



GLOSTER LIMITED



GEARED FOR  
GROWTH

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## CORPORATE INFORMATION

### Board of Directors:

**Hemant Bangur** – Executive Chairman  
**Pushpa Devi Bangur** – Non Executive Director  
**D.C. Baheti** - Managing Director  
**S.N. Bhattacharya** – Independent Director  
**Dr. Prabir Ray** – Independent Director  
**Ishani Ray** – Independent Director  
**Rohit Bihani** - Independent Director  
**Priti Panwar** – Non Executive Director

### CFO & Company Secretary:

**Ajay Kumar Agarwal**

### Bankers:

**State Bank of India**  
**Yes Bank Ltd.**  
**Bank of Baroda**  
**HDFC Bank**  
**ICICI Bank Ltd.**

### Auditors:

**Price Waterhouse & Co. Chartered Accountants LLP**  
Kolkata

### Registrar & Share Transfer Agents:

**Maheshwari Datamatics Pvt.Ltd.**  
23, R.N. Mukherjee Road. 5th Floor  
Kolkata – 700 001  
Phone : +91 33 2248 2248; 2243 5029  
Fax : +91 33 2248 4787  
E-mail : mdpldc@yahoo.com

### Registered Office:

21, Strand Road  
Kolkata – 700 001 (India)  
Corporate Identity No. L17100WB1923PLC004628  
Phone : +91 33 2230 9601 (4 lines)  
Fax : +91 2210 6167, 2231 4222  
E-mail : info@glosterjute.com  
Website : www.glosterjute.com

### Mills:

**P.O. Fort Gloster**  
Bauria, Howrah – 711 310  
West Bengal (India)  
Phone : +91 33 2661 8327 / 8271  
Fax : +91 33 2661 8940

## NOTICE

### TO THE MEMBERS

NOTICE is hereby given that the **100th** Annual General Meeting of the Members of Gloster Limited will be held on Monday the 8th August, 2022 at 11.00 A.M. through Video Conferencing / Other Audio Visual Means ("VC/OAVM"), to transact the following business: -

#### ORDINARY BUSINESS

1. To consider and adopt the Audited Financial Statements including Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2022, and the Reports of the Board of Directors and the Auditors' thereon.
2. To declare dividend on Equity Shares for the financial year 2021-2022. The Board recommends a dividend of 250% i.e. ₹ 25/- per equity share and Special Dividend "marking 100 years of Incorporation of the Company" of 100% i.e. ₹ 10/- per equity share for the financial year ended 31st March, 2022, making a total dividend of 350% i.e. ₹ 35/- per equity share of face value of ₹ 10/- each.
3. To appoint a Director in place of Smt. Pushpa Devi Bangur (DIN 00695640) who retires by rotation and being eligible, offers herself for re-appointment.
4. To consider and, if thought fit, to pass with or without modifications, the following Resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to provisions of Section 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit & Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and pursuant to the recommendation of the Audit Committee and Board of Directors of the Company, Messrs Price Waterhouse & Co, Chartered Accountants LLP (Firm Registration No. 304026E/E-300009) be and are hereby re-appointed as the Statutory Auditors of the Company for a further period of 5 years and to hold office from the conclusion of the 100th Annual General Meeting till the conclusion of the 105th Annual General Meeting of the Company, at a remuneration to be decided by the Board of Directors based on recommendation of Audit Committee and in consultation with the Auditors plus applicable service tax and reimbursement of out of pocket expenses incurred by them for the purpose of audit.

**"RESOLVED FURTHER THAT** the Board of Directors (the 'Board' which term includes a duly constituted committee of the Board of Directors) and/or Company Secretary of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient to give effect to this resolution."

#### SPECIAL BUSINESS

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

#### 5. Ratification of Remuneration of Cost Auditors

**"RESOLVED THAT** in terms of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 read with rule 14 of the Companies (Audit & Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the consent of the Company be and is hereby accorded for payment of remuneration of ₹ 75,000/- plus applicable taxes to M/s. D. Radhakrishnan & Company, Cost Accountants, for conducting Audit of Cost Accounting records maintained by the Company as applicable, for the financial year 2022-2023."

**Registered Office:**  
21, Strand Road  
Kolkata – 700 001  
Dated: 12th May, 2022

By Order of the Board  
**Ajay Kumar Agarwal**  
Company Secretary  
Membership No. - FCS6723

#### NOTES:

1. In view of COVID-19 pandemic, Ministry of Corporate Affairs relaxed the provisions of Companies Act, 2013 (the Act) and allowed conducting Annual General Meeting through Video Conferencing (VC)/Other Audio Visual Means (OAVM) and dispensed personal presence of the members at a common venue. Accordingly, the Ministry of Corporate Affairs issued Circular No.14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021 and Circular No. 2/2022 dated May 05, 2022 (collectively referred to as "said Circulars") and the Securities and Exchange Board of India vide its circulars dated May 12, 2020 and January 15, 2021 prescribed the procedures and manner of conducting the Annual General Meeting through VC/OAVM. In terms of the said circular, the 100th AGM of the members will be held through VC/OAVM from its Registered Office, i.e, 21, Strand Road, Kolkata - 700001 which shall be deemed to be venue of the meeting. Hence, members can attend and participate in the AGM through VC/OAVM only.
2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since, the AGM is being conducted through VC/OAVM, physical attendance of the members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.



3. Pursuant to Section 113 of the Act, Institutional / Corporate Shareholders (i.e. Shareholders other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to [scrutiniser@rediffmail.com](mailto:scrutiniser@rediffmail.com) with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
4. Those shareholders whose e-mail id(s) are not registered can get their e-mail id registered as follows:
  - Members holding shares in demat forms can get their email id registered by contacting their respective Depository participants
  - Members holding shares in the physical form can get their e-mail registered by providing the same to Registrar and Share Transfer Agents, Maheshwari Datamatics Private Limited, by visiting the link <http://mdpl.in/form> or by filing up the form available on the website of the Company i.e. [www.glosterjute.com](http://www.glosterjute.com) and sending it to [ajay@glosterjute.com](mailto:ajay@glosterjute.com).
5. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM.
6. The Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 in respect of Item no. 4 and 5 is annexed hereto.
7. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company, will be entitled to vote electronically during the AGM.
8. Pursuant to Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company will remain closed from 2nd August, 2022 to 8th August, 2022 (both days inclusive) for the purpose of Annual General Meeting and payment of dividend declared at the meeting.
9. The Record date fixed for the purpose of determining entitlement of the members to Dividend is 1st August, 2022.
10. Pursuant to SEBI (Listing Obligations & Disclosure Requirements) 2015, all Companies mandatorily have to use Bank Account details furnished by the Depositories for depositing dividend. Dividend will be credited to the Members Bank Account through NECS where complete core banking details are available with the Company. In case where the core banking details are not available, dividend warrant will be dispatched to the members with Bank details printed thereon as per details available with the Company.
11. Members holding shares in electronic form may note that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrars and Share Transfer Agents, M/s. Maheshwari Datamatics Pvt. Ltd. cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participants of the members.
12. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company/Registrar and Share Transfer Agent.
13. The Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Act, Register of Contracts or arrangements in which directors are interested maintained under section 189 of the Act and all other documents referred to in this Notice will remain available for inspection through electronic mode during the AGM and Members can inspect the same by sending an email to the Company at [ajay@glosterjute.com](mailto:ajay@glosterjute.com).
14. Unpaid or unclaimed dividend have been transferred for the years prior to and including the financial year 2013-14, from time to time on due dates, to the Investor Education and Protection Fund (IEPF) established by the Central Government. Unclaimed dividend in respect of Financial Year 2014-15 is due for transfer to the Investor Education & Protection Fund (IEPF), in the financial year 2022-2023. It may be noted that once the unpaid / unclaimed dividend is transferred to IEPF, no claim shall lie against the Company in respect of such amount by the Member.  
  
Pursuant to the provisions of Investor Education & Protection Fund Rules, 2012, (uploading of information regarding unpaid and unclaimed amounts lying with Companies) the Company has also uploaded the details of unpaid and unclaimed amounts lying with the Company as on 31st August 2021 (date of last AGM) on the website of the Company and also on the website of the Ministry of Corporate Affairs. Members of the Company who have not yet encashed their dividend warrant(s) for the financial year ended 31.03.2015 and onwards as applicable, are requested to contact the Company forthwith.
15. Pursuant to the enforcement of the provisions of Section 124 and 125 of the Companies Act, 2013 and the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (the "Rules"), the Company is required to transfer the shares in respect of which dividends have remained unpaid/unclaimed for a period of seven consecutive years or more to the Investor Education and Protection Fund (IEPF) Demat Account established by the Central Government. In case no claim is received from the shareholders, the Company will transfer the shares in favour of IEPF authority in the prescribed manner. However, once transferred, the



shareholders can still claim the shares from IEPF authority by filing Form No. IEPF-5 in the prescribed manner.

16. Members who have neither received nor encashed their dividend warrant(s) so far, are requested to write to the Company, mentioning the relevant Folio Number or DP ID and Client ID, for issuance of duplicate/revalidated dividend warrant(s).
17. Disclosure pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Companies Act, 2013 and Secretarial Standard 2 on General Meeting regarding the Director seeking appointment/re-appointment at the meeting is annexed.
18. In compliance with the aforesaid MCA Circulars and SEBI Circular Notice of the AGM along with the Annual Report 2021-22 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2021-22 will also be available on the Company's website [www.glosterjute.com](http://www.glosterjute.com) and website of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of CDSL i.e. [www.evotingindia.com](http://www.evotingindia.com).
19. As the Annual General meeting of the Company is held through VC/OAVM, we therefore request the members to submit queries relating to the business specified in the Notice of AGM at least 7 (seven) days before the date of the meeting at [ajay@glosterjute.com](mailto:ajay@glosterjute.com) so as to enable the management to keep the information ready at the AGM.
20. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company or its Registrar & Share Transfer Agents.
21. Shareholders holding shares in identical order of names in more than one Folio, are requested to write to the Company or to the office of the Registrar & Share Transfer Agents, M/s. Maheshwari Datamatics Pvt. Ltd., 23, R.N. Mukherjee Road, 5th Floor, Kolkata-700001, enclosing their share certificates to enable the company to consolidate their holdings in one single Folio.
22. SEBI vide its Circular dated November 03, 2021 has made it mandatory for the shareholders holding shares in physical form to furnish PAN, KYC details and Nomination in the prescribed forms to the RTA of the Company. In case of failure to provide required documents and details as per the aforesaid circular, all folios of such shareholders shall be frozen on or after April 01, 2023 by the RTA. Further, such frozen securities shall be referred by the RTA or the Company to the administering

authority under the Benami Transactions (Prohibitions) Act, 1988 and or Prevention of Money Laundering Act, 2002 if they continue to remain frozen as of December 31, 2025. In compliance with the above stated circular, the Company has sent individual communication to its shareholders holding shares in the physical form requesting them to update their PAN, KYC details and Nomination. In order to avoid freezing of folios, such members are requested to furnish details in the prescribed form as mentioned in the aforesaid SEBI circular along with the supporting documents, wherever required to our RTA. Copy of such forms are available on the website of the Company at [www.glosterjute.com](http://www.glosterjute.com).

23. In all correspondence with the Company or the RTA, Members are requested to quote their Folio Number and in case their shares are held in the dematerialized form, they must quote their DP ID and Client ID Number.
24. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
25. Pursuant to the Income Tax Act 1961, as amended, the Company will be required to withhold taxes at the prescribed rates on the dividend paid to its shareholders w.e.f. 1st April, 2020. The withholding tax rate would vary depending on the residential status of the shareholder and documents registered with the Company. A communication providing information and detailed instructions with respect to tax on Dividend is being sent separately to the members.
26. **CDSL e-Voting System – For e-voting and joining virtual meeting**
  1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the Companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
  2. Pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as

well as the e-voting system on the date of the AGM will be provided by CDSL.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at - [www.glosterjute.com](http://www.glosterjute.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at - [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. - [www.evotingindia.com](http://www.evotingindia.com).
7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020, MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
8. In continuation of this Ministry's General Circular No. 20/2020, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January, 13, 2021.

## THE INSTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on 5th August, 2022 at 9.00 A.M. and ends on 7th August, 2022 at 5.00 P.M. (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 1st August, 2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL / NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit - <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a>. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS" Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>.</li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol>



Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their Depository Participant (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on Company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>



- (vi) After entering these details appropriately, click on "SUBMIT" tab.
  - (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
  - (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
  - (ix) Click on the EVSN for the relevant <Gloster Limited > on which you choose to vote.
  - (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
  - (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
  - (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
  - (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
  - (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
  - (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
  - (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
  - (xvii) Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only
    - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
    - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
    - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
    - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
    - It is mandatory that a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
    - Alternatively Non Individual shareholders are required mandatorily to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at the email address [scrutiniser@rediffmail.com](mailto:scrutiniser@rediffmail.com) and to the Company at the email address viz; [ajay@glosterjute.com](mailto:ajay@glosterjute.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
- INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**
1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
  2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
  3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
  4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
  5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
  6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time for smooth conduct of the AGM.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL / MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY / DEPOSITORIES:**

1. For Physical shareholders - Please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg,

Lower Parel (East), Mumbai - 400013 or send an email to - [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call toll free no. 1800 22 55 33.

4. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 1st August, 2022. Any person who acquires shares of the Company and becomes a member of the Company after dispatch of the notice and is holding shares as on the cut-off date i.e. 1st August, 2022 may obtain login ID and password by sending a request at - [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com).
5. Ms. Sweety Kapoor, Practising Company Secretary, (Membership No. FCS:6410; CP No. 5738) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
6. The Scrutinizer shall after the conclusion of Annual General Meeting, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses, not in the employment of the Company. The scrutinizer shall submit the consolidated scrutinizer's report within 2 working days to the Chairman or any other person authorized by the Board. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company - [www.glosterjute.com](http://www.glosterjute.com) and on the website of CDSL - [www.evotingindia.com](http://www.evotingindia.com) immediately after the results are declared.

**Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013**

**Item No. 4**

The Members of the Company at the 95th Annual General Meeting held on 6th September, 2017 approved the appointment of M/s. Price Waterhouse & Co, Chartered Accountants LLP (Firm Registration No.- 304026E/E-300009) as the Statutory Auditors of the Company for a period of five years. M/s. Price Waterhouse & Co, Chartered Accountants LLP, will complete their present term on conclusion of this 100th Annual General Meeting of the Company in terms of the said approval and Section 139 of the Act read with the Companies (Audit and Auditors) Rules, 2014.

The Board of Directors of the Company, on the recommendation of the Audit Committee, recommended for the approval of the Members, the re-appointment of M/s. Price Waterhouse & Co, Chartered Accountants LLP, Chartered Accountants, as the Auditors of the Company for a further period of five years from the conclusion of this AGM till the conclusion of the 105th Annual General Meeting.

As per the provisions of Section 139 of the Act, the Chartered Accountants Act, 1949 and the rules or regulations made thereunder, M/s. Price Waterhouse & Co, Chartered Accountants LLP are eligible for re-appointment as Statutory Auditor of the Company and have given their consent in writing for re-appointment.



GLOSTER LIMITED

The remuneration payable to M/s. Price Waterhouse & Co, Chartered Accountants LLP, Statutory Auditors, would be decided by the Board of Directors in consultation with the Auditors plus applicable Goods & Service Tax and reimbursement of out of pocket expenses incurred by them for the purpose of audit.

None of the directors/key managerial personnel of the company and their relatives are concerned or interested, financially or otherwise in the resolution set out at Item no. 4 of the notice.

The Board recommends the resolution set forth in Item no. 4 of the notice for approval of the members.

#### Item No. 5

The Board, on the recommendation of the Audit Committee, has approved the appointment of M/s. D.Radhakrishnan & Co. Cost

Accountants as the Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2023 at a remuneration of ₹ 75,000 (Rupees Seventy Five Thousand only) plus applicable taxes.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be approved by the shareholders of the Company.

None of the Directors or Key Managerial Personnel of the Company and their relatives are concerned or interest in the Resolution.

Your Directors seek your approval to the said resolution as set out in Item No. 5 of the notice for approval of the members.

### Disclosure relating to Directors, seeking appointment / re-appointment, pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Companies Act, 2013 and Secretarial Standards on General Meetings

Name	Smt. Pushpa Devi Bangur
DIN	00695640
Nationality	Indian
Date of Birth / Age	30.05.1952 / 70 Years
Date of First Appointment on the Board	17.08.2015
Qualifications	Graduate
Brief Resume / Experience / Expertise in specific functional areas	Smt. Pushpa Devi Bangur is a graduate, has rich and wide experience in Corporate Management. She possesses leadership qualities with good knowledge of finance and strategic planning.
Directorships in other Companies including listed Companies	Port Shipping Co Limited (Listed) Laxmi Asbestos Products Limited Credwyn Holdings (I) Pvt Limited
Terms and conditions of appointment / reappointment	Smt. Pushpa Devi Bangur is Non Executive Director of the Company, who is retiring by rotation and being eligible offers herself for re-appointment.
Details of remuneration sought to be paid	Sitting fees for attending Board meetings, commission as may be recommended by the Nomination & Remuneration committee and approved by the Board.
Remuneration last drawn	Financial Year 2021-2022 Sitting Fees – ₹ 0.80 lakh Commission – ₹ 7.00 lakhs
Listed entities from which resigned in the past three years	None
Chairman/Member of Committees of the Board of other Companies of which she is a Director	Audit Committee Port Shipping Co. Ltd. (Member) <u>Stakeholders' Relationship Committee</u> Port Shipping Co. Ltd. (Member)
Shareholding in the Company	7,89,636 shares
Relationship with other Directors & Key Managerial Personnel	Mother of Sri Hemant Bangur, Executive Chairman
No. of Board Meetings attended during the year 2021-2022	4 out of 5

**Note :** Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 membership/chairmanship of only two Committees viz. Audit Committee and Stakeholder's Relationship Committee have been considered.



## DIRECTORS' REPORT

### TO THE MEMBERS

Your Directors take pleasure in presenting the 100th Annual Report of your Company together with the Audited Financial Statements Accounts for the financial year ended 31st March, 2022.

### FINANCIAL RESULTS

The highlights of the financial results of the Company for the year ended 31st March, 2022 are as under:

(₹ lakhs)

Particulars	Standalone		Consolidated	
	Year Ended 31.3.2022	Year Ended 31.3.2021	Year Ended 31.3.2022	Year Ended 31.3.2021
Revenue from operations	73,382.05	49,308.68	73,382.05	49,308.68
Other Income	2,400.10	2,242.03	3,705.84	2,408.43
Total Income	75,782.15	51,550.71	77,087.89	51,717.11
Profit before Tax	11,170.21	6,454.90	10,856.10	6,129.88
Tax Expense	3,889.01	1,994.32	4,327.67	2,003.69
Profit for the year	7,281.20	4,460.58	6,528.43	4,126.19
Other Comprehensive Income, net of tax	2,397.82	2,945.17	2,467.93	3,040.46
Total Comprehensive Income	9,679.02	7,405.75	8,996.36	7,166.65

### DIVIDEND AND RESERVES

Your Directors are pleased to recommend for your approval a dividend of 250% i.e. ₹ 25/- per equity share and Special Dividend "marking 100 years of Incorporation of the Company" of 100% i.e. ₹ 10/- per equity share for the financial year ended 31st March, 2022, making a total dividend of 350% i.e. ₹ 35/- per equity share of face value of ₹ 10/- each, payable to those Shareholders whose names appear in the Register of Members as on the Book Closure / Record Date.

During the year under review, a sum of ₹ 2,000/- lakhs was transferred to General Reserve.

### OPERATIONS & STATE OF COMPANY'S AFFAIRS

A. The production during the year under review has been 49,072 MT in comparison to 40,310 MT in the previous year. Sales and turnover for the year under review stood at 49,615 MT & ₹ 729.65 crores as against 39,567 MT & ₹ 487.39 crores respectively in the previous year. For the year under review, net profit of the Company stood at ₹ 72.81 crores as against ₹ 44.61 crores in the previous year.

Exports of the Company for the year under review stood at ₹ 202.82 crores as against ₹ 134.23 crores in the year 2020-2021.

The prices of raw jute in the current financial year prevailed higher as sufficient water was not available at the time of retting. Moreover the farmers were also reluctant to sell below the price they got from the last year's crop inspite of strict monitoring & stock regulations imposed by the authorities.

In the ensuing season the raw jute crop is estimated to be bountiful due to good weather conditions up till now and higher acreages under jute crop. The carry-over of crop in the ensuing season is adequate which should keep the prices stable with downward bias.

Demand from Government, domestic & export markets have been stable and the Company is continuously exploring newer markets for traditional and diversified jute products.

The Company has assessed the possible impact of COVID-19 on its financial results based on the Internal and external Information available up to the date of approval of these financial results and concluded no adjustment is required in these results. The impact of assessment of COVID 19 is a continuous process given the uncertainties associated with its nature and duration. The Company will continue to monitor any material changes in future economic conditions.

### CREDIT RATING

Various bank facilities of the Company are rated by CRISIL Limited based on Basel II norms followed by the banks under the guidelines of Reserve Bank of India.

All existing & proposed bank facilities have been reviewed and reaffirmed by CRISIL Limited, and rating for long-term bank facilities is 'CRISIL A+/Stable' and for short-term bank facilities is 'CRISIL A1+.'

### CHANGE IN NATURE OF BUSINESS, IF ANY

During the year, there was no change in the nature of business of the Company.



## MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There have been no material changes and commitments, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

## SUBSIDIARY COMPANIES

Gloster Lifestyle Limited, Gloster Specialities Limited, Gloster Nuvo Limited, Fort Gloster Industries Limited and Network Industries Limited continue to be wholly owned subsidiaries of your Company.

None of the companies have ceased to be subsidiary during the year.

None of the subsidiaries mentioned above is a material subsidiary as per the thresholds laid down under the Listing Regulation. A Policy has been formulated for determining the Material Subsidiaries of the Company pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). The said Policy has been posted on the Company's website at the weblink <https://www.glosterjute.com/policies>.

Pursuant to the provisions of Section 129(3) of the Companies Act, 2013, and IND AS 110 Consolidated Financial Statements presented by the Company include the financial statement of its subsidiaries.

Further, a separate statement containing the salient features of the financial statements of subsidiaries of the Company in the prescribed Form AOC 1 is attached with this Report.

The Annual accounts of the subsidiary companies and other related detailed information will be kept at the Registered Office of the Company and also at the Registered Office of the subsidiary companies and will be available to the investors seeking information at any time during the working hours except Saturdays, Sundays and other holidays. Further as per section 136 of the Companies Act, 2013, the audited financial statements, including the consolidated financial statements and related information of the Company and audited accounts of each of the subsidiaries are available at Company's website at the weblink <https://www.glosterjute.com/acctsubco>.

## PERFORMANCE OF SUBSIDIARY COMPANIES

### Gloster Lifestyle Limited

The Gross revenue of the Company stood at ₹ 46.50 lakhs (Previous Year ₹ 40.07 lakhs). Profit after tax for the year stood at ₹ 33.66 Lakhs (Previous Year ₹ 29.07 lakhs) and Total Comprehensive Income stood at ₹ 69.01 lakhs (Previous Year ₹ 76.67 lakhs).

### Gloster Specialities Limited

The Gross revenue of the Company stood at ₹ 37.75 lakhs (Previous Year ₹ 42.35 lakhs). Profit after tax for the year stood at ₹ 18.14 lakhs (Previous Year ₹ 26.31 lakhs) and Total Comprehensive Income stood at ₹ 53.49 lakhs (Previous Year ₹ 74.00 lakhs).

### Gloster Nuvo Limited

The Gross revenue of the Company stood at ₹ 25.55 lakhs (previous year ₹ 6.54 lakhs), Loss for the year stood at ₹ 121.88 lakhs (previous year ₹ 107.56 lakhs) and Total Comprehensive Loss stood at ₹ 121.88 lakhs (previous year ₹ 107.56 lakhs). The Company was incorporated on 27th January 2020 and is setting up a green field jute mill of 138 TPD at an estimated investment of about ₹ 313 crores on infrastructure taken from Network Industries Limited (fellow subsidiary). The project work is in progress and the production is expected to commence by March 2023.

### Fort Gloster Industries Limited

The Gross revenue of the Company stood at ₹ 1,204.82 lakhs (Previous Year ₹ 79.54 lakhs). Loss for the year stood at ₹ 574.76 lakhs (Previous Year ₹ 385.86 lakhs) and Total Comprehensive loss stood at ₹ 573.72 lakhs (Previous year ₹ 385.86 lakhs). Steps for revival of existing Cable manufacturing business of the Company is under process and Gloster Limited has infused ₹ 123.70 crores towards Resolution and revival i.e. ₹ 72 crores as Resolution fund and ₹ 51.70 crores Fund towards revival of Cable business. In the 1st phase the Company would begin manufacturing of LV Cables and MV Cables at an estimated capacity of 100kms /month and 80 kms / month respectively by March 2023.

### Network Industries Limited

The Gross revenue of the Company stood at ₹ 189.50 lakhs (Previous Year ₹ 35.21 lakhs), Profit for the year stood at ₹ 57.08 lakhs (Previous Year loss of ₹ 1.39 lakhs).

## CONSOLIDATED FINANCIAL STATEMENTS

The Consolidated Financial Statements of the Company for the year ended 31st March 2022 are prepared in compliance with the applicable provisions of the act including the Indian Accounting Standards specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014. The Consolidated Financial Statements forms part of the Annual Report.

## MANAGEMENT DISCUSSION & ANALYSIS REPORT

Pursuant to Regulation 34 of the Listing Regulations, the Management Discussion and Analysis Report, for the year under review is attached as Annexure-I forming part of the Annual Report.

## CORPORATE GOVERNANCE

The Company practices principles of good corporate governance and lays strong emphasis on transparency, accountability and integrity. As per Regulation 34 (3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the detailed report on Corporate Governance and a certificate from the practising Company Secretary, confirming compliance with the requirements of the Corporate Governance is separately attached and forms part of this Annual Report.

## SHARE CAPITAL

The Paid-up share capital of the Company continues to stand at 31st March, 2022 at ₹ 547.16 lakhs. During the year under review,

the Company has not granted any stock options or sweat equity. As on 31st March, 2022, none of the Directors of the Company hold instruments convertible into equity shares of the Company.

### NUMBER OF BOARD MEETINGS HELD

During the year under review 5 (five) Board Meetings were held on 12th June 2021, 13th August 2021, 7th October 2021, 30th October 2021 and 3rd February 2022. The maximum time interval between any two meetings was within the maximum time allowed pursuant to the Companies Act, 2013 and SEBI Regulations.

The details of and number of meetings attended by Directors forms part of Corporate Governance Report.

### MEETINGS OF INDEPENDENT DIRECTORS

During the financial year 2021-22, the Independent Directors met separately on 3rd February, 2022, and inter-alia discussed the following:

- Evaluation of performance of Non- Independent Directors and the Board of Directors as a whole.
- Evaluation of performance of the Executive Chairman and Managing Director of the Company, taking into account the views of Executive and Non-Executive Directors.
- Evaluation of the quality, contents and timeliness of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

### BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors have carried out an annual evaluation of its own performance, of the directors individually along with that of its various committees and details of such evaluation has been mentioned in the Corporate Governance Report.

The Board of Directors expressed their satisfaction with the evaluation process.

### COMMITTEES OF THE BOARD

**Audit Committee:** The composition, terms of reference and other details of the Audit Committee have been furnished in the Corporate Governance Report forming a part of this Annual Report. There has been no instance where the Board has not accepted the recommendations of the Audit Committee.

**Nomination and Remuneration Committee:** The composition, terms of reference and other details of the Nomination and Remuneration committee have been furnished in the Corporate Governance Report forming part of this Annual Report.

**Stakeholders Relationship Committee:** The composition, terms of reference and other details of the Stakeholder Relationship committee have been furnished in the Corporate Governance Report forming part of this Annual Report.

**Corporate Social Responsibility Committee:** The composition and other details of the Corporate Social Responsibility Committee

have been furnished in the Corporate Governance Report forming part of this Annual Report.

### DIRECTORS & KEY MANAGERIAL PERSONNEL (KMP)

In accordance with the provisions of Section 152 of the Companies Act, 2013 and Company's Articles of Association Smt. Pushpa Devi Bangur Director (DIN-00695640) retires by rotation at the forthcoming Annual General Meeting and, being eligible offers herself for re-appointment.

The Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16 (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The independent Directors have complied with the Code for Independent Directors prescribed in Schedule IV to the Act and also Code of Conduct for Directors and senior management personnel.

A Formal Letter setting out the terms and conditions of appointment has been issued to all the Independent Directors as per the provisions of Companies Act, 2013 and the Listing Regulation. The same has been hosted on the Company's website and can be accessed at <https://www.glosterjute.com/independentdirectors>.

None of the Directors of the Company are disqualified for being continuing as Directors, as specified in section 164(2) of the Companies Act, 2013 and rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules 2014.

The Company has also received from Independent Directors declaration of compliance of Rule 6(1) and 6 (2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, regarding online registration with the "Indian Institute of Corporate Affairs" at Manesar for inclusion of name in the data bank of Independent Directors.

With regard to integrity, expertise and experience (including the proficiency) of the Independent Director appointed/re-appointed, the Board of Directors are of the opinion that all the Independent Directors are persons of integrity and possess relevant expertise and experience and their continued association as Directors will be of immense benefit and in the best interest of the Company. With regard to proficiency of the Independent Directors, ascertained from the online proficiency self assessment test conducted by the Institute, as notified under Section 50 of the Act, the Board of Directors have taken on record that they are exempt from appearing in the test or that they will comply with the applicable law before the prescribed time.

During the year the Company had Key Managerial Personnel as under:

- Shri Hemant Bangur - Executive Chairman
- Shri Dharam Chand Baheti - Managing Director
- Shri Ajay Kumar Agarwal – CFO & Company Secretary (CFO w.e.f 04.02.2022)
- Shri Shankar Lal Kedia – CFO (superannuated w.e.f 03.02.2022)

**NOMINATION & REMUNERATION POLICY**

The Nomination and Remuneration Committee has formulated a policy relating to the remuneration for the Directors, Key Managerial Personnel and Senior Managerial Personnel. The philosophy for remuneration is based on the commitment of fostering a culture of leadership with trust. The remuneration policy has been prepared pursuant to the provisions of Section 178(3) of the Companies Act, 2013, Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Nomination & Remuneration Policy is attached as Annexure-II and forms part of this report. The said Policy has been posted on the Company's website at the weblink <https://www.glosterjute.com/policies>.

**FAMILIARIZATION PROGRAMME**

The Independent Directors have been familiarized with the nature of operations of the Company & the industry in which it operates, business model of the Company. Periodical Board Meeting generally once a year is held at the factory, preceded by visit of various processes, operations and general tour of the factory by the Directors. On an ongoing basis as part of Agenda of Board / Committee Meetings, presentations are regularly made to the Independent Directors on various matters inter-alia covering the Company's and its subsidiaries businesses and operations, industry and regulatory updates, strategy, finance, risk management framework, role, rights, responsibilities of the Independent Directors under various statutes and other relevant matters. The details of familiarization programme have been posted in the website of the Company and can be accessed at <https://www.glosterjute.com/policies>.

**VIGIL MECHANISM / WHISTLE BLOWER POLICY**

The Company has adopted a Vigil Mechanism / Whistle Blower Policy and has established the necessary mechanism, for employees to report concerns about unethical behavior or suspected fraud in violation of Company's Code of Conduct or any other point of concern. The mechanism provides for adequate safeguards against victimization of employees and Directors to avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in exceptional cases.

The Committee consists of four Members, comprising:

Name of the Members	Category
Smt. Pushpa Devi Bangur	Non-Executive Director (Chairperson)
Sri Dharam Chand Baheti	Managing Director
Sri Rohit Bihani	Independent Director
Ms. Priti Panwar	Non-Executive Director

The Report on CSR activities as required under Companies (Corporate Social Responsibility Policy) Rules, 2014 is given in Annexure III and forms part of this Report.

**ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS**

The Company has effective internal controls in place which are constantly reviewed. The Company's internal control system is commensurate with its size, scale and operations. Detailed procedures are in place to ensure that all assets are safeguarded and protected against loss.

The policy has been uploaded in the website of the Company and can be accessed at <https://www.glosterjute.com/policies>.

**RELATED PARTY TRANSACTIONS**

The contracts/arrangements/transactions entered into by the Company with the related parties during the financial year under reporting were in ordinary course of business and were negotiated on an arms' length basis. No material Contracts or arrangements with related parties were entered into during the year under review. There are no material related party transactions during the year under review with the Promoters, Directors or Key Managerial Personnel. Accordingly, no transactions are being reported in Form No. AOC – 2 in terms of section 134 of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014.

All Related Party Transactions are placed before the Audit Committee as also to the Board for approval. Where required, prior omnibus approval of the Audit Committee is obtained for transactions which are foreseen and repetitive in nature and the corresponding actual transactions become a subject of review at subsequent Audit Committee Meetings.

The policy on Related Party Transactions has been uploaded on the website of the Company and can be accessed at <https://www.glosterjute.com/assets/pdf/policy/RPTPolicy.pdf>.

During the year under review, the Policy was reviewed and amended to encompass the regulatory changes brought as per amendment in Regulation 23 of the Listing Regulations.

The details of the transactions with related parties during 2021-22 are provided in the accompanying financial statements.

Smt. Pushpa Devi Bangur is mother of Sri Hemant Bangur. Except for this there is no other pecuniary relationship amongst Directors.

**CORPORATE SOCIAL RESPONSIBILITY (CSR)**

Pursuant to Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board of Directors of your Company has constituted a CSR Committee and has simultaneously approved and adopted a CSR policy based on the recommendations of the CSR Committee. The said policy is available on the website of your Company and can be accessed at <https://www.glosterjute.com/policies>.

The Internal Audit is carried on by M/s. R B S C & Co. Chartered Accountants. The Internal Audit function gives thrust to test and review controls and systems that are in place. The Audit Committee of the Board also reviews the Internal Audit functions.

The Audit Committee of the Board reviews the Internal Audit Report and corrective actions taken on the findings are also reported to the Audit Committee.



Necessary certification by the Statutory Auditors in relation to Internal Financial Control u/s 143(3) (i) of the Companies Act, 2013 forms part of the Audit Report.

### RISK MANAGEMENT

Risk management is embedded in your Company's operating framework. Your Company believes that managing risks helps in maximizing returns.

The main aim of risk management is to identify, monitor and take precautionary measures in respect of the events that may pose risks for the business. The Company has a Risk Management procedure in place. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

### AUDITORS & AUDITOR'S REPORT

Messrs, Price Waterhouse & Co. LLP, Chartered Accountants, (Firm Registration No. 304026E/E-300009) Statutory Auditors of the Company hold office up to the conclusion of 100th Annual General Meeting of the Company and are being proposed for re-appointment for a second term of 5 years in the ensuing Annual General Meeting.

As per the provisions of Section 139 of the Act, the Chartered Accountants Act, 1949 and the rules or regulations made thereunder, M/s. Price Waterhouse & Co, Chartered Accountants LLP are eligible for re-appointment as Statutory Auditor of the Company and have given their consent in writing for re-appointment.

The Auditor's Report on the financial statements for the financial year 2021-22 does not contain any qualifications, reservations or adverse remarks.

None of the auditors of the Company have not reported any fraud during the year.

### COST AUDITORS

In accordance with Section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014, the Board of Directors have appointed M/s D. Radhakrishnan & Co., Cost Accountants as the Cost Auditors of the Company for the Financial Year 2022-2023 at a remuneration of ₹ 75,000 plus applicable taxes. The remuneration needs to be ratified by the shareholders at the forthcoming Annual General Meeting and a resolution regarding ratification of remuneration payable to the cost auditor forms part of the notice convening the Annual General Meeting of the Company.

The Company is required to maintain cost records pursuant to an order of the Central Government and accordingly such records and accounts are maintained.

### SECRETARIAL AUDIT

Pursuant to provisions of Section 204 of the Companies Act, 2013, and rules made there under, M/s. M K B & Associates, Company Secretaries, are Secretarial Auditors of the Company for the financial year 2021-22.

The Secretarial Audit Report for the financial year ended 31st March, 2022 is attached as Annexure IV and forms part of this Report.

### SECRETARIAL STANDARDS

The company has complied with Secretarial Standards relating to General Meetings and Board Meetings as issued by Institute of Company Secretaries of India.

### ANNUAL RETURN

Pursuant to the provisions of Section 92 (3) read with Section 134(3)(a) of the Companies Act, 2013 the draft copy of the annual return for the Financial Year 2021-22 is uploaded on the website of the Company at web link <https://www.glosterjute.com/annualreturn>.

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

Information required under section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is attached as Annexure V and forms part of this Report.

### PARTICULARS OF EMPLOYEES

The information required under section 197 of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 is attached as Annexure VI A and forms part of this Report.

The details of employees who are in receipt of remuneration exceeding the limits prescribed under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is attached as Annexure VIB and forms part of this Report.

In terms of Section 136 of the Companies Act, 2013, the annual report is being sent to the members excluding the statement relating to top 10 employees of the Company. The said information is readily available for inspection by the members at the Company's registered office during the business hours on all working days up to the date of ensuing Annual General Meeting and shall also be provided to any member of the Company, who sends a written request to the Company Secretary.

### DEPOSITS

Your company has not accepted any deposits as envisaged under Section 73 to 76 of the Companies Act, 2013 read with Companies (Acceptance of Deposit) Rules, 2014 during the year under review.

### PARTICULARS OF LOANS, GUARANTEES & INVESTMENTS BY COMPANY

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements. The loans have been advanced by the Company for normal business purposes of the borrower.

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

There are no significant and material orders passed by the Regulators/Courts that would impact the going concern status of the Company and its future operations.

**DIRECTORS RESPONSIBILITY STATEMENT**

In terms of provisions of Section 134(3)(c) of the Companies Act, 2013 your Directors confirm that :

- i) In the preparation of Annual Accounts, the applicable Standards have been followed and that there are no material departures;
- ii) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- iii) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) The annual accounts have been prepared on a going concern basis;
- v) The Directors have laid down internal financial controls for the Company which are adequate and are operating effectively;
- vi) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems were adequate and operating effectively.

**BUSINESS RESPONSIBILITY REPORT**

A separate section on Business Responsibility Report forms part of this Annual Report as required under Regulation 34(2)(f) of the Listing Regulations as Annexure VII.

**ENVIRONMENT AND SAFETY**

The Company is conscious of the importance of environmentally clean and safe operations. The Company's policy requires the conduct of all operations in such manner so as to ensure safety of all concerned, compliance of statutory and industrial requirements for environment protection and conservation of natural resources to the extent possible.

**TRADE RELATIONS**

The Board desires to place on record its appreciation for the support and co-operation that the Company has received from suppliers, brokers, customers and others associated with the Company as its enterprise partners. The Company has always looked upon them as partners in its progress and has happily shared with them rewards of growth. It will be Company's endeavor to build and nurture strong links with trade, based on mutuality, respect and co-operation with each other.

**DEPOSITORY SYSTEM**

The Company's shares are now tradable compulsorily in electronic form. In view of the numerous advantages offered by the Depository system, members are requested to avail of the facility of dematerialization of the Company's shares either in National Securities Depository Ltd or Central Depository Services (India) Ltd.

**DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT 2013**

The Company has zero tolerance for sexual harassment at work place and has adopted a policy in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and the Rules thereunder for prevention, prohibition and redressal of complaints of sexual harassment at workplace.

The company has complied with the provision relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013.

During the year, no complaint was lodged with the Internal Complaints Committee and no complaint is pending as at the end of the financial year 2021-2022.

**Remuneration received by Executive Chairman / Managing Director from Subsidiary Company**

The Subsidiary Companies do not pay any remuneration to the Executive Chairman or the Managing Director of the Company. Accordingly disclosure under section 197(14) of the Companies Act, 2013 is not applicable.

**Details of Application made or any proceedings pending under the Insolvency and Bankruptcy Code 2016(IBC) during the year along with the status at the end of the year.**

The Company has not made or received any application under the IBC during the Financial Year.

**Details of difference between amount of valuation done at time of one time settlement and valuation done while taking loan from Banks/FI(s) along with reasons**

The Company has not made any one time settlement with the Bank.

**ACKNOWLEDGEMENT**

Your Directors wish to place on record their appreciation for the contribution made by the employees at all levels but for whose hard work, solidarity and support, your Company's achievements would not have been possible. Your Directors also wish to thank its customers, brokers dealers, agents, suppliers, investors and bankers for their continued support and faith reposed in the Company.

The enthusiasm and unstinting efforts of the employees have enabled the Company to remain at the forefront of the industry despite increased competition from several existing and new players.

Your Directors take this opportunity to thank all investors, customers, vendors, bankers, regulatory and government authorities and stock exchanges, for their continued support and faith reposed in the Company.

**For & on behalf of the Board**

**Hemant Bangur**

Executive Chairman

**Dharam Chand Baheti**

Managing Director

Place : Kolkata

Dated : 12th May 2022

## ANNEXURE-I TO THE DIRECTOR'S REPORT

### MANAGEMENT DISCUSSION AND ANALYSIS

#### a) Industry structure and developments

The compulsory packing norms for food grains and sugar under Jute Packaging Materials (Compulsory use for Packing Commodities) Act, 1987 (JPMA) stands at the 100% & 20% of production of food grains & sugar respectively and the said notification is valid up to 30th June 2022.

#### b) Opportunities and Threats/Risks & Concerns

##### Opportunities

- Rising concerns for reducing carbon foot prints opens doors for use of more bio degradable & sustainable products made from natural fibers;
- Demand for Company's industrial products like Hessian & Sacking and promotional Jute goods like lifestyle products & other made ups in particular have grown over the years and is expected to see further growth;

##### Risk & Concern/ Threat

- Incentives for exports have been reduced substantially on introduction of Remission of Duties and Taxes on Exported Products (RoDTEP) Scheme;

- Restricting Raw Jute Stock to be maintained by jute mills may adversely affect the cost due to improper quality mix;
- Any further dilution of compulsory Jute can adversely affect the market of jute products;
- Stiff competition from Bangladesh jute goods and synthetic packaging materials;
- Withdrawal of Anti Dumping duties on import of jute goods from Bangladesh may adversely affect the domestic market.

#### c) Segment-wise or product-wise performance

The Company is engaged in the business of manufacturing Jute goods and is managed organizationally as a single unit. Accordingly, the company has only one business. However, the Company has customers in India as well as outside India and thus segment reporting on the Geographical location of its customers is as below:

(₹ in lakhs)

Particulars	Inside India		Outside India		Total	
	2021-22	2020-21	2021-22	2020-21	2021-22	2020-21
Segment revenue by location of customers	52,638.08	35,315.51	20,282.18	13,423.80	72,965.26	48,739.31

#### d) Outlook

The prices of raw jute in the current financial year prevailed higher as sufficient water was not available at the time of retting. Moreover the farmers were also reluctant to sell below the price they got from the last year's crop inspite of strict monitoring & stock regulations imposed by the authorities. In the ensuing season the raw jute crop is estimated to be bountiful due to good weather conditions up till now and higher acreages under jute crop. The carry-over of crop in the ensuing season is adequate which should keep the prices stable with downward bias.

Demand from Government, domestic & export markets have been stable and the Company is continuously exploring newer markets for traditional and diversified jute products.

Your management is sustaining its efforts to improve the efficiency and productivity for achieving better performance.

#### f) Discussion on financial performance with respect to operational performance

The following are the significant areas of financial performance:

(₹ in lakhs)

Particulars	2021-22	2020-21	Increase/(Decrease)
Revenue from operations	73,382.05	49,308.68	24,073.37
Raw material cost	40,718.22	27,906.98	12,811.24
Finance costs	150.74	199.93	(49.19)
Profit for the year	7,281.20	4,460.58	2,820.62

**g) Human Resources & Industrial Relations**

The Company is continuing its efforts through training to enhance competence of its manpower to make them more resourceful in their present job and also to prepare them for future roles. The Company has also introduced staff welfare schemes under which benefits are provided to deserving members of staff.

**h) Key Financial Ratios**

Sl.No.	Ratio	31 March 2022	31 March 2021
1	Current ratio (Times)	4.14	4.63
2	Debt-equity ratio (Times) *	0.01	0.02
3	Debt service coverage ratio (Times) @	6.37	9.92
4	Return on equity ratio (%)	7.04%	4.65%
5	Inventory turnover ratio (Times) #	5.02	3.66
6	Trade receivables turnover ratio (Times)#	24.04	16.29
7	Trade payables turnover ratio (Times) #	41.41	38.17
8	Net capital turnover ratio (Times) #	3.64	1.80
9	Net profit ratio (%) #	9.98%	9.15%
10	Return on capital employed (%) #	12.58%	8.48%
11	Return on investment (%) #	9.51%	6.01%
12	Interest Coverage Ratio (Times)#	96.61	49.16
13	Operating Profit Margin (%)	15%	13%

\* The variation in debt- equity ratio as at 31 March 2022 compared to 31 March 2021 is due to full repayment of long term debt in current financial year.

# The variation in coverage, turnover and other profitability ratios are primarily due to increase in turnover and profitability during the year.

@ On account of higher repayment in 31 March 2022 as compared to 31 March 2021.

**i) Cautionary statement**

Statements made in this section of the report are based on assumptions and expectations of future events. Actual results could however differ materially from those expressed or implied. Important factors that could make a difference include finished goods prices, raw material cost and its availability, change in Government regulations, tax laws, economic developments within the country, currency fluctuation and other factors such as litigation.



## ANNEXURE-II TO THE DIRECTORS REPORT

### NOMINATION & REMUNERATION POLICY

#### 1. Preamble

1.1 The remuneration policy provides a framework for remuneration paid to the members of the Board of Directors ("Board"), Key Managerial Personnel ("KMP") and Senior Managerial Personnel ("SMP"). The expression 'Senior Management Personnel' means personnel of the company who are members of its core management team excluding Board of Directors comprising all members of management one level below the executive Directors, including the functional heads. In terms of Section 178 of the Companies Act, 2013 this Policy is being framed and formulated for laying down criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the remuneration of Executives.

#### 2. Aims & Objectives

The aims and objectives of this nomination & remuneration policy ("Policy") may be summarized as follows:

- 2.1 The Policy aims to enable the company to attract, retain and motivate highly qualified members for the Board, KMP and SMP.
- 2.2 The Policy aims to enable the Company to provide a well-balanced and performance-related compensation package, taking into account shareholder interests, industry standards and relevant Indian corporate regulations.
- 2.3 The Policy seeks to ensure that the interests of Board members, KMP and SMP are aligned with the business strategy and risk tolerance, objectives, values and long-term interests of the company and will be consistent with the "pay-for-performance" principle.
- 2.4 The policy will ensure that remuneration to Directors involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

#### 3. Principles of remuneration

- 3.1 Support for Strategic Objectives: Remuneration and decisions shall be developed in a manner that is consistent with, supports and reinforces the achievement of the Company's vision and strategy.
- 3.2 Transparency: The process of remuneration management shall be transparent, conducted in good faith and in accordance with appropriate levels of confidentiality.
- 3.3 Internal equity: The Company shall remunerate the Board members, KMP and SMP in terms of their roles within the organisation.

3.4 External equity: The Company shall strive to pay an equitable remuneration, capable of attracting and retaining high quality personnel. Reference to external market norms will be made using appropriate market sources, including relevant and comparative survey data, as determined to have meaning to the Company's remuneration practices at that time.

3.5 Flexibility: Remuneration shall be sufficiently flexible to meet both the needs of individuals and those of the Company whilst complying with relevant tax and other legislation.

3.6 Performance-Driven Remuneration: The Company shall entrench a culture of performance driven remuneration.

3.7 Affordability and Sustainability: The Company shall ensure that remuneration is affordable on a sustainable basis.

#### 4 Policy for selection and appointment of the Board Members and determining Directors' independence

##### 4.1 Board membership criteria

4.1.1 The Nomination & Remuneration Committee, along with the Board shall review on an annual basis, appropriate skills, characteristics and experience required of the Board Members for the better management of the Company. The objective is to have a Board with diverse background and experience in business, government, academics, technology and in areas that are relevant for the Company's global operations.

4.1.2 In evaluating the suitability of individual Board members, the Committee will take into account many factors, including general understanding of the Company's business dynamics, global business and social perspective, educational and professional background and personal achievements.

4.1.3 The policy seeks to ensure that Directors should possess the highest personal and professional ethics, integrity and values. They should be able to balance the legitimate interest and concerns of all the Company's stakeholders in arriving at decisions, rather than advancing the interests of a particular constituency. The Board members are expected to have adequate time and expertise and experience to contribute to effective Board performance.

4.1.4 The Directors must devote sufficient time and energy in carrying out their duties and responsibilities effectively. They must have the aptitude to critically evaluate management's working as part of a team in an environment of collegiality and trust.



4.1.5 The proposed appointee shall also fulfill the following requirements:

4.1.5.1 Shall not be disqualified under the Companies Act, 2013;

4.1.5.2 Shall give his written consent to act as a Director;

4.1.5.3 Shall endeavour to attend all Board Meetings and wherever he is appointed as a Committee Member, the Committee Meetings;

4.1.5.4 Shall abide by the Code of Conduct established by the Company for Directors, KMP and SMP;

4.1.5.5 Shall disclose his concern or interest in any company or companies or bodies corporate, firms, or other association of individuals.

