



Kvantum Papers Ltd

The Paper Makers

KPL/SE
16/07/2020

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai 400 001 Scrip Code: 532937 Scrip ID: KUANTUM	National Stock Exchange of India Limited Exchange Plaza Plot No. C/1, G Block, Bandra-Kurla Complex Bandra (East) Mumbai 400 051 Trading Symbol: "KUANTUM- EQ"
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Sub: Annual Report for the FY 2019-20

Dear Sir,

Pursuant to Regulation 34 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith copy of annual report of the Company for the year 2019-20 being sent to the members by the permitted mode(s) for your information, record and for displaying the same on BSE & NSE portal.

This is also uploaded on the Company's website www.kvantumpapers.com

Thanking you,

Yours faithfully,
For **Kvantum Papers Ltd**


(Vivek Trehan)
Company Secretary
Encl: a/a



Kvantum Papers Ltd

The Paper Makers

**23rd Annual Report
2019-2020**





Kuantum Papers Ltd

The Paper Makers

BOARD OF DIRECTORS

Jagesh Kumar Khaitan Chairman
Pavan Khaitan Managing Director
D S Sandhawalia
Vivek Bihani
Shireen Sethi
Bhavdeep Sardana
Yashovardhan Saboo*
*Ceased w.e.f. 07.08.2019

SENIOR EXECUTIVES

Roshan Garg President-Finance & CFO
R P Puri President-Technical
D P Dhiman Associate President-Engg
Manoj K Agarwal Sr. Vice President-Process
Bharat Bansal Chief Strategy Officer
Sanjay Khosla Vice President-Marketing
Suresh Kumar Sain Vice President-Finance
Suman Sarkar Vice President-Finance
Sanjay Thakur Vice President-Corporate
Puneet Verma Vice President-Human Resource
Bhupendra Kumar Vice President-Process
Suresh Babu Vice President-Business Excellence

**COMPANY SECRETARY
STATUTORY AUDITORS**

Vivek Trehan
M/s B S R & Co. LLP
Chartered Accountants
Chandigarh

COST AUDITORS

M/s R J Goel & Co
Cost Accountants
Delhi

SECRETARIAL AUDITORS

S K Sikka & Associates
Company Secretaries
Chandigarh

INTERNAL AUDITORS

A Gandhi & Associates
Chartered Accountants
Panchkula

BANKERS

Punjab National Bank
State Bank of India
Axis Bank Ltd
HDFC Bank Ltd
RBL Bank Ltd
Yes Bank Ltd
Indusind Bank Ltd
The Federal Bank Ltd

REGISTERED OFFICE & WORKS

Paper Mill
Saila Khurd 144 529
Distt Hoshiarpur Punjab (India)

CORPORATE OFFICE

W1A FF Tower A Godrej Etemia
Plot 70 Indl Area 1 Chandigarh 160 002
Sector 8-C Chandigarh 160 009

CIN & CONTACT DETAILS

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Website : www.kuantumpapers.com

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DIRECTORS' REPORT

To the Members,

Your Directors take pleasure in presenting the 23rd Annual Report on the business and operations, together with audited statements of Accounts of the Company, for the financial year ended 31 March 2020.

FINANCIAL HIGHLIGHTS

The summarized financial results of the Company for the financial year 2019-20 are given hereunder.

	2019-20	2018-19
Sales & other income	75,350.53	80,230.95
Operating Profit	12,732.74	16,439.44
Interest	3,043.39	2,837.97
Gross Profit	9,689.35	13,601.47
Depreciation	3,170.16	2,512.53
Profit before tax	6,519.19	11,088.94
Provision for		
- Current Tax	1,206.96	2,476.08
- Deferred Tax	(1,868.17)	818.98
Net Profit after tax	7,180.58	7,793.88
Other comprehensive Income (Expense)	(12.97)	(11.25)
Total comprehensive Income (Expense) for the year (Net of Income Tax)	7,167.61	7,782.63

DIVIDEND

Your Directors have proposed a dividend of Rs. 2.50 per share (previous year Rs. 5.00 per share of Rs. 10/-* each) on the Equity Shares of Rs. 10/- each, and Re. 1.00 per share (previous year Re. 1.00 per share) on the Non-Cumulative Redeemable Preference Shares of Rs.10/- each, for the financial year ended 31 March 2020 amounting to Rs. 518.16 lacs (previous year Rs. 887.67 lacs).

*As the shareholders have approved the Sub-division of each equity share having nominal value of Rs.10/- (Rupees Ten Only) into 10 (Ten) equity shares having nominal value of Re. 1/- (Rupee One Only) each in EGM held on 10.06.2020. The face value of share will be Re. 1/- (Rupee One Only) each with effect from the record date i.e. 15 July 2020.

OPERATIONS

During the year under review, your Company has achieved a production of 1,26,633 metric tonnes, as against 1,27,756 metric tonnes in the previous year. The quantitative figure for the sale of paper was 1,25,267 metric tonnes this year, leaving 1,730 metric tonnes as closing stock, as against the sale of 1,27,390 metric tonnes in the previous year.

From the 2nd quarter onwards, there had been a slowdown in the economy, though considered temporary at time but the economy did not recover and the markets were challenged by consumption and demand and fairly high effect of a liquidity crunch. The sales realization has been impacted by about 10% after the first quarter over the previous year. There has also been increase in the material and input costs. Despite this, improved operational efficiencies, better productivity and product quality, higher volumes of premium quality paper products like copier and surface sized paper, and enriched product mix coupled with better operating parameters have contributed to better sales as well as profitability.

Towards the fag end of the year, the performance did get impacted due to COVID-19 pandemic outbreak, resulting in a Nationwide lockdown and curfew imposed in the various parts of the country during March 2020 to

prevent novel coronavirus (COVID-19) from spreading in the country. This clearly affected our chance to get past the quantitative figures of the previous year.

The figures given in the Financial statements for the current year under review show the following:

The company recorded a net sales turnover (net of GST) and including other income, at Rs. 75,350.53 lacs; operating profit at Rs. 12,732.74 lacs; Profit before Tax at Rs. 6,519.19 lacs. Net profit after tax and other comprehensive income (expense) is Rs. 7,167.61 lacs. The profit after tax for the year under review is higher due to the lower income tax culminating from the reduced tax rates announced by the Govt. in September 2019 in order to offer tax stimulus to the industry. Further, "Section 115 BAA of the Income Tax Act 1961, introduced by Taxation Laws (Amendment) Ordinance, 2019 gave a one-time irreversible option to Domestic Companies for payment of corporate tax at reduced rates. In view of the MAT Credits, the Company determined that it will continue to recognize tax expense at the existing income tax rate as applicable to the Company. Accordingly, the Company had evaluated the outstanding deferred tax liability (net) as at 31 March 2019, and based on current estimates, re-measured the deferred tax assets/liabilities likely to be reversed at the time the Company would opt for new tax regime which had resulted in write back of deferred tax liability amounting to Rs. 1,956.22 lacs using the revised annual effective income tax rate."

The initiatives taken by your company in the recent years in improving productivity and operational efficiencies have led to achieving the above operational performance, despite the odds set out in the marketplace. The company has continued to take up projects in focused areas for operational improvement and this has also led to improved operational efficiencies, productivity, reduction in operational costs, and sizeable increase in savings.

The results of cost reduction initiatives and operational efficiencies will continue to be even more visible in the current financial year 2020-21 as your company has continued these initiatives to optimize capacity utilization, cost reduction, new products, optimizing production of better margin products by further undertaking modification and up-gradation of the pulp mill, the chemical recovery plant and a captive 20 MW power plant at a large outlay of Rs 440 crores for improving the cost effectivity, process efficiency, product quality and betterment in operations.

Your company has also launched an extensive array of branded Specialty Papers, which have been well received in the market. Kvantum now has amongst the largest portfolio of paper products available to a company in India. The company sells its products through its wide distribution network by way of dealers located and spread across the country, and maintains a strict policy over collections. The company produces entirely against orders collected in advance which is reflected in the extremely low, sometimes even nil, level of finished stock inventory.

These initiatives have made your company not only one of the most cost competitive paper mills, but is also positioned competitively amongst the large paper player in the writing and printing segment. Furthermore, continuous research & development have enabled the company to manufacture papers of distinctive prime quality and broader product mix, which is competing with the premium quality of other large paper mills.

The detailed performance of Company's operations for the year ended 31 March 2020 has been stated in the Management Discussion & Analysis, which appears as a separate statement in the Annual Report.

INDUSTRY STATUS

In the calendar year 2020, demand for paper and board (writing and printing or W&P, paperboard and newsprint) is expected to be subdued on account of the Covid-19 pandemic-led disruptions across the globe. In China, which had almost one-third of paper demand, it is expected to fall too due to strict shutdown coupled with lower export opportunities. The US and the EU, which together account for almost 40% of global demand, are also

expected to witness demand contraction due to the pandemic-driven lockdown. In 2020, CRISIL expects paper and board to de-grow due to moderation of global growth leading to lower demand from end-user industries. However, in 2021, CRISIL expects demand to rebound to 5-6%, driven by strong growth in the paper and paperboard segment.

CRISIL Research expects paper and paperboard capacity to increase to about 22-23 million tonne by fiscal 2025, an increase of 1% CAGR from fiscal 2020. Key players are expected to add an aggregate of 0.5-1.5 million tonne of capacities over the next 5 year period in the paper and paperboard segment. However, on account of a sudden plunge in the demand environment, CRISIL expects players to defer capacity additions until demand improves.

The Indian paper industry accounts for about 4% of the world's production of paper. The estimated turnover of the industry is INR 70,000 crore (domestic market size of INR 80,000 crores) and its contribution to the exchequer is around INR 5,000 crore. The industry provides direct employment to 5,00,000 persons, and indirectly to around 1.5 million.

Most of the paper mills are in existence for a long time and hence present technologies fall in a wide spectrum ranging from oldest to the most modern. The mills use a variety of raw material viz. wood, bamboo, recycled fibre, bagasse, wheat straw and agro residues. In terms of share in total production, approximately 25% are based on wood, 58% on recycled fibre and 17% on agro-residues. The geographical spread of the industry as well as market is mainly responsible for regional balance of production and consumption.

Consumption of paper is closely linked to the economic development of a country. In India, though the per capita consumption of paper is low, it is gradually improving with economic growth. Industrial production, expenditure incurred on the print media, government spending on education, population growth and literacy levels are the key contributing factors.

The individual segments are expected to grow as follows:

CRISIL Research expects paper and board (including newsprint) demand to de-grow in fiscal 2021, because of the Covid-19 pandemic-led lockdown. The specialty segment is the only one expected to grow 8-11% on-year, driven by increased tissue demand.

CRISIL Research estimates moderation in industrial activity as well as exports to have moderated paper demand to a muted 1-3% in fiscal 2020. Nevertheless, we expect demand to recover and grow at a faster paced 5 year CAGR of 5-6% to ~22 million tonne by fiscal 2025.

- Demand will be led by healthy growth in paperboard volume, which is expected clock 4.5-5.5% CAGR over the next 5 years. This growth would be driven by increased volumes in end-user segments such as household appliances, fast-moving consumer goods (FMCG), ready-made garments, pharmaceuticals, and e-commerce.
- W&P demand is expected to increase at 4-5% CAGR, on the back of increased government (on education sector) and corporate spending.
- Specialty paper (majorly tissue and thermal paper) is expected to continue to log a robust 10-12% CAGR. Players are likely to focus towards such segments where demand is expected to remain robust in the medium term.
- Demand for copier paper (20% of the W & P segment) is expected to increase at 7-8% CAGR through fiscal 2025.
- Demand growth for coated paper is expected to remain moderate at 2-3% CAGR.

Printing and Writing segment demand is expected to grow on account of pick-up from the education sector with improving literacy rates and universalization of education through legislative steps like Right to Education, government measures i.e. Sarva Shiksha Abhiyan, mid-day meal schemes, Girl Education Programme (GEP), growing enrolment as well as increasing number of schools, colleges and institutions, rising enrolment numbers and increased spending on education by all sections of the society is expected to lead to an increased expenditure on textbooks, notebooks.

The industry is classified into four segments, Printing & Writing (P&W), Packaging Paper & Board, Specialty Papers & Others, and Newsprint. The Printing and Writing (P&W) paper segment forms 30% of domestic paper market, Packaging Paper & Board segment accounting for 51% in India and is the largest segment in the industry. Specialty paper & others is the smallest segment, accounting for only 4% of the industry and the Newsprint segment comprises 15% of the Indian Paper Industry.

FINANCE

(a) PROJECTS AND TERM LOANS

The members were informed in the last report that the company has taken up implementation of Capex projects for modification, up-gradation of paper machines and other equipment and cost reduction initiatives at a project cost of Rs. 192.00 crores (later on revised to Rs. 200.57 crores) and is funded by Term Loans of Rs. 144.00 crores and internal accruals of Rs. 48.00 crores (revised to Rs. 56.57 crores). These projects have been commissioned during the year under review.

The members were also informed that considering the strong fundamentals of the paper Industry and its growth potential, the company has taken up the implementation for expansion and enhancement of the production capacity to 148500 TPA, expanding its agro pulp and hard wood pulp streets, setting up an additional chemical recovery plant and a captive power plant, thereby sustaining competitiveness in capacity and quality enhancement, cost reduction and improving margins and profitability of the Company. The project cost was envisaged at Rs. 444.04 crores, which was proposed to be financed by debt of Rs. 350.00 crores (now revised to Rs. 333.00 crores) and internal accruals of Rs. 94.04 crores (now revised to Rs. 111.04 crores). The Term Loan of Rs. 333.00 crores were sanctioned by Banks and the disbursement is under way. The capex projects were envisaged to be completed and commissioned in June 2020 but due to Covid-19 pandemic outbreak, nationwide lockdown and curfew in various states including Punjab from March 2020 to May 2020, a delay in the commissioning of the capex projects is anticipated. The work at site has resumed after relaxations in the lockdown. As per the current assessment, with the timely equipment supplies, availability of adequate workforce as also timely payment of vendors and contractors, the capex projects are now scheduled for commissioning by September 2020. Further, the company does not anticipate any cost over run in the projects and time over run is also due to reasons beyond its control. With the commissioning of these capex projects, the operational performance of the company will improve significantly.

(b) WORKING CAPITAL

Banks have sanctioned the enhanced working capital limits amounting to Rs. 14,949 lacs (fund based Rs. 5,500 lacs, non-fund based Rs. 7,655 lacs and LER/CEL limits of Rs. 1,794 lacs) during the year under review.

(c) FIXED DEPOSITS

As on 31 March 2020, your Company had Fixed Deposits of Rs. 3,969.29 lacs. There were no overdue deposits as on 31 March 2020.

The above deposits have been accepted for a period of 1 year to 3 years as per the Fixed deposit Scheme

duly approved by the Board in its meeting held on 29 May 2019 pursuant to the compliance of the provisions of Companies Act, 2013 read with the Companies (Acceptance of Deposit) Rules 2014.

Details of Deposits:

(a) Accepted (including renewals) during the year- Rs. 2,414.93 lacs

(b) Remained unpaid or unclaimed as at the end of the year- Nil

There has been no default in repayment of deposits or payment of interest thereon during the year.

EXTERNAL CREDIT RATING

During the year under review, CARE Ratings Limited (CARE) has reviewed the external credit rating for the Long term, Short term Bank facilities and Fixed Deposits of the company and has reaffirmed the rating. The facility wise rating is as under:

Facilities	Amount (Rs./Cr)	Rating
Long term Bank Facilities	634.69	CARE A-; Negative (A minus; Outlook: Negative)
Short term Bank Facilities	94.49	CARE A2+ (A Two Plus)
Fixed Deposits	45.00	CARE A-(FD); Negative (A minus (Fixed deposit); Outlook Negative)

CHANGE IN THE NATURE OF BUSINESS

There is no change in the nature of business.

MATERIAL CHANGE

No material changes or commitments affecting the financial position of the Company have occurred during the year under consideration, or after closure of the financial year till the date of this report. However, the operations for the current year FY 2020-21 will be impacted due to the closure of operation in April/May 2020 due to Covid-19 pandemic outbreak, nationwide lockdown and curfew in various states including Punjab from March 2020 to May 2020. Your company will not be able to cover the production loss in these months since it has already been operating at optimum capacity utilisation.

HOLDING/ SUBSIDIARIES/ JOINT VENTURES/ ASSOCIATES COMPANIES

Your Company does not have any subsidiary/joint ventures or associate company within the meaning of the Companies Act, 2013. Kapedome Enterprises Limited is the holding company having 66.51% equity capital of the company.

CORPORATE SOCIAL RESPONSIBILITY

Pursuant to Section 135 of the Companies Act, 2013, and the relevant rules, the Board of Directors of your Company has an existent constituted CSR Committee. The CSR Policy has been framed by the Company which is placed on its website.

In pursuance of the Companies Act, 2013 and in alignment with its vision, the Company through its CSR initiatives will continue to enhance value creation in the society and in the community in which it operates, through its services, conduct and initiatives, so as to promote sustained growth for the society and community.

During the year under review, the company has spent an amount of Rs. 96.42 lacs on the projects covered under CSR activities. The CSR expense required under the relevant provisions up to 31 March 2020 was Rs. 290.00 lacs including Rs. 87.87 lacs from the previous year. The work on several projects is already underway and the balance amount will be spent in the current year. Disclosures as per Rule 9 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 are given in the Annual Report on CSR activities at 'Annexure-A'.

VIGIL MECHANISM

Section 177(9) of the Companies Act, 2013 and Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Inter alia, provides for a mandatory requirement for all listed companies to establish a mechanism called the 'Whistle Blower Policy' for Directors and employees to report concerns of unethical behavior, actual or suspected, fraud or violation or the Company's code of conduct or ethics policy. In line with this requirement, the Company has framed a "Whistle Blower Policy", which is placed on the Company's website.

RISK MANAGEMENT COMMITTEE

In line with the new regulatory requirements, the company has framed a 'Risk Management Policy' to identify and assess the key risk areas, monitor and report compliance and effectiveness of the policy and procedure. A Risk Management Committee has also been constituted to oversee this process.

The Company manages, monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its strategic objectives. The Company's risk management systems and programs comprises of various processes, structures and guidelines which assist the Company to identify, assess, monitor and manages its risks, including any material changes to its risk profile. To achieve this, the Company has clearly defined the responsibility and authority of the Company's Management and the Risk Management Committee to oversee and manage these Programs. The company has taken Industrial All Risk Policy to insure its fixed assets and inputs, that cover known and unknown risk including fire. Details of the various risks, which can affect the Company's business and the management's perception, are more elaborately given in the 'Management Discussion & Analysis' attached to this Report.

INTERNAL FINANCIAL CONTROL SYSTEM

Effective and strong internal control systems are developed in the Company for all the major processes to ensure reliability of financial reporting, safeguarding of assets and economical and efficient use of resources as also the compliance of laws, regulations, policies and procedures.

The Company's internal control systems are reviewed by M/s A. Gandhi and Associates, internal auditors, an independent firm of Chartered Accountants. The Internal Auditor independently evaluates the adequacy of internal controls through periodic reviews that cover all the functions and processes through reviewing major transactions. The Internal Auditors reports directly to the Audit Committee to ensure complete independence.

RELATED PARTY TRANSACTIONS

All related party transactions are entered at arm's length basis and are as per the applicable provisions of the Companies Act, Indian Accounting Standards and the Listing Regulations. The company has entered into transactions towards material procurement with its holding company amounting to Rs. 4,160.74 lacs (inclusive of GST) and with another company amounting to Rs. 1,655.44 lacs (inclusive of GST) [Refer Note 40 'C to the Financial Statements] which are at arm's length. No materially significant related party

transactions have been entered by the Company with Promoters, Directors or Key Managerial Personnel, which had potential conflict with the interest of the Company at large. A statement of all related party transactions is presented before the Audit Committee on a quarterly basis duly certified by the CEO and CFO. The Related Party Transactions Policy as approved by the Board is placed on the Company's website.

The details of the related party disclosures and transactions as prescribed in Form AOC-2 are given in the Note No. 40 of the notes on Financial Statements. All the related party transactions are done at arm's length and pertain to the FY 2019-20.

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

There are no significant and material orders passed by the Regulators, Courts or Tribunals, which would impact the going concern status of the Company and its operations in future.

CHANGE IN THE DIRECTORSHIPS

Shri Yashovardhan Saboo has resigned from the directorship of the Company during the year w.e.f. 07.08.2019. The Directors place on record their appreciation of the valuable advice and guidance given by him during his tenure.

Further, in accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company Shri Jagesh Kumar Khaitan shall retire by rotation at the forthcoming Annual General Meeting and is eligible for re-appointment.

DECLARATION BY INDEPENDENT DIRECTORS

The Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 and the applicable provisions of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 so as to qualify themselves to act as Independent Director under the provisions of the Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and the relevant rules.

INDUCTIONS & TRAINING OF BOARD MEMBERS

In terms of Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company familiarized the Independent Directors in the following areas:

- (a) Nature of the industry in which the entity operates;
- (b) Business model of the entity;
- (c) Roles, rights, responsibilities of independent directors.

The Independent Directors have visited the Company's Plant during the year to enable themselves to be conversant with manufacturing operations and processes.

Presentations are made to the Board/Committees of the Board on regular intervals which, inter alia, cover business strategies & reviews, operations, Industry developments, management structure, quarterly and year to date financial results, budgets/business plans, review of Internal Audit and risk management framework.

Further as per Regulation 46(2) (i) of SEBI (Listing Obligations & Disclosure Requirements), 2015 the required details are as follows:

Details of familiarization programmes imparted to independent directors	FY 2019-20	Cumulative till date
Number of programmes attended by independent directors	4	25
Number of hours spent by independent directors in such programmes	6	38

PERFORMANCE EVALUATION OF THE DIRECTORS AND MEETING OF INDEPENDENT DIRECTORS

Nomination, Remuneration and Evaluation policy has been framed by the Nomination and Remuneration Committee. This Committee has laid down the criteria for performance evaluation of the individual Directors as well as the Board. The framework of performance evaluation of the Directors captures the following points:

- (a) Performance of the directors and key attributes of the Directors that justify his/her extension/continuation on the Board of the Company.
- (b) Participation of the Directors in the Board proceedings and their effectiveness.
- (c) Fulfillment of the independence criteria and their independence from the management as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or enactment thereof for the time being in force) in case of Independent Directors.

The Board adopted a formal mechanism for evaluating its performance as well as of its Committees and individual Directors including the Chairman of the Board. The exercise was carried out through a structured evaluation process covering various aspects of the Board's functioning such as composition of the Board and Committees, experience and competencies, performance of specific duties and obligation, governance issues, participation and effectiveness.

During the year under review, a meeting of Independent Directors could not be held due to Covid 19 pandemic outbreak, Nationwide lock down and imposition of curfew. The performance of the Non Independent Directors and the Board as a whole vis-à-vis the performance of the Chairman of the Company was reviewed by the Independent Directors.

DISCLOSURES ON BOARD EVALUATION:

i. Observations of Board Evaluation carried out for the year:

In conformity with the evaluation policy and laid down parameters, the overall contribution of each Director was assessed as satisfactory and appreciable. The suggestions, participation, involvement and constant efforts of each director in the light of improving business operations and overall growth and development of the Company was really significant.

ii. Previous year's observations and actions taken:

There was no observation of the Board with regard to the previous year. However, it has been the endeavor of the Board of Directors of the Company to attain the highest level of transparency, accountability and integrity as well as utmost applicable legal and ethical standards in the functioning of

the Company with a view to create value that can be sustained continuously for the benefit of its stakeholders.

iii. Proposed actions envisaged:

The Company proposes to hold more trainings, presentations and interactions enabling the Directors to uphold highest standards of integrity & probity and strict adherence of the Companies Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, and other rules and regulations besides Company's Code of Conduct as also to strive for constructive, effective and value-added deliberations at the meetings as also to consistently strive to implement best corporate governance practices reflecting its strong value system and ethical business conduct.

NOMINATION, REMUNERATION AND EVALUATION POLICY

The Board has, on the recommendation of the Nomination and Remuneration Committee, approved a policy for selection, appointment, remuneration and evaluation of Directors, Senior Management and Key Managerial Personnel. Details of the Nomination and Remuneration Committee are given in the Corporate Governance Report. The Nomination, Remuneration and Evaluation Policy as approved by the Board is placed on the Company's website

PREVENTION OF SEXUAL HARASSMENT POLICY

The Company has in place a 'Prevention of Sexual Harassment Policy' pursuant to the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaints Committee has been set up to redress complaints received regarding sexual harassment. All employees (Permanent, contractual, temporary, trainees) are covered under this policy. No complaint has been received during the year under review.

NUMBER OF MEETINGS OF THE BOARD

During the year, 5 (Five) Board meetings were convened and held. Details of number of meetings of Board of Directors and committees thereof and the attendance of the Directors in such meetings are provided under the Corporate Governance Report. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

COMPOSITION OF AUDIT COMMITTEE

The Audit Committee constituted by the Board comprised of three Independent Directors and one Executive Directors as at 31 March 2020.

During the year, 4 (four) Audit Committee meetings were convened and held. The details of the Audit Committee meetings, attendance of the members and terms of reference are provided in the Corporate Governance Report. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

STATUTORY AUDITORS & AUDITOR'S REPORT

As per the provisions of section 139 of The Companies Act, 2013, other relevant rules and as per resolution passed by the shareholders, the term of office of M/s BSR & Co. LLP, Chartered Accountants, (ICAI Firm Registration No. 101248W/W-100022) Statutory Auditors of the Company, who were reappointed for a period of five years at the 18th Annual General Meeting of the company, expires with the conclusion of ensuing Annual General meeting.

As M/s BSR & Co. LLP (ICAI Firm Registration No. 101248W/W-100022); can not act as a statutory auditor of the Company after the completion of their second term which is upto the conclusion of 23rd AGM, as per the provisions of Companies Act, 2013, the company has received offer from M/s O P Bagla & Co. LLP, Chartered Accountants, (ICAI Firm Registration No. 000018N/N500091) for appointment of Statutory auditors of the company for a period of five years from the conclusion of 23rd Annual General Meeting till the conclusion of 28th Annual General Meeting. The Company has received a letter from them to the effect that their appointment, if made, would be within the prescribed limits under section 139 of the Companies Act, 2013 and that they are not disqualified for such appointment within the meaning of section 141 of the Companies Act, 2013.

STATUTORY AUDITOR'S REMARKS

(i) The Auditor's Report to the Members on the Audited Financial Statements of the Company for the year ended 31 March 2020 contains the following qualification (s):

We draw attention to the fact that the Company has during the period January – March 2020, given advances amounting to Rs. 1,522.30 lakhs to its holding company which is having two directors of the Company holding more than 25% shares of the holding company apart from also being its directors, for supplies of certain raw materials to the Company as “advance for supply of goods”. The amount outstanding on 31 March 2020 of Rs. 1,840.30 lakhs have been received back subsequent to the year-end. In addition, the Company has also issued a corporate guarantee of Rs. 1,679.00 lakhs in relation to a loan taken by its holding company. We have not been able to obtain sufficient and appropriate audit evidence to verify the nature and business rationale of the aforesaid advance given by the Company and also the end use of the loan by the holding Company in relation to which the aforesaid corporate guarantee was provided. Accordingly, we are unable to comment on whether these transactions with the holding company comply with applicable laws and regulations including section 177(4), 185, 186(7) of Companies Act, 2013 and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations') and the consequential impact, if any, on the annual financial results for the year ended and as at 31 March 2020.

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the *Basis for Qualified Opinion* section of our report, the aforesaid financial statements give the information required by the Companies Act, 2013 (“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 31 March 2020, its profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

STATUTORY AUDITOR'S REMARKS ON THE INTERNAL FINANCIAL CONTROLS RELATING TO THE ABOVE MATTER

(i) According to the information and explanations given to us and based on our audit, the following material weakness has been identified as at 31 March 2020:

- a) The Company did not have appropriate internal control for advances and guarantees provided to its holding company, which could potentially result in non-compliance with applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and in potential material misstatements in the Company's financial statements.

A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial control over financial reporting, such that there is a reasonable possibility that a material misstatement of the company's annual or interim financial statements will not be prevented or detected on a timely basis.

In our opinion, because of the effects/possible effects of the material weakness described above on the achievement of the objectives of the control criteria, the Company has not maintained adequate internal financial controls with reference to financial statements and such internal financial controls were not operating effectively as at 31 March 2020, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

We have considered the material weakness identified and reported above in determining the nature, timing and extent of audit tests applied in our audit of the 31 March 2020 financial statements of the Company, and the material weakness has affected our opinion on the financial statements of the Company and we have issued a qualified opinion on the financial statements.

Management Response:

The company placed orders for purchasing certain goods and materials required for its manufacturing operations, but due to the overall slowdown in the economic activity in the instant period, Covid-19 pandemic outbreak, curfew in the state of Punjab, followed by nationwide lockdown in March 2020 and subsequent months, the envisaged supplies could not be completed by the Holding company. The holding company has supplied goods and material amounting to Rs. 4,160.74 lakhs during the period under review, leaving an advance against supplies outstanding of Rs. 1,840.30 Lakhs as at 31 March 2020. However, such advance against supplies remaining outstanding has been received back completely.

The company has furnished corporate guarantee after taking the due approval from the Banks in terms of financial loan covenants and shareholders of the company for a loan of Rs. 1,679.00 lakhs taken by the Holding Company from a Bank for acquiring premises for its business purposes in Delhi. The company acquired the assets and the payment was directly released by the Bank to the seller and the asset is appearing in the audited financial statements of the holding company for the year ended 31 March 2019 under the Head "Non-Current Assets- (Fixed Assets-Investment property)". The end use of the loan is for the purpose for it was sanctioned and disbursed by the Bank. Further, as per the relevant applicable laws, the depreciation has been availed on the asset.

Based on the above, the management clearly believes that the Company's internal financial controls, in its entirety, including in respect of these transactions, were operating effectively and there is no material weakness in such controls and procedures.

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

COST AUDITORS

M/s R.J. Goel & Co., Delhi were appointed as Cost Auditors for conducting the cost audit of the Company for the year ended 31 March 2020. The Company's Cost Audit Report for the year ended 31 March 2019 was filed on 22.08.2019 (Due date 30.09.2019). The said firm has been appointed as cost auditors of the Company for the financial year 2020-21 as well.

SECRETARIAL AUDITORS

M/s S.K. Sikka & Associates, Company Secretaries had been appointed as Secretarial Auditors to conduct Secretarial Audit of the Company, and have submitted the Secretarial Audit Report for the year ending 31 March 2020 which is annexed to this Board's Report as Annexure-2.

As per amended SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in addition to the above mentioned Secretarial Audit Report, listed company is also required to obtain an Annual Secretarial Compliance Report from a practicing Company Secretary w.r.t. the compliances of all applicable SEBI Regulations, amendments, circulars or guidelines etc. by the Company. Accordingly, the same has been obtained and filed with the concerned Stock Exchanges.

Further pursuant to SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, read with Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) (Amendment) Regulations, 2018, the Company is required to obtain a certificate from Practicing Company Secretary that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority. The declaration in this regard has been obtained from all the Directors and accordingly the said Certificate has been obtained from the M/s S.K. Sikka & Associates, Company Secretaries, which is annexed to this Board's Report as Annexure-3.

Pursuant to Section 204 of the Companies Act, 2013 M/s S.K. Sikka & Associates, Company Secretaries have been appointed as Secretarial Auditors to conduct Secretarial Audit of the Company for the financial year ending 31 March 2021.

SHARE CAPITAL

During the year under review, the Company has not issued any equity shares with differential rights, sweat equity shares or employee stock option.

The shareholders have approved the Sub-division of each equity share having nominal value of Rs.10/- (Rupees Ten Only) into 10 (Ten) equity shares having nominal value of Re. 1/- (Rupee One Only) each in the extraordinary general meeting held on 10.06.2020, the face value of shares would be Re. 1/- (Rupee One Only) from the record date i.e. 15 July 2020.

