit for the year			691.20
As at year end March 31, 2017			
Segment assets	9,574.38	217.01	9,791.39
Unallocable assets			828.95
Total Assets			10,620.34
Segment liabilities	2,713.36	460.27	3,173.63
Unallocable liabilities			3,337.99
Total liabilities			6,511.62

As at April 01, 2016

Particulars	Insulation	Trading	Total
Segment assets	8,968.75	189.38	9,158.13
Unallocable assets			951.44
Total Assets			10,109.57
Segment liabilities	2,895.23	431.64	3,326.87
Unallocable liabilities			3,254.42
Total liabilities			6,581.29

Revenue from external customers

Particulars	March 31, 2018	March 31, 2017
India	15,044.90	17,638.72
Outside India	8.87	228.21

The revenue information above is based on the location of the customers

Non current Assets

Particulars	March 31, 2018	March 31, 2017	April 01, 2016
India	3,667.90	4,051.61	4,184.26
Outside India	-	-	-

Non-current assets for this purpose consist of property, plant and equipment, capital work in progress and intangible assets under development.

Notes to Standalone Financial Statements for the year ended March 31, 2018

45 Related Party Transactions

Enterprises that are controlled by the Company

M/s Saideep Polytherm (Partnership Firm)- Controlled Entity
M/s Sarovar Insulation Private Limited - wholly owned subsidiary

Key Management Personnel (KMP) and their relatives

Mr. Bharat Anumolu - Managing Director
Mr. Amrith Anumolu - Joint Managing Director
Mrs. Jayasree Anumolu - Director / Relative of KMP
Mr. S.V.Narasimha Rao - Executive Director (till May 08, 2017)
Mrs. Lalithamabal Panda - Relative of KMP
Mrs. Vijayalakshmi Ravindranath - Independent Director
Mr. R Gowrishankar - Independent Director
Mr. V J Singh - Independent Director
Mr. V V Sridharan - Chief Financial Officer (w.e.f September 30, 2017)
Mr. Y Mukthar Basha - Chief Financial Officer (till March 31, 2017)
Mr. K Murali - Company Secretary
Mrs. S N Radha - Relative of KMP
M/s Gunnam Subba Rao Insulation Private Ltd
M/s Panda Solar Energy Private Limited

Enterprises over which parties above or their relatives have control / significant influence ('Affiliates')

Related party transactions for the year ended March 31, 2018

Particulars	Controlled entity	Wholly owned subsidiary	Affiliates	Key Managerial Personnel
Transactions during the period				
Sale of products	529.23	2.18	-	-
Purchase of materials	969.04	284.24	-	-
Lease rent income	9.00	11.72	-	-
Lease rent expense	-	-	48.00	-
Share of profit	18.63	-	-	-
Managerial remuneration paid				
Mr. Bharat Anumolu	-	-	-	86.37
Mr. S V Narasimha Rao	-	-	-	3.46
Mr. Amrith Anumolu	-	-	-	66.00
Mr. V V Sridharan - Chief Financial Officer	-	-	-	17.95
Mr. K Murali - Company Secretary	-	-	-	12.20
Public deposits received				
Mrs Lalithamba Panda	-	-	-	10.18
Mrs S N Radha	-	-	-	5.00
Public deposits repaid				
Mrs Lalithamba Panda	-	-	-	20.00
Intercompany loan received				
Panda Solar Energy Private Limited	-	-	20.00	-
Intercompany loan repaid				
Panda Solar Energy Private Limited	-	-	170.00	-
Unsecured loan received				
Mr Bharat Anumolu	-	-	-	154.25
Mrs. Jayasree Anumolu	-	-	-	21.82
Mr.V J Singh	-	-	-	4.00
Unsecured Loan repaid				
Mr Bharat Anumolu	-	-	-	69.75
Finance cost during the year on loans				
Mr. Bharat Anumolu	-	-	-	1.56
Mr.V J Singh	-	-	-	1.52
Panda Solar Energy Private Limited	-	-	11.22	-
Balance outstanding as at the year end				
Trade receivable	982.25	-	-	-
Advances for supply and services	-	694.92	-	-
Other advances	-	-	44.08	-
Unsecured loan from Mr. Bharat Anumolu	-	-	-	96.50
Unsecured loan from Mr. V J Singh	-	-	-	7.00
Unsecured loan from Mrs. Jayasree Anumolu	-	-	-	21.82
Fixed deposits from Mrs. Lalithamba Panda	-	-	-	80.18
Fixed deposits from Mrs. S N Radha	-	-	-	5.00
Interest payable on unsecured loan from Mr. Bharat Anumolu	-	-	-	0.28
Interest accrued on Fixed Deposit - Mrs. S N Radha	-	-	-	0.22



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Related party transactions for the year ended March 31, 2017

Particulars	Controlled entity	Wholly owned subsidiary	Affiliates	Key management personnel
Sale of materials	127.67	223.71	570.02	-
Purchase of materials	44.88	1,018.90	454.71	-
Sale of assets	201.14	6.87	-	-
Purchase of assets	31.50	-	-	-
Reimbursement of expenses – deputation charges	0.31	-	-	-
Lease rent Income	1.50	16.04	-	-
Lease rent paid	-	-	-	-
Processing charges paid	-	24.04	230.60	-
Share of loss	72.51	-	-	-
Managerial remuneration				
Mr. Bharat Anumolu	-	-	-	42.40
Mr. S V Narasimha Rao	-	-	-	25.74
Mr. Amrith Anumolu	-	-	-	42.15
Mr. Y Mukthar Basha - Chief Financial Officer	-	-	-	27.60
Mr. K Murali - Company Secretary	-	-	-	15.06
Public deposits received				
Mrs Lalithamba Panda	-	-	-	40.00
Unsecured loan received				
Mr Bharat Anumolu	-	-	-	12.00
Mr.V J Singh	-	-	-	3.00
Unsecured Loan repaid				
Mr Bharat Anumolu	-	-	-	20.00
Finance cost during the year on loans				
Mr. Bharat Anumolu	-	-	-	0.76
Mr.V J Singh	-	-	-	0.27
Panda Solar Energy Private Limited	-	-	19.50	-
Balance outstanding as at the year end March 31, 2017				
Trade receivable	774.45	-	-	-
Advances for supply and services	-	722.83	-	-
Other advances	-	-	14.29	-
Unsecured loan from Mr. Bharat Anumolu	-	-	-	12.00
Unsecured loan from Mr. V J Singh	-	-	-	3.00
Inter Corporate Deposit from Panda Solar Energy Pvt Ltd	-	-	150.00	-
Fixed deposits from Mrs. Lalithamba Panda	-	-	-	90.00
Interest accrued on unsecured loan from Mr. Bharat Anumolu	-	-	-	0.02
Interest accrued on Fixed Deposit - Mrs. Lalithamba Panda	-	-	-	9.55

Related party balances as at April 01, 2016

Particulars	Controlled entity	Wholly owned subsidiary	Affiliates	Key management personnel
Trade receivable	497.26	-	-	-
Advances for supply and services	-	422.74	-	-
Trade payable	-	-	147.82	-
Unsecured loan from Mr. Bharat Anumolu	-	-	-	20.00
Inter Corporate Deposit from Panda Solar Energy Pvt Ltd	-	-	150.00	-
Fixed deposits from Mrs. Lalithamba Panda	-	-	-	50.00
Interest accrued on unsecured loan from Mr. Bharat Anumolu	-	-	-	1.32
Interest accrued on Fixed Deposit - Mrs. Lalithamba Panda	-	-	-	1.99

Terms and conditions of transactions with related parties

The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. For the year ended March 31, 2018, the Company has not recorded any impairment of receivables relating to amounts owed by related parties.

**Notes to Standalone Financial Statements
for the year ended March 31, 2018**

46 Commitments and contingencies

a. Leases

Operating lease commitments – Company as lessee

The Company has entered into operating lease arrangements for certain office premises. The leases are non-cancellable and are for a period of 5 years. The lease agreements provide for an increase in the lease payments by 6 to 7 % every year.

The Company has paid Rs.172.61 lakhs (March 31, 2017: Rs. 108.47 lakhs) during the year towards minimum lease payment.

Future minimum rentals receivable under non-cancellable operating leases are as follows

	March 31, 2018	March 31, 2017	April 01, 2016
Within one year	91.26	83.78	54.74
After one year but not more than five years	74.19	165.45	134.34
More than five years	-	-	-
	165.45	249.23	189.08

Operating lease commitments – Company as lessor

The Company has entered into operating leases on its investment property portfolio consisting of certain land, buildings and plant & equipment. All leases include a clause to enable upward revision of the rental charge on an annual basis according to prevailing market conditions. The lessee has the option to either renew the lease for a further period as may be decided upon by mutual consent or vacate the premises. The total rents recognised as income during the year is Rs.46.60 lakhs (March 31, 2017: Rs.43.91 lakhs).

Future minimum rentals receivable under non-cancellable operating leases are as follows

	March 31, 2018	March 31, 2017	April 01, 2016
Within one year	20.72	17.54	11.62
After one year but not more than five years	-	-	-
More than five years	-	-	-
	20.72	17.54	11.62

b. Commitments

The estimated amount of contracts, net of advances remaining to be executed on capital account and not provided is Rs.43.78 lakhs (March 31, 2017 : Rs.169.86 lakhs and April 01, 2016: Rs. 38.66 lakhs).

c. Contingent liabilities

	March 31, 2018	March 31, 2017	April 01, 2016
(a) Claims against the Company not acknowledged as debts	22.77	22.77	22.77
(b) Sales tax demands against which the Company has filed appeals and for which no provision is considered necessary as the Company is expecting favourable outcome.	592.98	487.57	524.96
	615.75	510.34	547.73

Particulars	March 31, 2018	March 31, 2017	April 01, 2016	Period to which the amount relates	Forum where dispute is pending
Under Sales Tax Acts of various states					
Amount under dispute	1.79	1.79	39.18	1995-96 2000-01 2001-02 2003-04	Deputy Commissioner, Assistant Commissioner & other appellate authorities
Amount paid	0.74	0.74	7.34		
Net Amount	1.05	1.05	31.84		
Under Central Sales Tax Act, 1956					
Amount under dispute	591.19	485.78	485.78	1995-96, 2000-01 2001-02, 2003-04 2006-07, 2007-08 2008-09, 2009-10 2010-11, 2011-12 2012-13, 2013-14	High Court, Deputy Commissioner & CTO of various states
Amount paid	50.65	50.65	41.65		
Net Amount	540.54	435.13	444.13		



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Notes to Standalone Financial Statements for the year ended March 31, 2018

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

47 Significant accounting judgements, estimates and assumptions

The preparation of financial statements in conformity with the recognition and measurement principles of Ind AS requires management to make judgements, estimates and assumptions that affect the reported balances of revenues, expenses, assets and liabilities and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

a) Judgements

In the process of applying the accounting policies, management has made judgement relating to determination of lease classification which has the most significant effect on the amounts recognised in the financial statements.

Operating leases – Company as lessor

The Company has entered into leases on its investment properties. The Company has determined, based on an evaluation of the terms and conditions of the arrangements such as the lease term not constituting a substantial portion of the economic life of the property, that it retains all the significant risks and rewards of ownership of these properties and so accounts for the contracts as operating leases.

b) Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Defined benefit plans

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

48 Financial risk management objectives and policies

The Company's principal financial liabilities comprise of bank and other borrowings, deposits, trade and other payables. The main purpose of these financial liabilities is to finance and support the entity's operations. The entity's principal financial assets include trade and other receivables and cash and cash equivalents that derive directly from its operations.

The entity is exposed to market risk, credit risk and liquidity risk. The entity's senior management oversees the management of these risks. 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. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits, FVTOCI investments and derivative financial instruments.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The entity's exposure to the risk of changes in market interest rates relates primarily to the entity's long-term debt obligations with floating interest rates. The entity manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the entity's profit before tax is affected through the impact on floating rate borrowings, as follows

Particulars	March 31, 2018		March 31, 2017	
Increase / decrease in interest rate	+1%	-1%	+1%	-1%
Impact on profit before tax	22.87	(22.87)	18.75	(18.75)

Notes to Standalone Financial Statements for the year ended March 31, 2018

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency). The Company has not hedged any portion of its expected foreign currency sales as at March 31, 2018, March 31, 2017 and April 01, 2016.

Foreign currency sensitivity

The following demonstrates the sensitivity to a reasonably possible change in the foreign currency exchange rates for INR, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities including non-designated foreign currency derivatives and embedded derivatives. The sensitivity analysis includes only outstanding unhedged foreign currency denominated monetary items and adjusts their translation at the period end for a 5% change in foreign currency rates.

Particulars	Currency	March 31, 2018	March 31, 2017	April 01, 2016
Trade receivables	USD	29,163.65	24,969.57	4,747.45
Trade receivables	EURO	11,236.44	-	-
Buyers credit	USD	-	65,477.32	-
Buyers credit	JPY	2,20,68,140.00	-	-

Particulars	Forex currency	Change in forex rate (%)	Effect on profit before tax (in Rs.)	Effect on pre-tax equity (in Rs.)
31-March-18	JPY	5% Increase	(6,79,037)	(6,79,037)
		5% Decrease	6,79,037	6,79,037
31-March-18	EURO	5% Increase	(45,294)	(45,294)
		5% Decrease	45,294	45,294
31-March-18	USD	5% Increase	94,549	94,549
		5% Decrease	(94,549)	(94,549)
31-March-17	USD	5% Increase	(1,31,326)	(1,31,326)
		5% Decrease	1,31,326	1,31,326
01-April-16	USD	5% Increase	15,745	15,745
		5% Decrease	(15,745)	(15,745)

In management's opinion, the sensitivity analysis is unrepresentative of the inherent foreign exchange risk because the exposure at the end of the reporting period does not reflect the exposure during the year.

Credit risk

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The maximum exposure to the credit risk is equal to the carrying amount of financial assets as of March 31, 2018, March 31, 2017 and April 01, 2016 respectively.

Liquidity Risk

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank deposits and loans.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments (including interest payments)

Particulars	(Rs. in lakhs)			
	Within 1 year	1 to 5 years	After 5 years	Total
Year ended March 31, 2018				
Borrowings	2,055.78	1,308.91	-	3,364.69
Other financial liabilities	330.12	3.98	-	334.10
Trade payables	2,503.67	-	-	2,503.67
	4,889.57	1,312.89	-	6,202.46
Year ended March 31, 2017				
Borrowings	1,328.69	1,466.66	-	2,795.35
Other financial liabilities	330.12	4.52	-	334.64
Trade payables	2,620.97	-	-	2,620.97
	4,279.78	1,471.18	-	5,750.96
As at April 01, 2016				
Borrowings	1,238.07	1,555.35	-	2,793.42
Other financial liabilities	261.39	2.20	-	263.59
Trade payables	2,761.64	-	-	2,761.64
	4,261.10	1,557.55	-	5,818.65



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Notes to Standalone Financial Statements for the year ended March 31, 2018

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49 Fair value measurements

The carrying value of financial instruments by categories is as follows

Particulars	Carrying value			Fair value		
	March 31, 2018	March 31, 2017	April 01, 2016	March 31, 2018	March 31, 2017	April 01, 2016
Financial assets						
Investments in subsidiaries	21.12	21.12	21.12	21.12	21.12	21.12
Investments in partnership firm	112.15	112.15	112.15	112.15	112.15	112.15
Investments in other entities	38.92	25.93	25.93	47.81	26.26	25.41
Trade receivables	4,092.43	3,536.03	3,019.65	4,092.43	3,536.03	3,019.65
Cash and cash equivalents	127.73	152.51	19.62	127.73	152.51	19.62
Bank balances other than cash and cash equivalents	328.75	245.00	126.50	328.75	245.00	126.50
Loans	58.20	55.40	46.40	58.20	55.40	46.40
Other financial assets	209.18	199.08	228.18	209.18	199.08	228.18
Total	4,988.48	4,347.22	3,599.55	4,997.37	4,347.55	3,599.03
Financial liabilities						
Borrowings	3,364.69	2,795.35	2,793.42	3,364.69	2,795.35	2,793.42
Trade payables	2,503.67	2,620.97	2,761.64	2,503.67	2,620.97	2,761.64
Other financial liabilities	334.10	334.64	263.59	334.10	334.64	263.59
Total	6,202.46	5,750.96	5,818.65	6,202.46	5,750.96	5,818.65

**Notes to Standalone Financial Statements
for the year ended March 31, 2018**

50 Fair value hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.

Particulars	As at March 31, 2018				As at March 31, 2017				As at April 1, 2016				
	Carrying amount	Fair value			Carrying amount	Fair value			Carrying amount	Fair value			
		Level 1	Level 2	Level 3		Level 1	Level 2	Level 3		Level 1	Level 2	Level 3	
Financial assets													
Measured at amortised cost													
Investments in subsidiaries	21.12	-	-	21.12	21.12	-	-	21.12	21.12	-	-	-	21.12
Investments in partnership firm	112.15	-	-	112.15	112.15	-	-	112.15	112.15	-	-	-	112.15
Trade receivables	4,092.43	-	-	4,092.43	3,536.03	-	-	3,536.03	3,019.65	-	-	-	3,019.65
Cash and cash equivalents	127.73	-	-	127.73	152.51	-	-	152.51	19.62	-	-	-	19.62
Bank balances other than above	328.75	-	-	328.75	245.00	-	-	245.00	126.50	-	-	-	126.50
Loans	58.20	-	-	58.20	55.40	-	-	55.40	46.40	-	-	-	46.40
Other financial assets	209.18	-	-	209.18	199.08	-	-	199.08	228.18	-	-	-	228.18
Asset measured at fair value													
Investments in other entities - FVTOCI Equity Investments	38.92	47.81	-	-	25.93	26.26	-	-	25.93	25.41	-	-	-
	4,988.48	47.81	-	4,949.56	4,347.22	26.26	-	4,321.29	3,599.55	25.41	-	-	3,573.62
Financial liabilities													
Measured at amortised cost													
Borrowings	3,364.69	-	-	3,364.69	2,795.35	-	-	2,795.35	2,793.42	-	-	-	2,793.42
Trade payables	2,503.67	-	-	2,503.67	2,620.97	-	-	2,620.97	2,761.64	-	-	-	2,761.64
Other financial liabilities	334.10	-	-	334.10	334.64	-	-	334.64	263.59	-	-	-	263.59
	6,202.46	-	-	6,202.46	5,750.96	-	-	5,750.96	5,818.65	-	-	-	5,818.65

Notes

Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.