4.1.6 The Nomination and Remuneration Committee shall evaluate each individual with the objective of having a group that best enables the success of the Company's business.

4.1.7 The Nomination and Remuneration Committee shall assess the independence of Directors at the time of appointment / re-appointment and the Board shall assess the same annually. The Board shall re-assess determinations of independence when any new interests or relationships are disclosed by a Director.

#### **4.2 Selection of Board Members/ extending invitation to a potential director to join the Board**

The Nomination & Remuneration Committee will periodically identify competency gaps in the Board, evaluate potential candidates as per the criteria laid above, ascertain their availability and make suitable recommendations to the Board. The objective is to ensure that the Company's Board is appropriate at all points of time to be able to take decisions commensurate with the size and scale of operations of the Company. The Nomination & Remuneration Committee shall also identify suitable candidates in the event of a vacancy being created on the Board on account of retirement, resignation or demise of an existing Board member. Based on the recommendations of the Committee, the Board will evaluate the candidate(s) and decide on the selection of the appropriate member.

## **5 Compensation Structure**

### **5.1 Remuneration to Non-Executive Directors:**

The Non-executive Directors of the Company will be paid remuneration by way of sitting fees for attending the meetings of the Board of Directors and its Committees. The said sitting fees paid to the Non-executive Directors for the Board Meetings and Committee meetings will be fixed by the Board and reviewed from time to time in accordance with applicable law. The Non-executive Directors may be paid such commission as the Board may approve from time to time subject to limits prescribed from time to time in the Act or Rules made thereunder.

### **5.2 Remuneration to Executive Directors, KMPs & SMP:**

The Company has a credible and transparent framework in determining and accounting for the remuneration of the Managing Director / Whole Time Directors (MD/WTDs), KMP and SMP. Their remuneration are governed by the external competitive environment, track record, potential, individual performance and performance of the company as well as industry standards.

The remuneration for Managing Director / Whole Time Directors (MD/WTDs), is determined by the Board of Directors based on the appointment agreement approved, by the members in the general meeting of the Company and by the Central Government, if required.

## **6 Supplementary Provisions**

6.1 Any matters not provided for in this Policy shall be handled in accordance with relevant State laws and regulations and the Company's Articles of Association. If this Policy conflict with any laws or regulations subsequently promulgated by the state or with the Company's Articles of Association as amended pursuant to lawful procedure, the relevant State laws and regulations and the Company's Articles of Association shall prevail, and this Policy shall be amended in a timely manner and submitted to the Board of Directors for review and adoption.

6.2 The right to interpret this Policy vests in the Board of Directors of the Company.

## ANNEXURE-III TO THE DIRECTORS REPORT

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

#### 1. Brief outline on CSR Policy of the Company

The Company is conscious of its social responsibilities and acts as a responsible corporate citizen. The Company believes that integrating social, environmental and ethical responsibilities into the governance of businesses ensures their long term success, competitiveness and sustainability.

The CSR Committee has developed a CSR Policy which lays down basic principles and the general framework of action for the Company to fulfill its CSR obligations in accordance with the framework of the Companies Act, 2013.

#### 2. The Composition of the CSR Committee as at 31st March 2022 is as under

Sl No	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Smt Pushpa Devi Bangur	Chairperson / Non Executive Director	1	1
2	Shri Dharam Chand Baheti	Member / Managing Director	1	1
3	Shri Rohit Bihani	Member / Independent Director	1	1
4	Ms. Priti Panwar	Member / Non Executive Director	1	1

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

- Composition of CSR committee – <https://www.glosterjute.com/assets/pdf/committee/Committee.pdf>
- CSR Policy – <https://www.glosterjute.com/policies>
- CSR projects approved by the board - <https://www.glosterjute.com/policies>

#### 4. Details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014

Not Applicable

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

Sl No	Financial Year	Amount available for set-off from preceding financial years (in ₹)	Amount required to be set-off for the financial year, if any (in ₹)
1	2020-2021	₹ 38.36 lakhs	₹ 38.36 lakhs

#### 6. Average net profit of the company as per section 135(5) – ₹ 5,611.44 lakhs

#### 7. a. Two percent of average net profit of the company as per section 135(5) - ₹ 112.23 lakhs

b. Surplus arising out of the CSR projects or programmes or activities of the previous financial years - Nil

c. Amount required to be set off for the financial year, if any – ₹ 38.36 lakhs

d. Total CSR obligation for the financial year (7a+7b-7c). – ₹ 73.87 lakhs



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

Total Amount Spent for the Financial Year. (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of Transfer	Name of the fund	Amount	Date of transfer
₹ 74.41 lakhs	NIL				

(b) Details of CSR amount spent against ongoing projects for the financial year: Not Applicable

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

Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/No)	Location of the project		Amount spent for the project (in ₹)	Mode of implementation - Direct (Yes/No)	Mode of implementation - Through implementing agency	
				State	District			Name	CSR registration number
1	Gloster - Arogya Jeevan	Eradicating hunger, poverty, malnutrition, promoting health care including preventive health care and sanitation	Yes	West Bengal	Bauria	₹ 25.00 lakhs	Yes	-	-
2	Gloster - Swach Vatavaran	Ensuring environment Sustainability, protection of flora & fauna, conservation of natural resources	Yes	West Bengal	Kolkata	₹ 11.78 lakhs	Yes	-	-
3	Gloster - Vidya Prachar	Promotion of Education	Yes	West Bengal	Kolkata	₹ 6.53 lakhs	Yes	-	-
			Yes	West Bengal	Kolkata	₹ 1.10 lakhs	No	Friends of Tribal Society	CSR00001898
			No	West Bengal	Kolkata	₹ 30.00 lakhs	No	Shree Education Society	CSR00022597

(d) Amount spent in Administrative Overheads - Nil

(e) Amount spent on Impact Assessment, if applicable - Not Applicable

(f) Total amount spent for the Financial Year (8b+8c+8d+8e) - ₹ 74.41 lakhs

(g) Excess amount for set off, if any



Sl No	Particular	Amount (₹)
1	Two percent of average net profit of the company as per section 135(5)	₹ 112.23 lakhs
2	Total amount spent for the Financial Year	₹ 112.77 lakhs
3	Excess amount spent for the financial year [2-1]	₹ 0.54 lakh
4	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
5	Amount available for set off in succeeding financial years (3-4)	₹ 0.54 lakh

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

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in ₹)	Amount spent in the reporting Financial Year (in ₹)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in ₹)
				Name of the Fund	Amount (in ₹)	Date of transfer	
1	2020-21	NA	NIL	NA	NA	NA	NIL
2	2019-20	NA	NIL	NA	NA	NA	NIL
3	2018-19	NA	NIL	NA	NA	NA	NIL

**b. Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):** Not Applicable

**10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year** Not Applicable

**11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5) –**

Not Applicable

Dharam Chand Baheti  
Managing Director

Pushpa Devi Bangur  
(Chairperson - CSR Committee)

## ANNEXURE-IV TO THE DIRECTORS REPORT

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2022

[[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,  
**GLOSTER LIMITED**

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

The Company's Management is responsible for preparation and maintenance of secretarial and other records and for devising proper systems to ensure compliance with the provisions of applicable laws and regulations.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period for the financial year ended on 31st March, 2022, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2022, to the extent applicable, according to the provisions of:

- i) The Companies Act, 2013 ("the Act") and the rules made thereunder;
- ii) The Securities Contracts (Regulation) Act, 1956 and Rules made thereunder;
- iii) The Depositories Act, 1996 and Regulations and Bye-laws framed thereunder;
- iv) The Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v) The Regulations and Guidelines prescribed under the Securities & Exchange Board of India Act, 1992 ("SEBI Act") or by SEBI, to the extent applicable:
  - a) The Securities & Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011;
  - b) The Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c) The Securities & Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
  - e) The Securities & Exchange Board of India (Issue and listing of Debt securities) Regulations, 2008;
  - f) The Securities & Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
  - g) The Securities & Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
  - h) The Securities & Exchange Board of India (Buyback of Securities) Regulations, 1998;
  - i) The Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- vi) Other than fiscal, labour and environmental laws which are generally applicable to all manufacturing companies, the following laws/acts are also, inter alia, applicable to the Company:
  - a) The Jute Packaging Materials (Compulsory Use in Packing Commodities) Act, 1987
  - b) The Jute Manufactures Cess Act, 1983

- c) The Essential Commodities Act, 1955
- d) The National Jute Board Act, 2008

We have also examined compliance with the applicable clauses of Secretarial Standards issued by The Institute of Company Secretaries of India.

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

We further report that:

- a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There has been no changes in the composition of the Board of Directors during the period under review.
- b) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- c) None of the directors in any meeting dissented on any resolution and hence there was no instance of recording any dissenting member's view in the minutes.

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

We further report that during the review period, the Company has passed special resolution for reappointment of Sri Hemant Bangur as Executive Chairman of the Company for a period of three years with effect from 1st April, 2021.

This report is to be read with our letter of even date which is annexed as **Annexure – 1** which forms an integral part of this report.

For MKB & Associates  
Company Secretaries  
Firm Reg No: P2010WB042700

Date: 12.05.2022  
Place: Kolkata  
UDIN: A011470D000312672

Manoj Kumar Banthia  
Partner  
Membership No. 11470  
COP No. 7596

## Annexure – 1

To  
The Members,  
**GLOSTER LIMITED**

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

1. It is management's responsibility to identify the Laws, Rules, Regulations, Guidelines and Directions which are applicable to the Company depending upon the industry in which it operates and to comply and maintain those records with same in letter and in spirit. Our responsibility is to express an opinion on those records based on our audit.
2. We 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. We believe that the process and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management's Representation about the compliance of Laws, Rules, Regulations, Guidelines and Directions and happening events, etc.
5. 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 MKB & Associates  
Company Secretaries  
Firm Reg No: P2010WB042700

Date: 12.05.2022  
Place: Kolkata  
UDIN: A011470D000312672

Manoj Kumar Banthia  
Partner  
Membership No. 11470  
COP No. 7596

## ANNEXURE-V TO THE DIRECTORS REPORT

Information under Section 134(3)(m) of the Companies Act, 2013 read with rule 8 of the Companies (Accounts) Rules, 2014:

### A. Conservation of Energy

**The steps taken towards Conservation of Energy are enumerated below:**

- i) Installed energy efficient motors, AC variable drive in place of direct drive
- ii) Installed Energy efficient machines, looms and compressors
- iii) Replaced 40 watt lights with energy efficient LED lights, LED Flood lights in place of MHFL

**The steps taken by the Company for utilizing alternate sources of energy:**

- i) Efficient usage of jute Waste as Boiler Fuel
- ii) Converting the boiler into clean fuel

**The capital investment on energy conservation equipment**

- I. ₹ 65.74 lakhs

### B. Technology Absorption

**Efforts made towards technology absorption**

- i) Continued replacement of old conventional looms with automatic Looms

**Benefits derived**

- I. Improvement in productivity, efficiency and environment
- II. Cost Reduction

**Expenditure incurred on Research and Development - Nil**

### C. Foreign exchange earnings and outgo :

- (i) Foreign exchange earned in terms of actual inflow : ₹ 20,282.18 lakhs
- (ii) Foreign exchange outgo in terms of actual outflow: ₹ 2,577.55 lakhs



## ANNEXURE-VI A TO THE DIRECTORS REPORT

### PARTICULARS OF EMPLOYEES

The information required under section 197 of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

(a) **The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year :**

Executive Directors	Ratio to median remuneration
Sri Hemant Bangur – Executive Chairman	193.43
Sri Dharam Chand Baheti – Managing Director	237.61

Non-Executive Directors	Ratio to median remuneration
Smt Pushpa Devi Bangur	2.93
Sri S.N. Bhattacharya	2.93
Sri Prabir Ray	2.93
Ms. Ishani Ray	2.93
Sri Rohit Bihani	2.93
Ms. Priti Panwar	2.93

Median salary computation is based on a total employee head count of 3,902 employees out of which approximately 3,610 employees are within collective bargaining process.

(b) **The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:**

Name	% increase / (decrease) in remuneration in the financial year 2021-2022
Hemant Bangur – Executive Chairman	61.06
Sri Dharam Chand Baheti – Managing Director	82.76
Smt Pushpa Devi Bangur	16.67
Sri S.N. Bhattacharya	16.67
Sri Prabir Ray	16.67
Ms. Ishani Ray	16.67
Sri Rohit Bihani	16.67
Ms. Priti Panwar	16.67
Sri Ajay Kumar Agarwal – CFO* & Company Secretary	8.38

\*CFO from 04.02.2022

(c) **The percentage increase / (decrease) in the median remuneration of employees in the financial year 2021-2022 - (1.73%)**

(d) **The number of permanent employees on the rolls of company as on 31st March, 2022 is -3,902**

(e) **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 –**

Average percentage increase for other than managerial personnel works to around – 1.05% ; average percentage increase for managerial personnel works out to around 9.84% ; average percentage increase for all employees works out to 2.92%. Percentage increase for different categories / grades are made based on market trends and performance criteria.

(f) **Affirmation that the remuneration is as per the remuneration policy of the company**

The Company affirms that the remuneration is as per the Remuneration Policy of the Company.

## ANNEXURE-VI B TO THE DIRECTORS REPORT

### Information pursuant to Rule5(2) of Chapter XIII of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

The following persons were employed during the financial year and were in receipt of remuneration for that year which, in the aggregate was not less than 1.02 crores (one crore and two lakh rupees) :-

Name	Designation	Remuneration Received (₹ lakhs)	Nature of employment, whether contractual or otherwise	Qualifications and experience of the employee	Date of commencement of employment	Age (Years)	Last employment held	% of equity shares held	Relationship with any other Director / Manager with name of such Director / Manager
Shri Hemant Bangur	Executive Chairman	462.49	Contractual	Post Graduate in International Trade, 22 years	01.09.2015	50	Joonktollee Tea & Industries Limited, Executive Vice-Chairman	6.88%	Son of Smt Pushpa Devi Bangur
Shri Dharam Chand Baheti	Managing Director	568.13	Contractual	B.Com, 54 years	01.04.1992	74	Fort Gloster Industries Limited, Works manager	0.01%	None

#### Notes:

- All appointment are contractual and terminable by notice on either side.
- Remuneration shown above is subject to tax and comprises of basic salary, allowances & monetary value of perquisites
- Information about qualification and last employment is based on particulars furnished by the concerned employee.

There are no employees in the company who have been employed for a part of the financial year and are in receipt of remuneration for any part of the year which is not less than eight lakh and fifty thousand rupees per month.



## ANNEXURE-VII TO THE DIRECTORS REPORT

### BUSINESS RESPONSIBILITY REPORT

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

1. Corporate Identity Number (CIN) of the Company - L17100WB1923PLC004628
2. Name of the Company – Gloster Limited
3. Registered address – 21, Strand Road, Kolkata - 700001
4. Website – www.glosterjute.com
5. E-mail id – ajay@glosterjute.com
6. Financial Year reported – 01.04.2021 to 31.03.2022
7. Sector(s) that the Company is engaged in (industrial activity code-wise) - NIC Code of the products/services - 131,139 – Manufacturing of Jute Products
8. List three key products/services that the Company manufactures/provides (as in balance sheet) – Jute & allied products
9. Total number of locations where business activity is undertaken by the Company - Jute Mill at Bauria and Registered Office at Kolkata in West Bengal, India
10. Markets served by the Company – Local/State/National/International

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

1. Paid up Capital (INR) – 547.16 Lakhs
2. Total Turnover (INR) - 72,965.26 Lakhs
3. Total profit after taxes (INR) - 7,281.20 Lakhs
4. Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%) - 1.55 %
5. List of activities in which expenditure in 4 above has been incurred:-
  - (a) Eradicating hunger, poverty, malnutrition, promoting health care including preventive health care and sanitation
  - (b) Ensuring environment Sustainability, protection of flora & fauna, conservation of natural resources
  - (c) Promoting education

#### SECTION C: OTHER DETAILS

1. Does the Company have any Subsidiary Company/ Companies? - Yes
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) - No
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%] – Not Applicable

#### SECTION D: BR INFORMATION

1. Details of Director / Directors responsible for BR
  - a) Details of the Director / Directors responsible for implementation of the BR policy/policies:
    1. DIN Number - 00040953
    2. Name - Sri D.C. Baheti
    3. Designation – Managing Director

**b) Details of the BR head**

Sl No	Particular	Details
1	DIN Number (if applicable)	00040953
2	Name	Sri D.C. Baheti
3	Designation	Managing Director
4	Telephone Number	03322309601
5	e-mail id	dcb@glosterjute.com

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

- Principle 1: Ethics, Transparency and Accountability [P1]
- Principle 2: Products Lifecycle Sustainability [P2]
- Principle 3: Employees' Well-being [P3]
- Principle 4: Stakeholder Engagement [P4]
- Principle 5: Human Rights [P5]
- Principle 6: Environment [P6]
- Principle 7: Policy Advocacy [P7]
- Principle 8: Inclusive Growth [P8]
- Principle 9: Customer Value [P9]

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

Sl No.	Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 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)	The policies are based on the 'National Voluntary Guidelines on Social, Environmental and Economic Responsibilities of Business' released by the Ministry of Corporate Affairs.								
4	Has the policy being approved by the Board? If yes, has it been signed by MD/Owner/CEO/appropriate Board Director	Y	Y	Y	Y	Y	Y	Y	Y	Y
5	Does the company have a specified committee of the Board/Director/Officials to oversee the implementation of the policy?	The CSR committee of the Board inter-alia oversees the implementation of the BR policies.								
6	Indicate the link for the policy to be viewed online?	<a href="https://www.glosterjute.com/policies">https://www.glosterjute.com/policies</a>								
7	Has the policy been formally communicated to all relevant internal and external stakeholders?	The policies have been communicated to key internal stakeholders of the Company.								
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?	BR Policies and its implementation are evaluated internally.								

(b) If answer to the question at serial number 1 against any principle, is "No", please explain why: (Tick upto 2 options)



SI No.	Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
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 assesses the BR, performance of the Company, within 3 months, 3-6 months, Annually, More than 1 year.

Business Responsibility performance of the Company is assessed annually.

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

The Company annually publishes its Business Responsibility Report in its Annual Report. The Business Responsibility Report and Sustainability Report can be accessed at [www.glosterjute.com](http://www.glosterjute.com).

## SECTION E: PRINCIPLE-WISE PERFORMANCE

### Principle 1 - Business 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?

The policy extends to all the employees of the Company. Members of the Board of directors and senior management of the Company abide by the Code of Conduct. Whistle Blower Policy/Vigil Mechanism is also in place, which provides opportunity to report any concern about unethical behaviour, actual or suspected fraud or violation of the code of conduct or policies. We encourage ethical behaviour as an essential part of the work culture for all our stakeholders.

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.

The Company has not received any complaints under the Vigil Mechanism / Whistle Blower Policy during the year 2021-2022. During the financial year 2021-2022, the Company had received 3 complaints from shareholders relating to Share Certificate and Annual Report all of which were satisfactorily resolved by the management.

### Principle 2 - Business should provide goods and services that are safe and contribute to sustainability throughout their life cycle

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

All jute products manufactured by the Company are environment friendly, natural and bio-degradable. With growing environment-consciousness, jute is regaining its status as a preferred packaging material on one hand and finding application in value-added segments like technical textile and lifestyle products, on the other. Adequate measures are taken for conservation of energy and minimization of wastage in the manufacturing process.

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?

Company has taken several measures to conserve energy such as installation of multi-fuel boilers using jute process waste as fuel for boilers thereby reducing carbon foot print, installation of electrostatic precipitator for boiler, installation of Voltaic Solar Panel System on the rooftop to tap abundant solar energy, energy efficient motors etc. Installed dust suppression & humidification system for providing better working environment at the shop floor.



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

The Company is continuously modernizing and upgrading its machines and equipments to reduce energy consumption. The Company has installed effluent treatment plant having re-cycling system for the effluents. The processing system therefore does not release any type of effluents to drains / streams etc.

**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.**

Raw Jute the basic raw material used by the company is a agricultural crop. The manufacturing unit of the company is located in the state of West Bengal which has the highest area under jute cultivation in India. Raw jute is transported through roadways and stocks are maintained in a sustainable manner. The raw materials are available throughout the year.

**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?**

The Company mostly procure raw material from local dealers and suppliers. The minimum support price (MSP) of raw jute is regulated by the Government.

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

The Company believes in reducing waste and recycles waste materials to the maximum possible extent. The products of the company such as jute bags are used multiple times by the ultimate end users.

**Principle 3 - Business should promote the wellbeing of all employees**

**1. Please indicate the Total number of employees – 3,948**

**2. Please indicate the Total number of employees hired on temporary/contractual/casual basis – 1,068**

**3. Please indicate the Number of permanent women employees – 17**

**4. Please indicate the Number of permanent employees with disabilities – 29**

**5. Do you have an employee association that is recognized by management.**

There is Industry wide Jute Trade Unions. A committee having representatives of these Unions which represent all the employees of our organisation.

**6. What percentage of your permanent employees is members of this recognized employee association?**

There is no such survey done but all the employees are associated with Central Jute Trade Unions. The representatives of these Central Jute Trade Unions represent the employees of our Company.

**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.**

Sl 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	Not Applicable
2	Sexual harassment	Nil	Not Applicable
3	Discriminatory employment	Nil	Not Applicable

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

(a) Permanent Employees –	16%
(b) Permanent Women Employees –	
(c) Casual/Temporary/Contractual Employees -	
(d) Employees with Disabilities -	

**Principle 4 - Business should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalised.**

**1. Has the company mapped its internal and external stakeholders? Yes/No**

Yes

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

Yes, the Company has identified disadvantaged, vulnerable & marginalized stakeholders

**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.**

The Company runs a school, provides mid day meal, distributes free ration, carries out sanitisation activities, supports local organizations for carrying out medical support camps in the vicinity of its plant premises

**Principle 5 - Business should respect and promote Human Rights.**

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

The policy covers all the employees of the Company. The Company believes in equality and awareness about human rights is promoted within the organization and beyond the workplace. Whistle Blower Policy/Vigil Mechanism is also in place.

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

None

**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 Policy covers only the company.

**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.**

No.

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

Yes

**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 the Company does not have any project related to clean development mechanism.

**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.**

Yes. Company has taken several measures to conserve energy such Installed energy efficient motors, AC variable drive in place of direct drive, Installed Energy efficient machines, looms and compressors , replaced 40 watt lights with energy efficient LED lights, LED Flood lights in place of MHFL

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

Yes, the emission/waste generated by the Company during the financial year 2021-2022 are within the permissible limits of Central Pollution Control Board/ State Pollution Control Board.

**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**

None

### 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:**

- a. Indian Jute Mills Association
- b. Indian Jute Industries Research Association
- c. Federation of Indian Exporters Organisation
- d. The South India Textile Research Association (SITRA)
- e. Confederation of India Industry (CII)
- f. India Chamber of Commerce (ICC)
- g. The Bengal Chamber of Commerce & Industry
- h. Indo German Chamber of Commerce
- i. Indo American Chamber of Commerce

**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)

The Company promotes use of eco-friendly, bio degradable jute goods for environmental sustainability.

### 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 thereof.**

The Company has a CSR policy.

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

Programmes/projects are undertaken by the Company itself and through external NGO & government structures.

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

The CSR committee analyses the activities / projects to be undertaken and monitors the same.

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

The details for the same are available in CSR report which forms part of this Annual 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 committee ensures that the projects / activities are implemented in the best possible manner so as to deliver the benefits of the same to the society.

### Principle 9 - Business should engage with and provide value to their customers in a responsive manner

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

None

**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)**

Yes. We also provide all informations as are asked by individual Customer on each bale / roll / packet of the products.

**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.**

None

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

Yes. These can be seen in our Sustainability Report.



## REPORT ON CORPORATE GOVERNANCE

### 1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company's philosophy on Corporate Governance envisages accountability, responsibility and transparency in the conduct of the Company's business and affairs. The Company firmly believes that Corporate Governance is a powerful tool to serve the long term growth of the Company and it continues to give priority to the principles and practice of Corporate Governance. The Company lays great emphasis on the broad principles of Corporate Governance and views corporate governance in its widest sense, almost like trusteeship. The Company's philosophy on corporate governance is to enhance the long-term economic value of the company, sustainable return to its stakeholders i.e. the society at large, by adopting best corporate practices in fair and transparent manner and by

aligning interest of the company with that of its shareholders/ other key stakeholders. Corporate governance is not merely compliance and not simply creating checks and balances, it is an ongoing measure of superior delivery of company's objects with a view to translate opportunities into reality.

### 2. BOARD OF DIRECTORS

#### COMPOSITION AND CATEGORY

The Board of Directors of the Company have an optimum combination of Executive, Non-Executive and Independent Directors having requisite knowledge and expertise in business & industry, corporate finance, taxation, legal matters, risk management and marketing.

Composition of the Board as on 31st March 2022 is given below:

Category	Number of Directors	Percentage to total number of Directors
Executive Directors	2	25
Non-Executive Independent Directors	4	50
Other Non-Executive Directors	2	25
Total	8	100

The composition of the Board is in compliance with the provisions of The Companies Act, 2013 (the Act) and the SEBI (LODR) Regulations, 2015.

The names and category of the Directors on the Board, the number of Directorships and Committee memberships / Chairmanships held by them in other Companies during the year ended 31st March 2022 are given below:

Name of Director	Category of Directorship	Directorship in Other Companies <sup>#</sup>	No. of Board Committees (other than Gloster Ltd) in which Chairman / Chairperson/Member		Shareholding as at 31.03.2022
			Chairman/ Chairperson <sup>§</sup>	Member @	
Sri Hemant Bangur (DIN: 00040903)	Promoter Executive Director (Chairman)	9	1	3	3,76,139
Smt Pushpa Devi Bangur(DIN: 00695640)	Promoter Non-Executive Director	2	-	2	7,89,636
Sri Dharam Chand Baheti(DIN: 00040953)	Non-Promoter Managing Director	6	Nil	Nil	386
Sri Satyendra Nath Bhattacharya (DIN: 06758088)	Independent Non-Executive	Nil	Nil	Nil	Nil
Dr. Prabir Ray (DIN: 00698779)	Independent Non-Executive	Nil	Nil	Nil	Nil
Sri Rohit Bihani (DIN: 00179927)	Independent Non-Executive	Nil	Nil	Nil	Nil
Ms. Ishani Ray (DIN: 08800793)	Independent Non-Executive	Nil	Nil	Nil	Nil
Ms. Priti Panwar (DIN: 08072073)	Non-Executive	1	Nil	Nil	Nil

<sup>#</sup>Other Directorships do not include Directorships of private limited companies, section 8 companies and foreign companies and Alternate Directorships.

\$Only membership of Audit Committee and Stakeholders Relationship Committee is considered.

@Member includes Chairman/Chairperson

None of the Directors hold directorship in more than 20 Companies.

None of the Directors hold directorship in more than 10 public companies.

None of the Directors on the Board is a member of more than 10 Committees and Chairman of more than 5 Committees across all companies in which they are Directors.

No Director is related to any other Director on the Board in terms of the definition of Relative given under section 2(77) of the Companies Act, 2013 except Smt. Pushpa Devi Bangur & Sri Hemant Bangur.

The Directors of the Company do not serve as Independent Directors in more than 7 listed Companies.

Smt. Pushpa Devi Bangur is mother of Sri Hemant Bangur. Except for this there is no other pecuniary relationship or transactions of the Non-Executive Directors vis-a-vis the Company and inter-se among themselves.

All the Directors have made the requisite disclosures regarding Committee positions held by them in other companies.

Particulars about Directors retiring by rotation and eligible for re-appointment and seeking re-appointment are annexed to the Notice.

**Details of directorship of aforesaid Directors in other listed entities and their category of directorship are given below:**

Name of the Director	Name of the listed company	Category
Sri Hemant Bangur	1. Joonktollee Tea & Industries Ltd. 2. The Cochin Malabar Estates & Industries Ltd. 3. The Phosphate Company Ltd.	Non-Executive & Non-Independent
Smt. Pushpa Devi Bangur	1. Port Shipping Co. Ltd.	Non-Executive & Non-Independent

## INDEPENDENT DIRECTORS

In terms of the provisions of Section 149 of the Companies Act, 2013 and Rules framed thereunder and Listing Regulations, the Independent Directors of the Company are appointed for not more than two terms of maximum of five years each and shall not be liable to retire by rotation.

The Non-Executive Independent Directors fulfill the conditions of Independence specified in Section 149 of the Companies Act, 2013 and Regulation 16(b) of the Listing Regulation and are independent of the management. A formal letter of appointment to Independent Director as provided in Companies Act, 2013 and the Listing Regulation is issued and disclosed on website of the Company and can be accessed at <https://www.glosterjute.com/independentdirectors>.

An Independent Director inducted on the Board is briefed about the Company's culture and are also introduced to the organization structure, Board procedures and business strategy. No Independent Director has resigned from the Board during the year.

As stipulated by the Code of Independent Directors under the Companies Act, 2013 and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, a separate meeting of the Independent Directors of the Company was held on 1st February, 2022 to review the performance of Non-Independent

Directors (including the Chairman) and the Board as whole. The Independent Directors also reviewed the quality, content and timeliness of the flow of information between the Management and the Board and its Committees which is necessary to effectively and reasonably perform and discharge their duties.

## BOARD PROCEDURE

The Board meets at least once a quarter to review the quarterly business and the financial performance of the company. The yearly calendar of the meetings is finalized before the beginning of the year and additional meetings are held whenever necessary. The Board Meetings are generally scheduled well in advance and the notice of each Board Meeting is given in writing to each Director. The Board papers, comprising the agenda backed by comprehensive background information are circulated to the Directors in advance and in exceptional cases, the same is tabled at the Board Meeting. The Board is also free to recommend the inclusion of any matter for discussion in consultation with the Chairman. The Audit Committee and the Board periodically reviews the status of the compliances with the applicable laws.

The Company provides the information as set out in Regulation 17 read with Part A of Schedule II of Listing Regulation to the Board and the Board Committees to the extent it is applicable and relevant. Such information is submitted either as part of the agenda papers in advance of the respective meetings or by way of presentations and discussions during the meeting.





To enable the Board to discharge its responsibilities effectively, the members of the Board are briefed at every Board Meeting, on the overall performance of the Company.

The Board's function is not limited to matters requiring statutorily the Board's approval. The Board is involved in all the important decisions relating to the company including policy matters, strategic business plans, new avenues of investment and expansion, compliance with statutory/regulatory requirements, major accounting provisions and write-offs are considered by the Board.

The Minutes of the Board Meetings are circulated to all Directors and are signed at subsequent Meeting.

The Minutes of Audit Committee and other Committees of the Board are regularly placed before the Board. The Minutes of the Board Meetings of the subsidiary companies are also regularly placed before the Board.

#### ATTENDANCE OF EACH DIRECTOR AT THE BOARD MEETINGS AND THE LAST ANNUAL GENERAL MEETING

During the financial year ended 31st March, 2022, 5 (five) Board Meetings were held on 12th June 2021, 13th August 2021, 7th October 2021, 30th October 2021 and 3rd February 2022. The maximum time interval between any two meetings was within the maximum time allowed pursuant to the Companies Act, 2013 and SEBI Regulations. The attendance of each Director at Board Meetings and the last Annual General Meeting (AGM) is as under:

Name of the Director	No. of Board Meetings attended	Attendance at last AGM held on 31st August, 2021
Sri Hemant Bangur	5	Yes
Smt. Pushpa Devi Bangur	4	Yes
Sri Dharam Chand Baheti	5	Yes
Sri Satyendra Nath Bhattacharya	5	Yes
Dr Prabir Ray	5	Yes
Sri Rohit Bihani	3	Yes
Ms. Ishani Ray	5	Yes
Ms. Priti Panwar	3	Yes

#### PERFORMANCE EVALUATION CRITERIA FOR INDEPENDENT DIRECTORS

The Board Evaluation policy provides a framework and set standards for the evaluation of the Board as a whole, its committees and individual directors.

Following are the major criteria applied for performance evaluation of the Independent Directors:

- I. Professional qualification & experience
- II. Level of integrity & confidentiality
- III. Availability for meetings and preparedness
- IV. Understanding of governance, regulatory, legal, financial, fiduciary, ethical requirements.
- V. Knowledge of the Company's key activities, financial condition and key developments
- VI. Contributions to strategic planning process and value addition to the Company
- VII. Ability to work as a team
- VIII. Independence & conflict of interest
- IX. Adherence to ethical standards & code of conduct
- X. Voicing of opinion freely and independently

#### FAMILIARISATION PROGRAMME

The Independent Directors have been familiarized with the nature of operations of the Company & the industry in which it operates, business model of the Company. The details of familiarization programme have been posted in the website of the Company and can be accessed at-<https://www.glosterjute.com/policies>.

The skills / expertise / competence of the Board of Directors identified by Board of Directors as required for the Company can be broadly categorized as follows:

- Knowledge of Industry
- Financial Experience
- Risk Management
- Effective Leadership
- Corporate Sustainability & Responsibility
- Innovation Research & Development

The Board is skill based comprising of Directors who collectively have the skills, knowledge and competencies to effectively govern and direct the organization.

The skills, knowledge and competencies required on the Board will change as the organization evolves.

### MATRIX HIGHLIGHTING CORE SKILLS/EXPERTISE/COMPETENCE OF THE BOARD OF DIRECTORS

The Board of Directors have identified the following skills / expertise / competency required for the Company and the availability of such skills with the Board of Directors:

Area of core skill / expertise / competence	Name of Director having such core skill / expertise / competence
Leadership	All Directors
Manufacturing & Plant Operations	Sri Hemant Bangur, Sri D.C. Baheti, Sri Prabir Ray
Jute Industry	Sri Hemant Bangur, Sri D.C. Baheti, Sri Prabir Ray
Financial Management, Accounting and Compliances	All Directors
Innovation, Research and Development	Sri D.C. Baheti, Sri Prabir Ray
Strategic Planning including Risk Management	All Directors

### 3. AUDIT COMMITTEE COMPOSITION

The Audit Committee comprises of 4 Non-Executive Independent Directors, and one Executive Director. The composition, quorum, powers, role and scope are in accordance with Section 177 of the Companies Act, 2013 and the provisions of Regulation 18 of the Listing Regulation. All the members of the committee are well versed with finance & accounts, legal matters, company law, corporate affairs and general business practices.

The composition of the Committee is as follows:

Name of the Director	Position	Category
Ms. Ishani Ray	Chairperson	Independent, Non-Executive
Sri S.N. Bhattacharya	Member	Independent, Non-Executive
Sri Prabir Ray	Member	Independent, Non-Executive
Sri Rohit Bihani	Member	Independent, Non-Executive
Sri Hemant Bangur	Member	Promoter, Executive

The Company Secretary acts as a Secretary to the Committee.

The Chairperson of the Audit Committee is an Independent Director.

The Committee is empowered, pursuant to its terms of reference, inter-alia to:

- investigate any activity within its terms of reference or referred to it by the Board
- seek information from any employee
- obtain outside legal or other professional advice
- secure attendance of outsiders with relevant expertise, if it considers necessary
- have full access to information contained in the records of the Company

The Minutes of the Audit Committee Meetings are noted by the Board of Directors at the subsequent Board Meetings.

### BROAD TERMS OF REFERENCE

The Audit Committee assists the Board in discharging its responsibilities regarding compliance with legal and regulatory requirements, the quality and integrity of the accounting, auditing, reporting practices & financial disclosures of the company and broadly performs the following functions:

- a) Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- b) Recommending to the Board the appointment, remuneration, and terms of appointment of auditors of the company.
- c) Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
- d) Reviewing, with the management, the annual financial statements and auditors' report thereon before submission to the Board for approval, with particular reference to:



- Matters required to be included in the Directors' Responsibility Statement to be included in the Board's report in terms of clause ( c ) of sub-section 3 of section 134 of the Companies Act, 2013.
- Changes if any, in accounting policies and practices and reasons for the same.
- Major accounting entries involving estimates based on the exercise of judgement by management.
- Significant adjustments made in the financial statements arising out of audit findings.
- Compliance with listing and other legal requirements relating to financial statements.
- Disclosure of any related party transactions.
- Qualifications in the draft audit report.
- e) Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
- f) Reviewing with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency, monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
- g) Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- h) Approval or any subsequent modification of transactions of the Company with related parties;
- i) Scrutiny of inter-corporate loans and investments;
- j) Valuation of undertakings or assets of the Company, wherever it is necessary;
- k) Evaluation of internal financial controls and risk management systems;
- l) Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- m) Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- n) Discussion with internal auditors of any significant findings and follow up there on;
- o) Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
- p) Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- q) To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- r) To review the function of the Whistle Blower mechanism;
- s) Approval of appointment of CFO (i.e. the Wholetime Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate;
- t) To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.

The Audit Committee also reviews the following :

- Management discussion and analysis of financial condition and result of operations;
- Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
- Management letters / letters of internal control weaknesses issued by the Statutory Auditors;
- Internal audit reports relating to internal control weaknesses;
- The appointment, removal and terms of remuneration of the Internal Auditor shall be subject to review by the Audit Committee; and
- Statement of deviations, if any

#### MEETINGS AND ATTENDANCE

During the financial year ended 31st March, 2022, four Audit Committee Meetings were held on 12th June 2021, 13th August 2021, 30th October 2021 and 3rd February 2022. The maximum time interval between any two meetings was within the maximum time allowed pursuant to the Companies Act, 2013 and SEBI Regulations. The Audit Committee also met prior to the finalization of accounts for the year ended 31st March, 2022.

The attendance at the Audit Committee Meetings during the financial year ended 31st March, 2022 is as under:

Name of the Director	No. of meetings attended
Ms. Ishani Ray	4
Sri S.N. Bhattacharya	4
Sri Prabir Ray	4
Sri Rohit Bihani	2
Sri Hemant Bangur	4

The Company Secretary was present at all the above meetings.

## INTERNAL AUDITORS

The Company has appointed M/s. R B S C Chartered Accountants as Internal Auditors to review the internal control systems of the Company and to report thereon. The report of the Internal Auditors is reviewed by the Audit Committee.

## 4. NOMINATION AND REMUNERATION COMMITTEE

### COMPOSITION

The Nomination & Remuneration Committee comprised of three Non-Executive Independent Directors, and one Executive Director. The composition of the Committee is as follows:

Name of the Director	Position	Category
Sri Prabir Ray	Chairman	Independent, Non-Executive
Sri S.N. Bhattacharya	Member	Independent, Non-Executive
Sri Rohit Bihani	Member	Independent, Non-Executive
Sri Hemant Bangur	Member	Promoter, Executive

The Composition of Nomination & Remuneration Committee is pursuant to the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of Listing Regulation.

The Company Secretary acts as a Secretary to the Committee.

### BROAD TERMS OF REFERENCE

The Terms of Reference of Nomination & Remuneration Committee inter-alia includes following:

- Reviewing the overall compensation policy, service agreements and other employment conditions including Annual increments and Commission of Whole-time Directors & Managing Directors
- Approving the minimum remuneration payable to Whole-time Directors & Managing Directors in accordance with Schedule V of the Companies Act, 2013, in the event of loss or inadequacy of profits
- Formulating the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board their appointment, removal & a policy, relating to the remuneration of the Directors, Key Managerial personnel and other employees and evaluating every Director's performance
- Formulating the criteria for evaluation of Independent Directors and the Board
- Identifying persons who can be appointed as Directors, Key/Senior Managerial personnel & recommend to the Board their appointment & removal
- Devising a policy for Board diversity
- To carry out any other function as is mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification, as may be applicable

### MEETINGS AND ATTENDANCE

During the financial year ended 31st March, 2022, two Nomination and Remuneration Committee Meetings were held on 12th June 2021 and 3rd February 2022.

The attendance at the Nomination and Remuneration Committee Meetings during the financial year ended 31st March, 2022 is as under:

Name of the Director	No. of meetings attended
Sri Prabir Ray	2
Sri S.N. Bhattacharya	2
Sri Rohit Bihani	1
Sri Hemant Bangur	2

The Company Secretary was present at all the above meetings.

### NOMINATION & REMUNERATION POLICY

The Company has formulated a remuneration policy which determines the compensation structure of the Executive/Non Executive Directors. The Company's remuneration policy is in consonance with the existing industry practice and aims at attracting and retaining high calibre talent.

The policy is provided in annexure to the Board's Report and is available on the website of the Company at <https://www.glosterjute.com/policies>.

#### A. Remuneration to Non-Executive Directors

The Non-Executive Directors are paid remuneration by way of Commission and Sitting fees. Non-Executive Directors are paid sitting fees - ₹ 20,000 for each meeting of the Board and ₹ 10,000 for each Committee meeting thereof. The Board of Directors decides the aggregate amount of commission for each year.

#### B. Remuneration to Whole-time Directors / Managing Directors

The Whole-time Directors & Managing Directors are appointed by the Board at such remuneration as recommended by Nomination & Remuneration Committee and approved by the Board subject to approval of the Shareholders in a General Meeting. The remuneration package of Whole-time Directors & Managing Directors comprises of salary, perquisites and allowances, commission and contributions to Provident and other Funds as approved by the shareholders at General Meetings. Annual increments are recommended by the Nomination & Remuneration Committee and approved by the Board.

**DETAILS OF REMUNERATION TO ALL THE DIRECTORS FOR THE YEAR ENDED 31ST MARCH, 2022****NON-EXECUTIVE DIRECTORS**

Name of the Director	Sitting Fees (₹)	Commission (₹)
Smt. Pushpa Devi Bangur	80,000	7,00,000
Sri S.N. Bhattacharya	2,00,000	7,00,000
Dr Prabir Ray	2,00,000	7,00,000
Ms. Ishani Ray	1,40,000	7,00,000
Sri Rohit Bihani	90,000	7,00,000
Ms. Priti Panwar#	80,000	7,00,000

# Amount paid/ payable to LIC of India

**WHOLE-TIME DIRECTORS**

Name of the Director	Salary & Benefits (₹)	Commission (₹)	Service Contract	Notice Period	Severance Fees (₹)
Sri Hemant Bangur, Executive Chairman	1,62,49,000	3,00,00,000	3 years w.e.f. 01.04.2021	3 months	Nil
Sri Dharam Chand Baheti, Managing Director	2,68,13,000	3,00,00,000	5 Years w.e.f. 01.04.2018	3 months	Nil

The company has not issued any stock options.

**Relationship of Non-Executive Directors with the Company and inter-se:**

Smt. Pushpa Devi Bangur is mother of Sri Hemant Bangur. Except for this and commission and sitting fees paid / payable to her for attending the Board and Committee meetings there is no other pecuniary relationship or transactions of the Non-Executive Directors vis-a-vis the Company and among inter-se themselves.

**5. STAKEHOLDERS RELATIONSHIP COMMITTEE****COMPOSITION**

The Stakeholders Relationship Committee comprises of two Non-Executive Independent Directors, one Non-executive Director and one Executive Director.

The composition of the Committee is as follows:

Name of the Director	Position	Category
Sri S.N. Bhattacharya	Chairman	Independent, Non-Executive
Sri Prabir Ray	Member	Independent, Non-Executive
Ms. Priti Panwar	Member	Non-Executive
Sri Hemant Bangur	Member	Promoter, Executive

The Company Secretary acts as a Secretary to the Committee.

**BROAD TERMS OF REFERENCE**

The terms of reference of the Stakeholders Relationship Committee inter alia includes following:

- transfer/transmission/transposition of shares;
- consolidation/splitting of folios;
- issue of share certificates for lost, sub-divided, consolidated, rematerialised, defaced, etc;
- review of shares dematerialised and all other related matters;
- investors'grievances and redressal mechanism and recommend measures to improve the level of investor services.
- over seeing performance of the Company's Registrars and Share Transfer Agents.
- carrying out any other function as is referred by the Board from time to time or enforced by any statutory notification / amendment or modification as may be applicable.

The Committee has delegated its functions to its Registrar & Share Transfer Agents, M/s. Maheshwari Datamatics Pvt Ltd to redress shareholders grievances and provide a periodical report to the said committee at every meeting about the grievances received, solved and pending in addition to their existing functions as follows: -

- to approve share transfers;
- to issue duplicate shares against lost or mutilated share certificates;
- to issue shares against consolidation and sub-division;
- to send a summary of complaints redressed on fortnightly basis;
- to send periodical report on transfers & transmission processed, duplicate share certificates issued.

Share transfer formalities are done within the stipulated time period by the Registrars, M/s. Maheshwari Datamatics Pvt. Ltd. The



Compliance Officer is authorised to give effect to share transfers as approved by the Registrars & Share Transfer Agents.

The Share Department of the company and the Registrar and Share Transfer Agents, M/s. Maheshwari Datamatics Pvt. Ltd. attend to all grievances of the shareholders and investors received directly or through SEBI including SEBI Complaints Redress System (SCORES), Stock Exchanges, Department of Company Affairs, Registrar of Companies etc.

The Minutes of the Stakeholders Relationship Committee are noted by the Board of Directors at the Board Meetings.

Continuous efforts are made to ensure that grievances are more expeditiously redressed to the complete satisfaction of the investors. Shareholders are requested to furnish their telephone numbers and e-mail addresses to facilitate prompt action.

#### MEETING AND ATTENDANCE

During the financial year ended 31st March, 2022, four Stakeholders Relationship Committee Meetings were held on 12th June 2021, 13th August 2021, 30th October 2021 and 3rd February 2022.

The attendance of the Stakeholders Relationship Committee meetings during the financial year ended 31st March, 2022 is as under:

Name of the Director	No. of meetings attended
Sri Prabir Ray	4
Sri S.N. Bhattacharya	4
Ms. Priti Panwar	2
Sri Hemant Bangur	4

#### DETAILS OF SHAREHOLDERS' COMPLAINTS RECEIVED, NOT SOLVED AND PENDING SHARE TRANSFERS

The total number of complaints received during the year ended 31st March, 2022 was 3 and the same were replied to the satisfaction of the shareholder. There were no complaints outstanding as on 31st March, 2022.

The number of share transfers and requests for dematerialization pending as on 31st March, 2022 were Nil.

#### Name, Designation & Address of the Compliance Officer:

Sri Ajay Kumar Agarwal, Company Secretary

Gloster Limited

21, Strand Road

Kolkata-700001

Telephone 033-22309601(4 lines)

E-mail id – shares@glosterjute.com

Shareholders'/ Investors' complaints and other correspondence are attended to within the stipulated time period except where constrained by disputes or legal impediments.

#### CORPORATE SOCIAL RESPONSIBILITY (CSR)

Pursuant to Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board of Directors of your Company has constituted a CSR Committee and has simultaneously approved and adopted a CSR policy based on the recommendations of the CSR Committee.

The CSR Committee's composition is as below :

Name of the Director	Category
Smt. Pushpa Devi Bangur, Chairperson	Promoter Non-Executive
Sri Dharam Chand Baheti	Managing Director
Sri Rohit Bihani	Independent Director
Ms. Priti Panwar	Non-Executive Director

During the financial year ended 31st March 2022 a CSR Committee meeting was held on 12th June 2021.

The attendance at the CSR Committee meeting during the financial year ended 31st March 2022 is as under:

Name of the Director	No. of meetings attended
Smt. Pushpa Devi Bangur	1
Sri Dharam Chand Baheti	1
Sri Rohit Bihani	1
Ms. Priti Panwar	1

#### 6. SUBSIDIARY COMPANIES

The Company does not have any material Subsidiary Company as defined under Listing Regulation.

The Company has formulated the Policy for determining material subsidiaries which is uploaded on the website of the Company and can be accessed at <https://www.glosterjute.com/policies>.

#### 7. Risk Management

The Company has a Risk Management Policy to strengthen its financial position, safeguarding interest of stakeholders and enhancing its ability to continue as a going concern and maintain a sustainable growth.

## 8. GENERAL BODY MEETINGS

### A. Location and time, where last three Annual General Meetings (AGM) were held is given below:

Financial Year	Day, Date & Time	Venue of the Meeting	Special resolution passed
2018-2019	Tuesday 13th August 2019 at 11.00 A.M.	Shripati Singhania Hall, Rotary Sadan, 94/2, Chowringhee Road, Kolkata – 700020	None
2019-2020	Saturday 26th September, 2020 at 3.00 P.M.	Video Conferencing (VC)/Other Audio Visual Means (OAVM) Deemed Venue: 21 Strand Road, Kolkata 700001	<ul style="list-style-type: none"> <li>• Payment of Remuneration to Sri Hemant Bangur for the period 01.04.2019 to 31.03.2021</li> <li>• Payment of Remuneration to Sri Dharam Chand Baheti for the period 01.04.2019 to 31.03.2022</li> <li>• Approval and Ratification for Inter Corporate Loans under section 185 of The Companies Act, 2013</li> </ul>
2020-2021	Tuesday 31st August 2021 at 11.00 A.M.	Video Conferencing (VC)/Other Audio Visual Means (OAVM) Deemed Venue: 21 Strand Road, Kolkata 700001	<ul style="list-style-type: none"> <li>• Re-appointment of Sri Hemant Bangur as Executive Chairman for the period 01.04.2021 to 31.03.2024</li> </ul>

### B. Passing of Resolutions by Postal Ballot

During the year under review no Special Resolution has been passed through postal ballot process. No resolution requiring postal ballot is being proposed at the ensuing Annual General Meeting.