Provision of money by Company for purchase of its own shares by employees or by trustees for the benefit of employees is not applicable to the Company.

There is no change in the Equity and Preference share capital during the year under review.

During the year, the Company has redeemed 300 unlisted Secured Non-Convertible Redeemable Debentures (NCDs) at a face value of Rs. 10,00,000/- (Rupees ten lakhs only) each aggregating to Rs. 30,00,00,000/- (Rupees Thirty crores only) which were issued to UTI Structured Debt Opportunities Fund I on 20 December 2018 and were redeemable on 19 December 2025 but have been redeemed before the due date of redemption on 29 June 2019.

Details pertaining to the shares in 'Unclaimed suspense account' in Compliance with the terms of SEBI (LODR) Regulations, 2015 are given in the Report on Corporate Governance annexed with this report.

POSTAL BALLOT

The Company has not conducted any Postal Ballot during the year under review.

CORPORATE GOVERNANCE

A Report on Corporate Governance along with a Certificate from the Practicing Company Secretary regarding compliance of the conditions of Corporate Governance pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed and forms part of the Annual Report.

EXTRACT OF THE ANNUAL RETURN

The extract of annual return in form no. MGT-9 would be available at the website of the Company at <http://www.kvantumpapers.com>

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

The information relating to conservation of energy, technology absorption and foreign exchange earnings & outgo as required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is given in Annexure-1 which forms part of this Report. No foreign technology has been availed by the Company.

PERSONNEL

Relationship with the employees remained cordial throughout the year in the Company. The Directors express their appreciation for the contribution made by the employees at all levels to the operations and in establishing operational efficiencies of the Company during the year under review.

PARTICULARS OF EMPLOYEES

The information required under section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 is given in the statement annexed herewith as Annexure-4.

The information required pursuant to the provisions of Rule 5(2) & (3) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 requiring particulars of the employees in receipt of remuneration in excess of Rs. 102 lacs per annum if employed throughout the year and Rs. 8.50 lacs if employed for part of the year, is given in the statement annexed herewith as Annexure-4.

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

The Company has extended corporate guarantee amounting to Rs. 1,679 lacs under Section 185 of the Companies Act, 2013 for a loan taken by the holding company, the disclosure of which is given at Note No. 40 C forming part of the financial statements.

DIRECTORS' RESPONSIBILITY STATEMENT

As required under section 134(3) (c) read with Section 134(5) of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, your Directors state that:

- (i) in the preparation of the annual accounts for the year ended 31 March 2020, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures;
- (ii) such accounting policies have been selected and applied consistently and judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at 31 March 2020 and of the profit of the company for the year ended on that date;

- (iii) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) the annual accounts have been prepared on a going concern basis;
- (v) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- (vi) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

BUSINESS RESPONSIBILITY REPORT

The Securities and Exchange Board of India (SEBI) as per the (Listing Obligations and Disclosure Requirements) Regulations, 2015 has mandated the inclusion of a "Business Responsibility Report" (BRR) as a part of Company's Annual Report for top 1000 listed entities based on market capitalization (as on March 31 of every financial year) by the stock exchanges. As your company is amongst the top 1000 listed entities based on market capitalization as on March 31, 2020, the 'Business Responsibility Report' for the year 2019-20 forms part of the Annual Report.

ACKNOWLEDGMENT

Your Directors convey sincere thanks to the various agencies of the Central and State Governments, Banks and other concerned agencies for all the assistance and cooperation extended to the Company for their continued support. The Directors also deeply appreciate and acknowledge the trust and confidence the vendors, suppliers, dealers, customers, shareholders and investors reposed in the Company. Your Directors also place on record their appreciation for the dedicated services rendered by the workers, staff and officers of the Company.

For and on behalf of the Board

Place : Chandigarh
Dated : 03 July 2020

Jagesh Kumar Khaitan
Chairman

ANNEXURE-A**Corporate Social Responsibility (CSR)**

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

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

(i) Vision

In pursuance of the Companies Act, 2013 and in alignment with its vision, the Company through its CSR initiatives continues to enhance value creation in the society and in the community in which it operates, through its services, conduct and initiatives, so as to promote sustained growth for the society and community. The Company's Vision Statement is to actively contribute to the social and economic development of the communities of the area in which we operate. In doing so, build a better, sustainable way of life for the underprivileged, and raise their overall standard of living. In addition, we are committed to conserving and preserving the environment.

(ii) Strategy

Though mandated, Kquantum Papers Ltd. takes its social responsibility conscientiously and proactively. Our emphasis has been on environment conservation, reforestation, pollution control, optimum utilization of treated water with recycling with in campus and also by farmers for irrigation purpose.

We have been spearheading a focused CSR drive targeted at community upliftment and development separately for some years now. Kquantum is now carrying these initiatives forward as part of the CSR program.

The CSR Committee, in consultation with the Board, provides the strategic direction for the company's external CSR drive, and the thrust areas for the CSR work, alongwith ensuring effective monitoring as well.

The company's CSR Program is undertaken directly by the Company, as also through a CSR Implementation Partner. The CSR Implementation Partner is selected after a detailed due diligence exercise, which includes evaluation on the basis of its competence, experience, specialization and transparency.

The policy on Corporate Social Responsibility is available on the website of the Company viz. <http://www.kquantumpapers.com/policies>

2. The Composition of the CSR Committee:

Mr. Pavan Khaitan, Chairman

Mr. D.S. Sandhwalia, Member

Ms. Shireen Sethi, Member

3. Average net profit of the company for last three financial years - Rs. 10,106.45 lacs.
4. Prescribed CSR Expenditure (two per cent of the amount as in item 3 above) - Rs. 202.13 lacs
5. Details of CSR spent during the financial year.
 - (a) Total amount spent in financial year 2019-20 - Rs. 96.42 lacs;
 - (b) Amount unspent, if any, Rs. 105.71 lacs for the current year (cumulative Rs. 193.58 lacs)

(c) Manner in which the amount spent during the financial year is detailed below.

(Rs. in Lacs)

Sr Nr	Project or Activity	Sector	Locations	Amount of outlay on projects/ program for FY 2019-20	Amount spent on the projects or programs in FY 2019-20	Cumulative expenditure upto the reporting period i.e. 31 March 2020	Amount spent: Direct or through Implementing Agency during the year
1.	Education	Literacy	Sailakhurd, Hoshiarpur	25.00	22.99	82.30	Direct
2.	Environment protection	Environment	Chandigarh	-	-	4.00	AIIESEC
3.	Providing Health facility	Health	Chandigarh	27.00	7.88	15.76	Direct
4.	Suvidha Centre	Rural Development	Garhshankar	-	-	4.14	Direct
5.	Sewerage System	Rural Development	Raniala and Bharatpur Jattan	110.00	50.00	185.64	Indo Canadian Village Improvement Trust
6.	Sewerage Line	Rural Development	Raniala and Bharatpur Jattan	30.00	8.08	56.38	Direct
7.	Toilet /Water cooler/ R.O. System/water Tank	Rural Development	Saila Khurd/ Saila Kalan/ Paddi Khuddi/ Bharatpur Jattan/ Hoshiarpur	-	-	36.19	Direct
8.	Sewing Machine	Rural Development	Raniala and Bharatpur Jattan	-	-	2.56	Direct
9.	Leveling road/Play ground	Rural Development	Bharatpur Jattan	10.13	7.47	26.51	Direct
10.	Leveling road/Play ground	Rural Development	Vill Kharoudi, Hoshiarpur	-	-	2.00	Vill Kharoudi Life Style Improvement trust.
	Total			202.13	96.42	415.48	

6. Details of implementing agency.

Indo-Canadian Village Improvement Trust (ICVIT) is a partner of Indo-Canadian Friendship Society of British Columbia, Canada. I.C.F.S.B.C is a registered charitable society under the laws of British Columbia and Canada, and was founded in 1976. This NGO has been active in all type of social work in Greater Vancouver area since 1976 and for the past 12 years it has devoted its energies in international rural development in Punjab, India. ICVIT is executing eco friendly affordable sustainable village projects in rural India since 2007, mainly in the state of Punjab. These projects will impact future generations, by improving their living conditions, for years to come. It is a duly registered society under the laws of Government of India.

7. In case the Company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the reasons for not spending the amount -

The implementation of the CSR projects was in progress and the balance unspent amount as mentioned in 5(b) above will be spent in the current financial year in ongoing projects.

The CSR Committee confirms that the implementation and monitoring of CSR Policy is in compliance with CSR objectives and Policy of the Company.

Sd/-
Pavan Khaitan
Chairman-CSR Committee

STATEMENT CONTAINING PARTICULARS PURSUANT TO SECTION 134(3)(m) OF THE COMPANIES ACT, 2013 READ WITH RULE 8(3) OF THE COMPANIES (ACCOUNTS) RULES, 2014
I. CONSERVATION OF ENERGY

Energy Conservation is of prime importance for our organization; be it Thermal or Electrical and is regularly monitored.

In continuation to our earlier efforts, during financial year 2019-20, we have taken number of initiatives as detailed below:

- Installation of LED lights in place of old in-efficient lights along with Installation of auto day/night light sensors and motion.
- Usage of LP steam in place of MP Steam to enhance power generation.
- Providing thermal insulation to all steam lines in the plant.
- Installation of energy efficient pumps in place of old high power consuming pumps.
- Old high power consuming motors are replaced with new energy efficient motors having class IE2 and IE3.
- New transformers are procured with low load losses i.e. energy efficient transformers.
- All the Vacuum Pumps and Motors on Paper Machine No. 4 are being replaced with new energy efficient Vacuum Pumps and Motors.
- Being a designated consumer under PAT scheme by BEE (Ministry of Power), Company has gone through detailed energy audit and successfully achieved the 3653 nos. of Eserts after completion of PAT Cycle-II.
- Company has also achieved the 2nd prize of energy conservation award from state designated agency PEDDA.

Total energy consumption and energy consumption per unit of production of paper for the year 2019-20 is given in the table below :

POWER & FUEL CONSUMPTION	<u>2019-20</u>	<u>2018-19</u>
1. ELECTRICITY		
(a) Purchased		
Units (lacs KWH)	554.15	507.08
Total amount (Rs. lacs)	3,561.20	3,305.64
Rate/Unit (Rs./KWH)	6.43	6.52
(b) Own generation		
Through Diesel Generator		
Units (lacs KWH)	-	-
Cost/Unit (Rs./KWH)	-	-
Through Steam Turbine / Generator		
Units (lacs KWH)	960.48	963.48
Cost/Unit (Rs. KWH)	3.48	4.11
2 COAL (for Boiler)		
Quantity (Tonnes)	64,092	44,558.00
Total cost (Rs. lacs)	3,524.93	3,289.50
Average rate (Rs.)	5,500	7,383

3. OTHERS		
Rice Husk (for Boiler)		
Quantity (Tonnes)	1,06,071	1,20,900
Total cost (Rs. lacs)	4,380.60	5,509.1
Rate/Unit (Rs. MT)	4,130	4,557
4 CONSUMPTION/TONNE OF PRODUCTION		
Production (Tonnes)	1,26,633	1,27,754
Electricity/Tonnes (KWH)	1,196	1,151
Furnace Oil/tonne (KL)	0.002	0.002
Coal/Tonne (MT)	0.506	0.349
Others Rice husk (MT)	0.838	0.946

II. TECHNOLOGY ABSORPTION

Research & Development and Environment

- Studies conducted on development of various new value added quality speciality papers and some of them Krayo Y3, Kvantum Stiffner YI, Kardex, Kosmo and Cup Stock for different applications and successfully commercialized.
- R&D studies conducted for improvement of Raw Material, Pulp and Paper properties, cost minimization and optimisation/alternate of wet-end additives, dyes and chemicals successfully.
- Study on Pulping & Bleaching of Congress Grass, Rice Straw, Cannabis Saliva & Lantana for alternative raw material development
- Pulping & bleaching studies of Mullberry wood chips, Aadoo, Subabul, albizia, & silky accacia for alternative raw material development
- Study on Pulping & bleaching of Mixed Furnish (Wheat Straw 73%, Bagasse 20% & Sarkanda 7%) without & with different supplier's Cooking aid & Antipitch and its impact on pulp quality and black liquor characteristics
- 2nd Stage wet washing introduced in agro pulp mill for better sand removal and cleanliness of pulp.
- Micro Plate separator (5 No) installed to get clear water from waste water to reduce fresh water consumption.
- Pigment Dye executed for better shade and permanance of paper
- New Steam & condensate system installed at Paper Machine 1 to reduce specific steam consumption.
- New equipments i.e Valley beater, Pulp Centrifuge and Tensile tester installed for R&D jobs and better input & process controls
- To meet complete statutory requirements with respect to pollution and environment norms prescribed by various statutory authorities, our manufacturing facility continue to remain completely statutory compliance unit by installation of following to improve the ETP performance.
 - a) New Equalisation tank with air diffuser grid
 - b) Tube settler / static mixer with chemical dosing
 - c) Pre aeration tank with air diffuser grid and
 - d) Volute press for secondary sludge

Quality Certifications the Company owns

- ISO Certification 9001:2015 (Quality Management System)
- ISO Certification 14001: 2015 (Environmental Management System)
- OHSAS Certification 45001:2018 (Occupation Health & Safety Assessment Series)
- FSC Certification SCS - COC - 04050 (Forest Stewardship Council)

The expenditure on R & D has been as follows:

	<u>2019-20</u>	(Rs. in lacs) <u>2018-19</u>
(i) Capital	-	3.70
(ii) Recurring	226.84	187.02
(iii) Total	226.84	190.72
(iv) Total R&D expenditure as a percentage of turnover	0.27	0.21

Technology absorption, adaptation and innovation

The Company has not imported any technology for its products.

III. FOREIGN EXCHANGE EARNINGS & OUTGO

As per Ind AS these particulars are not required to be given.

For and on behalf of the Board

Place : Chandigarh
Dated: 03 July 2020

Jagesh Kumar Khaitan
Chairman

SECRETARIAL AUDIT REPORT
FORM NO. MR-3
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2020

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

To,
The Members,
Kvantum Papers Limited

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

Based on my verification of Kvantum Papers Limited's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended 31 March, 2020, complied with the statutory provisions listed here under and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company, which were shared with me, for the financial year ended on 31 March, 2020 according to the provisions of the following Acts/Laws/Regulations and the amendments thereof, if any:

- (1) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (2) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (3) The Depositories Act, 2018 and the Regulations and bye-laws framed thereunder;
- (4) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (5) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (6) The Company has complied with the following laws applicable specifically to the Company:
 - (a) Indian Boiler Act, 1923
 - (b) Hazardous Waste (Management & Handling) Rules 1989 under EP Act, 1986
 - (c) Explosive Act, 1884 and Rules made thereunder
 - (d) Factories Act, 1948 and allied State Laws

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

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

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

I further report that

As per the requirement of Section 135 of the Companies Act 2013, the Company was required to spend at least two percent of its average net profits for the three immediately preceding financial years, towards its Corporate Social Responsibility expenditure.

During the year till 31 March 2020, the Company has spent Rs. 96.42 lacs out of Rs. 202.13 lacs due and amount unspent for the current year is Rs. 105.71 lacs (cumulative Rs. 193.58 Lacs) towards the provisions of Section 135 of the Companies Act, 2013 and Rules framed thereunder.

I further report that

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

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

Decisions at the Board meetings, as represented by management, were taken unanimously.

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

I further report that during the audit period, the Company had issued notice for convening Extra ordinary General Meeting to be held on 27.03.2020 for seeking approval for sub-dividing the equity shares of the Company, such that each equity share having nominal value of Rs.10/- (Rupees Ten Only) each be sub-divided into 10 (Ten) Equity Shares having nominal value of Re. 1/- (Rupee One Only) each fully paid-up and consequential changes in the Authorised Share Capital of the Company. The said meeting could not be held on 27.03.2020 in view of the nationwide lockdown due to COVID-19 pandemic outbreak and was extended for 06th May, 2020 and was actually held on 10th June 2020 i.e. the further extended period.

I further report that during the audit period, the Company has taken approval of shareholders in its meeting held on 13.08.2019 delegating the powers to the Board of Directors under section 185 of the Companies Act, 2013 to advance any loan including any loan represented by a book debt, or give any guarantee or provide any security upto an amount of Rs. 16,79,00,000/- (Rupees Sixteen Crores Seventy Nine Lakhs only) in connection with any loan taken by any person in which any director(s) is/are interested or deemed to be interested, subject to a condition that such loans are utilized by the borrowing company for its principal business activities.

I further report that 300 unlisted Secured Non-Convertible Redeemable Debentures (NCDs) at a face value of Rs. 10,00,000/- (Rupees ten lakhs only) each aggregating to Rs. 30,00,00,000/- (Rupees Thirty crores only) issued by the Company to UTI Structured Debt Opportunities Fund I in the year 2018-19 have been redeemed before the due date of redemption in the current financial year.

I further report that during the audit period, there were no instances of:

I further report that during the audit period, there were no instances of:

- (i) Public / Rights / Preferential Issue of Shares /Sweat Equity.
- (ii) Redemption / Buy-Back of Securities.
- (iii) Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013
- (iv) Merger / Amalgamation / Reconstruction etc.
- (v) Foreign Technical Collaborations.

For **S.K. SIKKA & ASSOCIATES**
Company Secretaries

SUSHIL K SIKKA
Prop.

FCS 4241

CP 3582

UDIN: F004241B000413474

Place : Chandigarh
Date : 03 July 2020

To,
The Members
Kuantum Papers Limited

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

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

For **S.K. SIKKA & ASSOCIATES**
Company Secretaries

SUSHIL K SIKKA
Prop.
FCS 4241
CP 3582

Place : Chandigarh
Date : 03 July 2020

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Part C of Schedule V of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 read with regulation 34(3) of the said Listing Regulations).

To

The Members,
Kvantum Papers Limited

In accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 inserted vide SEBI notification dated 9th May 2018 and in my opinion and to the best of my information, according to explanations given and documents provided by Kvantum Papers Limited (“Company”), I hereby certify that none of the Directors on the Board of Kvantum Papers Limited has been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India/Ministry of Corporate Affairs or any such statutory authority for the year ended 31st March, 2020.

Sr. No.	Name of Director	DIN
1.	Mr. Jagesh Kumar Khaitan	00026264
2.	Mr. Pavan Khaitan	00026256
3.	Mr. Vivek Bihani	00014296
4.	Ms. Shireen Sethi	01576676
5.	Mr. Drishinder Singh Sandhawalia	03174394
6.	Mr. Bhavdeep Sardana	03516261

For S.K. SIKKA & ASSOCIATES
Company Secretaries

SUSHIL K SIKKA
Prop.
FCS 4241
CP 3582

Place : Chandigarh
Date : 03 July 2020

ANNEXURE – 4
PARTICULARS OF EMPLOYEES PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

S.No.	Requirements of Rule 5(1)	Details										
(i)	The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year	<table border="1"> <tr> <td>Mr.Jagesh Kumar Khaitan</td> <td>67.85 : 1</td> </tr> <tr> <td>Mr. Pavan Khaitan</td> <td>122.16 : 1</td> </tr> </table>	Mr.Jagesh Kumar Khaitan	67.85 : 1	Mr. Pavan Khaitan	122.16 : 1						
Mr.Jagesh Kumar Khaitan	67.85 : 1											
Mr. Pavan Khaitan	122.16 : 1											
(ii)	The percentage of increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the Financial year	<table border="1"> <thead> <tr> <th>Name</th> <th>As per Payout</th> </tr> </thead> <tbody> <tr> <td>Mr. Jagesh Kumar Khaitan (Chairman)</td> <td>5%</td> </tr> <tr> <td>Mr. Pavan Khaitan (Managing Director)</td> <td>15%</td> </tr> <tr> <td>Mr. Roshan Garg (CFO)</td> <td>16%</td> </tr> <tr> <td>Mr. Vivek Trehan (Company Secretary)</td> <td>18%</td> </tr> </tbody> </table>	Name	As per Payout	Mr. Jagesh Kumar Khaitan (Chairman)	5%	Mr. Pavan Khaitan (Managing Director)	15%	Mr. Roshan Garg (CFO)	16%	Mr. Vivek Trehan (Company Secretary)	18%
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Mr. Pavan Khaitan (Managing Director)	15%											
Mr. Roshan Garg (CFO)	16%											
Mr. Vivek Trehan (Company Secretary)	18%											
(iii)	The percentage increase in the median remuneration of employees in the financial year	22.91%										
(iv)	The number of permanent employees on the rolls of company	1265 employees as on 31.3.2020										
(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;	<p>The average increase in remuneration is 16.89% of all employees. The profit before tax of the company has been lower by 41.21%.</p> <p>There are no exceptional circumstances in increase in the managerial remuneration.</p>										
(vi)	Affirmation that the remuneration is as per the remuneration policy of the company	Remuneration paid during the year is as per the Remuneration Policy of the company.										

PARTICULARS OF EMPLOYEES PURSUANT TO RULE 5(2) AND 5(3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

Name (age in years)	Description	Gross Remuneration Paid (in Rs.)	Qualification	Date of Commencement of employment (experience in years)	Previous employment	Percentage of equity shares held	Whether any such employee is a relative of any director
Sh. Jagesh Kumar Khaitan (75 Yrs.)	Chairman	1,61,90,132	Graduate with Marketing Management & Strategic Course from IIM, Ahmedabad	17 July 2010 (Total Exp. 51 Yrs.)	Vice Chairman & Managing Director Amrit Banaspati Co. Ltd.	3.04%	Father of Sh. Pavan Khaitan
Sh. Pavan Khaitan (52 Yrs.)	Managing Director	2,91,49,764	Chartered Accountant	1 April 2007 (Total Exp. 27 Yrs.)	Managing Director, Amrit Banaspati Co. Ltd.	0.31%	Son of Sh. Jagesh Kumar Khaitan

MANAGEMENT DISCUSSION & ANALYSIS

1. An overview of the Economy and Business Environment

As per the World Bank, COVID-19 has triggered the deepest global recession in decades which has delivered an enormous global shock, leading to steep recessions in the world's most developed countries like USA, Britain and Germany. While the ultimate outcome is still uncertain, the pandemic will result in contractions across the vast majority of emerging market and developing economies. The baseline forecast envisions a 5.2 percent contraction in global GDP in 2020—the deepest global recession in decades. Per capita incomes in most emerging and developing economies will shrink. The pandemic highlights the urgent need for policy action to cushion its consequences and protect vulnerable populations. Once the crisis abates, it will be necessary to reaffirm a credible commitment to sustainable policies and undertake the reforms necessary to support long-term prospects. According to an assessment by the World Economic Forum (WEF), supporting SMEs and larger businesses is crucial for maintaining employment and financial stability.

India too has been affected not only because of its pre-pandemic domestic slowdown but also because of international recession. According to the World Bank, the current pandemic has "magnified pre-existing risks to India's economic outlook". What started as one day Janta Curfew on 22.03.2020 and lockdowns by some of the state governments, the entire country was declared to be under lockdown from the midnight of 24.03.2020, and the same continues to be so till now albeit with relaxations.

The Government of India announced a variety of measures to tackle the situation, from food security and extra funds for healthcare and for the states, to sector related incentives and tax deadline extensions. A number of economic relief measures for the poor were announced. The Reserve Bank of India also announced a number of measures making funds available to the country's financial system. The World Bank and Asian Development Bank approved support to India to tackle the coronavirus pandemic.

The Government announced an overall economic package worth ₹ 20 lakh crore (10% of India's GDP) with emphasis on India as a self-reliant nation. The Govt also announced details of the "Atmanirbhar Bharat Abhiyan" package, to provide relief to Medium, Small and Micro Enterprises (MSMEs) in the form of an increase in credit guarantees.

The Five pillars of Atmanirbhar Bharat Abhiyan focus on:

- Economy
- Infrastructure
- System
- Vibrant Demography and
- Demand

India has faced the COVID-19 situation with fortitude and spirit of self-reliance. The clarion call given by the Govt. to use these trying times to become 'Atmanirbhar' (self-reliant) has been very well received to enable the resurgence of the Indian economy.

The Govt also urged the citizens to go 'vocal for local' and use the current crisis to make India self-reliant. Local would not only mean products made by Indian companies, but would also include those manufactured in India by multinational companies.

Further, even as economic activity resumes gradually, the situation will take time to normalize, as consumer behaviors change as a result of continued social distancing and uncertainty about how the pandemic will evolve.

2. Industry Structure and Development

In the calendar year 2020, demand for paper and board (writing and printing, paperboard and newsprint) is

expected to be subdued on account of the Covid-19 pandemic-led disruptions across the globe. In China, which had almost one-third of paper demand, it is expected to fall too due to strict shutdown coupled with lower export opportunities. The US and the EU, which together account for almost 40% of global demand, are also expected to witness demand contraction due to the pandemic-driven lockdown. In 2020, CRISIL expects paper and board to de-grow due to moderation of global growth leading to lower demand from end-user industries. In 2021, CRISIL expect demand to rebound 5-6% on-year driven by strong growth in the paperboard segment.

CRISIL Research expects paper and paperboard capacity to increase to about 22-23 million tonne by fiscal 2025, an increase of 1% CAGR from fiscal 2020. Key players are expected to add an aggregate of 0.5-1.5 million tonne of capacities over the next 5-year period in the paper and paperboard segment. However, on account of a sudden plunge in the demand environment, CRISIL expect players to defer capacity additions until demand improves.

The Indian paper industry accounts for about 4% of the world's production of paper. The estimated turnover of the industry is INR 70,000 crore (domestic market size of INR 80,000 crores) and its contribution to the exchequer is around INR 5,000 crore. The industry provides direct employment to 500,000 persons, and indirectly to around 1.5 million.

Most of the paper mills are in existence for a long time and hence present technologies fall in a wide spectrum ranging from oldest to the most modern. The mills use a variety of raw material viz. wood, bamboo, recycled fibre, bagasse, wheat straw, and agri residues. In terms of share in total production, approximately 25% are based on wood, 58% on recycled fibre and 17% on agro-residues. The geographical spread of the industry as well as market is mainly responsible for regional balance of production and consumption.

CRISIL Research expects paper & board demand to nosedive in FY21. This is on account of demand destruction caused due to shut down across India due to Covid-19. In contrast, specialty paper is expected to grow driven by increased tissue demand. In fiscal 2020, due to moderation in industrial activity as well as exports, CRISIL expect paper demand to increase just 1-3%. Nevertheless, over next the five fiscals CRISIL expect paper demand to grow at a moderate pace of 3.5-4.5% to touch 22 million tonne by fiscal 2025.

India's share in global paper demand, though small is growing as demand in the western nations contracts, while domestic demand in India grows at a steady pace. Globally over 400 million tonnes of paper and paper products are consumed. The world's three largest paper producing countries are China, the United States, and Japan (these three countries account for approximately half of the world's total paper production), while India accounts for a small but growing share of the global market. The global paper and pulp mills industry has contracted slightly, primarily due to the shift to digital media and paperless communication across most developed economies. However, demand in emerging markets has partially offset the decline by driving increased demand for paper used in packaging materials.

Domestic Demand for Paper is expected to continue growing at a robust pace with Packaging Paper & Board and Specialty segments registering the fastest growth rates.

For the Indian paper industry, strong economic growth has been accompanied by equally robust demand for paper. The demand drivers and growth triggers have come from a combination of factors such as rising income levels, growing per capita expenditure, rapid urbanization and a larger proportion of earning population which is expected to lead consumption and there is enormous potential for the paper industry in the country.

India is the fastest growing market for paper globally and it presents an exciting scenario; paper consumption is poised for a big leap forward in sync with the economic growth. The futuristic view is that growth in paper consumption would be in multiples of GDP and hence an increase in consumption by one kg per capita would lead to an increase in demand of 1 million tonnes.

In spite of the sustained growth witnessed by the industry, the per capita paper consumption in India stands at 13-14 kg which is well below the global average of 57 kg and significantly below the 200 kg in developed economies. This highlights the growth of potential demand in India.

Consumption of paper is closely linked to the economic development of a country. In India, though the per capita consumption of paper is low, it is gradually improving with economic growth. Industrial production, expenditure incurred on the print media, government spending on education, population growth and literacy levels are the key contributing factors.

Writing & printing paper segment has witnessed optimum capacity utilizations levels over the past few years due to steady demand growth.

As per CRISIL, demand in developing economies in Africa, Latin America and Asia (particularly India) will continue to grow at a steady rate over the next five years as rising literacy, corporate spend etc. will propel overall volume. The demand for W&P paper in India is expected to clock 5-6% CAGR owing to rising literacy rates, rise in enrollment rates and the government's higher spending on educational programs.

China is expected to add 8-9 million tonnes of capacity during 2020 to 2025, while India's capacity addition is expected to be in the range of 0.5-1.5 million tonnes. Also, capacity addition in the European Union is expected to remain at 4-6 million tonnes during the next five years.

Your company has been able to operate at higher optimum levels of production and sale. Despite increasing digitization, the demand growth is expected to be benefitted and driven by a combination of factors i.e. rising income levels, growing per capita expenditure, rapid urbanization and a larger proportion of earning population, improved industrial activity and rise in the advertisements. The demand will continue to be driven and supported by greater Government thrust and spending on education sector, corporate spending on stationary and healthy growth in services sector.

3. Opportunities and Threats

The Indian paper industry is expected to grow at about 3.5-4.5% CAGR through 2025 to touch 22 million tonnes. As per capita paper consumption in India stands at 13-14 kg which is well below the global average of 57 kg and significantly below 200 kg in developing economies, which highlights an opportunity in terms of potential growth of paper demand in India. The demand will be driven and supported by higher Government spending on education initiatives, corporate spending on stationary and healthy growth in services sector. In spite of advancement in technology, like the usage of iPads, Galaxy Tabs, Smart Phones, the increased preference for online storage and dissemination of data, the paper industry is poised for a consistent growth in the demand for paper in next few years. Despite the higher level of technology being used in the corporate sector, there has been no decline in the paper consumption. Infact paper demand continues to rise at a modest pace. The envisaged growth in the value-added printing & writing paper segment in India presents an invaluable opportunity and your company plans to leverage it by tapping its institutional strength in its distribution supply chain, cost competitiveness and its premium quality alongwith its branding.

The company has been one of the most cost competitive paper mills and a large player in the writing and printing segment. The continuous efforts of the company towards cost reduction and technology up-gradation has led to improved product quality, enhanced product range and increased production capacity, higher operational efficiencies and economies of scale. Further these initiatives have also enabled the company to manufacture premium quality paper, such as maplitho paper, specialty papers and premium copier paper, which is placed in the higher value segment, competing with quality of other large paper mills.

Raw material costs account for around 47 per cent of the operating income of mills in the paper industry. Agro and Wood based pulp are the main raw materials required for manufacturing W & P paper, especially in the higher end papers such as maplitho and coated paper. India's wood resources are limited; therefore, cost of wood is much higher in global comparison. Since there is conspicuous absence of Government's policies favoring

industrial/production plantation, securing future wood supplies will be the Industry's biggest challenge. In line with this increase in production, demand for raw materials will also go up. The different raw materials used to produce paper are - agri-residues, wood and bamboo pulp, as well as imported pulp, where your company has a distinct advantage.

Indian paper mills are categorized based on raw materials used by them in the manufacture of paper - wood/forest based mills, agro-based mills and wastepaper based mills. Wood accounts for 30-35% of production, while wastepaper and agri-residues account for 45-50% and 20-22%, respectively. India has a total land area of 3.3 million sq km with forests covering only 0.7 million sq km. About 78% of the total land area is non-forest area. With diminishing forest resources and limitations on enlarging man-made forests, there is scarcity of raw material for paper mills. Moreover, the limited raw material can be put to many alternative uses. To counter the issue of wood deficit, the paper mills gave thrust to initiatives like agro forestry which have now started yielding results.