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

Level 3 inputs are unobservable inputs for the asset or liability.

There have been no transfers between the levels during the period.

The carrying amounts of trade receivables, trade payables, capital creditors and cash and cash equivalents are considered to be the same as their fair values, due to their short-term nature.

They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including counterparty credit risk.

The fair values of non-current borrowings are based on discounted cash flows using a current borrowing rate.

They are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs, including own credit risk.



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Notes to Standalone Financial Statements for the year ended March 31, 2018

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

51 Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, securities premium and all other equity reserves attributable to the equity holders. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company's capital management is intended to create value for shareholders by facilitating the meeting of long-term and short-term goals of the Company. The Company determines the amount of capital required on the basis of annual operating plans and long-term product and other strategic investment plans. The funding requirements are met through internal accruals, external commercial borrowings and other long-term/short-term borrowings. The Company's policy is aimed at combination of short-term and long-term borrowings. The Company monitors capital employed using a Debt equity ratio, which is total debt divided by total equity and maturity profile of the overall debt portfolio of the Company. The Company includes within net debt, borrowings including interest accrued on borrowings less cash and short-term deposits.

	March 31, 2018	March 31, 2017	April 01, 2016
Borrowings including interest accrued on borrowings	3,750.47	3,246.41	3,184.52
Less: cash and short-term deposits	(456.48)	(416.60)	(473.45)
Net debt	3,293.99	2,829.81	2,711.07
Equity	561.98	468.32	468.32
Other equity	3,548.08	3,640.40	3,059.96
Total equity	4,110.06	4,108.72	3,528.28
Gearing ratio (Net debt/ total equity plus net debt)	44%	41%	43%

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current year.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2017 and March 31, 2018.

52 First-time adoption of Ind AS

These financial statements, for the year ended March 31, 2018, are the first time the Company has prepared in accordance with Ind AS. For periods up to and including the year ended March 31, 2017, the Company prepared its financial statements in accordance with accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP), as amended.

Accordingly, the Company has prepared financial statements which comply with Ind AS applicable for periods ending on March 31, 2018, together with the comparative period data as at and for the year ended March 31, 2017, as described in the summary of significant accounting policies. In preparing these financial statements, the Company's opening balance sheet was prepared as at April 01, 2016, the Company's date of transition to Ind AS. This note explains the principal adjustments made by the Company in restating its Indian GAAP financial statements, including the balance sheet as at April 01, 2016 and the financial statements as at and for the year ended March 31, 2017.

Exemptions applied

Ind AS 101 allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The Company has applied the following exemptions:

(a) Deemed cost for property, plant and equipment and investment property

Ind AS 101 permits a first-time adopter to elect to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition after making necessary adjustments for de-commissioning liabilities subject to that there is no change in functional currency. This exemption can also be used for investment property covered by Ind AS 40 Investment Properties. Accordingly, the Company has elected to measure all of its property, plant and equipment and investment property at their previous GAAP carrying value.

(b) Business combination

Ind AS 101 permits first time adopter to choose the exemption of not restating business combinations occurred prior to the date of transition. If the exemption is chosen, the carrying amount of assets and liabilities under IGAAP shall be the carrying amount in the opening Ind AS Balance Sheet subject to the permissible adjustments specified under the standard. The Company availed the exemption provided under Ind AS 101 as explained above and did not restate any of the amount of assets and liabilities.

(c) Investments in subsidiary and jointly controlled entity

In the preparation of separate financial statements, Ind AS 27 Separate Financial Statements requires an entity to account for its investments in subsidiaries, jointly controlled entities and associates either at cost or in accordance with Ind AS 109. If a first-time adopter measures such an investment at cost, it can measure that investment at one of the following amounts in its separate opening Ind AS balance sheet:

- Cost determined in accordance with Ind AS 27
- Deemed cost, defined as
 - Fair value determined in accordance with Ind AS 113 at the date of transition to Ind AS, or
 - Previous GAAP carrying amount at the transition date.

A first-time adopter may choose to use either of these bases to measure investment in each subsidiary, joint venture or associate where it elects to use a deemed cost. Accordingly, the Company has opted to carry the investment in subsidiary and jointly controlled entity at the Previous GAAP carrying amount at the transition date.

Mandatory exceptions

a) Estimates

The estimates at April 01, 2016 and at March 31, 2017 are consistent with those made for the same dates in accordance with Indian GAAP (after adjustments to reflect any differences in accounting policies) apart from the following items where application of Indian GAAP did not require estimation:

- *Impairment of financial assets based on expected credit loss model*

The estimates used by the Company to present these amounts in accordance with Ind AS reflect conditions at April 01, 2016, the date of transition to Ind AS and as of March 31, 2017 and March 31, 2018.

(b) Classification and measurement of financial assets

The Company has classified the financial assets in accordance with Ind AS 109 on the basis of facts and circumstances that exist at the date of transition to Ind-AS.

(c) Impairment of financial assets

At the date of transition to Ind AS, the Company has determined that assessing whether there has been a significant increase in credit risk since the initial recognition of a financial instrument would require undue cost or effort, hence the Company has recognised a loss allowance at an amount equal to lifetime expected credit losses at each reporting date until that financial instrument is derecognised (unless that financial instrument is low credit risk at a reporting date).



BEARDSSELL LIMITED

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Reconciliation of equity as at April 01, 2016 (date of transition to Ind AS)

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

	Foot Note	Local GAAP	Adjustments	Ind AS
ASSETS				
Non current assets				
Property, plant and equipment		4,028.90	-	4,028.90
Capital work in progress		155.36	-	155.36
Financial assets				
Investments in subsidiaries	1	-	21.12	21.12
Investments in partnership firm	1	-	112.15	112.15
Investments in other entities	1 , 6	159.20	(133.79)	25.41
Loans	1	207.42	(204.60)	2.82
Trade receivables	1	-	25.00	25.00
Others	1 , 5	-	78.52	78.52
Non-current tax assets	1	-	126.08	126.08
Other non-current assets	1	25.00	(25.00)	-
		4,575.88	(0.52)	4,575.36
Current assets				
Inventories		826.85	-	826.85
Financial assets				
Trade receivables	1	2,522.89	496.76	3,019.65
Cash & cash equivalents	1	473.45	(351.78)	121.67
Bank balances other than above	1	-	351.78	351.78
Loans	1	1,460.67	(1,417.09)	43.58
Others	1 , 5	-	149.66	149.66
Other current assets (net)	1	338.10	682.92	1,021.02
		5,621.96	(87.75)	5,534.21
Total assets		10,197.84	(88.27)	10,109.57
EQUITY and LIABILITIES				
Equity				
Equity share capital		468.32	-	468.32
Other equity	1 , 5	3,045.89	14.07	3,059.96
Total equity		3,514.21	14.07	3,528.28
Liabilities				
Non current liabilities				
Financial liabilities				
Borrowings		1,555.35	-	1,555.35
Other financial liabilities	1	-	2.20	2.20
Provisions		129.84	-	129.84
Deferred tax liabilities (net)		215.46	-	215.46
Other liabilities	1 , 5	14.84	(14.84)	-
		1,915.49	(12.64)	1,902.85
Current liabilities				
Financial liabilities				
Borrowings		1,238.07	-	1,238.07
Trade payables	1	2,899.72	(138.08)	2,761.64
Other financial liabilities	1	-	261.39	261.39
Other current liabilities	1 , 5	627.09	(233.37)	393.72
Provisions	1	3.26	20.36	23.62
		4,768.14	(89.70)	4,678.44
Total equity and liabilities		10,197.84	(88.27)	10,109.57

**Reconciliation of equity
as at March 31, 2017**

	Foot Note	Local GAAP	Adjustments	Ind AS
ASSETS				
Non current assets				
Property, plant and equipment		4,013.26	-	4,013.26
Capital work in progress	1	43.74	(5.39)	38.35
Financial assets				
Investments in subsidiaries	1	-	21.12	21.12
Investments in partnership firm	1	-	112.15	112.15
Investments in other entities	1 , 6	159.20	(132.94)	26.26
Loans	1	130.78	(116.81)	13.97
Trade receivables	1	-	27.65	27.65
Others	1	-	92.46	92.46
Other non-current assets	1 , 5	27.65	2.08	29.73
		4,374.63	0.32	4,374.95
Current assets				
Inventories		867.34	-	867.34
Financial assets				
Trade receivables	1	2,726.04	809.99	3,536.03
Cash & cash equivalents	1	416.60	(275.70)	140.90
Bank balances other than above	1	-	275.70	275.70
Loans	1	1,961.15	(1,919.72)	41.43
Others	1	-	106.62	106.62
Other current assets (net)	1 , 5	363.28	914.09	1,277.37
		6,334.41	(89.02)	6,245.39
Total assets		10,709.04	(88.70)	10,620.34
EQUITY and LIABILITIES				
Equity				
Equity share capital		468.32	-	468.32
Other equity	1 , 5	3,620.95	19.45	3,640.40
Total equity		4,089.27	19.45	4,108.72
Liabilities				
Non current liabilities				
Financial liabilities				
Borrowings	1	1,466.66	-	1,466.66
Other financial liabilities	1	-	4.52	4.52
Provisions		70.16	-	70.16
Deferred tax liabilities (net)	1 , 2	224.16	0.29	224.45
Other liabilities	1 , 5	19.09	(19.09)	-
		1,780.07	(14.28)	1,765.79
Current liabilities				
Financial liabilities				
Borrowings		1,328.69	-	1,328.69
Trade payables	1	2,812.72	(191.75)	2,620.97
Other financial liabilities	1	-	330.12	330.12
Other current liabilities	1 , 5	549.56	(266.08)	283.48
Provisions	1	148.73	(105.63)	43.10
Current tax liabilities	1	-	139.47	139.47
		4,839.70	(93.87)	4,745.83
Total equity and liabilities		10,709.04	(88.70)	10,620.34



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Reconciliation of profit and loss for the year ended March 31, 2017

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

	Foot Note	Local GAAP	Adjustments	Ind AS
I. Income				
Revenue from operations	1, 3	16,738.74	1,128.19	17,866.93
Other income	1	175.55	(6.70)	168.85
Finance income	1	-	24.24	24.24
Total income		16,914.29	1,145.73	18,060.02
Expenses				
Cost of materials consumed	1	10,553.22	(262.69)	10,290.53
Purchase of traded goods		971.24	-	971.24
Changes in inventories of finished goods, work-in-progress and traded goods		(6.35)	-	(6.35)
Excise duty on sale of goods	3	-	1,145.73	1,145.73
Employee benefits expense	4	1,555.25	(35.33)	1,519.92
Finance costs		444.07	-	444.07
Depreciation and amortisation expense		337.12	-	337.12
Other expenses	1, 5	1,979.43	266.43	2,245.86
Total expenses		15,833.98	1,114.14	16,948.12
Profit before exceptional items and tax		1,080.31	31.59	1,111.90
Exceptional items		-	-	-
Profit before tax		1,080.31	31.59	1,111.90
Tax Expense				
Current tax		412.00	-	412.00
Adjustment of current tax relating to earlier years		-	-	-
Deferred tax		8.70	-	8.70
Total tax expense		420.70	-	420.70
Profit for the year		659.61	31.59	691.20
Other comprehensive income (OCI)				
Items not to be reclassified to profit or loss in subsequent periods				
Gain / (loss) on FVTOCI financial assets	6	-	0.85	0.85
Income tax effect	2	-	(0.29)	(0.29)
Re-measurement gains / (losses) on defined benefit plans	4	-	(40.93)	(40.93)
Income tax effect	2	-	14.16	14.16
Other comprehensive income for the year, net of tax	7	-	(26.21)	(26.21)
Total comprehensive income for the year		659.61	5.38	664.99

52 (d) Footnotes for reconciliation of balance sheet and profit & loss statement as previously reported under IGAAP to Ind AS

1 Reclassification

Previous periods' figures have been re-grouped / re-classified, where necessary to comply with Ind AS accounting.

The Company determines classification of certain assets and liabilities as financial/ non financial assets and liabilities. Transitional adjustments made by Company represents reclassification of non financial assets and liabilities to other assets and liabilities

2 Deferred tax

Indian GAAP requires deferred tax accounting using the income statement approach, which focuses on differences between taxable profits and accounting profits for the period. Ind AS 12 requires entities to account for deferred taxes using the balance sheet approach, which focuses on temporary differences between the carrying amount of an asset or liability in the balance sheet and its tax base. The application of Ind AS 12 approach has resulted in recognition of deferred tax on new temporary differences which was not required under Indian GAAP.

In addition, the various transitional adjustments lead to temporary differences. According to the accounting policies, the company has to account for such differences.

3 Excise duty on sale of goods

Under Indian GAAP, sale of goods was presented as net of excise duty. However, under Ind AS, sale of goods includes excise duty. Excise duty on sale of goods is included as part of sales in the face of statement of profit and loss. Thus sale of goods under Ind AS for the year ended March 31, 2017 has increased by Rs.1,145.73 lakhs with a corresponding increase in expenses.

4 Defined benefit liabilities

Both under Indian GAAP and Ind AS, the Company recognised costs related to its post-employment defined benefit plan on an actuarial basis. Under Indian GAAP, the entire cost, including actuarial gains and losses, are charged to the statement of profit and loss. Under Ind AS, remeasurements (comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets excluding amounts included in net interest on the net defined benefit liability) are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI.

5 Lease equilisation

Under the previous GAAP, leases need to be straight-lined over the period of non-cancellable term. As per Ind AS 17, lease payments under an operating lease shall be recognised as an expense on a straight-line basis over the lease term unless either another systematic basis is more representative of the time pattern of the user's benefit even if the payments to the lessors are not on that basis or the payments to the lessor are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases. Since the payments to the lessor does not vary because of any factors other than general inflation, the Company has reversed the expense recognised on a straight-line basis.

6 Fair valuation of investments

Under Indian GAAP, the Company accounted for long term investments in unquoted and quoted equity shares as investment measured at cost less provision for other than temporary diminution in the value of investments. Under Ind AS, the Company has designated such investments as FVTOCI investments. Ind AS requires FVTOCI investments to be measured at fair value. At the date of transition to Ind AS, difference between the instruments fair value and Indian GAAP carrying amount has been recognised as a separate component of equity, in the FVTOCI reserve, net of related deferred taxes.

7 Other comprehensive income

Under Indian GAAP, the Company has not presented other comprehensive income (OCI) separately. Hence, it has reconciled Indian GAAP profit or loss to profit or loss as per Ind AS. Further, Indian GAAP profit or loss is reconciled to total comprehensive income as per Ind AS.

8 Statement of cash flows

The transition from Indian GAAP to Ind AS has not had a material impact on the statement of cash flows.

53 Standards issued but not yet effective

The standard issued, but not yet effective up to the date of issuance of the Company's financial statements is disclosed below.
Ind AS 115 Revenue from Contracts with Customers

Ind AS 115 was notified on March 28, 2018 and establishes a five-step model to account for revenue arising from contracts with customers. Under Ind AS 115, revenue is recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

The new revenue standard will supersede all current revenue recognition requirements under Ind AS. This new standard requires revenue to be recognized when promised goods or services are transferred to customers in amounts that reflect the consideration to which the Company expects to be entitled in exchange for those goods or services. Adoption of the new rules could affect the timing of revenue recognition for certain transactions of the Company. Ind AS 115 is effective for the Company in the first quarter of fiscal 2019 using either one of two methods: (i) retrospectively to each prior reporting period presented in accordance with Ind AS 8 Accounting Policies, Changes in Accounting Estimates and Errors, with the option to elect certain practical expedients as defined within Ind AS 115 (the full retrospective method); or (ii) retrospectively with the cumulative effect of initially applying Ind AS 115 recognized at the date of initial application (April 01, 2018) and providing certain additional disclosures as defined in Ind AS 115 (the modified retrospective method).



BEARDSSELL LIMITED

CIN No : L65991TN1936PLC001428

Notes to Standalone Financial Statements for the year ended March 31, 2018

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

The Company continues to evaluate the available transition methods and its contractual arrangements. The ultimate impact on revenue resulting from the application of Ind AS 115 will be subject to assessments that are dependent on many variables, including, but not limited to, the terms of the contractual arrangements and the mix of business. The Company's considerations also include, but are not limited to, the comparability of its financial statements and the comparability within its industry from application of the new standard to its contractual arrangements. The Company has established an implementation team to implement Ind AS 115 related to the recognition of revenue from contracts with customers and it continues to evaluate the changes to accounting system and processes, and additional disclosure requirements that may be necessary. A reliable estimate of the quantitative impact of Ind AS 115 on the financial statements will only be possible once the implementation project has been completed.

Amendments to Ind AS 12 - Recognition of Deferred Tax Assets for Unrealised Losses

The amendments clarify that an entity needs to consider whether tax law restricts the sources of taxable profits against which it may make deductions on the reversal of that deductible temporary difference. Furthermore, the amendments provide guidance on how an entity should determine future taxable profits and explain the circumstances in which taxable profit may include the recovery of some assets for more than their carrying amount.

Entities are required to apply the amendments retrospectively. However, on initial application of the amendments, the change in the opening equity of the earliest comparative period may be recognised in opening retained earnings (or in another component of equity, as appropriate), without allocating the change between opening retained earnings and other components of equity. Entities applying this relief must disclose that fact.