## 9. CODE OF CONDUCT

The Board of Directors has adopted the Code of Conduct and Ethics for Directors and Senior Management. The said Code has been communicated to the Directors and the members of the Senior Management. The Code has also been displayed on the Company's website-[www.glosterjute.com](http://www.glosterjute.com). All the members of the Board and the senior management personnel have affirmed compliance with the Code for the year ended 31st March, 2022 and a declaration to this effect signed by Sri Dharam Chand Baheti, Managing Director forms part of this report.

## 10. CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING

In compliance with the Securities & Exchange Board of India (Prevention of Insider Trading) Regulations, 2015, the Company has adopted a "Code of Practices for Fair Disclosure" and "Code of Conduct for Insider Trading" for prevention of Insider Trading by Company insiders.

## 11. DISCLOSURES

**a. Related party transaction:** All transactions entered into with the Related Parties as defined under the Companies Act, 2013 and Regulation 23 of the Listing Regulation during the financial year were in the ordinary course of business and on arm's length basis and do not attract the provisions of Section 188 of the Companies Act, 2013. There were no materially significant transactions with Related Parties during the financial year. Transactions with related parties as per requirements of Indian Accounting Standard are disclosed in Note No.36 to the Standalone Financial Statements in the Annual Report.

A statement in summary form of transactions with Related Parties in ordinary course of business and arm's length basis is periodically placed before the Audit committee for review and recommendation to the Board for their approval. As required under Regulation 23(1) of the Listing Regulation, the Company has formulated a policy on dealing with Related Party Transactions.

The policy on Related Party Transactions has been uploaded on the website of the Company and can be accessed at <https://www.glosterjute.com/policies>.

- b. Statutory Compliance, Penalties and Strictures:** There has been no instance of non-compliance by the Company on any matter related to capital markets during the last three financial years and no penalties or strictures have been imposed on the Company by the Stock Exchanges or Securities and Exchange Board of India or any other statutory authority in this regard.
- c. Whistle blower policy:** Pursuant to Section 177(9) and (10) of the Companies Act, 2013, and Regulation 22 of the Listing Regulation, the Company has formulated Whistle Blower Policy for vigil mechanism of Directors and employees to report to the management about the unethical behavior, fraud or violation of Company's Code of Conduct any other point of concern. The policy has been uploaded in the website of the Company and can be accessed at <https://www.glosterjute.com/policies>. No personnel has been denied access to the Audit Committee.
- d. Compliance of mandatory requirements:** The Company has complied with Corporate Governance requirements specified in Regulation 17 to 27 and clause (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and Para C of Schedule V of the Listing Regulations. The Company has

complied with all applicable mandatory requirements of the Listing Regulations during the financial year 2021-22. Quarterly compliance report on Corporate Governance, in the prescribed format, duly signed by the compliance officer is submitted regularly with the Stock Exchanges where the shares of the Company are listed.

- e. **Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:** The Company has adopted sexual harassment policy and has established necessary mechanism for protection of women from sexual harassment at work place. No complaints were received during the financial year.
- f. **Accounting Treatment in preparation of Financial Statement:** The financial statements for the year 2021-2022 have been prepared in accordance with Indian Accounting Standards (Ind AS) specified under Section 133 of the Act.
- g. **Acceptance of Recommendations of Committees by the Board of Directors:** The Board has accepted all the recommendation of the committees of the board which is mandatorily required, in the relevant financial year.
- h. **Commodity price risks and commodity hedging activities:** The Company is exposed to the foreign exchange risk for import of raw material, stores & Capital Goods and export of finished goods and engages in foreign currency hedging with Banks / Stock Exchanges by way of currency forward contracts and currency futures in order to protect its foreign currency exposure from exchange fluctuations.
- i. **Fees paid/ payable to Statutory Auditors:** Total fees for all services paid by the Company on a consolidated basis to the statutory auditor and all entities on the network / firm / network entity of which statutory auditor is a part, is given in Note 30 to the Standalone Financial Statements.
- j. **Annual Secretarial Compliance Report:** In terms of the provisions of Circular No. CIR/CFD/CMD/27/2019 dated 8th February, 2019 issued by SEBI, the Company has obtained the Annual Secretarial Compliance Report for the Financial Year 31st March, 2022 confirming compliance of applicable SEBI Regulations and circulars thereunder.
- k. **Details of Utilization of funds raised through preferential allotment or qualified institutional placement:** The company has not raised any funds through preferential allotment or qualified institutional placement during the year under review.
- l. **Loans and advances to entities in which Directors are interested:** Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount: The details of loans and advances provided by the Company to firms/ companies in which directors are interested as required under Schedule V of the Listing

Regulations is given in Note No. 36 of the Standalone Financial Statements.

- m. **Certificate from Practicing Company Secretary regarding non-debarment and non-disqualification of Directors:** The Company has received declaration from all the Directors on the Board of the Company that they are not debarred or disqualified from being appointed or continuing as directors of companies by SEBI/MCA or any other such statutory authority. A certificate received from Mrs. Sweety Kapoor, Practising Company Secretary in this regard forms part of this report.
- n. **CEO/CFO Certification:** Dharam Chand Baheti, Managing Director and Ajay Kumar Agarwal, CFO have issued a certificate according to the provisions of Regulation 17(8) of the Listing Regulations certifying that the financial statements do not contain any materially untrue statement and these statements represent a true and fair view of the Company's affairs.
- o. **Disclosure of Compliance of Non-mandatory requirements as specified in Part 3 of Schedule II of Listing Regulations are as under:**
  - Non-Executive Chairman's Office: The Company has an Executive Chairman.
  - Shareholder's Rights: As the quarterly and half yearly financial performance along with significant events are published in the newspapers and are also posted on the Company's website, the same are not being sent to the shareholders separately.
  - Modified opinion in Auditors Report: Company's financial statement for the year 2021-2022 does not contain any modified audit opinion.
  - Separate posts of Chairperson and Chief Executive Officer: Company is having separate posts of Chairman designated as Executive Chairman and Chief Executive Officer designated as Managing Director.
  - Reporting of Internal Auditors: The Internal Auditors of the Company submit reports to the Audit Committee.

## 12. MEANS OF COMMUNICATION

- (i) The Unaudited quarterly/ half yearly results are announced within forty-five days of the close of the quarter or such extended time as allowed. The audited annual results are announced within sixty days from the closure of the financial year or such extended time as allowed as per the requirement of the Listing Regulation.
- (ii) The approved Unaudited quarterly/ half yearly results and Audited financial results are forthwith sent to the Stock Exchanges and are generally published in Economic Times & Ei Samay. Presently the same are not sent to the shareholders separately.



- (iii) The Company's Annual Reports, financial results and official news releases are displayed on the Company's website [www.glosterjute.com](http://www.glosterjute.com).
- (iv) No formal presentations were made to the institutional investors and analysts during the year under review.
- (v) Management Discussion and Analysis forms part of the Annual Report, which is posted to the shareholders of the Company.

- (vi) The Company has an exclusive e-mail id for Shareholders/ Investors and they may write to the Company at [shares@glosterjute.com](mailto:shares@glosterjute.com).

### 13. GENERAL SHAREHOLDER INFORMATION

Detailed information in this regard is provided in the section 'Shareholder Information' which forms part of this Annual Report.

## SHAREHOLDER INFORMATION

### REGISTERED OFFICE

21, Strand Road, Kolkata – 700 001  
CIN – L17100WB1923PLC004628  
Telephone no : +91 33-2230-9601(4 lines)

### 100th ANNUAL GENERAL MEETING

Day, Date and Time: Monday, 8th August, 2022 at 11.00 A.M.

### VENUE

The meeting shall be held through Video Conferencing/ Other Audio Video Means from the Registered office of the company situated at 21, Strand Road, Kolkata - 700001, which shall be the deemed venue of the meeting.

### FINANCIAL YEAR

1st April, 2021 to 31st March, 2022

### LISTING ON STOCK EXCHANGE

Name of and Address of Stock Exchange	Scrip Code
BSE Ltd. P J Towers, Dalal Street, Mumbai 400001	542351
The Calcutta Stock Exchange Ltd. 7, Lyons Range, Kolkata- 700001	17435

Annual Listing Fees as prescribed have been paid to BSE Ltd. and The Calcutta Stock Exchange Ltd.

Demat ISIN No. For NSDL and CDSL - INE350Z01018

### STOCK

**DEPOSITORY CONNECTIVITY :** National Securities Depository Limited  
Central Depository Services (India) Limited

### STOCK MARKET DATA:

The Equity shares of the Company are listed at BSE Ltd. and The Calcutta Stock Exchange Ltd. There were no transactions in the equity shares of the Company listed at the Calcutta Stock Exchange Ltd., Monthly high and low quotations and volume of shares traded on the BSE Ltd. are given below.

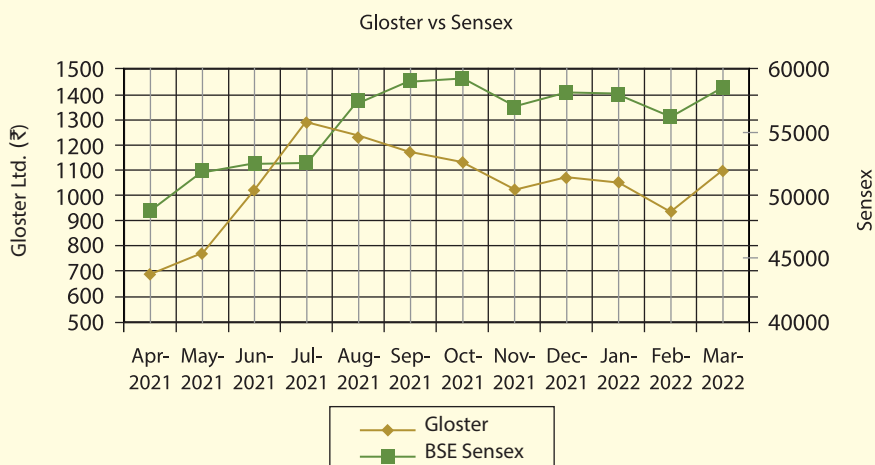
MONTH	BSE		
	HIGH (₹)	LOW (₹)	VOLUME (NO OF SHARES)
April-21	738.90	585.00	48,579
May-21	825.00	648.00	71,668
June-21	1,028.00	754.20	1,75,051
July-21	1,367.80	987.00	1,44,454
August-21	1,350.00	1,111.00	44,306
September-21	1,258.00	1,150.00	39,820
October-21	1,223.95	1,101.10	30,450
November-21	1,229.00	1,005.05	33,172
December-21	1,129.00	1,001.00	22,112
January-22	1,115.00	1,001.30	21,871
February-22	1,193.00	880.00	27,529
March-22	1,147.00	911.05	46,228



GLOSTER LIMITED

### PERFORMANCE AT BSE DURING THE FINANCIAL YEAR 2021-2022

No. of Shares traded	7,05,240
Highest Share Price (₹)	1,367.80
Lowest Share Price (₹)	585.00
Closing share price as on 31st March, 2022 (₹)	1,100.30
Market Capitalisation as on 31st March, 2022 (₹)	60,204.34 lakhs



### REGISTRAR AND SHARE TRANSFER AGENTS

**Maheshwari Datamatics Pvt. Ltd.**

23,R.N.Mukherjee Road, 5th floor,

Kolkata 700 001

Tel : +91 33 2243 5029

Fax : +91 33 2248 4787

e-mail : mdpldc@yahoo.com

### SHARE TRANSFER SYSTEM

As per Regulation 40(1) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended, Physical transfer of shares has been dispensed with and securities of listed companies can be transferred only in dematerialized form w.e.f. 1st April, 2019. Effective from 24th January, 2022, SEBI has mandated for Listed Companies to issue shares in demat form only, after processing the requests in prescribed Form ISR-4 received for issue of duplicate certificate, transmission, transposition, renewal/exchange of share certificate, endorsement, sub-division/ splitting of certificate, consolidation of certificates, claim from Unclaimed Suspense Account, etc. The RTA will after processing such requests issue a Letter of Confirmation to the concerned shareholder for submission to DP within 120 days from the date of issue of Letter of Confirmation for dematerialisation of shares.

All communications regarding share certificates, change of address, dividends, etc. should be addressed to the RTA. Transfer of shares in electronic form were processed and approved by NSDL and CDSL through their Depository Participant without the involvement of the Company.

In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. However, investors are not barred from holding shares in physical form.

As required under Regulation 40(9) of the Listing Regulations, the Company had obtained for the year under review a certificate from a Company Secretary in Practice, confirming due compliance of share transfer formalities and also filed a copy of the said certificate with the stock exchanges.

### INVESTOR GRIEVANCE REDRESSAL SYSTEM

The Investor grievances / shareholders complaints are handled by the Company's Registrars and Share Transfer Agent M/s Maheshwari Datamatics Pvt. Ltd. Kolkata, in consultation with the Secretarial department of the Company.

Periodical review meetings are held between the officials of the Registrar and Share Transfer Agents and the Company to discuss the various issues relating to share transfer and other allied matters, dematerialization of shares, Investor complaints, etc.

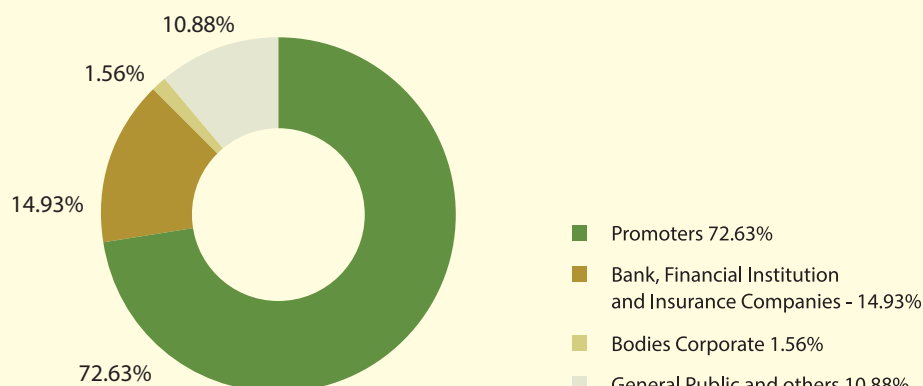


## DISTRIBUTION OF SHAREHOLDING AS ON 31ST MARCH, 2022

NO. OF EQUITY SHARES HELD	NO. OF SHAREHOLDERS	% OF SHAREHOLDERS	NO. OF SHARES HELD	% OF SHAREHOLDING
Upto 500	4,597	94.92	2,53,612	4.64
501 to 1000	113	2.33	78,905	1.44
1001 to 2000	69	1.43	99,341	1.82
2001 to 3000	22	0.45	56,971	1.04
3001 to 4000	10	0.21	34,955	0.64
4001 to 5000	5	0.10	21,782	0.40
5001 to 10000	6	0.12	49,737	0.90
10001 and above	21	0.44	48,76,327	89.12
<b>GRAND TOTAL</b>	<b>4,843</b>	<b>100.00</b>	<b>54,71,630</b>	<b>100.00</b>

## SHAREHOLDING PATTERN AS ON 31ST MARCH, 2022

	CATEGORY	NO. OF SHARES HELD	% OF SHARE CAPITAL
<b>A.</b>	<b>PROMOTER'S HOLDING</b>		
	Promoters		
	a. Indian Promoters	39,73,969	72.63
	b. Foreign Promoters	--	--
	<b>Sub-total</b>	<b>39,73,969</b>	<b>72.63</b>
<b>B.</b>	<b>NON-PROMOTER'S HOLDING</b>		
	a. Banks, Financial Institutions, Insurance Companies	8,16,735	14.93
	b. Individuals holding nominal capital upto ₹2 lakhs	5,30,624	9.70
	c. Bodies Corporate	85,433	1.56
	d. Investor Education & Protection Fund Authority	18,819	0.34
	e. Non-Resident Individual	3,330	0.06
	f. Trusts	7,011	0.13
	g. Others	35,709	0.65
	<b>Sub-total</b>	<b>14,97,661</b>	<b>27.37</b>
	<b>GRAND TOTAL</b>	<b>54,71,630</b>	<b>100.00</b>



### DEMATERIALISATION OF SHARES AND LIQUIDITY

98.12% of the equity shares of the Company have been dematerialized as on 31st March, 2022. The Company has entered into agreements with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) whereby shareholders have the option to dematerialize their shares with either of the depositories.

#### STATUS OF DEMATERIALISATION AS ON 31ST MARCH, 2022

PARTICULARS	NO. OF SHARES	% TO TOTAL CAPITAL	NO. OF ACCOUNTS
National Securities Depository Limited	37,97,180	69.40	2,522
Central Depository Services (India) Limited	15,71,784	28.72	2,197
<b>Total Dematerialised</b>	<b>53,68,964</b>	<b>98.12</b>	<b>4,719</b>
Physical	1,02,666	1.88	212
<b>Grand Total</b>	<b>54,71,630</b>	<b>100.00</b>	<b>4,931</b>

### RECONCILIATION OF SHARE CAPITAL AUDIT

As stipulated by SEBI, a qualified Practicing Company Secretary carries out the Reconciliation of Share Capital Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This Audit is carried out every quarter and the report thereon is submitted to the Stock Exchange/s. The Audit confirms that the total Listed and Paid-up Capital is in agreement with the aggregate of the total number of shares in dematerialized form (held with NSDL and CDSL) and total number of shares in physical form.

**OUTSTANDING GDRS/ADRS/WARRANTS OR ANY CONVERTIBLE INSTRUMENTS, CONVERSION DATE AND LIKELY IMPACT ON EQUITY**  
NOT APPLICABLE

### CREDIT RATING

Various bank facilities of the Company are rated by CRISIL Limited based on Basel II norms followed by the banks under the guidelines of Reserve Bank of India.

All Exsting proposed bank facilities have been reviewed and re-affirmed by CRISIL Limited and rating for long-term bank facilities is 'CRISIL A+/Stable' and for short-term facilities is 'CRISIL A1+'.

### UNCLAIMED DIVIDENDS

Dividends that are unpaid / unclaimed for a period of seven years from the date they became due for payment are required to be transferred by the Company to the Investor Education and Protection Fund (IEPF) administered by the Central Government. Given below are the dates of declaration of dividend and corresponding dates when unpaid/unclaimed dividends are due for transfer to IEPF:

Financial Year	Date of declaration of dividend	Due Date for transfer to IEPF
2014-2015	26th September, 2015	1st November, 2022
2015-2016	30th August, 2016	5th October, 2023
2016-2017	21st September, 2017	27th October, 2024
2017-2018	22nd September, 2018	28th October, 2025
2018-2019	13th August, 2019	19th September, 2026
2019-2020	26th September, 2020	1st November, 2027
2020-2021	31st August, 2021	7th October, 2028

Members who have so far not encashed their dividend warrants are requested to make their claim to the Company/RTA, well in advance of the above due dates.

As per the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended (IEPF Rules), the Company has uploaded the information in respect of the unclaimed dividends as on the date of the previous AGM, i.e., 31st August 2021 (99th AGM) on the website of IEPF viz. [www.iepf.gov.in](http://www.iepf.gov.in) and on the website of the Company at [www.glosterjute.com](http://www.glosterjute.com).

#### DETAILS PERTAINING TO SHARES HELD IN SECURITIES SUSPENSE ACCOUNT

Aggregate number of shareholders and the outstanding shares in the Unclaimed Suspense Account lying as at 1st April, 2021	Number of Shareholders who approached the Company for transfer of shares from Unclaimed Suspense Account during the year	Number of Shareholders to whom shares were transferred from Unclaimed Suspense Account during the year	Aggregate Number of Shareholders and the Outstanding Shares in the Unclaimed Suspense Account lying as at 1st April, 2022
34 shareholders holding 3,687 shares	None	None	34 shareholders holding 3,687 shares

#### Note :

The voting rights on the shares outstanding in Unclaimed Suspense Account shall remain frozen till rightful owner claims these shares.

#### TRANSFER OF SHARES TO INVESTOR EDUCATION AND PROTECTION FUND AUTHORITY

Pursuant to section 124 of the Companies Act 2013 read with rule 6 of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended from time to time, shares in respect of which dividends have not been claimed for 7 (seven) consecutive years were required to be transferred to Investor Education and Protection Fund Authority. Accordingly 18,819 equity shares of face value of ₹ 10/- each are lying in Investor Education and Protection Fund Authority.

#### CLAIM FROM IEPF AUTHORITY

Members/Claimants whose shares and unclaimed dividends have been transferred to the IEPF Authority can claim the same by making an application to the IEPF Authority in e-Form IEPF-5 (available at [www.iepf.gov.in](http://www.iepf.gov.in)) and by sending duly signed physical copy of the same to the Company at its Registered Office along with requisite documents as prescribed in the instruction kit of e-Form IEPF 5. No claims shall lie against the Company in respect of the dividends/shares so transferred. Sri Ajay Kumar Agarwal, Company Secretary is the Nodal officer for IEPF related matters.

#### NOMINATION

Individual shareholders holding shares singly or jointly in physical form can nominate a person in whose name the shares shall be transferable in case of death of the registered shareholder(s). Nomination facility in respect of shares held in electronic form is also available with the depository participants as per the bye-laws and business rules applicable to NSDL and CDSL. Nomination forms can be obtained from the Company's Registrar and Share Transfer Agents.

#### ELECTRONIC CLEARING SERVICE

The Securities and Exchange Board of India (SEBI) has made it mandatory for all companies to use the bank account details furnished by the depositories for crediting dividends through National Electronic Clearing Services (NECS) to the investors wherever NECS and bank details are available. In the absence of NECS facility, the Company is required to print the bank account details on the dividend warrants. This ensures that the dividend warrants, even if lost or stolen, cannot be used for any purpose other than for depositing the money in the accounts specified on the dividend warrants and ensures safety for the investors. However, members who wish to receive dividend in an account other than the one specified while opening the Depository Account, may notify their DPs about any change in the Bank Account details.

#### PLANT LOCATION

P.O Fort Gloster  
Bauria, Howrah-711310  
West Bengal



GLOSTER LIMITED

## ADDRESS FOR CORRESPONDENCE

Registrar & Share Transfer Agents	Registered Office
<p>Maheshwari Datamatics Pvt. Ltd. 23,R.N.Mukherjee Road, 5th floor Kolkata 700 001. Tel : +91 33 2243 5029 Fax : +91 33 2248 4787 e-mail : mdpldc@yahoo.com</p>	<p>The Company Secretary Gloster Limited 21, Strand Road, Kolkata-700 001 Tel :- +91 33 2230 9601 (4 lines) Fax : --+91 33 2210 6167, 2231 4222 E-mail : - info@glosterjute.com shares@glosterjute.com</p>

### CERTIFICATE OF COMPLIANCE WITH CODE OF CONDUCT

#### ANNUAL DECLARATION UNDER REGULATION 34(3) READ WITH PART D OF SCHEDULE II OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

I declare that in terms of Schedule V under Regulation 34(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 the Company has received affirmation of Compliance with Code of Conduct from all Board Members and Senior Management Personnel of the Company for the financial year ended 31st March, 2022.

Place : Kolkata  
Date : 12.05.2022

For Gloster Limited  
**Dharam Chand Baheti**  
Managing Director

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

**(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)**

To  
The Members of  
Gloster Limited

21, Strand Road, Kolkata-700001

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of M/s. Gloster Limited (hereinafter referred to as 'the Company') having CIN: L17100WB1923PLC004628 and registered office at 21, Strand Road, Kolkata-700 001, produced before me by the Company for the purpose of issuing this certificate, in accordance with Regulation 34(3) read with Schedule V Para – C Sub clause 10 (i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications [including Director Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)] as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ending on 31st March, 2022 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

SL. NO.	DIN	Name of the Director	Date of appointment in Company
1	00040903	HEMANT BANGUR	28/02/2018
2	00040953	DHARAM CHAND BAHETI	28/02/2018
3	00179927	ROHIT BIHANI	21/07/2020
4	00695640	PUSHPA DEVI BANGUR	18/08/2015
5	00698779	PRABIR RAY	17/04/2018
6	06758088	SATYENDRA NATH BHATTACHARYA	27/03/2018
7	08072073	PRITI PANWAR	21/07/2020
8	08800793	ISHANI RAY	21/07/2020

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

Place : Kolkata  
Date : 12.05.2022

**Sweety Kapoor**  
Practising Company Secretary  
Membership No. FCS 6410, CP No.5738  
UIN: I2003WB399800  
PRCN: 660/2020  
UDIN: F006410D000306754



## CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE

To

The Members of Gloster Limited

21, Strand Road, Kolkata-70001

I have examined the compliance of conditions of Corporate Governance by Gloster Limited [L17100WB1923PLC004628] ('the Company'), for the year ended 31st March, 2022, as stipulated under Regulations 17 to 27 and clauses (b) to (i) and (t) of Regulation 46(2) and Para C, D and E of Schedule V to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. ("LODR Regulations")

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

In my opinion and to the best of my information and according to the explanations given to me, read with the matter described hereinabove, and the representations made by the Directors and the management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Regulations') for the year ended on March 31, 2022.

Place : Kolkata

Date : 12.05.2022

**Sweety Kapoor**

Practising Company Secretary

Membership No. FCS 6410, CP No.5738

UIN: I2003WB399800

PRCN: 660/2020

UDIN: : F006410D000306787



# STANDALONE FINANCIAL SECTION

## INDEPENDENT AUDITOR'S REPORT

To the Members of Gloster Limited

### Report on the Audit of the Standalone Financial Statements

#### Opinion

1. We have audited the accompanying standalone financial statements of Gloster Limited ("the Company"), which comprise the Standalone Balance Sheet as at March 31, 2022, and the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and total comprehensive income (comprising of profit and other comprehensive income), changes in equity and its cash flows for the year then ended.

#### Basis for opinion

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

#### Key audit matters

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

Key audit matter	How our audit addressed the key audit matter
<p>Assessment of the carrying value of investments carried at fair value</p> <p>Refer to Note 2.7 – "Financial Assets" Note 2A – "Critical estimates and judgements" and Note 32 – "Fair value measurements".</p> <p>As at March 31, 2022, the Company has investments aggregating to ₹ 11,151.35 lakhs in various securities comprising of equity shares in unlisted companies and investments in certain funds. These investments are carried at their fair values determined by the Company as per Ind AS 113 'Fair Value Measurement' and have been categorized as Level 2 and Level 3 in the fair value hierarchy, which is inherently subjective, and their valuation involves using inputs other than quoted prices in an active market in certain cases. For the purpose of valuation of investments in unlisted Companies, the Company's management has engaged independent valuation experts and for the funds, obtained valuation reports from the respective fund houses.</p> <p>We have determined this to be a key audit matter because of the inherently subjective nature of valuation and involvement of significant judgements by the management in assessing the carrying value thereof.</p>	<p>Our procedures included the following:</p> <ul style="list-style-type: none"> <li>• We understood, assessed and tested the design and operating effectiveness of key controls over fair valuation of investments.</li> <li>• We perused the report issued by the external valuation experts engaged by the management and conducted enquiries with them to understand the assumptions considered by them.</li> <li>• We evaluated the independence, competence and capability of the valuation experts of the management.</li> <li>• We tested the reasonableness of management's fair value estimates, on a test check basis, by obtaining corroborative pricing from independent sources, where available.</li> <li>• We obtained direct confirmations from the respective fund houses for the valuation of investments and on a sample basis obtained the underlying valuation reports to corroborate the details in the confirmation.</li> <li>• With the involvement of auditor's experts, we assessed the methodology and the appropriateness of the valuation models and inputs used by management's valuation experts.</li> <li>• We validated the source data on a sample basis and tested the arithmetical accuracy of the calculations of valuation of investments.</li> <li>• We assessed the adequacy of the Company's disclosures in standalone financial statements.</li> <li>• Based on the above procedures performed, we did not identify any significant exceptions in management's assessment of carrying value of investments carried at fair value.</li> </ul>

## Other Information

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

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

## Responsibilities of management and those charged with governance for the standalone financial statements

6. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act read with National Company Law Tribunal (NCLT), Kolkata, order as stated in Note 2.4 to the standalone financial statements. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
7. In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative

but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

## Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

8. Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with 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 standalone financial statements.
9. **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 standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
  - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
  - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are



based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
10. 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.
11. 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.
12. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### Report on other legal and regulatory requirements

13. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
14. As required by Section 143(3) of the Act, we report that:
- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - (c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss (including other comprehensive income), the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

- (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act read with the National Company Law Tribunal (NCLT), Kolkata, order as stated in Note 2.4 to the standalone financial statements.
- (e) On the basis of the written representations received from the directors taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164(2) of the Act.
- (f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 38 to the standalone financial statements.
  - ii. The Company has long-term contracts as at March 31, 2022 for which there were no material foreseeable losses. The Company did not have long term derivative contracts.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year.
- iv.(a) The management has represented that, to the best of its knowledge and belief, as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries (Refer Note 48 (vii) to the standalone financial statements);
- (b) The management has represented that, to the best of its knowledge and belief, as disclosed in the notes to the accounts, no funds have been received by the Company from any person or entity, including foreign

entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries (Refer Note 48 (vii) to the standalone financial statements); and

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

v. The dividend declared and paid during the year by the Company is in compliance with Section 123 of the Act.

15. The Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

**For Price Waterhouse & Co Chartered Accountants LLP**

Firm Registration Number: 304026E/E-300009

**Sunit Kumar Basu**

Partner

Membership Number: 055000

UDIN: 22055000AIVIU8722

**Place:** Kolkata

**Date:** May 12, 2022



## Annexure A to Independent Auditor's Report

Referred to in paragraph 14(f) of the Independent Auditor's Report of even date to the members of Gloster Limited on the standalone financial statements as of and for the year ended March 31, 2022

### Report on the Internal Financial Controls with reference to Standalone Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to standalone financial statements of Gloster Limited ("the Company") as of March 31, 2022 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

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

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

#### Auditor's Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing deemed to be prescribed under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial

controls with reference to standalone financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

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

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

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

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

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



**Opinion**

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements

were operating effectively as at March 31, 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI.

**For Price Waterhouse & Co Chartered Accountants LLP**

Firm Registration Number: 304026E/E-300009

**Sunit Kumar Basu**

Partner

Membership Number: 055000

UDIN: 22055000AIVIU8722

**Place:** Kolkata

**Date:** May 12, 2022

## Annexure B to Independent Auditor's Report

Referred to in paragraph 13 of the Independent Auditor's Report of even date to the members of Gloster Limited on the standalone financial statements as of and for the year ended March 31, 2022.

- i. (a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of Property, Plant and Equipment including Right-of-use assets.  
(B) The Company is maintaining proper records showing full particulars of Intangible Assets.
- (b) The Property, Plant and Equipment including Right-of-use assets are physically verified by the Management according to a phased programme designed to cover all the items over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the Property, Plant and Equipment including Right-of-use assets has been physically verified by the Management during the year and no material discrepancies have been noticed on such verification.
- (c) As indicated in Note 3 of the standalone financial statements and based on our verification of original conveyance deeds (in the name of Fort Gloster Jute Manufacturing Company Limited) and Order of Hon'ble High Court dated May 31, 1993 and Hon'ble NCLT Kolkata Bench dated January 19, 2018 sanctioning scheme of demerger and scheme of amalgamation respectively, immovable property (other than self-constructed buildings, roads and properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) being the freehold land amounting to ₹ 21,015.05 lakhs are vested with the Company since April 1, 1992 (being the effective date of demerger).
- (d) The Company has not revalued its Property, Plant and Equipment (including Right-of-use assets) or intangible assets during the year. Accordingly, the reporting under Clause 3(i)(d) of the Order is not applicable to the Company.
- (e) Based on the information and explanations furnished to us, no proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in its standalone financial statements does not arise.
- ii. (a) The physical verification of inventory has been conducted at reasonable intervals by the Management during the year and, in our opinion, the coverage and procedure of such verification by Management is appropriate. The discrepancies noticed on physical verification of inventory as compared to book records were not 10% or more in aggregate for each class of inventory.
- (b) During the year, the Company has been sanctioned working capital limits in excess of ₹ 5 crores, in aggregate, from banks on the basis of security of current assets. The Company has filed revised quarterly returns or statements with such banks, which are in agreement with the unaudited books of account (Also refer Note 48(ii) to the standalone financial statements). Further, the Company is yet to submit the quarterly returns for March 31, 2022 to the banks and hence reporting to this extent under clause 3(ii)(b) of the Order is not applicable to the Company. (Refer Note 48 (ii) to the standalone financial statements).
- iii. (a) During the year, the Company has made further investment in three alternate investment fund, four portfolio management scheme, equity investments in two companies and advance given for subscription to securities of one wholly-owned subsidiary. The Company has not granted secured/unsecured loans/advances in the nature of loans to any Company/firm/Limited Liability Partnership/other party during the year other than unsecured loans to employees. The Company did not stand guarantee, or provided security to any Company/firm/Limited Liability Partnership/other party during the year. The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans granted to the aforesaid employees, and advance given for subscription to securities of one wholly-owned subsidiary are as per the table given below:-

Particulars	Loans (₹ in Lakhs)	Advance for Investment in a subsidiary (₹ in Lakhs)
Aggregate amount granted/ provided during the year		
- Subsidiary	-	5,170.00
- Others	462.87	-
Balance outstanding as at balance sheet date in respect of the above case		
- Subsidiary	-	7,530.30
- Others	328.56	-

The above amounts are included in Note 9(e) on Loans, Note 5(a) on Advance for Investment in subsidiaries to the standalone financial statements.

- (b) In respect of the aforesaid investments, loans, advance for investment in a subsidiary, the terms and conditions under which such investments were made, loans were granted and advance against investment was made are not prejudicial to the Company's interest.

- (c) In respect of the loans to employees, the schedule of repayment of principal amount has been stipulated, and the employees are repaying the principal amount as stipulated in a regular manner. Employees are regular in payment of interest as applicable.

In respect of the certain loans (refer note 9(e) to the standalone financial statement), no schedule for repayment of principal is stipulated since the loans are repayable on demand. Therefore, in the absence of stipulation of repayment terms, we are unable to comment on the regularity of repayment of principal. Payment of interest terms has been stipulated and parties are regular in payment of interest as applicable.

- (d) In respect of the loans (refer note 9(e) to the standalone financial statement) except loans to employees where no amount is overdue for more than 90 days, there is no stipulation of repayment terms, hence we are unable to comment if there is any amount which is overdue for more than ninety days.

- (e) There were no loans which fell due during the year and were renewed/extended. Further, no fresh loans were granted to same parties to settle the existing overdue loans.

- (f) There were no loans/advances in nature of loans which were granted during the year including to promoters/related parties except loans granted to employees during the year which had stipulated the scheduled repayment of principal and the same were not repayable on demand.

- iv. In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies

Act, 2013 in respect of the loans and investments made, and guarantees and security provided by it, as applicable.

- v. The Company has not accepted any deposits or amounts which are deemed to be deposits within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.

- vi. Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Act in respect of its products. We have broadly reviewed the same and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.

- vii.(a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing the undisputed statutory dues in respect of Provident Fund, though there has been a slight delay in one case and is regular in depositing undisputed statutory dues, including goods and services tax, provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess, and other material statutory dues, as applicable, with the appropriate authorities.

- (b) According to the information and explanations given to us and the records of the Company examined by us, there are no statutory dues of goods and service tax, provident fund, service tax, duty of customs, duty of excise and cess which have not been deposited on account of any dispute. The particulars of other statutory dues referred to in sub-clause (a) as at March 31, 2022, which have not been deposited on account of a dispute, are as follows:



Name of the statute	Nature of dues	Amount (net of Payments)(₹ in Lakhs)	Period to which the amount relates	Forum where the
Central Sales Tax Act, 1956	Central Sales tax	198.26	2014-15 and 2015-16	West Bengal Sales Tax Appellate and Revisional Board
Central Sales Tax Act, 1956	Central Sales tax	34.62	2012-13 and 2017-18	West Bengal Sales Tax Appellate and Revisional Board
Central Sales Tax Act, 1956	Central Sales tax	108.82	2016-17	West Bengal Sales Tax Appellate and Revisional Board
West Bengal Value Added Tax Act, 2003	Value Added Tax	45.71	2008-09	West Bengal Taxation Tribunal
Income Tax Act, 1961	Income Tax	775.52	PY 2017-18 AY 2018-19, PY 2018-19 AY 2019-20	CIT (Appeal)
Employees' State Insurance Act, 1948	Employees State Insurance	45.57	1976-77 to 1982-83 1990-91 to 1996-97	E.I Court, Calcutta
West Bengal Value Added Tax Act, 2003	Entry Tax	70.06	2013-14 to 2017-18	West Bengal Taxation Tribunal

viii. According to the information and explanations given to us and the records of the Company examined by us, there are no transactions in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

- ix.(a) According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest to any lender during the year.
- (b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.
- (c) According to the records of the Company examined by us and the information and explanations given to us, the Company has not obtained any term loans.
- (d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the standalone financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries. During the year Company did not had any Joint Venture and associate companies.
- x. (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under clause 3(x) (a) of the Order is not applicable to the Company.
- (b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- xi.(a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.
- (b) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central

Government. Accordingly, the reporting under clause 3(xi) (b) of the Order is not applicable to the Company.

- (c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, and as represented to us by the management, no whistleblower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi) (c) of the Order is not applicable to the Company.
- xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the reporting under clause 3(xii) of the Order is not applicable to the Company.
- xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the standalone financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act.
- xiv.(a) In our opinion and according to the information and explanation given to us, the Company has an internal audit system commensurate with the size and nature of its business.
  - (b) The reports of the Internal Auditor for the period under audit have been considered by us.
- xv. The Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under clause 3(xv) of the Order is not applicable to the Company.
- xvi.(a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.
  - (b) The Company has not conducted non-banking financial / housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.
  - (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations provided by the management of the Company, the Group does not have any CICs, which are part of the Group. We have not, however, separately evaluated whether the information provided by the management is accurate and complete. Accordingly, the reporting under clause 3(xvi)(d) of the Order is not applicable to the Company.

- xvii. The Company has not incurred any cash losses in the financial year or in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the year and accordingly the reporting under clause 3(xviii) of the Order is not applicable to the Company.
- xix. According to the information and explanations given to us and on the basis of the financial ratios (Also refer Note 47 to the standalone financial statements), ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the Company as and when they fall due.
- xx. As at balance sheet date, the Company does not have any amount remaining unspent under Section 135(5) of the Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable.
- xxi. The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of Standalone Financial Statements. Accordingly, no comment in respect of the said clause has been included in this report.

**For Price Waterhouse & Co Chartered Accountants LLP**

Firm Registration Number: 304026E/E-300009

**Sunit Kumar Basu**

Partner

Membership Number: 055000

UDIN: 22055000AIVIU8722

**Place:** Kolkata

**Date:** May 12, 2022



GLOSTER LIMITED

## Standalone Balance Sheet as at 31 March 2022

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Notes	31 March 2022	31 March 2021
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	3	33,262.00	30,987.82
Right of use asset	4(a)	263.26	272.36
Capital work in progress	4(b)	138.84	1,394.67
Goodwill	4(c)	21,248.41	22,914.95
Other intangible assets	4(d)	5,999.20	6,473.38
<b>Financial assets</b>			
(i) Advance for Investment in Subsidiaries	5(a)	10,149.30	-
(ii) Investments in subsidiaries	5(b)	13,563.00	7,163.00
(iii) Other Investments	5(c)	11,883.93	10,003.51
(iv) Other financial assets	6	12.04	112.04
Other non-current assets	7	711.51	750.60
<b>Total non-current assets</b>		<b>97,231.49</b>	<b>80,072.33</b>
<b>Current assets</b>			
Inventories	8	14,048.71	14,993.11
<b>Financial assets</b>			
(i) Investments	9(a)	723.14	809.73
(ii) Trade receivables	9(b)	2,979.44	3,089.87
(iii) Cash and cash equivalents	9(c)	160.05	25.09
(iv) Bank balances other than (iii) above	9(d)	807.91	1,429.92
(v) Loans	9(e)	2,078.56	8,506.58
(vi) Other financial assets	9(f)	958.05	541.51
Current tax assets (net)	10	3,715.23	3,533.42
Other current assets	11	925.52	1,526.86
<b>Total current assets</b>		<b>26,396.61</b>	<b>34,456.09</b>
<b>Total assets</b>		<b>1,23,628.10</b>	<b>1,14,528.42</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	12	547.16	547.16
Other equity	13	1,07,033.33	98,723.58
<b>Total equity</b>		<b>1,07,580.49</b>	<b>99,270.74</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
<b>Financial liabilities</b>			
Lease liabilities	14(a)	235.63	234.14
Provisions	15	592.03	1,219.38
Deferred tax liabilities (net)	16	8,618.49	6,141.97
Other non-current liabilities	17	231.51	227.59
<b>Total non-current liabilities</b>		<b>9,677.66</b>	<b>7,823.08</b>
<b>Current liabilities</b>			
<b>Financial liabilities</b>			
(i) Borrowings	18	1,036.25	2,430.75
(ii) Lease liabilities	14(b)	14.08	14.08
(iii) Trade payables	19(a)		
a) Total outstanding dues of Micro and Small Enterprises		76.78	5.86
b) Total outstanding dues of creditors other than Micro and Small Enterprises		925.33	1,103.55
(iv) Other financial liabilities	19(b)	1,502.50	1,210.38
Provisions	20	158.12	139.91
Current tax liabilities (net)	21	811.23	811.80
Other current liabilities	22	1,845.66	1,718.27
<b>Total current liabilities</b>		<b>6,369.95</b>	<b>7,434.60</b>
<b>Total liabilities</b>		<b>16,047.61</b>	<b>15,257.68</b>
<b>Total equity and liabilities</b>		<b>1,23,628.10</b>	<b>1,14,528.42</b>

Corporate Information  
Significant Accounting Policies  
The accompanying notes are an integral part of these Standalone Financial Statements.  
This is the Standalone Balance Sheet referred to in our report of even date.

For Price Waterhouse & Co Chartered Accountants LLP  
Firm Registration No. 304026E/E-300009

Sunit Kumar Basu  
Partner  
Membership No. 055000

Place : Kolkata  
Date : 12th May 2022

Ajay Kumar Agarwal  
Chief Financial Officer &  
Company Secretary

For & on behalf of the Board Of Directors

Hemant Bangur (DIN: 00040903)  
Executive Chairman

D. C. Baheti (DIN: 00040953)  
Managing Director

Ishani Ray (DIN: 08800793)  
Director

Pushpa Devi Bangur  
(DIN: 00695640)  
Director

Prabir Ray (DIN: 00698779)  
Director

Rohit Bihani (DIN: 00179927)  
Director

S. N. Bhattacharya  
(DIN: 06758088)  
Director

Priti Panwar (DIN: 08072073)  
Director



## Standalone Statement of Profit and Loss as at 31 March 2022

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Notes	31 March 2022	31 March 2021
<b>INCOME</b>			
Revenue from operations	23	73,382.05	49,308.68
Other Income	24	2,400.10	2,242.03
<b>Total Income</b>		<b>75,782.15</b>	<b>51,550.71</b>
<b>EXPENSES</b>			
Cost of materials consumed	25	40,718.22	27,906.98
Changes in inventories of finished goods and work-in-progress	26	193.43	(2,738.93)
Employee benefits expense	27	10,827.67	8,682.22
Finance costs	28	150.74	199.93
Depreciation and amortization expense	29	3,243.26	3,173.23
Other expenses	30	10,628.62	8,222.38
<b>Total Expenses</b>		<b>65,761.94</b>	<b>45,445.81</b>
<b>Profit before exceptional item and tax (A)</b>		<b>10,020.21</b>	<b>6,104.90</b>
Exceptional Items- Charge / (Credit) (B)	44	(1,150.00)	(350.00)
<b>Profit before tax (A-B)</b>		<b>11,170.21</b>	<b>6,454.90</b>
<b>Income tax expense</b>	31		
Current tax		2,198.49	1,249.37
Deferred tax		1,690.52	744.95
<b>Total Tax expenses</b>		<b>3,889.01</b>	<b>1,994.32</b>
<b>Profit for the year (C)</b>		<b>7,281.20</b>	<b>4,460.58</b>
<b>Other comprehensive income/(loss)</b>			
<b>Items that will not be reclassified to profit or loss</b>			
(a) Remeasurement gains/(losses) on post employment defined benefit plans		1,174.76	909.34
(b) Changes in fair value of FVOCI equity instruments		2,009.06	2,608.43
(c) Income tax relating to above items		(786.00)	(572.60)
<b>Other comprehensive income for the year, net of tax (D)</b>		<b>2,397.82</b>	<b>2,945.17</b>
<b>Total comprehensive income for the year (C+D)</b>		<b>9,679.02</b>	<b>7,405.75</b>

Earnings per equity share  
[ Nominal Value per Share ₹10] (Previous Year - ₹10)

Basic and Diluted	37	133.07	81.52
Corporate Information	1		
Significant Accounting Policies	2		

The accompanying notes are an integral part of these Standalone Financial Statements.

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

For Price Waterhouse & Co Chartered Accountants LLP  
Firm Registration No. 304026E/E-300009

Sunit Kumar Basu  
Partner  
Membership No. 055000

Place : Kolkata  
Date : 12th May 2022

Ajay Kumar Agarwal  
Chief Financial Officer &  
Company Secretary

For & on behalf of the Board Of Directors

Hemant Bangur (DIN: 00040903)  
Executive Chairman

D. C. Baheti (DIN: 00040953)  
Managing Director

Ishani Ray (DIN: 08800793)  
Director

Pushpa Devi Bangur  
(DIN: 00695640)  
Director

Prabir Ray (DIN: 00698779)  
Director

Rohit Bihani (DIN: 00179927)  
Director

S. N. Bhattacharya  
(DIN: 06758088)  
Director

Priti Panwar (DIN: 08072073)  
Director



GLOSTER LIMITED

## Standalone Statement of Changes in Equity for the year ended 31 March 2022

(All amounts in ₹ lakhs, unless otherwise stated)

### A. Share capital

Description	Notes	Amount
As at 31 March 2020	12	547.16
Changes in equity share capital	12	-
As at 31 March 2021	12	547.16
Changes in equity share capital	12	-
As at 31 March 2022	12	547.16

### B. Other equity

Description	Notes	Reserve and Surplus			Equity instruments through OCI	Total other equity
		General reserve	Securities Premium	Retained earnings		
Balance as at 01 April 2021	13	8,619.10	78,146.39	9,314.70	2,643.39	98,723.58
Profit for the year	13	-	-	7,281.20	-	7,281.20
On issue of equity shares	13	-	-	-	-	-
Other comprehensive income for the year	13	-	-	764.25	1,633.57	2,397.82
Total comprehensive income for the year		-	-	8,045.45	1,633.57	9,679.02
Transfer to general reserve	13	2,000.00	-	(2,000.00)	-	-
Transfer of gain on FVOCI equity investments, net of tax	13	-	-	300.09	(300.09)	-
Dividends paid	13	-	-	(1,367.91)	-	(1,367.91)
Balance at 31 March 2022		10,619.10	78,146.39	14,292.33	3,976.87	1,07,033.33

Description	Notes	Reserve and Surplus			Equity instruments through OCI	Total other equity
		General reserve	Securities Premium	Retained earnings		
Balance as at 01 April 2020	13	6,619.10	78,146.39	6,003.12	1,369.96	92,138.57
Profit for the year	13	-	-	4,460.58	-	4,460.58
On issue of equity shares	13	-	-	-	-	-
Other comprehensive income for the year	13	-	-	591.58	2,353.59	2,945.17
Total comprehensive income for the year		-	-	5,052.16	2,353.59	7,405.75
Transfer to general reserve	13	2,000.00	-	(2,000.00)	-	-
Transfer of gain on FVOCI equity investments, net of tax	13	-	-	1,080.16	(1,080.16)	-
Dividends paid	13	-	-	(820.74)	-	(820.74)
Balance at 31 March 2021		8,619.10	78,146.39	9,314.70	2,643.39	98,723.58

The accompanying notes are an integral part of these Standalone Financial Statements.

This is the Standalone Statement of Changes in Equity referred to in our report of even date.