Over the last few years, imported pulp has accounted for around 10-11 per cent of domestic production. With increase in growing demand for high quality premium paper, demand for wood is expected to grow in the next few years. With domestic wood supply being inadequate for this growing need, the mills will have to import wood in larger quantities. With Free Trade Agreements, imports are expected to continue challenging the domestic industry.

The alternative source of raw material is wastepaper/recycled paper - domestic and imported. Both together accounted for nearly 40 per cent of the total paper production. In India, however, the system of wastepaper collection is not very well developed in the domestic wastepaper segment. The recovery rate is low and consequently there is lower availability. This leads to domestic mills relying increasingly on imports to meet their demand.

The third alternative source of raw material for the paper industry is agri-residues such as bagasse, wheat straw, wild grass and other such agricultural wastes. Bagasse is the most widely-used agri-residue in the paper industry. However, availability of bagasse has been declining due to its increased use in power generation by sugar industry. Despite agri-residues being seasonal in nature, this is the segment of raw material which your company has mastered processing of, and has therefore gained an edge in the industry.

The changes in Government policies, environment standards and the paperless initiatives taken by the Govt. of India, coupled with Green initiatives in Corporate Governance leading to paperless compliances by the companies, is indicative of a slight threat to the paper industry. Although India does not import any significant quantity of W&P or paperboard, the share of imports over the next few years to remain a key factor, particularly in W&P.

4. Risks and Management Perception

The paper industry is labour intensive, power intensive as well as capital intensive and is exposed to several risks i.e. changes in the government policies, environment policies, duties and taxes, technological obsolescence and external economic factors.

Your company adopts a comprehensive and integrated risk appraisal and mitigation process thereof as part of the process in risk management.

The company uses agro waste materials, primarily Sarkanda grass and Wheat straw, as the basic raw materials to manufacture paper. The availability of these raw materials is seasonal and is mainly dependent on good monsoon. The agro residue material does exist on the ground, but the adequate availability may be a constraint as free accessibility is getting limited due to increased capacities of the other paper mills in and around the region. This may not be able to sustain the future material requirements taking into account the increasing needs

of premium quality paper. The continuous increase in prices of raw material, imported pulp and other inputs continues to be a matter of great concern for the industry. However, locational advantage of your company's paper mill provides an added access to the major raw material sources and insulates it, to quite some extent on this front. We have exclusive sources of suppliers connected to your company for the last more than three decades for supply of Agro raw materials, by way of long term contract arrangements.

The paper industry consumes a large amount of energy and water. Energy costs account for about 16-18 per cent of costs. Energy costs vary depending on the fuel used for generating power. The cost of power has increased as a result of inadequate supply and increase in tariff for industrial consumers. The prospect of availability of good quality fuel is diminishing. However, the company has got itself registered with Coal India Limited and has entered into a Fuel Supply Agreement and has been meeting part of its requirements in the co-generation plant through procurement of coal, thus mitigating the cost increase to some extent.

India's wood resources are limited; therefore, cost of wood is much higher in global comparison. In the absence of Government's enabling policies favoring industrial/production plantation, securing future wood supplies is Industry's biggest challenge.

To secure part of wood requirements, your company had developed a social Agro-forestry process by creation of a Nursery at the Mill to grow premium quality clonal plants which has been doing very well. At the Nursery, clonal varieties of fast growing hard wood trees are grown and distributed to farmers for them to plant in their land, and the company buys back the hardwood post the harvest, thereby positively uplifting the Greening India mission of the Government. Domestic land under cultivation is expanding by 10% every year; however, it is below the industry requirement. Also, this initiative has created major employment in the remote areas in close proximity to the mill thereby, helping rural development. We are also continuing our efforts for growing of plantations by touching base with the farming community and making them aware of the financial benefits attached to social farm forestry.

The company continued its efforts in arriving at a proper raw material mix, cost reductions and product mix optimization. The Chemical Recovery plant, Co-generation plant and other cost reduction measures coupled with variety of distinctive products manufactured with better and improved operational efficiencies has significantly increased its cost competitiveness.

Your company has also framed a 'Risk Management Policy' to identify and assess the key risk areas, monitor and report compliance and effectiveness of the policy and procedure. A Risk Management Committee as per the regulatory requirements has also been constituted to oversee the risk management process in the Company.

5. Outlook

Paper plays a key role in the communication and as a packaging material. Demand for the paper is closely linked to the prevalent economy conditions. Paper industry continues to have reasonably bright prospect in India during next 5 years as the demand of paper and paper products grow in line with the GDP growth. Paper continues to enjoy a relatively healthy demand on account of (i) lifecycle of a paper product from manufacture to consumption and disposal is short, as paper is used more in the nature of a consumable and not as a durable (ii) Wide usage, right from an individual to a corporate entity and (iii) no real low cost substitutes for paper.

The Indian paper and paperboard industry has the potential and the capabilities to service the demand in domestic and international market; and also to create huge employment avenues in rural India through agro production and forestry. This will only strengthen if the competitiveness of the value chain is encouraged by the government.

While Writing & Printing paper does not face any major threat from substitutes, the increased preference for online storage and dissemination of data and information could marginally impact the demand growth. However, despite the higher level of technology being used in the corporate sector, there has been no perceptible decline in the paper demand.

Availability of adequate good quality agro raw materials at cost effective prices, higher capital outlay, high interest costs, long gestation period and stringent environment regulations are the major entry barriers for the Greenfield projects.

6. Company's Financial Performance & Analysis

During the year your Company achieved a production of 1,26,633 metric tonnes, as against 1,27,756 metric tonnes in the previous year. The quantitative figure for the sale of paper was 1,25,267 metric tonnes this year leaving 1,730 metric tonnes as closing stock, as against the sale of 1,27,390 metric tonnes in the previous year.

From the 2nd quarter onwards, there has been a slowdown in the economy, though considered temporary at time, but the economy did not recover and the markets were challenged by demand parameters, as well as a liquidity crunch. The sales realization has been impacted after the first quarter over the previous year. There has also been increase in the material and input costs. Despite this, improved operational efficiencies, better productivity and product quality, higher volumes of premium quality paper products like copier and surface sized paper, and enriched product mix coupled with better operating parameters have contributed to better sales as well as profitability.

However, the performance has been impacted due to COVID-19 pandemic outbreak, Nationwide lockdown and curfew imposed in the various parts of the country in March 2020 to prevent novel coronavirus (COVID-19) from spreading in the country towards the fag end of the year.

The figures given in the Financial statements for the current year under review show the following:

The company recorded a net sales turnover (net of GST) and including other income, at Rs. 75,350.53 lacs; operating profit at Rs. 12,732.74 lacs; Profit before Tax at Rs. 6,519.19 lacs. Net profit after tax and other comprehensive income (expense) is Rs. 7,167.61 lacs. The profit after tax for the year under review is higher due to the lower income tax culminating from the reduced tax rates announced by the Govt. in September 2019 in order to offer tax stimulus to the industry. Further, "Section 115 BAA of the Income Tax Act 1961, introduced by Taxation Laws (Amendment) Ordinance, 2019 gave a one-time irreversible option to Domestic Companies for payment of corporate tax at reduced rates. In view of the MAT Credits, the Company determined that it will continue to recognize tax expense at the existing income tax rate as applicable to the Company. Accordingly, the Company had evaluated the outstanding deferred tax liability (net) as at 31 March 2019, and based on current estimates, re-measured the deferred tax assets/liabilities likely to be reversed at the time the Company would opt for new tax regime which had resulted in write back of deferred tax liability amounting to Rs. 1,956.22 lacs using the revised annual effective income tax rate."

The initiatives taken by your company in the recent years in improving productivity and operational efficiencies have led to achieving better operational performance. The company has continued to take up projects in focused areas for operational improvement and this has also led to improved operational efficiencies, productivity, reduction in operational costs, and sizeable increase in savings.

The results of cost reduction initiatives and operational efficiencies will continue to be more visible in the current financial year 2020-21 as your company has continued these initiatives to optimize capacity utilization, cost reduction, new products, optimizing production of better margin products by undertaking modification and up-gradation project consisting of a pulp mill, a chemical recovery plant and a captive power plant, for improving the cost effectivity, product quality and operations.

These initiatives have made your company not only one of the most cost competitive paper mills, but is also placed amongst the large paper player in the writing and printing segment. Furthermore, continuous research & development have enabled the company to manufacture papers of distinctive prime quality and broader product mix, which is competing with the premium quality of other large paper mills.

7. Internal Control Systems

Your Company has established adequate internal control systems to provide reasonable assurance that the assets are safeguarded and transactions are properly authorized, recorded and correctly reported. Your company has already implemented SAP to further strengthen the control systems. It is a common practice to lay down a well thought business plan for each year. From the annual business plan, detailed budgets for revenue and capital for each quarter are determined. The actual performance is reviewed in comparison with the budget and deviations, if any, are addressed adequately. The internal control mechanism is well established. The internal control system is supplemented by regular management reviews and periodical reviews by an independent firm of chartered accountants, which evaluate the functioning and quality of internal controls and checks; and provide assurance of its adequacy and effectiveness. The scope of the internal audit covers a wide variety of operational methods and ensures compliance with specified standards with regard to availability and suitability of policies, practices and procedures, extent of adherence, reliability of management information system and authorization procedures including steps for safeguarding of assets. The Reports of internal audit are placed before Audit Committee for review. The audit committee reviews the adequacy of the internal control systems, audit findings and suggestions. The Company's Statutory Auditors regularly interact with the Audit Committee to share their findings and the status of further improvement actions under implementation.

8. Human Resources and Industrial Relations

Your company enjoys the support of a committed and well satisfied human capital. Human resources are invaluable assets of the company and the Company's endeavor has always been to retain the best professional and technical talent. The company lays great emphasis on proper management of human resources and skill development and believes that the human resource is the most important ingredient for achieving excellence in performance and for the sustainable growth of the business of the company. These practices enable the company to keep the attrition rate well below the industry average. The management has a process driven approach that invests in training and skill development needs of the employees on a regular basis through succession planning, on the job training and training workshops. Progress made by the company has been possible in no small measures by efforts of the entire team.

Industrial relations were harmonious. Safety welfare and training at all levels of our employees continues to be the areas of major focus for the Company as recognised by the awards bestowed on the company by independent agencies.

9. Cautionary Statement

Statements in this "Management's Discussions and Analysis" are describing the Company's "forward looking statements" within the meaning of applicable laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and Indian demand supply conditions, finished goods prices, raw material availability and prices, cyclical demand, changes in Government regulations, environmental laws, tax regimes, economic developments within India and abroad and other factors such as litigation, industrial relations and other unforeseen events. The Company assumes no responsibility in respect of forward looking statements made herein which may undergo changes in future on the basis of subsequent developments, information or events.

REPORT ON CORPORATE GOVERNANCE

1. Company's philosophy on Corporate Governance

The principles of Corporate Governance and the Code of Business Conduct & Ethics are the cornerstones of your Company. Your Company has consistently striven to implement best corporate governance practices reflecting its strong value system and ethical business conduct. The Company's philosophy on Corporate Governance envisages attainment of highest level of transparency, accountability and integrity and highest applicable legal and ethical standards in the functioning of the Company with a view to create value that can be sustained continuously for the benefit of its stakeholders and ensuring highest standards of product quality and services to the consumers. All employees are bound by a Code of Conduct that sets forth Company's policies on important issues including our relationship with consumers, shareholders and Government.

2. Board of Directors

The Board of Directors consisted of six directors, as on 31.03.2020, comprising of a Chairman, a Managing Director and four Non-Executive Directors. Out of four, three Non-Executive Directors were independent directors as on 31.03.2020. The Board has a healthy blend of executive and non-executive directors which ensures the desired level of independence in functioning and decision making. All the independent directors are eminent professionals and bring in wealth of expertise and experience for advising the management of the Company.

(a) Composition of the Board

Name of Director	Relationship with other Directors	Category	No. of Board Meetings Attended during 2019-20		Whether attended the last AGM	No. of directorships in other public limited companies	No of Committee positions held in other Companies	
			Held	Attended			Chairman	Member
Sh. Jagesh Kumar Khaitan, Chairman	Father of Sh. Pavan Khaitan	Promoter, Executive	5	5	Yes	1	-	-
Sh. Yashovardhan Saboo*	-	Independent, Non-Executive	5	1	No	5	2	4
Sh. D.S. Sandhawalia	-	Non-Independent, Non-Executive	5	5	Yes	-	-	-
Sh. Vivek Bihani	-	Independent, Non-Executive	5	4	Yes	-	-	-
Ms. Shireen Sethi	-	Independent, Non-Executive	5	4	Yes	-	-	-
Sh. Bhavdeep Sardana	-	Independent, Non-Executive	5	3	Yes	2	-	-
Sh. Pavan Khaitan, Managing Director	Son of Sh. Jagesh Kumar Khaitan	Promoter, Executive	5	5	Yes	1	-	-

*Ceased as Director on 07.08.2019

- (b) Details of Directors holding Directorship in Listed Entities including Kquantum Papers Limited and the category of their Directorship:

Name of Director	Name of listed entities in which the concerned Director is a Director	Category of Directorship
Sh. Jagesh Kumar Khaitan, Chairman	Kquantum Papers Limited	Whole time Director
Sh. D.S. Sandhawalia	Kquantum Papers Limited	Non - Executive Director
Sh. Vivek Bihani	Kquantum Papers Limited	Independent Director
Ms. Shireen Sethi	Kquantum Papers Limited	Independent Director
Sh. Bhavdeep Sardana	Kquantum Papers Limited	Independent Director
Sh. Pavan Khaitan, Managing Director	Kquantum Papers Limited	Executive Director

The shareholding of non-executive Directors of the company as on 31.03.2020 is as under:

Name of the Director	No. of shares
Sh. D.S. Sandhawalia	Nil
Sh. Vivek Bihani	Nil
Ms. Shireen Sethi	Nil
Sh. Bhavdeep Sardana	Nil

- (c) Details of familiarization programmes imparted to independent directors are available at the website of the Company at <http://www.kquantumpapers.com/IndependentDirectors>
- (d) During the financial year 2019-20, Five (5) Board Meetings were held on 29 May 2019, 9 July 2019, 13 August 2019, 14 November 2019 and 12 February 2020. The maximum interval between any two meetings was not more than 120 days.
- (e) **Information supplied to the Board**

Information regularly provided to the Board inter-alia include:

- Annual operating plans, budgets & updates;
- Production, sales & financial performance data;
- Expansion/capital expenditure plans & updates;
- Business-wise operational review;
- Quarterly financial results with segment-wise information;
- Minutes of the meetings of the Audit and other committees as well as circular resolutions passed;
- The information on recruitment and remuneration of senior officers just below the board level, including appointment or removal of Chief Financial Officer and the Company Secretary;
- Staff matters, including senior appointments and significant developments relating to labour relations and human resource relations;

- Materially important legal proceedings by or against the Company including Show cause, demand, prosecution notices and penalty notices which are materially important;
 - Any issue, which involves possible public or product liability claims of substantial nature, including any judgment or order which, may have passed strictures on the conduct of the company or taken an adverse view regarding another enterprise that can have negative implications on the company;
 - Significant labour problems and their proposed solutions. Any significant development in Human Resources/ Industrial Relations front like signing of wage agreement, implementation of Voluntary Retirement Scheme etc.
 - Share transfer and dematerialization compliances;
 - Fatal or serious accidents or dangerous occurrences and materially significant effluents or pollution problems;
 - Materially relevant default in financial obligations to and by the Company or substantial non-payment for goods sold by the Company;
 - Non-compliances of any regulatory or statutory provision or listing requirement on non-payment of dividend or delay in share transfers;
 - Insider trading related disclosure procedures and such other matters;
 - Details of any joint-venture or collaboration agreement;
 - Transactions that involve substantial payment towards goodwill, brand equity or intellectual property;
 - Sale of material nature of investments, subsidiaries, assets which is not in the normal course of business;
 - Details of foreign exchange exposure and the steps taken by the management to limit the risk of adverse exchange rate movement;
- To approve various policies, codes and committees pursuant to the Companies Act, 2013, the relevant rules, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and other Regulations and requirements of other regulatory bodies, if any.
- Quarterly, Half Yearly and Annual Compliance Report on Corporate Governance and Quarterly Report on Investor Grievances pursuant to the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(f) Materially significant related party transactions

There have been no materially significant related party transactions, pecuniary transactions or relationship between the Company and its directors during the year 2019-20 that may have potential conflict with the interests of the Company.

The Company has made Policy on Related Party Transactions and strict compliance of the same is made by the Company and its professionals.

During the year, the Board has amended the Policy on Related Party Transactions in accordance with the amendments to Listing Regulations. The amended Policy is available on the Company's website at web link: <http://www.kvantumpapers.com/Policies>

(g) Details of remuneration paid to the directors during the financial year 2019-20

Name of Director	Salary*/ Fee**	Perks+ contribution to PF/other Funds	Commission	Sitting Fee	Total
Sh. Jagesh Kumar Khaitan	1,26,72,000*	12,04,871	23,13,261	-	1,61,90,132
Sh. Pavan Khaitan	2,30,40,000*	19,03,835	42,05,929	-	2,91,49,764
Sh. D.S. Sandhwalia	57,00,000**			2,25,000	59,25,000
Sh. Vivek Bihani	-	-	-	2,00,000	2,00,000
Ms. Shireen Sethi	-	-	-	2,25,000	2,25,000
Sh. Bhavdeep Sardana	-	-	-	1,25,000	1,25,000
Sh. Yashovardhan Saboo***				75,000	75,000

**Represents professional fee excluding taxes

*** Ceased on 07.08.2019 as Director

3. Committees of the Board

(a) Audit Committee

The constitution and terms of reference of the Audit Committee conforms to the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013. The following functions are performed by the Audit Committee:

- Oversight of the company's financial reporting process and the disclosure of financial information to ensure that the financial statements are correct, sufficient and credible;
- Recommending the appointment /removal of external auditors, fixing audit fees and approving payments for any other service;
- Reviewing with management the annual financial statements and Auditor's Report thereon before submission to the Board with particular reference to:
 - a. Matters required to be included in the Director's Responsibility Statement which forms part of the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013
 - b. Changes, if any, in accounting policies and practices and reasons for the same
 - c. Major accounting entries involving estimates based on the exercise of judgment by management
 - d. Significant adjustments made in the financial statements arising out of audit findings
 - e. Compliance with listing and other legal requirements relating to financial statements
 - f. Disclosure of any related party transactions
 - g. Qualifications in the draft audit report
- Reviewing with the management Quarterly/Half-yearly and other financial statements before submission to the Board for approval;
- Reviewing with the management, external and internal auditor, the adequacy of internal control

- systems and recommending improvements to the management;
- Reviewing the adequacy of internal audit function;
 - Discussing with internal auditors of any significant findings and follow-up thereon;
 - Reviewing the findings of any internal investigation by the internal auditors into matters where there is a suspected fraud or irregularity or a failure of the internal control systems of a material nature and reporting the matter to the Board;
 - the recommendation for appointment, remuneration and terms of appointment of auditors of the Company and approval of payment to statutory auditors for any other services rendered by the statutory auditors;
 - Discussing with the external auditors before the audit commences on the nature and scope of audit as well as have post-audit discussions to ascertain any area of concern and review and monitor the Auditor's independence and performance, and effectiveness of audit process;
 - Reviewing the Company's financial and risk management policies;
 - To review the functioning of the Whistle Blower Mechanism;
 - Initiating investigations into the reasons for substantial defaults in the payments to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors, if any;
 - Recommending the appointment of cost auditors, fixing cost audit fee and reviewing the cost audit report;
 - To recommend various policies, codes and committees pursuant to the Companies Act, 2013, the relevant rules, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and other Regulations and requirements of other regulatory bodies, if any, wherever required.
 - Approval or any subsequent modification of transactions of the company with related parties;
 - Scrutiny of inter-corporate loans and investments;
 - Valuation of undertakings or assets of the company, wherever it is necessary;
 - Monitoring the end use of funds raised through public offers and related matters.
 - Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
 - Carrying out any other function as mentioned in the terms of reference of the Audit Committee

The Company continues to derive immense benefit from the deliberations of the Audit Committee. As on 31 March 2020, the committee comprised of the following six directors of the Company – four non-executives & independent and two executive & non-independent. During the financial year 2019-20, Audit Committee met 4 times i.e. 29 May 2019, 13 August, 2019, 14 November 2019 and 12 February 2020 and the attendance of the Directors on the above meetings was as follows:

Director	Position	Category	No. of meetings held	No. of meetings attended
Shri Vivek Bihani*	Chairman	Independent, Non-Executive Director	4	3
Ms. Shireen Sethi	Member	Independent, Non-Executive Director	4	3
Shri Bhavdeep Sardana	Member	Independent, Non-Executive Director	4	2
Shri Pavan Khaitan	Member	Non-Independent, Executive Director	4	4
Shri Yashovardhan Saboo**	Member	Independent, Non-Executive Director	4	1

*Chairman w.e.f. 13.08.2019

** Ceased as audit committee member w.e.f. 07.08.2019

President (Finance) & CFO regularly attends the meetings. Other senior executives, when required, are invited in the meetings. Statutory auditors, cost auditors and internal auditors are also invited to the meetings.

The Company Secretary acts as Secretary of the committee.

All the members of the Audit Committee, except Shri Yashovardhan Saboo were present at the last AGM held on 13 August, 2019.

(b) Nomination and Remuneration Committee

The Nomination, Remuneration and Evaluation Policy has also been framed by the Company in compliance with Section 178 of the Companies Act, 2013 read with rules framed thereto and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The primary objective of the Policy is to provide a framework and set standards for nomination, remuneration and evaluation of the Directors, Key Managerial Personnel and officials comprising the Senior Management. The Company aims to achieve a balance of merit, experience and skills amongst its Directors, Key Managerial Personnel and Senior Management.

The Nomination and Remuneration Committee has laid down the criteria for performance evaluation of the individual Directors as well as the Board. The framework of performance evaluation of the Independent Directors captures the following points:

- a) Key Attributes of the Independent Directors that justify his/her extension/continuation on the Board of the Company;
- b) Participation of the Directors in the Board proceedings and their effectiveness.

The Board adopted a formal mechanism for evaluating its performance as well as of its Committees and individual Directors including the Chairman of the Board. The exercise was carried out through a structured evaluation process covering various aspects of the Boards functioning such as composition of the Board and Committees, experience and competencies, performance of specific duties and obligation, governance issues, participation and effectiveness etc.

Terms of Reference of the Nomination and Remuneration Committee

- Identification of persons qualified to be the directors and in senior management in accordance with the criteria laid down.
- Recommend to the Board appointment and removal of the directors.
- Evaluation of every director's performance.
- Formulation of criteria for determining qualifications, positive attributes and independence of a director.
- Recommendation of Remuneration policy for the directors, KMPs and other employees in the senior management as mentioned herein above.
- Other Terms of Reference/scope of Nomination and Remuneration Committee shall be as notified by the appropriate authority from time to time or as directed/advised by the Board of Directors of the Company from time to time.

As on 31 March 2020, the committee comprised of the following three directors of the Company. Remuneration Committee met once on 29 May 2019. The attendance of the Directors on the above meetings was as follows:

Director	Position	Category	No. of meetings held	No. of meetings attended
Shri Yashovardhan Saboo*	Chairman	Independent, Non-Executive Director	1	1
Shri Bhavdeep Sardana**	Chairman	Independent, Non-Executive Director	1	-
Shri Vivek Bihani	Member	Independent, Non-Executive Director	1	1
Shri Drishinder Singh Sandhawalía	Member	Non-Independent, Non-Executive Director	1	1

* Ceased as Director and Chairman of Nomination & Remuneration Committee on 07.08.2019

** Appointed as a Chairman of Nomination & Remuneration Committee w.e.f. 13.08.2019

The Committee carries out evaluation of performance of Directors yearly or at such intervals as may be considered necessary pursuant to Nomination, Remuneration and Evaluation Policy of the Company.

(c) Stakeholders Relationship Committee

Pursuant to Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company has constituted Stakeholder Relationship Committee for speedy disposal of all grievances/complaints relating to shareholders/investors. The Committee specifically looks into redressal of investors' complaints and requests such as transfer of shares, non-receipt of annual report, non-receipt of declared dividend etc. In addition, the Committee advises on matters which can facilitate better investor services/relations.

Besides above the Committee also takes note of quarterly reconciliation of Share Capital Audit pursuant to Regulation 55(A) of SEBI (Depositories and Participants) Regulation, 1996 as well as half yearly Certificates pursuant to Regulation 40(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 issued by the practicing Company Secretary. Also, the committee takes note of the

dividend as well as shares transferred to Investor Education and Protection Fund (IEPF) Authority pursuant to the provisions of Companies Act, 2013 and the Rules notified thereunder.

As on 31 March 2020, the committee comprised of the following three directors of the Company. During the financial year 2019-20, the Committee met once on 12 February 2020 and the attendance of the Directors on the above meeting was as follows:

Director	Position	Category	No. of meetings held	No. of meetings attended
Shri Drishinder Singh Sandhwalia	Chairman	Non- Independent, Non-Executive Director	1	1
Shri Jagesh Kumar Khaitan	Member	Non-Independent Executive Director	1	1
Ms. Shireen Sethi	Member	Independent, Non-Executive Director	1	1

Shri Vivek Trehan, Company Secretary is the Compliance Officer of the Company.

During the year, the Company received 5 complaints which were replied/resolved to the satisfaction of the investors. As on 31 March, 2020, no complaints and/or requests for dematerialization were pending. All valid requests for share transfers received during the year 2019-20 have been acted upon by the Company and no transfer was pending.

(d) Risk Management Committee

Pursuant to Regulation 21 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company has framed a 'Risk Management Policy' to identify and assess the key risk areas, monitor and report compliance and effectiveness of the policy and procedure. A Risk Management Committee under the chairmanship of Shri Pavan Khaitan, Managing Director, has also been constituted to oversee the risk management process in the Company. The other members of the Committee are Shri D.S. Sandhwalia and Shri Roshan Garg.

The Objectives of the Committee are as under:

Strategic:

- Organizational Growth.
- Sustenance and Growth of Strong relationships with dealers/customers.
- Expanding company's presence in existing markets and penetrating new geographic markets.
- Continuing to enhance industry expertise.
- Enhance capabilities through technology alliances and acquisitions.

Operations:

- Consistent Revenue growth.
- Consistent profitability.
- High quality production.

- Further develop Culture of Innovation.
- Review of Forex currency exposure and hedging thereof.

Reporting:

- Maintain high standards of Corporate Governance and public disclosure.

Compliance:

- Ensure stricter adherence to policies, procedures and laws/ rules/ regulations/ standards.

The quorum for the meeting shall be either two members or 1/3rd of the members of Committee whichever is greater. The Committee may meet for dispatch of its business at such frequency as it may think fit having regard to the volume of work.

Commodity Price Risks

The Company being a manufacturer of writing and printing paper is exposed to commodity price risk as it purchases imported and indigenous raw material.

The increase in prices of raw material, imported pulp and other inputs continues to be a matter of great concern for the industry. However, locational advantage of the company's paper mill provides an added access to the major raw material sources and insulates it, to some extent on this front. The Company has exclusive sources of suppliers connected to it for the last more than three decades for supply of Agro raw materials, by way of long term contract arrangements. However, any changes in prices of commodities impact procurement cost of raw material.

(e) Corporate Social Responsibility Committee

Pursuant to the provisions of Section 135 of the Companies Act, 2013 read with the rules made thereunder, the Board of Directors have constituted a Corporate Social Responsibility Committee comprising of the following Directors. During the financial year 2019-20, the Committee met twice on 29 May 2019 and 12 February 2020 and the attendance of the Directors on the above meeting was as follows:

Director	Position	Category	No. of meetings held	No. of meetings attended
Shri Pavan Khaitan	Chairman	Non- Independent, Executive Director	2	2
Shri Drishinder Singh Sandhawalia	Member	Non-Independent Non-Executive Director	2	2
Ms. Shireen Sethi	Member	Independent, Non-Executive Director	2	1

The Company covers the activities under Corporate Social Responsibility as mentioned in Section 135 the Companies Act, 2013 read with Schedule VII of the Companies Act, 2013 as well as Companies (Corporate Social Responsibility Policy) Rules, 2014. The quorum for the meeting is either two directors or 1/3rd of the members of Committee whichever is greater. The Committee may meet for dispatch of its business at such frequency as it may think fit having regard to the volume of work.

4. General Body Meetings

The last three Annual General Meetings of the Company were as under:

Financial Year	Date	Time	Place
2016-17	15.09.2017	11.30 A.M.	Regd. Office - Paper Mill, Salla Khurd-144 529, Distt. Hoshiarpur, Punjab
2017-18	10.08.2018	11.30 A.M.	Regd. Office - Paper Mill, Salla Khurd-144 529, Distt. Hoshiarpur, Punjab
2018-19	13.08.2019	11.30 A.M.	Regd. Office - Paper Mill, Salla Khurd-144 529, Distt. Hoshiarpur, Punjab

Special Resolutions passed in the previous three AGMs

Financial Year	AGM Dated	Details of the Special Resolutions Passed
2016-17	15.09.2017	To accept Deposits u/s 73 and 76 of the Companies Act, 2013
2017-18	10.08.2018	To amend articles of the association of the company.
2018-19	13.08.2019	To re-appoint Shri Pavan Khaitan as Managing Director of the Company. To approve special resolution under section 185 of the Companies Act, 2013

An Extraordinary General Meeting was held on 10.06.2020 and the following Ordinary/ Special Resolutions were passed in the meeting:

Details of the Ordinary / Special Resolutions Passed	
1.	Approval from shareholders for Sub-division of each equity share having nominal value of Rs.10/- (Rupees Ten Only) into 10 (Ten) equity shares having nominal value of Re. 1/- (Rupee One Only) each, through Ordinary Resolution
2.	Approval from shareholders for amendment in Clause V - capital clause of Memorandum of Association through Special Resolution

5. Postal Ballot

There was no Postal Ballot in the year, pursuant to Section 110 of the Companies Act, 2013 read with relevant Rules.

6. Disclosures

- (i) There were no transactions of material nature with the directors or the management or their subsidiaries or relatives or any related party etc. during the year that had potential conflict with the interests of the Company at large.
- (ii) The financial statements have been prepared in compliance with the requirements of the Companies Act, 2013 and in conformity, in all material respects, with the generally accepted accounting principles and standards in India. The estimates/judgements made in preparation of these financial statements are consistent, reasonable and on prudent basis so as to reflect true and fair view of the state of affairs and results/operations of the Company.