These amendments are effective for annual periods beginning on or after April 01, 2018. These amendments are not expected to have any impact on the Company.

Amendments to Ind AS 40 - Transfers of Investment Property

The amendments clarify when an entity should transfer property, including property under construction or development into, or out of investment property. The amendments state that a change in use occurs when the property meets, or ceases to meet, the definition of investment property and there is evidence of the change in use. A mere change in management's intentions for the use of a property does not provide evidence of a change in use.

Entities should apply the amendments prospectively to changes in use that occur on or after the beginning of the annual reporting period in which the entity first applies the amendments. An entity should reassess the classification of property held at that date and, if applicable, reclassify property to reflect the conditions that exist at that date. Retrospective application in accordance with Ind AS 8 is only permitted if it is possible without the use of hindsight.

The amendments are effective for annual periods beginning on or after April 01, 2018. The Company will apply amendments when they become effective. However, since Company's current practice is in line with the clarifications issued, the Company does not expect any effect on its financial statements.

54 Prior year comparatives

The figures of previous year have been regrouped/reclassified, where necessary, to conform to this year's classification.

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm registration number: 101049W/E300004

For and on behalf of the Board of Directors

Beardsell Limited

per Bharath N S

Partner

Membership no.: 210934

Bharat Anumolu

Managing Director

DIN:02660220

V J Singh

Director

DIN:03129164

Place: Bengaluru

Date: May 28, 2018

V V Sridharan

Chief Financial Officer

K Murali

Company Secretary



[illegible]



BEARDELL LIMITED

**CONSOLIDATED
FINANCIAL
STATEMENTS**

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF BEARDSSELL LIMITED

Report on the Consolidated Ind AS Financial Statements

We have audited the accompanying Consolidated Ind AS Financial Statements of Beardsell Limited ("the Holding Company"), its subsidiary and controlled entity (the Holding Company, its subsidiary and controlled entity together referred to as "the Group") comprising the Consolidated Balance Sheet as at March 31, 2018, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Ind AS Financial Statements").

Management's Responsibility for the Consolidated Ind AS Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these Consolidated Ind AS Financial Statements in terms of the requirement of the Companies Act, 2013 ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance including Other Comprehensive Income, Consolidated Cash Flows and Consolidated Statement of Changes in Equity of the Group in accordance with accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Ind AS Financial Statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated Ind AS Financial Statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Consolidated Ind AS Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Consolidated Ind AS Financial Statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Consolidated Ind AS Financial Statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's

preparation of the Consolidated Ind AS Financial Statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Directors, as well as evaluating the overall presentation of the Consolidated Ind AS Financial Statements. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-paragraph (a) of the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Ind AS Financial Statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiary and controlled entity, the aforesaid Consolidated Ind AS Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2018, their consolidated loss including Other Comprehensive Income, their Consolidated Cash Flows and Consolidated Statement of Changes in Equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

As required by section 143 (3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiary and controlled entity as noted in the 'Other Matter' paragraph we report, to the extent applicable, that:

- (a) We / the other auditors whose reports we have relied upon have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid Consolidated Ind AS Financial Statements;
- (b) In our opinion proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors;
- (c) The Consolidated Balance Sheet, Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the Consolidated Ind AS Financial Statements;
- (d) In our opinion, the aforesaid Consolidated Ind AS Financial Statements comply with the Accounting Standards specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended;



BEARDELL LIMITED

CIN No : L65991TN1936PLC001428

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF BEARDELL LIMITED

- (e) On the basis of written representations received from the directors of the Holding Company as on March 31, 2018 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors who are appointed under Section 139 of the Act, of its subsidiary incorporated in India, none of the directors of the Group's companies incorporated in India is disqualified as on March 31, 2018, from being appointed as a director in terms of section 164 (2) of the Companies Act, 2013;
- (f) With respect to the adequacy and the operating effectiveness of the internal financial controls over financial reporting of the Holding Company and its subsidiary incorporated in India, refer to our separate report in "Annexure 1" to this report;
- (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 and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries as noted in the 'Other matter' paragraph:
- The Group has disclosed the impact of pending litigations on its consolidated financial position in its Consolidated Ind AS Financial Statements – Refer note 46 to the Consolidated Ind AS Financial Statements;
 - The Group did not have any material foreseeable losses in long-term contracts including derivative contracts during the year ended March 31, 2018.
 - There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiaries incorporated in India during the year ended March 31, 2018.

Other Matter

- (a) We did not audit the financial statements and other financial information, in respect of subsidiary and controlled entity whose financial statements include total assets of Rs.4,063.78 lakhs and net assets of Rs.100.46 lakhs as at March 31, 2018, and total revenues of Rs.4,081.81 lakhs and net cash outflows of Rs.33.70 lakhs for the year ended on that date. These financial statements and other financial information have been audited by other auditors, which financial statements, other financial information and auditor's reports have been furnished to us by the management. Our opinion on the Consolidated Ind AS Financial Statements, in so far as it relates to the amounts and disclosures included in respect of the subsidiary and controlled entity and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary, is based solely on the reports of such other auditors.
- (b) Our opinion above on the Consolidated Ind AS Financial Statements, and our report on Other Legal and Regulatory Requirements above, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements and other financial information certified by the Management.

For **S.R. Batliboi & Associates LLP**

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004

per **Bharath N S**

Partner

Membership Number: 210934

Place : Bengaluru
Date : May 28, 2018



ANNEXURE 1 TO THE INDEPENDENT AUDITOR'S REPORT ON THE CONSOLIDATED IND AS FINANCIAL STATEMENTS

ANNEXURE 1 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED IND AS FINANCIAL STATEMENTS OF BEARDSSELL LIMITED

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

In conjunction with our audit of the Consolidated Ind AS Financial Statements of the Company for the year ended on that March 31, 2018, we have audited the internal financial controls over financial reporting of Beardsell Limited ("the Holding Company") and its subsidiary company incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company, and its subsidiary company incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note 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 the 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 Group's internal financial controls over financial reporting 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") and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls and both issued by the Institute of Chartered Accountants of India. 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 consolidated Ind AS Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

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 consolidated Ind AS 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the consolidated Ind AS Financial Statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Holding Company and its subsidiary company incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matter

Our report under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting of the Holding Company, insofar as it relates to subsidiary company incorporated in India, and audited by other auditors, is based on the corresponding reports of the auditors of such subsidiary company incorporated in India.

For **S.R. Batliboi & Associates LLP**

Chartered Accountants

ICAI Firm Registration Number: **101049W/E300004**

per **Bharath N S**

Partner

Membership Number: 210934

Place : Bengaluru
Date : May 28, 2018

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BEARDSSELL LIMITED

CIN No : L65991TN1936PLC001428

Consolidated Balance Sheet as at March 31, 2018

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

	Notes	March 31, 2018	March 31, 2017	April 01, 2016
ASSETS				
Non current assets				
Property, plant and equipment	3	5,144.88	5,324.97	5,232.99
Capital work in progress	3	202.18	128.30	199.02
Goodwill		242.12	242.12	242.12
Intangible assets under development		69.25	-	-
Financial assets				
Investments in other entities	4	48.32	26.77	25.92
Loans	5	11.29	16.15	5.08
Trade receivables	6	9.96	27.65	25.00
Others	7	113.91	92.78	88.75
Non-current tax assets (net)	8	62.89	-	126.32
Other non-current assets	9	18.89	29.73	-
		5,923.69	5,888.47	5,945.20
Current assets				
Inventories	10	1,333.15	1,187.47	1,211.25
Financial assets				
Trade receivables	11	3,713.19	3,657.07	2,503.54
Cash and cash equivalents	12	157.76	204.63	174.29
Bank balances other than above	13	341.02	275.70	351.78
Loans	14	46.91	42.01	46.10
Others	15	104.83	129.34	161.95
Other current assets	16	895.32	804.49	835.32
		6,592.18	6,300.71	5,284.23
Total assets		12,515.87	12,189.18	11,229.43
EQUITY and LIABILITIES				
Equity				
Equity share capital	17	561.98	468.32	468.32
Other equity	18	3,557.21	3,676.14	3,234.54
Equity attributable to equity holders of the parent		4,119.19	4,144.46	3,702.86
Non-controlling interests		-	0.08	0.09
Total equity		4,119.19	4,144.54	3,702.95
Liabilities				
Non current liabilities				
Financial liabilities				
Borrowings	19	1,531.28	1,696.45	1,900.03
Other financial liabilities	20	3.98	4.52	2.20
Provisions	21	75.35	82.86	139.91
Deferred tax liabilities (net)	22	183.96	224.45	215.46
		1,794.57	2,008.28	2,257.60
Current liabilities				
Financial liabilities				
Borrowings	23	2,363.26	1,552.23	1,466.26
Trade payables	24	-	-	-
Total outstanding dues of micro, small and medium enterprises		-	-	-
Total outstanding dues of creditors other than micro, small and medium enterprises		3,114.00	3,302.12	2,945.78
Other financial liabilities	25	339.91	360.88	397.38
Other current liabilities	26	680.32	507.07	422.28
Provisions	27	104.62	174.59	37.18
Current tax liabilities (net)	28	-	139.47	-
		6,602.11	6,036.36	5,268.88
Total equity and liabilities		12,515.87	12,189.18	11,229.43

Summary of significant accounting policies

2.2

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm registration number: 101049W/E300004

per Bharath N S

Partner

Membership no.: 210934

Place: Bengaluru

Date: May 28, 2018

For and on behalf of the Board of Directors
Beardsell Limited

Bharat Anumolu

Managing Director

DIN:02660220

V V Sridharan

Chief Financial Officer

V J Singh

Director

DIN:03129164

K Murali

Company Secretary

Consolidated Statement of Profit and Loss for the year ended March 31, 2018

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

	Notes	For the year ended March 31, 2018	For the year ended March 31, 2017
I . Income			
Revenue from operations	29	17,310.09	20,448.78
Other income	30	89.90	214.50
Finance income	31	28.32	25.08
Total income		17,428.31	20,688.36
II . Expenses			
Cost of materials consumed	32	10,284.87	11,877.78
Purchase of traded goods	33	880.37	971.24
Changes in inventories of finished goods, work-in-progress and traded goods	34	(70.15)	(3.62)
Excise duty on sale of goods	29	524.88	1,423.62
Employee benefits expense	35	1,972.21	1,764.22
Finance costs	36	548.93	558.63
Depreciation expense	37	403.98	502.76
Other expenses	38	3,114.31	2,620.21
Total expenses		17,659.40	19,714.84
Profit / (loss) before exceptional items and tax		(231.09)	973.52
Exceptional items	39	244.75	-
Profit before tax		13.66	973.52
Tax Expense	42		
Current tax		18.59	412.46
Deferred tax		(42.98)	8.70
Total tax expense		(24.39)	421.16
Profit for the year		38.05	552.36
Other comprehensive income (OCI)	40		
Items not to be reclassified to profit or loss in subsequent periods:			
Gain / (loss) on FVTOCI financial assets		8.01	0.85
Income tax effect		(2.49)	(0.29)
Re-measurement gains / (losses) on defined benefit plans		17.39	(40.93)
Income tax effect		(5.06)	14.16
Other comprehensive income for the year, net of tax		17.85	(26.21)
Total comprehensive income for the year		55.90	526.15
Profit for the year			
Attributable to:			
Equity holders of the parent		55.90	526.15
Non-controlling interests		-	-
Earnings Per Equity Share Rs. 2/- each fully paid (March 31, 2017: Rs. 2/- each fully paid)	41		
Basic (Rs.)		0.14	1.97
Diluted (Rs.)		0.14	1.97
Summary of Significant Accounting Policies	2.2		

The accompanying notes are an integral part of the financial statements.
As per our report of even date

For **S.R. Batliboi & Associates LLP**
Chartered Accountants
ICAI Firm registration number: 101049W/E300004

For and on behalf of the Board of Directors
Beardsell Limited

per **Bharath N S**
Partner
Membership no.: 210934
Place: Bengaluru
Date: May 28, 2018

Bharat Anumolu
Managing Director
DIN:02660220

V J Singh
Director
DIN:03129164

V V Sridharan
Chief Financial Officer

K Murali
Company Secretary





BEARDSSELL LIMITED

CIN No : L65991TN1936PLC001428

Notes to Consolidated Financial Statements for the year ended March 31, 2018

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Cash flows (used in) / from operating activities		
Profit / (loss) before exceptional items and tax	(231.09)	973.52
Adjustments for		
Depreciation of property, plant and equipment	403.98	502.76
Gain on sale of property, plant and equipment (net)	(8.35)	(5.62)
Dividend income	(0.01)	(0.06)
Finance income	(28.32)	(25.08)
Liabilities / provision no longer required written back	-	(81.07)
Allowance for credit loss	22.11	106.59
Finance costs	548.93	558.63
Net loss / (gain) on foreign exchange fluctuations (unrealised)	9.38	7.97
Operating profit before working capital changes	716.63	2,037.64
Movement in working capital:		
(Increase) / Decrease in inventories	(145.68)	23.78
(Increase) / Decrease in current and non-current trade receivables	(60.54)	(1,262.77)
(Increase) / Decrease in financial and non-financial assets	13.33	(6.87)
(Increase) / Decrease in other assets	(91.38)	30.82
(Decrease)/ Increase in trade payables	(197.50)	348.37
(Decrease)/ Increase in financial, non-financial liabilities and provisions	(17.46)	132.74
Cash generated from operations	217.40	1,303.71
Income tax paid	(226.01)	(132.51)
Net cash flows (used in) / from operating activities (A)	(8.61)	1,171.20
Cash flows (used in) / from investing activities		
Purchase of property, plant and equipment, including intangible assets, capital work in progress and capital advances	(1,001.46)	(516.87)
Proceeds from sale of property, plant and equipment	887.46	(1.53)
Deposits made during the year	(62.84)	(18.56)
Proceeds from deposits	-	94.00
Purchase of investments	(12.99)	-
Dividends received	0.01	0.06
Finance income received	29.17	23.82
Net cash flows (used in) / from investing activities (B)	(160.65)	(419.08)

**Consolidated Statment of Cash Flows
for the year ended March 31,2018**

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Net cash flows (used in) / from financing activities		
Repayment of long - term borrowings (net)	(165.17)	(203.58)
Proceeds from short - term borrowings (net)	916.08	128.39
Dividend paid	(83.64)	(83.91)
Finance cost paid	(544.88)	(562.68)
Net cash flows (used in) /from financing activities (C)	122.39	(721.78)
Net decrease in cash and cash equivalents (A+B+C)	(46.87)	30.34
Cash and cash equivalents at the beginning of the year	204.63	174.29
Cash and cash equivalents at the year end	157.76	204.63
Components of cash and cash equivalents		
Cash on hand	3.84	37.67
Cheques / drafts on hand	45.13	67.55
Balances with banks		
On current accounts	108.04	98.66
On deposits	0.75	0.75
Total cash and cash equivalents	157.76	204.63

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm registration number: 101049W/E300004

per Bharath N S

Partner

Membership no.: 210934

Place: Bengaluru

Date: May 28, 2018

For and on behalf of the Board of Directors

Beardsell Limited

Bharat Anumolu

Managing Director

DIN:02660220

V V Sridharan

Chief Financial Officer

V J Singh

Director

DIN:03129164

K Murali

Company Secretary

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Per BEARDSSELL LIMITED,
(S. MURALI)
Company Secretary



BEARDELL LIMITED

CIN No : L65991TN1936PLC001428

Consolidated Statement of Changes in Equity for the year ended March 31, 2018

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

a. Equity Share Capital

Equity Shares of Rs.2/- Each (March 31, 2017: Rs.10/- each and April 01, 2016: Rs.10/- each),
subscribed and fully paid up

As at April 01, 2016

Number of shares Rs. In Lakhs

As at March 31, 2017

46,83,168 468.32

46,83,168 468.32

Sub-division of nominal value of 1 equity share of Rs.10/- each into 5 equity shares of Rs.2/- each. (Refer note 17.5 (a))

1,87,32,672 -

4,683,168 bonus shares issued in the ratio of 1 equity share of Rs.2/- each for every 5 existing equity shares of Rs.2/- each. (Refer note 17.5 (b))

46,83,168 93.66

As at March 31, 2018

2,80,99,008 561.98

b. Other Equity

Particulars	Reserves and surplus			Items of OCI	Total
	Securities premium account	General Reserve	Surplus in Profit and loss	"FVTOCI reserve"	
As at April 01, 2016	649.31	484.61	2,101.14	(0.52)	3,234.54
Profit for the year	-	-	552.36	-	552.36
Other Comprehensive Income	-	-	-	(26.21)	(26.21)
Re-measurement gain / (loss) on Defined Benefit Obligations (net) transferred to Retained Earnings	-	-	(26.77)	26.77	-
Total Comprehensive Income	649.31	484.61	2,626.73	0.04	3,760.69
Interim dividend and tax thereon	-	-	(84.55)	-	(84.55)
At March 31, 2017	649.31	484.61	2,542.18	0.04	3,676.14
Profit for the year	-	-	38.05	-	38.05
Other Comprehensive Income	-	-	-	17.85	17.85
Re-measurement gain / (loss) on Defined Benefit Obligations (net) transferred to Retained Earnings	-	-	12.33	(12.33)	-
Total Comprehensive Income	649.31	484.61	2,592.56	5.56	3,732.04
Capitalization of securities premium	(93.66)	-	-	-	(93.66)
Interim dividend and tax thereon	-	-	(81.17)	-	(81.17)
At March 31, 2018	555.65	484.61	2,511.39	5.56	3,557.21

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For **S.R. Batliboi & Associates LLP**

Chartered Accountants

ICAI Firm registration number: 101049W/E300004

per **Bharath N S**

Partner

Membership no.: 210934

Place: Bengaluru

Date: May 28, 2018

For and on behalf of the Board of Directors
Beardsell Limited

Bharat Anumolu

Managing Director

DIN:02660220

V V Sridharan

Chief Financial Officer

V J Singh

Director

DIN:03129164

K Murali

Company Secretary

CERTIFIED TRUE COPY

For BEARDELL LIMITED,

(Signature)

Company Secretary



Notes to Consolidated Financial Statements for the year ended March 31, 2018

1. Corporate information

The consolidated financial statements comprise consolidated financial statements of Beardsell Limited (the Company) and its subsidiary and controlled entity (collectively, the Group) for the year ended March 31, 2018.