For Price Waterhouse & Co Chartered Accountants LLP  
Firm Registration No. 304026E/E-300009

Sunit Kumar Basu  
Partner  
Membership No. 055000

Place : Kolkata  
Date : 12th May 2022

Ajay Kumar Agarwal  
Chief Financial Officer &  
Company Secretary

For & on behalf of the Board Of Directors

Hemant Bangur (DIN: 00040903)  
Executive Chairman

D. C. Baheti (DIN: 00040953)  
Managing Director

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Rohit Bihani (DIN: 00179927)  
Director

S. N. Bhattacharya  
(DIN: 06758088)  
Director

Priti Panwar (DIN: 08072073)  
Director

## Standalone Statement of Cash Flows for the year ended 31 March 2022

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Year Ended 31 March 2022	Year Ended 31 March 2021
<b>(A) Cash flows from operating activities:</b>		
<b>Profit before tax</b>	<b>11,170.21</b>	<b>6,454.90</b>
<b>Adjustments for:</b>		
Depreciation and amortisation expense	3,243.26	3,173.23
Finance costs	150.74	199.93
Net (gain) on disposal of property, plant and equipment	(8.09)	(4.78)
Net loss on fair value changes on investments classified at FVTPL	7.28	25.93
Net (gain)/loss on sale of investments	6.15	(26.82)
Provision for doubtful debts	15.96	-
Interest Receivable written off	-	19.15
Intercompany Deposit written off	-	75.69
Recovery of Intercompany Deposit written off earlier	(1,150.00)	(350.00)
Fair value adjustment to derivatives not designated as hedges	49.31	(443.50)
Provision no longer required written back	(23.58)	(147.76)
Interest income	(1,170.70)	(665.51)
Dividend income	(12.52)	(13.61)
Foreign Exchange difference (net)	(22.73)	(11.98)
<b>Operating profit before changes in operating assets and liabilities</b>	<b>12,255.29</b>	<b>8,284.87</b>
<b>Adjustments for:</b>		
(Increase) / Decrease in Non-Current/Current financial and Non-Financial assets	1,827.25	(1,053.55)
(Increase) / decrease in Inventories	944.40	(3,379.59)
(Increase in Non-Current/ Current financial and Non-Financial liabilities/ provisions	972.49	775.78
<b>Cash generated from operations</b>	<b>15,999.43</b>	<b>4,627.51</b>
Income taxes paid (net)	(2,381.79)	(808.29)
<b>Net cash inflow from operating activities</b>	<b>13,617.64</b>	<b>3,819.22</b>
<b>(B) Cash flows from investing activities:</b>		
Proceeds from disposal of property, plant and equipment	14.17	45.58
Payments for acquisition of property, plant and equipment/ other intangible assets	(2,143.26)	(1,412.04)
Fixed Deposit (made)/matured (net)	623.26	(1,404.01)
Intercompany Deposit refunded (net)	1,650.08	1,117.15
Advance for investment in Subsidiaries	(5,170.00)	-
Loan to Subsidiary Companies -Receipt/(Paid)	-	(2,345.74)
(Purchase) of non current/current investments (gross)	(507.18)	(749.44)
Proceeds from sale of non-current/current investments (gross)	708.41	3,852.90
Payment for purchase of shares of subsidiary	(6,400.00)	(4,841.00)
Interest received	639.65	689.09
Dividend received	12.52	13.61
<b>Net cash (outflow) from investing activities</b>	<b>(10,572.35)</b>	<b>(5,033.90)</b>

## Standalone Statement of Cash Flows for the year ended 31 March 2022

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Year Ended 31 March 2022	Year Ended 31 March 2021
<b>(C) Cash flows from financing activities:</b>		
Repayment of long-term borrowings	(118.65)	(245.37)
Proceeds from long-term borrowings	-	126.53
Repayment of short-term borrowings (net)	(1,275.85)	(310.22)
Interest paid (excluding interest towards lease liabilities)	(79.91)	(163.49)
Other borrowing costs paid	(54.34)	(36.44)
Lease liability payment including interest	(15.00)	-
Dividend paid	(1,366.58)	(819.68)
<b>Net cash (outflow) from financing activities</b>	<b>(2,910.33)</b>	<b>(1,448.67)</b>
<b>Net increase / (decrease) in cash and cash equivalents (A+B+C)</b>	<b>134.96</b>	<b>(2,663.35)</b>
Cash and cash equivalents- Opening Balance	25.09	2,688.44
<b>Cash and cash equivalents - Closing Balance</b>	<b>160.05</b>	<b>25.09</b>

Reconciliation of cash & cash equivalents as per the cash flow statement

Cash & cash equivalents as per above comprise of the following

Particulars	Year Ended 31 March 2022	Year Ended 31 March 2021
Cash on hand	7.39	4.18
Balances with banks :		
In current accounts	152.66	20.91
<b>Balances as per statement of cash flows</b>	<b>160.05</b>	<b>25.09</b>

### Notes:

- The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in Ind AS 7, 'Statement of Cash Flows'. Refer note 41 for Net Debt Reconciliation.
- During the year, non cash transactions from investing and financing activities with respect to acquisition of Right of Use Assets with corresponding adjustments to Lease Liability is Nil (31 March 2021 : ₹ 247.25 lakhs)

The accompanying notes are an integral part of these Standalone Financial Statements.

This is the Standalone Statement of Cash Flow referred to in our report of even date

For Price Waterhouse & Co Chartered Accountants LLP  
Firm Registration No. 304026E/E-300009

**Sunit Kumar Basu**  
Partner  
Membership No. 055000

Place : Kolkata  
Date : 12th May 2022

**Ajay Kumar Agarwal**  
Chief Financial Officer &  
Company Secretary

For & on behalf of the Board Of Directors

**Hemant Bangur** (DIN: 00040903)  
Executive Chairman

**D. C. Baheti** (DIN: 00040953)  
Managing Director

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**S. N. Bhattacharya**  
(DIN: 06758088)  
Director

**Priti Panwar** (DIN: 08072073)  
Director

## Notes to the Standalone Financial Statements

### Note: 1 Corporate Information

Gloster Limited is a public company within the meaning of Companies Act, 2013. The Company is a leading manufacturer & exporter of all types of Jute & Jute allied products, Woven & Non-Woven Jute Geotextiles, Treated Fabric-Rot Proof, Fire Retardant, Jute products for Interior Decoration & Packaging of Industrial & Agricultural Produce. The Company also produces Jute & Cotton Shopping Bags & Made Ups. Gloster exports Jute goods to various countries spread over the World. The Company's manufacturing facilities are located at Bauria on the banks of Holy Ganges in West Bengal. The equity shares of the Company are listed on the BSE Ltd. and The Calcutta Stock Exchange Limited. The financial statements for the year ended 31 March 2022 were approved and authorised for issue with the resolution of the Board of Directors on May 12, 2022.

### Note: 2 Summary of significant accounting policies

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

#### 2.1 Basis of Preparation

##### (i) Compliance with Ind AS

These standalone financial statements have been prepared to comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

##### (ii) Classification of current and non-current

All asset and liabilities have been classified as current or noncurrent as per the Company's normal operating cycle and other criteria set out in the Ind AS 1 - Presentation of Financial Statements and Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current / noncurrent classification of assets and liabilities.

##### (iii) New and amended standards adopted by the company

The Company has applied the following amendments to Ind AS for the first time for their annual reporting period commencing 1 April 2020:

- Extension of COVID-19 related concessions – amendments to Ind AS 116
- Interest Rate Benchmark Reform – amendments to Ind AS 109 'Financial Instruments', and Ind AS 107 'Financial Instruments Disclosure' and Ind AS 116 'Leases'.
- The amendments listed above did not have any impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

##### (iv) New amendments issued but not effective

The Ministry of Corporate Affairs has vide notification dated 23 March 2022 notified Companies (Indian Accounting Standards) Amendment Rules, 2022 which amends certain accounting standards, and are effective 1 April 2022. These amendments are not expected to have a material impact on the company in the current or future reporting periods and on foreseeable future transactions.

##### (v) Reclassifications consequent to amendments to Schedule III

The Ministry of Corporate Affairs amended the Schedule III to the Companies Act, 2013 on 24 March 2021 to increase the transparency and provide additional disclosures to users of financial statements. These amendments are effective from 1 April 2021.

Consequent to above, the company has changed the classification/presentation of current maturities of long-term borrowings in the current year.

The current maturities of long-term borrowings (including interest accrued) has now been included in the "Current borrowings" line item. Previously, current maturities of long-term borrowings and interest accrued were included in 'other financial liabilities' line item.

The company has reclassified comparative amounts to conform with current year presentation as per the requirements of Ind AS 1. The impact of such classifications is summarised below:

(₹ in Lakhs)

Balance Sheet (Extract)	31 March 2021 (as previously reported)	Increase/(Decrease)	31 March 2021 (restated)
Other Financial Liabilities (current)	1,329.03	(118.65)	1,210.38
Current Borrowings	2,312.10	118.65	2,430.75

Investments in subsidiaries has been reclassified from Non-current non financial assets to Non-current financial assets Rs 13,563 lakhs.

## Notes to the Standalone Financial Statements

### (vi) Historical cost convention

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention, except for the following:

- certain financial assets and liabilities those are measured at fair value
- defined benefit plans - plan assets measured at fair value

### 2.2 Use of estimates

The preparation of financial statements in conformity with the Ind AS specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period.

Although these estimates are based on management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in outcomes requiring a material adjustment to the carrying amounts of assets and liabilities in future periods.

### 2.3 Property, Plant and Equipment and Depreciation

- a) Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.
- b) Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to statement of profit and loss during the reporting period in which they are incurred.
- c) On transition to Ind AS, the Company has elected to continue with the carrying value of its Property, Plant and Equipment measured at the previous GAAP and use that carrying value as the deemed cost of Property, Plant and Equipment.
- d) Depreciation is provided on straight line method over the estimated useful lives of the assets. Pursuant to Notification of Schedule II of the Companies Act, 2013 becoming effective, the Company has adopted the useful lives as per the lives specified for the respective Property, Plant & Equipment in the Schedule II of the Companies Act, 2013. No depreciation is provided on freehold land.

- e) Gains and losses on disposal of Property, Plant and Equipment is recognized in the statement of profit and loss.
- f) An impairment loss is recognized where applicable when the carrying amount of Property, Plant and Equipment exceeds its recoverable amount.

### 2.4 Intangible assets and amortization

- a) Intangible assets are stated at cost of acquisition including duties, taxes and expenses incidental to acquisition and installation, net of accumulated depreciation. Recognition of costs as an asset is ceased when the asset is complete and available for its intended use.
- b) On transition to Ind AS, the Company has elected to continue with the carrying value of its intangible assets measured at the previous GAAP and use that carrying value as the deemed cost of intangible assets.
- c) Intangible assets comprising of Trademark and computer software are amortized on straight line method over a period of twenty years and five years respectively.
- d) Goodwill acquired on account of amalgamation is being amortized in the Statement of Profit and Loss in keeping with National Company Law Tribunal, Kolkata ("NCLT") order dated 19 January 2018 on the basis of management's estimate useful life of 20 years.
- e) Gains and losses on disposal of Intangible assets is recognized in the statement of profit and loss.

### 2.5 Impairment of assets

Assessment is done at each balance sheet date as to whether there is any indication that an asset (Property, Plant and Equipment and other assets ) may be impaired. If any such indication exists, an estimate of the recoverable amount of the asset/ cash generating unit is made. Assets whose carrying value exceeds their recoverable amount are written down to their recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's net selling price and its value in use. Assessment is also done at each balance sheet date as to whether there is any indication that an impairment loss recognized for an asset in prior accounting periods may no longer exist or may have decreased /increased. An impairment loss is recognised in the statement of profit and loss as and when the carrying value of an asset exceeds its recoverable amount. Where an impairment loss subsequently reverses, the carrying value of the asset is increased to the revised estimate of its recoverable amount so that the increased carrying value does not exceed the carrying value that would have been determined had no impairment loss been recognised for the asset (or cash generating unit) in prior years. A reversal of an



## Notes to the Standalone Financial Statements

impairment loss is recognised in the statement of profit and loss immediately.

### 2.6 Investments in subsidiaries

Investments in subsidiaries are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiaries, the difference between net disposal proceeds and the carrying amounts are recognised in the statement of profit and loss.

### 2.7 Financial assets

The financial assets are classified in the following categories:

- financial assets measured at amortised cost,
- financial assets measured at fair value through profit and loss (FVTPL), and
- financial assets measured at fair value through other comprehensive income (FVOCI).

The classification of financial assets depends on the Company's business model for managing financial assets and the contractual terms of the cash flow. At initial recognition, the financial assets are measured at its fair value plus transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVTPL are expensed in the profit or loss. Financial assets are not reclassified subsequent to their recognition except if and in the period the Company changes its business model for arranging financial assets.

#### Financial assets measured at amortised cost

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate method. The losses arising from impairment are recognised in the statement of profit and loss. Trade Receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method less provision for impairment, if any.

#### Financial instruments measured at FVTPL

Financial instruments included within FVTPL category are measured initially as well as at each reporting period at fair value plus transaction costs as applicable. Fair value movements are recorded in statement of profit and loss. Investments in units of mutual funds, alternate investment funds (AIF) other than equity and debentures are accounted for at fair value and the changes in fair value are recognised in the statement of profit and loss.

#### Financial assets at FVOCI

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

#### Equity instruments

The Company measures all equity investments at fair value. The Company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, and accordingly there is a subsequent reclassification of fair value gains and losses to profit or loss on recognition. Dividends from such investments are recognised in profit or loss as other income when the Company's right to receive payments is established.

#### De-recognition of financial asset

The Company de-recognises a financial asset when the contractual rights to the cash flows from the financial assets expire or it transfers the financial assets and such transfer qualifies for derecognition under Ind AS 109 : Financial Instruments.

#### Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Except for Trade Receivables, where in the simplified approach of lifetime expected credit losses is recognised from initial recognition of the receivables as required by Ind AS 109: Financial Instruments. Impairment loss allowance recognised / reversed during the year is charged/written back to statement of profit and loss.

### 2.8 Financial Liabilities

Financial liabilities are measured at amortised cost using the effective interest method. Borrowings are initially recognized at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognized as transaction cost of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates. Borrowings are classified



## Notes to the Standalone Financial Statements

as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach. A financial liability (or a part of financial liability) is de-recognised from Company's balance sheet when obligation specified in the contract is discharged or cancelled or expired.

### Trade and other payables

These amounts represent liabilities for goods and services provided to the company prior to the end of the financial year which are unpaid. The amounts are unsecured and are usually paid within the agreed credit terms with the vendors. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

### 2.9 Subsidy / Government Grant

Subsidy/ Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions. Government grants relating to income are deferred and recognised in the statement of profit and loss over the period necessary to match them with the costs that they are intended to compensate and presented within other income. Government grants relating to the purchase of Property, Plant and Equipment are included in other liabilities as deferred income and are credited to statement of profit and loss on a straight-line basis over the expected lives of the related assets and presented within other income.

### 2.10 Inventories

Raw materials, Stores and Spares parts and components are valued at cost (cost being determined on weighted average basis) or at net realizable value whichever is lower. Semi-finished goods and stock-in-process are valued at raw materials cost plus labour and overheads apportioned on an estimated basis depending upon the stages of completion or at net realizable value whichever is lower. Finished goods are valued at cost or at net realizable value whichever is lower. Cost includes all direct cost and applicable manufacturing and administrative overheads. Net realizable value is the

estimated selling price in the ordinary course of business, less the estimated cost of completion and the estimated cost necessary to make the sale.

### 2.11 Employee Benefit

#### a) Defined Contribution Plans

Payments to defined contribution plans are charged as an expense as they fall due. Payments made to state managed retirement benefit schemes are dealt with as payments to defined contribution schemes where the Company's obligations under the schemes are equivalent to those arising in a defined contribution benefit scheme.

#### b) Defined Benefit Plans

For defined benefit retirement schemes the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuation being carried out at each balance sheet date. Re-measurement gains and losses of the net defined benefit liability/ (asset) are recognised immediately in other comprehensive income. The service cost and net interest on the net defined benefit liability/ (asset) is treated as a net expense within employment costs. Past service cost is recognised as an expense when the plan amendment or curtailment occurs or when any related restructuring costs or termination benefits are recognised, whichever is earlier. The retirement benefit obligation recognised in the balance sheet represents the present value of the defined-benefit obligation as reduced by the fair value plan assets.

#### c) Compensated absences

Accrued liability in respect of leave encashment benefit on retirement is accounted for on the basis of actuarial valuation as at the year end and charged in the statement of profit and loss every year. Compensated absences benefits comprising of entitlement to accumulation of Sick Leave is provided for based on actuarial valuation at the end of the year. Actuarial gains and losses are recognized immediately in the statement of profit and loss. Accumulated Compensated Absences and Gratuity liability, which are expected to be availed or encashed or contributed within the 12 months from the end of the year are treated as short term employee benefits and the balance expected to availed or encashed or contributed beyond 12 months from the year end are treated as long term liability.

#### d) Other short term employee benefits

Short Term Employee Benefits are recognized as an expense as per the Company's schemes based on expected obligation on an undiscounted basis.

### 2.12 Revenue Recognition

## Notes to the Standalone Financial Statements

Revenue from contracts with customers are recognised when the control over the goods or services promised in the contract are transferred to the customer. The amount of revenue recognised depicts the transfer of promised goods and services to customers for an amount that reflects the consideration to which the Company is entitled to in exchange for the goods and services. Revenue from sale of products is recognised when the control over such goods have been transferred, being when the goods are delivered to the customers. Delivery occurs when the products have been shipped or delivered to the specific location as the case may be, risks of loss have been transferred to the customers, and either the customer has accepted the goods in accordance with the sales contract or the acceptance provisions have lapsed or the Company has objective evidence that all criteria for acceptance have been satisfied. Revenue from these sales are recognized based on the price specified in the contract, which is fixed. No element of significant financing is deemed present as the sales are made against the receipt of advance or with an agreed credit period (in a very few cases) of upto 90 days, which is consistent with the market practices. A receivable is recognised when the goods are delivered as this is the point in time that the consideration is unconditional because only passage of time is required before payment is done.

### 2.13 Other Income

Interest Income is recognized on a time proportion basis taking in to account the amount outstanding and the effective interest rate applicable. Dividend income is recognized when the right to receive dividend is established. Export incentives are accounted as income in the statement of profit and loss when no significant uncertainty exists regarding the collectability. Insurance claims are accounted to the extent the Company is reasonably certain of their ultimate collection.

### 2.14 Foreign Currency Transaction

#### (i) Initial Recognition

On initial recognition, all foreign currency transactions are recorded at exchange rates prevailing on the date of the transaction.

#### (ii) Subsequent Recognition

At the reporting date, foreign currency non-monetary items carried in terms of historical cost are reported using the exchange rate at the date of transactions. All monetary assets and liabilities in foreign currency are restated at the end of accounting period at the closing exchange rate. Gains/losses arising out of fluctuations in the exchange rates are recognised in the statement of profit and loss in the period in which they arise.

### 2.15 Derivative Instruments

The Company uses derivative financial instruments such as foreign exchange contracts to hedge its exposure to movements in foreign exchange rates relating to the underlying transactions. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value and resulting gain or loss is recognized in the statement of profit and loss at the end of each reporting period. Any profit or loss arising on cancellation of derivative instruments is recognized as income or expense for the period.

### 2.16 Taxation

Current tax is determined as the amount of tax payable in respect of taxable income for the year based on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The Company measures its tax balances either based on the most likely amount or the expected value, depending on which method provides a better prediction of the resolution of the uncertainty. Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled. Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses. Deferred tax assets include Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. Accordingly, MAT is recognised as deferred tax asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised. Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously. Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised



## Notes to the Standalone Financial Statements

in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

### 2.17 Borrowing Cost

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Other borrowing costs are expensed in the period in which they are incurred.

### 2.18 Provisions and Contingent Liabilities

Provisions are recognized when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the balance sheet date and are not discounted to its present value, except where the effect of the time value of money is material.

#### Contingent Liabilities

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

### 2.19 Earnings per Share

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

### 2.20 Cash and Cash Equivalents

In the cash flow statement, cash and cash equivalents include cash in hand, and balance with bank in current and fixed deposit account.

### 2.21 Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the Company, on or before the end of the reporting period but not distributed at the end of the reporting period.

### 2.22 Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in event of default, insolvency or bankruptcy of the Company or the counterparty.

### 2.23 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Board of Directors of the Company has been identified as being the chief operating decision maker. Refer note 35 for segment information presented.

### 2.24 Leases

#### As a lessee

Leases are recognised as right of use assets and a correspondence liability at the date at which the leased asset is available for use by the Company. Contract may contain both lease and non lease components. The Company allocates the consideration in the contract to the lease and non lease components based on their relative standalone prices. Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payment:-

- Fixed payments (including in substance fixed payments) less any lease incentive receivable.
- Variable lease payment that are based on an index or a rate, initially measured using the index or a rate at the commencement date.
- Amount expected to be paid by the Company as under residual value guarantees.
- Exercise price of a purchase option if the Company is reasonably certain to exercise that option.

## Notes to the Standalone Financial Statements

- e) Payment of penalties for terminating the lease, if the lease term reflects the Company exercising that option. Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability. The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Company, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

### To determine the incremental borrowing rate, the Company:

- a) Where possible, use recent third party financing received by the individual lessee as a starting point, adjusted to reflect changes in the financing conditions since third party financing was received.
- b) use a built up approach that starts with risk free interest rate adjusted for credit risk of leases held by Gloster Limited, which does not have recent third party financing.

If a readily observable amortising loan rate is available to the individual lessee (through recent financing or market data) which has a similar payment profile to the lease, then the company uses that rate as a starting point to determine the incremental borrowing rate. Lease payments are allocated between principal and finance cost. The finance cost is charged to statement of profit and loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. Right-of-use assets are measured at cost comprising the following:-

- i) the amount of the initial measurement of lease liability
- ii) any lease payment made at or before the commencement date less any lease incentive received
- iii) any initial direct cost and
- iv) restoration costs.

Right of use of assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight line basis. Payment associated with short-term leases of equipment and all the leases of low value assets are recognised on a straight line basis as an expenses in the statement of profit and loss. Short term leases are leases with a lease term of less than 12 months or less.

### As a lessor

Lease income from operating leases where the company is a lessor is recognised in income on a straight-line basis over the lease term. Initial direct costs incurred in obtaining

an operating lease are added to the carrying amount of the underlying asset and recognised as expense over the lease term on the same basis as lease income. The respective leased assets are included in the balance sheet based on their nature.

### 2.25 Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs (with two place of decimal) as per the requirement of schedule III, unless otherwise stated.

### 2.26 Exceptional items

When items of income and expenses within statement of profit and loss from ordinary activities are of as such size, nature and or incidence that there disclosure is relevant to explain the performance of the enterprise for the period, the nature and amount of such material items are disclosed separately as exceptional items.

### 2A Critical estimates and judgements

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Company's accounting policies. This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

- (i) Estimation of defined benefit obligation-Refer note 27 of the financial statements
- (ii) Estimated fair value of unlisted securities-Refer note 32 of the financial statements
- (iii) Recognition of deferred tax assets for MAT Credit entitlements-Refer note 31 of the financial statements
- (iv) Useful life of Property, Plant and Equipment and intangible assets-Refer note 2.3 and 2.4 above.

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



## Notes to the Standalone Financial Statements

### Note: 3 Property, Plant and Equipment

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Gross carrying amount				Accumulated depreciation				Impairment			Net carrying amount	
	01 April 2021	Additions	Transfer from CWIP	Disposals/adjustments	31 March 2022	01 April 2021	For the year	Disposals/adjustments	31 March 2022	For the year	Reversals	31 March 2022	31 March 2021
Freehold land	21,015.05	-	-	-	21,015.05	-	-	-	-	-	-	21,015.05	21,015.05
Buildings	6,491.12	21.14	1,942.08	-	8,454.34	1,056.66	242.50	-	1,299.16	-	-	7,155.18	5,434.46
Roads	59.92	0.15	35.60	-	95.67	30.35	5.09	-	35.44	-	-	60.23	29.57
Plant and equipment	7,219.59	748.33	134.33	6.91	8,095.34	3,153.62	702.04	1.12	3,854.54	110.27	-	4,130.53	3,955.70
Electric installation	340.55	11.15	131.93	-	483.63	164.81	34.54	-	199.35	-	-	284.28	175.74
Furniture & fixtures	289.84	76.54	242.78	-	609.16	216.56	41.52	-	258.08	-	-	351.08	73.28
Office equipment	70.90	2.86	-	2.28	71.48	47.03	3.69	2.17	48.55	-	-	22.93	23.87
Launches	0.01	-	-	-	0.01	-	-	-	-	-	-	0.01	0.01
Vehicles	459.61	17.85	-	1.03	476.43	179.47	55.10	0.85	233.72	-	-	242.71	280.14
	<b>35,946.59</b>	<b>878.02</b>	<b>2,486.72</b>	<b>10.22</b>	<b>39,301.11</b>	<b>4,848.50</b>	<b>1,084.48</b>	<b>4.14</b>	<b>5,928.84</b>	<b>110.27</b>	<b>-</b>	<b>33,262.00</b>	<b>30,987.82</b>

Particulars	Gross carrying amount				Accumulated depreciation				Impairment			Net carrying amount	
	01 April 2020	Additions	Transfer from CWIP	Disposals/adjustments	31 March 2021	01 April 2020	For the year	Disposals/adjustments	31 March 2021	For the year	Reversals	31 March 2021	31 March 2020
Freehold land	21,015.05	-	-	-	21,015.05	-	-	-	-	-	-	21,015.05	21,015.05
Buildings	5,936.81	186.65	367.66	-	6,491.12	826.20	230.46	-	1,056.66	-	-	5,434.46	5,110.61
Roads	45.06	1.71	13.15	-	59.92	30.34	0.01	-	30.35	-	-	29.57	14.72
Plant and equipment	6,731.49	548.94	24.29	85.13	7,219.59	2,535.38	662.55	44.31	3,153.62	110.27	-	3,955.70	4,085.84
Electric installation	314.71	25.84	-	-	340.55	131.75	33.06	-	164.81	-	-	175.74	182.96
Furniture & fixtures	285.33	4.51	-	-	289.84	176.24	40.32	-	216.56	-	-	73.28	109.09
Office equipment	68.70	2.20	-	-	70.90	43.54	3.49	-	47.03	-	-	23.87	25.16
Launches	0.01	-	-	-	0.01	-	-	-	-	-	-	0.01	0.01
Vehicles	454.67	4.94	-	-	459.61	125.95	53.52	-	179.47	-	-	280.14	328.72
	<b>34,851.83</b>	<b>774.79</b>	<b>405.10</b>	<b>85.13</b>	<b>35,946.59</b>	<b>3,869.40</b>	<b>1,023.41</b>	<b>44.31</b>	<b>4,848.50</b>	<b>110.27</b>	<b>-</b>	<b>30,987.82</b>	<b>30,872.16</b>

#### Note:

Immovable properties being Freehold Land was purchased in the 19th Century in the name of Fort Gloster Jute Manufacturing Company Limited and the same stood transferred to and vested in the Company by virtue of Schemes of Arrangement including the Scheme of Amalgamation sanctioned by the Hon'ble NCLT Kolkata Bench vide Order dated 19.01.2018 passed under Sections 230 and 232 of the Companies Act, 2013. The Company has the ownership and title of the immovable properties including freehold land purchased in the 19th Century. The land is recorded with the Uluberia Municipality in the name of the Company.



## Notes to the Standalone Financial Statements

### Note: 4(a) Right of Use Asset

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Gross carrying amount			Accumulated amortisation		Net carrying amount	
	01 April 2021	Additions	Disposals/ adjustments	31 March 2022	For the year	31 March 2022	31 March 2021
Land (refer note 42)	272.93	-	-	272.93	9.10	263.26	272.36
	<b>272.93</b>	-	-	<b>272.93</b>	<b>9.10</b>	<b>263.26</b>	<b>272.36</b>

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Gross carrying amount			Accumulated amortisation		Net carrying amount	
	01 April 2020	Additions	Disposals/ adjustments	31 March 2021	For the year	31 March 2021	31 March 2020
Land (refer note 42)	-	272.93	-	272.93	0.57	272.36	-
	-	<b>272.93</b>	-	<b>272.93</b>	<b>0.57</b>	<b>272.36</b>	-

### Note: 4(b) Capital Work In Progress (CWIP)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Opening Balance	1,394.67	1,222.57
Add: Addition during the year	1,236.59	577.20
Less: Transfer during the year	(2,492.42)	(405.10)
	<b>138.84</b>	<b>1,394.67</b>

#### Notes:

- a) Capital work-in-progress mainly comprises of construction of building at factory.  
b) There are no capital work-in-progress as on 31 March 2022 and 31 March 2021 whose completion is overdue or has exceeded its cost compared to its original plan.

## Notes to the Standalone Financial Statements

### CWIP Aging Schedule as at 31 March, 2022

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Amount in Capital Work In Progress for				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Projects in Progress	119.79	3.05	13.86	2.14	138.84
Projects temporarily Suspended	-	-	-	-	-
	119.79	3.05	13.86	2.14	138.84

### CWIP Aging Schedule as at 31 March, 2021

Particulars	Amount in Capital Work In Progress for				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Projects in Progress	545.02	699.44	144.51	5.70	1,394.67
Projects temporarily Suspended	-	-	-	-	-
	545.02	699.44	144.51	5.70	1,394.67

## Notes to the Standalone Financial Statements

### Note: 4(c) Goodwill

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Gross carrying amount				Accumulated amortisation			Net carrying amount			
	01 April 2021	Additions	Transfer from CWIP	Disposals/ adjustments	31 March 2022	01 April 2021	For the year	Disposals/ adjustments	31 March 2022	31 March 2021	
Goodwill	31,247.66	-	-	-	31,247.66	8,332.71	1,666.54	-	9,999.25	21,248.41	22,914.95
	31,247.66	-	-	-	31,247.66	8,332.71	1,666.54	-	9,999.25	21,248.41	22,914.95

Particulars	Gross carrying amount					Accumulated amortisation			Net carrying amount	
	01 April 2020	Additions	Transfer from CWIP	Disposals/ adjustments	31 March 2021	01 April 2020	For the year	Disposals/ adjustments	31 March 2021	31 March 2020
Goodwill	31,247.66	-	-	-	31,247.66	6,666.16	1,666.55	-	8,332.71	22,914.95
	31,247.66	-	-	-	31,247.66	6,666.16	1,666.55	-	8,332.71	22,914.95
										24,581.50
										24,581.50

### Note: 4(d) Other intangible assets

Particulars	Gross carrying amount				Accumulated amortisation			Net carrying amount			
	01 April 2021	Additions	Transfer from CWIP	Disposals/ adjustments	31 March 2022	01 April 2021	For the year	Disposals/ adjustments	31 March 2022	31 March 2021	
Trademark	8,782.90	-	-	-	8,782.90	2,342.10	468.42	-	2,810.52	5,972.38	6,440.80
Computer Software	89.28	3.26	5.70	-	98.24	56.70	14.72	-	71.42	26.82	32.58
	8,872.18	3.26	5.70	-	8,881.14	2,398.80	483.14	-	2,881.94	5,999.20	6,473.38

Particulars	Gross carrying amount					Accumulated amortisation			Net carrying amount	
	01 April 2020	Additions	Transfer from CWIP	Disposals/ adjustments	31 March 2021	01 April 2020	For the year	Disposals/ adjustments	31 March 2021	31 March 2020
Trademark	8,782.90	-	-	-	8,782.90	1,873.68	468.42	-	2,342.10	6,440.80
Computer Software	73.01	16.27	-	-	89.28	42.42	14.28	-	56.70	32.58
	8,855.91	16.27	-	-	8,872.18	1,916.10	482.70	-	2,398.80	6,473.38
										6,939.81

## Notes to the Standalone Financial Statements

### Note: 5(a) Advance for Investment in Subsidiaries

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	31 March 2022	31 March 2021
Advance against Equity Investment (refer note 36)	2,619.00	-
Advance against issue of securities (refer note 36)	7,530.30	-
	<b>10,149.30</b>	-

### Note: 5(b) Investments in subsidiaries

Particulars	Face value	No. of units	31 March 2022	No. of units	31 March 2021
<b>Investments carried at cost</b>					
<b>Investments in equity instruments</b>					
<b>Investments in subsidiaries - Unquoted</b>					
Gloster Lifestyle Ltd.	10	40,00,000	513.41	40,00,000	513.41
Gloster Specialities Ltd.	10	40,00,000	528.59	40,00,000	528.59
Gloster Nuvo Ltd.	10	6,60,00,000	6,600.00	20,00,000	200.00
Network Industries Ltd.	10	1,08,00,000	1,080.00	1,08,00,000	1,080.00
Fort Gloster Industries Ltd.	10	4,84,10,000	4,841.00	4,84,10,000	4,841.00
<b>Total</b>			<b>13,563.00</b>		<b>7,163.00</b>
<b>Aggregate carrying value of unquoted investments</b>			<b>13,563.00</b>		<b>7,163.00</b>
<b>Aggregate amount of Impairment in the value of investments</b>			<b>Nil</b>		<b>Nil</b>

### Note: 5(c) Other Investments (Non-current)

Particulars	Face value	No. of units	31 March 2022	No. of units	31 March 2021
<b>I. Mandatorily measured at FVTPL</b>					
<b>Investment in Alternative Investment Funds (Debt)</b>					
<b>Fully paid up - Unquoted</b>					
Peninsula Brookfield India Real Estate Fund	46,611	188	14.18	188	29.11
IIFL Real Estate Fund (Domestic) - Series 2	6	-	-	18,66,885	86.22
IIFL Real Estate Fund (Domestic) - Series 3	7	-	-	20,00,000	108.21
India Realty Excellence Fund III	100	3,84,063	467.58	4,27,593	514.49
India Realty Excellence Fund IV	100	3,00,000	343.91	3,00,000	321.13
<b>II. Designated at FVOCI:</b>					
<b>Investment in Alternative Investment Funds (Equity)</b>					
<b>Fully paid up - Unquoted</b>					
IIFL Special Opportunities Fund Class A1	8	18,60,518	165.80	18,60,518	216.61
IIFL Select Series II Class A1	10	28,79,327	431.38	28,79,327	384.74
Abakus Growth Fund I Class B1	1,000	19,782	444.43	19,782	325.31
Ask India 2025 Equity Fund	1,000	20,728	342.63	20,728	281.40

## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Face value	No. of units	31 March 2022	No. of units	31 March 2021
India Business Excellence Fund III	1,000	49,107	907.99	49,107	790.13
Malabar Value Fund	100	79,386	176.15	88,511	170.81
Baring Private Equity India	1,00,000	200	436.21	200	316.63
Motilal Oswal Focused Emergence Fund	10	-	-	18,49,634	192.68
Motilal Oswal India Excellence Fund-AIF	10	24,99,825	244.75	-	-
<b>Unquoted Equity Instruments- Fully paid-up</b>					
<b>(Investment through PMS)</b>					
Motilal Oswal Asset Management Co. Ltd. - Next Trillion Dollar	-	-	208.95	-	183.32
Ask Investment Managers Pvt. Ltd. - IEP	-	-	220.50	-	184.76
Motilal Oswal Asset Management Co. Ltd. - NTD (Direct)	-	-	446.63	-	394.57
Ask Investment Managers Pvt. Ltd.-BFSI	-	-	311.87	-	281.03
<b>Investment in Equity Instruments - Fully paid up</b>					
<b>Unquoted (Direct investment)</b>					
Fine Worthy Software Solutions Private Ltd.	10	91,411	214.71	91,411	214.76
Blackberry Properties Pvt. Ltd.	10	10,00,000	509.90	10,00,000	510.90
Cambay Investment Corporation Ltd.	10	38,000	1,246.35	38,000	838.87
Credwyn Holdings India Pvt. Ltd.	100	30,000	1,566.12	30,000	1,244.98
Laxmi Asbestos Products Ltd.	100	5,000	5.00	5,000	5.00
Sudipta Traders Pvt.Ltd.	10	3,08,000	1,001.74	3,08,000	1,026.16
The Oriental Company Ltd.	100	845	977.35	845	626.05
Woodland Multispeciality Hospital Ltd.	10	4,290	0.21	4,290	0.21
<b>Investment in Equity Instruments - Fully paid up</b>					
<b>Quoted (Direct investment)</b>					
The Cochin Malabar Estates & Industries Ltd.	10	98,939	89.05	98,939	50.95
Joonktollee Tea & Industries Ltd.	10	10,77,676	935.96	5,38,838	583.02
Amar Remedy Ltd.	10	200	0.02	200	0.02
Penta Media Graphics Ltd.	1	11,070	0.03	11,070	0.03
Port Shipping Co. Ltd.	10	1,64,330	16.43	1,64,330	16.43
The Phosphate Co. Ltd.	10	1,70,000	158.10	1,70,000	104.98
<b>Total</b>			<b>11,883.93</b>		<b>10,003.51</b>
<b>Aggregate amount of quoted investments and market value thereof</b>			<b>1,199.59</b>		<b>755.43</b>
<b>Aggregate amount of unquoted investments and market value thereof</b>			<b>10,684.34</b>		<b>9,248.08</b>



## Notes to the Standalone Financial Statements

### Note: 6 Other financial assets (Non-current)

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	31 March 2022	31 March 2021
<b>Unsecured, considered good (unless otherwise stated)</b>		
Security Deposits	12.04	112.04
<b>Total</b>	<b>12.04</b>	<b>112.04</b>

### Note: 7 Other non-current assets

Particulars	31 March 2022	31 March 2021
<b>Unsecured, considered good (unless otherwise stated)</b>		
Capital Advances	616.52	660.41
Deposits with Government Authorities	94.99	90.19
<b>Total</b>	<b>711.51</b>	<b>750.60</b>

### Note: 8 Inventories

Particulars	31 March 2022	31 March 2021
Raw materials	5,506.43	6,406.90
Stock-in-process	2,569.80	2,769.81
Semi Finished Goods	1,040.58	855.82
Finished Goods (includes goods in transit ₹ 1,877.24 lakhs; 31 March 2021 - ₹ 2,051.00 lakhs)	3,681.46	3,859.64
Stores and Spares (refer note below)	1,250.44	1,100.94
<b>Total</b>	<b>14,048.71</b>	<b>14,993.11</b>

#### Notes:

- The Company has expensed inventory of ₹ 39.07 lakhs (31 March 2021: ₹ 26.55 lakhs) for writing down the value of inventories towards slow moving, non-moving and obsolete inventory.
- The mode of valuation of inventories has been stated in Note 2.10.
- The above Inventories have been pledged to secure borrowings of the company. (refer note 18).

### Note: 9(a) Investments (Current)

Particulars	Face value	No. of units	31 March 2022	No. of units	31 March 2021
<b>I. Designated at FVOCI</b>					
<b>Quoted Equity Instruments- Fully paid-up (Direct investment)</b>					
NBCC (India) Ltd.	1	1,50,000	54.45	1,50,000	70.10
HEG Ltd.	10	1,000	13.74	1,000	14.64
Century Textiles Industries Ltd.	10	250	2.14	2,000	9.29
Bombay Dyeing & Manufacturing Company Limited	2	1,45,000	142.76	1,45,000	101.78
Maharashtra Seamless Ltd.	5	-	-	4,300	11.86
Bombay Burmah Trading Corpn. Ltd.	2	5,000	43.04	5,000	55.52
<b>Investment in Alternative Investment Funds (Equity) - Fully paid up - Unquoted</b>					
Orios venture Partners Fund	100	2,00,000	267.11	2,00,000	249.19
White Oak India Equity Fund	10	-	-	9,59,429	165.62
Sundaram Alternative Opportunities Fund- Nano Cap Series I	1,00,000	-	-	92	82.49



## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Face value	No. of units	31 March 2022	No. of units	31 March 2021
<b>II. Designated at FVTPL</b>					
<b>Investment in Alternative Investment Funds (Debt) - Fully paid up - Unquoted</b>					
Indiareit Apartment Fund	1,00,000	28	33.71	31	49.24
IIFL Real Estate Fund (Domestic) - Series 2	6	18,66,885	66.74	-	-
IIFL Real Estate Fund (Domestic) - Series 3	7	20,00,000	99.45	-	-
<b>Total</b>			<b>723.14</b>		<b>809.73</b>
<b>Aggregate amount of quoted investments and market value thereof</b>			<b>256.13</b>		<b>263.19</b>
<b>Aggregate amount of unquoted investments and market value thereof</b>			<b>467.01</b>		<b>546.54</b>

### Note: 9(b) Trade receivables

Particulars	31 March 2022	31 March 2021
Trade Receivables - Considered good - Unsecured (refer note below)	3,050.75	3,145.23
Less: Allowance for credit losses	(71.31)	(55.36)
<b>Total</b>	<b>2,979.44</b>	<b>3,089.87</b>

### Notes: Transferred Receivables

- (i) The carrying amounts of the trade receivables include receivables which are subject to Bill Discounting. Under this arrangement, the Company has transferred the relevant receivables to the bank in exchange for cash and is prevented from selling or pledging the receivables. However, the Company has retained late payment and credit risk. The Company therefore continues to recognise the transferred assets in their entirety in its balance sheet as at 31 March, 2021. The amount repayable under the Bill Discounting is presented as secured borrowing.
- (ii) There is no outstanding receivables due from directors or other officers of the Company.
- (iii) The above Trade Receivables are pledged to secure borrowings of the company (refer note 18).
- (iv) Refer note 33A for credit risk.

The relevant carrying amounts are as follows:

Particulars	31 March 2022	31 March 2021
Total transferred receivables	-	367.20
Associated secured borrowing [refer note 18(a)]	-	(367.20)



## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### Trade receivables ageing schedule as at March 31, 2022

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
(i) Undisputed trade receivables - considered good	1,012.38	1,960.16	3.24	3.61	0.05	-	2,979.44
(ii) Undisputed trade receivables - credit impaired	-	-	-	-	-	71.31	71.31
(iii) Disputed trade receivables - considered good	-	-	-	-	-	-	-
(iv) Disputed trade receivables - credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>1,012.38</b>	<b>1,960.16</b>	<b>3.24</b>	<b>3.61</b>	<b>0.05</b>	<b>71.31</b>	<b>3,050.75</b>
Less: Allowance for credit losses	-	-	-	-	-	(71.31)	(71.31)
<b>Total Trade Receivables</b>	<b>1,012.38</b>	<b>1,960.16</b>	<b>3.24</b>	<b>3.61</b>	<b>0.05</b>	<b>-</b>	<b>2,979.44</b>

### Trade receivables ageing schedule as at March 31, 2021

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
(i) Undisputed trade receivables - considered good	1,043.85	2,012.42	15.08	2.45	10.46	5.61	3,089.87
(ii) Undisputed trade receivables - credit impaired	-	-	-	-	-	55.36	55.36
(iii) Disputed trade receivables - considered good	-	-	-	-	-	-	-
(iv) Disputed trade receivables - credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>1,043.85</b>	<b>2,012.42</b>	<b>15.08</b>	<b>2.45</b>	<b>10.46</b>	<b>60.97</b>	<b>3,145.23</b>
Less: Allowance for credit losses	-	-	-	-	-	(55.36)	(55.36)
<b>Total Trade Receivables</b>	<b>1,043.85</b>	<b>2,012.42</b>	<b>15.08</b>	<b>2.45</b>	<b>10.46</b>	<b>5.61</b>	<b>3,089.87</b>

**Note:** In case where due date is not specified invoice date has been considered for ageing purposes.

## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### Note: 9(c) Cash and cash equivalents

Particulars	31 March 2022	31 March 2021
<b>Cash and cash equivalents</b>		
Cash on hand	7.39	4.18
Balances with banks :		
In current accounts	152.66	20.91
<b>Total</b>	<b>160.05</b>	<b>25.09</b>

### Note: 9(d) Other bank balances

Particulars	31 March 2022	31 March 2021
<b>Other Bank balances</b>		
Unpaid dividend account	25.55	24.22
Fractional share entitlement	0.52	0.52
Margin money deposits	1.17	1.17
Deposits with maturity three to twelve months	780.67	1,404.01
<b>Total</b>	<b>807.91</b>	<b>1,429.92</b>

### Note: 9(e) Loans (Current)

Particulars	31 March 2022	31 March 2021
<b>Unsecured, considered good</b>		
<b>(i) Loan to Others</b>		
Loan to Employees	328.56	404.94
Loan to Body Corporate	-	500.08
<b>(ii) Loan to Related Parties (refer note 36)</b>	1,750.00	7,601.56
<b>Total</b>	<b>2,078.56</b>	<b>8,506.58</b>

### Note: 9(f) Other financial assets - current

Particulars	31 March 2022	31 March 2021
Security Deposits	196.40	96.39
Derivatives not designated as hedges - Foreign-exchange forward contracts	145.84	195.71
Interest accrued on Loans to Body Corporates	592.49	61.58
Others (refer note below)	23.32	187.83
<b>Total</b>	<b>958.05</b>	<b>541.51</b>

#### Note:

Includes insurance claim receivable and receivables from sale of investment ₹ Nil (31 March 2021 ₹ 43.96 lakhs and ₹ 143.87 lakhs respectively) and reimbursement of expense receivable from a wholly owned subsidiary ₹ 23.32 lakhs (31 March 2021 ₹ Nil).

### Note: 10 Current tax assets (net)

Particulars	31 March 2022	31 March 2021
Advance for taxation (Net of provision of ₹ 10,198.99 lakhs (31 March 2021 - ₹ 8,000.50 lakhs))	3,715.23	3,533.42
<b>Total</b>	<b>3,715.23</b>	<b>3,533.42</b>

## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### Note: 11 Other current assets

Particulars	31 March 2022	31 March 2021
<b>Unsecured, considered good (unless otherwise stated)</b>		
Prepaid Expenses [refer note (a) below]	78.75	113.31
Balances with Government Authorities	395.80	64.36
Advances for goods and services - Considered Good	391.06	1,289.75
Dividend distribution tax (DDT) refundable [refer note (b) below]	49.14	49.14
<b>Other Advances</b>		
Considered Good	10.77	10.30
Credit impaired	148.17	148.17
Less : Allowance for credit impaired	(148.17)	(148.17)
<b>Total</b>	<b>925.52</b>	<b>1,526.86</b>

#### Notes:

(a) Includes CSR prepaid expenses of ₹ Nil ( 31 March 2021 - ₹ 38.36 lakhs) [refer note 30 (b) ].

(b) Pertains to DDT paid by erstwhile Gloster Limited for payment of dividend to erstwhile Kettlewell Bullen & Company Limited now refundable, post merger in keeping with scheme of amalgamation.

### Note: 12 Equity share capital

#### (a) Authorised share capital

Particulars	Equity shares	
	Number of shares	Amount
<b>As at 01 April 2020</b>	<b>2,75,00,000</b>	<b>2,750.00</b>
Changes during the year	-	-
<b>As at 31 March 2021</b>	<b>2,75,00,000</b>	<b>2,750.00</b>
Changes during the year	-	-
<b>As at 31 March 2022</b>	<b>2,75,00,000</b>	<b>2,750.00</b>

#### (b) Issued, subscribed and fully paid-up shares

Particulars	Equity shares	
	Number of shares	Amount
<b>As at 01 April 2020</b>	<b>54,71,630</b>	<b>547.16</b>
Changes during the year	-	-
<b>As at 31 March 2021</b>	<b>54,71,630</b>	<b>547.16</b>
Changes during the year	-	-
<b>As at 31 March 2022</b>	<b>54,71,630</b>	<b>547.16</b>

## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### (c) Details of the shareholders holding more than 5% of equity shares of the Company is as below:

Name of the equity shareholder	31 March 2022		31 March 2021	
	No. of units	31 March 2022	No. of units	31 March 2021
Equity Shares				
Life Insurance Corporation of India	7,03,369	12.85	7,16,825	13.10
Pushpa Devi Bangur	7,89,636	14.43	7,89,636	14.43
The Oriental Company Limited	6,04,006	11.04	6,04,006	11.04
Madhav Trading Corporation Limited	5,93,246	10.84	5,93,246	10.84
Vinita Bangur	4,46,352	8.16	4,46,352	8.16
Hemant Bangur	3,76,139	6.87	3,76,139	6.87

### (d) Details of promoters shareholding percentage in the Company is as below:

	31 March 2022			31 March 2021		
	Number of Shares	% of total share	% change during the year	Number of Shares	% of total share	% change during the year
<b>Name of promoter</b>						
Hemant Bangur	3,76,139	6.87	-	3,76,139	6.87	-
<b>Name of promoter group</b>						
Pushpa Devi Bangur	7,89,636	14.43	-	7,89,636	14.43	-
Vinita Bangur	4,46,352	8.16	-	4,46,352	8.16	-
Hemant Kumar Bangur HUF	2,61,179	4.77	-	2,61,179	4.77	-
Gopal Das Bangur HUF	2,24,348	4.10	-	2,24,348	4.10	-
Pushpa Devi Bangur (Trustee of Purushottam Dass Bangur Family Trust)	97,700	1.79	-	97,700	1.79	-
Purushottam Dass Bangur	52,803	0.97	-	52,803	0.97	-
Purushottam Dass Bangur HUF	51,766	0.95	-	51,766	0.95	-
Pushpa Devi Bangur (Trustee of Pranov Bangur Benefit Trust)	1,000	0.02	-	1,000	0.02	-
Pranov Bangur	320	0.01	-	320	0.01	-
The Oriental Company Limited	6,04,006	11.04	-	6,04,006	11.04	-
Madhav Trading Corporation Limited	5,93,246	10.84	-	5,93,246	10.84	-
The Cambay Investment Corporation Limited	2,66,953	4.88	-	2,66,953	4.88	-
Credwyn Holdings India Private Limited	2,08,521	3.81	0.05%	2,05,906	3.76	0.02%

### (e) Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 10 per share. Each shareholder is eligible for one vote per share held. The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation of the Company, the holders of equity shares are eligible to receive the remaining assets of the Company after distribution of all the preferential amounts, in proportion to their shareholding.