- (iii) The Company has well-defined Risk Management Policies for its business, which are periodically reviewed to ensure that the executive management controls risk by means of a properly defined framework.
- (iv) The Company has not raised any funds from the capital market (public/rights/preferential issues etc.) during the financial year under review.
- The Company had issued 300 unlisted Secured Non-Convertible Redeemable Debentures at a face value of Rs. 10,00,000/- (Rupees ten lakhs only) each aggregating to Rs. 30,00,00,000/- (Rupees Thirty crores only) to UTI Structured Debt Opportunities Fund on 20th December 2018 in the year 2018-19 which have since been redeemed on 29.06.2019 before the due date of redemption in the financial year 2019-20.
- (v) There was no instance of non-compliance of any matter relating to the capital markets by the Company. No penalties or strictures have been imposed on the company by the stock exchange, SEBI or any other statutory Authorities on any matter relating to the capital market since the listing of the Company.
- (vi) The Company is complying with all mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (vii) The Company has established a vigil mechanism for directors and employees to report genuine concerns and has a well-defined Whistle Blower Policy and it is affirmed that no personnel has been denied access to the audit committee.
- (viii) Web link for the policy on dealing with related party transactions-
<http://www.kvantumpapers.com/Policies>
- (ix) In compliance with the terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the number of equity shares lying unclaimed in the 'Unclaimed Suspense Account' as on 31.03.2020 is 3926. The information as required in pursuance of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is given below:

Aggregate no. of shareholders as on 1.04.2019	93
Outstanding shares as on 1.04.2019	3926
No. of shareholders transferred to IEPF	Nil
Shares transferred to IEPF	Nil
No. of shareholders requested to transfer shares from Suspense A/c	Nil
No. of shares transferred from Suspense A/c	Nil
Shareholders in Suspense A/c as on 31.03.2020	93
Shares in Suspense A/c as on 31.03.2020	3926

*As the shareholders have already approved the Sub-division of each equity share having nominal value of Rs.10/- (Rupees Ten Only) into 10 (Ten) equity shares having nominal value of Re. 1/- (Rupee One Only) each in EGM held on 10.06.2020, the denomination of number of shares would change accordingly from the record date i.e. 15 July 2020

- (x) During the year under review, the Company has not credited any amount to the Investor Education and Protection Fund (IEPF) pursuant to the relevant provisions of the Companies Act, 2013 read with Investor Education and Protection Fund (Awareness and Protection of Investor) Rules, 2001 and modifications thereof as in the year 2011-12 no dividend was declared.
- (xi) The Company does not have a Subsidiary and hence policy for determining material subsidiaries is not applicable.
- (xii) The company has complied with all the requirements of corporate Governance Report pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (xiii) The Company has not adopted discretionary requirements as specified in Part E of Schedule II in terms of Regulation 27(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (xiv) The Company has complied with all the Corporate Governance requirements specified in regulation 17 to 27 and clause (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

7. Means of Communications

The Quarterly, Half Yearly and Annual Financial Results are communicated to the stock exchanges i.e. BSE and NSE, where the Company's shares are listed as soon as they are approved and taken on record by the Board of Directors of the Company. Further, the Quarterly and Half Yearly results are published in leading newspapers such as Economics Times (English) and Desh Sewak (Punjabi). The results are not sent individually to the shareholders. The financial results are being regularly displayed on the web-site of the Company at www.kvantumpapers.com

The investors can register their grievances at Company's e-mail id i.e. kvantumcorp@kvantumpapers.com

The Management Discussion and Analysis Report Forms part of the Directors' Report.

8. Code of Conduct

The Board of Directors of the Company have adopted Code of Business Conduct & Ethics. This Code is based on three fundamental principles, viz. good corporate governance, good corporate citizenship and exemplary conduct and is applicable to all the Directors and senior management personnel. The Code of Business Conduct & Ethics, as approved by the Board of Directors, is displayed at the website of the Company at www.kvantumpapers.com

All the members of the Board and senior management personnel have affirmed compliance with the Code for the year ended 31st March, 2020 and a declaration to that effect signed by the Chairman & Managing Director is attached and forms part of this report.

9. Code of Conduct for prevention of Insider Trading

The Company has adopted a Code of Conduct for prevention of Insider Trading in the shares and securities of the Company pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 read with the amendments inserted vide notification dated 31.12.2018. This Code, inter alia, prohibits purchase/sale/trading of shares of the Company by Directors, Employees and other connected persons while in possession of unpublished price sensitive information in relation to the Company. The said code is available on the Company's website at www.kvantumpapers.com.

10. CEO and CFO Certification

The Certificate required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 duly signed by CEO and CFO was placed before the Board and the same is annexed to this report.

11. Practicing Company Secretary's Certificate on Corporate Governance

A certificate has been obtained from the Practicing Company Secretary of the Company regarding compliance with the provisions relating to Corporate Governance laid down in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the stock exchanges. The same is annexed to this report.

12. Total fees for all services paid by the Company to the Statutory Auditors

Total fees of Rs. 31.59 lacs (including out of pocket expenses) for financial year 2019-20, for all services, was paid by the Company, to the Statutory Auditors.

13. Skills/Expertise/Competencies of the Board of Directors

The Board of Directors of the Company brings a vast range of skills and experience from various field, functions and sectors, which enhance the governance framework of the Company and the Board's decision making process. The Board has identified strategic planning, knowledge with regard to Company's business/activities, understanding of industry, sales & marketing, risk management, accounting & financial expertise as the key skills/expertise/ competencies for the effective functioning of the Company and the same are currently available with the Board.

The Board has a healthy blend of executive and non-executive directors which ensures the desired level of independence in functioning and decision making. All the independent directors are eminent professionals and bring in wealth of expertise and experience for advising the management of the Company.

A chart or a matrix setting out the skills/expertise/competence of the Directors is given below:

Area of Expertise	Financial	Leadership	Board Service & Governance	Technical Knowledge	Sales & Marketing
Availability of expertise with the Board					
Sh. Jagesh Kumar Khaitan	✓	✓	✓	✓	✓
Sh. Pavan Khaitan	✓	✓	✓	✓	✓
Sh. D.S. Sandhwalia	✓	✓	✓	✓	✓
Sh. Vivek Bihani	✓	✓	✓	✓	✓
Ms. Shireen Sethi	✓	✓	✓	✓	✓
Sh. Bhavdeep Sardana	✓	✓	✓	✓	✓

Declaration regarding compliance of Code of Conduct

I, Pavan Khaitan, Chief Executive Officer of Kvantum Papers Ltd, hereby declare that all the Board Members and senior management personnel of the Company have affirmed compliance of the Code of Conduct, for the year ended 31 March 2020.

Place : Chandigarh
 Date : 03 July 2020

Pavan Khaitan
 Chief Executive Officer

GENERAL SHAREHOLDERS INFORMATION

- **Annual General Meeting**

Date	07August, 2020
Time	11.30 AM
Venue	Through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

- **Financial Year : April 01 to March 31**

- **Financial Calendar 2020-21 (Tentative)**

Board Meetings to take on record

Financial Results for Quarter ended 30.06.2020	Second week of August, 2020
Financial Results for Quarter ended 30.09.2020	Second week of November, 2020
Financial Results for Quarter ended 31.12.2020	Second week of February, 2021
Financial Results for Year / Quarter ended 31.03.2021	2nd / 3rd week of May, 2021
Book Closure Date	01 August 2020 to 07 August 2020 (both days inclusive)

- **Dividend Payable Date**

The Board has recommended a dividend @ Rs. 2.50/- per share on the Equity Shares of Rs. 10/-* each and @ Re. 1.00/- per share on the Preference Shares of Rs. 10/- each for declaration at the 23rd Annual General Meeting. Dividend will be paid on or after the date of Annual General Meeting but before the statutory time limit of 30 days from the date of declaration.

*As the shareholders have already approved the Sub-division of each equity share having nominal value of Rs.10/- (Rupees Ten Only) into 10 (Ten) equity shares having nominal value of Re. 1/- (Rupee One Only) each in EGM held on 10.06.2020, the face value of each share would be Re. 1/- (Rupee One Only) from the record date i.e. 15 July 2020.

- **Listing**

Name & address of stock exchanges
BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001
National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai– 400 051

The Company has already paid annual listing fee for the year 2020-21 to BSE Limited and National Stock Exchange of India Limited.

- **Stock Code/Symbol**

- BSE Limited	: 532937
- National Stock Exchange of India Limited	: KUANTUM
- Demat ISIN in NSDL and CDSL for equity Shares	: INE 529I01013

- **Market Price Data**

The monthly high/low quotation of the equity shares traded at BSE Limited and BSE Sensex during the financial year 2019-20 are given below.

Month	Company's Share Price (Rs.)		BSE Sensex	
	High	Low	High	Low
April 2019	494.75	415.00	39487.45	38460.25
May 2019	510.00	379.00	40124.96	36956.10
June 2019	447.00	379.10	40312.07	38870.96
July 2019	410.40	330.30	40032.41	37128.26
August 2019	448.00	338.00	37807.55	36102.35
September 2019	522.50	389.75	39441.12	35987.80
October 2019	505.95	420.00	40392.22	37415.83
November 2019	484.95	432.00	41163.79	40014.23
December 2019	493.00	431.10	41809.96	40135.37
January 2020	549.10	465.70	42273.87	40476.55
February 2020	585.00	448.00	41709.30	38219.97
March 2020	472.40	250.10	39083.17	25638.90

The monthly high/low quotation of the equity shares traded at National Stock Exchange of India Limited and NSE Nifty during the financial 2019-20 are given below.

Month	Company's Share Price (Rs.)		NSE Nifty	
	High	Low	High	Low
April 2019	-	-	11,856.15	11,549.10
May 2019	-	-	12,041.15	11,108.30
June 2019	-	-	12,103.05	11,625.10
July 2019	-	-	11,981.75	10,999.40
August 2019	-	-	11,181.45	10,637.15
September 2019	-	-	11,694.85	10,670.25
October 2019	500.00	400.05	11,945.00	11,090.15
November 2019	499.95	410.00	12,158.80	11,802.65
December 2019	508.50	430.00	12,293.90	11,832.30
January 2020	539.95	460.20	12,430.50	11,929.60
February 2020	585.00	445.25	12,246.70	7,511.10
March 2020	480.00	241.00	11,433.00	7,511.10

- **Share Transfer Agent and Demat Registrar**

M/s MAS Services Ltd., New Delhi are the Registrar & Share Transfer Agent for handling both physical share registry and demat share registry work having their office at:

M/s MAS Services Ltd.

T-34, 2nd Floor, Okhla Industrial Area, Phase - II, New Delhi - 110 020

Ph:- 011-26387281/82/83, Fax:- 011-26387384

email:- info@masserv.com, website : www.masserv.com

- **Share Transfer System**

The transfer of physical shares is normally processed within a period of 15 days from the date of receipt if the documents are complete in all respects. The transfers, transmissions etc. of the Company's securities are looked after by the Registrar & Share Transfer Agent of the Company, M/s MAS Services Ltd. under the supervision and control of Company Secretary. The details of shares transferred/transmitted alongwith Shares transfer/transmission registers are placed before the 'Securities Transaction Committee' for approval. Compliance certificate pursuant to Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 certifying the compliance of share transfer/transmission formalities is being obtained from a practicing Company Secretary on half yearly basis and is filed with the stock exchange. Requests for dematerialization of shares are processed and the confirmation is given by the Registrar & Share Transfer Agent to the respective depositories within the prescribed time limit. Compliance certificate pursuant to Regulation 7 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, jointly signed by the Company Secretary/Compliance Officer and the Registrar & Share Transfer Agent is also filed with the stock exchange on half yearly basis.

- **Distribution of Equity Shareholding**

(a) Shareholding Pattern as on 31 March 2020

Sl. No.	Description	No. of equity shares held	Shareholding %
1.	Promoters		
	<ul style="list-style-type: none"> ● Individuals ● Bodies Corporate 	<p>3,31,281</p> <p>58,03,788</p>	<p>3.80</p> <p>66.51</p>
2.	Institutional Investors		
	<ul style="list-style-type: none"> ● Mutual Funds/UTI 	250	0.00
	<ul style="list-style-type: none"> ● Banks/Financial Institutions 	300	0.00
	<ul style="list-style-type: none"> ● Insurance Companies 	-	-
	<ul style="list-style-type: none"> ● FIs 	-	-
3.	Others		
	<ul style="list-style-type: none"> ● Private Bodies Corporate 	14,35,779	16.45
	<ul style="list-style-type: none"> ● Indian Public 	11,30,229	12.96
	<ul style="list-style-type: none"> ● NRIs/OBCs 	24,736	0.28
	Total	87,26,363	100.00%

(b) Distribution of shareholding as on 31 March 2020

Shareholding of Nominal Value of Rs.	No. of shareholders	%age of shareholders	No. of shares	%age of holding
1 to 5,000	8,726	97.25	3,50,330	4.01
5,001 to 10,000	122	1.36	93,414	1.07
10,001 to 20,000	53	0.59	76,984	0.88
20,001 to 30,000	19	0.21	45,771	0.52
30,001 to 40,000	11	0.12	38,299	0.44
40,001 to 50,000	6	0.07	26,754	0.31
50,001 to 1,00,000	16	0.18	1,18,251	1.36
1,00,001 and above	20	0.22	79,76,560	91.41
Total	8,973	100.00	87,26,363	100.00

- **De-materialization of Shares**

The Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) and National Securities Depository Ltd. (NSDL) to offer depository Services to the shareholders. As on March 31, 2020, approximately 98.69% of the shares of the Company have been dematerialized.

- **Reconciliation of Share Capital Audit**

A practicing Company Secretary carried out a Reconciliation of Share Capital Audit, quarterly, to reconcile the total admitted capital with NSDL and CDSL and the total issued and listed capital. The Reconciliation of Share Capital Audit confirms that the total issued/paid up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL. Pursuant to Regulation 55A of the SEBI (Depositories and Participants) Regulation 1996, the Reconciliation of Share Capital Audit obtained from a Practising Company Secretary is filed with the stock exchange on quarterly basis.

Outstanding GDRs/ADRs/Warrants etc.

Not applicable

- **Plant Location**

Paper Mill, Saila Khurd 144529
Distt: Hoshiarpur, Punjab

- **Address for correspondence**

(a) **Registered Office:**

Paper Mill, Saila Khurd 144529
Distt. Hoshiarpur, Punjab

(b) **Registrar & Share Transfer Agent**

M/s MAS Services Ltd.

T-34, 2nd Floor, Okhla Industrial Area, Phase - II, New Delhi - 110 020
Ph:- 011-26387281/82/83, Fax:- 011-26387384
email:- info@masserv.com, website : www.masserv.com

PRACTICING COMPANY SECRETARY'S CERTIFICATE

To the Members of Kquantum Papers Ltd

I have examined the compliance of the conditions of Corporate Governance by Kquantum Papers Limited for the year ended 31st March, 2020, as per the relevant provisions of Securities and Exchange Board of India (Listing Obligations & Disclosures Requirements) Regulations, 2015 ("Listing Regulations") as referred to in Regulation 15(2) of the Listing Regulations (including any statutory modification(s) or enactment thereof for the time being in force).

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

In my opinion and to the best of my information and according to the explanations given to me, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations, as applicable.

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

For S.K. SIKKA & ASSOCIATES
Company Secretaries

SUSHIL K SIKKA
Prop.
FCS 4241
CP 3582

Place : Chandigarh
Date : 03 July 2020

CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION PURSUANT TO SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The Board of Directors
Kquantum Papers Ltd
Salla Khurd, Distt. Hoshiarpur
Punjab

Re: Financial Statements for the year 2019-20 – Certification by CEO and CFO

We, Pavan Khaitan, Managing Director & CEO and Roshan Garg, President-Finance & CFO, of Kquantum Papers Ltd., on the basis of the review of the financial statements and the cash flow statement for the financial year ended 31 March 2020 and to the best of our knowledge and belief, hereby certify that:-

1. These statements do not contain any materially untrue statements or omit any material fact or contain statements that might be misleading;
2. These statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations;
3. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct;
4. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting.
5. We further certify that:-
 - (a) There have been no significant changes in internal controls during the year;
 - (b) There have been no significant changes in accounting policies during the year;
 - (c) There have been no instances of significant fraud of which we have become aware and the involvement therein, of the management or an employee having a significant role in the Company's internal control systems.

Roshan Garg
President-Finance & CFO

Pavan Khaitan
Managing Director & CEO

Place : Chandigarh
Dated : 03 July 2020

BUSINESS RESPONSIBILITY REPORT

The Securities and Exchange Board of India (SEBI) as per the (Listing Obligations and Disclosure Requirements) Regulations, 2015 has mandated the inclusion of a “Business Responsibility Report” (BRR) as part of Company's Annual Report for top 1000 listed entities based on market capitalization (As on March 31 of every financial year) by the stock exchanges.

Growing expectations from internal as well as external stakeholders along with stringent norms is driving organizations to disclose their performance on economic, environmental and social aspects to understand their impact on the Company's day to day activities.

SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

1	Corporate Identity Number (CIN) of the Company	L21012PB1997PLC035243
2	Name of the Company	Kuantum Papers Limited
3	Registered address	Paper Mill, Saila Khurd, Punjab, 144529
4	Website	www.kuantumpapers.com
5	E-mail id	kuantumcorp@kuantumpapers.com
6	Financial Year reported	1 st April, 2019 to 31 st March, 2020
7	Sector(s) that the Company is engaged in (industrial activity code-wise)	Pulp, Paper & Paper Board - 4802
8	List three key products/services that the company manufactures/provides (as in balance sheet)	Writing, printing and specialty paper
9	Total number of locations where business activity is undertaken by the Company (a) Number of International Locations (Provide details of major5) (b) Number of National Locations	None 1 Location
10	Markets served by the Company – Local/State/National/International	We serve the Local/State/National /International markets

SECTION B: FINANCIAL DETAILS OF THE COMPANY

1	Paid up Capital (Equity)	Rs. 872.64 lakhs										
2	Total Turnover	Rs. 74273.10 lakhs										
3	Total profit after taxes	Rs. 7167.61 lakhs										
4	Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax(%)	1.35% (Continuing part of ongoing projects)										
5	List of activities in which expenditure in 4 above has been incurred:-	<p>We have been working in the following areas for the benefit of communities</p> <table border="1"> <thead> <tr> <th>S. No.</th> <th>Activities</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Education</td> </tr> <tr> <td>2</td> <td>Health facility</td> </tr> <tr> <td>3</td> <td>Rural development</td> </tr> <tr> <td>4</td> <td>Infrastructure development</td> </tr> </tbody> </table>	S. No.	Activities	1	Education	2	Health facility	3	Rural development	4	Infrastructure development
S. No.	Activities											
1	Education											
2	Health facility											
3	Rural development											
4	Infrastructure development											

SECTION C: OTHER DETAILS

1. Does the Company have any Subsidiary Company/Companies?

The Company does not have any Subsidiary.

2. Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s)

As the Company does not have any Subsidiary, this is not applicable.

3. Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%]

No other entity that our Company does business with, participates in the BR initiatives of the Company.

SECTION D: BR INFORMATION

1. Details of Director/Directors responsible for BR

(a) Details of the Director/Director responsible for implementation of the BR policy/policies

Name	DIN Number	Designation
Pavan Khaitan	00026256	Managing Director

(b) Details of the BR head

No.	Particulars	Details
1	DIN Number (if applicable)	00026256
2	Name	Pavan Khaitan
3	Designation	Managing Director
4	Telephone number	0172-5172737
5	e-mail id	kuantumcorp@kuantumpapers.com

2. Principle-wise (as per NVGs) BR Policy/policies

(a) Details of compliance (Reply in Y/N)

No.	Questions	P	P	P	P	P	P	P	P	P
		1	2	3	4	5	6	7	8	9
1	Do you have a policy/ policies for....	Y	Y	Y	Y	Y	Y	Y	Y	Y
2	Has the policy being formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
3	Does the policy conform to any national / international standards? If yes, specify? (50 words)	Y The policies have been developed as per The Companies Act, 2013 and SEBI Listing Regulations. These are also on the lines of the 'National Voluntary Guidelines on Social, Environment, and Economic responsibilities of businesses' (NVG - SEE) established by the Ministry of Corporate Affairs, Government of India in 2011.								
4	Has the policy being approved by the Board? Is yes, has it been signed by MD/ owner/ CEO/ appropriate Board Director?	Y	Y	Y	Y	Y	Y	Y	Y	Y
		Y	Y	Y	Y	Y	Y	Y	Y	Y
5	Does the company have a specified committee of the Board/ Director/ Official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	Y	Y	Y	Y

No.	Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
6	Indicate the link for the policy to be viewed online?	Link for policies on our website provided below*								
7	Has the policy been formally communicated to all relevant internal and external stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
8	Does the company have in-house structure to implement the policy/policies.	Y	Y	Y	Y	Y	Y	Y	Y	Y
9	Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
10	Has the company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?	Y	Y	Y	Y	Y	Y	Y	Y	Y

Principle no.	Policy
Principle 1 - Businesses should conduct and govern themselves with Ethics, Transparency and Accountability (Ethics, transparency, accountability)	<ul style="list-style-type: none"> • Code of Business Conduct & Ethics • Code of Conduct for Prevention of Insider Trading & Fair Disclosure • Whistle Blower Policy
Principle 2 Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle (Safe and sustainable goods and services)	<ul style="list-style-type: none"> • Sustainability Policy • Environment, Health & Safety Policy • Quality Policy
Principle 3 Businesses should promote the wellbeing of all employees (Wellbeing of employees)	<ul style="list-style-type: none"> • Sustainability Policy • Human Rights Policy • Prevention of Sexual Harassment Policy
Principle 4 Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalised (Responsiveness to all Stakeholders)	<ul style="list-style-type: none"> • CSR Policy • Sustainability Policy
Principle 5: Businesses should respect and promote human rights (Promoting Human Rights)	<ul style="list-style-type: none"> • Prevention of Sexual Harassment Policy • Whistleblowers Policy • Human Rights Policy
Principle 6 Business should respect, protect, and make efforts to restore the environment (Protecting the Environment)	<ul style="list-style-type: none"> • Environment, Health & Safety Policy • Risk Management Policy
Principle 7 Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner (Responsible Policy Advocacy)	<ul style="list-style-type: none"> • Code of Business Conduct & Ethics • Whistle Blower Policy

Principle no.	Policy
Principle 8 Businesses should support inclusive growth and equitable development (Supportive Inclusive development)	• CSR Policy
Principle 9 Businesses should engage with and provide value to their customers and consumers in a responsible manner (Providing Value to customers)	• Quality Policy

*Policies of the Company, mentioned above, can be accessed online at:
<http://www.kuantumpapers.com/Policies>
<http://www.kuantumpapers.com/Corporate Governance>

(b) If answer to the question at serial number 1 against any principle, is 'No', please explain why : (not applicable)

No.	Questions	P	P	P	P	P	P	P	P
		1	2	3	4	5	6	7	8
1	The company has not understood the Principles	Not Applicable							
2	The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles								
3	The company does not have financial or manpower resources available for the task								
4	It is planned to be done within next 6 Months								
5	It is planned to be done within the next 1 year								
6	Any other reason (please specify)								

3. Governance related to BR

- (a) Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company.

The BR performance of the Company is now assessed annually at the end of financial year.

- (b) Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?

Business Responsibility Report would now be published annually. This report can be accessed at company's website: www.kuantumpapers.com

SECTION E: PRINCIPLE-WISE PERFORMANCE

Principle 1: Businesses should conduct and govern themselves with Ethics, Transparency and Accountability

1. Does the policy relating to ethics, bribery and corruption cover only the company? Yes/ No. Does it extend to the Group/Joint Ventures/ Suppliers/Contractors/NGOs/Others?

We are committed to highest standards of corporate governance practices within our organization. It forms an integral part of our values, ethics and business practices which are aimed at creating and enhancing long-term value of stakeholders. We ensure that all our business is conducted with the highest level of transparency and accountability.

Our policy relating to the above aspects covers only the Company. Our Code of Conduct shapes the culture and reputation of the Company and serves as the groundwork of how we act and make decisions.

2. How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.

Nil

Principle 2: Sustainable products and services

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

The Company is engaged in manufacturing of writing, printing and specialty papers. The entire process of our paper making is environmentally sustainable. Sustainability is embedded into various stages of our product life-cycle, including procurement, manufacturing, transportation, distribution and, finally, the usage of product by the customer. The Company is focused on delivering stakeholder value while ensuring a strong and positive ecological balance. Rooted in the concept of sustainable development, the Company aims to deliver products that satisfy customer needs, are resource-efficient as well as economically feasible.

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

- (a) Reduction during sourcing/production/ distribution achieved since the previous year throughout the value chain?

The Company believes that optimizing production efficiency delivers value to customers and minimizes environmental impact, therefore driving the Company towards the goal of long term sustainability.

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

Owing to the nature of the product, it is not feasible to identify the reduction during usage by consumers.

3. Does the company have procedures in place for sustainable sourcing (including transportation)?

(a) If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so.

Yes, the company has procedures in place to ensure sustainable sourcing. The paper is manufactured mainly from Agro based residue which is sourced from the farmers in the surrounding villages / areas. This agro residue was traditionally burnt by the farmers in their fields and thus, the company has ensured that there is a sustainable alternate use for the same. The company is also FSC (Forest Stewardship Council) Certified which means that we comply with the highest international standards for wood harvested from forests that are responsibly managed, socially beneficial, environmentally conscious, and economically viable.

The company procures 100% of its agro residue and wood material in a sustainable manner. Additionally, bio mass for generating power is also sourced sustainably. These two inputs together constitute approximately 40% of the total inputs.

4. Has the company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work?

(a) If yes, what steps have been taken to improve their capacity and capability of local and small vendors?

Yes, the company has taken various steps to procure goods and services from local & small producers, including communities surrounding their place of work.

The company utilizes agricultural residue based raw materials like wheat straw, wild grass (kana grass) and rice husk in its production, which are generally sourced from local villagers, communities and associations located within a 100 kms radius of the manufacturing plant of the company. These communities have been associated with the company for the past 3 decades. Preference is also given to get both skilled and unskilled workers and their services from the surrounding villages/areas to ensure that they have a sustainable source of livelihood.

5. Does the company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as <5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.

The Company believes that waste created in operations is a potential resource for various other activities. Hence, it has strategically shifted its focus towards harnessing this potential resource and has adopted the principle of 3 R's i.e. Reduce, Reuse and Recycle in its operations. Waste has been put to the best use within the operations by optimizing existing processes. Non-hazardous solid wastes such as bamboo and hard wood dust, screen rejects, and effluent sludge are all re-used in the production processes at the plant. Fly-ash and lime sludge that is generated in the process is reused to make bricks. This has furthered the commitment towards reducing environmental impact of business activities via waste minimization and re-use.

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

1. Please indicate the Total number of employees - 1430
2. Please indicate the Total number of employees hired on temporary/contractual/casual basis - 1032
3. Please indicate the Number of permanent women employees -13

4. Please indicate the Number of permanent employees with disabilities -
5. Do you have an employee association that is recognized by management? Yes, workers representative.
6. What percentage of your permanent employees is members of this recognized employee association ? - 2%
7. Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.

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

8. What percentage of your under mentioned employees were given safety & skill up - gradation training in the last year?
 - (a) Permanent Employees – 100%
 - (b) Permanent Women Employees – 100%
 - © Casual/Temporary/Contractual Employees- up to the extent possible
 - (d) Employees with Disabilities-100%

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

1. Has the company mapped its internal and external stakeholders?
Yes, the company has identified key stakeholder groups and mapped its internal and external stakeholders.
2. Out of the above, has the company identified the disadvantaged, vulnerable & marginalized stakeholders.
Yes, the Company has identified the disadvantaged, vulnerable & marginalized stakeholders from the nearby local communities and surrounding villages in the form of contractual employees and marginal farmers.
3. Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable and marginalized stakeholders. If so, provide details thereof, in about 50 words or so.

We have undertaken several programmes relating to Education, Environment protection, Providing Health facility, Suvidha Centre, Sewerage System, Sewerage Line, Toilet/water cooler/R.O.System/Water Tank, Distribution of Sewing Machine and Leveling road/playground in nearby villages Saila Khurd, Garhshankar, Raniaala and Bharatpur Jattan, Sailakhurd/Saila Kalan/Paddi Khuddi /BharatpurJattan, Raniaala and BharatpurJattan, Bharatpur Jattan, V. Kharoudi and also incurring the allocated expenses through company's CSR endeavor.

Principle 5: Businesses should respect and promote human rights

1. Does the policy of the company on human rights cover only the company or extend to the Group/Joint Ventures/Suppliers/Contractors/NGOs/Others?

Our policy on human rights is applicable to our manufacturing facility, corporate office and marketing branch offices. Besides the above, other stakeholder's viz. suppliers, vendors and surrounding residents approach the senior management personnel and discuss about grievance, if any, relating to human rights.

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

There have been no stakeholder complaints concerning violation of human rights during the FY 2019-20.

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

1. Does the policy related to Principle 6 cover only the company or extends to the Group/ Joint Ventures/Suppliers/Contractors/NGOs/others.

The Company is committed towards environmental protection and has a well-defined corporate environmental policy in place. The policy covers the Company and its employees. The Company encourages its suppliers and contractors to employ environment friendly measures in their day to day operations.

2. Does the company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc? Y/N. If yes, please give hyperlink for webpage etc.

Yes, the Company has taken up initiatives to address global environmental issues such as climate change, global warming by adopting waste minimisation, effluent reduction, energy conservation and water conservation in its operations.

3. Does the company identify and assess potential environmental risks? Y/N

The Company has an elaborate risk management system to inform Board Members about risk assessment and minimization procedures. The Risk Management Committee meets periodically and evaluates the efficacy of the framework relating to risk identification and its mitigation laid down by the Committee.

4. Does the company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if Yes, whether any environmental compliance report is filed?

Presently there is no such project.

5. Has the company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc. Y/N. If yes, please give hyperlink for web page etc.

The company takes energy conservation very seriously and this is validated by the fact that we have been awarded the 2nd prize of energy conservation award from state designated agency PEDDA.

Energy Conservation is of prime importance to our organization, be it Thermal or Electrical and is regularly monitored. Last year a no of energy conservation projects has been implemented which include

- (i) Installation of LED lights in place of old in-efficient lights
 - (ii) Installation of auto day/night light sensors and motion
 - (iii) use of natural light in plant sheds wherever possible.
 - (iv) usage of LP steam in place of MP Steam to enhance power generation,
 - (v) Providing thermal insulation to all steam lines in the plant
 - (vi) installation of energy efficient pumps in place of old high power consuming pumps,
 - (vii) Old high power consuming motors are replaced with new energy efficient motors having class IE2 and IE3
 - (viii) New transformers are procured with low load losses i.e. energy efficient transformers
 - (ix) installation of VFDs (AC drives) on Boiler FD fans, PA fan, Boiler Feed Pump, Agitators, Cooling Towers Fans, Recovery Boiler CW Pump, Vacuum Pumps etc
 - (x) automation of various processes through DCS and PLC to avoid manual operations
 - (xi) all the Vacuum Pumps and Motors on Paper Machine no. 4 are being replaced with new energy efficient Vacuum Pumps and Motors.
 - (xii) the Co-generation plant operations have been optimized to have maximum efficiency
 - (xiii) Being a designated consumer under PAT scheme by BEE (Ministry of Power), Company has entrusted the job of consultancy and detailed energy audit to M/S Development Environergy Services Ltd, New Delhi and successfully achieved the 3653 nos. of Eserts after completion of PAT Cycle-II.
- (b) The Company has devised a system of regular energy audit. Energy conservation is an ongoing process and new areas are continuously identified and investments are made, wherever necessary.
- (c) The adoption of energy conservation measures has helped the Company in reduction of production costs.

6. Are the Emissions/Waste generated by the company with in the permissible limits given by CPCB/SPCB for the financial year being reported?

The Company is committed to minimizing its waste as well as emissions. It has initiated various to waste minimization and reuse. Also, the Company continues to invest in reducing air emission levels through adoption of cleaner technologies/fuels, monitoring of combustion efficiencies and investments in pollution control equipment. All these measures ensure that the emissions/waste generated by the Company are within the permissible limits given by CPCB/SPCB.

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

There are no such notices which are pending as on end of Financial Year.

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

1. Is your company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with:

Company is a member of PHD Chamber of Commerce & Industry, Confederation of Indian Industry (CII), Indian Pulp & Paper Technical Association (IPPTA), and Indian Agro and Recycled Paper Mills Association (IARPMA).

2. Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No; if yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others)

Yes, we have sponsored and advocated Water Conservation and adoption of such techniques by the paper industry through the forum of Confederation of Indian Industry (CII).

Principle 8: Business should support inclusive growth and equitable development

1. Does the company have specified programmes / initiatives / projects in pursuit of the policy related to Principle 8? If yes details there of.

The Company has been one of the foremost proponents of inclusive growth and has continued to undertake projects for overall development and welfare of the society in the fields of environment, conservation of natural resources, health, education, rural development and livelihood interventions etc. The Company has a Corporate Social Responsibility (CSR) Policy in accordance with the provisions of the Companies Act 2013 and rules made there under. The contents of the CSR Policy are disclosed on the website of the Company.