The Group is a prominent manufacturer and supplier of Expanded Polystyrene products, popularly known as thermocole and Prefabricated Buildings that have wide industrial applications. The Group also undertakes erection, commissioning and maintenance works in the field of hot and cold insulation solutions. The Group has major manufacturing facilities in Thane, Chennai, Hyderabad and Karad and branches with geographical spread across India. In addition, the Group has trading operations in domestic and international market.

These financial statements were authorised for issue in accordance with a resolution of the directors on May 28, 2018.

2. Significant accounting policies

2.1. Basis of preparation

The consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2016, as amended.

For all periods up to and including the year ended March 31, 2017, the Group prepared its financial statements in accordance with Indian GAAP, including accounting standards notified under the section 133 of the Companies Act, 2013. These financial statements for the year ended March 31, 2018 are the first the Group has prepared in accordance with Ind AS. Refer to note 51 for information on how the Group adopted Ind AS.

All numbers in these financial statements are presented in Indian Rupees rounded off to nearest lakh, except when otherwise indicated.

2.2. Basis of consolidation

The consolidated financial statements comprise the consolidated financial statements of the Company and its subsidiary and controlled entity as at March 31, 2018 as mentioned in Group information. Control is achieved when the Company is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Company controls an investee if and only if the Company has:

- (i) Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- (ii) Exposure, or rights, to variable returns from its involvement with the investee, and
- (iii) The ability to use its power over the investee to affect its returns.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Company has less than a majority of the voting or similar rights of an investee, the Company considers all relevant facts and circumstances in assessing whether it has power over an investee, including

The contractual arrangement with the other vote holders of the investee

- (i) Rights arising from other contractual arrangements
- (ii) The Company's voting rights and potential voting rights
- (iii) The size of the Company's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders

The Company re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed off during the year are included in the consolidated financial statements from the date the Company gains control until the date the Company ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Company uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Company member's consolidated financial statements in preparing the consolidated financial statements to ensure conformity with the Company's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the holding company, i.e., year ended on March 31. When the end of the reporting period of the parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the consolidated financial statements of the parent to enable the parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

Consolidation procedure:

- (i) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.



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Notes to Consolidated Financial Statements for the year ended March 31, 2018

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

(ii) Eliminate in full intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the consolidated financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Summary of significant accounting policies

a) Presentation and disclosure of financial statements

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset as current when it is:

- i. Expected to be realised or intended to sold or consumed in normal operating cycle
- ii. Held primarily for the purpose of trading
- iii. Expected to be realised within twelve months after the reporting period, or
- iv. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- i. It is expected to be settled in normal operating cycle
- ii. It is held primarily for the purpose of trading
- iii. It is due to be settled within twelve months after the reporting period, or
- iv. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non-current.

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

Based on the nature of products/activities, the Group has determined its operating cycle as twelve months for the above purpose of classification as current and non-current.

b) Property, plant and equipment

Property, plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use but excludes duties and taxes that are recoverable from tax authorities. Any trade discounts and rebates are deducted in arriving at the purchase price.

Machinery spares which can be used only in connection with an item of fixed asset and whose use is expected to be irregular are capitalised and depreciated over the useful life of the principal item of the relevant assets. Subsequent expenditure relating to fixed assets is capitalised only if it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably

Material replacement cost is capitalized provided it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. When replacement cost is eligible for capitalization, the carrying amount of those parts that are replaced in derecognized. When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful life.

Property, plant and equipment retired from active use and held for sale are stated at the lower of their net book value and net realisable value and are disclosed separately in the Balance Sheet.

The Group identifies and determines cost of each component/part of the asset separately, if the component/part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset.

Capital Work-in-Progress: Assets acquired but not put to use at the Balance Sheet date are classified as capital work in progress. Projects under which assets are not ready for their intended use and other capital work-in-progress are carried at cost, comprising direct cost and attributable interest. Once it has becomes available for use, their cost is re-classified to appropriate caption and subjected to depreciation.

c) Investment properties

Investment property represents property held to earn rentals or for capital appreciation or both.

Notes to Consolidated Financial Statements for the year ended March 31, 2018

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

The cost includes the cost of replacing parts and borrowing costs for long-term construction projects if the recognition Criteria are met. When significant parts of the investment property are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognised in the statement of profit and loss as incurred.

Depreciation of investment property has been provided on the straight-line method over a period as prescribed in Schedule II to the Companies Act, 2013.

Though the Group measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by an external independent valuer applying valuation models.

Investment properties are derecognised either when they have been disposed off or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in the statement of profit and loss in the period of de-recognition.

d) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Intangible assets are amortized on a straight line basis over the estimated useful economic life or license period whichever is lower. The amortization period and method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly. If there has been a significant change in the expected pattern of economic benefits from the asset, the amortization method is changed to reflect the changed pattern.

e) Depreciation and amortisation

Depreciation & amortization is provided using the Straight Line Method as per the useful lives of the assets estimated by the management:

Asset description	Useful Lives (Years)
Investment property	
Plant & Machinery	5 – 15
Building	30 – 60
Property, plant and equipment	
Plant & Machinery	5 – 15
Building	30 – 60
Computers	3
Vehicles	8 -10
Office Equipment	5
Furniture and fittings	5 – 10

Leasehold assets are amortised using the straight-line method over the remainder of primary lease period.

The assets residual values, useful lives and methods of depreciation are reviewed at each financial year end and adjusted prospectively, if appropriate.

f) Leases

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

For arrangements entered into prior to 01 April 2016, the Group has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

Group as lessee

A lease is classified at the inception date as a finance lease or an operating lease. Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognised as an expense in the statement of profit and loss on a straight line basis over the lease term.

Group as lessor

Leases in which the Group does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.



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Notes to Consolidated Financial Statements for the year ended March 31, 2018

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Group to the lessee. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

g) Impairment of non-financial assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

The Group bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Group's cash-generating units to which the individual assets are allocated. These budgets and forecast calculations are generally covering a period of three years. For longer periods, a long term growth rate is calculated and applied to project future cash flows after the third year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Group extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the entity operates, or for the market in which the asset is used.

Impairment including impairment on inventories, are recognized in the statement of profit and loss. For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

h) Inventories

Raw materials, stores & spare parts and stock-in-trade are valued at lower of weighted average cost and estimated net realisable value. Cost includes freight, taxes and duties and is net of credit under VAT, CENVAT, GST scheme, wherever applicable.

Work-in-progress and finished goods are valued at lower of weighted average cost and estimated net realisable value. Cost includes all direct costs and appropriate proportion of overheads to bring the goods to the present location and condition. Cost of finished goods includes Excise Duty wherever applicable.

Due allowance is made for slow/non-moving items. Materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be used are expected to be sold at or above cost.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

i) Revenue and other income

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment. The Group is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to inventory and credit risks.

The Group has assumed that recovery of excise duty flows to the Group on its own account. This is for the reason that it is a liability of the manufacturer which forms part of the cost of production, irrespective of whether the goods are sold or not. Since the recovery of excise duty flows to the Group on its own account, revenue includes excise duty.

However, Sales Tax/Value Added Tax (VAT) and Goods and Services Tax (GST) are not received by the Group on its own account. Rather, it is tax collected on value added to the commodity by the seller on behalf of the Government. Accordingly, it is excluded from revenue.

The specific recognition Criteria described below must also be met before revenue is recognised.

Notes to Consolidated Financial Statements for the year ended March 31, 2018

Sale of goods

Revenue from sale of goods are recognised on transfer of significant risk and rewards of ownership to the buyer which generally coincides with shipment. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

Service Income

Revenue from rendering of services is recognised with reference to the stage of completion determined based on estimate of work performed, and when the outcome of the transaction can be estimated reliably.

Interest income

Revenue is recognised on a time proportion basis using the effective interest rate (EIR). Interest income is included in finance income in the statement of profit and loss.

Dividend income

Dividend income is accounted for when the right to receive it is established.

Rental Income

Rental income arising from operating leases is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit and loss due to its operating nature.

j) Foreign currency transactions

Initial recognition: Transactions in foreign currencies entered into by the Group are accounted at the exchange rates prevailing on the date the transaction first qualifies for the recognition.

Measurement as at Balance Sheet date: Foreign currency monetary items of the Group outstanding at the Balance Sheet date are translated at the functional currency spot rates of exchange at the reporting date. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

Treatment of Exchange Differences: Exchange differences arising on settlement/restatement of foreign currency monetary assets and liabilities of the Group are recognised as income or expense in profit or loss.

k) Government Grants, subsidies and export incentives

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with.

When the grant or subsidy from the Government relates to an expense item, it is recognised as income on a systematic basis in the statement of profit and loss over the period necessary to match them with the related costs, which they are intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

When the Group receives grants of non-monetary assets, the asset and the grant are recorded at fair value amounts and released to profit or loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset, i.e. by equal annual instalments. When loans or similar assistance are provided by Governments or related institutions, with an interest rate below the current applicable market rate, the effect of this favourable interest is regarded as a Government grant. The loan or assistance is initially recognised and measured at fair value of the proceeds received. The loan is subsequently measured as per the accounting policy applicable to financial liabilities.

Export benefits are accounted for in the year of exports based on eligibility and when there is no uncertainty in receiving the same.

l) Research and development

Revenue expenditure on research and development is expensed when incurred. Capital expenditure on research and development is capitalised under Property, Plant and Equipment and depreciated in accordance with the entity's accounting policy on depreciation.

m) Retirement and Employee benefits

Retirement benefit in the form of Provident Fund, superannuation fund and employee state insurance scheme are considered as defined contribution plans and are charged as an expense based on the amount of contribution required to be made and when services are rendered by the employees. There are no other obligations other than the contribution payable to the respective fund.

Gratuity liability is a defined benefit obligation and is provided for on the basis of an actuarial valuation on Projected Unit Credit method made at the end of each financial year.



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Notes to Consolidated Financial Statements for the year ended March 31, 2018

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

Compensated absences, which are expected to occur within the next 12 months, is treated as short-term employee benefit. The Group measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Group treats compensated absences expected not to occur within twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred.

n) Taxes

Income tax expense comprises current and deferred taxes. Income tax expense is recognized in the statement of profit and loss except to the extent it relates to items recognized directly in equity, in which case it is recognized in equity.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax Credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax Credits and unused tax losses can be utilised, except when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

The carrying amount of deferred tax assets is reviewed at each reporting date and written off to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

o) Provisions

A provision is recognized when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on 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 estimates.

Notes to Consolidated Financial Statements for the year ended March 31, 2018

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Provisions for warranty-related costs are recognized when the product is sold or service provided. Provision is estimated based on historical experience and technical estimates. The estimate of such warranty-related costs is reviewed annually.

p) Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the financial statements.

q) Segment reporting

The Group identifies primary segments based on the dominant source, nature of risks and returns and the internal organisation and management structure. The operating segments are the segments for which separate financial information is available and for which operating profit / loss amounts are evaluated regularly by the executive Management in deciding how to allocate resources and in assessing performance.

The accounting policies adopted for segment reporting are in line with the accounting policies of the Group. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment.

Revenue, expenses, assets and liabilities which relate to the Group as a whole and are not allocable to segments on reasonable basis have been included under "unallocated revenue / expenses / assets / liabilities".

r) Borrowing costs

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. Capitalisation of Borrowing Costs is suspended and charged to the statement of profit and loss during extended periods when active development activity on the qualifying assets is interrupted. All other borrowing costs are expensed in the period they occur.

s) Fair value measurement

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

- i. In the principal market for the asset or liability, or
- ii. In the absence of a principal market, in the most advantageous market for the asset or liability

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

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- a) Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- b) Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- c) Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.



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t) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in three categories:

- i. Debt instruments at amortised cost
- ii. Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- iii. Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- i. The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- ii. Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables.

Equity Investments

All equity investments in scope of Ind-AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Group decides to classify the same either as at FVTOCI or FVTPL. The Group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity.

De-recognition

A financial asset (or, where applicable, a part of a financial asset or part of a Group of similar financial assets) is primarily derecognised (i.e. removed from the Group's consolidated balance sheet) when:

- i. The rights to receive cash flows from the asset have expired, or
- ii. The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of Financial Assets

In accordance with Ind-AS 109, the Group applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and Credit risk exposure:

- i. Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance.

The Group follows 'simplified approach' for recognition of impairment loss allowance on Trade receivables.

The application of simplified approach does not require the Group to track changes in Credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. For recognition of impairment loss on other financial assets, the Group determines that whether there has been a significant increase in the Credit risk since initial recognition. If Credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if Credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, Credit quality of the instrument improves such that there is no longer a significant increase in Credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected Credit losses resulting from all possible default events over the expected life of a financial instrument. ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive, discounted at the original EIR. When estimating the cash flows, the Group is required to consider:

- i. All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the Group is required to use the remaining contractual term of the financial instrument
- ii. Cash flows from the sale of collateral held or other Credit enhancements that are integral to the contractual terms

As a practical expedient, the Group uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L. The balance sheet presentation for various financial instruments is described below:

Financial assets measured as at amortised cost: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off Criteria, the Group does not reduce impairment allowance from the gross carrying amount.

For assessing increase in Credit risk and impairment loss, the Group combines financial instruments on the basis of shared Credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in Credit risk to be identified on a timely basis.

Financial liabilities

Initial recognition and measurement

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include loans and borrowings, trade and other payables.

Subsequent measurement

Financial Liabilities At Fair Value Through Profit and Loss

Financial liabilities at fair value through profit or loss include derivatives. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments. Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the Criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own Credit risks are recognized in OCI. These gains/ loss are not subsequently transferred to P&L. However, the Group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.



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(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

u) Use of estimates

The preparation of Consolidated Financial Statements in conformity with Ind AS requires the management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, like provision for employee benefits, provision for doubtful trade receivables/advances/contingencies, provision for warranties, allowance for slow/non-moving inventories, useful life of Property, Plant and Equipment, provision for taxation, etc., during and at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

v) Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Group's cash management.

w) Earnings Per Share (EPS)

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

Notes to Consolidated Financial Statements for the year ended March 31, 2018

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

3 Property, plant and equipment

Particulars	Freehold land	Leasehold Land	Buildings on Leasehold Land	Buildings on Freehold Land	Plant and Equipment	Computer	Furniture, Fixtures & Office Equipment	Leasehold Improvements	Vehicles	Total Property, Plant and Equipment	Capital Work-in-Progress
Gross block											
Deemed cost at April 01, 2016	669.74	449.51	611.66	816.31	2,462.15	3.68	31.85	2.75	185.34	5,232.99	199.02
Additions	23.49	-	-	44.01	325.06	9.43	24.30	-	161.30	587.59	-
Disposals	-	-	-	(1.40)	37.35	(0.11)	(16.21)	-	(12.48)	7.15	(70.72)
As at March 31, 2017	693.23	449.51	611.66	858.92	2,824.56	13.00	39.94	2.75	334.16	5,827.73	128.30
Additions	10.89	-	-	86.19	667.48	19.28	7.58	7.26	59.57	858.25	92.00
Disposals	-	(272.58)	(275.89)	-	(86.87)	-	-	-	-	(635.34)	(18.12)
As at March 31, 2018	704.12	176.93	335.77	945.11	3,405.17	32.28	47.52	10.01	393.73	6,050.64	202.18
Depreciation											
As at April 01, 2016	-	-	-	-	-	-	-	-	-	-	-
Charge for the year	-	4.89	-	67.88	347.81	8.19	18.51	0.21	55.27	502.76	-
Disposals	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2017	-	4.89	-	67.88	347.81	8.19	18.51	0.21	55.27	502.76	-
Charge for the year	-	3.87	16.66	34.09	271.92	10.60	10.74	0.80	55.30	403.98	-
Disposals	-	-	-	-	(0.98)	-	-	-	-	(0.98)	-
As at March 31, 2018	-	8.76	16.66	101.97	618.75	18.79	29.25	1.01	110.57	905.76	-
Net carrying value											
As at April 01, 2016	669.74	449.51	611.66	816.31	2,462.15	3.68	31.85	2.75	185.34	5,232.99	199.02
As at March 31, 2017	693.23	444.62	611.66	791.04	2,476.75	4.81	21.43	2.54	278.89	5,324.97	128.30
As at March 31, 2018	704.12	168.17	319.11	843.14	2,786.42	13.49	18.27	9.00	283.16	5,144.88	202.18

(a) Charge on assets

The Rupee term loans from Bank of India are secured by equitable mortgage over the land and buildings there on at Karad (4.10 acres), Coimbatore (3.50 acres), Bonthapally (1.40 acres), Chennai -Thiruvallur (6.98 acres), Bihar (3.93 acres), Dahej (2.50 acres) and Thane (1.85 acres). The Group has deposited the original title deeds of all the above mentioned properties with the Bank. In addition to the above the Company has also hypothecated its stocks and book debts.

(b) Hire purchase arrangements

The carrying value of vehicles held under hire purchase contracts at March 31, 2018 was Rs. 189.81 lakhs (March 31, 2017: Rs. 261.47 lakhs and April 01, 2016: Rs.154.24 lakhs). Additions during the year include Rs.23.95 lakhs (March 31, 2017: Rs. 147.18 lakhs) of vehicles under hire purchase contracts. Assets under hire purchase contracts are pledged as security for the related hire purchase liabilities.