### (f) Details of bonus shares issued

The Company has issued 16,00,000 number of equity shares allocated as fully paid up by way of bonus shares of ₹ 10 each on 07 March, 2016.

## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### Note: 13 Other equity

#### A. Reserve and Surplus

Particulars	31 March 2022	31 March 2021
(i) Securities Premium	78,146.39	78,146.39
(ii) General reserve	10,619.10	8,619.10
(iii) Retained earnings	14,292.33	9,314.70
<b>Total reserves and surplus</b>	<b>1,03,057.82</b>	<b>96,080.19</b>

Particulars	31 March 2022	31 March 2021
<b>(i) Securities Premium</b>		
Balance at the beginning of the year	78,146.39	78,146.39
Changes during the year	-	-
<b>Balance at the end of the year</b>	<b>78,146.39</b>	<b>78,146.39</b>
<b>(ii) General reserve</b>		
Balance at the beginning of the year	8,619.10	6,619.10
Transferred from retained earnings	2,000.00	2,000.00
<b>Balance at the end of the year</b>	<b>10,619.10</b>	<b>8,619.10</b>
<b>(iii) Retained earnings</b>		
Balance at the beginning of the year	9,314.70	6,003.12
Profit for the year	7,281.20	4,460.58
<b>Items of other comprehensive income recognised directly in retained earnings</b>		
- Remeasurements of post-employment benefit obligation, net of tax	764.25	591.58
- Gain on sale of FVOCI equity investments, net of tax transferred to retained earnings	300.09	1,080.16
<b>Deduct : Appropriations</b>		
Dividend paid during the year	(1,367.91)	(820.74)
Transferred to general reserve	(2,000.00)	(2,000.00)
<b>Balance at the end of the year</b>	<b>14,292.33</b>	<b>9,314.70</b>

Particulars	31 March 2022	31 March 2021
<b>B. Other reserves - Equity instruments through Other comprehensive income</b>		
<b>Balance at the beginning of the year</b>	<b>2,643.39</b>	<b>1,369.96</b>
Changes in fair value of FVOCI equity instruments ( Realised + Unrealised )	2,009.06	2,608.43
Deferred tax	(375.49)	(254.84)
Gain on sale of FVOCI equity investments, net of tax transferred to retained earnings	(300.09)	(1,080.16)
<b>Balance at the end of the year</b>	<b>3,976.87</b>	<b>2,643.39</b>
<b>Total (A+B)</b>	<b>1,07,033.33</b>	<b>98,723.58</b>

#### (i) General reserve

General reserve is created and utilised in compliance with provisions of the Companies Act, 2013.

#### (ii) Equity instruments through OCI

The Company has elected to recognise changes in the fair value of all investments in equity securities in other comprehensive income. These changes are accumulated within the FVOCI equity investments reserve within equity. The Company transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.



## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### Note: 14 (a) Lease Liabilities (Non Current)

Particulars	31 March 2022	31 March 2021
Non-Current Lease Liabilities (refer note 42)	235.63	234.14
<b>Total</b>	<b>235.63</b>	<b>234.14</b>

### Note: 14 (b) Lease Liabilities (Current)

Particulars	31 March 2022	31 March 2021
Current Lease Liabilities (refer note 42)	14.08	14.08
<b>Total</b>	<b>14.08</b>	<b>14.08</b>

### Note: 15 Provisions (Non-current)

Particulars	31 March 2022	31 March 2021
Provision for compensated absences of employees	559.61	536.71
Provision for Gratuity (refer note 27)	30.25	680.50
Other non-current provisions	2.17	2.17
<b>Total</b>	<b>592.03</b>	<b>1,219.38</b>

### Note: 16 Deferred tax liabilities (net)

Particulars	31 March 2022	31 March 2021
<b>Deferred tax liabilities</b>		
Investment in financial instruments at FVOCI	1,219.56	844.07
Property, plant and equipment	7,629.75	8,265.09
Provision for Gratuity	572.88	162.37
Right of Use Asset	91.99	95.17
	<b>9,514.18</b>	<b>9,366.70</b>
<b>Deferred tax assets</b>		
Investment in financial instruments at FVTPL	34.47	19.86
Provision for leave encashment	162.98	151.74
Provision for doubtful advances & receivables	76.70	71.12
Deferred government grant	87.75	86.30
MAT credit entitlement [refer note (2) below ]	240.09	2,606.60
Lease Liabilities	87.26	95.17
Others	206.44	193.94
	<b>895.69</b>	<b>3,224.73</b>
<b>Net deferred tax liabilities [refer note (1) below]</b>	<b>8,618.49</b>	<b>6,141.97</b>

#### Notes:

- (1) Deferred tax assets and deferred tax liabilities have been offset as they relate to the same governing taxation laws. Refer note 31 for details pertaining to income taxes and note 46 for measurement of deferred tax.
- (2) MAT credit is in the nature of a deferred tax. Therefore recognition of deferred tax asset on MAT credit and utilisation of such MAT credit are recognised in the Statement of Profit and Loss.

## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### Movements in deferred tax Liabilities/(Assets)

Particulars	As at 31 March 2022				As at 31 March 2021			
	Charged/Credited to				Charged/Credited to			
	Opening	Profit/ Loss	Other Compre- hensive Income	Closing	Opening	Profit/ Loss	Other Compre- hensive Income	Closing
Investment in financial instruments at FVOCI	844.07	-	375.49	1,219.56	589.24	-	254.84	844.07
Property, plant and equipment	8,265.09	(635.34)	-	7,629.75	9,122.25	(857.16)	-	8,265.09
Provision for Gratuity	162.37	-	410.51	572.88	(155.00)	-	317.76	162.37
Right of Use Asset	95.17	(3.18)	-	91.99	-	95.17	-	95.17
Investment in financial instruments at FVTPL	(19.86)	(14.61)	-	(34.47)	4.40	(24.26)	-	(19.86)
Provision for leave encashment	(151.74)	(11.24)	-	(162.98)	(149.07)	(2.67)	-	(151.74)
Provision for doubtful advances & receivables	(71.12)	(5.58)	-	(76.70)	(71.12)	-	-	(71.12)
Deferred government grant	(86.30)	(1.45)	-	(87.75)	(89.76)	3.46	-	(86.30)
MAT credit entitlement	(2,606.60)	2,366.51	-	(240.09)	(4,218.82)	1,612.22	-	(2,606.60)
Lease Liabilities	(95.17)	7.91	-	(87.26)	-	(95.17)	-	(95.17)
Others	(193.94)	(12.50)	-	(206.44)	(207.70)	13.36	-	(193.94)
<b>Total</b>	<b>6,141.97</b>	<b>1,690.52</b>	<b>786.00</b>	<b>8,618.49</b>	<b>4,824.42</b>	<b>744.95</b>	<b>572.60</b>	<b>6,141.97</b>

### Note: 17 Other non-current liabilities

Particulars	31 March 2022	31 March 2021
Deferred government grant	231.51	227.59
<b>Total</b>	<b>231.51</b>	<b>227.59</b>

### Note: 18 Borrowings (Current )

Particulars	31 March 2022	31 March 2021
Current maturities of long-term debt	-	118.65
<b>Secured</b>		
Loans from banks [refer note (b) & (c) below]	1,036.25	1,944.90
Liability on bill discounting [refer note (a) below & note 9(b)]	-	367.20
<b>Total</b>	<b>1,036.25</b>	<b>2,430.75</b>

### Notes:

- Secured by hypothecation of stock of raw material, stock -in-process, finished goods, stores & consumables, book debts and other current assets of the Company.
- Loans from banks comprises of cash credit facilities which are payable on demand. The interest rate of such loan ranges from 0.50% to 1.75% spread over MCLR (Marginal Cost of Funds based Lending Rate) per annum.
- Loans from banks has been utilized for the purpose for which it was taken.

## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### Note: 19(a) Trade payables

Particulars	31 March 2022	31 March 2021
Trade Payables - Micro and Small Enterprises (refer note 43 )	76.78	5.86
Trade payables - Other than Micro and Small Enterprises	925.33	1,103.55
<b>Total</b>	<b>1,002.11</b>	<b>1,109.41</b>

### Ageing of trade payable as at March 31, 2022

Particulars	Outstanding for following periods from due date of payment					
	Not due	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
<b>Undisputed trade payables</b>						
Micro Enterprises and small enterprises	35.59	41.19	-	-	-	<b>76.78</b>
Others	433.32	178.03	30.62	32.05	41.91	<b>715.93</b>
<b>Disputed trade payables</b>						
Micro Enterprises and small enterprises	-	-	-	-	-	-
Others	-	-	-	-	-	-
	<b>468.91</b>	<b>219.22</b>	<b>30.62</b>	<b>32.05</b>	<b>41.91</b>	<b>792.71</b>
<b>Add: Unbilled dues</b>						<b>209.40</b>
<b>Total</b>						<b>1,002.11</b>

### Ageing of trade payable as at March 31, 2021

Particulars	Outstanding for following periods from due date of payment					
	Not due	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
<b>Undisputed trade payables</b>						
Micro Enterprises and small enterprises	-	5.86	-	-	-	<b>5.86</b>
Others	553.10	240.78	35.84	7.14	45.16	<b>882.02</b>
<b>Disputed trade payables</b>						
Micro Enterprises and small enterprises	-	-	-	-	-	-
Others	-	-	-	-	-	-
	<b>553.10</b>	<b>246.64</b>	<b>35.84</b>	<b>7.14</b>	<b>45.16</b>	<b>887.88</b>
<b>Add: Unbilled dues</b>						<b>221.53</b>
<b>Total</b>						<b>1109.41</b>

**Note:** In case where due date is not specified invoice date has been considered for ageing purposes.

## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### Note: 19(b) Other financial liabilities - Current

Particulars	31 March 2022	31 March 2021
Unpaid dividends [refer note below]	25.55	24.22
Unclaimed fractional share entitlement	0.52	0.52
Capital creditors	196.15	264.97
Employee related liabilities	1,235.19	882.13
Other payables	45.09	38.54
<b>Total</b>	<b>1,502.50</b>	<b>1,210.38</b>

#### Note:

There are no amounts due for payment to the Investor Education and Protection Fund under Section 125C of the Companies Act, 2013 as at the end of the year.

### Note: 20 Provisions (Current)

Particulars	31 March 2022	31 March 2021
<b>Provision for employee benefits</b>		
Provision for compensated absences of employees	158.12	139.91
<b>Total</b>	<b>158.12</b>	<b>139.91</b>

### Note: 21 Current tax liabilities (net)

Particulars	31 March 2022	31 March 2021
Provision for taxation [Net of advance tax ₹ 3,882.03 lakhs ( 31 March 2021 ₹ 3,882.03 lakhs)].	811.23	811.80
<b>Total</b>	<b>811.23</b>	<b>811.80</b>

### Note: 22 Other current liabilities

Particulars	31 March 2022	31 March 2021
Advances received from customers	986.73	948.58
Statutory dues	807.56	717.92
Deferred Government Grant	19.30	19.61
Other payables	32.07	32.16
<b>Total</b>	<b>1,845.66</b>	<b>1,718.27</b>

### Note: 23 Revenue from operations

Particulars	31 March 2022	31 March 2021
<b>Revenue from Contracts with Customers</b>		
Sale of finished goods	72,965.26	48,739.31
<b>Other operating revenues</b>		
Export incentive	416.79	569.37
<b>Total</b>	<b>73,382.05</b>	<b>49,308.68</b>

#### Notes:

- (a) Revenue recognised represents contracted prices with the customers and did not include any adjustment to the contracted price.
- (b) Revenue from contracts with customers disaggregated on the basis of geographical region (refer note 35).

## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### Note: 24 Other income

Particulars	31 March 2022	31 March 2021
Interest income from financial assets measured at amortised cost	1,046.81	516.57
Interest income from financial assets measured at FVTPL	123.75	148.94
Dividend income from investments designated at FVOCI [refer note (a) below]	12.52	13.61
Rental income	0.58	2.94
Net gain on disposal of property, plant and equipment	8.09	4.78
Profit on sale of long term investments	-	23.76
Profit on sale of short term investments	-	3.06
Liabilities no longer required written back	23.58	147.76
Insurance policy surrendered	465.39	591.79
Net foreign exchange gains / (losses)	507.78	495.99
Government grants [refer note (b) below]	21.29	19.38
Miscellaneous income [refer note (c) below]	190.31	273.45
<b>Total</b>	<b>2,400.10</b>	<b>2,242.03</b>

#### Notes:

- (a) All dividends from equity investments designated at FVOCI relate to investments held at the end of the reporting year except dividend income amounting to ₹ 0.40 lakh ( 31 March 2021 - ₹ 4.86 lakhs ) pertaining to investments derecognised during the year.
- (b) Government grants are related to investments in property, plant and equipment. There are no unfulfilled conditions or other contingencies attaching to these grants.
- (c) Miscellaneous income include insurance claim realised amounting to ₹ Nil (31 March 2021 - ₹ 159.89 lakhs ).

### Note: 25 Cost of materials consumed

Particulars	31 March 2022	31 March 2021
Inventory at the beginning of the year	6,406.90	5,768.22
Add : Purchases ( net )	39,817.75	28,545.66
	<b>46,224.65</b>	<b>34,313.88</b>
Less : Inventory at the end of the year	5,506.43	6,406.90
<b>Total</b>	<b>40,718.22</b>	<b>27,906.98</b>

### Note: 26 Changes in inventories of finished goods and work-in-progress

Particulars	31 March 2022	31 March 2021
<b>Inventories at the end of the year</b>		
Work-in-progress	2,569.80	2,769.81
Semi - Finished Goods	1,040.58	855.82
Finished Goods	3,681.46	3,859.64
<b>Total (A)</b>	<b>7,291.84</b>	<b>7,485.27</b>
<b>Inventories at the beginning of the year</b>		
Work-in-progress	2,769.81	1,631.34
Semi - Finished Goods	855.82	598.37
Finished Goods	3,859.64	2,516.63
<b>Total (B)</b>	<b>7,485.27</b>	<b>4,746.34</b>
<b>(Increase)/decrease in inventories (B-A)</b>	<b>193.43</b>	<b>(2,738.93)</b>

## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### Note: 27 Employee benefits expenses

Particulars	31 March 2022	31 March 2021
Salaries, wages & bonus	9,272.54	7,318.13
Contribution to provident and other funds [refer notes below]	1,480.50	1,344.48
Workmen and staff welfare expenses	74.63	19.61
<b>Total</b>	<b>10,827.67</b>	<b>8,682.22</b>

#### Notes:

#### (A) Post-employment obligations

##### (i) Defined contribution plans

The total expenses recognised in the standalone statement of profit and loss during the year on account of defined contribution plans amounts to:

Particulars	31 March 2022	31 March 2021
Employer's contribution to pension fund	430.06	359.37
Employer's contribution to superannuation fund	69.34	70.01
<b>Total</b>	<b>499.40</b>	<b>429.38</b>

The Company makes Pension Fund and Superannuation Fund contributions to defined contribution plans for qualifying employees. Under the Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions payable to these plans by the Company are at rates specified in the rules of the schemes.

##### (ii) Defined benefit plan

##### (a) Gratuity

The employees' gratuity fund scheme is managed by a Trust and is a defined benefit plan. The funds of the trust are managed by approved insurance companies. Every employee is entitled to a benefit equivalent to fifteen day's salary last drawn for each completed year of service in line with Payment of Gratuity Act, 1972. The same is payable at the time of separation from the Company or retirement, whichever is earlier. Gratuity benefit vests after five year of continuous service. 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 amounts recognised in the balance sheet and the movements in the net defined benefit obligation (Gratuity) over the year are as follows:

Particulars	Present value of obligation	Fair value of plan assets	Net amount
<b>01 April 2021</b>	<b>7,981.00</b>	<b>(7,300.50)</b>	<b>680.50</b>
Current service cost	479.60	-	479.60
Interest expense/(income)	514.96	(470.05)	44.91
<b>Total amount recognised in profit or loss</b>	<b>994.56</b>	<b>(470.05)</b>	<b>524.51</b>
<b>Remeasurements</b>			
Return on plan assets, excluding amounts included in interest expense/(income)	-	(205.61)	(205.61)
Actuarial (gain)/loss from change in demographic assumptions	-	-	-
Actuarial (gain)/loss from change in financial assumptions	(212.90)	-	(212.90)
Actuarial (gain)/loss from unexpected experience	(756.25)	-	(756.25)
<b>Total amount recognised in other comprehensive income</b>	<b>(969.15)</b>	<b>(205.61)</b>	<b>(1,174.76)</b>
Benefit payments	(357.18)	357.18	-
<b>31 March 2022</b>	<b>7,649.23</b>	<b>(7,618.98)</b>	<b>30.25</b>



## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Present value of obligation	Fair value of plan assets	Net amount
<b>01 April 2020</b>	<b>7,321.35</b>	<b>(6,259.59)</b>	<b>1,061.76</b>
Current service cost	456.94	-	456.94
Interest expense/(income)	486.33	(415.19)	71.14
<b>Total amount recognised in profit or loss</b>	<b>943.27</b>	<b>(415.19)</b>	<b>528.08</b>
<b>Remeasurements</b>			
Return on plan assets, excluding amounts included in interest expense/(income)	-	(751.09)	(751.09)
Actuarial (gain)/loss from change in demographic assumptions	-	-	-
Actuarial (gain)/loss from change in financial assumptions	74.66	-	74.66
Actuarial (gain)/loss from unexpected experience	(232.91)	-	(232.91)
<b>Total amount recognised in other comprehensive income</b>	<b>(158.25)</b>	<b>(751.09)</b>	<b>(909.34)</b>
Benefit payments	(125.37)	125.37	-
<b>31 March 2021</b>	<b>7,981.00</b>	<b>(7,300.50)</b>	<b>680.50</b>

### Significant estimates: actuarial assumptions

The significant actuarial assumptions were as follows:

Particulars	31 March 2022	31 March 2021
Discount rate	6.90%	6.60%
Rate of salary increase	9.00%	9.00%
Mortality rate	Indian assured lives mortality (2006-08) (modified)	Indian assured lives mortality (2006-08) (modified)

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors.

The expected return on plan assets is determined after taking into consideration composition of the plan assets held, assessed risks of assets management, historical results of the return on plan assets, and other relevant factors.

### Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Assumptions	Change in assumption	Impact on scheme liabilities
<b>31 March 2022</b>		
Discount rate	Increase by 1.00%, Decrease by 1.00%	Decrease by ₹ 639.99 lakhs, Increase by ₹ 752.68 lakhs.
Rate of salary increase	Increase by 1.00%, Decrease by 1.00%	Increase by ₹ 729.83 lakhs, Decrease by ₹ 634.06 lakhs.
<b>31 March 2021</b>		
Discount rate	Increase by 1.00%, Decrease by 1.00%	Decrease by ₹ 694.31 lakhs, Increase by ₹ 820.03 lakhs,
Rate of salary increase	Increase by 1.00%, Decrease by 1.00%	Increase by ₹ 792.66 lakhs, Decrease by ₹ 686.11 lakhs

## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

The above sensitivity analysis is 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 method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied while 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.

### Major categories of plan assets

The defined benefit plan is funded with insurance companies of India. The Company does not have any liberty to manage the funds provided to insurance companies. Thus the composition of each major category of plan assets has not been disclosed.

### Risk exposure

Through its defined benefit plans the Company is exposed to a number of risks, the most significant of which are detailed below:

#### Investment risk:

The defined benefit plans are funded with insurance company of India. The Company does not have any liberty to manage the funds provided to insurance company. The fund is managed by the insurance company and the assets are invested in their conventional group gratuity product. The fund is subject to market risk as the price of units may go up or down. The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to the Government of India bonds. If the return on plan asset is below this rate, it will create a plan deficit.

#### Interest rate risk:

The defined benefit obligation is calculated using a discount rate based on government bonds. If the bond yields fall, the defined benefit obligation will tend to increase.

#### 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.

### Salary growth risk

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. Higher than expected increases in salary will increase the defined benefit obligation.

### Defined benefit liability and employer contributions

Expected contributions to post-employment benefits plans for the year ending 31 March 2023 are ₹ 30.00 lakhs.

The weighted average duration of the defined benefit obligation is 9 years ( 2021 - 10 years ).

### (b) Provident fund

The Provident fund is managed by the Company in line with the Employees Provident Fund and Miscellaneous Provision Act, 1952. The Fund is exempted under section 17 of Employees' Provident Fund and Miscellaneous Provision Act, 1952. Condition for grant of exemption stipulate that the employer shall make good deficiency, if any, in the interest declared by the trust vis-a-vis statutory rate. The contribution by the employer and employees together with the interest accumulated there on are payable to the employees at the time of their separation from the company or retirement, whichever is earlier. In view of the Company's obligation to meet the shortfall, this is a defined benefit plan.

### (B) Other long term employee benefit plan

The Company provides benefits in the nature of compensated absences which can be accumulated. The compensated absences are other long term employee benefits plan. The plan is unfunded. Based on actuarial valuation, a provision is recognised in full for the projected obligation and are classified as current since the Company does not have an unconditional right to defer settlement for any of these obligations. Expenses recognised in the Statement of Profit and loss towards compensated absences includes re-measurement gains and losses.

### Note: 28 Finance costs

Particulars	31 March 2022	31 March 2021
Interest and finance charges on financial liabilities measured at amortised cost	79.91	162.52
Other borrowing costs	54.34	36.44
Interest on Lease liabilities	16.49	0.97
<b>Total</b>	<b>150.74</b>	<b>199.93</b>

## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### Note: 29 Depreciation and amortisation expense

Particulars	31 March 2022	31 March 2021
Depreciation on property, plant and equipment	1,084.48	1,023.41
Amortisation of Goodwill	1,666.54	1,666.55
Amortisation of Trademark	468.42	468.42
Amortisation of other intangible assets	14.72	14.28
Depreciation on Right of use of asset	9.10	0.57
<b>Total</b>	<b>3,243.26</b>	<b>3,173.23</b>

### Note: 30 Other expenses

Particulars	31 March 2022	31 March 2021
Consumption of stores and spare parts (net)	3,905.95	2,571.06
Power and fuel	1,914.23	1,684.44
Rent	107.85	116.39
Repairs to building	224.25	140.53
Repairs to machinery	-	1.87
Repairs - others	27.94	44.92
Insurance	150.46	240.32
Rates and Taxes	60.66	16.30
Processing charges	982.31	1,133.78
Freight and Delivery Charges	1,664.21	573.85
Export Dock and Toll Charges	242.41	166.09
Brokerage and Commission	288.43	375.69
Net losses on fair value changes on investments classified at FVTPL	7.28	25.93
Corporate social responsibility expenses [refer note ( b ) below]	112.77	114.12
Provision for doubtful debts	15.96	-
Loss on sale of short term investments	6.15	-
Loan to body corporate written off	-	75.69
Interest receivable written off	-	19.15
Miscellaneous expenses [refer note (a) below]	917.76	922.25
<b>Total</b>	<b>10,628.62</b>	<b>8,222.38</b>

#### Notes:

(a) Miscellaneous expenses includes remuneration to auditors for :

Particulars	31 March 2022	31 March 2021
Audit Fees	26.00	26.00
Other Services	8.50	8.00
Reimbursement of expenses	0.64	0.65
<b>Total</b>	<b>35.14</b>	<b>34.65</b>

## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### (b) Corporate social responsibility expenditure:

Particulars	31 March 2022	31 March 2021
Contribution towards Gloster - Arogya Jeevan	63.36	103.89
Contribution towards Gloster - Swach Vatavaran	11.78	7.73
Contribution towards Gloster - Vidya Prachar	37.63	2.50
<b>Total</b>	<b>112.77</b>	<b>114.12</b>
Amount required to be spent as per section 135 of the Act	112.23	114.12
Amount spent during the year on		
(i) Construction/acquisition of an asset	-	-
(ii) On purposes other than (i) above	112.77	152.48

### Details of excess CSR expenditure under section 135(5) of the Act

Balance short/(excess) spent as at 01 April 2021	Amount required to be spent during the year	Amount spent during the year	Balance short/(excess) spent as at 31 March 2022
(38.36)	112.23	74.41	(0.54)

Balance short/(excess) spent as at 01 April 2020	Amount required to be spent during the year	Amount spent during the year	Balance short/(excess) spent as at 31 March 2021
-	114.12	152.48	(38.36)

The Company does not propose to set-off excess amount spent during the year ended 31 March 2022 aggregating to ₹ 0.54 lakhs in succeeding financial years.

### Note: 31 Income tax expense

This note provides an analysis of the Company's income tax expense, shows amounts that are recognised directly in equity and how the tax expense is affected by non-assessable and non-deductible items. It also explains significant estimates made in relation to the Company's tax positions.

#### (a) Income tax expense

	31 March 2022	31 March 2021
<b>Current tax</b>		
Current tax on profits for the year	2,198.49	1,249.37
<b>Total current tax expense</b>	<b>2,198.49</b>	<b>1,249.37</b>
<b>Deferred tax</b>		
Decrease / (Increase) in deferred tax assets	2,329.04	1,606.52
(Decrease) / Increase in deferred tax liabilities	(638.52)	(861.57)
<b>Total deferred tax expense/(benefit)</b>	<b>1,690.52</b>	<b>744.95</b>
<b>Income tax expense</b>	<b>3,889.01</b>	<b>1,994.32</b>

#### (b) Amounts recognised directly in other comprehensive income

	31 March 2022	31 March 2021
The amount of income tax relating to each component of other comprehensive income		
Remeasurements of post-employment benefit obligations - Deferred Tax	(410.51)	(317.76)
Investments in Financial instrument at FVTOCI - Deferred Tax	(375.49)	(254.84)
	<b>(786.00)</b>	<b>(572.60)</b>

## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### (c) Reconciliation of tax expense and the accounting profit multiplied by tax rate:

Particulars	31 March 2022	31 March 2021
Profit before tax	11,170.21	6,454.90
Tax at the Indian tax rate of 34.944% (2020-21 – 34.944%)	3,903.32	2,255.60
<b>Add / (deduct)</b>		
Tax effect of amounts which are not deductible / (taxable) in calculating taxable income	35.23	(4.76)
Tax effect of certain temporary differences measured at lower rates (refer note 46)	(26.95)	(241.00)
Others	(22.59)	(15.52)
<b>Total income tax expense/(credit)</b>	<b>3,889.01</b>	<b>1,994.32</b>

### (d) Details of MAT credit balance available with expiry date

Particulars	31 March 2022	31 March 2021
MAT credit balance		
<b>Expiry</b>		
AY 2032-33	-	1,123.51
AY 2033-34 [refer note below]	240.09	1,483.10
<b>Total</b>	<b>240.09</b>	<b>2,606.61</b>

#### Note:

As on date, based on the projections management is reasonably certain that the above stated MAT credit balance will be utilised in future.



## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### Note: 32 Fair value measurements Financial instruments by category

Particulars	31 March 2022			31 March 2021		
	FVTPL	FVOCI	Amortised cost	FVTPL	FVOCI	Amortised cost
<b>Financial assets</b>						
Investments						
- Equity Instruments	-	6,977.10	-	-	5,485.55	-
- Alternative Investment Funds (Equity)	-	3,416.45	-	-	3,175.61	-
- Investment through PMS (Equity)	-	1,187.95	-	-	1,043.68	-
- Alternative Investment Funds (Debt)	1,025.57	-	-	1,108.40	-	-
Loan to Subsidiaries	-	-	-	-	-	5,851.56
Loans to Other Related Parties	-	-	1,750.00	-	-	1,750.00
Loan to Body Corporate	-	-	-	-	-	500.08
Security deposits	-	-	208.44	-	-	208.43
Derivative Financial Assets	145.84	-	-	195.71	-	-
Trade receivables	-	-	2,979.44	-	-	3,089.87
Cash & cash equivalents	-	-	160.05	-	-	25.09
Other Bank balances	-	-	807.91	-	-	1,429.92
Loan to Employees	-	-	328.56	-	-	404.94
Interest accrued on Loans	-	-	592.49	-	-	61.58
Other financial assets	-	-	23.32	-	-	187.83
<b>Total financial assets</b>	<b>1,171.41</b>	<b>11,581.50</b>	<b>6,850.21</b>	<b>1,304.11</b>	<b>9,704.84</b>	<b>13,509.30</b>
<b>Financial liabilities</b>						
Borrowings	-	-	1,036.25	-	-	2,430.75
Trade payables	-	-	1,002.11	-	-	1,109.41
Capital creditors	-	-	196.15	-	-	264.97
Other Current Financial Liabilities	-	-	71.16	-	-	63.28
<b>Total financial liabilities</b>	<b>-</b>	<b>-</b>	<b>2,305.67</b>	<b>-</b>	<b>-</b>	<b>3,868.41</b>

The investments in equity instruments are not held for trading. Instead, they are held for medium or long term investment. Upon the application of Ind AS-109, the Company has chosen to designate these investments in equity instruments at FVOCI as the management believe that this provides a more meaningful presentation for medium or long-term investments, than reflecting changes in fair value immediately in profit or loss.

#### (i) Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that

are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.



## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

Financial assets and liabilities measured at fair value - recurring fair value measurements - At 31 March 2022	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>				
Investments				
- Quoted investments	1,455.72	-	-	1,455.72
- Unquoted investments	-	4,337.29	6,814.06	11,151.35
Derivative financial assets	-	145.84	-	145.84
<b>Total financial assets</b>	<b>1,455.72</b>	<b>4,483.13</b>	<b>6,814.06</b>	<b>12,752.91</b>

Financial assets and liabilities measured at fair value - recurring fair value measurements - At 31 March 2021	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>				
Investments				
- Quoted investments	1,018.62	-	-	1,018.62
- Unquoted investments	-	3,970.10	5,824.52	9,794.62
Derivative financial assets	-	195.71	-	195.71
<b>Total financial assets</b>	<b>1,018.62</b>	<b>4,165.81</b>	<b>5,824.52</b>	<b>11,008.95</b>

**Level 1 [Quoted prices in an active market]**  
Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments that have quoted price available. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period.

**Level 2 [Fair values determined using valuation techniques with observable inputs]**  
The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives), Portfolio Management Scheme (PMS) and Alternate Investment Fund (AIF), is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

**Level 3 [Fair values determined using valuation techniques with significant unobservable inputs]**  
If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is generally the case for unlisted equity securities and certain Alternative Investment Funds (Equity & Debt).

There are no transfers between Level 1, Level 2 and Level 3 during the year.

### (ii) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- the use of quoted market prices for quoted equity shares
- the fair value of forward foreign exchange contracts is determined using forward exchange rates at the balance sheet date
- Investments in PMS and AIF carried at fair value, are generally based on available NAVs. The fair value of the unquoted equity shares is determined using valuation technique that maximises the use of relevant observable inputs and minimises the use of unobservable inputs.
- The carrying amounts of trade receivables, loans, cash and cash equivalents, other bank balances, other financial assets, security deposits, trade payables and other financial liabilities are considered to be the same as their fair values, due to their short-term nature.
- Management uses its best judgement in estimating the fair value of its financial instruments. However, there are inherent limitations in any estimation technique. Therefore, for substantially all financial instruments, the fair value estimates presented above are not necessarily indicative of the amounts that the Company could have realised or paid in sale transactions as of respective dates. As such, fair value of financial instruments subsequent to the reporting dates may be different from the amounts reported at each reporting date.
- For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

(iii) Disclosures related to unlisted equity securities and Alternative Investment Fund ( Equity & Debt ) categorized through level 3  
a) The following table presents the changes in level 3 items for the periods ended 31 March 2022 and 31 March 2021:

Particulars	Unlisted Equity Securities and Alternative Investment Fund (Equity)	Alternative Investment Fund (Debts)	Amount Rs in Lakhs
<b>As at 01 April 2020</b>	<b>4,956.35</b>	<b>1,256.35</b>	<b>6,212.70</b>
Unrealised gains/(losses) recognised in other comprehensive income	(240.23)	-	(240.23)
Unrealised gains/(losses) recognised in Profit & Loss	-	(147.95)	(147.95)
<b>As at 31 March 2021</b>	<b>4,716.12</b>	<b>1,108.40</b>	<b>5,824.52</b>
Unrealised gains/(losses) recognised in other comprehensive income	1,072.37	-	1,072.37
Unrealised gains/(losses) recognised in Profit & Loss	-	(82.83)	(82.83)
<b>As at 31 March 2022</b>	<b>5,788.49</b>	<b>1,025.57</b>	<b>6,814.06</b>

### b) Description of significant unobservable inputs to valuation

Particulars	Fair Value as at 31 March 2022	Fair Value as at 31 March 2021	Significant unobservable inputs	Assumptions
Unquoted equity shares & Alternative Investment Funds (Equity & Debt)	6,814.06	5,824.52	Immovable assets	Fair value of land
			Certain Investment in Equity & Debt Funds	Fair value of investments

No reasonable change in assumptions would result in significant changes in the fair value.

### c) Valuation processes

The finance department of the company includes a team that performs the valuations of financial assets and liabilities required for financial reporting purposes, including level 3 fair values. This team reports directly to the Chief financial officer (CFO). Discussions of valuation processes and results are held between the CFO and the valuation team at least once every year, in line with the company's reporting periods.

financial liabilities recognised in the financial statements approximates their fair values.

#### Note: 33 Financial Risk Management

The Company's activities expose it to credit risk, liquidity risk and market risk (i.e. foreign currency risk, interest rate risk and price risk).

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the impact of it in the financial statements.

### iv) Fair value of financial assets and liabilities measured at amortised cost; the carrying amounts of financial assets and

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, other bank balances, deposits with bank, trade receivables, financial assets measured at amortised cost	Ageing analysis	Diversification of customer base and diversification of bank deposits/investments. Entering into transaction with customer having sound financial position
Liquidity risk	Borrowings and other liabilities	Cash flow forecast	Availability of committed credit lines and borrowing facilities
Market risk – foreign exchange	Recognised financial assets and liabilities not denominated in Indian rupee (Rs)	Cash flow forecast Sensitivity analysis	Entering into forward exchange contract
Market risk – interest rate	Short-term borrowings at variable rates	Sensitivity analysis	Diversified debt portfolio Regular monitoring of borrowings
Market risk – security prices	Investments in securities	Sensitivity analysis	Portfolio diversification

## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### (A) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments carried at amortised cost.

#### i) Trade receivables

Customer credit risk is managed by the Company through established policy and procedures and control relating to customer credit risk management. Trade receivables are non-interest bearing and are generally carrying 30 to 60 days credit terms. The Company has a detailed review mechanism of overdue customer receivables at various levels within organisation to ensure proper attention and focus for realisation. Trade receivables are consisting of a large number of customers. Where credit risk is high, domestic trade receivables are backed by security deposits. Export receivables are backed by letters of credit. Financial assets are considered to be of good quality and there is no significant increase in credit risk.

#### Provision for expected credit loss

The requirement for impairment is analysed at each reporting date. For impairment, individual debtors are identified and assessed specifically. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets. There has been no material default history in the past and accordingly no provision is considered necessary. The maximum exposure to the credit risk at the reporting date is primarily from trade receivables.

#### ii) Financial instruments and cash deposits

Credit risk from balances with banks and investments is managed by the Company's finance department in

accordance with the Company's policy. Investments of surplus fund in portfolio management services, mutual funds, alternate investment funds, direct equity and in private companies are made only with approved counterparties and within credit limits assigned to each counterparty, if any. Counterparty credit limits are reviewed by the Company's Board of Directors on an annual basis, and may be updated throughout the year subject to approval of the Company's Board of Directors. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

Balances with banks and deposits are placed only with highly rated banks/financial institution.

The Company's maximum exposure to credit risk for the components of the balance sheet is the carrying amounts as disclosed.

### (B) Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset.

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Management monitors rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities) and cash and cash equivalents on the basis of expected cash flows.

#### (i) Maturities of financial liabilities

The tables below analyse the Company's financial liabilities into relevant maturity group based on their contractual maturities.

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

Contractual maturities of financial liabilities 31 March 2022	Carrying Value	Contractual Cash flows	Less than 1 year	1 - 3 years	3 - 5 years	More than 5 years	Total
Borrowings	1,036.25	1,036.25	1,036.25	-	-	-	1,036.25
Other financial liabilities	267.31	267.31	267.31	-	-	-	267.31
Trade payables	1,002.11	1,002.11	1,002.11	-	-	-	1,002.11
Lease Liabilities	249.71	641.53	15.00	30.00	32.25	564.28	641.53
<b>Total non-derivative financial liabilities</b>	<b>2,555.38</b>	<b>2,947.20</b>	<b>2,320.67</b>	<b>30.00</b>	<b>32.25</b>	<b>564.28</b>	<b>2,947.20</b>



## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

Contractual maturities of financial liabilities 31 March 2021	Carrying Value	Contractual Cash flows	Less than 1 year	1 - 3 years	3 - 5 years	More than 5 years	Total
Borrowings	2,430.75	2,430.75	2,430.75	-	-	-	2,430.75
Other financial liabilities	328.25	328.25	328.25	-	-	-	328.25
Trade payables	1,109.41	1,109.41	1,109.41	-	-	-	1,109.41
Lease Liabilities	248.22	671.53	15.00	30.00	30.00	581.53	656.53
<b>Total non-derivative financial liabilities</b>	<b>4,116.63</b>	<b>4,539.94</b>	<b>3,883.41</b>	<b>30.00</b>	<b>30.00</b>	<b>581.53</b>	<b>4,524.94</b>

### (C) Market risk

#### (i) Foreign currency risk

The Company undertakes transactions (e.g. sale of goods and purchases of raw materials or capital goods) denominated in foreign currencies and thus is exposed to exchange rate fluctuations. The Company evaluates its exchange rate exposure arising from foreign currency transactions and

manages the same based upon approved risk management policies which inter-alia includes entering into forward foreign exchange contracts.

#### Foreign currency risk exposure

The Company's exposure to foreign currency risk at the end of the reporting period expressed in ₹ lakhs (foreign currency amount multiplied by closing rate), are as follows:

Particulars	31 March 2022		31 March 2021	
	USD	EUR	USD	EUR
<b>Financial assets</b>				
Trade receivables	742.60	247.24	924.69	93.85
<b>Derivative assets</b>				
Foreign exchange forward contracts - Sell foreign currency	(742.60)	(247.24)	(924.69)	(93.85)
<b>Net exposure to foreign currency risk (assets)</b>	-	-	-	-
<b>Financial liabilities</b>				
Trade payables	60.94	-	-	0.37
<b>Derivative liabilities</b>				
Foreign exchange forward contracts - Buy foreign currency	(60.94)	-	-	-
<b>Net exposure to foreign currency risk (liabilities)</b>	-	-	-	0.37

The Company also has exposures in below currencies

Particulars	31 March 2022		31 March 2021	
	GBP	JPY	GBP	JPY
<b>Financial assets</b>				
Trade receivables	0.58	31.73	22.21	70.02
<b>Derivative assets</b>				
Foreign exchange forward contracts - Sell foreign currency	(0.58)	(31.73)	(22.21)	(70.02)

Sensitivity has not been disclosed as all exposures are largely hedged.

#### (ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates.

The Company's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### (a) Interest rate risk exposure on financial liabilities

The exposure of the Company's financial liabilities to interest rate risk is as follows:

Particulars	31 March 2022	31 March 2021
Variable rate borrowings	1,036.25	2,063.55
Fixed rate borrowings	-	367.20
<b>Total borrowings</b>	<b>1,036.25</b>	<b>2,430.75</b>

### (b) Sensitivity

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates as below:

Particulars	Impact on profit before tax		Impact on equity	
	31 March 2022	31 March 2021	31 March 2022	31 March 2021
Interest expense rates – increase by 70 basis points (70 bps)*	(7.25)	(14.44)	(4.72)	(9.40)
Interest expense rates – decrease by 70 basis points (70 bps)*	7.25	14.44	4.72	9.40

\* holding all other variables constant

### Note: 34 Capital Management

#### (a) Risk management

The company's objectives when managing capital are to:

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and
- benefits for other stakeholders, and maintain an optimal capital structure to reduce the cost of capital.

The capital structure of the Company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. The Company manages its capital structure and makes adjustments in light

of changes in economic conditions and the requirements of the financial covenants. The funding requirement is met through a mixture of equity, long term borrowings and short term borrowings.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividend paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

#### Loan covenants

Under the terms of the major borrowing facilities, the Company is required to comply with certain financial covenants. The Company has complied with the debt covenants throughout the reporting period.

### (b) Dividends paid and proposed

Particulars	31 March 2022	31 March 2021
<b>i) Equity shares</b>		
Final dividend paid for the year ended 31 March 2021 - ₹ 25/- (31 March 2020 - ₹ 15/-) per fully paid equity share	1,367.91	820.74
<b>(ii) Dividends not recognised at the end of the reporting period</b>		
In addition to the above dividends, since year end the board has recommended the payment of a final dividend of 250% i.e. ₹ 25/- per fully paid equity share and Special Dividend "marking 100 years of Incorporation of the Company" of 100% i.e. ₹ 10/- per equity share, making a total dividend of 350% i.e. ₹ 35/- per equity share (31 March 2021 - ₹ 25/-). This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.	1,915.07	1,367.91

## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### Note: 35 Segment information

#### (a) Description of segments and principal activities

Gloster is a leading manufacturer & exporter of all types of jute & jute allied products, woven & non-woven jute geotextiles, treated fabric-rot proof, fire retardant, jute products for interior decoration & packaging of industrial & agricultural produce. The Company also produces jute and cotton shopping bags and made-ups. . Gloster exports jute goods to various countries

spread over the world and is having its manufacturing facilities located in India. The performance of the Company is assessed and reviewed by the Chief Operating Decision Maker ('CODM') as a single operating segment and accordingly manufacture and sale of jute goods is the only operating segment. The Company is engaged in a single business segment i.e. manufacturing and sale of jute goods. Hence, disclosure requirements as required by Ind AS -108 are not applicable in respect of business segment.

The company is domiciled in India, however also sells its products outside India. The geographical segments considered for disclosure are as under :

Particulars	31 March 2022			31 March 2021		
	Within India	Outside India	Total	Within India	Outside India	Total
Revenue	52,683.08	20,282.18	72,965.26	35,315.51	13,423.80	48,739.31
Non-current assets other than financial instruments *	61,623.22	-	61,623.22	62,793.78	-	62,793.78

\*Non-current assets other than financial instruments include property, plant and equipment, capital work-in-progress, right of use assets, goodwill, other intangible assets and other non-current assets.

There are no single customer directly or indirectly from whom more than 10% of the revenue is derived .

Note (a) Represents non-current assets excluding financial assets.

**Disaggregation of revenue :** In the following table, revenue is disaggregated by primary geographical market, major products lines and timing of revenue recognition, etc :

Revenue from external customers	31 March 2022	31 March 2021
India	52,683.08	35,315.51
<b>Outside India:</b>		
Americas	4,604.00	2,549.05
Europe	9,167.35	6,619.07
Asia	3,265.48	2,068.14
Australia	757.47	526.55
Others	2,487.88	1,660.99
<b>Total revenue</b>	<b>72,965.26</b>	<b>48,739.31</b>

### Note: 36 Related party transactions

(a) Set out below are the subsidiaries of the Company as at 31 March 2022. These investments are carried at cost. The country of incorporation or registration is also their principal place of business and the proportion of ownership interest is the same as the proportion of voting right held.

Particulars	Ownership interest in percentage 31 March 2022	Ownership interest in percentage 31 March 2021
<b>Subsidiaries</b>		
Gloster Lifestyle Limited	100%	100%
Gloster Specialities Limited	100%	100%
Network Industries Limited	100%	100%
Gloster Nuvo Limited	100%	100%
Fort Gloster Industries Limited	100%	100%

All the Companies are incorporated in India.



## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### b) Key Management Personnel

- Shri Hemant Bangur, Executive Chairman
- Smt. Pushpa Devi Bangur, Non Executive Director
- Shri D C Baheti, Managing Director
- Shri S N Bhattacharya, Independent Non Executive Director
- Dr. Prabir Ray, Independent Non Executive Director
- Smt. Ishani Ray, Independent Non Executive Director
- Shri Rohit Bihani, Independent Non Executive Director
- Smt. Priti Panwar, Non Executive Director

### c) Enterprise over which Key Management Personnel (KMP) & relatives of KMP have significant influence

- The Oriental Company Limited
- Joonktollee Tea & Industries Limited
- Keshava Plantations Private Limited

### d) Post Retirement Plan

- Gloster Jute Mills Ltd. Employees Provident Fund
- Gloster Jute Employees' Gratuity Fund
- Gloster Superannuation Fund

### (e) Transactions with related parties are as follows:

Particulars	Year	Key Management Personnel	The Oriental Company Limited	Network Industries Limited [Refer note (a) below]	Gloster Nuvo Limited	Fort Gloster Industries Limited [Refer note (b) below]	Joonktollee Tea & Industries Limited	Keshava Plantations Private Limited	Gloster Jute Mills Ltd. Employees Provident Fund	Gloster Superannuation Fund
<b>Transactions during the year</b>										
Dividend paid	2021-22	291.98	151.00	-	-	-	-	-	-	-
	2020-21	175.19	90.60	-	-	-	-	-	-	-
Rent paid	2021-22	-	60.00	-	-	-	-	-	-	-
	2020-21	-	60.00	-	-	-	-	-	-	-
Investment in equity shares	2021-22	-	-	-	6,400.00	-	323.30	-	-	-
	2020-21	-	-	-	-	4,841.00	-	-	-	-
Advance against issue of securities	2021-22	-	-	-	-	5,170.00	-	-	-	-
	2020-21	-	-	-	-	-	-	-	-	-
Reimbursement of Expenses (Given)	2021-22	-	-	16.84	2,092.76	113.39	-	-	-	-
	2020-21	-	-	-	-	-	-	-	-	-
Reimbursement of Expenses (Repaid)	2021-22	-	-	206.43	2,410.58	454.91	-	-	-	-
	2020-21	-	-	-	-	-	-	-	-	-
Loan given	2021-22	-	-	-	-	-	-	-	-	-
	2020-21	-	-	216.71	327.93	2,701.82	-	-	-	-



## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Year	Key Management Personnel	The Oriental Company Limited	Network Industries Limited [Refer note (a) below]	Gloster Nuvo Limited	Fort Gloster Industries Limited [Refer note (b) below]	Joonktolee Tea & Industries Limited	Keshava Plantations Private Limited	Gloster Jute Mills Ltd. Employees Provident Fund	Gloster Superannuation Fund
Repayment of loan received	2021-22	-	-	-	-	-	-	-	-	-
	2020-21	-	-	5.00	10.11	-	-	-	-	-
Interest Income	2021-22	-	-	-	-	-	150.00	60.00	-	-
	2020-21	-	-	-	-	-	143.46	60.00	-	-
Sale of Goods	2021-22	-	-	-	-	-	13.75	-	-	-
	2020-21	-	-	-	-	-	66.86	-	-	-
Contributions Paid	2021-22	-	-	-	-	-	-	-	1,714.36	75.71
	2020-21	-	-	-	-	-	-	-	1,424.23	120.37
Security Deposits Given [Refer Note (c) below]	2021-22	-	-	-	-	-	-	-	-	-
	2020-21	-	-	30.00	-	-	-	-	-	-
<b>Outstanding balances at year end</b>										
Commission payable	2021-22	642.00	-	-	-	-	-	-	-	-
	2020-21	336.00	-	-	-	-	-	-	-	-
Security Deposit	2021-22	-	100.00	30.00	-	-	-	-	-	-
	2020-21	-	100.00	30.00	-	-	-	-	-	-
				Refer Note (c) below						
Advance for Investments in Subsidiaries	2021-22	-	-	2,619.00	-	7,530.30	-	-	-	-
	2020-21	-	-	-	-	-	-	-	-	-
Other Financial Assets - Current	2021-22	-	-	23.32	-	-	-	-	-	-
	2020-21	-	-	-	-	-	-	-	-	-
Interest accrued on loan given	2021-22	-	-	-	-	-	33.29	-	-	-
	2020-21	-	-	-	-	-	34.21	13.72	-	-
Loan given	2021-22	-	-	-	-	-	1,250.00	500.00	-	-
	2020-21	-	-	2,831.91	317.82	2,701.82	1,250.00	500.00	-	-

Key management personnel compensation	31 March 2022	31 March 2021
a. Short-term employee benefits	939.90	557.09
b. Post-employment benefits	90.72	40.93
c. Sitting fees	7.90	9.00
d. Commission to Non Executive Directors	42.00	36.00
	<b>1,080.52</b>	<b>643.02</b>

## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### Notes:

- (a) With respect to Network Industries Limited, out of the outstanding loan balance of ₹ 2,831.91 Lakhs as at 31 March 2021, ₹ 2,619.00 Lakhs represents the consideration towards acquisition as per the resolution plan and ₹ 212.91 Lakhs represents the amount paid towards reimbursement of expenses. In the current year the amount of ₹ 2,619.00 Lakhs has been considered as advance for investments in subsidiary as the said amount will be adjusted against the issue of securities by the subsidiary company and accordingly classified under the head "Advance for Investment in Subsidiaries" [refer note 5(a)].
- (b) With respect to Fort Gloster Industries Limited, out of the outstanding loan balance of ₹ 2,701.82 Lakhs as at 31 March 2021, ₹ 2,360.30 Lakhs represents the consideration towards acquisition as per resolution plan and ₹ 341.52 Lakhs represents the amount paid towards reimbursement of expenses. In the current year the amount of ₹ 2,360.30 Lakhs has been considered as advance for investments in subsidiary as the said amount will be adjusted against the issue of securities by the subsidiary company and accordingly classified under the head "Advance for Investment in Subsidiaries" [refer note 5(a)].
- (c) The security deposit balance represents the amount actually paid by the company without impact of fair valuation. Fair value of security deposit is ₹ 4.63 lakhs (31 March 2021 ₹ 4.34 lakhs).