In pursuance of the Companies Act, 2013 and in alignment with its vision, the Company through its CSR initiatives continues to enhance value creation in the society and in the community in which it operates, through its services, conduct and initiatives, so as to promote sustained growth for the society and community. The Company's Vision Statement is to actively contribute to the social and economic development of the communities of the area in which we operate. In doing so, build a better, sustainable way of life for the underprivileged, and raise their overall standard of living. In addition, we are committed to conserving and preserving the environment.

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

Few programmes are directly under taken by the company through its in house CSR team. The Company also works with a NGO -Indo-Canadian Village Improvement Trust (ICVIT) who is a partner of Indo-Canadian Friendship Society of British Columbia, Canada. I.C.F.S.B.C, is a registered charitable society under the laws of British Columbia and Canada, and was founded in 1976.

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

The Company adopts tools like Participatory Rural Appraisal to involve people in prioritizing their needs and defining type of development initiatives suited to local needs. Villagers give scores to development initiatives, either individually scoring or in small groups and aggregating for the community as a whole.

4. What is your company's direct contribution to community development projects- Amount in INR and the details of the projects undertaken?

The yearly and Cumulative details of the expenditure are given in the annexure A attached to the Board of Directors report.

5. Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.

The CSR team at the manufacturing site along with its partner Indo-Canadian Village Improvement Trust (ICVIT) regularly interact with the local communities to assess the impact of community development projects undertaken by these units to ensure that the objectives and benefits of these projects are being met and they are successfully adopted by the community.

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

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

Nil

2. Does the company display product information on the product label, over and above what is mandated as per local laws? Yes/No/N.A. /Remarks (additional information)

We display all relevant product information on the packaging material to ensure safe and appropriate use besides complying with the statutory requirements.

3. Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so.

No case has been filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising / or anti-competitive behavior during the last five years and pending as on end of the financial year.

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

The Company is focused on delivering value to its customers and, therefore, customer satisfaction surveys are carried out on a regular basis. This provides valuable feedback for the Company for providing the best possible service to customers and to continuously improve in its engagement with customers.

INDEPENDENT AUDITOR'S REPORT
To the Members of Kvantum Papers Limited
Report on the Audit of the Financial Statements

1. Qualified Opinion

We have audited the financial statements of Kvantum Papers Limited ("the Company"), which comprise the balance sheet as at 31 March 2020, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matters described in the *Basis for Qualified Opinion* section of our report, the aforesaid financial statements give the information required by the Companies Act, 2013 ("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 31 March 2020, its profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

2. Basis for Qualified Opinion

Attention is invited to Note 40 to the financial statements which discloses the related party transactions entered by the Company during the year. According to the information provided to us, the Company has during the period January – March 2020, given advances amounting to Rs. 1,522.30 lakhs to its holding company which is having two directors of the Company holding more than 25% shares of the holding company apart from also being its directors, for supplies of certain raw materials to the Company as "advance for supply of goods". The amount outstanding on 31 March 2020 of Rs.1,840.30 lakhs has been received back subsequent to the year-end. In addition, the Company has also issued a corporate guarantee of Rs. 1,679.00 lakhs in relation to a loan taken by its holding company. We have not been able to obtain sufficient and appropriate audit evidence to verify the nature and business rationale of the aforesaid advance given by the Company and also the end use of the loan by the holding Company in relation to which the aforesaid corporate guarantee was provided. Accordingly, we are unable to comment on whether these transactions with the holding company comply with applicable laws and regulations including section 177(4), 185, 186(7) of Companies Act, 2013 and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations') and the consequential impact, if any, on the financial statements for the year ended and as at 31 March 2020.

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

1. Key Audit Matters

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

Description of Key Audit Matter

(1) Impact of adopting the new income tax regime

See note 2(a)(vi), 2(n), 20 and 33 to the financial statements

The key audit matter	How the matter was addressed in our audit
<p>With effect from financial year 2019-2020, the Income Tax Act provides an option of paying income taxes at a lower rate subject to complying with certain prescribed conditions ('new tax regime'). The Company has opted to shift to the new tax regime from a specified financial year in the future.</p> <p>Accordingly, the deferred tax liabilities which are expected to reverse subsequent to the Company shifting to the new tax regime in the specified future year were remeasured and the consequential amount was recognised in the Statement of Profit and Loss of the current year. This amount is considered to be significant.</p> <p>The determination of the point in time at which the aforesaid Company would shift to the new tax regime involves significant judgement and estimation regarding forecasting future taxable profits and realisation of MAT credit entitlement (an item of deferred tax assets). Since the impact of remeasurement of deferred tax liabilities as stated above is sensitive to these judgements and estimates, it affects the amount of deferred tax liabilities that are reversed in the Statement of Profit and Loss of the current year.</p> <p>Given the significant level of judgement involved and the quantitative significance, we have determined this to be a key audit matter</p>	<p>In view of the significance of the matter we applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence:</p> <ul style="list-style-type: none"> • Examined the implications of the new provisions on the tax position of the company keeping in view the various interpretations to assess the impact of adopting the new tax regime from the specified future financial year. • Evaluated the design and implementation effectiveness of key internal controls regarding budgeting procedures upon which the forecasts are based and those on estimation of amount of deferred tax assets to be carried forward, including MAT credit entitlement. We also tested the operating effectiveness of such controls • Tested appropriateness of forecasts of future taxable profits including revenue growth rates, EBITDA growth rates and other tax positions, based on our knowledge of the business and the observable market data of the industry. • Also compared actual results of current year with forecasts made in previous year. Ascertained reasons for variance, if any, and assessed whether the same have been taken into consideration in preparing future forecasts. • Assessed the recoverability of MAT credit entitlement (an item of deferred tax assets) against the forecast future taxable profits • Assessed the adequacy of related disclosures in the financial statements.

(2) Procurement and physical verification of agriculture based raw materials

See note 2(a)(vi), 2(f), 10 and 27 to the financial statements

The key audit matter	How the matter was addressed in our audit
<p>The Company incurs significant costs on procurement of agriculture based raw material in bulk from various aggregators. The raw materials are susceptible to risk of incorrect weighing or measurement. Sound procurement processes involving critical attributes of raw material are required to mitigate this risk.</p>	<p>In view of the significance of the matter we applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence:</p> <ul style="list-style-type: none"> • We evaluated the design and implementation of key internal controls relating to acceptance of goods. We also tested the operating effectiveness of such controls through a combination of procedures

<p>Further, the Company follows volume-based method for physical verification of raw material which involves a wide range of attributes such as the height of stockpiles, area of spread, etc making the measurement of raw material inventory complex and sensitive to the attributes.</p> <p>In view of the above, we have identified the confirmation of physical inventories of raw material as a key audit matter.</p>	<p>involving observation, re-performance and inspection of evidence of samples selected using statistical sampling.</p> <ul style="list-style-type: none"> • We performed substantive testing by selecting samples (using statistical sampling) of purchase transactions recorded during the year by examining the underlying documents such as supplier invoices, goods receipt notes etc. • Assessed the appropriateness of the underlying data and estimates used for calculation of the yield ratio and compared the same with the previous years. • Tested the manual journal entries to identify unusual items. • Observed physical verification of raw materials selected using statistical sampling. We also assessed the appropriateness of the Company's standard operating procedures for conducting, recording and reconciling physical verification of raw materials. On a sample basis, we verified reconciliation of raw material as per physical verification with the corresponding book records.
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2. Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

3 Management's and board of directors' Responsibility for the Financial Statements

The Company's management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit and other comprehensive income, changes in equity and cashflows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safe guarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

4. Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

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

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

5. Report on Other Legal and Regulatory Requirements

- (A) As required by the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government in terms of section 143 (11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- (B) As required by Section 143(3) of the Act, we report that:

- a) We have sought and except for the matters described in the Basis for Qualified Opinion paragraph above, obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) Except for the effects / possible effects of the matters described in the Basis for Qualified opinion paragraph above, in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.
- d) Except for the effects/ possible effects of the matters described in the Basis for Qualified opinion paragraph above, in our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
- e) The matters described in the Basis for Qualified Opinion paragraph above, in our opinion, may have an adverse effect on the functioning of the Company.
- f) On the basis of the written representations received from the directors as on 31 March 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2020 from being appointed as a director in terms of Section 164(2) of the Act.
- g) The qualification relating to the maintenance of accounts and other matters connected therewith are as stated in the Basis for Qualified Opinion paragraph above.
- h) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- i) With respect to the other matters to be included in the Auditors' 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 as at 31 March 2020 on its financial position in its financial statements - Refer Note 37 (A) to the financial statements;
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts- Refer Note 35 B(iv)(c) to the financial statements;
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv. The disclosures in the financial statements regarding holdings as well as dealings in specified bank notes during the period from 8 November 2016 to 30 December 2016 have not been made in these financial statements since they do not pertain to the financial year ended 31 March 2020.

(C) With respect to the matter to be included in the Auditors' Report under section 197(16):

In our opinion and according to the information and explanations given to us, the remuneration paid by the company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

For **BSR & Co. LLP**
Chartered Accountants
Firm Registration No.: 101248W/W-100022

Gaurav Mahajan
Partner
Membership No: 507857
UDIN No. 20507857AAAABG3143

Place : Chandigarh
Date : 03 July 2020

Annexure A to the Independent Auditors' Report on the financial statements of Kvantum Papers Limited for the period ended 31 March 2020 (Referred to in paragraph 7 (A) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date). We report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) According to the information and explanations given to us, the Company has a regular programme of physical verification of its fixed assets (including investment property) by which all the fixed assets (including investment property) are verified in a phased manner over a period of three years. In accordance with this programme, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. As explained to us, no discrepancies were noticed on such verification.
 - (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of the immovable properties are held in the name of the Company.
- (ii) The inventories, except goods-in-transit, have been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable having regard to the size of the Company and the nature of its business. As informed to us, no discrepancies were noticed on such verification between the physical stocks and the book records.
- (iii) Except for the effects / possible effects of the matters described in the Basis for Qualified Opinion paragraph of our main audit report, the Company has not granted any loans, secured or unsecured, to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Act. Thus, paragraphs 3 (iii) of the Order is not applicable.
- (iv) According to the information and explanation given to us and on the basis of examination of records of the Company, except for the effects / possible effects of the matters described in the Basis for Qualified Opinion paragraph of our main audit report, the Company has not made any loans to directors, investments, provided any other guarantee or security as specified under Section 185 and Section 186 of the Act.
- (v) In our opinion and according to the information and explanations given to us, the Company has complied with the provision of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder where applicable, the directives issued by the Reserve bank of India as applicable with regard to deposits accepted from the public. As informed to us, there have been no proceedings before the Company Law Board or National Company Law Tribunal and Reserve Bank of India or any court or any other tribunal in this matter and no order has been passed by any of the aforesaid authorities in this regard.
- (vi) We have broadly reviewed the books of account maintained by the Company in respect of the product covered where, pursuant to the Rules made by the Central Government, the maintenance of cost records has been prescribed under section 148 (1) of the Act, in respect of products covered and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the records with a view to ensuring whether they are accurate or complete.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including Provident Fund, Employees' State Insurance, Income tax, Goods and Services Tax ('GST'), Duty of customs and other material statutory dues have been generally been regularly deposited during the year by the Company with the appropriate authorities though there has been a slight delay in a few cases relating to labour welfare fund.

According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income tax, GST, Duty of customs and other material statutory dues were in arrears as at 31 March 2020 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us, there are no dues of Income tax, GST, Duty of

custom, Duty of excise, Value added tax, Sales tax and Service tax which have not been deposited with the appropriate authorities on account of any dispute, except as mentioned below :

Name of the statute	Nature of the Dues	Amount Disputed* Rs. lakhs	Amount Deposited Rs. lakhs	Period to which the amount relates	Forum where the dispute is pending
Income tax Act, 1961	Income tax	7.57	-	2005-2006 (Assessment year)	Commissioner of Income tax (Appeals)
Income tax Act, 1961	Income tax	856.36	-	2016-2017 (Assessment year)	Commissioner of Income tax (Appeals)
Income tax Act, 1961	Income tax	96.26	-	2012-2013 (Assessment year)	Commissioner of Income tax (Appeals)
Central Excise Act, 1944	Excise duty	447.36	-	2001-2001 to 2007-2008	Punjab and Haryana High Court
Central Excise Act, 1944	Excise duty	65.06	-	2008 -2009	Commissioner (Appeals), Central Excise and Service

*Amount are as per demand order and include interest and penalty, whichever indicated in the said orders.

- (viii) According to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings to its bankers or to any financial institutions and dues to debenture holders. The Company did not have any loans or borrowings from government during the year.
- (ix) According to the information and explanations given to us, the term loan taken by the Company have been applied for the purposes for which they were raised. As informed to us, the Company has not raised any moneys by way of initial public offer (including debt instruments) or further public offer.
- (x) According to the information and explanations given to us, no fraud on or by the Company by its officers or employees has been noticed or reported during the course of our audit for the year.
- (xi) According to the information and explanations given to us and based on our examination of the records of the Company, the managerial remuneration has been paid or provided by the Company in accordance with the provision of section 197 read with Schedule V of the Act.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company and thus paragraph 3 (xii) of the Order is not applicable.
- (xiii) Except for the effects / possible effects of the matters described in the Basis for Qualified Opinion paragraph of our main audit report, according to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with section 177 and 188 of the Act where applicable and the details have been disclosed in the financial statements, as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph 3(xiv) of the Order is not applicable.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with the directors or persons connected with them during the year. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For BSR & Co. LLP
Chartered Accountants
Firm Registration No.: 101248W/W-100022

Gaurav Mahajan
Partner
Membership No: 507857
UDIN No. 20507857AAAABG3143

Place : Chandigarh
Date : 03 July 2020

Annexure B to the Independent Auditors' report on the financial statements of Kvantum Papers Limited for the period ended 31 March 2020.

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (Referred to in paragraph 7(B)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Adverse Opinion

We have audited the internal financial controls with reference to financial statements of **Kvantum Papers Limited** ("the Company") as of 31 March 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

According to the information and explanations given to us and based on our audit, the following material weakness has been identified as at 31 March 2020:

- a) The Company did not have appropriate internal control for advances and guarantees provided to its holding company, which could potentially result in non compliance with applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and in potential material misstatements in the Company's financial statements.

A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial control over financial reporting, such that there is a reasonable possibility that a material misstatement of the company's annual or interim financial statements will not be prevented or detected on a timely basis.

In our opinion, because of the effects/possible effects of the material weaknesses described above on the achievement of the objectives of the control criteria, the Company has not maintained adequate internal financial controls with reference to financial statements and such internal financial controls were not operating effectively as at 31 March 2020, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

We have considered the material weakness identified and reported above in determining the nature, timing and extent of audit tests applied in our audit of the 31 March 2020 financial statements of the Company, and the material weakness has affected our opinion on the financial statements of the Company and we have issued a qualified opinion on the financial statements.

Management's Responsibility for Internal Financial Controls

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as "the Act").

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical

requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and whether 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial controls with Reference to Financial Statements

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

Inherent Limitations of Internal Financial controls with Reference to Financial Statements

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

For **BSR & Co. LLP**
Chartered Accountants
Firm Registration No.101248W/W-100022

Gaurav Mahajan
Partner
Membership No.: 507857
UDIN No. 20507857AAAABG3143

Place : Chandigarh
Date : 03 July 2020

BALANCE SHEET AS AT 31 MARCH 2020

(All amount are in ₹ Lakhs except for share data)

	Note	As at 31 March 2020	As at 31 March 2019
ASSETS			
Non-current assets			
Property, plant and equipment	3	1,02,012.76	96,377.51
Capital work-in-progress	3	30,958.68	5,407.47
Investment property	4	790.49	803.79
Other intangible assets	5	550.16	651.54
Intangible assets under development	5	-	100.00
Financial assets			
- Loans	6	397.00	312.41
- Other financial assets	7	520.05	96.89
Current tax assets (net)	8	1.61	1.61
Other non-current assets	9	1,782.52	4,246.23
Total non-current assets		1,37,013.27	1,07,997.45
Current assets			
Inventories	10	9,238.45	6,357.18
Financial assets			
- Trade receivable	11	1,433.48	3,348.16
- Cash and cash equivalents	12	46.37	3,901.88
- Other bank balances	13	1,902.75	2,667.02
- Loans	6	47.95	1,895.58
- Others financial assets	7	721.24	261.34
Other current assets	14	4,539.14	1,998.60
Total current assets		17,929.38	20,429.76
Total assets		1,54,942.65	1,28,427.21
EQUITY AND LIABILITIES			
Equity			
Equity share capital	15	872.64	872.64
Other equity	16	82,299.52	75,785.93
Total equity		83,172.16	76,658.57
Liabilities			
Non-current liabilities			
Financial liabilities			
- Borrowings	17	46,831.92	30,027.10
- Other financial liabilities	18	1,627.06	1,551.72
Provisions	19	114.73	96.21
Deferred tax liabilities (net)	20	2,723.71	4,598.84
Deferred income	21	543.51	465.51
Total non-current liabilities		51,840.93	36,739.38
Current liabilities			
Financial liabilities			
- Borrowings	17	6,199.91	4,914.53
- Trade payables			
i) Total outstanding dues of micro enterprises and small enterprises	22	0.03	-
ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	22	2,786.43	3,132.64
- Other financial liabilities	18	10,378.34	6,762.89
Other current liabilities	23	388.29	157.97
Provisions	19	34.18	24.54
Deferred income	21	46.00	20.03
Current tax liabilities (net)	24	96.38	16.66
Total current liabilities		19,929.56	15,029.26
Total liabilities		71,770.49	51,768.64
Total equity and liabilities		1,54,942.65	1,28,427.21

Significant accounting policies

2

Notes to the financial statements

3-45

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

For **B S R & Co. LLP**

Chartered Accountants

ICAI Firm Registration No. 101248W/W-100022

Gaurav Mahajan

Partner

Membership No.: 507857

Place : Chandigarh

Date : 03 July 2020

For and on behalf of Board of Directors of **Kvantum Papers Limited**

Jagesh Kumar Khaitan

Chairman

DIN - 00026264

Roshan Garg

President-Finance & CFO

Place : Chandigarh

Date : 03 July 2020

Pavan Khaitan

Managing Director

DIN - 00026256

Vivek Trehan

Company Secretary

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

(All amount are in ₹ Lakhs except for share data)

Particulars	Note	Year ended 31 March 2020	Year ended 31 March 2019
Revenue from operations	25	74,473.21	79,346.16
Other income	26	877.32	884.79
Total income		75,350.53	80,230.95
Expenses			
Cost of materials consumed	27	26,843.66	26,844.53
Changes in inventories of finished goods and work in progress	28	(683.49)	(185.96)
Employee benefits expense	29	6,187.97	5,301.24
Finance costs	30	3,043.39	2,837.97
Depreciation and amortisation expense	31	3,170.16	2,512.53
Other expenses	32	30,269.65	31,831.70
Total expenses		68,831.34	69,142.01
Profit before income tax		6,519.19	11,088.94
Income tax expense	33		
Current tax		1,206.78	2,476.08
Deferred tax		(1,868.17)	818.98
Total		(661.39)	3,295.06
Profit for the year		7,180.58	7,793.88
Other comprehensive (expense)			
<i>Items that will not be re-classified to profit or loss</i>			
- Remeasurement of defined benefit liability/(assets)		(19.93)	(17.29)
<i>Income tax relating to items that will not be reclassified to profit or loss</i>			
- Remeasurement of defined benefit liability/(assets)		6.96	6.04
Other comprehensive (expense) for the year (net of income tax)		(12.97)	(11.25)
Total comprehensive income for the year		7,167.61	7,782.63
Earnings per equity share [nominal value of ₹ 10 (previous year ₹ 10)]	34		
a) Basic (Rs.)		82.29	89.31
b) Diluted (Rs.)		82.29	89.31
Significant accounting polices	2		
Notes to the financial statements	3-45		
The accompanying notes form an integral part of the financial statements			

As per our report of even date attached

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm Registration No. 101248W/W-100022

Gaurav Mahajan
Partner
Membership No.: 507857

Place : Chandigarh
Date : 03 July 2020

For and on behalf of Board of Directors of **Kvantum Papers Limited**

Jagesh Kumar Khaitan
Chairman
DIN - 00026264

Roshan Garg
President-Finance & CFO

Place : Chandigarh
Date : 03 July 2020

Pavan Khaitan
Managing Director
DIN - 00026256

Vivek Trehan
Company Secretary

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

(All amount are in ₹ Lakhs except for share data)

A. Equity share capital	Note	
Balance as at 1 April 2018	15	872.64
Changes in equity share capital during the year		-
Balance as at 31 March 2019		<u>872.64</u>
Balance as at 1 April 2019		872.64
Changes in equity share capital during the year		-
Balance as at 31 March 2020		<u>872.64</u>

B. Other equity

Particulars	Reserves and surplus				Total
	Capital redemption reserve (Refer note 16)	Debenture Redemption reserve (Refer note 16)	General reserve (Refer note 16)	Retained earnings (Refer note 16) #	
Balance as at 1 April 2018	200.00	-	2,457.92	65,608.38	68,266.30
Total comprehensive income for the year ended 31 March 2019					
Profit for the year	-	-	-	7,793.88	7,793.88
Other comprehensive (expense) (net of tax)	-	-	-	(11.25)	(11.25)
Total comprehensive income for the year	-	-	-	7,782.63	7,782.63
Dividend (including corporate dividend tax)	-	-	-	(263.00)	(263.00)
Transfer to / (from) debenture redemption reserve	-	107.14	-	(107.14)	-
Balance as at 31 March 2019	200.00	107.14	2,457.92	73,020.87	75,785.93
Total comprehensive income for the year ended 31 March 2020					
Profit for the year	-	-	-	7,180.58	7,180.58
Other comprehensive (expense) (net of tax)	-	-	-	(12.97)	(12.97)
Total comprehensive income for the year	-	-	-	7,167.61	7,167.61
Dividend (including corporate dividend tax)	-	-	-	(526.01)	(526.01)
Transfer (from)/ to debenture redemption reserve	-	(107.14)	-	107.14	-
Recognition of unearned financial guarantee commission*	-	-	-	(128.01)	(128.01)
Balance as at 31 March 2020	200.00	-	2,457.92	79,641.60	82,299.52

Includes land revaluation reserve of Rs. 41,294.33 and capital subsidy of Rs. 100.14 transferred to retained earnings in accordance with Ind AS 101

Significant accounting policies 2
Notes to the financial statements 0

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

For **B S R & Co. LLP**

Chartered Accountants

ICAI Firm Registration No. 101248W/W-100022

Gaurav Mahajan

Partner

Membership No.: 507857

Place : Chandigarh

Date : 03 July 2020

For and on behalf of Board of Directors of **Kvantum Papers Limited**

Jagesh Kumar Khaitan

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President-Finance & CFO

Place : Chandigarh

Date : 03 July 2020

Pavan Khaitan

Managing Director

DIN - 00026256

Vivek Trehan

Company Secretary

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2020

(All amount are in ₹ Lakhs except for share data)

	Year ended 31 March 2020	Year ended 31 March 2019
A Cash flow from operating activities		
Profit before income tax	6,519.19	11,088.94
Adjustments for:		
Depreciation and amortisation expense	3,170.16	2,512.53
(Profit) / Loss on sale of property, plant and equipment	14.18	(1.16)
Change in fair value of derivative contracts	(498.89)	(253.50)
Finance cost	3,043.39	2,837.97
Interest income	(233.72)	(519.84)
Foreign exchange gain/loss (unrealized)	759.49	360.42
Liabilities no longer required written back	(1.21)	(15.87)
Rental income	(56.09)	(38.35)
Others	(23.43)	(17.00)
Cash flow from operating activities before changes in following assets and liabilities	12,693.07	15,954.14
(Increase) in loan assets	(82.58)	(1,321.38)
(Increase) in other non-current assets	(30.39)	(26.03)
Decrease/ (increase) in inventories	(2,881.27)	1,090.99
(Increase)/ decrease in trade receivables	1,914.68	(147.94)
(Increase)/in other financial assets	(3.35)	(96.74)
(Increase)/Decrease in other current assets	(2,540.54)	76.52
Increase/(Decrease) in provisions	8.24	(9.98)
(Decrease)/Increase in trade payables	(394.55)	71.69
(Decrease)/Increase in other financial liabilities	(303.92)	616.48
Increase/(Decrease) in other current liabilities	230.94	(76.09)
Cash generated by operating activities	8,610.33	16,131.66
Income tax paid / tax deducted at source (net of refund)	(1,127.06)	(2,555.38)
Net cash generated from operating activities (A)	7,483.27	13,576.28
B Cash flow from investing activities		
Acquisition of property, plant and equipment	(27,701.77)	(16,315.17)
Proceeds from sale of property, plant and equipment	33.08	4.00
Receipt of government grants	-	63.60
Rental income and other	56.09	38.35
Decrease/(Increase) in deposit accounts (having original maturity of more than three months)	344.46	712.63
Interest received	272.72	484.57
Decrease in loan assets	1,845.67	-
Net cash (used) in Investing activities (B)	(25,149.75)	(15,012.02)
C Cash flows from financing activities		
Proceeds from long term borrowings	22,377.87	11,874.75
Repayment of long term borrowings	(6,253.24)	(5,356.37)
Proceeds of short term borrowings (net)	1,252.94	446.27
Interest paid	(3,043.93)	(2,786.91)
Dividend paid (including dividend distribution tax)	(522.67)	(262.37)
Net cash generated from/ (used in) financing activities (C)	13,810.97	3,915.37
Net increase/(decrease) in cash and cash equivalents (A+B+C)	(3,855.51)	2,479.63
Cash and cash equivalents at the beginning of the year (see below)	3,901.88	1,422.25
Cash and cash equivalents at the end of the year (see below)	46.37	3,901.88
Notes:		
1. Cash and cash equivalents include :		
Balance with banks in current accounts	31.34	987.84
Fixed deposits with original maturities upto 3 months	-	2,910.00
Cash on hand	15.03	4.04
	46.37	3,901.88
2. The cash flow statement has been prepared in accordance with "Indirect Method" as set out on Indian Accounting Standard -7 on "Statement on Cash Flows".		
3. Refer note 17 (iii) for reconciliation of movements of liabilities to cash flows arising from financing activities.		
4. During the year, the Company paid in cash Rs. 96.42 (31 March 2019: Rs. 62.27) towards corporate social responsibility (CSR) expenditure (included in Corporate social responsibility expenditure - Refer note 32 (c)).		

2
Jan-00

As per our report of even date attached

For **B S R & Co. LLP**

Chartered Accountants

ICAI Firm Registration No.: 101248W/W-100022

Gaurav Mahajan

Partner

Membership No. 507857

Place : Chandigarh

Date : 03 July 2020

For and on behalf of Board of Directors of Kvantum Papers Limited

Jagesh Kumar Khaitan

Chairman

DIN - 00026264

Roshan Garg

President-Finance & CFO

Place : Chandigarh

Date : 03 July 2020

Pavan Khaitan

Managing Director

DIN - 00026256

Vivek Trehan

Company Secretary

Notes to the financial statements for the year ended 31 March 2020

1. Reporting entity

Kvantum Papers Limited (the 'Company') is a public company incorporated under the provisions of the Companies Act, 1956 having its registered office at Papers Mill, Saila Khurd, District Hoshiarpur, Punjab - 144529, India. The equity shares of the company are listed on BSE Limited and National Stock Exchange of India Limited.

The Company's business primarily consists of manufacture and sales of paper, mainly in the domestic markets. The manufacturing facilities and registered office of the Company are situated in Saila Khurd, District Hoshiarpur in the State of Punjab, with corporate office in Chandigarh.

2. Significant accounting policies

a) Basis of preparation

i) Statement of compliance

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (India Accounting Standards) Amendment Rules, 2016 notified under section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act as amended from time to time.

ii) Going Concern

The financial statements have been prepared on a going concern basis, which assumes that the Company will be able to realize its assets at least at the recorded amounts and discharge its liabilities in the usual course of business. The Company has recognized comprehensive income for the year after tax of Rs. 7,167.61 for the year ended 31 March 2020 and, as at that date, current liabilities exceed current assets by Rs. 2,000.18 primarily due to capital creditors of Rs 4,936.82 as a result of ongoing expansion projects. The Company has considered the impact of Covid-19 on the future projections of the Company as further disclosed in detail in Note 44. In view of the positive net worth, the assessment of future cash flow projections, availability of liquid funds and unused credit facilities, the management considers that it is appropriate to prepare these financial statements on a going concern basis.

iii) Effective 01 April 2016, the Company had transitioned to Ind AS while the financial statements were being prepared in accordance with the Companies (Accounting Standards) Rules, 2006 (previous GAAP) till 31 March 2017 and the transition was carried out in accordance with Ind AS 101 "First time adoption of Indian Accounting Standards". While carrying out transition, in addition to the mandatory exemptions, the Company had elected certain exemptions which are listed as below:

- The Company had opted to continue with the carrying value for all of its property, plant and equipment, intangible assets and investment property as recognized in the financial statements prepared under previous GAAP and use the same as deemed cost in the financial statement as at the transition date.
- The Company had opted to apply the relevant requirements in Appendix C of Ind AS 17 for determining whether an arrangement existing at the date of transition contains a lease by considering the facts and circumstances existing at the date of transition (rather than at the inception of the arrangement).

The financial statements were authorized for issue by the Company's Board of Directors on 03 July 2020.

iv) Functional and presentation currency

The functional currency of the Company is the Indian rupee. These financial statements are presented in Indian rupees. All amounts have been rounded-off to the nearest lakhs, up to two places of decimal, unless otherwise indicated.

v) *Basis of measurement*

The financial statements have been prepared on the historical cost basis except for the following items:

Items	Measurement basis
Certain financial assets and liabilities (including derivative instruments)	Fair value
Net defined benefits (assets)/liability	Fair value of the plan assets less present value of defined benefits obligations

vi) *Use of estimates and judgments*

The preparation of financial statements in conformity with Generally Accepted Accounting Principles (GAAP) requires management to make judgments, estimates and assumptions that impact the application of accounting policies and the reported amounts of assets, liabilities, income and expenses and the disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognised prospectively in current and future periods.

In particular, information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effects on the amounts recognised in the financial statements is included in the following areas:

- Note 38 – Measurement of defined benefit obligations: key actuarial assumptions
- Note 19 and 37 – Recognition and measurement of provision and contingencies, key assumptions about the likelihood and magnitude of an outflow of resources
- Note 2(q) – Impairment test of non-financial assets: key assumptions underlying recoverable amounts
- Note 2(p) – Impairment of financial assets
- Note 2(v) – Fair value measurement
- Note 2(c) and 3 – Assessment of useful life of Property, plant and equipment
- Note 2(c) and 4 – Assessment of useful life of Intangible assets
- Note 2(f): Valuation of inventories
- Note 2(k): Accounting for government grants
- Note 2(n), 20 and 33 – Recognition of tax expense including deferred tax;

vii) *Measurement of fair values*

A number of the Company's accounting policies and disclosures require measurement to fair values, for both financial and non-financial assets and liabilities. The Company has an established control framework with respect to measurement to fair values. This includes the top management division which is responsible for overseeing all significant fair value measurements, including Level 3 fair values. The top management division regularly reviews significant unobservable inputs and valuation adjustments. If third party information is used to measure fair values, then the top management division assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirement of IndAS, including the level in the fair value hierarchy in which the valuations should be classified.

Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets and liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)

- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs)

When measuring the fair value of an asset or liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognizes transfers between level soft he fair value hierarchy at the end of the reporting period during which the changes have occurred.

Further information about the assumptions made in measuring fair value issued in preparing these financial statements is included in the respective notes.

b) Changes in Significant Accounting Policies

The Company has initially applied Ind AS 116 from 01 April 2019. A number of other new standards and amendments are also effective from 01 April 2019 but they do not have a material effect on the Company's financial statements.

Due to the transition methods chosen by the Company in applying the above standard, comparative information throughout these financial statements has not been restated to reflect the requirements of the new standard.