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4 Non-current investments (fully paid up)

Particulars	March 31, 2018	March 31, 2017	April 01, 2016
Investment in other entities (Quoted equity instruments at fair value through FVTOCI)			
- 18,000 (March 31, 2017 - 18,000 and April 01, 2016: 18,000) equity shares of Rs. 10/- each fully paid up in Hyderabad EPS Products Private Limited (At cost less provision for impairment allowance Rs. 180,000 (March 31, 2017: Rs. 180,000 and April 01, 2016 : Rs.180,000))	-	-	-
- 5,300 (March 31, 2017 - 5,300 and April 01, 2016 : 5,300) equity shares of Rs. 100/- each fully paid up in Pink Packaging & Moulding Private Limited (At cost less provision for impairment allowance Rs. 750,000 (March 31, 2017: Rs. 750,000 and April 01, 2016 : Rs.750,000))	-	-	-
- 6,000 (March 31, 2017 - 6,000 and April 01, 2016 : 6,000) equity shares of Rs. 10/- each fully paid up in Sure Energy Systems Private Limited	25.00	25.00	25.00
- 1,000 (March 31, 2017 : 500 and April 01, 2016 : 500) equity shares of Rs. 2/- each fully paid up in Nava Bharat Ventures Limited	1.35	1.26	0.41
- 1000 (March 31, 2017 : 1000 and April 01, 2016 : 1000) equity shares of Rs. 10/- each fully paid up in Ahmednagar Merchant Co-operative Bank	0.01	0.01	0.01
- 2500 (March 31, 2017 : 2500 and April 01, 2016 : 2500) equity shares of Rs. 10/- each fully paid up in Saraswat Co-operative Bank Ltd	0.50	0.50	0.50
- 187,429 (March 31, 2017 and April 01, 2016 - Nil) equity shares of Rs. 10/- each fully paid up in Frontline Power Corporation Limited	21.46	-	-
Total Investments in other entities	48.32	26.77	25.92

5 Loans

	March 31, 2018	March 31, 2017	April 01, 2016
Loans to employees - secured, considered good	2.82	4.15	3.36
Loans to employees - unsecured, considered good	8.47	12.00	1.72
Total	11.29	16.15	5.08

6 Non-current trade receivables

	March 31, 2018	March 31, 2017	April 01, 2016
Trade receivables	9.96	27.65	25.00
Total	9.96	27.65	25.00

No trade or other receivables are due from directors or other officers of the Company either severally or jointly with any other person.

**Notes to Consolidated Financial Statements
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7 Other non-current financial assets

(Unsecured, considered good unless otherwise stated)

	March 31, 2018	March 31, 2017	April 01, 2016
Security Deposits	113.91	92.78	88.75
Total	113.91	92.78	88.75

8 Non-current tax assets (net)

(Unsecured, considered good unless otherwise stated)

	March 31, 2018	March 31, 2017	April 01, 2016
Advance income tax net of provision for tax	62.89	-	126.32
Total	62.89	-	126.32

9 Other non-current assets

(Unsecured, considered good unless otherwise stated)

	March 31, 2018	March 31, 2017	April 01, 2016
Capital advances	18.89	29.73	-
Total	18.89	29.73	-

10 Inventories

(Cost or net realisable value whichever is lower)

	March 31, 2018	March 31, 2017	April 01, 2016
Raw materials and packing materials	771.82	722.94	752.63
Work-in-progress	45.13	39.52	50.45
Finished goods	231.87	164.31	177.82
Stock-in-trade (acquired for trading)	214.39	215.09	187.03
Stores and spares	69.94	45.61	43.32
Total	1,333.15	1,187.47	1,211.25

During the year ended March 31, 2018, Rs.Nil was recognised as an expense to bring the inventories to net realisable value.
(March 31, 2017 : Rs.Nil)

11 Trade Receivables

	March 31, 2018	March 31, 2017	April 01, 2016
Trade receivables	4,027.56	3,939.93	2,722.06
Total trade receivables	4,027.56	3,939.93	2,722.06
Break-up for security details			
Unsecured, considered good	3,713.19	3,657.07	2,503.54
Unsecured, considered doubtful	314.37	282.86	218.52
Total trade receivables	4,027.56	3,939.93	2,722.06
Impairment Allowance (allowance for bad and doubtful debts)			
Unsecured, considered good	(47.16)	(42.43)	(32.78)
Unsecured, considered doubtful	(267.21)	(240.43)	(185.74)
	(314.37)	(282.86)	(218.52)
Total	3,713.19	3,657.07	2,503.54

No trade or other receivables are due from directors or other officers of the Company either severally or jointly with any other person.

12 Cash and cash equivalents

	March 31, 2018	March 31, 2017	April 01, 2016
Balances with Banks			
On current accounts	108.04	98.66	127.94
In deposits with original maturity of less than three months	0.75	0.75	0.75
Cheques/ drafts on hand	45.13	67.55	22.76
Cash on hand	3.84	37.67	22.84
Total	157.76	204.63	174.29



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13 Bank balances other than above

	March 31, 2018	March 31, 2017	April 01, 2016
In deposits with original maturity of more than three months but less than twelve months	77.27	55.00	98.50
In earmarked accounts			
Unclaimed dividend accounts	10.96	11.06	8.55
Interim dividend accounts	20.15	17.58	20.73
Balances held as margin money	194.14	153.56	220.00
Others (refer note below)	38.50	38.50	4.00
Total	341.02	275.70	351.78

Balances with banks - Other earmarked accounts represent fixed deposits made in pursuance of Rule 13 of the Companies (Acceptance of Deposits) Rules 2014.

14 Loans (Current)

(Unsecured, considered good unless stated otherwise)

	March 31, 2018	March 31, 2017	April 01, 2016
Loans to employees - secured	19.81	22.25	30.38
Loans to employees	27.10	19.76	15.72
Total	46.91	42.01	46.10

15 Others current financial assets

(Unsecured, considered good unless stated otherwise)

	March 31, 2018	March 31, 2017	April 01, 2016
Security deposits	102.04	127.40	158.75
Interest receivable	2.79	1.94	3.20
Total	104.83	129.34	161.95

Breakup of financial assets

	March 31, 2018	March 31, 2017	April 01, 2016
Valued at fair value through OCI			
Investments in other entities	47.81	26.26	25.41
Valued at amortised cost			
Non-current and current loans	1,867.91	58.16	51.18
Trade receivables	3,070.33	3,939.93	2,722.06
Cash and cash equivalents	127.72	204.63	174.29
Bank balances	328.75	275.70	351.78
Other non-current and current financial assets	208.18	222.12	250.70
Total financial assets carried at amortised cost	5,602.89	4,700.54	3,550.01

16 Other current assets

(Unsecured, considered good unless otherwise stated)

	March 31, 2018	March 31, 2017	April 01, 2016
Advance paid for jobs in progress			
- Considered good	253.36	236.47	167.85
- Considered doubtful	35.09	64.52	35.75
Advances for supply and services	284.02	157.44	188.69
Prepayments	80.80	70.98	53.17
Balances with Statutory / Government Authorities (net)	121.40	170.05	217.97
Surplus gratuity fund balance	26.76	-	-
Assets held for sale	-	-	115.55
Other advances	128.98	169.55	92.09
Less: Allowance for credit loss against doubtful advances	(35.09)	(64.52)	(35.75)
Total	895.32	804.49	835.32

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17 Share capital

Authorised share capital

Equity shares of Rs. 2/- each (March 31, 2017: Rs. 10/- each and April 01, 2016: Rs. 10/- each)

	Number of shares	Rs. in lakhs
At April 1, 2016	1,00,00,000	1,000.00
Increase / (decrease) during the year	-	-
At March 31, 2017	1,00,00,000	1,000.00
Increase / (decrease) during the year	-	-
Sub-division of nominal value of 1 equity share of Rs.10/- each into 5 equity shares of Rs.2/- each. (Refer note 17.4 (a))	4,00,00,000	-
At March 31, 2018	5,00,00,000	1,000.00

17.2 Issued, subscribed and paid-up capital

Equity shares of Rs. 2/- each (March 31, 2017: Rs.10/- each and April 01, 2016: Rs.10/- each) issued, subscribed and fully paid

	Number of shares	Rs. in lakhs
At April 1, 2016	46,83,168	468.32
Increase / (decrease) during the year	-	-
At March 31, 2017	46,83,168	468.32
Sub-division of nominal value of 1 equity share of Rs.10/- each into 5 equity shares of Rs.2/- each. (Refer note 17.5 (a) below)	1,87,32,672	-
4,683,168 bonus shares issued in the ratio of 1 equity share of Rs.2/- each for every 5 existing equity shares of Rs.2/- each. (Refer note 17.5 (b) below)	46,83,168	93.66
At March 31, 2018	2,80,99,008	561.98

17.3 Terms / rights attached to shares

The Company has issued only one class of equity shares having a par value of Rs.2/- per share. Each holder of equity share is entitled to one vote per share. The Company declares dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders at the Annual General Meeting.

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

17.4 Details of shareholders holding more than 5% shares in the Company

	March 31, 2018		March 31, 2017		April 01, 2016	
	Number of shares held	% holding	Number of shares held	% holding	Number of shares held	% holding
Mr. Bharat Anumolu	86,45,536	30.77%	14,40,881	30.77%	14,40,881	30.77%
Mrs. Jayasree Anumolu	90,91,614	32.36%	15,15,269	32.36%	15,15,269	32.36%
Gunnam Subba Rao Insulation Pvt. Ltd.	33,28,320	11.84%	5,54,720	11.84%	5,54,720	11.84%

As per records of the company, including its register of shareholders / members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

17.5 Aggregate number of bonus shares, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceeding the reporting date

(a) On May 05, 2017, one equity share of face value Rs. 10/- each was split into five equity shares of Rs. 2/- each. Accordingly, 10,000,000 authorised equity shares of Rs. 10/- each were sub-divided into 50,000,000 authorised equity shares of Rs.2.00 each and 4,683,168 fully paid up shares of Rs.10/- each were sub-divided into 23,415,840 fully paid up shares of Rs.2/- each.

(b) On May 06, 2017, the Company issued bonus shares to the existing shareholders, in the ratio of 1:5. The Securities premium account was utilised to the extent of Rs. 93.66 lakhs for the issue of said bonus shares.



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18 Other equity

Reserves and Surplus

(a) Securities premium account

Balance at the beginning of the year

Less: Equity shares allotted as fully paid bonus shares by capitalization of securities premium (Refer note 17.2 (b))

Balance at the end of the year

(b) General reserve

Balance at the beginning of the year

Add: Amount transferred from surplus in the statement of profit and loss

Balance at the end of the year

(c) Surplus in the statement of profit and loss

Balance at the beginning of the year

Add: Profit for the year

Re-measurement gain / (loss) on Defined Benefit Obligations (net) transferred from FVTOCI reserve

Less: Interim dividend for the year ended on March 31, 2018: Rs. 0.24 per share (March 31, 2017: Rs. 1.50 per share)

Less: Dividend distribution tax on interim dividend

Balance at the end of the year

(d) FVTOCI reserve

Balance at the beginning of the year

Add: Other comprehensive income for the year

Re-measurement gain / (loss) on Defined Benefit Obligations (net) transferred to Retained Earnings

Balance at the end of the year

Total other equity

	March 31, 2018	March 31, 2017
Balance at the beginning of the year	649.31	649.31
Less: Equity shares allotted as fully paid bonus shares by capitalization of securities premium (Refer note 17.2 (b))	(93.66)	-
Balance at the end of the year	555.65	649.31
Balance at the beginning of the year	484.61	484.61
Add: Amount transferred from surplus in the statement of profit and loss	-	-
Balance at the end of the year	484.61	484.61
Balance at the beginning of the year	2,542.18	2,101.14
Add: Profit for the year	38.05	552.36
Re-measurement gain / (loss) on Defined Benefit Obligations (net) transferred from FVTOCI reserve	12.33	(26.77)
Less: Interim dividend for the year ended on March 31, 2018: Rs. 0.24 per share (March 31, 2017: Rs. 1.50 per share)	(67.44)	(70.25)
Less: Dividend distribution tax on interim dividend	(13.73)	(14.30)
Balance at the end of the year	2,511.39	2,542.18
Balance at the beginning of the year	0.04	(0.52)
Add: Other comprehensive income for the year	17.85	(26.21)
Re-measurement gain / (loss) on Defined Benefit Obligations (net) transferred to Retained Earnings	(12.33)	26.77
Balance at the end of the year	5.56	0.04
Total other equity	3,557.21	3,676.14

19 Borrowings (non-current)

	March 31, 2018	March 31, 2017	April 01, 2016
Term loans			
Indian Rupee loans from banks (Secured) (a)	793.84	1,057.58	1,447.72
Long term maturities of finance lease obligation			
Obligations under hire purchase contracts (Secured) (b)	90.58	124.76	53.23
Unsecured loans from others			
Unsecured public deposits - from related parties (Refer note)	80.18	40.00	50.00
Unsecured public deposits - from others	126.86	61.99	9.57
Unsecured inter corporate deposits	517.00	650.00	650.00
Unsecured loans and advances from related parties	125.31	15.00	20.00
Total	1,733.77	1,949.33	2,230.52
Current maturities of non-current borrowings			
Indian Rupee term loans from banks (Secured) (b)	147.25	197.58	305.18
Obligations under hire purchase contracts (Secured) (b)	55.24	55.30	25.31
	202.49	252.88	330.49
Less: Amount disclosed under the head "other financial liabilities" (c)	(202.49)	(252.88)	(330.49)
Total non-current borrowings ((a) - (c))	1,531.28	1,696.45	1,900.03

(i) The Rupee term loans from Bank of India are secured by exclusive charge on the entire fixed and current assets of the Company. They are also secured by deposit of the title deeds of all its properties. These term loans are repayable over a period of 7 years and the average floating interest rate is 10.50% (previous year - 11.00%)

(ii) Hire purchase loans are secured by hypothecation of vehicles acquired out of the loan.

**Notes to Consolidated Financial Statements
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20 Other financial liabilities (non current)

	March 31, 2018	March 31, 2017	April 01, 2016
Interest accrued but not due on public deposits			
- From related parties	-	2.51	1.99
- From others	3.98	2.01	0.21
	3.98	4.52	2.20

21 Provisions (non-current)

	March 31, 2018	March 31, 2017	April 01, 2016
Provision for compensated absences	75.35	70.16	53.90
Provision for gratuity	-	12.70	10.07
Provision for warranty	-	-	75.94
Total	75.35	82.86	139.91

22 Deferred tax liability (Net)

	March 31, 2018	March 31, 2017	April 01, 2016
Deferred tax liability relating to			
On difference between book balance and tax balance of Property, plant & equipment and Investment property	324.57	341.06	319.16
Deferred tax impact on fair valuation of Investments	2.78	0.29	-
(A)	327.35	341.35	319.16
Deferred tax asset relating to			
Provision for compensated absences	25.94	27.49	19.79
Provision for warranties	-	-	26.28
Provision for impairment allowance on debtors	117.45	89.41	57.63
(B)	143.39	116.90	103.70
Deferred tax liability (Net) (A-B)	183.96	224.45	215.46

Deferred tax (assets) / liabilities

For the year ended March 31, 2018

	Opening Balance	Recognised in profit & loss	Recognised in OCI	Closing balance
Property, plant & equipment & Investment property	341.06	(16.49)	-	324.57
Provision for compensated absences	(27.49)	1.55	-	(25.94)
Provision for warranties	-	-	-	-
Provision for impairment allowance on debtors	(89.41)	(28.04)	-	(117.45)
FVTOCI reserve	0.29	-	2.49	2.78
	224.45	(42.98)	2.49	183.96

For the year ended March 31, 2017

	Opening Balance	Recognised in profit & loss	Recognised in OCI	Closing balance
Property, plant & equipment & Investment property	319.16	21.90	-	341.06
Provision for compensated absences	(19.79)	(7.70)	-	(27.49)
Provision for warranties	(26.28)	26.28	-	-
Provision for impairment allowance on debtors	(57.63)	(31.78)	-	(89.41)
FVTOCI reserve	-	-	0.29	0.29
	215.46	8.70	0.29	224.45

23 Borrowings (current)

	March 31, 2018	March 31, 2017	April 01, 2016
Cash credit from banks (secured)	1,725.49	1,298.28	1,274.46
Buyer's credit from banks (secured)	135.81	42.45	-
Indian rupee loans from banks (secured)	307.48	-	-
Unsecured public deposits - from related parties (refer note)	5.00	50.00	-
Unsecured public deposits - from others	189.48	161.50	191.80
Total	2,363.26	1,552.23	1,466.26

Working capital facilities from Bank of India are secured by exclusive charge on the entire property, plant and equipment and investment property of the Company. They are also secured by deposit of the Title Deeds of all its properties. The interest rate on these borrowings ranges between 10.50% to 11.00%.



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24 Trade payables

	March 31, 2018	March 31, 2017	April 01, 2016
Outstanding dues of micro, small and medium enterprises	-	-	-
Outstanding dues to creditors other than micro, small and medium enterprises	3,114.00	3,302.12	2,945.78
	3,114.00	3,302.12	2,945.78

Based on the information available with the Company, there are no dues to enterprises as defined under Micro, Small and Medium Enterprises Development Act, 2006, as at March 31, 2018 (March 31, 2017: Nil and April 01, 2016: Nil). Further, the Company has not paid any interest to any Micro and Small Enterprises during the current and previous year.