- (d) The company has entered into a lease arrangement with its subsidiary Network Industries Limited pertaining to which finance cost amounting to ₹ 16.49 lakhs (31 March 2021 ₹ 0.97 lakhs) & depreciation amounting to ₹ 9.10 lakhs (31 March 2021 ₹ 0.57 lakh) has been recognised in the standalone financial statements. The closing balance of lease liabilities as on 31 March, 2022 is ₹ 235.63 lakhs (31 March, 2021 ₹ 234.14 lakhs) (Non current) and ₹ 14.08 lakhs (31 March, 2021 ₹ 14.08 lakhs) (Current).
- (e) Maximum amount outstanding at any time during the year are ₹ 1,250.00 lakhs (31 March 2021 ₹ 1,250.00 lakhs) for Joonktollee Tea & Industries Limited and ₹ 500.00 lakhs (31 March 2021 ₹ 500.00 lakhs) for Keshava Plantations Private Limited.

### Terms and conditions of the transactions

All outstanding balances are unsecured excluding outstanding balance of loan given to Keshava Plantations Private Limited, which is secured.

Disclosure pursuant to section 186(4) of the Companies Act, 2013, regarding investments made in subsidiaries and other investments are mentioned in the respective notes, refer note 5(b), note 5(c) and note 9(a).

All transactions are made in ordinary course of business and are done on arms length basis.

### Note: 37 Earnings per equity share

Particulars	31 March 2022	31 March 2021
<b>(I) Basic</b>		
a. Net profit after tax	7,281.20	4,460.58
b. (i) Number of equity shares at the beginning of the year	54,71,630	54,71,630
(ii) Number of equity shares at the end of the year	54,71,630	54,71,630
(iii) Weighted average number of equity shares outstanding during the year	54,71,630	54,71,630
c. Face value of equity share (₹)	10.00	10.00
d. Basic earning per equity share (₹)	133.07	81.52
<b>(II) Diluted</b>		
a. Dilutive potential equity shares	-	-
b. Weighted average number of equity shares for computing diluted earnings per share	54,71,630	54,71,630
c. Diluted earning per equity share (₹)	133.07	81.52

## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### Note: 38 Contingent liabilities

Particulars	31 March 2022	31 March 2021
<b>Claims against the Company not acknowledged as debts</b>		
Sales tax matter	464.76	464.76
ESI matter	50.31	50.31

(i) The future cash outflow, if any, cannot be ascertained, pending resolution of the proceedings.

(ii) The Company does not expect any reimbursement in respect of the above contingent liabilities.

### Note: 39 Commitments

Particulars	31 March 2022	31 March 2021
Estimated amounts of contracts remaining to be executed on capital account and not provided for Property, Plant and Equipment	2,408.58	1,818.22
Uncalled Capital Commitment towards investments	154.73	263.84

### Note: 40 Impact of COVID-19

The Company has assessed the possible impact of COVID-19 on its standalone financial statements based on the internal and external information available up to the date of approval of these standalone financial statements and concluded no adjustment is required in these standalone financial statements. The Company continues to monitor the future economic conditions.

### Note : 41 Net debt reconciliation

This section sets out an analysis of net debt and the movements in net debt

Particulars	31 March 2022	31 March 2021
Cash & cash Equivalents	160.05	25.09
Non-current borrowings	-	-
Current borrowings	(1,036.25)	(2,312.10)
Current Maturity of long term borrowings	-	(118.65)
Lease Liabilities	(249.71)	(248.22)
<b>TOTAL</b>	<b>(1,125.91)</b>	<b>(2,653.88)</b>

## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Other assets	Liabilities from financing activities			Total
	Cash and cash equivalents	Non-current borrowings	Current borrowings	Lease Liabilities	
<b>Net debt as at 01 April 2021</b>	<b>25.09</b>	<b>(118.65)</b>	<b>(2,312.10)</b>	<b>(248.22)</b>	<b>(2,653.88)</b>
Cash flows	134.96	118.65	1,275.85	-	1,529.46
Principal Repayment of Lease including interest	-	-	-	15.00	15.00
Interest expense	-	-	(134.25)	(16.49)	(150.74)
Interest paid	-	-	79.91	-	79.91
Other borrowing Cost paid	-	-	54.34	-	54.34
<b>Net debt as at 31 March 2022</b>	<b>160.05</b>	<b>-</b>	<b>(1,036.25)</b>	<b>(249.71)</b>	<b>(1,125.91)</b>
<b>Net debt as at 01 April 2020</b>	<b>2,688.44</b>	<b>(237.49)</b>	<b>(2,622.32)</b>	<b>-</b>	<b>(171.37)</b>
Cash flows	(2,663.35)	118.84	310.22	-	(2,234.29)
Acquisition of Lease	-	-	-	(247.25)	(247.25)
Interest expense	-	-	(198.96)	(0.97)	(199.93)
Interest paid	-	-	162.52	-	162.52
Other borrowing Cost paid	-	-	36.44	-	36.44
<b>Net debt as at 31 March 2021</b>	<b>25.09</b>	<b>(118.65)</b>	<b>(2,312.10)</b>	<b>(248.22)</b>	<b>(2,653.88)</b>

### Note : 42 Lease

#### The Company as a Lessee

(a) The Company has entered into lease agreement for a term of thirty years commencing from March 09 2021 for land situated at Bauria, West Bengal with it's wholly owned subsidiary. The lease payments are on fixed rental basis along with an incremental clause every 5 years with an option to renew at the end of lease period.

#### (b) Amounts recognised in balance sheet

The balance sheet shows the following amounts relating to leases:

Particulars	As at 31 March 2022	As at 31 March 2021
Right-of-use assets		
Land	263.26	272.36
<b>Total</b>	<b>263.26</b>	<b>272.36</b>

Particulars	As at 31 March 2022	As at 31 March 2021
Lease Liabilities		
Current	14.08	14.08
Non Current	235.63	234.14
<b>Total</b>	<b>249.71</b>	<b>248.22</b>

## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

(c) Following are the changes in carrying value of right-of-use assets:

Particulars	Right-of-Use Land	Total Right-of-Use Assets
Balance as at 01 April 2021 (At cost)	272.93	272.93
Additions during the year	-	-
Assets terminated during the year	-	-
Balance as at 31 March 2022 (At cost)	272.93	272.93
Accumulated depreciation as at 01 April 2021	0.57	0.57
Charge for the year	9.10	9.10
Assets terminated during the year	-	-
Accumulated depreciation as at 31 March 2022	9.67	9.67
Carrying amount Balance as at 31 March 2022	263.26	263.26

Particulars	Right-of-Use Land	Total Right-of-Use Assets
Balance as at 01 April 2020 (At cost)	-	-
Additions during the year	272.93	272.93
Balance as at 31 March 2021 (At cost)	272.93	272.93
Accumulated depreciation as at 01 April 2020	-	-
Charge for the year	0.57	0.57
Accumulated depreciation as at 31 March 2021	0.57	0.57
Carrying amount Balance as at 31 March 2021	272.36	272.36

(d) Following are the changes in carrying value of Lease Liabilities:

Particulars	31 March 2022	31 March 2021
Opening Balance	248.22	-
Additions during the year	-	247.25
Finance costs during the year	16.49	0.97
Lease terminated during the year	-	-
Rent waiver on Lease Liabilities	-	-
Lease payments during the year	(15.00)	-
Closing Balance	249.71	248.22

(e) Amounts recognised in the statement of profit and loss

The statement of profit and loss shows the following amounts relating to leases:

Particulars	31 March 2022	31 March 2021
Depreciation charge of right-of-use assets (refer note 29)	9.10	0.57
Interest expense (refer note 28)	16.49	0.97
Expenses relating to short-term leases and leases of low-value assets (refer note 30)	74.13	82.67
Total	99.72	84.21

(f) The Company had a total cash outflow of ₹ 15.00 lakhs for leases for the year ended 31 March 2022 ( 31 March 2021: ₹ NIL )

(g) Extension and Termination Option- Extension and termination options are included in the Company's lease contracts. These are used to maximise operational flexibility in terms of margin, the asset used in the Company's operations and accordingly extension and termination options are considered for determining the lease term.

## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### Note: 43 Dues to micro and small enterprises

The Company has certain dues to Suppliers registered under The Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) are:

Sl. no.	Particulars	31 March 2022	31 March 2021
(a)	(i) The principal amount remaining unpaid to any supplier as at the end of the accounting year	76.78	5.86
	(ii) The interest due thereon remaining unpaid to any supplier as at the end of the accounting year	-	-
(b)	The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	-	-
(c)	The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	0.55	0.39
(d)	The amount of interest accrued and remaining unpaid at the end of the year	3.09	2.54
(e)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

**Note:** The information has been given in respect of such vendors to the extent they could be identified as "Micro, Small & Medium" enterprises on the basis of information available with the Company.



## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### Note: 44

The exceptional item pertains to the recovery of inter corporate deposit which was written off in the earlier years.

### Note: 45

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment received Indian Parliament approval and Presidential assent in September 2020. The Code has been published in the Gazette of India and subsequently on November 13, 2020 draft rules were published and invited for stakeholders' suggestions. However, the date on which the code will come into effect has not been notified. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.

### Note: 46

Pursuant to the Taxation Laws (Amendment) Act, 2019, a new section 115BAA is inserted in the Income Tax Act, 1961 which provides an option to the domestic companies to pay income tax at lower rate subject to the giving up of certain incentives and deductions. The Company is continuing to provide for Income tax at the old rates, based on various tax incentives and deductions. However, the Company has applied the lower income tax rates on the deferred tax liabilities on account of temporary differences to the extent these are expected to be realised or settled in the future period when the Company may be subjected to lower tax rate.

### Note 47 : Financial Ratios

The ratios as per the latest amendment to schedule III are as follows:-

Sl. no.	Particulars	31 March 2022	31 March 2021
1	Current ratio (Times)	4.14	4.63
2	Debt-equity ratio (Times) *	0.01	0.02
3	Debt service coverage ratio (Times) @	6.37	9.92
4	Return on equity ratio (%)	7.04%	4.65%
5	Inventory turnover ratio	5.02	3.66
6	Trade receivables turnover ratio (Times) #	24.04	16.29
7	Trade payables turnover ratio (Times) #	41.41	38.17
8	Net capital turnover ratio (Times) #	3.64	1.80
9	Net profit ratio (%) #	9.98%	9.15%
10	Return on capital employed (%) #	12.58%	8.48%
11	Return on investment (%) #	9.51%	6.01%

\* The variation in debt- equity ratio as at 31 March 2022 compared to 31 March 2021 is due to full repayment of long term debt in current financial year.

# The variation in coverage, turnover and other profitability ratios are primarily due to increase in turnover and profitability during the year.

@ On account of higher repayment in 31 March 2022 as compared to 31 March 2021

## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

Sl. no.	Ratio	Numerator	Denominator
1	Current ratio	Current Assets	Current Liabilities
2	Debt-equity ratio	Total Debt = Long Term Borrowing + Short Terms Borrowing	Total Equity
3	Debt service coverage ratio	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Finance Cost+Interest Income + Dividend Income+ Net Loss on sale of Investment+ Net Gain/(Loss) on disposal of Property, Plant & Equipment	Debt service = Interest & Lease Payments + Principal Repayments
4	Return on equity ratio	Profit for the year	Average Shareholder's Equity = (Opening Total Equity + Closing Total Equity )/2
5	Inventory turnover ratio	Turnover = Total Sales	Average inventory =(Opening Inventory + Closing Inventory) / 2
6	Trade receivables turnover ratio	Turnover = Total Sales	Average Trade Receivable = (Opening Trade Receivable + Closing Trade Receivable ) / 2
7	Trade payables turnover ratio	Total Purchases =Total purchases including consumption of stores and spare parts	Average Trade Payables= (Opening Trade Payables + Closing Trade Payables ) / 2
8	Net capital turnover ratio	Turnover = Total Sales	Working Capital =Working capital shall be calculated as current assets minus current liabilities.
9	Net profit ratio	Profit for the year	Turnover = Total Sales
10	Return on capital employed	Earning before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability Tangible Networth = Total Equity- Goodwill-Other Intangible Assets.
11	Return on investment	Earning before interest and taxes	Average Total Asset= (Opening Total Assets + Closing Total Assets) / 2

## Notes to the Standalone Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### Note: 48

#### Additional Regulatory Information required by Schedule III

- (i) No proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) [formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)] and Rules made there under.
- (ii) The Company has borrowings from banks on the basis of security of current assets. The revised quarterly returns or statements of current assets filed by the Company subsequent to balance sheet date with banks are in agreement with the books of accounts. The Company has not filed return for quarter ended 31 March 2022.
- (iii) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority or other lender in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.
- (iv) The Company has no transactions with the companies struck off under the Companies Act, 2013 or Companies Act, 1956.
- (v) The Company has complied with the number of layers as prescribed in section 2(89) of the Companies Act read with Companies (Restriction on number of layers) Rules, 2017 .
- (vi) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.
- (vii) The Company has not advanced or loaned or invested funds to any other person or entity, including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

- a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
- b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

The Company has not received any fund from any person or entity, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- a) directly or indirectly lend or invest in other persons or entity identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- b) provide any guarantee, security or the like on behalf of the ultimate beneficiaries
- (viii) There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.
- (ix) The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.
- (x) The Company has not revalued its Property, Plant and Equipment (including right-of-use assets) or intangible assets or both during the current or previous year.
- (xi) There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period.

### Note: 49

Previous year figures have been recasted / restated wherever necessary including those as required in keeping with Revised Schedule III amendments.

For Price Waterhouse & Co Chartered Accountants LLP  
Firm Registration No. 304026E/E-300009

Sunit Kumar Basu  
Partner  
Membership No. 055000

Place : Kolkata  
Date : 12th May 2022

Ajay Kumar Agarwal  
Chief Financial Officer &  
Company Secretary

#### For & on behalf of the Board Of Directors

Hemant Bangur (DIN: 00040903)  
Executive Chairman

D. C. Baheti (DIN: 00040953)  
Managing Director

Ishani Ray (DIN: 08800793)  
Director

Pushpa Devi Bangur  
(DIN: 00695640)  
Director

Prabir Ray (DIN: 00698779)  
Director

Rohit Bihani (DIN: 00179927)  
Director

S. N. Bhattacharya  
(DIN: 06758088)  
Director

Priti Panwar (DIN: 08072073)  
Director

# CONSOLIDATED FINANCIAL SECTION

# INDEPENDENT AUDITOR'S REPORT

To the Members of Gloster Limited

## Report on the Audit of the Consolidated Financial Statements

### Opinion

1. We have audited the accompanying consolidated financial statements of Gloster Limited (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), (refer Note 1 to the attached consolidated financial statements), which comprise the Consolidated Balance Sheet as at March 31, 2022, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and notes to the Consolidated Financial Statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, as at March 31, 2022, of consolidated total comprehensive income (comprising of profit and other comprehensive income), consolidated changes in equity and its consolidated cash flows for the year then ended.

### Basis for opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Statements" section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in India in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained, and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-paragraph 14 of the Other Matters section below, is sufficient and appropriate to provide a basis for our opinion.

### Key audit matters

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

Key audit matter	How our audit addressed the key audit matter
<p>Assessment of the carrying value of investments carried at fair value</p> <p>Refer to Note 2.7 – "Financial Assets" Note 2A – "Critical estimates and judgements" and Note 30 – "Fair value measurements".</p> <p>As at March 31, 2022, the Holding Company has investments aggregating to ₹ 11,151.35 lakhs in various securities comprising of equity shares in unlisted companies and investments in certain funds. These investments are carried at their fair values determined by the Company as per Ind AS 113 'Fair Value Measurement' and have been categorized as Level 2 and Level 3 in the fair value hierarchy, which is inherently subjective, and their valuation involves using inputs other than quoted prices in an active market in certain cases. For, the purpose of valuation of investments in unlisted Companies, the Holding Company's management has engaged independent valuation experts and for the funds, obtained valuation reports from the respective fund houses.</p>	<p>Our procedures included the following:</p> <ul style="list-style-type: none"> <li>• We understood, assessed and tested the design and operating effectiveness of key controls over fair valuation of investments.</li> <li>• We perused the report issued by the external valuation experts engaged by the management and conducted enquiries with them to understand the assumptions considered by them.</li> <li>• We evaluated the independence, competence and capability of the valuation experts of the management.</li> <li>• We tested the reasonableness of management's fair value estimates, on a test check basis, by obtaining corroborative pricing from independent sources, where available.</li> <li>• We obtained direct confirmations from the respective fund houses for the valuation of investments and on a sample basis obtained the underlying valuation reports to corroborate the details in the confirmation.</li> <li>• With the involvement of auditor's experts, we assessed the methodology and the appropriateness of the valuation models and inputs used by management's valuation experts.</li> <li>• We validated the source data on a sample basis and tested the arithmetical accuracy of the calculations of valuation of investments.</li> </ul>

Key audit matter	How our audit addressed the key audit matter
We have determined this to be a key audit matter because of the inherently subjective nature of valuation and involvement of significant judgements by the management in assessing the carrying value thereof.	<ul style="list-style-type: none"> <li>We assessed the adequacy of the Holding Company's disclosures in consolidated financial statements.</li> </ul> <p>Based on the above procedures performed, we did not identify any significant exceptions in management's assessment of carrying value of investments carried at fair value.</p>

### Other Information

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

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed and the reports of the other auditors as furnished to us (Refer paragraph 14 below), we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### Responsibilities of management and those charged with governance for the financial statements

6. The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows, and changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act read with National Company Law Tribunal (NCLT), Kolkata, order as stated in Note 2.5 to the consolidated financial statements. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and

presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

7. In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.
8. The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

### Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

9. Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.
10. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:
- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Holding company has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls.
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
  - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
  - Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
  - Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.
11. We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
12. 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.
13. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.
- Other Matter**
14. We did not audit the financial statements of four subsidiaries included in the consolidated financial statements whose financial statements reflect total assets of ₹ 14,078.60 lakhs and net assets of ₹ 9,325.45 lakhs as at March 31, 2022, total revenue of ₹ 299.30 lakhs, total comprehensive income (comprising of loss and other comprehensive income) of ₹ 57.70 lakhs and net cash flows amounting to ₹ 63.74 lakhs for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management, and our opinion on the consolidated financial statements insofar as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub-section (3) of Section 143 of the Act including report on Other Information insofar as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.
- Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.
- Report on Other Legal and Regulatory Requirements**
15. As required by paragraph 3(xxii) of the Companies (Auditor's Report) Order, 2020 ("CARO 2020"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we report that the auditor of the following companies have given certain remarks in their CARO report on the standalone of the respective companies included in the Consolidated Financial Statements of the Holding Company:



Sl. No.	Name of the Company	CIN	Relationship with the Holding Company	Date of the respective auditor's report	Paragraph number in the respective CARO reports
1	Gloster Limited	L17100WB1923PLC004628	Holding Company	May 12, 2022	i(c)
2	Fort Gloster Industries Limited	U17232WB1890PLC000627	Subsidiary	May 12, 2022	i(b), i(c) and xvii
3	Gloster Nuvo Limited	U17299WB2020PLC236120	Subsidiary	May 10, 2022	x(b) and xvii
4	Network Industries Limited	U17111WB1989PLC046577	Subsidiary	May 10, 2022	i(b), xvii

16. As required by Section 143(3) of the Act, we report, to the extent applicable, that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account and records maintained for the purpose of preparation of the consolidated financial statements.
- (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act read with National Company Law Tribunal (NCLT), Kolkata order, as stated in Note 2.5 to the consolidated financial statements.
- (e) On the basis of the written representations received from the directors of the Holding Company as on taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164(2) of the Act.
- (f) With respect to the adequacy of internal financial controls with reference to consolidated financial statements of the Group and the operating effectiveness of such controls, refer to our separate report in Annexure A.
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The consolidated financial statements disclose the impact, if any, of pending litigations on the consolidated financial position of the Group - Refer Note 36 to the consolidated financial statements.
  - ii. The Group has long-term contracts as at March 31, 2022 for which there were no material foreseeable losses. The Group did not have long term derivative contracts.
  - iii. There has been no delay in transferring amounts required to be transferred to the Investor Education and Protection Fund by the Holding Company during the year.  
  
There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the subsidiary companies incorporated in India.
  - iv.
    - (a) The respective Managements of the Holding Company and its subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries respectively that, to the best of their knowledge and belief, as disclosed in the notes to the accounts, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiaries to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries (Refer Note 45(vii) to the consolidated financial statements);
    - (b) The respective Managements of the Holding Company and its subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries respectively that, to the best of their knowledge and belief, as disclosed in the notes to the accounts, no funds (which are material either individually or in the aggregate) have been received by the Holding Company or any of such



subsidiaries from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries (Refer Note 45 (vii) to the consolidated financial statements); and

- (c) Based on the audit procedures, that has been considered reasonable and appropriate in the circumstances, performed by us and those performed by the auditors of the subsidiaries which are companies incorporated in India, whose financial

statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material misstatement.

17. The dividend declared and paid during the year by the Holding Company is in compliance with Section 123 of the Act. The subsidiaries have not declared or paid any dividend during the year.
18. The Group have paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

**For Price Waterhouse & Co Chartered Accountants LLP**

Firm Registration Number: 304026E/E-300009

**Sunit Kumar Basu**

Partner

Membership Number: 055000

UDIN: 22055000AIVINW8622

**Place:** Kolkata

**Date:** May 12, 2022

## Annexure A to Independent Auditors' Report

Referred to in paragraph 16(f) of the Independent Auditor's Report of even date to the members of Gloster Limited on the consolidated financial statements as of and for the year ended March 31, 2022

### Report on the Internal Financial Controls with reference to Consolidated Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2022, we have audited the internal financial controls with reference to consolidated financial statements of Gloster Limited (hereinafter referred to as "the Holding Company") and its subsidiary companies which are companies incorporated in India, as of that date.

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

2. The respective Board of Directors of the Holding Company and its subsidiary companies, to whom reporting under clause (i) of sub section 3 of Section 143 of the Act in respect of the adequacy of the internal financial controls with reference to consolidated financial statements is applicable, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

#### Auditor's Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note issued by the ICAI and the Standards on Auditing deemed to be prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference

to consolidated financial statements was established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below is sufficient and appropriate to provide a basis for our audit opinion on the Holding Company's internal financial controls system with reference to consolidated financial statements.

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

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



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

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

#### **Opinion**

8. In our opinion, the Holding Company and its subsidiary companies, which are companies incorporated in India, have,

in all material respects, an adequate internal financial controls system with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

#### **Other Matters**

9. Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements insofar as it relates to four subsidiary companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India. Our opinion is not qualified in respect of this matter.

#### **For Price Waterhouse & Co Chartered Accountants LLP**

Firm Registration Number: 304026E/E-300009

#### **Sunit Kumar Basu**

Partner

Membership Number: 055000

UDIN: 22055000AIVINW8622

**Place:** Kolkata

**Date:** May 12, 2022

## Consolidated Balance Sheet as at 31 March 2022

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Notes	31 March 2022	31 March 2021
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	3	42,271.41	40,072.04
Right of use asset	4(a)	40.96	42.38
Capital work in progress	4(b)	5,950.50	1,718.64
Goodwill	4(c)	21,248.41	22,914.95
Other intangible assets	4(d)	7,378.35	7,916.79
<b>Financial assets</b>			
(i) Investments	5(a)	11,996.32	10,140.05
(ii) Other financial assets	5(b)	13.77	110.33
Other non-current assets	6	2,098.77	1,165.89
<b>Total non-current assets</b>		<b>90,998.49</b>	<b>84,081.07</b>
<b>Current assets</b>			
Inventories	7	14,145.95	15,211.39
<b>Financial assets</b>			
(i) Investments	8(a)	1,005.40	1,012.15
(ii) Trade receivables	8(b)	2,979.44	3,089.87
(iii) Cash and cash equivalents	8(c)	530.69	443.34
(iv) Bank balances other than (iii) above	8(d)	6,364.54	2,685.10
(v) Loans	8(e)	2,128.56	2,705.02
(vi) Other financial assets	8(f)	957.63	551.15
Current tax assets (net)	9	3,737.37	3,555.15
Other current assets	10	1,119.30	1,541.04
Assets classified as held for sale	46	3.88	43.13
<b>Total current assets</b>		<b>32,972.76</b>	<b>30,837.34</b>
<b>Total assets</b>		<b>1,23,971.25</b>	<b>1,14,918.41</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	11	547.16	547.16
Other equity	12	1,06,511.33	98,883.56
<b>Total equity</b>		<b>1,07,058.49</b>	<b>99,430.72</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
<b>Financial liabilities</b>			
Other Financial Liabilities	13	40.49	-
Provisions	14	592.03	1,219.38
Deferred tax liabilities (net)	15	9,042.54	6,146.43
Other non-current liabilities	16	231.53	227.59
<b>Total non-current liabilities</b>		<b>9,906.59</b>	<b>7,593.40</b>
<b>Current liabilities</b>			
<b>Financial liabilities</b>			
(i) Borrowings	17(a)	1,036.25	2,430.75
(ii) Trade payables	17(b)		
a) Total outstanding dues of Micro and Small Enterprises		80.15	5.86
b) Total outstanding dues of creditors other than Micro and Small Enterprises		984.96	690.97
(iii) Other financial liabilities	17(c)	1,994.11	2,030.01
Provisions	18	174.76	150.02
Current tax liabilities (net)	19	823.00	816.21
Other current liabilities	20	1,912.94	1,770.47
<b>Total current liabilities</b>		<b>7,006.17</b>	<b>7,894.29</b>
<b>Total liabilities</b>		<b>16,912.76</b>	<b>15,487.69</b>
<b>Total equity and liabilities</b>		<b>1,23,971.25</b>	<b>1,14,918.41</b>

Corporate Information

Significant Accounting Policies

The accompanying notes are an integral part of these Consolidated Financial Statements.

This is the Consolidated Balance Sheet referred to in our report of even date.

For Price Waterhouse & Co Chartered Accountants LLP  
Firm Registration No. 304026E/E-300009

Sunit Kumar Basu  
Partner  
Membership No. 055000

Place : Kolkata  
Date : 12th May 2022

Ajay Kumar Agarwal  
Chief Financial Officer &  
Company Secretary

For &amp; on behalf of the Board Of Directors

Hemant Bangur (DIN: 00040903)  
Executive Chairman

D. C. Baheti (DIN: 00040953)  
Managing Director

Ishani Ray (DIN: 08800793)  
Director

Pushpa Devi Bangur  
(DIN: 00695640)  
Director

Prabir Ray (DIN: 00698779)  
Director

Rohit Bihani (DIN: 00179927)  
Director

S. N. Bhattacharya  
(DIN: 06758088)  
Director

Priti Panwar (DIN: 08072073)  
Director



GLOSTER LIMITED

## Consolidated Statement of Profit and Loss as at 31 March 2022

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Notes	31 March 2022	31 March 2021
<b>INCOME</b>			
Revenue from operations	21	73,382.05	49,308.68
Other Income	22	3,705.84	2,408.43
<b>Total Income</b>		<b>77,087.89</b>	<b>51,717.11</b>
<b>EXPENSES</b>			
Cost of materials consumed	23	40,718.10	27,906.98
Changes in inventories of finished goods and work-in-progress	24	193.43	(2,738.93)
Employee benefits expense	25	10,969.47	8,718.47
Finance costs	26	134.34	199.40
Depreciation and amortization expense	27	3,435.62	3,266.37
Other expenses	28	11,930.83	8,584.94
<b>Total Expenses</b>		<b>67,381.79</b>	<b>45,937.23</b>
<b>Profit before exceptional item and tax (A)</b>		<b>9,706.10</b>	<b>5,779.88</b>
Exceptional Items- Charge / (Credit) (B)	41	(1,150.00)	(350.00)
<b>Profit before tax (A-B)</b>		<b>10,856.10</b>	<b>6,129.88</b>
Income tax expense	29		
Current tax		2,225.08	1,262.37
Tax for earlier years		1.62	-
Deferred tax		2,100.97	741.32
<b>Total Tax expenses</b>		<b>4,327.67</b>	<b>2,003.69</b>
<b>Profit for the year (C)</b>		<b>6,528.43</b>	<b>4,126.19</b>
<b>Other comprehensive income/(loss)</b>			
<b>Items that will not be reclassified to profit or loss</b>			
(a) Remeasurement gains/(losses) on post employment defined benefit plans		1,174.17	909.34
(b) Changes in fair value of FVOCI equity instruments		2,088.90	2,716.09
(c) Income tax relating to above items		(795.14)	(584.97)
<b>Other comprehensive income for the year, net of tax (D)</b>		<b>2,467.93</b>	<b>3,040.46</b>
<b>Total comprehensive income for the year (C+D)</b>		<b>8,996.36</b>	<b>7,166.65</b>

Earnings per equity share  
[ Nominal Value per Share ₹10] (Previous Year - ₹10)

Basic and Diluted	35	119.31	75.41
Corporate Information	1		
Significant Accounting Policies	2		

The accompanying notes are an integral part of these Consolidated Financial Statements.

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

For Price Waterhouse & Co Chartered Accountants LLP  
Firm Registration No. 304026E/E-300009

Sunit Kumar Basu  
Partner  
Membership No. 055000

Place : Kolkata  
Date : 12th May 2022

Ajay Kumar Agarwal  
Chief Financial Officer &  
Company Secretary

For & on behalf of the Board Of Directors

Hemant Bangur (DIN: 00040903)  
Executive Chairman

D. C. Baheti (DIN: 00040953)  
Managing Director

Ishani Ray (DIN: 08800793)  
Director

Pushpa Devi Bangur  
(DIN: 00695640)  
Director

Prabir Ray (DIN: 00698779)  
Director

Rohit Bihani (DIN: 00179927)  
Director

S. N. Bhattacharya  
(DIN: 06758088)  
Director

Priti Panwar (DIN: 08072073)  
Director

## Consolidated Statement of Changes in Equity for the year ended 31 March 2022

### A. Share capital

(All amounts in ₹ lakhs, unless otherwise stated)

Description	Notes	Amount
As at 31 March 2020	11	547.16
Changes in equity share capital	11	-
As at 31 March 2021	11	547.16
Changes in equity share capital	11	-
As at 31 March 2022	11	547.16

### B. Other equity

Description	Notes	Reserve and Surplus			Equity instruments through OCI	Total other equity
		General reserve	Securities Premium	Retained earnings		
Balance as at 01 April 2021	12	9,242.86	78,146.39	8,742.71	2,751.60	98,883.56
Profit for the year	12	-	-	6,528.43	-	6,528.43
On issue of equity shares	12	-	-	-	-	-
Other Comprehensive income for the year	12	-	-	763.81	1,704.12	2,467.93
Total comprehensive income for the year		-	-	7,292.24	1,704.12	8,996.36
Transfer to general reserve	12	2,051.79	-	(2,051.79)	-	-
Transfer of gain on FVOCI equity investments, net of tax	12	-	-	300.09	(300.09)	-
Dividends paid	12	-	-	(1,367.91)	-	(1,367.91)
Balance as at 31 March 2022		11,294.65	78,146.39	12,915.34	4,155.63	1,06,511.33



## Consolidated Statement of Changes in Equity for the year ended 31 March 2022

(All amounts in ₹ lakhs, unless otherwise stated)

Description	Notes	Reserve and Surplus			Equity instruments through OCI	Total other equity
		General reserve	Securities Premium	Retained earnings		
Balance as at 01 April 2020	12	7,187.48	78,146.39	5,862.05	1,383.03	92,578.95
Profit for the year	12	-	-	4,126.19	-	4,126.19
On issue of equity shares	12	-	-	-	-	-
Other Comprehensive income for the year	12	-	-	550.43	2,448.73	2,999.16
<b>Total comprehensive income for the year</b>		-	-	<b>4,676.62</b>	<b>2,448.73</b>	<b>7,125.35</b>
Transfer to general reserve	12	2,055.38	-	(2,055.38)	-	-
Transfer of gain on FVOCI equity investments, net of tax	12	-	-	1,080.16	(1,080.16)	-
Dividends paid	12	-	-	(820.74)	-	(820.74)
<b>Balance at 31 March 2021</b>		<b>9,242.86</b>	<b>78,146.39</b>	<b>8,742.71</b>	<b>2,751.60</b>	<b>98,883.56</b>

The accompanying notes are an integral part of these Consolidated Financial Statements.

This is the Consolidated Statement of Changes in Equity referred to in our report of even date.

**For Price Waterhouse & Co Chartered Accountants LLP**  
Firm Registration No. 304026E/E-300009

**Sunit Kumar Basu**  
Partner  
Membership No. 055000

Place : Kolkata  
Date : 12th May 2022

**Ajay Kumar Agarwal**  
Chief Financial Officer  
& Company Secretary

**For & on behalf of the Board Of Directors**

**Hemant Bangur** (DIN: 00040903)  
Executive Chairman

**D. C. Baheti** (DIN: 00040953)  
Managing Director

**Ishani Ray** (DIN: 08800793)  
Director

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(DIN: 00695640)  
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**Prabir Ray** (DIN: 00698779)  
Director

**Rohit Bihani** (DIN: 00179927)  
Director

**S. N. Bhattacharya**  
(DIN: 06758088)  
Director

**Priti Panwar** (DIN: 08072073)  
Director

## Consolidated Statement of Cash Flows for the year ended 31 March 2022

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Year Ended 31 March 2022	Year Ended 31 March 2021
<b>(A) Cash flows from operating activities:</b>		
<b>Profit before tax</b>	<b>10,856.10</b>	<b>6,131.37</b>
<b>Adjustments for:</b>		
Depreciation and amortisation expense	3,435.62	3,266.36
Finance Costs	134.34	198.46
Net loss/(gain) on disposal of property, plant and equipment	1.68	(69.97)
Net loss on fair value changes on investments classified at FVTPL	11.47	34.90
Net (gain)/loss on sale of investments	9.63	(25.04)
Provision for doubtful debts	15.96	-
Interest Receivable written off	-	19.15
Intercompany Deposit written off	-	75.69
Recovery of Intercompany Deposit written off earlier	(1,150.00)	(350.00)
Fair value adjustment to derivatives not designated as hedges	49.90	(443.50)
Provision no longer required written back	(23.58)	(147.76)
Loss on discard of Property, Plant & Equipment	98.25	-
Interest income	(1,305.24)	(746.88)
Dividend income	(16.96)	(16.79)
Foreign Exchange difference (net)	(22.53)	(11.98)
<b>Operating profit before changes in operating assets and liabilities</b>	<b>12,094.64</b>	<b>7,914.01</b>
<b>Adjustments for:</b>		
Decrease in Non-Current/Current financial and Non-Financial assets	823.77	283.65
(Increase) / decrease in Inventories	1,065.44	(3,597.87)
Increase in Non-Current/ Current financial and Non-Financial liabilities/provisions	982.98	537.75
<b>Cash generated from operations</b>	<b>14,966.83</b>	<b>5,137.54</b>
Income taxes paid (net)	(2,402.05)	(822.76)
<b>Net cash inflow / (outflow) from operating activities</b>	<b>12,564.78</b>	<b>4,314.78</b>
<b>(B) Cash flows from investing activities:</b>		
Proceeds from disposal of property, plant and equipment	13.92	358.71
Payments for acquisition of property, plant and equipment/ other intangible assets	(8,576.58)	(9,298.65)
Payments for acquisition of Right of use assets	-	(42.66)
Fixed Deposit (made)/matured (net)	(3,941.82)	(1,404.01)
Intercompany Deposit refunded (net)	1,650.08	1,217.15
Increase in Bank Balances other than Cash & Cash Equivalents	263.66	43.75
(Purchase) of other non current/current investments (gross)	(507.44)	(745.73)
Proceeds from sale of non-current/current investments (gross)	724.88	3,963.43
Interest received	774.33	774.49
Dividend received	16.96	16.79
<b>Net cash outflow from investing activities</b>	<b>(9,582.01)</b>	<b>(5,116.73)</b>

## Consolidated Statement of Cash Flows for the year ended 31 March 2022

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Year Ended 31 March 2022	Year Ended 31 March 2021
<b>(C) Cash flows from financing activities:</b>		
Repayment of long-term borrowings	(118.65)	(245.37)
Proceeds from long-term borrowings	-	126.78
Repayment of short-term borrowings (net)	(1,275.85)	(310.22)
Interest paid	(80.00)	(163.49)
Other borrowing costs paid	(54.34)	(36.19)
Dividend paid	(1,366.58)	(819.43)
<b>Net cash outflow from financing activities</b>	<b>(2,895.42)</b>	<b>(1,447.92)</b>
<b>Net increase / (decrease) in cash and cash equivalents (A+B+C)</b>	<b>87.35</b>	<b>(2,249.87)</b>
Cash and cash equivalents- Opening Balance	443.34	2,693.21
<b>Cash and cash equivalents - Closing Balance</b>	<b>530.69</b>	<b>443.34</b>

Reconciliation of cash & cash equivalents as per the cash flow statement

Cash & cash equivalents as per above comprise of the following

Particulars	Year Ended 31 March 2022	Year Ended 31 March 2021
Cash on hand	8.07	5.12
Balances with banks :		
In current accounts	522.62	438.22
<b>Balances as per statement of cash flows</b>	<b>530.69</b>	<b>443.34</b>

The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in Ind AS 7, 'Statement of Cash Flows'. Refer note 39 for Net debt reconciliation.

The accompanying notes are an integral part of these Consolidated Financial Statements.

This is the Consolidated Statement of Cash Flow referred to in our report of even date.

For Price Waterhouse & Co Chartered Accountants LLP  
Firm Registration No. 304026E/E-300009

**Sunit Kumar Basu**  
Partner  
Membership No. 055000

Place : Kolkata  
Date : 12th May 2022

**Ajay Kumar Agarwal**  
Chief Financial Officer  
& Company Secretary

For & on behalf of the Board Of Directors

**Hemant Bangur** (DIN: 00040903)  
Executive Chairman

**D. C. Baheti** (DIN: 00040953)  
Managing Director

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Director

**S. N. Bhattacharya**  
(DIN: 06758088)  
Director

**Priti Panwar** (DIN: 08072073)  
Director

## Notes to the Consolidated Financial Statements

### Note: 1 Corporate Information

Gloster Limited (the "Holding Company" or the "Parent Company") is a public company within the meaning of Companies Act, 2013. The Parent Company is a leading manufacturer & exporter of all types of Jute & Jute allied products, Woven & Non-Woven Jute Geotextiles, Treated Fabric- Rot Proof, Fire Retardant, Jute Products for Interior Decoration & Packaging of Industrial & Agricultural Produce. The Parent Company also produces Jute & Cotton

Shopping Bags & Made Ups. Gloster exports Jute goods to various countries spread over the World.

The Parent's Company's manufacturing facilities are located at Bauria on the banks of Holy Ganges in West Bengal. The equity shares of the Parent Company are listed on the BSE Ltd. and The Calcutta Stock Exchange Limited. The financial statements for the year ended 31 March 2022 were approved and authorised for issue with the resolution of the Board of Directors on May 12, 2022.

The Subsidiary Companies considered in the preparation of consolidated financial statements are:

Name of the company	Country of Incorporation	%of Holding as at 31st March, 2022
Gloster Lifestyle Limited	India	100%
Gloster Specialities Limited	India	100%
Network Industries Limited	India	100%
Gloster Nuvo Limited	India	100%
Fort Gloster Industries Limited	India	100%

The consolidated financial statement comprises of financial statements of Gloster Limited (the "Parent Company") and its subsidiary companies (hereinafter referred to as the "Group") as described in above.

### Note: 2 Summary of significant accounting policies

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

#### 2.1 Basis of Preparation

##### (i) Compliance with Ind AS

These Consolidated Financial Statements have been prepared to comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

##### (ii) Classification of current and non-current

All assets and liabilities have been classified as current or non-current as per the Group's normal operating cycle and other criteria set out in the Ind AS 1 - Presentation of financial statements and Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Group has ascertained its operating cycle as 12 months for the purpose of current / non-current classification of assets and liabilities.

##### (iii) New and amended standards adopted by the Group

The Group has applied the following amendments to Ind AS for the first time for their annual reporting period commencing 1 April 2020:

- Extension of COVID-19 related concessions – amendments to Ind AS 116
- Interest Rate Benchmark Reform – amendments to Ind AS 109 'Financial Instruments' and Ind AS 107 'Financial Instruments Disclosure' and Ind AS 116 'Leases'

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

##### (iv) New amendments issued but not effective

The Ministry of Corporate Affairs has vide notification dated 23 March 2022 notified Companies (Indian Accounting Standards) Amendment Rules, 2022 which amends certain accounting standards, and are effective 1 April 2022. These amendments are not expected to have a material impact on the group in the current or future reporting periods and on foreseeable future transactions.

##### (v) Reclassifications consequent to amendments to Schedule III

The Ministry of Corporate Affairs amended the Schedule III to the Companies Act, 2013 on 24 March 2021 to increase the transparency and provide additional disclosures to users of financial statements. These amendments are effective from 1 April 2021.

Consequent to above, the group has changed the classification/ presentation of current maturities of long-term borrowings in the current year.

The current maturities of long-term borrowings (including interest accrued) has now been included in the "Current borrowings" line item. Previously, current maturities of long-term borrowings and interest accrued were included in 'other financial liabilities' line item.

The group has reclassified comparative amounts to conform with current year presentation as per the requirements of Ind AS 1.

## Notes to the Consolidated Financial Statements

The impact of such classifications is summarised below:

(₹ in lakhs)

Balance Sheet (Extract)	31 March 2021 (as previously reported)	Increase/(Decrease)	31 March 2021 (restated)
Other Financial Liabilities (current)	2,148.66	(118.65)	2,030.01
Current Borrowings	2,312.10	118.65	2,430.75

### (vi) Historical cost convention

These Consolidated Financial Statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention, except for the following:

- certain financial assets and liabilities those are measured at fair value
- defined benefit plans - plan assets measured at fair value

### 2.2 Basis of Consolidation

Subsidiaries are all entities over which the group has control. The group controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the group. They are deconsolidated from the date that control ceases. The acquisition method of accounting is used to account for business combinations by the group. The group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealized gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the group. Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit and loss, consolidated statement of changes in equity and balance sheet respectively.

### 2.3 Use of estimates

The preparation of Consolidated Financial Statements in conformity with the Ind AS specified under Section 133 of the Act, requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in outcomes requiring a material adjustment to the carrying amounts of assets and liabilities in future periods.

### 2.4 Property, Plant and Equipment and Depreciation

- Freehold land is carried at historical cost. All other items of Property, Plant and Equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.
- Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to statement of profit and loss during the reporting period in which they are incurred.
- On transition to Ind AS, the Group has elected to continue with the carrying value of its property, plant and equipment measured at the previous GAAP and use that carrying value as the deemed cost of Property, Plant and Equipment.
- Depreciation is provided on straight line method over the estimated useful lives of the assets. Pursuant to Notification of Schedule II of the Companies Act, 2013 becoming effective, the Group has adopted the useful lives as per the lives specified for the respective Property, Plant & Equipment in the Schedule II of the Companies Act, 2013. No depreciation is provided on freehold land.
- Gains and losses on disposal of Property, Plant and Equipment is recognized in the statement of profit and loss.
- An impairment loss is recognized where applicable when the carrying amount of Property, Plant and Equipment exceeds its recoverable amount.

### 2.5 Intangible assets and amortization

- Intangible assets are stated at cost of acquisition including duties, taxes and expenses incidental to acquisition and installation, net of accumulated depreciation. Recognition of costs as an asset is ceased when the asset is complete and available for its intended use.
- Intangible assets comprising of Trademark and Computer Software are amortized on straight line method over a period of twenty years and five years respectively.
- On transition to Ind AS, the Group has elected to continue with the carrying value of its intangible assets measured

## Notes to the Consolidated Financial Statements

at the previous GAAP and use that carrying value as the deemed cost of intangible assets.

- d) Goodwill acquired on account of amalgamation is being amortized in the statement of profit and loss in keeping with National Company Law Tribunal, Kolkata ("NCLT") order dated 19 January 2018 on the basis of management's estimated useful life of 20 years.
- e) Gains and Losses on disposal of Intangible assets is recognized in the statement of profit and loss.

### 2.6 Impairment of assets

Assessment is done at each balance sheet date as to whether there is any indication that an asset (Property, Plant and Equipment and other assets) may be impaired. If any such indication exists, an estimate of the recoverable amount of the asset/ cash generating unit is made. Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's net selling price and its value in use. Assessment is also done at each balance sheet date as to whether there is any indication that an impairment loss recognized for an asset in prior accounting periods may no longer exist or may have decreased /increased. An impairment loss is recognised in the statement of profit and loss as and when the carrying value of an asset exceeds its recoverable amount. Where an impairment loss subsequently reverses, the carrying value of the asset is increased to the revised estimate of its recoverable amount so that the increased carrying value does not exceed the carrying value that would have been determined had no impairment loss been recognised for the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognised in the statement of profit and loss immediately.

### 2.7 Financial assets

The financial assets are classified in the following categories:

- a) financial assets measured at amortised cost,
- b) financial assets measured at fair value through profit and loss (FVTPL), and
- c) financial assets measured at fair value through other comprehensive income (FVOCI).

The classification of financial assets depends on the Group's business model for managing financial assets and the contractual terms of the cash flow. At initial recognition, the financial assets are measured at its fair value plus transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVTPL are expensed in the Profit or Loss. Financial assets are not reclassified subsequent to their recognition except if and in the period the Group changes its business model for arranging financial assets.

#### Financial assets measured at amortised cost

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate method. The losses arising from impairment are recognised in the statement of profit and loss. Trade Receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method less provision for impairment, if any.

#### Financial instruments measured at FVTPL

Financial instruments included within FVTPL category are measured initially as well as at each reporting period at fair value plus transaction costs as applicable. Fair value movements are recorded in statement of profit and loss. Investments in units of mutual funds, alternate investment funds (AIF's) other than equity and debentures are accounted for at fair value and the changes in fair value are recognised in the statement of profit and loss.

#### Financial assets at FVOCI

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

#### Equity instruments

The Group measures all equity investments at fair value. The Parent Company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, and is a subsequent reclassification of fair value gains and losses to profit or loss on recognition. Dividends from such investments are recognised in profit or loss as other income when the Parent Company's right to receive payments is established.

#### De-recognition of financial asset

The Group de-recognises a financial asset when the contractual rights to the cash flows from the financial assets expire or it transfers the financial assets and such transfer qualifies for derecognition under Ind AS 109 : Financial Instruments.

#### Impairment of financial assets

The Group assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Except for Trade Receivables, where in the simplified approach of lifetime expected credit losses is recognised from initial recognition of the receivables as required by Ind AS 109 :



## Notes to the Consolidated Financial Statements

Financial Instruments. Impairment loss allowance recognised / reversed during the year is charged/written back to statement of profit and loss.

### 2.8 Financial Liabilities

Financial liabilities are measured at amortised cost using the effective interest method. Borrowings are initially recognized at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction cost of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates. Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the Consolidated Financial Statements for issue, not to demand payment as a consequence of the breach.

A financial liability (or a part of financial liability) is de-recognised from Group's balance sheet when obligation specified in the contract is discharged or cancelled or expired.

#### Trade and other payables

These amounts represent liabilities for goods and services provided to the Group prior to the end of the financial year which are unpaid. The amounts are unsecured and are usually paid within the agreed credit terms with the vendors. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

### 2.9 Subsidy / Government Grant

Subsidy/ Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Group will comply with all attached conditions. Government grants relating to income are deferred and recognized in the statement of profit and loss over the period necessary to match them with the costs that they are

intended to compensate and presented within other income. Government grants relating to the purchase of property, plant and equipment are included in other liabilities as deferred income and are credited to statement of profit and loss on a straight-line basis over the expected lives of the related assets and presented within other income.

### 2.10 Inventories

Raw materials, Stores and Spares parts and components are valued at cost (cost being determined on weighted average basis) or at net realizable value whichever is lower. Semi-finished goods and stock-in-process are valued at raw materials cost plus labour and overheads apportioned on an estimated basis depending upon the stages of completion or at net realizable value whichever is lower. Finished goods are valued at cost or at net realizable value whichever is lower. Cost includes all direct cost and applicable manufacturing and administrative overheads. Net realizable value is the estimated selling price in the ordinary course of business, less the estimated cost of completion and the estimated cost necessary to make the sale.