The Company applied Ind AS 116 using the modified retrospective approach, under which the cumulative effect of initial application is recognised in retained earnings at 1 April 2019. Accordingly, the comparative information presented for the previous year ended 31 March 2019 is not restated – i.e. it is presented, as previously reported, under Ind AS 17. The details of the changes in accounting policies are disclosed in note 2 (o). There is no material impact of transition from Ind AS 17 to Ind AS 116 in accounting for leases by the Company.

c) Property, plant and equipment ('PPE')

Recognition and measurement

Items of PPE are measured at cost of acquisition or construction which includes capitalized finance costs less accumulated depreciation and/or accumulated impairment loss, if any.

Cost of an item of PPE comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use. The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located. If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Capital work-in-progress comprises the cost of fixed assets that are not ready for their intended use at the reporting date. Advances paid towards acquisition of PPE outstanding at each Balance sheet date, are shown under other non-current assets.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in the Statement of Profit and Loss.

Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

Depreciation

Depreciation is calculated on cost of items of PPE (excluding freehold land) less their estimated residual values over their estimated useful lives using the straight-line method, except on second hand captive power plant on which it is on written down value method, and is recognised in the Statement of Profit and Loss. Freehold land is not depreciated.

Depreciation on items of PPE is provided as per rates corresponding to the useful life specified in Schedule II to the Companies Act, 2013 read with the notification dated 29 August 2014 of the Ministry of Corporate Affairs. Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate. Based on internal assessment and

consequent advice, the management believes that its estimates of useful lives as given in Schedule II of Companies Act, 2013 best represent the period over which management expects to use these assets.

Depreciation on additions (disposal) is provided on a pro-rata basis i.e. from (upto) the month on which asset is ready for use (disposed of).

When the use of a property changes from owner-occupied to investment property, the property is reclassified as investment property at its carrying amount on the date of reclassification.

Assets acquired under finance leases are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Company will obtain ownership by the end of the lease term.

Derecognition

A property, plant and equipment is derecognised on disposal or when no future economic benefits are expected from its use and disposal. Losses arising from retirement and gains or losses arising from disposal of a tangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss.

d) Other intangible assets

Acquired Intangible

Intangible assets that are acquired by the Company are measured initially at cost. Cost of an item of Intangible asset comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use. After initial recognition, an intangible asset is carried at its cost less any accumulated amortisation and any accumulated impairment loss.

Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is recognised in Statement of Profit and Loss as incurred.

Amortisation

Amortisation is calculated to write off the cost of intangible assets over their estimated useful lives using the straight-line method, and is included in depreciation and amortisation expense in Statement of Profit and Loss. The estimated useful life of Computer software is 3 years.

Amortisation method, useful life and residual values are reviewed at the end of each financial year and adjusted if appropriate.

Derecognition

Intangible assets is derecognised on disposal or when no future economic benefits are expected from its use and disposal.

(e) Investment Property

Investment property is property held either to earn rental income or for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes. Upon initial recognition, an investment property is measured at cost. Subsequent to initial recognition, investment property is measured at cost less accumulated depreciation and accumulated impairment losses, if any.

Based on technical evaluation and consequent advice, the management believes a period of 60 years as representing the best estimate of the period over which investment properties (which are quite similar) are expected to be used. Accordingly, the company depreciates investment properties over a period of 60 years on a straight-line basis. The useful life estimate of 60 years is same as the indicative useful life of relevant type of buildings mentioned in Part C of Schedule II to the Act i.e. 60 years.

Any gain or loss on disposal of an investment property is recognised in profit or loss.

The fair values of investment property is disclosed in the notes. Fair values is determined by an independent valuer who holds a recognised and relevant professional qualification and has recent experience in the location and category of the investment property being valued.

(f) Inventories

Inventories are measured at the lower of cost and net realisable value. The methods of determining cost of various categories of inventories are as follows:

Raw materials, chemicals and fuels, stores and spare parts, packing materials and loose tools	Weighted average method
Work-in-progress and finished goods (manufactured)	Weighted average cost and includes an appropriate share of variable and fixed production overheads. Fixed production overheads are included based on normal capacity of production facilities.
Soda Ash (by-product)	Net realizable value
Goods in transit	Specifically identified purchase cost.

The cost of inventories includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs necessary to make the sale. The net realisable value of work-in-progress is determined with reference to the selling prices of related finished products.

Raw materials, components and other supplies held for use in the production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realisable value.

The comparison of cost and net realisable value is made on an item-by-item basis.

(g) Employee benefits

Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid e.g., salaries and wages and bonus etc., if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

Post-employment benefits

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays specified contributions to a separate entity and will have no legal or constructive obligation to pay further amounts. The Company makes specified monthly contributions towards employee provident fund and employee state insurance scheme ('ESI') to Government administered scheme which is a defined contribution plan. The Company's contribution is recognised as an expense in the Statement of Profit and loss during the period in which the employee renders the related service.

Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. Gratuity is a defined benefit plan. The administration of the gratuity scheme has been entrusted to the Life Insurance Corporation of India ('LIC'). The Company's net obligation in respect of gratuity is calculated separately by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method.

Re-measurements of the net defined benefit liability i.e. Gratuity, which comprise actuarial gains and losses are recognised in Other Comprehensive Income (OCI). The Company determines the net interest expense (income) on the net defined benefit liability for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then- net defined benefit liability, taking into account any changes in the net defined benefit liability during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in the Statement of Profit and Loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in the Statement of Profit and Loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

Other long term employee benefits

Compensated absences

The Company's net obligation in respect of long-term employee benefits other than post-employment benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value, and the fair value of any related assets is deducted. Such obligation such as those related to compensate absences is measured on the basis of an annual independent actuarial valuation using the projected unit cost credit method. Remeasurements gains or losses are recognised in profit or loss in the period in which they arise.

(h) Provisions (other than for employee benefits)

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost. Expected future losses are not provided for.

(i) Contingent liabilities and contingent assets

A contingent liability exists when there is a possible but not probable obligation, or a present obligation that may, but probably will not, require an outflow of resources, or a present obligation whose amount cannot be estimated reliably. Contingent liabilities do not warrant provisions, but are disclosed unless the possibility of outflow of resources is remote.

Contingent assets usually arise from unplanned or other unexpected events that give rise to the possibility of an inflow of economic benefits to the entity. Contingent assets are recognized when the realisation of income is virtually certain, then the related asset is not a contingent asset and its recognition is appropriate.

A contingent asset is disclosed where an inflow of economic benefits is probable.

(j) Commitments

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets. Provisions, contingent liabilities, contingent assets and commitments are reviewed at each reporting date.

(k) Revenue

Revenue from contract with customers

Under Ind AS 115, the Company recognized revenue when (or as) a performance obligation was satisfied, i.e. when 'control' of the goods underlying the particular performance obligation were transferred to the customer.

Further, revenue from sale of goods is recognized based on a 5-Step Methodology which is as follows:

Step 1: Identify the contract(s) with a customer

Step 2: Identify the performance obligation in contract

Step 3: Determine the transaction price

Step 4: Allocate the transaction price to the performance obligations in the contract

Step 5: Recognise revenue when (or as) the entity satisfies a performance obligation

Deferred revenue is recognised when there is billings in excess of revenues.

The Company disaggregates revenue from contracts with customers by geography.

Use of significant judgements in revenue recognition

- The Company's contracts with customers could include promises to transfer multiple products and services to a customer. The Company assesses the products / services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligation involves judgement to determine the deliverables and the ability of the customer to benefit independently from such deliverables.
- Judgement is also required to determine the transaction price for the contract. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as cash discount, trade discount, and rebate. The transaction price is also adjusted for the effects of the time value of money if the contract includes a significant financing component. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct product or service from the customer. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur and is reassessed at the end of each reporting period. The Company allocates the elements of variable considerations to all the performance obligations of the contract unless there is observable evidence that they pertain to one or more distinct performance obligations.
- The Company uses judgement to determine an appropriate standalone selling price for a performance obligation. The Company allocates the transaction price to each performance obligation on the basis of the relative standalone selling price of each distinct product or service promised in the contract.
- The Company exercises judgement in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Company considers indicators such as how customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date and alternate use of such product or service, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc.
- Revenue for fixed-price contract is recognised using percentage-of-completion method. The Company uses judgement to estimate the future cost-to-completion of the contracts which is used to determine the degree of completion of the performance obligation.
- Contract fulfilment costs are generally expensed as incurred except for certain expenses which meet the criteria for capitalisation. Such costs are amortised over the contractual period. The assessment of this criteria requires the application of judgement, in particular when considering if costs generate or enhance resources to be used to satisfy future performance obligations and whether costs are expected to be recovered.

Rental Income

Rental income from investment property is recognised as part of revenue from operations in profit or loss on a straight-line basis over the term of the lease except where the rentals are structured to increase in line with expected general inflation. Lease incentives granted are recognised as an integral part of the total rental income, over the term of the lease.

Government grants

Government grants are recognised initially as deferred income at fair value when there is reasonable assurance that they will be received and the Company will comply with the conditions associated with the grant; they are then recognised in profit or loss as other income on a systematic basis.

Government grants related to capital assets is recognised on a straight line basis over the useful life of the related assets. Grants that compensate the Company for expenses incurred are recognised in profit or loss on a systematic basis in the periods in which such expenses are recognised.

Export benefits and sales tax incentives

Export benefits and sales tax incentives under various schemes notified by the government are recognised on accrual basis when no significant uncertainties as to the amount of consideration that would be derived and as to its ultimate collection exist.

l) Recognition of interest income or expense

Interest income or expense is recognised using the effective interest method.

The 'effective interest rate' is the rate that exactly discounts the estimated future cash payments or receipts through the expected life of the financial instrument to:

- a. the gross carrying amount of the financial asset; or
- b. the amortised cost of the financial liability.

In calculating interest in come and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest in come reverts to the gross basis.

m) Borrowing costs

Borrowing costs are interest and other costs (including exchange difference arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred by the Company in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for the intended use are capitalized as a part of cost of the asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

n) Income taxes

Income tax comprises current and deferred tax. It is recognised in Statement of Profit and Loss except to the extent that it relates to a business combination or an item recognised directly in equity or in other comprehensive income.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are off set only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of the assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses (if any) and tax credits.

Deferred tax assets are recognised to the extent that it is probable that future profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are recognised to the extent that it is probable that the related tax benefits will be realized. Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. For operations under tax holiday scheme, deferred tax assets or liabilities, if any, have been established for the tax consequences of those temporary differences between the carrying value of assets and liabilities and their respective tax bases that reverse after the tax holiday ends.

Minimum Alternative tax

Minimum Alternative tax ('MAT') under the provisions of Income-tax Act, 1961 is recognised as current tax in profit or loss. The credit available under the Act in respect of MAT paid is adjusted from deferred tax liability only when and to the extent there is convincing evidence that the company will pay normal income tax during the period for which the MAT credit can be carried forward for set-off against the normal tax liability. MAT credit recognised adjusted from deferred tax liability is reviewed at each balance sheet date and written down to the extent the aforesaid convincing evidence no longer exists.

o) Leases

The Company has initially applied Ind AS 116 from 1 April 2019.

Leases under Ind AS 17 (applicable before 1 April 2019)

At the inception of each lease, the lease arrangement is classified as either a finance lease or an operating lease based on the substance of the lease arrangement.

Operating leases

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Company as lessee are classified as operating leases. Payment made under operating leases (net of any incentives received from the lessor) are charged to the Statement of Profit and Loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

Finance leases

Leases of property, plant and equipment that transfer to the Company substantially all the risk and rewards of ownership are classified as finance leases. The leased assets are measured initially at an amount equal to the lower of their fair value and the present value of minimum lease payments. Subsequent to initial recognition, the assets are accounted for in accordance with the accounting policy applicable to similar owned assets.

Assets held under leases that do not transfer to the Company substantially all the risk and rewards of ownership (i.e. operating leases) are not recognised in the Company's Balance Sheet.

Leases under Ind AS 116 (applicable from 1 April 2019)

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

i. As lessee

The Company's lease asset classes primarily consist of leases for buildings. The Company, at the inception of a contract, assesses whether the contract is a lease or not. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a time in exchange for a consideration. This policy has been applied to contracts existing and entered on or after 1 April 2019.

The Company elected to use the following practical expedients on initial application:

1. Applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with a similar end date.
2. Applied the exemption not to recognize right-of-use assets and liabilities for leases with less than 12 months of lease term on the date of initial application.

3. Excluded the initial direct costs from the measurement of the right-of-use asset at the date of initial application.
4. Applied the practical expedient to grandfather the assessment of which transactions are leases. Accordingly, Ind AS 116 is applied only to contracts that were previously identified as leases under Ind AS 17.

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the Company's incremental borrowing rate. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The company recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in statement of profit and loss.

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The Company recognises the lease payments associated with these leases as an expense in the Statement of Profit or Loss over the lease term.

ii) As lessor

At the inception of the lease the Company classifies each of its leases as either an operating lease or a finance lease. The Company recognises lease payments received under operating leases as income on a straight-line basis over the lease term. In case of a finance lease, finance income is recognised over the lease term based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease. When the Company is an intermediate lessor it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short term lease to which the Company applies the exemption described above, then it classifies the sub-lease as an operating lease.

If an arrangement contains lease and non-lease components, the Company applies Ind AS 115 Revenue to allocate the consideration in the contract.

p) 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. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement

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

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVPL)
- Equity instruments measured at fair value through other comprehensive income (FVOCI)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if the asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and 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. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to the gross carrying amount of the financial asset or the amortised cost of the financial liability. 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 other income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss.

Debt Instrument at FVOCI

A 'debt instrument' is classified as at the FVOCI if the objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and the asset's contractual cash flows represent SPPI.

Debt instruments included within the FVOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in the other comprehensive income (OCI). On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified to the Statement of Profit and Loss. Interest earned whilst holding FVOCI debt instrument is reported as interest income using the EIR method.

Debt instrument at FVPL

FVPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortised cost or as FVOCI, is classified as at FVPL. In addition, at initial recognition, the Company may irrevocably elect to designate a debt instrument, which otherwise meets amortised cost or FVOCI criteria, as at FVPL. However, such adoption is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch').

Debt instruments included within the FVPL category are measured at fair value with all changes recognised in the Statement of Profit and Loss.

Equity investments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS 103 applies are classified as at FVPL. For all other equity instruments, the Company may make an irrevocable adoption to present in other comprehensive income subsequent changes in the fair value. The Company makes such adoption 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 FVOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to the Statement of Profit and Loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss to retained earnings.

Equity instruments included within the FVPL category are measured at fair value with all changes recognised in the Statement of Profit and Loss.

Impairment of financial assets

The Company recognises loss allowances for expected credit loss on financial assets measured at amortised cost. At each reporting date, the Company assesses whether financial assets carried at amortised cost are credit-impaired. A financial asset is 'credit - impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial assets have occurred.

Evidence that the financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- the breach of contract such as a default or being past due for 90 days or more;
- the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial re-organisation; or
- the disappearance of an active market for a security because of financial difficulties.

The Company measures loss allowance at an amount equal to life time expected credit losses, except for the following, which are measured as 12 month expected credit losses:

- Bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowances for trade receivables are measured at an amount equal to life time expected credit losses. Life time expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months). In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward looking information.

Measurement of expected credit losses

Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. difference between the cash flow due to the Group in accordance with the contract and the cash flow that the Company expects to receive).

Presentation of allowance for expected credit losses in the balance sheet

Loss allowance for financial assets measured at the amortised cost is deducted from the gross carrying amount of the assets.

Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the trade receivables do not have assets or sources of income that could generate sufficient cash flows to repay the amount subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedure for recovery of amounts due.

Derecognition of financial assets

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

- The rights to receive cash flows from the asset have expired, or
- 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.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Financial liabilities

Financial liabilities are classified as measured at amortised cost or FVPL. A financial liability is classified as at FVPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVPL are measured at fair value and net gains and losses, including any interest expense, are recognised in Statement of Profit and Loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in Statement of Profit and Loss. Any gain or loss on derecognition is also recognised in Statement of Profit and Loss.

Derecognition of financial liabilities

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 derecognition 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 and Loss.

Derivative financial instruments

The Company uses various types of derivative financial instruments to hedge its currency and interest risk etc. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the Balance Sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

q) Impairment of non-financial assets

The Company's non-financial assets other than inventories and deferred tax assets, are reviewed at each reporting date to determine if there is indication of any impairment. If any such indication exists, then the asset's recoverable amount is estimated. For impairment testing, assets that do not generate independent cash flows are grouped together into cash generating units (CGUs). Each CGU represents the smallest Company of assets that generate cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of an asset (or an individual asset) is the higher of its value in use and fair value less cost to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current assessments of the time value of money and the risks specific to the asset (or the asset).

The Company's corporate assets (e.g., central office building for providing support to CGU) do not generate independent cash inflows. To determine impairment of a corporate asset, recoverable amount is determined for the CGUs to which the corporate asset belongs.

An impairment loss is recognised whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. Impairment losses are recognised in Statement of Profit and Loss. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined net of depreciation or amortisation, if no impairment loss had been recognised.

r) Operating Segments

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components, and for which discrete financial information is available. All operating segments' operating results are reviewed regularly by the Company's Chief Operating Decision Maker (CODM) to make decisions about resources to be allocated to the segments and assess their performance.

s) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents include cash in hand, demand deposits held with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

t) Cash flow statement

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

u) Earnings per share

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

v) Foreign currency transactions

i) Initial recognition

Transactions in foreign currencies are translated into the functional currency of the Company at the exchange rates at the dates of the transactions.

ii) Measurement at the reporting date

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences on restatement/settlement of all monetary items are recognised in profit or loss.

Notes to the Financial Statements for the period ended 31 March 2020

(All amount are in ₹ Lakhs except for share data)

3 Property, plant and equipment and Capital work in progress

Gross carrying amount

	Freehold land	Buildings	Plant and equipment	Furniture and fittings	Vehicles	Computers	Computer equipment held under finance leases	Total	Capital work-in-progress
Balance as at 1 April 2018	41,419.14	6,105.81	36,492.15	122.16	396.03	216.59	85.93	84,837.81	8,009.59
Additions	16.81	2,396.19	14,658.42	41.19	41.28	18.82	-	17,172.71	14,424.81
Disposals	-	-	19.28	-	-	-	-	19.28	17,026.93#
Balance as at 31 March 2019	41,435.95	8,502.00	51,131.29	163.35	437.31	235.41	85.93	1,01,991.24	5,407.47

Balance as at 1 April 2019	41,435.95	8,502.00	51,131.29	163.35	437.31	235.41	85.93	1,01,991.24	5,407.47
Additions	20.41	82.36	7,885.34	14.55	256.50	155.20	-	8,414.36	33,490.39
Disposals	-	-	-	-	72.42	-	-	72.42	7,939.18#
Balance as at 31 March 2020	41,456.36	8,584.36	59,016.63	177.90	621.39	390.61	85.93	1,10,333.18	30,958.68

Accumulated depreciation

Balance as on 1 April 2018	-	301.63	2,821.45	21.85	75.50	64.06	61.65	3,346.14	-
Depreciation for the year	-	213.43	1,914.11	16.44	55.16	60.62	24.28	2,284.06	-
Disposals	-	-	16.45	-	-	-	-	16.45	-
Balance as at 31 March 2019	-	515.06	4,719.11	38.29	130.66	124.68	85.93	5,613.73	-
Balance as at 1 April 2019	-	515.06	4,719.11	38.29	130.66	124.68	85.93	5,613.73	-
Depreciation for the year	-	259.27	2,315.66	16.11	69.34	71.48	-	2,731.86	-
Disposals	-	-	-	-	25.16	-	-	25.16	-
Balance as at 31 March 2020	-	774.33	7,034.77	54.40	174.84	196.16	85.93	8,320.43	-

Carrying amounts (net)

As at 31 March 2019	41,435.95	7,986.94	46,412.18	125.06	306.65	110.73	-	96,377.51	5,407.47
As at 31 March 2020	41,456.36	7,810.03	51,981.87	123.50	446.55	194.45	-	1,02,012.75	30,958.68

Note:

- Refer note 17 for information on property, plant and equipment pledged as security by the Company.
- Refer note 37 for disclosure of contractual commitments for the acquisition of property, plant and equipment.
- Capitalised borrowing costs related to the plant and equipment amounted to Rs. 1,623.70 (previous year: Rs. 905.08).
- The Company has capitalized the following expenses to the cost of property, plant and equipment/capital work-in-progress (CWIP). Consequently, expenses disclosed under the respective notes are net of amounts capitalized by the Company.

Particulars	<u>As at 31 March 2020</u>	<u>As at 31 March 2019</u>
Store consumption	420.04	655.07
Power and fuel	14.17	0.36
Others	0.02	0.01
	<u>434.23</u>	<u>655.45</u>

Represents capital-work-in-progress capitalized during the year.

Notes to the Financial Statements for the year ended 31 March 2020

4 Investment property

Gross carrying amount

	Total
Balance as at 1 April 2018	840.34
Additions	-
Balance as at 31 March 2019	840.34

Balance as at 1 April 2019	840.34
Additions	-
Balance as at 31 March 2020	840.34

Accumulated depreciation

Balance as on 1 April 2018	23.24
Depreciation for the year	13.31
Balance as at 31 March 2019	36.55

Balance as at 1 April 2019	36.55
Depreciation for the year	13.31
Balance as at 31 March 2020	49.86

Carrying amounts (net)

As at 31 March 2019	803.79
As at 31 March 2020	790.48

Notes to the Financial Statements for the year ended 31 March 2020

5 Other intangible assets and Intangible assets under development

Gross carrying amount

	Computer Software	Total	Intangible assets under development
Balance as at 1 April 2018	223.11	223.11	428.57
Additions	724.19	724.19	395.62
Disposals#	-	-	724.19
Balance as at 31 March 2019	947.30	947.30	100.00

Balance as at 1 April 2019	947.30	947.30	100.00
Additions	323.62	323.62	223.62
Disposals#	-	-	323.62
Balance as at 31 March 2020	1,270.92	1,270.92	-

Accumulated depreciation

Balance as at 1 April 2018	80.58	80.58	-
Amortisation for the year	215.18	215.18	-
Disposals	-	-	-
Balance as at 31 March 2019	295.76	295.76	-

Balance as at 1 April 2019	295.76	295.76	-
Amortisation for the year	425.00	425.00	-
Disposals	-	-	-
Balance as at 31 March 2020	720.76	720.76	-

Carrying amounts (net)

Balance as at 31 March 2019	651.54	651.54	-
Balance as at 31 March 2020	550.16	550.16	-

Notes:

Represents intangible assets under development capitalized during the year.

Notes to the Financial Statements for the year ended 31 March 2020

6 Loans

(unsecured, considered good unless otherwise stated)

Note	As at 31 March 2020		As at 31 March 2019	
	Current	Non-current	Current	Non-current
Security deposit	6.44	397.00	-	312.41
Advances to employees	10.89	-	13.71	-
Inter corporate deposit (also refer note 42)				
- Others (a)	-	-	1,842.80	-
Others	30.62	-	39.07	-
	47.95	397.00	1,895.58	312.41

Break-up of loan details

Loans considered good -Secured	-	-	-	-
Loans considered good -Unsecured	47.95	397.00	1,895.58	312.41
Loans which have significant increase in credit risk	-	-	-	-
Loans- credit impaired	-	-	-	-
Total	47.95	397.00	1,895.58	312.41
Less: Loss allowance	-	-	-	-
Total Loans	47.95	397.00	1,895.58	312.41

Note:

(a) During the previous year, inter-corporate deposits were given to certain Companies for the period ranging from 3 to 12 months at rate of interest 10% to 11% per annum. The entire amount has been received back during the year.

7 Other financial assets

Note	As at 31 March 2020		As at 31 March 2019	
	Current	Non-current	Current	Non-current
Deposits with original maturity of more than 12 months (b)	-	504.81	-	85.00
Balance in unclaimed dividend accounts	-	15.24	-	11.89
Derivative financial instruments	653.84	-	154.94	-
Interest accrued on deposits	67.40	-	106.40	-
	721.24	520.05	261.34	96.89

Note:

(b) Includes restricted deposits of Rs. 504.81 (31 March 2019: Rs. 85.00) pledged as security for letter of credit, bank guarantee or held for margin money.

Notes to the Financial Statements for the year ended 31 March 2020

	As at 31 March 2020	As at 31 March 2019
8 Current tax asset (net)		
Advance income-tax and tax deducted at source (net of provision of Rs.1,811.31 (31 March 2019: Rs.1,811.31))	1.61	1.61
	<u>1.61</u>	<u>1.61</u>
9 Other non-current assets <i>(Unsecured, considered good unless otherwise stated)</i>	As at 31 March 2020	As at 31 March 2019
Capital advances		
- to others	1,718.19	4,212.29
Advances other than capital advances	51.91	33.94
- Prepaid expenses	12.42	-
Lease equalisation reserve*	<u>1,782.52</u>	<u>4,246.23</u>
*Refer to note 39		
10 Inventories <i>(at lower of cost and net realisable value)</i>	As at 31 March 2020	As at 31 March 2019
Raw material and packing material #	3,162.38	2,645.92
Work-in-progress	287.00	224.53
Finished goods	785.70	164.68
Stores and spares#	2,225.68	2,186.72
Chemical and fuels	<u>2,777.69</u>	<u>1,135.33</u>
	<u>9,238.45</u>	<u>6,357.18</u>
Note:		
# Includes material in transit	372.71	111.47

Notes to the Financial Statements for the year ended 31 March 2020

11 Trade receivable <i>(Unsecured, considered good unless otherwise stated)</i>	Note	As at 31 March 2020	As at 31 March 2019
Trade receivables - Others	(c)	1,433.48	3,348.16
		<u>1,433.48</u>	<u>3,348.16</u>
Less: loss allowance		<u>1,433.48</u>	<u>3,348.16</u>

Break-up of security details

Trade receivables considered good -Secured	-	-
Trade receivables considered good -Unsecured	1,433.48	3,348.16
Trade Receivables which have significant increase in Credit Risk	-	-
Trade receivables -credit impaired	-	-
Total	<u>1,433.48</u>	<u>3,348.16</u>
Loss allowance	-	-
Total trade receivables	<u>1,433.48</u>	<u>3,348.16</u>

Note:

- (c). The Company has certain amount due from a customer against which legal proceedings for recovery of the amount were initiated. The Company had obtained a status quo from Honourable Delhi High Court, vide its order dated 18 September 2015, on the customer's other group holdings through which they own a hotel, the unencumbered value of which has been assessed by the management as sufficient to recover the outstanding amount. Additionally, Honourable High Court, New Delhi vide its order dated 13 December 2018, directed the Prospective buyer of hotel to pay Rs. 195.50 alongwith interest to the Company towards outstanding dues from customer. The injunction granted by Hon'ble Delhi High Court, against the above hotel property will be vacated on receipt of the due amount of Rs. 195.50 and interest thereon as per Hon'ble Delhi High Court order. Net trade receivables in relation to this due as at 31 March 2020 is Rs. 150.37 (31 March 2019: Rs. 292.60).

12 Cash and cash equivalents	As at 31 March 2020	As at 31 March 2019
Balances with banks		
- in current accounts	31.34	987.84
- Fixed deposits with original maturities upto 3 months	-	2,910.00
Cash on hand	<u>15.03</u>	<u>4.04</u>
	<u>46.37</u>	<u>3,901.88</u>

Notes to the Financial Statements for the year ended 31 March 2020

13 Other bank balances	Note	As at 31 March 2020	As at 31 March 2019
Deposit accounts with original maturity more than 3 months and upto 12 months from the reporting date	(d)	<u>1,902.75</u> <u>1,902.75</u>	<u>2,667.02</u> <u>2,667.02</u>

Notes:

- (d) These deposits include restricted bank deposits pledged as security for letters of credit and bank guarantees amounting to Rs. 1,902.75 (31 March 2019: Rs. 2,436.05).

14 Other current assets <i>(Unsecured, considered good unless otherwise stated)</i>	As at 31 March 2020	As at 31 March 2019
Recoverable from / balance with government authorities	2,141.78	109.75
Prepaid expenses	176.28	116.98
Advances for supply of goods*		
- considered good	2,212.96	1,766.28
- considered doubtful	9.77	9.77
Less : expected credit loss for doubtful advances	(9.77)	(9.77)
Others	8.11	5.59
	<u>4,539.14</u>	<u>1,998.60</u>

* Including advances for supply of goods given to holding company of Rs 1,840.30 (31 March 2019: nil) . Also refer to note 40

15 Equity Share capital

(i) Details of share capital

	As at 31 March 2020		As at 31 March 2019	
	Number of shares	Amount	Number of shares	Amount
<i>Authorised</i>				
Equity shares of Rs. 10 each.	<u>2,50,00,000</u>	<u>2,500.00</u>	<u>2,50,00,000</u>	<u>2,500.00</u>
	<u>2,50,00,000</u>	<u>2,500.00</u>	<u>2,50,00,000</u>	<u>2,500.00</u>
<i>Authorised</i>				
Preference shares of Rs. 10 each.	<u>3,00,00,000</u>	<u>3,000.00</u>	<u>3,00,00,000</u>	<u>3,000.00</u>
	<u>3,00,00,000</u>	<u>3,000.00</u>	<u>3,00,00,000</u>	<u>3,000.00</u>
<i>Issued, subscribed and fully paid up</i>				
Equity shares of Rs. 10 each fully paid up	<u>87,26,363</u>	<u>872.64</u>	<u>87,26,363</u>	<u>872.64</u>
	<u>87,26,363</u>	<u>872.64</u>	<u>87,26,363</u>	<u>872.64</u>

Notes to the Financial Statements for the year ended 31 March 2020

(ii) *Reconciliation of number of shares outstanding at beginning and end of the year*

Particulars	As at 31 March 2020		As at 31 March 2019	
	Number of shares	Amount	Number of shares	Amount
Balance at the beginning and at the end of the year	87,26,363	872.64	87,26,363	872.64

(iii) *Rights, preferences and restrictions attached to equity shares*

The Company has only one class of equity shares having a par value of Rs. 10 per share. Accordingly, all equity shares rank equally with regard to dividends and share in the Company's residual assets on winding up. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to approval of the shareholders (except for interim dividend) in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the 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.

(iv) *Details of Equity shares held by shareholders holding more than 5% of the aggregate equity shares in the Company:*

Name of the share holder	As at 31 March 2020		As at 31 March 2019	
	Number of shares	% of equity shares held	Number of shares	% of equity shares held
Kapedome Enterprises Limited	58,03,788	66.51%	58,03,788	66.51%

(v) *Bonus shares, shares buyback and issue of shares for consideration other than in cash during five years immediately preceding 31 March 2020*

During the five years immediately preceding 31 March 2020 ('the period'), neither any bonus shares have been issued nor any shares have been bought back. Further, no shares have been issued for consideration other than cash.

(vi) Subsequent to year end, in order to improve the liquidity of the Company's share and to make it more affordable for small investors as also to broad base the investors, the Company passed a resolution with the requisite majority in its extra ordinary general meeting held on 10 June 2020 to sub-divide each equity share having nominal value of Rs.10/- into 10 equity shares having nominal value of Re. 1/- each. The sub division will be completed as per the procedure in due course.

Based on the ratio of sub-division of shares, the share capital of the Company pre and post sub-division will be as follows:

Particulars		Number of equity shares	Amount	Face value (INR)
Pre sub-division share capital structure:	Authorised share capital	2,50,000,00	2,500.00	10
	Issued, subscribed and Paid up share capital	87,263,63	872.64	10
Post sub-division share capital structure:	Authorised share capital	25,00,000,00	2,500.00	1
	Issued, subscribed and Paid up share capital	8,72,636,30	872.64	1

Notes to the Financial Statements for the year ended 31 March 2020

16 Other Equity

(also refer to Statement of Changes in Equity)

(i) *Capital redemption reserve*

Capital redemption reserve have been created in accordance with Companies Act, 2013 at the time of redemption of preference shares by transferring amount equal to nominal value of preference shares so redeemed from surplus balance of profits.