Terms and conditions of the above financial liabilities:

Trade payables are non interest bearing and carry a credit period generally between 30 and 60 days

25 Other financial liabilities (current)

	March 31, 2018	March 31, 2017	April 01, 2016
Current maturities of long term debt (refer note ii below)	147.25	197.58	305.18
Current maturities of hire purchase loans (refer note iii below)	55.24	55.30	25.31
Unclaimed dividend	10.96	11.06	8.51
Interest accrued but not due on public deposits			
- From related parties	0.50	7.04	-
- From others	1.38	-	5.31
Interest accrued but not due on promoters loan	-	0.02	1.32
Interest accrued but not due on borrowings	0.19	3.42	1.05
Payable to employees	104.23	68.88	29.97
Dividend payable	20.16	17.58	20.73
Total	339.91	360.88	397.38

(i) Interest payable is normally settled monthly/ quarterly throughout the financial year.

(ii) Current maturities of long-term debt pertains to secured term loans taken from banks. Refer note under non-current borrowings for details of security and terms of repayment.

(iii) Hire purchase loans are secured by hypothecation of vehicles acquired out of the loan.

26 Other current liabilities

	March 31, 2018	March 31, 2017	April 01, 2016
Statutory liabilities	141.39	82.66	99.29
Advances received from customers	423.76	424.41	286.40
Other payables	115.17	-	36.59
Total	680.32	507.07	422.28

27 Provisions (current)

	March 31, 2018	March 31, 2017	April 01, 2016
Provision for compensated absences (refer note 43)	13.73	9.26	3.26
Provision for compensated gratuity (refer note 43)	-	-	0.30
Provision for differential sales tax	53.87	33.84	20.36
Other provisions	37.02	131.49	13.26
Total	104.62	174.59	37.18

28 Current tax liabilities

	March 31, 2018	March 31, 2017	April 01, 2016
Provision for income taxes (net of advance taxes)	-	139.47	-
Total	-	139.47	-

Breakup of financial liabilities

	March 31, 2018	March 31, 2017	April 01, 2016
Valued at amortised cost			
Non current borrowings	1,308.91	1,696.45	1,900.03
Current borrowings	2,055.78	1,552.23	1,466.26
Trade Payables	2,585.76	3,302.12	2,945.78
Other non-current and current financial liabilities	229.87	365.41	399.58
Total financial liabilities carried at amortised cost	6,180.32	6,916.21	6,711.65

**Notes to Consolidated Financial Statements
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29 Revenue from Operations

	For the year ended 31-Mar- 2018	For the year ended 31-Mar- 2017
Sale of Products		
Finished goods (including excise duty#)	14,872.86	17,771.52
Traded goods	994.33	1,057.46
Sale of services	1,432.48	1,604.65
Other operating revenue		
Scrap sales	10.42	15.15
Total revenue from operations (gross)	17,310.09	20,448.78

Sale of finished goods includes excise duty collected from customers of Rs 524.88 lakhs (March 31, 2017: Rs. 1,423.62 lakhs). Sale of finished goods net of excise duty is Rs 14,347.98 lakhs (March 31, 2017: Rs.16,347.90 lakhs). Revenue from operations for periods up to 30 June,2017 includes excise duty. From 1 July 2017 onwards the excise duty and most indirect taxes in India have been replaced with Goods and Service Tax (GST). The group collects GST on behalf of the Government. Hence, GST is not included in Revenue from operations. In view of the aforesaid change in indirect taxes, Revenue from operations year ended March 31, 2018 is not comparable with March 31, 2017.

30 Other income

	For the year ended 31-Mar- 2018	For the year ended 31-Mar- 2017
Rental income from operating leases	46.60	37.87
Dividend Income	0.01	0.06
Net gain on sale of property, plant and equipment	8.35	5.62
Liabilities / provisions no longer required written back	-	81.07
Other non-operating income	34.94	89.88
Total	89.90	214.50

31 Finance income

	For the year ended 31-Mar- 2018	For the year ended 31-Mar- 2017
Interest Income on		
Bank Deposits	16.85	19.59
Income tax refund	10.31	4.65
Others	1.16	0.84
Total	28.32	25.08

32 Cost of raw materials consumed

	For the year ended 31-Mar- 2018	For the year ended 31-Mar- 2017
Opening stock	722.94	752.63
Add: Purchases	10,330.27	11,848.09
	11,053.21	12,600.72
Less : Closing stock	768.34	722.94
Total cost of raw materials consumed	10,284.87	11,877.78

33 Purchase of Stock-in-trade

	For the year ended 31-Mar- 2018	For the year ended 31-Mar- 2017
Stock-in-trade - Motors	873.71	772.26
Stock-in-trade - Others	6.66	198.98
Total	880.37	971.24



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34 Changes in inventories of finished goods, work-in-progress and traded goods

	For the year ended 31-Mar- 2018	For the year ended 31-Mar- 2017
Opening stock		
Finished goods	164.31	177.82
Work-in-progress	39.52	50.45
Stock-in-trade	217.41	187.03
	421.24	415.30
Closing stock		
Finished goods	231.87	164.31
Work-in-progress	45.13	39.52
Stock-in-trade	214.39	215.09
	491.49	418.92
Decrease/ (Increase) in inventories of finished goods, work-in-progress and traded goods	(70.15)	(3.62)

35 Employee benefits expense

	For the year ended 31-Mar- 2018	For the year ended 31-Mar- 2017
Salaries, allowances and wages	1,585.79	1,425.79
Contribution to provident fund and other funds	177.45	155.68
Gratuity expense	36.00	18.72
Staff welfare expenses	172.97	164.03
Total	1,972.21	1,764.22

36 Finance Costs

	For the year ended 31-Mar- 2018	For the year ended 31-Mar- 2017
Interest expense on		
Term loans and working capital loans	284.09	314.83
On public and other deposits	106.18	114.95
On hire purchase contracts	10.90	12.51
Delayed payment of Income Tax	15.09	32.08
Other Borrowing Costs #	132.67	84.26
Total	548.93	558.63

Other borrowing cost includes loan processing charges, guarantee charges, loan facilitation charges and other ancillary costs incurred in connection with borrowings.

37 Depreciation expense

	For the year ended 31-Mar- 2018	For the year ended 31-Mar- 2017
Depreciation of property, plant and equipment and investment property	403.98	502.76
Total	403.98	502.76

**Notes to Consolidated Financial Statements
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38 Other expenses

	For the year ended 31-Mar- 2018	For the year ended 31-Mar- 2017
Consumption of stores and spares	115.57	133.81
Increase of excise duty on inventory	-	1.60
Service charges	397.52	340.62
Power and fuel	791.68	619.79
Repairs & maintenance		
Plant and machinery	67.06	53.10
Buildings	21.92	15.50
Furniture and Equipment	22.32	20.07
Rent	198.11	110.78
Rates and taxes	80.03	57.20
Advertising and sales promotion	116.73	23.13
Vehicle maintenance	53.59	55.68
Insurance	81.08	55.60
Printing and stationery	25.24	22.49
Consultancy and other professional charges	276.27	217.51
Travelling and conveyance	187.17	176.99
Communication expenses	38.82	42.54
Allowance for credit loss	22.11	106.59
Bad debts written off	11.46	-
Carriage outwards	309.23	284.99
Donations	100.23	96.61
Sitting fees paid to Directors	11.70	7.65
Bank charges	21.45	27.02
Net loss on foreign currency transactions and translation	9.38	7.97
Miscellaneous Expenses	155.64	142.97
Total	3,114.31	2,620.21
Payment to auditor		
As auditor		
Audit Fees	17.40	12.00
In other capacity		
Other services	1.40	21.10
Reimbursement of expenses	0.77	0.16
Total	19.57	33.26

39 Exceptional items

On November 29, 2017, the Group has transferred leasehold rights on land situated at Plot No. N-32 located at Additional Patalganga Industrial Area, Taluka - Panvel, Maharashtra along with the sale of factory building constructed by the Company on the leasehold land for an aggregate consideration of Rs. 800 lakhs to V-ensure Pharma Technologies Private Limited. Rs.244.75 lakhs being gain on disposal during this year ended March 31, 2018 is shown as an exceptional item.

40 Other Comprehensive Income (OCI)

The disaggregation of changes to OCI by each type of reserve in equity is shown below

	For the year ended 31-Mar- 2018	For the year ended 31-Mar- 2017
FVTOCI reserve		
Gain / (loss) on FVTOCI financial assets	8.01	0.85
Deferred tax effect on the gain/(loss) on FVTOCI financial assets	(2.49)	(0.29)
Re-measurement gains / (losses) on defined benefit plans	17.39	(40.93)
Deferred tax effect on remeasurement costs on net defined benefit liability	(5.06)	14.16
Total	17.85	(26.21)



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41 Earnings per share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

EPS has been restated for the comparative period giving effect to the revised number of shares post stock split of one share having a face value of Rs.10/- into five shares of Rs.2/- each and bonus issue of one share for every five shares as mentioned in note 17.5 (a) and (b).

The following reflects the profit and share data used in the basic and diluted EPS computations

	For the year ended 31-Mar- 2018	For the year ended 31-Mar- 2017
Profit available for equity shareholders	38.05	552.36
Weighted average number of equity shares in computing basic and diluted EPS	2,80,99,008	2,80,99,008
Face value of each equity share (Rs.)	2	2
Earnings per share		
- Basic (Rs.)	0.14	1.97
- Diluted (Rs.)	0.14	1.97

42 Income taxes

The major components of income tax expenses for the year ended March 31, 2018 and March 31, 2017 are

(i) Profit or loss section

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Current tax	18.59	412.46
Deferred tax credit	(42.98)	8.70
Total income tax expense recognised in statement of Profit & Loss	(24.39)	421.16

(ii) OCI Section

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Net gain on FVTOCI financial assets	2.49	0.29
Net loss on remeasurement of defined benefit plans	5.06	(14.16)
Income tax charged to OCI	7.55	(13.87)

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2018 and March 31, 2017

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Profit Before Tax (A)	(231.09)	973.52
Enacted tax rate in India (B)	34.61%	34.61%
Expected tax expenses (C = A x B)	(79.98)	336.92
Tax effect on permanent differences		
50% of donation	50.11	15.50
Interest paid on Income Tax	-	6.23
Change in tax rates from FY. 2018-19	(34.67)	-
Others	40.15	62.51
Total (D)	55.59	84.24
Expected tax expenses after adjusting permanent differences (C+D)	(24.39)	421.16
Total Tax expense	(24.39)	421.16

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43 Employee benefits

A. Defined contribution plans

The Group makes Provident Fund, Superannuation Fund and Employee State Insurance Scheme contributions which are defined contribution plans, for qualifying employees. Under the Schemes, the Group is required to contribute a specified percentage of the payroll costs to fund the benefits. The Group recognised Rs.97.59 Lakhs (March 31, 2017: Rs.90.70 Lakhs) for Provident Fund contributions, Rs.73.56 Lakhs (March 31, 2017: Rs.59.91 Lakhs) for Superannuation Fund contributions and Rs.6.30 Lakhs (March 31, 2017: Rs.5.07 Lakhs) for Employee State Insurance Scheme contributions in the Statement of Profit and Loss. The contributions payable to these plans by the Group are at rates specified in the rules of the schemes.

B. Defined benefit plans

Gratuity

The Group has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service subject to a maximum of Rs. 20 Lakhs. The Group has invested the plan assets with the insurer managed funds (Life Insurance Corporation). The insurance company has invested the plan assets in Government Securities, Debt Funds, Equity shares, Mutual Funds, Money Market Instruments and Time Deposits. The expected rate of return on plan asset is based on expectation of the average long term rate of return expected on investments of the fund during the estimated term of the obligation.

The components of gratuity cost recognised in the statement of profit and loss for the years ended March 31, 2018 and March 31, 2017 consist of the following

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Current service cost	38.42	18.82
Interest cost (net)	(2.42)	(0.10)
Gratuity cost recognised in statement of profit and loss	36.00	18.72
Return on plan assets (greater) / less than discount rate	2.94	(0.52)
Actuarial (gains) / losses due to changes in financial assumptions	(26.36)	28.69
Experience adjustments	6.03	12.76
Components of defined benefit costs recognised in other comprehensive income	(17.39)	40.93
Particulars	As at March 31, 2018	As at March 31, 2017
Details of the employee benefits obligations and plan assets are provided below		
Defined benefit obligation	344.23	335.12
Fair value of plan assets	370.99	327.17
Net defined benefit (asset) / liability recognised	(26.76)	7.95
Details of changes in the present value of defined benefit obligations are as follows		
Opening defined benefit obligation	335.12	259.52
Current service cost	38.42	18.51
Interest cost	23.67	20.70
Remeasurement gains / (losses) on obligation	(20.33)	41.45
Benefits Paid	(32.65)	(5.06)
Defined benefits obligations at the end of the year	344.23	335.12
Details of changes in the fair value of plan assets are as follows:		
Fair value of plan assets at the beginning of the year	327.17	262.43
Expected return on plan assets	26.09	20.80
Employer contributions	53.32	48.48
Benefits paid	(32.65)	(5.06)
Remeasurement gains / (losses) on plan assets	(2.94)	0.52
Plan assets at the end of the year	370.99	327.17

The principal actuarial assumptions used in determining gratuity obligation for the Company are shown below

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Discount rate	7.73%	8.00%
Rate of return of plan assets	7.73%	8.00%
Attrition rate	1.00%	1.00%
Rate of compensation increase	6.00%	6.00%



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Sensitivity Analysis: Impact on defined benefit obligation

	Year ended March 31, 2018	Year ended March 31,
(a) Effect of 1% change in assumed discount rate		
- 1% increase	(21.24)	(18.54)
- 1% decrease	24.45	21.16
(b) Effect of 1% change in assumed salary escalation rate		
- 1% increase	24.09	18.13
- 1% decrease	(21.34)	(17.01)
(c) Effect of 1% change in assumed attrition rate		
- 1% increase	1.85	1.03
- 1% decrease	(2.07)	(1.15)

The expected future cash flows in respect of gratuity were as follows

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Expected future benefit payments		
Within next year	24.27	23.16
Between 2 and 5 years	102.10	84.00
Between 6 and 10 years	151.74	146.63

(b) Compensated absences

The employees of the Company are entitled to compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by actuarial valuation based on the additional amount expected to be paid as a result of the unused entitlement that has accumulated at the balance sheet date. Expense on non-accumulating compensated absences is recognized in the period in which the absences occur.

44 Segment information

Primary segment

Based on internal reporting provided to the chief operating decision maker, insulation and trading are two reportable segments for the Group. Insulation Business includes manufacturing of EPS Products/ prefabricated panels and related service activities. Trading includes motors, export of fabrics, telemedicine equipments, Information Technology Products etc. The above segments have been identified taking into account the organisation structure as well as differing risks and returns of these segments. Segment revenue, results, assets and liabilities include the respective amounts identifiable to each of the segments as also amounts allocated on a reasonable basis. All expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses. Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. All other assets and liabilities are disclosed as unallocable.

For the year ended March 31, 2018

Particulars	Insulation	Trading	Total
Revenue	16,315.77	994.33	17,310.10
Segment result	1,072.64	28.84	1,101.48
Less: Finance costs			(548.93)
Less: Unallocable corporate expenses (net of income)			(783.64)
Add: Exceptional items			244.75
Profit before taxes			13.66
Less: Tax expenses			(24.39)
Net profit for the year			38.05
As at Year end March 31, 2018			
Segment assets	10,849.96	373.49	11,223.45
Unallocable assets			1,292.42
Total Assets			12,515.87
Segment liabilities	4,375.47	224.87	4,600.34
Unallocable liabilities			3,796.34
Total liabilities			8,396.68

**Notes to Consolidated Financial Statements
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For the year ended March 31, 2017

Particulars	Insulation	Trading	Total
Revenue	19,391.32	1,057.46	20,448.78
Segment result	2,091.74	48.13	2,139.87
Less: Finance costs			(558.63)
Less: Unallocable corporate expenses (net of income)			(607.72)
Profit before taxes			973.52
Less: Tax expenses			(421.16)
Net profit for the year			552.36
As at year end March 31, 2017			
Segment assets	10,902.35	217.28	11,119.63
Unallocable assets			1,069.55
Total Assets			12,189.18
Segment liabilities	4,246.76	460.25	4,707.01
Unallocable liabilities			3,337.63
Total liabilities			8,044.64

As at April 01, 2016

Particulars	Insulation	Trading	Total
Segment assets	10,000.85	189.38	10,190.23
Unallocable assets			1,039.20
Total Assets			11,229.43
Segment liabilities	3,752.66	431.65	4,184.31
Unallocable liabilities			3,342.17
Total liabilities			7,526.48

Revenue from external customers

Particulars	March 31, 2018	March 31, 2017
India	17,301.23	20,220.57
Outside India	8.87	228.21

The revenue information above is based on the location of the customers

Non-Current Assets

Particulars	March 31, 2018	March 31, 2017	April 01, 2016
India	5,416.31	5,453.27	5,432.01
Outside India	-	-	-

Non-current assets for this purpose consist of property, plant and equipment, capital work in progress and intangible assets under development.