### 2.11 Employee Benefit

#### a) Defined Contribution Plans

Payments to defined contribution plans are charged as an expense as they fall due. Payments made to state managed retirement benefit schemes are dealt with as payments to defined contribution schemes where the Group's obligations under the schemes are equivalent to those arising in a defined contribution benefit scheme.

#### b) Defined Benefit Plans

For defined benefit retirement schemes the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuation being carried out at each balance sheet date. Re-measurement gains and losses of the net defined benefit liability/ (asset) are recognised immediately in other comprehensive income. The service cost and net interest on the net defined benefit liability/ (asset) is treated as a net expense within employment costs. Past service cost is recognised as an expense when the plan amendment or curtailment occurs or when any related restructuring costs or termination benefits are recognised, whichever is earlier. The retirement benefit obligation recognised in the balance sheet represents the present value of the defined benefit obligation as reduced by the fair value plan assets.

#### c) Compensated absences

Accrued liability in respect of leave encashment benefit on retirement is accounted for on the basis of actuarial valuation as at the year end and charged in the statement of profit and loss every year. Compensated absences benefits comprising of entitlement to accumulation of Sick Leave is provided for



## Notes to the Consolidated Financial Statements

based on actuarial valuation at the end of the year. Actuarial gains and losses are recognized immediately in the statement of profit and loss. Accumulated Compensated Absences and Gratuity liability, which are expected to be availed or encashed or contributed within the 12 months from the end of the year are treated as short term employee benefits and the balance expected to be availed or encashed or contributed beyond 12 months from the year end are treated as long term liability.

### d) Other short term employee benefits

Short Term Employee Benefits are recognized as an expense as per the schemes based on expected obligation on an undiscounted basis.

## 2.12 Revenue Recognition

Revenue from contracts with customers are recognised when the control over the goods or services promised in the contract are transferred to the customer. The amount of revenue recognized depicts the transfer of promised goods and services to customers for an amount that reflects the consideration to which the Group is entitled to in exchange for the goods and services. Revenue from sale of products is recognised when the control over such goods have been transferred, being when the goods are delivered to the customers. Delivery occurs when the products have been shipped or delivered to the specific location as the case may be, risks of loss have been transferred to the customers, and either the customer has accepted the goods in accordance with the sales contract or the acceptance provisions have lapsed or the Group has objective evidence that all criteria for acceptance have been satisfied. Revenue from these sales are recognized based on the price specified in the contract, which is fixed. No element of significant financing is deemed present as the sales are made against the receipt of advance or with an agreed credit period (in a very few cases) of upto 90 days, which is consistent with the market practices. A receivable is recognised when the goods are delivered as this is the point in time that the consideration is unconditional because only passage of time is required before payment is done.

## 2.13 Other Income

Interest Income is recognized on a time proportion basis taking into account the amount outstanding and the effective interest rate applicable. Dividend income is recognized when the right to receive dividend is established. Export incentive are accounted as income in the statement of profit and loss when no significant uncertainty exists regarding the collectability. Insurance claims are accounted to the extent the Group is reasonably certain of their ultimate collection.

## 2.14 Foreign Currency Transaction

### (i) Initial Recognition

On initial recognition, all foreign currency transactions are recorded at exchange rates prevailing on the date of the transaction.

### (ii) Subsequent Recognition

At the reporting date, foreign currency non-monetary items carried in terms of historical cost are reported using the exchange rate at the date of transactions. All monetary assets and liabilities in foreign currency are restated at the end of accounting period at the closing exchange rate. Gains/losses arising out of fluctuations in the exchange rates are recognised in the statement of profit and loss in the period in which they arise.

## 2.15 Derivative Instruments

The Parent Company uses derivative financial instruments such as foreign exchange contracts to hedge its exposure to movements in foreign exchange rates relating to the underlying transactions. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently remeasured to their fair value and resulting gain or loss is recognized in the statement of profit and loss at the end of each reporting period. Any profit or loss arising on cancellation of derivative instruments is recognized as income or expense for the period.

## 2.16 Taxation

Current tax is determined as the amount of tax payable in respect of taxable income for the year based on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The Company measures its tax balances either based on the most likely amount or the expected value, depending on which method provides a better prediction of the resolution of the uncertainty. Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the Consolidated Financial Statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled. Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses. Deferred tax assets include Minimum

## Notes to the Consolidated Financial Statements

Alternative Tax (MAT) paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. Accordingly, MAT is recognised as deferred tax asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised. Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously. Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

### 2.17 Borrowing Cost

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Other borrowing costs are expensed in the period in which they are incurred.

### 2.18 Provisions and Contingent Liabilities:

Provisions are recognized when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the balance sheet date and are not discounted to its present value, except where the effect of the time value of money is material.

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

### 2.19 Earnings per Share

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

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

### 2.20 Cash and Cash Equivalents

In the cash flow statement, cash and cash equivalents include cash in hand, and balance with bank in current and fixed deposit account.

### 2.21 Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the Parent Company, on or before the end of the reporting period but not distributed at the end of the reporting period.

### 2.22 Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in event of default, insolvency or bankruptcy of the Group or the Counter party. Non-current assets (or disposal groups) held for sale Non-current assets (or disposal groups) are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell, except for assets such as deferred tax assets, assets arising from employee benefits, financial assets and contractual rights under insurance contracts, which are specifically exempt from this requirement. Non-current assets (including those that are part of a disposal group) are not depreciated or amortised while they are classified as held for sale. Non-current assets classified as held for sale and the assets of a disposal group classified as held for sale are presented separately from the other assets in the balance sheet. The liabilities of a disposal group classified as held for sale are presented separately from other liabilities in the balance sheet.

### 2.23 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating

## Notes to the Consolidated Financial Statements

decision maker. The Board of Directors of the Parent Company has been identified as being the chief operating decision maker. Refer note 33 for segment information presented.

### 2.24 Leases

#### As a lessee

Leases are recognised as right of use assets and a correspondence liability at the date at which the leased asset is available for use by the Group. Contract may contain both lease and non lease components. The Group allocates the consideration in the contract to the lease and non lease components based on their relative standalone prices. Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payment:-

- a) Fixed payments (including in substance fixed payments) less any lease incentive receivable.
- b) Variable lease payment that are based on an index or a rate, initially measured using the index or a rate at the commencement date.
- c) Amount expected to be paid by the Group as under residual value guarantees.
- d) Exercise price of a purchase option if the Group is reasonably certain to exercise that option.
- e) Payment of penalties for terminating the lease, if the lease term reflects the Group exercising that option. Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability. The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Company, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

#### To determine the incremental borrowing rate, the Group:

- a) Where possible, use recent third party financing received by the individual lessee as a starting point, adjusted to reflect changes in the financing conditions since third party financing was received.
- b) use a built up approach that starts with risk free interest rate adjusted for credit risk of leases held by Gloster Limited, which does not have recent third party financing. If a readily observable amortising loan rate is available to the individual lessee (through recent financing or market data) which has a similar payment profile to the lease, then the company uses that rate as a starting point

to determine the incremental borrowing rate. Lease payments are allocated between principal and finance cost. The finance cost is charged to statement of profit and loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

#### Right-of-use assets are measured at cost comprising the following :-

- i) the amount of the initial measurement of lease liability
- ii) any lease payment made at or before the commencement date less any lease incentive received
- iii) any initial direct cost and
- iv) restoration costs.

Right of use of assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight line basis. Payment associated with short-term leases of equipment and all the leases of low value assets are recognised on a straight line basis as an expense in the statement of profit and loss. Short term leases are leases with a lease term of less than 12 months or less.

#### As a lessor

Lease income from operating leases where the Group is a lessor is recognised in income on a straight-line basis over the lease term. Initial direct costs incurred in obtaining an operating lease are added to the carrying amount of the underlying asset and recognised as expense over the lease term on the same basis as lease income. The respective leased assets are included in the balance sheet based on their nature.

### 2.25 Rounding of amounts

All amounts disclosed in the Financial Statements and notes have been rounded off to the nearest lakhs (with two place of decimal) as per the requirement of schedule III, unless otherwise stated.

### 2.26 Exceptional items

When items of income and expenses within statement of profit and loss from ordinary activities are of as such size, nature and or incidence that there disclosure is relevant to explain the performance of the enterprise for the period, the nature and amount of such material items are disclosed separately as exceptional items.

### 2A Critical estimates and judgements

The preparation of Consolidated Financial Statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Group's accounting policies. This note provides an overview of the areas that



## Notes to the Consolidated Financial Statements

involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

- (i) Estimation of defined benefit obligation - Refer note 25 of the financial statements
- (ii) Estimated fair value of unlisted securities – Refer note 30 of the financial statements

- (iii) Recognition of deferred tax assets for MAT credit entitlements - Refer note 29 of the financial statements

- (iv) Useful life of property, plant and equipments and intangible assets – Refer note 2.4 and 2.5

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

# Notes to the Consolidated Financial Statements

## Note: 3 Property, plant and equipment

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Gross carrying amount			Accumulated depreciation			Impairment			Net carrying amount	
	01 April 2021	Additions	Transfer from CWIP	Disposals/adjustments	31 March 2022	01 April 2021	For the year	Reversals	31 March 2022	31 March 2022	31 March 2021
Freehold land	27,802.76	-	-	-	27,802.76	-	-	-	-	27,802.76	27,802.76
Buildings	8,624.45	118.34	1,942.08	104.97	10,579.90	1,145.83	358.34	-	1,496.42	9,083.48	7,478.62
Roads	5992	0.15	35.60	-	95.67	30.35	5.09	-	35.44	60.23	29.57
Plant and equipment	7,481.57	788.89	134.33	18.01	8,386.78	3,164.26	719.83	-	3,882.97	4,393.54	4,207.04
Electric installation	340.55	11.15	131.93	-	483.63	164.81	34.54	-	199.35	284.28	175.74
Furniture & fixtures	290.50	79.08	242.78	-	612.36	216.57	41.64	-	258.21	354.15	73.93
Office equipment	71.27	6.57	-	2.28	75.56	47.04	4.80	-	49.67	25.89	24.23
Launches	0.01	-	-	-	0.01	-	-	-	-	0.01	0.01
Vehicles	459.61	44.55	-	1.03	503.13	179.47	57.44	-	236.06	267.07	280.14
	<b>45,130.64</b>	<b>1,048.73</b>	<b>2,486.72</b>	<b>126.29</b>	<b>48,539.80</b>	<b>4,948.33</b>	<b>1,221.68</b>	<b>-</b>	<b>6,158.12</b>	<b>42,271.41</b>	<b>40,072.04</b>

Particulars	Gross carrying amount			Accumulated depreciation			Impairment			Net carrying amount	
	01 April 2020	Additions	Transfer from CWIP	Disposals/adjustments	31 March 2021	01 April 2020	For the year	Reversals	31 March 2021	31 March 2021	31 March 2020
Freehold land	24,250.79	3,551.97	-	-	27,802.76	-	-	-	-	27,802.76	24,250.79
Buildings	6,394.86	1,861.93	367.66	-	8,624.45	832.33	313.50	-	1,145.83	7,478.62	5,562.53
Roads	4506	1.71	13.15	-	5992	30.34	0.01	-	30.35	29.57	14.72
Plant and equipment	6,731.49	810.92	24.29	85.13	7,481.57	2,535.38	673.19	-	3,164.26	4,207.04	4,085.84
Electric installation	314.71	25.84	-	-	340.55	131.75	33.06	-	164.81	175.74	182.96
Furniture & fixtures	285.33	5.17	-	-	290.50	176.24	40.33	-	216.57	73.93	109.09
Office equipment	68.70	2.57	-	-	71.27	43.54	3.50	-	47.04	24.23	25.16
Launches	0.01	-	-	-	0.01	-	-	-	-	0.01	0.01
Vehicles	454.67	4.94	-	-	459.61	125.95	53.52	-	179.47	280.14	328.72
	<b>38,545.62</b>	<b>6,265.05</b>	<b>405.10</b>	<b>85.13</b>	<b>45,130.64</b>	<b>3,875.53</b>	<b>1,117.11</b>	<b>-</b>	<b>4,948.33</b>	<b>40,072.04</b>	<b>34,559.82</b>

## Notes:

- Parent Company - Immovable properties being Freehold Land was purchased in the 19th Century in the name of Fort Gloster Jute Manufacturing Company Limited and the same stood transferred to and vested in the Company by virtue of Schemes of Arrangement including the Scheme of Amalgamation sanctioned by the Hon'ble NCLT Kolkata Bench vide Order dated 19.01.2018 passed under Sections 230 and 232 of the Companies Act, 2013. The Company has the ownership and title of the immovable properties including freehold land purchased in the 19th Century. The land is recorded with the Uluberia Municipality in the name of the Company.
- Subsidiary Companies - The title deed of immovable properties as set out in the above table are held in the name of the respective Companies. However title deeds of one godown in Ahmedabad and one office each in Ahmedabad, Hyderabad and Chennai respectively included under the head Buildings [Gross carrying amount aggregating to ₹ 131.50 lakhs; (31.03.2021 - ₹ 131.50 lakhs)] of Fort Gloster Industries Limited have not been handed over by the Resolution Professional. physical possession of one godown in Ahmedabad and one office each in Vadodra, Hyderabad and Chennai respectively has not been handed over by the Resolution Professional.

## Notes to the Consolidated Financial Statements

### Note: 4(a) Right of Use Asset

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Gross carrying amount		Accumulated amortisation		Net carrying amount	
	01 April 2021	Additions	Disposals/ adjustments	31 March 2022	01 April 2021	31 March 2021
Land	42.67	-	-	42.67	0.29	42.38
	42.67	-	-	42.67	0.29	42.38

Particulars	Gross carrying amount		Accumulated amortisation		Net carrying amount	
	01 April 2020	Additions	Disposals/ adjustments	31 March 2021	01 April 2020	31 March 2020
Land (Refer Note below)	-	42.67	-	42.67	-	-
	-	42.67	-	42.67	-	-

### Notes:

(a) The ROU assets includes initial expenses incurred and paid by one of the subsidiary, Gloster Nuvo Limited with respect to the lease transaction entered with another subsidiary, Network Industries Limited.

(b) The group also has short term leases amounting to ₹ 74.13 lakhs during the year ( 31 March 2021 - ₹ 82.67 lakhs).

### Note: 4(b) Capital work In progress (CWIP)

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Opening Balance	1,718.64	1,222.57
Add: Addition during the year	6,724.28	901.17
Less: Transfer during the year	(2,492.42)	(405.10)
	5,950.50	1,718.64

### Notes:

(a) Capital work-in-progress mainly comprises of construction of building at factory and plant & machinery.

(b) There are no capital work-in-progress as on 31 March 2022 and 31 March 2021 whose completion is overdue or has exceeded its cost compared to its original plan.

## Notes to the Consolidated Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### CWIP Aging Schedule as at 31 March, 2022

Particulars	Amount in Capital Work In Progress for				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Projects in Progress	5,607.47	327.03	13.86	2.14	5,950.50
Projects temporarily suspended	-	-	-	-	-
	5,607.47	327.03	13.86	2.14	5,950.50

### CWIP Aging Schedule as at 31 March, 2021

Particulars	Amount in Capital Work In Progress for				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Projects in Progress	868.99	699.44	144.51	5.70	1,718.64
Projects temporarily suspended	-	-	-	-	-
	868.99	699.44	144.51	5.70	1,718.64



## Notes to the Consolidated Financial Statements

### Note: 4(c) Goodwill

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Gross carrying amount			Accumulated amortisation			Net carrying amount	
	01 April 2021	Additions	Transfer from CWIP	Disposals/ adjustments	31 March 2022	For the year	Disposals/ adjustments	31 March 2022
Goodwill	31,247.66	-	-	-	31,247.66	1,666.54	-	9,999.25
	<b>31,247.66</b>	-	-	-	<b>31,247.66</b>	<b>1,666.54</b>	-	<b>9,999.25</b>
								<b>22,914.95</b>

Particulars	Gross carrying amount			Accumulated amortisation			Net carrying amount	
	01 April 2020	Additions	Transfer from CWIP	Disposals/ adjustments	31 March 2021	For the year	Disposals/ adjustments	31 March 2021
Goodwill	31,247.66	-	-	-	31,247.66	1,666.55	-	8,332.71
	<b>31,247.66</b>	-	-	-	<b>31,247.66</b>	<b>1,666.55</b>	-	<b>8,332.71</b>
								<b>24,581.50</b>

### Note: 4(d) Other intangible assets

Particulars	Gross carrying amount			Accumulated amortisation			Net carrying amount	
	01 April 2021	Additions	Transfer from CWIP	Disposals/ adjustments	31 March 2022	For the year	Disposals/ adjustments	31 March 2022*
Trade-mark*	10,226.31	-	-	-	10,226.31	532.68	-	2,874.78
Computer Software	89.28	3.26	5.70	-	98.24	14.72	-	71.42
	<b>10,315.59</b>	<b>3.26</b>	<b>5.70</b>	-	<b>10,324.55</b>	<b>547.40</b>	-	<b>2,946.20</b>
								<b>7,378.35</b>
								<b>7,916.79</b>

Particulars	Gross carrying amount			Accumulated amortisation			Net carrying amount	
	01 April 2020	Additions	Transfer from CWIP	Disposals/ adjustments	31 March 2021	For the year	Disposals/ adjustments	31 March 2021
Trademark	8,788.11	1,438.20	-	-	10,226.31	468.42	-	2,342.10
Computer Software	73.01	16.27	-	-	89.28	14.28	-	56.70
	<b>8,861.12</b>	<b>1,454.47</b>	-	-	<b>10,315.59</b>	<b>482.70</b>	-	<b>2,398.80</b>
								<b>7,916.79</b>
								<b>6,945.02</b>

\*This includes Trademark acquired by Fort Gloster Industries Limited ("the company") which has been held to be an asset of the Company by Hon'ble NCLT vide its Order dated 27th September 2019. An application has been filed against the stated Hon'ble NCLT Order at Hon'ble NCLAT, New Delhi.

## Notes to the Consolidated Financial Statements

### Note: 5(a) Investments (Non-current)

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Face value	No. of units	31 March 2022	No. of units	31 March 2021
<b>I. Mandatorily measured at FVTPL</b>					
<b>Investment in Alternative Investment</b>					
<b>Funds (Debt) - Fully paid up - Unquoted</b>					
Peninsula Brookfield India Real Estate Fund	46,611	188	14.18	188	29.11
IIFL Real Estate Fund (Domestic) - Series 2	6	-	-	18,66,885	86.22
IIFL Real Estate Fund (Domestic) - Series 3	7	-	-	20,00,000	108.21
IIFL Real Estate Fund (Domestic) - Series 4	9	19,93,859	112.39	19,93,859	136.54
India Realty Excellence Fund III	100	3,84,063	467.58	4,27,593	514.49
India Realty Excellence Fund IV	100	3,00,000	343.91	3,00,000	321.13
<b>II. Designated at FVOCI:</b>					
<b>Investment in Alternative Investment</b>					
<b>Funds (Equity) - Fully paid up - Unquoted</b>					
IIFL Special Opportunities Fund Class A1	8	18,60,518	165.80	18,60,518	216.61
IIFL Select Series II Class A1	10	28,79,327	431.38	28,79,327	384.74
Abakkus Growth Fund I Class B1	1,000	19,782	444.43	19,782	325.31
Ask India 2025 Equity Fund	1,000	20,728	342.63	20,728	281.40
India Business Excellence Fund III	1,000	49,107	907.99	49,107	790.13
Malabar Value Fund	100	79,386	176.15	88,511	170.81
Baring Private Equity India	1,00,000	200	436.21	200	316.63
Motilal Oswal Focused Emergence Fund	10	-	-	18,49,634	192.68
Motilal Oswal India Excellence Fund-AIF	10	24,99,825	244.75	-	-
<b>Unquoted Equity Instruments-</b>					
<b>Fully paid-up (Investment through PMS)</b>					
Motilal Oswal Asset Management Co. Ltd. - Next Trillion Dollar	-	-	208.95	-	183.32
Ask Investment Managers Pvt. Ltd. - IEP	-	-	220.50	-	184.76
Motilal Oswal Asset Management Co. Ltd. - NTD (Direct)	-	-	446.63	-	394.57
Ask Investment Managers Pvt. Ltd.-BFSI	-	-	311.87	-	281.03
<b>Investment in Equity Instruments -</b>					
<b>Fully paid up Unquoted (Direct Investments)</b>					
Fine Worthy Software Solutions Private Ltd.	10	91,411	214.71	91,411	214.76
Blackberry Properties Pvt. Ltd.	10	10,00,000	509.90	10,00,000	510.90
Cambay Investment Corporation Ltd.	10	38,000	1,246.35	38,000	838.87
Credwyn Holdings India Pvt. Ltd.	100	30,000	1,566.12	30,000	1,244.98
Laxmi Asbestos Products Ltd.	100	5,000	5.00	5,000	5.00
Sudipta Traders Pvt.Ltd.	10	3,08,000	1,001.74	3,08,000	1,026.16
The Oriental Company Ltd.	100	845	977.35	845	626.05
Woodland Multispeciality Hospital Ltd.	10	4,290	0.21	4,290	0.21

## Notes to the Consolidated Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Face value	No. of units	31 March 2022	No. of units	31 March 2021
<b>Investment in Equity Instruments -</b>					
<b>Fully paid up Quoted (Direct investment)</b>					
The Cochin Malabar Estates & Industries Ltd.	10	98,939	89.05	98,939	50.95
Joonktollee Tea & Industries Ltd.	10	10,77,676	935.96	5,38,838	583.02
Amar Remedy Ltd.	10	200	0.02	200	0.02
Penta Media Graphics Ltd.	1	11,070	0.03	11,070	0.03
Port Shipping Co. Ltd.	10	1,64,330	16.43	1,64,330	16.43
The Phosphate Co. Ltd.	10	1,70,000	158.10	1,70,000	104.98
<b>Total</b>			<b>11,996.32</b>		<b>1,0140.05</b>
<b>Aggregate amount of quoted investments and market value thereof</b>			<b>1,199.59</b>		<b>755.43</b>
<b>Aggregate amount of unquoted investments and market value thereof</b>			<b>10,796.73</b>		<b>9,384.62</b>

### Note: 5(b) Other financial assets (Non-current)

Particulars	31 March 2022	31 March 2021
<b>Unsecured, considered good (unless otherwise stated)</b>		
Security Deposit	13.77	110.33
<b>Total</b>	<b>13.77</b>	<b>110.33</b>

### Note: 6 Other non-current assets

Particulars	31 March 2022	31 March 2021
<b>Unsecured, considered good (unless otherwise stated)</b>		
Capital Advances	2,002.21	1,074.14
Deposits with Government Authorities	96.56	91.75
<b>Total</b>	<b>2,098.77</b>	<b>1,165.89</b>

### Note: 7 Inventories

Particulars	31 March 2022	31 March 2021
Raw materials	5,506.43	6,406.90
Stock-in-process	2,569.80	2,769.81
Semi Finished Goods	1,040.58	855.82
Finished Goods (includes goods in transit ₹ 1,877.24 lakhs; 31 March 2021 - ₹ 2,051.00 lakhs)	3,681.46	3,859.64
Stores and Spares (refer note (i) below)	1,297.63	1,115.04
Scrap	50.05	204.18
<b>Total</b>	<b>14,145.95</b>	<b>15,211.39</b>

### Notes:

- The Parent company has expensed inventory of ₹ 39.07 lakhs (31 March 2021: ₹ 26.55 lakhs) for writing down the value of inventories towards slow moving, non-moving and obsolete inventory.
- The mode of valuation of inventories has been stated in Note 2.10.
- The above Inventories have been pledged to secure borrowings of the Parent company. (Refer note 17(a)).

## Notes to the Consolidated Financial Statements

### Note: 8(a) Investments (Current)

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Face value	No. of units	31 March 2022	No. of units	31 March 2021
<b>I. Designated at FVOCI</b>					
<b>Quoted Equity Instruments- Fully paid-up (Direct investment)</b>					
Infosys Limited	5	14,800	282.26	14,800	202.42
NBCC (India) Ltd.	1	1,50,000	54.45	1,50,000	70.10
HEG Ltd.	10	1,000	13.74	1,000	14.64
Century Textiles Industries Ltd.	10	250	2.14	2,000	9.29
Bombay Dyeing & Manufacturing Company Limited	2	1,45,000	142.76	1,45,000	101.78
Maharashtra Seamless Ltd.	5	-	-	4,300	11.86
Bombay Burmah Trading Corpn. Ltd.	2	5,000	43.04	5,000	55.52
<b>Investment in Alternative Investment Funds (Equity) - Fully paid up - Unquoted</b>					
Orios Venture Partners Fund	100	2,00,000	267.11	2,00,000	249.19
White Oak India Equity Fund	10	-	-	9,59,429	165.62
Sundaram Alternative Opportunities Fund- Nano Cap Series I	1,00,000	-	-	92	82.49
<b>II. Designated at FVTPL</b>					
<b>Investment in Alternative Investment Funds (Debt) - Fully paid up - Unquoted</b>					
Indiareit Apartment Fund	1,00,000	28	33.71	31	49.24
IIFL Real Estate Fund (Domestic) - Series 2	6	18,66,885	66.74	-	-
IIFL Real Estate Fund (Domestic) - Series 3	7	20,00,000	99.45	-	-
<b>Total</b>			<b>1,005.40</b>		<b>1,012.15</b>
<b>Aggregate amount of quoted investments and market value thereof</b>			<b>538.39</b>		<b>465.61</b>
<b>Aggregate amount of unquoted investments and market value thereof</b>			<b>467.01</b>		<b>546.54</b>

### Note: 8(b) Trade receivables

Particulars	31 March 2022	31 March 2021
Trade Receivables - Considered good - Unsecured (refer note below)	3,050.75	3,145.23
Less: Allowance for credit losses	(71.31)	(55.36)
<b>Total</b>	<b>2,979.44</b>	<b>3,089.87</b>

### Notes: Transferred Receivables

- The carrying amounts of the trade receivables include receivables which are subject to Bill Discounting. Under this arrangement, the Parent company has transferred the relevant receivables to the bank in exchange for cash and is prevented from selling or pledging the receivables. However, the Parent company has retained late payment and credit risk. The Parent company therefore continues to recognise the transferred assets in their entirety in its balance sheet as at 31 March, 2021. The amount repayable under the Bill Discounting is presented as secured borrowing.
- There is no outstanding receivables due from directors or other officers of the parent company and its subsidiaries.
- The above Trade Receivables are pledged to secure borrowings of the Parent company. (refer note 17(a))
- Refer note 31A for credit risk.

## Notes to the Consolidated Financial Statements

The relevant carrying amounts are as follows:

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	31 March 2022	31 March 2021
Total transferred receivables	-	367.20
Associated secured borrowing [refer note 17(a)]	-	(367.20)

### Trade receivables ageing schedule as at March 31, 2022

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
(i)Undisputed trade receivables - considered good	1,012.38	1,960.16	3.24	3.61	0.05	-	2,979.44
(ii)Undisputed trade receivables - credit impaired	-	-	-	-	-	71.31	71.31
(iii)Disputed trade receivables - considered good	-	-	-	-	-	-	-
(iv)Disputed trade receivables - credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>1,012.38</b>	<b>1,960.16</b>	<b>3.24</b>	<b>3.61</b>	<b>0.05</b>	<b>71.31</b>	<b>3,050.75</b>
Less: Allowance for credit losses	-	-	-	-	-	(71.31)	(71.31)
<b>Total Trade Receivables</b>	<b>1,012.38</b>	<b>1,960.16</b>	<b>3.24</b>	<b>3.61</b>	<b>0.05</b>	<b>-</b>	<b>2,979.44</b>

### Trade receivables ageing schedule as at March 31, 2021

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
(i)Undisputed trade receivables - considered good	1,043.85	2,012.42	15.08	2.45	10.46	5.61	3,089.87
(ii)Undisputed trade receivables - credit impaired	-	-	-	-	-	55.36	55.36
(iii)Disputed trade receivables - considered good	-	-	-	-	-	-	-
(iv)Disputed trade receivables - credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>1,043.85</b>	<b>2,012.42</b>	<b>15.08</b>	<b>2.45</b>	<b>10.46</b>	<b>60.97</b>	<b>3,145.23</b>
Less: Allowance for credit losses	-	-	-	-	-	(55.36)	(55.36)
<b>Total Trade Receivables</b>	<b>1,043.85</b>	<b>2,012.42</b>	<b>15.08</b>	<b>2.45</b>	<b>10.46</b>	<b>5.61</b>	<b>3,089.87</b>

In case where due date is not specified invoice date has been considered for ageing purposes.

### Note: 8(c) Cash and cash equivalents

Particulars	31 March 2022	31 March 2021
<b>Cash and cash equivalents</b>		
Cash on hand	8.07	5.12
Balances with banks :		
In current accounts	522.62	438.22
<b>Total</b>	<b>530.69</b>	<b>443.34</b>

## Notes to the Consolidated Financial Statements

### Note: 8(d) Other bank balances

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	31 March 2022	31 March 2021
<b>Other Bank balances</b>		
Unpaid dividend account	25.55	24.22
Fractional Share Entitlement	0.52	0.52
Earmarked balance with bank [refer note (a) below]	86.47	350.18
Margin money deposits	1.17	1.17
Deposits with maturity three to twelve months [refer note (b) below]	6,250.83	2,309.01
<b>Total</b>	<b>6,364.54</b>	<b>2,685.10</b>

#### Notes:

- (a) Earmarked balance with bank pertains to Escrow Account of Fort Gloster Industries Limited maintained at Punjab National Bank pursuant to Corporate Insolvency Professional ("CIRP") Process.
- (b) Out of the above fixed deposits amounting to ₹ 800.00 lakhs (31 March 2021- Nil) of Gloster Nuvo Limited is under lien against bank guarantee. Further fixed deposits amounting to ₹ 256.37 lakhs pertaining to Fort Gloster Industries Limited is earmarked for payment of dues to Corporate Insolvency Professional ("CIRP") Process.

### Note: 8(e) Loans (Current)

Particulars	31 March 2022	31 March 2021
<b>Unsecured, considered good</b>		
<b>(i) Loan to Others</b>		
Loan to Employees	328.56	404.94
Loans to Body Corporates	50.00	550.08
<b>(ii) Loan to Related Parties (refer note 34)</b>	<b>1,750.00</b>	<b>1,750.00</b>
<b>Total</b>	<b>2,128.56</b>	<b>2,705.02</b>

### Note: 8(f) Other financial assets - Current

Particulars	31 March 2022	31 March 2021
Security Deposits	196.40	96.39
Derivatives not designated as hedges - Foreign-exchange forward contracts	145.84	195.71
Interest accrued on Loans to Body Corporates	592.49	61.58
Interest accrued on Investments	22.90	4.39
Others (refer note below)	-	193.08
<b>Total</b>	<b>957.63</b>	<b>551.15</b>

#### Note:

Includes insurance claim receivable and receivables from sale of investment ₹ Nil  
(31 March 2021 ₹ 43.96 lakhs and ₹ 143.87 lakhs respectively).

### Note: 9 Current tax assets (net)

Particulars	31 March 2022	31 March 2021
Advance for taxation (Net of provision ₹ 10,224.25 lakhs (31 March 2021 - ₹ 8,000.50 lakhs)	3,737.37	3,555.15
<b>Total</b>	<b>3,737.37</b>	<b>3,555.15</b>

## Notes to the Consolidated Financial Statements

### Note: 10 Other current assets

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	31 March 2022	31 March 2021
<b>Unsecured, considered good (unless otherwise stated)</b>		
Prepaid Expenses [refer note (a) below]	86.68	113.31
Balances with Government Authorities	572.59	78.54
Advances for goods and services - Considered Good	400.12	1,289.75
Dividend distribution tax (DDT) refundable [refer note (b) below]	49.14	49.14
<b>Other Advances</b>		
Considered Good	10.77	10.30
Credit impaired	148.17	148.17
Less : Allowance for credit impaired	(148.17)	(148.17)
<b>Total</b>	<b>1,119.30</b>	<b>1,541.04</b>

#### Notes:

(a) Includes CSR prepaid expenses of ₹ Nil ( 31 March 2021 - ₹ 38.36 lakhs) [refer note 28 (b) ].

(b) Pertains to DDT paid by erstwhile Gloster Limited for payment of dividend to erstwhile Kettlewell Bullen & Company Limited now refundable, post merger in keeping with scheme of amalgamation.

### Note: 11 Equity share capital

#### (a) Authorised share capital

Particulars	Equity shares	
	Number of shares	Amount
<b>As at 01 April 2020</b>	<b>2,75,00,000</b>	<b>2,750.00</b>
Changes during the year	-	-
<b>As at 31 March 2021</b>	<b>2,75,00,000</b>	<b>2,750.00</b>
Changes during the year	-	-
<b>As at 31 March 2022</b>	<b>2,75,00,000</b>	<b>2,750.00</b>

#### (b) Issued, subscribed and fully paid-up shares

Particulars	Equity shares	
	Number of shares	Amount
<b>As at 01 April 2020</b>	<b>54,71,630</b>	<b>547.16</b>
Changes during the year	-	-
<b>As at 31 March 2021</b>	<b>54,71,630</b>	<b>547.16</b>
Changes during the year	-	-
<b>As at 31 March 2022</b>	<b>54,71,630</b>	<b>547.16</b>



## Notes to the Consolidated Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### (c) Details of the shareholders holding more than 5% of equity shares of the Company is as below:

Name of the equity shareholder	31 March 2022		31 March 2021	
	Number of Shares	% holding	Number of Shares	% holding
Life Insurance Corporation of India	7,03,369	12.85	7,16,825	13.10
Pushpa Devi Bangur	7,89,636	14.43	7,89,636	14.43
The Oriental Company Limited	6,04,006	11.04	6,04,006	11.04
Madhav Trading Corporation Limited	5,93,246	10.84	5,93,246	10.84
Vinita Bangur	4,46,352	8.16	4,46,352	8.16
Hemant Bangur	3,76,139	6.87	3,76,139	6.87

### (d) Details of promoter's shareholding percentage in the company is as below:

Promoter/ Promoter Group Name	31 March 2022			31 March 2021		
	Number of Shares	% of total share	% change during the year	Number of Shares	% of total share	% change during the year
<b>Name of promoter</b>						
Hemant Bangur	3,76,139	6.87	-	3,76,139	6.87	-
<b>Name of promoter group</b>						
Pushpa Devi Bangur	7,89,636	14.43	-	7,89,636	14.43	-
Vinita Bangur	4,46,352	8.16	-	4,46,352	8.16	-
Hemant Kumar Bangur HUF	2,61,179	4.77	-	2,61,179	4.77	-
Gopal Das Bangur HUF	2,24,348	4.10	-	2,24,348	4.10	-
Pushpa Devi Bangur (Trustee of Purushottam Dass Bangur Family Trust)	97,700	1.79	-	97,700	1.79	-
Purushottam Dass Bangur	52,803	0.97	-	52,803	0.97	-
Purushottam Dass Bangur HUF	51,766	0.95	-	51,766	0.95	-
Pushpa Devi Bangur (Trustee of Pranov Bangur Benefit Trust)	1,000	0.02	-	1,000	0.02	-
Pranov Bangur	320	0.01	-	320	0.01	-
The Oriental Company Limited	6,04,006	11.04	-	6,04,006	11.04	-
Madhav Trading Corporation Limited	5,93,246	10.84	-	5,93,246	10.84	-
The Cambay Investment Corporation Limited	2,66,953	4.88	-	2,66,953	4.88	-
Credwyn Holdings India Private Limited	2,08,521	3.81	0.05%	2,05,906	3.76	0.02%

### (e) Rights, preferences and restrictions attached to equity shares

The parent company has only one class of equity shares having a par value of ₹ 10 per share. Each shareholder is eligible for one vote per share held. The parent company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation of the parent company, the holders of equity shares are eligible to receive the remaining assets of the Company after distribution of all the preferential amounts, in proportion to their shareholding.

### (f) Details of bonus shares issued

The parent company has issued 16,00,000 number of equity shares allocated as fully paid up by way of bonus shares of ₹ 10 each on 07 March, 2016.

## Notes to the Consolidated Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### Note: 12 Other equity

#### A. Reserve and Surplus

Particulars	31 March 2022	31 March 2021
(i) Securities Premium	78,146.39	78,146.39
(ii) General reserve	11,294.65	9,242.86
(iii) Retained earnings	12,915.34	8,742.71
<b>Total reserves and surplus</b>	<b>1,02,356.38</b>	<b>96,131.96</b>

Particulars	31 March 2022	31 March 2021
<b>(i) Securities Premium</b>		
Balance at the beginning of the year	78,146.39	78,146.39
Changes during the year	-	-
<b>Balance at the end of the year</b>	<b>78,146.39</b>	<b>78,146.39</b>
<b>(ii) General reserve</b>		
Balance at the beginning of the year	9,242.86	7,187.48
Transferred from retained earnings	2,051.79	2,055.38
<b>Balance at the end of the year</b>	<b>11,294.65</b>	<b>9,242.86</b>
<b>(iii) Retained earnings</b>		
Balance at the beginning of the year	8,742.71	5,862.05
Profit for the year	6,528.43	4,085.04
<b>Items of other comprehensive income recognised directly in retained earnings</b>		
- Remeasurements of post-employment benefit obligation, net of tax	763.81	591.58
- Gain on sale of FVOCI equity investments, net of tax transferred to retained earnings	300.09	1,080.16
<b>Deduct : Appropriations</b>		
Dividend paid during the year	(1,367.91)	(820.74)
Transferred to general reserve	(2,051.79)	(2,055.38)
<b>Balance at the end of the year</b>	<b>12,915.34</b>	<b>8,742.71</b>
<b>B. Other reserves - Equity instruments through Other comprehensive income</b>		
Balance at the beginning of the year	2,751.60	1,383.03
Changes in fair value of FVOCI equity instruments (Realised+Unrealised)	2,088.90	2,716.09
Deferred tax	(384.78)	(267.36)
Gain on sale of FVOCI equity investments, net of tax transferred to retained earnings	(300.09)	(1,080.16)
<b>Balance at the end of the year</b>	<b>4,155.63</b>	<b>2,751.60</b>
<b>Total (A+B)</b>	<b>1,06,511.33</b>	<b>98,883.56</b>

#### (i) General reserve

General reserve is created and utilised in compliance with provisions of the Companies Act, 2013.

#### (ii) Equity instruments through OCI

The parent company has elected to recognise changes in the fair value of all investments in equity securities in other comprehensive income. These changes are accumulated within the FVOCI equity investments reserve within equity. The parent company transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.

## Notes to the Consolidated Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### Note: 13 Other Financial Liabilities - Non Current

Particulars	31 March 2022	31 March 2021
Capital Creditors	40.49	-
<b>Total</b>	<b>40.49</b>	<b>-</b>

### Note: 14 Provisions (Non-current)

Particulars	31 March 2022	31 March 2021
Provision for compensated absences of employees	559.61	536.71
Provision for Gratuity (refer note 25)	30.25	680.50
Other non-current provisions	2.17	2.17
<b>Total</b>	<b>592.03</b>	<b>1,219.38</b>

### Note: 15 Deferred tax liabilities (net)

Particulars	31 March 2022	31 March 2021
<b>Deferred tax liabilities</b>		
Investment in financial instruments at FVOCI	1,242.70	858.07
Property, plant and equipment	8,399.32	8,265.09
Provision for Gratuity	572.88	162.37
Right of Use Asset	91.99	95.17
	<b>10,306.89</b>	<b>9,380.70</b>
<b>Deferred tax assets</b>		
Investment in financial instruments at FVTPL	43.77	29.40
Provision for leave encashment	164.54	151.74
Provision for doubtful advances and receivables	76.70	71.12
Deferred government grant	87.75	86.30
MAT credit entitlement [refer note (b) below]	240.09	2,606.60
Lease Liabilities	87.26	95.17
Carry forward Loss and Unabsorbed Depreciation	355.04	-
Others	209.20	193.94
	<b>1,264.35</b>	<b>3,234.27</b>
<b>Net deferred tax liabilities [refer note (a) below]</b>	<b>9,042.54</b>	<b>6,146.43</b>

#### Notes:

(a) Deferred tax assets and deferred tax liabilities have been offset as they relate to the same governing taxation laws. Refer note 29 for details pertaining to income taxes and note no 44 for measurement of deferred tax.

(b) MAT credit is in the nature of a deferred tax. Therefore recognition of deferred tax asset on MAT credit and utilisation of such MAT credit are recognised in the Statement of Profit and Loss.



## Notes to the Consolidated Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### Movements in deferred tax Liabilities/(Assets)

Particulars	As at 31 March 2022				As at 31 March 2021			
	Charged/Credited to				Charged/Credited to			
	Opening	Profit/Loss	Other Comprehensive Income	Closing	Opening	Profit/Loss	Other Comprehensive Income	Closing
Investment in financial instruments at FVOCI	858.07	-	384.63	1,242.70	590.86	-	267.21	858.07
Property, plant and equipment	8,265.09	134.23	-	8,399.32	9,122.25	(857.16)	-	8,265.09
Provision for Gratuity	162.37	-	410.51	572.88	(155.00)	-	317.37	162.37
Right of Use Asset	95.17	(3.18)	-	91.99	-	95.17	-	95.17
Investment in financial instruments at FVTPL	(29.40)	(14.37)	-	(43.77)	(1.62)	(27.78)	-	(29.40)
Provision for leave encashment	(151.74)	(12.80)	-	(164.54)	(149.07)	(2.67)	-	(151.74)
Provision for doubtful advances & receivables	(71.12)	(5.58)	-	(76.70)	(71.12)	-	-	(71.12)
Deferred government grant	(86.30)	(1.45)	-	(87.75)	(89.76)	3.46	-	(86.30)
MAT credit entitlement	(2,606.60)	2,366.51	-	(240.09)	(4,218.82)	1,612.22	-	(2,606.60)
Lease Liabilities	(95.17)	7.91	-	(87.26)	-	(95.17)	-	(95.17)
Carry Forward Business Loss and Unabsorbed Depreciation	-	(355.04)	-	(355.04)	-	-	-	-
Others	(193.94)	(15.26)	-	(209.20)	(207.70)	13.76	-	(193.94)
<b>Total</b>	<b>6,146.43</b>	<b>2,100.97</b>	<b>795.14</b>	<b>9,042.54</b>	<b>4,820.02</b>	<b>741.83</b>	<b>584.58</b>	<b>6,146.43</b>

### Note: 16 Other non-current liabilities

Particulars	31 March 2022	31 March 2021
Deferred government grant	231.53	227.59
<b>Total</b>	<b>231.53</b>	<b>227.59</b>

### Note: 17(a) Borrowings (Current )

Particulars	31 March 2022	31 March 2021
Current maturities of long-term debt	-	118.65
<b>Secured :</b>		
Loans from banks [refer note (b) & (c )below]	1,036.25	1,944.90
Liability on bill discounting [refer note (a) below & note 8(b)]	-	367.20
<b>Total</b>	<b>1,036.25</b>	<b>2,430.75</b>

### Notes:

- (a) Secured by hypothecation of stock of raw material, stock -in-process, finished goods, stores & consumables, book debts and other current assets of the parent company.
- (b) Loans from banks comprises of cash credit facilities which are payable on demand. The interest rate of such loan ranges from 0.50% to 1.75% spread over MCLR (Marginal Cost of Funds based Lending Rate) per annum.
- (c) Loans from banks has been utilized for the purpose for which it was taken.

## Notes to the Consolidated Financial Statements

### Note: 17(b) Trade payables

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	31 March 2022	31 March 2021
Trade Payables - Micro and Small Enterprises (refer note 40 )	80.15	5.86
Trade payables - Other than Micro and Small Enterprises	984.96	690.97
<b>Total</b>	<b>1,065.11</b>	<b>696.83</b>

### Trade Payable ageing schedule as at March 31 2022

Particulars	Not Due	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
<b>Undisputed trade payables</b>						
Micro Enterprises and small enterprises	35.24	44.91	-	-	-	80.15
Others	435.17	229.21	30.94	32.05	41.91	769.28
<b>Disputed trade payables</b>						
Micro Enterprises and small enterprises	-	-	-	-	-	-
Others	-	-	-	-	-	-
	<b>470.41</b>	<b>274.12</b>	<b>30.94</b>	<b>32.05</b>	<b>41.91</b>	<b>849.43</b>
<b>Add: Unbilled dues</b>						<b>215.68</b>
<b>Total</b>	<b>470.41</b>	<b>274.12</b>	<b>30.94</b>	<b>32.05</b>	<b>41.91</b>	<b>1,065.11</b>

### Trade Payable ageing schedule as at March 31 2021

Particulars	Not Due	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
<b>Undisputed trade payables</b>						
Micro Enterprises and small enterprises	-	5.86	-	-	-	5.86
Others	88.10	291.28	35.84	7.14	45.16	467.52
<b>Disputed trade payables</b>						-
Micro Enterprises and small enterprises	-	-	-	-	-	-
Others	-	-	-	-	-	-
	<b>88.10</b>	<b>297.14</b>	<b>35.84</b>	<b>7.14</b>	<b>45.16</b>	<b>473.38</b>
<b>Add: Unbilled dues</b>						<b>223.45</b>
<b>Total</b>	<b>88.10</b>	<b>297.14</b>	<b>35.84</b>	<b>7.14</b>	<b>45.16</b>	<b>696.83</b>

In case where due date is not specified invoice date has been considered for ageing purposes.

### Note: 17(c) Other financial liabilities - Current

Particulars	31 March 2022	31 March 2021
Unpaid dividends [refer note(a) below]	25.55	24.22
Unclaimed Fractional Entitlement	0.52	0.52
Capital creditors	353.94	264.97
Employee related liabilities	1,242.20	882.13
Other payables [refer note(b) below]	371.90	858.17
<b>Total</b>	<b>1,994.11</b>	<b>2,030.01</b>

### Notes:

(a) There are no amounts due for payment to the Investor Education and Protection Fund under Section 125C of the Companies Act, 2013 as at the end of the year.

(b) Other payables include ₹ 326.12 lakhs ( 31.03.2021 : ₹ 346.79 lakhs ) payable to CIRP against which there is a corresponding fixed deposit available with the company. (Also refer note 8(d)).

## Notes to the Consolidated Financial Statements

### Note: 18 Provisions (Current)

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	31 March 2022	31 March 2021
<b>Provision for employee benefits</b>		
Provision for Gratuity (refer note 25)	10.44	9.20
Provision for compensated absences of employees	164.32	140.82
<b>Total</b>	<b>174.76</b>	<b>150.02</b>

### Note: 19 Current tax liabilities (net)

Particulars	31 March 2022	31 March 2021
Provision for taxation [Net of advance tax ₹ 3,941.62 lakhs ( 31 March 2021 ₹ 3,882.03 lakhs)].	823.00	816.21
<b>Total</b>	<b>823.00</b>	<b>816.21</b>

### Note: 20 Other current liabilities

Particulars	31 March 2022	31 March 2021
Advances received from customers	989.37	948.58
Statutory dues	822.03	749.37
Deferred Government Grant	19.30	19.61
Other payables	82.24	52.91
<b>Total</b>	<b>1,912.94</b>	<b>1,770.47</b>

### Note: 21 Revenue from operations

Particulars	31 March 2022	31 March 2021
<b>Revenue from Contracts with Customers</b>		
Sale of Finished goods	72,965.26	48,739.31
<b>Other operating revenues</b>		
Export incentive	416.79	569.37
<b>Total</b>	<b>73,382.05</b>	<b>49,308.68</b>

#### Notes:

- (a) Revenue recognised represents contracted prices with the customers and did not include any adjustment to the contracted price.  
(b) Revenue from contracts with customers disaggregated on the basis of geographical region (refer note 33).

## Notes to the Consolidated Financial Statements

### Note: 22 Other income

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	31 March 2022	31 March 2021
Interest income from financial assets measured at amortised cost	1,181.49	598.26
Interest income from financial assets measured at FVTPL	123.75	148.94
Dividend income from investments designated at FVOCI [refer note (a) below]	16.96	16.79
Rental income	0.87	6.45
Net gain on disposal of property, plant and equipment	-	4.78
Profit on sale of long term investments	-	28.25
Profit on sale of short term investments	-	3.06
Liabilities no longer required written back	23.58	147.76
Insurance policy surrendered	465.39	591.79
Net foreign exchange gains / (losses)	509.82	495.99
Government grants [refer note (b) below]	21.29	19.38
Miscellaneous income [refer note (c) & (d) below]	1,362.69	346.98
<b>Total</b>	<b>3,705.84</b>	<b>2,408.43</b>

#### Notes:

- (a) All dividends from equity investments designated at FVOCI relate to investments held at the end of the reporting year except dividend income amounting to ₹ 0.40 lakh ( 31 March 2021 - ₹ 4.86 lakhs ) pertaining to investments derecognised during the year.
- (b) Government grants are related to investments in property, plant and equipment. There are no unfulfilled conditions or other contingencies attaching to these grants.
- (c) Miscellaneous income include insurance claim realised amounting to ₹ Nil ( 31 March 2021 - ₹ 159.89 lakhs ).
- (d) Miscellaneous Income include sale of scrap amounting to ₹ 1,147.58 lakhs ( 31 March 2021 - ₹ 73.42 lakhs ).