(ii) *Debenture Redemption Reserve*

Debenture redemption reserve has been created out of the profits prior to redemption of debentures. This reserve is available for distribution towards dividend post redemption of debentures. The amount was transferred back to retained earnings on redemption of the debentures during the year.

(iii) *General reserve*

The General reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the General reserve will not be reclassified subsequently to the statement of profit and loss.

(iv) *Retained earnings*

Retained earnings represent the profits that the Company has earned till date less any transfer to general reserve, less any dividends, or other distributions paid to shareholders.

(v) *Other comprehensive income (net of tax)*

Remeasurements of defined benefit obligation comprise actuarial gains and losses and return on plan assets (excluding interest income).

17 Borrowings

	Notes	As at 31 March 2020	As at 31 March 2019
I. Non-current borrowings			
Term-loans			
- From banks (secured)	17(a)	43,181.83	23,413.47
- Vehicle loans (secured)	17(b)	295.50	188.13
Total (A)		43,477.33	23,601.60
Public deposits	17(c)	892.10	1,241.10
- from related parties (unsecured) (refer note 40)		1,703.26	1,708.61
- others (unsecured)			
Loan from Export Development Canada (unsecured)	17(d)	1,858.26	1,805.37
Loans from directors and relatives (unsecured) (refer note 40)	17(e)		
-Mr. Pavan Khaitan & HUF of Mr. Pavan Khaitan		93.00	93.00
-Mrs. Aparna Khaitan		6.50	6.50
-Mr. Jagesh Kumar Khaitan		90.00	90.00
-Mrs. Usha Khaitan		10.00	10.00
3,00,00,000 (previous year 3,00,00,000) 10% redeemable noncumulative preference shares of Rs. 10 each, fully paid up considered entirely financial liability in nature (unsecured)	17(f)	3,000.00	3,000.00
Redeemable nonconvertible debentures	17(g)	-	2,985.39
Total (B)		7,653.12	10,939.97
Total non-current borrowings (including current maturities) (A+B)		51,130.45	34,541.57
Less: Current maturities of non-current borrowings		4,298.53	4,514.47
		46,831.92	30,027.10

Notes to the Financial Statements for the year ended 31 March 2020

II. Current borrowings		As at 31 March 2020	As at 31 March 2019
Secured:			
Loans repayable on demand			
- Working capital	17(h)	4,805.98	3,553.04
Unsecured:			
Public deposits	17(c)		
- From related parties (refer note 40)		92.73	50.00
- From others		1,281.20	1,291.49
Inter corporate deposits	17(i)	20.00	20.00
		<u>6,199.91</u>	<u>4,914.53</u>

Note:

- 17 (a) Term Loan of:
- i. Rs. 40,973.07 (31 March 2019 : Rs. 20,675.21) are secured by a first pari passu charge on all the fixed assets (immovable and movable) of the Company, both present and future along with equitable mortgage of factory land and building at Sailakhurd except office premises situated at Industrial Area, Chandigarh which are exclusively mortgaged with HDFC bank and Housing development Finance corporation limited and second pari passu charge on the current assets. The said loans are also secured by personal guarantees of directors.
 - ii. Rs. 1,400.00 (31 March 2019 : Rs. 1,800.00) are secured by a first pari passu charge on all the fixed assets (immovable and movable) of the Company, both present and future along with equitable mortgage of factory land and building at Sailakhurd and charge on property located at plot number 142-A, Industrial Area, Chandigarh and second pari passu charge on the current asset. The said loans are also secured by personal guarantees of directors.
 - iii. Rs 808.76 (31 March 2019 : Rs. 938.26) is secured by exclusive charge on the office premises at Industrial Area Chandigarh and is also secured by personal guarantees of directors.
 - iv. During the current year, the nominal (floating) interest rate was in the range of 9.00% to 11.25% per annum (31 March 2019 : 8.80% to 11.25% per annum).
 - v. The term loans are repayable in quarterly installments ranging from Rs 10 to Rs 375 till FY 2027-28.
- 17 (b) Vehicle loans of Rs 295.50 (31 March 2019: 188.13) are secured against hypothecation of the specified vehicles purchased from proceeds of the said loans. The fixed rate of interest is in range from 8.20% to 10.50% per annum.(31 March 2019 : 8.20% to 11.06% per annum). The vehicle loans are repayable in monthly unequal installment ranging from Rs 0.08 to Rs 1.23 till FY 2024-25.
- 17 (c) Public deposits carry interest rate ranging between 8.50 % to 9.75% (31 March 2019: 8.50% to 12%) per annum and carry a maturity period from 12 to 36 months from the respective date of deposits.
- 17 (d) The rate of interest on Loans from Export Development Canada is 6 Month US LIBOR plus 3.90% (31 March 2019: 6 month US LIBOR plus 3.90% per annum). The term loan is repayable in half yearly installments ranging from Rs 50.03 to Rs 457.56 till FY 2024-25.
- 17 (e) The fixed rate of interest on loans from directors and relatives in current and previous year is at rate of 8% per annum. As per the Company's arrangements with these parties, the amount has been considered as long term, repayable based on mutually agreed terms.
- 17 (f) 10% cumulative redeemable preference shares of Rs. 10 each, fully paid up
 The Company has only one class of preference shares having a par value of Rs. 10 per share. Preference shareholders do not hold any voting rights. The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. The preference shareholders acquire voting rights on par with equity shareholders if dividend on preference shares remain unpaid for a period of not less than 2 years or for any three years during a period of six years ending with financial year preceding the meeting. In the event of liquidation of the Company, the holders of preference shares will be entitled to receive the amount of their preference capital contribution and arrears of dividend, whether declared or not, upto date of commencement of

Notes to the Financial Statements for the year ended 31 March 2020

winding up, before distribution of the remaining assets to the equity shareholders. The preference shares are redeemable in 5 equal installments at the end of 16th, 17th, 18th, 19th and 20th year, from the date of allotment, i.e., 13 September 2013.

17 (g) 13.5% Non-convertible Debentures of Rs. 10 lakhs each, fully paid

The Company had issued 300 fully paid secured 13.5% non-convertible debentures of Rs. 10 lakhs each during FY 2018-19 on private placement basis. The debentures were secured against personal and corporate guarantee of promoters, pledge of 10% shares of the Company held by holding company, proposed Parri - Passu Second charge on Fixed Assets (future and current) of the Company valued at no less than Rs 90,000 having total charge (apart from Investors) of not more than Rs 50,000 demand promissory note from the Company for maximum guaranteed amount, exclusive charge over Debt Service Reserve Account (DSRA). These debentures have been fully repaid during the current year on 29 June 2019.

17 (h) Secured loans - repayable on demand

Working capital loans are secured by hypothecation of all current assets, second charge on the fixed assets of the Company and personal guarantees of directors. The floating rate of interest on the loans is 8.95% to 9.65% per annum (31 March 2019: 9.10% to 10.70% per annum).

17 (i) Inter corporate deposit from others carry an interest rate of 13% per annum (31 March 2019: 13% per annum) and the same are repayable within twelve months

III Reconciliation of movements of liabilities to cash flows arising from financing activities

	As at 31 March 2020	As at 31 March 2019
Borrowings at the beginning of the year (current and non current) including short term	39,456.10	32,129.36
Proceeds from borrowings*	23,630.81	12,321.01
Repayment of borrowings*	(6,253.24)	(5,356.37)
Foreign exchange movement and Transaction costs related to borrowings	496.69	362.10
Borrowings at the end of the year (current and non current)	57,330.36	39,456.10

* Including net movement during the year for short term borrowings

18 Other financial liabilities

	As at 31 March 2020		As at 31 March 2019	
	Current	Non-current	Current	Non-current
Current maturities of non-current borrowings[refer to note 17]	4,298.53	-	4,514.47	-
Interest accrued [refer to note 40]	345.86	25.76	103.00	40.07
Dividend payable on preference shares	300.00	-	300.00	-
Unpaid dividends	15.24	-	11.89	-
Capital creditors	4,936.82	-	958.10	-
Security deposits	-	1,601.30	-	1,511.65
Employee related payables	370.15	-	703.85	-
Others	111.74	-	171.58	-
	10,378.34	1,627.06	6,762.89	1,551.72

Notes to the Financial Statements for the year ended 31 March 2020

19 Provisions	As at 31 March 2020		As at 31 March 2019	
	Current	Non-current	Current	Non-current
<i>Provisions for employee benefits (refer note 38)</i>				
Liability for compensated absences	34.18	114.73	24.54	96.21
	<u>34.18</u>	<u>114.73</u>	<u>24.54</u>	<u>96.21</u>

20 Deferred tax liabilities (net)

	As at 31 March 2020	As at 31 March 2019
Deferred tax liabilities on account of:		
Excess of depreciation as per Income Tax Act, 1961 over depreciation as per books	7,542.77	8,492.95
Other	-	4.83
Deferred tax assets on account of:		
MAT credit entitlement	4,660.22	3,750.57
Provision for employee benefits	52.04	42.19
Loss allowance for doubtful receivables and advances	3.41	3.41
Expenses allowable on payment basis	103.39	92.77
Other	-	10.00
	<u>2,723.71</u>	<u>4,598.84</u>

(b) Movement in temporary differences:

2018-2019

	Opening Balance	Recognised in profit or loss	Recognised in other comprehensive income	MAT Credit Utilisation	Closing balance
Deferred tax liabilities on account of:					
Excess of depreciation as per Income Tax Act, 1961 over depreciation as per books	(6,924.20)	(1,568.75)	-	-	(8,492.95)
Others	-	(4.83)			(4.83)
Deferred tax assets on account of:					
MAT credit entitlement	2,969.75	-	-	780.82	3,750.57
Provision for employee benefits	39.64	(3.49)	6.04	-	42.19
Loss allowance for doubtful receivables and advances	10.53	(7.12)	-	-	3.41
Expenses allowable on payment basis	84.54	8.23	-	-	92.77
Others	33.84	(23.84)	-	-	10.00
	<u>(3,785.90)</u>	<u>(1,599.80)</u>	<u>6.04</u>	<u>780.82</u>	<u>(4,598.84)</u>

Notes to the Financial Statements for the year ended 31 March 2020

2019-2020	Opening Balance	Recognised in profit or loss	Recognised MAT Credit in other comprehensive income	MAT Credit Availment	Closing balance
Deferred tax liabilities on account of:					
Excess of depreciation as per Income Tax Act, 1961 over depreciation as per books	(8,492.95)	950.18	-	-	(7,542.77)
Others	(4.83)	4.83	-	-	-
Deferred tax assets on account of:					
MAT credit entitlement	3,750.57	-	-	909.65	4,660.22
Provision for employee benefits	42.19	2.89	-	-	52.04
Loss allowance for doubtful receivables and advances	3.41	-	6.96	-	3.41
Expenses allowable on payment basis	92.77	10.62	-	-	103.39
Others	10.00	(10.00)	-	-	-
	(4,598.84)	958.52	6.96	909.65	(2,723.71)

Note: Section 115 BAA of the Income Tax Act 1961, introduced by Taxation Laws (Amendment) Ordinance, 2019 gives a one-time irreversible option to Domestic Companies for payment of corporate tax at reduced rates. In view of the MAT Credits, the Company has determined that it will continue to recognize tax expense at the existing income tax rate as applicable to the Company. However, the Company has remeasured the deferred tax assets/liabilities likely to be reversed at the time the Company would opt for new tax regime which has resulted in write back of deferred tax liability amounting to Rs. 1,956.22 to the Statement of Profit and Loss for the year ended 31 March 2020.

21 Deferred income

	As at 31 March 2020		As at 31 March 2019	
	Current	Non-current	Current	Non-current
Deferred income on government grant #	20.03	445.48	20.03	465.51
Unearned financial guarantee commission *	25.97	98.03	20.03	465.51
	46.00	543.51	20.03	465.51

Note

The Company has been sanctioned government grant for putting up ethanol pilot plant. Total amount received as on date is Rs.508.79 (31 March 2018 : 446.17). The plant is capitalized and accordingly deferred income is being amortized over the useful life of the plant in the same proportion in which the related depreciation expense is recognised.

* During the current year, the Company has issued a corporate guarantee of Rs 1,679 in relation to a loan taken by its holding company (Kapedome Enterprises Ltd) from IDFC Bank. The holding company has not paid any amount in lieu of the corporate guarantee issued by the Company. As per Ind AS 109 Company has recognised a deferred income from Unearned financial guarantee commission amounting Rs 128 (2019 Rs Nil), of which Rs 4 has been recognised in statement of profit and loss during the year. Also refer to note 40.

22 Trade payables

	As at 31 March 2020	As at 31 March 2019
- Dues of Micro Enterprises and Small Enterprises (Refer note below)	0.03	-
- Trade payables to related parties (Refer to note 40)	0.93	178.06
- Other trade payables	2,785.50	2,954.58
	2,786.46	3,132.64

The Ministry of Micro, Small and Medium Enterprises has issued an Office Memorandum dated 26 August 2008 which recommends that the Micro and Small Enterprises should mention in their correspondences with its customers the Entrepreneurs Memorandum Number as allocated after filing of the Memorandum. Accordingly, the disclosure in respect of amounts payable to such enterprises as at the year end has been made in the financial statements based on information available with the Company as under :

Notes to the Financial Statements for the year ended 31 March 2020

Particulars	As at 31 March 2020	As at 31 March 2019
(a) The amounts remaining unpaid to micro, small and medium enterprises as at the end of the year		
- Principal	0.03	-
- Interest		
(b) The amount of interest paid by the Company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act"); along with the amount of payment made to the supplier beyond the appointed day during the year	-	-
(c) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED act	-	-
(d) The amount of interest accrued and remaining unpaid at the end of year	-	-
(e) The amount of interest accrued and remaining unpaid at the end of the year	-	-
(f) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expense under the MSMED Act 2006	-	-

The total dues of Micro and Small Enterprises which were outstanding for more than stipulated period are Rs. Nil (31 March 2019 Rs. Nil) as on balance sheet date.

23 Other current liabilities

	As at 31 March 2020	As at 31 March 2019
Contract liabilities (Advance from customers)	277.56	31.68
Statutory dues	110.73	126.29
	<u>388.29</u>	<u>157.97</u>

24 Current tax liabilities (net)

	As at 31 March 2020	As at 31 March 2019
Provision for income tax (net of advance tax of Rs. 3,588.03 (31 March 2019 Rs. 2,460.97))	96.38	16.66
	<u>96.38</u>	<u>16.66</u>

Notes to the Financial Statements for the year ended 31 March 2020

25 Revenue from operations

	Year ended 31 March 2020	Year ended 31 March 2019
Sale of products	74,273.10	79,119.05
Other operating revenues		
Scrap sales	200.11	227.11
	<u>74,473.21</u>	<u>79,346.16</u>

Revenue disaggregation by geography is as follows:

Geography

India	72,727.66	77,017.38
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Outside India

Nepal	1,545.44	2,101.67
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In presenting the geographical information, sale of products revenue has been based on the geographic location of the customers.

Information about major customers:

One customer represents 10% or more of the Company's total revenue during the year ended 31 March 2020 (31 March 2019: NIL).

Reconciliation of revenue recognized with the contracted price is as follows:

	Year ended 31 March 2020	Year ended 31 March 2019
Contracted price	75,891.26	79,980.80
Reductions towards variable consideration components	1,418.05	634.64
Revenue recognised	<u>74,473.21</u>	<u>79,346.16</u>

The reduction towards variable consideration comprises cash discount, trade discount and rebate etc.

Contract Balances

	Year ended 31 March 2020	Year ended 31 March 2019
Trade receivables	2,786.46	3,132.64
Contract assets	-	-
Contract liabilities	277.56	31.68

The contract assets primarily relate to the Company's rights to consideration for revenue accrued but not billed at the reporting date. The contract assets are transferred to receivables when the Company issues an invoice to the customer. The contract liabilities relate to the advance received from customers against which revenue is recognized when or as the performance obligation is satisfied.

Notes to the Financial Statements for the year ended 31 March 2020

26 Other income

	<u>Year ended 31 March 2020</u>	<u>Year ended 31 March 2019</u>
Interest income:		
on bank deposits	181.50	370.44
others*	73.83	149.40
Rental income	56.09	43.21
Change in value of financial instruments measured at FVTPL	498.89	253.50
Liabilities no longer required written back	1.21	15.87
Gain on sale of property, plant and equipment (net)	-	1.16
Others	65.80	51.21
	<u>877.32</u>	<u>884.79</u>

* Others represents interest on security deposit to Punjab State Power Corporation Limited, inter corporate deposits etc.

27 Cost of materials consumed

	<u>Year ended 31 March 2020</u>	<u>Year ended 31 March 2019</u>
Raw material consumed		
Opening stock of raw materials	2,569.77	3,356.11
Add: Purchases of raw materials	25,104.96	23,915.86
Less: Inventory of material at the end of the year	<u>3,048.73</u>	<u>2,569.77</u>
	<u>24,626.00</u>	<u>24,702.20</u>
Packing material consumed		
Opening stock of raw materials	76.15	139.76
Add: Purchases of raw materials	2,255.16	2,078.72
Less: Inventory of material at the end of the year	<u>113.65</u>	<u>76.15</u>
	<u>2,217.66</u>	<u>2,142.33</u>
	<u>26,843.66</u>	<u>26,844.53</u>

28 Changes in inventories of finished goods and work-in-progress

	<u>Year ended 31 March 2020</u>	<u>Year ended 31 March 2019</u>
Opening stock		
Work-in-progress	224.53	149.40
Finished goods	<u>164.68</u>	<u>53.85</u>
	389.21	203.25
Less:		
Closing stock		
Work-in-progress	287.00	224.53
Finished goods	<u>785.70</u>	<u>164.68</u>
	1,072.70	389.21
	<u>(683.49)</u>	<u>(185.96)</u>

Notes to the Financial Statements for the year ended 31 March 2020

	Year ended 31 March 2020	Year ended 31 March 2019
29 Employee benefits expense		
Salaries, wages and bonus (also refer note 32(d))	5,587.11	4,747.41
Contributions to provident fund and other funds (also refer note 38)	541.25	434.64
Staff welfare expenses	59.61	119.19
	<u><u>6,187.97</u></u>	<u><u>5,301.24</u></u>
30 Finance costs		
Interest expense on financial liabilities measured at amortised cost	2,529.67	2,265.27
Other borrowing costs*	152.05	211.03
Dividend on redeemable preference shares classified as financial liabilities measured at amortised cost (including related dividend distribution tax)	361.67	361.67
	<u><u>3,043.39</u></u>	<u><u>2,837.97</u></u>
* Others borrowing costs represent hedging premium and bank charges		
31 Depreciation and amortisation expense		
Depreciation on property, plant and equipment and investment property	2,745.17	2,297.35
Amortisation of intangible asset	424.99	215.18
	<u><u>3,170.16</u></u>	<u><u>2,512.53</u></u>
32 Other expenses		
Stores and spares consumed	2,094.44	1,977.16
Chemicals consumed	12,690.96	12,964.18
Power and fuel (also refer note 32(d))	11,983.04	12,888.41
Rent	32.19	32.77
Repair and maintenance	869.71	1,103.25
Insurance	94.31	39.36
Rates and taxes	44.10	32.48
Legal and professional fees [refer note (a) and (b)]	312.97	1,174.54
Loss on sale of property, plant and equipment	14.18	-
Commission to directors	65.19	110.89
Exchange loss on foreign exchange fluctuations (net)	856.91	379.16
Corporate social responsibility expenses [refer note (c)]	96.42	62.27
Bank charges	73.32	85.94

Notes to the Financial Statements for the year ended 31 March 2020

	<u>Year ended 31 March 2020</u>	<u>Year ended 31 March 2019</u>
Commission on sales	292.35	295.05
Donation (also refer note 32(e))	28.53	7.43
Miscellaneous expenses (also refer note 32(d))	721.03	678.81
	<u>30,269.65</u>	<u>31,831.70</u>

Note (a): Auditors' remuneration (excluding taxes as applicable)

As Auditor

Statutory audit

Limited review of quarterly results

In other capacity

Certification work

Reimbursement of expenses

	<u>Year ended 31 March 2020</u>	<u>Year ended 31 March 2019</u>
Statutory audit	19.10	17.60
Limited review of quarterly results	9.90	9.90
Certification work	0.31	0.31
Reimbursement of expenses	2.28	1.60
	<u>31.59</u>	<u>29.41</u>

Note (b):

Includes non recurring expense of Rs Nil (31 March 2019: Rs 803.51) undertaken towards business process improvement projects for which the Company had engaged an external specialist firm.

Note (c): Detail of corporate social responsibility expenditure

Gross amount required to be spent by the Company

Details of amount spent during the year:

Actual spent during the year:

(i) Construction / acquisition of any asset

(ii) On purposes other than (i) above

- In Cash

-Yet to be paid in Cash

Total amount spent during the year

	<u>Year ended 31 March 2020</u>	<u>Year ended 31 March 2019</u>
Gross amount required to be spent by the Company	202.13	150.14
(i) Construction / acquisition of any asset	-	-
(ii) On purposes other than (i) above	96.42	62.27
- In Cash	96.42	62.27
-Yet to be paid in Cash	-	-
Total amount spent during the year	<u>96.42</u>	<u>62.27</u>

Note (d): The Company does various expenditures in relation to pollution control activities. The amount of salaries, wages and bonus; power and fuel and miscellaneous expenses in relation to these activities are set out as below:

	<u>Year ended 31 March 2020</u>	<u>Year ended 31 March 2019</u>
Salaries, wages and bonus	203.24	137.78
Power and fuel	498.22	323.60
Miscellaneous expenses*	57.33	50.00

* Includes primarily effluent treatment plant expenses etc.

Note (e): During the year Company has given donation to two political parties amounting Rs 20 (31 March 2019 . Rs Nil)

Notes to the Financial Statements for the year ended 31 March 2020

33 Tax expense	Year ended 31 March 2020	Year ended 31 March 2019
a) Income tax recognised in statement of profit and loss		
Current tax	1,206.78	2,476.08
Deferred tax		
Attributable to -		
Origination and reversal of temporary differences	(1,868.17)	818.98
Total tax expense recognised in the current year	<u><u>(661.39)</u></u>	<u><u>3,295.06</u></u>
b) Reconciliation of effective tax rate		
	Year ended 31 March 2020	Year ended 31 March 2019
Profit before tax	6,519.19	11,088.94
Tax at the Indian tax rate of 34.94% (previous year 34.94%)	2,278.06	3,874.92
Effect of expenses that are not deductible in determining taxable profit	160.47	161.32
Effect of tax holiday	(501.30)	(776.39)
Effect of change in tax rate due to section 115 BAA of Income Tax Act, 1961*	(2,337.77)	-
Effect of changes in estimate related to previous year	(260.85)	(1.55)
Others	-	36.76
Income tax expenses recognised in statement of profit and loss	<u><u>(661.39)</u></u>	<u><u>3,295.06</u></u>
* including Rs 1,956.22 on reversal of deferred tax liabilities as on 1 April 2019. Also refer note 20		
c) Income tax expense recognised in other comprehensive income		
	Year ended 31 March 2020	Year ended 31 March 2019
Deferred tax assets/(liabilities)		
Arising on income and expenses recognised in other comprehensive income		
-Remeasurement of defined benefit obligation	6.96	6.04
Total income tax recognised in other comprehensive income	<u><u>6.96</u></u>	<u><u>6.04</u></u>
Bifurcation of the income tax recognised in other comprehensive income into:-		
Items that will not be reclassified to profit or loss	6.96	6.04
Items that may be reclassified to profit or loss	-	-
	<u><u>6.96</u></u>	<u><u>6.04</u></u>
34 Earnings per share		
	Year ended 31 March 2020	Year ended 31 March 2019
(i) Profit for basic earning per share of Rs. 10 each	7,180.58	7,793.88
(ii) Weighted average number of equity shares for (basic)	87,26,363	87,26,363
Basic and diluted earnings per share (face value of Rs 10 each)	82.29	89.31

Notes to the Financial Statements for the year ended 31 March 2020

35 Financial instruments - Fair values and risk management

A. Accounting classification and fair values

The following table shows the carrying amounts and fair value of financial assets and financial liabilities including their level in the fair value hierarchy:

	Note	Level of hierarchy	As at 31 March 2020			As at 31 March 2019		
			FVTPL	FVOCI	Amortised cost	FVTPL	FVOCI	Amortised cost
Financial assets								
Non-current								
Loans	(ii)	3	-	-	397.00	-	-	312.41
Other financial assets	(ii)	3	-	-	520.05	-	-	96.89
Current								
Trade receivable	(i)		-	-	1,433.48	-	-	3,348.16
Cash and cash equivalents	(i)	3	-	-	46.37	-	-	3,901.88
Other bank balances	(i)	3	-	-	1,902.75	-	-	2,667.02
Loans	(i)	3	-	-	47.95	-	-	1,895.58
Derivative financial instruments	(iv)	2	653.84	-	-	154.94	-	-
Other financial assets	(i)	3	-	-	67.40	-	-	106.40
Total financial assets			653.84	-	4,415.00	154.94	-	12,328.34

	Note	Level of hierarchy	As at 31 March 2020			As at 31 March 2019		
			FVTPL	FVOCI	Amortised cost	FVTPL	FVOCI	Amortised cost
Financial liabilities								
Non-current								
Borrowings	(iii)	3	-	-	46,831.92	-	-	30,027.10
Other financial liabilities	(i)	3	-	-	1,627.06	-	-	1,551.72
Current								
Borrowings	(i)	3	-	-	6,199.91	-	-	4,914.53
Trade payables	(i)	3	-	-	2,786.43	-	-	3,132.64
Other financial liabilities	(i)	3	-	-	661.10	-	-	414.88
Current maturities of non-current borrowings	(iii)	3	-	-	4,298.53	-	-	4,514.47
Current maturities of finance lease obligation	(i)	3	-	-	-	-	-	-
Employee related payables	(i)	3	-	-	370.15	-	-	703.85
Capital creditors	(i)	3	-	-	4,936.82	-	-	958.10
Others	(i)	3	-	-	111.74	-	-	171.58
Total financial liabilities			-	-	67,823.66	-	-	46,388.87

Notes to the Financial Statements for the year ended 31 March 2020

Note:

- (i) Fair valuation of financial assets and liabilities with short term maturities is considered as approximate to respective carrying amount due to the short term maturities of these instruments.
- (ii) Fair value of non-current financial assets has not been disclosed as there is no significant differences between carrying value and fair value.
- (iii) Fair value of borrowings is as follows :

	Level	Fair value		Amortised cost	
		As at	As at	As at	As at
		31 March 2020	31 March 2019	31 March 2020	31 March 2019
Non-current borrowings (including current maturities)*	3	50,400.62	33,739.60	51,130.45	34,541.57

*The fair value of borrowings is based upon a discounted cash flow analysis that used the aggregate cash flows from principal and finance costs over the life of the debt and current market interest rates.

- (iv) Derivatives are carried at fair value at each reporting date. The fair values of the derivative financial instruments has been determined using valuation techniques with market observable inputs. The model incorporates various inputs including credit quality of counter-parties and foreign exchange forward rates.

There are no transfers between Level 1, Level 2 and Level 3 during the year ended 31 March 2020 and 31 March 2019.

B. Financial risk management

(i) Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risk faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to effect changes in market conditions and Company's activities. The Company, through its training and management standards and procedures, aims to maintain discipline and constructive control environment in which all employees understand their roles and obligations.

The Company's audit committee oversees how management monitors compliance with Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to risk faced by the Company. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and adhoc reviews of risk management controls and procedures, the result of which are reported to audit committee.

The Company has exposure to the following risks arising from financial instruments:

- credit risk (See (ii))
- liquidity risk (See (iii)); and
- market risk (See (iv))

(ii) Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counter party to a financial instrument fails to meet its contractual obligations. The carrying amount of financial assets represents the maximum credit risk exposure and arises principally from the Company's receivable from customers and loans. The maximum exposure to credit risks is represented by the total carrying amount of these financial assets in the Balance Sheet:

Notes to the Financial Statements for the year ended 31 March 2020

Particulars	As at 31 March 2020	As at 31 March 2019
Trade receivables	1,433.48	3,348.16
Cash and cash equivalents	46.37	3,901.88
Other bank balances	1,902.75	2,667.02
Loans	444.95	2,207.99
Other financial assets	1,241.29	358.23
	5,068.84	12,483.28

Trade receivables

The Company has established a credit policy under which each new customer is analysed individually for creditworthiness before the payment and delivery terms and conditions are offered. The Company's review includes external ratings, if they are available, financial statements, credit agency information, industry information and business intelligence. The Company evaluates the customer credentials carefully from trade sources before appointment of any distributor and only financially sound parties are appointed as distributors. The Company secures adequate deposits from its distributor and hence risk of bad debt is limited. The credit outstanding is sought to be limited to the sum of advances/deposits and credit limit determined by the company.

The following table gives details in respect of percentage of revenues generated from top customer and top five customers:

Particulars	Year ended 31 March 2020	Year ended 31 March 2019
Revenue from top customer	10%	8%
Revenue from top five customers	29%	29%

The Company based on internal assessment which is driven by the historical experience/ current facts available in relation to default and delays in collection thereof, the credit risk for trade receivables is considered low. The Company estimates its allowance for trade receivable using lifetime expected credit loss. Individual receivables which are known to be uncollectible are written off by reducing the carrying amount of trade receivable and the amount of the loss is recognised in the Statement of Profit and Loss within other expenses.

The following table provides information about the exposure to credit risk and expected credit loss for trade receivables.

Particulars	Gross Carrying amount	Loss allowance	Carrying amount
31 March 2020			
Less than 6 Months	1,279.99	-	1,279.99
More than 6 Months	153.49	-	153.49
	1,433.48	-	1,433.48
31 March 2019			
Less than 6 Months	3,050.74	-	3,050.74
More than 6 Months	297.42	-	297.42
	3,348.16	-	3,348.16

Notes to the Financial Statements for the year ended 31 March 2020

The movement in the allowance for impairment in respect of trade receivables is as follows

	As at 31 March 2020	As at 31 March 2019
Balance as at the beginning of the year	-	20.36
Amounts utilized/adjusted during the year	-	(20.36)
Balance as at the end of the year	-	-

The loans primarily represents security deposits, inter-company deposits given and loans given to employees. The management believes these to be high quality assets with negligible credit risk. The management believes the parties to which these deposits and loans have been given have strong capacity to meet the obligations and where the risk of default is negligible or nil and accordingly no allowance for expected credit loss has been provided on these financial assets. Credit risk on cash and cash equivalents and bank deposits is limited as the Company generally invests in deposits with banks with high credit ratings assigned by domestic credit rating agencies.

(iii) Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial assets. The Company's approach to manage liquidity is to have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed circumstances, without incurring losses or risking damage to the Company's reputation.

Management manages the liquidity risk by monitoring cash flow forecasts on a periodic basis and maturity profiles of financial assets and liabilities. This monitoring takes into account the accessibility of cash and cash equivalents and additional undrawn financing facilities.

The following table provides details regarding the contractual maturities of significant financial liabilities:

	Less than 1 Year	1 to 5 Years	More than 5 years	Total
31 March 2020				
Borrowings (including current maturities)	10,498.44	42,289.75	4,542.17	57,330.36
Trade payables	2,786.46	-	-	2,786.46
Other financial liabilities	6,079.81	1,627.06	-	7,706.87
	19,364.71	43,916.81	4,542.17	67,823.69
31 March 2019				
Borrowings (including current maturities)	9,429.00	20,252.74	9,890.00	39,571.74
Trade payables	3,132.64	-	-	3,132.64
Other financial liabilities	2,248.41	1,551.72	-	3,800.13
	14,810.06	21,804.46	9,890.00	46,504.52

Notes to the Financial Statements for the year ended 31 March 2020

(iv) Market Risk

(a) Commodity price risk

The Company is exposed to the movement in price of key raw materials in domestic and international markets. The Company has in place policies to manage exposure to fluctuations in the prices of the key raw materials used in operations. The Company manages fluctuations in raw material price through hedging in the form of advance procurement when the prices are perceived to be low and also enters into advance buying contracts as strategic sourcing initiative in order to keep raw material and prices under check to the extent possible.