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45 Related party transactions

Key Management Personnel (KMP) and their relatives

Mr. Bharat Anumolu - Managing Director
 Mr. Amrith Anumolu - Joint Managing Director
 Mrs. Jayasree Anumolu - Director / Relative of KMP
 Mr. S.V.Narasimha Rao - Executive Director (till May 08, 2017)
 Mrs. Lalithamaba Panda - Relative of KMP
 Mrs. Vijayalakshmi Ravindranath - Independent Director
 Mr. R Gowrishankar - Independent Director
 Mr. V J Singh - Independent Director
 Mr. V V Sridharan - Chief Financial Officer (w.e.f September 30, 2017)
 Mr. Y Mukthar Basha - Chief Financial Officer (till March 31, 2017)
 Mr. K Murali - Company Secretary
 Mrs. S N Radha - Relative of KMP

Enterprises over which parties above or their relatives have control / significant influence ('Affiliates')

M/s. Gunnam Subba Rao Insulation Private Ltd
 M/s. Panda Solar Energy Private Limited

Related party transactions for the year ended March 31, 2018

Particulars	Affiliates	Key Managerial Personnel
Transactions during the period:		
Lease rent expense	48.00	-
Managerial remuneration paid		
Mr. Bharat Anumolu	-	86.37
Mr. S V Narasimha Rao	-	3.46
Mr. Amrith Anumolu	-	66.00
Mr. V V Sridharan - Chief Financial Officer	-	17.95
Mr. K Murali - Company Secretary	-	12.20
Public deposits received		
Mrs Lalithamba Panda	-	10.18
Mrs S N Radha	-	5.00
Public deposits repaid		
Mrs Lalithamba Panda	-	20.00
Intercompany loan received		
Panda Solar Energy Private Limited	20.00	-
Intercompany loan repaid		
Panda Solar Energy Private Limited	170.00	-
Unsecured loan received		
Mr Bharat Anumolu	-	154.25
Mrs. Jayasree Anumolu	-	21.82
Mr.V J Singh	-	4.00
Unsecured Loan repaid		
Mr Bharat Anumolu	-	69.75
Finance cost during the year on loans		
Mr. Bharat Anumolu	-	1.56
Mr.V J Singh	-	1.52
Panda Solar Energy Private Limited	11.22	-
Balance outstanding as at the year end		
Other advances	44.08	-
Unsecured loan from Mr. Bharat Anumolu	-	96.50
Unsecured loan from Mr. V J Singh	-	7.00
Unsecured loan from Mrs. Jayasree Anumolu	-	21.82
Fixed deposits from Mrs. Lalithamba Panda	-	80.18
Fixed deposits from Mrs. S N Radha	-	5.00
Interest payable on unsecured loan from Mr. Bharat Anumolu	-	0.28
Interest accrued on Fixed Deposit - Mrs. S N Radha	-	0.22

**Notes to Consolidated Financial Statements
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Related party transactions for the year ended March 31, 2017

Particulars	Affiliates	Key management personnel
Sale of materials	570.02	-
Purchase of materials	454.71	-
Processing charges paid	230.60	-
Managerial remuneration		
Mr. Bharat Anumolu	-	42.40
Mr. S V Narasimha Rao	-	25.74
Mr. Amrith Anumolu	-	42.15
Mr. Y Mukthar Basha - Chief Financial Officer	-	27.60
Mr. K Murali - Company Secretary	-	15.06
Public deposits received		
Mrs Lalithamba Panda	-	40.00
Unsecured loan received		
Mr Bharat Anumolu	-	12.00
Mr.V J Singh	-	3.00
Unsecured Loan repaid		
Mr Bharat Anumolu	-	20.00
Finance cost during the year on loans		
Mr. Bharat Anumolu	-	0.76
Mr.V J Singh	-	0.27
Panda Solar Energy Private Limited	19.50	-
Balance outstanding as at the year end March 31, 2017:		
Other advances	14.29	-
Unsecured loan from Mr. Bharat Anumolu	-	12.00
Unsecured loan from Mr. V J Singh	-	3.00
Inter Corporate Deposit from Panda Solar Energy Pvt Ltd	150.00	-
Fixed deposits from Mrs. Lalithamba Panda	-	90.00
Interest accrued on unsecured loan from Mr. Bharat Anumolu	-	0.02
Interest accrued on Fixed Deposit - Mrs. Lalithamba Panda	-	9.55

Related party balances as at April 01, 2016

Particulars	Affiliates	Key management personnel
Trade payable	147.82	-
Unsecured loan from Mr. Bharat Anumolu	-	20.00
Inter Corporate Deposit from Panda Solar Energy Pvt Ltd	150.00	-
Fixed deposits from Mrs. Lalithamba Panda	-	50.00
Interest accrued on unsecured loan from Mr. Bharat Anumolu	-	1.32
Interest accrued on Fixed Deposit - Mrs. Lalithamba Panda	-	1.99

Terms and conditions of transactions with related parties

All transaction with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. For the year ended March 31, 2018, the Company has not recorded any impairment of receivables relating to amounts owed by related parties.



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46 Commitments and contingencies

a. Leases

Operating lease commitments – Group as lessee

The Group has entered into operating lease arrangements for certain office premises. The leases are non-cancellable and are for a period of 5 years. The lease agreements provide for an increase in the lease payments by 6 to 7 % every year.

The Group has paid Rs.198.11 lakhs (March 31, 2017: Rs. 110.78 lakhs) during the year towards minimum lease payments

Future minimum rentals receivable under non-cancellable operating leases are as follows

	March 31, 2018	March 31, 2017	April 01, 2016
Within one year	91.26	83.78	54.74
After one year but not more than five years	74.19	165.45	134.34
More than five years	-	-	-
	165.45	249.23	189.08

Operating lease commitments – Group as lessor

The Group has entered into operating leases on its investment property portfolio consisting of certain land, buildings and plant & equipment. All leases include a clause to enable upward revision of the rental charge on an annual basis according to prevailing market conditions. The lessee has the option to either renew the lease for a further period as may be decided upon by mutual consent or vacate the premises. The total rents recognised as income during the year is Rs.46.60 lakhs (March 31, 2017: Rs. 37.87 lakhs).

Future minimum rentals receivable under non-cancellable operating leases are as follows:

	March 31, 2018	March 31, 2017	April 01, 2016
Within one year	20.72	17.54	11.62
After one year but not more than five years	-	-	-
More than five years	-	-	-
	20.72	17.54	11.62

b. Commitments

The estimated amount of contracts, net of advances remaining to be executed on capital account and not provided is Rs.43.78 lakhs (March 31, 2017 : Rs.169.86 lakhs and April 01, 2016: Rs. 38.66 lakhs).

c. Contingent liabilities

	March 31, 2018	March 31, 2017	April 01, 2016
(a) Claims against the Group not acknowledged as debts	22.77	22.77	22.77
(b) Sales tax demands against which the Group has filed appeals and for which no provision is considered necessary as the Group is expecting favourable outcome.	592.98	487.57	524.96
	615.75	510.34	547.73

Particulars	March 31, 2018	March 31, 2017	April 01, 2016	Period to which the amount relates	Forum where dispute is pending
Under Sales Tax Acts of various states					
Amount under dispute	1.79	1.79	39.18	1995-96, 2000-01	Deputy Commissioner, Assistant
Amount paid	0.74	0.74	7.34	2001-02, 2003-04	Commissioner & other appellate authorities
Net Amount	1.05	1.05	31.84		
Under Central Sales Tax Act, 1956					
Amount under dispute	591.19	485.78	485.78	1995-96, 2000-01, 2001-02, 2003-04, 2006-07, 2007-08, 2008-09, 2009-10, 2010-11, 2011-12	High Court, Deputy Commissioner & CTO of various states
Amount paid	50.65	50.65	41.65		
Net Amount	540.54	435.13	444.13		

47 Significant accounting judgements, estimates and assumptions

The preparation of financial statements in conformity with the recognition and measurement principles of Ind AS requires management to make judgements, estimates and assumptions that affect the reported balances of revenues, expenses, assets and liabilities and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

a) Judgements

In the process of applying the accounting policies, management has made judgement relating to determination of lease classification which has the most significant effect on the amounts recognised in the financial statements.

Operating leases – Group as lessor

The Group has entered into leases on its investment properties. The Group has determined, based on an evaluation of the terms and conditions of the arrangements such as the lease term not constituting a substantial portion of the economic life of the property, that it retains all the significant risks and rewards of ownership of these properties and so accounts for the contracts as operating leases.

b) Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

Defined benefit plans

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

48 Financial risk management objectives and policies

The Group's principal financial liabilities comprise of bank and other borrowings, deposits, trade and other payables. The main purpose of these financial liabilities is to finance and support the entity's operations. The entity's principal financial assets include trade and other receivables and cash and cash equivalents that derive directly from its operations.

The entity is exposed to market risk, credit risk and liquidity risk. The entity's senior management oversees the management of these risks. 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. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits, FVTOCI investments and derivative financial instruments.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The entity's exposure to the risk of changes in market interest rates relates primarily to the entity's long-term debt obligations with floating interest rates. The entity manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the entity's profit before tax is affected through the impact on floating rate borrowings, as follows

Particulars	March 31, 2018		March 31, 2017	
Increase / decrease in interest rate	+1%	-1%	+1%	-1%
Impact on profit before tax	25.19	(25.19)	23.56	(23.56)



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Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (when revenue or expense is denominated in a foreign currency). The Group has not hedged any portion of its expected foreign currency sales as at March 31, 2018, March 31, 2017 and April 01, 2016.

Foreign currency sensitivity

The following demonstrates the sensitivity to a reasonably possible change in the foreign currency exchange rates for USD, with all other variables held constant. The impact on the Group's profit before tax is due to changes in the fair value of monetary assets and liabilities including non-designated foreign currency derivatives and embedded derivatives. The sensitivity analysis includes only outstanding unhedged foreign currency denominated monetary items and adjusts their translation at the period end for a 5% change in foreign currency rates.

Particulars	Currency	March 31, 2018	March 31, 2017	April 01, 2016
Trade receivables	USD	29,163.65	24,969.57	4,747.45
Trade receivables	EURO	11,236.44	-	-
Buyers credit	USD	-	65,477.32	-
Buyers credit	JPY	2,20,68,140	-	-

Particulars	Forex currency	Change in forex rate (%)	Effect on profit before tax (in Rs.)	Effect on pre-tax equity (in Rs.)
31-March-18	JPY	5% Increase	(6,79,037)	(6,79,037)
		5% Decrease	6,79,037	6,79,037
31-March-18	EURO	5% Increase	(45,294)	(45,294)
		5% Decrease	45,294	45,294
31-March-18	USD	5% Increase	94,549	94,549
		5% Decrease	(94,549)	(94,549)
31-March-17	USD	5% Increase	(1,31,326)	(1,31,326)
		5% Decrease	1,31,326	1,31,326
01-April-16	USD	5% Increase	15,745	15,745
		5% Decrease	(15,745)	(15,745)

In management's opinion, the sensitivity analysis is unrepresentative of the inherent foreign exchange risk because the exposure at the end of the reporting period does not reflect the exposure during the year.

Credit risk

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The maximum exposure to the credit risk is equal to the carrying amount of financial assets as of March 31, 2018, March 31, 2017 and April 1, 2016 respectively.

Liquidity Risk

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank deposits and loans.

The table below summarises the maturity profile of the Group's financial liabilities based on contractual undiscounted payments (including interest payments)

	Within 1 year	1 to 5 years	After 5 years	Total
Year ended March 31, 2018				
Borrowings	2,363.26	1,531.28	-	3,894.54
Other financial liabilities	339.91	-	-	339.91
Trade payables	3,113.99	-	-	3,113.99
	5,817.16	1,531.28	-	7,348.44
Year ended March 31, 2017				
Borrowings	1,552.23	1,696.45	-	3,248.68
Other financial liabilities	360.88	-	-	360.88
Trade payables	3,302.12	-	-	3,302.12
	5,215.23	1,696.45	-	6,911.68
As at April 1, 2016				
Borrowings	1,466.26	1,900.03	-	3,366.29
Other financial liabilities	397.38	-	-	397.38
Trade payables	2,945.78	-	-	2,945.78
	4,809.42	1,900.03	-	6,709.45

**Notes to Consolidated Financial Statements
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49 Fair value measurements

The carrying value of financial instruments by categories is as follows:

Particulars	Carrying value			Fair value		
	March 31, 2018	March 31, 2017	April 01, 2016	March 31, 2018	March 31, 2017	April 01, 2016
Financial assets						
Investments in other entities	38.92	25.93	25.93	48.32	26.77	25.92
Trade receivables	3,713.19	3,657.07	2,503.54	3,713.19	3,657.07	2,503.54
Cash and cash equivalents	157.76	152.51	19.62	157.76	152.51	19.62
Bank balances other than cash and cash equivalents	341.02	245.00	126.50	341.02	245.00	126.50
Loans	58.20	58.16	51.18	58.20	58.16	51.18
Other financials assets	218.74	222.12	250.70	218.74	222.12	250.70
Total	4,527.83	4,360.79	2,977.47	4,537.23	4,361.63	2,977.46
Financial liabilities						
Borrowings	3,894.54	3,248.68	3,366.29	3,894.54	3,248.68	3,366.29
Trade payables	3,114.00	3,302.12	2,945.78	3,114.00	3,302.12	2,945.78
Other financial liabilities	343.89	365.40	399.58	343.89	365.40	399.58
Total	7,352.43	6,916.20	6,711.65	7,352.43	6,916.20	6,711.65



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50 Fair value hierarchy

The following table provides the fair value measurement hierarchy of the Group's assets and liabilities.

Particulars	As at March 31, 2018			As at March 31, 2017			As at April 1, 2016		
	Carrying amount	Fair value		Carrying amount	Fair value		Carrying amount	Fair value	
		Level 1	Level 2		Level 1	Level 2		Level 1	Level 2
Financial assets									
Measured at amortised cost									
Trade receivables	3,713.19	-	-	3,657.07	-	-	2,503.54	-	-
Cash and cash equivalents	157.76	-	-	152.51	-	-	19.62	-	-
Bank balances other than above	341.02	-	-	245.00	-	-	126.50	-	-
Loans	58.20	-	-	58.16	-	-	51.18	-	-
Other financial assets	218.74	-	-	222.12	-	-	250.70	-	-
Asset measured at fair value									
Investments in other entities - FVTOCI Equity Investments	38.92	48.32	-	25.93	26.77	-	25.93	25.92	-
	4,527.83	48.32	-	4,360.79	26.77	-	2,977.47	25.92	-
Financial liabilities									
Measured at amortised cost									
Borrowings	3,894.54	-	-	3,248.68	-	-	3,366.29	-	-
Trade payables	3,114.00	-	-	3,302.12	-	-	2,945.78	-	-
Other financial liabilities	343.89	-	-	365.40	-	-	399.58	-	-
	7,352.43	-	-	6,916.20	-	-	6,711.65	-	-
									6,711.65

Notes:

Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.

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

Level 3 inputs are unobservable inputs for the asset or liability.

There have been no transfers between the levels during the period.

The carrying amounts of trade receivables, trade payables, capital creditors and cash and cash equivalents are considered to be the same as their fair values, due to their short-term nature.

The fair values for loans, bank balances, investment and other financial assets & liabilities were calculated based on cash flows discounted using a current lending rate.

They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including counterparty credit risk.

The fair values of non-current borrowings are based on discounted cash flows using a current borrowing rate.

They are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs, including own credit risk.

For financial assets & liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

Notes to Consolidated Financial Statements for the year ended March 31, 2018

51 Capital management

For the purpose of the Group's capital management, capital includes issued equity capital, securities premium and all other equity reserves attributable to the equity holders. The primary objective of the Group's capital management is to maximise the shareholder value.

The Group's capital management is intended to create value for shareholders by facilitating the meeting of long-term and short-term goals of the Group. The Group determines the amount of capital required on the basis of annual operating plans and long-term product and other strategic investment plans. The funding requirements are met through internal accruals, external commercial borrowings and other long-term/short-term borrowings. The Group's policy is aimed at combination of short-term and long-term borrowings. The Group monitors capital employed using a Debt equity ratio, which is total debt divided by total equity and maturity profile of the overall debt portfolio of the Group. The Group includes within net debt, borrowings including interest accrued on borrowings less cash and short-term deposits.

	March 31, 2018	March 31, 2017	April 01, 2016
Borrowings including interest accrued on borrowings	4,299.52	3,754.45	4,027.27
Less: cash and short-term deposits	(498.78)	(480.33)	(526.07)
Net debt	3,800.74	3,274.12	3,501.20
Equity	561.98	468.32	468.32
Other equity	3,557.21	3,676.14	3,234.54
Total equity	4,119.19	4,144.46	3,702.86
Gearing ratio (Net debt/ total equity plus net debt)	48%	44%	49%

In order to achieve this overall objective, the Group's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current year.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2017 and March 31, 2018.

52 First-time adoption of Ind AS

These financial statements, for the year ended March 31, 2018, are the first time the Group has prepared in accordance with Ind AS. For periods up to and including the year ended March 31, 2017, the Group prepared its financial statements in accordance with accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP), as amended.

Accordingly, the Group has prepared financial statements which comply with Ind AS applicable for periods ending on March 31, 2018, together with the comparative period data as at and for the year ended March 31, 2017, as described in the summary of significant accounting policies. In preparing these financial statements, the Group's opening balance sheet was prepared as at April 01, 2016, the Group's date of transition to Ind AS. This note explains the principal adjustments made by the Group in restating its Indian GAAP financial statements, including the balance sheet as at April 01, 2016 and the financial statements as at and for the year ended March 31, 2017.

Exemptions applied

Ind AS 101 allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The Group has applied the following exemptions

(a) Deemed cost for property, plant and equipment and investment property

Ind AS 101 permits a first-time adopter to elect to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition after making necessary adjustments for de-commissioning liabilities subject to that there is no change in functional currency. This exemption can also be used for investment property covered by Ind AS 40 Investment Properties. Accordingly, the Group has elected to measure all of its property, plant and equipment and investment property at their previous GAAP carrying value.

(b) Investments in subsidiary and jointly controlled entity

In the preparation of separate financial statements, Ind AS 27 Separate Financial Statements requires an entity to account for its investments in subsidiaries, jointly controlled entities and associates either at cost or in accordance with Ind AS 109. If a first-time adopter measures such an investment at cost, it can measure that investment at one of the following amounts in its separate opening Ind AS balance sheet

- Cost determined in accordance with Ind AS 27
- Deemed cost, defined as
 - Fair value determined in accordance with Ind AS 113 at the date of transition to Ind AS, or
 - Previous GAAP carrying amount at the transition date.



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A first-time adopter may choose to use either of these bases to measure investment in each subsidiary, joint venture or associate where it elects to use a deemed cost. Accordingly, the Group has opted to carry the investment in subsidiary and jointly controlled entity at the Previous GAAP carrying amount at the transition date.