### Note: 23 Cost of materials consumed

Particulars	31 March 2022	31 March 2021
Inventory at the beginning of the year	6,406.90	5,768.22
Add : Purchases ( net )	39,817.63	28,545.66
	<b>46,224.53</b>	<b>34,313.88</b>
Less : Inventory at the end of the year	5,506.43	6,406.90
<b>Total</b>	<b>40,718.10</b>	<b>27,906.98</b>

### Note: 24 Changes in inventories of finished goods and work-in-progress

Particulars	31 March 2022	31 March 2021
<b>Inventories at the end of the year</b>		
Work-in-progress	2,569.80	2,769.81
Semi - Finished Goods	1,040.58	855.82
Finished Goods	3,681.46	3,859.64
<b>Total (A)</b>	<b>7,291.84</b>	<b>7,485.27</b>
<b>Inventories at the beginning of the year</b>		
Work-in-progress	2,769.81	1,631.34
Semi - Finished Goods	855.82	598.37
Finished Goods	3,859.64	2,516.63
<b>Total (B)</b>	<b>7,485.27</b>	<b>4,746.34</b>
<b>(Increase)/decrease in inventories (B-A)</b>	<b>193.43</b>	<b>(2,738.93)</b>



## Notes to the Consolidated Financial Statements

### Note: 25 Employee benefits expense

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	31 March 2022	31 March 2021
Salaries, Wages & Bonus	9,413.22	7,351.67
Contribution to Provident and Other Funds (refer notes below)	1,481.49	1,345.76
Workmen and Staff Welfare expenses	74.76	21.04
<b>Total</b>	<b>10,969.47</b>	<b>8,718.47</b>

#### Notes:

#### (A) Post-employment obligations

##### (i) Defined contribution plans

The total expenses recognised in the consolidated statement of profit and loss during the year on account of defined contribution plans amounts to:

Particulars	31 March 2022	31 March 2021
Employer's contribution to pension fund	430.63	359.94
Employer's contribution to superannuation fund	69.34	70.01
	<b>499.97</b>	<b>429.95</b>

The Group makes Pension Fund and Superannuation Fund contributions to defined contribution plans for qualifying employees. Under the Schemes, the group is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions payable to these plans by the group are at rates specified in the rules of the schemes.

##### (ii) Defined benefit plan

##### (a) Gratuity:

The employees' gratuity fund scheme is managed by a Trust and is a defined benefit plan. The funds of the trust are managed by approved insurance companies. Every employee is entitled to a benefit equivalent to fifteen day's salary last drawn for each completed year of service in line with the Payment of Gratuity Act, 1972. The same is payable at the time of separation from the Group or retirement, whichever is earlier. Gratuity benefit vests after five year of continuous service. 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 amounts recognised in the balance sheet and the movements in the net defined benefit obligation (Gratuity) over the year are as follows:

Particulars	Present value of obligation	Fair value of plan assets	Net amount
<b>01 April 2021</b>	<b>7,990.20</b>	<b>(7,300.50)</b>	<b>689.70</b>
Current service cost	483.08	-	483.08
Interest expense/(income)	515.59	(470.05)	45.54
<b>Total amount recognised in profit or loss</b>	<b>998.67</b>	<b>(470.05)</b>	<b>528.62</b>
<b>Remeasurements</b>			
Return on plan assets, excluding amounts included in interest expense/(income)	-	(205.61)	(205.61)
Actuarial (gain)/loss from change in financial assumptions	(211.65)	-	(211.65)
Actuarial (gain)/loss from unexpected experience	(756.91)	-	(756.91)
<b>Total amount recognised in other comprehensive income</b>	<b>(968.56)</b>	<b>(205.61)</b>	<b>(1,174.17)</b>
Employer contributions/ premium paid			
Benefit payments	(360.64)	357.18	(3.46)
<b>31 March 2022</b>	<b>7,659.67</b>	<b>(7,618.98)</b>	<b>40.69</b>

## Notes to the Consolidated Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Present value of obligation	Fair value of plan assets	Net amount
<b>01 April 2020</b>	<b>7,321.35</b>	<b>(6,259.59)</b>	<b>1,061.76</b>
Current service cost	457.25	-	457.25
Interest expense/(income)	486.33	(415.19)	71.14
Past Service Cost	8.89	-	8.89
<b>Total amount recognised in profit or loss</b>	<b>952.47</b>	<b>(415.19)</b>	<b>537.28</b>
<b>Remeasurements</b>			
Return on plan assets, excluding amounts included in interest expense/(income)	-	(751.09)	(751.09)
Actuarial (gain)/loss from change in financial assumptions	74.66	-	74.66
Actuarial (gain)/loss from unexpected experience	(232.91)	-	(232.91)
<b>Total amount recognised in other comprehensive income</b>	<b>(158.25)</b>	<b>(751.09)</b>	<b>(909.34)</b>
Employer contributions/ premium paid			
Benefit payments	(125.37)	125.37	-
<b>31 March 2021</b>	<b>7,990.20</b>	<b>(7,300.50)</b>	<b>689.70</b>

### Significant estimates: actuarial assumptions

The significant actuarial assumptions were as follows:

Particulars	31 March 2022	31 March 2021
Discount rate	6.90% to 7.10%	6.6% to 6.90%
Rate of salary increase	6% to 9%	6% to 9%
Mortality rate	Indian assured lives mortality (2006-08) & (2012-14) (modified)	Indian assured lives mortality (2006-08) & (2012-14) (modified)

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors.

The expected return on plan assets is determined after taking into consideration composition of the plan assets held, assessed risks of assets management, historical results of the return on plan assets, and other relevant factors.

### Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Assumptions	Change in assumption	Impact on scheme liabilities
<b>31 March 2022</b>		
Discount rate	Increase by 1.00%, Decrease by 1.00%	Decrease by ₹ 640.25 lakhs, Increase by ₹ 752.94 lakhs
Rate of salary increase	Increase by 1.00%, Decrease by 1.00%	Increase by ₹ 730.10 lakhs, Decrease by ₹ 634.32 lakhs

## Notes to the Consolidated Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

Assumptions	Change in assumption	Impact on scheme liabilities
<b>31 March 2021</b>		
Discount rate	Increase by 1.00%, Decrease by 1.00%	Decrease by ₹ 694.52 lakhs, Increase by ₹ 820.25 lakhs
Rate of salary increase	Increase by 1.00%, Decrease by 1.00%	Increase by ₹ 792.88 lakhs, Decrease by ₹ 686.33 lakhs

The above sensitivity analysis is 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 method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied while 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.

### Major categories of plan assets

The defined benefit plan is funded with insurance companies of India. The Group does not have any liberty to manage the funds provided to insurance companies. Thus the composition of each major category of plan assets has not been disclosed.

### Risk exposure

Through its defined benefit plans the Group is exposed to a number of risks, the most significant of which are detailed below:

#### Investment risk

The defined benefit plans are funded with insurance company of India. The Group does not have any liberty to manage the funds provided to insurance company. The Fund is managed by the insurance company and the assets are invested in their conventional group gratuity product. The fund is subject to market risk as the price of units may go up or down. The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to the Government of India bonds. If the return on plan asset is below this rate, it will create a plan deficit.

#### Interest rate risk

The defined benefit obligation is calculated using a discount rate based on government bonds. If the bond yields fall, the defined benefit obligation will tend to increase.

#### 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.

### Salary growth risk

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. Higher than expected increases in salary will increase the defined benefit obligation.

### Defined benefit liability and employer contributions

Expected contributions to post-employment benefits plans for the year ending 31 March 2023 are ₹ 30.00 lakhs.

The weighted average duration of the defined benefit obligation is 9 years ( 2021 - 10 years ).

### (b) Provident fund

The Provident fund is managed by the parent company in line with the Employees Provident Fund and Miscellaneous Provision Act, 1952. The Fund is exempted under section 17 of Employees' Provident Fund and Miscellaneous Provision Act, 1952. Condition for grant of exemption stipulate that the employer shall make good deficiency, if any, in the interest declared by the trust vis-a-vis statutory rate. The contribution by the employer and employees together with the interest accumulated there on are payable to the employees at the time of their separation from the company or retirement, whichever is earlier. In view of the parent company's obligation to meet the shortfall, this is a defined benefit plan.

### (B) Other long term employee benefit plan

The parent company provides benefits in the nature of compensated absences which can be accumulated. The compensated absences are other long term employee benefits plan. The plan is unfunded. Based on actuarial valuation, a provision is recognised in full for the projected obligation and are classified as current since the Company does not have an unconditional right to defer settlement for any of these obligations. Expenses recognised in the Statement of Profit and loss towards compensated absences includes re-measurement gains and losses.

## Notes to the Consolidated Financial Statements

### Note: 26 Finance costs

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	31 March 2022	31 March 2021
Interest and finance charges on financial liabilities measured at amortised cost	80.00	162.52
Other borrowing costs	54.34	36.44
Interest on Lease liabilities	-	0.44
<b>Total</b>	<b>134.34</b>	<b>199.40</b>

### Note: 27 Depreciation and amortization

Particulars	31 March 2022	31 March 2021
Depreciation on Property, Plant and Equipment	1,221.68	1,117.12
Amortisation of Goodwill	1,666.54	1,666.55
Amortisation of Trademark	532.68	468.42
Amortisation of other intangible assets	14.72	14.28
<b>Total</b>	<b>3,435.62</b>	<b>3,266.37</b>

### Note: 28 Other expenses

Particulars	31 March 2022	31 March 2021
Consumption of stores and spare parts (net)	3,905.95	2,571.06
Power and fuel	1,921.92	1,684.44
Rent	107.85	116.39
Repairs to building	1,019.21	140.83
Repairs to machinery	56.80	115.04
Repairs - others	116.04	92.84
Insurance	151.36	240.32
Rates and Taxes	68.92	51.64
Processing Charges	982.31	1,133.78
Freight and Delivery Charges	1,664.21	573.85
Export Dock and Toll Charges	242.41	166.09
Brokerage and Commission	295.93	375.69
Net loss on disposal of property, plant and equipment	1.68	-
Net losses on fair value changes on investments classified at FVTPL	11.47	38.11
Impairment of Fixed Asset	98.25	-
Corporate social responsibility expenses [Refer note ( b ) below]	112.77	114.12
Provision for doubtful debts	15.96	-
Loss on sale of short term investments	9.63	-
Loan to body corporate written off	-	75.69
Interest receivable written off	-	19.15
Miscellaneous expenses [Refer note (a) below]	1,148.16	1,075.90
<b>Total</b>	<b>11,930.83</b>	<b>8,584.94</b>

## Notes to the Consolidated Financial Statements

### Notes:

(All amounts in ₹ lakhs, unless otherwise stated)

#### (a) Miscellaneous expenses includes remuneration to auditors for :

Particulars	31 March 2022	31 March 2021
Audit Fees	32.85	30.10
Other Services	10.06	8.70
Reimbursement of expenses	0.64	0.65
<b>Total</b>	<b>43.55</b>	<b>39.45</b>

#### (b) Corporate social responsibility expenditure:

Particulars	31 March 2022	31 March 2021
Contribution towards Gloster - Arogya Jeevan	63.36	103.89
Contribution towards Gloster - Swach Vatavaran	11.78	7.73
Contribution towards Gloster - Vidya Prachar	37.63	2.50
Accrual towards unspent obligations in relation to		
Ongoing projects	-	-
Other than ongoing projects	-	-
<b>Total</b>	<b>112.77</b>	<b>114.12</b>
Amount required to be spent as per section 135 of the Act	112.23	114.12
Amount spent during the year on		
(i) Construction/acquisition of an asset	-	-
(ii) On purposes other than (i) above	112.77	152.48

#### Details of excess CSR expenditure under section 135(5) of the Act

Balance excess spent as at 01 April 2021	Amount required to be spent during the year	Amount spent during the year	Balance excess spent as at 31 March 2022
(38.36)	112.23	74.41	(0.54)
Balance excess spent as at 01 April 2020	Amount required to be spent during the year	Amount spent during the year	Balance excess spent as at 31 March 2021
-	114.12	152.48	(38.36)

The group does not propose to set-off excess amount spent during the year ended 31 March 2022 aggregating to ₹ 0.54 lakh in succeeding financial years.

#### Note: 29 Income tax expense

This note provides an analysis of the Group's income tax expense, shows amounts that are recognised directly in equity and how the tax expense is affected by non-assessable and non-deductible items. It also explains significant estimates made in relation to the Group's tax positions.

#### (a) Income tax expense

Particulars	31 March 2022	31 March 2021
<b>Current tax</b>		
Current tax on profits for the year	2,225.08	1,262.37
Tax for earlier years	1.62	-
<b>Total current tax expense</b>	<b>2,226.70</b>	<b>1,262.37</b>
<b>Deferred tax</b>		
Decrease / (Increase) in deferred tax assets	1,969.92	1,606.52
(Decrease) / Increase in deferred tax liabilities	131.05	(865.20)
<b>Total deferred tax expense/(benefit)</b>	<b>2,100.97</b>	<b>741.32</b>
<b>Income tax expense</b>	<b>4,327.67</b>	<b>2,003.69</b>

## Notes to the Consolidated Financial Statements

### (b) Amounts recognised directly in other comprehensive income

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	31 March 2022	31 March 2021
The amount of income tax relating to each component of other comprehensive income		
Remeasurements of post-employment benefit obligations - Deferred tax	(410.51)	(317.76)
Investments in Financial instrument at FVTOCI - Deferred Tax	(384.63)	(267.21)
	<b>(795.14)</b>	<b>(584.97)</b>

### (c) Reconciliation of tax expense and the accounting profit multiplied by tax rate

Particulars	31 March 2022	31 March 2021
<b>Profit before tax</b>	<b>10,856.10</b>	<b>6,129.88</b>
Tax at the Indian tax rate of 34.944% (2020-21 – 34.944%)	3,793.56	2,142.03
<b>Tax effect on CSR Expenses</b>		
<b>Add / (deduct)</b>		
Tax effect of amounts which are not deductible (taxable) in calculating taxable income	35.23	(4.76)
Tax effect of certain temporary differences measured at lower rates	(26.95)	(241.00)
Tax effect of certain taxable temporary differences	769.57	-
Previously unrecognised tax losses now recouped to reduce deferred tax expense	(359.22)	-
Deductible temporary differences on which no deferred tax is recognised	19.51	81.67
Difference in tax rates applicable for subsidiaries	(65.11)	(12.94)
Others	161.08	38.69
<b>Total income tax expense/(credit)</b>	<b>4,327.67</b>	<b>2,003.69</b>

### (d) Details of MAT credit balance available with expiry date

Particulars	31 March 2022	31 March 2021
<b>MAT Credit Balance</b>		
<b>Expiry</b>		
AY 2032-33	-	1,123.51
AY 2033-34 [refer note below]	240.09	1,483.10
	<b>240.09</b>	<b>2,606.61</b>

#### Note:

As on date, based on the projections management is reasonably certain that the above stated MAT credit balance will be utilised in future

## Notes to the Consolidated Financial Statements

### Note: 30 Fair value measurements Financial instruments by category

(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	31 March 2022			31 March 2021		
	FVTPL	FVOCI	Amortised cost	FVTPL	FVOCI	Amortised cost
<b>Financial assets</b>						
Investments						
- Equity Instruments	-	7,259.36	-	-	5,687.97	-
- Alternative Investment Funds (Equity)	-	3,416.45	-	-	3,175.61	-
- Investment through PMS (Equity)	-	1,187.95	-	-	1,043.68	-
- Alternative Investment Funds (Debt)	1,137.96	-	-	1,244.94	-	-
Loans to Other Related Parties	-	-	1,750.00	-	-	1,750.00
Loan to Body Corporate	-	-	50.00	-	-	550.08
Security deposits	-	-	210.17	-	-	206.72
Derivative Financial Assets	145.84	-	-	195.71	-	-
Trade receivables	-	-	2,979.44	-	-	3,089.87
Cash & cash equivalents	-	-	530.69	-	-	443.34
Other Bank balances	-	-	6,364.54	-	-	2,685.10
Loan to Employees	-	-	328.56	-	-	404.94
Interest accrued on Loans	-	-	592.49	-	-	61.58
Other financial assets	-	-	22.90	-	-	197.47
<b>Total financial assets</b>	<b>1,283.80</b>	<b>11,863.76</b>	<b>12,828.79</b>	<b>1,440.65</b>	<b>9,907.26</b>	<b>9,389.10</b>
<b>Financial liabilities</b>						
Borrowings	-	-	1,036.25	-	-	2,430.75
Trade payables	-	-	1,065.11	-	-	696.83
Capital creditors	-	-	394.43	-	-	264.97
Other Financial Liabilities	-	-	397.97	-	-	882.91
<b>Total financial liabilities</b>	<b>-</b>	<b>-</b>	<b>2,893.76</b>	<b>-</b>	<b>-</b>	<b>4,275.46</b>

The investments in equity instruments are not held for trading. Instead, they are held for medium or long term investment. Upon the application of Ind AS 109, the group has chosen to designate these investments in equity instruments at FVOCI as the management believe that this provides a more meaningful presentation for medium or long-term investments, than reflecting changes in fair value immediately in profit or loss.

#### (i) Fair value hierarchy

This section explains the judgments and estimates made in determining the fair values of the financial instruments that

are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the group has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.



## Notes to the Consolidated Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

Financial assets and liabilities measured at fair value - recurring fair value measurements - At 31 March 2022	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>				
Investments				
- Quoted investments	1,737.98	-	-	1,737.98
- Unquoted investments	-	4,337.29	6,926.45	11,263.74
Derivative financial assets	-	145.84	-	145.84
<b>Total financial assets</b>	<b>1,737.98</b>	<b>4,483.13</b>	<b>6,926.45</b>	<b>13,147.56</b>

Financial assets and liabilities measured at fair value - recurring fair value measurements - At 31 March 2021	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>				
Investments				
- Quoted investments	1,221.04	-	-	1,221.04
- Unquoted investments	-	3,970.10	5,961.06	9,931.16
Derivative financial assets	-	195.71	-	195.71
<b>Total financial assets</b>	<b>1,221.04</b>	<b>4,165.81</b>	<b>5,961.06</b>	<b>11,347.91</b>

**Level 1 [Quoted prices in an active market]**  
Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments that have quoted price available. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period.

**Level 2 [Fair values determined using valuation techniques with observable inputs]**  
The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives), Portfolio Management Scheme (PMS) and Alternate Investment Fund (AIF), is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

**Level 3 [Fair values determined using valuation techniques with significant unobservable inputs]**  
If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is generally the case for unlisted equity securities and certain Alternative Investment Funds (Equity & Debt).

There are no transfers between Levels 1, Level 2 and Level 3 during the year.

### (ii) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- the use of quoted market prices for quoted equity shares
- the fair value of forward foreign exchange contracts is determined using forward exchange rates at the balance sheet date
- Investments in PMS and AIF carried at fair value, are generally based on available NAVs. The fair value of the unquoted equity shares is determined using valuation technique that maximises the use of relevant observable inputs and minimises the use of unobservable inputs.
- The carrying amounts of trade receivables, loans, cash and cash equivalents, other bank balances, other financial assets, security deposits, trade payables and other financial liabilities are considered to be the same as their fair values, due to their short-term nature.
- Management uses its best judgment in estimating the fair value of its financial instruments. However, there are inherent limitations in any estimation technique. Therefore, for substantially all financial instruments, the fair value estimates presented above are not necessarily indicative of the amounts that the Group could have realised or paid in sale transactions as of respective dates. As such, fair value of financial instruments subsequent to the reporting dates may be different from the amounts reported at each reporting date.
- For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

## Notes to the Consolidated Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

(iii) Disclosures related to unlisted equity securities and Alternative Investment Fund ( Equity & Debt ) categorized through level 3

a) The following table presents the changes in level 3 items for the periods ended 31 March 2022 and 31 March 2021:

Particulars	Unlisted Equity Securities and Alternative Investment Fund (Equity)	Alternative Investment Fund (Debts)	Amount Rs in Lakhs
Unquoted equity shares As at 01 April 2020	4,956.35	1,411.62	6,367.97
Unrealised gains/(losses) recognised in other comprehensive income	(240.23)	-	(240.23)
Unrealised gains/(losses) recognised in Profit & Loss	-	(166.68)	(166.68)
As at 31 March 2021	4,716.12	1,244.94	5,961.06
Unrealised gains/(losses) recognised in other comprehensive income	1,072.37	-	1,072.37
Unrealised gains/(losses) recognised in Profit & Loss	-	(106.98)	(106.98)
As at 31 March 2022	5,788.49	1,137.96	6,926.45

b) Description of significant unobservable inputs to valuation

Particulars	Fair Value as at 31 March 2022	Fair Value as at 31 March 2021	Significant unobservable inputs	Assumptions
Unquoted equity shares & Alternative Investment Funds (Equity & Debt)	6,926.45	5,961.06	Immovable assets	Fair value of land
			Certain Investment in Equity & Debt Funds	Fairvalue of investments

No reasonable change in assumptions would result in significant changes in the fair value.

c) Valuation processe

The finance department of the Parent company includes a team that performs the valuations of financial assets and liabilities required for financial reporting purposes, including level 3 fair values. This team reports directly to the Chief financial officer (CFO). Discussions of valuation processes and results are held between the CFO and the valuation team at least once every year, in line with the parent company's reporting periods.

iv) Fair value of financial assets and liabilities measured at amortised cost; the carrying amounts of financial assets and

financial liabilities recognised in the financial statements approximates their fair values.

### Note: 31 Financial Risk Management

The Group's activities expose it to credit risk, liquidity risk and market risk (i.e. foreign currency risk, interest rate risk and price risk).

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the impact of it in the financial statements.

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, other bank balances, deposits with bank, trade receivables, financial assets measured at amortised cost	Ageing analysis	Diversification of customer base and diversification of bank deposits/ investments. Entering into transaction with customer having sound financial position.
Liquidity risk	Borrowings and other liabilities	Cash flow forecasts	Availability of committed credit lines and borrowing facilities
Market risk – foreign exchange	Recognised financial assets and liabilities not denominated in Indian rupee (Rs)	Cash flow forecasting Sensitivity analysis	Entering into forward exchange contract
Market risk – interest rate	Short-term borrowings at variable rates	Sensitivity analysis	Diversified debt portfolio Regular monitoring of borrowings
Market risk – security prices	Investments in securities	Sensitivity analysis	Portfolio diversification

## Notes to the Consolidated Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### (A) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables) including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments carried at amortised cost.

#### i) Trade receivables

Customer credit risk is managed by the parent company through established policy and procedures and control relating to customer credit risk management. Trade receivables are non-interest bearing and are generally carrying 30 to 60 days credit terms. The parent company has a detailed review mechanism of overdue customer receivables at various levels within organisation to ensure proper attention and focus for realisation. Trade receivables are consisting of a large number of customers. Where credit risk is high, domestic trade receivables are backed by security deposits. Export receivables are backed by letters of credit. Financial assets are considered to be of good quality and there is no significant increase in credit risk.

#### Provision for expected credit loss

The requirement for impairment is analysed at each reporting date. For impairment, individual debtors are identified and assessed specifically. The parent company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets. There has been no material default history in the past and accordingly no provision is considered necessary. The maximum exposure to the credit risk at the reporting date is primarily from trade receivables.

#### ii) Financial instruments and cash deposits

Credit risk from balances with banks and investments is managed by the respective Company's finance department in accordance with the Group's policy. Investments of surplus

fund in portfolio management services, mutual funds, alternate investment funds, direct equity and in private companies are made only with approved counterparties and within credit limits assigned to each counterparty, if any. Counterparty credit limits are reviewed by the respective Company's Board of Directors on an annual basis, and may be updated throughout the year subject to approval of the respective Company's Board of Directors. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

Balances with banks and deposits are placed only with highly rated banks/financial institution.

The Group's maximum exposure to credit risk for the components of the balance sheet is the carrying amounts as disclosed.

### (B) Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset.

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Management monitors rolling forecasts of the Group's liquidity position (comprising the undrawn borrowing facilities) and cash and cash equivalents on the basis of expected cash flows.

#### (i) Maturities of financial liabilities

The tables below analyse the Group's financial liabilities into relevant maturity group based on their contractual maturities.

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

Contractual maturities of financial liabilities as at 31st March 2022	Carrying Value	Contractual Cash Flow	Less than 1 year	1 - 3 years	3 - 5 years	More than 5 years	Total
Borrowings	1,036.25	1,036.25	1,036.25	-	-	-	1,036.25
Other financial liabilities	792.40	792.40	751.91	40.49	-	-	792.40
Trade payables	1,065.11	1,065.11	1,065.11	-	-	-	1,065.11
<b>Total non-derivative financial liabilities</b>	<b>2,893.76</b>	<b>2,893.76</b>	<b>2,853.27</b>	<b>40.49</b>	<b>-</b>	<b>-</b>	<b>2,893.76</b>

## Notes to the Consolidated Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

Contractual maturities of financial liabilities at 31 March 2021	Carrying Value	Contractual Cash Flow	Less than 1 year	1 - 3 years	3 - 5 years	More than 5 years	Total
Borrowings	2,430.75	2,430.75	2,430.75	-	-	-	2,430.75
Other financial liabilities	1,147.88	1,147.88	1,147.88	-	-	-	1,147.88
Trade payables	696.83	696.83	696.83	-	-	-	696.83
<b>Total non-derivative financial liabilities</b>	<b>4,275.46</b>	<b>4,275.46</b>	<b>4,275.46</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>4,275.46</b>

### (C) Market risk

#### (i) Foreign currency risk

The Group undertakes transactions (e.g. sale of goods and purchases of raw materials or capital goods) denominated in foreign currencies and thus is exposed to exchange rate fluctuations. The Group evaluates its exchange rate exposure arising from foreign currency transactions and manages the

same based upon approved risk management policies which inter-alia includes entering into forward foreign exchange contracts.

#### Foreign currency risk exposure

The Group's exposure to foreign currency risk at the end of the reporting period expressed in ₹ lakhs (foreign currency amount multiplied by closing rate), are as follows:

Particulars	31 March 2022		31 March 2021	
	USD	EUR	USD	EUR
<b>Financial assets</b>				
Trade receivables	742.60	247.24	924.69	93.85
<b>Derivative assets</b>				
Foreign exchange forward contracts - Sell foreign currency	(742.60)	(247.24)	(924.69)	(93.85)
<b>Net exposure to foreign currency risk (assets)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Financial liabilities</b>				
Trade payables	60.94	-	-	0.37
<b>Derivative liabilities</b>				
Foreign exchange forward contracts - Buy foreign currency	(60.94)	-	-	-
<b>Net exposure to foreign currency risk (liabilities)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>0.37</b>

The Group also has exposures in below currencies:

Particulars	31 March 2022		31 March 2021	
	GBP	JPY	GBP	JPY
<b>Financial assets</b>				
Trade receivables	0.58	31.73	22.21	70.02
<b>Derivative assets</b>				
Foreign exchange forward contracts - Sell foreign currency	(0.58)	(31.73)	(22.21)	(70.02)

Sensitivity has not been disclosed as all exposures are largely hedged.

#### (ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's debt obligations with floating interest rates.

The Group's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

## Notes to the Consolidated Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### (a) Interest rate risk exposure on financial liabilities

The exposure of the Group's financial liabilities to interest rate risk is as follows:

Particulars	31 March 2022	31 March 2021
Variable rate borrowings	1,036.25	2,063.55
Fixed rate borrowings	-	367.20
<b>Total borrowings</b>	<b>1,036.25</b>	<b>2,430.75</b>

### (b) Sensitivity

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates as below:

Particulars	Impact on profit before tax		Impact on equity	
	31 March 2022	31 March 2021	31 March 2022	31 March 2021
Interest expense rates – increase by 70 basis points (70 bps)*	(7.25)	(14.44)	(4.72)	(9.40)
Interest expense rates – decrease by 70 basis points (70 bps)*	7.25	14.44	4.72	9.40

\* holding all other variables constant

### Note: 32 Capital Management

#### (a) Risk management

The Group's objectives when managing capital are to:

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

The capital structure of the respective Company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. The respective Company manages its capital structure

and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The funding requirement is met through a mixture of equity, long term borrowings and short term borrowings.

In order to maintain or adjust the capital structure, the respective Company may adjust the amount of dividend paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

#### Loan covenants

Under the terms of the major borrowing facilities, the respective Company is required to comply with certain financial covenants. The respective Company has complied with the debt covenants throughout the reporting period.

### (b) Dividends paid and proposed

Particulars	31 March 2022	31 March 2021
<b>i) Equity shares</b>		
Final dividend paid for the year ended 31 March 2021 - ₹ 25/- (31 March 2020 - ₹ 15/-) per fully paid equity share	1,367.91	820.74
<b>(ii) Dividends not recognised at the end of the reporting period</b>		
In addition to the above dividends, since year end the board has recommended the payment of a final dividend of 250% i.e ₹ 25/- per fully paid equity share and Special Dividend "marking 100 years of Incorporation of the Company" of 100% i.e. ₹ 10/- per equity share, making a total dividend of 350% i.e. ₹ 35/- per equity share (31 March 2021 – ₹ 25/-). This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.	1,915.07	1,367.91

### Note: 33 Segment information

#### (a) Description of segments and principal activities

Gloster is a leading manufacturer & exporter of all types of jute & jute allied products, woven & non-woven jute geotextiles, treated fabric-rot proof, fire retardant, jute products for interior decoration & packaging of industrial & agricultural produce. The Company also produces jute. Gloster exports jute goods to various countries spread over the world and is having its

manufacturing facilities located in India. The performance of the group is assessed and reviewed by the Chief Operating Decision Maker ('CODM') as a single operating segment and accordingly manufacture and sale of jute goods is the only operating segment. The group is primarily engaged in a single business segment i.e. manufacturing and sale of jute goods. Hence, disclosure requirements as required by Ind AS -108 are not applicable in respect of business segment.

## Notes to the Consolidated Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### Geographical information

The company is domiciled in India, however also sells its products outside India. The geographical segments considered for disclosure are as under :

Particulars	31 March 2022			31 March 2021		
	Within India	Outside India	Total	Within India	Outside India	Total
Revenue	52,683.08	20,282.18	72,965.26	35,315.51	13,423.80	48,739.31
Non-current assets other than financial instruments *	78,988.40	-	78,988.40	73,830.69	-	73,830.69

\*Non-current assets other than financial instruments include property, plant and equipment, capital work-in progress, right of use assets, goodwill, other intangible assets and other non-current assets.

There are no single customer directly or indirectly from whom more than 10% of the revenue is derived.

Note (a) Represents non-current assets excluding financial assets.

**Disaggregation of revenue :** In the following table, revenue is disaggregated by primary geographical market, major products lines and timing of revenue recognition, etc :

Revenue from external customers	31 March 2022	31 March 2021
India	52,683.08	35,315.51
<b>Outside India:</b>		
Americas	4,604.00	2,549.05
Europe	9,167.35	6,619.07
Asia	3,265.48	2,068.14
Australia	757.47	526.55
Others	2,487.88	1,660.99
<b>Total revenue</b>	<b>72,965.26</b>	<b>48,739.31</b>

### Note: 34 Related party transactions

#### a) Key Management Personnel

- Shri Hemant Bangur, Executive Chairman
- Smt. Pushpa Devi Bangur, Non Executive Director
- Shri D C Baheti, Managing Director
- Shri S N Bhattacharya, Independent Non Executive Director
- Dr. Prabir Ray, Independent Non Executive Director
- Smt. Ishani Ray, Independent Non Executive Director
- Shri Rohit Bihani, Independent Non Executive Director
- Smt. Priti Panwar, Non Executive Director

#### b) Enterprise over which Key Management Personnel (KMP) & relatives of KMP have significant influence

- The Oriental Company Limited
- Joonktollee Tea & Industries Limited
- Keshava Plantations Private Limited

#### c) Post Retirement Plan

- Gloster Jute Mills Ltd. Employees Provident Fund
- Gloster Jute Employees' Gratuity Fund
- Gloster Superannuation Fund

## Notes to the Consolidated Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### (d) Transactions with related parties are as follows:

Particulars	Year	Key Management Personnel	The Oriental Company Limited	Joonktolle Tea & Industries Limited [Refer note (a) below]	Keshava Plantations Private Limited [Refer note (a) below]	Gloster Jute Mills Ltd. Employees Provident Fund	Gloster Superannuation Fund
<b>Transactions during the year</b>							
Dividend paid	2021-22	291.98	151.00	-	-	-	-
	2020-21	175.19	90.60	-	-	-	-
Rent paid	2021-22	-	60.00	-	-	-	-
	2020-21	-	60.00	-	-	-	-
Interest Income	2021-22	-	-	150.00	60.00	-	-
	2020-21	-	-	143.46	60.00	-	-
Sale of Goods	2021-22	-	-	13.75	-	-	-
	2020-21	-	-	66.86	-	-	-
Contributions Paid	2021-22	-	-	-	-	1,714.36	75.71
	2020-21	-	-	-	-	1,424.23	120.37
<b>Outstanding balances at year end</b>							
Commission payable	2021-22	642.00	-	-	-	-	-
	2020-21	336.00	-	-	-	-	-
Deposits	2021-22	-	100.00	-	-	-	-
	2020-21	-	100.00	-	-	-	-
Interest accrued on loan given	2021-22	-	-	33.29	-	-	-
	2020-21	-	-	34.21	13.72	-	-
Loan given	2021-22	-	-	1,250.00	500.00	-	-
	2020-21	-	-	1,250.00	500.00	-	-

### Note:

(a) Maximum amount outstanding at any time during the year are ₹ 1,250.00 lakhs (31 March 2021 ₹ 1,250.00 lakhs) for Joonktolle Tea & Industries Limited and ₹ 500.00 lakhs (31 March 2021 ₹ 500.00 lakhs) for Keshava Plantations Private Limited.

Key management personnel compensation	31 March 2022	31 March 2021
a. Short-term employee benefits	939.90	557.09
b. Post-employment benefits	90.72	40.93
c. Sitting fees	7.90	9.00
d. Commission to Non Executive Directors	42.00	36.00
	<b>1,080.52</b>	<b>643.02</b>



## Notes to the Consolidated Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### Terms and conditions of the transactions

All outstanding balances are unsecured excluding outstanding balance of loan given to Keshava Plantations Private Limited, which is secured.

Disclosure pursuant to section 186(4) of the Companies Act, 2013, regarding other investments are mentioned in the respective notes, refer note 5(a) and note 8(a).

All transactions are made in ordinary course of business and are done on arms length basis.

### Note: 35 Earnings per equity share

Particulars	31 March 2022	31 March 2021
<b>(I) Basic</b>		
a. Net profit after tax	6,528.43	4,126.19
b. (i) Number of equity shares at the beginning of the year	54,71,630	54,71,630
(ii) Number of equity shares at the end of the year	54,71,630	54,71,630
(iii) Weighted average number of equity shares outstanding during the year	54,71,630	54,71,630
c. Face value of equity share (₹)	10.00	10.00
d. Basic earning per equity share (₹)	119.31	75.41
<b>(II) Diluted</b>		
a. Dilutive potential equity shares	-	-
b. Weighted average number of equity shares for computing diluted earnings per equity share	54,71,630	54,71,630
c. Diluted earning per equity share (₹)	119.31	75.41

### Note: 36 Contingent liabilities

Key management personnel compensation	31 March 2022	31 March 2021
<b>Claims against the parent company not acknowledged as debts</b>		
Sales tax matter	464.76	464.76
ESI matter	50.31	50.31
Bank Guarantee (refer note (iii) below)	800.00	-

#### Notes:

- The future cash outflow, if any, cannot be ascertained, pending resolution of the proceedings.
- The Company does not expect any reimbursement in respect of the above contingent liabilities.
- Bank Guarantees are availed against pledge of FDRs for the equivalent amount on account of capital purchase.
- The Resolution Plan of successful Resolution Applicant i.e. Parent Company was approved by Hon'ble NCLT Kolkata Bench vide its Order dated 27.09.2019 (certified true copy was received on 17.10.2019). In accordance with Resolution

Plan, Monitoring Committee was formed with representative of Resolution Professional, Financial Creditors and Successful Resolution Applicant on 22.10.2019. Thereafter, some applications have been filed against the above NCLT Order at Hon'ble NCLAT, New Delhi by ex-workers, Gloster Cables Limited and West Coast Paper Mills Ltd. The Company is contesting these matters. The Successful Resolution Applicant i.e. Parent Company has also filed an application with Hon'ble NCLAT, New Delhi for modification in the Order of Hon'ble NCLT. The Group does not perceive any future cash outflow, pending resolution of the proceedings.

### Note: 37 Commitments

Particulars	31 March 2022	31 March 2021
Estimated amounts of contracts remaining to be executed on capital account and not provided for property, plant and equipment	12,545.66	2,429.54
Uncalled Capital Commitment towards investments	154.73	263.84

## Notes to the Consolidated Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

### Note: 38 Impact of COVID-19

The Group has assessed the possible impact of COVID-19 on its consolidated financial statements based on the internal and external information available up to the date of approval of these consolidated financial statements and concluded no adjustment is required in these consolidated financial statements. The Group continues to monitor the future economic conditions.

### Note : 39 Net debt reconciliation

This section sets out an analysis of net debt and the movements in net debt

Particulars	31 March 2022	31 March 2021
Cash & cash Equivalents	530.69	443.34
Non-current borrowings	-	-
Current borrowings	(1,036.25)	(2,312.10)
Current Maturity of long term borrowings	-	(118.65)
<b>Net debt</b>	<b>(505.56)</b>	<b>(1,987.41)</b>

Particulars	Other assets	Liabilities from financing activities		Total
	Cash and cash equivalents	Non-current borrowings	Current borrowings	
<b>Net debt as at 01 April 2021</b>	<b>443.34</b>	<b>(118.65)</b>	<b>(2,312.10)</b>	<b>(1,987.41)</b>
Cash flows	87.35	118.65	1,275.85	1,481.85
Interest expense	-	-	(134.34)	(134.34)
Interest paid	-	-	80.00	80.00
Other borrowing Cost paid	-	-	54.34	54.34
<b>Net debt as at 31 March 2022</b>	<b>530.69</b>	<b>-</b>	<b>(1,036.25)</b>	<b>(505.56)</b>
<b>Net debt as at 01 April 2020</b>	<b>2,693.21</b>	<b>(237.49)</b>	<b>(2,622.32)</b>	<b>(166.60)</b>
Cash flows	(2,249.87)	118.84	310.22	(1,820.81)
Interest expense	-	-	(199.68)	(199.68)
Interest paid	-	-	163.49	163.49
Other borrowing Cost paid	-	-	36.19	36.19
<b>Net debt as at 31 March 2021</b>	<b>443.34</b>	<b>(118.65)</b>	<b>(2,312.10)</b>	<b>(1,987.41)</b>

### Note: 40 Dues to micro and small enterprises

The Group has certain dues to Suppliers registered under The Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) are:

Sl. no.	Particulars	31 March 2022	31 March 2021
(a)	(i) The principal amount remaining unpaid to any supplier as at the end of the accounting year	80.52	5.86
	(ii) The interest due thereon remaining unpaid to any supplier as at the end of the accounting year	-	-
(b)	The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	-	-
(c)	The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	0.58	0.39

## Notes to the Consolidated Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

Sl. no.	Particulars	31 March 2022	31 March 2021
(d)	The amount of interest accrued and remaining unpaid at the end of the year	3.12	2.54
(e)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

**Note:** The information has been given in respect of such vendors to the extent they could be identified as "Micro, Small & Medium" enterprises on the basis of information available with the Group.

### Note: 41

The exceptional item pertains to the recovery of inter corporate deposit by the parent company which was written off in the earlier years.

### Note: 42

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment received Indian Parliament approval and Presidential assent in September 2020. The Code has been published in the Gazette of India and subsequently on November 13, 2020 draft rules were published and invited for stakeholders' suggestions. However, the date on which the code will come into effect has not been notified. The Group will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.

### Note: 43

Pursuant to the Taxation Laws (Amendment) Act, 2019, a new section 115BAA is inserted in the Income Tax Act, 1961 which provides an option to the domestic companies to pay income tax at lower rate subject to the giving up of certain incentives

and deductions. The Group is continuing to provide for Income tax at the old rates, based on various tax incentive and deductions. However, the Group has applied the lower income tax rates on the deferred tax liabilities on account of temporary differences to the extent these are expected to be realised or settled in the future period when the Group may be subjected to lower tax rate.

### Note: 44

During the previous financial year 2021-22, the Parent Company paid a consideration of ₹ 7,200 lakhs to acquire Fort Gloster Industries Limited. Such consideration has been transferred in cash of which ₹ 4,841 lakhs in the form of equity infusion and ₹ 2,359 lakhs in the form of loan. The assets acquired by the parent entity have been recognised in the consolidated financial statements by allocating the cost to the group of assets, using the relative fair values of the individual assets at the date on which control was obtained i.e. 05 August 2020. The assets recognised as a result of the acquisition as at 05 August 2020 include land, building, plant & equipment, trademarks, inventories, etc. and have been disclosed as part of additions in note 3 and note 4.

### Note: 45

#### Other Statutory Information

Sl. no.	Particulars
(i)	No proceedings have been initiated on or are pending against the group for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) [formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)] and Rules made thereunder.
(ii)	The Parent Company has borrowings from banks on the basis of security of current assets. The revised quarterly returns or statements of current assets filed by the Parent Company with banks subsequent to balance sheet date are in agreement with the books of accounts. The parent company has not filed return for quarter ended 31 March 2022.
(iii)	The group has not been declared wilful defaulter by any bank or financial institution or government or any government authority or other lender in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.
(iv)	The group has no transactions with the companies struck off under the Companies Act, 2013 or Companies Act, 1956.
(v)	The group has complied with the number of layers as prescribed in section 2(89) of the Companies Act read with Companies (Restriction on number of layers) Rules, 2017 .
(vi)	The group has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

## Notes to the Consolidated Financial Statements

(All amounts in ₹ lakhs, unless otherwise stated)

Sl. no.	Particulars
(vii)	The group has not advanced or loaned or invested funds to any other person or entity, including foreign entity (Intermediaries) with the understanding that the Intermediary shall:
a)	directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the group (Ultimate Beneficiaries) or
b)	provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries
	The group has not received any fund from any person or entity, including foreign entity (Funding Party) with the understanding (whether recorded in writing or otherwise) that the group shall:
a)	directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
b)	provide any guarantee, security or the like on behalf of the ultimate beneficiaries
(viii)	There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.
(ix)	The group has not traded or invested in crypto currency or virtual currency during the current or previous year.
(x)	The group has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.
(xi)	There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period.

### Note: 46

There are non current assets held for sale in the nature of certain obsolete plant & machinery.

### Note: 47

Previous year figures have been recasted / restated wherever necessary including those as required in keeping with Revised Schedule III amendments.

## Notes to the Consolidated Financial Statements

48. Statement providing additional information, as required under Schedule III to the Companies Act, 2013, of enterprises considered for preparation of the Consolidated Financial Statements. (All amounts in ₹ lakhs, unless otherwise stated)

Name of the Entity	31 March 2022		31 March 2021		31 March 2022		31 March 2021		31 March 2022		31 March 2021		31 March 2022		31 March 2021	
	Net Assets	As a % of Consolidated Net Assets	Net Assets	As a % of Consolidated Net Assets	Net Profit	As a % of Net Profit	Net Profit	As a % of Net Profit	Other Comprehensive Income	As a % of Other Comprehensive Income	Other Comprehensive Income	As a % of Other Comprehensive Income	Total Comprehensive Income	As a % of Total Comprehensive Income	Total Comprehensive Income	As a % of Total Comprehensive Income
<b>Parent</b>																
Gloster Limited	1,07,580.49	89.05	99,270.74	93.11	7,281.20	108.79	4,460.58	110.93	2,397.82	97.16	2,945.17	96.86	9,679.02	105.66	7,405.75	104.86
<b>Subsidiaries</b>																
Gloster Lifestyle Limited	888.55	0.74	819.54	0.77	33.66	0.50	29.07	0.72	35.35	1.43	47.60	1.57	69.01	0.75	76.67	1.09
Gloster Specialities Limited	876.29	0.73	822.96	0.77	18.14	0.27	26.31	0.65	35.20	1.43	47.69	1.57	53.34	0.58	74.00	1.05
Gloster Nuvo Limited	6,370.56	5.27	92.44	0.09	(121.88)	(1.82)	(107.56)	(2.67)	-	-	-	-	(121.88)	(1.33)	(107.56)	(1.52)
Network Industries Limited	1,189.90	0.98	1,132.81	1.06	57.08	0.85	(1.39)	(0.03)	-	-	-	-	57.08	0.62	(1.39)	(0.02)
Fort Gloster Industries Limited	3,901.22	3.23	4,476.42	4.20	(574.76)	(8.59)	(385.86)	(9.60)	(0.44)	(0.02)	-	-	(575.20)	(6.28)	(385.86)	(5.46)
<b>TOTAL</b>	<b>1,20,807.01</b>	<b>100.00</b>	<b>1,06,614.91</b>	<b>100.00</b>	<b>6,693.44</b>	<b>100.00</b>	<b>4,021.15</b>	<b>100.00</b>	<b>2,467.93</b>	<b>100.00</b>	<b>3,040.46</b>	<b>100.00</b>	<b>9,161.37</b>	<b>100.00</b>	<b>7,061.61</b>	<b>100.00</b>
<b>Adjustment due to Consolidation</b>	<b>(13,748.52)</b>		<b>(7,184.19)</b>		<b>(165.01)</b>		<b>105.04</b>		<b>-</b>		<b>-</b>		<b>(165.01)</b>		<b>105.04</b>	
<b>Total (Net)</b>	<b>1,07,058.49</b>		<b>99,430.72</b>		<b>6,528.43</b>		<b>4,126.19</b>		<b>2,467.93</b>		<b>3,040.46</b>		<b>8,996.36</b>		<b>7,166.65</b>	

(a) All entities specified above have been incorporated in India.

(b) The Net Asset position / Net Profit of the Company considered above is after considering elimination if any, for determining the Profit for the Year in the Consolidated Statement of Profit and Loss.

### For Price Waterhouse & Co Chartered Accountants LLP

Firm Registration No. 304026/E-300009

**Sunit Kumar Basu**

Partner

Membership No. 055000

### For & on behalf of the Board Of Directors

**Hemant Bangur** (DIN: 00040903)

Executive Chairman

**D. C. Baheti** (DIN: 00040953)

Managing Director

**Ishani Ray** (DIN: 08800793)

Director

**Pushpa Devi Bangur**

Chief Financial Officer

& Company Secretary

**Prabir Ray** (DIN: 00698779)

Director

**Rohit Bihani** (DIN: 00179927)

Director

**S. N. Bhattacharya**

(DIN: 06758088)

Director

**Priti Panwar** (DIN: 08072073)

Director

**Place :** Kolkata

**Date :** 12th May 2022

## Form AOC -1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of the Companies (Accounts) Rules, 2014)  
Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

### Part "A" : Subsidiaries

(₹ in lakhs)

Sl. No.		1	2	3	4	5
1	Name of the subsidiary	Gloster Lifestyle Limited	Gloster Specialities Limited	Network Industries Limited	Gloster Nuvo Limited	Fort Gloster Industries Limited
2	The date since when subsidiary was acquired	23.02.2011	23.02.2011	04.07.2019	27.01.2020	05.08.2020
3	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Uniform reporting period	Uniform reporting period	Uniform reporting period	Uniform reporting period	Uniform reporting period
4	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
5	Share Capital	400.00	400.00	1,080.00	6,600.00	4,841.00
6	Reserves and Surplus	488.55	476.45	109.89	(229.44)	(939.78)
7	Total Assets	910.78	879.07	4,050.22	8,238.53	12,337.69
8	Total Liabilities	910.78	879.07	4,050.22	8,238.53	12,337.69
9	Investments	141.13	253.52	-	-	-
10	Turnover	-	-	-	-	-
11	Profit before Taxation	45.57	26.35	57.08	(113.67)	(164.56)
12	Provision for Taxation	11.91	8.21	-	8.21	410.20
13	Other Comprehensive Income/ (loss)	(35.35)	(35.35)	-	-	0.44
14	Profit after Taxation	69.01	53.49	57.08	(121.88)	(575.20)
15	Proposed Dividend	Nil	Nil	Nil	Nil	Nil
16	% of shareholding	100%	100%	100%	100%	100%

1 Names of subsidiaries which are yet to commence operations :

: Gloster Nuvo Limited

2 Names of subsidiaries which have been liquidated or sold during the year :

: None

### Part "B" : Associates and Joint Ventures

: Not Applicable

Place : Kolkata  
Date : 12th May 2022

Ajay Kumar Agarwal  
Chief Financial Officer  
& Company Secretary

Hemant Bangur (DIN: 00040903)  
Executive Chairman

D. C. Baheti (DIN: 00040953)  
Managing Director

Ishani Ray (DIN: 08800793)  
Director

Pushpa Devi Bangur  
(DIN: 00695640)  
Director

Prabir Ray (DIN: 00698779)  
Director

Rohit Bihani (DIN: 00179927)  
Director

S. N. Bhattacharya  
(DIN: 06758088)  
Director

Priti Panwar (DIN: 08072073)  
Director





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