(b) Interest rate risk

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's borrowings with floating interest rates.

Exposure to interest rate risk

The Company is exposed to interest rate risk because funds are borrowed at both fixed and floating interest rates. Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rate. The risk is managed by the Company by maintaining an appropriate mix between fixed and floating rate borrowings. The exposure of the Company's borrowing to interest rate changes as reported to the management at the end of the reporting period are as follows:

	As at 31 March 2020	As at 31 March 2019
Fixed rate borrowings	7,484.29	10,684.22
Floating rate borrowings	49,846.07	28,887.52
	57,330.36	39,571.74

Interest rate sensitivity analysis

A reasonably possible change of 0.50 % in interest rates at the reporting date would have impacted the profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

	Profit or Loss	
	Strengthening	Weakening
For the year ended 31 March 2020		
Interest rate (0.5% movement)	(249.23)	249.23
For the year ended 31 March 2019		
Interest rate (0.5% movement)	(144.44)	144.44

(c) Foreign currency risk

Foreign currency risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company is exposed to the effects of fluctuation in the prevailing foreign currency exchange rates on its financial position and cash flows. Exposure arises primarily due to exchange rate fluctuations between the functional currency and other currencies from the Company's operating, investing and financing activities.

The Company holds derivative financial instruments such as foreign currency forward contracts to mitigate the risk of changes in exchange rates on foreign currency exposures. The counterparty for these contracts is generally a bank or a financial institution. These derivative financial instruments are valued based on quoted prices for similar assets and liabilities in active markets or inputs that are directly or indirectly observable in the marketplace.

Notes to the Financial Statements for the year ended 31 March 2020

Exposure to currency risk

The following table provides details of the Company's exposure to currency risk:

Liabilities	Currency	As at 31 March 2020		As at 31 March 2019	
		Amount (Rs.)	Amount in foreign currency	Amount (Rs.)	Amount in foreign currency
Borrowings (secured)	USD	8,025.70	106.46	4,949.11	71.55
Less: Derivative contracts		(8,025.70)	(106.46)	(4,949.11)	(71.55)
		-	-	-	-
Borrowings (unsecured)	USD	1,858.26	24.65	1,805.37	26.10
Less: Derivative contracts		(1,858.26)	(24.65)	(1,805.37)	(26.10)
		-	-	-	-
Interest accrued but not due on unsecured loan	USD	22.27	0.30	15.86	0.23
		(22.27)	(0.30)	(15.86)	(0.23)
		-	-	-	-
Trade payables	USD	889.15	11.79	517.70	7.48
Net exposure in respect of recognised assets and liabilities		889.15	11.79	517.70	7.48

(ii) Sensitivity analysis

A reasonably possible strengthening (weakening) of the Indian Rupee against below currencies at 31 March 2020 and 31 March 2019 would have impacted the measurement of financial instruments denominated in foreign currency and impacted Statement of Profit and Loss by the amounts shown below. This analysis is performed on foreign currency denominated monetary financial assets and financial liabilities outstanding as at the year end. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

Particulars	Profit or Loss		Equity, net of tax	
	Strengthening	Weakening	Strengthening	Weakening
31 March 2020				
USD (1% movement)	(8.89)	8.89	8.89	(8.89)
31 March 2019				
USD (1% movement)	(5.18)	5.18	5.18	(5.18)

Notes to the Financial Statements for the year ended 31 March 2020

36(a) Measurement of fair values of investment property

	As at 31 March 2020	As at 31 March 2019
Fair value of investment property	988.30	874.47

Fair value hierarchy

The fair value of investment property has been determined by external property valuers, having appropriate recognised professional qualifications and recent experience in the location and category of the property being valued. The fair value measurement for the investment property has been categorised as a Level 3 fair value based on the inputs to the valuation technique used.

Valuation technique

The Company follows discounted cash flows technique. The valuation model considers the present value of net cash flows to be generated from the property, taking into account the expected rental growth rate, vacant periods, occupancy rate, lease incentive costs such as rent-free periods and other costs not paid by tenants. The expected net cash flows are discounted using risk-adjusted discount rates. Among other factors, the discount rate estimation considers the quality of a building and its location (prime vs secondary), tenant credit quality and lease terms.

Investment property comprise of a commercial property that is leased to third party. Subsequent renewals are negotiated with the lessee. No contingent rents are charged.

36(b) Capital management

Risk management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The management monitors the return on capital. The Company monitors capital using a ratio of 'adjusted net debt' to 'total equity'. For this purpose, adjusted net debt is defined as total liabilities, net of cash and cash equivalents and other bank balances. Equity comprises all components of equity (as shown in the Balance Sheet).

The Company's adjusted net debt to equity ratio was as follows.

	As at 31 March 2020	As at 31 March 2019
Total liabilities	71,770.49	51,768.64
Less: cash and cash equivalents	(1,949.12)	(6,568.91)
Adjusted net debt	69,821.37	45,199.73
Total equity	83,172.16	76,658.57
Adjusted net debt to equity ratio	0.84	0.59

Notes to the Financial Statements for the year ended 31 March 2020

37 Contingent liabilities and commitments (to the extent not provided for)

A (i). Contingent liabilities

Particulars	As at 31 March 2020	As at 31 March 2019
(a) Claims against the Company not acknowledged as debts:		
Income tax matters	960.19	89.00
Excise duty matters	512.42	567.31

A (ii). Other pending litigations

Particulars	As at 31 March 2020	As at 31 March 2019
Excise duty, Central Excise Act, 1944*	52.15	52.15

*Refund case is pending with Commissioner (Excise), Rs. 52.15 is classified under Note 13, cenvat credit recoverable.

A(iii). The Company has initiated legal proceedings which have arisen in the ordinary course of business. The management does not reasonably expect that these legal actions, when ultimately concluded and determined, will have a material effect on the Company's results of operations or financial condition. Further, the Company has filed legal cases against certain parties for recoverability of balances due from them. Appropriate provision wherever required, has been created in the financial statements.

B. Impact of Hon'ble Supreme Court Judgement on provident fund

Pursuant to recent judgement by the Hon'ble Supreme Court dated 28 February 2019, it was held that basic wages, for the purpose of provident fund, to include special allowances which are common for all employees. However, there is uncertainty with respect to the applicability of the judgement and period from which the same applies. The Company has assessed the impact of the same for the month of March 2019 and recognised in the financials statement.

Owing to the aforesaid uncertainty and pending clarification from the authorities in this regard, the Company has not recognised and deposited provident fund amount, if any, for the period up to 28 February 2019. Further, management also believes that the impact of the same on the Company though not quantifiable will not be material.

C. Commitments

Particulars	As at 31 March 2020	As at 31 March 2019
(a) Estimated amount of contracts remaining to be executed on capital account and not provided for in the books of account (net of advances)	7,467.87	14,313.60

38 Employee benefits

I. Assets and liabilities relating to employee benefits

	As at 31 March 2020	As at 31 March 2019
Non-current		
Liability for compensated absences	114.73	96.21
	114.73	96.21

Notes to the Financial Statements for the year ended 31 March 2020

	As at 31 March 2020	As at 31 March 2019
Current		
Liability for compensated absences	34.18	24.54
	34.18	24.54
Current		
Gratuity (asset)	8.11	5.59
	8.11	5.59

For details about the related employee benefit expenses, refer to note no. 29.

II. Defined contribution plan

The Company's provident fund scheme and employee's state insurance (ESI) fund scheme are defined contribution plans. The Company has recorded expenses of Rs. 349.92 (31 March 2019: Rs. 250.23) under provident fund scheme and Rs.68.03 (31 March 2019: Rs. 78.88) under ESI scheme. These have been included in note 29 Employees benefits expenses, in the Statement of Profit and Loss.

III Defined benefit plan

Gratuity (funded)

The employees' gratuity fund scheme managed by Life Insurance Corporation of India is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The Company made annual contributions to the LIC of India.

The above defined benefit plan exposes the Company to following risks:

Interest rate risk:

The defined benefit obligation calculated uses a discount rate based on government bonds. If bond yields fall, the defined benefit obligation will tend to increase.

Salary inflation risk:

Higher than expected increase in salary will increase the defined benefit obligation.

Demographic risk:

This is the risk of variability of results due to unsystematic nature of decrements that include mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefit obligation is not straight forward and depends upon the combination of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawals because in the financial analysis the retirement benefit of a short career employee typically costs less per year as compared to a long service employee.

The Company actively monitors how the duration and the expected yield of the investments are matching the expected cash outflows arising from the employee benefit obligations. The Company has not changed the processes used to manage its risks from previous periods. The funds are managed by specialised team of Life Insurance Corporation of India.

a) Funding

Gratuity is a funded benefit plan for qualifying employees. 100% of the plan assets are managed by LIC. The assets managed are highly liquid in nature and the Company does not expect any significant liquidity risks. The expected contribution to defined benefit plan for the next year is Rs. 91.69.

Notes to the Financial Statements for the year ended 31 March 2020

The following table sets out the status of the defined benefit plan as required under Ind-AS 19 - Employee Benefits:

b) Reconciliation of present value of defined benefit obligation

Particulars	Year ended 31 March 2020	Year ended 31 March 2019
Present value of obligation at the beginning of the year	843.54	781.93
Benefits paid	(73.99)	(94.15)
Current service cost	102.98	87.40
Interest cost	65.80	60.99
Actuarial losses/(gains)	12.19	7.36
Present value of obligation at the end of the year	950.52	843.53

c) Reconciliation of the present value of plan assets

Particulars	Year ended 31 March 2020	Year ended 31 March 2019
Fair value of plan assets at the beginning of the year	849.13	786.83
Contributions	125.00	105.00
Interest Income	58.49	51.44
Benefits paid	(73.99)	(94.15)
Fair value of plan assets at the end of the year	958.63	849.12

d) Expenses recognized in the Statement of Profit and Loss

Particulars	Year ended 31 March 2020	Year ended 31 March 2019
Current service cost	102.98	87.40
Interest cost	65.80	60.99
Interest income	(66.23)	(61.37)
Expenses recognized in profit and loss account	102.55	87.02

e) Remeasurements recognised in other comprehensive income

Particulars	Year ended 31 March 2020	Year ended 31 March 2019
Actuarial gain/loss on the defined benefit obligation	(12.19)	(7.36)
Return on plan assets excluding interest income	(7.74)	(9.93)
Amount recognized in other comprehensive income	(19.93)	(17.29)

Notes to the Financial Statements for the year ended 31 March 2020

f) Plan assets

Plan assets of the Company are held as bank balance, NSDL bonds and under LIC of India.

g) Actuarial assumptions

Particulars	As at 31 March 2020 (Per Annum)	As at 31 March 2019 (Per Annum)
Economic assumptions		
Discount rate	6.80%	7.80%
Salary escalation rate per annum	7.00%	8.25%

Assumptions regarding future mortality are based on Indian Assured Lives Mortality (IALM) (2006-08) rates.

h) Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

	As at 31 March 2020		As at 31 March 2019	
	Increase	Decrease	Increase	Decrease
Discount rate (0.50% movement)	(36.80)	39.65	(33.27)	35.85
Future salary growth rate (0.50% movement)	39.39	(36.90)	35.53	(33.28)
Withdrawal rate (0.50% movement)	1.68	(1.56)	1.68	(1.56)

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same methods (present value of defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

i) Expected benefit payments

Undiscounted amount of expected benefit payments for next 10 years:

	As at 31 March 2020	As at 31 March 2019
Within 1 year	111.48	101.72
1-2 year	61.44	12.46
2-3 year	64.74	43.03
3-4 year	77.20	46.85
4-5 year	28.69	54.98
5-6 years	49.55	64.91
6 year onwards	557.42	519.59

Notes to the Financial Statements for the year ended 31 March 2020

39 Leases:

Effect of Ind AS 116

Background - The new leases standard i.e. Ind AS 116, Leases is applicable for period beginning on or after 1 April 2019. Ind AS 116 replaces Ind AS 17, Leases, the current standard for leases. The new standard brings a significant change in the lease accounting by lessees. It eliminates the classification of leases as either finance or operating lease as required under Ind AS 17. A lessee is required to recognise a right-of-use asset along with a lease liability on its balance sheet if it has right to control the use of an identified asset in a contract.

To ease the implementation, the standard provides different transition options and practical expedients, which can be elected independently of each other or can also be elected on a lease-by-lease basis. The choice of transition option and practical expedient selected will affect the costs and timing of implementation of the standard. These choices will also affect financial statements for years to come.

Transition - The Company has adopted Ind AS 116, effective annual reporting period beginning April 1, 2019 and applied the standard to its leases, retrospectively, with the cumulative effect of initially applying the Standard, recognised on the date of initial application (April 1, 2019). Accordingly, the Company has not restated comparative information. As on April 1, 2019, the Company has recognized a right of use asset at an amount equivalent to the lease liability and consequently there has been no adjustment to the opening balance of retained earnings as on April 1, 2019. The effect of adoption of Ind AS 116 on the financial results was insignificant.

On 1 April 2019, the Company has adopted Ind AS 116 "Leases", using the modified retrospective approach. Accordingly, the comparatives have not been retrospectively adjusted. Upon adoption of Ind AS 116 Company has recognized a right of use asset at an amount equivalent to the lease liability and consequently, there has been no adjustment to the opening balance of retained earnings as on 1 April 2019. In the Statement of Profit and Loss for the year ended 31 March 2020, the nature of expenses in respect of operating leases has changed from rent, in corresponding year ended 31 March 2019, to depreciation cost for the right-to-use asset and finance cost for interest accrued on lease liabilities.

The Company has entered into agreements for leasing office premises on lease and license basis. The leases typically run for a period of 9 years with no restriction placed upon the Company for entering into said lease. These leases were previously classified as operating leases under Ind AS 17.

The Company also leases certain premises with contract terms of one to three years. These leases are short-term in nature and the Company has elected not to recognise right-of-use assets and lease liabilities for these leases. Rental expense recorded for short-term leases was Rs. 32.19 for the year ended 31 March 2020.

	Year ended 31 March 2020
Interest on lease liabilities	1.81
Expenses relating to short-term leases	32.19
	<u>34.00</u>

The following is the break-up of current and non-current lease liabilities as of 31 March 2020

	As at 31 March 2020
Current lease liabilities	-
Non-current lease liabilities	-
	<u>-</u>

The weighted average incremental borrowing rate applied to lease liabilities as at 1 April 2019 is 10%

Notes to the Financial Statements for the year ended 31 March 2020

The following is the movement in lease liabilities during the year ended 31 March 2020:

	<u>Year ended 31 March 2020</u>
Balance at the beginning	-
Reclassified on account of adoption of Ind AS 116	72.75
Finance cost accrued during the period	1.81
Payment of lease liabilities	(3.10)
Impact of Lease Modification *	(71.46)

Right of use asset

	Building	Total
Balance as at 1 April 2019	-	-
Reclassified on account of adoption of Ind AS 116 (refer note 3)	72.75	72.75
Additions	-	-
Impact of Lease Modification*	70.21	70.21
Depreciation for the year	2.54	2.54
Balance as at 31 March 2020	-	-

*New lease deed entered w.e.f. 1 July 2019

Notes:

- The Company incurred Rs. 32.19 during the current year towards expenses relating to short-term leases and leases of low-value assets for which the recognition exemption has been applied.
- The total cash outflow for leases, including cash outflow for short term leases is Rs. 32.19 during the current year.

A. Leases as lessee

Operating leases:

The Company has taken office and residential premises under cancellable operating lease agreements. Lease payments charged during the year in Statement of Profit and Loss aggregate Rs. 32.19 (31 March 2019: Rs. 32.77).

B. Leases as lessor

Operating leases:

The Company has leased out its investment property on operating lease basis.

- The future minimum lease payments under non-cancellable operating leases receivable are as follows:

	<u>As at 31 March 2020</u>	<u>As at 31 March 2019</u>
Within one year	44.10	42.21
Later than one year and less than five years	194.07	187.45
More than five years	393.46	444.18

- Amounts recognised in profit or loss

During the year ended 31 March 2020, property rentals of Rs. 56.09 (31 March 2019: Rs. 38.35) have been included in other income (refer note 26).

Notes to the Financial Statements for the year ended 31 March 2020

	As at 31 March 2020	As at 31 March 2019
Income generated from property	56.09	38.35

40 Related party disclosures

A. List of related parties and nature of relationship where control exists

(i) Holding Company	Kapedome Enterprises Limited
Related entity of Key management personnel	Krofta Papers Private Limited

B. List of related parties and nature of relationship with whom transactions have taken place during the current/previous year

- (i) Key management personnel and individuals owning, directly or indirectly, an interest in the voting power of the reporting enterprise that gives them control or significant influence over the enterprise

Mr. Jagesh Kumar Khaitan, Chairman
Mr. Pavan Khaitan, Managing Director

- (ii) Non Executive directors

Mr. Yashovardhan Saboo (till 7 August 2019)
Mr. Vivek Bihani
Ms. Shireen Sethi
Mr. Drishinder Singh Sandhawalia
Mr Bhavdeep Sardana (w.e.f. 20 December 2018)

- (iii) Relatives of individuals mentioned above

Mrs. Usha Khaitan
Mrs. Aparna Khaitan
Ms. Deeksha Khaitan
Ms. Malavika Khaitan
Mrs. Shashi Khaitan
Mrs. Abha Khaitan
Mrs. Simran Sandhawalia
Mrs. Kushal Pal Sandhawalia

Notes to the Financial Statements for the year ended 31 March 2020

C. Transactions with related parties during the current / previous year:

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
(i) Unsecured loans taken#		
Mr. Jagesh Kumar Khaitan	120.00	142.00
Mrs. Usha Khaitan	15.00	-
Mr. Pavan Khaitan	35.00	-
Mrs. Aparna Khaitan	84.00	-
Mrs. Shashi Khaitan	-	100.00
Mrs. Abha Khaitan	-	250.00
Ms. Deeksha Khaitan	52.00	3.00
Ms. Malavika Khaitan	46.00	3.00
Mr. Drishinder Singh Sandhawalialia	-	26.50
Mrs. Simran Sandhawalialia	14.00	17.60
Mrs. Kushal Pal Sandhawalialia	48.73	45.00
(ii) Unsecured loans repaid		
Mr. Jagesh Kumar Khaitan	442.00	115.00
Mrs. Usha Khaitan	5.00	-
Mr. Pavan Khaitan	35.00	40.00
Mrs. Aparna Khaitan	84.00	-
Mrs. Shashi Khaitan	-	100.00
Ms. Deeksha Khaitan	52.00	3.00
Ms. Malavika Khaitan	46.00	3.00
Mr. Drishinder Singh Sandhawalialia	-	22.20
Mrs. Simran Sandhawalialia	12.00	14.75
Mrs. Kushal Pal Sandhawalialia	45.00	30.00
Mrs. Abha Khaitan	-	250.00
(iii) Interest on unsecured loans#		
Mr. Jagesh Kumar Khaitan	29.72	63.43
Mrs. Usha Khaitan	8.19	7.83
Mr. Pavan Khaitan	10.97	13.34
Mrs. Aparna Khaitan	12.90	13.28
Ms. Deeksha Khaitan	5.81	6.33
Ms. Malavika Khaitan	5.00	5.73
Mrs. Shashi Khaitan	9.75	11.38
Mrs. Abha Khaitan	24.38	29.94
Mr. Drishinder Singh Sandhawalialia	2.57	2.51
Mrs. Simran Sandhawalialia	2.95	3.03
Mrs. Kushal Pal Sandhawalialia	4.31	2.96

Notes to the Financial Statements for the year ended 31 March 2020

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
(iv) Compensation to key managerial personnel		
Short-term employee benefits		
Mr. Jagesh Kumar Khaitan	126.72	116.16
Mr. Pavan Khaitan	230.40	172.80
Commission to Directors		
Mr. Jagesh Kumar Khaitan	23.13	44.58
Mr. Pavan Khaitan	42.06	66.31
Post-employment benefits		
Mr. Jagesh Kumar Khaitan	6.58	5.92
Mr. Pavan Khaitan	28.70	21.38
Defined contribution Plan		
Mr. Jagesh Kumar Khaitan	9.50	8.71
Mr. Pavan Khaitan	17.28	12.96
Other long-term benefits		
Mr. Jagesh Kumar Khaitan	0.70	0.59
Mr. Pavan Khaitan	3.42	1.12
(v) Directors sitting fees (non-executive director)		
Mr. Darshan Chand Mehandru	-	3.50
Mr. Yashovardhan Saboo	0.75	2.00
Mr. Vivek Bihani	2.00	1.25
Ms. Shireen Sethi	2.25	2.00
Mr. Bhavdeep Sardana	1.25	0.25
Mr. Drishinder Singh Sandhawalia	2.25	3.00
(vi) Equity Dividend*		
Mr. Jagesh Kumar Khaitan	13.28	3.62
Mrs. Usha Khaitan	0.64	0.32
Mr. Pavan Khaitan	1.34	0.67
Mrs. Aparna Khaitan	1.30	0.65
Mr. Ashutosh Khaitan	-	0.53
Mrs. Abha Khaitan	-	1.38
Mr. Umesh Kumar Khaitan	-	0.91
Kapedome Enterprises Limited	290.19	125.11
Combine overseas Limited	-	19.98
<i>*excluding taxes</i>		
(vii) Management consultancy fees		
Mr. D. S. Sandhawalia	57.00	52.50

Notes to the Financial Statements for the year ended 31 March 2020

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
(viii) Reimbursement of expenses		
Mr. Jagesh Kumar Khaitan	2.54	1.84
Mr. Pavan Khaitan	1.76	1.01
Mr. D. S. Sandhawalia	0.88	1.59
(ix) Preference dividend**		
Kapedome Enterprises Limited	250.00	250.00
Mr. Jagesh Kumar Khaitan	10.00	10.00
Mr. Pavan Khaitan	30.00	30.00
Mrs. Aparna Khaitan	10.00	10.00
** excluding taxes		
(x) Other charges (rent)		
Kapedome Enterprises Limited	0.71	0.71
(xi) Purchases of raw materials		
Kapedome Enterprises Limited	4,160.74	5,624.38
Krofta Papers Private Limited (Waste Paper)	3.44	-
(xii) Advance for supply of raw materials		
Kapedome Enterprises Limited	1,840.30	-
(xiii) Purchase of machinery		
Krofta Papers Private Limited (MG Machine)	1,652.00	-

D. Outstanding Balances

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Unsecured loans		
Public Deposits		
Mr. Jagesh Kumar Khaitan	95.00	517.00
Mrs. Usha Khaitan	65.00	65.00
Mr. Pavan Khaitan & HUF of Mr. Pavan Khaitan	35.00	35.00
Mrs. Aparna Khaitan	114.00	114.00
Mrs. Shashi Khaitan	100.00	100.00
Ms. Deeksha Khaitan	55.00	55.00
Ms. Malavika Khaitan	49.00	49.00
Mrs. Abha Khaitan	250.00	250.00
Mr. Drishinder Singh Sandhawalia	26.50	26.50
Mrs. Simran Sandhawalia	31.60	29.60
Mrs. Kushal Pal Sandhawalia	48.73	-

Notes to the Financial Statements for the year ended 31 March 2020

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Loans from directors and relatives (unsecured)		
Mr. Pavan Khaitan & HUF of Mr. Pavan Khaitan	93.00	93.00
Mrs. Aparna Khaitan	6.50	6.50
Mr. Jagesh Kumar Khaitan	90.00	90.00
Mrs. Usha Khaitan	10.00	10.00
Current borrowings		
Public deposit		
Mrs. Usha Khaitan	10.00	45.00
Mr. Jagesh Kumar Khaitan	105.00	5.00
Trade payables		
Kapedome Enterprises Limited	-	178.06
Krofta Papers private Limited	0.93	-
Advance to suppliers		
Kapedome Enterprises Limited*	1,840.30	-

The secured borrowing facilities of the Company are secured by way of personal guarantees of Chairman and Managing Director in favour of lenders.

* Advance given for supply of goods. The entire outstanding amount of 1840.30 has been received back subsequent to year end.

Note - During the current year, the Company has issued a corporate guarantee of Rs 1,679 in relation to a loan taken by its holding company (Kapedome Enterprises Ltd) from IDFC Bank. The holding company has not paid any amount in lieu of the corporate guarantee issued by the Company. Also refer note 21

E. Terms and Conditions

All transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions and within the ordinary course of business. Outstanding balances at the year end are unsecured and settlement occurs in cash. Transactions relating to dividend are on the same terms and conditions that are offered to other shareholders.

41 Segment information

The Company is primarily engaged in the business of manufacture and sales of paper, mainly in the domestic markets.

The Board of Directors of the Company, who have been identified as being the chief operating decision maker (CODM), evaluate the Company's performance and allocate resources based on the analysis of various performance indicators of the Company as a single unit. Accordingly, there is no reportable segment or any entity wide disclosures which are applicable to the Company.

Notes to the Financial Statements for the year ended 31 March 2020

42 Disclosures pursuant to Section 186 of the Companies Act, 2013:

As at 31 March 2020

Name of Party to whom loan is advanced (all loans are unsecured)	Balance as at 1 April 2019	Additions during the year	Repayment during the year	Closing balance as at 31 March 2020	Maximum amount outstanding at any time during the year	Purpose of Loan	Rate of Interest
Rishabh Services Private Limited	886.04	-	886.04	-	886.04	Working capital requirement	10%
Radhe-Govind Builders and Developers Private Limited	178.88	-	178.88	-	178.88	Working capital requirement	10%
Imperia Structures Limited	163.23	-	163.23	-	163.23	Working capital requirement	10%
Combine Accurate Financial Services India Limited	614.65	-	614.65	-	614.65	Working capital requirement	10%

Note: Also refer note 21 and note 40 for guarantee given by company during the year in favour of holding company (i.e. Kapedome Enterprises Limited). The holding company has not paid any amount in lieu of the corporate guarantee issued by the Company. As per Ind AS 109, the Company has recognised a deferred income from Unearned financial guarantee commission amounting Rs 128 (2019 Rs Nil), of which Rs 4 has been recognised in statement of profit and loss during the year.

As at 31 March 2019

Name of Party to whom loan is advanced (all loans are unsecured)	Balance as at 1 April 2018	Additions during the year	Repayment during the year	Closing balance as at 31 March 2019	Maximum amount outstanding at any time during the year	Purpose of Loan	Rate of Interest
Rishabh Services Private Limited	600.50	340.13	54.59	886.04	886.04	Working capital requirement	10%
Radhe-Govind Builders and Developers Private Limited	-	182.69	3.80	178.88	178.88	Working capital requirement	10%
Imperia Structures Limited	-	163.23	-	163.23	163.23	Working capital requirement	10%
Combine Accurate Financial Services India Limited	-	625.06	10.41	614.65	614.65	Working capital requirement	10%
Minolta Securities Limited	-	614.46	614.46	-	614.46	Working capital requirement	11%
Dolphin Finance and Investment Co Ltd	-	46.94	46.94	-	46.94	Working capital requirement	11%

- 43** The Company has established a comprehensive system of maintenance of information and documents as required by the transfer pricing legislation under sections 92-92F of the Income Tax Act, 1961. Since the law requires such information and documentation to be contemporaneous in nature, the Company is in the process of updating the documentation of transactions with associated enterprises during the financial year and expects such records to be in existence latest by the due date as required under that law. The management is of the opinion that the above transactions are at arm's length so that the aforesaid legislation will not have any impact on the financial statements, particularly on the amount of tax expense and that of provision for taxation.
- 44** The plant and offices of the Company were closed from 22 March 2020 on account of imposition of curfew in the State of Punjab followed by nationwide lockdown due to COVID-19 pandemic outbreak. The Company has since obtained required permissions and restarted its manufacturing operations from 30 April 2020 with partial capacity and the same is being ramped up. The Company has established several measures, procedures & safety instructions for restarting its operations and for maintaining the high standard of safety & hygiene for the employees. The Company had made a strong connect with all employees during and post lockdown, strengthening morale and consciousness towards health.

The Company has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of receivables, inventories, property, plant and equipment and intangible assets and as part of its assessment relating to validity of going concern assumption. In the assumptions relating to the possible future uncertainties in the economic conditions, the Company has, as at the date of approval of these financial statements, used internal and external sources of information, including economic forecasts and estimates from market sources, on the expected future performance of the Company. On the basis of evaluation and current indicators of future economic conditions and availability of unused line of

Notes to the Financial Statements for the year ended 31 March 2020

credit facilities, the Company expects to recover the carrying amount of financial and non-financial assets and does not anticipate any impairment to these assets nor an impact on its assessment relating to validity of the going concern assumption. However, the impact assessment of COVID-19 is a continuing process, given the uncertainties associated with its nature and duration. The Company will continue to monitor any material changes to future economic conditions.

45 Dividends

The following dividends were declared and paid by the Company during the year:	As at 31 March 2020	As at 31 March 2019
Rs. 5 per equity share (31 March 2019: Rs. 2.5 per equity share)	436.32	218.16
Dividend distribution tax on dividend to equity shareholders	89.69	44.84
	526.01	263.00

After reporting date the following dividend (excluding dividend distribution tax) was proposed by the directors subject to the approval at the time of annual general meeting; the dividend has not been recognised as liability. The dividend will attract dividend distribution tax when declared or paid.

	As at 31 March 2020	As at 31 March 2019
Rs. 2.5 per equity share (31 March 2019: INR 5 per equity share)	218.16	436.32
	218.16	436.32

A 'dividend' of Rs.1 per redeemable cumulative preference shares (31 March 2019: Rs.1 redeemable non cumulative preference shares) (excluding dividend distribution tax) has been proposed by the directors subject to the approval at the time of annual general meeting. Since the aforesaid preference shares have been classified as 'financial liability', the aforesaid amount has been shown as the part of finance cost on accrual basis.

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm Registration No. 101248W/W-100022

Gaurav Mahajan
Partner
Membership No.: 507857

Place : Chandigarh
Date : 03 July 2020

For and on behalf of Board of Directors of **Kvantum Papers Limited**

Jagesh Kumar Khaitan
Chairman
DIN - 00026264

Roshan Garg
President-Finance & CFO

Place : Chandigarh
Date : 03 July 2020

Pavan Khaitan
Managing Director
DIN - 00026256

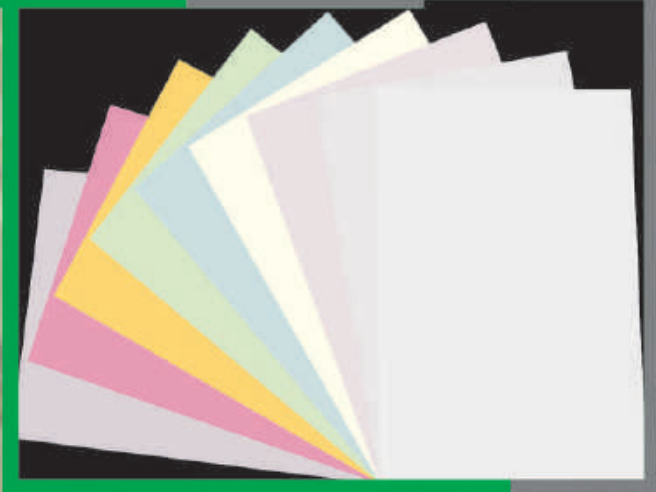
Vivek Trehan
Company Secretary



Kwantum Papers Ltd
The Paper Movers

Our
Vision Statement

**"Innovate continuously to enhance value
in operations, pursue excellence and
seek future sustainability keeping
environmental footprint in check,
delivering an exceptional
experience to customers,
suppliers, employees and
society alike."**



Kvantum Papers Ltd

We Paper Makers

Regd Office : Paper Mill Saila Khurd 144 529 Distt Hoshiarpur Punjab