(c) Financial assets and liabilities

Ind AS 101 requires a first-time adopter to apply derecognition requirements in Ind AS 109 prospectively to transactions occurring on or after the date of transition to Ind AS. Accordingly, the Group continues to de-recognise the financial assets and financial liabilities for transactions which have occurred before the date of transition to Ind AS.

Mandatory exceptions

a) Estimates

The estimates at April 01, 2016 and at March 31, 2017 are consistent with those made for the same dates in accordance with Indian GAAP (after adjustments to reflect any differences in accounting policies) apart from the following items where application of Indian GAAP did not require estimation

• *Impairment of financial assets based on expected credit loss model*

The estimates used by the Group to present these amounts in accordance with Ind AS reflect conditions at April 01, 2016, the date of transition to Ind AS and as of March 31, 2017 and March 31, 2018.

(b) Classification and measurement of financial assets:

The Group has classified the financial assets in accordance with Ind AS 109 on the basis of facts and circumstances that exist at the date of transition to Ind-AS.

(c) Impairment of financial assets:

At the date of transition to Ind AS, the Group has determined that assessing whether there has been a significant increase in credit risk since the initial recognition of a financial instrument would require undue cost or effort, hence the Group has recognised a loss allowance at an amount equal to lifetime expected credit losses at each reporting date until that financial instrument is derecognised (unless that financial instrument is low credit risk at a reporting date).

**Reconciliation of equity as at
April 01, 2016 (date of transition to Ind AS)**

	Foot Note	Local GAAP	Adjustments	Ind AS
ASSETS				
Non current assets				
Property, plant and equipment	1	5,086.65	146.34	5,232.99
Capital work in progress	1	199.02	-	199.02
Goodwill		242.12	-	242.12
Intangible assets under development		-	-	-
Financial assets				
Investments in other entities	1 , 6	26.44	(0.52)	25.92
Loans	1	220.15	(215.07)	5.08
Trade receivables	1	-	25.00	25.00
Others	1	-	88.75	88.75
Non-current tax assets	1	-	126.32	126.32
Other non-current assets	1 , 5	25.00	(25.00)	-
		5,799.38	145.82	5,945.20
Current assets				
Inventories		1,211.25	-	1,211.25
Financial assets				
Trade receivables		2,889.08	(385.54)	2,503.54
Cash & cash equivalents	1	526.07	(351.78)	174.29
Bank balances other than above	1	-	351.78	351.78
Loans	1	756.76	(710.66)	46.10
Others	1	-	161.95	161.95
Other current assets (net)	1 , 5	338.10	497.22	835.32
		5,721.26	(437.03)	5,284.23
Assets held for sale		-	-	-
Total assets		11,520.64	(291.21)	11,229.43
EQUITY and LIABILITIES				
Equity				
Equity share capital		468.32	-	468.32
Other equity	1 , 5	3,074.13	160.41	3,234.54
Equity attributable to equity holders of the parent		3,542.45	160.41	3,702.86
Non-controlling interests		0.09	-	0.09
Total equity		3,542.54	160.41	3,702.95
Liabilities				
Non current liabilities				
Financial liabilities				
Borrowings		1,900.03	-	1,900.03
Other financial liabilities	1	-	2.20	2.20
Provisions		139.91	-	139.91
Deferred tax liabilities (net)		215.46	-	215.46
Other liabilities	1 , 5	14.84	(14.84)	-
		2,270.24	(12.64)	2,257.60
Current liabilities				
Financial liabilities				
Borrowings		1,466.26	-	1,466.26
Trade payables	1	3,433.14	(487.36)	2,945.78
Other financial liabilities	1	-	397.38	397.38
Other current liabilities	1 , 5	791.64	(369.36)	422.28
Provisions	1	16.82	20.36	37.18
		5,707.86	(438.98)	5,268.88
Total equity and liabilities		11,520.64	(291.21)	11,229.43



BEARDSSELL LIMITED

CIN No : L65991TN1936PLC001428

Reconciliation of equity as at March 31, 2017

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

	Foot Note	Local GAAP	Adjustments	Ind AS
ASSETS				
Non current assets				
Property, plant and equipment	1	5,145.70	179.27	5,324.97
Capital work in progress	1	133.69	(5.39)	128.30
Goodwill		242.12	-	242.12
Intangible assets under development		-	-	-
Financial assets				
Investments in other entities	1	26.44	0.33	26.77
Loans	1	133.27	(117.12)	16.15
Trade receivables	1	-	27.65	27.65
Others	1	-	92.78	92.78
Other non-current assets	1, 5	27.65	2.08	29.73
		5,708.87	179.60	5,888.47
Current assets				
Inventories		1,187.47	-	1,187.47
Financial assets				
Trade receivables	1	3,621.23	35.84	3,657.07
Cash & cash equivalents	1	480.33	(275.70)	204.63
Bank balances other than above	1	-	275.70	275.70
Loans	1	737.43	(695.42)	42.01
Others	1	-	129.34	129.34
Other current assets (net)	1, 5	363.28	441.21	804.49
		6,389.74	(89.03)	6,300.71
Total assets		12,098.61	90.57	12,189.18
EQUITY and LIABILITIES				
Equity				
Equity share capital		468.32	-	468.32
Other equity	1, 5	3,477.42	198.72	3,676.14
Equity attributable to equity holders of the parent		3,945.74	198.72	4,144.46
Non-controlling interests		0.08	-	0.08
Total equity		3,945.82	198.72	4,144.54
Liabilities				
Non current liabilities				
Financial liabilities				
Borrowings		1,696.45	-	1,696.45
Other financial liabilities	1	-	4.52	4.52
Provisions		82.86	-	82.86
Deferred tax liabilities (net)	1, 2	224.16	0.29	224.45
Other liabilities	1, 5	19.09	(19.09)	-
		2,022.56	(14.28)	2,008.28
Current liabilities				
Financial liabilities				
Borrowings		1,552.23	-	1,552.23
Trade payables	1	3,493.87	(191.75)	3,302.12
Other financial liabilities	1	-	360.88	360.88
Other current liabilities	1, 5	803.91	(296.84)	507.07
Provisions	1	280.22	(105.63)	174.59
Current tax liabilities	1	-	139.47	139.47
		6,130.23	(93.87)	6,036.36
Total equity and liabilities		12,098.61	90.57	12,189.18

**Reconciliation of profit and loss
for the year ended March 31, 2017**

	Foot Note	Local GAAP	Adjustments	Ind AS
I. Income				
Revenue from operations	1, 3	19,042.70	1,406.08	20,448.78
Other income	1	215.17	(0.67)	214.50
Finance income	1	-	25.08	25.08
Total income		19,257.87	1,430.49	20,688.36
II. Expenses				
Cost of materials consumed	1	6,384.95	5,492.83	11,877.78
Purchase of traded goods	1	6,726.76	(5,755.52)	971.24
Changes in inventories of finished goods, work-in-progress and traded goods		(3.62)	-	(3.62)
Excise duty on sale of goods	3	-	1,423.62	1,423.62
Employee benefits expense	4	1,799.55	(35.33)	1,764.22
Finance costs		558.63	-	558.63
Depreciation and amortisation expense	1	535.69	(32.93)	502.76
Other expenses	1, 5	2,353.78	266.43	2,620.21
Total expenses		18,355.74	1,359.10	19,714.84
Profit before tax		902.13	71.39	973.52
Tax Expense				
Current tax		412.46	-	412.46
Adjustment of current tax relating to earlier years		-	-	-
Deferred tax		8.70	-	8.70
Total tax expense		421.16	-	421.16
Profit for the year		480.97	71.39	552.36
Other comprehensive income (OCI)				
Items not to be reclassified to profit or loss in subsequent periods				
Gain / (loss) on FVTOCI financial assets	6	-	0.85	0.85
Income tax effect	2	-	(0.29)	(0.29)
Re-measurement losses on defined benefit plans	4	-	(40.93)	(40.93)
Income tax effect	2	-	14.16	14.16
Other comprehensive income for the year, net of tax	7	-	(26.21)	(26.21)
Total comprehensive income for the year		480.97	45.18	526.15



BEARDSSELL LIMITED

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Notes to Consolidated Financial Statements for the year ended March 31, 2018

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

52 (d) Footnotes for reconciliation of balance sheet and profit & loss statement as previously reported under IGAAP to Ind AS

1 Reclassification

Previous periods' figures have been re-grouped / re-classified, where necessary to comply with Ind AS accounting.

The Group determines classification of certain assets and liabilities as financial/ non financial assets and liabilities. Transitional adjustments made by Group represents reclassification of non financial assets and liabilities to other assets and liabilities

2 Deferred tax

Indian GAAP requires deferred tax accounting using the income statement approach, which focuses on differences between taxable profits and accounting profits for the period. Ind AS 12 requires entities to account for deferred taxes using the balance sheet approach, which focuses on temporary differences between the carrying amount of an asset or liability in the balance sheet and its tax base. The application of Ind AS 12 approach has resulted in recognition of deferred tax on new temporary differences which was not required under Indian GAAP.

In addition, the various transitional adjustments lead to temporary differences. According to the accounting policies, the Group has to account for such differences.

3 Excise duty on sale of goods

Under Indian GAAP, sale of goods was presented as net of excise duty. However, under Ind AS, sale of goods includes excise duty. Excise duty on sale of goods is included as part of sales in the face of statement of profit and loss. Thus sale of goods under Ind AS for the year ended March 31, 2017 has increased by Rs.1,423.62 lakhs with a corresponding increase in expenses.

4 Defined Benefit Liabilities

Both under Indian GAAP and Ind AS, the Group recognised costs related to its post-employment defined benefit plan on an actuarial basis. Under Indian GAAP, the entire cost, including actuarial gains and losses, are charged to the statement of profit and loss. Under Ind AS, remeasurements (comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets excluding amounts included in net interest on the net defined benefit liability) are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI.

5 Lease equilisation

Under the previous GAAP, leases need to be straight-lined over the period of non-cancellable term. As per Ind AS 17, lease payments under an operating lease shall be recognised as an expense on a straight-line basis over the lease term unless either another systematic basis is more representative of the time pattern of the user's benefit even if the payments to the lessors are not on that basis or the payments to the lessor are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases. Since the payments to the lessor does not vary because of any factors other than general inflation, the Group has reversed the expense recognised on a straight-line basis.

6 Fair Valuation of Investments

Under Indian GAAP, the Group accounted for long term investments in unquoted and quoted equity shares as investment measured at cost less provision for other than temporary diminution in the value of investments. Under Ind AS, the Group has designated such investments as FVTOCI investments. Ind AS requires FVTOCI investments to be measured at fair value. At the date of transition to Ind AS, difference between the instruments fair value and Indian GAAP carrying amount has been recognised as a separate component of equity, in the FVTOCI reserve, net of related deferred taxes.

7 Other comprehensive income

Under Indian GAAP, the Group has not presented other comprehensive income (OCI) separately. Hence, it has reconciled Indian GAAP profit or loss to profit or loss as per Ind AS. Further, Indian GAAP profit or loss is reconciled to total comprehensive income as per Ind AS.

8 Statement of cash flows

The transition from Indian GAAP to Ind AS has not had a material impact on the statement of cash flows.

53 Standards issued but not yet effective

The standard issued, but not yet effective up to the date of issuance of the Group's financial statements is disclosed below.

Ind AS 115 Revenue from Contracts with Customers

Ind AS 115 was notified on March 28, 2018 and establishes a five-step model to account for revenue arising from contracts with customers. Under Ind AS 115, revenue is recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

The new revenue standard will supersede all current revenue recognition requirements under Ind AS. This new standard requires revenue to be recognized when promised goods or services are transferred to customers in amounts that reflect the consideration to which the Group expects to be entitled in exchange for those goods or services. Adoption of the new rules could affect the timing of revenue recognition for certain transactions of the group. Ind AS 115 is effective for the Group in the first quarter of fiscal 2019 using either one of two methods: (i) retrospectively to each prior reporting period presented in accordance with Ind AS 8 Accounting

Notes to Consolidated Financial Statements for the year ended March 31, 2018

Policies, Changes in Accounting Estimates and Errors, with the option to elect certain practical expedients as defined within Ind AS 115 (the full retrospective method); or (ii) retrospectively with the cumulative effect of initially applying Ind AS 115 recognized at the date of initial application (April 01, 2018) and providing certain additional disclosures as defined in Ind AS 115 (the modified retrospective method).

The Group continues to evaluate the available transition methods and its contractual arrangements. The ultimate impact on revenue resulting from the application of Ind AS 115 will be subject to assessments that are dependent on many variables, including, but not limited to, the terms of the contractual arrangements and the mix of business. The Group's considerations also include, but are not limited to, the comparability of its financial statements and the comparability within its industry from application of the new standard to its contractual arrangements. The Group has established an implementation team to implement Ind AS 115 related to the recognition of revenue from contracts with customers and it continues to evaluate the changes to accounting system and processes, and additional disclosure requirements that may be necessary. A reliable estimate of the quantitative impact of Ind AS 115 on the financial statements will only be possible once the implementation project has been completed.

Amendments to Ind AS 12 - Recognition of Deferred Tax Assets for Unrealised Losses

The amendments clarify that an entity needs to consider whether tax law restricts the sources of taxable profits against which it may make deductions on the reversal of that deductible temporary difference. Furthermore, the amendments provide guidance on how an entity should determine future taxable profits and explain the circumstances in which taxable profit may include the recovery of some assets for more than their carrying amount.

Entities are required to apply the amendments retrospectively. However, on initial application of the amendments, the change in the opening equity of the earliest comparative period may be recognised in opening retained earnings (or in another component of equity, as appropriate), without allocating the change between opening retained earnings and other components of equity. Entities applying this relief must disclose that fact.

These amendments are effective for annual periods beginning on or after April 01, 2018. These amendments are not expected to have any impact on the Group.

Amendments to Ind AS 40 - Transfers of Investment Property

The amendments clarify when an entity should transfer property, including property under construction or development into, or out of investment property. The amendments state that a change in use occurs when the property meets, or ceases to meet, the definition of investment property and there is evidence of the change in use. A mere change in management's intentions for the use of a property does not provide evidence of a change in use.

Entities should apply the amendments prospectively to changes in use that occur on or after the beginning of the annual reporting period in which the entity first applies the amendments. An entity should reassess the classification of property held at that date and, if applicable, reclassify property to reflect the conditions that exist at that date. Retrospective application in accordance with Ind AS 8 is only permitted if it is possible without the use of hindsight.

The amendments are effective for annual periods beginning on or after April 01, 2018. The Group will apply amendments when they become effective. However, since Group's current practice is in line with the clarifications issued, the Group does not expect any effect on its financial statements.



BEARDSSELL LIMITED

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Notes to Consolidated Financial Statements for the year ended March 31, 2018

(All amounts are in lakhs of Indian Rupees, unless otherwise stated)

54 Additional information as required by Paragraph 2 of the General Instructions for Preparation of Consolidated Financial Statements to Schedule III to the Companies Act, 2013 as at and for the year ended March 31, 2017 and March 31, 2018

Year Ended 31st March, 2018

S.No	Name of the Entities	Net Assets		Share in Profit and Loss		Other Comprehensive Income		Total Comprehensive Income	
		As % of Consolidated Net Assets	Amount (INR in Lakhs)	As % of Consolidated Profit and Loss	Amount (INR in Lakhs)	As % of Consolidated Other Comprehensive Income	Amount (INR in Lakhs)	As % of Consolidated Total Comprehensive Income	Amount (INR in Lakhs)
I.	Parent Beardsell Limited	106.09%	4,369.95	121.02%	46.05	100%	17.85	114.31%	63.90
II.	Subsidiary Sarovar Insulation Private Limited	(5.10%)	(210.13)	(69.93%)	(26.61)	-	-	(47.60%)	(26.61)
III.	Controlled Entity Saideep Polytherm	(0.99%)	(40.64)	48.91%	18.61	-	-	33.29%	18.61
	Total		4,119.18		38.05		17.85		55.90

Year Ended 31st March, 2017

S.No	Name of the Entities	Net Assets		Share in Profit and Loss		Other Comprehensive Income		Total Comprehensive Income	
		As % of Consolidated Net Assets	Amount (INR in Lakhs)	As % of Consolidated Profit and Loss	Amount (INR in Lakhs)	As % of Consolidated Other Comprehensive Income	Amount (INR in Lakhs)	As % of Consolidated Total Comprehensive Income	Amount (INR in Lakhs)
I.	Parent Beardsell Limited	105.86%	4,387.31	143.74%	793.94	100%	(26.21)	145.91%	767.73
II.	Subsidiary Sarovar Insulation Private Limited	(4.43%)	(183.52)	(30.61%)	(169.07)	-	-	(32.13%)	(169.07)
III.	Controlled Entity Saideep Polytherm	(1.43%)	(59.25)	(13.13%)	(72.51)	-	-	(13.78%)	(72.51)
	Total		4,144.54		552.36		(26.21)		526.15

55 Prior year comparative

The figures of previous year have been regrouped/reclassified, where necessary, to conform to this year's classification.

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm registration number: 101049W/E300004

per Bharath N S

Partner

Membership no.: 210934

Place: Bengaluru

Date: May 28, 2018

For and on behalf of the Board of Directors
Beardsell Limited

Bharat Anumolu

Managing Director

DIN:02660220

V V Sridharan

Chief Financial Officer

V J Singh

Director

DIN:03129164

K Murali

Company Secretary

CERTIFIED TRUE COPY

Per BEARDSSELL LIMITED,

(Signature)
Company Secretary



COMPLETED PROJECTS

Nelamuru



GHMC Bus Shelter 2



Christ College, Chennai



Chennai House - Uthandi



GHMC Bus Shelter



Moinabad Luxury Farmhouse